

**Hawaiian Paradise Park Owners Association  
APPROVED – Board of Directors Meeting Minutes  
December 16, 2015**

**I. Call to Order:** President, Craig Crelly (District 6) called the Board of Directors meeting to order on December 16, 2015 at 6:15 p.m. Quorum was established. The meeting took place in the HPPOA Hui Activity Center Library.

**II. Roll Call:**

**Board of Directors:** Craig Crelly, President (District 6), Dr. Jo Maynard, Vice President (District 5), Janice Ashford, Treasurer (District 7), Ruth Mizuba (District 2), Paul Wheelless (District 3), John Rudolf (District 4), Randi Larzalere (District 8)

**Absent:** BJ Mullenix (District 9), Francis Ganon (District 1)

**Guests:** Leilani Bronson-Crelly, Bruce Derrick, Ken McGilvray, Steve Crawford, June Conant, Mr. Larzalere, David Prager, Beth Evesong, Andy Boehl, Bill & Kathy Tilton, Terry Stratton

**III. Approve Agenda - Paul Wheelless (District 3) moved to approve the agenda for December 16, 2015 with changes as amended. Janice Ashford (District 7) seconded the motion. Vote: Yes-7, Unanimous. Motion carried.**

**IV. Approve Past Minutes – Paul Wheelless (District 3) moved to approve the November 18, 2015 and October 21, 2015 Board of Director’s Meeting Minutes. Dr. Jo Maynard (District 5) seconded the motion. Vote: Yes-7, Unanimous. Motion carried.**

**V. President’s Report – Craig Crelly – He receives calls about things going on in park, some they can do things about, some they cannot, but he wants to acknowledge his belief that all are supposed to be here for the betterment of the entire park, not have personal agendas or axes to grind. We need to see how it comes together or not,, but wants to work toward finding common ground, and has to hope people can work things out without needing to take things to the point of litigation.**

**VI. Treasurer Report – Janice Ashford –** The Finance Committee had a very short meeting on Tuesday, December 8, 2015 due to a member’s vile and extremely hostile behavior. During the meeting there was a lot of contention. Some tried to have observers vote on motions, then they tried to remove current treasurer and there are bylaws about this.

We have received the legal advice the Board had request from Mr. Moore, Attorney at Law, regarding the questions brought up at the last board meeting. This letter is in your packet. Since it clearly states in HPPOA’s Bylaws in two (2) different places, that the Election for the finance committee members is to be in the month of JUNE, per the attorney, he states that this makes the election in October invalid, and these two members are not on the committee per the bylaws. If the committee itself needs to add members due to vacancies, it is up to the committee to vote on new members.

At the meeting, a member tried breaking numerous bylaws as follows:

1. Tried to have Non-Committee members/observers vote on motions made. Observer’s votes were NOT counted.
2. Making a motion to remove the current treasurer as the chair of the committee. There is a specific exception in the bylaws regarding this that states the chair of the finance committee shall be the current treasurer. Motion failed. No-3, Yes-2.

3. Making a motion to remove the "Board Appointed Director" from the committee. Motion failed. No-3, Yes-2.

A motion was made to elect June Conant and Joan Galante to the Finance Committee, which is what should have been done to begin with, IF, the committee had vacancies, which it did not, having still had three members with only two required. Motion failed. No-3, Yes-2.

A motion was made to Remove Mr. Crawford from the Finance Committee. Motion Passed/Carried. Yes-3, No-2.

A motion was made to Removed Mr. McGilvray from the Finance Committee. Motion Passed/Carried. Yes-3, No-1.  
A motion was made to elect Bridget Haley to the Finance Committee. Motion Passed/Carried. Yes-3.

The Meeting was adjourned. The finance committee had another meeting Monday December 14<sup>th</sup>, since we still had business we should have accomplished at the December 8<sup>th</sup> meeting. We had reviews, raises, and other personnel issues, which the Board will discuss in Executive Session. She has one (1) volunteer and one (1) back up to work with her regarding the possible financing of the bond.

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Bank balances as of November 31, 2015:

TOTAL Checking, Savings, Investments and Bond Reserve:	\$5,139,119.90
TOTAL Accounts Receivables:	\$2,019,773.41

**GM Report** – A Maintenance log was submitted to the board for this month, but no formal report was able to be filed this month due to pressing administrative issues that had to be addressed for HPPOA, some of which can only be addressed in Executive Session.

## VII. OLD BUSINESS

1. Attorney Questions: A legal letter was distributed to the Board in regards to clarification and answers to the legal issues brought up previously and some needed to be discussed in executive session.
  - Q1: The answer to the Finance Committee in regard to the General Membership and whether they can vote to overturn a policy that the Board already passed. Whether or not the Membership Vote can overturn a policy by the Board.
  - Q2: Regarding the trust issue for the member who is head of the church was answered. A copy of the letter explaining it was given out dated December 11 from Law office of Yee and Moore. The Minister would be eligible to run, if he has a letter from the Trust of the Church naming him as assigned by the trust.
2. New Server – One more bid still out to complete comparison and choice for the New Office Server so that will be done and chosen.
3. Grasshopper Proposal/Contract for the Four Main Road Clean-up Maintenance Discussed. The roads must be maintained and the grass cut. The price is good, so having a private company with their own equipment cutting the grass frees up the HPPOA Crew to work on road maintenance. A six months trial contract was discussed so they can get a good idea how well hiring out for this work will work for the park. A contract will be constructed from the proposal for a six-month period. **Janice Ashford moved for Don Morris, the GM, to write up a six-month contract with Grasshopper to include all important information as needed. Dr. Jo Maynard seconded the motion. Vote: Yes-7, Unanimous. Motion carried.**

## VIII. Committee Reports –

1. **Albizia Committee** – June Conant for Judi Houle – No meeting in December, but in January, they will have a Little Fire Ant, Coqui and Albizia meetings and workshop.
2. **Emergency Action Committee** – June Conant for Judi Houle – The container needs some more work, but has been placed.
3. **Bylaws Committee** – Off for December. Back in January and all are invited to the meetings on the second and fourth Thursdays of the month from 5 to 7pm in the Hui library.
4. **Community Action Committee** – Kathy Tilton for Judy Sumter – January 5' 2016 at 9am, the finance committee country council meeting for the Park proposal will occur. All encouraged to lend their voice for the park. If you give the CAC your email , they can give you the exact time of the meeting, or if you want to get more involved in the park.
5. **HR Committee - David Prager** – HPPOA lost one worker from the front office, so an ad was place, four applications have been received and interviews will begin next week.
6. **Paths Committee** – No report tonight. Volunteers always appreciated!
7. **Road Assessment Committee – Paul Wheelless** – Next meeting: Monday, January 4, 2016, at 4pm in Hui Center Library. More Volunteers encouraged to attend. They will be choosing who will do what and how to go about getting additional funds for the road assessment and how we're going to go about that along with any limitations we might have in doing that.
8. **Playground Committee** – No report tonight.
9. **Nominating Committee – Leilani Bronson-Crelly** – Submitted changes including info about the Banners that HPP has which needed placing and although requested, they weren't yet place. Since six Board members are to be replaced, it was felt those banners are a priority needing placed. Suggested that a Preferential committee be formed because there's no instruction of how to count preferential votes. June Conant has volunteered to be on the committee should the Board form it. The Board needs to decide if they want to send out mailers to only the East Hawaii District where there could be candidates. Signage committee is recommended to decide sign size, placing, timing, so that the candidate can know when and where to be able to run their campaign. The six openings be a part of the annual update message that goes out with the annual billing. She submitted an informational suggested flyer for that purpose. There are five people presently on the nominating committee. They meet on the first Thursday of the month at 6pm, in the Hui Center Library.

#### **ADDITIONAL OLD BUSINESS:**

10. **Mailboxes - Ruth Mizuba** - We have an acting postmistress for six months. The board thought we were prohibited from releasing names and addresses of residents of park who want mailboxes, but the USPS stated that this was incorrect and the limits are HPP releasing to anybody, but the post, so they must be released. Cluster mailboxes are still up for happening. There are many mailboxes in park to people who don't live here. The cluster boxes will then each have a box assigned to each physical address in the park and that will have to be proven by the box holder. Post office is sorting out where physical address and mailing address connected. People who don't live here, won't have a mailbox. One acre in two or three sites that will have the physical address on the box. It's a policy. We have a letter from lawyer saying board can do what they need to do. We can send out a post card to have the people do it for themselves.

- 11. Recall of Board of Director – Ruth Mizuba –** A petition was already voted for and a copy of a request for recall form for future use was distributed for discussion. **Paul Wheelless (District 3) moved to adopt the recall of the Board Form Letter with the changes discussed for future use as needed. Ruth Mizuba (District 2) seconded the motion.** Discussion: This letter is a form letter for future. **Vote: Yes-7, Unanimous. Motion carried.**

#### **IX. New Business:**

- 1. Annual Update – Randi Larzalere (District 8) moved to proceed with the annual update. Dr. Jo Maynard (District 5) seconded.** Discussion: Randi has last year's on her computer from being Secretary, so she can easily create it. It needs to go to the printer in two days to make it in the January report. How to get it done and what is required was discussed. **Vote: Yes-7, Unanimous. Motion carried.**

#### **X. Owner's Input**

Ken McGilvray – He sent a letter to the board regarding a park employee termination and he wanted to know who authorized the termination, as well as, who on board knew of his termination, and for what reason, questioning if all board knew of the termination. Gave a timeline as he thought he knew it along with info about Dept Health visit to maintenance shop about waste oil drums needing labeling and use info about some machinery needing repair due to leaking.

Bruce Derrick – District 1 – wanted to know status on two driveways at 27<sup>th</sup>/paradise 16<sup>th</sup>/kaloli encroaching HPPOA easements and a house water line encroachment that crossed our easement for a water line, which he wanted status on that as well. There are two new homes being built. The driveway policy tells what action board is to take.

Steve Crawford – Referred to minutes he gave out about finance committee and what he felt were falsehoods because quoting bylaws he felt a chair could be removed and he felt that's what happened refuting that he was violent in his yelling protests at the Finance Committee meeting where he was voted off for his actions. There was a lot of loudness, but not abuse. Asked if there was any prove that Jo Maynard was appointed by board to be on finance committee because he contended that it was never voted on because he couldn't find them in the board minutes stating that if it was actually done in executive session, he wanted the proof.

Beth Evesong: Stated that she also attended the finance committee and asked all to think what is best for the operation of our huge operation. It's important we move forward and there are few amenities within our huge subdivision. She implored everyone to work together to help HPP, and not push us back to the past with old animosity, and ways of doing things. We can work together -- it's time to move forward not backward.

June Conant: RE: finance committee situation – she wanted to be helpful, not cause all this trouble. She is willing to share with Paul Wheelless, Secretary, any info he might need to help him and she wants to move forward, along with be involved with the refinance of the bond since she knows it and understands it, as well as really wants to help the Treasurer.

David Prager – Getting rid of board members who don't show should have been in bylaws. So many unexcused absences should make them eligible to be removed. This should be a priority that bylaws committee addresses. It should have been in the bylaws years ago.

Leilani Bronson Crelly District 6 – Wanted it noted that Bylaws changes, are a very long protracted process. At last board meeting, regarding Board concern about buying a new server, she stated that HPPOA's server is still under warranty so she wondered if anyone called the server to check to see if the warranty has been addressed

and could fix the issue. She asked them to please figure this out before going to change servers again, stating it may be fixed under the warranty.

The price of the chip-sealing proposal has now gone up. If you bring in Grasshopper, this solo contractor to cut the roads, then you need to add that dollar to the cost of chip sealing. You have to show that's the real cost because road crew may or may not be trained, but we don't have the equipment. Five million dollars isn't that much. Writing checks we might not be able to cover is irresponsible. Added, regarding Mr. Derrick's point about the Driveway in question, she went to planning and building department regarding that driveway situation. We have a process for every single water line in the park. You're willing to write off money but not accept money. Just because we seem to have a lot of money, we really haven't a lot to use, it sounds like 5 million is a lot, but I believe we are broke, and, actually, don't have the money to cover all that is being spent on.

**XI. Announcements**

- 1. Next Board of Directors Meeting: January 20, 2016 at 6 pm.**
- 2. Next General Membership Meeting is Sunday, February 28, 2015 at 3 pm.**

**XII. Adjournment to Executive Session --Ruth Mizuba (District 2) moved to adjourn the meeting to Executive Session. Randi Larzalere (District ) seconded the motion. Vote: Yes-7, Unanimous. Motion carried. Meeting adjourned at 8:00 pm.**

Respectfully Submitted and Approved:

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Susan Bambara, Recording Secretary

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Paul Wheeless, Secretary

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Date

\_\_\_\_\_  
Date

**BOD Motions Log 12-16-15**

**Paul Wheeless (District 3) moved to approve the agenda for December 16, 2015 with changes as amended. Janice Ashford (District 7) seconded the motion. Vote: Yes-7, Unanimous. Motion carried.**

**Paul Wheeless (District 3) moved to approve the November 18, 2015 and October 21, 2015 Board of Director's Meeting Minutes. Dr. Jo Maynard (District 5) seconded the motion. Vote: Yes-7, Unanimous. Motion carried.**

**Janice Ashford moved for Don Morris, the GM, to write up a six-month contract with Grasshopper to include all important information as needed. Dr. Jo Maynard seconded the motion. Vote: Yes-7, Unanimous. Motion carried.**

**Paul Wheeless (District 3) moved to adopt the recall of the Board Form Letter with the changes discussed for future use as needed. Ruth Mizuba (District 2) seconded the motion. Vote: Yes-7, Unanimous. Motion carried.**

**Randi Larzalere (District 8) moved to proceed with the annual update. Dr. Jo Maynard (District 5) seconded. Vote: Yes-7, Unanimous. Motion carried.**

**Ruth Mizuba (District 2) moved to adjourn the meeting to Executive Session. Randi Larzalere (District ) seconded the motion. Vote: Yes-7, Unanimous. Motion carried.**