

Kalapana Seaview Estates Community Association

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2018 Annual General Meeting (AGM)

Sunday April 29, 2018 1:00 PM

DRAFT MINUTES

Gather and Sign-in – 11:00 AM to 1:00 PM

The sign in sheet reflects 57 people in attendance.

1. a. CALL THE MEETING TO ORDER

1:30 PM Meeting called to order by Hazen Komraus. Hazen turned on the recorder and introduced Julie Mitchell of the Ku'ikahi Mediation Center.

b. Quorum established with 51¹

c. MOTION: By Stone, seconded by Hazen, to approve Julie to facilitate the KSECA 2018 AGM

Vote: Unanimous; Motion passed

Julie introduced herself and led us on an exercise to get to know each other. Julie read the best practices statement. All in attendance agreed to a 5-minute/person speaking time limit and to adhere to decorum/best board practices and behavior.

d. Additions and Deletions to the Agenda

Added topic of swing set to Parks.

MOTION: By Leigh Owen, seconded by Hazen, to accept the agenda. Unanimous; Motion passed.

Point of Order by Kristen Lowery about Robert's Rules of Order (RRO) saying that we do not need to read the prior year's AGM minutes, rather they can be read at the next regular monthly Board meeting. Faith O'Neill said that then only the Board could vote on accepting them and that is not appropriate. John DuBois says there are errors and doing it that way would not allow members to vote on AGM minutes. John D. said that RRO also

¹ The quorum referred to is in KSECA's Bylaws; however, we did not meet the quorum according to H.R.S. 414(D) as follows: [§414D-111] Quorum requirements: (d) Unless one-third or more of the voting power is present in person or by proxy, the only matters that may be voted upon at an annual or regular meeting of members are those matters that are described in the meeting notice. [L 2001, c 105, pt of §1]

recognizes following patterns and practices which could stand (i.e. we've always read the minutes at the next AGM).

MOTION: By Bob Kirk, seconded by Kevin Kalley, to follow RRO going forth with the implication that the AGM minutes would be approved at the next Board meeting. Mannix asked to table this and review RRO. Call to vote made by Sean McCrory. John D. made a point of order to re-state the motion. Ayes: 29, nays: 6; abstentions: 10; motion passed.

e. Minutes of 2017 AGM

Hazen read the minutes. Hazen made a motion to accept the 2017 AGM draft minutes as corrected, seconded by Sean. Nays: 2 (Jamie Valiere, Patti Lightcap), Abstentions: 4 (Kelly, Aileen Wilkie, Mannix, Monika); motion passed.

2. Reports of Officers, Boards, and Standing Committees

a. Treasurer's Report

Patti read the report. Bob Kirk made a motion to accept the 2017 Treasurer's report, seconded by Tim S. Abstention (Monika); motion passed.

It was reported that 123 owners are in arrears for @ \$108,000 (between \$500 - \$1500 each).

b. Clerk's Report

Jean Howell reported that 31 people are on the mailbox waiting list. Due to more building out, additional clusters will be needed. Motion to approve the report made by Hazen, seconded by Uschi Snover. Nays: 1; motion passed.

c. Bylaw Review Committee

The BRC met three times, however, it didn't function due to disruptors. John D. contends he was Chair of the BRC and that he chaired another meeting in December.

3. Reports of Special Committees

a. Mailbox Center Report

Bob Kirk reported still no building permit issued. SMA application completed and approved. Building plans approved and we are waiting for permit to be issued. After the permit is issued, a RFP will be issued to hire a licensed contractor to build the structure.

b. Scott Stone reported the pavilion project is completed, at \$2,000 under budget. He read a list of people who volunteered time and supplies.

4. Elections

a. Form Balloting Committee

Patti volunteered to be Chair, seconded by Kevin. Motion passed. The committee includes Stephan, Jamie V., Camilla and Jack Hash.

b. Proxy Tallies

Proxies were tallied. Board members present (5) each received 2 proxies. Results of the proxy count were:

Total	101
Total Invalid	2
Total for Quorum Purposes Only	13
Total Individually Assigned	59
Total Divided Equally Among Directors	10 (2 each)
Total to Board as a whole	17

c. Candidate Nominations

Mark Hinshaw nominated Jean Howell, seconded by Aly

Bob Kirk nominated Richard Valdez, seconded by Jackie Symonds

Kevin Kalley nominated Stone O'Daugherty, seconded by Jack Hash

Shanti Overley nominated Kelly Finn, seconded by Stone

John D. nominated Faith, seconded by Hope Cermeij

There are 4 positions to be voted on.

MOTION: By Mark, seconded by Kristen that nominations be closed. Motion passed.

Lunch was served and the meeting reconvened at 3:47PM.

d. Distribution of Ballots

e. Voting

f. Election Results

Patti read the results and the elected board members are Jean, Stone, Kelly and Richard.

5. OLD BUSINESS

a. Bylaw Review Committee

Mark made a motion regarding the BRC becoming a membership committee, seconded by Jean. John D. pointed out that this motion defies existing bylaws; specifically Article 12, Section 1. Dave S. suggests we hire a lawyer to check our bylaws. Monika questions

if we really need to be doing that. This topic was greatly debated with people on both sides. Faith said she considers this AGM illegal and therefore any votes taken are illegal. Motion by Hazen to limit discussion to 5 more minutes, seconded by Stone. Nays (Faith, Christina, John); motion passed. Call to vote. Yeas: 15; Nays: 15; Abstentions: 2 (Aly, Jamie). Due to the tie vote, we opted to vote using proxy counts. Yeas: 76; Nays: 35 + 17=52; Abstentions: 4; motion passed.

Then nominations were made for members of the new BRC to be voted on by ballots.

Ray nominated Mark H., seconded by Kevin

Faith nominated herself, seconded by Daniel

Mark nominated Uschi, seconded by Patti

Stone nominated Jamie, seconded by Kevin

John D. nominated himself, seconded by Faith

Hazen nominated Tim, seconded by Bob

Jean nominated Sean, seconded by Stone

Kevin nominated Kelly, seconded by Jean

Kristen nominated Jack H., seconded by Mark

Christina called a point of order. Patti made a motion to end nominations, seconded by John. Abstentions: 3 (Stone, Hazen, Kelly); motion passed. Ballot voting was done and votes tallied. The 7 new BRC members are: Jack, Kelly, Tim, Uschi, Jaime, Sean, and Mark.

b. Proposed Bylaw Amendments

Article II, Section 2, B. Voting Rights change as written in the newsletter. Sean made a motion to accept this proposed change, seconded by Jean. Nays: 1; Abstentions: 4 (Aileen, Graeme, Ben Daniel); motion passed.

Article II, Section 1, C. Kevin made a motion to add C. as written in the newsletter, seconded by Jackie. Nays: 2 (John, Daniel); Abstentions: 4 (Monika, Ben, Linda, Rose); motion passed.

c. Legal Matters

KSECA hired a lawyer, Mike Garbarino, after review. No 421(J) review has been done as of this time.

d. Park Policies (We moved this up on the agenda to before c.)

Frank Tissot described intruders in his yard taking coconuts and then being belligerent to him when confronted. He thinks the Sunday event has gotten out of hand with too many

people and vendors and cars including after the park is closed at night. He hoped we can work out a solution to a possible increased problem. Discussion ensued about the front park, mainly the Sunday gathering.

Ray suggests a post and pole fence be put up in the front park perimeter to get cars to stay out of the park. Daniel Levy agrees the liability is the cars driving across the park. Tim says the tightrope slackline is a dangerous liability. Kristen suggests a front park perimeter committee be formed and prepare something for the next AGM. Sean addressed the park and thinks parking is a problem but not the only problem, increased population and an increase in crime are problems. Other parks have strict, enforced rules. The bigger the event gets, the more problems. We need to find some way to regulate it. Stone would like to see self-regulating happen there. Ben Wariner supported the event and encouraged all to think rationally about the good side. Susan sees members driving across the lawn. People need to be able to use the park responsibly.

6. NEW BUSINESS

Jack made a motion for the Board to come up with several options for the front park perimeter and bring them to the association. Motion passed.

Dave Hoffeld made a motion to add a swing set but it was decided this could be handled at the next monthly Board meeting.

Mannix expressed his dismay at the late start time and length of the AGM. Mannix made a motion to start next year's AGM at 9:00 AM, seconded by Daniel. Motion failed.

Hazen made a motion to start next year's AGM at 11:00 AM, seconded by Carol; motion passed.

7. ADJOURNMENT

The next annual general meeting was set for Sunday, April 28, 2019 at 11:00AM.

MOTION: To adjourn at 7:10 PM made by Stone, seconded by Carol; motion passed.

Minutes submitted by Kelly Finn.