

**Orchidland Community Association
Board of Directors Meeting
Approved Minutes
July 18, 2017**

Call to Order: President Steve (Mongo) Lyon presiding; this is the Board of Directors meeting of July 18, 2017 at the Pahoia Community Center the time is 6:48pm.

Roll Call: Steve (Mongo) Lyon, Don Stoner, Tegen Greene, Frederic Wirick, Gerald Akana, Sky Platt, Jeremai Cann and Doug Anderson by telephone conference call.
Paul Imaizumi is out on extended leave while he is caring for his wife, Faith. Our thoughts and prayers are with Faith, Paul and their family.

**Motion to approve the Agenda for the BOD meeting of as distributed for July 18, 2017.
Seconded, called to vote, 8 in favor, unanimous.**

**Motion to approve the Minutes of the BOD meeting of June 20, 2017 as distributed.
Seconded, called to vote, 8 in favor, unanimous.**

President's welcome announcement to members and general public:

Aloha and welcome to the July 2017 Board of Director's meeting for fiscal year 2017-18. OLCA members and the general public are welcome to attend but are asked to please not interrupt the proceedings and agenda. Guests will be given the opportunity to speak at the end of meeting. Sign-in and suggestion forms will also be provided at the meeting; these forms will be reviewed and addressed by the BOD at the next scheduled meeting.
One final notice, this is a public meeting and it is being video recorded.

Monthly Reports:

Treasurer Greene, the fiscal year-end report for 2016-17 as distributed.

Secretary Wirick, Latest Legal Update:

On Thursday, June 22, 2017, the Honorable Judge Greg Nakamura held a hearing to address Ms. Barbara Arthurs' motion for appointment of a special master. The motion sought to appoint a special master and separate property manager to undertake a variety of activities, including review and revision of OLCA's By-Laws. Plaintiff sought the appointment of a Special Master to manage OLCA with the assistance of an independent property manager to, among other tasks and duties, (i) take over the management of the association; (ii) revise the Charter of Incorporation, the Bylaws and the Policies and Procedures of the association; (iii) oversee fees that are assessed and collected to repair and maintain commonly held roadways; (iv) preclude membership vote on reduction or cancellation of fees; (v) modify representation by geographic location of the OLCA Board of Directors; (vi) modify rules for Board operations and membership input; (vii) require mandatory training before a Director can serve on the OLCA Board of Director; (viii) and require continued training for incumbent

Directors. Our attorneys opposed the motion, arguing, amongst other points, that Ms. Arthurs' motion effectively sought to appoint a receiver and not a true special master.

Judge Nakamura granted the motion in part, to appoint a special master "not to take over the entirety of the Association, but to initially undertake an investigation, provide a report as to the current situation regarding the governance of the Association, the road maintenance operation and the financial condition of the Association." Judge Nakamura further stated that the special master would then "make recommendations as to how to address road maintenance in the interim and make recommendations as to how to better understand the financial condition of the association." In all other respects, Ms. Arthurs' motion was denied. The full transcript of this hearing is available at Orchidland.org.

Our attorneys, as well as Ms. Arthurs' attorneys, will be submitting names to the court for considerations as an appropriate special master. Thereafter, the court will select an individual to serve as special master and to begin his or her investigation.

During this process the Court has also "stayed" (suspended) all active litigation. We believe the appointment of a special master, for the limited purposes outlined by the court, are appropriate and will assist the court in understanding the current affairs of the association.

The day to day activities of the association will, however, continue. In this regard, please continue to make your scheduled payments to OLCA. Those payments will be processed by our accountant, Mr. Kenneth Ah Lo, and credited accordingly. In addition, the court is specifically aware that we have scheduled our required 3-year audit, to be conducted by Carbonara CPAs, and will be proceeding with that audit.

Road Maintenance Committee Report was summarized by Chairperson Gerald Akana, the full report is listed below:

Unpaved Road Maintenance: the unpaved Main Access Roadways of Pohaku Drive (600'), Laniuma Drive from 39th to 40th Ave, and 40th Ave between Laniuma and Pohaku Drive were graded using existing materials and natural drainages were opened. 40th Ave between Laniuma and Orchidland Drive is also scheduled to be serviced soon.

Pothole filling:

During the past month potholes were filled where needed on Main Access Roadways, the worst and most hazardous location being lower Orchidland Drive between Hwy 130 and the entrance to Blanes Drive-in. This short section of roadway will be addressed in later discussion.

Signage purchase and installation: (4) "Road Floods During Rain" signs were installed, two near the intersection of Pohaku Drive and 39th Ave, and two more just northwest of the intersection of Pohaku Drive on 40th Ave, at the dip where the new pavement begins. A water depth post was suggested for this location on 40th Ave and is scheduled to be installed soon.

Additional monthly updates:

- The 25 mph speed limit signs and posts near the intersection of Pohaku Drive and 36th Ave that had been knocked down were reinstalled by the road crew.
- A letter to the owners of Kalaheo Trucking is being composed to address the damage to the asphalt pavement on Laniuma Drive just above 38th Ave. Apparently the D-9 dozer was unloaded too close to the pavement and one track caused some damage, including the lifting/rolling of the pavement. No report of the damage was made by either the heavy equipment delivery company or the dozer operator. HPD was later contacted and an incident report completed:
Report # M17028238.
- Both STOP signs and posts that had been knocked down at the intersection of Orchidland Drive and 38th Ave has been re-installed by the road crew.
- To prevent the undermining of a short section of Orchidland Drive just above the entrance to Blanes Drive-in, the road crew cold patched the edge of the roadway and added fill material on the shoulder to help prevent wash out.

General RMC updates and proposed road projects for the upcoming fiscal year:

July 2017 marks year 2 of the volunteer service of this OLCA Road Maintenance Committee. Our goal has been and is to serve the entire Orchidland Community with continued road maintenance and road improvements of over 40 miles of roadways. To improve road safety and reduce road related liability risks to the Association.

In addition, as a volunteer management team, the RMC, with both construction and business experience helps to reduce annual management costs and expenses of OLCA.

Following is a list of some completed road maintenance projects and road improvements over the past two fiscal years (beginning July 2015):

- 3.6 miles of chip sealed roadways were seal coated.
- One quarter mile of the worst Main Access Roadways in Orchidland Estates were built-up and asphalt paved.
- 2 rotations of road maintenance service were completed on 30 miles of unpaved roadways.
- Stop signs were installed at all crossroads intersecting with the 10 miles of Main Access Roadways.
- Road sides and intersections were mowed for increased visibility.
- Potholes were filled when needed.
- Road blockages due to fallen trees, abandoned vehicles, etc., were cleared to allow traffic flow.

July 1, 2017 began the new OLCA fiscal year 2017-18. The OLCA Membership approved both the Annual Budget as well as the Fee Schedule of \$200 Mandatory Road Maintenance Assessment (MRMA) fee. The 2017-18 billing statements were sent out in July and by August the OLCA Road Maintenance program will be once again moving forward at full speed.

Proposed road maintenance and improvements for fiscal year 2017-18 include:

- 1) Up to 3 complete rotations of road maintenance service on 30 miles of unpaved roadways. This would include road side mowing, opening of natural drainages, grading and adding materials where needed. The extensive maintenance project would begin on the unpaved Main Access Roadways, then across Orchidland Estates beginning at 34th Ave up to 41st Ave, then cross-roads between the Aves, and finally dead-end roadways.
- 2) The completion of some asphalt paving on Main Access roadways. This paving plan will be finalized by RMC taking into account a number of factors including: roadway flooding and other hazards, amount of traffic flow, general public safety issues, potential liability risks and more. Also this asphalt paving project will be dependent on OLCA funding, the more OLCA funding received the more asphalt paving that can be completed.
- 3) Monthly filling of potholes on the 10 miles of paved roadways as needed.
- 4) To develop a long-term road maintenance and road improvement plan to address paved roadway maintenance.
- 4) Continued mowing of road sides and intersections to increase visibility.
- 5) To address Orchidland residents safety concerns on the emergency by-pass roadways of Pohaku Drive and 40th Ave. These OLCA roadways have been used by the County during emergency situations to help move traffic from Hwy 130 to Hwy 11. The RMC's primary concern is to slow the traffic speeds and reduce traffic flow on this bypass during non-emergency situations. This includes the proposed the installation of 25mph speed limit signs and 25mph speed humps and/ or speed dips.
- 6) For the RMC to open negotiations with the commercial business owners on lower Orchidland Drive to collectively come up with a solution to address the failing, primarily commercial roadway, from Hwy 130 to the entrance of Blanes Drive-in.

RMC New Business

The following Motions were approved by the RMC:

Motion to elect following officers to the 2017-18 OLCA Road Maintenance Committee (RMC): RMC Chairperson Gerald Akana, RMC Vice Chairperson Don Stoner, Sky Platt as RMC foreman and Frederic Wirick as RMC Secretary.

Motion seconded

Discussion: Gerald Akana has accepted the nomination of Road Chair. He was originally elected the OLCA BOD in July 2015 and has been an active RMC member since.

For about eight years prior to his election, he and his wife repaired the 1 mile chip sealed section of Pohaku Drive from 35th Ave to 37th Ave. They filled potholes on a monthly basis with cold patch, as much as ½ ton of cold patch per month.

Fortunately, in 2015 the BOD approved the maintenance seal coating of this deteriorating chip sealed roadway and the project was completed by Island Roads, LLC. Since that time Gerald Akana has not filled a pothole on Pohaku Drive and he has noted that the seal coat has held up very well for almost 2 years.

Regarding the RMC, all 4 current members have worked together cooperatively and we will continue our volunteer service throughout fiscal year 2017-18.

Please note, former RMC and BOD member, Chris Coles-Morales recently resigned, she and her husband are in the final process to obtain their residential building contractor's license in the

State of Hawaii. Her time will now be dedicated to their contracting work and business. We thank Chris Coles-Morales for her participation on the RMC and BOD for fiscal year 2016-17. **More discussion, call motion to vote, 4 in favor, unanimous.**

Newly elected RMC Chairperson, Gerald Akana presiding.

Motion to establish the second Tuesday of each month as the OLCA Road Maintenance Committee meeting dates for fiscal year 2017-18.

Motion seconded

Discussion: For the past two fiscal years, since July 2015, the RMC has met on the second Tuesday of each month from 6:30pm to 8pm. This RMC meeting is one week before the BOD meeting. This scheduled meeting date allows two-weeks between the BOD and RMC meetings.

More discussion, call motion to vote, 4 in favor, unanimous.

That completes the New Business, now onto more RMC discussion on road related topics:

-- The "Speed Dip" road sign and post were recently stolen on Auli'i Drive near the intersection of 38th Ave. A police report with the HPD is pending.

-- There was discussion about a new seal coating process that was recently used in Fern Acres. RMC Chair Akana directed Secretary Wirick to schedule a meeting at Fern Acres to inspect the newly surfaced roadways and to possibly meet the contractor. In addition, he requested a report to be made on the findings for the August RMC meeting.

-- There was some discussion regarding some recent crime activity in Orchidland Estates including burglaries, car thefts and high speed chases by the HPD. It was recommended to call 911 and report incidents to the HPD immediately. It was also noted that there is a Neighborhood Watch in Orchidland Estates but that it is not affiliated with OLCA. A secondary recommendation for reporting incidents was on the Facebook site, Big Island Thieves. Regarding these recent incidents, the question was raised about the possibly of gating some Orchidland roadways.

-- The process for installing more Post Office boxes in Orchidland Estates was discussed. And the possibility of getting more information out to the OLCA Membership regarding more PO Boxes in the October 2017 Newsletter.

-- **Special Guest input:** President Lyon will bring copies of his preliminary report regarding his right-of-way proposals for upcoming Procedures and Polices to the August 2017 RMC meeting for review and discussion.

That concludes the RMC report. The following motion was unanimously approved by the RMC and is now recommended to the OLCA Board of Directors for approval tonight.

Motion to approve up to \$35,000 plus material and delivery costs to begin the first rotation of unpaved road maintenance as soon as OLCA funding becomes available.

Motion seconded

Discussion: This is the RMC's top-priority road maintenance project. And it had been postponed since January 2017 due to frozen funds.

As noted, this would include road side mowing, opening of natural drainages, grading and adding materials where needed. The extensive maintenance project would begin on the

unpaved Main Access Roadways, then across Orchidland Estates beginning at 34th Ave up to 41st Ave, then cross-roads between the Aves, and finally dead-end roadways.

More discussion, called to vote, 8 in favor, unanimous.

That completes the recommended motions from the RMC.

Now onto BOD New Business:

Motion to establish the third Tuesday of each month as the OLCA Board of Directors meeting dates for fiscal year 2017-18.

Seconded

Discussion: Since July 2015 the OLCA Board of Directors established the third Tuesday of each month as the monthly BOD meeting date.

More discussion, called to vote, 8 in favor, unanimous.

Motion to reaffirm the OLCA Membership election of 6 duly elected Board of Directors: Steve (Mongo) Lyon, Doug Anderson, Chris Coles-Morales, Jeremai Cann, Steve Baca and Paul Imaizumi to up to 3 year-year terms on the BOD.

Seconded

Discussion: OLCA Membership Ballots for these elections were sent in the March 2017 Newsletter. The results of OLCA 2017-18 Ballots as posted online at www.Orchidland.org July 1, 2017 began the new fiscal year. Following the approval of this motion, the 6 newly elected members will be sworn in by OLCA appointed parliamentarian.

More discussion, called to vote, 8 in favor, unanimous.

Motion to reaffirm the election the following OLCA Officers as of July 1, 2017, through fiscal year 2017-18: President Steve (Mongo) Lyon, Vice President Don Stoner, Treasurer Tegen Greene, Secretary Frederic Wirick and Gerald Akana as Road Maintenance Committee Chairperson.

Seconded, called to vote, 8 in favor, unanimous.

Social/ Community Lot Committee updates read by Jeremai Cann:

July 8th marked our one year anniversary for social events being held at the OLCA Community Lot, our Community Gathering Place -- the Hui Hoaloha. These events have been held the second Saturday of each month and all Orchidland residents and guests are encouraged and welcome to attend.

Saturday July 8th featured the monthly Harvest Sharing event as well as the first Orchidland Farmers Market. In addition, it was the Second Annual Free Pancake Breakfast -- a big Mahalo to Beth Wewers and her pancake flipping crew, Ken and Sky -- great pancakes and much more.

Orchidland Community Association's Second Saturday of the month social events continue throughout 2017-18 at the Hui Hoaloha, the new hours are 10am to 2pm. Saturday August 12th will feature Harvest Sharing, the Orchidland Farmers Market and the addition of a Swap Meet.

For more information contact Committee Chairpersons Edie Valentine or Merlin Foreman at the events, or call 808-464-5598, or go online to www.Orchidland.org and click on contact for email.

The Social/ Community Lot Committee recommended the following motion to be approved by the OLCA Board.

Motion to approve up to \$700 for the purchase of up to ten additional tables and chairs for fiscal year 2017-18 to accommodate both monthly OLCA Social Events and Annual Meetings held at the Community Lot/ Hui Hoaloha.

Second the motion

Discussion: The Community Lot/ Hui Hoaloha are utilized on a monthly basis for OLCA social events and twice a year for Membership meetings. We currently have two 20'x40' pole tents and 6 (6') tables and 30 chairs. The Committee would like to add up to 10 additional tables and 10 chairs to help accommodate both Orchardland Farmers Market and Swap Meet participants, as well as provide tables and seating for those attending the monthly presentations and events, as well as annual OLCA Membership meetings.

More discussion, called to vote, 8 in favor, unanimous.

That concludes OLCA Board business for this evening.

Guests present: Sharon McCartin, James Higgins, Carrie Walters and Lloyd Swierenga.

Guest input: James Higgins noted that this was his first attendance of an OLCA Board meeting and indicated that he had attended Board meetings for many other groups on the mainland for decades. He complimented the OLCA Board on their proper corporate business meeting procedures and practices which included the format set forth by Robert's Rules of Order. Mr. Higgins also commended the RMC and BOD for their good management of OLCA roadways including road maintenance, signage and road improvements over the past years.

Sharon McCartin received a letter from President Lyon regarding her request to review OLCA financial records. She also indicated that she was ready to sue the OLCA Board for libel for posting the following disclosure on the OLCA website homepage at www.Orchidland.org :

"Warning! The following special interests groups DO NOT represent Orchardland Community Association (OLCA):

— Orchardland Voice (OV) under the leadership of Peter Houle, Bob & Barbara Arthurs and Vijay Karai filed a frivolous lawsuit against OLCA in July 2015.

— Orchardland Neighbors (ON), this organization claims to be raising funds to build a community center in Orchardland. They do NOT own the Orchardland Community Lot or have anything to do with the Orchardland Community Association (OLCA). ON's current president and founder Sharon Landry, Treasurer Barbara Arthurs, director Sharon McCartin all signed Orchardland Voice's petition filed with the Court calling to dissolve and place OLCA into receivership."

Sharon McCartin was asked if these were factual statements, she replied, yes they were. Guest, James Higgins commented that Ms. McCartin could not sue OLCA for disclosing factual and

publicly available information. Ms. McCartin insisted she would sue unless the disclosures were removed.

That concluded the BOD meeting of July 18, 2017.

Motion to adjourn; called to vote, 8 in favor, the time is 7:31pm.

Submitted by:

Frederic Wirick, Secretary

Date