

## **HPPOA Bylaw Committee Meeting Minutes 11 August 2016**

**APPROVED**

Meeting was called to order at 5:10 PM.

\*There was an unprovoked verbal assault upon the BLC chair by the board president, upon his entering the meeting room, preceding the BLC meeting that set the tone for the remainder of the meeting. John Rudolf had left the room when the verbal assault began and returned when the meeting was called to order.

Present: Milton Pavao, John Rudolf, Leilani Bronson-Crelly and Mayelin Stillwell.

Absent: Randi Larzalere

Guests: Parker Nicholson, Steve Crawford, Jo Maynard and Craig Crelly (stated he was attending as ex officio President)

Approval of Agenda: John 1st, Mayelin 2nd, all approved the agenda.

Member Input: None

### **OLD BUSINESS:**

1. Approval of 28 July 2016 Minutes. Leilani suggested the secretary sign her name to the minutes. On P 3, Leilani stated that the meeting had adjourned before the discussion began regarding the follow up with absentee BLC members as to their status on the BLC. She said she has proof because she had recorded our last meeting; unbeknownst to the other members. She stated because of this, we can't proceed with item #2 on today's agenda under Old Business today, and wants the 28 July minutes to reflect the correction. Leilani 1st, John 2nd, all agreed to approve the minutes as amended.

2. Status of BLC members. At the beginning of the discussion, Leilani asked to phone Randi so she could be part of our discussion because Randi was on the road and couldn't attend our meeting in person. Our chairperson replied that Randi needed to be at the meeting and participate in person, so the request was denied. Craig Crelly called a point of order stating the committee must go to discussion first. There was no further discussion so discussion ensued regarding the current status of the BLC membership.

We will send another email (by the BLC secretary) to Randi notifying her of the BLC's intentions. She hasn't responded to the committee chair's previous request to commit or resign with the committee after several unexcused absences. She will be invited to attend the BLC meeting 25 Aug 2016 if she wishes to speak on her behalf, following the process as stated in our bylaws for removal of committee members. Craig Crelly brought up a past grievance with the BLC on his removal after 8 months of unexcused absences. Mayelin stated we had followed the bylaw's provision and procedure properly.

Leilani stated that we should make better effort to accommodate those that work since her perception is that the rest of us all seemed to be retired. She said the BLC schedule had been changed to Mondays when Randi could attend. Mayelin stated that the meeting schedule had been changed after the adjournment of the meeting in question. Leilani said the secretary had left before the adjournment and all members were present but Mayelin. Mayelin stated that the meeting had already adjourned when she left, and one member was absent so couldn't have been part of the discussion. She added that protocol is that a longstanding committee meeting schedule wouldn't change unless all members are able and willing to change it.

Milton said Ron V had called him and resigned due to health problems. Mayelin had spoken to Ron H on the phone and he said he enjoyed being on the committee but due to health issues with he and his wife, he couldn't participate on the committee any longer. Discussion had started regarding filling those two vacancies.

From this point on in the meeting, it is summarized as best as could be done by the secretary considering all the debates and disruptions that occurred. We had no committee recording device in operation. Craig Crelly was an active participant in the heated debates going on between the rest of the committee.

A heated debate ensued at this point. Leilani insisted the committee needed written resignations before we could fill the 2 vacancies and we weren't following proper procedures. She wanted proof of the resignations. Mayelin stated it's not required of committee members to submit written resignations and verbal resignations over the phone have been accepted past practice with all committees.

Discussion ensued. The BLC needs to move forward and get back to work for the membership and have been having quorum issues because of unexcused absences. There are 2 members who've been attending as guests and are showing interest to be on the BLC and there are 2 openings. A motion was made to bring in Parker Nicholson onto the BLC. A vote was taken and Milton called 3 to 1. Leilani stated that one person didn't actually vote and the rest of the committee concurred that 3 *had* voted YES.

Leilani made a motion to bring in Jo Maynard. Motion didn't carry. Jo Maynard said she wanted to be on the BLC. Disagreement occurred over the prospect of adding another board member to the committee when we have 2 right now. Mayelin reminded Craig while he was on the BLC in April 2015, that Randi brought up her concern at that meeting that with her addition onto the BLC, had brought the number to 2 board members and a potential conflict of interest. The result by consensus was to not have more than 2 board members at a time.

More debate occurred. Craig Crelly brought up past grievance about his stepping down as BLC chair when he became board President. Mayelin reminded Craig Crelly that BLC wanted to stay away from perceived conflicts of interest and felt it was in the best interest of BLC. Milton concurred. Randi and Mayelin had initiated the discussion of conflict of interest at the BLC meeting in July 2015 after he became President. The rest of the committee agreed on the perception of conflict of interest during their discussion, and Craig Crelly volunteered to step down as BLC chair. (Ref: BLC discussion and minutes 7/23/15 and Committee Policy "conflict of interest")

Leilani got up and left during the meeting with Craig Crelly and Jo Maynard, stating we weren't conducting business correctly so there was no point in her staying. She said we no longer had a quorum once she left the room so the meeting better stop.

John and Milton left the room separately shortly after. 15 min or so later, Milton and John returned to the room. Leilani came in shortly after they returned and gave a verbal resignation and left the room.

The chair stated that during his conversation with Craig Crelly outside, he informed our chair that he would hire an attorney to bring to our meeting. That the board can do whatever they want and what members want doesn't matter. The BLC's consensus was that we need to regroup our thoughts, and we'll vote on adding members at our next meeting, not today. It was noted that Jo Maynard had taken some unapproved committee worksheets without permission, after being asked to return them.

Meeting adjourned at 6:30 PM.