

**EXECUTIVE SESSION
MINUTES OF THE SPECIAL BOARD OF DIRECTORS' MEETING
OF AOA HONOLULU PARK PLACE**

August 12, 2025

6:00 P.M.

CALL TO ORDER

Upon announcing a quorum was present, President Brehm called the special board meeting to order at 6:09 pm. By unanimous consent of all Directors present, President Brehm announced temporarily adjournment of the regular session to convene into executive session at 6:09 pm to discuss and vote upon matters, as necessary to protect the attorney-client privilege of the Association and/or to protect the interests of the Association while negotiating contracts, leases, and other commercial transactions.

ESTABLISH A QUORUM

A quorum was established.

Members Present: President Kelly Brehm, Vice-President Richard Baldwin, Secretary Craig Williams, Directors Katherine Crosier, Mark Russell, , and Dennis Padlock

Members Absent: Treasurer Trappeur Rahn (Waiver of Notice attached), and Directors Melanie King (Waiver of Notice attached), Eric Lockett (Waiver of Notice attached)

Also Present: General Manager, Walters Miranda; Hawaiiana Management Executive, Ed Au; Attorney, Christopher Goodwin; Attorney Rachel Miyashiro

EXECUTIVE SESSION

1. Personnel: It was moved (Brehm) and seconded (Padlock) to retain Torkildson Katz law firm to draft employee separation and/or release agreement to include payment to employee not to exceed \$5,000.00 inclusive of vacation and wages earned through date of termination. Motion passed unanimously.

ADJOURNMENT

Meeting adjourned the meeting at 6:58 pm.

Ed Au
Recording Secretary

From: [Eric Lockett](#)
To: [Kelly Brehm](#)
Cc: [Rick Baldwin](#); [Craig Williams](#); [Trappeur Rahn](#); [Melanie King](#); [Katherine Crosier](#); [Mark Russell](#); [Dennis Padlock](#); [Walt](#); [Christopher Shea Goodwin](#); [Edmund Au](#)
Subject: Re: [EXTERNAL] HPP - Proposed Special Board Meeting via Zoom Tuesday, August 12, 2025 at 6:00 p.m.
Date: Monday, August 11, 2025 2:13:39 PM

External Sender - From: (Eric Lockett
<ericlockett@gmail.com>)

This message came from outside your organization.

I cannot attend and I agree to waive notice.
-Eric

On Mon, Aug 11, 2025 at 11:04 AM Kelly Brehm <kbbrehm@gmail.com> wrote:

Fellow Board Members,

Please advise as to your availability to attend a brief Special Board Meeting in Executive Session via Zoom on **Tuesday, August 12, 2025 at 6:00 p.m.** to discuss a personnel matter.

Because this matter involves the termination of an employee who may file a Hawaii Civil Rights/EEOC discrimination and/or retaliation claim, Chris has recommended the Board retain labor and employment counsel (John Knorek of the Torkildson law firm) to handle the termination. Chris has advised that Torkildson is highly qualified to handle this termination and that any separation agreement drafted by the Torkildson law firm should protect the Association from employment-related claims which might be asserted by this employee. The employee at issue has recently been placed on administrative leave.

If you **are available to attend**, please confirm by reply e-mail.

If you are **unable to attend**, please advise by reply e-mail whether you will agree to **waive notice of this meeting**, so the Board may hold the meeting and act on this matter so long as a quorum is present.

Thank you,

Kelly

From: melanieking88@gmail.com
To: [Kelly Brehm](#)
Cc: [Rick Baldwin](#); [Craig Williams](#); [Trappeur Rahn](#); [Katherine Crosier](#); [Eric Lockett](#); [Mark Russell](#); [Dennis Padlock](#); [Walt](#); [Christopher Shea Goodwin](#); [Edmund Au](#)
Subject: Re: [EXTERNAL] HPP - Proposed Special Board Meeting via Zoom Tuesday, August 12, 2025 at 6:00 p.m.
Date: Monday, August 11, 2025 2:09:06 PM

External Sender - From: (melanieking88@gmail.com)

This message came from outside your organization.

I am unable to attend and waive notice.

On Aug 11, 2025, at 2:04 PM, Kelly Brehm <kbbrehm@gmail.com> wrote:

Fellow Board Members,

Please advise as to your availability to attend a brief Special Board Meeting in Executive Session via Zoom on **Tuesday, August 12, 2025 at 6:00 p.m.** to discuss a personnel matter.

Because this matter involves the termination of an employee who may file a Hawaii Civil Rights/EEOC discrimination and/or retaliation claim, Chris has recommended the Board retain labor and employment counsel (John Knorek of the Torkildson law firm) to handle the termination. Chris has advised that Torkildson is highly qualified to handle this termination and that any separation agreement drafted by the Torkildson law firm should protect the Association from employment-related claims which might be asserted by this employee. The employee at issue has recently been placed on administrative leave.

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Thank you,

Kelly

From: [Trappeur Rahn](#)
To: [Craig Williams](#)
Cc: [Kelly Brehm](#); [Rick Baldwin](#); [Melanie King](#); [Katherine Crosier](#); [Eric Lockett](#); [Mark Russell](#); [Dennis Padlock](#); [Walt](#); [Christopher Shea Goodwin](#); [Edmund Au](#)
Subject: Re: [EXTERNAL] HPP - Proposed Special Board Meeting via Zoom Tuesday, August 12, 2025 at 6:00 p.m.
Date: Monday, August 11, 2025 12:44:08 PM

External Sender - From: (Trappeur Rahn

<trappeur88@gmail.com>)

This message came from outside your organization.

Kelly:

I hereby waive notice requirements for the upcoming Special Meeting on 8-11-25.

Trappeur

On Mon, Aug 11, 2025 at 12:41 PM Craig Williams <williamspacific70@gmail.com> wrote:

I'm available.

Craig Williams

1212 Nuuanu Avenue, Suite 3106
Honolulu, HI 96817-4037
Telephone: (808)255-2432
Email: williamspacific70@gmail.com

On 8/11/2025 11:03 AM, Kelly Brehm wrote:

Fellow Board Members,

Please advise as to your availability to attend a brief Special Board Meeting in Executive Session via Zoom on **Tuesday, August 12, 2025 at 6:00 p.m.** to discuss a personnel matter.

Because this matter involves the termination of an employee who may file a Hawaii Civil Rights/EEOC discrimination and/or retaliation claim, Chris has recommended the Board retain labor and employment counsel (John Knorek of the Torkildson law firm) to handle the termination. Chris has advised that Torkildson is highly qualified to handle this termination and that any separation agreement drafted by the Torkildson law firm should protect the

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Thank you,

Kelly