

MILILANI TOWN ASSOCIATION

ANNUAL MEETING

TIME AND PLACE The 43rd Annual Meeting of the members of the Mililani Town Association was held on Wednesday, March 16, 2011 at 7:00 P.M. in Mililani Recreation Center III located at 95-281 Kaloapau Street, Mililani, HI.

CALL TO ORDER President Will Kane called the meeting to order at 7:00 P.M. It was determined 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 2,152.

ROLL CALL Silent roll call noted 8 directors were present:

DIRECTORS PRESENT Will Kane Roger Babcock Ed Oshiro
Eric Matsumoto Farouk Wang Dennis Ihara
Glenn Yoshimori Michelle Kidani

DIRECTORS ABSENT Josie Ka'anehe

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, 2011.

INTRODUCTION Chair Kane introduced the directors and committee chairperson for the past year: Farouk Wang, Director; Glenn Yoshimori, Secretary; Roger Babcock, Treasurer and Audit & Finance Committee Chairperson; Eric Matsumoto, Vice-President and Building & Grounds Committee Chairperson and Management & Personnel Committee Chairperson; Michelle Kidani, Director; Dennis Ihara, Member Relations Committee Chairperson and Ed Oshiro, Recreation Committee Chairperson.
Chairman also introduced Lance Fujisaki, Legal Counsel Representative of Anderson Lahne and Fujisaki, and the management staff of the Association; Kevin Murphy, Acting General Manager and Common Area Manager; Dianne Hara, Accounting Manager and Laurie Usui, Administrative Manager.

GUESTS None.

CONDUCT OF BUSINESS

Chair Kane 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 Kane stated that the minutes of the previous Annual Meeting held on March 17, 2010 are 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 Kane reported that Committee Reports were included in the agenda material for reference.

FINANCIAL REPORT

Director and Treasurer, Roger Babcock reported the Revenue and Expenses as of Feb. 28, 2011 as follows:

REVENUES RECEIVED	\$	6,534,557.53
OPERATING EXPENSES		(4,798,725.42)
FY2010-11 RESERVE FUND BALANCE		<u>2,143,717.07</u>
BALANCE		<u>3,879,549.18</u>
OUTSTANDING ACCOUNTS PAYABLES		--
OUTSTANDING ACCOUNTS RECEIVABLES		437,839.73
TRUSTEE ACCOUNT		51,250.00
YTD RRP and CIP EXPENSES		125,147.82

RESERVE ACCOUNT STATUS

INVESTMENT RESERVE ACCOUNT \$ 17,027,733.97

*NOTE: Trustee Accounts (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 Kane stated the report would be entered into the minutes and placed on file subject to audit.

EXCESS FUNDS ROLLROVER RESOLUTION

Chair Kane moved for adoption of this resolution that: "Any amount by which the members' assessments in the fiscal year April 1, 2011 thru March 31, 2012 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, 2012 thru March 31, 2013 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 Kane 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, 2011 to March 31, 2012.” Since there were no objections, the resolution was adopted.

EXPLANATION OF SYSTEM VOTING

Chair Kane 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. Apana, Roger Babcock, Robert Barrett, Michelle Kidani, Jeffrey P. Kim, Michael S. Mollohan, Sr. and Gregory J. Sitar.

ELECTION RESULTS

Secretary Yoshimori announced the following election results:

Melvin K. Apana	1,554 votes	14.02 %
Roger Babcock	2,675 votes	24.14 %
Robert Barrett	1,576 votes	14.22 %
Michelle Kidani	2,654 votes	23.95 %
Jeffrey P. Kim	807 votes	7.28 %
Michael S. Mollohan, Sr.	987 votes	8.91 %
Gregory J. Sitar	828 votes	7.47 %

Total Registered Voters	15,710
Ballots Cast	4,168
Voter Turnout	26.53 %

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

CONGRATULATIONS

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

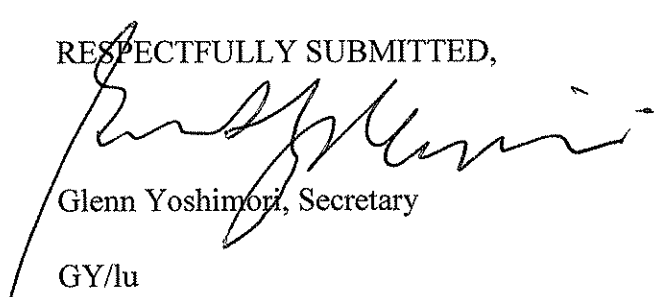
B. Directors Organizational Meeting

Chair Kane 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 43rd Annual Meeting of the Mililani Town Association, the meeting was adjourned at 7:20 P.M.

RESPECTFULLY SUBMITTED,



Glenn Yoshimori, Secretary

GY/lu