

**REGULAR BOARD OF DIRECTORS' MEETING MINUTES
WAIKOLOA VILLAGE ASSOCIATION**

Tuesday, April 25, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 1

PRESENT: President Paul Barker, , Director Jeff Nisenoff, Director Alice Tinsman,
Director Jim Albone, Secretary Wayne Awai, Treasurer Margaret Tigue

ABSENT: Vice President Fred Tonge

BY INVITATION: John Tarson, GM & Recording Secretary.
Roger Hansen Env. Control Dept, Fran Cipro Golf Pro

AUDIENCE: 14 Association members

CALL TO ORDER:

There being a quorum present, President Barker called the meeting to order at 5:00 PM.

APPROVAL OF PREVIOUS MINUTES

The minutes of the Regular Board Meeting of March 28, Annual Meeting of April 8, Organizational meeting of April 8 and Special Board meeting of April 18 were previously distributed to all Board Members. President Barker declared the minutes approved as submitted with a couple of corrections which will be reflected in the signed minutes. Second page of Organizational meeting minutes to have date corrected from April 5 to April 8 on page 2. April 18 Special meeting to have motion pertaining to action on recommendation #4 to reflect that the motion for acceptance excluded the last sentence of the recommendation.

REPORTS

MANAGERS

GM - Report submitted and accepted
Director Tinsman presented GM with a list of streets that are partially paved and have no curbs and gutters for inclusion in a report and requested to be sent to the County of Hawaii relating to ongoing flooding due to the incomplete roads

COMMITTEES

STANDING COMMITTEES

EXECUTIVE COMMITTEE No report submitted

REGULAR BOARD OF DIRECTORS' MEETING MINUTES WAIKOLOA VILLAGE ASSOCIATION

Tuesday, April 25, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 2

ENVIRONMENTAL CONTROL – Department and Committee report submitted and accepted.

GREENS – Committee and Golf Depts Report submitted and accepted.

NOMINATIONS & ELECTIONS – Report submitted and accepted

FISCAL and TREASURER – Treasurer Report submitted and accepted.

OTHER COMMITTEES

EMERGENCY PREPAREDNESS – Report submitted and accepted

UNFINISHED BUSINESS

COMMUNICATIONS COMMITTEE RECOMMENDATION

Recommendation #6 contained an item “The Association also acquire a sign or marquee to notify members and residents of important coming events,” that was removed from consideration at the April 18 meeting pending further information. The general manager reported that “there are no restrictions on lots designated as “common areas” relating to placement of a sign or marquee; however, all such improvements must be approved by the ECC prior to installation.

Motion by Director Tinsman, second Director Tigue to pursue the idea of having a WVA sign or marquee to notify members and residents of important coming events. Passed 4 yes Tinsman, Tigue, Barker, Albone 2 No Awai, Nisenoff

GRANT PROCESS

Board members given materials pertaining to a proposed process for community grants that had been previously distributed. Newly elected Board members received materials for the first time. Action on this item to be at May Regular meeting.

NEW BUSINESS

COMMITTEE AND CHAIR APPOINTMENTS

The following persons were appointed to be the Chairs of the Standing Committees of the Board for the one year term beginning in June and they were

REGULAR BOARD OF DIRECTORS' MEETING MINUTES WAIKOLOA VILLAGE ASSOCIATION

Tuesday, April 25, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 3

directed by the Board to return to the Regular May meeting with a slate of the appropriate number of committee members as prescribed in the Bylaws to serve on the committees for the one year term beginning June of 2006.

ECC	Sharon Stiger
Greens	Wayne Awai
Fiscal	Margaret Tigie
Nominations and Elections	Pat Ryan

Note: Board members Alice Tinsman and Margaret volunteered to be the 2 Board members required to be on the Nominations and Elections committee.

SUSPENSION OF RULES

The rules were unanimously suspended to accommodate the owner's forum.

OWNERS' FORUM – The meeting was recessed for the owners' forum at 6:20 PM.

Mary Evely

Expressed concern about noise from live music at Clubhouse Restaurant and concern over the fueling station concept

Carl Dell

Expressed concern about construction staging area in the WVA back parking lot and about construction trailer and roll off dumpster in street next to curb.

Robin Dell

Expressed concern about construction staging area in the WVA back parking lot

Pat Ryan

Expressed concern about construction staging area in WVA back parking lot.

Brad Houser

Expressed concern about construction staging area in WVA back parking lot.

Bruce Shadel

Expressed concern about use of WVA property like construction staging area in WVA back parking lot.

**REGULAR BOARD OF DIRECTORS' MEETING MINUTES
WAIKOLOA VILLAGE ASSOCIATION**

Tuesday, April 25, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 4

RETURN TO AGENDA

The owner's forum concluded at 6:55 PM.

RECESS

CALL TO ORDER – The meeting reconvened at 7:05 PM

EXECUTIVE SESSION –President Barker moved to enter Executive Session to discuss personnel and litigation issues. Approval was unanimous.

CALL TO ORDER - The meeting was reconvened at 8:12

The Board approved by acclamation that Director Jim Albone would become a member of the Environmental Control Committee.

NEXT MEETING - The next **Regular Board of Directors' Meeting** is scheduled for May 23, 2006 at 5:00 pm

ADJOURNMENT - There being no further business, the meeting was adjourned at 8:15 PM.

Submitted

Approved: 5/23/06

John L Tarson
Recording Secretary

Wayne Awai
Secretary

REGULAR BOARD OF DIRECTORS' MEETING MINUTES WAIKOLOA VILLAGE ASSOCIATION

Tuesday, April 18, 2006

On-Site, Community Center

Waikoloa, Hawai'i

Page 1

PRESENT: President Paul Barker, Vice President Fred Tonge, Treasurer Margaret Tigie, Director Jeff Nisenoff, Director Alice Tinsman, Director Jim Albone

ABSENT: Secretary Wayne Awai

BY INVITATION: John Tarson, GM & Recording Secretary.

AUDIENCE: 7 Association members

CALL TO ORDER:

There being a quorum present, President Barker called the meeting to order at 7:03 PM.

UNFINISHED BUSINESS

Communications Committee Report and Recommendations

The Board of Directors took the following actions pertaining to the 9 recommendations contained in the final report of the Communications Committee dated March 22, 2006

Motion by Director Tonge, second Director Tigie to accept recommendation #3 relating to the newsletter being a "comprehensive monthly" publication. **Passed**, 5 yes, Alone no

Motion by Director Tonge, second Director Albone to accept recommendation #2 relating to establishment of a Publications and Communications Committee. **Failed**, 2 yes Tonge, Nisenoff, 4 No Albone, Tinsman, Tigie and Barker

Motion by Director Tonge to accept recommendation #1. **Failed** for lack of a second.

Motion by Director Tonge, second Director Tigie to accept recommendation #4 relating to website management. **Passed**, all yes

Motion by Director Tinsman, second Director Tonge to accept recommendations #5 relating to one-time review of website and newsletter. **Failed** Tonge yes, all others no.

**REGULAR BOARD OF DIRECTORS' MEETING MINUTES
WAIKOLOA VILLAGE ASSOCIATION**

Tuesday, April 18, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 2

Motion by Director Tigie, second Director Albone to accept recommendation #6 titled Use e-mail and signage to notify members MINUS the language relating to a sign or marquee. **Passed**, All yes.

Motion by Director Tinsman, second Director Tonge requesting the WVA to acquire a sign or marquee for display of announcements and information. **No action**

Motion by Director Tonge, second Director Nisenoff to table this item. **Passed**, All yes.

Motion by Director Tonge, second Director Tigie to accept recommendation #7 to jointly use and share information in the newsletter and on the website. **Passed** 4 yes Tinsman, Albone, Tigie, Tonge. No, Barker, Nisenoff

Motion by Director Tonge, second Director Tigie to accept recommendation #8 titled "Explain the Association to Members." **Failed**, 3 Yes Tonge, Tigie, Nisenoff 3 No Barker, Albone, Tinsman

Motion by Director Tigie, second Director Albone to accept recommendation #9 to "Increase Communications between Board and Membership." **Passed**, all yes.

NEXT MEETING - The next **Regular Board of Directors' Meeting** is scheduled for April 25, 2006 at 5:00 pm

ADJOURNMENT - There being no further business, the meeting was adjourned at 9:04 PM.

Submitted

Approved: 4/25/06

John L Tarson
Recording Secretary

Wayne Awai
Secretary

**ORGANIZATIONAL BOARD OF DIRECTORS' MEETING
MINUTES**

WAIKOLOA VILLAGE ASSOCIATION

Saturday, April 8, 2006

On-Site, Community Center

Waikoloa, Hawai'i

PRESENT: Fred Tonge, Paul Barker, Wayne Awai, Margaret Tigue, Alice Tinsman and Jeff Nisenoff.

ABSENT: Jim Albone

BY INVITATION: John L. Tarson, GM and Steven Glanstein, Registered Parliamentarian.

CALL TO ORDER:

There being a quorum present, V P Barker called the meeting to order at 11:35 AM.

ELECTION OF OFFICERS

The following persons were duly nominated and elected to the offices indicated:

Paul Barker	President
Fred Tonge	Vice-President
Margaret Tigue	Treasurer
Wayne Awai	Secretary
Alice Tinsman	Assistant Secretary
Jeff Nisenoff	Assistant Treasurer

EXECUTIVE COMMITTEE

The following persons were selected to serve on the Executive Committee: President, Vice-President and Treasurer.

CHECKING ACCOUNT SIGNERS

The following persons were selected to be signers of checks for the WAIKOLOA VILLAGE ASSOCIATION account: Board members Paul Barker, Margaret Tigue, Wayne Awai and General Manager John Tarson.

NEXT MEETING –

A Special meeting was called by Vice President Fred Tonge for the single topic of discussing the findings of the Communications Commission at 7pm on Tuesday April 18.

ADJOURNMENT - There being no further business, the meeting was adjourned at 12:11 PM.

Submitted

Approved: 4/25/06

John Tarson
Recording Secretary

Wayne Awai
Secretary

**REGULAR BOARD OF DIRECTORS' MEETING MINUTES
WAIKOLOA VILLAGE ASSOCIATION**

Tuesday, March 28, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 1

PRESENT: President Paul Dahlquist, Vice President Paul Barker, Director Jeff Nisenoff, Director Fred Tonge, Director Wayne Awai

ABSENT: Treasurer Margaret Tigie ,Secretary Deborah Stone-Swanson

BY INVITATION: John Tarson, GM & Recording Secretary.
Jan Davis ECC Dept Mgr, Fran Cipro Golf Pro

AUDIENCE: 11 Association members

CALL TO ORDER:

There being a quorum present, President Dahlquist called the meeting to order at 5:05 PM.

APPROVAL OF PREVIOUS MINUTES

The minutes of the Regular Board Meeting of November were previously distributed to all Board Members. President Dahlquist declared the minutes approved as submitted.

REPORTS

MANAGERS

GM - Report submitted and accepted
Note: A 3 year plan for the pool is being worked on.

COMMITTEES

STANDING COMMITTEES

EXECUTIVE COMMITTEE No report submitted

ENVIRONMENTAL CONTROL –Department and Committee report submitted and accepted.

GREENS – Committee and Golf Depts Report submitted and accepted.

5:27 Recess

REGULAR BOARD OF DIRECTORS' MEETING MINUTES WAIKOLOA VILLAGE ASSOCIATION

Tuesday, March 28, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 2

5:30 Meeting reconvened

NOMINATIONS & ELECTIONS – Report submitted and accepted
Motion Director Tonge, second Director Awai based upon recommendation at meeting of Nominations and Elections Committee during recess that the order of replacement of Directors for the election results to be announced at the April 8, 2006 Annual meeting: Dahlquist, Swanson, Nisenoff. IF Nisenoff is first or second in voting and receives a majority of the votes cast, his current seat becomes vacant. Motion passed, all yes votes.

FISCAL and TREASURER – Treasurer Report submitted and accepted.
Motion Director Tonge, second Director Nisenoff to add Howard Edelman to the Fiscal Committee. Motion passed, all yes.

OTHER COMMITTEES

EMERGENCY PREPAREDNESS – Report submitted and accepted

COMMUNICATIONS COMMITTEE – Report submitted
Action deferred to new Board in April

UNFINISHED BUSINESS

GRANTS PROCESS

Item to be acted upon by new Board in April.

EMPLOYEE PENSION PLAN AMENDMENTS

Motion Director Nisenoff, second Director Barker to be effective for calendar year 2006 the following amendments to the non-union employee pension plan:

- 1) Change plan to “Individual account balance plan”
- 2) Add participant loan feature
- 3) Change to full and immediate vesting
- 4) Change eligibility to 6 months of service and no age requirement
- 5) Add John L. Tarson as 3rd Trustee of Pension Plan

Motion passed, all yes.

FUEL STATION

Motion Director Barker, second Director Nisenoff for GM to seek quotes from the 3 wholesale fuel providers on the island and submit proposal to Fiscal Committee

**REGULAR BOARD OF DIRECTORS' MEETING MINUTES
WAIKOLOA VILLAGE ASSOCIATION**

Tuesday, March 28, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 3

for review prior to returning final proposal to Board. Motion passed, all yes

NEW BUSINESS

MAUNA LANI EASEMENT

Motion Director Barker, second Director Tonge authorizing the granting of easements to the Water Board of the County of Hawaii for locating of 2 water tanks on approximately 3 acres of WVA property subject to compensation of \$200,000, provision of indemnification/liability insurance AND legal review and approval by attorney representing WVA. Motion passed, all yes.

Motion Director Nisenoff, second Director Tonge to require the \$200,000 be placed in the capital reserve fund. Failed Yes Tonge, Nissenoff, No Barker, Dahlquist, Abstained Awai

LETTER AND PETITION REGARDING TREES

GM directed to send letter to owner, Mr. Funasaki, author of drafted letter indicating the Board is willing to allow the trees to be trimmed or removed if concerned owners are willing to pay for the hiring of a licensed and bonded contractor to do the work.

Prior to any work a full survey of the neighborhood is to be conducted to determine if there are owners who would object to such trimming or removal.

PURCHASE OF BACK UP MOTOR FOR PARKER WELL #1

Motion by Director Nisenoff, second Director Barker authorizing the purchase of a backup, replacement motor for Parker Well #1 at a cost of \$12,000. Passed, all yes.

WAIKOLOA COMMUNITY DEVELOPMENT CORP SUPPORT REQUEST

The consensus of the Board was that individual Board members and a staff representative will continue to attend and participate in the Community Development Planning process as has been occurring.

SUSPENSION OF RULES

The rules were unanimously suspended to accommodate the owner's forum.

OWNERS' FORUM – The meeting was recessed for the owners' forum at 7:20 PM.

REGULAR BOARD OF DIRECTORS' MEETING MINUTES WAIKOLOA VILLAGE ASSOCIATION

Tuesday, March 28, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 4

Wini Hooser

Expressed concerns about the recommendations of the Communications Commission. In particular, she opposed the recommendations to form another ad hoc committee to be involved with the communications mediums of the WVA and the idea of a percentage of member dues being dedicated exclusively to communications. She also questioned the practice of drawing conclusions regarding the overall membership from a survey that was returned by roughly 20% of the membership.

Jan Davis

Speaking as a homeowner, her opinion was that the Board and WVA would be better serving homeowners by spending funds on amenities like the pool and tennis courts that allowing 5% of owners fees to be spent on a communications budget.

Robert Joseph

Concerned about what would happen to a proposed WVA owned and operated fuel station if fuel rationing was to occur. If a fuel station is to be implemented, he believes some kind of guarantee of supply should be part of the deal.

Gail Jackson

Concerned about traffic and logistics involved with the proposal for a fuel station.

Alice Tinsman

Commented on the fueling station, communications and traffic problems and road conditions.

Jenni Long

Expressed her opinion that the proceeds from the easements to be grant to the Hawaii County Water Department Board via Mauna Lani should be put into capital reserves.

RETURN TO AGENDA

The owner's forum concluded at 7:38 PM.

CALL TO ORDER – The meeting reconvened at 7:38 PM

EXECUTIVE SESSION –President Dahlquist moved to enter Executive Session to

**REGULAR BOARD OF DIRECTORS' MEETING MINUTES
WAIKOLOA VILLAGE ASSOCIATION**

Tuesday, March 28, 2006
On-Site, Community Center
Waikoloa, Hawai'i
Page 5

discuss personnel and litigation issues. Approval was unanimous.

CALL TO ORDER - The meeting was reconvened at 8:35

NEXT MEETING - The next **Regular Board of Directors' Meeting** is scheduled for April 25, 2006 at 5:00 pm

ADJOURNMENT - There being no further business, the meeting was adjourned at 8:35 PM.

Submitted

Approved: 4/25/06

John L Tarson
Recording Secretary

Wayne Awai
Secretary