

Kalapana Seaview Estates Community Association
R.R. 2, Box 4537, Pahoia, HI 96778

**KSECA Board of Directors Meeting
Thursday October 10, 2019, 4:00 P.M. at the Pavilion**

FINAL MINUTES

1. Call to Order: At 4:05 PM by Stone. Board members present: Stone O'Daugherty, Leigh Owen, Kelly Finn, Ian Renaud-Kim, Steve Burns, and Daniel Levy. Members present: 35 signed in.
 - A. Additions/Corrections to Agenda: Steve requested to move 6.D. up to #5.
 - B. Announcements: Ian announced the need to fill the empty board of director's position.
2. Treasurer's Report: Full report was tabled. Ian reported mailbox center supplies were paid for.
3. Minutes September and July Meetings: Kelly read the September minutes. Daniel motioned to accept the September minutes, as corrected, seconded by Leigh. One abstention: Stone; motion passed. As the majority of the current board was not on the board or at the July meeting, the board did not feel they could verify the July minutes. Hazen suggested the board put a disclaimer on the July draft minutes stating this information.
4. Clerk's Report: Leigh reported she is adding names to the mailbox waiting list but still does not have the original list from the prior clerk, Jean Howell, who refuses to hand it over.
5. Board Reports
 - A. Bylaw Review Inquiry: Several members in attendance want the tabled vote from the 2019 AGM to be removed from the 2020 AGM as they feel the proposed bylaw revision was not correctly vetted after attorney review and before its inclusion in the newsletter. Stone pointed out that the board cannot override an AGM vote or agenda item. Therefore, the tabled vote would need to be overridden or otherwise amended by the membership at the 2020 AGM. Daniel suggested the bylaw review committee (BRC) should be re-opened to go over the proposed bylaw revision in the newsletter to check if it is the version the committee had intended. Kelly and Stone encouraged those with problems with the proposed bylaw revision to write up a proposal for the 2020 newsletter pointing out the issues and recommending a "no vote" or a revised version. Kelly motioned for the prior BRC to look into this issue and report back on it at another board meeting, seconded by Stone. 5 ayes, 1 nay (Steve); motion passed.
 - B. Community Committee: No report.
 - i. Ballot Subcommittee: John reported they went over the background regarding the ballot issue and discussed future moves for the 2020 AGM.
 - C. Parks
 - D. Mailbox Center: Trusses were delivered. John D. asked about the running total for the mailbox center but this information was not available at the meeting. Kevin S. reminded

us that until the inspector is paid he won't send in an inspection report. Stone will call him. Hazen suggests sealing the concrete and having a painting party in @ two months.

- E. Website: Daniel suggests we look at our former Slack account to see if it is still active and who has admin capacity. Daniel will set up a Trello account which can be used to keep track of projects.

Steve looked into getting wifi for the pavilion. No action was taken.

6. Old Business

A. Contracts: No report

B. Audit: Ian will get a quote from Carbonara and Associates for an audit. Ian reported there are not many CPA firms on the island to get quotes from; we can look off island as well.

C. Legal Matters: Moved to Executive Session

7. New Business

8. Resident Concerns: John D. wants the board to address 2020 AGM items now rather than waiting. The community committee voted in Carol Craig as the 2020 Newsletter Editor and Carol accepted. The board thanked Carol.

9. Announcement of Next Board Meeting: November 14, 2019, at 4:00 PM in the pavilion. The membership was adjourned at 5:37 PM.

10. Board Moves to Executive Session: The board went into executive session to discuss legal matters including retaining legal counsel.

Minutes submitted by Kelly Finn.