

HPPOA Bylaws Committee Meeting Minutes 27 August 2015

APPROVED

The meeting was called to order at 5:11 PM.

Present: Tom Jennings, Milton Pavao, Ron Vizzone and Mayelin Stillwell.

Absent: Craig Crelly, Ron Haskin and Randi Larzalere

The 27 August 2015 Agenda was approved after addition on 2 items.

OLD BUSINESS:

1. Approval of 13 August 2015 minutes. All approved the minutes. Tom would like to revisit 1 proposal that was already approved at the Aug 13th BLC meeting. We'll discuss it under New Business.
2. Member Bylaws Proposal Submission form - Milton presented the submission form he made. Tom 1st Mayelin 2nd, all approved to accept the form and to make it available in the office w/in our Inbox. Minor tweaking can be done if needed at a later time. We agreed to check with Randi to see if she'll take on the duty of doing inventory of the forms and pick up any forms turned in when she picks up the library keys for our meetings. When needed, see if Randi can print out extra copies to replenish supply of forms.

NEW BUSINESS:

1. Article V, Bylaws Definitions, Preferential Voting, Sec 17 P4 - Discussion ensued on the previous wording of explanation for deleting preferential voting in our bylaws. New explanation wording, "Preferential voting is not applicable for this association". Tom 1st, Ron V 2nd, all approved.
2. Future Agendas - From here on out, we will include, "Approval of Tom's final draft" under Old Business. This provides a time in the meeting to approve the final drafts that Tom types up of the approved proposals from our previous meeting.
3. Article V, Bylaw Definition, Executive Committee, Sec 19 P5 - Discussion ensued on our previously approved explanation for the deletion of the term executive committee. Tom would like us to quote references within the explanation, when we use them.

Part of the explanation is quoted from Robert's Rules on this proposal. New wording for explanation: "It has been interpreted that an executive committee (president, vice president, treasurer and secretary) consisting of a minority 4 people on the board, can make decisions for the entire board and HPP community. The BLC considers this to be bad practice. **Robert's Rules state that** 'executive committees are used in organizations with very large boards or when its members must travel from a distance to meet.' There is no reason for a powerful minority committee on the small 9 member HPPOA board who live in close proximity." Ron V 1st, Mayelin 2nd, all approved the amendment to the explanation for this bylaw change.

We all researched our bylaws in search for other "executive committee" references and only found one section. Article XII - Administration, Sec 1 Association General Manager, (a) and (c). In the remaining parts of the whole bylaws, officers are referenced as officers, or officers of the

board, even in Article VIII - Board of Directors and Article IX - Officers.

4. Article IV Objects and Purposes P3 - (a) through (h) - Discussion ensued on the entire subsections. One proposal for (a) is new wording, "To ascertain the needs and desires of lot owners of the Hawaiian Paradise Park subdivision and represent those needs and desires as appropriate **in accordance with all applicable bylaws and laws**". New wording for proposal (b) was "To manage, protect, maintain, and improve **all real properties** and other assets of the Association and to provide usual administrative and executive functions necessary to the operation and management of the Association." No vote taken and we will discuss these further at our next meeting.

5. Article VI Membership and Voting, Sec 1, 2 and 3 P6 - Tabled

Meeting adjourned at 6:57 PM. Our next meeting is 10 September 2015 at 5 PM.

Homework: Continue reviewing Article IV - Objects and Purposes. Ponder the above proposed changes under this section and see if there are any other changes needed.