

MILILANI TOWN ASSOCIATION

ANNUAL MEETING

TIME AND PLACE The 40th Annual Meeting of the members of the Mililani Town Association was held on Wednesday, March 19, 2008 at 7:00 P.M. in Mililani Recreation Center III located at 95-281 Kaloapau Street, Mililani Town, Hawaii.

CALL TO ORDER President Farouk Wang called the meeting to order at 7:00 P.M. It was ascertained that there were more than 100 votes represented in person and by proxy; therefore, a quorum was established pursuant to Article 1, Section 3, Paragraph (d) of the By-Laws. Total votes present were 2,143.

ROLL CALL Silent roll call noted 9 directors were present:

DIRECTORS PRESENT

| | |
|-----------------|-----------------|
| Farouk Wang | Michelle Kidani |
| Roger Babcock | Lester Ogawa |
| Glenn Yoshimori | Arthur Heath |
| Greg Sitar | Will Kane |
| Eric Matsumoto | |

DIRECTORS ABSENT None

PRESIDING OFFICER AND SECRETARY President Wang presided as Chair of the meeting and Director Glenn Yoshimori, Secretary of the Board, served as Recording Secretary.

APPROVAL OF THE AGENDA The agenda was amended for removal of Item IX: Nominations from the Floor. Agenda was approved by unanimous consent.

PROOF OF NOTICE OF MEETING In accordance with Section 3(c) of Article I of the By-Laws, notice of this Annual Meeting was sent to all owners of record on February 1, 2008.

INTRODUCTION Chair Wang introduced the directors and committee chairperson for the past year: Roger Babcock, Director, Vice President, Chairperson of the Management and Personnel Committee; Glenn Yoshimori, Director and Secretary; Greg Sitar, Director, Treasurer and Chairperson of the Audit and Finance Committee, Eric Matsumoto, Director and Chairperson of the Building

and Grounds Committee; Lester Ogawa, Director and Chairperson of the Member Relations Committee; Arthur Heath, Director and Chairperson of the Recreation Committee; Michelle Kidani, Director; Will Kane, Director.

Chairman also introduced Joyce Neeley, Legal Counsel Representative of Neeley & Anderson, and the management staff of the Association; Calvin Maeda, General Manager; Kimberly Ventura, Recreation Manager; Kevin Murphy, Common Area Manager; Wayne Sekiya, Member Relations Manager; Dianne Hara, Accounting Manager; Karen Oshiro, Human Resource Manager, and Laurie Usui, Office Manager.

GUESTS

None.

CONDUCT OF BUSINESS

Chair Wang explained that the most recent edition of Robert's Rules of Order, Newly Revised, would be the governing authority for the Annual Meeting in any instance not covered by any State Laws, the Declaration, or the Association's Bylaws. Since there were no objections, these rules were adopted.

APPROVAL OF PREVIOUS ANNUAL MEETING

Chair Wang stated that the minutes of the previous Annual Meeting held on March 21, 2007 were provided. There being no corrections or objections; the minutes were approved as distributed.

REPORT OF OFFICERS

Chair Wang reported that Committee Reports was included in the agenda material for reference.

FINANCIAL REPORT

Director and Treasurer, Greg Sitar reported the Revenue and Expenses as of 1/31/08 as follows:

| | | |
|--------------------------------------|----|--------------|
| REVENUES RECEIVED | \$ | 6,641,139.52 |
| OPERATING EXPENSES | | 4,188,628.99 |
| RRP AND CIP EXPENSES | | 769,766.17 |
| OUTSTANDING ACCOUNTS PAYABLE | | 93,157.02 |
| OUTSTANDING ACCOUNTS RECEIVABLES | | 123,634.46 |
| TRUSTEE ACCOUNT FACILITY SEC. DEPS.* | | 49,333.52 |

RESERVE ACCOUNT STATUS

INVESTMENT RESERVE ACCOUNT \$ 7,347,778.73

*NOTE: Trustee Account (Facility Security Deposits) are rental deposits to be returned to Renters upon completion of their rental agreement. Such funds

are kept in a non-interest bearing account.

Chair Wang stated the report would be entered into the minutes and placed on file subject to audit.

EXCESS FUNDS ROLLROVER RESOLUTION

Chair Wang moved for adoption of this resolution that: "Any amount by which the members' assessments in the fiscal year April 1, 2008 thru March 31, 2009 may exceed the total disbursements of the Association for maintenance, repairs, and other expenses and capital expenditures of the Association as the Board of Directors may appropriately pay or determine payable, shall be applied to reduce the April 1, 2009 thru March 31, 2010 fiscal year assessments. Any such funds used or set aside for capital improvements shall be treated for income tax purposes as special assessments and segregated from the General Operating Funds." Since there were no objections, the resolution was adopted.

RETENTION NINE DIRECTORS

Chair Wang moved for adoption of this resolution, by the Mililani Town Association that: "A Board of Directors consisting of nine (9) directors shall be retained for the fiscal year April 1, 2008 to March 31, 2009." Since there were no objections, the resolution was adopted.

EXPLANATION OF SYSTEM VOTING

Chair Wang explained that the system of voting is in with the Association's By-laws, that the election of directors shall be by ballot. Homeowners were given an opportunity to vote on the candidates of their choice by mail-in ballots. These mail-in ballots were tallied electronically by Election Systems & Software, Inc. There were three (3) vacancies on the Board that needed to be filled. The Directors elected would each serve a three (3) year term.

The following individuals submitted their resumes in advance to the Association as candidates for the Board of Directors positions; their names appeared on the printed ballots in alphabetical order as follows: Roger Babcock, Michelle Kidani, Jeffrey P. Kim and Ed Oshiro.

ELECTION RESULTS

Director and Secretary, Glenn Yoshimori announced the following election results:

| | | |
|-----------------|-------------|--------|
| Roger Babcock | 2,769 votes | 30.99% |
| Michelle Kidani | 2,804 votes | 31.38% |
| Jeffrey P. Kim | 769 votes | 8.61% |
| Ed Oshiro | 2,593 votes | 29.02% |

| | |
|-------------------------|--------|
| Total Registered Voters | 15,152 |
| Ballots Cast | 3,521 |
| Voter Turnout | 23.24% |

The three (3) directors elected to serve a three (3) year term of office are Roger Babcock, Michelle Kidani and Ed Oshiro.

CONGRATULATIONS

Chair Wang congratulated the elected directors and thanked all the candidates for their participation. He announced to the newly elected and the directors that were continuing their term that there would be a Board of Directors organization meeting immediately following this Annual Meeting in the Recreation Center III's Conference Room. The purpose of this meeting is to elect the corporation's officers and to establish the meeting schedule of the Board for the coming fiscal year.

ANNOUNCEMENTS

A. Owners' Forum

Chair Wang announced that homeowners wishing to address the Board may do so immediately following the adjournment of the meeting.

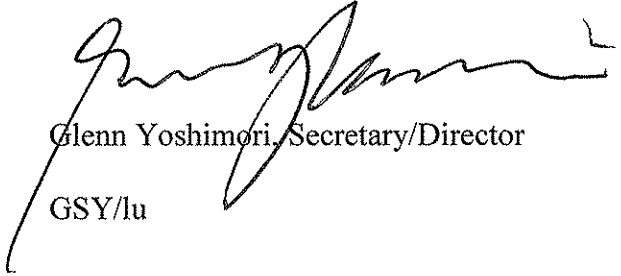
B. Directors Organizational Meeting

Chair Wang reminded all directors that an organizational meeting of the Board of Directors would be held in the Recreation Center III's Conference Room at 7:30 p.m.

ADJOURNMENT

There being no further business to come before the members attending the 40th Annual Meeting of the Mililani Town Association, the meeting was adjourned at 7:16 P.M.

RESPECTFULLY SUBMITTED



Glenn Yoshimori, Secretary/Director
GSY/lu