

Mainstreet Community Services Association, Inc. (MCSA)

Board of Directors Meeting
Annual Members Meeting
January 16, 2020

Present: President Patrice Diamond; Vice President-Sharon Dickey; Secretary-Anita Williams; Treasurer-Herman Tate; Member-At-Large Patricia Pryor; Community Association Manager Nadine Rivers-Johnson; Office Associate-Velvet Loyal; CMA Division Manager-Cathy Green; and homeowners/residents.

Called to Order - Meeting convened at 7:35pm by President Diamond with all members of the board present.

Verification of Quorum – A call was made by President Diamond for verification of quorum to enable the Annual Members meeting to proceed. CMA Division Manager Green confirmed the meeting quorum along with Office Associate Loyal (total of 272 members in person or by Proxy).

President's Message - President Diamond thanked the board members, staff and homeowners present and read a statement. In the statement, she addressed people causing upheaval and confusion. She reiterated her commitment and reasons for originally running for the board. The annual meeting originally scheduled for 12/5/19 was rescheduled for transparency in light of allegations that the board unfairly denied homeowners - who turned their petitions in after the deadline - due process. In addition, there were false accusations of illegal conduct put out on social media. A decision was made to reschedule the annual meeting for the purpose of amending and restating our outdated Bylaws that had not been updated totally since 1986. The last amendment occurred in 2006 to change from an HOA to a POAA and to reduce the quorum needed for annual meetings from 15% to 10%. She called for a willingness for homeowners to keep their contact information updated and be willing to participate in maintaining our 46-year-old community. She announced several planned projects for 2020: signage for 14 community signs to be replaced; continued pool repairs and increase height of wrought-iron fencing at pool deck areas; playground equipment needs replacement; private storm water drain at park on Mainstreet Park Drive to be repaired where it ties into the County; newsletter to be reinitiated and will be electronically transmitted on a quarterly basis; website to be updated; main push to reinvigorate Neighborhood Crimewatch with a commitment to participate in National Night on August 4, 2020.

Presentation of 2020 Budget –A Treasurer's Annual Report was presented by Treasurer Tate and the 2020 Proposed Budget changes explained. Property Manager Rivers-Johnson briefed the board and homeowners present on the 2020 proposed budget. The budget calls for a \$3 increase to homeowner assessments effective 1/1/2020 to replenish the Reserve Account. Reserves will be used for capital improvements as scheduled over the next two-year period. A motion to approve the 2020 Budget was made by Vice President Dickey, seconded by Member-At-Large Prayor and passed unanimously.

Presentation of Bylaws Amendment – President Diamond deferred Bylaws Amendment specifics to Association Manager Rivers-Johnson for explanation. The major changes to the document were outlined: (1) The Board engaged legal counsel Lazega & Johanson to totally revise and update the Bylaws to bring them in compliance with modern practices and the Georgia Nonprofit Corporation Code of Georgia. (2) The changes allow for use of electronic notifications as an acceptable form of homeowner notices. Such notifications would also be posted to the Association's website and mailed out, upon individual request. Also, hard copies will be made available at the Clubhouse for homeowners not having access to computer technology. (3) The date of annual meetings will permanently change to the first Thursday in December of each year. (4) A total of four board meetings per year would be required, with other meetings called at

the discretion of the Board. (5) Clarifications and changes were made for: the fining procedures and resignation or termination of a board member. (6) Default Approval Procedures After Owner No Response was added for failure to participate in amendment votes in the future. This was included to make it easier to pass Bylaws amendments as changes are dictated by future boards. (7) Language bringing the definition of “spouse” up to date to include partners, etc. (8) Recognition of LLC as a voting member only gets one per household as any other member, but can only run for the board if the LLC owner resides in Mainstreet Community as their primary residence.

Ballot for Bylaws Amendment and Nominations for Board of Directors – A motion to break to allow 30 minutes for voting on the Bylaws Amendment and Board of Directors was made by Member-At-Large Prayor, seconded by Vice President Dickey and passed unanimously at 8:40pm.

At 9:22pm, Director Dickey made a motion to reconvene, seconded by Director Williams, and passed unanimously to have the voting results announced. Elections Chair Lorryette Kyle made the announcement that (1) the required quorum of 66 2/3% of the eligible vote of the total Association membership had been reached and ballot results approved the Amended and Restated Bylaws by majority vote. (2) She also announced the results of the Board of Directors elections as follows: Patricia Prayor, Herman Tate, and Anita Williams all were re-elected for a two-year term to the board.

At 9:24pm, Director Herman Tate made a motion to break for election of officers. Motion was seconded by Director Patricia Prayor, and the motion passed unanimously.

At 9:28, the Board returned from deliberation. Director Tate made a motion to reconvene, seconded by Director Dickey, and passed unanimously. Re-elected President Diamond announced the following officer selection: President – Patrice Diamond; Vice President – Sharon Dickey; Secretary – Anita Williams; Treasurer – Herman Tate; and Member-At-Large – Patricia Prayor. A motion to adjourn the meeting was made by Vice President Dickey and seconded by Treasurer Tate at 9:29pm. The motion passed unanimously.

Question & Answer Session – After the meeting was concluded, newly elected board members fielded questions & answers from homeowners during this session on a variety of topics and concerns.

The next Board meeting is scheduled for Tuesday, February 18, 2020, at 7:30pm.

Minutes submitted by Secretary Anita Williams
Mainstreet Community Services Association, Inc.