

**Hawaiian Paradise Park Owners Association
Approved Minutes of the Board of Directors Meeting
November 21, 2007**

Call to Order: The meeting was called to order at 6:00 p.m. by JoAnne Backman, President.

Members Present: JoAnne Backman, President; Frank Annin, Vice President; Vivienne Houghton, Secretary; Ron Phillips, Treasurer; Dale Watson, Dennis Higgins, Joan Galante, Bob Rainie, and Robin Wright. Suzanne Mayhew, General Manager, was also present.

Guests: John Vurich, Bryan Christ, Bonnie Fithian, David Fithian, and Sandy Vos.

Owner Input: John Vurich, representing JJ's Self-Storage, said he and his wife are willing to pay the cost of paving 135 feet of roadway required by the County in their special use permit, if the Association will include that section in the paving project "so it's all coordinated and not patchwork."

David Fithian asked for the office phone number be included on the website, and also asked for a district map. He said areas which need mowing are causing blind spots. Sandy Vos asked whether the paving plan is available. JoAnne said it is not completed yet.

Approval of Minutes: The minutes of October 17, 2007, were approved as corrected by consent of the Board.

Treasurer's Report: The financial report submitted by the General Manager was approved by consent of the Board.

General Manager's Report: Frank asked about mowing. Suzanne explained there has been no mowing contract this fiscal year; the road crew has been spraying on the main roads as much as they are able. At least one director has agreed to work with Suzanne and Clyde in considering options for vegetative control, which she will present at the December meeting.

Vivienne asked whether the Association can require lot owners to mow their own easements, or charge them for the service.

Suzanne said that Attorney Hong wrote a "cease and desist" letter to the taco vendor with a grace period of two weeks, but she is still parking her taco wagon on Paradise Dr. The next steps are filing an injunction and litigation.

Suzanne said she plans to bulldoze the albizia trees between 17th and 18th. She suggested a volunteer force to remove the smaller albizias from the main roads' easements. JoAnne suggested that an Albizia Task Force be formed at the February General Meeting.

Committee Reports

Paving: Dennis reported that the draft specifications were sent to the directors yesterday and to paving contractors today for review. He has scheduled a prebid conference with contractors for 10 a.m. on December 7. Once the document is finalized, requests for bids will be sent. The sections on inspections, bonding, etc. have not been drafted yet. He said the committee decided to break the project into increments so they could get started, and they hope to have a proposal for the Board's review in December.

Bus Stops: Dennis reported that he plans to pick up materials for small shelters next week. He has three volunteers to construct them. Materials for the large shelters probably can be available in three weeks.

Vision Statement: Robin reported that the committee has received 13 responses from members, all positive.

Human Resources: Robin distributed the draft of the HPPOA Administration and Roads Maintenance Procedures, Standards and Policies.

Unfinished Business

Motions Log: Suzanne reported that all six motions from September were completed. She said the Bylaws state that it is the secretary's responsibility.

Other:

Ron Phillips moved to provide the agenda and supporting documents to the Board by noon on the Friday prior to Board meetings. Dale Watson seconded; the motion passed unanimously.

New Business

2008 Road Maintenance Fee:

Frank Annin moved to set next year's road maintenance fees at \$179.00. Dale Watson seconded; the motion passed unanimously.

Lot Consolidation Policy: The Finance Committee is considering wording for a possible Bylaws change to require consolidated lots to pay fees according to original TMK's.

JJ's Self-Storage: John Vurich will meet with the Paving Committee, which will respond to JJ's request and provide documentation to the County.

Ted Hong's Letter: Mr. Hong's letter states that: "The Board's action of September 12, 2007, to limit the circumstances under which a Special Meeting could be called or set out requirements that would restrict the President's and other Director's authority or prevent them from calling a Special Meeting must be considered an amendment to the By-Laws and should therefore follow the process to amend the By-Laws. Accordingly, the Board's action of September 12, 2007, to limit the circumstances of when a Special Meeting could be called, conflicts with the By-Laws and I would suggest, be invalid and subject to legal challenge by Association members or the Board's Directors and executive officers."

The motion from Sept 12 stated: "Dale Watson moved that special meetings of the Board be called only for agenda items of an emergency nature which would cause damage to the Association if not taken care of before a regular meeting. Bob Rainie seconded.

Vivienne Houghton, Dennis Higgins, Joan Galante, Dale Watson and Bob Rainie voted for; Ron Phillips, Frank Annin, and Robin Wright voted against. The motion passed."

Bob Rainie noted that JoAnne Backman was out of order because she did not have permission from the Board to spend money to consult Ted Hong on the above matter. JoAnne Backman agreed that she did not. Frank quoted Hong from the Sept. 12 minutes, "that the president may not incur expenses on behalf of the Association, other than minor expenses for reimbursement."

Bob Rainie moved for a vote of censure of JoAnne Backman for spending money [consulting Ted Hong] without Board approval; Dale Watson seconded.

Ron Phillips called for the question. Bob Rainie, Ron Phillips, Joan Gallante, Dale Watson, Vivienne Houghton and Frank Annin voted to end debate and vote on the motion immediately.

On the motion for a vote of censure, Bob Rainie, Dale Watson and Joan Galante voted for, Vivienne Houghton and Dennis Higgins abstained, and Frank Annin, Ron Phillips, Robin Wright voted against. JoAnne Backman broke the tie as President and voted against. The motion failed.

JoAnne Backman announced that she was stepping down as President. Bob Rainie asked if it was effective now. JoAnne Backman responded: "When I um (pause), you'll get my letter of resignation."

Robin stated for the record that the purpose of Hong's letter was to clarify to the Board what the Bylaws state, and she was confused why directors would object to getting such clarification. She also noted that this was the third time the attorney's legal counsel has been challenged by Board members when they did not agree with the attorney's opinion.

There was continued debate about the Sept 12 motion including: its validity, whether it conflicted with or added to the Bylaws, whether it limited or restricted the authority to call special meetings, or whether it was specifying or describing the content of such special meetings.

Ron Phillips moved to adjourn; Bob Rainie seconded. The motion carried unanimously.

Adjournment: The meeting was adjourned at 8:04 p.m.

Respectfully submitted by:

Kirstie Goin, Recording Secretary

Vivienne Houghton, Corporate Secretary

Motions Log 11-21-07

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