

HCDA ADVISORY WORKING GROUP BYLAWS HISTORY OUTLINE

A. What Are Bylaws?

Bylaws are operational procedures documented and adopted to inform and instruct meeting members and participants on the purpose, jurisdiction, structure, policies and operations of the organization and the conduct of its meetings. Bylaws can be amended from time to time depending on the needs of the organization.

B. Why a Bylaws Committee Was Formed

1. March 16, 2007, Workshop for HCDA

This workshop was conducted by Townscape consultants to inform and advise HCDA board members of the process by which an advisory working group could credibly function in matters of planning for the future of Kaka'ako Makai. Documents provided: HCR30, 2006; Sunshine Law Opinion; OMPO CAC Bylaws; List of Kaka'ako Makai stakeholder meetings.

a. Highlights of the Advisory Working Group Structure

- Advisory Working Group will be established as a long-term active entity, self-organized with Bylaws and Facilitation
Credible - Not an ad hoc entity that “shotguns”
- Membership of the Advisory Working Group
 - Group inclusiveness and diversity - recommendations from group perspective of broad representation
 - Long-term commitment and attendance
 - Primary and alternate representatives
 - Option of evolving membership for applications/resignations
 - Committed body of participants seeking information to make informed decisions
 - Make sure that public is aware and involved - all meetings open to the public (Sunshine Law), and greater public involvement through periodic larger meetings
- Operations of the Advisory Working Group
 - Bylaws – ground rules (Example: OMPO Bylaws)
 - (1) Member qualifications – consistent attendance to demonstrate interest
 - (2) Method for conducting business - good meeting practices
 - (a) Consensus and majority rules
 - (b) Sunshine law
 - (3) Chair and Vice Chair – Best if neutral community members with board and meeting procedural experience; Vice Chair assumes Chair's duties in Chair's absence

- (4) Committee Structure
 - (a) Working Committees
 - (b) Special Committees
- Facilitator
 - (1) Decided by Advisory Group
 - (2) Purpose: to work through difficult issues

b. Discussion Highlights

- General Public to have input through larger meetings;
- Advisory Group membership should be evolving, so if certain groups want to participate, they can apply and people can also opt out;
- Required attendance to demonstrate interest;
- Each organization could name its representative and alternate with people changing from time to time;
- Concern that there may be more than one individual representing an entity versus just one person from another entity which might skew the results if majority rules;
- Advisory Group adopts a set of bylaws or ground rules to assist in ways of conducting business, how members can join the group, and how decisions are made - this ensures that the group will follow good practices and work together effectively.
- The best possible future is for HCDA and the Advisory Group to work as a partnership and for HCDA to depend on the advice of the Advisory Group;
- Everyone should agree on the Guiding Principles to be understood in the same way;
- If there is an outside proposal it will go through the Advisory Group for advice on the proposal.
- Advisory Group needs to be knowledgeable, informed, and actively engaged;
- Advisory Group should take it upon themselves to seek out information about the issues being considered;
- Some of the meeting time is spent educating the Advisory Group with presentations so the participants become better equipped to help make recommendations;
- Documents to review: facts, rules and realities such as legislative mandates, land conditions, contaminants and costs involved, lease terms of current tenants, past Kaka‘ako Makai plans;
- Consider the more open Request for Qualifications process, which selects the most qualified person, developer, etc., who will then work together with the Advisory Group and the HCDA.

2. April 10, 2007, Advisory Working Group Formation Public Meeting

- Townscape reported on 48 interview meetings, common themes and differences.
- Role of the Advisory Working Group
 - Advisory, not final decision-making
“The more structured the Advisory Working Group is, the more credibility they will have, and the more impact their recommendations can have on HCDA’s decisions... If the Advisory Working Group is well-organized and credible, then their advice will be listened to.”
- Call for Organizations and Individuals to Serve on the Advisory Working Group
 - Sign-up sheets were passed out
- Organizational Structure – self-organizing
 - Example: OMPO CAC Bylaws were passed out
- Call for Bylaws and Facilitator Selection Committee Volunteers
 - Committee volunteers signed up

3. May 2, 2007, HCDA Board Meeting (Staff Report Excerpts)

- At the April 10 Advisory Working Group formation meeting Community members expressed the need to include individuals as well as organizations to participate in the advisory group.
- There is a list of organizations and individuals who signed up, as well as suggestions from participants to include individuals and organizations not present at the meeting.
- Participants understand that it is an advisory group and not a final decision-making group, and retaining “Advisory” in the group’s name should also help.
- Input between the Advisory Working Group and the HCDA should work both ways. The HCDA will receive progress reports from the Advisory Working Group and the Advisory Group will receive information on and clarification of the background, history, environmental conditions, legislative requirements, rules and regulations, etc. for the Makai Area. This would be a two-way process, instead of the group working in isolation to come up with recommendations.
- Advisory Group needs to understand physical conditions as well as legal positions.
- Advisory Group members are interested in reviewing past plans because they realize that, although outdated, some of those plans may contain important elements.

- The HCDA needs to continue to emphasize what it is statutorily mandated to do, and the relationship between what the HCDA's obligations are and the responsibility to the community.
- If the process is approached with open minds and open hearts, success can be achieved.

4. May 8, 2007, Advisory Working Group Organizational Meeting

- Participant Statements of Interest
Participants stated their interests and experience that could contribute to the Advisory Working Group's planning work for Kaka'ako Makai.
- Continuing Membership Sign-Up
- By Laws Committee Update
 - The Committee reviewed OMPO CAC Bylaws and found that with some work this could be tailored to the Working Group's needs.
 - To be all-inclusive of individuals as well as organizations, Interest Groups are contemplated to give each interest an equal voice. Interest Groups would function as focus groups and working committees, with outside experts invited to provide information on their topic for recommendations to the larger group.
 - Someone should be a liaison between the Advisory Working Group and the HCDA. This is usually the Chairperson's role.
 - The Bylaws draft will be sent to the registered Advisory Working Group members for review and comment by a certain deadline.
 - Comments received will be reviewed and evaluated for incorporation into the Bylaws.
- Facilitator Selection Committee Update

☞ Compiled and condensed by Michelle Matson, CPAC Bylaws Committee