

## KALAPANA SEAVIEW ESTATES COMMUNITY ASSOCIATION

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### MINUTES of the Board of Directors Meeting\* November 1, 2006

**Call to Order** – President Jim Ferguson called the meeting to order at 6:02 p.m. at the pavilion. Also present were Greybeard, Dawn Burke, Uschi Snover, Raven, Lorianne West, Athena Peanut and Robert Stearns. Mark Hinshaw joined us a few minutes later to deliver paperwork and then left because of family emergency needs.

**Agenda** – The Agenda was presented by Jim, reviewed, additions made and accepted.

**Minutes** – The Scribe read the Minutes of October that were accepted as read.

**Treasurer's Report** – Dawn read the Treasurer's report and the Record of Transactions by Account for the month. (Copy attached.) The beginning checkbook balance was \$13,779.34 and the balance at the end of the month of October was \$13,721.02.

A member suggested that at the end of the year we add a substantial amount (\$5,000-to-\$10,000) to our savings account for building the association office space. The Board agreed to take the matter up when the 2006 Financial Report is completed in January 2007.

**Pavilion Report/Keiki Park** – Greybeard reported that a volunteer, who wishes to remain anonymous, has been regularly cleaning the bathroom every morning. He also requested we ask Elton to push back the lawn edges of the pavilion park. The lawn mower has yet to be returned to the pavilion. A volunteer to do a regular trash run about every other week is desperately needed.

**OLD BUSINESS – Cinder for the Front Park** – The cinder and cindersoil has been delivered. The bobcat operator, Steve of Greenleaf Landscaping, had not appeared to date. If he does not appear this week, David Snover has offered to do the job.

**Edging of the Roads** – The President reported that the County will edge the roads whenever they are able to schedule it.

**Tax Exempt Information** – Jim reported that there was no advantage to KSECA to pursue IRS tax-exempt status; that it would be costly and engender a lot of paperwork. **MOTION** by Jim, **“KSECA will not pursue the IRS 501(c)(4) status.” MOTION CARRIED UNANIMOUSLY.**

**Annual Holiday Dinner** – Dawn reported that the community dinner will be held on Sunday, January 7, 2007. Athena will call Graham Ellis and invite our next door neighbors, the Jugglers. No smoking signs will be posted in the pavilion.

**Meetings and Proposed Bylaws** – Athena had presented two memos to board member two weeks before (copies attached). **MOTION** made by Jim, **“To include a proposed bylaw change to the membership at the 2007 AGM, in the Annual Newsletter, “To delete the second sentence of KSECA Bylaws, ARTICLE VII, Section 2: Donations. Reason for deletion – Not Applicable.” MOTION CARRIED UNANIMOUSLY.**

**Meetings** – Having previously sent the board members copies of “Proposed Bylaw Changes” and “Board Meetings as Proscribed by State Law and Robert's Rules”, Athena briefly discussed the six different meetings permitted under the Hawaii Nonprofit Corporation Act and Robert's Rules, **Ch. IV, Meeting and Session, Sect. 9:**

1. **Board meetings** – held at regular times are membership meetings; 2. **Executive Meetings** – are secret meetings held by the Board to discuss legal, disciplinary and personnel negotiations; 3. All other meetings are **Special Meetings** which are general membership meetings, requiring written notice to all members. Special meeting are called to discuss matters which cannot wait until the next regularly schedule board meeting; 4. **Annual General Meetings**; (5) **Emergency Meetings** – are of such urgency that they cannot wait until next regular meeting: Ex. When office burned down or president resigned and; 6. **“Other Meetings”** HRS Chapter 414D, Sect. 144, **“Action Without Meeting”**, allows the Board of Directors to meet to discuss on-going business under strict guidelines: (a) All board members must be present and sign in, (b) All business and motions to be discussed must be previously noticed and no other business may be transacted; and, (c) Minutes must be taken, read at the next regular board meeting and incorporated into the monthly minutes.

Also presented were the Robert’s Rules endowing all members in good standing full participation in the deliberative process, including the right to vote. This subject engendered much discussion because the Board has not permitted members to vote in the regular board meetings for the past 4-1/2 years.

Discussion: Upon a suggestion by a board member, the directors agreed to study the submitted memos, consult their Robert’s Rules and table further discussion until the December meeting.

**Financial Reviews** – A concerned member asked about the status of the past two financial reviews that are due every other year. The President will look into this matter and report at the next meeting.

**County Open Fire Law** – Dawn read the current county open fire laws permitting small cook fires and campfires that burned five pounds of wood or less at any given time. A notice will be posted on the bulletin board.

**NEW BUSINESS – Michael Ream at Queen’s Hospital – MOTION made by Dawn “To send flowers and a card to our good neighbor Michael Ream who was seriously injured in an automobile crash. Budget allocated up to \$75.00.” MOTION CARRIED UNANIMOUSLY.** Dawn will carry through.

**Liability Insurance Policy – MOTION by Jim “To pay the current premium on our liability policy with Glenn Santos, broker, Business Associates, Inc., in the amount of \$5,533.94.” MOTION CARRIED UNANIMOUSLY.** Discussion: Premium is the same as last year.

**Christmas Tree – A member suggested that we decorate the Norfolk pine in our third park with lights and Christmas decorations. Lorianne will research alternative lighting systems. Anyone who wants to provide other tree decorations is encouraged to do so.**

**Correspondence – A letter was received from member Charlie Collins requesting exemption or work exchange in lieu of annual maintenance fees on the basis of his military service and disability. Mark replied to the inquiry that the matter would be presented to the Board. The Board is investigating this matter further.**

**Bulletin Board – Dawn has been care taking the bulletin board. She requests that the assembly bring suggestions for bulletin board etiquette: ex; business card size only for ongoing businesses. Acquisition of new cork surfacing is still a priority and larger space for KSECA news.**

Meeting adjourned at 7:28 p.m. Submitted by Greybeard, Scribe.

Attachments (3): Treasurer’s Report, Proposed Bylaw Changes & Meetings Memos and C. Collins’ letter.

\*Denotes Minutes corrected.