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Michael Molina, Chair
Governance, Ethics, and Transparency Committee
Maui County Council
200 S. High Street
Wailuku, Hawaii 96732

OFFICE OF THE
COUNCIL

RE: **Confirmation Hearing for County of Maui Prosecuting Attorney Donald S. Guzman**
In Response to Mrs. Norma Barrago Cronkite's Letter Dated March 5, 2019,
submitted to GET committee;

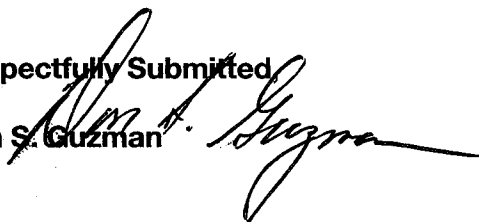
Dear Chair Molina and members:

In response to Mrs. Norma Barrago Cronkite's letter dated March 5, 2019 that was submitted to the GET committee, wherein she has set forth defamatory statements and allegations against me. For the record, I am submitted the "United Filipino Council of Hawaii 2004 Convention Report of Legal Counsel", thereby indicating an investigation of the facts and conclusion of law.

It is clear that Mrs. Cronkite, who was in charge of the registration table for the conference had manipulated the registration of unauthorized attendees for the convention; unauthorized discounts of the convention fees to minor individuals; failed to adhere to generally accepted accounting principles and intentionally caused registration irregularities; and failed to follow the standard for Registration, Credentialing and Voting Process. (Page 18-20, UFCH 2004 Legal Report attached herein)

Respectfully Submitted

Don S. Guzman



UNITED FILIPINO

COUNCIL OF HAWAII

2004 CONVENTION

Report of Legal Counsel

000001



October 3, 2004

A Limited Liability Law Company

UNITED FILIPINO COUNCIL OF HAWAII 2004 CONVENTION:

Report of Legal Counsel

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Attorney-Client Privileged

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Table of Contents

	<u>Page</u>
I. BACKGROUND.....	2
A. The Electoral Process of the UFCH.....	2
B. Amendments to the By-Laws of the UFCH.....	4
C. The 2004 UFCH Election.....	5
D. The Post-Election Protest.....	7
II. DISCUSSION.....	8
A. Analysis of the Specific Allegations.....	8
1. The Voting Age Amendment.....	8
a. What is the basis or rationale for this Amendment?.....	8
b. Was the Amendment properly adopted by a two-thirds (2/3) vote?.....	10
2. Were Delegates Given Adequate Notice of the Amendments Regarding the Voting Age Change, Code of Ethics, and Mission Statement?.....	10
3. Why Were 226 Ballots Issued When There Were Only 222 Certified Delegates?.....	11
4. Was Lino Visaya Allowed to Register After the Registration Deadline?.....	13
5. Why Weren't the Results of the Election Disclosed.....	14
6. Is it Proper for Legal Counsel to Vote in the Election for BOG members?.....	14
B. Further Observations Warranting Concern.....	15
1. Apparent Failure to Adhere to Generally Accepted Accounting Principles and Registration Irregularities.....	16
a. The Registration, Credentialing, and Voting Process Should Follow Generally Accepted Accounting Principles to Ensure Appropriate Checks and Balances Necessary to Ensure a Fair Process.....	16
b. The Registration, Credentialing, and Voting Process Should Be Standardized.....	18
2. Timeliness of Protest.....	18
3. Manner of Protest.....	19
III. CONCLUSION AND RECOMMENDATIONS.....	20

October 3, 2004

Officers and Board of Governors
United Filipino Council of Hawaii
P.O. Box 498
Honolulu, Hawaii 96809-0498

Re: Report of Investigation

Ladies and Gentlemen of the UFCH Board of Directors:

Please consider the following report of my investigation into the 2004 Convention of the United Filipino Council of Hawaii (UFCH) held July 24 - 26, 2004 hosted by the Maui Filipino Community Council (MFCC). As legal counsel of the UFCH, I represent the best interest of the organization and not that of any particular member and/or faction. To ensure a fair and impartial process in undertaking this investigation, I have given ample opportunity for all interested individuals to submit evidence and statements relevant to the issues. After careful consideration of all of the records, documents, statements, official minutes, and other relevant evidence, I submit the following opinion and recommendations.

In a letter dated August 11, 2004, Antonio V. Ramil, Esq., legal council of MFCC, criticized the conduct of the 2004 UFCH Convention and related how a "number of delegates [felt] that they were cheated or were not treated fairly and squarely." Exhibit 1. In an attachment to Attorney Ramil's letter, a letter dated August 1, 2004 signed by various individuals proceeded to communicate a protest of the Election that purported to state "facts" in support of the protest.

Notwithstanding these allegations, I did not believe my investigation would have been a fruitful expenditure of time and resources if it was limited to admitting or denying the allegations, many of which appear moot but will be addressed nonetheless. Instead, my recommendations include how I believe the organization can improve its election procedures to minimize the possible "causes" for complaint as suggested by Attorney Ramil. See Exh. 2.

I hope all parties will accept the resolution of the matters in question based on the investigation, whether or not the issues are resolved in their favor. To protect the identity of the individuals involved, I have taken great care to refrain from mentioning specific names, except where necessary for discussion. I would also like to emphasize to all potential readers of this report that the statements contained in this report are not intended to cause offense or to cast blame on a particular group(s) or individual(s). Instead, I sincerely hope that this investigation and report will allow the UFCH and its members to learn and grow from this challenge from which we will emerge stronger and move forward united more than ever.

For the reasons discussed below, it is my opinion that the results of the 2004 Election of the UFCH Officers and Board of Governors should be upheld. Although the 2004 UFCH Election was by no means perfect, the 2004 election was conducted consistent with the By-Laws of the UFCH and the 2004 UFCH Convention Rules in effect at the time of the election, and in a manner that maintained the sanctity of the process to the extent possible under the circumstances.

I. BACKGROUND

For purposes of this investigation, the By-Laws of the UFCH sets forth the supreme governing principles and rules of the organization, which is organized as a corporation under the laws of the State of Hawaii. *By-Laws of the UFCH (By-Laws)*, art. I. (attached as Exh. 2). Article IV, Section 13 empowers the Committee on the Convention Rules to adopt rules by which the annual convention shall be governed and conducted. *By-Laws*, art. IV, § 13(a). In the event of a conflict between the By-Laws and the Convention Rules, the By-Laws prevail.

Generally, where both the By-Laws and Convention Rules are silent as to a particular issue, the Annual State Convention shall be governed by the Robert's Rules of Order, as revised. *By-Laws*, § 13(c). Where the By-Laws, Convention Rules, and the Robert's Rules of Order are silent or ambiguous, the past practice of the UFCH may be used a guide to determine the intent of the organization.

A. The Electoral Process of the UFCH

This section briefly summarizes the manner in which the UFCH elects its Board of Governors and Officers (collectively referred to as "BOG") who comprise the governing body of the UFCH.

Article IV of the By-Laws provides for the election of the BOG at the Annual State Convention hosted in-turn by the six (6) Island Councils. *By-Laws*, art. IV, § 1. Significantly, Article IV, Section 1 states: "The annual State [C]onvention of the United Council shall be the supreme governing authority of the United Council." Exh. 3.

Regarding the election of the BOG, only properly accredited delegates to the Convention may vote. *By-Laws*, art. IV, § 3(a). Rule 7.F. of the 2004 Convention Rules provide:

The Committee on Credentials in conjunction with the Legal Counsel shall resolve all protests, contests, and disputes concerning accreditation of delegates.

The 2004 Convention Rules (Rules) 7.F (attached as Exh. 3) (emphasis added). Rule 7.G. provides:

A delegate is deemed to be a registered delegate upon properly registering in person with the Committee on Credentials and the payment of the required fee.

(Emphases added.) For 2004, the required fee was \$180.00 (the registration fee) payable to the MFCC, of which a \$10.00 delegate fee would be assessed by the UFCH at the conclusion of

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 3

the Convention.¹ At the adoption of the Rules, the Convention body clarified that the \$180.00 registration fee was non-refundable. Rule 3 further provides:

Registration of delegates shall open at 4:00 P.M., Friday, July 23, 2004 and shall close at 11:00 A.M., Saturday, July 24, 2004. This registration deadline shall not be extended.

Exh. 4.

The By-Laws and Rules also provide for the method by which the number of delegate each Island Council is entitled is to be determined. Beyond these requirements dealing with in-person registration and payment of the appropriate fees on a timely basis, however, neither the By-Laws nor the Rules impose further requirements regarding the qualifications of delegates.

A review of the applicable By-Laws and Rules reveals the apparent intent that the delegates to the Convention are not merely voters in the election of the BOG. Instead, the word "delegates" indicates that a delegate should do more than simply vote for their preferred candidates. *Webster's Encyclopedic Unabridged Dictionary of the English Language* (1996 ed.) defines "delegate" as "a person designated to act for or represent another or others."

In this regard, the intent of the By-Laws is to encourage delegates, who represent the stakeholders of the UFCH, to participate to the fullest extent possible in the activities of the Convention, which is the "supreme governing authority" of the UFCH. In other words, the By-Laws calls upon delegates to not merely show up to the Convention to register and vote but to participate in all aspects of the Convention. In fact, Article IV mandates the delegates to conduct "the transaction of such other business properly before the [C]onvention." *By-Laws*, art. IV, § 1.

I note that there were various attempts by various members before the Convention to allow delegates to pay only \$10.00 of the \$180.00 registration fee. These members reasoned that certain delegates would not be eating meals that constituted part of the \$180.00 fee. Given the discussion above, however, the requests of these members were rejected because the registration of a person as a delegate entitles one to all rights and privileges associated with being a delegate to the Convention regardless of whether a delegate chooses to avail him or herself of them.

In addition, allowing a credit for unused meals would create a completely unworkable and unrealistic situation. Not only does a hotel/caterer require a guaranteed count, the host Council would needlessly have to adopt additional accounting procedures that would be necessary to track unused meals. More importantly, as discussed above, part of the obligation of becoming a delegate is to participate in all aspects of the Convention including the

¹ Article IV, Section 8 provides that the hosting council shall assume the responsibility of arranging the details of the Convention. The Host Council also bears responsibility for all expenses and losses, and shall keep all profits (if any) as a result of hosting the Convention. *By-Laws*, art. IV, § 8.

networking and social aspects in sharing meals with fellow delegates and in discussing issues concerning the UFCH.

B. Amendments to the By-Laws of the UFCH

Article XVII, Section 1 provides for the amendment of the By-Laws "by a two-thirds (2/3) vote of the accredited delegates to the annual [C]onvention." Article XVII, Section 2 requires that any proposed amendments be submitted to the By-Laws Committee at least 30 days preceding the Convention, unless the proposed amendments are proposed by an Island Council in which case they may be submitted to By-Laws Committee at any time before the election.

Approximately 60 days before the Convention, the By-Laws Committee received numerous proposed amendments to the By-Laws. The proposed amendments concerned the adoption of a mission statement and the adoption of a code of ethics. Another resolution proposed to raise the age requirement to register as a delegate and vote to eighteen (18) by amending Article IV, Section 4(d), which allowed minors who were 16 and 17 to register as delegates to the Convention and vote in the election of the BOG. Exh. 5.

At the Convention, copies of the resolutions seeking to amend the By-Laws were distributed or made available to all delegate for review on Saturday, July 24, 2004. On Sunday, July 25, 2004, Legal Counsel introduced the resolutions amending the appropriate sections of the By-Laws. Delegates were given the opportunity to discuss each resolution, and discussion was held as to each proposed amendment.

The official minutes of the Convention clearly and unambiguously reflect that all three resolutions amending various sections of the By-Laws passed unanimously. Under Robert's Rules of Order (10th ed.) Section 57, "when any bylaw amendment is adopted, that amendment becomes a part of the bylaws immediately . . ." Exh. 6 at 578. Therefore, all of the proposed amendments became effective on Sunday, July 25, 2004 immediately after the Convention delegates unanimously adopted the proposed amendments, including the amendment raising the minimum age requirement from 16 to 18.

Shortly after the delegates unanimously adopted the proposed amendment raising the age requirement (the Voting Age Amendment), a delegate raised the issue concerning what he believed to be the "disenfranchisement of the youth." The delegate urged his fellow delegates to reconsider the Voting Age Amendment that had been passed. Another delegate moved to amend the previous action to delay the effective date of the Voting Age Amendment to the 2005 UFCH Election (motion to delay the effective date). The question on the motion to delay the effective date of the Voting Age Amendment was discussed and presented to the delegates. Because the voice vote was inconclusive, a standing vote was ordered and the Convention Marshalls proceeded to count delegates in favor of and against the motion to amend the Voting Age Amendment.

Under the procedural circumstances, a two-thirds majority of the delegates would need to vote "yes" in favor of the motion to delay the effective date of the Voting Age Amendment to

the 2005 Convention, meaning that individuals aged 16-17 would be allowed to vote in the 2004 Convention. See Robert's Rules, § 35 at 293-96; see also Webster's New World at 137-38. If less than a two-thirds majority of the delegates voted "yes" or in favor of the motion on the floor to amend the Voting Age Amendment that had already been passed, the age requirement of 18 would remain in effect thereby prohibiting 16-17 year old individuals from voting.

The official results indicate that 83 delegates voted "yes" or in favor of the motion to delay the effective date of the Voting Age Amendment raising the voting age to 18. 106 delegates voted "no" or against the motion on the floor to delay the effective date of the Voting Age Amendment that had been unanimously passed.

C. The 2004 UFCH Election

As the final order of business of the Convention, elections for the BOD were held. Before the election commenced, the Credentials Committee certified that there were 222 registered delegates. Delegates were given approximately one to two hours to vote. Exh. 8 (the official ballot)

At the conclusion of the voting, the ballot box was opened in the presence of pre-assigned counters along with various onlookers including two (2) "watchers" or representatives, with one watcher from each of the two (2) "slates" that was commonly referred to as the "Alvarez slate" and the "Pascua slate." The ballots were divided equally among four teams of two, with one person to read the name of the candidate receiving the respective vote and the other person to tally the vote accordingly. The results from the four teams were added and cross-checked to produce the official results, which are attached hereto as Exhibit 9. Thereafter, the two "watchers" confirmed and signed the official results.

Before the names of the winners were announced, it was disclosed that a total of 226 ballots were issued despite the fact that only 222 delegates were certified. It was explained that four additional ballots were issued to the following individuals:²

<u>Ballot #</u>	<u>Issued to:</u>	<u>Reason</u>
223	Benny Piros	"not on list"
224	Lino Visaya	"not on list"
225	Rick Nava	"listed under Molokai but not counted as a delegate"
226	Doris Saribay	"not on list"

At this juncture, it is useful to note that upon registering, delegates are supposed to be instructed to "sign-in" under their respective Island Council, except for UFCH officials (members

² The names of these individuals are being disclosed to facilitate discussion for purposes of this report. The use of these names is not an implication of any wrongdoing on the part of the individuals named. The names of the individuals should not be disclosed beyond this report.

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 6

of the BOG) who must sign in on a separate sign in sheet (the sign-in sheet). In turn, ballots are distributed according to the sign-in sheets of the respective Island Councils or UFCH as the case may be. To obtain a ballot, a delegate reports to the officials of the delegate's respective Island Council. Before a delegate is issued a ballot, the officials of the respective island council must verify that the delegate is properly registered (*i.e.*, timely registration in person and payment of the registration fee) using the sign-in sheet. If a delegate's name cannot be found on the respective sign-in sheet, the delegate will not be issued a ballot as all ballots must be accounted for.

In addition, the number of ballots issued to each Island Council will be issued only the number of Delegates properly registered to that Island Council as determined by the sign-in sheet. Therefore, under this system, a delegate's must sign-in on the appropriate sign-in sheet. Otherwise, Island Council officials will not have a ballot for that delegate if that delegate signs in on the sign-in sheet of a different Island Council.

Regarding Benny Piros, the registration records reveal that Mr. Piros initially signed in on Molokai's sign-in sheet, probably because he is a member of the Molokai Island Council. Exh. 10. However, because Mr. Piros is a member of the UFCH BOG and because the UFCH paid for Mr. Piros' registration fee as provided in the By-Laws, Mr. Piros should have signed in on the UFCH sign-in sheet. Thinking that he had already signed in under Molokai's sign-in sheet, Mr. Piros did not sign-in on the UFCH sheet.

A review of Molokai's registration records indicates that Mr. Piros registered and paid the registration fee. However, it appears that Mr. Piros name had been crossed out and had not been issued a ballot under Molokai because he was actually a UFCH official. See Exh. 10.

When Mr. Piros attempted to retrieve his ballot on Sunday, July 25, 2004, election officials did not have a ballot for him and could not issue him a ballot. Naturally, Mr. Piros filed a protest with the Election and Nominations Committee. After consultation with the Legal Counsel, election officials allowed Mr. Piros to sign-in on the UFCH form and issued him ballot number 223. See Exh. 11.

Similarly, the official registration records reveal that Lino Visaya (ballot #224) timely signed in on Maui's sign-in sheet. See Exh. 12. Records further reveal that Mr. Visaya's payment had been timely. Mr. Visaya is a member of the Oahu Filipino Community Council (OFCC). Because Mr. Visaya signed in on the Maui sign-in sheet, however, his name did not appear on the Oahu sign-in sheet, was not counted as being part of Oahu's delegation, and accordingly was not issued a ballot as an Oahu delegate. Instead, it appears that Mr. Visaya was counted as a Maui delegate because he had signed in on the Maui sign-in sheet.

When Mr. Visaya attempted to pick up his ballot from the Oahu officials, there was no ballot for him because he had not signed in on the Oahu sign-sheet. Being without a ballot, Mr. Visaya filed a protest with Legal Counsel. Mr. Visaya was eventually allowed to sign-in on the Oahu sheet and issued ballot number 224. See Exh. 13.

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 7

In Rick Nava's case (ballot # 225), it appears he signed in on the Molokai sign-in sheet. Unlike Messrs. Piros and Visaya, however, there was no "paid" notation next to his for whatever reason. A notation next to his name read, "c/o Norma B per Rick." Exh. 10. The meaning of this notation is unclear. Perhaps it meant that "Norma B" would be arranging for payment of Mr. Nava's registration fees. Although the explanation remains unclear, the Molokai officials did not have a ballot for Mr. Nava, and it does not appear that Mr. Nava was included as part of the 222 certified delegates.

In any event, Mr. Nava was issued ballot number 225 after he filed a protest insisting that he had registered and paid on a timely basis. To prevent the wrongful disenfranchisement of Mr. Nava, Legal Counsel approved the issuance of ballot number 225 to Mr. Nava "subject to verification." Id.

Regarding Doris Saribay, attention was brought to the attention of the Credentials Committee before commencement of the election that Doris Saribay had not properly registered as a delegate. Shortly after filing a protest, the President of the UFCH convened the Credentials Committee and Legal Counsel in special session along with representatives from each Island Council who had been appointed to audit the registration materials. Curiously, Ms. Saribay had not been issued official Convention badge as provided by Rules 7.H., 7.I., and 9.B. See Exh. 4. During the deliberations, a check purporting to be payment for Ms. Saribay's registration fee was shown to the Committee. However, the check did not amount to the full registration fee of \$180.00.

Ms. Saribay responded that she had made additional cash payments for her meals because she was initially undecided whether she was going to register as a delegate. After further questioning of Ms. Saribay, the Legal Counsel approved issuance of a ballot for Ms. Saribay. Although many concerns had been raised, Legal Counsel approved the issuance of ballot # 226 to Ms. Saribay on the basis of her sworn statements that she had attended the Convention from Friday, July 23, 2004 and that she had made proper payment of \$180. Because approval of Ms. Saribay's protest had been approved subsequent to the certification of the 222 delegates, Ms. Saribay was not issued a ballot until after the certification of the 222 delegates. Exh. 14.

Apart from the protests filed by Mr. Piros, Mr. Visaya, Mr. Nava, and Ms. Saribay regarding their personal ballots, no other protests, challenges, or questions were raised during the Convention. After announcement of the winners of the BOG election, Judge Cardoza of the Second Circuit Court administered the oath of office to the newly elected BOG members. No objections, protests, or challenges were filed at the time.

D. The Post-Election Protest

Approximately two weeks after the election on August 13, 2004, Legal Counsel received a letter from Attorney Ramil dated August 11, 2004 with an attached letter/petition signed by numerous delegates dated August 1, 2004 (the Petition). See Exh. 1. On August 23, 2004,

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 8

Legal Counsel responded to Attorney Ramil regarding the ensuing investigation that would be conducted in light of the concerns raised. See Exh. 2.

In addition to formal protests, the post-election protest has also been staged in the media. On August 19, 2004, Legal Counsel spoke briefly during a radio interview at the repeated requests of KPMW on Maui to discuss the details of the ensuing investigation into the concerns raised. On August 26, 2004, Legal Counsel received a letter from KPMW requesting a further interview to discuss the issues raised by Petitioners. See Exh. 15. On August 27, 2004, Legal Counsel responded to KPMW. See Exh. 16.

At the transitional meeting of the UFCH held on August 23, 2004, the President of MFCC distributed her report to the UFCH BOG. Also in attendance were a number of the Petitioners who had signed the August 1, 2004 letter/petition. The MFCC President's report, which is attached hereto, raised further concerns regarding the Convention and Election. Exh. 17 Legal counsel was also questioned regarding whether it was proper for him to have voted in the election. These issues will be addressed in turn below.

At the August 23, 2004 meeting, two members of the UFCH who believed they had been wrongly defamed distributed a memorandum responding to a number of the allegations in the August 1, 2004 petition. Exh. 18. Another member voiced concerns regarding various defamatory activities being conducted in relation to the protest.

II. DISCUSSION

A. Analysis of the Specific Allegations

The Petitioners in the August 1, 2004 letter/petition raise a plethora of issues. Attorney Ramil and the President of MFCC raise further issues. Although it would be impossible to address each and every issue raised, the following discussion addresses the issues that appear to be worthwhile.

1. The Voting Age Amendment

Various questions have been raised with respect to this amendment that raises the minimum voting age from 16 to 18. For the reasons discussed below, it is Legal Counsel's ~~opinion that protests relating to this Amendment should be overruled and that this Amendment upheld by the BOG.~~

a. What is the basis or rationale for this Amendment?

The Voting Age Amendment requires the UFCH to adhere to the standard practice of corporations and non-profit organizations throughout the State of Hawaii and the United States. As noted on the resolution calling for the Amendment, the law recognizes individuals 18 and over as legal entities. ~~Persons under the age of 18 are not considered legal entities. As such, persons under 18 are precluded from entering legal contracts and may not be subject to civil~~


Officers and Board of Governors
 United Filipino Council of Hawaii
 October 3, 2004
 Page 9

action. In fact, persons under 18 may not vote in any election for public office and may not hold stock in a corporation organized under the laws of this state.


UFCH delegates are similar to stockholders of a corporation. The UFCH is incorporated under the laws of the State of Hawaii. Similar to stockholders of a corporation, UFCH delegates should be legal entities able to enter into and be bound by legal contracts. For liability purposes, the UFCH should take reasonable steps to secure authorization from parents or legal guardians of minors who participate in any UFCH activity.

Legal counsel sees no compelling reason justifying the UFCH's departure from the generally accepted practice of just about every other corporation and non-profit organization in the state. Although high school students may participate in or may even be a part of the state's Board of Education as argued by a certain delegate, high school students under 18 cannot even vote in the election for the members of the Board of Education that takes place along with the election for other public offices every two years. Even the Jaycees, an international non-profit organization that has long championed the cause of the youth, do not allow people under the age of 21 to become official members of its chapters.

The Petitioners contend that this Amendment "was an act of disrespect to the youth." Petitioners also contend, "The youth were instrumental in the victory of the past president's bid for the UFCH presidency at last year's elections held on Molokai."

To the contrary, the Amendment sets a proper example for younger generations to conduct business in a legal manner consistent with industry standards. As noted above, allowing minors to vote is inconsistent with the generally accepted practice of corporations and non-profit organizations. The UFCH and the Filipino Community must hold itself to the same standards. By holding ourselves to these standards, we can set an example for the younger generation that we can and should continue to challenge ourselves for the continued betterment of our Organization and our Community. 

A history of the UFCH reveals that "the youth" are often used by particular candidates to garner additional votes that they may otherwise not be able to win. Indeed, during the 2004 Convention, individuals between the ages of 16-17 did not actively participate during Convention. Two of the individuals who appeared to vote on Sunday, July 25 readily admitted on the record in front of the entire Convention body that they showed up for the sole purpose of voting in the election of the BOG. I do not see the mere act of voting at the behest of others as meaningful participation in the affairs of the UFCH.

I wholeheartedly support the idea that the UFCH should involve, guide, and respect the youth. After all, they are the future of our Community. To this end, I recommend the UFCH allot extend a number of ex-officio non-voting seats on the BOG to young members of our Community. In so doing, the UFCH can allow the youth to have meaningful participation and to voice their opinions regarding our affairs. At the same time, the UFCH can act as a resource to the youth providing them guidance and support as needed. To meaningfully nurture the youth, 

the UFCH must focus on programs that benefit the youth. The details of these programs may be discussed further in committee.

b. Was the Amendment properly adopted by a two-thirds (2/3) vote?

Yes! In fact, the official minutes indicate that the Amendment unanimously passed. Apparently, there is much confusion over which motion was on the floor at the time the standing count was taken.

In determining whether two-thirds (2/3) vote has been attained, Article IV, Section 4(c) states: "Except as herein otherwise provided, all votes on any question shall be viva voce at all meetings at the [C]onvention." (Emphasis added.) Webster's Encyclopedic Unabridged Dictionary of the English Language (1996 ed.) defines "viva voce" as "by word of mouth; orally." Therefore, unless a voice vote is inconclusive, amendments to the By-Laws may be made via a voice vote. In addition, an amendment that is passed becomes effective immediately. See Robert's Rules, § 57 (attached as Exh. 6).

~~At the 2004 Convention, the delegates unanimously approved the Voting Age Amendment as verified by the official minutes. As such, the Amendment became effective immediately, which meant that only persons 18 and over could vote in the 2004 election of the BOG. Only after the unanimous adoption of the Voting Age Amendment did Attorney Ramil raise the issue of the effective date. Only after Attorney Ramil's comments did a delegate make a motion to delay the effective date of the Voting Age Amendment to 2005.~~

By the time this motion was made, the Amendment had already been unanimously passed. This motion was construed as a motion to amend something that had already been passed. To pass, the motion to delay the effective date required a two-thirds majority of the delegates who voted. See Robert's Rules, § 35 (attached as Exh. 6); see also Exh. 7. The motion to amend received only 83 "yes" votes. On the other hand, 104 delegates voted "no" against the motion to amend. In other words, 83 delegates voted to make the Voting Age Amendment effective 2005 while 104 delegates voted to make the Voting Age effective immediately. Obviously, the motion to delay the effective date did not pass.

Significantly, there was never a question whether to adopt the Voting Age Amendment. The only question was the effective date of the Amendment. As noted above, no protest was filed until two weeks after the Convention had ended.

2. Were Delegates Given Adequate Notice of the Amendments Regarding the Voting Age Change, Code of Ethics, and Mission Statement?

~~Legal Counsel believes that adequate notice was given. Certainly, the procedure employed in adopting the amendments complied with the By-Laws and Rules. Therefore, Legal Counsel recommends that this objection be overruled and that the amendments to the By-Laws be upheld.~~

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 11

At the initial meeting of the 2003-04 UFCH administration, the Legal Counsel was appointed chair of the By-Laws Committee. Throughout the course of the administration, Legal Counsel recalls advising the BOG that certain amendments to the By-Laws should be considered to make certain UFCH practices consistent with other non-profit organizations and corporations. Among the issues the Legal Counsel recalls discussing with the BOG were concerns regarding the lack of a mission statement and code of ethics. Legal Counsel also expressed concern over Article IV, Section 4(d) that allowed minors to vote at the Convention on various affairs of the UFCH including the election of the BOG members. During the course of the year, Legal Counsel reminded the BOG that the UFCH should "run its business like a corporation" not only to obtain 501(c)(3) status but also for liability purposes. It can hardly be said that key members of the BOG were surprised by any of these amendments.

At the Convention, copies of the resolutions seeking to amend the By-Laws were distributed or made available to all delegate for review on Saturday, July 24, 2004. Delegates had ample opportunity to scrutinize the resolutions. On Sunday, July 25, 2004, Legal Counsel introduced the resolutions amending the appropriate sections of the By-Laws. Delegates were given the opportunity to discuss each resolution, and discussion was held as to each proposed amendment. The Convention body engaged in only minor discussion over the amendments. Apparently, nearly all of the delegates determined that the amendments served the best interest of the UFCH. ~~What little discussion that took place mostly concerned an effort by a delegate to introduce language addressing personal relationships among BOG members, which was soundly rejected. The official minutes of the Convention clearly and unambiguously reflect that all three resolutions amending various sections of the By-Laws passed unanimously. No protest was filed as to the adoption of any of these amendments until about two weeks after the Convention ended. I fail to see the "stealth" to which Petitioners refer.~~

3. Why Were 226 Ballots Issued When There Were Only 222 Certified Delegates?

As discussed above, the issuance of four (4) extra ballots resulted because four (4) delegates, through no fault of their own, signed in on the wrong sign-in sheet. By signing in on the incorrect sign-in sheet (i.e., on the sign-in sheet of a different island), these four delegates did not have a ballot allotted for them. When these delegates attempted to claim their ballots, they were turned away because their names did not appear on the correct sign-in sheet. Understandingly, these four delegates filed formal protests with Legal Counsel.

After considering the individual circumstances and the documentation presented, Legal Counsel recommended issuance of these four (4) extra ballots to the four delegates who had filed protests. See Exhs. 10-14. Before being issued their ballots, the Nominations and Elections Committee directed the four delegates to sign-in on the proper sign-in sheet to make a record of issuing the extra ballots. Legal Counsel countersigned next to the registration of these four delegates.

As noted in the registration sheets, Legal Counsel recommended issuance of these extra ballots subject to verification. After thoroughly investigating the official registration

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 12

records, other relevant documents, and sworn statements of various individuals, Legal Counsel has been able to sufficiently verify that all four additional ballots have been verified. As such, Legal Counsel recommends that the issuance of these ballots be upheld.

Certainly, Legal Counsel can find no evidence of any wrongdoing with respect to the issuance of these extra ballots. Although the process through which delegates register and issued ballots should be reviewed for improvement, Legal Counsel believes the extra ballots were issued in a fair, consistent, and principled manner.

Legal Counsel further notes that this issue may be moot inasmuch as all of the offices for election were won by a margin of more than four votes. Although the narrowest margin of victory was eight (8) votes, the other BOG races saw double-digit separation between the winning candidate and the closest opponent. See Exh. 9. The winning candidate in the race for UFCH President won the election by 28 votes. *Id.* Even assuming for the purposes of argument that these four extra ballots now being challenged should be declared void, it appears the results of the election would remain the same.

Under these circumstances, Legal Counsel recommends that the Election be upheld and the ~~request of Petitioners~~ to declare the Election null and void ~~be rejected~~. Simply stated, there is no basis or justification to declare void the entire Election based on very innocuous alleged irregularities.

Certainly, I understand the concerns being raised with respect to the 2004 UFCH election of its Officers and Board of Governors. I am in full agreement that the election procedures of any organization is seldom perfect. Very few things in life are perfect. The 2000 election of the President of the United States, our highest public official, illustrated the imperfections inherent in any election, even for a country that has held elections for over 200 years and that devotes the latest technology and substantial resources to ensure fair and accurate elections. Wisely, the Supreme Court of the United States upheld the hotly contested 2000 election of our nation's highest public office even in the face of alleged irregularities in the Florida election polls.

Indeed, a re-election at this juncture of the current UFCH administration would result in irreparable harm to the UFCH and the Community, just as how it would have wreaked tremendous havoc had the United States Supreme Court declared the 2000 Presidential election null and void. An organization, much like the United States, must accept the imperfections in its electoral process. Surely, the UFCH must accept the imperfections of the 2004 UFCH Election and the results, just as how Americans had to accept the imperfections of the 2000. Petitioners cannot turn back the clock. Instead, Petitioners and the current UFCH administration must work together to improve future elections.

At the same time, Legal Counsel strongly recommends the UFCH revisit its entire registration, credentialing, and election process. In no uncertain terms, the UFCH must standardize this process if it hopes to retain any credibility in the Community. Legal Counsel

Officers and Board of Governors
 United Filipino Council of Hawaii
 October 3, 2004
 Page 13

emphatically urges the UFCH to commit itself to improving this process for the 2005 Convention and Election.

4. Was Lino Visaya Allowed to Register After the Registration Deadline?

~~Absolutely not!~~ For the reasons discussed below, this objection should be overruled. Mr. and Mrs. Visaya should be absolved from any wrongdoing to which they may have been implicated.

As discussed above, the evidence indicates that Mr. Visaya registered in person and tendered payment of the appropriate \$180.00 fee on a timely basis as called for in the Rules. See Exh. 12. The only mistake of Mr. Visaya was that he signed in on Maui's sign-in sheet when he should have signed in on Oahu sign-in sheet. Given Legal Counsel's recollection of the registration process, Mr. Visaya's oversight is perfectly understandable. I disagree with the Petitioners that "[t]his was sneaky and [sic.] practice." See Exh. 1. To the contrary, I believe Mr. Visaya's oversight was innocent and the decision to issue ballot # 224 to him was fair and reasonable.

Mr. Visaya's signature on Oahu's sign-in sheet indeed came after the registration deadline had passed. See Exh. 13. However, his apparent tardiness in signing in on Oahu's sheet does not mean that he was allowed to register late. In actuality, Mr. Visaya registered in every sense of the word on a timely basis on Friday, July 23, 2004. Various witnesses have attested to this fact.

~~Perhaps most unfortunate, Mr. Visaya appears to have been singled out and has been mischaracterized as receiving a special privilege of being allowed to register after the registration deadline.~~ Petitioners further use this mischaracterization as justification for their contention that other delegates who failed to appear to register be allowed to now register and cast their votes. Legal Counsel has also received reports that the Visayas have been singled out on the radio where implications of impropriety has been attributed to them.

~~Ironically, the records establish Mr. Visaya (ballot #224) was only one (1) of four (4) delegates who had been issued the extra ballots. Yet, Mr. Visaya was the only delegate singled out in the letter/petition dated August 1, 2004. The letter/petition fails to mention the names of the other delegates who had been issued ballot nos. 223, 225, and 226. Legal Counsel has also received reports that the names of the other delegates have not been openly divulged on various radio programs. Legal Counsel fails to see any rationale in this apparent inconsistency in the treatment between Mr. Visaya and the other delegates who were in the exact same position as Mr. Visaya.~~

Although Legal Counsel acknowledges that there may have been a misunderstanding as to an alleged statement of Mrs. Visaya, further investigation should have been made before rampant discussions on the radio. Any discussion of this nature implying impropriety on a particular individual should have been kept anonymous. Efforts should have been made to protect the identity and reputation of an individual until that individual is proven guilty of

wrongdoing. In fact, public discussion of this nature should be delayed until a full and impartial investigation can be made.

To prevent further escalation of this matter that has already proved to be damaging to the organization and the community, I urge the cooperation of the entire Filipino Community in refraining from making derogatory or defamatory comments about the organization or any of its members. I do not believe that the mentioning of the names of individuals on the air is necessary for the fruitful discussion of the issues. Although I acknowledge our freedom of speech guaranteed by the United States and Hawaii constitutions, defamatory comments are neither protected speech nor in the best interest of our community. In fact, defamation is actionable under the law.

5. Why Weren't the Results of the Election Disclosed.

Although Legal Counsel has found a reasonable explanation for the failure to disclose the election results, Legal Counsel recommends that this objection be sustained. Petitioners are correct in demanding the disclosure of the results. Results to the UFCH elections for BOG should be announced as soon as they are official. Furthermore, it is recommended that the results be reviewed to ensure that the apparent winners were awarded with the correct BOG seats, including the at-large seats.

The By-Laws and Convention Rules appear silent as to whether election results should be divulged. Where the By-Laws and Rules are silent, the past practice of the organization may be used as guidance for future course of action. Although past practice is not binding, past practice often reveals the intent of the parties involved and may be used as a guide until the parties can express their intentions with specificity.

Legal Counsel understands that the practice during the 2003 election was to withhold the disclosure of the actual number of votes received by candidates. The rationale appears to be that the disclosure of the actual number of votes may result in needless embarrassment of certain candidates. At the same time, Legal Counsel has also been informed by numerous sources that the practice before 2003 was that the actual results were divulged. Therefore, the past practice of the UFCH appears inconclusive.

In this regard, Legal Counsel considered the practice of other organizations in the Community as well as the practice of the government in holding elections for public office. It appears that the prevailing practice is to disclose the actual results of an election. Therefore, Legal Counsel recommends that the results of the 2004 election be disclosed forthwith and a review of the BOG seats awarded be undertaken. Certainly, the UFCH is free to amend its By-Laws in the proper course to express its intentions with respect to these issues.

6. Is it Proper for Legal Counsel to Vote in the Election for BOG members?

At the transitional meeting of the UFCH on August 22, 2004, an issue was raised questioning whether the UFCH Legal Counsel should have voted in the election of the BOG

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 15

members in light of Legal Counsel's role as an impartial neutral. It should also be noted that Legal Counsel does not believe he is a member of any of the unit organizations of the UFCH. Legal Counsel wishes to extend gratitude to the person raising this issue, as it is an issue that should be addressed and clarified.

Because this issue directly affects Legal Counsel and his office, Legal Counsel specifically declines to issue a recommendation on this matter to prevent a conflict of interest or any other appearance of impropriety. Legal Counsel reiterates that he has no interest in the outcome of the UFCH elections as he represents the best interest of the entire organization and not that of any particular member and/or faction. Legal Counsel simply provides legal services to the organization on a pro bono interest, and serves at the pleasure of the BOG. To the extent practicable, Legal Counsel recuses himself from this matter.

Legal Counsel urges the UFCH to resolve this matter as it sees fit by clarifying the role and nature of the office of legal counsel to provide better guidance. Legal Counsel's review of the By-Laws and Rules indicate that they are silent as to whether Legal Counsel may vote in the election of the BOG. In fact, the By-Laws appear completely silent as to the office of legal counsel. Curiously, the By-Laws do not even provide for the office of legal counsel and do not specify how legal counsel should be chosen.

Given the dearth of guidance in the By-Laws and Rules, it appears that the office of legal counsel is a creature of past practice. Legal Counsel's investigation reveals that previous administrations have allowed the person holding the office of legal counsel to vote. In addition, the UFCH has historically considered and treated the office of legal counsel as an officer and member of the UFCH BOG.

With regard to the 2004 Convention, the UFCH paid Legal Counsel's registration fees just as it did with its other officers and members of the BOG. The UFCH also issued official Convention credentials to Legal Counsel.

Based on these considerations, it appears the office of legal counsel properly voted in BOG elections. However, Legal Counsel emphasizes the importance of having clear guidance in this area in terms of appropriate provisions in the By-Laws.

B. Further Observations Warranting Concern

As noted above, Legal Counsel believes this investigation would not be a fruitful expenditure of time and resources if it was limited to admitting or denying the allegations that have been raised by the Petitioners. Instead, I have composed the following sections based on reports received from various delegates and my personal observations while attending the 2004 Convention on Maui. The following sections have been included to help the organization improve its election procedures to minimize complaints with the understanding that it is impossible to please everyone.

- 1. **Apparent Failure to Adhere to Generally Accepted Accounting Principles and Registration Irregularities.**
 - a. **The Registration, Credentialing, and Voting Process Should Follow Generally Accepted Accounting Principles to Ensure Appropriate Checks and Balances Necessary to Ensure a Fair Process.**

I emphasize that this section is based on various written and verbal reports received. To the extent that the factual representations herein are inaccurate, Legal Counsel notes that this discussion is for instructional purposes only and not to cast blame or attribute wrongdoing to any person or group.

Based on numerous reports, a number of irregularities occurred during the registration and credentialing process during the 2004 Convention. First, at least four individuals, including two members of the credentialing committee have come forth stating that a certain volunteer working at the registration table had written the word "paid" next to the name of a number of registrants in effect certifying that a delegate had properly paid the \$180.00 registration fee. Problematically, this volunteer had apparently certified payment without actually producing the actual payment tendered.

When questioned regarding this practice, the volunteer insisted that "there was no rule prohibiting her from paying registration fees for her friends." Legal Counsel confirms that there is indeed no rule prohibiting the payment of registration fees by one delegate for another delegate and that there is no rule requiring payment from the actual delegate. Therefore, the payment of registration fees from a source other than the registering delegate appears permissible under the By-Laws and Rules in effect.

When questioned regarding the location of the tender of payments, however, the volunteer responded that the checks that were tendered for payment "were in her office." As a result, on July 24, 2004, the President of the UFCH called for the audit of the registration records and appointed one representative from each island council to conduct an audit of the registration records to ensure that proper payment had been received for each delegate.

Legal Counsel recommends that payment of any sort should not be certified until actual legal tender is received. From an accounting standpoint, Legal Counsel believes it is improper to certify receipt of a payment based on a representation, even a sworn representation, that a check is in someone's office. The actual check or tender should be produced so that a person other than the maker of the check or the delegate for whom the check is written can verify that actual legal tender has been received. A person other than the maker should also issue a written/printed receipt with at least one duplicate to create a paper trail that payment has been received. In fact, a receipt should be issued anytime money/payment is received regardless of the legal tender presented for payment (cash or check). Legal Counsel strongly recommends that the UFCH revisit their accounting practices in this regard.

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 17

Second, at least five individuals, including two members of the credentialing committee have independently corroborated that a volunteer took home all of the registration records and documents on the evening of Friday, July 23, 2004 at the close of the registration for that day and perhaps also on the evening of Saturday, July 24, 2004. This same volunteer apparently also held onto the checks that were tendered for payment of the registration fees. This same volunteer also wrote a substantial amount of checks on behalf of other delegates for the payment of their registration fees. It was also reported that this same volunteer planned to deposit the collected funds into the MFCC's account. In effect, it appears that one person handled the entire transaction from beginning to end.

Although no offense or blame is intended, Legal Counsel sees this practice as a blatant disregard for generally accepted accounting principles which require a division of labor in every monetary transaction to the extent practicable. In any business transaction, the maker of a check should never be the same person to record the transaction on official company records without appropriate safeguards. In other words, the person tendering payment should never be the same person issuing the receipt of that payment. In addition, the maker of the check should not be the same person to deposit the check into the company's bank account. In fact, an entirely different person other than the person tendering payment or issuing the receipt should be the person making the deposit.

For example, when making a purchase from a store, the person making payment is never the same person who collects the money or writes the receipt. In turn, in most large businesses, the person issuing the receipt and collecting payment is a different person from the person doing the inventory of the store.

Similarly, Legal Counsel recommends that the UFCH require a division of labor in its registration and credentialing process. For example, one person should be assigned to collect the payment of the registration fee and issue the appropriate receipt. A different person should be assigned to control the registration sign-in sheet. Yet a different person should hold the checks until deposit into the appropriate bank account can be made. The exact assignments may be discussed further in the appropriate committee.

Furthermore, Legal Counsel has received reports by two of members of the credentialing committee who observed that a number of delegates who appeared to have signed in did not actually appear in person to register as required by the Rules. After the Convention, one member of the credentialing committee attempted to verify the presence/attendance of a delegate who had apparently signed in. Apparently, the delegate confirmed that he never appeared to register. Legal Counsel finds this example as another illustration of the importance of safeguarding the registration records and the importance of requiring positive identification before allowing a delegate to sign in. In addition, registration records should be organized to allow easy verification of payment as well as in-person registration on a timely basis.

In short, the UFCH must take responsibility for the registration and credentialing process for its Convention/Election and not simply rely on the host council. Perhaps the registration/credentialing committee should be made up of representatives from each island

council including a UFCH official. In addition, the suggestion that the registration fees be made payable to the UFCH should be seriously considered. After receiving the registration fees, the UFCH may deduct the appropriate delegate fee (currently \$10 per delegate) and issue a separate check to the host council for the remainder of the registration fee for payment of the expenses associated with the Convention. By so doing, the UFCH can independently audit the activities of the host council.

In any event, the details of the registration, credentialing, and election process should be thoroughly discussed in the appropriate committee before the 2005 Convention to prevent future disputes. Although Legal Counsel recognizes that the UFCH cannot satisfy everyone and that the process will always be short of perfect, Legal Counsel believes the UFCH can make substantial improvements in this most pivotal area of its affairs.

b. The Registration, Credentialing, and Voting Process Should Be Standardized.

Legal Counsel strongly recommends the standardization of the registration, credentialing, and voting process. It is simply unacceptable to rely on past practice as guidance for such important matters that affect the very fabric of the organization.

As noted above, new procedures with respect to the registration, credentialing, and voting process should be investigated, discussed, and considered in the appropriate committee. These procedures should be reduced to writing to prevent confusion and misunderstanding to the extent possible. Finally, a mock election should be conducted before the 2005 Convention to test the feasibility of implementing any new procedures.

Perhaps one of the most crucial issues that must be resolved is the determination of the custodian of the official registration, credentials, and election records. Legal Counsel notes that there has been heated debate as to why one person took custody of the election materials including the ballots and registration materials. Although Legal Counsel has not found any misconduct with respect to the 2004 Election in this regard, the appropriate committee must set forth the appropriate parameters as to the proper individual(s) entrusted to guard the official records to prevent any misunderstanding.

2. Timeliness of Protest

Legal Counsel notes his concern regarding the failure of Petitioners to contest the results of the election and the other issues raised in a timely manner. As noted above, Legal Counsel received the written protest leading to this investigation about two weeks after the conclusion of the Convention. Legal Counsel emphasizes the difficulty and tremendous disruption that would be caused by any attempt to "turn back time."

Legal Counsel acknowledges that Petitioners perhaps needed additional time to conduct their own investigation to determine whether to file the protest. However, Legal Counsel notes that he had received a telephone inquiry on the evening following the election. Despite Legal

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 19

Counsel's request for a written protest, a written protest was not received until nearly two weeks later. Based on the reports received, a number of the petitioners discovered that 226 ballots had been issued even before tabulation of the election results. Petitioners should have immediately inquired the reason for the issuance of the extra ballots as soon as this discovery was made.

Although Legal Counsel has largely overlooked the apparent tardiness of the protest and has willingly agreed to conduct this investigation, Legal Counsel believes that it would be prudent to adopt specific provisions adopting firm deadlines for any challenge or protest of the outcome of a convention or election. Challenges, appeals, or protests filed after the deadline to be determined should be considered waived.

Legal Counsel recommends that the deadline for future protests should be before the adjournment of a convention and in any event before the oath of office is administered unless there are valid grounds that prevented a petitioner from becoming aware of the potential issue. An objection need not be detailed at the initial notice of the objection, but the objection must be timely so that the issue may be immediately addressed. In any event, details of this issue should be further discussed in the appropriate committee.

3. Manner of Protest

Finally, Legal Counsel takes this opportunity to express the manner in which the protest has been conducted. Legal Counsel respects the right of the Petitioners to inquire as to what they perceived to be irregularities. Legal Counsel applauds their candor, as it is an important step in the growth and improvement of the organization. Certainly, the Petitioners have given the UFCH this opportunity to grow and improve that we may not otherwise have had were it not for the candor of the Petitioners.

However, Legal Counsel does not necessarily agree with the conduct of some of the Petitioners who have apparently debated this issue for hours on end on various radio programs and who have made derogatory statements of the UFCH and its BOG in various circles of the community. Until the conclusion of a full and impartial investigation, and perhaps even thereafter, the issues raised by the Petitioners constituted an internal matter of the UFCH that should have been addressed according to the procedures outlined in the By-Laws. ~~Undoubtedly, the public debate has negatively affected the credibility of the UFCH and the reputation of various individuals whose identities were needlessly divulged on the air and in various social circles.~~

~~The ensuing public debate has divided our Community in a way that has led to personal attacks and vicious internal infighting.~~ Certainly, this type of infighting and personal attacks cannot be considered beneficial to our mission or to our youth who are the future of Community. Legal Counsel urges all parties involved to lay a straight, upright, and respectable path that our youth can follow with pride. We will always have our differences of opinion, but we can and should remain civil at all times. Perhaps we can start in leading our youth by example in changing the way we treat and talk about each other.

Officers and Board of Governors
United Filipino Council of Hawaii
October 3, 2004
Page 20

Regardless of our opinions over the 2004 UFCH Convention procedures and the outcome of the election, I would like to believe that we all share a higher common interest, which is the best interest of the Filipino Community in Hawaii. I fail to see how prolonged and vicious internal infighting within the community over the results of an election of a volunteer organization can be in the best interest of the community. I sincerely hope that members of our Community will endeavor in a positive manner to further promote, strengthen, and unite the Community despite our imperfections.

III. CONCLUSION AND RECOMMENDATIONS

For the reasons discussed at length above, Legal Counsel recommends adoption and implementation of the recommendations set forth in this report. Legal Counsel further recommends immediate commencement of the discussion with respect to the procedures and rules to be adopted for the 2005 Convention.

Thank you for your attention to this matter. I look forward to working with you for the betterment of our Community, which means so much to all of us.

Very truly yours,

IMANAKA KUDO & FUJIMOTO


Bryan P. Andaya

BPA:dnh

Attachments
362236.1

EXHIBIT 1

AUG 13 2004

ANTONIO V. RAMIL
Attorney At Law

The Office Centre, Suite 310
270 Hookahi Street
Wailuku, Maui, Hawaii 96793

P.O. Box 1161
Wailuku, Hawaii 96793
Telephone (808) 244-3611

August 11, 2004

President, officers
and Board members
United Filipino Council of Hawaii
c/o Mr. Don Alvarez
91-724 Kilinahe Street
Ewa Beach, HI 96706

Gentlemen/Ladies:


Enclosed is a letter/petition signed by concerned members and leaders of the Filipino community alleging serious irregularities and unfairness that took place during the last UFCH convention on Maui.

I am forwarding the letter/petition in my capacity as legal advisor of the Maui Filipino Community Council which was host of the last convention. During the convention, I tried to be as uninvolved and as disinterested as possible given that the UFCH has its own legal advisor and parliamentarian, although I tried to be as helpful as I could when called upon.

It is very sad that a number of delegates or prospective delegates feel that they were cheated or were not treated fairly and squarely. This is much more so when young members of the community are directly affected. One of the biggest concerns is if UFCH legal advisor came up with the opinion that delegates who were below age 18 could not participate in the election, why was there no adequate notice of such fact to prospective delegates before the registration or at least before the deadline? Why the apparent stealth? Or should not member unit organizations who had "disqualified" young delegates been allowed to come up with replacements? Also, should not important matters, including "Mission Statement", "Code of Ethics", etc. been thoroughly discussed first by the Board before even being presented at the convention? Why waste precious convention time discussing horribly formulated proposals?

Hopefully, the new UFCH administration and Board of Governors will be able to come up with clarifications and more especially with concrete steps to prevent the re-occurrence of the causes (or other conceivable causes) for complaint.

Very truly yours,


ANTONIO V. RAMIL

August 1, 2004

Atty. Bryan Andaya
Legal Counsel
United Filipino Council of Hawaii
P.O. Box 498
Honolulu, HI 96809-0498

Dear Atty. Andaya:

This is to inform you that the undersigned are protesting the results of the elections and do not agree with the manner in which the UFCH election of officers was held. UFCH did not ensure the integrity of the results of the elections. The following were the facts that support this protest:

1. According to Doris Saribay, delegate from Maui, she was the last voter and her ballot number was 226. This is proof that more than 222 ballots were issued. The Credentials Committee Chair's final report indicated that there were 222 delegates that registered by the deadline of Saturday, July 24, 2004 at 11:00 a.m. so why did we have 226 ballots issued?
2. Soon after the elections, Doris Saribay and Norma Barroga were verbally informed by Esther Visaya that her husband, Lino Visaya registered as delegate on Sunday, July 25, 2004 (past the deadline for registration) and was allowed to vote. This being the case, the other delegates from Maui who preregistered and paid their registration fees should have been allowed to vote also. Some of these delegates were in attendance at Friday's Fun Night and were not informed that they needed to sign in at the registration desk. These people included but not limited to the following: Mario Arruiza, Essie Arruiza, Vee Neric Nyberg, Lolita Bucaneg, Rey Golino, Mercedes Neri, Fely Golino, Tessie Cablayan, Linda Dayaoan, Rodolfo Ibabao, Annie Ibabao, Simeon Melchor, Salud Melchor, Adeline Pascual, Amelia Sol, Vilma Sol, Lawrence Sotto, Tessie Sotto, Emmanuel Cababat and others.

The registration sign-in sheet shows that Lino Visaya's name was last on the list. In Norma Barroga's telephone conversation with Esther Visaya on July 27, 2004, she said that you granted permission for Lino Visaya to register as delegate after the deadline. When I asked Esther why this was done secretly without informing the delegates, she replied that she does not have to inform others especially Norma Barroga because she was not the highest authority in the organization and that she covered her bases by informing you. This was sneaky and unfair practice and disrespect for the preregistered delegates who were victims of an effort to consciously exclude them from participating in the election.

3. This is the first time that elections results were not revealed. Was this done to evade the fact that there were 226 ballots issued? This is blatant form of cheating. The ballots were taken away before we could review them. We need to have transparency in the organization to maintain trust and integrity.

4. The amendment to the By-Laws excluding the 16-year old delegates to vote was an act of disrespect to the youth. It was obvious from people's statements that the idea to exclude the youth in last week's elections was a premeditated plan by a group of people in the UFCH. The youth were instrumental in the victory of the past president's bid for the UFCH presidency at last year's elections held on Molokai.

In light of the foregoing, we demand that the UFCH election results be declared null and void unless the preregistered voters from Maui who were excluded from voting are allowed to vote.

cc: Mr. Don Alvarez, UFCH President
 UFCH Board of Governors
 Mr. & Mrs. Lino Visaya, UFCH Delegates
 Mrs. Doris Saribay, President, Lahaina Filipino Catholic Club
 Mrs. Linda Kushi, Credential Committee Chair

Signature	Printed Name	Telephone Number
<i>Bernie R. Sistrá</i>	BERNIE R. SISTRA	244-0140
<i>Violeta S. Lemhart</i>	VIOLETA S. LEMHART	249-0177
<i>Norma Barroga</i>	NORMA BARROGA	242-6431
<i>Evelyn A. Ramos</i>	EVELYN A. RAMOS	871-8699
<i>Doris Saribay</i>	DORIS SARIBAY	661-6172
<i>Mila Corpuz</i>	MILA CORPUZ	872-4005
<i>Eleanor Aquino</i>	Eleanor Aquino	871-5754
<i>Alice Regas</i>	Alice Regas	877-6811
<i>Nora Takushi</i>	NORA TAKUSHI	276-8861
<i>Christine Joy L. Batulayan</i>	CHRISTINE JOY L. BATULAYAN	871-7513
<i>Olivia C. Cabotage</i>	Olivia C. Cabotage	871-2022
<i>Luz Ramil</i>	LUZ RAMIL	879-9186
<i>Felipe Barroga, Jr.</i>	FELIPE BARROGA, JR.	242-6431
<i>Fred D. Daga</i>	FRED D. DAGA	244-8194
<i>Josie Quinsaat</i>	Josie Quinsaat	579-9083
<i>Rev. T. Piro</i>	REV. T. PIROS	871-6251

Signature

Printed Name

Telephone Number

[Handwritten Signature]

CELSO CARABACAN

384-3993

[Handwritten Signature]

Agripina Cabebe

871-7832

[Handwritten Signature]

ZHOYDEU MAGADAY

223-3858

[Handwritten Signature]

JOHN VINCENT VERNES

230-5482

[Handwritten Signature]

ERNIE PASCUA

625-0277

[Handwritten Signature]

Rolando Pasqua

479-4936

[Handwritten Signature]

Lynne Gubierrez

423-2102

[Handwritten Signature]

Edith Pasqua

479-4948

[Handwritten Signature]

ROLANDO PASCUA

722-1490

[Handwritten Signature]

BEN P. Pulido

801-1879

NESTOR D. MUYOT

622-7704

[Handwritten Signature]

~~BERT~~ OLAS

871-1521

[Handwritten Signature]

CARMELO M. PASCAL

281-3821

[Handwritten Signature]

ARTHUR E. CATAYANA

249-0689

[Handwritten Signature]

Linda Kushi

242-0049

[Handwritten Signature]

Jamelyn E. Wetherford

244-0375

877-5478

877-5478

877-5478

[Handwritten Signature]

Eusebia Barroga

[Handwritten Signature]

MERCEDES D. NERI

274-3954

EXHIBIT 2

**IMANAKA
KUDO &
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A Limited Liability Law Company

August 23, 2004

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Hon. Mario R. Ramil

Former Associate Justice
Hawaii Supreme Court

Dear Mr. Ramil:

This responds to your letter dated August 11, 2004 received by me on August 13, 2004. As you know, I am the legal counsel of the United Filipino Council of Hawaii (UFCH). As legal counsel, I represent the best interest of the entire organization and not that of any particular member and/or faction.

In keeping with my neutral role, I will be conducting an impartial investigation of the plethora of issues that have been brought to my attention through your August 11, 2004 letter, the letter dated August 1, 2004 attached to your letter, as well as numerous comments that have circulated through the radio and various circles of the community. In a telephone conversation on or about August 10, 2004, Ms. Norma Barroga, who is one of the petitioners of the August 1, 2004 letter, agreed that I conduct a formal investigation into the matters raised. Based on my investigation, I plan to issue formal recommendations in my capacity as legal counsel to the UFCH Board of Governors regarding the organization's future course of action. I hope that all parties will accept the resolution of the matters in question based on the investigation, whether or not the issues are resolved in their favor.

Please note that I will require at least a month to conclude my investigation to be able to conduct a thorough review of all the pertinent convention and election documents, as well as any written statements that may be submitted by witnesses. I further plan to conduct interviews of key witnesses who were involved in the convention and election. I will issue a written report and recommendation upon completion of the investigation.

I understand the concerns raised in your letter with respect to the 2004 UFCH election of its Officers and Board of Governors. I am in full agreement that the election procedures of any organization or, for that matter, any country is seldom perfect. Very few things in life are perfect. The 2000 election of the President of the United States, our highest public official, illustrated the imperfections inherent in any election, even an election whose procedures have been used for over 200 years. In this regard, I believe my investigation would not be a fruitful expenditure of time and resources if it was limited to admitting or denying the allegations contained in your letter and the attachment thereto, many of which appear moot but will be addressed nonetheless. Instead, my recommendations will likely include how I believe the organization can improve its election procedures to minimize the possible "causes" for complaint as you suggested.

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August 23, 2004
Page 2

I note that there are allegations of improprieties with respect to the handling of the registration and credentialing process by certain individuals of the host council, which you represent as legal counsel. Please be advised that my investigation will address these concerns as well.

Although I am inclined to respond to some of the remarks, opinions, and accusations that appear in your letter and the attachment thereto, I refrain from so doing as I am committed to keeping an open mind in serving the best interest of the organization. Without admitting or denying any of the allegations set forth, I therefore reserve judgment until the completion of my investigation and issuance of my opinion.

Finally, I note that there have been rampant discussions regarding the issues raised on the radio and within various circles. To prevent further escalation of this matter that has already proved to be damaging to the organization and the community, I urge the cooperation of the entire Filipino Community in refraining from making derogatory or defamatory comments about the organization or any of its members, or any individual involved. Although I acknowledge our freedom of speech guaranteed by the United States and Hawaii constitutions, defamatory comments are neither protected speech nor in the best interest of our community. In fact, as you know, defamation is actionable under the law.

Regardless of our opinions over the 2004 UFCH Convention procedures and the outcome of the election, I would like to believe that we share a higher common interest, which is the best interest of the Filipino Community in Hawaii. I cannot see how prolonged and vicious internal infighting within a community over the results of an election of a volunteer community organization can be in the best interest of the community. I sincerely hope that members of our Community will endeavor in a positive manner to further promote, strengthen, and unite the Community, which means so much to all of us.

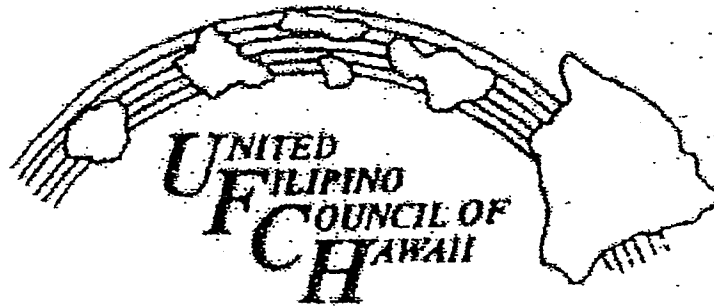
Thank you for your attention to this matter. I look forward to working with you in the best interest of our Community.

Very truly yours,

IMANAKA KUDO & FUJIMOTO


Bryan P. Andaya

EXHIBIT 3



BY-LAWS
OF THE
UNITED FILIPINO COUNCIL OF HAWAII
with Exhibit "1"

1959: Founding of the United Filipino Council of Hawaii

by Tony Ramil

June 19, 20, and 21, 1959, Hawaiian Village Hotel, Honolulu. The occasion: the "First Annual Convention of Filipino Community Associations of Hawaii." The theme: "Statehood and the Filipinos in Hawaii." Thus, began a fine tradition that was to carry on for many more years to come.

Concurrently with the convention, a Fiesta Filipina celebration was held with the theme "A Salute to the 50th State." A 24-page souvenir book was printed to commemorate the convention and fiesta with the cover graced by 19-year-old Leticia Quintal, a history major at the University of Hawaii who was crowned as "the first Miss Philippines-Hawaii." Out of the convention and fiesta was born the United Filipino Council of Hawaii.

There were high hopes. There was fanfare. But there was also skepticism as well as downright opposition. Labor leaders saw a Statewide Filipino council as undercutting the Filipinos' involvement in the labor movement.

The 1959 convention and fiesta marked the fruition of then Philippine Consul General Juan Dionisio's efforts to bring together Filipino community leaders in Hawaii to form a Statewide Filipino Council. Since he assumed office as Philippine Consul General in Hawaii on September 22, 1957, he had gone to the different islands in the Territory of Hawaii to help organize local Filipino community councils.

The passage of the Hawaii statehood bill by the United States Congress in March, 1959, spurred Consul General Dionisio and the various community leaders he was working with to greater action in order that a Statewide Filipino council could be formed before the formal admission of Hawaii to the Union. He prepared and distributed a "Plan for Statewide Convention of Filipino Community Associations in Hawaii." The primary purpose of the convention was to organize a Statewide council in Hawaii "whose main objective shall be to work vigorously for the advancement of the Filipinos in the 50th State in all lines of endeavor so that they can better integrate themselves into the community as a whole."

The convention and the fiesta gained considerable publicity. In an editorial entitled "The Filipino Contribution," the Honolulu Advertiser of June 19, 1959, noted: "There is a sense of urgency as able Consul General Juan C. Dionisio encourages Americans of Filipino ancestry — and Philippine nationals too — to organize and play a bigger part in Hawaiian affairs." With a note of optimism, the editorial further pointed out: "The Filipinos, who have been doing right well under individual steam, now can be expected to progress even faster."

The convention and fiesta were timed with the 98th birthday anniversary of Dr. Jose Rizal, the foremost national hero of the Philippines. Held in the evening of June 19, 1959 at the Kaiser Dome was the Coronation Banquet and Rizal Birthday Ball, wherein Carlos P. Romulo, Philippine Ambassador to the United States, was guest speaker.

With Dr. Rizal's ideals in mind, the Honolulu Star-Bulletin, in an editorial entitled "His Spirit Inspires Filipinos," noted: "As representatives of Filipino organizations from all parts of the Territory assembled for their first State convention, [Dr. Rizal's] spirit remains a source of inspiration for his countrymen here as well as in the Philippines." The editorial added: "No finer example of dedicated service to the principles of freedom can be found by Hawaii's Filipinos as, increasingly they take their places as full-fledged citizens in the new State of Hawaii." The editorial concluded: "Guided by Rizal's high principles, they will be a mounting force for good in our civic life."

Convention speakers included Consul General Dionisio, Honolulu Mayor Neal S. Blaisdell, Governor William F. Quinn, delegate to the United States Congress John A. Burns, and Ambassador Carlos P. Romulo. Ambassador Romulo urged the delegates to "forget your petty differences and work for the common good" and that they should "uphold the prestige of Filipinos in the Islands."

On June 20, 1959, the UFCH constitution and by-laws were adopted. Roland Sagum, then a lieutenant with the Honolulu Police Department, was elected the first UFCH president. There were six vice presidents, one from each major island. They were Tranquilino Francisco, Kauai; Vicenta Fernandez, Oahu; Leodegario A. Polo, Maui; Tony Abrahamo, Molokai; Liberato Obado, Lanai; and Andres Baclig, Big Island.

A parade and fireworks display ensued. The Fiesta Filipina celebration included a baby contest, talent jamboree, cultural show, greased pole climbing contest, softball games, "sipa" contest, "rondalla" contest, kiddies games, "juego de anillo," and a concert presented by the Philippine Veterans Band. Most of the fiesta activities were held at the Ala Moana Park.

The convention and fiesta steering committee was composed of Atty. Peter A. Aduja, general chair; Justo de la Cruz, 1st vice; Pastor Limatoc, 2nd vice; George Rosete, 3rd vice; Frank T. Rania, secretary; Sixto Basconcello, treasurer; Roland Sagum, convention chair; Gerard Fabrao, Fiesta Filipina chair and executive secretary; Lynn U. Remular, finance chair; Peter Racela, executive officer; and Fortunato Tejo, public relations director. Chair of the souvenir program was Abe A. Albayalde.

The souvenir book included messages from Philippine President Carlos P. Garcia; Governor William F. Quinn, Mayor Neal S. Blaisdell, Ambassador Carlos P. Romulo, Consul General Dionisio, Hawaii Delegate to the U.S. Congress John A. Burns, and Special Assistant in the White House Frederic Foz.

In his message, Consul General Dionisio emphasized: "You have a serious task here and that task is to chart a course for the Filipinos in Hawaii to pursue so that they can speedily take their rightful place in this new State. It is my hope that when you return to your homes, you will bring with you definite plans toward this end which you can recommend to your constituents for action." He also added, "This convention will, I believe, dramatically bring home to the Filipinos in Hawaii the awareness that they, too, have a stake in the future of this new State and that, therefore, they must vigorously take an active part in all those community activities designed to enhance that future." Expressing the wish that the delegates "be guided in [their] deliberations by a spirit of mutual respect and understanding," Consul General Dionisio observed that the "fellowship that we will share along is worth all the sacrifices that we might have had to make in order to come here."

Governor Quinn noted: "In celebrating the advent of Hawaiian statehood, you can be justly proud of your part in winning this status and earnestly confident of a still larger role you can play in the 50th State of Hawaii."

UFCH BY-LAWS
TABLE OF CONTENTS

Article I	Name.....	1
Article II	Offices.....	1
Article III	Membership.....	1
	Section 1. Membership.....	1
	Section 2. Island Councils.....	1
	Section 3. Individual Membership in United Council.....	1
	Section 4. Conflicts.....	1
	Section 5. Termination of Individual Membership.....	1
Article IV	Annual State Convention.....	1
	Section 1. Annual State Convention.....	1
	Section 2. Representation at the Annual Convention.....	2
	Section 3. Accreditation of Voting Delegates.....	2
	Section 4. Voting.....	2
	Section 5. Quorum.....	3
	Section 6. No Proxy.....	3
	Section 7. No Absentee Balloting or Voting By Mail.....	3
	Section 8. Hosting of Annual Convention.....	3
	Section 9. Convention Business Agenda.....	3
	Section 10. Convention Fee.....	3
	Section 11. Annual Convention Souvenir Program.....	3
	Section 12. Annual Reports.....	4
	Section 13. Convention Rules; Robert's Rules of Order.....	4
	Section 14. Inimical Matter.....	4
Article V	Board of Governors.....	4
	Section 1. General Powers.....	4
	Section 2. Composition.....	4
	Section 3. Meetings.....	5
	Section 4. Notice of Meetings.....	5
	Section 5. Quorum.....	5
	Section 6. Manner of Acting.....	5
	Section 7. Vacancies.....	5
	Section 8. Chairperson of the Board of Governors.....	6
	Section 9. Compensation and Expenses.....	6
	Section 10. Executive Committee.....	6
Section VI	Elected Officers.....	6
	Section 1. Elected Officers.....	6
	Section 2. Election and Term.....	6
	Section 3. Vacancies.....	6
	Section 4. President.....	6
	Section 5. Vice President.....	7
	Section 6. Secretary.....	7
	Section 7. Treasurer.....	7
	Section 8. Auditor.....	8

Article VII	Appointed Officers.....	8
Section 1.	(a) Appointed Officers.....	8
	(b) Press Relations Officer.....	8
	(c) Assistant Secretary.....	8
	(d) Assistant Treasurer.....	8
	(e) Executive Secretary.....	8
Article VIII	Council of Past Presidents.....	8
Section 1.	Council of Past Presidents.....	8
Section 2.	Ex Officio Status.....	8
Article IX	Committees.....	8
Section 1.	Committee on Nominations.....	8
Section 2.	Committee on Credentials.....	9
Section 3.	Committee on Convention Rules.....	9
Section 4.	Standing Committees.....	9
	(a) Committee on By-Laws Revision.....	9
	(b) Committee on Education and Scholarship.....	9
	(c) Committee on Fiesta Filipina.....	9
	(d) Committee on Health and Welfare.....	9
	(e) Committee on Membership.....	9
	(f) Committee on Social Action.....	10
	(g) Committee on Ways and Means.....	10
	(h) Committee on Political Education (COPE).....	10
Section 5.	Other Committees.....	10
Section 6.	Quorum.....	10
Section 7.	Committee Chair & Membership.....	10
Section 8.	Rules of Committee.....	10
Article X	Contracts, Checks, Deposits and Gifts.....	10
Section 1.	Contracts.....	10
Section 2.	Checks, Drafts, and Orders.....	10
Section 3.	Deposits.....	11
Section 4.	Gifts.....	11
Article XI	Evidence of Membership.....	11
Section 1.	Certificate of Membership and Membership Cards.....	11
Section 2.	Issuance.....	11
Article XII	Dues.....	11
Section 1.	Annual Membership Dues.....	11
Section 2.	Payment of Membership Fee.....	11
Section 3.	Assessments on Island Councils.....	11
Article XIII	Seal.....	11
Article XIV	Books and Records.....	11
Article XV	Fiscal Year.....	12
Article XVI	Waiver of Notices.....	12
Article XVII	Amendments.....	12
Section 1.	Amendments.....	12
Section 2.	Procedures.....	12
Exhibit "1"		
Certification		

**BY-LAWS
OF THE
UNITED FILIPINO COUNCIL OF HAWAII**

**ARTICLE I
Name**

The name of the corporation shall be: **UNITED FILIPINO COUNCIL OF HAWAII.**

**ARTICLE II
Offices**

The location of the principal office of the corporation shall be in the City and County of Honolulu, State of Hawaii.

**ARTICLE III
Membership**

Section 1. Membership. The United Filipino Council of Hawaii (hereinafter referred to as the United Council) is a federation of the several Filipino Community Island Councils (hereinafter referred to as the Island Councils) located on each of the islands of Hawaii, Kauai, Lanai, Maui, Molokai, and Oahu.

Section 2. Island Councils.

- (a) Each Island Council shall be known as the Big Island Filipino Community Council, Kauai Filipino Community Council, Lanai Filipino Community Council, Maui Filipino Community Council, Molokai Filipino Community Council, and Oahu Filipino Community Council.
- (b) Each Island Council shall be comprised of one or more Filipino-oriented unit organizations, each having not less than ten (10) individual members, whether in the form of associations, clubs, or groups of persons organized for a common purpose or purposes, located within the geographical jurisdiction of such Island Council.
- (c) Each Island Council shall be governed by its own charter of incorporation or constitution and by-laws duly adopted (and filed where appropriate) by its membership. The United Council shall provide an appropriate model form of a charter of incorporation or constitution and by-laws for its guidance and use.

Section 3. Individual Membership of the United Council. Each individual member of a unit organization of an Island Council shall be a member of the United Council.

Section 4. Conflicts. In all cases where a conflict arises between the charter of incorporation or constitution and by-laws of the United Council and with those of an Island Council, the charter or constitution and by-laws of the United Council shall prevail and govern.

Section 5. Termination of Individual Membership. The suspension or termination of an individual member's membership in a unit organization of the Island Council shall contemporaneously suspend or terminate such individual's membership in the United Council.

**ARTICLE IV
Annual State Convention**

Section 1. Annual State Convention. The United Council shall meet in annual convention during the month of July in each calendar year to elect officers and governors and for the transaction of such other business as may

properly come before the convention. The annual State convention of the United Council shall be the supreme governing authority of the United Council.

Section 2. Representation at the Annual Convention.

- (a) All elected officers and all members of the Board of Governors of the United Council shall be voting delegates at and to the annual convention; provided, however, that the Island Council presidents shall be counted among the five (5) voting delegates of their respective Island Councils.
- (b) All elected officers of each Island Council shall be its voting delegates at the annual convention; provided, however, that where there shall be more than five (5) elected officers, each Island Council shall select, in its absolute discretion, the five (5) voting delegates to represent it at the annual convention.
- (c) Each member unit organization of an Island Council shall be entitled to three (3) voting delegates at the annual convention. In addition thereto, a member unit organization is further entitled to one (1) additional voting delegate for every ten (10), or major fraction thereof, of its members in good standing as shown on the records of the Island Council preceding the annual convention. A major fraction shall be six (6) or more members; provided, however, that the member unit organization shall have been a member united organization of the Island Council not less than thirty (30) days preceding the first day of the annual convention.

Section 3. Accreditation of Voting Delegates.

- (a) The committee on credentials shall accredit all voting delegates at the convention. No one who has not been accredited as a voting delegate may vote on any issue before the convention or in the election of officers and elective members of the Board of Governors. Membership in the United Council shall not be determinative of the issue of accreditation as a voting delegate.
- (b) The president of each Island Council, or an officer thereof duly authorized by its board of directors/governors, shall transmit a written certification, which shall be under oath, to the committee on credentials through the executive committee of the United Council, a list of delegates from each Island Council and from its unit organizations who are entitled to accreditation by the United Council as voting delegates to the annual convention; provided, however, that an individual member of a unit organization of an Island Council shall not be certified for accreditation as a voting delegate where the individual member was accepted as a member of the unit organization thereof less than ninety (90) days preceding the date set for the registration of delegates at the scheduled annual convention. (39th Conv., 1997)
- (c) The committee on credentials shall determine and decide all contests, disputes, and protests involving and concerning the accreditation of voting delegates. If it be unable to so determine, the committee shall omit those contested, disputed or protested names and shall report such fact to the convention in assemble. Whereupon, the convention shall proceed to resolve and determine the contest, dispute or protest.
- (d) The committee on credentials may report to the convention in assemble as often as changing conditions may require throughout the session; provided, however, that no further reports therefore shall be accepted by the convention after the convention presiding officer has declared the voting polls closed for the election of officers of the United Council.

Section 4. Voting.

- (a) All issues and matters before the convention, including the adoption of the convention agenda and rules, shall be decided by the voting delegates to the convention. Voting at the annual convention shall be governed by the one person, one vote, principle.
- (b) The election of officers and elective members of the Board of Governors shall be by secret ballot. A plurality vote of the voting delegates present when the convention is convened or reconvened, as the case may be, shall elect the officers and elected members of the Board of Governors.

- (c) Except as herein otherwise provided, all votes on any question shall be viva voce at all meetings at the convention.
- (d) Effective from and after the 34th Annual State Convention of the United Council, no delegate to an annual convention of the United Council shall have the right or be entitled to vote on any issue and matter, including the election of officers and governors, which may be brought before the convention of the United Council, provided and unless such delegate shall have first attained the age of sixteen (16) years on the day preceding the first day on which the convention convenes. (33rd Conv., 1991)

Section 5. **Quorum.** A majority of the delegates duly registered and accredited as voting delegates, as reported from time to time by the committee on credentials, shall constitute a quorum. When the quorum has been established immediately prior to the adoption of the convention rules, such quorum shall be deemed to be present for the remainder of the session. If a quorum is not present prior to the adoption of the convention rules, a majority of the voting delegates present may adjourn the convention from time to time without further notice.

Section 6. **No Proxy.** There shall be no voting by proxy at the annual convention.

Section 7. **No Absentee Balloting or Voting By Mail.** There shall be no voting by absentee ballot nor voting by mail at the annual convention.

Section 8. **Hosting of Annual Convention.**

- (a) The Island Councils shall take turns in hosting the annual convention of the United Council in the following order, starting with the 1999 annual convention, to wit: Big Island Council, Kauai Island Council, Oahu Island Council, Molokai Island Council, and Maui Island Council. If and whenever the Lanai Island Council shall be able to host the annual convention, its turn to host the annual convention shall follow the Maui Island Council's turn. Subject to approval by the delegates at the annual convention or the Board of Governors, any Island Council may waive its turn to host the annual convention in favor of any other Island Council. If such waiver is disapproved or if any Island Council is unable to host the annual convention on its turn, then the annual convention shall be held on the island of Oahu, either hosted by the Oahu Island Council or under a Convention Committee constituted and appointed by the president with the approval of the Board of Governors. Waiver or inability to host an annual convention by any Island Council shall not change the order for hosting the annual convention established herein. (40th Conv., 1998)
- (b) Except as otherwise provided herein, the host Island council shall assume complete charge and full responsibility for arranging the complete details of the annual convention, including but not limited to, the convention hall, equipment, reception, billeting, transportation, entertainment, and the recording and transcription, printing and dissemination of the proceedings of the annual convention.
- (c) The host Island Council shall bear all expenses and losses, and shall keep all profits, resulting from hosting the annual convention.

Section 9. **Convention Business Agenda.** The United Council shall arrange, plan and publish the business agenda for the annual convention, including speakers, and shall coordinate the appropriate publicity releases with the host Island Council. The annual convention shall adopt the convention business agenda.

Section 10. **Convention Fee.** Upon registration at the annual convention, each delegate shall pay a convention fee of \$10.00 or such higher amount as may be set by the Board of Governors. This fee shall be credited to the treasury of the United Council and it shall be non-refundable. (36th Conv., 1994)

Section 11. **Annual Convention Souvenir Program.** The United Council shall be responsible for the preparation, publication, and distribution of the annual souvenir program for the annual convention. Appropriate materials may be furnished by each Island Council to the appropriate committee for inclusion therein.

Section 12. Annual Reports. The officers and committee chairmen of the United Council and the Island Council presidents shall submit their annual reports in writing thirty (30) days before the annual convention.

Section 13. Convention Rules: Robert's Rules of Order.

- (a) The committee on Convention rules of the United Council shall prepare, publish, and distribute to the delegates the appropriate set or sets of rules by which the annual convention shall be governed and conducted.
- (b) The formal business portion of the annual convention shall not proceed without the adoption of the convention rules by the majority of the then registered delegates present and accredited to vote at the convention, and which adoption shall not be invalidated nor adversely affected by any subsequent decision of the committee on credentials or by the convention body to refuse to seat any registered delegates at the convention. For purposes hereof, a delegate is deemed to be a registered delegate upon properly registering in person with the committee on credentials and payment of the required convention fee.
- (c) The formal business portion of the convention shall be governed by and conducted in accordance with the adopted convention rules and Robert's Rules of Order (Revised). In the event of any conflict between the convention rules and the Robert's Rule of Order, the convention rules shall prevail and govern.

Section 14. Inimical Matters. No subject or matter which may be deemed to be inimical to the best interest of the United Council and the Island Councils and their member unit organizations shall be introduced or discussed at the annual convention. The convention body shall, by a majority vote, be the final arbiter thereof.

ARTICLE V Board of Governors

Section 1. General Powers. The affairs of the United Council shall be managed by its Board of Governors during the intervening period between the annual conventions.

Section 2. Composition.

- (a) The Board of Governors shall be composed of the five (5) elected officers of the United Council, the current president or each Island Council, nine (9) elected governors, and the immediate past president of the United Council. If for good cause the president of an Island Council can not represent such Island Council at a duly scheduled Board meeting, the vice president or ranking vice president of such Island Council, or any other representative so designated by such Island Council president, shall represent such Island Council at said Board meeting. (30th Conv., 1990)
- (b) The nine (9) elected governors shall be elected at the annual convention of the United Council; provided, however, that there shall be no less than one (1) and no more than three (3) elected governors from any Island Council at any time. (30th Conv., 1988; 34th Conv., 1992)
- (c) The term of office of the nine (9) elected governors shall be two (2) years, and their term of office shall commence on August 1st following their election and shall end on July 31st of the second year following their election, except where their successors shall not have been elected and qualified. No elected governor of the United Council shall serve for more than two (2) consecutive terms. (30th Conv., 1988; 43rd Conv., 2001)
- (d) The elected governors shall serve staggered terms. In order to effect such staggered terms, the five (5) candidates receiving the highest number of votes of the delegates to the 1988 annual convention shall serve for a term of two (2) years ending July 31, 1990, and the other four (4) elected governors shall serve for a term of one (1) year ending July 31, 1989; and thereafter, their successors shall serve two-year terms as hereinabove provided. (30th Conv., 1988)
- (e) Only delegates who shall have attained the age of eighteen (18) years at the time of their election shall be eligible for election as governors. (30th Conv., 1988)

Section 3. Meetings. The Board of Governors shall hold six (6) regular meetings, in six separate months of each fiscal year, the date of each meeting to be determined by the Board; provided, however, that the first of such meetings shall be held on the fourth Sunday of August, and another meeting shall be held in May. The hour and place of each meeting may be designated by the president or the Board. Special meetings of the Board of Governors may be called by or at the request of the president or any three (3) members thereof. The person or persons authorized to call the special meeting of the Board may fix the place, date and hour for such special meeting. (40th Conv., 1998)

Section 4. Notice of Meetings.

- (a) Notice of regular meeting and special meeting of the Board of Governors shall be given at least fifteen (15) and seven (7) days, respectively, previously thereto by written notice sent by mail or delivered personally to each member of the Board at his or her last known address. If mailed, such notice shall be deemed to have been delivered when deposited in the United States mail with postage prepaid. (40th Conv., 1998)
- (b) Any member of the Board may waive notice of any meeting, except where such member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is claimed to be not lawfully called or convened.
- (c) The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such special meeting, unless specifically required by law or these by-laws.

Section 5. Quorum. The attendance of a majority of the members of the Board shall constitute a quorum for the transaction of business at any meeting of the Board; but if a quorum is not present at said meeting, a majority of the Board members present may adjourn the meeting from time to time without further notice.

Section 6. Manner of Acting. The act of a majority of the Board members present at a meeting at which a quorum is present shall be the act of the Board of Governors, unless the act of a greater number is required by law or these by-laws.

Section 7. Vacancies.

- (a) A vacancy occurring in the Board of Governors from among the elected officers and the nine (9) elected governors of the United Council shall be filled by the remaining Board members except as provided in subsection (f) hereunder. (43rd Conv., 2001)
- (b) Any vacancy occurring in the Board of Governors from among the current presidents of the Island Councils shall be filled by the affected Island Council.
- (c) Except for the immediate past president of the United Council, each vacancy shall be filled at the next regular meeting of the Board of Governors following the occurrence of such vacancy.
- (d) A vacancy occurring in the Board involving the person of the immediate past president shall remain unfilled for the remaining unexpired term.
- (e) Following the unexplained absences of a governor from two (2) regular meetings of the Board of Governors, the Board of Governors may, by a vote of two-thirds of the governors present at a meeting, remove the offending governor and declare as vacant his or her seat on the Board of Governors, to take effect on the eleventh day following the date of mailing or personal delivery to the offending governor of a notice of such proposed action. The offending governor may request a hearing before the Board on the proposed removal action prior to the expiration of ten days from the delivery or mailing of such notice. For purposes hereof, from the delivery or mailing of such notice of the proposed removal action and to the date preceding the effective date of such removal, the offending governor shall be suspended from further performing duties as governor. (30th Conv., 1988)
- (f) Any elected governor with at least one (1) year left in his/her term of office, who shall accept nomination for election to any other office in the United Council at the annual convention, shall be deemed to have vacated his/her position as elected governor, and a successor shall thereupon be elected at the same annual convention in accordance with such procedures as shall be approved by

the delegates on recommendation by the Committee on Nominations. The successor so elected shall serve for the unexpired term. (43rd Conv., 2001)

Section 8. Chairperson of the Board of Governors. The president of the United Council shall serve as the chairperson of the Board of Governors during his or her term of office.

Section 9. Compensation and Expenses. Members of the Board of Governors who are elected at the annual convention shall serve voluntarily without compensation for their services; provided, however, that they shall be reimbursed by the United Council for their attendance expenses, upon vouchers properly submitted, at the regular and special meetings of the Board. A portion of the attendance expenses of the Island Council presidents or their representatives, to be set at 50%, shall be borne by the United Council, upon vouchers properly submitted and the remaining balance shall be the responsibility of the respective Island Councils. (43rd Conv., 2002)

Section 10. Executive Committee.

- (a) The executive committee shall be composed of the five (5) elected officers. (36th Conv., 1994)
- (b) The executive committee shall exercise the authority of the Board of Governors in the management of the affairs of the United Council between the regular meetings thereof; but such delegation of authority thereto shall not operate to relive the Board, or any individual member thereof, of any responsibility imposed upon it, or him or her, by law.
- (c) The executive committee shall hold such meetings as the president shall deem necessary during each fiscal year. The president shall designate the date, time and place of any such meetings, and shall cause appropriate, reasonable notice to be given to the members of the committee. (40th Conv., 1998)
- (d) The president of the United Council shall serve as the chairperson of the executive committee during his or her term of office.

ARTICLE VI
Elected Officers

Section 1. Elected Officers. The elected officers of the United Council shall be a president, a vice president, a secretary, a treasurer, and an auditor. Officers must be members of an Island Council. Only delegates who shall have attained the age of eighteen (18) years at the time of their election shall be eligible for election as an elected officer of the United Council. (30th Conv., 1988, 39th Conv., 1997)

Section 2. Election and Term.

- (a) The elected officers of the United Council shall be elected by secret ballot at the annual convention of the United Council.
- (b) The term of office of the elected officers of the United Council shall be one (1) year and such term shall commence on August 1st following their election and shall end on July 31st of the following year, except where their successors shall not have been duly elected and qualified.
- (c) No elected officer of the United Council shall serve for more than two (2) consecutive terms in any office. No person shall be eligible to be elected an officer of the United Council unless such person shall have been bonafide member of an Island Council for a period of not less than one (1) year preceding, such election.

Section 3. Vacancies. In case of vacancy in the office of the president, the vice president shall serve as president for the remainder of the term. Any vacancy in any other elected office shall be filled by the Board of Governors for the unexpired term of such office. The Board of Governors shall fill such vacancy at the next regular meeting thereof following the occurrence of such vacancy.

Section 4. President, The president --

- (a) Shall be the principal executive officer of the United Council and shall in general supervise the functions and activities of the United Council;
- (b) Shall preside at all meetings of the Board of Governors, the executive committee, and the State annual convention.
- (c) Shall prepare, to be published and distributed to the convention delegates and the subsequent adoption thereof by the convention body, the agenda or orders of the day or order of business for the annual convention;
- (d) Shall render an annual report on the state of the United Council at the annual convention, and which annual report become part of the proceedings thereof;
- (e) Shall appoint all chairpersons for the standing committees and special committees of the United Council from among its members, subject to approval of the Board of Governors where not otherwise specified; provided, however, that the president may give preferential consideration, where appropriate, to appoint chairpersons from among the nine (9) elected governors.
- (f) May sign, with the secretary or any other proper officer of the United Council as may be authorized by the Board of Governors, any and all instruments which the Board of Governors shall have authorized to be executed, except in cases where the signing and execution shall be expressly delegated by the Board of Governors or by these by-laws to some other officer or agent of the United Council;
- (g) Shall be a member ex-officio on all committees except the executive committee and the committee on nominations;
- (h) Shall approve all proper expenditures of the funds of the United Council;
- (i) Shall perform such other duties as may be inherent in the office of president and as may be assigned by the Board of Governors from time to time;
- (j) Upon assumption of office, shall receive from the outgoing officers and committee chairpersons all records, files, and other property of the United Council in their possession.

Section 5. Vice President. In the absence of the president or in the event of his or her inability or refusal to act and to perform the duties of the office of president, the vice president shall perform the duties of the president and, when so acting, shall have all the powers of president, and shall perform such other duties as from time to time may be assigned by the president and the Board of Governors.

Section 6. Secretary. The secretary shall keep the minutes of the proceedings of the annual convention, the Board of Governors, and the executive committee of the United Council; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; execute documents as may be required and be the custodian of the records, files, and of the seal of the United Council and see that the aforesaid seal is affixed to all documents, the execution of which on behalf of the United Council under its seal is duly authorized in accordance with the provisions of these by-laws; keep a current register of the names and post office addresses of the officers and the convention delegates of the United Council and the Island Councils; prepare an agenda for each meeting of the Board of Governors and the executive committee; and in general perform all duties as from time to time may be assigned by the president and the Board of Governors.

Section 7. Treasurer. The treasurer shall have charge and custody of and be responsible for all funds and securities of the United Council; collect, receive and give receipt for money due and payable to the United Council from any source whatsoever, and deposit all such money in the name of the United Council in such depositories as shall be selected in accordance with these by-laws; render a statement of financial condition of the United Council at the annual convention, at the regular meetings of the Board of Governors and of the executive committee; ensure that the Board of Governors comply with and implement the program of fiscal policies which is attached hereto as the Board of Governors comply with and implement the program of fiscal policies which is attached hereto as Exhibit "1" and has the same effect and force as these by-laws and can be amended only in the same manner as these by-laws; submit to the Board of Governors a program of financial projects; sign, together with the president or secretary, all authorized instruments of withdrawals of funds of the United Council; and in general, perform all the duties incident to the officer of treasurer and such other duties as from time to time may be assigned by the president and the Board of Governors. (36th Conv., 1994)

Section 8. Auditor. The auditor shall examine and audit the fiscal books and records of the United Council at the close of each fiscal year, and shall report the findings and recommendations at the annual convention pursuant to such audit; pass judgment upon all disbursements of United Council funds and shall be given free access to fiscal records of the treasurer, and in general, perform all duties as from time to time may be assigned by the president and the Board of Governors.

ARTICLE VII Appointed Officers

Section 1. Appointed Officers.

- (a) The United Council may have a press relations officer, assistant secretary, assistant treasurer and an executive secretary as appointed by the president subject to approval by the Board of Governors.
- (b) The press relations officer, when appointed, shall be responsible for disseminating information to promote the activities and projects of the United Council.
- (c) The assistant secretary, when appointed, shall perform the duties of secretary in the absence of the secretary, and shall otherwise assist in the performance of the duties of the secretary as requested by the secretary.
- (d) The assistant treasurer, when appointed, shall perform the duties of the treasurer in the absence of the treasurer, and shall otherwise assist in the performance of the duties of the treasurer as requested by the treasurer.
- (e) The executive secretary, when appointed, shall be the administrative officer of the United Council and shall perform such duties as may be assigned from time to time by the president and the Board of Governors. Excepting the office of the secretary, no other officer nor members of the Board of Governors shall be eligible for appointment to the office of executive secretary. The Board of Governors may determine from time to time the salary or other compensation, if any, of the executive secretary. (39th Conv., 1997)

ARTICLE VIII Council of Past Presidents

Section 1. Council of Past Presidents. The council of past presidents shall consist of the surviving past presidents of the United Council.

Section 2. Ex Officio Status. Upon acceptance in writing by a past president of the United Council of an invitation to become a member of the council of past presidents, he or she shall then be a member ex officio of the Board of Governors (excepting, however, the immediate past president who shall be a member of the Board) and of the executive committee of the United Council, a delegate ex officio to the annual convention, and shall, subject only to the ex officio status, otherwise entitled to all of the privileges and immunities of membership in the United Council. Where a past president is a member of a unit organization, he or she shall have the right to vote and hold office.

ARTICLE IX Committees

Section 1. Committee on Nominations.

- (a) There shall be a committee on nominations which shall have a chairperson and six (6) members. The president shall appoint the chairperson of the committee at the regular meeting of the Board of Governors in the month of May. Each Island Council shall be entitled to representation on the committee.

- (b) Nominations for each elective office shall be presented by the committee at the annual convention. Only an accredited voting delegate present, and who has consented to be nominated, shall be nominated for an elective office. (30th Conv., 1988)
- (c) Nominations from the floor shall be allowed at the annual convention. The names of such nominees nominated in such manner shall be placed on the ballot along with the other nominated persons.
- (d) The committee on nominations shall prepare the appropriate ballots for the elections and the words, "OFFICIAL BALLOT - [YEAR]" shall appear at the top of each ballot.
- (e) The names of those delegates who have been duly nominated and who have severally consented to be nominated for elective offices may, as may be provided for by the convention rules duly adopted by the annual convention, be listed and placed on a single ballot. (30th Conv., 1988)
- (f) The committee on nominations shall have general charge of and shall conduct the elections at the annual convention, including the preparation, distribution, and tabulation of the ballots.
- (g) The president of the United Council shall announce the election results following the conclusion of the election for each office and which results shall be incorporated into the proceedings of the annual convention.

Section 2. Committee on Credentials. There shall be a committee on credentials for the annual convention, which shall be composed of a chairperson and not less than six (6) members who shall be delegates to the annual convention. The president shall appoint the chairperson of the committee at the regular meeting of the Board of Governors in the month of May. Each Island Council shall be entitled to representation on the committee.

Section 3. Committee on Convention Rules. There shall be a committee on convention rules, which shall be composed of a chairperson and six (6) members who shall be delegates to the annual convention. The president shall appoint the chairperson of the committee at the regular meeting of the Board of Governors in the month of May. Each Island Council shall be entitled to representation on the committee.

Section 4. Standing Committees. The United Council shall have the following standing committees.

- (a) Committee on By-Laws Revision. To review and act upon proposed amendments to the by-laws.
- (b) Committee on Education and Scholarship. To coordinate and disseminate information on all available educational programs and scholarship aid. To recommend educational policy objectives and implementation thereof in order to maximize meaningful impact of our education opportunities on our young men and women.
- (c) Committee on Fiesta Filipina. Implement a program of cultural and business activities designed to mirror Filipino culture through the media of the arts and crafts and the performing arts; to conduct an annual queen contest and beauty pageant which will be facilitated by the host Island Council of the convention, if they are willing and able and all expenses and income will be borne equally between the host council and the United Council. The United Council shall retain decision making powers regarding major issues concerning the event. The host Island Council may appoint a chairperson, subject to the approval of the Board of Governors, whom shall assist the Fiesta Filipina committee in facilitating the event. In addition, the host Island Council shall prepare, publish and distribute a souvenir program at the annual convention of the United Council. No souvenir program or other materials contemplated or intended to be published in connection with the Fiesta Filipina shall be published without first obtaining the written approval of the president of the United Council. Such souvenir program shall contain photographs, where available, and the names of the past and present presidents and the past and present reigning Miss Hawaii Filipina queens. (36th Conv., 1994; 43rd Conv., 2002))
- (d) Committee on Health and Welfare. To work in close liaison with the officials of the federal, state and county governments to obtain and disseminate information to the membership on matters of health and welfare, to render assistance to those members in need thereof wherever and whenever feasible.
- (e) Committee on Membership. Membership on this committee may include the chairperson of the membership committee of each Island Council; to implement a program of encouraging Filipino

- organizations throughout the State of Hawaii to enroll as member organizations in the Island Council within its geographical area.
- (f) Committee on Social Action. To speak for or against any issue which may be of concern and interest to the Filipino community; to implement a program of encouraging the Filipino community to perform their civic duties.
 - (g) Committee on Ways and Means. Membership on this committee may include the chairperson of the finance committee of each Island Council; to implement ways and means to secure funds for the operation of the activities of the United Council and for the eventual construction of a United Council building.
 - (h) Committee on Political Education (COPE). The president shall appoint, subject to the approval of the Board of Governors, a committee on political education (COPE) consisting of not less than eleven (11) members. Each Island Council shall be entitled to not less than one (1) member thereon. Every effort shall be made to appoint thereto members who may best able to represent the various known endeavors, disciplines, and activities within the community in Hawaii. A committee member must be a member of the United Council.
 - (1) During an election year, the committee shall formulate a list of issues of critical concern to the Filipino Community and to the community as a whole. It shall invite the announced political candidates for their views on those issues. It shall recommend to the members of the United Council for their support of those political candidates whose positions on those issues are supportive of such concerns. The findings and recommendations of the committee shall be forwarded to each Island Council not later than forty-five (45) days preceding the date of the primary elections.
 - (2) During the off-election year, the committee shall formulate and disseminate to the Island Councils position papers of the United Council on the critical issues facing the Filipino community as well as the general community in Hawaii.

Section 5. Other Committees. The president may, with the approval of the Board of Governors, create such other committees as may be deemed to be in the best interest of the United Council, and shall appoint the members thereof. Any member so appointed hereto may be removed by the president whenever in his or her judgment the best interest of the United Council shall be served by such removal.

Section 6. Quorum. Unless otherwise provided, a majority of the whole committee shall constitute a quorum and the act of the majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7. Committee Chair & Membership. Unless otherwise provided for in these by-laws or specified by the Board of Governors, the chairperson of each committee shall be appointed by the president subject to approval by the Board of Governors, and such chairperson shall appoint the members of his or her committee. Committee members need not be members of the United Council. (42nd Conv., 2000)

Section 8. Rules of Committee. Each committee may adopt rules for its own government not otherwise inconsistent with these by-laws.

ARTICLE X

Contracts, Checks, Deposits and Gifts

Section 1. Contracts. The Board of Governors may authorize any officer or officers, agent or agents, of the United Council, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver such instrument in the name of and on behalf of the United Council and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, and Orders. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the United Council shall be signed by such officer or officers, agent or agents, of the United Council and in such manner as shall from time to time be determined by resolution of the

Board of Governors. In the absence of such determination by the Board of Governors, such instruments shall be signed by the treasurer and countersigned by the president. (See Exhibit "1"; 36th Conv., 1994)

Section 3. Deposits. All funds of the United Council shall be deposited from time to time to its credit in such financial institutions or depositories as the Board of Governors may select.

Section 4. Gifts. The Board of Governors may solicit and otherwise accept on behalf of the United Council any contribution, gift, bequest, or devise for the general purposes or for any specific purpose of the United Council.

ARTICLE XI
Evidence of Membership

Section 1. Certificate of Membership and Membership cards. The Board of Governors shall provide for the issuance of appropriate certificates and cards evidencing membership in the United Council, which shall be in such form as may be determined by the Board. Such certificates and membership cards shall be signed by the president and the secretary or executive secretary, and shall bear the imprint of the seal of the United Council. If any certificate or membership card shall become lost, mutilated or destroyed, a new certificate or membership card, as the case may be, may be issued therefore upon such terms and conditions as the Board of Governors may determine.

Section 2. Issuance. Upon being admitted to membership, such member shall be issued a certificate of membership and a membership card; however, only the membership card will be re-issued annually to each member of the United Council.

ARTICLE XII
Dues

Section 1. Annual Membership Dues. The annual membership fee payable by each Island Council towards the support of the United Council shall be as follows:

- a. Oahu Filipino Community Council.....\$150.00
- b. Big Island Filipino Community Council,
Kauai Filipino Community Council and
Maui Filipino Community Council, each.....\$100.00
- c. Lanai Filipino Community Council and
Molokai Filipino Community Council, each.....\$75.00(33rd Conv., 1991)

Section 2. Payment of Membership Fee. The annual membership fee shall be paid to the United Council no later than December 31st of each fiscal year.

Section 3. Assessments on Island Councils. By resolution duly adopted at its first regular meeting following the annual convention, the Board of Governors may fix the amount of the per capita assessment on each individual member of the Island Council, which shall be due and payable to the United Council from each Island Council. The resolution shall also fix the mode and time of payment thereof. The United Council shall be prohibited from increasing the amount of the per capita assessment during the same fiscal year.

ARTICLE XIII
Seal

There shall be a seal for the United Council, which shall be in the form of a circle and shall have inscribed thereon the words "UNITED FILIPINO COUNCIL OF HAWAII" "STATE OF HAWAII" and the date of its incorporation.

ARTICLE XIV
Books and Records

The United Council shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of all meetings of the Board of Governors, executive committee, committees, and the annual convention. All books and records of the United Council may be inspected by any member or by his or her duly authorized representative at any reasonable time.

ARTICLE XV
Fiscal Year

The fiscal year of the United Council shall be from August 1st to July 31st of the following year.

ARTICLE XVI
Waiver of Notices

Whenever any notice is required to be given under the laws of the State of Hawaii or under the provisions of these by-laws, a waiver thereof in writing signed by the persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XVII
Amendments

Section 1. Amendments. These by-laws may be altered, amended, or repealed, or new by-laws adopted, by a two-thirds (2/3) vote of the accredited delegates to the annual convention.

Section 2. Procedures. The proposed amendments shall not be put to a vote before the annual convention unless such proposed amendments shall have been first submitted in writing to the committee on by-laws revision of the United Council not less than thirty (30) days preceding the annual convention; provided, however, that the thirty-day requirement shall not apply if the proposed amendments are submitted by an Island Council as certified by its president. By a majority vote of said committee, it shall submit the proposed amendments to a votes thereon by the annual convention.





UNITED FILIPINO COUNCIL OF HAWAII
46th Annual State Convention
Maui Beach Hotel
Maui, Hawaii
July 23, 24 & 25, 2004

CONVENTION RULES

RULE 1 ADOPTION OF RULES AND ORDER OF BUSINESS

- A. The formal business of the 46th Annual Convention of the United Filipino Council of Hawaii (UFCH) shall not proceed without the adoption of the Convention Rules by the majority of the delegates accredited to vote at the convention.
- B. Immediately after adoption of the Convention Rules, the Order of Business for the Annual Convention shall be presented for adoption by a majority of the voting delegates. The Order of Business shall be the official agenda for the Convention. Upon the adoption of the Order of Business, a two-thirds (2/3) vote of the voting delegates shall thereafter be required to amend or suspend the Order of Business.

RULE 2 DELEGATE FEE. Each delegate shall pay to the Credentials/Registration Committee a registration fee of \$180.00 on or before 10:00 A.M., Saturday, July 24, 2004 of which amount the non-refundable sum of \$10.00 shall be credited and paid over to the UFCH treasury.

RULE 3 REGISTRATION DEADLINE. Registration of delegates shall open at 4:00 P.M., Friday, July 23, 2004 and shall close at ~~10:00~~ 10:00 A.M., Saturday, July 24, 2004. This registration deadline shall not be extended.

RULE 4 CREDENTIALS COMMITTEE. Directly after the opening ceremonies of the first business meeting, shall report the number of delegates and alternates registered at present with proper credentials, and shall make a supplementary report after the opening exercises at the beginning of each day that business continues.

RULE 5 NOTICE FOR ANNOUNCEMENT, REPORTS AND OTHER MATERIALS.

- A. Notice for announcement to the convention shall be in writing, signed by the person (or a proper representative of the persons) under whose authority the announcement is issued, and shall be sent to the desk of the Recording Secretary.
- B. All reports and other material for the permanent record or proceedings shall be in typing and immediately on presentation, shall be sent to the Secretary.

RULE 6 APPOINTMENTS.

- A. The Chair shall appoint the following Convention Officers: Parliamentarian, Timekeeper, and three (3) Marshals.
- B. The Parliamentarian shall advise the Convention and the Chair in resolving questions of parliamentary procedure or rules of order, and in the interpretation of the Convention Rules and applicable UFCH By-Laws provisions.
- C. The Timekeeper shall monitor and enforce time schedules during the Convention and time restriction set forth in the Convention Rules.
- D. The Marshals shall maintain order during the Convention, assist in counting standing/rising votes, and enforcing observance of decorum.

RULE 7 REPRESENTATION.

- A. Subject to registration requirements, the five (5) elected officers, the nine (9) elected members of the Board of Governors and the immediate past president of UFCH shall be delegates to the Annual Convention.
- B. Subject to registration requirements, each Island Council shall be entitled to be represented at the convention by five (5) elected officers; provided that where an Island Council has more than five (5) elected officers, that Island Council shall select the five (5) delegates to represent it at the Convention, and provided further that the Island Council president shall be included in those five (5) delegates.
- C. Subject to registration requirements, each member unit organization of an Island Council shall be entitled to be represented at the Convention by three (3) delegates; in addition, a member unit organization shall be entitled to one (1) additional delegate for every ten (10) members, or a major fraction thereof, it has in good standing. A major fraction shall be six (6) or more members. To be entitled to representation at the Convention a member unit organization must have been a member unit organization of an Island Council not less than thirty (30) days preceding the first day of the Convention.
- D. A member shall be denied accreditation as a voting delegate where he or she was accepted as a member of the unit organization less than ninety (90) days preceding the date set for the registration of delegates.
- E. Subject to Registration requirements, a member registered as an alternate may, upon proper clearance by the Credentials Committee, be transferred from alternate to delegate at any time during the continuance of business meetings.

- F. The Committee on Credentials in conjunction with the Legal Counsel shall resolve all protests, contests, and disputes concerning accreditation of delegates. If unable to do so, the names affected shall be submitted to the Convention in assembly to resolve the protest, contest or dispute, and the decision of the Convention assembly shall be final. Said Committee may report to the Convention in assembly as often as changing conditions may require.
- G. A delegate is deemed to be a registered delegate upon properly registering in person with the Committee on Credentials and the payment of the required fee.
- H. For purposes of identification and floor registration, all registered delegates shall wear an official Convention badge at all times through the sessions.
- I. Only registered delegates wearing official Convention badges shall be admitted to the sessions and other formal Convention activities.
- J. All non-delegate members and observers may be allowed to participate in committee meetings (without voting privilege) and in workshops and panel discussions.

RULE 8 QUORUM. A majority of duly registered and accredited delegates shall constitute a quorum for transaction of business of the Convention. Once a Convention quorum is established prior to the adoption of the Convention Rules, based upon the number of duly registered and accredited delegates at the time as reported by the Committee of Credentials, a quorum shall be deemed to be present for the remainder of the Convention; except upon voting on proposed Resolutions and any adoption, amendments, revisions or repeals of the UFCH By-laws pursuant to rule 16(e) and 17(a).

RULE 9 RECOGNITION.

- A. Before a delegate can address the convention, he/she must be recognized by the Chair.
- B. Only delegates with official Convention badges shall be recognized by the Chair.
- C. Upon being recognized by the Chair, the delegate shall clearly state his/her name, office or position, and/or the name of the organization and the Island Council for which he/she appears as a delegate, before taking the floor.
- D. After the delegate is given the floor, he/she may not be interrupted by any other delegate except for the following:
 - 1. Question or Point of Order, Clarification or Information;
 - 2. Objection to consideration of the question;
 - 3. Call for the Order of the Day;

4. Question of privilege that call for immediate action.

- E. References to personalities shall not be permitted to enter into any Convention floor debate or discussion.

RULE 10 DEBATE AND DISCUSSION.

- A. No delegate shall speak in debate more than once on the same question on the same day, or longer than two minutes, without permission of the Chair or a motion to Limit or Extend Limits of Debate granted by two-thirds vote of the assembly.
- B. The Chair shall first recognize the delegate who made the motion to speak in favor of the motion; and thereafter, the Chair shall alternately recognize delegates who wish to speak against or for the motion.
- C. If the Chair recognizes that there are no other delegates desiring to speak for such side or on such subject and permits a delegate to speak again on a given side of a motion or subject, the speaker shall be limited to one minute on any motion or subject under discussion.
- D. Rights in regard to debate are not transferable, a delegate cannot yield any unexpired portion of his/her time to another delegate, or reserve any portion of time for a later time, if a member yields the floor before speaking his/her full two minutes, he/she is presumed to have waived his/her right to the remaining time. However, if a speaker yields to the Chair or another delegate for a Point of information, the time consumed by the question is not charged to the speaker. Merely making an inquiry or brief suggestion is not counted as speaking in debate nor is the making of a secondary motion.

RULE 11 VOTING.

- A. No delegate shall have the right or be entitled to vote on any issue and matter which may be brought before the Convention, including the election of officers and members of the Board of Governors, unless such delegate shall have first attained the age of sixteen (16) years on the day proceeding the first day on which the Convention convenes.
- B. Each accredited delegate shall be entitled and limited to cast one vote n any matter or question before the Convention.
- C. All voting on any issue or matter shall be via voice vote at all sessions of the Convention, except in cases where a voice vote has been taken with an inconclusive result and/or voting on issues or matters requiring a two-thirds (2/3) vote for adoption, then a rising/standing vote shall be the proper method.

- D. The election of Officers and members of the Board of Governors shall be by secret ballot.
- E. Unless otherwise indicated in the Convention Rules, a majority of the votes cast shall be required to adopt a proper motion except that the following shall require a two-thirds (2/3) vote:
1. To amend or suspend the rules;
 2. To make a special order;
 3. To take a question out of order;
 4. To object to the consideration of the question;
 5. To move for previous question; and
 6. To extend, limit or close debate.
- F. Only voting delegates who are personally present at the time of the elections on Sunday, July 25, 2004 shall be entitled to vote for elective officers and members of the Board of Governors. Voting shall be held on Sunday, July 25, 2004 at a time period designated by the convention agenda. [If on a Sunday, July 25, 2004 a voting delegate is personally present, but must leave prior to the designated time period set forth by the convention agenda, ONLY upon proper authority and for good cause, a voting delegate may cast his/her secret ballot vote prior to the designated time period;
- G. Election of Officers and Members of the Board of Governors shall be on one ballot. Nominations shall be completed and closed before recess on Saturday afternoon, July 24, 2004.
- H. Candidates for each office shall be limited to one campaign speech of (3) minutes, except for the presidential candidates, who shall be allowed a maximum of (5) five minutes.

RULE 12 ELIGIBILITY FOR ELECTIVE OFFICE.

- A. Only an accredited voting delegate present, and who has consented to be nominated, shall be nominated for an elective office.
- B. No voting delegate shall be eligible to be elected as an officer of the UFCH unless such delegate shall have been a member of a unit organization for not less than one (1) year, and which unit organization has been a bonafide member of an Island Council for a period of not less than one (1) year proceeding such election.
- C. Only delegates who shall have attained the age of eighteen (18) years on the day of election, Sunday, July 25, 2004 shall be eligible for nomination and election as an Officer or Member of the Board of Governors.

RULE 13 NO PROXY, ABSENTEE BALLOTING, VOTING BY MAIL. Voting by proxy absentee balloting, or voting by mail at the Conventions shall not be allowed.

RULE 14 CAUCUSES AND COMMITTEE REPORTS.

- A. For the purpose of clarifying or conciliating differences of opinion on any question or matter, caucuses may be called from time to time, for the conduct of which the Chair may call or declare an appropriate recess.
- B. The report of the committee shall represent the majority of the committee. The committee chair, or secretary, or other designated committee member may present the committee report.
- C. A minority report shall be considered on the floor provided prior notification shall have been given to the committee involved. When the committee reports to the convention, the chair or the secretary of the committee shall make the majority report followed by the minority report and may be presented in writing or verbally. The minority report shall be acted upon first by the Convention, followed by the majority report.

RULE 15 CENSURE AND EXPULSION. A delegate who fails to observe or abide by these Convention Rules or proper decorum may be cautioned by the Chair or by a two-thirds (2/3) vote of the voting delegates present be censured and/or expelled from the Convention.

RULE 16 RESOLUTIONS

- A. All resolutions intended to be acted upon by the Convention shall be submitted in writing to the Committee on Resolutions not later than 9:00 P.M., Friday, July 23, 2004; provided, however, that the chair of the Committee on Resolutions, in his/her discretion, may accept at any time after said deadline, any resolution for presentation to and consideration by the convention
- B. A resolution offered by an individual shall be in writing, signed by the maker and whom shall be a delegate of the convention. All resolutions except those proposed by the Board of Governors, and all recommendations made in reports of officers or committees of the convention that are not in the form of resolutions, shall be referred without debate to the Resolutions Committee; resolutions proposed by the Board of Governors or by Resolutions Committee shall be presented directly to the convention.
- C. Each delegate who offers a resolution shall be given an opportunity to explain it to the Resolutions Committee if he so requests.
- D. The Resolutions Committee shall review the resolutions and make any necessary changes as to form and substance referred to it, and shall submit to the

convention, with the Committee's own recommendation as to appropriated action, these and all other resolutions referred to the Committee, except questions which the Committee by vote of two thirds of its members may decide not to report. However, the convention by a majority vote may suspend this rule and may immediately consider a question, or may order the Resolutions Committee to report a question at a certain time, even if the Committee has voted not to report it.

- E. Adoption of the Resolutions by the convention assembly requires a proper quorum present, a majority of duly registered and accredited delegates shall constitute a quorum for the transaction of business regarding resolutions. A two-thirds (2/3) vote of the delegates that represent quorum shall be required to adopt resolutions.

RULE 17 AMENDMENTS, REVISION, and REPEALS TO BY-LAWS.

- A. Alterations, amendments, repeals, or adoption of new by-laws shall require a two-thirds (2/3) vote of ALL registered and accredited delegates with voting rights to the annual convention. [Article XVII Section 1]
- B. The proposed amendments, repeals, or adoption of new by-laws shall not be put to a vote before the annual convention unless such proposals have been first submitted in writing to thirty (30) days preceding the annual convention; provided, however, that the thirty-day requirement shall not apply if the proposed amendments are submitted by an Island Council as certified by its president. By a majority vote of said committee, it shall submit the proposed amendments to a vote thereon by the annual convention. [Article XVII Section 2]

RULE 18 PRECEDENCE. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the convention in all cases to which they are applicable and in which they are not inconsistent with the by-laws of the UFCH and these standing rules.



EXHIBIT 5

PROPOSED ADDENDUM

Mission Statement

The UFCH shall adopt a mission statement and implement the ideals embodied therein.

Proposed Language: Article I

The UFCH shall consist of a conglomeration of the established Filipino Island Councils to promote a sense of unity, friendship, camaraderie and mutual assistance among Filipinos in Hawaii while promoting and perpetuating the Filipino heritage and culture.

Rationale:

To better focus the efforts of the organization, the By-Laws Committee strongly recommends the adoption of a Mission Statement. A Mission Statement will unite the goals of the Island Councils, the unit organizations, and the individual members.

Offered By: Venus Agpaoa & By-Laws Committee

PROPOSED ADDENDUM

Code of Ethics

The UFCH shall adopt a code of conduct and hold its members accountable to preserve the integrity and credibility of the organization.

Proposed Language: Article _____

- a. Each member is required to read and thoroughly understand all the provisions of the UFCH Constitution and By-laws and is obligated to abide by them.
- b. Shall not use their position to secure or grant special consideration, treatment, advantage, privilege or exemption to themselves or any person beyond that which is available to every person.
- c. Shall treat all its members fairly, equally and with respect at all times.
- d. Shall respect others point of view in relation to his/issues and concerns about the affairs of UFCH.
- e. Shall not receive compensation for services rendered to UFCH.
- f. No member of the Board shall co-mingle his/her personal funds with the official funds of UFCH.
- g. Any member of the Board may loan his/her personal funds, during true emergencies with the approval of the Board. The purpose of such loan shall be documented in writing and signed by the President and countersigned by the Treasurer. Any loan made in such manner shall be paid immediately when funds become available.

Offered By: By-Laws Committee & Venus Agpaoa

Proposed Amendment

Amendment to raise minimum voting age of 18: Article IV, Section 4(d):

Proposed Language:

(d) Effective from and after the 34th Annual State Convention of the United Council, no delegate to an annual convention of the United Council shall have the right or be entitled to vote on any issue and matter, including the election of officers and governors, which may be brought before the convention of the United Council, provided and unless such delegate shall have first attained the age of sixteen (16) eighteen (18) years on the day preceding the first day on which the convention convenes. (~~33rd Conv., 1991~~) (33rd Conv., 1991)

Rationale:

The law recognizes individuals 18 and over as legal entities. Persons under the age of 18 are not considered legal entities. As such, persons under 18 are precluded from entering legal contracts and may not be subject to civil action. Accordingly, minors are unable to hold stock in a corporation.

UFCH members are similar to stockholders of a corporation. In fact, the UFCH is incorporated under the laws of the State of Hawaii. Similar to the stockholders of a corporation, members (especially voting members) should be legal entities able to enter into and be bound by legal contracts.

Offered By: By-Laws Committee & Legal Counsel

EXHIBIT 6

S BOOK

line numbers as
example:

, p. 350, l. 16-17

des all previous editions and
come the parliamentary author-
s prescribe "Robert's Rules
er Revised," "Robert's Rules
current edition of" any of
specifying a particular edition.
y one of the nine previous edi-
y authority, the bylaws
"the current edition of
Revised" (see p. 569).

ROBERT'S RULES OF ORDER NEWLY REVISED

10TH EDITION



GENERAL HENRY M. ROBERT
U.S. Army

A New and Enlarged Edition by
SARAH CORBIN ROBERT
HENRY M. ROBERT III
WILLIAM J. EVANS
DANIEL H. HONEMANN
THOMAS J. BALCH

PERSEUS PUBLISHING
Cambridge, Massachusetts

000062

1 with bringing up a single item of business, but must wait until the complete series is disposed of. For example, such a series of motions is in process of being dealt with:

- 5 • when the assembly has just voted to suspend the rules and permit a certain main motion to be introduced;
- when a question has just been laid on the table for the announced purpose of admitting another motion;
- when a previous action has just been rescinded (35) to enable a conflicting main motion to be made; or
- 10 • when a main motion has just been voted down after a member stated in debate that in that event he would offer a different motion covering the case.

15 In each of the above instances, until the main motion that was specified has been made and disposed of, it is not in order to move to take still another question from the table.

20 STATUS OF A QUESTION TAKEN FROM THE TABLE. When a question is taken from the table, it is before the assembly, with everything adhering to it, exactly as it was when laid on the table. If amendments and a motion to *Commit* were pending when a resolution was laid on the table, then when it is taken from the table the question is

25 first on the motion to *Commit*. The same would be true if a motion to *Postpone to a Certain Time* were adhering to a resolution, except that if the resolution is not taken from the table until after the time of proposed postponement, the motion to postpone is ignored. If the question is taken

30 up on the same day that it was laid on the table, members who had exhausted their right of debate cannot speak on the question again; but if on another day, no notice is taken of speeches previously made. The *Previous Question* or a limitation or extension of debate is not exhausted, however,

35 if the question to which such an order was applied is taken

1 from the table at the same session, even on another day— as in a convention. At the next session any such order is exhausted and the regular rules of debate prevail.

Form and Example 5

The form used in making this motion is, for example, "I move to take from the table the resolution relating to . . . and its amendment."

10 If Member A, who has risen to seek the floor for the purpose of making this motion, observes that the chair has recognized another member who rose at about the same time and who apparently intends to make a new main motion, the procedure would be as follows:

15 MEMBER A (remaining standing and interrupting): Mr. President, I rise for the purpose of moving to take a question from the table.

20 Upon recognition, Member A then would move ". . . to take from the table the motion relating to . . ."

If Member A did not rise to claim the floor before the chair recognized another member who already has made a new motion, then before this question has been stated by the chair, Member A can quickly rise and address the chair, thus:

25 MEMBER A: Madam President.

CHAIR: For what purpose does the member rise?

MEMBER A: I rise for the purpose of moving . . . [and so on, as in the case above].

30 §35. RESCIND; AMEND SOMETHING PREVIOUSLY ADOPTED

35 By means of the motions to *Rescind* and to *Amend Something Previously Adopted*—which are two forms of one

000063

1 incidental main motion governed by identical rules—the as-
 5 assembly can change an action previously taken or ordered.
Rescind—also known as *Repeal* or *Annul*—is the motion by
 10 which a previous action or order can be canceled or coun-
 5 termanded. The effect of *Rescind* is to strike out an entire
 main motion, resolution, rule, bylaw, section, or paragraph
 that has been adopted at some previous time. *Amend Some-*
thing Previously Adopted is the motion that can be used if it
 is desired to change only a part of the text, or to substitute
 a different version.

Standard Descriptive Characteristics

15 The motions to *Rescind* and to *Amend Something Pre-*
viously Adopted:

1. Take precedence over nothing, and can therefore be
 moved only when no other motion is pending. *Previous*
 notice (pp. 116-18) of intent to offer one of these motions
 at the next meeting can be given while another question is
 pending, however—provided that it does not interrupt a
 speaker (see Standard Characteristic 7). These motions
 yield to subsidiary, privileged, and incidental motions.
2. Can be applied to anything (e.g., bylaw, rule, policy, de-
 cision, or choice) which has continuing force and effect
 and which was made or created at any time or times as
 the result of the *adoption* of one or more main motions.
 Can also be applied to any precedent created as a result
 of a ruling of the chair or an appeal that has been taken
 from a ruling of the chair. (However, see below for ac-
 tions that cannot be rescinded or amended.) All of the
 subsidiary motions can be applied to the motions to *Re-*
scind and to *Amend Something Previously Adopted*.
3. Are out of order when another has the floor; but previ-
 ous notice of intent to offer one of these motions at the

- next meeting can be given after another member has
 been assigned the floor, provided that he has not begun
 to speak.
4. Must be seconded.
 5. Are debatable; debate can go into the merits of the
 question which it is proposed to rescind or amend.
 6. Are amendable, by the processes of primary and sec-
 ondary amendment in any of the forms discussed in 12,
 as applicable to the particular case. Thus, a motion to
Rescind can be amended, for example, to become a mo-
 tion to strike out only a part of what it was proposed to
 rescind. But if a motion to *Rescind* or to *Amend Some-*
thing Previously Adopted is amended so that the change
 proposed by the amended motion then exceeds the
 scope of a previous notice that was given, the effect of
 the previous notice is destroyed and the motion can no
 longer be adopted by a majority vote (see Standard
 Characteristic 7). When these motions *require* previous
 notice (as may be the case with respect to a motion to
 rescind or amend a provision of the bylaws or a special
 rule of order), such a motion cannot be amended so as
 to make the proposed change greater than that for
 which notice has been given.
 7. In an assembly, except when applied to a constitution,
 bylaws, or special rules of order, require (a) a two-thirds
 vote, (b) a majority vote when notice of intent to make
 the motion, stating the complete substance of the pro-
 posed change, has been given at the previous meeting
 or in the call of the present meeting, or (c) a vote of a
 majority of the entire membership—whichever is most
 practical to obtain. In a committee, these motions re-
 quire a two-thirds vote unless all committee members
 who voted for the motion to be rescinded or amended
 are present or have received ample notice, in which case
 they require a majority vote. A motion to rescind or

amend provisions of a constitution or bylaws is subject to the requirements for amendment as contained in the constitution or bylaws (see 56, 57). If the bylaws or governing instrument contains no provision relating to amendment, a motion to rescind or amend applied to a constitution or to bylaws is subject to the same voting requirement as to rescind or amend special rules of order—that is, it requires (a) previous notice as described above and a two-thirds vote or (b) a vote of a majority of the entire membership.

8. A negative vote on these motions can be reconsidered, but not an affirmative vote.

Further Rules and Explanation

RIGHT OF ANY MEMBER TO MAKE THE MOTIONS, WITHOUT TIME LIMIT. In contrast to the case of the motion to *Reconsider*, there is no time limit on making these motions after the adoption of the measure to which they are applied, and they can be moved by any member, regardless of how he voted on the original question. When previous notice has been given, it is usual to wait for the member who gave notice of these motions to move them; but if he does not, any member can do so.

CONDITIONS DETERMINING TYPE OF VOTE TO BE SOUGHT. The type of vote (two thirds, a majority when previous notice has been given, or a majority of the entire membership) to be sought for adopting one of these motions will depend on conditions. Ordinarily it is desirable to give previous notice if there is a possibility of serious disagreement. The two-thirds vote without previous notice may be used for matters requiring emergency action. In many organizations, a majority of the entire membership may never be obtainable at a meeting; but this may become

the best method in a convention of delegates, or in a small board.

PROPOSED AMENDMENTS BEYOND THE SCOPE OF THE NOTICE. As noted in Standard Descriptive Characteristic 6 above, when previous notice is a requirement for the adoption of a motion to rescind or amend something previously adopted, no subsidiary motion to amend is in order that proposes a change greater than that for which notice was given. This is always the case, for example, when the bylaws of an organization require previous notice for their amendment, which they should do (pp. 562-63). It will also be the case, as a practical matter, whenever a majority of the entire membership is not in attendance at the time the vote is taken on a motion to rescind or amend a provision of the constitution or bylaws, or a special rule of order. In either of the situations described above, no subsidiary motion to amend is in order that proposes a change going beyond the scope of the notice which was given, for the reason that adoption of such a motion will destroy the effect of the notice, and the motion is thus tantamount to a motion to *Postpone Indefinitely*.

ACTIONS THAT CANNOT BE RESCINDED OR AMENDED. The motions to *Rescind* and to *Amend Something Previously Adopted* are not in order under the following circumstances:

- a) When it has previously been moved to reconsider the vote on the main motion, and the question can be reached by calling up the motion to *Reconsider* (37).
- b) When something has been done, as a result of the vote on the main motion, that is impossible to undo. (The unexecuted part of an order, however, can be rescinded or amended.)

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1 when any bylaw amendment is adopted, that amendment
 becomes a part of the bylaws immediately; and it is the bylaw
 language *as thus amended*, rather than the previous language,
 which any bylaw amendments subsequently considered would
 5 now propose to modify. If an amendment that has not been
 considered no longer presents a rational proposition because
 it was applicable only to language which has disappeared
 from the bylaws in this process, such a bylaw amendment
 must, of course, be dropped; but this situation should
 10 generally not arise if the amendments are taken up in
 proper order as indicated above.

The final vote on a bylaw amendment should be counted
 and recorded in the minutes unless it is nearly unanimous.

15 **Amending a Proposed Amendment to the Bylaws**

While amendments to a proposed bylaw amendment can
 be made in both the first and the second degrees (as ap-
 20 plicable) and can be adopted by a majority vote without
 notice, they are subject to restrictions on the extent of the
 changes they propose.

If the bylaws require previous notice for their amend-
 ment (as they should), or if they do not but notice *has* been
 given and a majority of the entire membership is not present,
 25 an amendment to a bylaw amendment is in order that
 increases the modification of the article or provision to be
 amended (see Standard Characteristic 6, p. 295). This restriction
 prevents members from proposing a slight change and then
 taking advantage of absent members by moving a greater
 30 one as an amendment to the amendment. Thus, if the bylaws
 place the annual dues of members at \$10 and an amendment
 is pending to strike out 10 and insert 25, an amendment
 to change the 25 to any number between 10 and 25 would
 35 be in order, but an amendment to change the number to less
 than 10 or greater than 25 would be out of order, even with
 unanimous consent. Had notice been given

that it was proposed to increase the dues to more than \$25
 to reduce them below \$10, members who opposed such a
 change might have attended the meeting to vote against
 the amendment. The same principle applies to an amend-
 5 ment in the nature of a substitute for sections or articles
 (in the nature of a revision), as already indicated above; the
 proposed substitute is open to amendments that diminish the
 amount of change, but not to amendments that increase it
 that introduce new changes. Thus, if an amendment is
 10 pending to substitute a new rule for one that prescribes the
 initiation fee and the annual dues, and the substitute pro-
 poses to alter the initiation fee but does not propose any
 change in the annual dues, then an amendment which recom-
 mends changing the annual dues would be out of order.

Amendments to strike out a sentence, paragraph, or sec-
 15 tion deserve special care. In such cases, the existing bylaw is
 not itself open to consideration, but only the amendment. If
 notice is given to strike out a provision of the bylaws and
 some members feel it should be retained with certain changes,
 20 those changes would be outside the scope of that notice,
 and those members should immediately give notice of the
 amendments to the existing provisions which they think are
 advisable. Otherwise, friends of the existing provision will be
 25 put off from opportunity to work out compromises for its
 partial retention by perfecting the existing language.

Giving Notice of Amendments

Notice of a bylaw amendment should be formally worded
 in a form such as "To amend Article IV, Section 2, by strik-
 30 ing out 'March' and inserting 'April' after the words 'second
 Tuesday in.'" If required to be in writing, the notice should
 be signed by two members, who thus serve as mover and sec-
 35 onder. When the bylaws do not place a limitation on those
 who can give notice of a bylaw amendment, any member is
 entitled to do so. If notice is to be given at a meeting, this is

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usually done under new business, although it can be done any time, even after it has been voted to adjourn if the chair has not actually declared the meeting adjourned. A bylaw committee can give notice in that part of the order of business set aside for committee reports. If notice is to be given by mail, the society is responsible for paying the cost of sending such notice, not the member proposing the amendment. When notice has been given of a bylaw amendment, it becomes a general order for the meeting at which it is to be considered. The notice should fairly inform the members of the changes contemplated. Showing the existing bylaw and the bylaw with the proposed changes in parallel columns is a good device so long as the exact amendment, stated in a formal manner, is set out at the top across both columns. When notice of a bylaw amendment is given in open meeting, it cannot be considered at that time, except to be discussed formally and briefly at the discretion of the presiding officer (see also pp. 383-84).

20 **Time at Which a Bylaw Amendment Takes Effect**

25 **A**n amendment to the bylaws goes into effect immediately upon its adoption unless the motion to adopt specifies another time for its becoming effective, or the assembly has set such a time by a previously adopted motion. While the amendment is pending, a motion can be made to amend the enacting words of the motion to amend by adding a clause such as this: "... with the proviso that [or, "... provided, however, that"] this amendment shall not go into effect until after the close of this annual meeting." Or, while the amendment is pending, an incidental motion can be adopted that, in the event of the amendment's adoption, it shall not take effect until a specified time. Either method requires only a majority vote. It is a mistake to encumber the bylaws themselves with provisions which have effect for

only a limited time. If the mechanics of transition to operation under a revised set of bylaws will be complicated in any way, such provisions can be numbered and attached to the revision draft on a separate sheet headed "Provisos Relating to Transition." The motion to adopt the revision can then be made in this form: "I move the adoption of the revised bylaws with the provisos attached thereto."

Amendments to the article on officers may raise difficulties in relation to the time at which adopted changes take effect, unless special care is taken. A society can, for example, amend its bylaws so as to affect the emoluments and duties of the officers already elected, or even to abolish an office; and if it is desired that the amendment should not affect officers already elected, a motion so specifying should be adopted before voting on the amendment, or the motion to amend can have added to it the proviso that it shall not affect officers already elected. There is virtually a contract between a society and its officers, and while to some extent action can be taken by either party to modify or even terminate the contract, such action must be taken with reasonable consideration for the other party.

It is important to note that, although the time when a bylaw amendment *takes effect* can be delayed by the assembly, the amendment becomes part of the bylaws immediately upon adoption. If the amended bylaws are printed, a footnote or similar device should indicate that the amended language is not yet in effect and, if language was removed by the amendment, the text of that provision should be given if it is still applicable in the organization.

Captions, Headings, and Article and Section Numbers

It was formerly customary to permit the secretary to fill in captions, headings, and article, section, or paragraph

EXHIBIT 7

000068

WEBSTER'S
NEW WORLD

ROBERT'S RULES

of

ORDER

Simplified and Applied

Second Edition

by Robert McConnell Production



Wiley Publishing, Inc.

If business is pending when the motion to reconsider is made, it must be *called up* when no business is pending. To call up the motion to reconsider, a member rises, addresses the chair, and states:

Member: I call up the motion to reconsider.

Because the motion to reconsider was seconded when it was originally proposed, the chair immediately states it this way:

President: It is moved and seconded to reconsider the vote on the motion to buy a computer and laser printer. Is there any discussion on the motion to reconsider the vote?

Rescind and Amend Something Previously Adopted

- ◆ **Purpose:** To change something previously adopted either by striking out the entire action or by changing part of it.
- ◆ Needs a second.
- ◆ Amendable.
- ◆ Debatable.
- ◆ If no previous notice is given, either a two-thirds vote or a majority of the entire membership is needed, whichever is more practical to obtain. If previous notice is given, the motion requires a majority vote to adopt.
- ◆ Can reconsider only a negative vote.
- ◆ **Result:** If this motion is adopted, the previously adopted motion is reversed or changed.

The rules concerning the two motions to *rescind* and *amend something previously adopted* by the assembly are very similar. These are considered incidental main motions. They need a second and are debatable. They are not in order if the action has already been carried out and is impossible to undo.

Debate can go to the merits of the original motion.

A motion can't be rescinded or amended:

- If someone makes the motion to reconsider the vote and it can be called up.
- If action on the motion has been carried out, and it is impossible to undo.
- When a resignation is acted upon and the person notified.
- When a person is elected to membership or expelled from membership and notified. (If expelled from membership, this person has to reapply according to the bylaws.)
- When an officer is elected to or removed from office and notified. (If a person is elected to office and the members want to rescind the action, they can do so if the bylaws permit this action.)

The vote requirements for rescinding or amending a motion previously adopted are as follows:

- With previous notice, it takes a majority vote.
- Without previous notice, it takes a two-thirds vote or a majority vote of the entire membership. The reason for such a high vote is to protect the rights of the absent members.

Giving previous notice is best, especially when the issue is controversial. To give previous notice, a member can request that the notice is included in the letter sent to the membership notifying them of the meeting; or, a member can give notice orally at the previous meeting.

To give previous notice at a meeting, a member states:

Member: Mr. President, I rise to give previous notice that at the next meeting I will make a motion to rescind the action that we give a donation to the Fourth Annual President's Night banquet.

Previous member ma second. The minutes.

At the ne motion.

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EXHIBIT 8



UFCH ELECTIONS

Please indicate your vote by checking the box next to the candidate you are voting for.

President

vote for no more than one (1)

- Don Alvarez
- Ernie Pascua

Vice President

vote for no more than one (1)

- Virgilio "Leo" Agcolicol
- Rowena Dagdag

Secretary

vote for no more than one (1)

- Gladys Menor
- Doris Saribay

Treasurer

vote for no more than one (1)

- Chuleta Paco
- Liza Romualdo

Auditor

vote for no more than one (1)

- Alfonso Afos
- Rick Nava

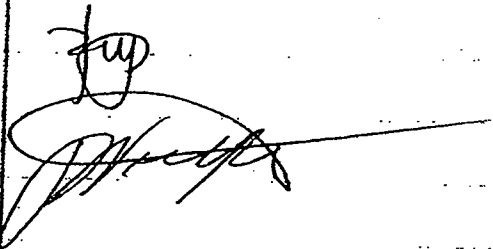
Board of Governors

vote for no more than seven(7)

- Angel Acorda
- Bernadette Fajardo
- Acela Garcia
- Zhoydell Magaoay
- Nestor Muyot
- Dolores "Dolly" Ortal
- Benito Piros
- Anabel Portugal
- Joy Sinclair
- Lou Sinfuego
- Adriano Vicente
- Jenny Quezon

EXHIBIT 9

		TEAM (1)	(2)	(3)	(4)	TOTAL
PRES	DONI ALVAREZ	31	32	29	26	(118)
	ERNIE PASCUA	22	20	22	26	90
VICE-P	LEO AGCOLICOL	24	20	27	23	(104)
	ROWENA DAGDAG	26	22	21	29	98
SEC	GLADYS MENDOR	32	32	30	28	(122)
	DORIS SARIBAY	18	20	21	23	82
TREAS	CHUNETA PAGO	32	24	28	31	(115)
	LITA ROMUALDO	19	18	22	20	79
AUDITOR	AL AFOS	35	35	33	32	(135)
	RICK — QUIT!	13	9	—	16	—



PROCES	telam (1)	(2)	(3)	(4)	TOTAL
ACORDO	23	22	21	27 28	93
FERRAZO	24	18	20	29	91
GARCIA	27	31	33	31	122(5)
MAGDOBA	23	22	21	26	92
MAYAT	19	17	17	20	73
ORTAL	23	27	26	25	101(7)
PIROS	31	35	29	27	122(8)
PORTALM	33	31	36	34	134(2)
SMICLAR	18	18	18	23	77
SIREFUAN	33	24	34	34	125(1)
ULLARE	26	33	30	23	112(6)
UREZON	34	31	32	28	124(3)

EXHIBIT 10

000077

MOLOKAI 17

46th ANNUAL UFCH CONVENTION
 JULY 23-25, 2004
 UNIT ORGANIZATION:
 ISLAND COUNCIL:

LAST NAME	FIRST NAME	UNIT ORGANIZATION	AMOUNT PAID CHECK #/CASH	SIGNATURE
1. PERROS	BENITO	UFCH	UFCH	[Signature]
2. CASINO	Jenny Lynn (51)	MFCC	did NOT VOTE	Jenny Lynn [Signature]
3. NAVA *	Rick (275)	KAFCC	46 Wagner B per Rick	[Signature]
4. Mercado	Francisco (43)	MFCC (Molokai)		[Signature] #154
5. Maria Watanabe	Maria (45)	MFCC maleka		[Signature] #141
6.				[Signature] #162
7. *	bids to list not counted on Molokai's 17			
8.		subject to verification		
9.				
10.				

EXHIBIT 11

46th ANNUAL UFCH CONVENTION
JULY 23-25, 2004
UNIT ORGANIZATION:
ISLAND COUNCIL:

JENNY QUEZA N.

(207)

Add on sheet

[Signature]

X ESTER VISAÑA

(213)

[Signature]

X Gladys Mann

(215)

[Signature]

X ANITA GULLER

(210)

[Signature]

X Don Guzman

(214)

[Signature]

X DYNNE GUBIERRA

(220)

[Signature]

X Ben P. Pineda

(209)

[Signature]

Bonny Pinos

(223)

[Signature]
(ADDED - NOT ON LIST)

Subject to verification
of records

ofec ch 26 1.7.180.6

(#126)

UFCH #124

UFCH #137

UFCH #138

UFCH #156

UFCH BOG 157

UFCH BOG #119
249

UFCH BOG

000081

46th ANNUAL UFCH CONVENTION
 JULY 23-25, 2004
 UNIT ORGANIZATION:
 ISLAND COUNCIL:

(9)

LAST NAME	FIRST NAME	UNIT ORGANIZATION	AMOUNT PAID CHECK #/CASH	SIGNATURE
1. Bolibol	Violeta #110	Maui Seniors	\$ 526	Violeta Bolibol
2. Manuel	Fred #111	" "	\$ 526	Fred Manuel
3. Cachola	Ely 67	" "	\$ 526	Ely Cachola
4. Segui	Tessie #91	Fit Cultural	\$ 1005	Tessie Segui
5. [unclear]	Tessie	Range	VOID	[unclear]
6. Magbual	Arnold #88	Paoay Currimao	\$ 862	Arnold Magbual
7. Magbual	Marjorie	Paoay Currimao	\$ 862	Marjorie Magbual
8. Visaya	Catalino	Nueva Vizcaya	\$ 1027	Catalino Visaya
9. Garcia	Samuel	Sarrat	\$ 343	Samuel Garcia
10. Garcia	Acela	Sarrat	\$ 343	Acela Garcia

(10)

EXHIBIT 13

12	ROMUALDO	Liza (3)	Ilocos Nortenians of America	✓	<i>Romualdo</i>	
13	ROMULADO	Danilo (5)	Kalayaan Philippines-Hawaii International	✓	<i>Romualdo</i>	#200
14	SALVADOR	Tina	Oahu FCC			#201
15	TALAVERA	Elsa (20)	Kalayaan Philippines-Hawaii International	✓		
16	VIERNES	John (21)	Kalayaan Philippines-Hawaii International	✓	<i>J. Viernes</i>	182
17	VILLAFUERTE	Arnold (13)	Oahu FCC	✓	<i>Arnold Villafuerte</i>	183
(4)	Larcia	Samuel	Isamat Det'l	✓	<i>Samuel</i>	\$180
(15)	Acela	Larcia		✓	<i>Acela</i>	
	PASION	Flora (20)	ck # 777	✓	<i>Pasion</i>	\$180.00
(14)	Dolly	DOLLY	✓	✓	<i>Dolly</i>	#133
	Priscilla	Ray (21)	Cabugo Sons & Daughters	✓	<i>Priscilla</i>	#187
(19)	Agnes	Ricarte	ck # 779	✓	<i>Agnes</i>	* 202
	Aspiritu	Priscilla	ck # 778	✓	<i>Aspiritu</i>	#207
	Liza	Liza	ck # 1021	✓	<i>Liza</i>	#208

Note: Added list subject to verification of program

EXHIBIT 14

46th ANNUAL UFCH CONVENTION
 JULY 23-25, 2004
 UNIT ORGANIZATION:
 ISLAND COUNCIL:

(7)

LAST NAME	FIRST NAME	UNIT ORGANIZATION	AMOUNT PAID CHECK #/CASH	SIGNATURE	
1. Hanson	John #131	Fil. Org. Maui	# 1082	<i>[Signature]</i>	130
2. Piano	Ruby Lea #130	Fil. Org. Maui	# 1081	<i>[Signature]</i>	129
3. Fernandez	Evangelina #80	Asingay #80	cash	<i>[Signature]</i>	131
4. Agcolical	Melan #84	(M FCC will pay)	ck # 1868 \$180.40	<i>[Signature]</i>	132
5. Agcolical	Miguel #150	(Paoy)	# 2541	<i>[Signature]</i>	135
6. Ramos	Evelyn #6	MCTC-FC	1071	<i>[Signature]</i>	135
7. Ped #143	Richard	Asingay	ck # 1047 \$180	<i>[Signature]</i>	139
8. Bosa	Artemis #121	Fil. cult. club	ck # 1284 \$180	<i>[Signature]</i>	160
9. Aguinaldo	Chita #147	United Baccan	ck # 1917 \$180	<i>[Signature]</i>	
10. STARISAY	DORIS	West Maui	ck ?	<i>[Signature]</i>	

(SUBJECT TO VERIFICATION)
 ABOVE - NOT ON LIST
 No name tag

— . . . v

(9)

EXHIBIT 15

KPMW 105.5 FM
230 Hana Highway
Kahului, HI 96732

August 24, 2004

Atty. Bryan Andaya
Legal Counsel
United Filipino Council of Hawaii

RE: COMPLAINT LETTER CONCERNING THE 2004 UFCH ELECTIONS

Dear Atty. Andaya:

On behalf of KPMW, I would like to thank you for the radio interview on Thursday, August 19, 2004. I know that you represent UFCH's best interest and that of the Filipino community. Several concerned citizens from Maui are anxiously waiting for the results of your investigations. We appreciate the fact that you had mentioned about coming back on the air to share with our listening audience the results of your investigations. I am aware that you could reasonably complete your investigation on or before September 21, 2004. Please confirm a follow up interview on the air scheduled for September 22, 2004 at 6:30 a.m.. Please confirm that you are able to join us on the air on this date.

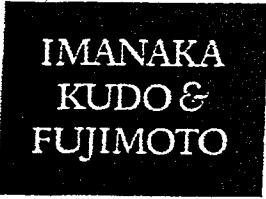
I reiterate my appreciation for your willingness to inform our listening audience of relevant information that impact the Filipino community. Should you have any questions, please contact me at 283-3739.

Sincerely yours,


Cecille Piros

President
KPMW 105.5 FM

EXHIBIT 16



August 27, 2004

A Limited Liability Law Company

Cecille Piros, President
KPMW 105.5 FM
230 Hana Highway
Kahului, Maui, Hawaii 96732

Mitchell A. Imanaka

Benjamin A. Kudo

Wesley M. Fujimoto

Jon M. H. Pang

Richard T. Asato, Jr.

Naomi U. Kuwayc

Re: Complaint Letter Concerning The 2004 UFCH Elections

Dear Ms. Piros:

Thank you for your letter dated August 24, 2004 requesting a live radio interview on the air on the morning of September 22, 2004. Please note that I will be unable to participate in the interview at that time.

As you know, I am the legal counsel of the United Filipino Council of Hawaii (UFCH). As legal counsel, I represent the best interest of the organization and not that of any particular member and/or faction.

In keeping with my neutral role, I will be conducting an impartial investigation of the plethora of issues that have been brought to my attention through various letters as well as numerous comments that have circulated through the radio and various circles of the community. The investigation presents a daunting task requiring a thorough review of the convention records and interviews of key witnesses. Although I would like to devote more time and resources to this matter, please note that the services that I provide to UFCH, including this investigation, is on a pro bono basis. Under these circumstances, I ask the community's patience in allowing me the time required to conduct a thorough and impartial investigation.

Please note that I will require at least a month to conclude my investigation to be able to conduct a thorough review of all the pertinent convention and election documents, as well as any written statements that may be submitted by witnesses. I further plan to conduct interviews of key witnesses who were involved in the convention and election. I will issue a written report and recommendation upon completion of the investigation.

This timeline has already been communicated to Antonio Ramil, Esq., legal counsel of the Maui Filipino Community Council (MFCC), with whom I have been in correspondence, as well as the entire UFCH Board of Governors at the most recent meeting on August 22, 2004. Please also note that I will be out of the country from September 2, 2004 to September 21, 2004. I regret that I will be unable to issue a written opinion until well after my return.

Of Counsel

R. Brian Tsujimura

Perfecto R. Yasay, Jr. *

* admitted to practice only in New York and Philippines

Hon. Mario R. Ramil

Former Associate Justice
Hawaii Supreme Court

Auric Center, Hawaii Tower
745 Fort Street Mall, 17th Floor

Honolulu Hawaii 96813

Phone: (808) 521-9500

Facsimile: (808) 521-9650

info@imanakakudo.com

Cecille Piros, President

KPMW 105.5 FM

Re: Complaint Letter Concerning The 2004 UFCH Elections

August 27, 2004

Page 2

Perhaps more importantly, I believe it only fair that I give the governing body of the UFCH, which includes representatives from the MFCC, who has requested this investigation the first opportunity to view and discuss the results of my investigation. The next UFCH meeting is scheduled for October 3, 2004. I am confident that I will be ready with a written opinion at that time.

I acknowledge and respect the community's interest and desire to be informed on this matter. The UFCH remains willing to inform interested members of the community with information about the organization that may affect the Filipino Community. Therefore, I plan to issue press releases and grant radio interviews soon after discussing the results with the UFCH governing body. I assure you that I will be contacting you, as well as other radio stations and newspapers as appropriate, to schedule interviews thereafter.

I understand the concerns being raised with respect to the 2004 UFCH election of its Officers and Board of Governors. I am in full agreement that the election procedures of any organization or, for that matter, any office is seldom perfect. Very few things in life are perfect. The 2000 election of the President of the United States, our highest public official, illustrated the imperfections inherent in any election, even an election whose procedures have been used for over 200 years. In this regard, I believe my investigation would not be a fruitful expenditure of time and resources if it was limited to admitting or denying the allegations that have been discussed on your radio station. Instead, my recommendations will likely include how I believe the organization can improve its election procedures to minimize complaints with the understanding that it is impossible to please everyone.

Finally, I note that there have been rampant discussions regarding the issues raised on the radio and within various circles in the community. To prevent further escalation of this matter that has already proved to be damaging to the organization and the community, I urge the cooperation of the entire Filipino Community in refraining from making derogatory or defamatory comments about the organization or any of its members, or any individual involved. I do not believe that the mentioning of the names of individuals on the air is necessary for the fruitful discussion of the issues. Although I acknowledge our freedom of speech guaranteed by the United States and Hawaii constitutions, defamatory comments are neither protected speech nor in the best interest of our community. In fact, as you know, defamation is actionable under the law.

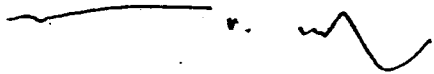
Regardless of our opinions over the 2004 UFCH Convention procedures and the outcome of the election, I would like to believe that we share a higher common interest, which is the best interest of the Filipino Community in Hawaii. I fail to see how prolonged and vicious internal infighting within the community over the results of an election of a volunteer organization can be in the best interest of the community. I sincerely hope that members of our Community will endeavor in a positive manner to further promote, strengthen, and unite the Community despite our imperfections.

Cecille Piros, President
KPMW 105.5 FM
Re: Complaint Letter Concerning The 2004 UFCH Elections
August 27, 2004
Page 3

Thank you for your attention to this matter. I look forward to working with you for the betterment of our Community, which means so much to all of us.

Very truly yours,

IMANAKA KUDO & FUJIMOTO



Bryan P. Andaya

BPA.df
360899.1

OFFICERS 2004-2005

- PRESIDENT
Norma Barroga
- VICE PRESIDENT
Fred Dagdag
- RECORDING SECRETARY
Linda Kushi
- CORRESPONDING SECRETARY
Magdalena Evangelista
- TREASURER
Grace Lamarca
- ASSISTANT TREASURER
Lolita Bucaneg
- AUDITOR
Rafael Acoba
- DIRECTORS AT LARGE
Pepita Cajudoy
Cyrilla Pascual
Harena Soril
Elizabeth Whitehead



MAUI FILIPINO COMMUNITY COUNCIL

P.O. BOX 2087, WAILUKU, MAUI, HI 96793

President's Report

- IMMEDIATE PAST PRESIDENT
Fred Dagdag
- LEGAL ADVISOR
Antonio V. Rasmil, Esq.
- UNIT ORGANIZATIONS
Asingan Association of Maui
Associated Isabelinos of Maui
Baldwin High Filipino Club
Bailes de Filipinas
Bantay Association of Maui
Cabugao Sons & Daughters of Maui
Christ the King Filipino Catholic Club
Christ the King Junior Filipino Catholic Club
Damien Volunteers
FILCORE of Hawaii
Filipino Cultural Club
Filipino Educators Organization
Filipino Organization of Maui
First Assembly of God Filipino Club
Good Shepherd Church Filipino Club
GUMIL Maui
Iao School ESLL & Filipino Clubs
KABATAK
Kabugao International Association, Maui Chapter
Kahului Filipino Community Association
Kalama Intermediate ESLL & Filipino Clubs
Kalayaan International, Maui Chapter
King Kekaulike High School Multicultural Club
Knights of Rizal
Lahaina Filipino Catholic Club
Lahainaluna High School Sariling Gawa Club
Lahainaluna High School Bayanihan Club
Laoag City Association of Maui
Lokelani Intermediate School ESLL Club
Lokelani Intermediate School Filipino Club
Magsingal Association of Maui
Maui Community Tech. Center Filipino Club
Maui Evangelical Church
Maui-Fil-Am Civic Club
Maui High School ESLL Club
Maui Waena ESLL Club
Maui High School/Maui Waena Filipino Club
Maui High School Sariling Gawa Club
Mami Sanistas
Moncado Foundation of America
Narvacameos of Maui
Pangasinan Association of Maui
Pangasinan Association of Maui - Juniors
Paoy Currimao Association of Maui
Phil. Agriculture Training Program (PATP)
PHIL-AM Youth
Rang-Ay Civic Club
Santo Domingo Club of Maui
Santa Marians of Hawaii - Maui Chapter
San Juan Association of Maui
Santiago Association of Maui
Santo Nino Hinabangay Club of Maui
Sinaiteanians of Maui
San Estebanians of Maui
San Nicolas Association of Maui
St. Theresa Filipino Catholic Club
St. Anthony Filipino Catholic Club
Tarlagueanos of Maui
United Bacareneos of Maui
United San Nicolameans
West Maui Filipino Community Association

1. Hosted the UFCH Convention on July 23, 24, and 25, 2004 at Maui Beach Hotel.

a. Credential committee Chairperson, Linda Kushi reported that there were 222 registered voters. However, the last voter, Doris Saribay reported that her ballot number was 226.

b. Esther Visaya informed me and Doris Saribay that her husband, Catalino "Lino" Visaya registered on July 25, 2004 which was past the deadline. This was a violation of Convention Rules (see attached copy).

c. Dr. Arnold Villafuerte was appointed as nominations chair and yet he did not have the ballots with him nor the information relative to the elections. Esther Visaya took the ballot box which raised a question of "who gave her the authority to handle the ballot box?" See copy of email from Dr. Villafuerte after I had asked him about the results of the elections.

d. Election results were not revealed and this was not right because we were not able to account for the ballots and we were not informed who the top vote getters were. This information was crucial in determining who are the Governors at large. A number of people informed me that Cirilo Sinfuego, Jr. and Anabel Portugal were the two (2) top vote getters. If this was the case, these two individuals are the Governors at large. Should Joy Sinclair from Maui and Angel Acorda from Kauai be then automatically part of the Board of Governor? If we made a mistake, we should rectify it.

e. Elsa Talavera did not vote and yet there is a ballot number written next to her name. See attached sign in sheet.

f. The By-Laws amendment on voting age requirement had 104 "yes" votes which does not represent 2/3 of the 222 registered delegates. The proposed amendment was not also presented in writing to the Board by the Committee 30 days prior to the convention. These being the case the proposed amendment must be declared null and void. Please refer to UFCH By-Laws and Robert's Rule.

g. As UFCH Board members, we clearly do not have a clear understanding of ethics and the concept of conflict of interest relative to safeguarding the financial integrity of UFCH as evidenced by the fact that a majority of us did not vote in favor of the proposed amendment that I presented relative to this matter. I challenge each and everyone of us to enforce ethics in the organization if you expect other people in the community to respect us and believe in us.

h. A concern was raised that I wrote several of my personal checks for some delegates from Maui and the other concern related to this was that how can they be ensured that my personal checks will be deposited. I felt that this was an attack on my personal integrity as the host council president. Those checks would have been deposited on Saturday or Sunday if the bank where we have the MFCC account was open on weekend. I was one of the several people from Maui who wrote several checks for other people. See attached copies of checks written by other individuals.

i. All checks received for the UFCH Convention were deposited

Total revenues.....	\$38,376.00
Total expenses.....	\$31,127.33
Income.....	\$ 7,248.67

j. All checks received for the Miss Hawaii Filipina Pageant were deposited.

Total revenues.....	\$39,765.34
Total expenses.....	\$31,638.22
Estimated payables.....	\$14,250.00
Estimated Loss.....	(\$ 1,552.22)

k. A letter of protest concerning the UFCH elections is hereto attached. I had requested that this be included in today's agenda however, Don Alvarez refused and said that Atty. Bryan Andaya told him not to discuss the letter because he is still investigating the matter. We would like Atty. Andaya to give us a written report of his investigations by September 22, 2004. If no report is received by this date this matter will be taken to a higher level.

h. Updates

MFCC Board Meeting --- August 29, 2004 @ Hale Mahaolu Elima
 MFCC Youth Leadership Camp --- September 2004 @ Camp Maluhia
 Binhi at Ani Kaisahan Masquerade Ball --- October 29, 2004
 Westin Maui Hotel
 Projected Binhi at Ani Maui Filipino Community Center Grand Opening -
 January 8, 2005

Don Alvarez
 8-22-04

EXHIBIT 18

**LINO & ESTHER
VISAYA**
1435 Aupupu St. Kailua, Hawaii 96734

MEMO

To: The UNITED FILIPINO COUNCIL OF HAWAII
 From: LINO and ESTHER VISAYA
 Date: August 22, 2004
 Re: Letter to UFCH from Atty Antonio Ramil dated 08/11/04

The letter refers to an attached letter signed by various individuals mentioning that Lino Visaya registered as a delegate on Sunday, July 25, 2004 and was allowed to vote.

We would like to address this matter with an urgency, as we have been wrongfully accused of this irregularity which has affected us personally and continues to damage our names in the community. We were singled out of the four extra ballots issued, but did not make mention of all the others that exactly resembled his case.

Quite contrary to what has been circulated, in writing and verbally, even simulcast on the radio, LINO VISAYA DID NOT REGISTER JUST THAT SUNDAY, JULY 25, 2004. HE REGISTERED FRIDAY EVENING, JULY 23, 2004, PAID THE FULL DELEGATION FEE OF \$180.00 with Check # 1027, SIGNED THE DELEGATION SHEET and was given the delegate pass under Delegate # 125. He fully complied with all the requirements as a delegate, and has participated in the whole convention proceedings from that time on until the last day, July 25, 2004.

Attached is a copy of the Delegates Registration sign-up sheet, where his name appears together with his payment and signature. The only mistake was that he was asked to sign under the Maui Sign-up sheet/folder, through no fault of his.

When the Sunday Voting day came, Lino went to the Oahu line, but was unfortunately declined as he did not have his name listed under the Oahu folder. He tried looking for his name under the other Island listings but could not find it and lines were too long at that time, especially Maui. He, therefore, started complaining why he cannot vote when he, in good faith, registered Friday night and had expected everything to be in proper order. He showed evidence of his check payment Friday night through his checkbook which keeps a duplicate copies of all checks issued. The matter was then referred to Legal Counsel, Bryan Andaya, for decision. He approved the issuance of the second extra ballot (Ballot # 224) to Lino Visaya, subject to verification of records. In order for us to issue this extra ballot, we had to add his name under the Oahu delegation list and have him sign and acknowledge the issuance, countersigned by Bryan, as being subject to verification.

There are other evidences and witnesses supporting his full compliance with the delegation requirement, but the sign up sheet alone speaks volume for itself! We have the full respect for UFCH, its Officers and Board of Governors, and we will not stoop so low as to dishonor it in any way by any dishonesty. We have submitted our full report to Legal Counsel. Should anyone wish to further verify the facts of this case, he has all the records available under his care.

Respectfully submitted by,

Lino Visaya Esther Visaya

46th ANNUAL UFCH CONVENTION
 JULY 23-25, 2004
 UNIT ORGANIZATION:
 ISLAND COUNCIL:

(9)

LAST NAME	FIRST NAME	UNIT ORGANIZATION	AMOUNT PAID CHECK #/CASH	SIGNATURE
1. Bolibol	Violeta #110	Mani Sanjata	# 526	Violeta Bolibol #89
2. Manuel	Fred #111	" "	# 526	Fred Manuel #67
3. Cachola	Ely #67	" "	# 526	Ely Conner #147
4. Segui	Tessie #91	Pit Cultural	# 1005	Tessie Segui #94
5. Randall	Tessie	Randall	VOID	Handwritten
6. Magbual	ARNOLD #86	Pooy Currimao	# 862	Handwritten #122
7. Magbual	Marjorie	Pooy Currimao	# 862	Handwritten #123
8. Visaya	Catalino	Nueva Vizcaya	# 1027	Handwritten #125
9. Garcia	Samuel	Sarrat	# 343	Handwritten #127
10. Garcia	Acela	Sarrat	# 343	Handwritten #129

(10)