

House District _____
Senate District _____

THE TWENTY-SIXTH LEGISLATURE
HAWAII STATE LEGISLATURE
APPLICATION FOR GRANTS & SUBSIDIES
CHAPTER 42F, HAWAII REVISED STATUTES

Log No: 39-C

For Legislature's Use Only

Type of Grant or Subsidy Request:

GRANT REQUEST – OPERATING GRANT REQUEST – CAPITAL SUBSIDY REQUEST

"Grant" means an award of state funds by the legislature, by an appropriation to a specified recipient, to support the activities of the recipient and permit the community to benefit from those activities.

"Subsidy" means an award of state funds by the legislature, by an appropriation to a recipient specified in the appropriation, to reduce the costs incurred by the organization or individual in providing a service available to some or all members of the public.

"Recipient" means any organization or person receiving a grant or subsidy.

STATE DEPARTMENT OR AGENCY RELATED TO THIS REQUEST (LEAVE BLANK IF UNKNOWN): _____

STATE PROGRAM I.D. NO. (LEAVE BLANK IF UNKNOWN): _____

1. APPLICANT INFORMATION:

Legal Name of Requesting Organization or Individual:
HERITAGE HALL, INC.
Dba:
Street Address: 95 Mahalani St., Rm. 12, Wailuku, HI 97693
Mailing Address: Same

2. CONTACT PERSON FOR MATTERS INVOLVING THIS APPLICATION:

Name AUDREY ROCHA REED
Title Secretary of the Board
Phone # (808)243-0065
Fax # (808) 243-0065 (call first)
e-mail hheritagehall@hawaii.rr.com or audrey@mauigateway.com

3. TYPE OF BUSINESS ENTITY:

- NON PROFIT CORPORATION
 FOR PROFIT CORPORATION
 LIMITED LIABILITY COMPANY
 SOLE PROPRIETORSHIP/INDIVIDUAL

6. DESCRIPTIVE TITLE OF APPLICANT'S REQUEST:

GRANT-IN-AID REQUEST FOR CONSTRUCTION FUNDING (TO INCLUDE PLANNING AND DESIGN) FOR HERITAGE HALL FACILITIES IN PAIA, MAUI, COMPRISED OF A MULTIPURPOSE HALL W/KITCHEN FOR COMMUNITY USE AND TWO CULTURAL RESOURCE CENTERS—ONE FOR PORTUGUESE HERITAGE AND ONE FOR PUERTO RICAN HERITAGE—AND SPACE TO LEASE TO ANOTHER NONPROFIT OR PUBLIC AGENCY.

4. FEDERAL TAX ID #: _____
5. STATE TAX ID #: _____

7. AMOUNT OF STATE FUNDS REQUESTED:

FY 2012-2013: \$ 1,500,000.00

8. STATUS OF SERVICE DESCRIBED IN THIS REQUEST:

- NEW SERVICE (PRESENTLY DOES NOT EXIST)
 EXISTING SERVICE (PRESENTLY IN OPERATION)

SPECIFY THE AMOUNT BY SOURCES OF FUNDS AVAILABLE AT THE TIME OF THIS REQUEST:

STATE \$ _____
FEDERAL \$ _____
COUNTY \$ 1,500,000.00
PRIVATE/OTHER \$ 40,000.00

TYPE NAME & TITLE OF AUTHORIZED REPRESENTATIVE:

AUTHORIZED SIGNATURE

DOLORES T. BIO, PRESIDENT
NAME & TITLE

1-10-12
DATE SIGNED

Background and Summary

1. A brief description of the applicant's background

Founded in 2004, Heritage Hall is a private, nonprofit corporation that received its IRS 501(c)(3) tax exempt designation in March 2005. Heritage Hall is a partnership between the Maui Puerto Rican Association and the Portuguese Association of Maui and was created to develop and operate two side-by-side cultural resource centers. Both Associations have cultural preservation as their mission; both award scholarships for college studies. Both Associations are tax-exempt, 501(c)(3) nonprofit organizations. The Heritage Hall Board is composed of equal representation from both Associations plus an independent member who is neither Portuguese nor Puerto Rican.

The Maui Portuguese Cultural Club was founded in 1967. The Maui Puerto Rican Association was founded in 1980. Over the years, each organization raised money in hopes of having a building of its own. Property values and construction costs kept rising and neither organization was able to raise the needed money for land and buildings by itself. In 2003, A&B offered to lease a site in Paia to be shared jointly by the Portuguese and Puerto Ricans. The Maui Portuguese Cultural Club declined the offer. The Maui Puerto Rican Association accepted it. A&B refused to award the property to only one ethnic group and it appeared that the offer would lapse. The twenty member Portuguese Association of Maui, formed in 1984, stepped forward and asked A&B to be considered for the offer. A&B required that both Associations agree to share the property. The two Associations did so and formed the partnership called Heritage Hall. They committed themselves to build their respective cultural resource centers, along with a multi-purpose hall to meet community needs. Before a lease could be negotiated, A&B learned that the parcel offered did not meet County land use requirements for cultural or community resource centers. The land would require both a change in zoning and an amendment to the community plan. At that point, A&B offered to sell the parcel (valued at \$780,000) to Heritage Hall, Inc. for \$20,000. In 2006, Heritage Hall purchased its land.

Each partner Association contributed \$29,000 to Heritage Hall, a total of \$58,000 for land acquisition, insurance, taxes and the development of a conceptual site plan. In 2008, the County of Maui awarded Heritage Hall a planning and design grant of \$300,000. Late Maui Representative Bob Nakasone was not able to award planning funds that year. He offered to put the money in the next legislative cycle. His illness and death ended those plans.

The County of Maui's grant went toward planning, design and required changes. County zoning and the Paia-Haiku Community Plan listed the site as heavy industrial. Heritage Hall was required to seek an amendment to the Paia-Haiku Community Plan and a Change-in-Zoning to public, quasi-public. The process took three years and cost over \$100,000. On November 18, 2011, the Maui County Council unanimously approved both the Community Plan Amendment and the Change-in-Zoning. Mayor Alan Arakawa signed the bills into law. Heritage Hall is now able to move forward with construction.

Mayor Arakawa has pledged a grant of \$1.5 million to Heritage Hall for FY 2013.

A construction grant-in-aid of \$1.5 million is respectfully requested from the Legislature.

2. The goals and objectives related to the request

The grant-in-aid funds will be used to construct Heritage Hall's facilities. The design calls for two separate buildings on the parcel; one to house the cultural resource centers and the other to serve as a multi-purpose hall. The cultural resource center building includes approximately 750 sq.ft. of space that can be leased to a public or nonprofit organization.

The cultural resource centers will allow people—especially children—to experience hands-on learning about the two partner groups and their histories in Hawaii. Demonstrations—making *pasteles*, dancing *plenas* and *merengues* from Puerto Rico; learning the Portuguese *chamarrita* (dance from the Azores) and baking bread in an outdoor stone oven—are among activities planned. Assistance with genealogical research, including translations, will be offered by both the Portuguese Association of Maui and the Maui Puerto Rican Association. These activities to some extent, along with Portuguese and Spanish language classes, are already being provided to the community by the partner organizations.

3. State the public purpose and need to be served

Meeting rooms for public use are in short supply on Maui, especially in the Paia area. The proposed multi-purpose hall (1,920 sq.ft.) can be divided into separate rooms for meetings. It can also be used for after school programs, senior citizens' activities, wedding receptions and baby luau. The kitchen (770 sq.ft.) can be used for ethnic food demonstrations as well as food service to facility users. Rental fees for the hall will be comparable to fees charged by the County of Maui. The cultural resource centers will serve as a learning site for everyone interested in Portuguese and Puerto Rican cultures.

4. Describe the target population to be served; and

While Maui residents will be able to utilize the multi-purpose hall's meeting facilities, it is Maui's children who are the major focus of Heritage Hall. Hawaii's keiki are of many diverse ethnic backgrounds, making them unquestionably the most beautiful children on earth. All children in Hawaii deserve the opportunity to learn about each unique ethnic heritage they share. Such information can only lead to improving self esteem, developing greater appreciation for all cultures, and supporting tolerance of different viewpoints.

Maui's ethnic groups have come to realize this. The Okinawans, Filipinos and the Japanese already have their cultural centers. These are a source of pride for the groups involved. All of the centers serve a public purpose. Heritage Hall will follow their example. Heritage Hall will also reach out to other ethnic groups who do not yet have their own facilities.

5. Describe the geographic coverage

Heritage Hall is located at 297 Baldwin Avenue in Paia, across from the former mill. While the cultural resource centers are intended to serve everyone on Maui, the multi-purpose hall will most likely be used more by the residents of Paia and surrounding communities. It will be available, however, for use by all Maui residents.

II. Service Summary and Outcomes

1. Describe the scope of work, tasks and responsibilities

Heritage Hall will occupy a 0.69 acre parcel of land in Paia, Maui, approximately 1.1 miles mauka (east) of the Baldwin Avenue-Hana Highway intersection. The subject property is located on Baldwin Avenue across from the former Paia Mill and is identified by TMK 2-5-06:19. Heritage Hall is the fee simple property owner.

Plans call for the construction of two separate buildings with 32 parking stalls, including one ADA compliant stall and access lane.

Heritage Hall will be approximately 5,516 square feet in size with the following dimensions:

Multi Purpose Hall.....	1,920 s.f.
Kitchen.....	700 s.f.
Resource Centers/offices/classrooms.....	1,496 s.f.
Space for lease to a public or nonprofit entity.....	770 s.f.

The Board of Directors of Heritage Hall will be responsible for overseeing the project. The Board will secure its own project manager to oversee day to day construction and ensure that construction quality and design are adhered to and that change orders are kept to a minimum.

2. The applicant shall provide a projected annual timeline for accomplishing the results or outcomes of the service:

Heritage Hall anticipates that obtaining the building permit will take 90 days.

The bidding process will take at least 60 days to complete.

Construction is expected to take up to 10 months.

Heritage Hall expects to be dedicated and operational by February 2014.

3. The applicant shall describe its quality assurance and evaluation plans for the request. Specify how the applicant plans to monitor, evaluate and improve their results; and

As noted previously, Heritage Hall will retain at its own cost, a project manager to oversee day to day construction to ensure quality. The project manager will report to the Heritage Hall Board weekly. Use of construction funds will be closely monitored by the Board. Heritage Hall's construction will be evaluated based on whether the project is built on time and within budget parameters.

4. The applicant shall list the measure(s) of effectiveness that will be reported to the State agency through which grant funds are appropriated (the expending agency). The measure(s) will provide a standard and objective way for the State to assess the program's achievement or accomplishment. Please note that if the level of appropriation differs from the amount included in this application that the measure(s) of effectiveness will need to be updated and

transmitted to the expending agency.

Heritage Hall will report to the State agency quarterly on the progress of construction. Heritage Hall will provide its timeline, expenditures and any related information the State Agency requires.

III. Financial

Budget

1. The applicant shall submit a budget utilizing the enclosed budget forms as applicable, to detail the cost of the request.
See enclosed budget forms.
2. The applicant shall provide its anticipated quarterly funding requests for the fiscal year 2011-2012.

Quarter 1	Quarter 2	Quarter 3	Quarter 4	Total Grant
\$600,000	\$400,000	\$250,000	\$250,000	\$1,500,000

3. The applicant shall provide a listing of all other sources of funding that they are trying to obtain for fiscal year 2013.

Heritage Hall will request funding from the following sources to meet estimated construction costs of \$4.3 million:

- | | | |
|--|-------------|-------------------------------|
| a. County of Maui | \$1,500,000 | in Mayor's budget for 2012-13 |
| b. Harry & Jeanette Weinberg Fdn | 1,000,000 | to be contacted |
| c. Mary D. & Walter F. Frear
Eleemosynary Trust | 100,000 | to be contacted |
| d. Samuel & Mary Castle Foundation | 100,000 | to be contacted |
| e. A&B Foundation | 25,000 | requested (decision in March) |
| f. McInerny Foundation | 25,000 | to be contacted |
| g. Fred Baldwin Foundation | 10,000 | to be contacted |
| h. Heritage Hall Fundraisers | 40,000 | |

IV. Experience and Capability

A. Necessary Skills and Experience

The applicant shall demonstrate that it has the necessary skills, abilities, knowledge of, and experience relating to the request. State your experience and appropriateness For providing the service proposed in this application. The applicant shall also provide a listing of verifiable experience of related projects or contracts for the most recent three years that are pertinent to the request.

Heritage Hall's Board of Directors has at least three members with extensive backgrounds in grant-writing, project management, nonprofit operations and construction supervision. More important, the Board has determined that a qualified project manager must be retained during construction to monitor day-to-day tasks. The project manager will report to the Board of Directors weekly. The project manager must have a minimum of 15 years experience in supervising construction. Disputes between contractor and owner will be mediated before other means of resolution are sought.

Board member Roy Katsuda is the Executive Director of Hale Mahaolu, a nonprofit corporation dedicated to providing affordable rental housing for senior citizens and persons with disabilities. Hale Mahaolu owns and manages more than 1,000 units in Maui County, including Molokai and Lanai. Roy Katsuda has nearly 30 years of service as Executive Director of Hale Mahaolu.

Board member Audrey Rocha Reed is the retired President and former CEO of the J. Walter Cameron Center, a nonprofit corporation providing administrative and program space to several nonprofit organizations. Her experiences include grant-writing, overseeing construction of an infant and toddler day care center, and major capital projects including re-roofing Cameron Center's 55,000 sq. ft. roof and converting 4,000 sq. ft. of former thrift store space into additional office and program space. Ms. Reed retired in 2007 after twenty-five years of service at Cameron Center in order to devote her time to Heritage Hall. She serves as its nonpaid executive director.

Board Member Lawrence K. Hudson is the Assistant Chief of Police of Maui County and has extensive experience in grant-writing and overseeing construction. During his years with the Department, Assistant Chief Hudson was responsible for constructing the Lanai Police Station, renovating the Lahaina Police Station, developing the new Maui County Morgue and is currently overseeing construction of the Kihei Police Station.

Board member Philip Valentine is a draftsman with more than 30 years experience.

Board Member Kathleen Adelson is OSHA-certified in construction safety and served as the safety and training officer for an Indian owned casino in Rancho Mirage, California.

The Board contracted Calvin Higuchi, AIA, as the project architect. He will also be responsible for preparing the documents for contractors to bid on the project. Warren S. Unemori Engineering is handling the civil engineering component. The firm of Munekiyo & Associates was retained to usher Heritage Hall through the planning process that included the Community Plan Amendment and Change-in-Zoning. The firm will continue to serve during construction.

The site already has a water meter and electrical access.

As far as the qualifications of the partners forming Heritage Hall, the Maui Puerto Rican Association is the only Puerto Rican organization on the Valley Isle and has cultural preservation as its main objective. The MPRA has produced the annual three Kings Pageant for 29 years (1983-2012). It has operated the Puerto Rican food booth at the annual Maui County Fair since 1987 (23 years), sponsors several dances annually where *jibaro* music is the main attraction and, as of July 2011, has awarded \$98,550 in scholarship grants to 121 scholars for college level studies. The Maui Puerto Rican Association is a 501(c)(3) nonprofit tax exempt organization.

The Portuguese Association of Maui was incorporated in 1984 for the purpose of preserving and perpetuating Portuguese history, genealogical research, cultural practices, traditions and language on Maui. Between 1984 and 2002, the Association concentrated on providing free translation (Portuguese to English) translations for persons doing genealogical research. The Association sponsored a folk singing choral group for senior citizens between 1984 and 1986, conducted Portuguese food demonstrations for 4-H club members in Wailuku and taught folk dances to school children on several occasions. In 2002, the Portuguese Association applied for its G.E.T. license and assumed operating the soup booth at the Maui County Fair for the next 4 years (after the Maui Portuguese Cultural Club decided to cease operating the booth). The disabled Vietnam Veterans asked to take over the booth in 2005 and the Association agreed. The Association has sponsored Portuguese language classes, participated in community festivals (Somos Amigos Festival [2002-2007], Sugar Plantation Festival [2004-2006], and the Senior Fair [2002-2011]). The Association sponsors free genealogy workshops annually. In 2003, PAM awarded its first scholarships to college bound youngsters and by July 2011, had awarded \$29,500 to a total of 33 students. The Association received its IRS designation as a 501(c)(3) tax exempt nonprofit organization in March 2005.

B. Facilities

The applicant shall provide a description of its facilities and demonstrate its adequacy in relation to the request. If facilities are not presently available, describe plans to secure facilities. Also describe how the facilities meet ADA requirements, as applicable.

Heritage Hall occupies a 100 sq.ft. office at the J. Walter Cameron Center until its buildings in Paia are constructed. Both buildings will meet ADA requirements.

V. Personnel: Project Organization and Staffing

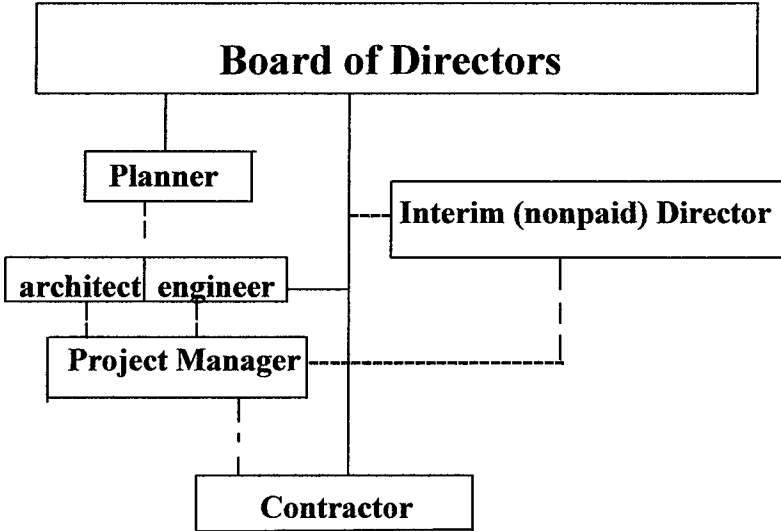
A. Proposed Staffing, Staff Qualifications, Supervision and Training

Not applicable.

Currently, Heritage Hall has no paid staff. Board Secretary Audrey Rocha Reed functions as the non-compensated interim executive director. After the facilities are constructed, Heritage Hall may hire staff as needed.

B. Organization Chart

Heritage Hall, Inc.



VI. Other

A. Litigation

The applicant shall disclose any pending litigation to which they are a party, including the disclosure of any outstanding judgment. If applicable, please explain.

There is no pending litigation, nor outstanding judgment.

B. Licensure or Accreditation

Not applicable.

BUDGET REQUEST BY SOURCE OF FUNDS

(Period: July 1, 2012 to June 30, 2013)

Applicant: Heritage Hall, Inc.

BUDGET CATEGORIES	Total State Funds Requested (a)	(b)	(c)	(d)
A. PERSONNEL COST	--	--	--	
1. Salaries	N/A			
2. Payroll Taxes & Assessments				
3. Fringe Benefits				
TOTAL PERSONNEL COST				
B. OTHER CURRENT EXPENSES	--	--	--	
1. Airfare, Inter-Island				
2. Insurance	--	1,800.00		
3. Lease/Rental of Equipment	--	0		
4. Lease/Rental of Space	--	5,300.00		
5. Staff Training	--	0		
6. Supplies	--	500.00		
7. Telecommunication	--	2,400.00		
8. Utilities	--	0		
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
TOTAL OTHER CURRENT EXPENSES		10,000.00		
C. EQUIPMENT PURCHASES	--			
D. MOTOR VEHICLE PURCHASES	--			
E. CAPITAL	1,500,000			
TOTAL (A+B+C+D+E)	1,510,000			
SOURCES OF FUNDING	(a) Total State Funds Requested	1,500,000	Budget Prepared By: Audrey Rocha Reed 243-0065	
	(b) County of Maui	1,500,000	Name (Please type or print) _____ Phone _____	
	(c) Heritage Hall	10,000	Signature of Authorized Official _____ Date 1-10-12	
	(d)		Dolores T. Bio, President	
TOTAL BUDGET	3,010,000	Name and Title (Please type or print)		

**BUDGET JUSTIFICATION
PERSONNEL - SALARIES AND WAGES**

Applicant: NOT APPLICABLE

Period: July 1, 2012 to June 30, 2013

POSITION TITLE	FULL TIME EQUIVALENT	ANNUAL SALARY A	% OF TIME ALLOCATED TO GRANT REQUEST B	TOTAL STATE FUNDS REQUESTED (A x B)
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
TOTAL:				\$ -
JUSTIFICATION/COMMENTS:				

BUDGET JUSTIFICATION - EQUIPMENT AND MOTOR VEHICLES

NOT APPLICABLE

Applicant: _____

Period: July 1, 2012 to June 30, 2013

DESCRIPTION EQUIPMENT	NO. OF ITEMS	COST PER ITEM	TOTAL COST	TOTAL BUDGETED
			\$ -	
			\$ -	
			\$ -	
			\$ -	
			\$ -	
TOTAL:				
JUSTIFICATION/COMMENTS:				

DESCRIPTION OF MOTOR VEHICLE	NO. OF VEHICLES	COST PER VEHICLE	TOTAL COST	TOTAL BUDGETED
			\$ -	
			\$ -	
			\$ -	
			\$ -	
			\$ -	
TOTAL:				
JUSTIFICATION/COMMENTS:				

**DECLARATION STATEMENT
APPLICANTS FOR GRANTS AND SUBSIDIES
CHAPTER 42F, HAWAII REVISED STATUTES**

The undersigned authorized representative of the applicant acknowledges that said applicant meets and will comply with all of the following standards for the award of grants and subsidies pursuant to section 42F-103, Hawaii Revised Statutes:

- (1) Is licensed or accredited, in accordance with federal, state, or county statutes, rules, or ordinances, to conduct the activities or provide the services for which a grant or subsidy is awarded;
- (2) Comply with all applicable federal and state laws prohibiting discrimination against any person on the basis of race, color, national origin, religion, creed, sex, age, sexual orientation, or disability;
- (3) Agree not to use state funds for entertainment or lobbying activities; and
- (4) Allow the state agency to which funds for the grant or subsidy were appropriated for expenditure, legislative committees and their staff, and the auditor full access to their records, reports, files, and other related documents and information for purposes of monitoring, measuring the effectiveness, and ensuring the proper expenditure of the grant or subsidy.

In addition, a grant or subsidy may be made to an organization only if the organization:

- (1) Is incorporated under the laws of the State; and
- (2) Has bylaws or policies that describe the manner in which the activities or services for which a grant or subsidy is awarded shall be conducted or provided.

Further, a grant or subsidy may be awarded to a non-profit organization only if the organization:

- (1) Has been determined and designated to be a non-profit organization by the Internal Revenue Service; and
- (2) Has a governing board whose members have no material conflict of interest and serve without compensation.

For a grant or subsidy used for the acquisition of land, when the organization discontinues the activities or services on the land acquired for which the grant or subsidy was awarded and disposes of the land in fee simple or by lease, the organization shall negotiate with the expending agency for a lump sum or installment repayment to the State of the amount of the grant or subsidy used for the acquisition of the land.

Further, the undersigned authorized representative certifies that this statement is true and correct to the best of the applicant's knowledge.

Heritage Hall, Inc.

(Typed Name of Individual or Organization)



(Signature)

1-10-12

(Date)

Dolores T. Bio, President

(Typed Name)

(Title)

Heritage Hall, Inc.

Attachments

- 1. IRS Letter of 501(c)(3) Determination**
- 2. Articles of Incorporation**
- 3. By-laws of Heritage Hall, Inc.**
- 4. List of Board Members**
Names
Addresses
Phone Numbers
E-mail (where applicable)
Jobs/affiliations

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date:

MAR 04 2005

HERITAGE HALL INC
276 KAHIKO ST
PAIA, HI 96779

Employer Identification Number:

██████████

DLN:

██████████

Contact Person:

DIANE M GENTRY

ID# ██████████

Contact Telephone Number:

██████████

Accounting Period Ending:

DECEMBER 31

Public Charity Status:

170(b)(1)(A)(vi)

Form 990 Required:

YES

Effective Date of Exemption:

NOVEMBER 8, 2004

Contribution Deductibility:

YES

Advance Ruling Ending Date:

DECEMBER 31, 2008

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. During your advance ruling period, you will be treated as a public charity. Your advance ruling period begins with the effective date of your exemption and ends with advance ruling ending date shown in the heading of the letter.

Shortly before the end of your advance ruling period, we will send you Form 8734, Support Schedule for Advance Ruling Period. You will have 90 days after the end of your advance ruling period to return the completed form. We will then notify you, in writing, about your public charity status.

Please see enclosed Information for Exempt Organizations Under Section 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

Letter 1045 (DO/CG)

R19403

TE3

743057243



Department of the Treasury
Internal Revenue Service
EO Rulings and Agreements
P O BOX 2508
CINCINNATI OH 45201

Date of this notice: November 10, 2008
Notice Number: CP-158
Taxpayer Identification Number:
[REDACTED]

046057.555111.0214.005 1 AT 0.346 695
[Barcode]

Advance Ruling Period Ending Date:
December 31, 2008

PORTUGUESE ASSOCIATION OF MAUI
% AUDREY ROCHA REED
PO BOX 838
WAILUKU HI 96793-0838386

For assistance, call:
1-877-829-5500

46057

Our records indicate that you were issued an advance ruling letter that treated you as a public charity, rather than a private foundation, during an advance ruling period that ends on the date indicated above. That letter required you to file IRS Form 8734 at the end of your advance ruling period to establish that you qualify as a public charity.

New IRS regulations changed the procedures governing your public charity status. You are no longer required to file Form 8734 at the end of the ruling period. The regulations also provide that donors can rely on your advance ruling letter with respect to your public charity status unless the IRS changes that status, based on the organization no longer meeting an applicable public support test, and publishes notice of the change.

If you have received Form 8734 from the IRS, please do not file it. Please keep your advance ruling letter along with this letter for your permanent records.

The regulations also changed the rules for computing public support, consistent with the redesigned Form 990, Return of Organization Exempt from Income Tax. For more information regarding those rules and the redesigned Form 990, please see the IRS website at www.irs.gov/eo.

Nonrefundable Filing Fee: \$50.00

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810



FILED 11/05/2004 09:26 AM
Business Registration Division
DEPT. OF COMMERCE AND
CONSUMER AFFAIRS
State of Hawaii

ARTICLES OF INCORPORATION
(Section 414D-32, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, desiring to form a nonprofit corporation under the laws of the State of Hawaii, certify as follows:

I

The name of the corporation shall be:

Heritage Hall, Incorporated

II

The mailing address of the corporation's initial principal office is:

P. O. Box 791057, Paia, Hawaii 96779

III

The corporation shall have and continuously maintain in the State of Hawaii a registered office and a registered agent. The agent may be an individual resident of Hawaii, a domestic entity or a foreign entity authorized to transact business in the State, whose business office is identical with the registered office.

- a. The name (and state or country of incorporation, formation or organization, if applicable) of the corporation's registered agent in the State of Hawaii is:

Dolores Bio

Hawaii

(Name of Registered Agent)

(State or Country)

- b. The street address of the corporation's initial registered office in the State of Hawaii is:

276 Kahiko Street, Paia, Hawaii 96779

11/08/200420026

IV

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
P Dolores Bio	276 Kahiko Street, Paia, HI 96779
V Greg Pereira	1745 Halama Street, Kihei, HI 96753
S Audrey Rocha Reed	111 Kahului Beach Rd., #C-313, Kahului, HI 96732
T Peggy Pacheco	2433 Vineyard Street, Wailuku, HI 96793
D Romeo Bio	276 Kahiko Street, Paia, HI 96779
D Alfred Boteilho, Jr.	2768 Kamelani Loop, Pukalani, HI 96768
D Lawrence K. Hudson	848 Upalu Street, Wailuku, HI 96793
D Roy Katsuda	200 Hina Avenue, Kahului, HI 96732
(See attached)	

V

Please check one:

- The corporation has members.
- The corporation has no members.

VI

The corporation is nonprofit in nature and shall not authorize or issue shares of stock. No dividends shall be paid and no part of the income or profit of the corporation shall be distributed to its members, directors, or officers, except for services actually rendered to the corporation, and except upon liquidation of its property in case of corporate dissolution.

The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct.

Signed this First day of November, 2004

Audrey Rocha Reed

(Type/Print Name of Incorporator)

(Type/Print Name of Incorporator)



(Signature of Incorporator)

(Signature of Incorporator)

11/08/200420026

SEE INSTRUCTIONS PAGE. The articles must be signed by at least one individual (incorporator).

D Harold L. Luce, Jr.
D Philip Valentine
D Margie Vida

535 Halemalu Place, Wailuku, HI 96793
390 Hahana Road, Haiku, HI 96708
710 Mopua Street, Haiku, HI 96708

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810



ARTICLES OF AMENDMENT
(Section 414D-183, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, duly authorized officers of the corporation submitting these Articles of Amendment, certify as follows:

1. The name of the corporation is:

Heritage Hall, Incorporated

2. The amendment(s) adopted is attached.

3. The amendment (s) was adopted on: February 3, 2005
(Month Day Year)

(Check one)

at a meeting of the **members**:

Designation (class) Of membership	Total Number of Memberships (votes) outstanding	Total Number of Votes Entitled to be Cast By each Class	Number of Votes Cast by each class For Amendment	Number of Votes Cast by each class Against Amendment

(The number of votes cast by each class is sufficient for approval by that class)

OR

by written consent of the **members** holding at least eighty per cent of the voting power.

OR

by a sufficient vote of the **Board of Directors** or **incorporators** because member approval was not required.

4. Check one:

The written approval of a specified person or persons named in the articles of incorporation was obtained.

The written approval of a specified person or persons is not required.

The undersigned certifies under the penalties of Section 414D-12, Hawaii Revised Statutes, that the undersigned has read the above statements and that the same are true and correct.

Signed this Third day of February 2005.

Audrey Rocha Reed, Secretary
(Type/Print Name & Title)

(Type/Print Name & Title)


(Signature of Officer)

(Signature of Officer)

SEE INSTRUCTIONS ON REVERSE SIDE. The articles must be signed by at least one officer of the corporation.

ATTACHMENT TO ARTICLES OF AMENDMENT

of

Heritage Hall, Incorporated

Article VI

Article VI, in its entirety, is amended to read as follows:

Section a. Heritage Hall is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section b. No part of the net earnings of Heritage Hall, Incorporated shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organizations shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other purposes not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section c. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**HERITAGE HALL, INCORPORATED
BY-LAWS**

**ARTICLE I
NAME, LOCATION, AUTHORITY AND MEMBERSHIP**

Section 1 NAME

This organization shall be known as Heritage Hall, Incorporated.

Section 2 LOCATION

The office and headquarters shall be 297 Baldwin Avenue, Paia, Maui, Hawaii. The mailing address is P. O. Box 791057, Paia, HI 96779.

Section 3 AUTHORITY

Heritage Hall, Inc., a non-profit organization, is organized to function within a framework of the Charter of Incorporation.

Section 4 MEMBERSHIP

The membership of Heritage Hall, Inc. shall be limited to its directors and/or alternates.

**ARTICLE II
OBJECTIVES**

Section 1 OBJECTIVES

The objectives of the Association are:

- a. To further awareness of Hawaii's Portuguese and Puerto Rican cultures through social discourse, lectures, seminars and workshops that provide learning opportunities aimed at preservation and perpetuation of the unique heritage of these ethnic groups;
- b. To encourage and support the perpetuation of Portuguese and Puerto Rican folk arts, folklore and skills; including but not limited to cuisine, music, dance, language, history and customs;
- c. To establish and maintain a facility to be known as Heritage Hall that provides equal accommodations to both the Maui Puerto Rican Association and the Portuguese Association of Maui to support their cultural endeavors.
- d. To foster awareness of the unique heritage of each ethnic group on Maui in an effort to promote appreciation for all of Hawaii's multi-ethnic groups;

- e. To encourage participation in events that promote good citizenship;
- f. To assist the community of Maui by making the common areas of Heritage Hall available to the general public on a first come, first served basis.

ARTICLE III AFFILIATION

Section 1 AFFILIATION

This organization shall be non-political and non-aligned with any political party.

ARTICLE IV GOVERNMENT OF THE ASSOCIATION

Section 1 GOVERNMENT

The Government of Heritage Hall, Inc. shall be vested in its Board of Directors. The Board shall establish the goals and objectives and shall have control and management of the properties, finances and activities of Heritage Hall, Inc. All directors and alternates shall be residents of Maui.

Section 2 BOARD OF DIRECTORS

The Board of Directors shall consist of nine members and two alternates. Four members and one alternate shall be selected by the Maui Puerto Rican Association and four members and one alternate by the Portuguese Association of Maui. An alternate may speak but shall only vote in the absence of a member of his/her respective organization. One member shall be an individual who is not a member of either organization and who is not ethnically Portuguese or Puerto Rican, or married to a person of Portuguese or Puerto Rican descent. This individual must be of high moral character and must receive the endorsement of both the Maui Puerto Rican Association and the Portuguese Association of Maui. The term of a Board member shall be four years. Board members may be re-appointed by their respective organizations to serve additional terms. As warranted, the Board of Directors may appoint a licensed attorney to assist and advise the Board of Directors on legal matters.

Section 3 BOARD OF DIRECTORS MEETINGS

Meetings of the Board of Directors shall be held monthly. Special meetings shall be called by the President or at the request of five members of the Board, provided that a notice is issued to all Board members through personal notification, at least twenty-four (24) hours prior to the convening of the meeting.

At any meeting of the Board of Directors, the presence of seven members shall constitute a quorum.

The time and place of meetings shall be determined by the Board of Directors.

Section 4 VACANCIES

When a vacancy in a directorship occurs, such vacancy shall be filled within thirty days by the organization whose member created the vacancy.

The Board of Directors may declare an office vacant when the officer has failed to attend three (3) consecutive meetings without a good or just cause.

Section 5 STANDING COMMITTEES

Standing committees shall be established but not limited to the following:

a. FINANCE & FUNDRAISING

The Finance & Fundraising Committee shall develop fundraisers and monitor the acquisition of grants from government, trusts and foundations for the planning, design and construction of Heritage Hall facilities.

The Finance & Fundraising Committee in cooperation with the Treasurer shall prepare an overall annual operating budget for Heritage Hall that includes recommendations from the Facilities & Maintenance Committee relative to the proper maintenance of the facilities. The Committee shall monitor the prompt collection of funds due the Association, assure the prompt payment of bills; review and recommend budgets to the Board of Directors; act in an advisory capacity to the Board of Directors on financial matters; and advise and assist the Treasurer in preparing for an audit.

The Committee shall determine a fee structure for facility users.

b. FACILITIES & MAINTENANCE

The Facilities & Maintenance Committee shall be responsible for overseeing the general maintenance of the facilities and grounds. The Committee shall prepare a long range maintenance plan to ensure timely repair or replacement of roofs, air conditioners, equipment, parking lot surfaces, landscaping and weatherproofing to include painting.

The Facilities & Maintenance Committee shall submit an annual budget for facility operations to the Finance & Fundraising Committee not later than November of each year.

c. POLICIES & PROCEDURES

The Policies & Procedures Committee shall be responsible for establishing policies and

procedures relating to the use of Heritage Hall by its tenants and the general public. The Committee shall work in cooperation with the Cultural Programs Committee and Facilities & Maintenance Committee to ensure that Heritage Hall adheres to its agreed upon policies.

d. CULTURAL PROGRAMS

The Committee shall plan and ensure that cultural programs relating to the Portuguese and Puerto Rican communities are available to the general public. The Committee shall, in cooperation with the Maui Puerto Rican Association and the Portuguese Association of Maui, perform publicity and public relations activities, including but not limited to press releases and media news bytes.

The Committee shall, in cooperation with educational institutions, encourage students to learn about the Portuguese and Puerto Ricans on Maui, detailing the stories of their coming to the Hawaiian Islands, their history in plantation life, the services each group has performed and to positively reflect the contributions each group has made.

The chairperson of all committees shall submit a budget to the Treasurer supported by planned programs requiring funds requested in the budget submissions. The Board of Directors shall determine the due date for these committee budget submissions.

Section 6 SPECIAL COMMITTEES

The President shall appoint such special committees as deemed necessary in his/her judgement or in the judgement of the Board of Directors

ARTICLE V
ELECTED OFFICERS AND ELECTIONS

Section 1 ELECTED OFFICERS

The elected officers of the Association shall be: President, Vice President, Secretary and Treasurer and shall be elected by the Board of Directors of Heritage Hall, Inc.

Section 2 ELECTIONS

The election of officers shall take place at the November meeting every two years. Candidates for the various offices shall be elected by the Board of Directors. Candidates receiving the highest number of votes for the respective offices shall be declared duly elected.

ARTICLE VI DUTIES OF OFFICERS

Section 1 PRESIDENT

The President shall be the principal officer of Heritage Hall, Inc. and shall preside at all meetings of the Board of Directors. He/She shall sign with the Treasurer all notes, drafts, contracts and other instruments in writing. The President shall supervise the affairs of the organization and perform such other duties as may be required of that office under these by-laws or by the Board of Directors. The President shall serve as an ex-officio member of all committees.

Section 2 VICE PRESIDENT

The Vice President acts for and has full authority as President in the event of the principal officer's disability or absence. The Vice President shall be an authorized signer for the expenditure of funds in the absence of the President or Treasurer. His/Her principal duty is to assist committee chairpersons in the planning, coordination and execution of their respective programs.

Section 3 SECRETARY

The Secretary shall record and certify the minutes of the meetings of the Board of Directors; shall keep the roll of Directors and attendance at meetings. He/She shall notify officers and directors of any meetings at least twenty-four (24) hours before the convening of such meeting. The Secretary shall have custody of the seal of the organization. The Secretary shall be an authorized signer for the expenditure of funds in the absence of the Treasurer or Vice President. He/She shall perform such other duties as the office may require or that the President or the Board of Directors may direct.

The Secretary shall conduct correspondence of Heritage Hall, Inc. and the Board of Directors as directed; and read aloud all communications and documents at meetings.

Section 5 TREASURER

The Treasurer shall, in general, have supervision and custody over all funds of Heritage Hall, Inc. and shall keep a full and accurate account of receipts and disbursements in the books belonging to the organization. The Treasurer shall collect and receive all monies due the organization; and appropriately record such transactions and issue receipts for monies received. The Treasurer shall keep safely all monies of the organization and pay out such amounts as are determined to be just obligations of Heritage Hall. Funds shall be disbursed only in accordance with the provisions of the budget, and as may be ordered by the Board.

The Treasurer shall render an accurate written report at each Board meeting; the same to be filed with the Secretary. The Treasurer shall sign with the President all notes, drafts, contracts

and other instruments in writing. The Treasurer, together with the Finance Committee, shall prepare and submit the budget for the approval of the Board of Directors. He/She shall render to the Board of Directors at periodic intervals, an accounting of the financial condition of the organization. The Treasurer shall maintain an inventory of all properties belonging to Heritage Hall, Inc. At the discretion of the Board of Directors, the Treasurer may be bonded at the expense of the organization. The Treasurer shall perform such other related duties as the Board may require.

ARTICLE VII FUNDS

Section 1 GENERAL

All monies paid to Heritage Hall, Inc., including those generated by special fundraisers and grants, shall be paid into the administrative general account at a financial institution licensed to do business in the State of Hawaii. All claims, expenses and such other sums as the Board of Directors may approve shall be paid from this account.

Funds of Heritage Hall, Inc., not invested, shall be deposited in insured institutions designated by the Board of Directors.

Withdrawal and disbursement of Heritage Hall, Inc. funds may be made only with the signatures of two (2) of the designated officers specified in Article VI.

ARTICLE VIII ORDER OF BUSINESS

Section 1 ORDER OF BUSINESS

The following shall constitute the order of business of Heritage Hall, Inc.

1. Call to Order
2. Roll Call of Officers and Directors
3. Minutes of the previous meeting
4. Treasurer's Report
5. Correspondence/Communications
6. Reports of Standing and Special Committees
7. Unfinished Business
8. New Business
9. Announcements
10. Adjournment

ARTICLE IX
CONFLICT OF INTEREST

No director shall cast a vote at any Board meeting on any matter in which he or she has a conflict of interest. A majority of the directors (excluding the director or directors alleged to be involved in a conflict of interest) shall determine the existence or nonexistence of such a conflict.

A director who has a conflict of interest on any issue before the Board of Directors shall disclose the nature of the conflict of interest prior to a vote on that issue at the meeting of the Board of Directors, and the minutes of the meeting shall record the fact that a disclosure was made.

ARTICLE X
EXCULPATION AND INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 1 EXCULPATION

Each director or officer shall be free from all personal liability for any acts done on behalf of the organization or for any losses incurred or sustained by the organization unless the same have occurred through his/her willful negligence or willful misconduct.

Section 2 INDEMNIFICATION

Heritage Hall shall indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the organization) by reason of the fact that he is or was a director, officer or employee of the organization, or is or was serving at the request of the corporation as a director, officer or employee of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of this organization, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of Heritage Hall, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

Section 3 INSURANCE

Heritage Hall shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer or employee of the organization, or is or was serving at the request of the organization as a director, officer or employee of another organization as a director, officer or employee of another organization, partnership, joint venture, trust or other

enterprise against any liability asserted against him/her and incurred by him/her in any such capacity or arising out of his/her status as such, whether or not the corporation would have the power to indemnify him/her against such liability under the provisions of this Article. Such insurance shall cover acts of errors or omissions on the part of directors, officers and employees.

ARTICLE XI COMPLIANCE

Heritage Hall, Inc. shall conduct all business and activities in accordance with federal ordinances, Hawaii Revised Statutes and Maui County ordinances.

ARTICLE XII RULES OF ORDER

All meetings of Heritage Hall, Inc. shall be governed by the most current edition of Robert's Rules of Order except wherein they conflict with the provisions of these by-laws, in which case, the by-laws shall prevail.

ARTICLE XIII AMENDMENTS

Section 1 AMENDMENTS

The by-laws of Heritage Hall, Inc., shall be amended by a two-thirds vote of those present at a Board meeting. Amendment/Amendments having been proposed in writing and approved by the membership of both the Maui Puerto Rican Association and the Portuguese Association of Maui, shall be distributed to the officers and directors at least ten (10) days prior to the convening of the meeting at which time the proposed amendment(s) will be presented for consideration.

ARTICLE XIV REVIEW OF BY-LAWS

Section 1 REVIEW OF BY-LAWS

The by-laws of Heritage Hall, Inc., shall be reviewed at least every three years by the Board of Directors to ensure compatibility with current practices and procedures. The Board of Directors shall submit a report on their review of the by-laws to the membership of the Maui Puerto Rican Association and the Portuguese Association of Maui with appropriate recommendations, if any, for amendments. Proposed amendments shall require approval of both the Maui Puerto Rican Association and the Portuguese Association of Maui before being acted upon by the Board of Directors of Heritage Hall, Inc. Proposed amendments shall be processed in compliance with provisions of Article XIII of the by-laws.

CERTIFICATION

The undersigned certify that this is a true and certified copy of the by-laws of Heritage Hall, Inc. as adopted and ratified on October 19, 2004 and to take effect on December 1, 2004.

A solid black rectangular box redacting the signature of Audrey Rocha Reed.

AUDREY ROCHA REED
Secretary

Heritage Hall, Inc.

95 Mahalani Street, Room 12, Wailuku, HI 96793
Phone: (808) 243-0065 * email: hheritagehall@hawaii.rr.com

Board of Directors

Term: January 1, 2010-December 31, 2013

OFFICERS

Dolores T. Bio, President
(Maui Puerto Rican Association)
276 Kahiko Street
Paia, HI 96779

Homemaker
Phone: 579-9202; 283-2010 cell

Audrey M. Guerrero, Vice President
(Portuguese Association of Maui)
516 Pohaku Street
Kahului, HI 96732

Retired Hawaiian Telephone Company supervisor
audge1209aol.com
Phone: 877-012; 385-2167cell

Audrey Rocha Reed, Secretary
(Portuguese Association of Maui)
111 Kahului Beach Rd. C-313
Kahului, HI 96732

Retired President & CEO, J. Walter Cameron Center
audrey@mauigateaway.com
Phone: 871-7052; 276-4918 cell

Margie Vida, Treasurer
(Maui Puerto Rican Association)
710 Mopua St.,
Haiku, HI 96708

Fiscal Accountant, KHAO, Hale Makana O Waiale
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DIRECTORS

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848 Upalu St., Wailuku, HI 96793 Phone: 283-5658

Independent Trainer, HIOSH Safety
HIOSHinspections@yahoo.com

Romeo B. Bio, (Maui Puerto Rican Association)
256 Lono Avenue, Kahului, HI 96732 Phone: 281-0403

Retired Construction Worker

Lawrence K. Hudson, (Portuguese Association of Maui)
848 Upalu St., Wailuku, HI 96793 Phone: 269-2871

Assistant Chief of Police, Maui County
Lawrence.Hudson@mpd.net

Roy K. Katsuda, (Independent) Phone: 872-4100
Hale Mahaolu, 200 Hina Avenue, Kahului, HI 96732

Executive Director, Hale Mahaolu, Inc.
RKatsuda@halemahaolu.org

Harold L. ("Ivan") Luce, Jr., (Portuguese Association of Maui)
535 Halemalu Place, Wailuku, HI 96793 Phone: 276-8816

Pest Control Specialist, Mid-Pacific Pest Control
amusedivan@aol.com

Philip A. Valentine, (Maui Puerto Rican Association)
390 Hahana Road, Haiku, HI 96708 Phone: 269-1941

Retired Draftsman

Francis Torres, Alternate, (Maui Puerto Rican Association)
673 Maalahi St., Wailuku, HI 96793
Phone: 244-6767

HC&S Retiree
Term expired December 31, 2009; began Jan. 1, 2005

Julius Rodrigues, Alternate, (Maui Puerto Rican Association)
33-C Maluhia St., Wailuku, HI 96793
Phone: 264-2298

Retired Construction Worker
Term began January 1, 2010; ends December 31, 2013