

**ANNUAL MEETING
VILLAGES OF KAPOLEI ASSOCIATION**

Wednesday, March 23, 1994
Makakilo Elementary School
Makakilo, Hawaii

ROLL

President Miles Kahaloa stated that Section 1.09 of the By-Laws of the Villages of Kapolei Association specify that a quorum exists when there is represented at any meeting, in person or by proxy, at least 25% of each class membership.

He announced that a quorum has been established with more than 25% of Class A and Class B owners represented at the meeting.

CALL TO ORDER

President Kahaloa called the Annual Meeting of the Villages of Kapolei Association to order at 7:05 p.m.

The meeting was immediately recessed for 5 minutes to continue with the check-in of the homeowners.

The meeting was called back to order at 7:10 p.m.

PROOF OF NOTICE OF MEETING

A notice of the Annual Meeting was sent to all owners of record on February 25, 1994, a copy of which will become a part of the Annual Meeting file.

INTRODUCTIONS

President Kahaloa then introduced the Board members present: Vice President Brad Vanterpool, Secretary Carla Kahiapo, Treasurer Peggy Kerby and Director Tom Otake; Special Guests Anne Anderson, Attorney for the Association; Manager Pete Quilit; Danni Nelson, Office Assistant; Ramona Mullahey, Community Liaison; Steve Glanstein Parliamentarian; and Anne Van Culin, Property Manager, Chaney, Brooks & Company.

President Kahaloa also introduced invited special guests: Councilman John Desoto; Representative Annelle Amaral; Senator Brian Kanno; HFDC Executive Director, Joe Conant; and Campbell Estate Representative, David Rae.

PARLIAMENTARY AUTHORITY - CONDUCT OF BUSINESS

President Kahaloa noted that if there were no objections, the most recent edition of Robert's

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Rules of Order, Newly Revised, would be the governing authority for this meeting and in any instance not covered by any State laws, the Articles of Incorporation or the Association's By-Laws. Since there is no objection, the meeting will be governed accordingly.

President Kahaloa noted that Mr. Glanstein is a professional registered Parliamentarian who will be assisting us with the following rules of procedure.

In order to accomplish our business fairly, it is necessary that we ask your assistance in following several customary rules.

1. This meeting is a private meeting and is restricted to attendance by owners, proxy holders representing owners, officers and staff, representative of the Managing agent, and other individuals who have been specifically invited by the Board.
2. If the floor is desired to speak on agenda business, stand, and be recognized by the Chair. Your name and lot number must be provided for the record. Please use the floor microphone for any speeches.
3. Long and complicated motions must be in writing and delivered to the Chair. The maker must sign the motion along with the seconder. This will help our Secretary with the minutes.
4. Discussion is only permitted on pending motions. Therefore, make sure that a long discussion does not get started without first being made in the form of a motion. An owner's forum of 15 minutes will be permitted at the end of the agenda.
5. During the discussion, please stay on the subject.
6. Make sure that all remarks are addressed directly to the Chair and not to each other.
7. We are asking to limit debate to 2 minutes per speech.

President Kahaloa then asked if there was any objection to adopting the above rules. Hearing none, he stated that these rules would be adopted.

President Kahaloa also appointed Teresa _____ as timekeeper for the debates.

APPROVAL OF MINUTES OF PRECEDING MEETING

President Kahaloa reported that the minutes of the last Annual Meeting had been distributed

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to all owners and are available at the check-in desk. He called for correction to the minutes and hearing none, announced that the minutes stood approved.

REPORTS OF OFFICERS

- A. **President** - President Kahaloa reported that a book of Board actions had been compiled and was available for review at the podium. He also noted that he will submit a written report to be distributed to all homeowners with the minutes of this meeting.
- B. **Treasurer** - Treasurer Peggy Kerby reported on the income and disbursements for the year 1993.

AUDITOR'S REPORT

President Kahaloa noted that the Auditor's report was still in progress and would be made available when completed.

SPECIAL REPORTS

- A. **HFDC** -- Executive Director Joe Conant reported on the growth taking place in the Villages.
 - 1. Recreation Areas - Mr. Conant reported that construction of Kapolei Community Park would break ground in August 1994 and hopefully be completed by February 1995. It will include a tot lot, basketball and volleyball courts, softball and soccer fields. Campbell Estate has an informal park under construction also.

Recreation Centers - The first recreation center will be built on a pool theme; the second recreation center will have a tennis theme.

Kapolei Community Center should be started in the fall of 1994 and will include office space, a multipurpose room and storage area.

Golf Course - The golf course will be sold with a buyer selected in September or October 1994. The course will have both public and private play opportunities.
 - 2. Completion Dates

Village III -- end of 1994
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Village II -- 572 homes - Watt Hawaii - completion - by late 1996.
Village IV -- Kekuilani - late 1995
Village V -- late 1994
West Beach-- mid-1995 - 128 unit condominium project
Villages VI, VII & VIII - currently accepting proposals.

- B. Councilman John DeSoto** - Councilman DeSoto reported on his participation in the events in the area. He noted that he has proposed to increase the Police Force with the addition of 33 new police officers (22 for Kapolei/11 for Waipahu). Councilman DeSoto also has asked that a study be done on providing another landfill for the area. More buses and bus stops are needed for the area.
- C. Representative Annelle Amaral** - Representative Amaral reminded the group that there will be two meetings on the Federal proposal for the re-use of Barbers Point. The first meeting will be held at the Campbell Estate building on March 31, 1994 at 7:00 p.m. The second meeting will be held in Honolulu at the Mabel Smyth Auditorium on April 7, 1994, at 5:00 p.m.
- D. Senator Brian Kanno** - Senator Kanno reported on the growth of the area and noted the community's input is necessary in determining the future of Barber's Point. With expansion of the area, job opportunities will increase along with the need for an Intermediate and High School.
- E. Campbell Estate Representative, Mr. David Rae** - Mr. Rae updated the audience on the build-up of the commercial area. He reported: 1) the shopping center is in the process of looking for a major restaurant tenant; 2) a 16-screen movie complex is to be built; 3) Seagull Day Care Center for 250 children will open next week; 4) the fire station is to break ground within two months; and 5) a police station will follow. Mr. Rae also noted that the Kapolei Regional Park is in the process of being completed and will be given by Campbell Estate to the City.

APPOINTMENT OF TELLERS

President Kahaloa asked for volunteers to act as tellers for certifying any ballot count for this meeting. The following volunteers were appointed: Ms. Cindy Vogelgesang, Lot #125, Malanai, and Mr. Eric Pilger, Lot #206,

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DETERMINATION OF NUMBER OF DIRECTORS

President Kahaloa noted that paragraph 2.01 of the By-Laws provide for a Board of between three and nine members. The Board recommends that the number of Directors be increased to seven.

A motion was made by Ms. Lezley Kushima, Lot #1-219, seconded by Mr. Mike Hoffman Lot #1-170, to set the number of Directors at nine.

After discussion, President Kahaloa asked if there were any objections. Hearing none, he noted that the motion carried unanimously. The Board of Directors will be set at nine members.

ELECTION OF DIRECTORS

Section 2.01 of Article II of the Association By-Laws provides that the affairs of the Villages of Kapolei Association shall be governed by a Board of Directors composed of not less than three nor more than nine persons, each of whom shall be an owner, co-owner, vendee under an Agreement of Sale, or an officer of any corporate owner of a unit, and that there shall not be more than one representative on the Board of Directors from any one unit.

There were seven (7) vacancies on the Board to be filled. Three (3) directors will be elected for three (3) years; two directors will be elected for two (2) years, and two (2) directors will be elected for one (1) year.

President Kahaloa called for nominations from the floor. The following individuals were nominated: Patrick Souza, Mike Hoffman, Ken Kamimura, Lezley Kushima, Regan Blair, Delta Westcot, David Dickinson, John Atchison, Cookie Kim and Steve Yonemura. Mr. Steve Yonemura and Mr. Ken Kamimura indicated that if elected they would like the one-year terms. The assembly agreed that Mr. Yonemura and Mr. Kamimura would serve the one (1) year terms, if elected. The three (3) year and two (2) year terms would go to those individuals receiving the highest number of votes in descending order.

President Kahaloa noted that the Nominating Committee has submitted a slate of individuals willing to serve on the Board. They are John Connell, Charmaine Iona, James Santos and Mario Fonseca. Their names appear on the ballot.

Mr. James Santos and Mr. Mario Fonseca withdrew from the nominations.

President Kahaloa asked if there were any further nominations, and hearing none he declared

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the nominations closed. Each of the nominees was then asked to introduce him/herself.

EXPLANATION OF VOTING

In accordance with the Association's By-Laws, the Election of Directors shall be by number of votes and secret ballot. A ballot was issued to each of you upon signing into the meeting. The Property Manager explained the ballot and the process of voting. President Kahaloa noted that the ballots cast by those present were to be collected by the Tellers,

RECESS DURING THE VOTING

President Kahaloa noted that if there were no objections, the meeting would be recessed for ten minutes while the ballots are being collected. The ballots for the proxy holders had not been distributed. The Chaney, Brooks & Company personnel were continuing to validate the 400+ proxies received the day of the meeting and compile the proxy ballots for distribution to the proxy holders.

CONTINUING THE BUSINESS OF THE MEETING

President Kahaloa asked if there were no objections, the meeting would continue while the proxy ballots are being completed.

NEW BUSINESS

- A. Resolution on 1994 Assessments** - It was moved, seconded and unanimously carried to approve the following resolution:

"Resolved by the owners of Villages of Kapolei Association that the amount by which each member's assessment in 1994 exceeds the total payments of the Association for maintenance, repairs and other expenses and capital expenditures of the Association as the Board of Directors has appropriately paid or determined payable, shall be applied to 1995 regular member assessments."

- B. Tree Issue** - The main motion and its amendment were withdrawn at the adjourned meeting.

Because the time for use of the meeting room had ended, the meeting was adjourned to another date and time. The tree issue will be the first item taken up at the adjourned meeting.

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ANNOUNCEMENT OF VOTING RESULTS

The results of the election were unavailable because the proxy holders were unable to vote. The Chair asked for acceptance of the following procedures:

1. The tellers along with Chaney, Brooks & Company tally clerks will count the votes cast this evening.
2. The votes cast, along with the tally results, will be sealed by the tellers.
3. The polls are closed for the election, except for the proxy holders who had not received their ballots at this meeting.

This procedure was approved by general consent.

ADJOURNMENT

The Chair announced that if there was no objection, this meeting would be adjourned to April 6, 1994, at 7:00 p.m., at Makikilo Elementary School, and if the school is not available, then, at the direction of the Board of Directors. Homeowners will be notified if the meeting is not at the elementary school.

There being no further business to be conducted, the meeting was concluded at 9:57 p.m.

Submitted,

Anne Van Culin
Recording Secretary

Approved:

Date: _____

Approved as to form: 7/7/94