

**KAKA'AKO MAKAI COMMUNITY PLANNING ADVISORY COUNCIL
BYLAWS COMMITTEE MEETING SUMMARY for OCTOBER 17, 2007**

Committee Members Present: Bob Crone, Mike Dang, Nancy Hedlund, Michelle Matson,
Neal Morisato, Wayne Takamine, Erik Takeshita,
Elaine Tamashiro, John Thorpe
Others Present: Dexter Okada, Kaka'ako Mauka small business owner

The By Laws Committee convened on October 17, at 6:30 pm at the JABSOM makai lanai to:

- 1) review the CPAC consensus on operating procedures to date;
- 2) review the remaining CPAC survey results for endorsement and adoption;
- 3) review the summary of CPAC survey comments;
- 4) discuss remaining organizational questions to be addressed by the CPAC;
- 5) prioritize By Laws Committee presentation points for the October 25 CPAC meeting.

The Committee reviewed the summary of the CPAC organizational structure and operational procedures to date, as attached. This summary was used as a reference document to advance discussion later in the meeting on remaining organizational structure and operating procedures that will need to be addressed by the CPAC.

The remaining CPAC survey results regarding Membership, Decision Making, Standing Committees and Special Purpose Committees were reviewed, as attached. It was noted that the final survey results show that these principles achieved 94% to 98% support from participating CPAC members. Lainie moved, seconded by Erik, that the listed survey results be presented to the CPAC for endorsement and adoption at the October 25 meeting. The motion carried unanimously.

Lainie provided spreadsheet copies of the survey comments table, with all survey comments received organized by subject matter. She noted extensive response on the subjects of membership and leadership. It was discussed and decided that in consideration of survey respondents who had not authorized their names to be used, none would be used on the published comment summary. Michelle asked Lainie to present her work to the CPAC at the October 25 meeting, and it was agreed that this would be presented as an informational handout.

The Committee addressed additional organizational questions to be resolved by the CPAC in the near future. These questions included 1) further refinement of the membership definition for voting purposes, 2) operational officers and their duties, and 3) the functions of standing and special purpose committees.

Several Committee members commented on the need for further refinement of the membership definition for voting purposes. Comments included a) questions continue to arise about inconsistent participation and/or imbalanced representation, and a balanced voting structure is needed; b) in accordance with HCR 30 and at the behest of the community, the HCDA has included individuals as well as groups to meaningfully participate in the development, acceptance and implementation of any future plans for Kaka'ako Makai; c) the CPAC has agreed by consensus that CPAC members may be any member of the general public who wishes to meaningfully participate in this process; d) this participation would include individuals, local business owners, groups, associations and non-profit organizations.

Lainie urged that the remaining matters be sent to the Steering Committee.

Michelle noted that the three outstanding question areas relating to organizational structure are By Laws Committee functions. She reiterated the discussion at the meeting with HCDA staff, where Nancy and she were advised that the HCDA would be reluctant to support the efforts of the CPAC if a credible leadership structure including operational officers is not established.

Lainie suggested that the next step in leadership at the Steering Committee level should be to determine the key spokesperson for the Steering Committee, because the Steering Committee is the CPAC representative to the HCDA.

Some Committee members commented that the interim Steering Committee of ten members was established to work with the facilitators to set meeting agendas and represent the CPAC on an interim basis for six months, and officers could be decided then.

It was noted that presently the Steering Committee, By Laws Committee, and Facilitator Selection Committee are three standing committees established to support specific organizational and operational functions, and a Nominations Committee may also be desired before six months' time for the election of officers.

Erik proposed that the Committee consider the topics for membership participation and leadership be addressed at the next Steering Committee meeting and discussed with the facilitators in order to define how these topics could be effectively discussed by the CPAC.

It was generally agreed that the outstanding questions may merit further consideration by the facilitators and the Steering Committee to determine the appropriate scheduling and method for the CPAC to address them. Erik agreed to draft a summary of these questions for the By Laws Committee presentation on October 25.

Dexter cautioned the Committee that waiting six months may be too long, as there may be imminent decisions to be made by the HCDA regarding Kaka'ako Makai where the CPAC would be left out if lacking a complete organizational and operations structure.

Erik and others noted that the CPAC has taken positions on recommendations to the HCDA with less than the present structure in place.

Michelle pointed out that, to date, the HCDA has not responded to these recommendations as offered by the CPAC several months ago, i.e., 1) that the CPAC have the opportunity to meet and ask questions of the final candidates for the HCDA Executive Director and 2) that HCDA not make any decisions that would inhibit CPAC's ability to plan for Kaka'ako Makai, including Kewalo Basin.

It was agreed that this concern would be best referred to the Steering Committee for discussion as the CPAC's communication liaison with the HCDA.

☞ Respectfully submitted by Michelle Matson, CPAC Bylaws Committee Coordinator

Kaka‘ako Makai Community Planning Advisory Council

Organizational Structure and Operating Procedures

(As of October 17, 2007)

Kaka‘ako Makai Advisory Working Group Name

The name of the Kaka‘ako Makai advisory working group shall be the “Kaka‘ako Makai Community Planning Advisory Council” (CPAC).

Purpose

The CPAC shall be a working group that “meaningfully participates in the development, acceptance, and implementation of any future plans for Kaka‘ako Makai.” (See HCR 30, 2006). This long-term planning process will begin with establishing a Vision, Guiding Principles and an Action Plan for implementing the Vision and Guiding Principles of the planning process.

Open Meetings and Public Participation

All CPAC meetings shall be open to the public and conducted in accordance with the Sunshine Law. The general public will be invited to participate in CPAC discussions, with the opportunity to speak and be heard over the long-term, and may be polled for community feedback.

Framework for Conducting Business

The CPAC has agreed by consensus that there needs to be a framework for conducting business:

Membership

Participating members attend CPAC meetings and sign in on the HCDA CPAC participant registration list.

Voting

Participating members will strive to reach consensus in decision-making. In the absence of a consensus, a 2/3 majority vote of those present will be required, with affirmation of the vote at the following meeting.

Meeting notices and agendas will specify any decision-making actions and will be posted well in advance of CPAC meetings in accordance with the Sunshine Law.

Leadership

An interim steering committee of ten (10) members will represent the CPAC at HCDA meetings. Those nominated and volunteering for the Steering Committee are the following:

Bob Crone
Mike Dang
Nancy Hedlund
Ron Iwami
Michelle Matson
Wayne Takamine
Erik Takeshita
Jennifer Thompson
John Thorpe
Mark Wong

Duties of the Steering Committee members will include:

A) Representing the CPAC at the HCDA Board meetings as follows:

- Being available to attend Board meetings on the first Wednesday of the month from 9 am until approximately 12 pm
- Reporting to the HCDA Board on the progress of the CPAC
- Representing the CPAC with an unbiased viewpoint, not an individual position
- Not advocating anything that the CPAC has not discussed and agreed upon
- Not being afraid to speak before the HCDA Board, gather information from them and report this information to the CPAC.

B) Assisting with the development of meeting agendas;

C) Reviewing CPAC meeting summaries prior to posting on the HCDA website as final drafts pending approval at the next CPAC meeting;

D) Serving in this capacity for an interim period of 6 months.

Endorsement and Adoption of Remaining CPAC Survey Results

Proposed Action for October 25, 2007

Membership

Participating members may include any member of the general public who wishes to meaningfully participate as a working group member. (94%)

Participating members share a commitment to work together in the public interest for the good of the whole. (98%)

Participating members regularly attend CPAC meetings to become informed on Kaka‘ako Makai planning issues. (94%)

Decision Making

Participating members develop informed recommendations based on comprehensive evaluation of information and in consideration of public input. (98%)

Standing Committees

Standing committees may be needed over time to facilitate the organization and operations of the CPAC. (98%)

Special Purpose Committees

Special Purpose Committees may be needed to assist the CPAC with research, expert consultations, and presentations on specific areas of interest as may be determined to be appropriate by the CPAC membership. (96%)