

Final DRAFT—subject to annual meeting approval

COVE Organizational Meeting – July 11, 2013

Room 422, Glenn UMC, 1660 North Decatur Rd

Carl Lange called the meeting to order at 7:18. Approximately 24 people were in attendance representing 17 paid and voting households (Note: members joined at the beginning of the meeting and paid dues in order to participate in voting at this meeting.)

Martha Pacini presented the purpose for organizing COVE – to be an externally facing organization to address issues related to public safety, neighborhood watch, master planning at the county level, and cityhood. During the past few months with events primarily arising out of cityhood, it became clear we needed a unified group to have a voice in the county in dealing with these issues. We also need a unified group to work with our surrounding neighborhoods, including Mason Woods, Adelia/Biltmore, to coordinate with the larger neighborhood and to join Community Action Network.

Susan Bell presented the proposed first year budget (summarized on meeting room white board), a printed copy of which is attached hereto. She proposed that assuming 50 households may join, to break even based on budget, dues have been proposed at \$25.00 per year. As noted above, dues were collected at this meeting from those wishing to join and be eligible to vote on board of directors and other business.

Erika Birg then facilitated a group discussion regarding the larger purpose of the organization and what the organization could achieve. Several attendees questioned whether COVE could have a positive effect on issues as it relates to Emory, in particular. Although no guarantees could be made, the consensus was that an organized group had a potentially greater ability to achieve enhanced communications and coordination with Emory. Question was raised whether we could hold ourselves as representing the entire Victoria Estates neighborhood and the response was that COVE will hold itself out as representing the members of COVE, who are all Citizens of Victoria Estates. It is not the intent of COVE to provide redundant services to the current Victoria Estates Civic Association, which currently organizes and/or provides a neighborhood directory, provides ad hoc e-mails of neighborhood news, organizes certain social activities such as the ice cream social, and maintains the entry island on Mason Mill Rd.

Proposed by-laws were then presented by Erika Birg and discussed. An amendment was proposed regarding Article V, Section 4 regarding the number of people to constitute a quorum for purposes of the members acting at any meeting of the members. As originally written, a quorum was to be a simple majority of members present. There was concern that this could be a very small number of members given our start-up size. After discussion, it was proposed that the by-laws would require that at least one third of members be present in order for the “majority present” to constitute a quorum. Thus, the revised Article V, Section 4 will state: “At any meeting of the members, a majority of the members of the corporation present in person or represented

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by proxy will constitute a quorum of the members for all purposes and at least one third (1/3) of the members must be present in person or represented by proxy to constitute such quorum.”

With that amendment, the by-laws were approved by the then dues paying members by a verbal vote of aye/nay. All voted in favor.

Thereafter, nominations were made for board members and, by unanimous vote, the following members were elected to the Board of Directors: Erika Birg, Tim Buchman, Pat Killingsworth, Emily Koumans, Carl Lange, Martha Pacini, and David Woolf.

Following the election, committees were discussed: Engagement, Safety/Traffic, Communications and Cityhood. Levi Dickerson agreed to chair the Safety and Traffic Committee. Ron McCauley agreed to chair the Cityhood committee. Martha Pacini is leading the Engagement Committee and Carl Lange will lead the Communications committee. Discussion was had regarding scheduling meetings with Lakeside Alliance and with our local representatives, Jeff Rader and Kathie Gannon. Additionally, with respect to safety, member Roberta Lynn discussed the need for patrol or security cameras and offered to do some research. Carl Lange discussed the design of the website and intended communications plan using multiple outlets.

Meeting was concluded at 8:30 P.M.

Attachment: Proposed budget

Citizens of Victoria Estates (COVE) Proposed 2013 Budget

	Budget	Actual	Variance
Revenues	\$1,250		
Recurring Expenses			
Bank fees	240		
Insurance	150		
Supplies	15		
Miscellaneous contingency	50		
Subtotal recurring expenses	\$455		
One-Time Costs			
Corporate name registration	25		
Articles of incorporation filing	100		
Publication of notice of incorporation	40		
EIN application fee	25		
Tax exemption application	400		
Web survey tool	70		
Web domain name, website and email	91		
Graphic design/logo	100		
Subtotal one-time costs	\$851		
Total expenses	\$1,306		
Net income(loss)	(\$56)		

Notes:

Revenues assume 50 households @\$25

Supplies include nametags, paper, printing, receipt book

Insurance is estimate for D&O liability only

Assumes pro bono legal, tax, accounting fees

Assumes no lobbying or other professional fees at this time