

*Hawaiian Paradise Park Owners' Association*  
NOTICE OF MEETING OF THE BOARD OF DIRECTORS



August 19th, 2009

Notice is hereby given that there will be a meeting of the Hawaiian Paradise Park Owners' Association Board of Directors at 6:00 p.m. on Wednesday, August 19, 2009, in the Hawaiian Paradise Park Activity Center's Library on 15-1570 Maku'u Drive in Hawaiian Paradise Park Subdivision, Kea'au.

**AGENDA**

- I. Call to Order
- II. Roll Call
- III. Approval of Agenda
- IV. Guest Speakers
  - a. Friends of Puna's Future – Robin Stetson
  - b. Puna Men's Chorus – David Godoy
  - c. US Census Bureau – Tom Hema
- V. Swearing in the new Board of Director, District 7 – Joan Galante
- VI. Minutes of July 15, 2009, Meeting
- VII. Owner Input
- VIII. Treasurer's Report
- IX. GM's Report
- X. Committee Reports
  - a. Bylaws Committee – June Conant
  - b. "The Conch"
    - i. Vice President Frank Annin, Mahalo to Walter Bell
    - ii. In-coming Chair June Conant
  - c. ENET – Karen Annin
  - d. Neighborhood Watch – Jerry Carr
- XI. Unfinished Business
  - a. Motions Log (on-going)
  - b. Owner Input Log (under construction – on-going)
- XII. New Business
  - a. Howling Holidays
- XIII. Announcements –
  - a. Bylaw Article XIII, Road Policies, election result
  - b. Next Board of Directors meeting September 16, 2009
- XIV. Adjournment of Meeting
- XV. Executive Session if needed

LEAGUE OF WOMEN VOTERS OF HAWAII COUNTY  
P.O. BOX 665, HILO HI 96721

July 31, 2009

PARADISE PARK OWNERS ASSOCIATION BYLAWS ELECTION JULY 31, 2009

UNVOTED BALLOTS RECEIVED :  $\longrightarrow$  Returned in 12 envelopes to HPPOA 7/31/09  
VOTED BALLOTS RECEIVED: 1147 (bad addresses)  
BALLOTS VOIDED: 0  
BALLOTS COUNTED: 1147

Also returned 30 voted  
ballots with address problems

Add new Article XIII

YES

935

= 81.5% of total votes cast.

NO

176

Blank/no vote/spoiled

36

TOTAL

1147

The League of Women Voters acted as tabulators of the Paradise Park Owners Association election on the above date. We hereby certify that the counting and tabulating were fairly and accurately done, that the secrecy of the ballot was maintained, and that the results are as indicated above.

  
Election Coordinator

**RESOURCES:**

Bylaws – Writing, Amending, Revising, Second Edition, 2000, Stephens, Joyce L.  
 Roberts Rules of Order, Newly Revised 10<sup>th</sup> Ed  
 Hawaii Statutes: [www.capital.hawaii.gov/hrscurrent/](http://www.capital.hawaii.gov/hrscurrent/)  
 "Vol08" and "Vol13"  
 The Bluebook of Grammar [www.grammarbook.com](http://www.grammarbook.com)  
 Hawaii County Planning Department  
 Business Insurance Agents:  
 HPPOA Bylaws, past and present  
 HPPOA members, including former directors for historical references

**LEGAL REVIEW:**

Ted H.S. Hong, Attorney at Law

**ELEMENTS OF STYLE**

Capitalization	These words are lower case and capitalized only at the beginning of a sentence or when used as part of a section title: bylaws, board, chair, director(s) president, vice president, secretary, treasurer, and general manager.
Cross References	The phrase used to refer the reader to another article for more information is, "As per Article _"
Fractions	Fractions are spelled out and hyphenated, e.g., one-third.
Numbers	Single digit whole numbers are spelled out, e.g., one, two, and three. Whole numbers greater than nine are written numerically, e.g., 10, 11, 12, 99, and 100.
Specific Words	chair = chairperson general manager = Association general manager membership meeting = meetings of members, general membership meeting, etc.

Article Number	Pg.	Significant Revisions
Opening Paragraphs		Correct dates inserted
I thru V -		Re-ordered the first five Articles based on conventional usage in bylaws.
I – Name	4	Previously II – <i>Added</i> the acronym HPPOA.
II – Location	4	Previously IV –
III – Corporate Seal	4	Previously V – and changed wording to match wording of actual seal impression.
IV – Objects and Purposes	5	Previously III – relocated
V – Bylaws Definitions	6	Previously I – relocated to improve flow <i>Added</i> definitions in response to member input.
	6	Section 3 – <i>Added</i> Special Assessment – clarifies that special assessments are for an extraordinary situation <b>not</b> normal operation expenses.
	6	Section 6 – <i>Added</i> Restricted Funds. A definition was provided for clarity
	7	Section 14 – Conflict of Interest. Adopted legal counsel’s wording.
	7	Section 17 – <i>Added</i> Plurality.
	7	Section 18 – <i>Added</i> Increments I and II. A definition was <i>Added</i> in response to member input.
	7	Section 19 – <i>Added</i> Executive Committee
VI – Membership and Voting	8	Section 1 – ✓ Relocated voluntary association donations and road maintenance assessments to AVIII/XI; ✓ Clarified owner’s right to decline or re-join membership and obligation to pay road maintenance fees; adopted legal counsel’s wording.
	9	Section 2 – Clarified that lot owner’s road maintenance fees must be current to vote.
VII – Membership Meetings	10	Reorganized information for ease of reading. Simplified wording and specified regular meeting dates based on established practice. <i>Added</i> members suggestions be sought for meeting agenda content.
VIII – Board of Directors	11	Section 1. Numbers and Qualifications. ✓ Consolidated all discussion of qualifications to this section. ✓ <i>Added</i> Employees shall not serve on the board of directors ✓ <i>Added</i> Directors attend membership meetings and serve on committees ✓ <i>Added</i> will not be reimbursed for cost incurred to attend meetings

Article Number	Pg.	Significant Revisions
XII – Administration	32	<p>Section 1. Association General Manager.</p> <ul style="list-style-type: none"> <li>✓ Subdivided for better flow and clarity.</li> <li>✓ Addressed accountability of the association general manager.</li> <li>✓ Defined general manager to include independent contractors and firms.</li> <li>✓ Stated amount of fidelity bond for independent contractors as recommended by legal counsel</li> </ul> <p>32 Section 3. Administration requirements.</p> <p>34 ✓ A new section Communications to Members has been <i>Added</i> and expanded to address all notices provided to member including the Newsletter.</p> <ul style="list-style-type: none"> <li>✓ Established an annual statement of finances.</li> <li>✓ <i>Added</i> subsections to explain each type of communication.</li> <li>✓ <i>Added</i> a chart “Notices to Members” and Appendix F to illustrate the schedule for notices.</li> </ul> <p>35 ✓ Addressed timing of communications and mode of distribution including use of a website.</p>
XIII (New) Roads Policies	36	<i>Added</i> revision approved 08/09.
XIII – Amendment to Bylaws	37	Renumbered to XIV – to accommodate new XIII – moved committee duties to appropriate bylaw.
XIV – Alternative Dispute Resolution	38	Renumbered to XVI – to accommodate new XIII
XV - Miscellaneous	38	---
Appendix A		<i>Added</i> revised Appendix A, as approved by members 10/2006
Appendix B		<i>Added</i> revised Appendix B, as approved by members 10/2006
Appendix C		<i>Added</i> Oath of Office – This form was created to provide an official process for the swearing in of directors.
Appendix D		<i>Added</i> Statement of Officer – This form was created to provide an official process for the swearing in of officers.
Appendix E		<i>Added</i> HPPOA Business/Fiscal Schedule – The schedule provides a single point of reference for critical business and fiscal matters.
Appendix F		<i>Added</i> Schedule of Notices to Members – The schedule provides a single point of reference for required notices to members.

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<i>Comments and explanations</i>	<b>Bylaws Text</b>
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**AMENDED AND RESTATED BYLAWS OF HAWAIIAN PARADISE PARK OWNERS ASSOCIATION**  
(A Hawaii Non-Profit Corporation)

WHEREAS, Ernest A. Reeder, Albert O'Neil, Frank Wellington, and Pamela Tingcang incorporated Hawaiian Paradise Park ("subdivision") by that certain Charter of Incorporation, dated December 22, 1972, ("Charter"), as amended January 21, 2001, which declarations, restrictions, and conditions constitute covenants running with the subdivision, and are binding and inure to the benefit of lot owners and their respective heirs, personal representatives, successors, and assigns; and

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WHEREAS, for the purpose of administrative efficiency and the operation, maintenance, and governance of the subdivision and to foster unity and harmony amongst lot owners of the subdivision, a two-thirds majority of the full members using mail in ballots, have voted to further amend their Bylaws of Hawaiian Paradise Park dated July 30, 2009; such amended and restated bylaws superseding prior bylaws, and amendments thereto; NOW, THEREFORE, the bylaws are hereby further amended as follows:

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- Deleted: June 12, 2004
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**ARTICLE I – NAME**

*Moved from Article II*

The name of the Corporation shall be "Hawaiian Paradise Park Owners Association," hereinafter referred to as "Association" or "HPPOA."

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**ARTICLE II – LOCATION**

*Moved from Article IV*

The location of the principal office of the Association shall be in Hawaiian Paradise Park, District of Puna, County of Hawaii, State of Hawaii.

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**ARTICLE III – CORPORATE SEAL**

*Moved from Article V*

The corporate seal will include the following: On the outer margin, the name "Hawaiian Paradise Park Owners Association"; in the center, the words "Incorporated 1972 Hawaii."

*Change made based on impression of actual seal.*

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Deleted: On the center, upper margin, the name "Hawaiian Paradise Park Owners Association"; in the center, the words "Incorporated in 1972"; on the lower margin, the words "Hawaiian Paradise Park, Puna, Hawaii".

Comments and explanations

Bylaws Text

Moved from Article I

ARTICLE V – BYLAWS DEFINITIONS

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**Section 1. Road Maintenance Activity.** An activity engaged in for the purpose of managing, maintaining, improving, preserving or protecting any road or road easement in Hawaiian Paradise Park, including collecting, accounting for, administering, and protecting road maintenance funds, and managing, operating, maintaining, and protecting road maintenance property.

**Section 2. Road Maintenance Funds.** Any money collected for road maintenance activities including, but not limited to, any late penalties, interest paid on road maintenance assessments, lien fees, transfer fees, and interest and dividends paid by banks or other financial institutions on road maintenance funds.

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Added for clarification.

**Section 3. Special Assessment.** An assessment approved by the membership for the purpose of extraordinary road maintenance outside of the scope of day-to-day operations.

**Section 4. Road Maintenance Costs.** A cost incurred in the performance of, or as a consequence of road maintenance activity.

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**Section 5. Road Maintenance Property.** Hawaiian Paradise Park Owners Association property that has been acquired to support road maintenance activity.

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Added for clarification

**Section 6. Restricted Funds.**

(a) Road Maintenance Funds, as per Section 2, above.

(b) Funds received from other sources and designated for specific purposes, e.g., water lines.

**Section 7. Majority Vote.** The vote of greater than half of the valid votes cast.

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**Section 8. Two-Thirds Vote.** The vote of two-thirds or greater of the valid votes cast.

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**Section 9. Member.** Any owner of one or more lots in Hawaiian Paradise Park.

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Deleted: two/thirds

**Section 10. Member in Good Standing.** A member whose road maintenance assessments are not in arrears.

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**Section 11. Quorum of the Board of Directors.** A majority of the Board of Directors hereinafter referred to as "board".

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**Section 12. Quorum of the Membership.** A majority of the members in good standing or 30 members in good standing, whichever is less.

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**Section 13. Quorum of a Committee.** The majority of the members of the Committee.

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ARTICLE VI – MEMBERSHIP AND VOTING

Section 1. Types of Membership. There shall be two types of membership:

This clarifies that refusing membership in the Association does not relieve an owner of responsibility for the obligation to pay Road Maintenance Assessments.

Adopted legal counsel's wording recommendation.

"Voluntary Association Donations" - Moved to Article VIII. Not relevant to Article; moved to more appropriate location.

"Road Maintenance Assessments" - Moved to Article XI, Assessments. Not relevant to Article; moved to more appropriate location.

(a) Members. Lot owners of record of the Hawaiian Paradise Park, Increments I and II, hereinafter referred to as "member" or "membership", shall constitute the Association. The owner of any lot upon acquiring title thereto shall automatically become a member of the Association and shall remain a member thereof until such time as ownership ceases for any reason, at which time membership in the Association shall automatically terminate. Lot owners shall include all individuals and entities (partnerships, corporations, limited liability companies, limited liability partnerships, and trusts) holding legal title as tenants-in-severalty, tenants-in-common, joint tenants, or tenants by the entirety. Lot owners may decline membership in writing only, addressed to the HPPOA office. Former members may rejoin Association membership upon receipt of a written statement sent to the HPPOA office. Lot owners declining membership forfeit all voting rights. All lot owners, regardless of Association membership must pay Road Maintenance Assessments and comply with Association bylaws and policies.

(b) Associate Members. An annual associate membership shall be available to those people who are not otherwise qualified to be members. Associate members do not have the right to vote or hold office. The annual associate membership fee shall be established by a majority vote of the board.

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Deleted: Lot owners are assumed to be members of the Association unless the Association receives from them a written statement to the contrary. Owners may join or decline membership at any time. The Association will notify owners of record of their ability to decline membership in the Association.

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Deleted: Section 2. Voluntary Association Donations. An annual donation may be solicited by the Association to be paid by the members on a voluntary basis. Suggested annual Association donations may be established by a majority vote of the Board. Any amendment to these bylaws requiring mandatory membership dues shall require prior court approval.

Deleted: Section 3. Road Maintenance Assessments. Road maintenance assessments shall be paid to the Association by all owners not otherwise exempted. Annual road maintenance assessments shall be established by a majority vote of the Board at a meeting of the Board to be held not more than ninety (90) days or fewer than thirty (30) days prior to the close of the calendar year. The Board is authorized to establish policies and formulas for the imposition of additional road maintenance assessments on members who generate increased burdens on traffic within the subdivision.

Comments and explanations	Bylaws Text
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**ARTICLE VII – MEMBERSHIP MEETINGS**

*This change streamlines the language and reflects current practice. This also supports the requirement for notification of the date and time of meetings.*

**Section 1. Regular Meetings.** Membership meetings shall be held three times a year for the purpose of transacting such business as may come before the Association. Membership meetings shall be held at 3 p.m. Hawaii standard time on the last Sunday in the months of February, June and October. In support of Article IV, Objects and Purposes, the directors shall actively seek and consider member suggestions for agenda content.

**Section 2. Special Meetings.** A special membership meeting may be called by a two-thirds vote of the board, or by the written request of not fewer than 100 members in good standing, and shall be called by the secretary or an agent directed to do so by the board. Special membership meetings must be held within 45 days of being legally called, and notices must be mailed to members 30 days in advance of the meeting date. The Administrative budget shall contain funds for a special membership meeting.

**Section 3. Acts of the Association.** The acts of a majority of the membership present at any membership meeting at which a quorum, as per Article V, Section 12, is present shall be the acts of the Association except as otherwise provided herein.

*This sets the boundary for the meetings to within the district in which HPP is located.*

**Section 4. Place of Meetings.** Membership meetings shall be held at the Hawaiian Paradise Park Activities Center or other such suitable place on the island of Hawaii, in the District of Puna, as designated by the board.

*This change supports the change in Section 1.*

**Section 5. Change of Meeting Date, Time or Place.** In the event of a change of the date, time or place of the Membership Meeting, members shall be notified at least thirty days in advance.

*Section renumbered.*

**Section 6. Order of Business.** The order of business at membership meetings shall be in accordance with Robert's Rules of Order, version to be determined by the sitting board annually and shall include a period for public commentary from members. Commentaries may be limited to three minutes per member.

*Section renumbered.*

**Section 7. Conduct of Meeting.** Membership meetings shall be conducted in accordance with Robert's Rules of Order, except as otherwise noted in these bylaws, or when some other generally accepted rules for the conduct of such meetings are designated or adopted by a majority vote of the membership.

**Deleted: MEETING OF MEMBERS**

**Deleted:** Membership meetings shall be held three times a year. The first meeting to be held within the first sixty (60) days of the calendar year (presently January or February) and the last second meeting to take place, within forty-five (45) days of the fiscal year (presently May 15 through June 30), the third meeting to take place during the month of October for the purpose of transacting such business as may come before the meetings. Each member will be mailed a notice of the time and place at least thirty (30) days prior to the date of the membership meeting. Information regarding the proposed agenda and proposals will be included with the meeting notice.

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Comments and explanations	Bylaws Text
<p>Language related to filling board vacancy is deleted. The information is included in Section 2.</p>	
<p>Language related to directors attending meetings in person has been moved to Section 1</p>	
<p>Term limit language moved to Section 2(b)</p>	
<p>Language related to organization meeting is deleted as it is covered in Section 2(c) and Article IX, Officers, Section 1(a).</p>	
<p>Language relating to administration of the oath of office moved to Section 2(e)</p>	
<p>Edited for clarification.</p> <p><b>Section 6. Vacancy.</b> Vacancies in the board shall be <u>announced within two business days on the HPPOA website and bulletin board. They shall be filled</u> by vote of the majority of the remaining directors, even though they may constitute less than a quorum, and each person so <u>appointed shall be a director until one's successor is elected at the next election by the membership. A director's position becomes vacant upon death, resignation, removal, incapacity, or when the director ceases to be a lot owner or member in good standing.</u></p> <p><b>Section 7. Removal.</b> Any officer, director, or agent elected or appointed may be removed by the persons authorized to elect or appoint the officer, director, or agent with or without cause. The removal of a director shall be without prejudice to the contract rights, if any, of the director so removed. Election or appointment of a director shall not of itself create contract rights.</p> <p>(a) A recall election for a director may be called by two-thirds majority of the board, or by a petition of not <u>fewer</u> than 200 signatures of members from the director's District.</p> <p>(b) The <u>mail-in</u> recall ballot may contain two statements of <u>200</u> words or <u>fewer</u>, one stating the case for removal of the director and the other to be submitted by the director <u>being challenged</u>.</p> <p>(c) The director shall be removed on a two thirds majority of the <u>valid ballots</u> returned.</p>	

Length of statement changed to be the same as the length of statement of a nominee.

**Deleted:** (j) If during the year a vacancy on the Board is filled by appointment, that position will be filled at the next annual election to fulfill the remainder of the term.

**Deleted:** (k) Elected directors must be able to attend meetings in person. Cost incurred by a director as a result of his attendance at meetings will not be reimbursed by the Association.

**Deleted:** (l) A director may hold office for more than one (1) term, but not for more than two (2) consecutive terms.

**Deleted:** (m) The Directors' terms shall begin at a meeting of the Board called immediately following the membership meeting at which the election results are announced and following an oath of office. The primary function of this Board meeting is to elect officers for the following year. Terms of office commence immediately following adjournment of the Board meeting at which the election results are announced.

**Deleted:** (n) All Board members, elected or appointed, must receive the oath of office before assuming their positions. The oath of office shall state the Directors will promise to uphold the Bylaws and policies of The Association.

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**Deleted:** Death, incapacity or resignation of any director, or his ceasing to be a lot owner shall cause his office to become vacant.

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Comments and explanations	Bylaws Text
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(j) Ensure that adequate insurance protection is provided, including but not limited to liability, hazard, fidelity, and Directors and Officers liability insurance. Insurance, except for Fidelity Bond, may be waived for good cause by a two-thirds vote of the board.

(k) Ensure that finances are protected and managed in the best interests of the Association. To accomplish this purpose, the board shall establish reasonable formulas, policies, and procedures by which administrative costs are to be divided between restricted funds and the non-road fund. Such policies may include but are not limited to issuing checks drawn on separate bank accounts or the creation of one or more administrative operating accounts. Funds may be transferred into such operating accounts as budgeted by the board. Nothing in this section shall be interpreted in such a way as to relieve the board of the responsibility to account for all road funds separately in accordance with generally accepted accounting practices nor to empower the board to expend road maintenance funds for any purpose other than road maintenance activities.

(l) Designate or appoint committees, which shall report and make recommendations to the board.

(m) Review and approve an annual budget and Capital Improvement Plan and ensure an annual report reflecting the Association's financial status (unaudited) and the Capital Improvement Plan is mailed to the membership and posted on the Association website within 60 days after fiscal year end.

(n) Approve the annual mandatory road maintenance assessment. Any increase in excess of 10% over the prior year's assessment must be approved by a majority of the membership.

(o) Collect all assessments and fees levied by the Association, including the road maintenance assessments. The Association shall be charged with the duty of retaining custody and control of all funds, maintaining full and accurate account records of said funds, and preparing regular financial reports thereof. All funds generated by the collection of road maintenance assessments must be deposited into a separate bank account, and shall not be commingled with any other Association funds. Said road maintenance funds shall be expended solely and exclusively for expenses arising from the actual operation and administration of road maintenance activities and compensation to the Association for the use of its non-road maintenance assets as per Article XI.

(p) Voluntary Association Donations. An annual donation may be solicited by the Association to be paid by the members on a voluntary basis. Suggested annual Association donations may be established by a majority vote of the board.

(q) Delegate the authority to issue and sign checks and drafts to cover the day-to-day operating expenses of the Association in accordance with the corporate policies on purchases and contracts to the general manager.

*Deleted non-essential list of examples.*

*Language reworked to clarify the intent of the section.*

*Moved from Article VI, Section 2*

*Signatory for notes, etc., is covered in Article IX.*

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- Deleted: Directors & Officers
- Deleted: coverage
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- Deleted: (such as road maintenance funds)
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- Deleted: for the purchase of office supplies, payment of salaries, and other expenses for which the issuance of separate checks is impracticable or cost ineffective.
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- Deleted: (j) Develop, prepare, and approve an annual budget for operating expenses for the succeeding fiscal year and a Capital Improvement Plan with a minimum (3) year horizon, for future capital improvements. Both documents will be included with the mailing of the notice of the annual membership meeting. The budget must reflect a separate accounting for all road maintenance funds and expenses.
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- Deleted: , Section 2
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- Deleted: Any amendment to these bylaws requiring mandatory membership dues shall require prior court approval.
- Deleted: (m) Designate an Association General Manager who will be authorized
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- Deleted: (n) Choose annually from among the Directors, signatories for notes, acceptances, conveyances, contracts, liens and releases of liens, and any other documents.

1. Notice of special meetings of the board shall be delivered either personally, by mail, by telecommunication or electronically to each director entitled to vote at such meetings, not less than seven days before the date of such meeting, by or at the direction of the president, the secretary, or those directors calling the meeting.

a. The purpose(s) of the special meeting shall be stated. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the Association, with postage thereon prepaid.

b. The officer or directors calling the meeting shall notify the general manager who will be charged with the responsibility of posting the meeting date and time on the HPPOA website and HPPOA bulletin board and of notifying interested parties of special meetings at the time notice is given to the directors.

2. Exceptions to the seven day notification for special meetings of the board are permitted when action is urgently required to serve the community interest. In such case however, no such meeting shall be held until every reasonable effort has been made to inform and secure the participation of every board member,

3. Prior to any special meeting, notice shall be provided by the general manager to members who have requested to be notified of special board meetings. Maintaining a list of such interested members shall be a part of the job description of the general manager.

(d) Executive Session

1. Description

a. An executive session must be agendized, or be called during an open meeting with a motion to adjourn to executive session, a second and majority vote.

b. An executive session shall be for the purpose of discussing personnel issues, matters of litigation, or matters of attorney/client privilege.

c. The proceedings of executive session are privileged and secret. Only directors and those specifically invited may remain in the meeting room.

d. The proceedings are not restricted in any other way.

2. A director may be disciplined up to and including removal from director position if he/she violates the secrecy of an executive session. Directors have an affirmative, continuing and legally enforceable duty to keep all Association matters confidential until such time as the need for confidentiality no longer exists.

**Deleted:** Section 11. Notice. Notice of regular meetings of the Board is provided by resolution as described in Section 9 above.

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New; previously unaddressed

Comments and explanations	Bylaws Text
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**ARTICLE IX – OFFICERS**

*Changes to this section clarify how officers are elected and remove conflicts with Article VIII.*

**Section 1. Officers.** The officers of this Association, who shall also serve as officers of the board, shall be a president, vice president, secretary, treasurer, and such other officers as in the judgment of the board may be necessary or advisable. The outgoing secretary shall provide each officer with a copy of the board-approved practices and procedures for their elected office.

**Deleted:** members

(a) Terms. The officers shall be elected by the directors following the membership meeting at which the district election results are announced. The office terms are for one year and commence after the meeting at which they are installed and after signing a "Statement of Officer," Appendix D. Officers serve until their successors are installed. No officer shall be elected to the same office for more than three consecutive, one-year terms. Partial terms and non-consecutive terms shall not apply toward this limitation.

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**Deleted:** All records shall pass to the incoming officers.

*New. Places emphasis on the importance and responsibility of being an elected officer.*

(b) Statement of Officer. Immediately before accepting an officer's position, each officer shall sign a statement acknowledging that he or she has read and understands Article IX – Officers, and is willing and able to carry out the duties of that position. An individual unwilling to sign such a statement shall not hold office.

*Moved from Section 1(a).*

(c) All records shall pass to the incoming officers prior to the first regular board meeting following the installation of officers.

**Section 2. President.** The president shall:

(a) Direct preparation of board meeting agendas.

(b) Call and preside at meetings of the board.

(c) Preside at membership meetings as needed.

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*Clarifies that this section pertains to committees of the board.*

(d) Appoint the chairs of committees of the board with the approval of the board. Said appointments shall be reported to the general membership. Persons so appointed may be removed from their positions on the recommendation of the president and the affirmative vote of the majority of the board.

(e) Serve as member ex-officio of all committees.

(f) Prepare a periodic report to be sent to the membership not less than twice a year. One of the reports shall include an annual report reflecting the financial status of the Association, as per Article VIII.

*Second sentence moved to 1*

(g) Serve as Chief Executive Officer of the Association in compliance with the directives and policies established by the board.

**Deleted:** Perform such other duties as are incident to this office, as the board may properly require or as may be specified in these Bylaws.

Comments and explanations	Bylaws Text
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6. Countersign the minutes upon approval by the board and make those minutes available to the membership.

7. Maintain and store audio recordings and original minutes of regular, special and membership meetings in a safe and secure place.

Included in the following section

(b) Ensure completion, documentation and storage of resolutions and motions of the board and membership.

1. Ensure the agenda reflects all unfinished business, e.g. all outstanding resolutions and motions.

2. Provide a copy to all directors of all motions made or passed at the previous board meeting.

3. Ensure a book of resolutions and motions of the board and membership shall be maintained and kept in a safe and secure place.

Added to provide clarity.

(c) Make certain the membership roll is kept current and the corporate seal is stored in a safe and secure place.

(d) Make available at membership meetings a copy of a record of motions (passed or failed) from the previous general membership meeting.

(e) Be a signatory for notes, acceptances, conveyances, contracts, liens and releases of liens, and any other documents if so authorized by the board.

(f) Perform such other duties as are incident to this office, as the board may properly require or as may be specified in these bylaws.

**Section 5. Treasurer.** The treasurer shall:

Subdivided to improve flow and clarity.

(a) Ensure the safekeeping of all monies, notes, bonds or other evidence of indebtedness or property belonging to the Association,

1. Ensure that an account of the financial transactions of the Association is kept in accordance with generally accepted accounting practices.

2. Review the monthly bank statement reconciliations and monthly financial reports for accuracy; ensure that any necessary accounting checks and balances are in place.

3. Ensure disbursements are made in accordance with the approved budget and instructions of the board; coordinate with the general manager to ensure that generally accepted accounting practices achieve the above tasks.

4. Report to the board any changes recommended in financial practices and procedures.

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Deleted: (b) Present to the board under "unfinished business" all resolutions and motions not resolvedacted upon. Provide a copy to all directors of all motions made or passed at the previous board meeting. A book of resolutions and motions of the board and general membership shall be kept in a safe and secure environment.

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Deleted: ; keep an account of the financial transactions of the Association in accordance with generally accepted accounting practices; make disbursements in accordance with the approved budget and instructions of the Board; coordinate with the Association General Manager to assure that standard and acceptable practices achieve the above tasks, and report to the Board any recommended changes in financial practices and procedures.

<i>Comments and explanations</i>	<b>Bylaws Text</b>
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**ARTICLE X – COMMITTEES**

*Consolidates discussion of all committees in one article. Differentiates between committees of the board and committees of the membership.*

*The names of the Committees of the Membership are listed in the order in which they are discussed in subsections (b)1-4. The deleted text is revised and moved to the previous paragraph.*

*Boards have off and on appointed Human Resources Committees; this revision makes that committee a standing committee and specifies its ongoing responsibilities. The intention is to provide continuity in practices of the Board and the Association and to add a check and balance.*

**Section 1. Committee Scope and Authority.** The board, by resolution adopted by a majority of directors, or the membership, by resolution adopted by a majority of members present at a membership meeting at which a quorum (see Article V, Section 12) is present, may designate and appoint one or more committees, which committees shall have such scope and authority as shall be delegated to them by the appointing body through said resolution; provided, however, that actions and decisions of such committees shall be subject to the approval of the appointing body. Committee actions and decisions shall be consistent with the resolution and subject to these bylaws and Association policies and procedures. In any event of conflict between the appointing body and its committees, the decision of the appointing body shall prevail. The designation and appointment of any such committees and the delegation thereto of any authority shall not relieve the Association, the board, or any individual thereof, of any responsibility imposed by law.

(a) Committees of the board. The Board, by resolution adopted by a majority of directors, may designate and appoint one or more committees, except a bylaws, finance, and nominating committee. The board shall appoint a human resources committee.

1. Human Resources Committee.

a. The committee responsibilities shall include such as delegated by the board and as described in the HPPOA Employee Handbook:

(i) Conduct an annual review (by sampling) of processes and actions covered by the handbook to ensure compliance.

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- ~~Deleted: Section 1.~~
- ~~Deleted: Directors~~
- ~~Deleted: the Nomination Committee and the Bylaw Committee which committees shall have such authority as shall be delegated to them by the Board through said resolution; provided, however, that all actions and decisions of such committees shall be subject to the approval of the Board. In any event of conflict between the Board and its committees, the decision of the Board shall control. The designation and appointment of any such committees and the delegation thereto of any authority shall not relieve the Board, or any individual director, of any responsibility imposed by law~~

Comments and explanations	Bylaws Text
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*Boards have off and on appointed Finance Committees; this revision makes that committee a standing committee and specifies its ongoing responsibilities. The intention is to provide continuity in practices of the Board and the Association and to add a check and balance.*

2. Finance Committee. There shall be a Finance Committee consisting of the current treasurer, a current director appointed by the board, and at least two Association members in good standing, who preferably have finance or accounting experience, and who shall be elected by the membership at the June membership meeting. The general manager shall serve as an *ex officio* member. The Finance Committee shall:

- a. Meet at least three times a year, and as needed.
- b. Monitor investments, revenues and expenses periodically against budget expectations and make recommendations of needed adjustment to the Board of Directors.
- c. Prepare annual roads and non-roads budgets for submission to the Board of Directors and recommend a percentage for compensation for use of Non-roads maintenance assets, as per Article XI. The budget shall include operating expenses for the succeeding fiscal year, expenses for a special membership meeting, and reflect a separate accounting for road maintenance funds and expenses.
- d. Prepare a Capital Improvement Plan with a minimum three-year horizon to support Article IV, Objects and Purposes, and a long range financial plan document for projects approved or requested by the Board of Directors.
- e. Monitor compliance with long term bond debt obligations.
- f. Review and recommend accounting and collection practices as needed and monitor that checks and balances are maintained.
- g. Evaluate performance of long-term contractors, six months or more, no less than at mid-contract and before renewing any contract and make a recommendation or report to the full board for its review and approval.

*Advances the date to elect a nominating committee. Adequate time must be allowed to ensure timely nominations.*

3. Nominating Committee. The membership at its regular meeting to be held in October of each year shall elect a Nominating Committee comprised of at least five Association members in good standing. The Nominating Committee shall:

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- Deleted:** general
- Deleted:** January or February
- Deleted:** (S)
- Deleted:** It shall be the function of the Nominating Committee to

Comments and explanations	Bylaws Text
<i>Rewritten to accommodate both board and membership committees.</i>	<p><u>c. A member-elected committee member shall serve until the next June membership meeting.</u></p> <p><u>3. Nominating Committee. Each committee member shall continue as such until the committee has completed its task.</u></p> <p><b>Section 3. Chair,</b></p>
<i>Section split into two parts</i>	<p><u>(a) The chair of each committee shall be a member in good standing,</u></p> <p><u>(b) The chair of Committees of the Board shall be appointed by the board, unless the board delegates authority to the committee to appoint its chair,</u></p> <p><u>(c) The chair of Committees of the Membership shall be either appointed by the Membership or selected by the committee from among its members as the membership delegates. Exception: the Finance Committee chair shall be the current treasurer.</u></p> <p><u>(d) The chair of each committee shall serve as spokesperson for that committee and shall represent the committee at board meetings, membership meetings, and as needed in that capacity.</u></p>
<i>Section rewritten and split into subsections. Rewritten to accommodate both board and membership committees.</i>	<p><b>Section 4. Vacancies.</b> Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments. <u>In the case of Committees of the Membership, the remaining committee members shall select a replacement to serve the remaining term.</u></p> <p><b>Section 5. Removal of Committee Member or Chair,</b></p>
<i>New. Not previously addressed.</i>	<p><u>(a) Member. At any meeting of a committee of the board or membership, any one or more of the committee members may be removed with or without cause by vote of the majority of the committee members.</u></p> <p><u>(b) Chair.</u></p> <ol style="list-style-type: none"> <li><u>1. At any meeting of a committee of the board or membership, a chair may be removed with or without cause by a vote of a majority of the committee members.</u></li> <li><u>2. At any meeting of the board, the chair of a committee of the board or membership may be removed with cause by a majority vote of the board.</u></li> </ol>

**Deleted:** Chairman

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**Deleted:** or shall be selected by the committee

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**Deleted:** At any meeting of a committee, any one or more of the committee members may be removed with or without cause by vote of a majority of the committee members. Any committee member whose removal has been proposed shall be given an opportunity to be heard at such meeting. A retiring or removed committee member must return all property and records of the Association promptly upon leaving the committee.

ARTICLE XI – ASSESSMENTS

Special Assessments language is moved to Section 8, below.

**Section 1. Responsibility for Maintenance and Operations of Roadways.** Each lot shall be liable for a proportionate share of the expenses of the Association for road maintenance activities.

Punctuation corrected.

(a) The task of collecting road maintenance assessments shall be undertaken by the Association's general manager and its employees; similarly, delinquent assessments shall be pursued by the Association's general manager and its employees on behalf of the Association.

(b) Interest collected from delinquent assessments and any interest earned on road maintenance funds deposited into interest bearing accounts shall be considered a part of road maintenance funds.

Moved from Article VI to relevant section.

**Section 2. Road Maintenance Assessments.**

(a) Road maintenance assessments shall be paid to the Association by owners not otherwise exempted.

(b) Annual mandatory road maintenance assessments shall be established by a majority vote of the board at a meeting of the board to be held not more than 90 days nor fewer than 30 days prior to the close of the calendar year. Increases to the annual mandatory road maintenance assessment may not exceed 10% of the prior year's assessment.

Moved from old Section 6.

(c) In the event that the board approves an increase in the road maintenance assessment pursuant to Article VIII, Section 8(m), the board shall pass a resolution as to same and provide written notification to the entire membership of the need for such an increase.

Deleted text moved to (b) above.

(d) The board is authorized to establish policies and formulas for the imposition of additional road maintenance assessments on lot owners who generate increased burdens on traffic within the subdivision. These additional road maintenance assessments shall be considered normal and shall not be considered as *Special Assessments* as per Section 8, below.

Clarification.

**Section 3. Compensation for use of Non-Road Maintenance Assets.** The road maintenance funds are restricted funds and shall be used exclusively for road maintenance activities. A portion of road maintenance funds shall be exclusively used to compensate the Association General Fund for the use of the Association's non-road maintenance assets for road maintenance purposes. The amount of compensation shall be determined annually by the board and shall not exceed 5% of road maintenance funds collected in any given year.

Deleted, outdated.

Language related to "Compensation" paid from the Road Maintenance Assessments

**Deleted:** The Association may make special assessments for any road maintenance costs only upon the affirmative majority of mail-in vote of not less than six hundred (600) members. If a special assessment is approved, it shall be due and payable no later than sixty (60) days after its effective date.

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**Deleted:** Increases to the annual mandatory road maintenance assessment may not exceed 10% of the prior year's assessment.

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**Deleted:** (a) The compensation payable to the Association General Fund for the first year shall be \$24,000.

**Deleted:** (b) Thereafter, the amount of compensation shall be determined annually by the Board and shall not exceed five percent (5%) of road maintenance funds collected in any given year.

ARTICLE XII – ADMINISTRATION

Section 1. Association General Manager.

Define general manager.

(a) The association general manager, commonly referred to as the general manager, is the individual, independent contractor, or firm contracted by the board of directors to manage and operate Hawaiian Paradise Park Owners Association.

(b) The general manager’s authority and responsibilities are subject to the direction of and supervision by the executive committee and as defined in approved documentation. Specific responsibilities of the position shall be documented in a position description, which shall be updated and reviewed in accordance with the HPPOA Employee Handbook. When the general manager serves on committees, it is without voting privileges.

(c) The general manager shall be accountable to the executive committee in all areas of responsibility and regularly report status of activities formally as directed.

(d) The general manager shall interface with board officers as warranted by officers’ duties.

(e) Compensation shall be established by the board in conformance with the salary range determined by the Human Resources Committee.

Added per legal counsel’s recommendation.

(f) In the event that the general manager position is not filled, the HPPOA Board of Directors will designate a board member or officer to act as the interim general manager or hire an interim general manager to serve no longer than a six-month period or until a permanent general manager is hired.

(g) If the general manager is an independent contractor or firm, that entity shall purchase a fidelity bond in an amount of a half million to one million dollars to be determined by the board.

**Section 2. Administrative Authority.** Administrative authority shall reside with the board or an agent or employee of the board specifically authorized by a majority vote of the board in a regular or special meeting of the board and duly recorded in the minutes of that meeting.

**Section 3. Administration Requirements.** The board or agent or employee of the board shall see that the following requirements are met:

(a) Insurance. The Association shall obtain necessary insurance coverage for Hawaiian Paradise Park Owners Association for amounts to be determined by the board.

(b) Billing and Collections. The Association shall maintain a billing system with mailing, parcel, mandatory road fee assessments, payments and other pertinent data and information for lot owners. Notices advising lot owners of the amount of the annual payment and when the payment is due shall be generated by the system annually and as needed. The Association shall collect fees, assessments and other charges due to and as prescribed by the Association through its board. The

**Deleted:** The board shall employ or contract a qualified Association General Manager to manage and operate Hawaiian Paradise Park Owners Association subject at all times to direction by the board, with such powers and duties and at such compensation as the board may establish from time to time. The Association General Manager shall obtain a fidelity bond in an amount to be determined by the board.

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*New. Consolidates and makes transparent to members required notifications and significant communications.*

(l) Communications to Members. The Association shall provide members with required notices, news of Association business and matters of community interest. Members shall be provided an option to receive communications electronically, with the exception of the Annual Payment Notice which shall be mailed.

1. Notices to Members. Details of the following are in Appendix F.

NOTICES	HOW NOTICE IS PROVIDED
Board Elections - District Candidate Search	Annual Update, Bulletin Board, Signage, Website
Board Election Results	Fiscal Statement, Bulletin Board, Website
Board Meeting	Fiscal Statement, Annual Update, Bulletin Board, Website
Financial Update	Fiscal Statement, Annual Update, Website
Legal Update	Fiscal Statement, Annual Update, Website
Mandatory Road Fees	Annual Payment Notice
Membership Meeting	Fiscal Statement, Annual Update, Bulletin Board, Website, Signage
Newsletter	Website
Special Board Meeting	Email Persons Requesting To Be On Notification List, Website
Special Membership Meetings	Mailed 30 days in advance, Website

2. Fiscal Statement. Within 60 days of the fiscal year end, the Association shall prepare and mail annually to each member a statement containing:

- a. Decisions impacting the Association legally or financially
- b. The President's Statement on the state of the Association.
- c. The Treasurer's Annual Report, which shall include the Association's fiscal year-end financial statement (unaudited) and 3-year capital improvement plan.
- d. Board and member meeting dates and other items as may be required by these bylaws.

3. Annual Payment Notice. The Association shall advise owners of the amount of the annual payment and when it is due.

4. Annual Update. The Association shall provide an update with the annual payment notice. At the least, the update shall include decisions impacting the Association legally or financially, the President's update message, the Treasurer's update report, notice of director seats up for election, the deadline for director candidate applications to be received by the Association, board and member meeting dates, timely updates from committees and road work updates.

*This Article and its sections were approved by the membership as bylaws changes in July 2009*

### **ARTICLE XIII – ROADS POLICIES**

**Section 1. Governmental Adoption.** If a policy under this article, or a substantially equivalent language, is adopted into ordinance by Hawaii County or into law by any other legislative body, the HPPOA Board of Directors shall make recommendations to the appropriate governmental administrative body regarding any request for variance, special permit, rezoning or other deviation.

**Section 2. Restricted Driveways Policy – adopted July 30, 2009.** Due to safety and traffic flow concerns, driveways or vehicular access routes to or from lots onto Maku'u Drive, Paradise Drive, Kaloli Drive, and Shower Drive are prohibited with exceptions only allowed in the following cases:

- (a) any existing permitted driveway at the time of adoption;
- (b) any previously and duly submitted Application currently pending approval by the Hawaii County Planning Department or any other regulatory agency at the time of adoption;
- (c) any parcel deemed landlocked.

**Section 3. Enforcement.** Lot owners that are in violation of the Restricted Driveways Policy in Section 2. are subject to fees and reimbursement of costs and expenses associated with HPPOA enforcement of said policy including reasonable attorneys fees incurred by or on behalf of the Association, recordation and release of liens on their prospective properties, and reasonable interest rates on said fees, costs and expenses. The Board may also pursue any other remedies provided by law, including, but not limited to attachment, execution on lien, foreclosure and writ of possession.

ARTICLE ~~XV~~ -- ALTERNATIVE DISPUTE RESOLUTION

Chapter 658 no longer exists. The correct reference is Chapter 658A of the Hawai'i Revised Statutes.

In the event of disagreement between the board, its committees, employees, volunteers of the Association, or any of the lot owners of the Hawaiian Paradise Park subdivision arising from or relating to the interpretation or implementation of the provisions of these bylaws, the parties shall pursue dispute resolution by arbitration in accordance with the Commercial Arbitration Rules of the American Arbitration Association and Chapter 658A of the Hawaii Revised Statutes, as amended. Arbitration shall be binding on parties to the controversy. Any judgment and/or award rendered by the Arbitrator may be entered into any court having jurisdiction thereof.

ARTICLE ~~XVI~~ -- MISCELLANEOUS

**Section 1. Invalidity.** In case any provision of these bylaws, shall be held invalid, such invalidity shall not render invalid any other provision hereof which can be given effect.

**Section 2. Amendment and Restatement.** The Amended Bylaws of Hawaiian Paradise Park Owner's Association dated January 21, 2001 are hereby amended and restated. To the extent the Amended and Restated Bylaws of Hawaiian Paradise Park Owners Association are inconsistent with the Amended Bylaws of Hawaiian Paradise Park Owners Association dated January 21, 2001, the terms as stated in these Amended and Restated Bylaws of Hawaiian Paradise Park Owners Association shall control.

**Section 3. Indemnification and Defense.** The Association shall indemnify and defend every director, officer, its executors and administrators, including the general manager, against expenses reasonably incurred by or imposed on him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of (a) being or having been a director or officer of the Association or (b) being or having been a representative of any entity or organization which engages in any joint management or operation of the Association, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct; and in the absence of final adjudication, indemnification shall be provided only in connection with such matters as to which the Association is advised by its legal counsel that the person to be indemnified committed no such breach of duty. The Association will effect and maintain Directors and Officers liability insurance from a responsible insurance company authorized to do business in the State of Hawaii with minimum coverage in such amounts as determined by the board except as may be waived as per Article VIII, Certificates evidencing such insurance shall be on deposit at the Association office. Parties covered by this indemnification provision agree to notify the Association when any claim or demand has been made against them that may be covered by the above mentioned insurance policy and such parties agree to fully cooperate with the insurance company for any claims or demands being made under such insurance policy.

Punctuation corrected.

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**APPENDIX A**

Voting District Description  
Revised 10/2006

Key: mauka = mountain side; makai = ocean side

**Side or Lateral Boundary**

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	<b>District 1</b>
Subdivision boundary (Hilo side and Pahoa side) .....	Pohaku Circle to Highway 130 (mauka)
Subdivision boundary (Hilo side) to Kaloli (Hilo side).....	Highway 130 (makai) through Road 20
<hr/>	
	<b>District 2</b>
Subdivision boundary (Hilo side) to Kaloli (Hilo side)	Road 19 through Road H (Loke)
<hr/>	
	<b>District 3</b>
Kaloli (Pahoa side) to Paradise (Hilo side)	Highway 130 (makai) through Road 19
<hr/>	
	<b>District 4</b>
	Road 18 through Road 6
<hr/>	
	<b>District 5</b>
Kaloli (Pahoa side) to Paradise (Hilo side).....	Road 5 through Beach Road
Subdivision boundary (Hilo side), to Kaloli (Hilo side).....	Beach Road
Subdivision boundary (Hilo Side) to Paradise (Hilo Side) .....	Beach Road to the ocean
<hr/>	
	<b>District 6</b>
Paradise (Pahoa side) to subdivision boundary (Pahoa side)	Highway 130 (makai) through Road 25
<hr/>	
	<b>District 7</b>
	Road 24 through Road 17
<hr/>	
	<b>District 8</b>
	Road 16 through Road 9
<hr/>	
	<b>District 9</b>
	Road 8 through to the ocean

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**APPENDIX C**

Oath of Office

Article VIII, Board of Directors  
Section 2. Terms, (e) Oath of Office

The following oath shall be given and signed by all incoming elected or appointed directors and witnessed by the secretary or recording secretary, immediately before he or she assumes the position of HPPOA director.

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HAWAIIAN PARADISE PARK OWNERS ASSOCIATION

OATH OF OFFICE

I, (name) \_\_\_\_\_, promise to uphold the Bylaws, policies, and procedures of Hawaiian Paradise Park Owners Association, to attend monthly board meetings, special meetings, and membership meetings, and to participate on board committees.

Signed by: \_\_\_\_\_

Date: \_\_\_\_\_

Witnessed by: \_\_\_\_\_

**APPENDIX E - HPPOA Business/Fiscal Schedule**

<b>When</b>	<b>Action</b>	<b>Bylaw/ Authority</b>
<b>January</b>	<ul style="list-style-type: none"> <li>• Mail Annual Update and President's report with Annual payment notice</li> <li>• Publish newsletter</li> <li>• Debt Service Coverage Certification (30 days after beginning of calendar yr.)</li> <li>• Bond payment</li> </ul>	IX, XII XII Bond Bond
<b>February</b>	<ul style="list-style-type: none"> <li>• Generate delinquent road fees list to confirm membership meeting attendees' voting status</li> <li>• Membership Meeting last Sunday of the month at 3:00 pm</li> <li>• Elect committee to recommend candidates for the: <i>Allan Deehr, Albert and Maizie O'Neil and Rick Edwards Award</i> annual community service awards to be awarded at June membership meeting</li> </ul>	Procedure VII
<b>March</b>	<ul style="list-style-type: none"> <li>• Deadline for candidate applications for director nominations, end of 3<sup>rd</sup> week</li> <li>• Develop budget and Capital Improvement Plan (CIP) for coming fiscal year</li> <li>• Review fidelity bonds needs</li> </ul>	VIII X Procedure
<b>April</b>	<ul style="list-style-type: none"> <li>• Nominating committee submits qualified candidate recommendations</li> <li>• Select or confirm entity to receive, count, and report ballot results</li> </ul>	VIII
<b>May</b>	<ul style="list-style-type: none"> <li>• Approve budget and CIP for coming fiscal year</li> <li>• Mail ballots 30 days prior to date of election</li> <li>• Select recipients for annual community service awards</li> <li>• Publish newsletter</li> </ul>	VIII VIII  XII
<b>June</b>	<ul style="list-style-type: none"> <li>• Administer general manager annual performance evaluation</li> <li>• Annual review of general manager position description (approve as is or redraft and approve)</li> <li>• Election of board members, close of first business day</li> <li>• Election results reported to board within 14 days after election</li> <li>• Orientation meeting of incoming and retiring directors to be held after election results reported and prior to membership meeting</li> <li>• Generate delinquent road fees list to confirm membership meeting attendees' voting status.</li> <li>• Membership Meeting last Sunday of the month at 3:00 pm</li> <li>• Membership Meeting— elect two Finance committee members</li> <li>• Election results reported at membership meeting</li> <li>• Board meets following membership meeting, installs new directors, new board elects officers [Execute: Oath of Office/Statement of Officer]</li> <li>• <u>Outgoing secretary provides new officers copies of board approved practices for their elected offices</u></li> </ul>	VIII, XII XII VIII VIII  VIII Procedure VII X VI  VII IX
<b>July (fiscal year)</b>	<ul style="list-style-type: none"> <li>• Mail Fiscal Statement and President's report to membership</li> <li>• Review liability insurance coverage needs (in odd years, beginning 2011)</li> <li>• Approve version of Robert's Rules of Order used in meetings</li> <li>• Adopt Conflict of Interest Policy</li> <li>• Review need for board member representation on committees</li> <li>• Bond payment due</li> <li>• Update bank account signature cards and dual signature resolution</li> </ul>	IX, XII XII VII VIII  Bond IX
<b>August</b>	• Fee Review: Associate Member, Activity Center Use, etc., Non-Assessed Lots Status	
<b>September</b>	<ul style="list-style-type: none"> <li>• Lien/Foreclosure Report to Board</li> <li>• Publish Newsletter</li> </ul>	XII
<b>October</b>	<ul style="list-style-type: none"> <li>• Mandatory road fees set by board not more than 90 days or fewer than 30 days prior to the close of the calendar year</li> <li>• Consider need to solicit an annual voluntary donation from members</li> <li>• Debt Service Coverage Certification (120 days after end of fiscal year)</li> <li>• Generate delinquent road fees list to confirm membership meeting attendees' voting status</li> <li>• Membership Meeting, last Sunday of the month at 3:00 pm</li> <li>• Membership Meeting - Nominating committee elected by membership</li> </ul>	XI VIII Bond Procedure VII VII, X
<b>November</b>	• Determine and vote on road fee increase by end of month	XI
<b>December</b>	• Mid-year assessment of general manager goals and objectives status; review with general manager	
<b>As Needed</b>	<ul style="list-style-type: none"> <li>• Special membership meetings</li> <li>• Notice of change in time or date of regular board meeting</li> <li>• Notice to directors and others of special board meeting</li> <li>• Officer vacancies shall be filled within 60 days.</li> <li>• Orientation for all mid-term appointed directors.</li> </ul>	VII VII VIII Bond

## APPENDIX F

### Schedule of Notices to Members

	Annual Payment Notice (Mailed in January)	Annual Update* (Mailed in January)	Fiscal Statement (Mailed in July)	Bulletin Boards (post notice)	Signage (put signs out)	Website (post notice)
Board Meeting		X	X	1 <sup>st</sup> week in January	2 days prior†	1 <sup>st</sup> week in January
Board Elections – District Candidate Search		X		Nov – Feb	Nov – Feb	November - February
Board Election Results			X	X	N/A	June
Financial Update		X	X	N/A	N/A	January & July
Legal Update		X	X	N/A	N/A	January & July
Mandatory Road Fees	X			N/A	N/A	Revise in January
Membership Meeting		X	X	X	1 week prior‡	Revise date in January
Special Board Meeting	Notify members requesting to be on notification list by email, phone, or mail, as they specify.				2 days prior†	No less than seven days prior
Special Membership Meeting	Notice mailed 30 days in Advance				1 week prior‡	30 days in advance
Newsletter	Published in January, May, and September					January, May & September

\* Shall include the President's Message and Treasurer's Report

† at meeting site entrance

‡ at HPP entrances