KALAPANA SEAVIEW ESTATES COMMUNITY ASSOCIATION

DRAFT Board Meeting Minutes | Wednesday, October 28, 2026 | 2:00 PM

1. Call to Order & Roll Call

Leʻ Ann Milinder, President, called the meeting to order at 2:04 p.m. **Directors present:** Leʻ Ann, Robert Adler, Lahi Verschuur (Scribe), and Lorne McElhone, constituting a quorum; Carrie Delos Santos (Treasurer) attended by telephone and became a voting director upon adoption of Item 7.I. **Members present:** Laurie Laughlin, Roma Wolff, Jorge & Barbara Nijensohn, George Wolters, Sativa Sultan, RJ Hampton, Lexy Lee, Kevin Kalley, Marshall Schmit, Wendie Gonzalez, Jim Gordon, Stone Oʻ Daugherty, Jack Hash, Joanne Morris, David Platford, Gerald Botani, Robert Gluckson, Gregory Perna, P. Seagrawl, Tim S., Greg "Jacy" Ward, Aumrae McCarroll, Jerry Boiani, Steve Ocean, Naiʻ a Rae Fox, Mary Look.

2. Agenda Modifications & Opening Community Input

Motion: To take Community Input at the start of the meeting, limited to property owners and one minute per speaker (Leʻ Ann; 2nd Lorne). **Carried, 3–1 (Lahi against).** The President noted this is not a membership meeting, and directed broader concerns to the AGM.

Member statements (one minute each):

- **RJ Hampton** – Asked the board to keep future generations of residents in mind and to be careful with spending.
- **Sativa Sultan** – Objected to the September 30 authorization to consult an attorney about refiling the 1971 covenants; fears restrictions on farm animals and that four directors decided for roughly 1,000 owners.
- **Lexy Lee** – Asked what the board's plan is and whether it could adopt new rules suited to 2026 rather than re-enact the old ones; the President said this is a question for counsel.
- **Roma Wolff** – Reviewed minutes back to 2017; reported the firm under consideration was unresponsive when retained then; believes refiling would need approval of three-quarters of owners; opposed spending $4,000.
- **Steve Ocean** – Stated his belief that the covenants expired in 1999, questioning the association's authority to collect dues and how far back arrears can be pursued.
- **Gregory Perna** – Read a formal request that the board freeze all efforts to refile or record the original covenants until the membership has voted.
- **Aumrae McCarroll** – Owns two lots; was not told of the $100 annual dues at purchase and disputes a $1,500 charge, but pays annual dues; suggested collecting dues going forward only.
- **Marshall Schmit** – 20-year resident; stated that residents reject refiling and spending on an attorney, citing past experience with counsel.

3. Approval of Previous Minutes

The September 30, 2026 minutes were approved by unanimous consent without being read. Members can sign up for board notices to receive agendas and minutes via email on the KSECA.org website landing page.

4. Community Announcements & Updates

Board vacancies: Two seats are open (Vice President and Clerk, following Tada Dalotto's written resignation received Oct 24) through the next AGM. Directors nominated Edie Hope (Clerk), Steve Ocean (Vice President), and Lexy Lee (Vice President). Steve withdrew because he is not a member in good standing. The remaining nominees' good standing (property owner, dues current) will be verified, with a vote at the next regular meeting.

5. Financial & Administrative Reports

A. Treasurer's Report (Carrie): Bank balance $95,669; PayPal $104; total accounts receivable per QuickBooks (records back to 2005) $256,227. September income $2,170; expenses $12,472, about 72% of which was the annual insurance premium.

B. Finance Committee Report: HOA portal software demos are being scheduled to evaluate streamlining the webmaster, accounting, and member-survey functions. Leʻ Ann drafted a budget for the remainder of 2026 projecting a carry over of about $66,000 going into 2027; a 2027 draft is targeted for the next meeting.

6. Ongoing Projects & Committee Reports

A. Dues Collection Committee: The statement mailout for dues collection is on hold until counsel is consulted. The attorney will not be on retainer, will be invoiced as services are rendered, and is not being engaged for collections; a follow-up email sent two days ago has not been answered. Lahi read the September 30 motion (up to $4,000 for legal advice on the covenants, dues, and Sunday lawn trespass/liability issue) and clarified it is a spending cap; the board will ascertain and discuss the cost of each opinion desired before proceeding.

B. Bylaws Review Committee: A director moved to name Paul Hope vice chair (chair John Dubois is off-island) and was seconded. No vote was taken; the board will contact John, Paul, and other volunteers to schedule the next meeting.

C. Park Fruit Trees: No October work session; a pruning party is planned for December.

D. Sunday Lawn Gathering Committee: Carrie reported no recent meeting; the committee awaits counsel's advice. The insurance agent said coverage is unclear and might be decided in court, and suggested counsel review the policy and an events policy; the board does not wish to appear to sanction the event. The D&O policy does not cover general liability; directors are to review it before the

January 18 renewal. A motion recommending the committee consider extending the pavilion event-approval policy to all parks (events over 15 people) was withdrawn and referred to the committee; no vote.

E. Park Maintenance: The park has not had an LFA treatment since May; the board declined the contractor's prepayment request. Hans Heinz, the coconut tree contractor, expects to start as soon as October 29 pending proof of insurance; Carrie will review the insurance policy he provides and suggested putting a minimum required coverage amount in the RFP next time.

7. Old Business

A. RFPs: Coconut Tree Services awarded to Hans Heinz. AKP Financial Services selected for the financial audit (lowest bid, about $5,000 per year); preparation has begun and the engagement starts January 1. A septic proposal has been received and will be reviewed in executive session.

B. Attorney Engagement / Covenant Refiling: The original intent was cost-effective refiling; given member feedback, the board will ask counsel whether refiling is required, its form and cost (full refile, deleting provisions, or new covenants), and the consequences of not refiling. Leʻ Ann reported a prior firm opinion that the association's authority did not expire but that covenants should be refiled in Land Court; the Bureau of Conveyances declined to give a legal opinion.

C. Digital Payment Procedure — Motion (Lahi; 2nd Leʻ Ann): To continue following the digital payment procedure inherited from the previous board until members can vote on a bylaw amendment at the next AGM. **Carried unanimously.** The Finance Committee will draft a procedure for the Bylaws Review Committee.

D. 2025 AGM Financial Report: The outstanding-dues figure presented at the 2025 AGM is lower than the current QuickBooks figure, likely because it counted only dues since the COVID-era clean-slate policy. The Finance Committee will confirm for the next meeting.

E. Website / HOA Portal: Portals could combine the website, bookkeeping, dues payment, communications, and electronic voting; the association pays about $12,000 per year for bookkeeping and webmaster services. Demos are to be scheduled.

F. Communication Plan: Directors agreed to try new protocol: urgent items by text; the Scribe labels every message she reads in the shared board inbox and moves items after 30 days; personal email is used only with a text alert.

G. Board Process: Membership list update in progress; Lahi will send it to Carrie. **H. Mailbox Keys:** Tabled.

I. Remote Participation (taken up after Item 4) — Motion (Lahi; 2nd Leʻ Ann): To carry forward the prior board's rule allowing directors to participate by telephone, and to interpret "attendance" in Article III, Section 2B for directors at board meetings to include telephone call-in, provided all directors can hear one another; a director so participating counts toward quorum, may move and vote, and is not voting by proxy under Article III, Section 2D; effective until the membership can act on a bylaw amendment at the next AGM. **Carried.**

J. Tsunami Siren: Consistent with the September 30 consensus, the board will not act before the AGM; Leʻ Ann will tell the county the board declines and that any near-term installation must be on county land.

8. New Business

A. Bank Signatories: The bank requires signed minutes naming signers. Discussion to put Leʻ Ann (President), Carrie (Treasurer), and Lorne (backup) in this monthʻ s minutes; because Leʻ Ann leaves November 5, the board agreed to use the August minutes, which already name them, and Lahi will sign.

B. Work-for-Dues: The Finance Committee found the association cannot monitor such a program; the item was removed. Payment plans will be considered for owners who contact the board, cannot pay a large lump sum, and wish to get back in good standing. **C. Reserve Study:** None since 2012. Carrie and Leʻ Ann will review the 2012 study (kseca.org, Documents) and best practices, such as keeping six months of operating expense funds on hand, for the 2027 budget.

9. Community Input & Q&A

Three minutes per speaker. **Kevin Kalley** urged seeking a court determination rather than more attorney opinions and suggested a microphone/sound system for older members, offering a few hundred dollars toward it. **Mary Look** and **Joanne Morris** raised safety, liability, and noise concerns about the Sunday gathering. **Stone Oʻ Daugherty** asked the attorney's hourly rate and favored adjudicating the covenant question. **Jim Gordon** supported judicial review and a non-binding community poll before any new covenants. **Robert Gluckson** asked everyone to respect the board in doing this work. **Motion (Lahi; no second):** To state that the board does not intend to refile the 1971 covenants as written; directors preferred to await counsel's advice.

10. Recess to Executive Session

The board recessed at 3:52 p.m. to consider a contractor proposal (septic RFP) and a vendor matter.

11. Adjourn

The meeting adjourned at 5:03 p.m. **Next regular meeting:** Wednesday, November 25, 2026 at 2:00 p.m.

Respectfully submitted, Lahi Verschuur, Scribe