

Bylaws Committee Minutes
August 27, 2026

1. Call to Order.
5:05PM
2. Roll Call -

Patti Szot – Chair	Sandee Maeda- 5:20PM
Jeanette Baysa- 5:14PM	Trudie Andrews - absent
Al Yax	Lanell Lua
Julie Rice	Danae Marin
3. Approval of August 27, 2026 agenda.
Lanell Lua motion to approve the agenda with an addition to new business, Patti seconded, unanimous vote.
4. Review and Approve meeting Minutes for August 7, 2026.
Lanell made the motion to approve the minutes, Sandee seconded, 2 abstain/5 yes/0 no, motion carried.
5. Old Business
 - a) Finish reconciliation of Article VI- Tabled
 - b) Review Article X, Sections 1 and 2- The committee spent most of the meeting reviewing and making minor changes to what was written for these two sections. We finished reviewing all of the text, as well as the pros and cons.
 - c) Article X section 3- While reviewing Sections 1 and 2 above, we discussed the issue of Board meetings briefly. HRS § 414D-148 clearly outlines what a Board meeting consists of and its duties. The problem is, this is not what the Board of Directors and Board committees have been doing. The Board committees that are presently active have been violating the HRS § 414D statute by doing director work with non-board members on the committee. The committee will discuss the amended version at the next meeting.
 - d) Review changes to Article XII- Tabled.
 - e) Definitions of members/electronic mail- Tabled.
6. New Business
 - a) Discuss what needs to be done by September 24, 2026 for the October Membership meeting- The Chair indicated that what we approve of by the last meeting in September will go to the Membership meeting for approval. After that, we need to have everything prepared for presentation, posted on the website, and ready to print for the meeting
 - b) Resolution to have the Board redo their resolution and this time do a proper restatement- Julie discussed her views on how we should move forward with the reconciliation of the bylaws that the Board and legal counsel did in 2025. Since the Board improperly executed the restatement (HRS § 421J-7.5), they should try to actually do the restatement properly. They did not do a restatement anywhere in the bylaws; instead, what they did do was amend the bylaws in numerous places, which violates the HRS Chapter 421J statute and our Bylaws. Why should the bylaws committee clean up their mess when the Board improperly made the mess? Under HRS § 414D-187, a nonprofit board has the

power to amend bylaws unless the Articles of Incorporation or the existing bylaws state otherwise. For HPPOA, the Articles of Incorporation say nothing, whereas Article XIV of the HPPOA Bylaws clearly dictates the amendment process.

Julie left 6:52PM

7. Next Meeting
September 10, 2026
8. Adjourn Meeting
Sande made the motion to adjourn, Danae seconded, unanimous vote.
6:57PM