

**Hawaiian Paradise Park Owners' Association
APPROVED—Board of Directors' Meeting
Meeting Minutes
Wednesday, August 17, 2022**

1. Call to Order

Board of Directors' meeting called to order by Karin Hoffman (District 5) at 6:03 p. m. Taken place at the HPPOA Activity Center.

2. Roll Call

Present: Jason Schillewaert – District 1; Corky Schoonmaker – District 2; Patricia Egan – District 3; Tristan Rice – District 4; Kari Hoffman - District 5; Craig Crelly – District 6; Chante Ching – District 7; Jim Marquez – District 8; Jeffrey Finley – District 9.

3. Approve agenda for August 17, 2022, HPPOA Board of Directors Meeting

Patricia Egan (District 3) moved to approve the August 17, 2022 meeting agenda as amended by adding item 12 (e) under New Business to read "Quote for security cameras for HPPOA Office". Jeff Finley (District 9) seconded the motion. Vote: Yes – 9. No – 0. Unanimous. Motion carried.

4. Approve meeting minutes

- a) Approve August 1, 2022, Special Board Meeting minutes

* This item was erroneously placed on tonight's agenda.

- b) Approve July 20, 2022, BOD meeting minutes

Jeff Finley (District 9) moved to approve the July 20, 2022 BOD meeting minutes. Patricia Egan (District 3) seconded the motion. Vote: Yes – 7. No – 0. Abstain 2 (D4 & D7). Motion passed.

5. President Report

Kari Hoffman (District 5) thanked volunteer Brian for his help with the sound system for the night's meeting, which worked without incident, expressed her appreciation to the board members that have put in many hours researching and reading up on HPPOA issues in order to better serve the membership and thanked Roxanne Ching, HPPOA Office Staff for assisting with the Presidents Corner that is up and available on the HPPOA website.

6. Vice President Report

Jeff Finley (District 9) reported that he has been working to coordinate meeting times and dates for Committee members, he reports all Committees are scheduled to meet in the Library, Committees are asked to select a Chair and Secretary and the Secretary is to forward all Committee meeting minutes to Jeff Finley (District 9) and to the General Manager who will post them to the HPPOA website.

Action item: The General Manager will remove old Committee meeting minutes/reports from the HPPOA website.

7. Treasurer's Report

Treasurer Corky Schoonmaker (District 2) reported:

As of the end of July 2022, the Checking, Savings, Investments and Bond Reserve is \$8,113,792.17

TOTAL Accounts Receivables is \$2,813,749.09

Accounts Receivable balance is approximately \$2,473,318.24

Annual billing was approximately \$3,469,752.00

Allowance for Doubtful Accounts balance is \$626,238.95

*It was explained that this is a Contra-Asset account required as standard accounting practices, which is an estimated amount of receivables that will never be collected.

There were approximately 63 properties transferred during the month of July

8. General Manager's Report

Don Morris reported:

The office has started processing liens on properties that are in arrears, should be finished by the end of August.

Civil Constriction should be starting on Pohaku Drive paving project within the next few weeks.

Road Crew installed street number signs throughout the subdivision, there were some intersections that were missed in the original order, those signs are on order and the road crew will install them when they are received.

The cost for membership meeting and the board meeting signs depends on if you want 1 or 2 signs per pole, cost for 2 signs per pole is \$300, cost for 1 sign per pole is \$200. Total would be \$1200 or \$1600 for M, P, K and S.

Have not received a response back from any of the engineering companies about the road safety issues.

Have received a proposal back from Engineering Partners to assess the Activity Center, a written proposal was provided to the board members.

Equipment: The Dynapac Roller should be in by the end of this month, all equipment is running fine at this time.

Grading: Widened, dropped 1 ½ base course and compacted 4 ½ miles of roadway 3 PK, 3 KDE, 9MP, 9 PK, 9 KDE. Widened, graded and compacted 9 miles of roadway, 3 MP, 3 MDE, 4 MP, 4 PK, 6 PK, 11 MP, 11 MDE, 14 MDE, Ala Heiau, Lemiwai and all of Beach.

Weedwacking: Corners of Makuu, Paradise, Kaloli, Shower and Alphabets.

Mowing: Road crew mowed 23 miles of roadway with the sidearm mower and 36 miles with the deck mower.

Roads Watered: 30 miles of roadway.

Rubbish Pickup: 1.39 tons of mixed rubbish.

Safety Report: No accidents or injuries for the past 92 months.

9. Committee Reports

a) Finance Committee – Corky Schoonmaker (District 2) reported there was no quorum for the August meeting, will meet on the 1st Wednesday of the month, next meeting September 7 at 5 p.m., the committee will be limited to 5 HPPOA members, one HPPOA Board Liaison and the HPPOA Board Treasurer.

b) Land Use Committee – Jim Marquez (District 8) reported that 5 members have been selected and they will meet at 12:00 p.m. on the 2nd Tuesday of the month, the first meeting will be on September 13, 2022.

c) Bylaws Committee – Jeff Finley (District 9) reported the committee had a meeting in August.

d) Cultural Preservation Committee – Sara Kay reported there was no quorum for their last meeting, Committee meetings are the 4th Thursday of the month 9:00 to 10:30 a.m.

e) Membership Committee – Patricia Ruppert reported the Committee met and discussed the Seniors of Paradise issue, they are working to update the website, next meeting September 19, 2022 at 1 p.m.

f) Community Resource Report – Judi Houle reported the committee provides community outreach to inform residents, a sub-committee to provide clean up and repair has been formed, they did playground repairs and will provide pressure washing next. The Neighborhood Watch group meets on the 1st Saturdays of the month to discuss resident's concerns the Board of Directors are welcomed to be involved, the Swap Meet (the only fundraiser for activities provided by the Resource Committee) is on the 2nd Saturday of the month, Food Pantry distributions are on the 4th Tuesday of the month, Educational Workshops are held every 3rd Saturday of the month, next month: Albizia. Judi Houle can be contacted at: hppwatch.org or HPPOA.net

10. Owner input

2 owners signed in to speak, 1 left early.

11. Old Business

a) 240 number signs – installation status: Kari Hoffman (District 5) thanked the road crew for completing the project, the road crew was assessing other signs while they were installing the new reflective number signs, the General Manager will follow up on appropriate signage for the end of Makuu.

b) Road Safety Expert proposals – Jeff Finley recommends moving forward to address the safety issues on the bottom of Makuu, Paradise and Kaloli.

Jason Schillewaert (District 1) moved to approve installing (3) Solar powered, flashing STOP signs and an Arrow, at the bottom of Makuu, Paradise and Kaloli Drive(s). Jeff Finley (District 9) seconded the motion. Vote: Yes – 8. No – 0. Unanimous. Motion carried. (The District 6 representative left the meeting at 6:50 p.m. and did not return)

*Jim Marquez (District 8) suggested a sequence of signs at intersections before the bottom of Makuu, Paradise and Kaloli to prepare drivers to stop. The Road Safety Committee will discuss where they might be placed and make recommendations to the BOD.

c) Code of Conduct – Kari Hoffman (District 5) reported that in March 2022 the previous BOD revised the Conduct Policy to include reprimands for Board Members.

Jeff Finley (District 9) moved to repeal the March 2022 Conduct Policy, reinstate the February 2014 Conduct Policy and to refer the Conduct Policy to the Human Resource Committee for review and recommendations. Jim Marquez (District 8) seconded the motion. Vote: Yes – 5. No – 2 (D2 & 7). Abstain – 1 (D4). Motion passed.

Action item: Board members are to sign and date Attachment D of the Conduct Policy provided in board packets.

d) Human Resource Committee – Approve Patricia Egan as Chair and select (2) members. HPPOA Bylaws require the Board of Directors to appoint a Human Resource Committee.

Patricia Egan (District 3) moved to approve herself as the Chair of the Human Resource Committee and to appoint the following (2) members: Lanell Lua and Keala Stant. Jim Marquez (District 8) seconded the motion. Vote: Yes – 7. No – 0. Abstain – 1 (D3).

e) Update on hiring a structural engineer to determine the needs and safety of the Activity Center.

Jeff Finley (District 9) moved to approve the proposal by Engineering Partners to provide a Structural Condition Assessment of the HPPOA Activity Center, dated August 9, 2022, for a lump sum amount of \$1,800.00. Patricia Egan (District 3) seconded the motion. Vote: Yes – 5. No – 1 (D7). Abstain – 2 (D1&2). Motion passed.

f) Mailing of Financials to members per bylaws.

Mailing annual financials to all members is required in the bylaws, in an effort to decrease costs a new format of the required information was considered by the board.

Jim Marquez (District 8) moved to approve using the new format to mail annual financials to HPPOA members and to include the Presidents Report and CIP report. Jeff Finley (District 9) seconded the motion. Vote: Yes – 8. No – 0. Unanimous. Motion carried.

g) Fugitive Dust solution options – Jeff Finley D9

Jeff Finley (District 9) will bring information about Chip Seal to the next meeting, he commented there is no real solution other than paving, the board is open to any ideas.

h) Seniors of Paradise use of Activity Center

Patricia Ruppert provided historical information about the Seniors of Paradise use of the HPPOA Activity Center for County sponsored activities. General Manager Don Morris explained that County sponsored programs are not covered by HPPOA insurance and are different than HPPOA “hosting” groups or activities that pay user/rental fees.

Jeff Finley (District 9) moved to approve Patricia Ruppert as the HPPOA point of contact with the County for the purpose of determining if the Seniors of Paradise can meet at the HPPOA Activity Center. Jim Marquez (District 8) seconded the motion. Vote: Yes – 7. No – 0. Abstain – 1 (D7). Motion passed.

Action item: Don Morris to provide copy of HPPOA contract with County regarding Seniors of Paradise use of HPPOA Activity Center, to Patricia Ruppert.

Further discussion on this item was tabled to the next meeting at the call of the Chair.

i) Discussion and action regarding new signage for meetings at top of Shower, Kaloli, Paradise and Makuu.

Jim Marquez (District 8) moved to approve the purchase and installation of signs at the top of Shower, Kaloli, Paradise and Makuu that inform residents of Board and Membership Meetings, 2 signs per pole at a cost of \$1200. Corky Schoonmaker (District 2) seconded the motion. Vote: Yes – 7. No – 0. Abstain – 1 (D4). Motion passed.

12. New Business

c) Forensic Analysis – *this item was taken out of order.

The Members of HPPOA, at 2 General Membership Meetings (2017 and 2022), voted and approved a Forensic Analysis of all Association Finances going back 3 years.

Kari Hoffman (District 5) moved to approve engaging appropriate professional services to conduct a Forensic Analysis of HPPOA Finances from July 1, 2019 to June 30, 2022. Jeff Finley (District 9) seconded the motion. Vote: Yes – 6. No – 0. Abstain – 2 (D2&7). Motion passed.

There was a presentation by Dirk von Guenther who submitted a Service Contract to the board of directors to provide an analysis of all financial transactions of HPPOA. (Mr. von Guenther made similar proposals to former HPPOA BOD's)

Kari Hoffman (District 5) moved to approve the proposal from Dirk von Guenther & Associates to conduct a Forensic Analysis of HPPOA Finances from July 1, 2020 to June 30, 2022 at a cost not to exceed \$25,000.00 without further board approval. Jeff Finley (District 9) seconded the motion. Vote: Yes – 6. No – 0. Abstain – 2 (D2&7). Motion passed.

a) 3 Year Paving Plan

Board of Directors and General Manager Don Morris are requested to submit the names of the top 3 streets they recommend for paving to Kari Hoffman (District 5) who will correlate the information and determine the first, second and third priorities for street paving. This information will become a 3 year paving plan that can be posted on the HPPOA website and available for all members.

b) Resolution 2022-02 – Litigation/Legal correspondence procedure and President as point of contact.

There was a brief discussion regarding the protection and processing of legal information intended for HPPOA Board of Directors.

The item was tabled to the next meeting.

d) Engagement Agreements as Legal Counsel with the Law Firms of Deeley King Pang & Van Etten and ES&A Inc.

The board considered (2) proposals for engaging Legal Counsel relating to Employment and Corporate Governance matters.

Kari Hoffman (District 5) moved to engage the services of ES&A Inc. to provide Legal Counsel relating to Association and Employment Law. Jim Marquez (District 8) seconded the motion. Vote: Yes – 5. No – 0. Abstain – 3 (D2, 4 &7).

e) Quote for security cameras for HPPOA office

There was a discussion regarding a quote for the purchase of security cameras for the HPPOA office to provide a safer work environment and increase HPPOA's ability to capture and document incidents at the office.

No action was taken on this item.

13. Announcements

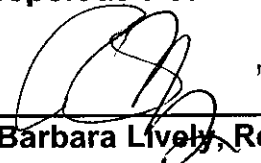
a) Next Board meeting September 21, 2022

b) Next General Membership Meeting is October 30, 2022, 3pm


14. Adjourn to executive session to discuss Legal and personnel matters.

Chante Ching (District 7) moved to adjourn the meeting at 9:30 p.m. Patricia Egan (District 3) seconded the motion. Vote: Yes – 8. No – 0. Unanimous. The motion carried.

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



Barbara Lively, Recording Secretary

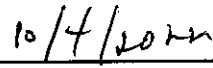


Date

Upon acceptance,



HPPOA Board Secretary



Date

Wednesday, August 17, 2022

Approve agenda for August 17, 2022, HPPOA Board of Directors Meeting

Patricia Egan (District 3) moved to approve the August 17, 2022 meeting agenda as amended by adding item 12 (e) under New Business to read "Quote for security cameras for HPPOA Office". Jeff Finley (District 9) seconded the motion. Vote: Yes – 9. No – 0. Unanimous. Motion carried.

Approve July 20, 2022, BOD meeting minutes

Jeff Finley (District 9) moved to approve the July 20, 2022 BOD meeting minutes. Patricia Egan (District 3) seconded the motion. Vote: Yes – 7. No – 0. Abstain 2 (D4 & D7). Motion passed.

Road Safety Expert proposals – Jeff Finley recommends moving forward to address the safety issues on the bottom of Makuu, Paradise and Kaloli.

Jason Schillewaert (District 1) moved to approve installing (3) Solar powered, flashing STOP signs and an Arrow, at the bottom of Makuu, Paradise and Kaloli Drive(s). Jeff Finley (District 9) seconded the motion. Vote: Yes – 8. No – 0. Unanimous. Motion carried. (The District 6 representative left the meeting at 6:50 p.m. and did not return)

Code of Conduct – Kari Hoffman (District 5) reported that in March 2022 the previous BOD revised the Conduct Policy to include reprimands for Board Members.

Jeff Finley (District 9) moved to repeal the March 2022 Conduct Policy, reinstate the 2014 Conduct Policy and to refer the Conduct Policy to the Human Resource Committee for review and recommendations. Jim Marquez (District 8) seconded the motion. Vote: Yes – 5. No – 2 (D2 & 7). Abstain – 1 (D4). Motion passed.

Human Resource Committee – Approve Patricia Egan as Chair and select (2) members.
HPPOA Bylaws require the Board of Directors to appoint a Human Resource Committee.

Patricia Egan (District 3) moved to approve herself as the Board of Directors representative on the Human Resource Committee and to appoint the following (2) members: Lanell Lua and Keala Stant. Jim Marquez (District 8) seconded the motion. Vote: Yes – 7. No – 0. Abstain – 1 (D3).

Update on hiring a structural engineer to determine the needs and safety of the Activity Center.

Jeff Finley (District 9) moved to approve the proposal by Engineering Partners to provide a Structural Condition Assessment of the HPPOA Activity Center, dated August 9, 2022, for a lump sum amount of \$1,800.00. Patricia Egan (District 3) seconded the motion. Vote: Yes – 5. No – 1 (D7). Abstain – 2 (D1&2). Motion passed.

Mailing of Financials to members per bylaws.

Jim Marquez (District 8) moved to approve using the new format to mail annual financials to HPPOA members and to include the Presidents Report and CIP report. Jeff Finley (District 9) seconded the motion. Vote: Yes – 8. No – 0. Unanimous. Motion carried.

Seniors of Paradise use of Activity Center

Jeff Finley (District 9) moved to approve Patricia Ruppert as the HPPOA point of contact with the County for the purpose of determining if the Seniors of Paradise can meet at the HPPOA Activity Center. Jim Marquez (District 8) seconded the motion. Vote: Yes – 7. No – 0. Abstain – 1 (D7). Motion passed.

Discussion and action regarding new signage for meetings at top of Shower, Kaloli, Paradise and Makuu.

Jim Marquez (District 8) moved to approve the purchase and installation of signs at the top of Shower, Kaloli, Paradise and Makuu that inform residents of Board and Membership Meetings, 2 signs per pole at a cost of \$1200. Corky Schoonmaker (District 2) seconded the motion. Vote: Yes – 7. No – 0. Abstain – 1 (D4). Motion passed.

Forensic Analysis

Kari Hoffman (District 5) moved to approve engaging appropriate professional services to conduct a Forensic Analysis of HPPOA Finances from July 1, 2019 to June 30, 2022. Jeff Finley (District 9) seconded the motion. Vote: Yes – 6. No – 0. Abstain – 2 (D2&7). Motion passed.

There was a presentation by Dirk von Guenther who submitted a Service Contract to the board of directors to provide an analysis of all financial transactions of HPPOA.

Kari Hoffman (District 5) moved to approve the proposal from Dirk von Guenther & Associates to conduct a Forensic Analysis of HPPOA Finances from July 1, 2020 to June 30, 2022 at a cost not to exceed \$25,000.00 without further board approval. Jeff Finley (District 9) seconded the motion. Vote: Yes – 6. No – 0. Abstain – 2 (D2&7). Motion passed.

Engagement Agreements as Legal Counsel with the Law Firms of Deeley King Pang & Van Etten and ES&A Inc.

Kari Hoffman (District 5) moved to engage the services of ES&A Inc. to provide Legal Counsel relating to Association and Employment Law. Jim Marquez (District 8) seconded the motion. Vote: Yes – 5. No – 0. Abstain – 3 (D2, 4 & 7).

Adjourn to executive session to discuss Legal and personnel matters.

Chante Ching (District 7) moved to adjourn the meeting at 9:30 p.m. Patricia Egan (District 3) seconded the motion. Vote: Yes – 8. No – 0. Unanimous. The motion carried.