

**Treasury Services
Authorization Resolution**

(Version 2014.1)

Customer: City of Diamondhead
(Sometimes referred to herein as "you" and "your")

Definition of Bank: For the purposes of this Resolution, effective as of April 1, 2014, "Bank" shall mean Whitney Bank, a Mississippi state chartered bank doing business as Hancock Bank in Mississippi, Alabama and Florida and doing business as Whitney Bank in Louisiana and Texas. The Services governed by this Resolution may be used to access or effect transactions in Customer's accounts at branches doing business as either Hancock Bank or Whitney Bank. Notwithstanding the provision of any Services under the trade name Hancock Bank, for contractual purposes this Resolution is entered into by and between Customer and Whitney Bank.

RESOLVED, that the following person(s) in the representative capacities set forth opposite their respective names below, and such Agent's successors in office or position,

NAMES	TITLES	SIGNATURES
Clovis B Reed Jr.	City Manager	X
Kristin Ventura	City Clerk	X
		X

are hereby appointed as the Authorized Officers of the Customer designated above, and each of them acting alone, is hereby authorized and empowered to act on behalf of, in the name of, and for the account of the Customer to contract and transact with Bank (as designated above) with respect to all of the matters authorized in the following resolutions;

RESOLVED FURTHER, that the Authorized Officers are hereby expressly authorized to:

(a) enroll Customer, in one or more of those Treasury Services offered from time to time by Bank, which services are listed and briefly described on Schedule 1 hereto (as amended from time to time, the "TM Services), and to perform such transactions and initiate such inquiries as are available under the then current features and functionality of the TM Services for which Customer has elected to enroll;

(b) execute and deliver to Bank one or more contracts, documents or agreements, and the related enrollment and set-up forms related to any TM Services, and thereby accept and agreed to, in the name and on behalf of Customer all of the terms and conditions by which Bank agrees to render such TM Services to you (the "Agreements") including, without limitation, the terms conditions set forth in the Master Agreement for Treasury Services, as amended from time to time;

(c) appoint designated users or authorized representatives or administrator(s) (collectively "Users") who may be granted any and all authority to perform transactions and initiate inquiries as set forth pursuant to the Agreements applicable to the TM Services for which Customer has enrolled, including, but not limited to, the authority to designate or authorize other users of such TM Services and to set with regard to such other Users the level of functionality, access and transactional capabilities available to User and to add and delete Users, and to modify the rights granted to any User from time to time;

(d) access the TM Services and authorize Users to access the TM Services through such access codes, security devices or methods or other authentication technologies as may be required by Bank from time to time in

order to authenticate Users or access certain features and functionality of any of the TM Services;

(e) adopt and agree to security procedures for use of and access to the TM Services that the Authorized Officer has after due deliberation and consultation as deemed necessary with Customer's advisers determined are commercially reasonable and appropriate for the Customer, and to assume the risk of loss associated with use of the TM Services as set forth in the Agreements;

(f) designate eligible checking accounts, deposit accounts, commercial loans and other accounts by which the Customer's authorized Users may engage in any and all banking transactions available via the Treasury Services, including business accounts with different taxpayer identification numbers than that assigned to Customer, provided, however, that such accounts are owned by common owners, have one or more common signatories, or are otherwise affiliated with Customer; and

(g) execute and deliver any amendments or modifications to such Agreements.

RESOLVED FURTHER, that any transactions under any Treasury Services and/or any Agreement executed and delivered to Bank on your behalf by such representative(s) or pursuant to authority delegated by such representative(s) prior to the adoption of this Authorization Resolution are hereby ratified, approved and confirmed.

RESOLVED FURTHER, that any and all of your prior resolutions relating to the Treasury Services or the Agreements are still in full force and effect, except as specifically modified, amended or supplemented by this Authorization Resolution.

RESOLVED FURTHER, that you agree to any and all of the terms and conditions of the Agreements that have been or will be executed and delivered by any Authorized Officer or duly appointed User, as your legally valid and binding act and deed.

RESOLVED FURTHER, that you shall furnish to Bank a certified copy of this instrument and Bank is hereby authorized to deal with the above named or described persons, officers, representatives and/or employees under the authority of this instrument unless and until it shall be expressly notified in writing to the contrary by you and Bank has a reasonable period of time following receipt of such notice to act upon it.

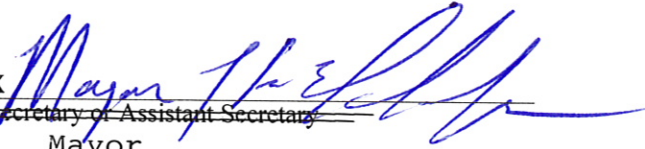
RESOLVED FURTHER that the Customer shall, from time to time hereafter, as changes in the personnel of offices, positions, officers, representatives and/or employees of Customer named or described above are made, promptly certify such changes to Bank. Bank shall be fully protected in relying upon such certifications of the Customer, and shall be indemnified and held harmless from any claims, demands, expenses, losses and/or damages resulting from, or growing out of, honoring the authority of any officer(s), representative(s), agent(s), or employee(s) or other person(s) so certified, or refusing to honor the authority of any person not so certified.

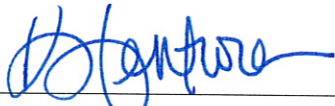
PLEASE COMPLETE THE APPROPRIATE CERTIFICATION FOR YOUR ENTITY BELOW

CERTIFICATION FOR CORPORATIONS

I certify that the above and foregoing *Treasury Services Authorization Resolution* have been duly adopted by the board of directors of City of Diamondhead, a corporation duly organized and existing under the laws of the State of Mississippi, that the above resolutions are duly entered in the minute book of this corporation, that the resolutions are in full force and effect on the date hereof, and that there is no limitation of any kind upon the power of the corporation to enter into the foregoing resolutions.

WITNESS my signature as secretary or assistant secretary of this Corporation on this _____ day of _____, 20__.

X 
~~Secretary or Assistant Secretary~~
Mayor

ATTEST: X  _____

Attest by other Officer/Director required only if the Secretary or Assistant Secretary certifying the resolutions is a signatory designated to act as Agent.

(SEE BELOW FOR CERTIFICATIONS FOR ENTITIES OTHER THAN CORPORATIONS)

CERTIFICATION FOR OTHER ENTITIES (Partnerships, Limited Liability Companies, and Other Entities)

The undersigned are all of the persons required by the organizational documents and applicable law to authorize action by the following entity:

Name: City of Diamondhead

Entity: Public Fund

Jurisdiction where organized: Mississippi

We hereby adopt the above *Treasury Services Authorization Resolutions* as the true act and deed of the above named entity, and warrant and represent to the Bank designated above, jointly, severally, and solidarity, that the resolutions set forth above are legally effective to bind the above entity, and that Bank may rely thereon until otherwise notified by the undersigned.

X

Signature Title Name Printed Date

X

Signature Title: Name Printed Date

X

Signature Title: Name Printed Date

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Signature Title Name Printed Date

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Signature Title Name Printed Date

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Signature Title Name Printed Date



**Treasury Services
Schedule 1**

<u>Treasury Solution Service</u> <u>[Includes Treasury Solution, Treasury Solution Suite and Cash Solution]</u>	<u>Description</u>
Information Reporting Prior Day Current Day	Customer may elect to review information about the balances and transactions in their account(s) with Bank (balance reporting). Allows Customer to review information about the deposits and deposited items in their account(s) with Bank (Deposit Image Module)
Deposit Image Module Commercial Loan Module	Allows Customer to view balances and transactions in their commercial loan and line of credit accounts at Bank, with optional features to enable manual or automated payments to or draws from such accounts. Bank Approval Required. (Commercial Loan Module)
Book Transfer	Customer may elect to transfer funds between their accounts at Hancock Bank and/or Whitney Bank.
Stop Payment	Customer may elect to place stop payments, modify stop payments or cancel stop payments on checks written off of their account(s).
Wire Transfer	Allows customer to submit domestic and international wire transfers to send collected funds to an account maintained with another financial institution.
Online Check Image	Customer may elect to retrieve view, and print the front and back of check images using a variety of online viewing tools.
Positive Pay Traditional	Bank compares checks issued by Customer and checks paid by Bank on a daily basis, and reports to Customer any discrepancies of check number or check amount, and provides Customer with a mechanism for accepting or rejecting final payment of the check.
Payee Name	In addition to the services of Traditional Positive Pay, Bank will also compare Payee Name and report any discrepancies to the Customer.
Teller Line	Issued checks are put into the Teller Line system so checks that are presented at the Teller Line can be compared to the Check Issue file.
Reverse Positive Pay	Bank provides Customer with a daily list of the checks that have been presented against their account and a mechanism to accept or reject final payment of the check.
ACH Processing	Allows Customer to initiate debit and/or credit electronic fund transfer entries through Bank by means of the automated clearing house.
Remote Deposit Capture	Allows Customer to make deposits to Customer's Account(s) from Customer's office by scanning Checks on equipment consisting of a desktop image scanner (the "Scanner"). The Scanner will capture an image of the front and back of the check and will read and capture the Magnetic Ink Character Recognition (MICR) line of the Check. After capture of the image of the Check, Customer will use the Service to transmit an electronic data file containing the images of the Checks and the data, via the Internet, to Bank for deposit into Customer's account(s).

Commercial Bill Pay	Allows Customer to pay anyone at anytime from their account(s), as well as, maintain a payment database of repeating payments. Customer can produce reports showing pending and historical payments.
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Other Treasury Services

Commercial Sweep Service	The Commercial Sweep Service is an integrated financial service in which Customer's excess collected funds above the designated target balance in the designated demand deposit account(s) ("DDA") shall be transferred by the Bank daily from the DDA and into one of the sweep selections – Eurodollar, Repurchase Agreement, Line of Credit or a Combination Sweep.
Outbound Data Exchange	Information reporting service in which information from Customer's designated Bank Accounts is exchanged by way of a company functioning as a Data Exchange Operator.
Inbound Data Exchange	An information reporting service in which Bank is the Primary Bank, and therefore acts as the reporter of consolidated account information from Customer's other designated banks.
Check Image on Compact Disk (CD)	Archive, retrieve, view, and print check images from Treasury Solution or from a CD-ROM.
<u>Account Reconciliation:</u> Full Partial Deposit	<p>Bank provides certain reconciliation reports to Customer at the end of each statement cycle based on a comparison between checks issued by Customer and checks paid by Bank.</p> <p>Bank provides a report of checks paid by the Bank in sequential order.</p> <p>Bank provides a report of deposits made by the Customer. The report lists deposits sequentially and sorted and sub-totaled by location code, which has been pre-encoded in the MICR line of the deposit slip.</p>
Zero Balance Account (ZBA)	Bank shall initiate automatic transfers of funds from certain accounts designated by Customer ("Subsidiary Accounts") into a single account (the "Master Account") designated by Customer to hold funds transferred from one or more Subsidiary Accounts in order to arrive at a specified ending balance ("target" balance) in each Subsidiary Account.
Image Cash Letter	<p>Bank shall provide to Customer a Service which allows Customer to leverage imaging infrastructure to capture images of consumer and business checks received at Customer's offices in an Image Cash Letter file ("File"). This file is then transmitted to the Bank for processing.</p> <p>The File consists of imaged checks and check data, including an image of the front and back of the check (each an "Image") and will capture the Magnetic Ink Character Recognition (MICR) line of the Check, including the routing transit number, account number, and when encoded, the check amount, serial number and process control field.</p> <p>If the File meets the Bank's requirements, Bank will provisionally credit Customer's Account for the amount of the deposit and will enter the images of the checks into the collection process in accordance with the Deposit Account Agreement.</p>