Hawaiian Paradise Park Owners' Association
Approved HPPOA Board of Directors Meeting Minutes
Wednesday April 15, 2026

1. *Call To Order*

BOD meeting called to order by Jon Loehndorf District 9 at 6:04pm. Taken place at HPPOA activity center.

2. *Roll Call*

Board members present: Jason Schillewaert District 1, Robert Paul Derbyshire District 3, Karin Hoffman District 5, Jon Loehndorf District 9, Jeanette Baysa District 2, Antonio Stone District 6.
Board members absent: Molly Suarez District 4, Naomi Hirayasu District 7 and Mimi Hafele District 8.
In attendance: Teresa Bayne HPPOA General Manager and Santos Tolentino Road Superintendent.
Jason Schillewaert District 1 with motion to limit audience input, except during Member Input. Robert Paul Derbyshire District 3 with second.
Vote: Yes - 5, No - 1 (Antonio Stone District 6), Abstain - 0
Motion carried.

3. *Approve agenda for April 15, 2026 HPPOA Board of Directors Meeting*

BOD to add to agenda and discussion
Karin Hoffman District 5 with motion to accept the agenda as amended. Jason Schillewaert District 1 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

4. *Approve March 18, 2026 meeting minutes*

Karin Hoffman District 5 with correction on minutes, place correction from library to activity center.
Nichol Nishiyama with statement that upon review the correction has already been made.
Karin Hoffman District 5 with motion to accept the March 18, 2026 meeting minutes as amended. Antonio Stone District 6 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

5. *President's Report*

Read and submitted by Jon Loehndorf District 9

6. *Treasurer's Report*

Read and submitted by Karin Hoffman District 5

7. *GM's Report*

Read and submitted by Teresa Bayne HPPOA General Manager.

8. *Road Superintendent Report*

Read and submitted by Santos Tolentino HPPOA Road Superintendent.

9. *Committee Reports*

a). Nominating Committee

Read and submitted by Debbie Skaggs, Chair

b). Policies and Procedures Committee

2 new policies read and submitted by Teresa Bayne, Chair

10. *Community Resource report - Judi Houle*

Report and update read by Judi Houle, chair of the non-profit

11. *Unfinished Business*

a). Update of engineering companies for traffic/safety study

Update and report given by Teresa Bayne HPPOA General Manager
Lack of responses, 1 out of 13 companies, put on hold

b). Resolution to hold 2 Board Meetings a month

1st and 3rd Wednesday at 6pm
Read and submitted by Jon Loehndorf District 9
Discussion amongst BOD

Jon Loehndorf District 9 with motion to table the resolution to hold 2 Board meetings a month until we can come up with valid and better language to present resolution with. Antonio Stone with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

c). Resolution to Formalized Membership Committee - Sustainable Development committee

Read and discussed amongst BOD
Jason Schillewaert District 1 with addition of every June to renew committee members.

Karin Hoffman District 5 with the motion to approve the resolution to Formalize Membership Committee - Sustainable Development committee Resolution 26-01, with amendment of new members every June. Jason Schillewaert District 1 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

d). RFP for Forensic Audit

Packets given to BOD to review

Jon Loehndorf District 9 with motion to hold over RFP for Forensic Audit till next month and make a decision then. Jason Schillewaert District 1 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

e). Mailpark Update

Update given by Karin Hoffman District 5 no submission

12. New Business

a). Discussion on purchase of an asphalt roller, air compressor, trailer, and an asphalt saw for patching.

Jason Schillewaert District 1 with motion to table the purchase of an asphalt roller, air compressor, trailer and an asphalt saw until next meeting when more information is available. Antonio Stone District 6 with second.

Vote: Yes - 6, No - 0, Abstain - 0

Motion carried.

b). Discussion on Ballot Counting policy

Policy 5.2

Read and submitted by Jon Loehndorf District 9

Karin Hofman District 5 with motion to accept Policy 5.2, ballot counting policy. Jason Schillewaert District 1 with second

Vote: Yes - 5, No - 0, Abstain - 1 (Jeanette Baysa District 2)

Motion carried.

c). Discussion on New Committee Guidelines

Read and submitted by Jon Loehndorf District 9

Discussion amongst BOD on wording and changes.

Jon Loehndorf District 9 with motion to table the new committee guidelines for review, wording and discussion with the Policy and Procedures committee. Jeanette Baysa District 2 with second.

Vote: Yes - 6, No - 0, Abstain - 0

Motion carried.

d). Maintenance at Mail Parks

Discussion amongst BOD and Santos Tolentino Road Superintendent on switching over duties.

Jon Loehndorf District 9 with motion to revisit at next month's meeting to see if June 1st, he (Road Superintendent) can take over mailparks maintenance. Robert Paul Derbyshire District 3 with second.

Vote: Yes - 6, No - 0, Abstain - 0

Motion carried.

e). Resolution amending automatic payments

Read and submitted by Teresa Bayne, Chair

Karin Hoffman District 5 with motion to approve as presented the resolution amending automatic payments. Jon Loehndorf District 9 with second.

Vote: Yes - 6, No - 0, Abstain - 0

Motion carried.

f). Young Padowans field use

Discussion amongst BOD

Karin Hoffman District 5 with motion to allow the Young Padowans to use the field at the Activity Center for their practices. Jason Schillewaert District 1 with second.

Vote: Yes - 6, No - 0, Abstain - 0

Motion carried.

13. Owner's Input

Sandee Maeda District 3read and submitted her statements and concerns

Patricia Szot District 5 read and submitted her statements and concerns

Julie Rice District 9 read and submitted her statements and concerns

14. Announcements

a). Next Board meeting May 20, 2026, 6pm

b). Next General Membership Meeting is June 28, 2026, 3pm check-in starts at 2pm

15. Adjourn to executive session to discuss Legal and Personnel matters.

Karin Hoffman District 5 with motion to adjourn to executive session to discuss Legal and Personnel matters. Robert Paul Derbyshire with second.

Vote: Yes - 6, No - 0, Abstain - 0

Motion carried.

Meeting adjourn at 8:00pm

HPPOA Board Of Directors Session
Approved Meeting Motions Log
Wednesday, April 15, 2026

Jason Schillewaert District 1 with motion to limit audience input, except during Member Input. Robert Paul Derbyshire District 3 with second.
Vote: Yes - 5, No - 1 (Antonio Stone District 6), Abstain - 0
Motion carried.

Karin Hoffman District 5 with motion to accept the agenda as amended. Jason Schillewaert District 1 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Karin Hoffman District 5 with motion to accept the March 18, 2026 meeting minutes as amended. Antonio Stone District 6 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Jon Loehndorf District 9 with motion to table the resolution to hold 2 Board meetings a month until we can come up with valid and better language to present resolution with. Antonio Stone with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Karin Hoffman District 5 with the motion to approve the resolution to Formalize Membership Committee - Sustainable Development committee Resolution 26-01, with amendment of new members every June. Jason Schillewaert District 1 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Jon Loehndorf District 9 with motion to hold over RFP for Forensic Audit till next month and make a decision then. Jason Schillewaert District 1 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Jason Schillewaert District 1 with motion to table the purchase of an asphalt roller, air compressor, trailer and an asphalt saw until next meeting when more information is available. Antonio Stone District 6 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Karin Hofman District 5 with motion to accept Policy 5.2, ballot counting policy. Jason Schillewaert District 1 with second
Vote: Yes - 5, No - 0, Abstain - 1 (Jeanette Baysa District 2)
Motion carried.

Jon Loehndorf District 9 with motion to table the new committee guidelines for review, wording and discussion with the Policy and Procedures committee. Jeanette Baysa District 2 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Jon Loehndorf District 9 with motion to revisit at next month's meeting to see if June 1st, he (Road Superintendent) can take over mailparks maintenance. Robert Paul Derbyshire District 3 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Karin Hoffman District 5 with motion to approve as presented the resolution amending automatic payments. Jon Loehndorf District 9 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Karin Hoffman District 5 with motion to allow the Young Padowans to use the field at the Activity Center for their practices. Jason Schillewaert District 1 with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.

Karin Hoffman District 5 with motion to adjourn to executive session to discuss Legal and Personnel matters. Robert Paul Derbyshire with second.
Vote: Yes - 6, No - 0, Abstain - 0
Motion carried.
Meeting adjourn at 8:00pm

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

Nichol Nishiyama, Recording Secretary

Date: 7/15/26

Upon acceptance,

HPPOA Board Secretary

Date: 7/15/26

President's Report March 18, 2026

Aloha,

Litigation: At this time, there are 3 active cases.

1. A trial date for the Nicole Craig case has been set for June 29.
2. Patricia Ruppert's lawsuit – Mediation Required
3. Leslie Blyth – Motions filed.
4. A suit is being filed over the driveway bylaw.

Mailbox Keys:

Keys for the 4th and Kaloli Mailboxes. They are in the Office and available from 8 a.m. to 3 p.m.

6th and Maku'u - We are working to get the keys later this month and it looks like service will start the first of June.

The board voted to move the 16th and Maku'u mail park to a new loclation. Once a location is determined an Archeological Survey will be done. Nothing will be done at the new site till all permits are done.

Easement Encroachment: Letters are being sent out to property owners who are in violation of the HPPOA Corporate Policies, Land Use Policy 2. Easements need to be kept clear of personal property, plantings, trees, and permanent structures (i.e. Rock Walls).

Driveway Infractions: Initial letters are out and follow up letters are going out.

Illegal dumping: We have spent over $7000.00 in fees this year to get rid of the TRASH being dumped on the sides of the roads. If you see it happening, please take pictures, call the police, or stop by the office with the pictures and give them to us. If you have ideas on how to help curb this continuing activity, please contact your District Representative. It's all our road fees that pay for it.

Stay in contact with the board. Please check the Web Page periodically and follow our Facebook Page that is up and running. Please bring to your district representative your ideas, concerns, etc. and your Dist. Rep and/or Board will discuss it and get back to you as timely as we can.

Remember that if you see speeding, fireworks, or other illegal activities contact the police. Also, for loose animals, barking dogs, etc. contact Animal Control.

Mahalo,
Jon Loehndorf
HPPOA President

HPPOA Treasurer's Report
April 15, 2026

Bank Balances as of the end of March 2026:

TOTAL Checking, Savings, Investments and Bond Reserve: $7,801,306.86.

TOTAL Accounts Receivables: $4,996,062.55
This account balance represents unpaid road maintenance fees, lien fees, finance charges, legal fees, collection expenses and bounced check charges as well as a few transfer fees that have been billed but not paid. The Accounts Receivable balance at 3/2025 was $4,572,105.98. The annual billing for this year was $3,807,990. As of March 2026, we had a total of 5,571 owners paid in full or 62.95%. We collected $239,501.33 in fees in January, $786,073.25 in February and $ 1,176,647.86 in March for a total of $2,202,222.44.

Allowance for Doubtful Accounts balance is: $430,224.75. (This is a contra-asset account required by Generally Accepted Accounting Principles (GAAP) that records the estimated dollar amount of receivables which may not be collectible.)

There were approximately 31 property transfers during the month of March.

Statement Regarding Unaudited Financial Information

The unaudited financial information set forth above is preliminary and subject to adjustments and modifications. The audited financial statements and related notes are to be included in our annual report for the year ending June 30th, 2025. Adjustments and modifications to the financial statements may be identified during the course of the audit work, which could result in significant differences from this preliminary unaudited financial information.

General Manager's Report

For the Month of March 2026

April 15, 2026

Admin

March was really all about payments. The office received 2698 payments totaling $1,193,038.59 in the month of March.

I did do quite a bit of work for the EmPower grant through HELCO, including getting a quote from the sole A/C company that responded to our request. That quote was over $7200, and we would not have been able to get everything processed and approved before the filing deadline of April 1, so I have put this on the back burner until the next fiscal year when HELCO resumes the grant.

Submitted the forensic audit RFP to several companies. As of 4/8/26 only 1 has responded and has been provided to the board.

Re-worked the Engineering RFQ, to separate it into 4 jobs instead of 1 big project. I have not completed this as of 4/8, but it should be finished and all of them sent out by 4/17.

Tree trimming on Kaloli started on March 23 and is progressing. The contractor, Backyard Monkey, is doing a great job. This project will continue until completed. It is expected to be done by the end of April, but could continue into early May. Expect daily road closures between cross streets and plan your route accordingly.

The RFQ for a paving project was sent out with a due date of 4/10. If any were received they have been given to the BOD

The crack filling trailer and material were ordered. Delivery is expected in May.

We did not receive any bids to complete the pothole repair project. This is going to need to be an in-house job, so we will need to purchase an asphalt saw, and eventually a small roller.

I have reached out to SHPD about the tree that has fallen at the burial site. I was asked to send pictures, which has been done, and I gave permission for a site visit if needed. As of 4/8 I am still awaiting a response. We have not, and will not, be doing anything about this tree until we receive guidance from SHPD.

Roads Superintendent Report

April 18, 2026

For the Month of March 2026

ROADS

- Graded and widened 23 miles of Roads.
- Graveled 7 miles of Roads.
- Chain Spead / Spot dropped 25 miles of Roads.
- Rolled and compacted 23 miles of Roads.
- Roads watered 56 miles of Roadways.
- Mowing and easement trimming.
  -Sidearm mowers, mowed total of 176 miles of roads.
  -Zero turn mowers mowed total of 219 miles of roads.
- Gravel used on roads for the Month of March 2,481.24 Tons.
- Hauled .31 scrap metal, .05 Tons of tires. 1 Dumpster load
  From Big Island Disposal Services.
- We are finished with kaloli dead end area and will continue to apply selective herbicide starting on the inside bottom streets of Kaloli to Maku'u and Woking up.
- Continuing of Calcium Chloride Request, we have done 10 locations within the subdivision and will continue with weather permitting.
- Stop bars will also be continuing at all intersections.
- Road reflectors will be applied and finish soon. As we are waiting for material to be delivered.
- For the month of March 2026, the road maintenance crew have received and responded to 69 Request forms and 13 dust requests. And maintaining weekly road maintenance schedules.
- We have had a bad storm for the month of March and would like to thank everyone who has helped with all the debris and trees that have fallen and blocked roadways. We are continuing scheduling trimming of trees around the subdivision to keep residents and all motorists safe.

NC Board update April 15., 2026

Good evening, Board of Directors.

My name is Debbie Skaggs, Chair of this year's Nominating Committee (NC).
Since the last BOD meeting we held meetings on Mar 19th and April 2nd.

Advertising banners and signs that actually made it through the storms have been picked up and put into storage.

We had candidates schedule time with the NC to read off their essays and answer questions while being videotaped so we can put those on the HPP FB and a link on the Website. We are working on putting the videos together for the office. This will allow those district folks to watch their Candidates at their convenience.

Before this BOD meeting was a Candidate Meet & Greet which also allowed Candidates to sign up for the 3-minute owner input to introduce themselves to the community and be on Zoom on line.

Our next meeting is tomorrow, April 16 where we will review/approve the ballots.

We meet twice a month on Thursdays. May is our last month.

Any questions?

Thank you and the members of the NC are:
Trudie Andrews/Shauna Cordero/Jennifer Meyers/Keith Redman/Debbie Skaggs

---

For the community:

When you receive your ballot, please read the instructions on how to correctly fill it out and mail it in.

Candidate names on the ballots are in alphabetical order.
Do not return your ballot to the office, it must be mailed in.
Lastly, if you see something on Facebook about ballots and voting, ignore it. Incorrect information circulated last year.
If you have any ballot questions please call the office.

Thank you.

Recommendation to the Board of Directors

Respectfully submitted by the Policies and Procedures Committee

Date: 4-14-26

The Policies and Procedures committee recommends that the Board of Directors adopt the following:

Policy 5.1 HPPDA Committee Guidelines

Chairperson Signature: Teresa Bayne

Ayes: 4 Bayne, Hoffman, Skaggs, Egan

Nay: 0

Abstain: 0

Hawaiian Paradise Park Owners Association

Policy Number 5.1 HPPOA Committee Guidelines

Relevant Statutes, Ordinances or Association Governing Documents: HPPOA Bylaws Article X

Purpose: To govern and assist with the activities of the HPPOA Association Committees

Details:

Committee Formation (Board or Membership)

1. The Board of Directors (BOD) shall appoint a Director as Board liaison to all Membership Committees.
2. The Board liaison
   a. advises the committee of the appropriate channels (Board or Office) for obtaining necessary information.
   b. provides guidance between meetings.
   c. provides the Committee with a copy of these Guidelines and either the bylaws or forming resolution that provide committee objectives and timelines.
3. The BOD VP will initiate the Committee's first meeting which should be held soon after committee formation. At the July BOD meeting the BOD will appoint a liaison.
4. Chair provides his or her contact information to the HPPOA office.

BOD/Membership meetings - Committee Reports

1. Committee Chair shall submit a request to the President to be added to the meeting agendas for presentation of committee reports, to seek approvals for recommendations and proposals, or to request direction from the Board.
   a. Board Committees shall report at regularly scheduled Board meetings.
   b. Membership Committees shall report at regularly scheduled Membership meetings and regularly scheduled Board meetings when requested by the BOD.
   c. Written reports may be made in lieu of oral reports and shall be submitted to the Office one week before the scheduled meeting.
2. Placement on the Board or Membership Meeting Agenda.
   a. Committee reports are grouped together under "Committee Reports" on the agenda.
   b. Committee Reports shall include:
      1. Progress since the last meeting, any challenges, and future planned tasks/activities.
      2. These reports/updates shall not exceed 3 minutes.
   c. Major or complex proposals, recommendations, and new requests shall come under New Business.
      1. These requests will need a "Recommendation for the Board of Directors" form, obtained from the HPPOA Office, filled out and submitted to the HPPOA office 10 days before the BOD meeting.

Minutes of Committee meetings

Committees shall keep meeting minutes to include a record of activity and decisions to support any actions or recommendations made within the Committee or to the Board/Membership. Committees shall submit a copy of the approved minutes to the HPPOA office for historical file retention. (HPPOA office will post to the committee web page on the HPPOA Website)

Approvals

HPPOA Policy 5.1 Committee Guidelines

Adopted Date: Amended Date: Review Date:

Ver 3

1. The Chair of each committee shall seek prior approval from the Association Board for actions of the Committee. (Examples: Items wanting to be posted to the HPPOA Website or Facebook page, Mailings to Membership, Expenditures outside of the Committee budget, contact with government offices/agencies, contact with media.) Committee members may not represent HPPOA on social media without BOD approval.
2. Action and decisions of committees shall be subject to the approval of the BOD.

Protocol

1. Committee members shall disclose any conflict of interest as defined in the HPPOA Bylaws & Adopted Conflict of Interest Policy.
2. Any recording of meetings other than by the Secretary shall be made known as a courtesy to the other Committee Members and guests.
3. During meetings, members shall raise their hands to be recognized by the Chair before speaking. Questions and comments shall be relevant to the current discussion.
4. Communication including emails regarding committee business shall be limited to current committee members. Emails shall be relevant to current agenda items, concise, and to the point.
5. Where a committee project/purpose impacts the HPPOA Office, committee Chair shall coordinate with the General Manager or their designee.
6. Committees may, with prior approval from Board:
   a. be reimbursed for expenses
   b. have access to office staff or resources (at GM's discretion)
   c. request announcements be posted on the HPPOA website (with BOD approval)
   d. use office copy machine for committee business (at GM's discretion)
7. Committee Chair shall ensure that meetings are open to any member having a desire to observe. Fixed meeting dates and times may be published on the Association calendar on the HPPOA website. The committee Chair has the authority to maintain a productive working environment, including removal of observers.
8. Committees shall maintain confidentiality of any Association documents. Committee members may be asked to sign a Confidentiality Agreement and Good Faith Affidavit.
9. Information received in Committee meetings (whether written or verbal) is for Committee Members' use only, to work from and not for social media Posting or Emailing or Texting.
10. Any committee, Board or Membership, shall be dissolved by the Board at the conclusion of the committee's assignment or when the Board determines the committee has ceased to meet the committee objectives as defined by HPPOA bylaws or forming resolution.

Responsibilities:

Review:

This policy shall be reviewed Annually by the Policies & Procedures Committee for any improvements, or if updates have been made to HPPOA Bylaws Article X.

Recommendation to the Board of Directors

Respectfully submitted by the Policies and Procedures Committee

Date: 4-14-26

The Policies and Procedures committee recommends that the Board of Directors adopt the following:

Policy 5.1 HPPDA Committee Guidelines

Chairperson Signature: Sueva Bayne

Ayes: 4 Bayne, Hoffman, Skaggs, Egan

Nay: 0

Abstain: 0

Hawaiian Paradise Park Owners Association

Policy Number 5.2 HPPOA Ballot Counting Rules & Process

Relevant Statutes, Ordinances or Association Governing Documents: HPPOA Bylaws Article 8, Section 5 and Section 11, HRS 421J-7(3(d))

Purpose: To provide a fair and impartial vote counting process.

Process:

1) Ballots are received by the organization contracted to count the ballots. Ballots must be received by the 1st business day in June. Any ballots received after the due date will not be counted.
2) The contracted organization brings the ballots to the designated counting location and will open, separate, and count them.
3) Ballots are color-coded for each district. There is one vote per lot. Some envelopes may have multiple ballots if the owner has multiple lots.
4) Only watermarked ballots are valid and will be counted.
5) The contracted organization will count and tally the votes and when finished will present the results to the HPPOA Coordinator.
6) The HPPOA coordinator notifies the BOD President of the results.
7) HPPOA Office will retain the votes for 30 days after the election.

Details:

1) No more than 4 Observers will be present at any time during the count, 2 members selected at the May HPPOA Board meeting and 2 Nominating Committee members selected at a previous Nominating Committee Meeting.
2) Observers will abide by the following rules:
   a) No campaigning – no buttons, T-shirt slogans, etc., no literature, pictures, or signs.
   b) No Videotaping or pictures may be taken.
   c) No conversation is permitted with the vote counters.
   d) Observers may not handle ballots, lists, poll books, etc.
   e) If an observer's behavior is deemed disruptive, the HPPOA coordinator has the discretion to remove that observer.
   f) No Candidate or anyone with a conflict of interest as defined by the HPPOA Bylaws shall be in the room during the ballot counting process.
   g) Observation will be in silence, cell phones turned off or in silent mode to not disrupt the vote counters.
   h) Any questions should be directed to the HPPOA Coordinator before counting begins.

Responsibilities:
The Nominating Committee shall review this policy annually.

Review

This policy shall be reviewed Annually for any improvements or updates to HPPOA Bylaws Article 8, Section 5 and Section 11, HRS 421J-7(3(d))

HPPOA Policy 5.2 Ballot Counting Process

Adopted Date: Amended Date: Review Date:

Ver 4

Hawaiian Paradise Park Owners Association

BOARD OF DIRECTORS RESOLUTION
ESTABLISHING REGULAR BOARD MEETING SCHEDULE

Resolution No. ______

WHEREAS, the Hawaiian Paradise Park Owners Association ("HPPOA") is committed to effective governance, transparency, and the timely conduct of Association business; and
WHEREAS, regular, well-structured, and productive Board meetings are essential to ensuring informed decision-making, fiscal responsibility, and responsive service to the community; and
WHEREAS, establishing a consistent meeting schedule promotes greater participation by Board members and Members of the Association, enhances accountability, and ensures continuity in addressing operational and strategic matters;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Hawaiian Paradise Park Owners Association hereby affirms the necessity of holding regular and productive Board meetings; and
BE IT FURTHER RESOLVED, that the Board of Directors shall hold two (2) regular Board meetings each month, scheduled as follows:

- The first Wednesday of each month at 6:00 p.m.; and
- The third Wednesday of each month at 6:00 p.m.;

BE IT FURTHER RESOLVED, that all such meetings shall be held at the HPPOA Activity Center, located at 15-1570 Makuʻu Drive, Keaʻau, Hawaii 96749, unless otherwise duly noticed in accordance with applicable governing documents and laws; and

BE IT FURTHER RESOLVED, that the Board shall endeavor to conduct meetings in a professional, efficient, and productive manner, with agendas prepared in advance and opportunities for Member input as appropriate; and

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately upon adoption and shall remain in force unless amended or rescinded by subsequent resolution of the Board of Directors.

ADOPTED by the Board of Directors of the Hawaiian Paradise Park Owners Association this ___ day of __________, 2026.

President, Board of Directors

Secretary, Board of Directors

HAWAIIAN PARADISE PARK OWNERS ASSOCIATION
BOARD OF DIRECTORS RESOLUTION

DRAFT

RESOLUTION NO. 26-01

A RESOLUTION ACCEPTING THE FORMATION OF A SUSTAINABLE DEVELOPMENT COMMITTEE

WHEREAS, the Members of the Hawaiian Paradise Park Owners Association ("HPPOA") voted at the duly noticed General Membership Meeting held in February 2026 to approve the formation of a Sustainable Development Committee; and

WHEREAS, the Board of Directors recognizes the value of member participation and engagement in matters related to sustainability, environmental stewardship, and community development; and

WHEREAS, the Board desires to formally acknowledge and establish the framework under which such committee shall operate;

NOW, THEREFORE, BE IT RESOLVED THAT:

1. **Acceptance of Committee Formation**
   The Board of Directors hereby accepts and affirms the formation of the Sustainable Development Committee as approved by the membership at the February 2026 General Membership Meeting.

2. **Committee Classification**
   The Sustainable Development Committee shall be established as a **Membership Committee**, and not as a Board Committee.

3. **Composition**
   The Committee shall be comprised of no fewer than five (5) and no more than nine (9) Members in Good Standing, as defined by the HPPOA governing documents.

4. **Reporting Structure**
   The Committee shall report to the Board of Directors and shall provide updates, recommendations, and reports as requested by the Board or as deemed appropriate by the Committee.

5. **Authority and Limitations**
   The Committee shall serve in an advisory capacity only and shall have no authority

to bind HPPOA, incur expenses, or take official action on behalf of the Association unless expressly authorized by the Board of Directors.

6. **Representation**
   The Committee and its members shall not represent themselves, either explicitly or implicitly, as speaking or acting on behalf of HPPOA without prior authorization of the Board of Directors.

7. **Scope of Work**
   The Committee may study, evaluate, and make recommendations regarding sustainable practices, environmental initiatives, and community development opportunities for consideration by the Board.

BE IT FURTHER RESOLVED, that this Resolution shall take effect immediately upon its adoption.

ADOPTED by the Board of Directors of the Hawaiian Paradise Park Owners Association at a duly noticed meeting held on the ___ day of __________, 2026.

HAWAIIAN PARADISE PARK OWNERS ASSOCIATION

President, Board of Directors

Secretary, Board of Directors

Hawaiian Paradise Park Owners Association

Policy Number 5.2 HPPOA Ballot Counting Rules & Process

Relevant Statutes, Ordinances or Association Governing Documents: HPPOA Bylaws Article 8, Section 5 and Section 11, HRS 421J-7(3(d))

Purpose: To provide a fair and impartial vote counting process.

Process:

1) Ballots are received by the organization contracted to count the ballots. Ballots must be received by the 1st business day in June. Any ballots received after the due date will not be counted.
2) The contracted organization brings the ballots to the designated counting location and will open, separate, and count them.
3) Ballots are color-coded for each district. There is one vote per lot. Some envelopes may have multiple ballots if the owner has multiple lots.
4) Only watermarked ballots are valid and will be counted.
5) The contracted organization will count and tally the votes and when finished will present the results to the HPPOA Coordinator.
6) The HPPOA coordinator notifies the BOD President of the results.
7) HPPOA Office will retain the votes for 30 days after the election.

Details:

1) No more than 4 Observers will be present at any time during the count, 2 members selected at the May HPPOA Board meeting and 2 Nominating Committee members selected at a previous Nominating Committee Meeting.
2) Observers will abide by the following rules:
   a) No campaigning – no buttons, T-shirt slogans, etc., no literature, pictures, or signs.
   b) No Videotaping or pictures may be taken.
   c) No conversation is permitted with the vote counters.
   d) Observers may not handle ballots, lists, poll books, etc.
   e) If an observer's behavior is deemed disruptive, the HPPOA coordinator has the discretion to remove that observer.
   f) No Candidate or anyone with a conflict of interest as defined by the HPPOA Bylaws shall be in the room during the ballot counting process.
   g) Observation will be in silence, cell phones turned off or in silent mode to not disrupt the vote counters.
   h) Any questions should be directed to the HPPOA Coordinator before counting begins.

Responsibilities:
The Nominating Committee shall review this policy annually.

Review

This policy shall be reviewed Annually for any improvements or updates to HPPOA Bylaws Article 8, Section 5 and Section 11, HRS 421J-7(3(d))

Recommendation to the Board of Directors

Respectfully submitted by the Policies and Procedures Committee

Date: 4-14-26

The Policies and Procedures committee recommends that the Board of Directors adopt the following:

~~[illegible]~~ Policy 5.2 Ballot Counting Rules & Procedures

Chairperson Signature: Teresa Bayne

Ayes: 4 Bayne, Hoffman, Skaggs, Egan

Nay: 0

Abstain: 0

Hawaiian Paradise Park Owners Association

Policy Number 5.1 HPPOA Committee Guidelines

Relevant Statutes, Ordinances or Association Governing Documents: HPPOA Bylaws Article X

Purpose: To govern and assist with the activities of the HPPOA Association Committees

Details:

Committee Formation (Board or Membership)

1. The Board of Directors (BOD) shall appoint a Director as Board liaison to all Membership Committees.
2. The Board liaison
    a. advises the committee of the appropriate channels (Board or Office) for obtaining necessary information.
    b. provides guidance between meetings.
    c. provides the Committee with a copy of these Guidelines and either the bylaws or forming resolution that provide committee objectives and timelines.
3. The BOD VP will initiate the Committee's first meeting which should be held soon after committee formation. At the July BOD meeting the BOD will appoint a liaison.
4. Chair provides his or her contact information to the HPPOA office.

BOD/Membership meetings - Committee Reports

1. Committee Chair shall submit a request to the President to be added to the meeting agendas for presentation of committee reports, to seek approvals for recommendations and proposals, or to request direction from the Board.
    a. Board Committees shall report at regularly scheduled Board meetings.
    b. Membership Committees shall report at regularly scheduled Membership meetings and regularly scheduled Board meetings when requested by the BOD.
    c. Written reports may be made in lieu of oral reports and shall be submitted to the Office one week before the scheduled meeting.
2. Placement on the Board or Membership Meeting Agenda.
    a. Committee reports are grouped together under "Committee Reports" on the agenda.
    b. Committee Reports shall include:
        1. Progress since the last meeting, any challenges, and future planned tasks/activities.
        2. These reports/updates shall not exceed 3 minutes.
    c. Major or complex proposals, recommendations, and new requests shall come under New Business.
        1. These requests will need a "Recommendation for the Board of Directors" form, obtained from the HPPOA Office, filled out and submitted to the HPPOA office 10 days before the BOD meeting.

Minutes of Committee meetings

Committees shall keep meeting minutes to include a record of activity and decisions to support any actions or recommendations made within the Committee or to the Board/Membership. Committees shall submit a copy of the approved minutes to the HPPOA office for historical file retention. (HPPOA office will post to the committee web page on the HPPOA Website)

Approvals

HPPOA Policy 5.1 Committee Guidelines

Adopted Date: Amended Date: Review Date:

Ver 3

1. The Chair of each committee shall seek prior approval from the Association Board for actions of the Committee. (Examples: Items wanting to be posted to the HPPOA Website or Facebook page, Mailings to Membership, Expenditures outside of the Committee budget, contact with government offices/agencies, contact with media.) Committee members may not represent HPPOA on social media without BOD approval.
2. Action and decisions of committees shall be subject to the approval of the BOD.

Protocol

1. Committee members shall disclose any conflict of interest as defined in the HPPOA Bylaws & Adopted Conflict of Interest Policy.
2. Any recording of meetings other than by the Secretary shall be made known as a courtesy to the other Committee Members and guests.
3. During meetings, members shall raise their hands to be recognized by the Chair before speaking. Questions and comments shall be relevant to the current discussion.
4. Communication including emails regarding committee business shall be limited to current committee members. Emails shall be relevant to current agenda items, concise, and to the point.
5. Where a committee project/purpose impacts the HPPOA Office, committee Chair shall coordinate with the General Manager or their designee.
6. Committees may, with prior approval from Board:
   a. be reimbursed for expenses
   b. have access to office staff or resources (at GM's discretion)
   c. request announcements be posted on the HPPOA website (with BOD approval)
   d. use office copy machine for committee business (at GM's discretion)
7. Committee Chair shall ensure that meetings are open to any member having a desire to observe. Fixed meeting dates and times may be published on the Association calendar on the HPPOA website. The committee Chair has the authority to maintain a productive working environment, including removal of observers.
8. Committees shall maintain confidentiality of any Association documents. Committee members may be asked to sign a Confidentiality Agreement and Good Faith Affidavit.
9. Information received in Committee meetings (whether written or verbal) is for Committee Members' use only, to work from and not for social media Posting or Emailing or Texting.
10. Any committee, Board or Membership, shall be dissolved by the Board at the conclusion of the committee's assignment or when the Board determines the committee has ceased to meet the committee objectives as defined by HPPOA bylaws or forming resolution.

Responsibilities:

Review:

This policy shall be reviewed Annually by the Policies & Procedures Committee for any improvements, or if updates have been made to HPPOA Bylaws Article X.

Recommendation to the Board of Directors

Respectfully submitted by the Policies and Procedures Committee

Date: 4-14-26

The Policies and Procedures committee recommends that the Board of Directors adopt the following:

Policy 5.1 HPPDA Committee Guidelines

Chairperson Signature: Teresa Bayne

Ayes: 4 Bayne, Hoffman, Skaggs, Egan

Nay: 0

Abstain: 0

HAWAIIAN PARADISE PARK OWNERS ASSOCIATION

RE: 2025-2026 recurring monthly payments
Resolution 26-02

At the regular meeting of the Board of Directors (the "Board") of HAWAIIAN PARADISE PARK OWNERS ASSOCIATION (HPPOA), a Hawaii non-profit corporation, held on ___________________, pursuant to due call and notice, with quorum present, the following resolution was duly moved, seconded, and passed with _______ directors voting to approve this resolution and ______ directors abstaining or nays.

WHEREAS, on the advice of the auditors, CARBONARO CPA's, this resolution will provide approval of payment on recurring monthly payments listed below.

Transaction	Type	Source Account	Amount	Frequency
Alarm Billing (Office/Shop Alarm)	EFT	1061 · Bank of Hawaii:1062 · Bank of Hawaii Roads Acct #7683	45.10	MONTHLY
Big Island Disposal	EFT	1061 · Bank of Hawaii:1062 · Bank of Hawaii Roads Acct #7683	418.85	MONTHLY
Child Support Enforcement Agency	BILL - CHECK	2010 · Accounts Payable	164.54	BI-WEEKLY
Hawaii Gas	BILL - CHECK	2010 · Accounts Payable:2013 · Non-Roads Accounts Payable	13.19	MONTHLY
Hawaiian Telcom	BILL - CHECK	2010 · Accounts Payable	139.98	MONTHLY
Net2Phone PBX	EFT	1061 · Bank of Hawaii:1062 · Bank of Hawaii Roads Acct #7683	247.84	MONTHLY
Pacific Pro-Tech Services	BILL - CHECK	2010 · Accounts Payable	101.05	MONTHLY
Pitney Bowes Global Financial	EFT	1061 · Bank of Hawaii:1062 · Bank of Hawaii Roads Acct #7683	607.28	QUARTERLY
Spectrum Business (Mobile Phones)	EFT	1061 · Bank of Hawaii:1062 · Bank of Hawaii Roads Acct #7683	72.22	MONTHLY
Spectrum Business (Internet/Phone)	EFT	1061 · Bank of Hawaii:1062 · Bank of Hawaii Roads Acct #7683	181.70	MONTHLY
Terminix	BILL - CHECK	2010 · Accounts Payable:2013 · Non-Roads Accounts Payable	216.75	MONTHLY

BE IT FURTHER RESOLVED, that no further approval be required for the payment of these monthly invoices so long as the amounts stay the same or less.

Accepted and agreed as of ______________________.

____

Jon Loehndorf
Board Member, President

Record of Votes of Resolution _____________:

Director	Yes ("Aye")	No	Abstain
Jason Schillewaert			
Jeanette Baysa			
Paul Derbyshire			
Molly Suarez			
Kari Hoffman			
Antonio Stone			
Naomi Hirayasu			
Mimi Hafele			
Jon Loehndorf			

I am Sandee Maeda from District 3. I have serious concerns regarding a sitting HPPOA Board member becoming the General Manager of the Association.

Under Hawaii Revised Statutes Chapter 414D, there is no outright prohibition against a board member becoming General Manager. However, the law clearly treats this as a **conflict-of-interest transaction**, which must be handled with strict safeguards.

At a minimum, this requires:

- Full disclosure that the individual will benefit
- Complete **non-participation** by that individual in any discussion or decision
- Approval by **disinterested directors only**
- A determination that the hiring is **fair and reasonable**

This raises a critical question:
How do HPPOA members know these conflict-of-interest requirements were properly followed in the hiring of Mrs. Bayne?

While the statute does not explicitly require resignation before employment, standard nonprofit governance makes it clear that a director should resign **before** being hired. Otherwise, the individual is effectively participating in their own hiring—an inherent and serious conflict of interest.

If proper procedures are not followed, the action may be subject to challenge as **self-dealing** and a breach of fiduciary duty.

In this case, it was announced at a Board meeting that Mrs. Bayne had been hired as General Manager and her start date disclosed. Only after that announcement did she resign from the Board. This sequence raises significant concerns about whether proper conflict-of-interest safeguards were observed.

Additionally, the current situation creates the appearance of blurred roles. When a General Manager is actively guiding or directing the Board on governance matters, it raises further concerns about independence and oversight. The Board is intended to govern, while management is intended to execute—not the other way around.

For these reasons, I believe this situation presents a serious **conflict of interest** that warrants immediate clarification and correction.

On another subject, I have one question. For transparency purposes, what made the HPPOA Board reverse their position on the 16th and Maku'u Mailbox Park?

Owner's Input April 15, 2026

I am speaking today about my concern as a due's paying Member, about the General Manager performing duties that are not hers to do, on our dime.

(1) The General Manager is the Chair of Policies and Procedures Committee. Her position as Chair didn't change when she became GM. Kari Hoffman as the sole attending Board member doesn't seem to mind. Former Board person Patty Egan and Debbie Skaggs, wife of our President Jon Loendorf are general members along with Keith Redman, the only person who has no direct connection to present Board members. There have been at least 8 meetings, at a minimum of 1 hour or more, because it doesn't state how long they last. GM is doing this during normal working hours on our money. This committee in their resolution stated that their function is to review policies, resolutions and procedure to be in compliance with 421J, 414D and the Association Bylaws and Charter. Apparently in looking over the Bylaws the Chair/GM didn't read Articles XII: "When the general manager serves on committees, it is without voting privileges". Being a Chair of the committee and voting on issues that can affect her financially, as well as described duties GM has to the Association, is a Conflict of Interest, and the Bylaws understands this.

Secondly and most importantly, is the placement of the GM on the Human Resources Committee. A meeting has not occurred since last year, but the GM can not be a member of a committee whos' sole function is to review Employees and describe the duties of employees while she is an EMPLOYEE. That is a direct Conflict of Interest. It is also NOT the job of the GM to decide on the need for new employees, writing into the budget a new full time crew person and half time office staff person, to do work that she claims she has no time for, that is outlined under Human Resources in the Bylaws.

Third and lastly, as Chair of this Policies and Procedure Committee, why are they (1) discussing changes and additions to the Bylaws; (2) Financial issues like audits, investments and internal controls and (3) deciding what the requirements are need to run for District Rep, by deciding what it means to be in good standing. These are not policies and procedures and are discussed in the Bylaws. This committee isn't to circumvent the Bylaws, it is to follow it.

All of the Board of Directors need to address this serious issue and discuss it with the lawyer.

Patricia Szot, District 5.

April 15 2026

Hey y'all.

Julie Rice, Waikahekahe Nui, District 9.

I don't know what to say, besides this organization is beyond redemption.

From board sycophants who shame us about not having enough "aloha," then lie to the police to try and stop Hawaiians from protecting their iwi...

To board members who are shiny volunteers publicly, but joke behind closed doors about making employees pick up cans on the roadside to pay for their own employer-sponsored lunches...

To what I'm pretty sure is committing fraud – allegedly – by changing the bylaws without membership approval and lying about it. (I'm not even going to talk about the GM today.)

HRS 421J (if it even applies to HPPOA) allows the board to **restate** association documents, such as the bylaws, quote "as necessary to conform with...law."

Last year, two separate changes to the bylaws took place.

First, there were three amendments which followed the proper procedure outlined in the bylaws. These changes were approved by the membership for addition to the bylaws.

Around the same time, the board claimed that the bylaws needed to be updated to conform with HRS 421J and 414D. Okay, sounds fine on the surface. However, the board also took the liberty of **amending** the bylaws above and beyond what was necessary to align with these statutes. No membership vote was taken on the changes.

If you look at the Current Bylaws page of the HPPOA website today, there are two documents linked. One is from the League of Women Voters, who counted the ballots for the Bylaws changes approved by the members. The other is the new 2025 Bylaws containing the changes made first by the members, then by the board. The ballot counting document doesn't have **any** information regarding the changes approved by the members. It kind of looks like someone wants us to think the members approved these new Bylaws in their entirety. Kind of deceptive, if you ask me.

Even more damning is that the new bylaws pretty much rewrite history, stating at the beginning that, "a two-thirds majority of the full members using mail in ballots, have voted to further amend their Bylaws." This is either jumbled up grammar, or an absolute joke, as two thirds of the full membership would never bother to return anything to HPPOA, let alone Bylaws ballots. And again, the members approved three amendments, not the board's changes.

And guess what? It's these illegitimate changes that have barred at least one otherwise perfectly qualified member of the community from running in the upcoming election.

In the board's bylaws, the definition of a member in good standing was amended to state that "membership rights in the association are contingent upon payment of all assessments due," AND – this is the new part – "compliance with association Bylaws and policies." Rights in the association have never been contingent upon anything besides payment of assessments.

Nothing in 421J or 414D authorized or necessitated this amendment. That means it required membership approval. Actual membership approval, not whatever they're trying to imply by posting the results of a completely different vote on the website, or the outright lie that's now injected into the bylaws and recorded with the Bureau of Conveyances.

I don't know what we do, folks. The corruption runs deep. Good luck to the candidates.

Thank you.

https://www.contracts365.com/blog/the-definitive-guide-to-amendment-addendum-restatement

- **Amendment:** Changes or replaces specific terms in an existing contract
- **Addendum:** Adds new terms without changing existing ones
- **Restatement:** Consolidates the original agreement and all prior changes into a single, updated contract

What Is a Restatement?

A restatement replaces the original contract with a consolidated version that reflects all prior amendments and addenda.

Restatements are typically used when:

- A contract has accumulated multiple amendments
- Version control has become difficult
- Parties want a clean, updated agreement
- A contract becomes legally binding once executed

Instead of requiring readers to cross-reference the original agreement and several amendments, a restatement presents a single, complete document.

Key characteristics of a restatement

- Incorporates all prior changes
- Supersedes earlier versions
- Improves clarity and usability
- Reduces the risk of misinterpretation

Restatements are especially valuable for long-running agreements that are still operationally active.