



**HAWAII FARMERS UNION UNITED  
NOTICE OF NOVEMBER 15, 2020  
ANNUAL MEETING  
TO VOTE ON  
ELECTION OF THE PRESIDENT,  
ADOPTION OF ANY POLICIES AND BYLAW AMENDMENTS  
AND**

**SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE CONVENTION**

**WHY YOU ARE GETTING THIS NOTICE** Hawaii'i Farmers Union United (HFUU) is organized as a nonprofit corporation under the Hawaii'i Nonprofit Corporations Act, Hawaii'i Revised Statutes ("HRS" or "Act") Chapter 414D. The Act and HFUU's Bylaws require giving notice in a "fair and reasonable manner" to those HFUU Regular Members entitled to notice and to vote at any annual membership meeting (herein "Convention"). Even if you are not a Regular Member entitled to notice and vote, you may attend the Convention, receive an e-mail of this notice, and review the information about the Convention on the HFUU website. [www.hfuuhi.org](http://www.hfuuhi.org). All references to "Bylaws" in this Notice are to the Fifth Amended and Restated Bylaws of the Hawaii'i Farmers Union United, adopted November 10, 2019 and posted on the HFUU website (<https://hfuuhi.org/about/hfuu-bylaws/>).

**I. DATE, TIME, DELEGATE VOTING AND RECORD DATE.** The HFUU 2020 Annual Convention business meeting will begin at about 9AM November 15, 2020 **AS A VIRTUAL MEETING** by ZOOM Teleconference. The meeting may be accessed by logging on to the HFUU ZOOM account: Code 450 691 6693. No additional password will be required. You may also attend the meeting by phone: (669) 900-6833; Code 450 691 6693#. As approved by the HFUU & HFUF Boards of Directors at their July Strategic Planning meeting held in Kohala, Hawaii, due to the need to hold the meeting virtually, **VOTING WILL BE BY DELEGATES ONLY** As discussed further below, **THE RECORD DATE IS SEPTEMBER 6, 2020.**

**II. THE CONVENTION'S OFFICIAL BUSINESS WILL BEGIN SUNDAY, NOVEMBER 15 ABOUT 9AM.** with the announcement of the quorum, reading and approval of the 2019 Minutes and officer reports. Subject to the approval of the Convention Delegates, business will follow the following sequence:

**III. NOMINATIONS FOR PRESIDENT. NOMINATIONS FOR PRESIDENT TO SERVE A TWO-YEAR TERM CAN BE MADE BY FRIDAY, OCTOBER 30, 2020 OR AT THE MEETING.** To be included on Delegate ballots, nominations shall be 200 words or less and may include a passport size photo, and be sent electronically to the **Nominations Committee Chair, David S. Case**, at: [casedavids@gmail.com](mailto:casedavids@gmail.com). Any information received from nominees on or before 11:59AM on October 30 will be posted on the HFUU website.

**CANDIDATES FOR PRESIDENT MUST BE PRESENT IN PERSON AT THE ZOOM MEETING TO ANSWER QUESTIONS FROM MEMBERS.**

**IV. POLICY REVIEW.**

**A. POLICY COMMITTEE PROPOSALS.** Pursuant to Section 6.3A of the HFUU Bylaws, the Policy Committee, is requesting policy proposals from Chapters and individual members to be submitted to the Committee for review. The 2019 policy statement is provided on the HFUU website (<https://hfuuhi.org/about/hfuu-policy-statement/>). Proposals for 2020 must be sent by e-mail by 11:59PM on October 25, 2020 to HFUU Policy Chair, Saleh Azizi at [azizi.saleh@gmail.com](mailto:azizi.saleh@gmail.com) with a copy HFUU Secretary, David Case at [casedavids@gmail.com](mailto:casedavids@gmail.com).

**POLICY PROPOSALS RECEIVED AFTER OCTOBER 25<sup>TH</sup> MAY NOT BE CONSIDERED AT THE CONVENTION UNLESS SPONSORED BY A DELEGATE.**

**B. POLICY PROPOSAL DISTRIBUTION.** On or before Friday, October 30, 2020 the Policy Committee Chair, Saleh Azizi, will post the policy proposals the Committee has approved to be submitted to the Annual Convention on the HFUU website for review and comment prior to the Convention. The Committee will also notify all those proposing policies of the Committee's action and afford the proposers an opportunity to confer with the Committee prior to the Convention.

**C. CONVENTION POLICY REVIEW.** ANY PROPOSALS NOT SUBMITTED TO OR APPROVED BY THE POLICY COMMITTEE MAY ONLY BE SUBMITTED PRIOR TO THE CONVENTION BY A DULY AUTHORIZED DELEGATE ON NOVEMBER 13<sup>TH</sup> OR 14<sup>TH</sup> BY PHONE CALL TO SALEH AZIZI AT (808) 383-5224 BETWEEN THE HOURS OF 9AM AND 5PM HAWAII STANDARD TIME.

**V. BYLAW AMENDMENTS.** There are no proposed Bylaw amendments, but Chapters and individual members may propose such amendments in the manner and time frames outlined above for policy proposals; provided that, any Bylaw proposals must also be approved by the HFUU Board at its regular October 21, 2020 Board Meeting or as hereafter rescheduled or recessed.

**VI. PRE-CONVENTION PROGRAM.** The November 15<sup>th</sup> business meeting will be preceded by world-class, educational and musical presentations November 12, 13 & 14 accessed exclusively through a Hawaii Theatre link on the HFUU website. Program and other materials regarding the Pre-Convention Program may now be accessed through the HFUU website: [www.hfuuhi.org](http://www.hfuuhi.org).

**VII. VOTING AND OTHER ELECTION PROCEDURES.**

**A. RECORD DATE.** Hawai'i law, HRS 414D-107 (a) & (b), allows a nonprofit corporation to establish a cut-off date to determine those members entitled to notice and to vote at a membership meeting. Sections 4.1A (1) & (2) of HFUU's Bylaws provide that each Regular Member in good standing for at least 70 days "from the date of their membership application" is entitled to vote at the Annual Convention. Section 4.5C of the Bylaws permits the HFUU Board to set the Record Date for Notice and Voting at an Annual Convention. **ACCORDINGLY, SEPTEMBER 6 IS THE RECORD DATE SET 70 DAYS BEFORE THE NOVEMBER 15<sup>TH</sup> MEETING.**

**B. NOTICE.** This Notice is being sent electronically to all members of record as of **SEPTEMBER 6, 2020**, but it may also be given on the HFUU Website and by e-mail to all persons on HFUU's databases. This will include information about those who submit timely nomination information for the office of President, as well as Policies and Bylaws to be considered at the Annual Convention.

**C. NO INDIVIDUAL VOTING. BECAUSE THIS CONVENTION IS VIRTUAL, THE BOARD HAS DIRECTED THAT THERE WILL BE NO INDIVIDUAL VOTING.**

**D. DELEGATE VOTING ONLY.** Section 4.6D of the HFUU Bylaws provides for Delegate voting at HFUU Annual Conventions. Every Chapter is entitled to at least 3 Delegates: 1 delegate for its first 10 members and 2 Delegates from its Chapter Board. Chapters may select additional delegates for each 50 members or fraction thereof over the first 10. If at least one Chapter Delegate is present at the Convention, that Delegate can cast votes for all the Chapter members. **BECAUSE THIS CONVENTION WILL BE HELD BY DELEGATE VOTING ONLY, IT IS ESPECIALLY IMPORTANT FOR CHAPTERS TO IDENTIFY THEIR DELEGATES PRIOR TO THE CONVENTION.**

**E. QUORUM.** Section 4.5G of the HFUU Bylaws requires a quorum of 5% of the total members entitled to vote. **According to HFUU's records, as of the September 6, 2020 Record Date, HFUU had 889 members entitled to vote of which a quorum would be 45 members to be represented by Delegates.**

**F. ELECTION OFFICIALS.** The HFUU Board appointed HFUU's Secretary, David S. Case, as the Nominations Committee Chair, with Board Members Maureen Datta and Dash Kuhr as the two other Nominations Committee members. The Nominations Committee acts as the Convention Credentials Committee as provided under Section 6.3B of the HFUU Bylaws. Under Section 5.10L of the Bylaws, the Nominations Committee also "may adopt such other policies and procedures as may be necessary to and convenient for the conduct of elections not inconsistent with law."

**HAWAII FARMERS UNION UNITED**

**DATED OCTOBER 10, 2020**