

**HAWAIIAN SHORES COMMUNITY ASSOCIATION
MINUTES OF THE ANNUAL MEMBER MEETING
January 16, 2010**

The Annual Membership Meeting of the Hawaiian Shores Community Association (HSCA) was held on Saturday January 16, 2010 at its recreational facilities. Suzan Thompson-Forrest was in the Chair and minutes were recorded by Toni Robert.

Directors present were: President Toni Robert, Vice President James McNerny, Secretary Suzan Thompson Forrest, Treasurer Royden Pilapil, Alfred Berger, Patricia Brown, David Johnson, Stephanie Pola, Robert Rioux, and Darrell Stephens

Also in attendance: Corporate Counsel Michael Thomas, Staff, and Members.

The Chair called the meeting to order at 9:06 am. Quorum was established by ballot.

Motion:

Member, Ms. Mary Jane Doster moved to Adopt the Agenda; 2nd made by member, Ms. Jackie Rapoza. Discussion

Vote: Yes: 15
 No: 0
 Abstain: 0

Motion Passed: Agenda Adopted

Open discussion of Minutes for Special Meeting of the Members for September 27, 2008.

Motion:

Member, Mr. Jeff Stone moved to approve Minutes for Special Meeting of the Members for September 27, 2008; 2nd made by member, Ms. Kathy Stephens. Discussion

Vote: Yes: 16
 No: 0
 Abstain: 2

Motion Passed: Minutes for Special Meeting of the Members September 27, 2008 approved.

Open discussion of Minutes for Annual Meeting of the Members, January 17, 2009.

Member, Ms. Athena Asuncion, requested clarification on how to proceed with the 2009 minutes which reflect a Teller's Report was to be included/attached to the minutes and was not. Director, Patricia Brown acknowledged the Teller's Report was not attached. The Teller's Report will be included with the approved minutes when sent out.

Member, Ms. Azalia Moore, requested correction to the minutes to reflect the announcement made by the President, Toni Robert, during the President's report in 2009, of the Settlement Agreement reached between parties to the litigation on January 16, 2009.

Motion:

Director, Patricia Brown, moved to correct minutes to reflect the settlement agreement statement; 2nd was made by Director, James McInerny. Discussion regarding the propriety of approving the minutes with corrections, or to correct minutes and send them out again for review of members before a vote to approve ended with a vote on the motion.

Vote:	Yes:	19
	No:	0
	Abstain:	1

Motion passed: Minutes for the January 17, 2009 Annual Meeting of the Members will be corrected to reflect the settlement agreement.

Ms. Azalia Moore, stated she believed Robert's Rules of Order allowed for a motion to accept the Minutes as amended. After verifying with the Parliamentarian, Mr. Michael Thomas, a motion was made.

Motion:

Ms. Azalia Moore, moved to approve the January 17, 2009 Minutes of the Annual Meeting of the Members as amended and that it is consistent with Robert's Rules of Order. 2nd was made by Patricia Brown. Discussion

Vote:	Yes:	18
	No:	0
	Abstain:	1

Motion passed: Minutes for the January 17, 2009 Annual Meeting of the Members approved as amended consistent with Robert's Rules of Order.

President, Toni Robert, gave her report. She announced the litigation was dismissed and is over. She informed the members gathered a stipulation has been filed to release the money being held in an escrow account with the Court. Also, she acknowledged the commitment of the volunteer members who have served on committees, the board, during activities and events of 2009. She also acknowledged the staff's professional decorum and hard work during 2009.

At 9:30 A.M., the polls closed.

At 9:40 A.M., the meeting was recessed. The ballot box was brought to the ballot counting area in full view of all present where the election tally began.

At 11:15 A.M. the Chair announced to the members a signup sheet was available at the sign in desk for anyone who wished to speak during the “Open Forum” portion of the program.

At 11:40 A.M. the meeting was called to order from recess and the Chair announced the election results:

Election Results				
Candidate	Votes Cast	# Yes votes required to win	# Yes votes received	Status
James McInerny	116	59	105	Elected
Royden Pilapil	116	59	102	Elected
Kathleen Stephens	115	58	103	Elected
Mark Mallory	136	69	71	Elected
Caroline Weber	136	69	55	Not elected
By Laws	Status			
4.02	Passed			
4.08	Passed			
5.02	Passed			
6.10	Passed			
10.05	Passed			
Total number of Ballots Cast				136

At 11:43 A.M., Open Forum began.

1st speaker: Chair, Suzan Thompson-Forrest discussed easement clearing with members. Easement clearing is the responsibility of the members to maintain unencumbered access to the water lines that run between lots at the rear of each property. Ms. Thompson-Forrest called attention to the letter that was included in the packet regarding Albizia trees.

Member, Ms. Erika Ginnis, asked the following questions:

1. Where is the easement?
 - a. Typically lot owners are required to maintain clear approximately 5 feet at the rear of your property line. Rare exceptions to this do exist and if the owner is not certain they can call the office.

2. What if you inherited a problem when purchasing the lot; do you have to deal with it, and how do you deal with it?
 - a. Inheritance of a problem does not change the responsibility to maintain a clear easement.
 - b. Lot owner is responsible to deal with clearing the easement.
 - c. How to deal with it is up to the lot owner.

2nd speaker: Ms. Azalia Moore stated that Water Line easement meanders out of the subdivision's boundaries into Dr. Habashi's adjacent property. She mentioned prescriptive easement issue that might arise if the Board was not aware of the situation.

Ms. Moore also mentioned the prevailing attitude with regards to part time or non involved members. Historically, when Hawaiian Shores Community Association was set up by the courts, none of the directors were residents of the community. They all lived elsewhere. Since then the By Laws have been changed to reflect meeting attendance as a requirement for directors which presents a challenge to members who live elsewhere -- full or part time -- from having a constructive share as a member of the Board of Directors. Because Ms. Moore has experience with other Boards, she maintained other Homeowner Associations allow for full and part time members to serve their association.

Patricia Brown mentioned that she hoped the 2010 Board of Directors would commission the By Laws committee for another year where discussion of Ms. Moore's thoughts could be done. Ms. Brown did mention the By Laws allow for meetings to be held via telephone among other options. Ms. Brown stated the By Laws changed in 2009 for Directors missing meetings from 3 consecutive meetings to 4 meetings in the whole year. She invited Ms. Moore to participate in the discussion as the Committee meetings are open to members.

The Chair, Ms. Thompson-Forrest reminded members present the meetings of the Board of Directors are open meetings where members are included in discussion and for those unable to attend, Minutes of the meetings are available through the office.

3rd Speaker: Outgoing Director David Johnson thanked the members for electing him to a director's seat two years ago. He apologized to the members for not being able to realize his goals and aspirations for his term.

4th Speaker: Member MaryAnn DeMey referred to a letter she wrote to the Board of Directors, dated 10/30/09, regarding legal fees and the availability of the public record of the litigation for the 2010 meeting of the members. In particular, she wanted the depositions of the bank managers to be made available for members to inspect in their unedited, unaltered form.

Discussion ensued regarding salary ranges. Ms. DeMey said previous boards made salary ranges available to the members as a means of transparency. The President, Ms. Robert,

responded that in October 2008, during a reorganization of the structure for the Association for the board of directors and the staff, salary ranges were done away with. She confirmed with Treasurer, and Chair of Human Resources committee of 2008, that staff no longer has salary ranges. With that confirmation, members present expressed concern about the lack of salary ranges.

Mr. Jeff Stone voiced concern the Board of Directors seemed unwilling to discuss the 'white elephant' in the room; such as 'missing funds'.

Member, Mr. Mark Mallory, shared his thoughts regarding the promulgating of constant rumors there are missing monies when no such evidence has ever been provided. Mr. Mallory expressed to Mr. Stone there are no monies missing.

Ms. DeMey stated that had the board of directors provided the bank manager's depositions as she requested the members would be able to see Mr. Mallory's statements were incorrect.

5th Speaker: Member, Ms. Beatrice Pao, asked the following questions:

1. What is the effective date of By Laws that have been changed?
2. Could 'the effective date' be defined in the By Laws?
3. Water line encroachment onto private property. It has been 5 years since questions were raised. What is the status?
4. Approved financials to the members not timely presented – not acceptable.
 - a. The president explained to the members the process for financials to be released includes first a review by the Financial Committee; 2nd approval by the Board.
 - b. With regard to the financials which go to members, the CPA's audit has not as yet been concluded. Once concluded and approved by the Board of Directors it will be sent to members. This is not an exception to former policy but a continuance of the same policy.

Questions posed to the board from various members:

- Why were salary ranges dropped
- How does a member get a job description
- Are committee meeting times on the web site

Responses:

Director Ms. Brown, explained that discussions regarding employee job description and related items is initially conducted in committee with recommendations provided to the board of directors for consideration. The best way to get answers is to join committees and

provide your input or to attend the various committee meetings which are open to the members. The Human Resources committee deals with job descriptions and salary ranges.

Director Ms. Robert explained the web site does have a calendar option, however, since committee meetings have not been routinely scheduled they are not always listed. Director Mr. Kevin Wibberley suggested that committees schedule a specific date to hold their meetings each month so the members could be informed. Ms. Robert acknowledged the suggestion and reminded the board of directors when the committees are formed at the February board meeting the chair of each committee may wish to confirm a regular meeting date and each chair can forward that information to be included on the web site/calendar.

The Chair, Ms. Thompson-Forrest, stated the Community Relations Committee has worked to try and create a solutions based principle that is intended to coalesce the community, encouraging members to be active in the many facets of community.

Motion:

Ms. Robert moved to adjourn the meeting. 2nd was made by member Kathy Stephens.
Discussion

Vote:	Yes:	12
	No:	0
	Abstain:	0

Motion passed. Meeting adjourned at 130 P.M.

Respectfully submitted by:

Toni Robert
President