

# **Ho‘olehua Homesteaders Association**

## **Constitution and Bylaws**

**As Amended**

May 02, 2022  
Ho‘olehua, Hawai‘i

# HO‘OLEHUA HOMESTEADERS ASSOCIATION

## Constitution & Bylaws

### Preamble

We, the people of the Ho‘olehua Homesteaders Association, do hereby accept and support these Bylaws as set forth by the membership of this Organization, our kahua (foundation) being: “Ua mau ke ea o ka ‘āina i ka pono: The life of the land is perpetuated in righteousness.”

### ARTICLE I NAME

Section 1.1 The name of this organization shall be the Ho‘olehua Homesteaders Association (HHA).

### ARTICLE II VISION, MISSION, PURPOSE & OBJECTIVES

Section 2.1 Vision. E Ola Ka Hawai‘i! (Hawaiians will/shall thrive!)

Section 2.2 Mission. To help Ho‘olehua Homesteaders grow: revitalizing its food systems, maintaining a subsistence lifestyle, and increasing long-term economic health.

Section 2.3 Purpose. To unify as a group in order to strengthen support for each other and promote active participation to learn, discuss, and promote fair and satisfactory solutions to concerns affecting our rights and benefits as provided in the Hawaiian Homes Commission Act, 1920 and the State of Hawai‘i Admissions Act, Section 5 (f).

Section 2.4 Objectives. (a) inform our Ho‘olehua homestead community of homestead-related opportunities, events, and meetings; (b) assist our Ho‘olehua homestead community with their needs as we are able; (c) be a voice for our Ho‘olehua homestead community on a broader level as best we can.

### ARTICLE III MEMBERSHIP

Section 3.1 Eligibility for Membership. Members of Ho‘olehua Homesteaders Association shall be lessees and/or spouses and/or the adult child(ren) and/or extended ‘ohana members living on Ho‘olehua Hawaiian homestead lands; and/or a Ho‘olehua Hawaiian homestead waitlister and their successors or awardee. If there is more than one family unit in a household (i. e. lessee & spouse is one family unit, lessee’s adult child is another family unit), additional family unit(s) living on the homestead may apply for separate membership. Membership application requires completion of an application and the payment of annual dues. All memberships shall be granted upon a majority vote of the Board of Directors.

Section 3.2. Annual Dues. The amount required for annual dues shall be \$5.00 each year unless changed by a majority vote of the Board of Directors. Continued membership is contingent upon being up-to-date on membership dues.

Section 3.3. Rights of Members. Each Member shall be eligible to appoint one voting representative to cast the member’s vote in association elections.

Section 3.4. Resignation and Termination. Any Member may resign by filing a written resignation with the Secretary. A Member can have their membership terminated by a majority vote of the Board.

Section 3.5. Annual meetings. The annual meeting of the membership shall take place in the month of January, the specific date, time, and location of which will be designated by the President. At the annual meeting, the members shall elect Board Directors and officers, receive reports on the activities of the association, and determine the direction of the association for the coming year. The Board may determine that a meeting of the membership may be held solely by means of remote or electronic communication.

Section 3.6 Notice of meetings: Printed notice of each meeting shall be given to each voting Member, by mail or email, not less than two weeks prior to the meeting.

Section 3.7 Quorum. The Members present at any properly announced meeting shall constitute a quorum.

Section 3.8. Voting. All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

#### **ARTICLE IV BOARD OF DIRECTORS**

Section 4.1. Powers. The Board has the responsibility for the property, affairs, and business of the Association.

Section 4.2. Number. There shall be a minimum of five (5) and a maximum of seven (7) members on the Board of Directors.

Section 4.3. Term. Directors shall serve 3-year terms on a calendar basis and may serve no more than two (2) consecutive terms, or 6 years consecutively.

Section 4.4. Election. Directors shall be elected by the membership at the annual membership meeting.

Section 4.5. Quorum. A simple majority is required to constitute a quorum to conduct business.

Section 4.6. Regular Meetings. The Board of Directors shall meet at least quarterly, the date, time, and locations to be determined by the President.

Section 4.7. Special Meetings. Special meetings may be called by any Board member or requested of the President by any member of the Association, giving their reason(s) for the meeting. Notice of any such meeting and the purpose of the meeting shall be provided in written form by mail or email, no less than 5 days prior to the meeting.

Section 4.8 Order of Business. The order of business for all meetings shall be as defined in Robert's Rules of Order, Revised.

Section 4.9. Vacancies. Any vacancy occurring on the Board shall be filled for the unexpired term by a person appointed by the remaining Board members.

Section 4.10. Removal. Absence of three consecutive meetings by a Ho'olehua Homesteaders Association officer will be grounds for termination from his/her Ho'olehua Homesteaders Association Board position.

Section 4.11. Compensation. Board members shall serve without compensation, but may be reimbursed for organization-related expenses with receipts, incurred while carrying out their duties.

#### **ARTICLE V OFFICERS**

Section 5.1 Officers. Officers of the Board shall consist of the President, Vice-President, Secretary, and Treasurer; all to be chosen by and serve at the pleasure of the Board.

Section 5.2. Removal and Resignation. The Board of Directors may remove an officer, with or without cause. Any officer may resign by giving written notice. Any resignation shall be effective upon receipt of written notice or as specified in the notice. Acceptance of the resignation is not necessary to make it effective.

Section 5.3. President. The President shall preside over the Board of Directors and also shall have such powers and perform such duties as the Board of Directors shall assign to the President from time to time.

Section 5.4. Vice President. In the absence or disability of the President or if the office of President is vacant, the Vice President shall perform the duties and exercise the powers of the President.

Section 5.5 Secretary. The Secretary shall record all the proceedings of all such meetings and keep an official record of such proceedings, shall have supervision over the giving and service of notices of meetings as required by the bylaws, and have supervision over the care and custody of records. The Secretary shall have other such powers and perform other such duties as may be prescribed by the Board or the Board President.

Section 5.6. Treasurer. The Treasurer shall have general supervision over the care and custody of the funds and over the receipts and disbursements of the Association and shall cause the funds of the Association to be deposited in the name of the Association in such banks or other depositories as the Board of Directors may designate. The Treasurer shall keep the Board informed of the financial condition and affairs of the Association and shall assure the appropriate financial reports.

## **ARTICLE VI DUTIES AND RESPONSIBILITIES OF THE BOARD**

Section 6.1 The President shall

- a. preside at all meetings;
- b. prepare the agenda to be distributed at the meetings;
- c. perform all other duties described herein.

Section 6.2 The Vice President shall

- a. assume the duties and responsibilities of the President in his/her absence;
- b. advance schedule of meetings designating time and place;
- c. notify Association members at least two weeks prior to the meeting;
- d. conduct elections.

Section 6.3 The Recording/Corresponding Secretary shall

- a. record discussions of the meetings and distribute copies at each meeting;
- b. maintain an attendance;
- c. properly keep the records of the meetings, copies of all reports submitted, and the attendance for review at meetings and/or for historical purposes;
- d. maintain a current list of membership (Section 3.1), which shall be used for Roll Call at each meeting;
- e. conduct the general correspondence of the organization, which is not a function proper to other offices or to committees.

Section 6.4 The Treasurer shall

- a. keep an account of all financial transactions;
- b. generate and distribute monthly financial reports at each meeting.

Section 6.5 The Director positions shall be titled and deemed as necessary by the Ho‘olehua Homesteaders Association Executive Board. Director positions could spearhead a committee (i.e. Communications, Policy & Advocacy, etc.) determined by the Board as it sees fit.

## **ARTICLE VII RULES OF MEETINGS**

Section 7.1. Presiding Officer. Presided by the President, Vice President, or an individual designated by the Executive Board present.

Section 7.2. Agenda. The agenda shall include, but not be limited to: Pule, Call to Order, Roll Call, Welcome and Introduction, a brief explanation of Rules of Meeting, President’s Report, Secretary’s Report, Treasurer’s Report, Old Business, New Business, Announcements, Adjournment, and Pule.

Section 7.3. Participation. Only Ho‘olehua Homesteaders Association Board members are authorized to participate in discussions. Meetings shall be informal unless Robert’s Rules of Order are required for proper control and discussion or clarity.

Section 7.4. Speakers. Guest speaker(s) shall be approved by the President or the next officer in line to be included in the following month’s agenda.

## **ARTICLE VIII COMMUNICATION PROCEDURES**

Section 8.1 Matters of interest or importance shall be submitted according to the following process: Homesteader to their officers and/or Board members for discussion.

## **ARTICLE IX VACANCIES**

Section 9.1 A vacancy occurring in any office shall be filled for the unexpired term by a Member appointed by the Board.

## **ARTICLE X CONFLICT OF INTEREST**

Section 10.1 A Conflict of Interest is a situation in which a Board Member or his or her Immediate Family Member has, directly him- or herself or indirectly through another individual or entity, a personal or financial interest that compromises or could compromise the Board Member’s independence of judgment in exercising his/her responsibilities to HHA. Board Members shall not enter into any transaction that creates an actual or perceived Conflict of Interest. Nepotism and Cronyism are prohibited. Whenever a director officer has a financial or personal interest in any matter coming before the Board of Directors, the affected person shall


- a. fully disclose the nature of the interest and
- b. withdraw from discussion, lobbying, and voting on the matter.

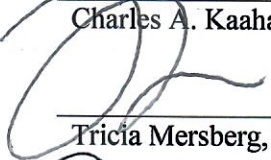
**ARTICLE XI  
AMENDMENTS**

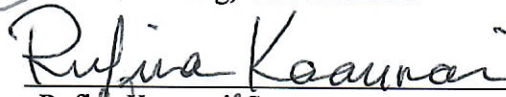
Section 11.1 These Bylaws may be amended at any regular meeting by the majority vote of the members present and voting (Article 3.8), provided notice of the proposed amendments has been distributed to the members five (5) days prior to the meeting.

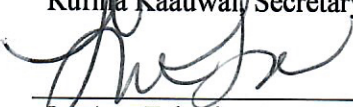
*We, the undersigned, are all directors of this corporation, and we consent to, and hereby do, adopt the foregoing bylaws, consisting of 6 pages, as the bylaws of this organization.*

***PASSED AND ADOPTED by the Ho'olehua Homesteaders Association Membership by majority vote on May 02, 2022.***

  
\_\_\_\_\_  
Charles A. Kaahanui, III, President

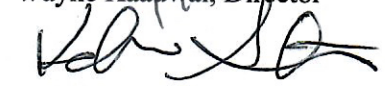
  
\_\_\_\_\_  
Tricia Mersberg, Vice President

  
\_\_\_\_\_  
Rufina Kaauwai, Secretary

  
\_\_\_\_\_  
Lu Ann Faborito, Treasurer

  
\_\_\_\_\_  
Justin Avelino, Director

  
\_\_\_\_\_  
Wayne Kaauwai, Director

  
\_\_\_\_\_  
Kahana Stone, Director