

**Hawaiian Paradise Park Owners Association  
APPROVED – Board of Directors Meeting Minutes  
November 18, 2015**

**I. Call to Order:** President, Craig Crely (District 6) called the Board of Directors meeting to order on November 18, 2015 at 6:05 p.m. Quorum was established. The meeting took place in the HPPOA Hui Activity Center Library.

**II. Roll Call:**

**Board of Directors:** Craig Crely, 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)

**Voted on to Board tonight:** Randi Larzalere (District 8)

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

**Guests:** Leilani Bronson-Crely, Joe Crosby, Terry Stratton, Mayelin Stillwell, Bruce Derrick, Joan Galante, Ken McGilvray, Randi Larzalere, Steve Crawford, Tom Yost, Beth Evesong, Judi Houle, David Prager, Dick Koval, Judi Houle Andy Boehl

**III. Approve Agenda - Janice Ashford (District 7) moved to approve the agenda. Ruth Mizuba (District 2) seconded the motion. Vote: Yes-6, Unanimous. Motion carried.**

**IV. Approve Past Minutes - Dr. Jo Maynard (District 5) moved to approve the September 16, 2015 Board of Director's Meeting Minutes. Janice Ashford (District 7) seconded the motion. Vote: Yes-6, Unanimous. Motion carried.**

**V. President's Report – Craig Crely –** Wanted to have a discussion about attitude, and knowing that although people disagree, it must be noted that once the Board makes a decision and vote, it would be nice not to keep going back. We are supposed to follow Roberts' rules. It's not malicious to suggest this is needed. We do need to understand the bylaws and Robert's rules, so I'm going to try to correct our mistakes. It would be nice to have some civility from both sides of any given issue as we move forward and attempt to represent the community and its needs, wishes and desires.

**VI. Treasurer Report – Janice Ashford –** The Finance Committee did not meet this month due to some conflicts with her schedule. Next Finance Committee meeting will be Tuesday, December 8 at 9am in the Library.

Foreclosure prop update: The lots purchased by Ken McGilvray & June Conant are still waiting on clear titles and still costing the association attorney fees.

The office needs a new server. The one they have is becoming very slow and full, at times, making strange noises. Delays in workflow are happening due to sluggishness of the server. The finance committee has discussed this problem and made a motion to recommend to the Board of Directors to purchase a new server. Total estimated cost should be under \$10,000 for a server and four workstations. **Dr. Jo Maynard (District 5) moved to approve the purchase of a new server for the office. Janice Ashford (District 7) seconded the motion.** Discussion: We need a new server and we don't need to replace the workstations. The server is the main object that all are working on, so if it goes down all will be out of work. They must be compatible with our existing system. The finance committee will get three bids and choose the best one for HPP. **Dr. Jo Maynard (District 5) amended the motion to not exceed an \$8,000 limit. Janice Ashford (District 7) seconded the motion.** Discussion: GM got a bid for a server that will take care of four stations. Five or more would require a different system. This bid is from Dell. Janice Ashford, Treasurer, is on the Finance committee and will get the other two bids. The one seems like a very good bid because it included labor and installation. **Dr. Jo Maynard (District 5) amended the motion to have Janice Ashford provide two more bids, if possible. Janice Ashford (District 7) seconded the motion.** Discussion: she will go to Dell Direct and also HP to check against the first bid that the GM had gotten. **Vote: Yes-6, Unanimous. Motion carried.**

Finance Committee – At the last general membership meeting, one of the members made a motion to add two new members to the finance committee. Per bylaws page 18, article x section 1 item 2 – They, technically, broke the bylaws by trying to elect these two people, and at least one of the two people is a witness for the Plaintiffs in the lawsuit against the

HPPOA, and our Association attorneys have labeled them hostile witnesses since they are testifying Against the association; therefore, per the attorney advisement, they should not acquire ANY financial information that could be handed to the opposing side. This is definitely a conflict of interest and thus, these two people cannot be on the finance committee and the Board should nullify this decision by the membership vote. **Janice Ashford (District 7) moved to nullify the decision that June Conant and Joan Galante be added and that they cannot be added to the finance committee at this time. Dr. Jo Maynard (District 5) seconded the motion.** Discussion: A Board member noted that every homeowner has the ability to see the financials, at all times, so the excuse that they can't be privy to them seems mute. It was then noted that there was no reason to add on two more people at this time, and also per the attorney they are asked not to be on the committee due to this conflict of interest. It was further noted that, per bylaws, adding to the finance committee is only supposed to be done in June not October. The membership voted in October, but not in June when it was to be done. Based on the bylaws and statute authority of the board, the board has to approve their advisory motions from the general membership. A disagreement amongst the Board occurred regarding whether or not they could remove the two people although the bylaws were broken to place them, and also whether or not the Attorney's recommendation that one or both, if testifying for the defense in a case against HPPOA, would then be a conflict of interest. The membership advised what they wanted, but it's still up to the board to approve it. The membership becomes a committee and the committee makes recommendations to the Board. The Bylaws, Article 7 section 3 acts of the association was read. It's not about kicking them off, it's about when they were elected and it being done at the correct time for those elections, per the bylaws, which the Board wants to follow correctly, as is always noted by the membership as being desired. The next meeting is December 8<sup>th</sup>, so they will get a legal opinion regarding whether or not it's against the bylaws by them being voted on in October instead of in June when the finance committee seats are to be filled. **Janice Ashford (District 7) rescinded the motion. Paul Wheelless (District 3) seconded the rescind of Janice Ashford's motion.**

**Janice Ashford (District 7) moved to seek legal advice on whether or not it was an improper vote at the October general membership to add two members to the finance committee, and until this is decided they are not to come on to the committee meetings. Paul Wheelless (District 3) seconded the motion.** Discussion: Because it's a legal matter and an attorney is involved, every step we take needs to be upon the advisory of the attorney. The Board wants to do the right thing and they need advice, then to come back and discuss this -- the bylaws appear to support both ways, so they want the attorney to clarify if board is the authority as a body per the General Membership being an advisory committee to the board. This will educate us in all committees. Is the General Membership an arm of the Board as a committee to advise the Board or is the Board the final decision maker? **Vote: Yes-6, unanimous. Motion carried.**

On the back of your packets you have a copy of the year-end financial statement from CPA. HPP had two large hits this year due to previous accounting neglect.

1. Bad Debt raised \$81,712.00 – This is due to past accounting practices, which were NOT keeping accurate tabs on the foreclosed properties. This past year the office has audited each property's account file and LABELED them appropriately. This makes it a lot easier to know specifically which ones are in foreclosed status and can be segregated in the accounting system.
2. Depreciation raised \$287,830.00 – This is due to the "Construction in Progress" account for the Road Paving Projects. This account had not been cleared since 2011. Proper accounting would have cleared this account with each at the close of each paving phase, thus our depreciation would have slowly increased over the last 4 years. But since it was not account for properly, we had to take the whole 4.2 million this year, which increased the annual depreciation by \$287,830.00

Overall, if we did not have these, "paper hits" as they are called, then we would have BEAT last years bottom line by over \$61,370.00!

Bank balances as of October 31, 2015:

TOTAL Checking, Savings, Investments and Bond Reserve:	\$5,144,591.07
TOTAL Accounts Receivables:	\$2,056,181.38

**VII. GM Report – Don Morris** – Aloha, thank you for the road maintenance requests. We have had a large increase in the number of requests for road maintenance this past month. We address the request in order as they come in unless there is an emergency. Emergency request are handled prior to all other requests. Using this system it may take 2 to 3 weeks to get to all of the requests. Due to the on-going rain the potholes appear as fast as we can fill them. Please try to submit your request before the pothole gets too bad.

**Herbicide Spraying** – We are targeting the California grass at this time. If you are aware of any problems please contact the office.

**Equipment** – The clutch is out in the John Deere tractor and needs to be replaced (estimate for the repairs attached). **This tractor is not usable until repaired/replaced.** The new Holland Tractor and Flail Mower attachment are about 7 to 8 years old. We have spent over \$16,000 on repairs in the last two years, and it is still falling apart. He has a quote from Bacon Universal for a replacement, which is

attached to this report. He suggested that HPPOA could also try to find a used tractor with no warranty and a new Flail Mower attachment to put on the tractor and save some money now, but that then HPPOA would likely spend it later on non-warranty repairs. The Dixie chopper mower is seven years old. It is one of the smaller mowers. We spend more time fixing it than mowing with it. He attached a quote for replacement.

At the General Membership meeting residents voiced their concerns about the easements not being mowed. We cannot keep up with the growth of the vegetation with our existing equipment.

**Chip Sealing** – Waiting for direction from the Board of Directors.

**Mowing** – 79 miles

**Weed eating** – All entrances: corners of 30<sup>th</sup> and Kaloli, and Shower; 20<sup>th</sup> and Railroad; Railroad to Maku'u dead-end; 17<sup>th</sup> and Paradise to Kaloli; 16<sup>th</sup> and Paradise to Kaloli; corners of 14<sup>th</sup> and 13<sup>th</sup> on Maku'u; 13<sup>th</sup> Maku'u dead end

**Spraying** – All entrances; 33<sup>rd</sup>, 32<sup>nd</sup>, 31<sup>st</sup>, 29<sup>th</sup>, 28<sup>th</sup>

**Dropped & rolled** – 16 miles

**Gravel, Graded & Rolled** – 14 miles

**Trees Removed** - 2

**Trees Cut-back** – 30<sup>th</sup> between Kaloli and Shower; 13<sup>th</sup> Maku'u dead-end

**Signs Replaced/New** – 3 Stop signs

**Rubbish Pickup** – 1.6 tons

**Dead Animals Removed** – 6 pigs

**Resident Complaints** – 81 Total Road Maintenance Requests. 75-Resolved. 6-Unresolved.

**Safety Report** – No Accidents or injuries for the past 16 months. Please drive with Aloha. Thank you for your support and consideration.

**Dr. Jo Maynard (District 5) moved to look at proposals to find contractors to do mowing weed eating and tree trimming. John Rudolf (District 4) seconded the motion.** Discussion: A Board member suggested they start with four main feeder roads not the whole park getting contracted out. If a new mower is \$125,000 plus \$15,000 side beater, etc then a contractor would be more cost effective. An \$80,000 contract per year and we can keep everything maintained then leaves the road crew for actual road maintenance. Most devastating for our equipment is trying to cut further back into the easements. Dixie mower cuts the edges. It's the cheapest, but only cuts in so far, but is okay. We have two, one works well, one not well. They are working on spraying as well (that didn't seem to be done for a long time). Getting a contract company would give more time to cut back the trees growing into the easements. Salaries, equipment time and what needs to be done in comparison. What were doing is not working. Grass is not cut like it should be cut. Several ideas and suggestions were discussed. Don Morris GM will be the point man to get the info and three bids. **Vote: Yes-6, unanimous. Motion carried.**

**New Candidates for Vacant Board Seat (District 8)** – Three candidates: Bruce Derrick, Randi Larzalere, Joe Crosby (Pastor in park about 8 years at Connection Point church in HPP. He's not a property owner. The church owns the property and he is the executor of the church so he wondered if that counted as authority like an estate executor. The deed will have to be inspected. A Board governs the church and he's the chairman of the Board. The Church of the Nazarene is the name on the deed. The Church Board names the chairman. The HPPOA Board will look it up to clarify (on page 6, noted Bruce Derrick) – Another member noted that a past Board is on record as refusing and refuting an executor. **Janice Ashford (District 7) moved to obtain legal clarification on this matter along with the other items to be discussed with the attorney. Ruth Mizuba (District 2) seconded the motion.** Discussion: He will get a copy of the trust to give to the attorney to help decide. **Vote: Yes-5, No-0, Abstain-1 (John Rudolf). Motion carried.** Joe Cosby then withdrew his candidacy.

Randi Larzalere – was on board until April 2015 and had to resign for personal issues, but would like to come back as she has stayed involved and is currently on bylaws, playground and nominating committees. A Board member was disappointed that Randi had to resign last time. Randi explained that it was a personal issue.

Bruce Derrick – Resides in District 1 for 9-1/3 years and was on the Board February 2014 to October 2014, has been on numerous committees since 2007 and is on the nominating committee. Had 17 years military specialized on roadways and runways.

- a. **Vote** - A secret paper ballot occurred among the six present Board of Directors. Randi Larzalere-4, Bruce Derrick-1, Neither-1. Randi Larzalere won as the new Board Member for District 8.
- b. **Oath of Office** – The Oath of Office was taken by Randi Larzalere, in front of the meeting, and then Randi Larzalere was installed as the Board of Director Representative for District 8. Secretary Paul Wheelless signed as witness.

**Dr. Jo Maynard (District 5) moved to give Don Morris, GM, the \$8,230.73 needed to fix the John Deere. John Rudolf seconded the motion.** Discussion: This is our newest machine and we need it to get to the brush on the side of roads and cane grass. The estimate is for \$6,000 labor and \$1,600 parts. There is only one John Deere repair company, which is the best option for warranty and John Deere knowledge base for repair. We have a little. The John Deere is 11 months old. It had 3,000 hours when purchased. When it's down, we're not out there on the road. **Vote: Yes-7, unanimous. Motion carried.**

#### VIII. OLD BUSINESS

1. **Food Pantry - Janice Ashford** – No update at this time. The food pantry woman was given paperwork to fill out and a copy of her insurance was needed, but it turned out that she doesn't have the insurance, so she is going to go to a church, so this is now a dead issue.
2. **Chip Seal Update** – A Board member stated that their district is impatient to get it "although it was de-railed by 20 people." There is a petition of homeowners who want chip seal. A lengthy discussion occurred with various sides speaking out for and against chip-seal as a whole, a one mile chip seal test and whether or not the Membership's votes at General membership meetings are the final say, or if, indeed, their elected body of Board members have that final decision. By filming the test strip, they then would have the data and production info wanted by the General membership, in order for it as a whole body to decide about moving forward with Chip seal for the entire park. It was noted that there are more in support for chip sealing on the petition than those against it. It was suggested by Board members to call a special membership meeting and present the info from the test mile. The GM has the experience to make sure the mixture is properly mixed. We need to show it and the wear and tear here. GM was going to start at top of park to practice and see what the procedure would be starting at top of park and working downward. They are well-traveled roads even on those dead ends and would be a fair representative of what the wear and tear would be for the rest of the park. There's no thru traffic on the test roads so then only the homeowners on the road have to be dealt with to do the test. A Board member asked, What do we do when we pass a motion and a group of ten in membership meeting vote against it and derail it? Another Board member noted that they need some guidance on how to proceed legally regarding this conflict. The GM stated that this is not a conflict and asked, Do you want to keep throwing \$300,000 on gravel per year? In a membership meeting do they have a say or final say? The bylaws written are very vague. Power conflicts exist in the bylaws. The board has a duty to maintain the roads. Even if you chip seal one or two we still have miles and miles that will need covering. This needs to be clarified with a legal opinion and given to the attorney, so they will do this. It was noted by a member that the finance committee voted to proceed with the test, going on to clarify that it is an advisory committee and that the board voted as a result of our advice. In addition to the membership committee you get advice from our committee as well. A full chip seal presentation will be generated out of the test strip.
3. **Park Update** – We need to appoint a liaison to work with Councilman Greggor Ilegan. **Janice Ashford (District 7) moved to appoint Ruth Mizuba (District 2) as the liaison for the county park to be built in HPP. Dr. Jo Maynard (District 5) seconded the motion** Discussion: The liaison will make sure that everything is in order, which it is at this time. In future, a park committee might be good to create. Greggor's petition was to impress the State Finance Committee to drop down money for the park. It was suggested that it should be two people to make sure there's checks and balances. **Janice Ashford (District 7) amended her motion to make Ruth Mizuba (District 2) and John Rudolf (District 5), the liaisons for the county park to be built in HPP. Randi Larzalere (District 8) seconded the motion. Vote Yes-7, unanimous. Motion carried.**
4. **Mailboxes Update** –**Janice Ashford (District 7) moved to assign Ruth Mizuba (District 2) as the liaison with U.S. postmaster in Keaau for the new mailboxes in HPP. Dr. Jo Maynard (District 5) seconded the motion.** Discussion: What postmaster wants is against our bylaws per GM. Regarding the Postmaster needing Names and addresses of people who live here: as a non profit association we are not allowed to release private info to any outside. The post office is changing its system: All Post boxes out here will be stopped and delivery to people's individual homes will begin. A discussion ensued. **Vote: Yes-7, unanimous. Motion carried.**
5. **Key Policy Update** – Don Morris, GM – They haven't changed keys over yet. All the groups having ongoing activities in the activity center have been contacted to find out who has and doesn't have keys, along with their schedules to come by to get a key. People who have keys, it's up to Board whether other individual people have keys at all times. Doesn't feel it's his decision. There are seven known sets of keys out. Key guy available anytime.

Waiting until after holiday, Thanksgiving party because the office isn't open for getting a key to open. Change locks at a date put out in future. Put policy in writing and disseminate the info long before new lock changes. Sunday parties have to pick up on Monday, January 18. After holidays, the keys will be changed and new key policy will be put out. Now to prepare the community for the change.

#### IX. Committee Reports –

1. **Albizia Committee – Judi Houle** – Next workshop November 21 – it is their eighth workshop. Over 200 residents have attended. Coqui frog will be added to sign up for spraying citric acid. January, they will be setting up a fire ant workshop. During the dengue fever, mosquito, presentation, at the high school, civil defense asked DOT to help get the word out - 65 cases on Big Island. Spreading quickly. There will be info from department of health posted on the website. There aren't any cases in HPP at this time, but they did some spraying in one area which was an area the person(s) were in, but not necessarily that any symptoms were there. County is opening up transfer station for HPP to deliver tires free because they're a breeding ground for mosquitoes. An appointment needs to be made by subdivisions before showing up with them. It's free now to drop them. Eliminate standing water. Health.hawaii.gov –click on dengue fever for more info. Also the Center for Disease Control website.
2. **Emergency Action Committee – Judi Houle** – Next meeting is December 9<sup>th</sup> – Wednesday at 2pm – They will be cleaning the container because it's full of mold. They've put together an "Are you ready" flyer for different locations in park to help people's awareness base about how to get help in an emergency. Special needs assessment forms are available to let them know the people who might need special help in a disaster.
3. **Bylaws Committee** – Mayelin Stillwell - Next meeting on Thanksgiving so that won't occur. Meetings will resume in January due to the holidays and historical low attendance at this time of year so they are taking a break. Suggestion forms for bylaws can be picked up and dropped off at office, or at the meetings on the second and fourth Thursdays of the month from 5 to 7pm in the Hui library.
4. **Community Action Committee** – Judy Sumter – Their Chairperson off island, so they won't meet until she returns in January. She reported that the county did finalize the plan and copies have been sent to everyone. Community development info should be on the website. It was a resolution and a copy will go to terry Stratton.
5. **HR Committee - David Prager** – They met yesterday and are going through employee handbook. They have attorney recommendations to be passed on to the Board tonight for them to see. The handout was given and board was asked to make their changes and suggestions online instead of attempting to go through it line by line during the Board meeting tonight. The packet for perusal included an "Emergency contract" form, confidentiality forms and several other forms have been added to the proposed revised packet.
6. **Paths Committee – John Seastrom, District 7** – No report tonight. Volunteers always appreciated!
7. **Playground Committee – Leilani Bronson-Crelly** – They met on November 5<sup>th</sup>, but they didn't have a quorum to vote for chair and secretary.
8. **Nominating Committee – Leilani Bronson-Crelly** – handed out an updated HPPOA Election Calendar spreadsheet of milestone events needing done on what dates by the Nominating Committee. The Committee also created and added a list of the open Districts for the upcoming election season. Wanted the December 16<sup>th</sup> milestone noted regarding finding the six openings coming up. She proposed allowing a volunteer member to write and then they will put an article for submission in the annual billing to encourage more candidates to volunteer for the next election. Also on December 16<sup>th</sup>, voting a preferential voting committing being created and how that was a controversy last time, but that decision has to be made. The campaign signage policy needs to be proposed regarding how big, how long they can stay up and when to be taken down. The next meetings are Thursday, November 19, and Thursday December 3rd. At the November 19<sup>th</sup> meeting, they will have Brad Clark, as their guest speaker. He is an HPP resident, and former assistant Secretary of State for elections, in California. He was also the Registrar of voters for Monterrey and Alameda County. He will discuss preferential voting, maybe give them some ideas on how it is to be done, calculated, et cetera, as well as, help us with ideas to increase voter participation. She noted that HPPOA Election Calendar has a very critical and full timeline that must be monitored and done on time.
9. **Road Assessment Committee – Paul Wheelless** - They need more members to participate so that they have a quorum in order to have a December meeting. They need at least two or three more people on the committee. We need people to voice their opinions on this. The minutes will be posted on the website as soon as meetings occur.

**X. New Business:**

1. **2016 Road Maintenance Fees - Ruth Mizuba (District 2) moved to maintain the maintenance road fees to be the same as last year. John Rudolf seconded the motion.** Discussion: the budget that the board passed in May, was calculated with a ten dollar road increase to \$285 instead of staying at \$275, and we're being hit with more costs and capital improvements than we had actually budgeted for including the server cost and more equipment repairs than we had calculated. Janice A BOD member suggested going to \$285 otherwise the Finance Committee would have to re-meet and re-do the budget already passed. Other funds were discussed as well as debt collections not being enough. Office staff is verifying the addresses as they speak to people in arrears to make sure there are fewer problems finding people who owe. We need to adjust our budget. A discussion about liens and people who don't pay ensued. The Treasurer stated that the increase is based on what the bond tells us we have to do. Another Board member felt the people who pay shouldn't be penalized with a raised fee because of the people who don't pay. He wanted more pressure on the people who aren't paying and knows there's liens and payment plans, but what else can be done to help those in arrears to pay up, even if hiring a temp would help, he wanted to discuss other ways to increase revenue rather than increase fee. There is almost \$2 million in unpaid back fees dating back from 1997 and forward. They never started collections for many years, until the office now started aggressively collecting from those long time non-payers as well as the more recent past non-payers. They've done mass liens this year because many weren't being pursued, but we started that more actively in April. The Treasurer explained that the Bond requirements is what really presses this need to increase the fee, but they are also taking a step to start garnishing the wages of those people who are in arrears for their fee payments and have liens, but don't pay still; however, the increase is still needed to fulfill the bond requirement and budget. **Vote: Yes-3, No-4, Abstain-0. Motion did not carry.**
  - a. **Janice Ashford (District 7) moved to raise the road maintenance fees by ten dollars a year. Dr. Jo Maynard (District 5) seconded the motion. Vote: Yes-4, No-3. Motion carried.**
2. **Foreclosure Documents Served** – It was noted that it doesn't have anything to do with HPP so it's not a direct concern because it's not a lawsuit against HPPOA. Someone served the Treasurer at home, instead of serving the office. The question is if that person has a lien, at this time, but they probably are in arrears and have been liened. She wanted to make sure that the Board all had a copy of it, and the office is actually handling it. Normally foreclosures go straight to the office and are served there.
3. **Board 2017 Ad Hawk Committee** – Janice Ashford (District 7) – It was suggested for her to seek advice regarding looking into refinancing the bond and she has been researching that information. Paul Wheelless (District 3) wanted the Board to consider adding an ad hawk committee to the Finance committee, or for board to make its own committee. January of 2017 is when the bond can finally be refinanced. Ad hawk is a very temporary committee, which stays within the Finance committee because they know what they're talking about in terms of being most up to date with all finances. It's a small tight quick committee that dissolves when it gives its report, but the Treasurer noted that the Finance committee already does this within itself, so in reality a separate committee isn't needed if it's the Finance committee working on it already. **Dr. Jo Maynard (District 5) moved to ask the Finance committee to take on the task of looking into refinancing the bond. Paul Wheelless (District 3) seconded that motion.** Discussion: There's a pre-payment penalty in the bond, so it needs to be explored to see if they will even have the money to attempt to refinance it. **Motion died on the floor.**
4. **Road Maintenance Schedule** – John Rudolf (District 4) had a question of how long it takes to do one mile of road? Grade, re-grade and roll. If there's nothing there, then rock grading about one day per mile is what they try to do, 77 miles in 77 days, to best of their ability using three guys all day and depending on the road. It takes about 30 days to mow the entire park. It takes 77 days to grade all the roads.
5. **Cutting Grass Schedule** – John Rudolf (District 4) – A Discussion ensued. A report was started about two or three months ago and all the data is available. Road Maintenance computer and hard drive died and is irretrievable. They're going to try to retrieve it from the server. Feeder roads need to be cut first. There are a lot of variables to scheduling, but there's just not enough crew to upkeep to the degree required. When the paving contract came in, complainers got best. Top of park requires more work than the lower section.
6. **Equipment Repairs Needed – Don Morris, GM** – covered in GM report above.

**XI. Owner's Input**

Steve Crawford – It's vital for the members to obtaining financial reports from the GM to distribute to the Finance committee. It's the bookkeeper's responsibility to print them out so members can walk into the office, but he was upset

that the brand new bookkeeper who had just started a day or two before wasn't sure about how to proceed when he came in demanding the info and she told him she needed to call the Treasurer to make sure that was okay to give to him. He was outraged by this, feeling, that just because she's brand new she should have known that already and not made him wait to make sure it was the right thing to do, she should have just handed them over to him without blinking an eye at his demand in that moment he wanted them immediately, even if she was in training and the Treasurer hadn't yet trained her on that area yet. He was under the impression that quick books generated the report and the Treasurer explained to him that some reports aren't just simply generated by the press of a button, that the brand new Bookkeeper would be trained on that process next and reports will be provided as soon as bookkeeper is up to speed on how to generate them.

Beth Evesong – Thanked the Board and gave appreciation for their volunteer service. The Nominating committee has trouble recruiting people and it's such a responsibility to volunteer and serve. The last part of our bylaws and indemnification makes it clear that the board has the last say on things because the Board is financially and legally responsible for the actions of the Board. Read your bylaws she stressed to the Community and the Board. Read the indemnification. Legally you, the Board, are the only ones covered by a lawsuit, not the 20 people here, so it frustrates me that you want to let the members have the final say when it is your responsibility. Yes, it's important to get input from members, but the Board members are ultimately financially responsible, so your decision is the final say. We need more people nominated that are qualified to be on this board. Please read your bylaws. We have a big corporation with millions of dollars, but you're legally responsibly not me and not any of the people in this room or the community, only you. You all are voted in and are responsible for the decisions ultimately made for the HPPOA.

June Conant – I would prefer not to be involved in this lawsuit and when I asked to get back on the Finance committee, I was aware that June is when we have to choose new members for the Finance Committee, but nothing in bylaws says we can't add new members to the Finance committee. I used to work in a bank so I know what a loan officer is looking at so I wanted to get more familiar with where we are, from a bank standpoint to refinance that bond in 2017. We could save \$3 million if we can get that bond refinanced. I have bank experience and am willing to work toward that. I want to help.

Leilani Bronson-Crelly – We do have a fabulous insurance policy with errors and omission. When I worked here I created a database a record with TMK's along with block and lot numbers. Add what planning and building provides with the address could be done and county provides that. She went over several points from the meeting noting that we don't own equipment, so how do we chip seal? She noted in 2010-11 that HPPOA spent \$30,000 on quick books and it should be three step process to generate reports, stop stonewalling.

## **XII. Announcements**

- 1. Next Board of Directors Meeting: December 16, 2015 at 6 pm.**
- 2. Next General Membership Meeting is Sunday, February 28, 2015 at 3 pm.**

## **XIII. Adjournment to Executive Session**

**Janice Ashford (District 7) moved to adjourn the meeting to Executive Session. Ruth Mizuba (District 2) seconded the motion. Vote: Yes-7, Unanimous. Motion carried.** Meeting adjourned at 10:10 pm.

Respectfully Submitted and Approved:

\_\_\_\_\_  
Susan Bambara, Recording Secretary

\_\_\_\_\_  
Paul Wheelless, Secretary

\_\_\_\_\_  
Date

\_\_\_\_\_  
Date

**BOD Motions Log 11-18-15**

Approve Agenda - Janice Ashford (District 7) moved to approve the agenda. Ruth Mizuba (District 2) seconded the motion. Vote: Yes-6, Unanimous. Motion carried.

Dr. Jo Maynard (District 5) moved to approve the September 16, 2015 Board of Director's Meeting Minutes. Janice Ashford (District 7) seconded the motion. Vote: Yes-6, Unanimous. Motion carried.

Dr. Jo Maynard (District 5) moved to approve the purchase of a new server for the office. Janice Ashford (District 7) seconded the motion. Dr. Jo Maynard (District 5) amended the motion to not exceed an \$8,000 limit. Janice Ashford (District 7) seconded the motion. Dr. Jo Maynard (District 5) amended the motion to have Janice Ashford provide two more bids, if possible. Janice Ashford (District 7) seconded the motion. Vote: Yes-6, Unanimous. Motion carried.

Janice Ashford (District 7) moved to seek legal advice on whether or not it was an improper vote at the October general membership to add two members to the finance committee, and until this is decided they are not to come on to the committee meetings. Paul Wheeless (District 3) seconded the motion. Vote: Yes-6, unanimous. Motion carried.

Dr. Jo Maynard (District 5) moved to look at proposals to find contractors to do mowing weed eating and tree trimming. John Rudolf (District 4) seconded the motion. Vote: Yes-6, unanimous. Motion carried.

New Candidates for Vacant Board Seat (District 8) Janice Ashford (District 7) moved to obtain legal clarification on this matter along with the other items to be discussed with the attorney. Ruth Mizuba (District 2) seconded the motion. Vote: Yes-5, No-0, Abstain-1 (John Rudolf). Motion carried.

Dr. Jo Maynard (District 5) moved to give Don Morris, GM, the \$8,230.73 needed to fix the John Deer. John Rudolf seconded the motion. Vote: Yes-7, unanimous. Motion carried.

Janice Ashford (District 7) moved to appoint Ruth Mizuba (District 2) as the liaison for the county park to be built in HPP. Dr. Jo Maynard (District 5) seconded the motion Janice Ashford (District 7) amended her motion to make Ruth Mizuba (District 2) and John Rudolf (District 5), the liaisons for the county park to be built in HPP. Randi Larzalere (District 8) seconded the motion. Vote Yes-7, unanimous. Motion carried.

Janice Ashford (District 7) moved to assign Ruth Mizuba (District 2) as the liaison with U.S. postmaster in Keaau for the new mailboxes in HPP. Dr. Jo Maynard (District 5) seconded the motion. Vote: Yes-7, unanimous. Motion carried.

Ruth Mizuba (District 2) moved to maintain the maintenance road fees to be the same as last year. John Rudolf seconded the motion. Vote: Yes-3, No-4, Abstain-0. Motion did not carry.

Janice Ashford (District 7) moved to raise the road maintenance fees by ten dollars a year. Dr. Jo Maynard (District 5) seconded the motion. Vote: Yes-4, No-3. Motion carried.

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