

**ACTION TAKEN IN WRITING  
BY THE BOARD OF DIRECTORS OF  
PELICAN LAKESHORE OWNERS ASSOCIATION**

The undersigned, being the all of the members of the Board of Directors of Pelican Lakeshore Owners Association, a Minnesota nonprofit corporation, hereby take and adopt the following actions in writing, without a meeting:

**Dues Payment Deadline and Record Date**

**Resolved:** The deadline for paying 2013 dues and, consequently, being entitled to vote at the 2013 annual Members' meeting is extended through the commencement of the annual Members' meeting on July 27, 2013; and the record date for voting at the 2013 annual Members' meeting is extended through July 27, 2013.

**Notice of Annual Meeting and Form of Proxy**

**Resolved:** The attached Notice of Annual Meeting and Form of Proxy are approved.

Dated and Effective: July 2, 2013.

*[Signed Counterparts May Be Found in Association's Minute Book]*

\_\_\_\_\_  
Ray Ingebretsen

\_\_\_\_\_  
Tom Pelach

\_\_\_\_\_  
Dan Donovan

\_\_\_\_\_  
John Poczekaj

\_\_\_\_\_  
Grover Gillespie

\_\_\_\_\_  
Keith Baker

\_\_\_\_\_  
Pam Brink

PELICAN LAKESHORE OWNERS ASSOCIATION  
NOTICE OF ANNUAL MEETING OF MEMBERS  
Noon, Saturday, July 27, 2013  
Orr American Legion Post 480  
Orr, MN 55771

**The annual meeting of the Members of the Pelican Lakeshore Owners Association, a Minnesota nonprofit corporation, will be held at the Orr American Legion Post 480, in Orr, Minnesota, commencing at noon, on Saturday, July 27, 2013. A luncheon hosted by the Association will follow immediately after the conclusion of the meeting. An agenda for the meeting follows:**

- 1. Welcome and Introductory Remarks**
- 2. President's Report**
- 3. Treasurer's Report on Financial Condition**
- 4. Other Activities Discussion**
- 5. Question and Answer Session**
- 6. Election of Directors**
- 7. Adjourn and Luncheon**

**A luncheon hosted by the Association will follow immediately after the conclusion of the meeting. If you did not respond already, please RSVP whether you are planning on attending the meeting and/or the luncheon (or not), including the number of attendees, via mail to PLOA, P.O. Box 52, Orr, MN 55771 or by email at [info@pelicanlakeshoreowners.org](mailto:info@pelicanlakeshoreowners.org).**

**Proxies are permitted at this meeting. Please refer to the enclosed Proxy for the procedure for appointing proxies.**

**The Board of Directors has proposed seven (7) candidates for election to the Board of Directors that have been identified on the Proxy. Directors must be Members. Members may vote for other candidates by using the Proxy or by nominating such candidates at the meeting. Each Member will vote for seven (7) candidates. The seven (7) candidates with the greatest number of votes will be elected as Directors. There is no cumulative voting.**

**As required by law, the Member list is available at the Association's registered office, 24 University Avenue NE, Suite 200, Minneapolis, MN 55413.**

**If you have questions, comments or suggestions about the Association, its activities, and the meeting, please feel free to send them to the Board of Directors by email or mail in advance of the meeting, at the addresses noted on the Proxy form. Of course, there will be an opportunity for questions, comments, suggestions, and discussion at the meeting, too.**

**Please arrive early in advance of noon, to facilitate check-in of Members and distribution of ballots for voting at the meeting, prior to the start of the meeting.**

THIS PROXY CARD IS ONLY VALID WHEN SIGNED, DATED,  
AND RETURNED BY 1:00PM, JULY 26, 2013 AS DIRECTED BELOW

PELICAN LAKESHORE OWNERS ASSOCIATION PROXY  
FOR ANNUAL MEETING TO BE HELD ON JULY 27, 2013

The undersigned Member hereby appoints (CHECK ONLY ONE (1) OF THE FOLLOWING TWO (2) BOXES; if neither box is checked or if no name is filled in the blank below, Jim Hawkinson and Dan Donovan will be deemed to be appointed):

Dan Donovan and Tom Pelach  
OR

\_\_\_\_\_ [legibly write in a different person's name of Member's choice who will be present at the meeting]

and each of them, with power of substitution to each, as proxies to represent and to vote as designated below the undersigned's Membership Interest in Pelican Lakeshore Owners Association, a Minnesota nonprofit corporation, at the Annual Meeting of Members to be held on July 27, 2013, and at any adjournment of such meeting.

This Proxy will be voted as directed, but if no direction is given as to any of the persons noted in lines (01) through (07) below, it will be voted FOR any such person.

The proxies cannot vote the undersigned's Membership Interest unless this Proxy or a copy is signed and returned to the Secretary of the Association on or before 1:00p.m, July 26, 2013, as follows:

By email, to: [info@pelicanlakeshoreowners.org](mailto:info@pelicanlakeshoreowners.org)

By mail, to: Secretary, Pelican Lakeshore Owners Association, P.O. Box 52, Orr, MN 55771

Member or Joint Members Name(s) (Print): \_\_\_\_\_ (Only 1 Vote for Joint Members)

Member(s) Signature: \_\_\_\_\_

Date: July \_\_\_\_\_, 2013

\*\*\*\*\*

To vote, mark the boxes.

1. Election of Seven (7) Directors (Directors must be Members)

The seven (7) eligible individuals with the greatest number of "For" votes will be elected.

|      |                  | For                      | Withhold                 |
|------|------------------|--------------------------|--------------------------|
| (01) | Keith Baker      | <input type="checkbox"/> | <input type="checkbox"/> |
| (02) | Jack Barrett     | <input type="checkbox"/> | <input type="checkbox"/> |
| (03) | Pam Brink        | <input type="checkbox"/> | <input type="checkbox"/> |
| (04) | Dan Donovan      | <input type="checkbox"/> | <input type="checkbox"/> |
| (05) | Grover Gillespie | <input type="checkbox"/> | <input type="checkbox"/> |
| (06) | Tom Pelach       | <input type="checkbox"/> | <input type="checkbox"/> |
| (07) | John Poczekaj    | <input type="checkbox"/> | <input type="checkbox"/> |

For any of the above individuals for which the undersigned has not voted "For" and instead voted "Withhold" as a Director of the Association, the undersigned directs that his/her/their vote be cast in favor of the following individuals, who must be Members:

[Write in name(s) of person(s) the undersigned votes "For" as a Director that are not listed in lines (01) through (07)]

- 08) For: \_\_\_\_\_
- 09) For: \_\_\_\_\_
- 10) For: \_\_\_\_\_
- 11) For: \_\_\_\_\_
- 12) For: \_\_\_\_\_
- 13) For: \_\_\_\_\_
- 14) For: \_\_\_\_\_

NO MORE THAN SEVEN (7) "FOR" VOTES MAY BE CAST IN LINES (01) THROUGH (14) ABOVE.

2. In their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting or any postponement(s) or adjournment(s) thereof.

**ADDITIONAL INSTRUCTIONS AND INFORMATION**

**The Board of Directors of the Association has approved this Proxy.**

**You are not required to sign this Proxy. Whether you sign and deliver this Proxy or not, you may attend the meeting. The Board of Directors encourages all Members to attend the meeting.**

**If you sign and deliver this Proxy in a timely manner, you may subsequently revoke this Proxy prior to the meeting by delivering notice of revocation to the Association's Secretary in the manner and at the address specified above, or by hand delivering such revocation to the Secretary prior to the commencement of the meeting.**

**If you sign and deliver this Proxy, you may also revoke this Proxy by attending the meeting in person and voting at the meeting.**

**Joint Members are entitled to cast only one (1) vote. Please indicate the names of the Joint Members in the space provided above. This Proxy will be valid even if less than all Joint Members sign this Proxy; the Joint Member(s) signing this form will be deemed to have been authorized by all other Joint Member(s) to cast the Joint Members' one (1) vote. If conflicting Proxies are delivered by Joint Members, then such Proxies will be disregarded.**