

Hawaiian Paradise Park Owners' Association
DRAFT-UNAPPROVED—General Membership Meeting
Meeting Minutes
Sunday, June 30, 2019

1. Call to Order

Board of director Mayelin Stillwell (District 5) called the Membership Meeting to order Sunday, June 30, 2019 at 3:15 p.m. at the Hawaiian Paradise Park Activity Center. Owner Adriano Teixeira served as chairman.

Board of Directors present: Mayelin Stillwell (District 5) and Leslie Blyth (District 7).

Owners present: Katherine Pattow, Jeanette Bayasa, Jane Gibson, Doug Stillwell, David Weiss, Leslie Blyth, Mary Robley, Kathleen Shaw, Leonard Warden, Rosemary Brown, John Vanruekel, Michael Brown, Gail Madie, Deb Koval, Shawn Merrill, Bruce Derrick, Erhard Autrata, Christopher Dodge, Parker Nicholson, B. Phillips, Susan Hicks, Lauren Campbell, Judi Houle, Kristin Frost Albrecht, Kim Kuffell, Craig Crelly, Jane Walters, James Sheldrake, Rhoda Hearne, Charles Burrell, Barbara Gigaineru, Adriano & Louise Teixeira, John Seastrom, Brenden Freitas, Carol Chamberlin, Dal Chamberlin, Mary Couch, Roy Broadgate, Roberta Tanner, Maureen Pustka, Naomi Powers, Darlene Furness, Brian Ingalls, Cidel Waiolama, Paul Bates, Wendy Dresser, Bonnie McCoy, Betty Merrill, Alexa Vonalemann, M. Mentnech, Christian Pearson, and Don Besse.

Chairman Adriano Teixeira read HPPOA Vision Statement and agenda.

2. Approve Agenda

Agenda items discussed: 1. Election results added under new business.

An owner moved to approve the agenda as amended. The motion was seconded. Vote: Yes- 42. The majority voted yes.

3. Approve Past Minutes

Owner Alexa Vonalemann expressed concern that owner Peter Frost's statement was omitted from past October minutes and wanted minutes amended to include statement.

Owner Mary Couch expressed that former secretary no longer works with association and it would be difficult to amend minutes without former secretary.

Member moved to approve minutes with objection noted. The motion was seconded. Vote: Yes- 31, No-18. Motion carried.

4. Board Report

District 5 Board Member, Mayelin Stillwell, addresses the membership with a board report in lieu of a President's report due to absent Board President.

District 5 announces there are three board members remaining after five board members resigned; two resignations were announced at the beginning of the 19 June 2019 board meeting, two occurred at the end of that meeting, and one occurred the following day. Another resigned prior. She stated a board of three is legal and can conduct association business based upon HPPOA By-Laws and Hawaii State Law.

She stated she takes her roll seriously to do what is in the best interest of the association and to conduct business according to the by-laws.

5. Form Finance Committee

District 5 announces to the membership that the finance committee consists of elected volunteer members. The members within the committee will work with the board treasurer and other board members on the committee. The finance committee serves as the checks and balances from the membership that looks over HPPOA monies. A sign-up sheet was in the back and members could sign-up.

6. Committee Reports

a. By-Law Committee

Christian Pearson, by-law committee members for 2 years, addresses the membership.

The committee has been reviewing laws with the eye to reduce conflict and misunderstanding, to ensure they're aligned with the association articles of incorporation, and Hawaii state law. Committee members do not take the responsibility lightly. The committee also reviews board actions that seem to defy by-laws and state law.

In February 2018, owners voted for a forensic request and for several by-law amendments to be sent to mail-in ballot. The board rejected coordinating ballots to members violating both state and association by-laws. This has made it difficult for committee to move forward.

He read from By-law Article XIV, Section 1, which states the committee shall make recommendations to be presented to the members at a membership meeting and the by-law must be amended or altered by two-thirds majority vote of the membership voting by mail-in ballot. Any proposed by-laws resides solely in the membership and does not need board approval.

Any owner who wants can join in the process. By-law committee meetings are on the 2nd and 4th Thursday of every month from 4 p.m. to 6 p.m. at the HPP Activity Center Library.

Mary Couch stated part of the motion that members voted on states that the forensic analysis should be initiated and contracted within 90 days. She states the board, in which she was apart, did not manage to arrange the forensic analysis within timeframe because of delays.

Craig Crelly read from the by-laws, which state membership committees consist of elected members of the membership that make recommendations to the board. The by-law committee is advisory and recommendations are subject to review and approval of the board of directors; therefore, recommendations submitted from committees are subject to board approval.

Kathleen Shaw asked that the by-law committee put in changes in writing with old by-law and new by-law. The changes presented at the membership meeting where by-law changes were presented was not in writing; membership and board of directors need something in writing.

Board member Mayelin Stillwell (District 5) stated that by-law committee decided to piecemeal changes, send small changes at a time for board and membership approval.

An owner requested by-law changes and ballot be placed on website as it's the only way to contact all owners.

An owner moved that board should direct general manager to place proposed by-law changes recommended by by-law committee on the website, formatted with old and new changes. Allow one month for feedback. Feedback from owners should go to their district board member. Motion was seconded. Vote: Yes- 75, No- 5, Abstain- 2. Motion carried.

Discussion.

Leilani Bronson stated changes should happen all at once. Presented where first column has the current by-law, the second column has changes, and the third column has the reasons why. This has not happened.

Shawn Merrill stated email to board members from attorney said that both current and change by-law must be presented by crossing off what's being taken away and underlining what's being added. This has not happened and is needed if members are to know what was changed.

b. Mailbox Committee

Kim Coffell, co-chair of membership mailbox committee, addresses the membership.

She states that the membership mailbox committee and board of director mailbox committee have been working together.

Since working together they have accomplished much. The committees drafted a letter to USPS with board approval. The response from the Honolulu district manager confirmed their agreement to purchase and provide the appropriate number of mailbox receptacles and parcel lockers to meet the current and future needs of the residents at no cost to the association.

The association's role in the plan is to prepare from two to four sites for mail installation, management, and future maintenance of those units. This is a dollar value of \$750,000 of which the association will not have to pay. For project development cost in 2017, an original sum of \$100,000 was set aside to begin one million dollar mailbox project development.

On the 19 June 2019 meeting, the Board of Directors approved budget and capital improvement plan for fiscal year 2019-2020 that included \$300,000 to initiate the mailbox project.

The committee would like the HPPOA staff to post supportive documents on the website. The committee has copies of restrictive deeds of 20-acre sites, summary of attorney opinion confirming allowable usage of 20-

acre park land for mailbox sites, and County of Hawaii Planning and Development representative confirmed allowable usage of 20-acre park land for future mailbox sites.

There are four potential sites for approximately 2,200 mailbox units each site. The sites are: Makuu Drive between 15th and 16th avenue, Makuu Drive between 6th and 7th avenue, Kaloli Drive between 14th and 15th avenue, and Kaloli Drive between 4th and 5th avenue.

She expressed the need for the community to come together for the good of the community.

She asked for a motion for two committees to merge as one committee.

An owner moved to merge membership mailbox committee and board mailbox committee. Owner Shawn Merrill seconded the motion. Vote: Yes- 51, No- 0, Abstain- 6. Motion carried.

An owner moved to dissolve the membership mailbox committee. The motion was seconded. Vote: Yes- 59, No- 0. Abstain- 6. Motion carried.

Discussion.

An owner expressed concern that the four pieces of property are reserved for parks and were donated specifically for parks. Maintenance and security is an issue.

An owner responded that only one acre for each parcel will be used for the mailboxes and that parks can still be put in place. The parcels are for public use and mailboxes are public use.

An owner expressed concern about traffic. Ask there be more than one-way in and out.

Kim Coffell stated the committee is looking into how there can be less congestion. Expressed the current mailboxes are not safe.

Patrick Murdock stated the he's a mailbox committee member and they have looked into many of the questions and concerns people have brought up. They've looked into the legality and it's legal. It's a small step to provide for community. The documents clarify usage of property.

Mary Couch stated she is a former board member and is on both mailbox committees. She reiterated that land usage for mailboxes was legal and that mailbox committees have supportive documents. She stated that the GM advised the attorney opinion not be posted on the website because it is a legal opinion. She stated that the open zoning would allow use of 15 acres without a special permit.

An owner expressed that the land usage was a state issue and not a county issue and they gave attorney the wrong information.

c. Finance

District 5 announced that nominees should explain why they would like to be a part of the finance committee.

Robert Merrill: He has a BS with an emphasis in finance.

Vote: Yes- 63, No- 1, Abstain- 3. Motion carried.

Craig Crelly: No longer wants to be on committee.

Kathleen Shaw: She has been on board and finance committee, runs three businesses, and can help.

Vote: Yes- 53, No- 10, Abstain- 4. Motion carried.

Patrick Murdock: He served on the finance committee last year.

Vote: Yes- 60, No- 8, Abstain- 4. Motion carried.

Tanya Seaver: No longer wants to be on committee.

Parker Nicholson: He has worked with a business with 4 million dollar budget.

Vote: Yes- 68, No- 0, Abstain- 0. Motion carried.

Jeanette Bayasa: She has a BA and MBA and is the Secretary and Treasurer of three businesses. She wants to see the community prosper.

Vote: Yes- 72, No- 0, Abstain- 0. Motion carried.

Ken McCilvary: He is a business owner for 23 years, promotes transparency, and is a past board member.

Vote: Yes- 23, No- 51, Abstain- 2. Motion denied.

Discussion.

Owners objection of Ken McCilvary on finance committee because he was not present and has threatened to sue association several times. An owner stated he bought land with HPPOA money and took association to arbitration. An owner stated that the land bought with association money was sold with profit for association.

7. Community Resource Report

Judi Houle addresses the membership.

She has lived in HPP for 30 years. She explained the free services provided to community.

Neighborhood Watch meets every first Saturday at HPP library to address community concerns. Owners are welcome to join.

A fun social dance occurs every month that meets at the HPP Library from 7 – 11.

Every third Saturday is an invasive species workshop. The next workshops are: Fire Ants on July 20th, Rat Lungworm on August 17th, and an Albizia workshop on Sept. 21st.

Every 4th Tuesday of every month there is a food pantry that is free to residents in the park. Food is purchased by Neighborhood Watch and provides food for approximately 250 residents every month.

Hurricane Season is from June 1 to Nov. 30th. Reminders posted on mailboxes to be prepared.

The community response team is working with civil defense and the police department. There is a ham radio team. The command center for an emergency would be at the HPP Activity Center.

There is a written and updated community response plan. She thanks the board for approving plan to be placed on the website, www.hppoa.net.

She states HPP is the only community in Puna with an emergency response team.

More volunteers are needed and she asked that owners please join.

An owner moved to change agenda to move Spectrum up on agenda. The motion was seconded. Vote: Yes-45, No- 1, Abstain-0. Motion carried.

8. New Business

a. Spectrum Update

Chris Dike, Direct sales supervisor for Spectrum, lives in HPP, addresses the membership.

There are Spectrum services from 16th and above. There are no services below 16th. They are building a plan for service from 16th to ocean. They are waiting on Helco to install more poles because the telephone span is too big for cable lines. More poles are needed.

Everyone that works for Spectrum has Spectrum shirts that are either a blue or gray shirt or vest. If there are no shirts, they do not work for Spectrum.

9. Owner Input

Owners were instructed they had three minutes for input.

James Sheldrake requested there be 4-6 membership meetings per year.

District 7 responded that three membership meetings are written in the by-laws.

Louise Teixeira stated there is a lot of building and new people moving in and was wondering where the \$300 that association collects is going. She request that someone representing the finance committee attend membership meetings to explain.

Bonnie McCoy stated she is a CFO accountant for over 30 years. She is concerned where money is going. She is concerned about the meeting minutes and would like recordings of the meetings. She would like an investigation into elections on why the agreement with Nanawale was broken. There were to be three representatives from HPP at elections and there was only one.

Alexa Vonalemann stated concerns about GM posting on website. She would like access to recordings and all information on lawsuits and who's getting paid. The owners are entitled to see motions and who's getting money.

Tanya Seaver requested to have written response from District 7 about initiated lawsuit in collaboration with Mr. McCoy. Board has pending lawsuit.

Christian Pearson stated he wanted to know where money is going and wants a forensic audit. He wants transparency. Asked that website be used as a communication tool.

Kathleen Shaw stated she was a board member when the by-laws were presented to the board. They needed to have a lawyer review them to make sure they were compliant with state law. A board member was assigned to contact lawyer and there was not a sufficient response from the board member. After the board got a bill from the lawyer, the response addressed the timeframe wording of the motion. The motion had to be done within a certain timeframe. The board members continued to contact the lawyer creating a bill of \$2000. She also stated she saw the letter from Mr. McCoy.

Mayelin Stillwell delivered announcement on forensic analysis. She stated acts of the majority of the membership present at any membership meeting are acts of the association, is binding, and board must take action. She will bring up the forensic analysis to new board and report back status at the October meeting this year.

An owner moved to continue after 5 p.m. The motion was seconded. Vote: Yes- 36, No- 1, Abstain- 2. Motion carried.

10. Announcements

Next scheduled meeting is October 27th at 3 p.m. Need a volunteer to chair the next membership meeting.

a. Election results

District 1 and District 6 were the seats up for election.

District 1 winner is Larry Lawaauhau.

District 6 winner is Craig Crelly.

Craig Crelly announced he resigned from last term and didn't resign coming term.

An owner moved to adjourn. The motion was seconded. Vote: Yes- 40, No-0. Motion carried. Meeting adjourned at 5:22 pm.

I, A. Majidah Lebarre, undersigned as an independent neutral third-party, present this report as a summary of these events to the best of my ability.

A. Majidah Lebarre, Recording Secretary

Date

Upon acceptance,

HPPOA Board Secretary

Date

Motions Log for Membership Meeting 6-30-19

An owner moved to approve the agenda as amended. The motion was seconded. Vote: Yes- 42. The majority voted yes.

Member moved to approve minutes with objection noted. The motion was seconded. Vote: Yes- 31, No-18. Motion carried.

An owner moved that board should direct general manager to place proposed by-law changes recommended by by-law committee on the website, formatted with old and new changes. Allow one month for feedback. Feedback from owners should go to their district board member. Motion was seconded. Vote: Yes- 75, No- 5, Abstain- 2. Motion carried.

An owner moved to merge membership mailbox committee and board mailbox committee. Owner Shawn Merrill seconded the motion. Vote: Yes- 51, No- 0, Abstain- 6. Motion carried.

An owner moved to dissolve the membership mailbox committee. The motion was seconded. Vote: Yes- 59, No- 0. Abstain- 6. Motion carried.

Finance Committee Votes:

Robert Merrill:

Vote: Yes- 63, No- 1, Abstain- 3. Motion carried.

Kathleen Shaw:

Vote: Yes- 53, No- 10, Abstain- 4. Motion carried.

Patrick Murdock:

Vote: Yes- 60, No- 8, Abstain- 4. Motion carried.

Parker Nicholson:

Vote: Yes- 68, No- 0, Abstain- 0. Motion carried.

Jeanette Bayasa:

Vote: Yes- 72, No- 0, Abstain- 0. Motion carried.

Ken McCilvary:

Vote: Yes- 23, No- 51, Abstain- 2. Motion denied.

An owner moved to change agenda to move Spectrum up on agenda. The motion was seconded. Vote: Yes- 45, No- 1, Abstain-0. Motion carried.

An owner moved to continue after 5 p.m. The motion was seconded. Vote: Yes- 36, No- 1, Abstain- 2. Motion carried.

An owner moved to adjourn. The motion was seconded. Vote: Yes- 40, No-0. Motion carried.