

MINUTES OF SPECIAL MEETING  
Board of Directors  
Maui High School Foundation  
Maui High School Conference Room  
Saturday April 21, 2012

I. CALL TO ORDER

The Special Meeting of the Board of Directors was called to order at 10:17 a.m. by President Randy Yamanuha. The Meeting was held at the Maui High School Conference Room on Saturday, April 21, 2012.

II. ROLL CALL

Directors in attendance were Randy Yamanuha, Paul Ueoka, Alfredo Evangelista, Glenda Joyo, Earleen Sato and Melissa Tanji. Directors Gil Keith-Agaran and Shan Tsutsui were excused (State Legislature in session). Present by invitation was Stacy Woodson.

SECRETARY'S NOTE: A quorum was present to conduct business.

III. APPROVAL OF MINUTES

Minutes of the previous Meeting of the Board was not available.

IV. TREASURER'S REPORT

Treasurer Alfredo Evangelista ("Fred") provided Financial Statements (Income Statements) prepared by former Treasurer Trevor Tokishi for the Calendar Years 2005 to 2010, inclusive. Fred prepared the Income Statement for the Calendar Year 2011 and the Statement of Financial Position Balance Sheet as of March 31, 2012.

The Balance Sheet indicates a Balance of \$34,899.08 with liabilities of \$6,952.72. Stacy noted that one more receipt will be submitted in the amount of \$100 for Hall of Honor expenses.

Randy updated the Board on AVID Program. Donations for AVID Program through the Foundation began in 2009 from an anonymous donor.

Paul moved to accept the Financial Statements and the Statement of Financial Position as of March 31, 2012, subject to audit. Second by Melissa. Motion carried.

V. OLD BUSINESS

Annual Filings with the State Department of Commerce and Consumer Affairs ("DCCA") are current up to 2011. The Annual Filing for 2012 should reflect the status of the Foundation as of January 1, 2012. Randy will submit the 2012 Annual Filing to the DCCA naming the current 8 Directors.

VI. NEW BUSINESS

**A. 2011 Hall of Honor Awards and Banquet:** Randy reported that in October, 2011, Maui High School ("MHS") held the first Hall of Honor Awards and Banquet ("2011 Banquet") with the intention of it being primarily a means to honor and recognize distinguished alumni and others associated with the legacy of MHS, and secondarily being an annual fundraiser for the Foundation.

A committee was formed for the 2011 Banquet to carry out planning and activities for the event. Primarily due to Department of Education ("DOE") fiscal requirements, policies, and procedures, Randy, as President of the Foundation, made an "executive decision" to use the Foundation as the "sponsoring entity" for the 2011 Banquet. Paul moved to ratify the actions taken by the President regarding the 2011 Banquet and all related activities thereof. Second by Fred. Motion carried.

**B. 2011 Hall of Honor Selection Process:** Randy reported that a Hall of Honor Committee ("2012 Banquet Committee") has been formed for the 2012 event ("2012 Banquet"), but the 2012 Banquet Committee is reluctant to select the Honorees. The 2012 Banquet Committee requested that the Foundation or another committee be appointed to select the Honorees.

Paul moved to authorize and empower the President to appoint a separate committee ("2012 Honoree Selection Committee") to select the Honorees for the 2012 Banquet, including establishing the Hall of Honor categories; criteria for selection; voting procedures; selection process; and any other rule, policy, or procedure that the 2012 Honoree Selection Committee will deem necessary or reasonable to select the Honorees. Second by Fred. Motion carried.

**C. Centennial Events:** A committee ("Centennial Committee") has been formed to begin planning events for Maui High School's Centennial Anniversary in 2013. Randy explained some of the setbacks and disadvantages with having MHS sponsor the Centennial Events. The concerns are mainly due to various DOE requirements discussed above. He preferred that the Centennial Events be sponsored by the Foundation.

Paul moved that, at the request of the MHS Principal and with the approval of the Centennial Committee, the Centennial Committee be and become a committee of the Foundation in name only, with the understanding that the Foundation will be merely the "sponsoring entity" for the Centennial Events; that the Centennial Committee shall be responsible for and authorized to plan and carry out the Centennial Events; and that the Foundation will not be directly responsible for the Centennial events. Second by Fred. Motion carried.

**D. Election of Directors:** Pursuant to the Bylaws, the Board voted to increase the number of Board Members to twelve (12), and the following were selected as Directors of the Foundation:

1-year terms to expire in 2013:

Calvin Nemoto  
Paul Ueoka  
Alfredo Evangelista

2-year terms to expire in 2014:

Debra Nakama  
Brian Moto  
Shan Tsutsui

3-year terms to expire in 2015:

Leilani Green  
Stacy Woodson  
Leizl Tabon

All were previously contacted and agreed to serve. The following are and shall be Directors by virtue of their positions at MHS:

Randy Yamanuha, MHS Principal  
Glenda Joyo, MHS SAC  
Earleen Sato, MHS PTSA President

VII. OTHER BUSINESS/ANNOUNCEMENTS

The 2012 Annual Meeting of the Board of Directors will be held on Saturday April 28, 2012 at 9 a.m. in the Maui High School Library. Randy will prepare the Agenda and notify all Directors.

VIII. ADJOURNMENT

The Meeting was adjourned at 11:40 a.m.

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