

***Ho'ike: Kauai Community Television, Inc.***  
**Board of Directors Meeting**  
April 15, 2004 ~ 10:00am  
**Minutes**

**I. Call to Order**

The meeting was called to order by President Rowena Cobb at 10:08am

Present: Faye Akasaki, Jose Bulatao, Rowena Cobb, Mabel Fujiuchi, Mark Hubbard, Roy Shimamoto, Teresa Tico, and J Robertson

Excused: Dr. Tavana

A motion was received to amend the agenda to include the ratification of the minutes of the meetings of January 22, 2004.

Vote taken-

Yes: Unanimous

No: None

A motion was received to ratify the minutes of the Board of Directors meetings of January 22, 2004 as previously circulated.

Discussion - MH asked if the files included Secretary signed minutes.

Vote taken-

Yes: Unanimous

No: None

**II. Old Business**

There was no old business.

**III. Community Correspondence**

A memo dated April 15, 2004 was received from Carol Bain. An opportunity to submit oral testimony would be provided at the time of the related agenda item.

**IV. President's Report**

The report was deferred until the Executive Session due to the nature of the report.

**V. Treasurer's Report**

The Treasurer's Report was presented indicating a good financial position. The revenues are exceeding the budget. The Board received BOD Asset & Liability Report, Profit & Loss Statement, and P& L versus Budget reports. (Attached)

A motion was received to accept the Treasurer's Report as circulated.

Vote taken-

Yes: Unanimous

No: None

**VI. Managing Director's Report**

The Managing Director's Report was presented indicating the activities of operations, education, program schedules, and outreach and marketing. (Attached)

### **VII. DCCA Statewide Plan**

A review of the primary elements of the DCCA's Statewide Plan was presented. It was reported that Director Recktenwald was interested in PEG compliance with HRS 92 and 92f, compliance with the corporation's by-laws, resolution of complaints, new and additional reporting requirements, potential enforcement measures, and the change of the term of the contract to a fiscal year. Center operations will continue on a calendar year basis). The discussion included the implementation and adjustments to be made in compliance with the plan. It was reported that the Director voiced support for Ho'ike and commended the facility for doing an outstanding job for our community.

### **VIII. Amendments to the By-laws**

The Board of Director User/Producer seat election Time line and Process Plan was presented and reviewed. It was discussed and agreed that an age limit requirement was not necessary. The balloting process will be conducted via US Mail rather than walk in voting at the facility. This will provide for increased participation.

The rules were suspended to allow for public comment-

Carol Bain submitted a memo dated April 15, 2004. She shared that the Sunshine Law is important. The first set of by-laws established by Ho'ike could be followed as a guideline for the new language. She said the DCCA Plan is a good direction. She commented that the law states "shall" and the draft says, "may" and noted that the language needs to be strong and follow the law. She also stated that she has literature on conducting elections from the League of Women voters and would share that. Carol suggested that a third party be witness to the counting of the ballots to insure the process. She considers the election as an outreach process that should engage the members.

Ed Coll spoke to the Board on the Final Plan from the DCCA. He expressed concerns over conversations of changes to the plan in secret meetings with the DCCA Director. He stated that Director Recktenwald's position was clear and final as written. He informed the Board that the actions of the Board are in direct violation of the plan. The proposed changes to the by-laws are an obvious and intentional refusal to comply.

President Cobb stated that Ho'ike has always followed the spirit of the Sunshine Law and that there are indeed exceptions to the Director's Plan and as stated he will be considering them on a case by case basis.

The meeting was called back to order:

Mark Hubbard commented that many changes are needed to the proposed amendments and that the two being considered are not enough. He suggested a compliance review be conducted in terms of HR 92. He also questioned the appropriateness of "committees" in light of Sunshine regulations.

Rowena Cobb stated that it would be best to review all of the by-laws for compliance.

A question raised was whether or not the Director is negotiating the law in relation to his application of HR 92 and if the plan is legal as it was written? We need to request from the Director a clarification of the law and its application.

It was noted that the Director has made HR 92 a matter of contract negotiation and not as a point of law.

Teri Tico was asked to provide suggestions after reviewing the corporations By-laws and the Sunshine Law.

A motion was received to defer action on proposed amendments #1 and #2..

Vote taken-

Yes: Unanimous

No: None

There was a motion was received to accept and approve amendment #3 the election plan and timeline as amended. (Attached)

A discussion continued on the necessity of amendments to the By-laws. It was considered that the process plan could proceed while the amendment would be provided and voted upon at a later date.

Vote taken-

Yes: Unanimous

No: None

#### **IX. Executive Session**

A motion was received to move into Executive Session for the purposes stated in the agenda.

Vote taken-

Yes: Unanimous

No: None

A motion was received to move into Regular Session.

Vote taken-

Yes: Unanimous

No: None

#### **X. Adjourn**

A motion was received to adjourn the meeting.

Vote taken-

Yes: Unanimous

No: None

The meeting was adjourned at 1:15pm

Respectfully Submitted,

*J S Robertson* - (Managing Director for Secretary) 4/15/04