

MILILANI TOWN ASSOCIATION

ANNUAL MEETING

TIME AND PLACE

The 42nd Annual Meeting of the members of the Mililani Town Association was held on Wednesday, March 17, 2010 at 7:00 P.M. in Mililani Recreation Center III located at 95-281 Kaloapau Street, Mililani, HI.

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 2,226.

ROLL CALL

Silent roll call noted 7 directors were present:

DIRECTORS PRESENT

| | | |
|---------------|-----------------|--------------|
| Farouk Wang | Michelle Kidani | Dennis Ihara |
| Will Kane | Eric Matsumoto | |
| Gregory Sitar | Roger Babcock | |

DIRECTORS ABSENT

Glenn Yoshimori and Ed Oshiro

PRESIDING OFFICER AND SECRETARY

President Wang presided as Chair of the meeting and as Acting Recording Secretary.

APPROVAL OF THE AGENDA

The agenda was approved as circulated. A copy is attached.

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, 2010.

INTRODUCTION

Chair Wang introduced the directors and committee chairperson for the past year: Eric Matsumoto, Director and Building & Grounds Committee Chair; Gregory Sitar, Treasurer and Audit & Finance Committee Chair; Will Kane, Vice-President and Management & Personnel Committee Chair; Michelle Kidani, Director; Roger Babcock, Recreation Committee Chair and Dennis Ihara, Director.

Chairman also introduced Lance Fujisaki, Legal Counsel Representative of Anderson Lahne and Fujisaki, and the management staff of the Association; Calvin Maeda, General Manager; Wayne Sekiya, Member Relations Manager; Dianne Hara, Accounting Manager; Kevin Murphy, Common Area Manager; Karen Oshiro, Human Resources Manager; Kimberly Topolinski, Recreation 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 18, 2009 is provided. There being no corrections or objections; the minutes are approved as distributed. There were no objections, thus the minutes were adopted.

REPORT OF OFFICERS

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

FINANCIAL REPORT

Director and Treasurer, Gregory Sitar reported the Revenue and Expenses as of Feb. 28, 2010 as follows:

| | | |
|--------------------------------|----|---------------------|
| REVENUES RECEIVED | \$ | 6,238,919.15 |
| OPERATING EXPENSES | | 4,713,653.17 |
| FY2009-10 RESERVE FUND BALANCE | | <u>(842,256.00)</u> |
| BALANCE | | <u>683,009.98</u> |

| | |
|----------------------------------|------------|
| OUTSTANDING ACCOUNTS PAYABLES | -- |
| OUTSTANDING ACCOUNTS RECEIVABLES | 273,441.28 |
| TRUSTEE ACCOUNT | 56,603.15 |
| YTD RRP and CIP EXPENSES | 75,024.41 |

RESERVE ACCOUNT STATUS

| | | |
|----------------------------|----|--------------|
| INVESTMENT RESERVE ACCOUNT | \$ | 7,467,277.70 |
|----------------------------|----|--------------|

*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, 2010 thru March 31, 2011 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, 2011 thru March

31, 2012 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, 2010 to March 31, 2011.” Since there were no objections, the resolution was adopted.

EXPLANATION OF SYSTEM VOTING

Chair Wang explained that the system of voting is within 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 Consulting Services, an independent ballot-counting company. At MTA’s request, the League of Women Voters was engaged to be the Election Tellers by overseeing the tallying procedures. The League of Women Voters validated that the ballot-counting followed appropriate tallying procedures and confirmed the final election results. 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: Melvin K. Apapa, Josie Hart Ka’anehe, Will Kane, Jeffrey P. Kim, Tamara “Tami” Nowacki, Rodney S. Park, William H. Russell, Gregory J. Sitar and Glenn Yoshimori.

ELECTION RESULTS

Chair Wang announced the following election results:

| | | |
|-----------------------|-------------|---------|
| Melvin K. Apapa | 576 votes | 6.01 % |
| Josie Hart Ka’anehe | 1,998 votes | 20.85 % |
| Will Kane | 1,133 votes | 11.83 % |
| Jeffrey P. Kim | 887 votes | 9.26 % |
| Tamara “Tami” Nowacki | 689 votes | 7.19 % |
| Rodney S. Park | 904 votes | 9.44 % |
| William H. Russell | 623 votes | 6.50 % |
| Gregory J. Sitar | 943 votes | 9.84 % |
| Glenn Yoshimori | 1,828 votes | 19.08 % |

| | |
|-------------------------|---------|
| Total Registered Voters | 15,831 |
| Ballots Cast | 3,545 |
| Voter Turnout | 22.39 % |

The three (3) directors elected to serve a three (3) year term of office are Josie Hart Ka'anehe, Glenn Yoshimori and Will Kane.

CONGRATULATIONS

Chair Wang congratulated the elected directors and thanked all the candidates for their participation. He announced to the newly elected and the directors who were continuing their term of office that there would be a Board of Directors organizational 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 42nd Annual Meeting of the Mililani Town Association, the meeting was adjourned at 7:25P.M.

RESPECTFULLY SUBMITTED,


Farouk D.G. Wang, Acting Recording Secretary/President

FW/lu