

05-28-2024 COOCVE Special Board of Directors Meeting Minutes

Meeting Called to Order 9:30 am.

Agenda: Decide whether COOCVE will KEEP its Reporter Shares or SELL them to the Reporter.

President Donna Capobianco called meeting to order at 9:30am and announced the only agenda item: Based upon a 4/7/24 proposal by the CVE Reporter to purchase all its shares owned by COOCVE, this meeting is to decide whether COOCVE will KEEP its Reporter Shares or SELL them to the Reporter. Chair of Election Committee Ron Sandler announced quorum of 75 reached.

Donna announced COOCVE Officers, in a May 8th SPECIAL MEETING, voted unanimously to recommend the COOCVE Board of Directors KEEP 100% of its REPORTER shares. 1st VP Macky Bachelor motioned: COOCVE will keep 100% of its currently owned Reporter shares. Sergeant at Arms Joe Cummings 2nded Joe conducted the discussion.

Donna announced COOCVE's 2nd VP Harriet Drandoff and Secretary Judith Stagliano, members of both COOCVE and Reporter boards, voluntarily elected to recuse themselves and asked to not participate in the vote. Treasurer Howard Silverstone and Controller Rich Wiener are not counted in quorum as they are elected COOCVE officers but not association elected board members.

Ron discussed how voting will occur. Donna called for the electronic vote to commence. Ron announced vote outcome: 89% (92 votes) to 11% (11 votes) in favor of the motion for COOCVE to retain its shares.

Joe motioned to adjourn. Donna 2nded.

Meeting adjourned at 10:31am.

(For details, please see meeting video posted on COOCVE.com.)

Respectfully submitted: Judith Stagliano, COOCVE Secretary