

Orchidland Community Association, Inc.
Approved Minutes of the Special Membership Meeting
March 1, 2014

Call to Order: By President Marti Morishige at 9:03 a.m.

Directors Present: Robert Arthurs; Ralph Boyea, Secretary; Wayne Carey; Robert Dexter; Nikhil Inman-Narahari; Marti Morishige, President; Ariel Murphy; Derek Shimizu, Treasurer

Lot Owners Present: Terry Love, Raymond Romo, Nikhil Inman-Narahari, Alan Rengud, Nolan Remmers, Robert Dexter, Lavonne Spence, Wes Owens, Derek Shimizu, Gilbert Banks, Mark Chamberlin, Betty Lin De Sa, Edwin De Sa, Demetrio Galace, Erlinda Galace, A Warren, Ariel Murphy, Surgee Gunter, Tas Gunter, Michelle Stava/Greever, Myron Akana, Richard Kelley, Loyal Archuletta, Wayne Carey, Roger Hawney, Don Stoner, Norma Stoner, Ralph Boyea, Bill Brubaker, Lloyd Sweivenga, Ingrid Deen, Sharon Neel, Tegen Greene, Dwane Felkllong, David Aasve, Janis Carman, Brent Carman, Clyde Yamasaki, Tsuruko Yamasaki, Timothy Tafil, Elizabeth Erker, Mark Winters, Anne Kamau, Theresa Latoski, Michaela Lamkin, Gene Lamkin, Bryan Denforth, Anthony Verdugo, James Helms, Lisa Tostenson, Robert Perriera, Brendan Freitas, Sheldon Raiter, Stephen Kling, Sharon Strickland, Lee Strickland, Mary Monroe, Dean Monroe, Gaila Vidunas, Edie Valentine, Steve Lyon, Mari Bricker, Gary Bricker, Sherri Carden, Lois Jose, Leland Jacobus, Rose Greenway, Arsenio Lopez, Gerald Akana, Darlene Akana, Elmer Solis – Malama Solutions, Michael Genaro, Barbara Genaro, Heggland Haugesund, Samuel Chu, Alice Chu, Stacy Haumea, Demon Haumea, Amedito Adrada, Josue Agustin, John Erickson, Karen Doom, Mark Kunzer, Jeri Kunzer, Dale Dinsmore, S. Gregg, Gary Montgomery, Gary Byrd, Art Smith

Announcements:

President Morishige welcomed all members present. She went over the Rules of Order for the meeting. She asked everyone to come up to one of the two microphones to speak, and asked that they identify themselves before speaking. She requested that those speaking in favor of a motion go to the left side of the hall, those opposed go to the right side. The rules of order were displayed and read. [See slide #3 included with these minutes.]

President Morishige called for a motion relating to the first item on the agenda.

Motion: Bob Dexter moved to rescind the motion for road maintenance fees passed at the November 16, 2013 General Membership meeting. Seconded by Robert Arthurs.

Discussion:

-David Aasve: In favor of the motion. He believes the amount of \$300 for road maintenance fees is needed.

- Barbara Arthurs: In favor of the motion due to the inclusion of the option of \$150 to continue with the repaving of the chip-seal. This is contradictory to what the membership voted on which was to resume the paving plan. She supports the rescission of that motion.
- [inaudible]: If we rescind the motion will that get us back to the old schedule? Will it change what roads are addressed first?
- Bob Dexter: If we rescind it, we will be voting on a new plan. [Inaudible discussion]
- Wesley Owens: Thinks part of the question was, if we rescind that motion will it get us back to the previous rotation, will that money be spent on the previous paving rotation. The answer is no. It will only change how we go forward from today. It doesn't change the fact that the Board chose to not follow the paving plan before today. If the Board disagrees, let me know.
- Bob Dexter: We can only do what is ahead of us.
- Nikhil Inman-Narahari : We are here today to move forward from today. If that motion is rescinded we will provide new options for road maintenance.
- Bob Dexter: What we are trying to do is to rescind this motion and put everything back on the table. We can then work the plan through. Let's hold the vote, rescind the motion, make a motion for a new plan and then go through it piece by piece. You can then make motions to change the plan, make input and move forward.
- Robert Arthurs: Reread the motion to be rescinded.
- Marti Morishige: Noted that this motion was presented in the announcement for this Special Membership meeting.
- Ralph Boyea: Wants to respond to Wes' question [if we disagree let him know]. The Board adamantly disagrees. The chip-seal funds were voted on by the membership, we have the obligation to use them for that purpose. We...
- Wes loudly interrupted: That doesn't answer the question I had [He was ruled out of order.]
- [Unknown]: Regarding the collection process, about 60% of the community will pay when you folks increase this all of us who pay out, [inaudible]not in favor of increasing this.
- Lisa Totenson: Wants to rescind this because you can't make three motions in one motion. You have to have one motion, give people the choice. It was a bad motion, start over and do it right.
- Derek Shimizu: The presentation at the November meeting was not vetted by the Board. The President came up with it by himself; we were shocked when that came up. The President, at that time, chose to go forward without consulting the Board. If that motion is not rescinded, Derek will have a strong case, as the Treasurer, to seek denial of it because those numbers were not vetted by the Board. These numbers you are going to see today were worked out over an enormous amount of time. We want to give you accurate numbers. We have real data now. Give this plan a chance. We address chip-seal and paving in this plan. Rescind this motion.
- Marti Morishige: Noted she didn't see any con's on the motion.
- [Inaudible]: Lives on 36th Ave. Moved here 14 years ago. Was asked to be President of this Board. Remained silent because [inaudible] change did not happen, we are still

trying to crunch numbers. Trying to raise my two children on a road that has not improved. You folks have been singing the same song. That pothole aside my house has been there for 17 years.

-Marti Morishige: She has been here 27 years, the roads we had were more like trails. The main roads needed D-9 work. We didn't have the collection policy, now we are getting people to pay up. She called for the vote to rescind the motion of November 16th.

-Ralph Boyea: Reminded the members present that he can only count votes of those raising their voting cards. Voting cards are obtained when you sign in at the door and your membership is verified. He cannot count any votes without seeing the card.

Motion passed with 70 in favor, 0 opposed and 0 abstentions

President Morishige – Moving on to the next item on the Agenda which is the Board presentation on new road fees.

Wes Owens: Addressed the chair to make a motion.

President Morishige: Requested that Mr. Owens allow us to proceed in order of our agenda

Bob Arthurs – Reminded the group that this meeting is a Special Meeting. We have to follow the Agenda as presented. There is an order of business, we follow Robert's Rules. Your comments will be heard at the appropriate time. He asked Wes to be logical and allow us to proceed.

President Morishige called for a motion to present the new road maintenance fee proposal. [After more discussion with Wes the meeting moved on.]

[Inaudible] Raised a question - why we need a motion to make a presentation?

Bob Arthurs pointed out that a motion needs to be made and be seconded, then there is discussion. The discussion is the presentation. After the presentation questions can be raised. The motion can be passed, rejected or amended. In order to have this discussion we must have a motion. [Significant disagreement was voiced by the members present.]

Don Stoner: Made a motion that you make the presentation and that you do it forthwith. [Inaudible second]

Motion passed with 67 in favor, 0 opposed and 0 abstentions [Secretary's note: abstentions are called for and counted; people who do not vote at all are not counted.]

Bob Dexter gave a detailed power point slide presentation showing the basis for the Board's proposal to raise road maintenance fees to \$300 per year. [A copy of the slides is attached to the official copy of these minutes.] The presentation included the following:

- What have we done lately? – We don't have much money but we did what we could. We based the work on what roads needed the most fill. We filled lakes with 109 loads of gravel at a cost of \$60,000;
- Identification of our roadways with asphalt and chipseal paving and those remaining unpaved;
- Three options for road maintenance fees to be effective July 2014 [slide #6];
 - Option #1 - \$300/year for 5 years
 - Option #2 - \$250/year for 5 years
 - Option #3 – basically status quo, \$150/year for 5 years
- A review of the assumptions used as a basis for these plans [slide #6];
- A detailed breakdown of each of the three [3] options showing projections for work that would be done in each of the 5 years; the \$300 plan [slide #7], the \$250 plan [slide #8], and the \$150 plan [slide #9];
- Bob mentioned that the projected work could all be done in 5 years with the \$300 plan, it would take 7 years to do it all with the \$250 plan and at least 10 to 15 years [if ever] with the \$150 plan;
- The plan details alternating between paving and chip-seal repair in each of the years of the plans; if people disagree with this they can recommend a amendment to the plan;
- The plan with Options 1 and 2, is to spend more money on the side roads than we have in the past;
- Option #2 will get the work done but it will take longer to do it and subsequently cost more to do it;
- Option #3 basically says we are happy with the way things currently are, we will get a little paving done, a little chip-seal repair and a little side road work done over the 5 years, it will cover administrative costs, and insurance but not much road work;
- A plan for inclusion of Speed Tables [Humps] to be included with new paving/resurfacing; you would be able to go over the humps at the posted speed limit of 25 mph, but definitely not at 50 mph; this includes signage for the speed humps; speed humps will be done when the roads are paved or resurfaced;
- A plan for stop signs, street signs and other signage for OL roads;
- Bob noted that all of the plans have a 4% "inflation" built in for each year;
- An update on mowing; current efforts initiated by Wes Owens to get speed limits enforced by the Hawaii County Police Department; flood management; and, obtaining more post office boxes throughout the subdivision.

Questions and Answers:

- Michelle Stava: Lives on 42nd, uses OL Drive, will this affect the resurfacing of the chipseal on OL Drive, it is failing real badly.
- Bob Dexter: That resurfacing is already in the works, it will be done this year, it is not part of the 5 year plan.
- Don Stoner: According to what you presented, chip-seal cost is higher than paving, paving lasts longer. He says no on chip-seal, yes on paving. Paving over chip-seal would be OK.

- Bob D: The chip-seal resurfacing will be done with asphalt.
- [Unidentified] : Question about the speed table, they never saw anything like that.
- Bob noted that the speed humps were designed according to standards [slide #10].
- [Unidentified] : The use of asphalt over chip-seal should be stated clearer. Are we going to vote on one option at a time?
- Nikhil Inman-Narahari: People will have the opportunity to vote on all three options on the ballot. That will be the Board recommendation.
- [Unidentified]: People are speeding thru from Hawaiian Acres, coming in from Keala Street, we need to close this access route off.
- [Unidentified]: The plans do not show any money for side road maintenance. Are you saying nothing will be done on the side roads for the next five years?
- Bob Dexter: We have allocated money for the side roads in each of the plans.
- Nikhil Inman-Narahara: Each of the three options has money for the side roads.
- [Unidentified]: My second question is why do we change it from speed bumps to speed humps?
- Bob Dexter: Different designs and different usage lead to different names being used across the country.
- [Unidentified]: Objects to speed bumps.
- [Inaudible] : Thank you for all your work. Concerned about the paving of Pohaku Drive, lives on 39th and Pohaku Dr, this road is being used as a shortcut, concerned about paving that – don't want it paved;
- Bob Dexter: This is just a continuation of the paving plan that has been around for years, we are not changing that. That is why we are putting in speed humps and speed limit signs.
- Bob Dexter: Concerned about side road maintenance. Can a fire truck get down your road in a timely manner when your neighbor's house is on fire? It will take time to bring those side roads up to standards. It will be an evolution.

Wes Owens: Stated he would like to make a motion that directly relates to this and the reason we rescinded the previous motion.

Wes Owens: Moved that no funds be expended on chip-seal replacement until the paving plan is completed. Our ongoing normal repair of chip seal roads using cold patch should absolutely continue until the Paving Plan is completed, there are 3 sections left on the Paving Plan, at which time there should be a new Plan like this one which includes the chip-seal repair or replacement, whatever everybody wants to do, the Paving Plan should not be deviated from until completed.

Discussion: Wes – You just said the paving plan will not be deviated from. This plan that you are presenting deviates from the paving plan. He is suggesting with this motion that we complete the paving plan first. There are only 3 segments are left on the paving plan. We spent \$60K on gravel for the next section to be paved. If we don't pave it that money [gravel] will be gone. Finish the paving first. Then the chip-seal. A fire engine can go on the chip-seal at 25mph, they cannot go over these last three sections at 5mph. For the safety of our community the paving must be completed first.

Wes noted that he went into discussion while stating the motion he restated the motion and provided the Secretary with a written copy of the motion.

Wes Owens: Moved that no funds may be expended on, or chip-seal road replacement measures may be taken until the Paving Plan is completed. Our ongoing normal repair of chip seal roads using cold patch should continue until the Paving Plan is completed, at which time there should be a new Plan approved by a membership vote specifically for chip-seal replacement order, which as the Paving Plan should not be deviated from. Seconded by Lisa Tostenson.

-Bob Dexter: We can change the sequence where we can do all of the paving first and then the chip-seal. All of that can be accommodated under the \$300 option. Paving with asphalt over the chip-seal. I think what Wes wants is that we amend the plan regarding the sequence.

-Marti Morishige: There is a question about participation Derek.

-Derek Shimizu: 60% of the lot owners are paying now. If we base the cost of doing all of the work in Option 1 on 60% collections, it would bring the cost up to \$700 per year for each lot. We are targeting 90%, stepping up collections. Anything less would not be fair to you, you are the ones paying.

-Marti Morishige: We are pushing for 90%, we are moving forward with our Collection Policy. We are working hard, on your behalf, to get to 90%.

-Bob Dexter: That is why the language is in there subject to collections. We have \$600,000 in outstanding collections. We'll have some money from there. Right now with \$150 per year at 60%, it's tough. If we have the resources, we will get there. As things improve we will get a higher participation rate.

-Marti Morishige: Read the motion and called for discussion. Each speaker will be limited to 3 minutes. Please give your name.

-Lisa Tostenson: She supports this motion because: 1) chip seal doesn't last, don't want to spend anymore money on chipseal, it is a waste of time to use chipseal; 2) we need to complete the paving plan because in the past when we deviated from the paving plan the residents on Ilima, sued for not paving Ilima and they won; and, 3) it is not wise to deviate from the approved paving plan, the community voted on and approved.

-[Inaudible]: Wonder if Wes will withdraw this motion and insert it into whichever of the three Options we act on today.

-Marti M: Clarified that each member will get to choose between the three options on the ballot.

-Gaila Vidunas: Lives off of Aulii on 40th. We have multiple people coming to the library each week wondering when they will be able to use OL as the Keaau Bypass. Some of us choose to live away from paved roads. Gaila gave examples of the police, ambulance and fire trucks coming up the unpaved roads in the past. We don't need speed bumps, we have speed holes. We are not Paradise Park.

- Don Stoner: When the paving plan is complete at which time there should be a new plan, that new plan should be Option #1, Option #2 won't do anything, Option #3 won't do anything. Vote for Option #1, it's simple, we do that we can all go home.

- Derek Shimizu: Against. We have volunteers like Art Smith keeping our chip-seal sections passable, we cannot depend on them to continue to do this. We have pot holes upon pot holes. Without them the chip-seal would be gone. For anyone to say we are deviating from the paving plan, is misleading. When that motion was passed we had to decide are we going to try to maintain these roads or do paving. We cannot do both. With this motion the assumption is the chip-seal will continue to get repaired, that is wrong. Contractors won't do that. We spent \$61K to fill those lakes, not including materials. They aren't going to patch hole. We patch them and then get giant holes within a week after a big rain. If you pass this, that is what is going to happen, this little group that is doing all of this work is getting tired of it. And you all drive on these roads.

-[Inaudible]: In favor. These people should not have to be repairing the chip-seal. There is chip-seal money right now, use it. For emergency access we need paved roads. Some of us live up top because that is the only property that is available; we reserve the right to live there. Those roads should be paved.

- Wayne Carey: Against. When we originally decided to use the chip-seal we did so to get more of the roads paved. We decided to pave the main access roads starting at the highway because everyone uses them. The chip-seal was supposed to be resurfaced within five years, that was never done. [Wes shouting]. We have never been able to go back and maintain those roads. We should have been able to use normal maintenance money to maintain those roads, but there were always other priorities. So we made a motion to increase the maintenance fees to have money to repair the chip-seal with the intent of paving it so we could get out of the ongoing continuing maintenance. If we accept this proposal, every time we get a decent rain, those roads crumble. Don't prevent us from continuing to maintain that road.

- [Inaudible]: For. Live on Pohaku, it is a real bad spot. We have been told for many years that it would be paved. We have been told it will turn into a freeway. We need to get in and out. He needed an ambulance and nearly died [before they got there.] We to repair the roads we have and need to complete the paving plan.

- Derek Shimizu: Against. There is no one on the Board that doesn't want to complete the paving plan. We agree that that is a commitment that the membership has made. The majority of people enjoy the benefit of the paving to get to the side roads. But this motion relies on volunteers to fix the cold patch.

-[Inaudible]: Would like to have this clarified, are we voting on doing the chip-seal first or stopping the cold patch [arguing in the audience]

-Marti Morishige: Reread the motion.

-Wes Owens: Clarified that the paving plan has to be finished before chip-seal replacement.

-Robert Perreira: He is a fire captain. Lives on Aulii, on a paved road near the highway, Enjoys the paved road. Has a couple of concerns: What happens after 5 years? After he came to the first meeting he stopped putting money into this group, because it is not organized. There is no reason to put money into something he don't agree with. He bought on a paved road. Some of you bought 2 acres for what he paid for one acre, that is the reason, it depends on where you live. Yes the fire trucks do have trouble getting in there. The new fire code which he had a part of preparing, if you build a new home

now you are required to make sure the fire trucks can get to your home. [Inaudible] Minimum 50' wide, minimum 30' turning radius, minimum water supply. All sorts of requirements that weren't requirements in the past that are required now.

- Gary Montgomery: Has property on the corner of 40th and Pohaku Drive. We need to stick with our original plan [paving]. We already have the traffic at that corner because the County has failed the situation down on the highway.

- Ralph Boyea: Speaking against the motion. He wanted to clarify some of the reasons 'for' the motion. Some don't want that section between 39th and 40th on Pohaku Drive paved. That was in the plan. In 2011 the members voted to take it out, that wasn't a Board decision, it was a membership decision. In 2013 it was put back into the plan by a vote of all the lot owners. Members have the right to make changes. Wes said the \$60K of prep work would be lost because we are not doing the paving of Ilima. All three options have the paving of Ilima first. It is there to be done. That statement is incorrect and misleading, it should not influence your vote. It has been said people don't want this because the chip-seal won't last. We are not putting chip-seal down, we intend to pave over the chip-seal. The issue of paving Ilima was settled out of Court it was settled in mediation. The issue at that time was that Ilima was out of rotation. We have the right to repair our roads, the chip-seal needs repair.

- Bea Bueno: For. She was going to oppose any paving on Pohaku Drive from 39th to 40th. However, if we are going to put in speed humps, then it would be OK. We would be happy to vote to pave. Somebody is listening, thank you. We are all on the same side, she thanked the Board for putting in all those hours.

- Ariel Murphy: Against. Owns property on 42nd. We have to protect our investment. We did chip-seal roads because that is what we could afford at that time. They were meant to be redone. We invested the money, if we don't take care of them now it's like throwing our money away. We must protect our investment.

-Michelle Stava: For. Live on 42nd Ave. We have paid our dues since 1989, she has a real issue with people who complain about our roads and don't pay anything. You have to pay if you want to improve the roads. Paving over the chip-seal is absolutely the right thing to do. We need speed bumps, they would be an awesome improvement.

- Roger Hawney: Against. One thing this motion doesn't address is what happens to the \$200,000 that has already been collected for the chip-seal it is in an account waiting to be spent. This motion says it cannot be spent.

-Marti Morishige: That money has already been allocated. We are using it this year on Orchidland Drive between 34th and 37th. Resurfacing the chip-seal. If you vote for Wes' motion it means the Board will not alternate between paving and chip-seal.

- Ralph Boyea: Point of order. This motion is for the future, for the plans we are voting on today, it does not affect the money we have already collected and allocated.

-Marti Morishige: [Reread the motion.] Those in favor raise your cards.

-[Inaudible]: What you said cannot be true, it says "no funds shall be expended on chip-seal road replacement"....

-Marti Morishige: The membership has already voted on this. The contractor is to do it as soon as possible. We are voting for options that go into effect on July 1, 2014.

[arguments on the floor.] Wes do you want to make an adjustment there?

-Wes: To specify that as of July 1?
[many people speaking]

Ammended Motion:

- **Tegan Greene moved to amend the motion to say that “no future funds” will be expended on chip-seal...**

- **Gilbert Branco : Seconded the motion.** [Secretary note, I am not certain of this person’s last name, it is very difficult to hear on the tape. A similar name was on the sign-in sheet, but it was in cursive, not printed, and it is difficult to interpret.]

- [Unknown]: Point of order doesn’t the person who seconded the first motion have to second the amendment? [Several people at once “no”]

-Ralph Boyea: Point of order any person can make a motion, if it is seconded it is discussed by the group. When it is being discussed by the group, any person in the group can move to amend the motion. If it is seconded that amendment has to be acted upon first. If you look at the rules for the meeting today there can only be one amendment at a time. We have to act on the amendment first before we can act on the main motion.

Motion as amended: Wes Owens requested to change the motion so that it reflects future funds.

Wes: That is not what he would prefer but short of hiring an attorney, that’s what we have to go forward with today.

Marti Morishige: The person who seconded the original motion OK with that?
[Inaudible]

Marti Morishige: read the motion as it was re-worded by the maker

Wes Owens: Moved that no future funds may be expended on, or chip-seal road replacement measures may be taken until the Paving Plan is completed. Our ongoing normal repair of chip seal roads using cold patch should continue until the Paving Plan is completed, at which time there should be a new Plan approved by a membership vote specifically for chip-seal replacement order, which as the Paving Plan should not be deviated from.

The motion failed with 16 in favor, 49 opposed and 3 abstentions.

Marti Morishige: The motion did not pass.

Theresa Latoski: Moved that we accept Option #3. Seconded by David Aasve.

Marti Morishige: Are you saying we would only present Option #3 to the membership

Theresa Latoski: **I withdraw my motion.**

Ralph Boyea moved on behalf of the OL Board of Directors that the Board present three options for road maintenance fees effective July 1, 2014 to the membership for their approval. Option #1, \$300 for five years; Option #2, \$250 for five years and Option #3, \$150 for five years. The options will be described as presented here today in the Newsletter

containing a ballot for these options. The Board will strongly recommend a 'yes' vote for Option #1. Seconded by Michelle Stava.

Discussion:

- Dwane Felkly: Lives on 37th, people come by and talk to us every week about buying property, we have three new homes in less than a month on our street, take into consideration that there will be a lot more people.
- Donald Stoner: In favor of the motion. He wants to make an amendment to drop Option #2. We should just give Option #1 and Option #3. I would like to just go with Option #1.
- Marti Morishige: Is your amendment to drop Option #2 and go with Options #1 and #3.
- Donald Stoner: yes
- Derek Shimizu: Seconded the motion to strike Option #2.

Donald Stoner: Moved to amend the motion by dropping Option #2 and going with Options #1 and #3. Seconded by Derek Shimizu.

Discussion:

- ??? : Question- if we don't vote on at least one, we will have zero come July?
- Marti Morishige: If this passes we will have Option #1, \$300 and Option #3
- Ralph Boyea: For clarification while we are writing up the motion. Option #1 is \$300 per year for five years; Option #2 is \$250 per year for five years; Option #3 is \$150 for five years. This motion is to drop Option #2 and only present #1, \$300 and #3, \$150 to our members for a vote. Is that correct Mr. Stoner?
- Donald Stoner: Yes
- Ralph Boyea: Is that OK, does everyone understand that?
- [Inaudible]: If there are two or three options, how will the vote be tallied to determine which option passes.
- Ralph Boyea: The Board will be presenting a Ballot for your consideration. The concept is, for example: if \$300 gets 50 votes, \$250 gets 150 votes; and \$150 gets 140 votes; Option #2 would pass due to the belief that those who voted for \$300 would also be willing to pay \$250. [disagreement from the group]
- Ralph Boyea: OK lets consider that subject when we get to it.
- Marti Morishige: The Board spent a lot of time on that subject. If Option #2 is taken out it won't ...
- [Inaudible]
- Roger Hawney: Thanked the Board for all the work that you do. [Applause] He did not argue the proposed plan but the structure of how we present the options. Our base road maintenance fee is \$85. There is no option for that. The \$150 was for 2 years. If you present this without the \$85 option, you will be raising the MRMA almost double without a membership vote. That could nullify everything. Also, do not combine paving with the MRMA. For 15 years these have been kept very clearly separate, for very good legal reasons. These need to be handled separately and kept in separate funds.
- Anne Kamau: When you send it out to the membership please clarify that you switched everything from the letter. \$300 for five years was Option #3 in the letter. Option #1 was Option #3.

She is against raising any fees. She has been in OL for over 20 years and all we ever talk about is repaving. We need to take care of the side roads. The rescue people need to get down the side roads. In 20 years have not seen any improvements to my side road. Any improvement that is done is by the people who live there.

-Georgie [Inaudible]: Has been here for 10 years. Raised her children here, now raising her grandchildren. OK with the \$65 per year. Cannot afford every time you raise the fees. It's very hard to pay. She struggles to pay. \$85 is doable but \$300, she can't. . [applause]

- Derek: Speaking in favor of the amendment. As the Treasurer he was against the three options. Option #2 makes no sense. Our job on the Board is to gather all the facts and all the information we have available to us and come to you with a viable plan.

What Roger said is correct, \$85 is our base maintenance fee, the \$65 was a special assessment. The status quo has to be there. As Roger pointed out, we have to have a time limit. We need Option #3 there in case people do not agree with Option #1.

The only viable option is Option #1. Option #3 would just maintain the status quo. He agrees with removing Option #2.

-Gaila Vidunas: Aulii and 40th. She believes the \$85 option has to be there. When she moved here she was told the road would never be paved. When a bulldozer goes over Aulii, that road could collapse. She's for going back to \$85 that option needs to be there. The additional \$65 was there specifically for two years.

-Wayne Carey: We can't do everything that everybody wants because we don't have the money. People will probably vote their resource. The three options are there for that, to address that spectrum. We should add the \$85 option. The point is do we give everybody the right to vote their economics. He has no issue with combining the 'yes' votes for #1 and #2 as long as we also combine the 'no' votes for #1 and #2.

-[inaudible]: Did I hear from Mr. Boyea that option #2 and #3 will be counted together?

-Ralph Boyea: That is the proposal that will be given to you when we vote on the ballot. You will be able to address that motion at that time. But, yes, that is the proposal. If option #1 does not pass, the votes for option #1 would be added to the votes for option #2.

-Marti Morishige: [Restated the amendment to the main motion and called for the vote.]

The amendment to remove Option #2 from the main motion passed with 47 in favor, 11 opposed, and 5 abstentions.

Back to the discussion on the main motion as amended.

-Tegan Greene: Live on 42nd. The Board is trying to slide under the mandatory road fee. If we vote for the \$150 may change what our mandatory road fees are. We have voted many times to not have the paving be mandatory. The mandatory road fee is \$85 right now not \$150. If we vote for \$150 we are going to lose the mandatory part of it.

-Bob Dexter: If you look at slide #6, \$85 is the admin/maintenance fee. We maintained that. The Board isn't trying to pull a slick one. We have to have money to exist. There are a lot of people complaining, some don't pay their bills. If you don't like the roads

pay your money. If you don't like how the Board is run, join the Board. Quit whining and crying and undermining the efforts. [applause]

Therese Latoski: Moved to amend the motion by striking the last sentence 'that the Board strongly recommends Option #1'. Gaila Vidunas seconded.

-Donald Stoner: while you are working on that he wants to restate the fact that the Board exists only for the pavement. It's not a social club. The only reason you guys are here and the reason we are talking to you is to take care of the roads and the pavement. Based on the Bylaws, that's what he was told. Whether its \$85 it doesn't make any difference, do your job.

-Marti Morishige: restated the motion.

-Michelle Stave: Lives on 42nd. She believes the Board has every right to recommend, it is something you should do, you have more insight than anyone else.

- : Agrees with what was just said. People don't know what is going. The Board needs to make a recommendation. If they want to ignore it that is up to them.

-Ralph Boyea: Speaking against the motion. He truly understands the difficulty some people will have in paying \$300 per year. He takes the phone calls. People don't call to say they love the roads. The common statement is we haven't fixed their roads, we haven't put anything on their road in 6 years or whatever. We can't do that unless we have the money. The only way we can bring the roads up to any condition that will allow police and fire to go down the side roads is to have more money. There is no reason to improve the side roads if the main roads fall apart. Everybody uses the main roads. They drive on them to get to their side roads. You have to decide do you want us to maintain the roads or not. If you want, push it back to \$85, but understand we cannot do a hell of a lot with that money.

-Marti Morishige: [Restated the motion and called the question.]

Motion to remove the Board recommendation failed with 12 votes in favor, 44 opposed and 4 abstentions.

It was noted that Option #3 would now be Option #2, since the proposed option #2 was removed.

Robert Perreira: Moved to restate Option #2 to remain at \$85.

[Unknown]: Point of order, he has admitted to not paying. He cannot make a motion.

Marti Morishige: Asked if the maker had a card, the answer was no.

The question was called on the main motion as amended. The motion was read: Ralph Boyea moved on behalf of the OL Board of Directors that the Board present two options for road maintenance fees effective July 1, 2014 to the membership for their approval. Option #1, \$350 for five years and Option #2, \$150 for five years. The options will be described as presented here today in the Newsletter containing a ballot for these options. The Board will strongly recommend a 'yes' vote for Option #1. Seconded by Nikhil Inman-Narahari. The motion as amended passed by a vote of 56 in favor, 1 opposed and 6 abstentions.

The motion passed with 56 in favor, 1 opposed and 6 abstentions.

[Many people talking over each other]

Ralph Boyea: Point of Order please, we only have five more minutes in this place. We have it for two hours. We need to keep the discussions brief in order to move forward with the items on our Agenda.

Motion: My name is Ralph Boyea I move on behalf of the OLCA Board of Directors that the membership ballot for the road maintenance fees to be effective July 1, 2014, will provide for a 'yes' or a 'no' vote on each of the two options presented. Seconded: David Aasve

Discussion:

[Unknown]: What happens if I vote 'no' for both of them.

Ralph Boyea: If there are more 'yes' votes the option will pass, if there are more 'no' votes it won't pass. If there are more 'no' votes on both options, then we are back to the \$85 mandatory road maintenance fee. We will take a step backwards from the \$150 we are currently collecting to \$85.

-Tegan Greene: Wants to identify on the ballot the MRMA which is the mandatory part of the road payment. If you have this just at \$150 it will be interpreted that is mandatory and that is not what the Court ordered. The mandatory part is the \$85.

Tegan Green moved to amend the motion: That the MRMA be broken down in the \$150 and \$300 options showing the mandatory road maintenance fee as \$85.

Anne Kamau seconded.

Discussion:

-Gaila Vidunas: The \$85 mandatory should be separated out, the additional \$65 was for two years only. So that evaporates and it's back to \$85.

-[Inaudible]: For. The mandatory fees you have to pay by law. Anything else should be optional. You have to make sure you identify what is the MRMA fees and what is optional.

-Ralph Boyea: Against the motion. The reasons given for the motion are incorrect. The two lawsuits state that all lot owners are obligated to pay mandatory road maintenance fees. It doesn't just say "MRMA's". Mandatory road maintenance fees include whatever our members pass for road maintenance. The paving fees originally started as MRMA's but they were separated out for accounting purposes. They are still mandatory. [Interruptions] If this proposal passes, if the \$300 passes, that entire \$300 will be considered a mandatory road maintenance fee. If you don't pay it, you will receive collection letters. We need to be clear on this. [Interruptions] He is saying this because it has to be perfectly clear, people constantly say that's not what you told us. So he is saying it right now. If you want to amend this thing you can.

-Marti Morishige: We have spoken to a lawyer and he assured us that this is correct. Everybody has to pay. That's why we worked for two years on a collection policy.

Saying the mandatory amount is just \$85 is not correct. If one of these options passes, that amount will be mandatory. It's very difficult for everyone to do have to do this every two years.

-[Unidentified]: It is time for this community to come together. This Board has worked harder than any Board I've ever seen. To give us something that hopefully we can agree on. I call the question.

-Marti Morishige: The question is to have the \$85 as one of the options.

-Ralph Boyea: The motion to amend that the \$85 MRMA be broken out on the ballot. The assumption being that that is the only amount people are obligated to pay. That is not how the Board will interpret it. The Board will say the entire amount has to be paid.

[Question by law?] Ralph, yes by law.

Motion failed with 5 in favor, 41 opposed and 12 abstentions

Marti Morishige: called for a vote on the main motion that the ballot provide two options with a yes or no vote on each option. Motion passed with 50 in favor, 7 opposed and 3 abstentions.

President Marti Morishige announced that we would move on to the next item of business on our Agenda. The petition to remove Director Wayne Carey from the Board of Directors.

The members present were shown a power point slide outlining the timeline relating to the filling of vacancies and election of officers for the Board of Directors for FY2013-14.

The slide also outlined the procedure to address the petition. Please refer to slide #13 attached to these minutes.

Derek Shimizu: Moved to dismiss all allegations against Director Carey because Wes Owens is not here to present his position. [Applause] Seconded by Ralph Boyea

Discussion:

-Donald Stoner: Wants to clarify. Apparently Wayne was voted off of the Board of Directors by a vote from the general group.

[Many responses – "no"]

-Marti Morishige: No Wayne orally resigned but before the Board acted on his resignation Wayne withdrew it. [More people speaking over each other]

-Wayne Carey replied that this whole issue is about him going to the insurance agent to ask if we signed anything or gave them money, he went to the credit union to see if any checks were signed between July 1st and August 20th. At the August meeting Ralph mentioned that we needed to vote back in the Interim Directors, we only had two elected Board members. We didn't have a quorum in July, and we can only elect Directors at a regularly scheduled meeting. Wes called a special meeting when he wasn't President and he wasn't on the Board according to our Bylaws, Wayne could not attend that meeting. When Wayne got back he asked Wes about the meeting and was told by Wes repeatedly and "quite arrogantly" that he wasn't privy to that information because he wasn't there. That meeting was held to completion. When Ralph was writing up the minutes two days later he notice that something was wrong he called

Wes and said it probably wasn't a legal meeting. Wayne continued to ask what we did. Wes said very emphatically to him that no business was conducted, no checks were written and that he wasn't privy to the information. He knew the insurance payment was due. When we had the August 20th meeting he chose not to be VP because of the things Wes was putting on our website and in his newsletter. Wayne believed Wes was exposing us to legal action. He went down to the credit union to look at the checks. His name was still on the signature card. He went down on the day before the September Board meeting. He notified Wes that Wes lied to Wayne repeatedly. What you have in that petition is retaliatory action. That is what this was about. Wayne was lied to. He told he wasn't privy to the information and he took the steps to prove Wes was wrong.

-Marti Morishige: what funds were misappropriated?

-Wayne: Wes didn't have the authority to sign the checks. These were funds that needed to be expended but he wasn't authorized to sign the checks. After Wes gave the petition, Wayne asked the Directors, what do you want him to do, do we want him to resign to stop the fighting. He resigned but after he thought about it he decided Wes was the one who was lying. Wayne just wanted to know what we were doing. So he told the Board he didn't want them to accept his resignation so we could come to this point today.

-Ralph Boyea: We need to be clear, are we closing this issue or are we moving forward.

-Derek Shimizu: My motion is to dismiss the allegations and end the discussion.

The question was called to dismiss the allegations against Wayne Carey. The motion passed with a vote of 58 in favor, 1 opposed and 1 abstention.

Announcements:

Ralph Boyea: The County of Hawaii put on a workshop to plan how people get out of their homes in case of an emergency – they are looking at opening roads in our subdivision to the public for emergency access. There is nothing in the plan that says how they will assist us in maintaining our roads. They took over Ainaloa Blvd and have an easement on 8 Road in Hawaiian Acres. This plan is on the OL website, please review it and make comments by April 8th. The Puna Connectivity and Emergency Response Plan. The criteria is that the roads must be open 24/7, 365 days a year; they are also looking for little or no opposition. He encouraged people to look at it and comment on it. The Board will be looking at asking the County to accept the responsibility to maintain any roads it opens to the public.

Ralph Boyea: We have a General Membership meeting on April 26th. If you were not able to raise an issue today because this was a Special Meeting, come to that one and raise any issue you want.

Marti Morishige: We need to or three more Directors.

Ralph Boyea: We only have two Directors out of eleven [11] elected by the general membership. We need nine [9] people to run to be Directors. We will be taking names of people who want to run at the April meeting to put them on the ballot.

Marti Morishige: Wes Owens has been our website master. We are trying to find another webmaster.

Motion to adjourn made and seconded.

Meeting adjourned at 12:25 p.m.

Submitted by:

Ralph Boyea, Corporate Secretary

Motions Log 3-1-14

**Bob Dexter moved to rescind the motion for road maintenance fees passed at the November 16, 2013 General Membership meeting. Seconded by Robert Arthurs.
Motion passed with 70 in favor, 0 opposed and 0 abstentions**

**Don Stoner moved that you make the presentation and that you do it forthwith.
[Inaudible second] Motion passed with 67 in favor, 0 opposed and 0 abstentions [Secretary's note: abstentions are called for and counted; people who do not vote at all are not counted.]**

**Wes Owens moved that no future funds may be expended on, or chip-seal road replacement measures may be taken until the Paving Plan is completed. Our ongoing normal repair of chip seal roads using cold patch should continue until the Paving Plan is completed, at which time there should be a new Plan approved by a membership vote specifically for chip-seal replacement order, which as the Paving Plan should not be deviated from.
The motion failed with 16 in favor, 49 opposed and 3 abstentions.**

Ralph Boyea moved on behalf of the OL Board of Directors that the Board present three options for road maintenance fees effective July 1, 2014 to the membership for their approval. Option #1, \$300 for five years; Option #2, \$250 for five years and Option #3, \$150 for five years. The options will be described as presented here today in the Newsletter containing a ballot for these options. The Board will strongly recommend a 'yes' vote for Option #1. Seconded by Michelle Stava.

Donald Stoner moved to amend the motion by dropping Option #2 and going with Options #1 and #3. Seconded by Derek Shimizu.

**Therese Latoski moved to amend the motion by striking the last sentence 'that the Board strongly recommends Option #1'. Gaila Vidunas seconded.
Motion to remove the Board recommendation failed with 12 votes in favor, 44 opposed and 4 abstentions.**

The question was called on the main motion as amended. The motion was read: Ralph Boyea moved on behalf of the OL Board of Directors that the Board present two options for road maintenance fees effective July 1, 2014 to the membership for their approval. Option #1, \$350 for five years and Option #2, \$150 for five years. The options will be described as presented here today in the Newsletter containing a ballot for these options. The Board will strongly recommend a 'yes' vote for Option #1. Seconded by Nikhil Inman-Narahari. The motion as amended passed by a vote of 56 in favor, 1 opposed and 6 abstentions.

Ralph Boyea moved on behalf of the OLCA Board of Directors that the membership ballot for the road maintenance fees to be effective July 1, 2014, will provide for a 'yes' or a 'no' vote on each of the two options presented. Seconded: David Aasve

Tegan Green moved to amend the motion: That the MRMA be broken down in the \$150 and \$300 options showing the mandatory road maintenance fee as \$85. Anne Kamau seconded. Motion failed with 5 in favor, 41 opposed and 12 abstentions

Marti Morishige called for a vote on the main motion that the ballot provide two options with a yes or no vote on each option. Motion passed with 50 in favor, 7 opposed and 3 abstentions.

Derek Shimizu moved to dismiss all allegations against Director Carey because Wes Owens is not here to present his position. [Applause] Seconded by Ralph Boyea. The motion passed with a vote of 58 in favor, 1 opposed and 1 abstention.

**Motion to adjourn made and seconded.
Meeting adjourned at 12:25 p.m.**