

ORCHIDLAND COMMUNITY ASSOCIATION, Inc.
Approved Minutes of the Board of Directors Meeting
August 3, 2014

Call to Order: The meeting was called to order by Nikhil Inman-Narahari, President at 4:23p.m. The meeting took place at Blaine's in Orchidland.

Members Present: Nikhill Inman-Narahari, President; Wayne Carey, Vice President; Janet Somalinog, Treasurer; Barbara Gantt, Corporate Secretary; Dennis McCartin, Director; Ric Wirick, Road Chairman

Guests: Raply Boyea, Ariel Murphy, Yen Chin, Bob Dexter, Armon Collman, Sharon McCartin, Richard Greever, Juan Gomes of Johanson Contracting, Tegen Greene, Roger Hawney

Guest Input:

Armon Collman: 1) Took offense to this special meeting and considers it a secret meeting because the topics being discussed should be done in a committee level and then brought to the board. It's nonsense to do business on a Sunday. 2) This is an absurd meeting place and we need some place where we can have a private meeting for our association that is not in a public space where there's so many impossible noises from the ice machine and everything in the public space of the restaurant. This seating arrangement makes it difficult to hear especially for those with a hearing problem.

Nikhil Inman-Narahari: The Board is looking for more suitable arrangement for the future meetings and doing the best they can to get up to speed and make sure everything is done properly.

Armon Collman: If there were financial shenanigans it would have shown up in the past audits.

Yen Chin: Appreciates all who sit on the Board. He did it for 7 years and doesn't want to do it again, especially because his wife says no. He came to monitor what's happening and make sure nothing alarming occurs.

Richard Greever: April 2011 members voted to raise fee \$65 for the chip seal fund. The discussion before that vote was to save the other roads before they deteriorated too badly. The money was raised for a specific purpose to keep the roads that haven't deteriorated from deteriorating and the Board chose a different project to be done, so he believes the chip seal fund might have been illegally collected because they were told it was mandatory. Maybe it should be given back or ask if it should be a voluntary fund for this purpose of repairing Orchidland Drive, which seems like a good purpose, but Orchidland Drive can't use it. The MRMA Balance doesn't appear to cover this project. Wants board to look at the minutes and find out what's really going on before making a decision, so he wants work to stop on Orchidland Drive until they're sure they can use the chip seal money. A lot of still missing from the website, which would help understand the situation better.

Nikhil Inman-Narahari: Agreed that they do and will get a better understanding of everything, so that informed decisions can be made. Robert Dexter: Disagreed with Mr. Greever's assessment of the money used for the road. People pull together more to stop things than to help things. The Road Committee Chair should be the only one communicating with Johanson's Contracting. One person, the original person, should handle the jobs already dealing with on-going projects.

Robert Dexter: Disagreed with Mr. Greever. Stated Orchidland up to 37th is chip-seal and that money was to surface that chip seal surface. If people spend as much time pulling together to get things done as they do trying to stop things from happening, we'd have a better community. At last meeting it was decided that Dennis McCartin started the project and he was going to finish this project and be shadowed by incoming Chair. The only person who should be talking to Mr. Johanson, the contractor, is the one in charge of the project, who is Dennis McCartin per what he heard at the last meeting.

Ralph Boyea: Last BOD meeting he heard and came away with the understanding that Dennis McCartin was going to finish the project. Went on to explain some history of the decision making process that had occurred in past BOD meetings. He wrote an article about how their expert at that time, told the BOD that Orchidland drive was beyond repair, so they had to make a decision. Then later Yamada and Johanson later advised us that it's not beyond repair. At that time; however, the membership agreed that we needed to start focusing on Chip-sealing. To suggest refunding funds, when the members voted for it and gave us the money to use it for chip-seal repair, especially, when it's so difficult to run the Organization and repair the roads or do anything for this community with the little funds that they do have to cover everything is insanity. The members voted for and gave us the money to do this so we're obligated to do it and use the money for what the membership wanted it used for, pure and simple.

Wayne Carey: Agreed and wanted the board to understand that the contractor they used back then, although they did a good job, didn't have a license, but both Yamada and Johanson's have it, specifically for paving, so their skill-set carries a greater weight with the board than what had been recommended by the past contractor. The qualified people said Orchidland drive is safe-able and it is the most used road and it doesn't service him personally, but it does service the community as a whole.

Ric Wirick: It might be true that Wayne and Ralph know occurred in the meetings, but the minutes must be on the website so everyone can review the past meetings of April 2011 to understand how the decisions were made.

Sharon McCartin: Minutes of April 2011 are out there, but because some of the links are dead, they need to be updated on the website.

Ariel Murphy: Wanted clarification on what Ric Wirick wants in regards to the chip seal fund, noting that all Documentation of what was approved by the General membership and everything else is reflected in every NEWSLETTER sent out throughout the years. Anything that had to be collected through the years was all reported upon in the Newsletter. It was unfortunate that the community's website was taken down because all the information was there in the minutes and the newsletters. Her concern as a lot owner is to see Orchidland Drive a good road, noting that the May Board meeting a request by one of the lot owners was approved and Hele-On's Wiki-wiki bus has been invited to consider bus service, so the road must be in good condition if that is to happen; moreover, Mailboxes are on Orchidland Drive, it's our main thoroughfare for Orchidland, it's Orchidland Drive, we have the money to fix it now, so why not fix it now? Orchidland has been designated as an evacuation point and, it's an emergency evacuation road. All reasons why finishing the Orchidland Project as already voted on by the membership should carry on.

Yen Chin: Was at that meeting where the proposal to have the membership vote on \$65 or whatever it was, to be set aside for chip-seal repaving. In that meeting, Roger Hawney limited it to a two year collection rather than being open ended and based upon that, I voted against it because I didn't think there'd be sufficient money raised in order to do a significant section of road; but, when I heard the idea to begin with, my thought was, "Thank goodness they're going to do Orchidland drive!" because it's by far the worst. I repair Ali'I and I've repaired Orchidland Drive, so I can tell you flat out, there's a heck of a lot more traffic on Orchidland Drive then there is on Ali'i. It's also harder to maintain than Ali'I is, so there's the letter of the law, there's the spirit of the law. I would have voted for chip-seal repair on Orchidland Drive but was willing to accept that Orchidland drive was beyond recovery according to the expert specialist consulted at that time, although, now it has subsequently been found by two other professional contractors that it is salvageable and we can save Orchidland drive. There was a decision made by the board to put money for chip-seal repaving for Orchidland Drive, which made imminent sense to me. The Board has flexibility within that referendum to shift. I thought it was the right decision to do Orchidland Drive.

Roger Hawney: Clarified that he did not change anything, merely made a suggestion and the membership followed that suggestion to limit those collections, for two years, as mentioned by Mr. Chin above.

Ralph Boyea: Based on Mr. Wirick's request. The minutes of all meetings that have been approved are in the minutes files in the Orchidland Office back to before they became an association as are all the Newsletters and anyone in the membership may see them. Many were on the website until a past president decided to shut it down. It will be great when they can be put back up, but they are in the office and are ready to go up on the new website. During his tenure as Corporate Secretary, he sent all recent minutes to most recent past President per protocol. They've been done, forwarded, presented and in the office. Nothing has been hidden.

Barbara Gantt, Corporate Secretary, will meet anyone who wants to go in and see those things, if you just contact her, she'll take you in to look. It is not a functioning office, but she is trying to make it suitable for a bit of use.

Approval of Agenda for the Special Meeting:

Specific topics regarding roads and road maintenance with amended additions. Topics to be added were discussed.

Ric Wirick motioned to a road chair update to the agenda with opportunity to nominate new road committee. Janet Somalinog, 2nd. Discussion: Copy of his update distributed. **Vote: Yes-3, Opposed-0, Abstained-2 (Wayne Carey/Dennis McCartin). Motion carried** and was added to the agenda.

Options for improving the work conditions and productivity from the Orchidland office – **Barbara Gantt Motioned to add to agenda a discussion about a small budget to make the Orchidland Office useable. Janet Somalinog, 2nd.** Discussion: In researching the minutes, Corporate Secretary found that \$1200 was allocated in a past motion for file cabinets. She would like to request instead using a little bit of those funds to make the office useable and more accessible to the membership for

between \$70 and \$100, she can make the office function. **Vote: Yes-3, Opposed-0, Abstained-2 (Wayne Carey/Dennis McCartin). Motion Carried.**

Ric Wirick motioned to approve the agenda as amended. Wayne Carey 2nd. Vote: 5-yes, 0-opposed, 0-abstained. Motion carried.

MINUTES:

Barbara Gantt motioned to approve previous BOD meeting minutes of 7-22-14 as written. Ric Wirick 2nd. Vote: 5 approved 0 Opposed 0 abstain. Motion Carried. Discussion: Ric Wirick read the original minutes from the last meeting into the record and then read his desired suggested corrected minutes into the record. He spent 2.5 hours listening to and transcribing this small portion of the that meeting and wanted following added per his transcription of the minutes as he heard them on the tape and created the following transcription:

"Ric Wirick suggests that he would like to resign his current officer position as Secretary to fill the Road Committee Chair position vacated by Dennis. Wayne Carey comments that we need a Secretary. Ric Wirick suggests that we already have a Recorder to take the board minutes. Wayne Carey comments waiting until we have someone to take the Secretary role. Barbara Gantt suggests that Ric Wirick resign right now, and she would step in as Secretary. Nikhil Inman-Narahari questions procedure; Ralph Boyea suggests our agenda is to elect officers. Janet Somalinoq makes a motion, that Ric Wirick resigns as Secretary in order to take the office of Road Committee Chairman. Barbara Gantt seconds the motion. Wayne Carey voices concerns over the contract for Orchardland Drive, hestates Dennis Mc Cartin has been our "point man" through all of this project. Ric Wirick comments that Dennis Mc Cartin is stepping aside, and Ric Wirick does not want to wait and delay his duties and office as new Road Committee Chair, now is the time to make the transition.

Wayne Carey states, Ric Wirick do you understand that you cannot change the "scope of work" on this Orchardland project?

Ric Wirick replies, I cannot change the scope of work but I will be monitoring it closely.

Barbara Gantt suggests that Ric Wirick and Dennis Mc Cartin work together on that road project.

Janet Somalinoq suggests a possible time frame for the transition.

Ric Wirick suggests that there should be no time frame for the transition, and that there are no time frames for transition in our ByLaws.

Janet Somalinoq commented that apparently we have a strict "scope of work."

Wayne Carey agreed the scope of work should be adhered to.

Nikhil Inman-Narahari suggests that perhaps the point of transition should be when this project is signed off on.

Ric Wirick commented that apparently this project (lower Orchardland Drive) has been years in the making, and that Dennis Mc Cartin had stated at a board meeting five weeks ago that it was to begin then. Ric Wirick suggests that if he was to wait until the project ended, his wait might be endless. He stated, this project is not on schedule; it is already five weeks behind schedule.

Janet Somalinoq suggested, we do not know the scope of work.

Nikhil Inman-Narahari commented, we do not have any hard facts.

Nikhil Inman-Narahari asks Wayne if this has addressed his concerns, knowing that Ric cannot modify the scope of work?

Wayne Carey comments that he is concerned not having the Secretary position filled.

Nikhil Inman-Narahari states: all in favor of Ric Wirick resigning as Secretary and taking over the office of Road Committee Chair. And working with Dennis Mc Cartin through the completion of the existing project as they see necessary. 3 in favor, 1 opposed, 1 abstained (Ric Wirick) – motion passes”

Wayne Carey motioned that today’s minutes of this meeting include Ric Wirick’s transcription of the discussion at last meeting that he wanted added to his condition in assuming the position as road chair (see underlined italics above) at last meeting. Barbara Gantt, 2nd. Vote: Yes-5, Opposed-0. Motion carried.

Wayne Carey motioned to immediately pay outstanding subcontractor invoices for work done that are past due for payment. Barbara Gantt, 2nd. Vote: Yes-5, Opposed–0, Motion carried

ROAD REPAIR TOPICS:

Ric Wirick gave Road Committee Chair Update Report (dispersed and attached)

Ric Wirick nominated Janet Somalinog as a member of our road committee. Barbara Gantt 2nd. Vote: Yes- 3, Opposed-0, Abstained-2 (Janet Somalinog/Wayne Carey). Motion Carried.

Ric Wirick nominated Barbara Gantt for road committee. Janet Somalinog 2nd . Vote: Yes-3, Opposed-0, Abstained-2 (Wayne Carey/Barbara Gantt) Motion Carried.

ADJOURNMENT: Barbara Gantt motioned to adjourn. Janet Somalinog 2nd. All in favor. Motion carried. Meeting adjourned at 7:20 p.m.

Submitted by:

Susan Bambara
Recording Secretary

Date

Barbara Gantt
Corporate Secretary

Date

8/3/14 MOTIONS LOG:

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