

Kalapana Seaview Estates Community Association  
12-7017 Kalihikai St. # 4537, Pahoa, HI 96778

**KSECA Board of Directors Meeting  
Thursday, July 11, 2019 - 4:00 P.M. at the Pavilion**

Draft Minutes

1. Call to Order - 4:02 PM by Sage. Directors Present: Sage Melillo, Stone O'Dougherty, Jacob Turner, DJ Howell, Kekoa Bauer, Kevin Kalley. Members Present (as listed on sign in sheet): Rick Schulz, Alan McIntosh, Camilla DuLac, H, Ian Renaud-Kim, Missy Tissot, Jon A. Bernier, Christina Hazzard, Robert Thornton, Iris Thornton, Garry Hoffeld, Helen Noble, Jeranium, Kevin Sulgit, Diane Angell, River Rogers, Ben Wismer, Michael Becker.

A. Opening Statement and Decorum Guidelines - Read by DJ

B. Additions to Agenda - none

C. Announcements - Sage read a letter detailing a list of open issues that she found upon taking her seat as President of the Board including: dues in arrears, unfiled taxes, audits not completed, bylaws not updated, and other items that need addressing.

2. Resident Concerns - Discussion on: 421J status; Member input at Board Meetings; Dues being voluntary vs mandatory; and Proxy voting. Jacob made a motion to apply for a KSECA credit card. Seconded by Kevin. Motion Passed - unanimous.

3. Treasurer's Report - Read by Jacob. June total assets Savings: \$48,960.54 Checking: \$34,905.51 Total: \$83,866.05. Dues in arrears is \$146.985.47

4. June Meeting Minutes - Read by Jacob. Sage made motion to accept, seconded by Kevin. five-yea, 1-abstention (Stone).

5. Clerks Report - DJ announced that the first person on the waiting list finally received a mailbox.

DJ read a personal comment concerning Association Services and our attorney, Mike Garbarino.

DJ made a motion to have Draft Minutes completed within 10 days and posted within 14 days. Seconded by Jacob. Five-yea, 1-abstention (Stone).

Kevin gave a report based on TMK numbers (unofficial and admittedly based on material over 60 days old) indicating that of those who received a letter from Association Services; only 13% had a Pahoa address and a property with a building. Local (defined as Pahoa mailing address) versus Other (defined as Hawaii address - non Pahoa, Mainland, or Foreign was 33% local versus 67% other.

6. Business Reports -

A. Parks - Stone gave a report concerning a FEMA proposal for an additional emergency warning siren. It would be a 100ft tower on a 4'x4' cement base. It would have 120 decibel warnings for emergency situations and would also be tested once monthly. They hoped to put it into one of the KSECA parks with a backup plan for State land either between KSE and Kalani or at the top of KSE (near the utility easement. Community input and board reaction was negative. Stone will go back to the FEMA representative and report any updates.

A. Mailbox Center - Stone gave a status report, explained delays and detailed construction requirements. Material has been picked up or will be delivered and work should begin by next week. Those with actual construction experience that are interested in helping should contact Stone.

7. Old Business -

A. Contracts - Kevin reported that current contracts are poorly written but in general we have been satisfied with: Lawn mowing and weedwacking at all three park (two different contractors); Pavillion/Bathroom/Free Box maintenance; LFA Services; Palm Frond Removal; Website maintenance; and Bookkeeping services. Contracts all renew in September and no further action other than renewal is required at this time. General agreement, no motion required.

B. Budget/ Dues Collection - Tabled

C. Bylaw Review - Tabled

D. Calendar - DJ reported that we are working on an Action Calendar. This would not be the Calendar as it appears on our Website but a calendar of Board meetings, dates when tax filings are due, dates of audits, dates regarding AGM newsletter/mailings/receipt of dues, etc. It is a work in progress and DJ will continue to update us.

E. Facebook - Kevin reported that the board is creating a Facebook page as another means to help everyone stay informed It would enhance, not replace the website. It is in the early stages of development and we hope to preview it by the August meeting, or earlier.

8. New Business - Board retired to Executive Session to discuss allegations relating to contractor Mike Garbarino.

Board returned from executive session and reported: Previous Kseca board had vetted and approved Garbarino; verified that Attorney Garbarino's license was simply inactive in Texas; the President of the Board of Leilani Estates (during Garbarino's tenure) had only praise for him; and that there were no current convictions.

9. Next Board Meeting date announced. Thursday August 8, 2019, 4:00 p.m. at the Pavilion.

10. Retire to Executive Session - to discuss Association Services contract, secure legal services, discuss other items mentioned in Sage's opening statement (dues, taxes, audits, 501C status) as well as receive attorney/client privileged information.

11. Board of Directors Meeting was not adjourned so that continuing Executive Sessions might occur.

Executive Session Draft Minutes  
July 11, 2019 - continued July 19, & July 26, 2019

Motions:

1. Sage, 2nd by DJ. To move forward with considering Association Services as our potential collection service. 5 yea, 1 nay (Stone).
2. Stone, 2nd by Sage. Send a letter to Association Services for full reconciliation of funds and payment to date. Unanimous.
3. Kevin, 2nd by Sage. For clarification do we accept Mike as our current attorney? 5 yea, 1 nay (Stone)
4. Kevin, 2nd by Sage. KSECA dues are mandatory.. Unanimous
5. Kevin, 2nd by DJ. KSECA will have a process to see that dues are collected. Unanimous, 1 abstention (Stone)
6. Kevin, 2nd by Sage. Association Services will continue working with those debtors that have already entered into payment plans, or those that have already been assigned (letter sent) that have reached out to KSECA or A.S., but new outreach of debt collection is suspended until further notice. 5 yea, 1 nay (Stone).
7. Sage, 2nd by DJ. Have Enrolled Agent David Kennelly file KSECA taxes for 2017/2018 4 yea, 1 nay (Stone).
8. For the good of the Board, and to fulfill its fiduciary responsibilities to the Community, the Board must first govern itself and allow no personal agenda to bias that loyalty to the community, in which the Board must at all times work in the best interests of the membership as a whole. Good Community begins with a good Board that effectively fulfills its responsibilities without personal bias, or limited agendas. Director Jeremy Fash (Stone O'Daugherty) was therefore removed from the office of Vice President, and from his Board seat, as a result of the Board Directors voting 5 Aye, 0 Nay.
9. Kevin, 2nd by Jacob. To allow Sage to be delegated the authority to reply to Stone's email (regarding 421J and Fair Collections Practices Act - dated 7/25/19 7:24 p.m.) in consultation with legal counsel. Unanimous
10. Kevin, 2nd by Kekoa. Motion for DJ and Sage be delegated the authority to meet with legal counsel to produce a detailed agenda for the August 8 board meeting. Unanimous
11. Jacob 2nd by Sage. To accept the Statement of Annual Dues and post immediately. Unanimous

Minutes submitted by Kevin Kalley