

**HAWAIIAN SHORES COMMUNITY ASSOCIATION
MINUTES OF THE BOARD OF DIRECTORS REGULAR MEETING
NOVEMBER 10, 2011**

A regular meeting of the Board of Directors of Hawaiian Shores Community Association (HSCA) was held on November 10, 2011 at its recreational facilities. A quorum was established and the meeting was called to order at 6:00 p.m. The President was present and Caroline Weber served as the Secretary in attendance.

Directors present were: Eileen O'Hara, President; David Johnson, Vice-President; Solveig Lamberg, Assistant Treasurer, Caroline Weber, Secretary; Royden Pilapil, Hiroshi Yanagihara, Leon "Pat" Kellogg. Absent: Kevin Wibberley, Treasurer.

Also in attendance: Denise Warner, Recording Secretary of the Minutes, and 25 other guests.

ANNNOUCEMENTS

- a) Parliamentary behavior – The Recording Secretary provided a brief summary of the purpose of using Robert's Rules as parliamentary law and its definition of proper decorum.
- b) Corporate resolutions – A corporate resolution on the use of HSCA letterhead has been adopted.
- c) Introduction of new staff – Maintenance Foreman, Ronald "Jake" Jacobson and Office Manager, Katherine Marchese were introduced.
- d) Resignation from the Board – Henry "Tony" Thomas has resigned effective October 19, 2011.

OWNERS' COMMENTS

- a) Suzan Thompson Forrest – read a letter from William Sandy Richter which asked for an apology for a letter he received from the President regarding proper procedure for the election process, including asking candidates not to use HSCA Letterhead. A Corporate resolution was passed prohibiting such use. He asked why he and other candidates were accused of wrongdoing when the resolution had not been adopted at the time of his submission, and only a reasonable copy of the actual letterhead was used. The President noted that the letter was sent on advice of the attorney after the submissions were received but even before the resolution was passed.
- b) Francesca Martin-Howe – asked why the President signed the letter instead of the Chair of the Election Committee and why only some members were said to have violated the resolution. Solveig Lamberg noted that she as Chair of the Election Committee had asked the President to write the letter.
- c) Candace Martin – questioned whether or not New Range Power Company and HELCO will be able to initiate a reduced rate on power since HELCO said that under the FEE and TARIF Program they would not directly assist with competing power companies, and so HSCA would not receive power at a reduced rate. She urged the Board to consider the matter further. She also asked about the increasing number of items being covered in Executive Session, such as banking privileges, contracts with Pacific Solar and the status of the PER contract. She also commented on the proposed speed hump policy, and suggested that the description should allow every owner,

whether resident or non-resident to have equal say on the installation of speed humps on their street.

- d) Wallace T. Patch – read a letter in which he asked to hold a position of Board Member to the end of the year.
- e) Andrew Fugimura – voiced his concern about the speed humps recently installed on Papio St., noting that he feels that they are not a constructive way of dealing with traffic. He has been bothered by increased traffic on his street and surrounding streets as a result.
- f) Toni Robert – raised concern over the letter sent to several candidates for the upcoming election regarding the improper use of letterhead and asked if the entire Board approved the letter. The President responded that not all communications are approved by the entire Board. She suggested that this kind of letter should have been approved by the entire Board, and not just from the President, who is also running in the election. The President responded that the letter was sent on advice of counsel.
- g) Dick Munday – expressed his gratefulness to Mark Mallory and his group for the Jazz concert on Sunday.
- h) Erica Johnson – also expressed gratefulness for the jazz festival. She expressed concern over the increased animosity submitted in comments on Puna Web.

MINUTES

- a) October 8, 2011 Minutes – David Johnson moved to accept the Minutes of October 8, 2011. Solveig Lamberg seconded. Vote in favor: Unanimous approval. Motion carried.

REPORTS

Committee Reports

- a) Architectural – David Johnson moved to accept and file the Architectural Committee Meeting Minutes. Caroline Weber seconded. Discussion ensued. Vote in favor: Unanimous approval. Motion carried.
- b) By-Laws – After review, Pat Kellogg moved to file the By-Laws Committee Meeting Minutes. Caroline Weber seconded. Discussion ensued. Vote in favor: Unanimous approval. Motion carried.
- c) Community Relations – The written report was reviewed. It was noted that approximately \$300 was raised.
- d) Election – The Board reviewed recommended changes to the Bylaws recommended by the Election Committee.

Section 3.04 e Issues. David Johnson moved to accept this change. Pat Kellogg seconded. Vote in favor: David Johnson, Hiroshi Yanagihara, Pat Kellogg, Caroline Weber, Solveig Lamberg. Opposed: Royden Pilapil. Motion carried.

Section 3.04 f Content of Written Ballots – Candidates. Caroline Weber moved to accept the change. Solveig Lamberg seconded. Vote in favor: Unanimous approval. Motion carried.

Section 3.04 a Signature Cards. Solveig Lamberg moved to accept the change. David Johnson seconded. Discussion ensued. Vote in favor: Unanimous approval. Motion carried.

Section 4.02 Annual Meeting. Solveig Lamberg moved to accept the change. Pat Kellogg seconded. Discussion ensued. Vote in favor: David Johnson, Hiroshi Yanagihara, Pat Kellogg, Caroline Weber, Solveig Lamberg. Opposed: Royden Pilapil. Motion carried.

Section 4.05 Quorum – Solveig Lamberg moved to accept the changes after amendment to keep the quorum at 100 and removal of “on any issue”. Pat Kellogg seconded. Discussion ensued. Vote in favor: Unanimous approval. Motion carried.

Section 5.03 Nomination for Directors – Caroline Weber moved to accept the change. Solveig Lamberg seconded. Discussion ensued. Vote in favor: Unanimous approval. David Johnson abstained. Motion carried.

Section 5.06 Vacancies – Pat Kellogg moved to accept the change. Caroline Weber seconded. Vote in favor: Unanimous approval. Motion carried.

Section 10.05 Veto of Assessments – Pat Kellogg moved to accept the change. Solveig Lamberg seconded. Vote in favor: Unanimous approval. Motion carried.

Section 11.01 Procedure – Solveig Lamberg moved to accept the change. Caroline Weber seconded. Vote in favor: David Johnson, Hiroshi Yanagihara, Pat Kellogg, Caroline Weber, Solveig Lamberg. Opposed: Royden Pilapil. Motion carried.

Section 12.02 Mediation of Disputes – Solveig Lamberg moved to accept the new clause. Caroline Weber seconded. Vote in favor: Unanimous approval. Motion carried.

Proposed changes to CC&Rs from the Architectural Design Committee were also considered. Solveig Lamberg moved to accept the changes. David Johnson seconded. Discussion ensued. Vote in favor: Unanimous approval. Motion carried.

A special Board Meeting was set for November 17, 2011 at 6:00 p.m. to approve the draft ballot to go to the League of Women Voters.

Recommendations were considered from the Election Committee. Solveig Lamberg moved to accept the recommendations from the Election Committee as amended. Caroline Weber seconded. Discussion ensued. Vote in favor: Pat Kellogg, Caroline Weber, Solveig Lamberg, Royden Pilapil. David Johnson opposed. Hiroshi Yanagihara abstained. Motion carried.

Pat Kellogg noted that the Committee accepted 10 nominations but several signatures were illegible and unverifiable until the Election Committee Meeting in October. Pat Kellogg moved to not accept the nominations for signatures that were not verifiable on the date of September 30, 2011. David Johnson seconded. Discussion ensued. Vote in favor: David Johnson, Pat Kellogg, Solveig Lamberg. Opposed: Royden Pilapil. Abstained: Hiroshi Yanagihara, Caroline Weber, Eileen O'Hara. Motion carried.

Solveig Lamberg moved to file the Election Committee Meeting Minutes. David Johnson seconded. Vote in favor: David Johnson, Hiroshi Yanagihara, Pat Kellogg, Caroline Weber, Solveig Lamberg. Opposed: Royden Pilapil. Motion carried. Motion carried.

- e) Finance – No meeting was held in October.
- f) Infrastructure – A written report was reviewed. *David Johnson moved to file the Infrastructure Meeting Minutes of October 24, 2011. Caroline Weber seconded. Vote in favor: Unanimous approval. Motion carried.*

OLD BUSINESS

- a) Speed Hump Policy - *Solveig Lamberg moved to adopt the policy. David Johnson seconded. Discussion ensued. Vote in favor: David Johnson, Hiroshi Yanagihara, Pat Kellogg, Solveig Lamberg. Opposed: Royden Pilapil. Motion carried. Caroline Weber abstained. Motion carried.*
- b) Uniform Guest Fee Policy for Events for HSCA Parks – *Royden Pilapil moved to standardize the guest fee for all parks. Caroline Weber seconded. Discussion ensued. Vote in favor: Unanimous approval. Motion carried.*

NEW BUSINESS

- a) Appointment to the Board and remote access – *Pat Kellogg moved to accept Mr. Wallace Patch to the Board to fill the vacancy on the Board until January 2013. Caroline Weber seconded. Discussion ensued. Vote in favor: Unanimous approval. Motion carried.*
- b) Annual packet materials - *Fourth quarter financials, the newsletter, candidates' statements, Bylaws and CC&R revisions and the ballot are to be included in the packet.*

ADJOURNMENT

Meeting adjourned at 9:05 p.m. and the Board convened for executive session.

Approved:



Caroline Weber, Secretary

Date: 12-14-2011