

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

Log No: _____

For Legislature's Use Only

House District 6

Senate District 3

Type of Grant or Subsidy Request:

GRANT REQUEST - OPERATING

GRANT REQUEST - CIP REQUEST

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):

DOL OFFICE OF COMMUNITY SERVICES

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

1. APPLICANT INFORMATION:

Legal Name of Requesting Organization or Individual:
Hawaii County Economic Opportunity Council

Dbas: HCEOC

Street Address: 47 Rainbow Drive Hilo, HI 96720

Mailing Address: 47 Rainbow Drive Hilo, HI 96720

2. CONTACT PERSON FOR MATTERS INVOLVING THIS APPLICATION:

Name MARY MIHO FINLEY

Title HOUSING PROGRAM MANAGER

Phone # (808) 961-2681 Ext. 301

Fax # (808) 935-9213

e-mail marymiho.finley@gmail.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: **C.I.P. REQUEST**

**HCEOC NAALEHU OFFICE
EMERGENCY REPAIRS AND
HANDICAPPED ACCESS IMPROVEMENTS -
HAWAII COUNTY RURAL AREAS ELDERLY, DISABLED,
DISADVANTAGED POPULATION
(INCOME BELOW 150% FEDERAL POVERTY LEVEL)
- 500 TO 600 PERSONS --
ACCESS TO TRANSPORTATION, ENERGY,
HOUSING, EDUCATION, SAFETY-NET SERVICES**

4. FEDERAL TAX ID #: _____

5. STATE TAX ID #: _____

7. AMOUNT OF STATE FUNDS REQUESTED:

FY 2012-2013: \$ 50,000

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 \$ 50,000

FEDERAL \$ _____

COUNTY \$ _____

PRIVATE/OTHER \$ _____

AUTHORIZED REPRESENTATIVE:

LESTER SETO, EXECUTIVE DIRECTOR

NAME & TITLE

01/29/2013

DATE SIGNED

BUDGET REQUEST BY SOURCE OF FUNDS
 (Period: July 1, 2013 to June 30, 2014)
C.I.P. REQUEST

Appraisi County Economic Opportunity Council NAALEHU

BUDGET CATEGORIES	Total State Funds Requested (a)			
A. PERSONNEL COST				
1. Salaries	6,405			
2. Payroll Taxes & Assessments	1,214			
3. Fringe Benefits	1,281			
TOTAL PERSONNEL COST	8,900			
B. OTHER CURRENT EXPENSES				
1. Airfare, Inter-Island	0			
2. Insurance	100			
3. Lease/Rental of Equipment	0			
4. Lease/Rental of Space	0			
5. Staff Training	100			
6. Supplies	100			
7. Telecommunication	80			
8. Utilities	200			
9. Audit	100			
10. Mileage	420			
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
TOTAL OTHER CURRENT EXPENSES	1,100			
C. EQUIPMENT PURCHASES				
D. MOTOR VEHICLE PURCHASES				
E. CAPITAL	40,000			
TOTAL (A+B+C+D+E)	50,000			
SOURCES OF FUNDING		Budget Prepared By: Mary Finley		
(a) Total State Funds Requested	50,000	Mary Miho Finley	808-961-2681 x301	Phone
(b)		Name (Please type or print)		
(c)		Signature of Authorized Official		
(d)			01/29/2013	Date
TOTAL BUDGET	50,000	Lester Seto, Executive Director	Name and Title (Please type or print)	

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Application for Grants and Subsidies

If any item is not applicable to the request, the applicant should enter "not applicable".

I. Background and Summary

This section shall clearly and concisely summarize and highlight the contents of the request in such a way as to provide the State Legislature with a broad understanding of the request. Include the following:

1. A brief description of the applicant's background;

Hawaii County Economic Opportunity Council, a private non-profit organization dedicated to preventing, alleviating and eliminating poverty, has served Hawaii County's disadvantaged population for over 48 years. The organization is governed by an 18-member board of directors who represent public, private and low-income sectors. The Board operates under By-Laws that prohibit compensation and conflict of interest. (See page 14 Section 13 COMPENSATION and page 11 Section 12 CONFLICT OF INTEREST of By-Laws dated January 29, 2011).

Transportation, food service, housing, energy and education assistance are among the services provided to a geographically-dispersed population via a central office in Hilo and four rural offices.

2. The goals and objectives related to the request;

The goal of this request is to remove the health and safety deficiencies and construct accessibility improvements at HCEOC NAALEHU rural facility to arrest building decline, improve accessibility for elderly and disabled persons and expand services in one of the most remote communities on the island. Naalehu is 66 miles from Hilo and 60 miles from Kailua. Funds are being sought for the design, construction and related costs of repairs and handicapped improvements. This project will make buildings safer for the public. Handicapped-accessible parking, ramps and bathrooms will increase the access to services by elderly and handicapped persons. Fumigating for termites; fixing roof leaks and water- and termite-damage and creating a working bathroom will remove the worst of the hazards. Security over windows and new double doors will upgrade building safety and discourage vandalism and theft. Constructing a paved sidewalk, a ramp into the building and making one bathroom handicapped accessible will make access to services safer for everyone, not just the handicapped.

3. State the public purpose and need to be served;

- By removing the building's health and safety hazards and increasing access for elderly and disabled persons, Naalehu repair project promotes **public safety and continued availability of safety-net services to disadvantaged persons in this remote area.**
- Because building is provided rent-free use of Naalehu HCEOC is key to providing services affordably in the remote rural area.
- Right now if the bathroom worked, 5th and 6th graders in HCEOC STEM (Science,



- Technology. Engineering and Math) would not have to go down the street to use Hana Hou restaurant's bathroom when meeting twice a week and during vacations.
- The need for transportation, health, energy, education and housing assistance continues to grow in this area as more and more people wishing to work in Kona, settle in the affordable communities between Naalehu and Ocean View. This includes a sizable population of the most isolated Micronesian groups on the island. Transportation is a major obstacle for immigrant families in need of services. The American Community Survey reported in December 2011 that Ocean View residents have the longest commute in the state – 61.7 minutes.
- The survey also showed that many Ka'u residents are foreign born and speak a language other than English. In Ocean View 12.7 and in Pahala 22.1% speak a foreign language at home.
- Transportation has been repeatedly identified by the community in needs assessments over the past six years. It was the top community need identified by participants from Ka'u district, including immigrants, at a community needs assessment meeting State OCS Director held in Hilo in 2012. Big Island communities consistently have identified transportation, housing and energy among the top three needs in community needs assessments over the last six years, including Dialogue on Poverty” meetings.
- Having a facility we control would help us to provide family financial management training and other educational/training opportunities in English and Marshallese in this area with very limited services.
- Loss of HCEOC Naalehu facility would become a barrier to services that could lead to **diminished quality of life** for vulnerable populations needing transportation to medical appointments and who cannot afford to or do not possess a car capable of going to Kailua or Hilo.

4. Describe the target population to be served; and

Target population is households with incomes less than 150% of federal poverty guidelines (see 2012 Federal Poverty Guidelines for Hawaii attached), and includes many elderly, disabled and immigrant families living in this remote area with extremely limited access to services.

5. Describe the geographic coverage.

HCEOC Naalehu provides transportation from remote Ka'u district to Kailua, a distance of 60 miles. HCEOC Naalehu will be the center of a new transportation service HCEOC will be providing to bring Ka'u persons to Hilo for jobs this year (JARC). Service area includes at least 500 disadvantaged persons with critical needs, and the numbers are growing. The fact we have facilities in Naalehu and Kona is very important in serving the growing number of immigrant families. Many of the currently-employed Marshallese who live in Ocean View work in Kona.

II. Service Summary and Outcomes

The Service Summary shall include a detailed discussion of the applicant's approach to the request. The applicant shall clearly and concisely specify the results, outcomes, and measures of effectiveness from this request.

2012 Federal Poverty Guidelines (FPG) & HUD low-mod income limits for HAWAII State

Persons in Household	FEDERAL POVERTY GUIDELINES:			HUD INCOME LIMITS:	
	100%	200%	*** 150%	VERY LOW 50% AMI	LOW Moderate 80% AMI
1	12,860	25,570	19,290	25,700	41,100
2	17,410	34,820	26,115	29,400	47,000
3	21,960	43,920	32,940	33,050	52,850
4	26,510	53,020	39,765	36,700	58,700
5	31,060	62,120	46,590	39,650	63,400
6	35,610	71,220	53,415	42,600	68,100
7	40,160	80,320	60,240	45,550	72,800
8	44,710	89,420	67,065	48,450	77,500

*** 150% FPG is the guideline used for HCEOC programs/services.

NOTE:

(2009-2010 ARRA raised WAP guidelines to 200% FPG, however, since then HCEOC has not been able to "afford" the program. For 2013 there is no WAP funding from federal DOE.)

FPG Source: Federal Register/Vol.77, No.17/Thurs. Jan.26,2012

2013 cip fpg-hud inc lmts .

1. Describe the scope of work, tasks and responsibilities;

HCEOC NAALEHU SCOPE

Fumigate for termites obtaining the longest guarantee period available.

Removal and replacement of existing:

Repair leaking water and waste water lines to restore use to at least one bathroom.

Repair roof leaks and water damage on Hilo/weather side.

Replace damaged double doors to open and close with secure locks.

Repair/replace broken windows and add security screen door over single entry door.

Install security (bars or heavy duty screening) over windows to deter vandalism & theft.

Repair termite-damage (floors, beam ends, Hilo and makai walls, window trims by patching and where extensive encapsulating with plywood.

Replace out-of-date electrical wiring throughout.

Handicapped Access:

Make one bathroom handicapped accessible by extending into the small store room in front.

Pour handicapped accessible sidewalk from back roadway to the building

Construct handicapped ramp from sidewalk into side door.

TASKS AND RESPONSIBILITIES

HCEOC Housing Program Manager will:

- Manage solicitation of bids, evaluation and selection (competitive procurement) process; hiring of a licensed professional engineer to design the Kona driveway and parking improvements (grading, drainage, retaining wall(s), tie-in of handicapped ramp to building) and licensed general contractor(s) to make emergency repairs and construct handicapped access improvements (all).
- Prepare and coordinate execution of contracts (time of construction, milestones, payment schedule, general excise tax exemption, tax clearance, other final payment requirements)
- Coordinate permit applications with contractor(s) and County, State
- Monitor progress of construction and approve payments
- Coordinate drawdown of funds from State and process to pay contractors as approved by Deputy
- State contract schedule (submit request per contracted milestones in order to have cash when required to pay vendors/contractors)
(Progress payments will be scheduled with 60 to 90 day lead-time to allow for average 2 to 3 month state payment lag time. This will keep construction costs low. Delayed payments discriminate against smaller, more affordable and efficient contractors who have only 30 days to pay their bills/cannot afford 2-3 months payment delays from completion to receipt of payment.)
- Report to funding agency.
- Coordinate delivery of services/point of contact for state, county, consultant/contractors
- Make periodic/at least quarterly reports to funding agency.
- Publish Notices of Completion

HCEOC Deputy Director will:

- Oversee the project from start to finish.

- Approve the scope of work, selection of consultant, contractor(s), execution of contracts.
- Supervise quality of work approvals by rural HCEOC staff & the processing of payments.
- Approve payments for administration expenses.
- Lead weekly staff meetings and at least one staff training.

HCEOC Accountant will:

- Deposit program funds,
- Cut checks and distribute to contractors/vendors per Purchase Orders/Check Requests from Housing Program Manager approved by Deputy Director;
- Keep separate construction and administration accounts and provide progress reports to Housing Manager and Deputy each month;
- Keep records of HCEOC NAALEHU construction project and HCEOC-STATE CIP contract.

HCEOC District Supervisors (Transportation) will report weekly construction progress to Housing Program Manager.

County of Hawaii Public Works Department Building Division will:

- Review and approve building plans, issue building permits
- Conduct periodic construction inspections, particularly for handicapped access new construction.
- Determine whether the work complies with safety/current County Building Code.
- Make reports to notify HCEOC of deficiencies, if any.

2. The applicant shall provide a projected annual time line for accomplishing the results or outcomes of the service;

TIMELINE:

- 2013 July – August - Request proposals from general contractors
mid- August - Select contractor(s)
August to October – Apply for and Obtain Building Permits
October - November – Prepare and execute contracts, issue Notice(s) to Proceed
December - Start construction (Naalehu)
- 2014 January to March – Complete construction
March - Final Walk-through (punch list) and Final Payment
April - Close out of HCEOC-STATE CIP project.

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

QUALITY ASSURANCE AND EVALUATION PLANS

- License, insurance and complaint record of each bidder will be checked with the DCCA Consumer Resource Center and past job references,
- Contracts will require County Building permits and work be passed by County inspections before proceeding to next phase of construction,

- County of Hawaii Building Inspections will ensure safety and Code compliance
- HCEOC Housing Program Manager will monitor construction and verify progress of construction.
- HCEOC STAFF will test and verify functionality of all construction, particularly of electrical installation, parking upgrade and handicapped access.
- HCEOC Naalehu, Honokaa and Kona staffs will report construction progress to Housing Program Manager/HCEOC Central on a daily basis during construction and report any failures during the year following completion.
- HCEOC Housing Program Manager will recall contractor(s) to address construction failures, if any.
- Payments will not be made until stages of construction are completed, quality of work approved per Contract and county inspections passed, as applicable.
- Final Payment will be made after Final county inspections have been passed, all permits closed and HCEOC has approved quality of work.
- Work quality and effectiveness of repairs will continue to be monitored throughout the twelve months following completion and contractor will be called back to address any failures during the one year warranty period per State law.

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.

HCEOC will report to State Agency project milestones:

- Selection of engineer and contractor(s)
- Receipt of engineering report/design
- Receipt of building permits
- Execution of contracts
- Issuance of Notice(s) to Proceed
- Start of constructions
- Completion of each contracted stage of construction and county inspection passed
- Drawdowns/Submission of Requests for Progress Payments
- Final inspections walk through report.
- Close out of each rehabilitation (County Final inspections, closing all permits and making Final Payments).
- Final Report including financial accounts (construction and administration) and close out of CIP Project.

If not fully funded, the scope of work will be revised accordingly and additional funding sought. Termite treatment, roof, floor and plumbing repairs and upgrading security (doors and window repairs) are most critical. Handicapped access will also increase access to services in remote Ka'u.



III. Financial Budget

- The applicant shall submit a budget utilizing the enclosed budget forms as applicable, to detail the cost of the request.
- The applicant shall provide its anticipated quarterly funding requests for the fiscal year 2013-2014.

Quarter 1	Quarter 2	Quarter 3	Quarter 4	Total Grant
\$3,573.00	\$13,333.00	\$33,094.00	\$ - 0 -	\$50,000.00

If not fully funded, we may apply to the County of Hawaii (Office of Housing and Community Development) for 2014 HUD CDBG funding.

We may also apply to Ka'u community group or service club for assistance in painting.

- The applicant shall provide a listing of all state and federal tax credits that have been granted within the prior three years. Additionally, the applicant shall provide a listing of all state and federal tax credits they have applied for or anticipate applying for pertaining to any capital project, if applicable.

HCEOC has not applied for nor received any state or federal tax credits.

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.

HCEOC has the experience and expertise to manage the rehabilitation and handicapped access improvements for Kona HCEOC office.

- In 2007 using State GIA grant funding HCEOC, under supervision of OCS, coordinated the repair of two failing 50,000 gallon water tanks and installation of a new 50,000 gallon water tank dedicated to fire suppression for Milolii native Hawaiian village private water system. Project was completed on time and in budget.
- Between 1989 and 2013 HCEOC has managed rehabilitation and handicapped access projects that have successfully removed the health and safety defects from 135 single family homes owned and occupied by very low-income homeowners, equivalent to 100% to 150% of Federal Poverty Guidelines (using USDA Rural Development



Housing Preservation Grant (115 homes, so far), federal Department of Health and Human Services Rural Housing Discretionary Grant (14 homes) and HUD HOME Investment Partnership (7 homes). Among the 136 single family rehabilitations completed 21 homes involved handicapped access improvements. Program Manager Mary Finley was responsible for all but 12 of the single family rehabilitations. (See Past Performance listing attached.)

- As administrator of HCEOC carpentry training program Finley (and HCEOC Carpentry Trainer Carl Shioji and 3 to 5 trainees) completed 20 on-the-job training projects (single family and commercial, new construction and rehabilitation) 1993 – 2000 (see HCEOC Carpentry Project list attached).
- 1991 – 2000 HCEOC managed the completion of 74 single family homes in self help housing projects in Hilo and Kona. Finley was responsible for 26 homes completed (1995 - 2000).

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.

HCEOC operates programs out of a Central Office in Hilo and four satellite offices in the districts (Naalehu, Kona, Honokaa and Pahoā). HCEOC Central* is equipped with computers, printers, faxes, copy machines, high-speed internet access and staff includes an executive director, a deputy-community services director, 5 program managers (housing, transportation, food service, agricultural training, energy assistance), an accountant, three account clerks and two clerks. Rural offices are equipped with phones, faxes and copiers and are used primarily by drivers and district supervisors as transportation dispatch and communication hubs servicing the outlying rural areas. Naalehu HCEOC services from Naalehu to Ocean View providing transportation to Kailua 60 miles away. NAALEHU HCEOC is used by STEM (Science, Technology, Engineering and Math), after-school enrichment for fifth and sixth graders, and is used intensively for LIHEAP (Low Income Home Energy Assistance Program), a program that subsidizes electrical bills. (Despite a high percentage of alternate energy sources, Big Islanders pay about one third more for electricity than on O'ahu.) Naalehu was used for financial management and would be used for more classes/community meetings if there were a working bathroom.

HCEOC rural facilities were constructed for other state/county uses long before handicapped access was required by law. 37 year old Naalehu facility was built by Mana `Opi`o, HCEOC Ka`u youth group in 1976. Use of Naalehu HCEOC was recently “returned” by County Parks and Recreation in 2012. (See SITE CONTROL, leases and maps attached.)

HCEOC central office (Hilo) is housed in three adjacent buildings comprised of meeting rooms (2), administrative suites (3) and offices (19) with space and furniture, computers, printers, copiers, fax machines and storage sufficient to accommodate a staff of 20 to 40 persons.

PAST PERFORMANCE

Other Federal-, State- or County-funded construction projects HCEOC has managed in the past.

1. Project Title

REHABILITATION PROJECTS resulting in removal of health and safety problems and/or adding handicapped access improvements to **136 homes (\$2,055,126 TOTAL) of LOW-, VERY LOW- or POVERTY-LEVEL HOMEOWNERS:**

(HPG) Housing Preservation Grant contracts with County of Hawaii (1992 – 2002, 2008-2010, 2011-2012) and with USDA RURAL DEVELOPMENT (2003, 2005-2012) (115 homes - \$1,675,611 total);

(HOME) HOME Repair Program contract with County Office of Housing and Community Development, HOME funds (1998-1999, 7 homes - \$107,000) and

(HIP) Housing Improvement Program federal Dept. of Health and Human Services Rural Housing discretionary grant (1994-1996, 14 homes, including 8 partially-complete occupied dwellings - \$250,000).

HCEOC Carpentry Training Program (1993-2002) completed 20 on-the-job training projects (approx. value \$403,000) including 12 rehabilitations (value approx. \$54,000 in year 2000 values) . (See CARPENTRY TRAINING PROGRAM PROJECTS_list attached).

2. Total Project Amount

\$2,435,611.00

3. Project Status

HCEOC HPG contracts with Federal USDA Rural Development (2003, 2005-2012) and County of Hawaii OHCD (1992 – 2002, 2008-2010, 2011-2012) have completed 115 very low-income home rehabilitations. Closed out. Two additional 2012 federal and county HPG projects on-going (2) \$56,101.00.

HCEOC HOME – HOME Repair Program rehabilitated 7 low- and very low-income homes. Closed out 1999.

HCEOC Federal DHHS HIP - Home Improvement Program rehabilitated 14 rural poverty-level homes, including completing 8 partially-built homes occupied by handicapped persons. All closed out in 1996.

In addition **HCEOC Carpentry Training Program** (State POS-GIA 1993-2002) completed 20 on-the-job training projects (approx. value \$403,000) including 12 rehabilitations (value approx. \$54,000 in year 2000 values) . (See CARPENTRY TRAINING PROGRAM PROJECTS1993-2000 list attached).

4. Project achievement and if there were any problems encountered.

136 homes of low- and very low-income homeowners have had their health and safety problems successfully corrected and/or handicapped access improved. All but one homeowner was very satisfied with the results for an "unhappy homeowner" rate of less than 1% (1/136 = 0.007%).

Mediation was used to resolve disputes that developed in two projects (1996).

Arbitration was used once to close out an HPG project (2003).

5. Explain any delays encountered and the reasons for the delays.

The HIP and HOME contracts (1996, 1998) with federal Department of Health and Human Services and County of Hawaii Office of Housing and Community Development, respectively, were extended when handicapped access projects took more than normal time.



HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

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Hilo, Hawaii 96720-2013

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CARPENTRY TRAINING PROGRAM PROJECTS Fall 1993 to Summer 2000

	VALUE
Mitchell Residence - rehab mistakes & complete framing, construct 3 BR -2 Bath Residence (one story above ground)	\$85,000
County Motor Pool - double garage door fabrication and Installation	2,000
EHCH: R & R rotten and construct new Porch and Steps (East Hawaii Coalition for the Homeless)	1,600
Hawaii Island Food Bank - Construct Food Storage Lockers	1,800
Kahoalii Residence - foundation 2 BR - 1 Ba home	45,000
Panaewa Hayshed - 20 X 100 hay drying shed	10,000
Panaewa generator shed	2,000
22 X 24 foot close in of trailer	2,600
Marcelino kitchen renovation	1,000
Nobriga Residence - complete R & R residence roof (3 different roofs)	15,000
Gill residence - Enclose garage, form & pour sidewalks	15,000
Neves residence 30 X 24 4 BR addn. & 16 X 30 carport	30,000
Segawa residence - Frame & construct roof over entry	1,400
Gaison residence - assist funding for financing, construct from ground up	75,000
St. Joseph's Kitchen - bathroom repair	1,600
Wood Valley Temple - monks qtrs. foundation & kitchen porch extension	13,000
Seiganji kitchen renovation -	10,000
Patsy Shioji re-roof	6,000
HCEOC RFC Kitchen build from ground up	50,000
HCEOC Gift Production build from ground up	50,000
TOTAL	\$403,000

HCEOC Central office is entirely handicapped accessible from clearly marked, designated parking stalls and loading zones (one per each of three paved parking areas serving three buildings) to, wheelchair accessible cut curbing and wide sidewalks to minimum 36-inch wide or double doors with handicapped lever-type knobs to all offices, administrative suites, meeting rooms, and bathrooms. Access to double doors, one set per building, are all under roof. Public/external men's and women's bathrooms in Community Services building have a handicapped stall each. Handicapped accessible bathrooms are characterized by a minimum five feet of turning space for a wheelchair in front of the toilets and sinks. Sinks are all wall sinks. Emergency exits are clearly marked with lighted signs. Building exterior and parking areas are lighted.

We desire to provide handicapped parking, a building ramp and one wheel-chair accessible bathroom at Naalehu HCEOC.

V. Personnel: Project Organization and Staffing

A. Proposed Staffing, Staff Qualifications, Supervision and Training

The applicant shall describe the proposed staffing pattern and proposed service capacity appropriate for the viability of the request. The applicant shall provide the qualifications and experience of personnel for the request and shall describe its ability to supervise, train and provide administrative direction relative to the request.

- **HCEOC Executive Director and Deputy Director** have experience managing multiple programs with varied program years, having done so for over three years, including 2012 management of over 200 solar hot water installations (Hawaii Energy); 2009-2010 ARRA (American Recovery and Reinvestment Act) over \$1 Million federal funding (over 100 solar hot water systems, 45 energy efficient refrigerators and 200 compact fluorescent light bulb kits installed, 200 individual home energy-audits) and the processing of over 3,000 LIHEAP (2012 federal DOE Low Income Home Energy Assistance Program) applications for electrical subsidy, transportation programs (over \$400,000/year) and food service programs (over \$200,000/year). Deputy will supervise and provide administrative direction (review scope, contractor selection, contracts; approve payments; supervise accounting).
- **HCEOC Housing Program Manager** has been the key staff person responsible for 70% of the construction record in **part IV A. Necessary skills and experience** above. She is responsible for the 2007 State GIA that made improvements to the private water system in remote Milolii fishing village, 124 out of the 136 home rehabilitations completed by HCEOC, over a third (26 of 74 total) self-help homes completed, including 5 homes from the ground up and supervised 20 on-the-job training projects completed by the Carpentry Training Program. She will develop work lists; seek SHPD approvals; coordinate design of handicapped access; track permitting; take charge of bidding, contracting, verifying construction, county inspections; initiate and track drawdown requests from state; process

contractor payments and make periodic reports to the state. She will report directly to the Executive Director and Deputy Director.

- **HCEOC Accountant** has over five years experience of increasing responsibility at HCEOC and over ten years experience as a full service book keeper in private business. She will cut checks at Housing Manager's direction, keep accounts and update financial status.

B. Organization Chart

The applicant shall illustrate the position of each staff and line of responsibility/supervision. If the request is part of a large, multipurpose organization, include an organizational chart that illustrates the placement of this request. (See HCEOC Organizational Chart attached.)

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.

HCEOC is not a party to any current or outstanding litigation.

B. Licensure or Accreditation

Specify any special qualifications, including but not limited to licensure or accreditation that applicant possesses relevant to this request.

HCEOC Housing Program Manager Mary Finley has 20 years experience administering single family rehabilitation and new construction programs, while working for HCEOC and previously while a Housing and Community Development Specialist III for the County of Hawaii Office of Housing and Community Development. As part of this work she has successfully prepared grant and other applications for funding, complied with government regulations (including environmental reviews, State Historic Preservation Office approvals, building permits, etc.), worked with consultants, run competitive bidding and selection, prepared and executed contracts, verified construction progress, processed payments, drawn down funds (from county, federal and state governments), kept program accounts, closed out projects and reported to funders. All 124 single family rehabilitations under her supervision have had their home health and safety problems corrected. All projects have been completed in budget. All but four projects (the subject of owner-contractor disputes) were completed on time. Roof replacement, foundation repair, termite fumigation, correction of plumbing leaks and electrical hazards have been typical repairs.

1995 – 2000 Finley closed out two self help housing projects, overseeing completion of 26 stalled homes including thirteen new homes from the ground up. (See List of Carpentry

Training Projects List attached.) Finley has completed training in construction management, environmental assessment, renovating in the presence of lead-based paint (July 2010 Certified Lead Renovator) and serves on the boards of Hale Aloha `O Hilo Habitat for Humanity (7 years) and Big Island Housing Foundation (3 years).

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

HCEOC C.I.P. REQUEST

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.

Hawaii County Economic Opportunity Council

(Typed Name of Individual or Organization)

01/29/2013

(Signature)

(Date)

Lester Seto, Executive Director

(Typed Name)

(Title)



**BUDGET JUSTIFICATION
PERSONNEL - SALARIES AND WAGES**

Applicant: Hawaii County Economic
Opportunity Council NAALEHU

Period: July 1, 2013 to June 30, 2014

POSITION TITLE	FULL TIME EQUIVALENT	ANNUAL SALARY A	% OF TIME ALLOCATED TO GRANT REQUEST B	TOTAL STATE FUNDS REQUESTED (A x B)
Housing Program Manager		43,888	10.2%	\$ 4,495 -
Accountant		34,320	4.318%	\$ 1,482 -
Deputy Director		52,208	.0043%	\$ 225 -
Executive Director		60,000	.0019%	\$ 115 -
Clerk		18,200	.0048%	\$ 88 -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
Taxes and Assessments			.1895%	\$ 1,214 -
Fringe			.20%	\$ 1,281 -
TOTAL:				8,900

JUSTIFICATION/COMMENTS: 8,900 + 1,100 (other current expenses) = 10,000 or 20% of 50,000 TOTAL PROJECT BUDGET.

BUDGET JUSTIFICATION - EQUIPMENT AND MOTOR VEHICLES



Applicant: HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

Period: July 1, 2013 to June 30, 2014

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

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



**BUDGET JUSTIFICATION
CAPITAL PROJECT DETAILS**

Applicant: HAWAII COUNTY ECONOMIC O

Period: July 1, 2013 to June 30, 2014

FUNDING AMOUNT REQUESTED						
TOTAL PROJECT COST	ALL SOURCES OF FUNDS RECEIVED IN PRIOR YEARS		STATE FUNDS REQUESTED	OF FUNDS	FUNDING REQUIRED IN SUCCEEDING YEARS	
	FY: 2011-2012	FY: 2012-2013	FY:2013-2014	FY:2013-2014	FY:2014-2015	FY:2015-2016
PLANS			850			
LAND ACQUISITION			0			
DESIGN			600			
CONSTRUCTION			38550			
EQUIPMENT			0			
TOTAL:			40,000			
JUSTIFICATION/COMMENTS:						

1/2/127 Site Inspection

Inspector: Mary Finley, Hsg. Program Mgr.*

Contractor

License #

HCEOC Naalehu District Office Phone:
old Youth Clubhouse behind Ka'u Community Center
Naalehu, HI 96772

Address

Phone

Fax

HCEOC Central Phone: 961-2681 Ext. 301*

WORK ITEM	MATERIAL	LABOR	TOTAL
Repair plumbing leaks (pipes, fixtures?)			1,000
Fumigate for termites for maximum guaranteed period.			1,500
Repair roof leaks Hilo side			3,000
Replace damaged double ext. doors & provide lock. and security over the door needed for better air circ.			1,400
Re-wire electrical throughout			5,000
Supply missing glass & repair/replace windows that don't open or close			1,800
Install security screens over all windows (15)			2,250
Repair rotted roof beam ends both sides of roof Patch termite-damaged window trims, baseboard Repair water damaged Hilo wall w/ new plywood			2,000
Repair termite damaged floors by install plywood over Install new sheet vinyl over			3,500
Install vinyl tile flooring in bathroom(s)			2,000
HANDICAPPED ACCESS :			
Construct sidewalk from parking to building.			600
Build ramp into building at side door			3,500
Make 1 bathrm accessible: create space by moving wall to store room. Reinstall sink at wheelchair height. Install grab bars both sides of toilet			7,500
Plans and permits			1,450
* Health/Safety PRIORITIES			
	SUBTOTALS		
	Grand Total		40,000

Please fax/mail to HCEOC 935-9213 "Attention: Mary Finley"

Mahalo!

20

January 2013

HCEOC NAALEHU EMERGENCY REPAIR & HANDICAPPED ACCESS
PROJECT INFORMATION

Summary of the Project:

Hawaii County Economic Opportunity Council, a private non-profit organization, has served the needs of Hawaii County economically-challenged persons for over 47 years. Three district offices in Ka'u, Kona and Hamakua are critical to the continuing provision of transportation, energy, food, education and housing programs for communities from Naalehu-Ocean View, to Kailua, Waikoloa, Honokaa and Paauilo.

The private non-profit was first organized under a Charter recognized by the State of Hawaii Department of Regulatory Agencies in May 27, 1965, amended May 26, 1981 and granted 501 c 3 nonprofit tax status by the federal IRS on February 25, 1971. HCEOC is governed by a 24-member board, all of whom are volunteers. They are organized under By-Laws (dated January 29, 2011) that prohibit compensation (Section 13 COMPENSATION, page 14) and CONFLICT OF INTEREST (Section 12, page 11). HCEOC receives funding from federal, state, county and private sources.

Emergency repairs and access improvements, including the removal of architectural and site barriers, will help to ensure anti-poverty services, especially to elderly and disabled persons living in the geographically- dispersed communities found on the Big Island.

Naalehu HCEOC consists of 3 rooms and 2 bathrooms about 1,200 square feet in size.

NAALEHU HCEOC serves approximately 500 low-income citizens from Ka'u to Ocean View, taking them to services in Kailua 60 miles away.

HEALTH AND SAFETY REPAIR

At a minimum funds are needed for labor, materials, and related construction costs to fumigate the facility to stop termite damage, to replace leaking roof, to repair termite damage (beam ends, floors, walls and window trims), to re-establish a working toilet and to replace out-dated wiring. Floor repair is critical for the bathrooms.

HANDICAPPED ACCESS

A level and paved parking stall, paved sidewalk, ramp and at least one handicapped accessible bathroom will improve access to services for elderly and disabled individuals and bring HCEOC into compliance with ADA law.

INCREASING BUILDING SECURITY

Improving building security (New double doors with security locking system and security bars over windows) will reduce losses from vandalism and theft.

SITE CONTROL

HCEOC Naalehu is currently used under a verbal lease agreement with the County Parks and Recreation Department. (See January 8, 2013 letter from County Parks and Recreation Director Clayton Honma to George Yokoyama, HCEOC ED Emeritus, attached.) Naalehu office was used continuously since construction by Mana 'Opi'o, HCEOC Ka'u youth group in 1976 until 2004. Use was "returned" to HCEOC by County Parks and Recreation Department in May 2012. County P and R

is developing a written agreement.

USE OF FUNDING

Funds would be used for the costs to hire (after procurement/competitive bids) a termite and pest control contractor, a licensed general contractor(s) and for related construction costs to remove health and safety deficiencies and to construct handicapped access improvements.

IMPACT OF NO FUNDING

If funding is not forthcoming

LOSS OF BUILDING

1) Building may become unusable.

BARRIERS TO SAFETY NET SERVICES

2) Loss of use will jeopardize safety net services for low-income persons far from Hilo.

LOWER QUALITY OF LIFE

3) Loss of access to services in remote rural areas may mean a lower quality of life for elderly, disabled and other vulnerable persons who cannot drive or may not be able to afford to drive long distances. For example, the loss of Low Income Home Energy Assistance Program (LIHEAP) that subsidizes a family's electricity bills for a year, or door-to-door service that transports special needs persons to dialysis/doctor appointments, will make life much more difficult in rural Hawaii.

MAKING ACCESS TO SAFETY NET SERVICES AFFORDABLE

4) HCEOC has been allowed "gratis" rent. Maintaining no-rent buildings is critical to HCEOC's being able to continue providing services in remote, rural Ka'u district.

LACK OF HANDICAPPED ACCESS

5) Without improvements to provide services equally to elderly and disabled persons, HCEOC is vulnerable to an ADA discrimination lawsuit and lack of accessible route and bathroom are barriers to access services.

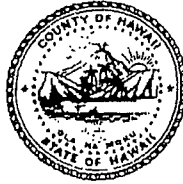
SITE CONTROL

LEGAL OWNER, EXISTING FACILITIES, ZONING, LAND AREA, STATE LAND USE AND COUNTY GENERAL PLAN DESIGNATIONS. (Leases and Maps are attached).

HCEOC NAALEHU TMK:9-5-021-023 (portion) Mamaloahoa Hwy.Naalehu

- Legal Owner: County of Hawaii
- All existing facilities: HCEOC Naalehu facility is the former Ka'u youth club house that is located in the county's Naalehu Park. Also located in the public park: an access road from Mamalao Highway, a ball field with spectator bleachers and public restrooms, a basketball/volleyball court surrounded by chain link fencing next to the parking lot, tennis courts, a private food concession with picnic tables and the Naalehu Community Center building. HCEOC Naalehu is located in the far back right corner behind the community center building and to the right of the tennis courts. There is a back access road for the park that comes off the road that runs between Naalehu Shopping Center and a string of small commercial buildings, including the largest, Hana Hou restaurant.
- Existing County Zone: OPEN State Land Use: URBAN County General Plan: MEDIUM DENSITY URBAN (multi- and single-family residential and village commercial)
- Land Area: HCEOC NAALEHU is located on the back corner within 6.409-acre Naalehu Park (see tmk map attached).
- Jurisdiction: The County has granted HCEOC use of the facility originally constructed by Mana `Opi`o, HCEOC Ka'u youth group in 1976. (See January 8, 2012 letter from Clayton S. Honma, Director County Department of Parks and Recreation attached.)
- HCEOC NAALEHU building is 4 rooms and 2 bathrooms, approximately 1,200 square feet.
- The bathrooms are currently not working due to plumbing leaks. The Hilo end of the roof leaks. Beam ends are rotten and baseboards, sections of floor and window trims are ravaged by termites. The badly vandalized double doors have had to be boarded up. Few windows will open/close and 15 louvered glass panes are missing. Double door entry is nailed shut due to vandalism.
- HCEOC NAALEHU is not handicapped accessible and is not ADA compliant.
- If the bathroom worked, the floors were reinforced with plywood and the access was upgraded, we would be proud to hold classes and community programs here. In 2012, 250 people applied for energy assistance (LIHEAP) from here. They and the workers had to use the bathroom down the street at Hana Hou restaurant. Public restrooms are over a quarter mile away on the other side of the 6.4 acre county park.
- We are able to hold the line on administering programs in this remote area because the county does not charge us any rent. This makes having this building critical for the continuance of such programs as LIHEAP, which helps the poor to pay electric bills. (Electricity costs more than 30 % more here than on O'ahu.)

William P. Kenoi
Mayor



Clayton S. Honma
Director

Robert A. Fitzgerald
Deputy Director

County of Hawai'i
DEPARTMENT OF PARKS AND RECREATION
101 Pauahi Street, Suite 6 • Hilo, Hawai'i 96720
(808) 961-8311 • Fax (808) 961-8411

January 8, 2013

HCEOC
Mr. George Yokoyama, Director
47 Rainbow Drive
Hilo, HI 96720

Attn: Mary Miho Finley

SUBJECT: Na'alehu Park – Small Building
Location Address: 95-5635 Mamalahoa Highway
TMK: 9-5-21:023

As the landowner of the subject property, the County of Hawai'i has authorized HCEOC to utilize the small building located at the Na'alehu Park to organize various programs which will help benefit the residents of the rural district of Ka'u.

The County is supportive of HCEOC's application requesting funding to make restrooms functional and accessible for the benefit of the staff and users of HCEOC programs in Na'alehu.

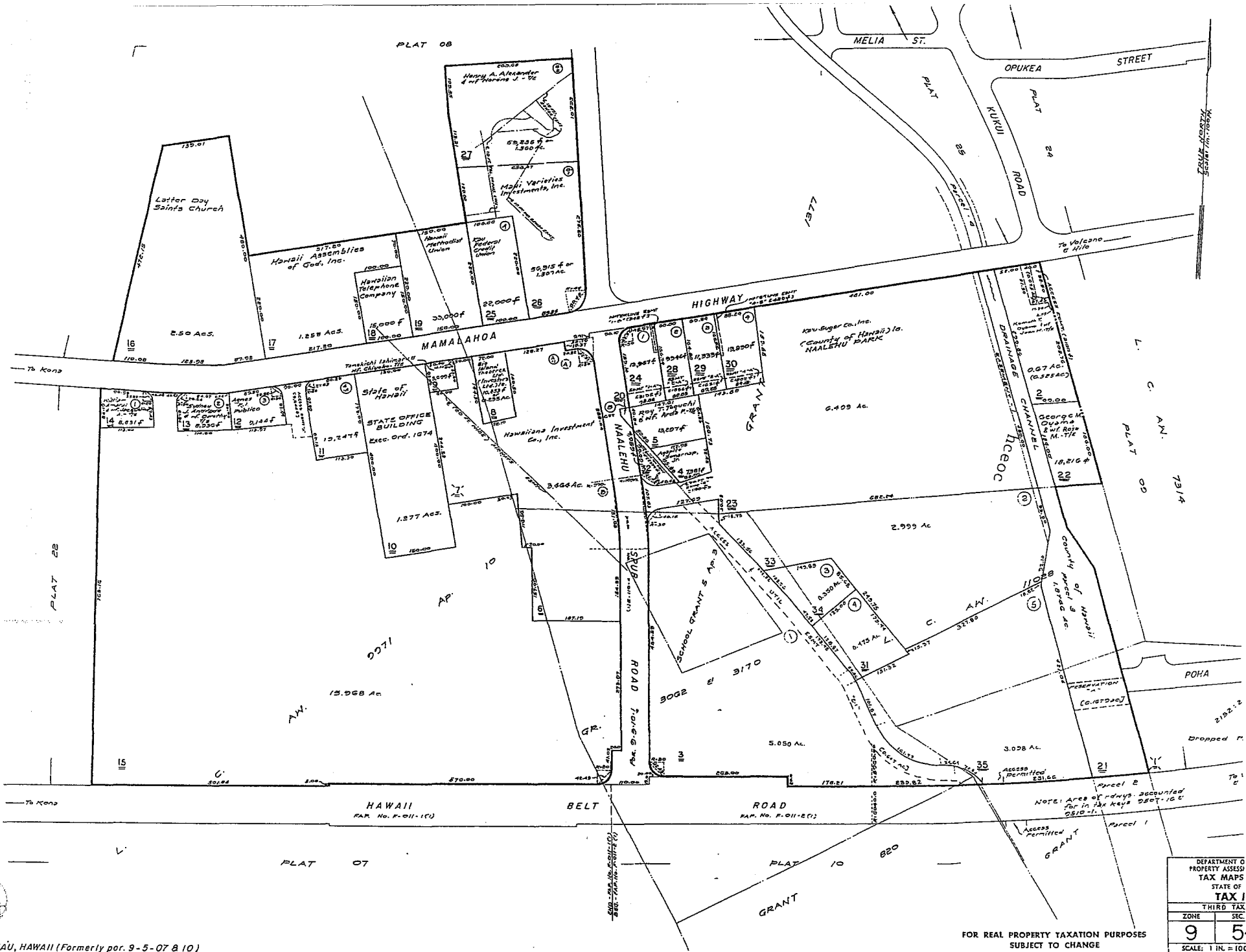
Please call me at 808-961-8561 if you have any questions.

Respectfully submitted

Clayton S. Honma
Director

cc: James Komata, Park Planner

(24)



DEPARTMENT OF
PROPERTY ASSESSOR
TAX MAPS
STATE OF
HAWAII
TAX MAP I
THIRD TAX

ZONE	SEC
9	5

SCALE: 1 IN. = 100'

FOR REAL PROPERTY TAXATION PURPOSES
SUBJECT TO CHANGE

**HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL
JANUARY 2013 BOARD OF DIRECTORS**

PUBLIC SECTOR						
NAME	TERM	POSITION	ADDRESS	OCCUPATION	REPRESENTING	SEATED
Randy Kurohara	Unlimited	Director	25 Aupuni Street, Hilo, -96720	Director, Research & Development	Mayor William Kenoi	06/29/09
Sharon Ibarra	Unlimited	Director	30 Makalani St.; Hilo, HI 96720 sharon_ib@yahoo.com	Accountant	State Representative Jerry Chang	10/24/11
Kaniu Kinimaka-Stocksdale	Unlimited	Director	P.O. Box 982, Keaau, 96749	Entrepreneur	State Representative Faye Hanohano	09/28/09
Jay Kimura	Unlimited	Chair	655 Kilauea Avenue, Hilo, 96720	Community Volunteer	Prosecuting Attorney, Hawaii County	09/28/09
Marcella Stroh	Unlimited	Secretary	525 Kilauea Avenue, Hilo, 96720 marcella.stroh@centralpacificbank.com	State VP Commercial Manager	State Representative Clift Tsuji	06/29/09
Conrad Hokama	Unlimited	Director	20 Kukila Street, Hilo, 96720	VP, Alumside Products, Inc.	State Senator Russell Kokubun	06/29/09
PRIVATE SECTOR						
NAME	TERM	POSITION	ADDRESS	OCCUPATION	REPRESENTING	SEATED
Elizabeth "Liz" Salfen	Two Consecutive 3 Year Terms	Director	RR 4 Box 2377, Pahoa 96778 jes323@hawaiiantel.net	Accountant, Business Specialist	County of Hawaii- Research & Development	02/22/10
Laura Tobosa	Two Consecutive 3 Year Terms	Treasurer	794 D Kaumana Drive, Hilo, 96720 laurahi2002@yahoo.com	Retired	Disability Rights Hawaii	06/29/09
David De Luz, Jr.	Two Consecutive 3 Year Terms	Vice President	811 Kanoelehua Ave, Hilo 96720 djr@teamdeluz.com	Business Owner	Business Sector	3/20,12
Alan Parker	Two Consecutive 3 Year Terms	Director	County Office of Aging, 1055 Kinoole St.; Suite 101; Hilo, HI 96720 arparker@hcoahawaii.org	Director	County Office of Aging	03/20/12
Vacant						
Vacant						
COMMUNITY SECTOR (LOW INCOME)						
NAME	TERM	POSITION	ADDRESS	OCCUPATION	REPRESENTING	SEATED
Lulu Cordero	Two Consecutive 3 Year Terms	Director	622-A Wainaku St.; Hilo, HI 96720	Homemaker	Hilo District Council	03/25/12
Mieko Soken	Two Consecutive 3 Year Terms	Director	P.O.Box 233; Pepeekeo, HI 96783	Homemaker	Hilo District Council	03/25/12
Anna Cariaga	Two Consecutive 3 Year Terms	Director	P.O. Box 353, Pahala, 96777	Retired Community Facilitator	Ka'u-Puna District Council	03/22/10
Vacant					Kona District Council	
Vacant					Kona District Council	
Vacant					Hamakua District Council	

BOARD OF DIRECTORS

Research Asst

Grants Writer

EXECUTIVE DIRECTOR

(L. Seto)

Accountant

Fiscal Dept

(A. Liwai)

Acct Clerk

COMMUNITY SERVICES
DIRECTOR/HR

(B. wagstaff)

FOOD
SERVICES

(D. Wheeler)

FARM

(R. Keith)

HOUSING &
ENERGY

(Com Svcs Dir)

YOUTH
SERVICES

(C. Hamakawa)

TRANSPORTATION

(Comm Svc Dir)

HILO

(D.W.)

KONA

(C. Brooks)

LIHEAP

(A. Ghiulamila)

WAP

(B. Wagstaff/
A. Ghiulamila)

HSG PRESV

(M. Finley)

LAMP

DOPP/
UDPP

EAST

(B. Sextimo)

WEST

(L. Mahi)

MOW Cook
Cook Helpers
Kitchen Helpers
Drivers

Asst Cook
Driver

Farm Worker

Intake Workers

Energy Auditors (2)

Teachers
Aides

Facilitators

Clerk
Drivers (12)
On-call Drivers (2)

Clerk
Drivers (3)

Address any reply to: P.O. Box 231, Los Angeles, Calif. 90053

Department of the Treasury

HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

District Director
Internal Revenue Service

Date: FEB 25 1971 In reply refer to A:EO:71-226
Code 421:1102:AOB

TeL. (213)688-4763

3-1-71



Hawaii County Economic Opportunity Council
46 Keawe Street
Hilo, Hawaii 96720

Gentlemen:

Purpose: Charitable & Educational

File Returns with Internal Revenue Service Center: Philadelphia, Pennsylvania

Accounting Period Ending: February 28

Address Inquiries to District Director of Internal Revenue: Los Angeles

Based on information supplied, and assuming your operations will be as stated in your exemption application, we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Any change in your purposes, character, or method of operation must be reported to us so we may consider the effect of the change on your exempt status. You must also report any change in your name and address.

We have further determined that you are not a private foundation within the meaning of section 509(a) of the Code because you are an organization described in section 170(b)(1)(A)(vi)

For years beginning prior to January 1, 1970, you are required to file the annual information return, Form 990-A. For each subsequent year, please refer to the instructions accompanying the Form 990-A for that particular year to determine whether you are required to file. If filing is required, you must file the Form 990-A by the 15th day of the fifth month after the end of your annual accounting period.

Hawaii County Economic Opportunity Council

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T. In this letter we are not determining whether any of your present or proposed activities is unrelated trade or business as defined in section 513 of the Code.

You are not liable for Federal unemployment taxes. You are liable for social security taxes only if you have filed waiver of exemption certificates as provided in the Federal Insurance Contributions Act.

Contributions made to you are deductible by donors as provided in section 170 of the Code. Bequests, legacies, devises, transfers or gifts to or for your use are deductible for Federal estate and gift tax purposes under the provisions of sections 2055, 2106 and 2522 of the Code.

You need an employer identification number, even if you don't have any employees. This number is to be used on all your tax returns and in your correspondence with the Internal Revenue Service. If you do not have such a number, your District Director will take steps to see that one is issued at an early date.

This is a determination letter.

Very truly yours,


District Director

DEPARTMENT OF REGULATORY AGENCIES
STATE OF HAWAII

In the Matter of the Petition
For Charter
of
HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

CHARTER OF INCORPORATION
HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

YOSHITO TANAKA
COUNTY ATTORNEY
COUNTY OF HAWAII
COUNTY BUILDING, HILO, HAWAII

ATTORNEY

DEPARTMENT OF REGULATORY AGENCIES
STATE OF HAWAII

In the Matter of the Petition
For Charter
of
HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

CHARTER OF INCORPORATION
of
HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

Know ye, that whereas RALPH H. KIYOSAKI,
ROBERT M. OTA, BLAINE BRADSHAW, BENEDICT LUI KWAN,
FUMIKO IWAMASA and TADAO OKIMOTO, all of whom are
residents of the State of Hawaii, have made applica-
tion to me, as Director of Regulatory Agencies, to
grant a Charter of Incorporation to them and their
associates;

NOW, THEREFORE, I, SIDNEY I. HASHIMOTO,
Director of the Department of Regulatory Agencies,
State of Hawaii, in the exercise of all power and
authority anywise enabling me to act in this behalf,
do hereby constitute the above-named persons and their
associates a body corporate, and confer upon them the
following Charter:

CHARTER OF INCORPORATION
of
HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

I.

The name of the corporation shall be "HAWAII
COUNTY ECONOMIC OPPORTUNITY COUNCIL".

II.

The location and initial principal office of
the corporation shall be at County Building, County of
Hawaii, Hilo, Hawaii; such principal office may be

changed from time to time to such other location in the State of Hawaii as the Board of Directors shall designate.

III.

The objects and purposes of the corporation shall be:

1. To actively solicit the coordination and cooperation of all individuals, agencies and organizations, both public and private, within the County of Hawaii, towards assisting those individuals and groups who are below average economic levels to attain an improved capability of financial earning.
2. To enlist interest and financial support from any and all sources to engage in projects to combat poverty.
3. To make, enter into and perform contracts with any person, firm, association, corporation, private, public or municipal or body politic.
4. To sponsor, contract for, or operate and conduct activities such as remedial and non-curricular education, employment, job training, counseling, health and vocational rehabilitation, housing and home management, welfare, research, training, and demonstration activities, and such other activities as may be related to any of the objectives herein.
5. To acquire by purchase or otherwise, hold, deal in and dispose of such personal property and, with the consent of not less than three-fourths of the members of the corporation, such real property as may be necessary or convenient for the purposes of the corporation.
6. To borrow moneys with the consent of not less than three-fourths of the members of the corporation, without limit as to amount, to meet the operating and other expenses of the corporation and, from time to time, to

draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness for any of the above purposes, and to secure the payment of any thereof and of the interest thereon by mortgage or pledge, conveyance or assignment in trust of any of the property of the corporation, and to sell or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

IV.

The corporation shall have all powers capable of being vested in corporations not organized for profit under the laws of the State of Hawaii and shall be authorized to engage in any activities, and do and perform any acts of any nature whatsoever that shall be proper, necessary or convenient for the furtherance of the objects and purposes set forth in Article III hereof.

V.

The duration of the corporation shall be perpetual.

VI.

The corporation shall complete its organization within thirty (30) days after issuance of the Charter of Incorporation.

VII.

All of the powers and authority of the corporation shall be vested in and may be exercised by the Board of Directors except as limited by law, this Charter or the By-Laws, and, in furtherance and not in limitation of said general powers, the Board of Directors shall have power, acting always in accordance with the By-Laws: to make rules and regulations not inconsistent with the By-Laws; to create such committees of the Board of Directors or of

the Corporation and to designate as members of such committees such persons as it shall determine and to confer upon such committees such powers and authority as may by resolution be set forth for the carrying on or exercising of the purposes and powers of the corporation; and generally to do any and every lawful act necessary or proper to carry into effect the powers, purposes and objects of the corporation. Said Board of Directors shall consist of not less than six (6) persons who shall be qualified, nominated, elected and appointed as is provided for in the By-Laws. Until their successors shall have been duly elected the initial directors of the corporation and their business and home addresses are as follows:

<u>Name</u>	<u>Business Address</u>	<u>Home Address</u>
Ralph H. Kiyosaki	Dept. of Education 480 Waianuenue Ave. Hilo, Hawaii	81 Apoki St. Hilo, Hawaii
Benedict Lui Kwan	State Employment Service 266 Waianuenue Ave. Hilo, Hawaii	225 Kapiolani St. Hilo, Hawaii
Blaine Bradshaw	Univ. of Hawaii Extension Service Kainaliu, Kona	Honaunau Hawaii
Robert M. Ota	Univ. of Hawaii Extension Service Federal Building Hilo, Hawaii	135 Alae St. Hilo, Hawaii
Fumiko Iwamasa	Dept. of Social Services 1238 Waianuenue Ave. Hilo, Hawaii	52 Puuoko St. Hilo, Hawaii
Tadao Okimoto	County Auditor's Office County Building Hilo, Hawaii	Onomea, Hawaii

VIII.

The officers of the corporation shall consist of such officers as shall be provided for in the By-Laws and their qualifications, duties, powers, term of office and

manner of appointment shall be as provided for in the By-Laws. Any offices may be created or abolished by the By-Laws, provided that there shall always be a president, a vice president, a secretary and a treasurer. The treasurer may be a corporation, and the offices of secretary and treasurer may be held by the same person. The initial officers of the corporation and their business and home addresses are as follows:

<u>Officer</u>	<u>Business Address</u>	<u>Home Address</u>
President: Ralph H. Kiyosaki	Dept. of Education 480 Waiianuenu Ave. Hilo, Hawaii	81 Apoki St. Hilo, Hawaii
Vice-President: Benedict Lui Kwan	State Employment Service 266 Waiianuenu Ave. Hilo, Hawaii	225 Kapiolani St. Hilo, Hawaii
Secretary: Blaine Bradshaw	Univ. of Hawaii Extension Service Kainaliu, Kona	Honaunau Hawaii
Treasurer: Robert M. Ota	Univ. of Hawaii Extension Service Federal Building Hilo, Hawaii	135 Alae St. Hilo, Hawaii

LX.

Members of the corporation shall be admitted, suspended, and expelled in such manner as shall from time to time be prescribed by the By-Laws.

X.

The initial By-Laws of the corporation shall be approved and adopted by the signers of the Petition for a Charter of Incorporation within thirty (30) days after the granting of such Charter. The By-Laws may be altered, amended or repealed thereafter by a majority of the members present at any annual meeting or a special meeting duly called and specifically held for such purpose.

XI.

The corporation is not organized for profit and will not issue any stock. No part of the corporation's assets, income or earnings shall be distributed to its members, directors or officers except for services actually rendered to the corporation. If the corporation shall cease to exist or shall be dissolved voluntarily or involuntarily, all property and assets of the corporation of every kind after the payment of its just debts shall be distributed solely to one or more organizations exempt from United States income tax, either charitable, scientific, educational, or with purposes similar to those of the corporation.

XII.

The property of the corporation shall alone be liable at law for payments of the debts and liabilities of the corporation. No director or officer of the corporation or his heirs, executors, or administrators, shall be liable to the corporation for any loss or damage suffered by it on account of any action or omission by him as such director or officer, unless such director or officer shall, with respect to such action or omission, be and/or have been guilty of misconduct or negligence in the performance of his duties as such director or officer.

XIII.

This Charter shall be subject to amendment from time to time in accordance with law, and the corporation shall be subject to all general laws now in force or hereafter enacted with regard to corporations of this nature.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the official seal of the Department of Regulatory Agencies of the State of Hawaii to be hereunto affixed this 27th day of May, 1965.



DIRECTOR OF RESOURCES AGENCIES
STATE OF HAWAII

STATE OF HAWAII
DEPARTMENT OF REGULATORY AGENCIES
Business Registration Division
1010 Richards Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810

In the Matter of the Amendment of)
the Charter of Incorporation of)
Hawaii County Economic Opportunity Council)

RECEIVED
MAY 27 11 01 AM '81
REGISTRATION DIVISION
STATE OF HAWAII

CERTIFICATE OF AMENDMENT

The undersigned duly authorized officers of Hawaii County Economic Opportunity Council, a Hawaii non-profit corporation, do hereby certify that at a ~~XXXXXX~~ meeting of the members of said corporation duly called and held at Hilo Association to Help Retarded Citizens Hilo, Hawaii, on the 20th day of April, 19 81, for the purpose of amending the Charter of Incorporation, it was voted by not less than two-thirds of the members present at the meeting to amend the Charter of Incorporation of said corporation, as set forth in the exhibit attached hereto and made a part of this Certificate.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 20th day of May, 1981.



STATE OF HAWAII)
County of Hawaii)

Laurence J. Capellas and Angelina Costorlo being first duly sworn on oath depose and say that they are the Chairperson and Secretary, respectively, of Hawaii County Economic Opportunity Council; that as such officers they are duly authorized to sign the foregoing Certificate of Amendment; and that they have read the said Certificate and attached Exhibit, know the contents thereof, and that the same are true.

Subscribed and sworn to before me this 20th day of May, 19 81.



Notary Public, 3rd Judicial Circuit,
State of Hawaii
My commission expires: 8/15/82



The foregoing amendment is hereby allowed this 27th day of May, 19 81.



INSTRUCTIONS

The amendment to the Charter of Incorporation of a non-profit corporation must be approved at a meeting duly called and held for that purpose by the vote of not less than two-thirds of the members present at the meeting, or by a larger proportion of members as may be required by the Charter of Incorporation.

The exact name of the corporation as stated in the Charter of Incorporation must be stated in the heading and body of the Certificate.

The Certificate must be signed and verified by at least two officers and filed with the Business Registration Division of the Department of Regulatory Agencies, together with the filing fee of \$5.00. The amendment shall become effective upon the allowance by the Director of Regulatory Agencies.

EXHIBIT

The Exhibit must show that the Charter of Incorporation has been amended by:

1. Stating the article or articles or paragraph or paragraphs of the Charter of Incorporation as amended, or
2. Stating the Charter of Incorporation as amended in full.

CHARTER OF INCORPORATION
of
HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

III

1. To actively solicit the coordination and cooperation of all individuals, agencies and organizations, both public and private, within the County of Hawaii, towards assisting those individuals and groups who are below average economic levels to attain an improved capability of financial earnings and to assist the general public of the County of Hawaii.

2. To enlist interest and financial support from any and all sources to engage in projects to combat poverty and to engage in such other activities as the Board may deem necessary or desirable to effect a permanent improvement in the capacities of individuals, groups, and communities.

HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL



BY-LAWS

Board Adopted: January 29, 2011
Submitted for CAPLAW Review: February 4, 2011

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COMMUNITY ACTION CODE OF ETHICS

We, as community action professionals ever respectful of cultural diversity, dedicate ourselves to eliminate poverty in the midst of plenty in this nation by opening to everyone the opportunity for education and training the opportunity to work; and the opportunity to live in decency and dignity and commit ourselves to:

- Recognize that the chief function of the community action movement at all time is to serve the best interests of the poor.
- Accept as a personal duty the responsibility to keep up to date on emerging issues and to conduct ourselves with professional competence, fairness, and effectiveness.
- Respect the structure and responsibilities of the Board, to provide them with facts and advice as a basis for their decision-making, and uphold and implement the policies adopted by the Board of Directors.
- Keep the community informed about issues, affecting the poor and to facilitate communication among the poor, the non-poor private sector, and locally elected public officials.
- Conduct our organizational and operational duties with positive leadership exemplified by open communication, creativity, dedication, and compassion.
- Exercise whatever discretionary authority we have under the law to promote the interests of the poor.
- Serve the community action movement with respect, concern, and responsiveness, recognizing that service to the poor is beyond service to oneself.
- Demonstrate the highest standards of personal integrity, truthfulness, and fortitude in our community action activities in order to inspire confidence in the community action movement.
- Perform our professional duties in such a way so as not to realize undue personal gain.
- Avoid any interest or activity which conflicts with the conduct of our official duties.

BY-LAWS

HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL

PREAMBLE

The name of this private non-profit corporation shall be the HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL. It shall act as the official Community Action Agency for the County of Hawaii, in conformity with the standards and regulations set forth by the Community Services Block Grant Act (CSBG) and established policies of State Government.

ARTICLE I

PURPOSE AND FUNCTIONS

The purpose and functions of this organization shall include the following:

1. To identify areas of poverty and diagnose causes of poverty in this County.
2. To develop a comprehensive plan to prevent, alleviate, and eliminate poverty in this County.
3. To develop, conduct, and administer programs and to oversee the conduct and administration of anti-poverty programs as established under provisions of the CSBG Act and State of Hawaii.
4. To act as an advocate of the poor and to encourage, stimulate, and assist in the development of anti-poverty projects by public and private sector organizations to meet the needs of the low-income including Native Hawaiians.
5. To encourage, stimulate, initiate, and support efforts aimed at providing, health and decency standards of living, for all people in the County who are in fact poor.
6. To involve residents of the area and members of the population to be served, in planning, policy making, and operation of the program.
7. To engage in such other activities as the Board may deem necessary or desirable to effect a permanent improvement in the capacities of individuals, groups and communities affected by poverty, to deal effectively with their own problems so that they may become self-sufficient.
8. To actively engage in community and economic development and housing projects for total community betterment to contribute toward elimination of poverty in this County.
9. The purpose of the corporation shall be as specifically set forth in the Articles of Incorporation.
10. The corporation shall be a nonprofit corporation, and any net income or earnings which may be derived from its operation shall not be distributed to any member, director, or officer of the corporation except to pay reasonable compensation for services rendered to the corporation, to make reimbursements for expenses actually incurred in service to the corporation, and to make payments and distributions in furtherance of the purposes to the corporation.

ARTICLE II

OFFICES

The principal office of the corporation shall be located in Hilo, Hawaii or at any other location in the County of Hawaii, as the board of directors shall determine. The corporation may have such other offices, either within or without the State of Hawaii, as the board of directors may designate or as the business of the corporation may so require.

The corporation shall maintain a registered office and a registered agent in the State of Hawaii. The registered office may, but is not required to, be identical with the principal office. Notwithstanding the foregoing, during such time that the corporation has at least one officer or director who is a resident of the State of Hawaii, the corporation may, but shall not be required to, maintain a registered office and registered agent in the State of Hawaii.

ARTICLE III
BOARD OF DIRECTORS

SECTION 1. SIZE OF THE BOARD

- A. Board of Directors selected by HCEOC shall not have more than 21 directors nor less than 9 directors. Within such limits, the number of authorized directors shall be fixed by the Board of Directors. The total authorized board representation shall always be divisible by 3.
- B. The power to change the size of the board rests with the Board.
- C. A change in representation of one category of the board must be reflected in the proportion of directors from other categories.

SECTION 2. BOARD COMPOSITION

The total number of board seats shall be divisible by three (3) and represents the different sectors in the community to ensure the effective handling of poverty related issues.

- A. Representatives of the Public Sector
One-third seats shall be allocated to Public Officials or their representatives.
- B. Representatives of the Community Sector
One-third seats shall be allocated to representatives of the Community Sector.
- C. Representatives of the Private Sector
One-third seats shall be allocated to private groups.

SECTION 3. SELECTION PROCEDURE FOR THE COMMUNITY SECTOR

- A. The members of the District Council will elect by majority vote, in a secret ballot, representatives to the HCEOC Board of Directors.
- B. Election for alternates shall be handled in the same manner and at the same meeting as HCEOC board representative are elected.
- C. Apportioning of Districts.
 - 1. Number of representatives to serve on HCEOC board from each district council shall be based on data derived from the latest official County of Hawaii Census information.

2. The total number of district seats for all districts shall be reapportioned before election to ensure representation in proportion to the number of poor persons residing in the area.

SECTION 4. SELECTION PROCEDURE FOR THE PRIVATE SECTOR

- A. The Community Leadership & Board Development Committee (CL&BD) will be responsible for conducting a review of candidate Private Sector Organizations, using the criteria listed, plus at least one new criterion. The Board as a whole shall select the private sector seats before seating of the directors at the biennial Meeting in June. The general criteria considered in selecting a group shall be the following:
 1. Concern for the plight of the poverty population.
 2. Demonstrated involvement in other community organizations.
 3. Can provide technical assistance and other resources toward the mission of HCEOC.
 4. Representatives of organizations throughout the County should rotate seats so HCEOC gains support and involvement from a board and changing spectrum of other community organizations.
- B. The media may be utilized every two years to inform all private groups that they can petition for a seat on the board.
- C. When vacancies occur, the CL&BD Committee shall, in ranked order of priority, recommend to the board the organizations, to be considered for final selection.
- D. Private groups may designate representatives and their alternates, and may change representatives at any time with written certification to the board, such as a letter signed by the groups' president or other official certifying official action. Such substituted representatives shall be seated during the first meeting they attend as official representatives.

SECTION 5. SELECTION PROCEDURE FOR THE PUBLIC SECTOR

- A. The representatives of the Public Sector shall be recommended by the CL&BD and presented to the full board for final selection.
- B. The board president, or a designated officer of HCEOC, shall solicit public elected officials by letter to serve on the board. In the event that there are not enough elected public officials reasonably available and willing to serve on the board, HCEOC shall select public officials to serve on the board.
- C. Names of both public officials and their representatives must be submitted to the CL&BD Committee.

- D. The CL&BD Committee shall review all public section applications and recommend to the board public officials to be considered for final selection. In the event there are not enough elected public officials willing to serve, the CL&BD Committee will recommend appointed public officials for final selection by the board.
- E. Representatives of public officials have no alternates and restrictions which apply to alternates of the private sector and community sector are not applicable.
- F. Representatives of public officials shall be authorized to act for the public officials in matters before the board, and not as individuals.
- G. The term of public officials or their representatives shall be conterminous with the term of the office of the public official.
- H. Representation of public elected officials at both State and County level shall include representation of the entire County with no more than one official from a State-representative district.

SECTION 6. APPEALS PROCEDURE BY OTHER GROUPS FOR ADEQUATE REPRESENTATION

- A. Any community agency or representative group of the poor shall be able to petition the board and have a hearing for representation. Responsibility for seeking out these individuals would be assigned to the CL&BD, a new board committee. On the basis of their work they would make recommendations to the board.
- B. Petitions shall be presented at least fifteen (15) days before the regular meeting of the board at which time they will first be presented.
- C. Petitions shall be filed at Hawaii County Economic Opportunity Council, 47 Rainbow Drive, Hilo, Hawaii 96720 between the hours of 7:45 A.M. and 4:30 P.M. or by mail.
- D. The appeal shall be in writing and shall contain specific justification for the appeal and twenty-five (25) signatures or 51% of the members of the petitioning group or agency whichever is less.
- E. The CL&BD Committee will meet with the petitioner as part of its investigation and will make their recommendations to the board. The CL&BD Committee shall review the appeal and order the matter set for hearing. The proceeding shall be presided over by the chairperson of the CL&BD Committee or, in his/her absence, by the vice-chairperson. Any procedure may be modified or waived by stipulation of the parties and informal disposition made of any appeal.

- F. The board of directors shall make the final decision. A certified copy of the decision and any accompanying findings and conclusions shall be delivered or mailed to all parties of the proceedings.
- G. Provisions for adjusting and realigning composition.

If a petition for representation is granted, the CL&BD Committee shall include the community group in the annual priority listing recommendation of the board in March. Seating of the representatives shall occur at the biennial June meeting.

SECTION 7. REMOVAL

A. Grounds for Removal

- 1. The Board of Directors may remove a director for cause for one or more of the following reasons:
 - a. Conduct the board deems contrary to the best interests of the corporation;
 - b. Violations of the corporation's article of incorporation, bylaws, conflict of interest policy, board resolutions or other policies;
 - c. Absence from three (3) or more consecutive board meetings;
 - d. Repeated disruptions of board and/or committee meetings; or
 - e. False statements on documents completed in connection with service as a director or officer of the corporation.

2. Public

Provisions for removal shall not extend to the public officials or their representatives. However, if the appointed representatives have unexcused absences from three (3) consecutive board meetings, the CL&BD Committee can request the public official to appoint another representative.

B. Procedure for Removal

1. Private and Community Sectors

- a. If a director is absent or not officially represented for three (3) consecutive board meetings or if there is cause for removal, the director and the organization which he/she represents will be notified in writing by the board president or secretary.
- b. The director and the organization may petition within 10 days of receipt of written notification to remain on the board. The Board will review any responses and may reconsider the resignation.

2. Private groups may substitute representation at any time with written notice to the board, provided that the provisions of these By-Laws with respect to certification of the representative are complied with.
3. Public
 - a. Elected officials or appointed officials shall be notified if their representatives are absent for three (3) consecutive board meetings, or for just cause, the public officials may be requested to appoint replacements.
 - b. The public officials, both elected and appointed, may substitute representatives at any time with written notice to the board, provided that the provisions of the By-Laws with respect to certification of the representative are complied with.

SECTION 8. RESIGNATION OF DIRECTORS

- A. A director may resign by delivering his or her written resignation to the board president, to a meeting of the directors or to the corporation at its principal office.
- B. The resignation shall be effective upon receipt unless specified to be effective at some other time.
- C. A director who has ceased to meet the qualifications for service as a director, as specified in these bylaws and by the board from time to time, and/or for the board seat to which s/he was elected, is deemed to have resigned as of the date s/he ceased to meet those qualifications.

SECTION 9. ALTERNATES

- A. Alternate Representative of the Community Sector
 1. Alternates shall be chosen according to Article III. Board of Directors, Section 3, Selection Procedure for the Community Sector.
 2. Alternates shall act only as substitutes for a regular member in his/her absence and may not serve as officers of the board.
 3. In the event of a vacancy, the alternate named for each representative shall serve the balance of the representative's term.
 4. An alternate filling a vacant seat shall become a regular director of the board, and thus, eligible for service as an officer of the board.

B. Alternate Representative of the Private Sector

1. Groups represented on the board shall designate one (1) alternate, who shall be certified in writing by the sponsor he/she represents.
2. Each alternate may represent only one (1) board director.
3. An alternate shall act only as a substitute for a regular director in his/her absence and may not serve as an officer of the board.
4. If a representative vacates his/her seat, the alternate shall fill the seat as a regular director for the duration of the term. A new alternate shall be selected by the particular group affected.

SECTION 10. VACANCY

A. A vacancy on the board shall occur when:

1. A director and the organization he/she officially represents has been notified of his/her official removal for just cause by action of the board.
2. A director notifies the board of his/her resignation in writing, or the board is notified of the death of a director.
3. The designating elected or public official removes his/her representative.
4. A public official leaves office.
5. The number of elected public officials who are willing to serve does not comprise one-third (1/3) of the Board.
6. The community sector directors do not comprise at least 1/3 of the board.

B. The board of directors shall fill vacancies as soon as possible.

1. The vacancy of a representative of the community sector shall be filled by his/her alternate.
2. Vacant seats of representatives of private organizations shall be filled in the following manner:
 - a. If an alternate has been selected, the alternate shall serve out the term and the naming of a new representative shall occur after this event.
 - b. If an alternate has not been selected, the board shall ask the organization which appointed the former director to name another representative to fill the term.

3. Vacant seats of public officials shall be filled by board request officials to select another public official or representative or when an official indicates willingness to sit on the board.

SECTION 11. LIMITATION OF BOARD SERVICE

- A. Each director shall serve for a three-year term, or until he or she sooner dies, resigns, is removed, or becomes disqualified.
- B. A public official shall serve as a public sector director only while s/he continues to hold public office.
- C. A representative of a public official shall serve as a public sector director only while the public official who designated him/her continues to hold public office.
- D. An individual designated by either a low-income organization to serve as a low-income sector director or by a private sector organization to serve as a private sector director shall so serve only while s/he continues to be associated with the organization that designated him or her.
- E. No director shall serve more than two consecutive terms without at least a one-year absence from the board.

SECTION 12. CONFLICT OF INTEREST

A. Purpose

The purpose of the conflict of interest policy is to protect HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL'S interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

B. Definitions

1. Interest Person

Any director, principal, officer or member of a committee within the Board of Directors delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person. No former employee of HCEOC or its contractors may serve on the board until he/she has completed one (1) year hiatus from the agency or its contractor.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

- a. An ownership or investment interest in any entity which HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL has a transaction or arrangement.
 - b. A compensation arrangement with HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL or with any entity or individual which HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual which HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
3. A financial interest is not necessarily a conflict of interest. Under Article III, Section 12, a person who has financial interest may have a conflict of interest only if the board of directors' decides that a conflict of interest exists.

C. Procedures

1. Duty of Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and he/she gives the opportunity to disclose all material facts to the board of directors when considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board of directors shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interest person may make a presentation at the board of directors meeting, but after the presentation he/she shall leave the meeting during the discussion of, and the voted on, the transaction or arrangement involving the possible conflict of interest.

- b. The president of the board shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the board of directors shall determine whether HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstance not producing a conflict of interest, the board of directors shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL'S best interest, for its own benefit, and whether it is fair and reasonable, in conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a. If the board of directors has reasonable cause to believe a director has failed to disclose actual or possible conflicts of interest, it shall inform the director of the basis for such belief and afford the director an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the director's response and after making further investigation as warranted by the circumstances, the board of directors determines the director has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. Records of Proceedings

The minutes of the board of directors shall contain:

- a. The name of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the board of directors' decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussion and voted relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

SECTION 13. COMPENSATION

- A. A voting director of the board who receives compensation, directly or indirectly, from HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL for services is precluded from voting on matters pertaining to the director's compensation.
- B. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation directly or indirectly from HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL for services is precluded from voting on matters pertaining to that member's compensation.
- C. No voting directors or members of the board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly from HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

SECTION 14. ANNUAL STATEMENTS

Each director, principal, officer and member of a committee with board of directors delegated powers shall annually sign a statement which affirms such person:

- a) Has received a copy of the conflict of interest policy;
- b) Has read and understands the policy;
- c) Has agreed to comply with the policy; and
- d) Understands HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

SECTION 15. PERIODIC REVIEWS

To ensure HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL operates in a manner consistent with its tax exempt purpose and does not engage in activities that could jeopardize its tax exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a) Whether compensation arrangement and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.

b) Whether partnerships, joint ventures, and arrangements with management organizations conform to HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL'S written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in increment, impermissible private benefits or in an excess benefit transaction.

SECTION 16. USE OF OUTSIDE EXPERTS

When conducting the periodic reviews as provided for in Section 15, HAWAII COUNTY ECONOMIC OPPORTUNITY COUNCIL may, but need not, use outside advisors, if outside experts are used, their use shall not relieve the board of directors of its responsibility for ensuring periodic reviews are conducted.

ARTICLE IV

OFFICERS OF THE BOARD

SECTION 1. DESCRIPTION AND DUTIES

The officers of the board shall be: President, Vice President, Secretary, and Treasurer.

A. PRESIDENT

The president when present shall preside at all meetings of the directors and of the board of directors. The president shall be the principal executive officer of the corporation and shall, subject to the control of the board of directors, have general supervision and control of the business and affairs of the corporation. The president may sign, with the secretary or any other proper officer of the corporation authorized by the board of directors, deeds, mortgages, bonds, contracts, or other instruments which the board of directors has authorized to be executed, except in cases where the signing and execution of such shall be expressly delegated by the board of directors by these By-laws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed, and in general shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time.

B. VICE PRESIDENT

In the absence of the president or in the event of his or her death, inability, or refusal to act, the vice-president (or in the event there be more than one vice-president, the vice-president designated by the board of directors to serve as acting president) shall perform the duties of the president and when so acting shall have all the powers of and be subject to all the restrictions upon the president. A vice-president shall perform such duties as from time to time may be assigned to him or her by the president or by the board of directors.

C. SECRETARY

The secretary shall:

1. Prepare and keep the minutes of the proceedings of the directors and of the board of directors in one or more books provided for that purpose;
2. See that all notices are duly given in accordance with the provisions of these By-laws or as required by law;
3. Be custodian of the corporate records;

4. Be responsible for authenticating records of the corporation;
5. Keep a register of the address of each director which shall be furnished to the secretary by such member;
6. If applicable, sign with the president, or a vice-president, certificates evidencing directorship in the corporation, as set forth in Article IX of these Bylaws;
7. In general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to the secretary by the president or by the board of directors.

D. TREASURER

The treasurer shall:

1. Have charge and custody of and be responsible for all funds and securities of the corporation;
2. In general perform all of the duties incident to the office of treasurer and such other duties as from time to time may be assigned to the treasurer by the president or by the board of directors.

SECTION 2. ELECTION OF OFFICERS

Sixty (60) days prior to the biennial meeting held in June, a nominating committee shall be appointed by the president. It shall be the duty of this committee to nominate candidates for the offices to be filled. Additional nominations from the floor shall be permitted. Election shall be held during the biennial meeting held in June. If the election is delayed, elections shall be held no later than the next regular scheduled monthly meeting. The officers shall be elected by secret ballot.

SECTION 3. TERM OF OFFICE

The officers shall serve for two (2) years or until their successors are elected. Their term of office shall begin at the close of the meeting at which they are elected.

SECTION 4. REMOVAL AND VACANCIES

Any officer may be removed by the board of directors whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Appointment of an officer shall not of itself create contract rights. Any officer may resign at any time by delivering written notice to the board of directors. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein.

SECTION 5. DUAL OFFICE HOLDING

Board directors may hold office in organizations they represent and an officer of the board. But no one board director can hold more than one office on the HCEOC board of directors and no board director may serve on more than one (1) committee, except the executive committee.

SECTION 6. SUPERVISION BY BOARD

Executive officers of the board are responsible to the board and can only act on matters which the board has assigned to them. All other items must come before the board.

SECTION 7. RATIFICATION OF ACTS BY BOARD

Acts not delegated to an officer or committee must be ratified by the board.

ARTICLE V

COMMITTEES

The standing committees shall be: Executive Committee, Program Development Committee, Community Leadership & Board Development Committee, Finance Committee, Human Resources Committee, and Legislative Committee. The president of the board shall appoint committee directors with the exception of the Executive Committee as board committees.

The membership of a particular committee shall appoint its Chairperson with the exception of the Finance Committee and the Executive Committee.

Membership on all committees, including the Executive Committee, shall consist of at least one representative from each of the three (3) sectors comprising the board. Each board director shall be assigned to at least one standing committee, and insofar as possible, all board directors should be assigned approximately similar loads of committee work. The president of the board may be an ex-officio director of all committees but has no vote.

Members of committees shall be given not less than twenty-four (24) hours notice. Meetings shall be called by the chairperson of the Committee.

All recommendations from committees require ratification by the board before implementation.

SECTION 1. EXECUTIVE COMMITTEE

The Executive Committee shall consist of the officers of the board, plus as many additional directors as required to make the committee proportional to the representation of classes of the board. These additional directors shall be elected by the board in the same manner as officers are elected according to these By-Laws.

The Executive Committee shall be empowered to act only in emergencies which demand action if less than the forty-eight (48) hours required to call a special meeting of the board.

If a quorum of the board is not present at a regular or special board meeting, a quorum of the Executive Committee shall be empowered to enact only items of business on which action is mandatory before a regular or special board meeting can be held. The Executive Committee shall have no other special powers and shall be specifically prohibited from conducting ordinary business. The Executive Committee may not amend the By-Laws.

The Executive Committee shall advise the board on the selection of an independent auditor to conduct an annual audit and other services needed and provide oversight of the audit. The Executive Committee has the responsibility to set policy and procedures for

monitoring the agency's procurement processes, internal controls, and compliance with legal requirements.

Each director, principal officer and other interested persons (as determined by the board) shall annually sign a statement, which affirms such person:

1. Has received a copy of the conflict of interest policy;
2. Has read and understands the policy;
3. Has agreed to comply with the policy; and
4. Understand the organization is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities, which accomplish one or more of its tax-exempt purposes.

Any restructuring decisions on the organization, committee structures, or the board will need full documentation and approval by the Executive Committee and the board of directors with submission of review by CAPLAW.

The Executive Committee will distribute to the board and committees funding proposals, due date, and meetings at which the proposals are to be reviewed and approved by the fiscal grants management officer, program specialist, and/or any representative(s) from the funding source entity.

SECTION 2. PROGRAM DEVELOPMENT COMMITTEE

The Program Development Committee shall review all new and refunded programs, establish guidelines and standards for projects and make a recommendation regarding same to the board. Priorities shall include the recommendation of target areas concerned, strategic planning and annual evaluation.

The Program Development Committee shall participate in agency housing and business development efforts, to include partnerships with other community organizations in the planning and implementation of projects.

The Program Development Committee shall evaluate the effectiveness of all programs placed in operation by HCEOC. The Program Development Committee shall set forth recommendations to the board on the continuance of on-going programs. It shall work closely with the ad hoc committee and be informed by the body of all programs in operation.

SECTION 3. COMMUNITY LEADERSHIP & BOARD DEVELOPMENT (CL&BD) COMMITTEE

The Community Leadership & Board Development (CL&BD) Committee shall receive and review all applications for the public and private sector submitted for consideration to be on the board as provided by these By-Laws, and shall maintain a current priority list of organizations suitable for potential representation on the Board. This Committee shall

invite organizations to send representatives to the board, shall maintain in current status, attendance records of individual representatives at all regular, special and assigned committee meetings, and shall make recommendations to the board concerning inactive directors or organizations as provided in these By-Laws. Upon board direction, this Committee shall make appropriate notification to organizations when changes in representation are required. The Committee shall be responsible for board orientation and training.

SECTION 4. FINANCE COMMITTEE

The Committee shall recommend guidelines for the management of fiscal policies, shall work with the executive director in preparing the budget, and make a quarterly report on the fiscal condition of the corporation to the board. This Committee shall also explore possibilities of community contributions to the non-Federal share of the cost of any program.

SECTION 5. HUMAN RESOURCES COMMITTEE

The Human Resources Committee shall review formal grievances presented by any member of the staff in accordance with the personnel policies. The directors of this Committee shall be appointed by the board president on an ad hoc basis when need arises for resolution of personnel matters. The directors of the committee shall elect their own chairperson.

The Human Resources Committee shall review all staff grievances and shall keep the personnel policies current according to Federal and State regulations.

The committee shall perform an annual evaluation of the executive director.

SECTION 6. LEGISLATIVE COMMITTEE

The Legislative Committee shall prepare bills for introduction in the County Council and the State Legislature on any matter which affect HCEOC and shall establish a liaison with legislative groups for the introduction and advocating of all legislation in which HCEOC may have an interest.

SECTION 7. OTHER COMMITTEES

By resolution adopted by a majority of the directors in office, the board of directors may designate and create one or more committees, each of which shall consist of two or more directors. A committee may include non-directors.

ARTICLE VI
MEETINGS AND RULES

SECTION 1. REGULAR MEETINGS

The regular meetings of the HCEOC board of directors shall be held on the fourth Monday of each month unless otherwise ordered by the board or the executive committee. However, the board shall meet at least once every ten (10) weeks.

SECTION 2. NOTICE OF REGULAR MEETINGS

- A. Notice of meetings shall be delivered in person, by telephone, by mail or by electronic transmission to each director and the Agenda shall be sent to all directors of the board. Committee reports, reports from the executive director, and other agenda materials shall be included in the mailing when available.
- B. Notice shall be provided at least five (5) days in advance of meetings.
- C. It is the responsibility of the organizations to see that their alternates are notified when they are to attend a meeting in the place of the representative.

SECTION 3. AGENDA OF REGULAR MEETINGS

- A. The Agenda shall include minutes of the previous regular meeting, any special meetings, and committee meetings held since the last regular meetings.
- B. The president shall provide opportunity for new business to be introduced from the floor and from the public, whether or not this has been included in the advance written agenda.

SECTION 4. MINUTES

- A. Written minutes shall be kept for each meeting.
- B. Written minutes shall include a record of votes on all motions.
- C. Minutes of previous meetings shall be distributed to all board of directors prior to the next meeting.
- D. Minutes of meetings shall be made available to the public for inspection.

SECTION 5. BIENNIAL MEETING

The regular meeting in June shall be known as the biennial meeting and shall be for the purpose of seating new directors, electing officers, directors of the executive committee, and for any other business that may arise.

SECTION 6. SPECIAL MEETING

Special meetings of the board may be called by the president or upon written request of any five (5) directors of the board, provided each director has at least forty-eight (48) hours advance notice of the time and place of the meeting. The items for which a meeting is specially called shall have precedence over any other agenda items.

SECTION 7. GENERAL RULES FOR ALL MEETINGS

A. Parliamentary Authority

The rules contained in the most current edition of Robert's Rule of Order (revised) shall govern the board and committees to which they are applicable and in which they are not inconsistent with these By-Laws.

B. Quorum

1. Fifty percent (50%) of the directors in office under Article III, Section 1 shall constitute a quorum at any board meeting. If a quorum of the board is not present at a regular or special board meeting, a quorum of the executive committee shall be empowered to enact those items of business on which action is mandatory before the next regular or special meeting can be held.
2. Three (3) seats shall constitute a quorum at any committee meeting.
3. The quorum requirement is applicable for all official board action at the time the action is taken.

C. Voting

1. All votes in regular or special board meetings and committee meetings shall be by majority votes unless otherwise specified in the By-Laws.
2. Proxy voting by any board director shall be prohibited at meetings of the board and its committees.

D. Scheduling of Meetings

1. All meetings shall be scheduled for the convenience of board directors and the general public.

E. Teleconferencing

1. All board and committee meetings may be allowed to utilize teleconferencing for the purpose of having board directors participate in board meetings at designated teleconferencing locations. Directors of the board that participate through teleconferencing shall be counted when establishing a quorum for all official board action at the time the action is taken.

F. E-mail/Electronics

1. E-mail or electronics can be used for correspondence and informing board directors of pending meeting.

SECTION 8. ACTION WITHOUT A MEETING

- A. Any action required or permitted to be taken by the board of directors at a meeting may be taken without a meeting if all directors:
1. Execute a consent in writing setting forth the action to be taken, or
 2. Transmit an electronic transmission consenting to the action to be taken.
- B. The consent shall be included in the minutes or filed with the corporate records reflecting the action taken.
- C. Action taken under this section is effective when the last director signs the consent or gives consent by electronic transmission, unless the consent specifies a different effective date.

ARTICLE VII

DUTIES AND FUNCTIONS OF THE EXECUTIVE DIRECTOR

SECTION 1. EXECUTIVE DIRECTOR

The board of directors shall appoint an Executive Director, who shall be the chief operating officer, under the direction of the president, to be responsible for implementing all corporate policies, programs and activities developed, formulated and approved by the board of directors. The Executive Director shall, in consultation with officers and committees, develop the overall program, and make recommendations for board consideration. The Executive Director shall work with board directors, committee chairmen and other volunteer personnel toward the strengthening of the corporation as a whole, by making maximum use of the energies and proficiencies of the board.

SECTION 2. APPOINTMENT AND TERM

The Executive Director shall be employed with the approval of two-thirds of the certified directors of the board. The Executive Director's services may be terminated at any time in accordance with personnel policies and subject to approval of a two-thirds vote of certified directors.

The Executive Director shall serve at the pleasure of the board of directors.

SECTION 3. POWERS

The Executive Director shall have the power, subject to rules and regulations of the board of directors, to designate, hire, promote, demote, transfer, discipline, terminate, appoint or remove employees or persons on the staff of the Corporation.

ARTICLE VIII

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

SECTION 1. FISCAL YEAR

HCEOC Fiscal Year shall be from October 1st to September 30th.

SECTION 2. CONTRACTS

The board of directors may authorize the president and/or any other officer or officers, agent or agents of the corporation to enter into any contract or to execute and deliver any document, instrument, or writing of any nature in the name of and on behalf of the corporation and such authority may be general or confined to specific instances.

SECTION 3. CHECKS, DRAFTS, ETC.

All checks, letters of credit, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by the president and/or such other officers or agents of the corporation and in such manner as shall be determined from time to time by the board of directors. In the absence of such determination by the board of directors, the instruments shall be signed by the president.

SECTION 4. DEPOSITS

All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies, or other depositories as the board of directors may select.

SECTION 5. GIFTS

The board of directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the corporation.

ARTICLE IX

BOOKS AND RECORDS

SECTION 1. CORPORATE RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, boards of directors, and committees having any of the authority of the board of directors. The corporation shall keep a copy of the following records at its principal office:

- (a) Articles of Incorporation and all amendments currently in effect;
- (b) By-laws and all amendments currently in effect;
- (c) Resolutions adopted by the board of directors relating to the characteristics, qualifications, rights, limitations, and obligations of members or any class or category of members;
- (d) Minutes of all meetings of directors and records of all actions approved by directors for the past three years;
- (e) Annual financial statements for the past three years;
- (f) A list of the names and addresses of its current directors and officers; and
- (g) The most recent annual report filed with the Director of the Department of Commerce and Consumer Affairs.

SECTION 2. INSPECTION OF CORPORATE RECORDS

The records required to be kept at the corporation's principal office set forth in Section 1 of this Article IX, and any other records as required by law, shall be open to inspection at a reasonable time upon written demand of any director providing notice of five (5) business days or more.

ARTICLE X

AMENDMENTS TO THE BY-LAWS

The By-Laws may be amended by a two-third vote of the directors of the board at any general or special meetings, provided notice of the proposed amendment or amendments has been given to each board director in writing at least fourteen (14) days prior to the meeting at which the proposal is to be considered. The board shall report any amendment or amendments to the director of Office of Community Services (OCS). The board shall not amend these By-Laws in the absence of a quorum. It is not within the power of the executive committee to amend these By-Laws.

ARTICLE XI

DISSOLUTION

The duration of the corporation shall be perpetual. In the event the corporation is to be dissolved, dissolution procedures shall be in accordance with the State Law as modified by any other legally binding conditions.

ARTICLE XII

COMPLIANCE WITH BY-LAWS

The rules, regulations, and policies promulgated by HCEOC shall be in compliance with the provisions of these By-Laws. Any rules, regulations, and policies not in compliance shall be void.

ARTICLE XIII

INDEMNIFICATION

SECTION 1. INDEMNIFICATION

To the fullest extent permitted by Hawaii law, the agency shall indemnify each director and officer of the corporation who is or was 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 and whether formal or informal, because such person is or was a director or officer of the agency, against all expenses (including reasonable attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding. The agency may indemnify current and former employees and agents of the agency to the extent permitted by Hawaii law.

SECTION 2. ADVANCES FOR EXPENSES .

The agency shall advance funds to pay for or reimburse the reasonable expenses and attorney's fees incurred by a director and officer before final disposition of an action, suit or proceeding, provided that such person delivers a written affirmation of such person's good faith belief that such person has met the requisite standard of conduct for indemnification and delivers a written undertaking to repay such amount if it is ultimately determined that such person did not meet the standard of conduct. The board of directors may authorize payment in advance of final disposition of an action, suit or proceeding for the reasonable expenses and attorneys' fees incurred by an employee or agent seeking indemnification under this article, provided that such employee or agent delivers the affirmation and undertaking described in the previous sentence.

SECTION 3. CONTINUING INDEMNIFICATION

The indemnification provided for in Sections 1 and 2 of this Article shall be cumulative and not exclusive, and shall be in addition to any other indemnification provided by law or by any other agreement. Any repeal, amendment or modification of this Article shall not affect the indemnification provided in this Article for any acts or omissions occurring prior to such repeal, amendment or modification. The indemnification provided for in this Article shall continue as to any person who has ceased to a director, officer or employee of the agency and shall inure to the benefit of such person's heirs, personal representatives, executors and administrators.

SECTION 4. INSURANCE

The agency shall have the power to purchase and maintain insurance on behalf of any director, officer, employee or other agent of the agency, against any liability asserted against or incurred by the director's, employee's, or other agent's status as such, whether or not the agency would have the power to indemnify the director, officer, employee or other agent against liability under this Article.

