



Technical difficulties occurred throughout the recorded transmission of the entire meeting

**‘Ōlelo Community Meida  
Minutes of the Annual Board of Director’s Meeting  
February 18th, 2022  
5:15pm to 6:45pm  
Kawanānakoā Middle School Auditorium  
In-Person and Virtually for BOD Members and Staff**

**Board Members in Attendance:**

Nelson Lau, Ann Chung, Keith Fujio, Melanie Horikami, Alexandra Mergenschroer-Livingston, Donna Mun, Bill Ogawa, Karl Okemura, Grant Tanimoto, Linda Nakaima, Steve Sombrero, Tony Baldomero, Yvette Maskrey and Gerry Silva.

**Excused:** Derek Wong

**Staff in Attendance:** Roger McKeague, Wes Akamine, Angela Angel, Jack Bates, Amy Ejercito, Georgette Meyer, Mel Salvador, Kapua Segool, Todd Yamamoto, Doni Chong (Recorder)

**Members of the Public:** Carroll Cox, Enrique Rodriguez

**Call to Order**

The Board Chair called the meeting to order at 5:23pm

**Public Comment:**

Chair Nelson Lau welcomed members of the public who were attending the meeting and opened the floor for any comment. No comments were shared.

**Approval of October 27th, 2021 Minutes**

Chair Nelson Lau asked for a motion to approve the October 27th, 2021 minutes

Action:

Chair Nelson Lau asked that the minutes be amended to reflect that the date of the previous meeting be changed from May 26<sup>th</sup> 2021 to August 26<sup>th</sup> 2021.

After further review, *inaudible* moved to approve the minutes as amended and *inaudible* seconded, and the Board unanimously approved the October 27<sup>th</sup>, 2021 minutes as amended.

**Program Marketing Report**

Ms. Amy Ejercito, Chief Administrative Officer provided the Program Marketing Report and shared that new marketing initiatives will be reviewed and considered for 2022. Current focus remains on Island Focus, Mele A’e, Youth Xchange and social media growth.

**Finance Committee Report**

Ms. Mel Salvador, Finance and Risk Management Director, provided the 4Q Finance Committee Report and gave a thorough review with highlighted report details for Statement of Activities (revenue change of net assets of 784k, decrease from 2020), Statement of Financial Position, Statement of Operating Revenue and Expenses (1mil increase due to greater ROI, 429k net gain after depreciation and controlled expense spending), Preliminary Statement of Activities, and Statement of Financial Position through December 31st, 2021.

Overall, Ms. Salvador reported the organization is financially strong.

**Preliminary Capital Budget Summary through December 31st, 2021**

Mr. Todd Yamamoto provided the Capital Budget Summary for the 4Q through December 31st, 2021. \$920k in revenue from Charter and Hawaiian Telcom. Total budget was \$763k

with a 10% contingency of \$76k. \$533k was spent with a substantial reallocation amount of \$353k for renovation and warehouse repair expenses. The Māpunapuna Media Center facility improvements accounted for \$336k and government spending accounted for \$53k. Mr. McKeague briefly advised that due to COVID19 there was an initiative emphasis shift than what was originally planned. Mr. McKeague thanked Mr. Yamamoto for his efforts and assistance.

### **President/CEO Report:**

#### **Additional Finance Meetings and Merina Audit**

Mr. McKeague shared that additional meetings would occur to keep the Board updated on the Merina Audit response and openly invited all Board Members to attend if they so wish.

#### **Past Year Accomplishments and Going Forward in 2022**

Mr. McKeague gave a high-level overview of PEG and quickly elaborated on the core components of collection, creation and communication. He additionally shared the evolution of information distribution alongside technological advancements. One of the main focus areas in 2022 will be on content consumption.

Mr. McKeague presented a short PowerPoint which highlighted key issues in 2021. Topics included financial integrity, warehouse repairs, roof property damage and COVID protocols in the workplace. A highlight of the presentation was the living wage increase and employee initiatives which allowed for the organization to retain employees with industry specific skillsets. Mr. McKeague shared the existing operations and production projects such as Island Focus and Mele A'e.

Mr. McKeague asked Ms. Angela Angel, Chief Creative Officer, to share her thoughts and successes of Island Focus and Mele A'e. The last portion of the presentation included work at the Legislature, including a notable mention from House Majority Leader Representative Della Au Belatti, for the work 'Ōlelo provided to support the production and distribution of legislative material.

Due to time constraints and to maintain courtesy towards the scheduled 1 ½ hour time schedule, Chair Lau suggested to curtail the CEOs report and presentation to allow the Board to proceed to the next segment of the meeting. At 6:30pm Chair Lau asked Mr. McKeague to pause the report and asked if the presentation could be sent via a linked presentation to each Board Member to view. Mr. McKeague confirmed sending the presentation to each Board member and also requested for the agenda to be changed to reflect the request of Chair Lau. The Board then proceeded to the next item.

### **Vote on Proposal to Amend the Bylaw Section 4.7**

Chair Lau addressed the vote on proposal to amend the bylaws as follows:

#### *Section 4.7 Appointments*

*The newly elected Chair shall appoint the Standing Committee Chairs during the meeting following the Chair's election. The Chair of any Committee shall be a member of the Board. An affirmative vote of a majority of the Directors attending a meeting shall be required to confirm the appointments.*

*Mid-term vacancies shall be filled in the same manner. The term of a Committee Chair shall be the same as the appointing Board Chair.*

Chair Lau briefly elaborated on the proposed change which would allow the elected Chair to appoint



the Standing Committee Chairs during the meeting at hand rather than adhere to the bylaw's current language which would postpone appointment of the Standing Committee Chairs until the following meeting.

He explained the proposed change would eliminate a two-step process. As such, Chair Lau asked for the proposal to amend the Bylaws as written in the agenda and sought approval of the Board.

Action:

*Inaudible* moved, and *Inaudible* seconded, and the Board unanimously approved to adopt the new language in Section 4.7 Appointments.

**Election of Officers**

Chair Lau opened the floor for nominations for the Board Chair, Vice Chair, Treasurer and Secretary. Keith Fujio nominated Nelson Lau as Board Chair, Sandy Livingston as Vice Chair, Mel Horikami as Treasurer and Donna Mun as Secretary. Chair Lau asked for a vote and all members unanimously voted to approve the nominees.

Chair Lau continued to assign the committee chairs as follows-Nomination Chair, Ann Chung; Program Marketing Chair, Sandy Livingston; Strategic Planning Chair, Derek Wong; Finance Chair automatically assigned to Mel Horikami as Board Treasurer as stated in the Bylaw Section 8.7. Mr. McKeague made mention that the Board will need to vote and approve the committee head assignments. As such, Chair Lau asked for a motion to approve the committee chair assignment.

Action:

Grant Tanimoto moved, and Keith Fujio seconded, and the Board unanimously approved the assignments of the committee chairs.

**Executive Session**

Chair Lau called for a motion to move into Executive Session to review proprietary information.

Action:

Karl Okemura moved, and Keith Fujio seconded, and the Board unanimously approved to move into Executive Session.

The Board recessed at 6:28 p.m. to go into Executive Session. The Board reconvened at 6:43 p.m. to go into General Session.

**Reconvene:**

Chair Lau made comment that the presentation will be captured via a linked presentation and separated into two sections, accomplishments for 2021 and new focuses for 2022. Mr. McKeague said that he would send a link to the board members for them to view.

Adjournment:

There being no further business before the Board, the meeting adjourned at 6:51pm

Respectfully Submitted,

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Donna Mun, Secretary