

**Mauna Lani Resort Association  
Minutes of the Annual Meeting  
March 18, 2019**

**Directors/ Officers**

**Present:** Tom Leeper (D/P), Patrick Fitzgerald (D), David Gross (D), Madelene Robinson (S/T)

**Excused:** Kelley Cosgrove (D), Umang Gupta (D)

**Residential  
Subassociation  
Representatives:**

Mike Splinter	<i>49 Black Sand Beach</i>
John Phillips	<i>49 Black Sand Beach</i>
Cees Boonman	<i>Champion Ridge</i>
Chuck Pfaff	<i>Champion Ridge</i>
John Gibson	<i>Fairways at Mauna Lani</i>
Jim Albers	<i>Fairways at Mauna Lani</i>
Neal Steinbrenner	<i>Golf Villas</i>
Reggie Lewis	<i>Golf Villas</i>
Jeff Seifert	<i>Ka Milo at Mauna Lani</i>
Joan Parris	<i>Ke Kailani (non-participant)</i>
Pam Towry	<i>Kulalani</i>
John Eckels	<i>Kulalani at Mauna Lani</i>
Duane Smith	<i>Laule'a</i>
Georjean Adams	<i>Mauna Lani Point</i>
Jim Naylor	<i>Mauna Lani Point</i>
Jacques Baenziger	<i>Mauna Lani Terrace</i>
Rick Oliver	<i>Nohea at Mauna Lani</i>
John Uhley	<i>Palm Villas</i>
Patty Carvalho	<i>The Cape at Mauna Lani</i>
Linda Graham	<i>The Estates at Mauna Lani</i>
Etienne Handman	<i>The Estates at Mauna Lani (and Ka Milo at Mauna Lani)</i>
Mac McNamara	<i>The Villages at Mauna Lani</i>
Robert Gerard	<i>The Villages at Mauna Lani</i>

**Commercial**

**Representatives:** Patrick Fitzgerald, *DHL Mahi Opco, LLC and DHL Mahi Propco, LLC*  
 Mitch Green, *The Shops at Mauna Lani*

**Hotel**

**Representatives:** Tom Leeper, *Fairmont Orchid, Hawaii*

**Management:**

Sandra Patton (Executive Director), *Resort Association Partners, LLC*  
 Sherwin Gasmen (Fiscal Manager), *Hawaiiana Management Company*  
 Kathleen Leahy, *Resort Association Partners, LLC*  
 Sheri Rapoza, *Resort Association Partners, LLC*

**CALL TO ORDER**

Tom Leeper, President of the Mauna Lani Resort Association (MLRA), called the meeting to order at 10:45 a.m. and noted that with **85.627%** of the membership represented, a quorum was established. Proof of Notice of Meeting was thereby accepted.

President Leeper noted for the record that, pursuant to the Governing Documents of the MLRA, participation in this meeting is limited to: two (2) Officers of each Residential Subassociation and two (2) Representatives of each Hotel and Commercial Entity.

Meeting attendees were asked to introduce themselves and to identify the subassociation or commercial entity that they represent.

**MINUTES**

The Minutes of the 2018 Annual Meeting were reviewed:

Request made by Jim Albers to correct the spelling of his name.

**Motion: Jim Albers**

**Second: David Gross**

**The Minutes of the April 11, 2018 Annual Meeting be approved with correction as noted.**

**Motion carried by unanimous “aye” vote.**

**REPORT OF OFFICERS****Treasurer’s Report**

Treasurer Robinson presented her Treasurer’s Report and reported regarding the Association’s financial position as of December 31, 2018. A copy of the Treasurer’s Report is attached and made a part of these Minutes. Treasurer, Executive Director and Fiscal Manager responded to various queries regarding specific line items.

**President’s Report**

President Leeper gave a status report to the membership regarding the Association’s 2018 activities and 2019 priorities. A copy of the President’s Report is attached herewith and made a part of these Minutes.

## **MEMBER FORUM**

There being no objections, the meeting agenda was taken out of order to allow for the **Member Forum** to take place at this time. The following topics were introduced and discussed by the meeting delegates:

- Recommendation that MLRA leverage its various accounts for higher interest yields;
- Recommendation that the Beach Club Operator (Napua) be given a longer term lease to increase the operator's financial stability, and also as a means of requiring the operator to make financial contributions toward restaurant asset investments;
- Recommendation that Napua restaurant capacity be expanded and that policies be adopted to limit access to MLRA members only during "Festive Season";
- Recommendations and discussions regarding traffic calming measures that the newly formed *ad hoc* Traffic Calming & Roadway Safety Committee should focus on;
- Questions and clarifications regarding MLRA's enforcement authority vs. Hawaii County Police Department authority related to issues such as speeding, illegal parking, etc. on MLRA's private Common Area roadways;
- Questions and Board clarifications regarding the history/current status of the proposed Aina Lea development;
- Recommendation that the Residential Subassociation presidents should form a committee to discuss issues and share experiences/solutions that they may have in common;
- MLRA's desire to establish a conduit for communicating information directly to individual residential members (currently, MLRA is restricted to communicating to Residential members only via their subassociations);
- Recommendation that MLRA permit the Puako Community to connect to our onsite wastewater treatment plant. (Management clarified that: the onsite wastewater treatment plant is a privately-owned and State of Hawaii PUC-regulated utility company; the treatment plant is neither owned nor controlled by MLRA);

The Board will discuss various recommendations, and will refer other specific recommendations to its *ad hoc* committee(s) for review, as appropriate.

## **ELECTIONS**

Ms. Patton explained the elections taking place at the meeting:

- One (1) Residential Director to be elected by vote of all residential owners to serve a three year term until the Annual Meeting after December 31, 2021. There were two (2) known candidates for the Residential Director seat, Mr. David Gross of The Fairways at Mauna Lani, and Mr. Steve Colon of Ke Kailani.
- One (1) Commercial Representative Director to be elected solely by vote of the Commercial Owners to serve until the Annual Meeting after December 31, 2019. There were two (2) known candidates for the Commercial Representative Director seat, Mr. Patrick Fitzgerald of DHL Mahi Opco, LLC/DHL Mahi Propco, LLC, and Mr. Mitch Green from The Shops at Mauna Lani.

**The following nominations were made and seconded:**

***That David Gross and Steve Colon be placed on the Ballot for election of a Residential Representative Director.***

**Motion: Robert Gerard**

**Second: John Phillips**

*That Patrick Fitzgerald and Mitch Green be placed on the Ballot for election of a Commercial Representative Director.*

**Motion: John Phillips**

**Second: Jeff Seifert**

**President Leeper called for nominations from the floor for each seat; there being none, nominations for the MLRA Board of Directors, and Commercial Representative Director were closed.**

Voting procedures were explained and members agreed to temporarily recess the meeting to permit the ballots for all elected positions to be tallied, counted and certified by the Tellers. At 12:51 p.m. President Leeper reconvened the meeting and results of the elections were announced, as follows:

**Election of one (1) Residential Director** – It was announced that candidate David Gross has been elected to serve as the Residential Director until the Annual Meeting held after December 31, 2021 or until a successor director is elected.

**Election of one (1) Commercial Director** – It was announced that candidate Patrick Fitzgerald has been elected to serve as the Commercial Director until the Annual Meeting held after December 31, 2019 or until a successor director is elected.

## **NEW BUSINESS**

No issues of New Business were introduced by meeting delegates.

## **ADJOURNMENT**

**Motion: David Gross**

**Second: Jeff Seifert**

**There being no further business, the meeting be adjourned at 1:09 p.m.**

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