

Orchidland Community Association, Inc.
Approved Minutes of the Board of Directors Meeting
March 18, 2014

Call to Order: The meeting was called to order by Marti Morishige, President

Members Present: Marti Morishige, President; Nikhil Inman-Narahari, Vice President; Derek Shimizu, Treasurer; Dennis McCartin, Road Chair; Ariel Murphy, Interim Director; Bob Arthurs, Interim Director; Bob Dexter, Interim Director [Armon Collman and Sheldon Raiter were elected as Interim Directors at this meeting.]

Guests: Rena Cortez, Shirley Mendoza Josephson, Sherri Carden, Roger Hawney, Brent Carman, Sheldon Raiter, Armon Collman

Guest Input:

Rita Cortez: Lives on 40th, wants to know how to make arrangements for payment of fees. Derek Shimizu gave her the information.

Shirley Mendoza: Lives on 39th. Sherri and her represent the Bahai Faith on 34th. The Bahai Faith would like to appoint them as their representatives to vote for the 3 lots owned by the Faith.

Bob Arthurs stated that that subject will have to be taken up under New Business, or the Bylaws Committee will have to address it.

Derek Shimizu stated that the representatives for the Corporation have to be listed on the DCCA officers record.

Sherri Carden: Thanked the Board for all the work they do.

Armon Collman: Noted his willingness to serve on the Board.

Sheldon Raiter: Noted his willingness to serve on the Board.

Motions:

Ariel Murphy moved to appoint Sheldon Raiter as an Interim Director. Derek Shimizu seconded. Sheldon Raiter was elected to the Board of Directors.

Derek Shimizu moved to appoint Armon Collman as an Interim Director. Bob Dexter seconded. Armon Collman was elected to the Board of Directors.

Minutes:

There were no minutes presented. The Corporate Secretary was out of State and the Recording Secretary position remains vacant.

Officers' Reports

President: Marti Morishige noted that we continue to consider possible action in relation to the activities of Wes Owens.

Secretary: Absent on business on the mainland.

Phone messages: In the absence of the Corporate Secretary, Ariel Murphy presented the Board with his written report on phone messages since the last meeting. There were 52 calls: 12 regarding fees/payments; 8 requesting payment plans; 2 regarding road work; and 3 with general concerns.

Treasurer: Derek Shimizu reported that we are 105% over budget on Administrative costs.

Motion: Bob Arthurs moved to pay \$2800 plus tax for the creation of our new website. Bob Dexter seconded.

Discussion: LANDA website graphics and design charge is \$2800 plus tax for designing our website, monthly cost will be \$16.95.

Derek Shimizu mentioned he will push for the ability to accept fee payments from our membership, perhaps using PayPal and allowing for bank transfers.

The motion passed with all in favor, 0 opposed.

Motion: Derek Shimizu moved to add Nikhil Inman-Narahari to the OLCA signature cards at CU Hawaii and HFS credit union. Ariel Murphy seconded. The motion passed with eight (8) in favor and one (1) abstention. [Nikhil]

Motion: Derek Shimizu moved to open a separate chip-seal checking account. Bob Arthurs seconded. Motion passed with all in favor and none opposed.

Account balances as of March 17, 2014:

General Checking	\$ 1,875.24
General Savings	\$ 75.57
Road Maintenance Checking	\$ 83,262.10
Road Maintenance Savings	\$ 15,139.50
Administrative Checking	\$ 23,649.83
Paving Checking	\$ 42,255.29
Paving Savings	\$ 101.10
Community Lot Savings	\$ 6,911.55
Capital Savings	\$ 24,267.02
Legal Savings	\$ 22,897.99
Legal Fund CD	\$ 76,465.00
Chip Seal Account	\$235,693.53

Road Chair Dennis McCartin reported:

1. Armon Collman is clearing and mowing around our mailboxes on OL Drive.

2. Issue on Malia, squatters built a retaining wall. We want to fill the lakes in that area, we will be contacting the owner about removing the wall.
3. 35th repair. The Board approved \$25,000 in October, with \$2000 for mowing. Johansen agreed to do 100 feet of concrete for \$23,000. They will start on Monday with a completion date of April 30th.
Derek Shimizu asked if we have a signed contract for this specific project.
4. He is working with George Fernandez on a mowing contract we need to insure he carries general liability insurance. Dennis circulated a proposed Independent Contractor Agreement for Road Maintenance Mowing. A copy is included with these minutes.
5. Ariel Murphy asked about the status of resurfacing OL Drive. Dennis replied that we do not have a start date yet.

Old Business:

1. Letter to our lawyer regarding the actions of Wes Owens. Derek reported that he sent a rough draft to the Board.

Motion: Bob Arthurs moved to approve the letter to be sent to our attorney. Bob Dexter seconded.

Discussion included question of whether or not to 'cc' attorney Ted Hong.

Motion rescinded.

Motion: Marti Morishige made a statement to find out from our insurance company if they will cover defending us in a defamation lawsuit.

2. Collection letter review. This was tabled until the next meeting
3. Legal Defense Fund.
Motion: Bob Arthurs moved that the Legal Defense Fund be used to defend the OLCA Board against the actions of Wes Owens. Derek Shimizu seconded.
Discussion.
Dennis McCartin noted that the Legal Defense Fund was put in place to defend the Board against suits filed by lot owners not covered by our insurance policy.
Derek Shimizu stated that the fund was created for very specific purposes and that it can't be used for this purpose.
Motion failed by a vote of all Board members opposed.
4. Emergency Relief Policy – tabled until the next meeting.
5. Mailboxes. Dennis McCartin reported there is no new news on this matter.
6. Recording Secretary. Bob Arthurs reported on behalf of Wayne Carey.
Motion: Bob Arthurs moved to contract with Susan Bambara as our new Recording Secretary. Derek Shimizu seconded. Bob noted that Susan could not make it to tonight's meeting.
Motion passed with all in favor and none opposed.

7. Financial management committee – no report

New Business

1. Orchidland Trade Center.

Motion: Bob Arthurs moved that Bob Dexter and Ralph Boyea attend the Planning Commission meeting on April 3rd with the following position:

1. inclusion of a fire hydrant on the mauka end of the property
2. paving of OL Drive in front of their property up to County standards
3. installation of a traffic light on Highway 130 and Orchidland Drive
4. speed humps on paved section
5. installation of appropriate signage

Sheldon Raiter seconded the motion.

Motion passed with all in favor and none opposed.

2. Stewart Oda.

Motion: Bob Arthurs moved to pay Stewart Oda's fees for his work on the Murakami case in the amount listed on Mr. Oda's final billing: \$6, 072.35.

Derek Shimizu seconded.

Motion passed with eight (8) in favor and one (1) abstained [Sheldon Raiter.]

3. **Motion: Bob Arthurs moved that the fence on the OL lot be repaired.**

The motion was tabled until the next Board meeting.

4. **Motion: Bob Arthurs moved that 35 more stop signs be obtained from the County. Derek Shimizu seconded.** Armon Collman asked about posts.

Motion passed with all in favor and none opposed.

5. Bob Dexter reported that Councilman Zendo Kern's office has been working with us to get the County to enforce speed limits in OL.

6. **Motion: Bob Arthurs moved that he be allowed to pick up the Kubota tractor from the Daltons and store the tractor on his property. Sheldon Raiter seconded.** Discussion. The Board agreed to discuss the possible sale of the Kubota at the next meeting. They asked for the Road Committee to make a recommendation.

Adjournment

Meeting adjourned at 7:53p

Submitted by:

Ralph Boyea, Corporate Secretary

Note Ralph Boyea was not at this meeting. The recording of the meeting was accidentally deleted. Minutes compiled from notes taken by Board members and in consultation with Board members.

Motions Log 3-18-14

Ariel Murphy moved to appoint Sheldon Raiter as an Interim Director. Derek Shimizu seconded. Sheldon Raiter was elected to the Board of Directors.

Derek Shimizu moved to appoint Armon Collman as an Interim Director. Bob Dexter seconded. Armon Collman was elected to the Board of Directors.

Motion: Bob Arthurs moved to pay \$2800 plus tax for the creation of our new website. Bob Dexter seconded. The motion passed with all in favor, 0 opposed.

Motion: Derek Shimizu moved to add Nikhil Inman-Narahari to the OLCA signature cards at CU Hawaii and HFS credit union. Ariel Murphy seconded. The motion passed with eight (8) in favor and one (1) abstention. [Nikhil]

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Motion: Bob Arthurs moved to approve the letter to be sent to our attorney. Bob Dexter seconded. Motion rescinded.

Motion: Marti Morishige moved to find out from our insurance company if they will cover defending us in a defamation lawsuit. Bob Arthurs seconded. The motion passed with eight (8) in favor and one opposed [Armon Collman.]

Motion: Bob Arthurs moved that the Legal Defense Fund be used to defend the OLCA Board against the actions of Wes Owens. Derek Shimizu seconded. Motion failed by a vote of all Board members opposed.

Motion: Bob Arthurs moved to contract with Susan Bambara as our new Recording Secretary. Derek Shimizu seconded. Motion passed with all in favor and none opposed.

Motion: Bob Arthurs moved that Bob Dexter and Ralph Boyea attend the Planning Commission meeting on April 3rd with the following position:

- 1. inclusion of a fire hydrant on the mauka end of the property**
- 2. paving of OL Drive in front of their property up to County standards**
- 3. installation of a traffic light on Highway 130 and Orchidland Drive**
- 4. speed humps on paved section**
- 5. installation of appropriate signage**

Sheldon Raiter seconded the motion. Motion passed with all in favor and none opposed.

Motion: Bob Arthurs moved to pay Stewart Oda's fees for his work on the Murakami case in the amount listed on Mr. Oda's final billing: \$6, 072.35. Derek Shimizu seconded. Motion passed with eight (8) in favor and one (1) abstained [Sheldon Raiter.]

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Motion: Bob Arthurs moved that 35 more stop signs be obtained from the County. Derek Shimizu seconded. Motion passed with all in favor and none opposed.

Motion: Bob Arthurs moved that he be allowed to pick up the Kubota tractor from the Daltons and store the tractor on his property. Sheldon Raiter seconded.

Adjournment Meeting adjourned at 7:53p

**Motions Log for 3-7-2014
Executive Session**

Bob Dexter moved to draft a cease and desist letter to Wes Owens for review by Attorney Ted Hong with a 'cc' to our attorney and Orchidland's Insurance Company. Seconded by Bob Arthurs. Discussion centered on Wes' Flynn.com posting accusing the Board of misappropriation of funds; his publically naming Directors and calling their integrity into question; and, the effect that these allegations will have on Orchidland's ability to function. **Motion passed with 8 in favor, 0 opposed.**

Derek Shimizu moved to form a committee to work on the content of the cease and desist letter. Seconded by Ralph Boyea. Motion passed with 7 in favor, 0 opposed.

Bob Arthurs moved to approve up to \$300 to get a new website up and running. Seconded by Ariel Murphy. Discussion: Website host Wes Owens took down Orchidland's website soon after the membership vote regarding road maintenance fees at the March 1, 2014 Special Membership meeting; he admitted doing this intentionally, reactivated the site and then gave OL one week notice to find a new host. OL needs a new host that does not have personal ties to the community. **Motion passed with 7 in favor, 0 opposed.**

Bob Arthurs moved to give Wes Owens \$100 for services he provided on our website. Seconded by Bob Dexter. Discussion: Board members were not in agreement as to whether or not Wes had a professional business obligation to provide website services to OLCA. **Motion failed with 0 in favor and 6 opposed.**

Bob Arthurs moved to table further discussion on these issues until we hear back from our attorney. Seconded by Bob Dexter. Motion passed with 6 in favor, 0 opposed.

Bob Arthurs moved to discuss payment of monies owed to Stuart Oda at our next Board meeting. Seconded by Ariel Murphy. Motion passed with 6 in favor, 0 opposed.