ANNUAL MEETING May 20, 2007

The Annual Meeting of the Stockholders of Nicholas County Development Corporation was held on Sunday, May 20, 2007, in the Nicholas County Health Center Community Meeting Room, at 2 PM, with twenty nine stockholders present.

Call to Order — President Kingsolver called the meeting to order, welcomed those present, and introduced the officers present, Mr. Stephen Morrison, Vice President, Mr. Roger Baird, Treasurer, Mrs. Virginia Kingsolver, President, and Nancye Lyons, Office Secretary. Mr. Kevin Hill, Secretary, and Mr. Rodney Hatton, Second Vice President, were unable to attend the meeting.

President Kingsolver stated that she had very much enjoyed serving as President and had the best board imaginable to work with. She commended their work and their concern for the Lake Carnico Residents. She reminded the group that if anyone was interested in running for election to the Board of Directors, or would like to serve on any committee to make their wishes know.

The Ballots were called for, and counters volunteered to count the ballots, which contained the names of Rodney Hatton, Virginia Kingsolver, and write-ins.

TREASURER REPORT – Mr. Baird gave the report for the period ending 4/30/07 in detail, which had previously been mailed to stockholders, stating that the report for the fiscal year ending 5/31/07 would be forthcoming by mail to the stockholders when the fiscal year ends.

MINUTES - The Minutes of the Annual Meeting 2006 were noted, and there were no additions or corrections.

THE FOLLOWING REPORTS WERE GIVEN AND DISCUSSIONS HEARD:

Beach and Boat Dock – Mr. Sparks will again manage the beach and dock; sand has just recently been purchased, and porta-potties are in place.

Sewer Project Update -

Sanitation District No. 2 Report – Members Gallagher, Kingsolver and McCormack are continuing to work on finding grant money in addition to the \$400,000 we have already been promised in order to build the new system (another I to 2 million will be necessary to keep the future monthly sewer charges at a reasonable level, which is no greater than pumping out current tanks). This process has been slowed by the recent change in Carlisle mayors, since the approved system involves piping our effluent to the Carlisle sewer plant, which will have to process it for a reasonable and fair charge. The public meeting earlier this year was a necessary prerequisite for any additional grants; it was chaired by Denny Gallagher who did a great job on presenting this to the involved public and had many favorable responses. The next step is coming to an agreement with the Carlisle City Council about setting a fair rate for treating the effluent, and the first step (doing a cost analysis of this service) is underway by an outside neutral party (Ky Rural Water and Sewer Association). Bluegrass Ad is also helping the sewer district with this project.

Questions from Carnico property owners were entertained and answered, and Dr. Kingsolver requested that anyone qualified and interested in working with the Sanitation board contact one of them, as they need at least one additional working member. Members were reminded that, at best, we are several years away from having a working public sewer system.

Golf Course – Mr. Glass did not wish to renew his lease, and after much work trying to find a new lessee, including advertising in surrounding areas and discussions with potential interested people, no lease was entered into, and the greens were going to have to be treated and mowed. Mrs. Boogie Hatton agreed to lease the course this season, to keep the course in shape, until other arrangements are made. The fee for the lease was waived for the present, with the lessee paying the real estate taxes.

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Restrictions & Covenants/Building Permits – President Kingsolver reminded the group that the Restrictions and Covenants must be adhered to, and a Building Permit must be obtained if any type of construction of any kind was planned on a home or dock.

(Applications and copies of Restrictions, Covenants and Building Restrictions are available at the office.) She also told the group that a vacancy exists on the Architectural Review Board, if anyone would like to be appointed.

No Wake – A reminder that the lake is a no-wake lake, and a Wild Life Refuge under the Direction of Fish and Wildlife was issued. Discussion was heard about scarcity of water foul at this time. Stockholders were reminded that a Boat Permit must be obtained from the office for any watercraft operated on Lake Carnico (at no cost). Members were asked to keep the lake clean (dumping nothing in the lake); and their dogs under control.

Beautification Committee – Mrs. Janis McCarty, Chair of the Committee was introduced and gave a report on the work of the committee since last meeting. She stated that it would take two or three years to see the results of the plants and that many were plants that take care of themselves. She stated she did have some help but more volunteers were needed. She asked the Board for financial support again this year, as they had been granted \$150 last year. There was some discussion about the condition of the old pull-off on the road near the entrance gate, and the Board promised to see what can be done to make it more attractive, but still restrict traffic through the area. Also, it was noted that Politicians did not have authority to post signs at the lake since it was private property.

DSL – Mrs. Diane Polly gave a report on her research into service which is still not available in the area, but she is continuing to work on it. She asked anyone interested to contact her. She stated that A T & T was supposed to have DSL to all customers by the end of 07. She asked the Board to sign a letter of support for submission to AT&T.

Directory Update – Mrs. Mary Morrison stated that she had the Directory almost ready for distribution, but would like for the corporation to pay for the publishing. An estimate of the cost will be submitted to the Board for approval. She asked the stockholders to cooperate with her in submitting information to her to use in the directory (new residents, etc).

Cable – Mr. Henry Peters stated that if anyone had cable problems they should call the telephone number on the cable building, and they would take care of it.

NEW BUSINESS

Social Events-

Floatilla - will not be held because of lack of interest last year. It was suggested that we may have a summer golf course event or pontoon tie-up with all boats invited.

FALL PICNIC - Fish Fry and Picnic, at the beach, to be held September 9, with rain date September 16.

Entrance Gate - A suggestion was made to widen the entrance gate for pontoons and boats. The Board is to take this under consideration.

Election Results – Rodney Hatton and Virginia Kingsolver were elected to a new two year term.

Meeting Adjourned – 3:20 PM.

Nancye R. Lyons, Acting for Kevin Hill, Secretary