

HRCA Interim Board Special Meeting Minutes Sunday, July 18, 2025

Attending: Bobbi Woods, Nancy Bondurant and Linda Raquinio

Meeting was called to order at 12:30 pm.

AGENDA: Prepare for and conduct tele meetings with members of the Women's League of Voters and Attorney Steven Strauss.

ZOOM CALL with the League of Women's Voters commenced at 1 pm with Donna Oba, Director, and member Susan Irvine.

Main concerns from the LOWV were the HRCA 's legitimacy and qualifications to conduct a Board Election after so much time had passed and with variations on usual protocol.

1) The need and legitimacy of the Interim HRCA board was protected under the Doctrine of Necessity is the basis on which extraordinary by administrative authority established to restore order to uphold fundamental constitutional principles, are considered to be lawful even if such an action contravenes established constitution, laws, norms, or conventions. Such is the situation now for the interim HRCA board's current need to establish a viable board election that may not follow the current HRCA bylaws. This assertion was agreed on.

2) The LOWV wishes to see the Ballots for their approval before sending out to the membership as the returned Ballots will be sent to their mailbox. PO Box 665, Hilo, HI 96702.

3) The LOWV also wanted a guarantee that dues ordinarily giving the members their voting right would not be included with their ballots. Since this has been allowed in the past, the only way around it was allowing all members to vote in this transitional election without paying dues. It was agreed on.

Discussion ensued regarding opinions on whether proxy votes should be accepted but not settled.

Suggestion was made that copies of Bylaws that refer to elections was made available to members but not accepted.

Need for establishing Election time ensued with a major debate over whether the election should be in the Fall as per usual (short timeline and competition with member's attention span due to all the Holiday events and school vacations, etc being detrimental to participation) or in Spring as is commonly used by the majority of Homeowner Associations. It was agreed to continue with the usual schedule for the special meeting to count the votes would be the third Saturday in January 2026.

Finally, the League of Women's Voters requires a letter from our Attorney addressing all the issues and agreements made in this meeting with emphasis on the authority of the Doctrine of Necessity and establishing that the HRCA is governed as a 414D entity and not 421J.

We assured them that would be addressed right away with our Attorney who we will be meeting with next.

At 2:15 pm Telecall meeting with Steven Strauss

We first requested an equivalent opinion from him in writing regarding the HRCA status of 414D over 421J. and inclusion of going forward under the provisions of the Doctrine of Necessity.

Strauss questions were:

How the monies were transferred from the HCFCU and to Credit Union of Hawaii (CUH) and was satisfied with the information given.

About the two properties owned by HRCA had the taxes been paid over the years. We assured him that it has been and that Director's Insurance also exists.

Are we Federal and State tax compliant? Yes, the HCFCU allowed for important essential bills to be paid even though the account was frozen. However the IRS is not concerned with filings if no income was derived. We also have retained an accountant to get all financial concerns in order and up to date.

HRCA questions for Strauss:

What are the rules regarding proxies under 414D? We prefer not allowing because of the elimination of payment of dues qualifying members to vote being waived for this special election? HRCA Bylaws say yes to proxies. He wasn't sure and will get back to us.

We want the membership to be

We want the membership to be aware of all of this and should we allow a timeline lag for membership to query about legalities?

Create timeline for members.

August for first notifications to go out with information and applications for members who wish to be candidates for the new Board.

October deadline for applications. Send out Ballots ASAP with a two month deadline by end of December.

January 2026, third Saturday special public meeting to announce results.

Strauss agreed to create his official letter to membership right away.

We will add our letter and board candidate bio requests to his letter in the first letter out to membership In August.

Other business:

Bobbi asked if 3K is owed to you still? Strauss has no recollection of it.

Bobbi also asked about possible recovery of DeFrie's Attorney fees and Strauss strongly felt it was very unlikely to happen.

Bobbi also asked if Sandy had paid him 3K on behalf of HRCA that was unknown to herself as it should have been. He will also check on that.

Finally and officially, it was moved by Bobbie and seconded by Linda to allow for this one time waiving of dues for HRCA voting privilege for this special board election only.

It was moved and seconded to adjourn meeting at 3:25 pm.

