

**Association of Apartment Owners of Maui Sunset
Annual Meeting Minutes – January 28, 2022
Meeting Held Via Zoom**

I. CALL TO ORDER

President Debra Flynn called the meeting to order at 8:50 a.m. HST. Leslie Richardson served as the recording secretary. The final quorum represented in person or by proxy was 72.0613% (the voting percentage was greater than 50%).

II. CONDUCT OF MEETING

Rachel Glanstein, *Professional Registered Parliamentarian*, was authorized to chair the meeting by unanimous consent. All anticipated voting was done by mail ballot as authorized by Act 83, and upon advice of counsel.

III. APPROVAL OF MINUTES

The minutes of the January 29, 2021, annual meeting were approved as written.

IV. REPORTS OF OFFICERS

President Flynn, Treasurer Walt Smith, and Auditor Shaun Thayer provided reports. Kari Davis, General Manager, gave a report to the ownership by unanimous consent.

V. BOARD COMMITTEE REPORTS

Board committee reports, not to exceed 5 minutes each, were presented to owners by unanimous consent. Blain Nelson (Amenities Committee), Perry Brassington and Ryan Bazant (Building and Long-Range Planning), Steve Meyer (Communications Committee), Leslie Richardson (Grounds & Beach Committee), Walt Smith (Insurance), and Debra Flynn (Rules & Regulations) gave reports.

VI. RESULT OF ELECTION BALLOT

The results of the mail-in ballot vote were:

Ryan Bazant	53.9519%	
David Doyle	25.9363%	
Leslie Richardson	30.6112%	
Walt Smith	0.3708%	*Write-in candidate; not up for election

Debra Flynn raised a point of order that the election may be invalid; the Chair referred the point to the ownership for a decision. After debate, the motion to invalidate this election and allow the Association to conduct the election again with new ballots with privacy envelopes to ensure secrecy, and candidate statements, to be mailed to owners, was adopted by unanimous consent.

VII. RESULTS OF OTHER BALLOT MEASURES

Ballots 2 through 4 did not receive a quorum of ballots returned (greater than 50% of ownership), as required by Hawaii Revised Statutes 414D-104.5.

BALLOT 2 – Tax Resolution – In Favor: 45.8932% / Opposed: 0%.

The following Tax Resolution was adopted by unanimous consent:

WHEREAS, The Association of Apartment of Owners of Maui Sunset is a not-for-profit corporation duly organized and existing under the laws of the State of Hawaii;

WHEREAS, The members desire that the Corporation shall act in full accordance with the rules and regulations of the Internal Revenue Service;

IT IS HEREBY RESOLVED, That any excess membership income over membership expense for the year ended December 31, 2021 of the Association of Apartment Owners of Maui Sunset shall be applied against the 2022 member assessments as provided by IRS Revenue Ruling 70-604.

BALLOT 3 – Directors' Expenses for 2022 – In Favor: 39.0881% / Opposed: 6.5277%.

Mary Donlevy moved to adopt the Ballot 3 resolution. After debate and amendment, the following resolution was adopted by unanimous consent:

IT IS HEREBY RESOLVED, To approve the use of Association Funds to pay members of the Maui Sunset Board of Directors for their travel expenses, Directors' fees and per diem to attend this Annual Owners' Meeting and two Board meetings in 2022 in accordance with the conditions of Article III, Section 9 of the Bylaws of the Association of Apartment Owners of Maui Sunset, at an amount not to exceed the flight cost of economy class and \$250 per meeting.

BALLOT 4 – Directors' Expenses for 2021 – In Favor: 38.1642% / Opposed: 6.3392%. The Ballot 4 resolution stated:

IT IS HEREBY RESOLVED, To approve the use of Association Funds to pay members of the Maui Sunset Board of Directors for their travel expenses, Directors' fees and per diem to attend this Annual Owners' Meeting and the 2021 Board meetings in accordance with the conditions of Article III, Section 9 of the Bylaws of the Association of Apartment Owners of Maui Sunset.¹

PROPERTY MANAGEMENT CONTRACT – The property management contract with Aloha Property Management was approved by unanimous consent.

¹ No motion was made for adoption of the Ballot 4 resolution at the meeting; investigation may be required to see if a 2015 motion adopted by the Association would prohibit retroactive reimbursement of Board travel expenses.

VIII. CONTINUATION OF MEETING

The meeting was continued to May 13, 2022, at 8:30 a.m. HST via Zoom, by unanimous consent.

IX. ADJOURNMENT

The meeting adjourned at 11:44 a.m. HST, to meet on May 13, 2022, at 8:30 a.m. HST via Zoom.

Submitted by:

Leslie Richardson, Recording Secretary

Approved by Owners: _____ (date)

Secretary's initials: _____