

Kalapana Seaview Estates Community Association  
12-7017 Kalihikai #4537,  
Pahoa, HI 96778-7842

Board of Directors Meeting  
Monday, May 8th, 2023, at 4pm

**FINAL MINUTES**

1. Welcome and Call to Order: Robert called the meeting to order at 4.15pm. Board members in attendance were Kevin Sulgit, Robert Stearns, Laurie Laughlin, Adam Sativas, Gary Polinsky (via phone). Uschi (Ursula) Snover was absent. Also in attendance: Sheryle (Sativa) Sultan, Ben Wismer, Frank Sulligan, John DuBois, Laurel Delacroix.

2. Elections of Officers:

President: Robert was nominated by Adam, passed all in favor

Clerk: Robert nominated Uschi, passed unanimously

Scribe: Gary nominated Adam, passed unanimously

Treasurer: Robert nominated Laurie, passed unanimously

Vice-President: Robert nominated Kevin, passed unanimously

Ben asked if he needed to be at the meeting in order to continue to manage the coconut fronds. Robert replied that as of now, all of the contracts start and end at different dates. Robert would like the transition to all of the contracts begin and expire at the same date. Uschi had strongly suggested that all of the RFPs (requests for proposals) go out by June 1st, Board votes at the July meeting, and contracts begin August 1st. Adam made a motion to pass that, Laurie seconded, all passed in favor.

3. Additions & Corrections to the Agenda: Kevin asked about 7c (Dues in arrears/declaratory judgment). Robert stated that this was something that Uschi put in and he's not entirely certain what she intended. All accepted the Agenda as proposed.

4. Announcements: Diana Angell's property has sold and she is officially off of the Board.

Sativa asked about the fact that it states in the articles of incorporation that members cannot be paid membership dues, meaning that we cannot legally be giving contracts to our members. Robert said that this is something that Seaview has been doing for years and that this is an issue that the new board can make a decision about in the future.

5. Minutes of AGM meeting: Unfortunately, the minutes from the AGM have not been received yet, so we will not be able to read them.

6. Treasurer's Report: Robert gave the Treasurer report. The Balance Sheet as of April 30th shows a balance of \$47,125.23 in Checking (BoH) and \$15,342.08 in Savings (Capital One) for a total of \$62,467.31. The financial statements will be posted with the minutes on the KSECA website.

Gary asked if we're able to charge late fees, Robert said that we do and that it's 10%. He also mentioned that we cannot put a lien on any amount owed past 6 years. When a property sells however, we can ask for all dues in arrears and that is taken from the profits of the sale by the escrow company. Gary asked to discuss the matter of past dues collection at the next meeting.

#### 7. Board Reports:

a. Requests for Proposal (Lawn Maintenance, Bathroom & Pavillion Maintenance, Website Maintenance, LFA, Coconut Trees Front Park, Tree Trimming Pavillion Park)

Gary asked the price for coco trimming and Robert said in the past we paid approximately \$8000 for the year for full trimming for all the work, last year we chose to just pay for removing the nuts, which was around \$5000.

Laurie asked about the process, and Robert said that we ask for RFPs each year.

John mentioned that at least the coconut trimming needs to be done by bonded contractors.

Robert said that we put RFPs up on our bulletin board and on our website. A question was posed if we should advertise more widely (maybe FB?). Laurie asked if the Board

vetted the contractors and Robert said that last year he just met with contractors and reported back. Kevin said that after all the RFPs came in we tended to have an executive meeting to approve them. Robert said that in our new process we would be posting the RFPs shortly after this meeting, John asked if we should instead just have it posted for 30-35 days to keep the process streamlined. John said that it's important that there should continue to be a clause in our contracts that either KSECA or contractors have 30 days to terminate the contract.

Robert said that there are many contracts we need to have, such as Lawn Maintenance, Bathroom & Pavilion Maintenance, Website Maintenance and LFAs. Robert said that it's up to this Board to decide if we want to budget for the trimming of the fruit trees in the Pavilion park.

b. Taxes and Audit:

Robert said that we have digital copies of our last taxes and that a print copy was also found. Robert proposes that we continue to acquire the accountant that Uschi has worked with but we don't have a potential auditor.

Kevin said that we should contact the last auditors. John asked that since it's been so long perhaps we should have a forensic audit and that we have tolerated members for too long that have not paid.

Laurie asked if what John is asking for is to bring about lawsuits to force payment and John said he didn't just want his dues to go towards audits. He also said that in the past there have been some serious financial issues that were swept under the rug.

Sativa said that there have been financial issues for years and that there just needs to be more oversight. Robert said his hope for this Board is to get things back on track financially. Kevin also said that we need to establish "guardrails" to keep KSECA on the right path moving forward.

Frank asked if we can just have an itemized list to have more accountability and Robert answered that we do publish our financials but that it isn't very detailed and that maybe we need to have a more detailed report published for all to see.

John said that one thing that would improve transparency is for the Board to use executive sessions only as legally stated in Robert's Rules and 421-J. Robert defended the previous board's use of executive sessions and was hoping that the new board wouldn't have to utilize them.

c. Dues in Arrears:

Kevin said that there was a previous system of requesting Dues in Arrears and that having it be tied to land sales is a good system that does bring in past dues. Kevin said that in the past we tend to spend about \$40,000 in a year and that if everyone paid their dues it would only amount to \$46,000. Now that we have raised the dues to \$100 a year, we should see an improvement in solvency.

d. Bylaws Review Committee:

Kevin said that he believes we need to have a Bylaw Review Committee, especially due to there being many new proposals to change our bylaws. Robert said he also thinks we should have a Bylaw Review Committee and that it should have a couple of members and one or two board members. Kevin asked if we should have members who are proposing bylaw changes to be on the BRC. Sativa said that although she is proposing bylaw changes, she would like to be on that committee since she is becoming well versed in Bylaws.

Robert asked if Sativa, Frank and John would be willing to reach out to the members to see who might be interested in being a part of the BRC. John pointed out that the committee would be facing a long arduous process. Robert made a motion to have BRC begin with Sativa, Frank and John as well as Board Members Kevin and Adam with the addition of publicly posting for other member participants if they wish to join, Kevin seconded, all voted in favor.

e. Front Park:

- Security Patrol/New Park Rules:

Robert stated that he thinks we need to have some level of security patrol for not only the front park but also the Pavillion. Laurie stated that we need to post new aluminum signs stating that we hold no liability. Laurie said that having no vendors is the right step, but that beyond signs, she doesn't believe we need any other measures based on her many years and close proximity to the front lawn. Robert said that he thinks we need to have a legal advisor say that signs alone are enough legal protection. Frank said he is soon meeting with a lawyer and that he will bring the question up.

Kevin said that the County has previously said that Sunday Funday is an event and that it is unpermitted. Kevin says that the fact that there is music makes it an "Event". Robert said that he tried to communicate with Jeremy Coco, one of the lead drummers,

in hopes that he could facilitate drummers to end the drum circle by 7pm and that he received no reply and that for that reason he thinks that we need to move forward on establishing new systems. Sativa said that she doesn't believe we need security and that the expense would be too high for Seaview and that we need our insurance to know what is happening in case of liability. Laurie again stated that the signs need to go up immediately. Kevin said that two signs were put up some time ago and that standards have changed and that we need new wording and that they need to be every 75 feet.

- New Park Signs and Seaview entrance signs: Kevin asked if we should put out an RFP for our Seaview sign maintenance.

f. Pavilion Park

-Cesspool inquiry EPA:

Kevin said the EPA inspection regarding our bathroom states that we need a commercial septic system due to the occupancy (amount of use). Laurie asked if there was a time by which we needed to comply and Robert said yes, but it's unclear how long that is. Robert said that we were just issued a questionnaire from the EPA that needs to be returned by May 19th but that Robert emailed them and asked for an extension until July and that was granted.

Sativa said she hoped we could circumvent the EPA by putting in a composting toilet. She said that the Park Service is putting them up on Mauna Loa and that the Governor is starting a program for complete food security and that a composting toilet could fit into that and we could maybe have funding from that.

Robert asked Sativa if she could come up with some design/price proposals and she said she could. Sativa also said that such a large investment would need to be approved by the members as a whole. Kevin said that there is also an issue of decommissioning our current cesspool and that there are only 3 contractors that do it and that runs \$3-5k.

Kevin said that the Health Department did say that their report was inconclusive due to not being able to actually locate our cesspool.

Robert said that our cesspool is permitted and he is planning on going to the county to find any info and that he will complete the questionnaire.

- Maintenance Swings/Playground:

Sativa said that there is more risk from the playground than from Sunday Funday. Robert said that if the playground needs updates, the board could just vote to do that.

John and Sativa said that they think that the cost would be substantial enough to warrant it being a vote at the AGM.

- Ohia posts: not addressed

7. Old business: None

8. New Business

a. Update Board Rules: not addressed

9. Adjournment/Recess: Laurie made a motion to adjourn the meeting, Kevin seconded. All voted in favor and the meeting was adjourned at 6:30pm.

The next Board meeting will be on June 12, 2023 at 4pm.

Minutes submitted by Adam Sativas