Notice of Meeting
UNIVERSITY OF HAWAI‘I
BOARD OF REGENTS COMMITTEE ON GOVERNANCE
Members: Regents Loo (Chair), Wilson (Vice-Chair), Haning, Higaki, and Lee

Date: Thursday, May 2, 2024
Time: 9:00 a.m.
Place: University of Hawai‘i at Mānoa
Information Technology Building
1st Floor Conference Room 105A/B
2520 Correa Road
Honolulu, Hawai‘i 96822

See the Board of Regents website to access the live broadcast of the meeting and related updates: www.hawaii.edu/bor

AGENDA

I. Call Meeting to Order

II. Approval of Minutes of the February 15, 2024, Meeting

III. Public Comment Period for Agenda Items:

Individuals who are unable to provide testimony at this time will be allowed an opportunity to testify when specific agenda items are called.

All written testimony on agenda items received after posting of this agenda and up to 48 hours in advance of the meeting will be distributed to the board. Late testimony on agenda items will be distributed to the board at the beginning of the meeting. Written testimony may be submitted via the board’s website through the testimony link provided on the Meeting Agendas, Minutes and Materials page. Testimony may also be submitted via email at bor.testimony@hawaii.edu, U.S. mail at 2444 Dole Street, Bachman 103, Honolulu, HI 96822, or facsimile at (808) 956-5156.

Those wishing to provide oral testimony virtually may register here. Given the constraints with the format of hybrid meetings, individuals wishing to orally testify virtually must register no later than 7:30 a.m. on the day of the meeting in order to be accommodated. Registration for in-person oral testimony on agenda items will also be provided at the meeting location 15 minutes prior to the meeting and closed at the posted meeting time. It is highly recommended that written testimony be submitted in addition to registering to provide oral testimony. Oral testimony will be limited to three (3) minutes per testifier.

Although remote oral testimony is being permitted, this is a regular meeting and not a remote meeting by interactive conference technology under Section 92-3.7, Hawai‘i Revised Statutes (HRS). Therefore, the meeting will continue
notwithstanding loss of audiovisual communication with remote testifiers or loss of the public broadcast of the meeting.

All written testimony submitted are public documents. Therefore, any testimony that is submitted orally or in writing, electronically or in person, for use in the public meeting process is public information and will be posted on the board’s website.

IV. Agenda Items

A. Board Review and Discussion on Strategic Plan Imperative - Fulfill kuleana to Native Hawaiians and Hawai’i

B. Committee Annual Review

V. Adjournment
I. CALL TO ORDER

Chair Laurel Loo called the meeting to order at 4:46 p.m. on Thursday, February 15, 2024, at the University of Hawai‘i (UH) at Hilo, Daniel K. Inouye College of Pharmacy, Hale Kīho‘iho‘i Room 10, 722 South Aohoku Place, Hilo, HI 96720, with regents participating from various locations.

Committee members in attendance: Chair Laurel Loo, Vice-Chair Ernest Wilson, Regent William Haning, Regent Wayne Higaki, and Regent Gabriel Lee.

Others in attendance: Board Chair Alapaki Nahale-a; Regent Neil Abercrombie; Regent Lauren Akitake; Regent Abigail Mawae; Regent Diane Paloma; Regent Laurie Tochiki (ex officio committee members); President David Lassner; Vice President (VP) for Administration Jan Gouveia; VP for Community Colleges Erica Lacro; VP for Academic Strategy Debora Halbert; VP for Legal Affairs/University General Counsel Carrie Okinaga; VP for Research and Innovation Vassilis Syrmos; VP for Budget and Finance/Chief Financial Officer Kalbert Young; UH-Mānoa Provost Michael Bruno; UH-Hilo Chancellor Bonnie Irwin; UH-West O‘ahu Chancellor Maenette Benham; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Yvonne Lau; and others as noted.

II. APPROVAL OF MINUTES

Chair Loo inquired if there were any corrections to the minutes of the November 2, 2023, committee meeting which had been distributed. Hearing none, the minutes were approved.

III. PUBLIC COMMENT PERIOD

Board Secretary Lau announced that the Board Office did not receive any written testimony and that one individual signed up to provide oral testimony.

Jill Nunokawa provided oral comments on various aspects of the university’s strategic plan, purpose, educational mission, and administration relative to the concept of world peace.
IV. AGENDA ITEMS

A. Discussion on Regents Policy (RP) 9.212 Executive and Managerial (EM) Personnel Policies

President Lassner spoke about the purpose of this discussion which was to address questions recently raised by regents regarding personnel actions brought to the board for approval and review of board policies related to this matter.

VP Gouveia provided an overview of the board’s role in approving EM appointments in accordance with RP 9.212 and certain parameters involving the appointment of head coaches pursuant to RP 9.202. She reviewed the various appointment types, referencing the RP applicable to each one; explained the current process and approach used to appoint each of the noted personnel categories; went over some of the information received by the board for each appointment; and discussed personnel appointments requiring board action.

Regent Mawae asked if it was within the board’s authority to amend RPs. Chair Loo and Board Chair Nahale-a responded in the affirmative. Given this response, Regent Mawae voiced her concerns with the process used to hire the current UHM athletics director and suggested board consideration of possibly amending its personnel appointment policies to address high-profile positions, especially those of particular import to the community.

Regent Lee questioned whether there was ever a time when the appointment and salary of subordinates to the EM reporting directly to the board, such as the vice presidents and chancellors, did not require final board approval. VP Gouveia replied that she could not recall any such situation in the past. President Lassner added that he believed this process, commonly referred to as the “two-level rule”, was first implemented sometime between 2004 and 2009 during the tenure of President David McClain and could have been in response to appointment issues brought forth during President Evan Dobelle’s stint.

Discussions ensued on the extent to which the board should involve itself in the personnel appointment process; the potential advantages, disadvantages, and operational challenges of elevating these hires to a level requiring board action; things the administration can do to better inform regents about high-profile appointments before seeking board approval so as to mitigate to the potential for concerns to be raised; the ability of the board to reject an appointment request; and the necessity of amending existing board policies regarding this matter.

Chair Loo closed the deliberations on this agenda item by pointing out the apparent lack of support for amending the RPs at this time. No objections were raised regarding Chair Loo’s assessment of regent’s sentiments on this issue.

B. Board Review and Discussion on Strategic Plan Imperative - Meet Hawai‘i’s Workforce Needs of Today and Tomorrow
Chair Loo provided the rationale for the committee’s review and discussion of each imperative contained within the University of Hawai‘i System Strategic Plan 2023-2029 (Strategic Plan) highlighting a lack of familiarity with the overall Strategic Plan and its imperatives among regents who were relatively new members of the board and did not take part in the current Plan’s creation. She noted the purpose of this exercise, which was for regents to conduct in-depth discussions on each imperative and reaffirm the board’s commitment to these imperatives or propose changes to them; asked more seasoned regents to share their thoughts about, and provide insight on, the development of the Strategic Plan and its imperatives; went over the goal and objectives of the imperative to Meet Hawai‘i’s Workforce Needs of Today and Tomorrow, along with the metrics being used to evaluate achievement of its objectives; and invited input from regents on this matter.

Referencing discussions on the Strategic Plan imperatives that took place at the November 2, 2023, Committee on Governance Meeting, Regent Abercrombie reiterated his desire for an explicit reference to the exploration of the humanities, which was one of the fundamental premises for the establishment of universities, to be included in the Strategic Plan stressing the importance of this area of study, particularly in light of current global events. He also requested approval to provide written documentation concerning the risks currently being faced by the humanities at institutions of higher education and the importance of the humanities as a core and fundamental educational subject, as well as the need for universities to support these endeavors, for future consideration. Chair Loo agreed to Regent Abercrombie’s request and asked him to direct the memo to the Committee on Governance.

Regents offered comments on the complexities of this imperative, particularly for the neighbor islands; the board’s intent for the Strategic Plan to be a living document subject to revisions; the noticeable efforts by campuses to incorporate the goals and expectations of the Strategic Plan into the development of their budgets, operational plans, and educational strategies, among other things; and the necessity of obtaining more quantifiable metrics relative to each of the Strategic Plan’s imperatives.

C. Discussion on Board of Regents Bylaws (Board Bylaws) and RP 1.202 Relating to Board Communications and Legislative Advocacy

Chair Loo briefly summarized portions of the Board Bylaws and RP 1.202 relating to the structure, roles, responsibilities, and communication procedures of the board along with options for communicating with the Legislature and regents’ participation in the legislative process.

Regents engaged in conversations regarding the impacts of Hawai‘i’s open meetings law on communications between board members and the board’s ability to conduct business; regents’ engagement with the public, particularly with respect to the media; the board’s past practice of empowering the Board Chair to speak for the board in order to put forth a consistent message; the ability for regents to speak with the press and others regarding their position on matters involving the university so long as it is made clear the individual is expressing their own viewpoints and not the board's position on an issue; the challenges involved in dealing with the media; and the need for more
genial interactions with legislators and the Legislature. A few regents suggested delving further into this issue at a future meeting.

D. Possible Action on Legislative Options to Address State Legislative Issues and Measures

Chair Loo cited the possible courses of action for developing, adopting, and presenting positions on legislative measures allowable under Hawai‘i’s open meetings law as set forth by the Office of Information Practices. However, due to time constraints, she suggested this matter be taken up during deliberations on legislative issues slated to take place at tomorrow morning’s regular board meeting. No objections were raised by regents.

V. ADJOURNMENT

There being no further business, Chair Loo adjourned the meeting at 5:34 p.m.

Respectfully Submitted,

Yvonne Lau
Executive Administrator and Secretary of the Board of Regents
Imperative ▶
Fulfill kuleana to Native Hawaiians and Hawai‘i

Goal
Model what it means to be an indigenous-serving and indigenous-centered institution: Native Hawaiians thrive, traditional Hawaiian values and knowledge are embraced, and UH scholarship and service advance all Native Hawaiians and Hawai‘i.

Objectives
• Ensure that UH supports the success of Native Hawaiians in learning, teaching, service and research across our campuses and nurtures Native Hawaiians as leaders.
• Create opportunities for all UH students, faculty, staff, executives and regents to inform their work by learning about Hawaiian language, culture, knowledge, and the past and present impacts of colonization.
Play an active role in the reconciliation of injustices, advancing language parity, and improving the lives of Native Hawaiians across the islands.

Metrics

- Support the Hawai‘i Papa o Ke Ao Leadership Council in creating a detailed plan as an update to the 2012 Hawai‘i Papa o Ke Ao Report in consultation and collaboration with the Pūko‘a Council and others throughout the university. The detailed plan to achieve this imperative and these objectives will be presented to the Board of Regents within one year of the adoption of this plan.

< Back to imperatives
# Committee on Governance
## Annual Review for the 2023-2024 Academic Year

<table>
<thead>
<tr>
<th>Committee duties per bylaws</th>
<th>2023-2024 Committee Goals and Objectives</th>
<th>Projected Accomplishments</th>
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<tbody>
<tr>
<td>1</td>
<td>Ensure board statutes, bylaws, policies, and rules are being reviewed and updated on a routine and regular basis.</td>
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<tr>
<td></td>
<td><strong>2023-2024 Committee Goals and Objectives</strong></td>
<td><strong>Projected Accomplishments</strong></td>
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<td><strong>1st Q Jul-Sept</strong></td>
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<td></td>
<td>Annual Report on Regents Policies</td>
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<td></td>
<td>Discussed the Possibility of Amending Board Bylaws Relating to Board Leadership Nominations and to Account for the Board’s New Committee Structure (8/03/23)</td>
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<td>Discussed Regents Policy (RP) 9.212, Executive and Managerial Personnel Policies (02/15/24)</td>
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<td>Discussed Board Bylaws and RP 1.202, Relating to Board Communications and Legislative Advocacy (02/15/24)</td>
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<td>Discussed Resolution 23-01 Relating to Maunakea (08/03/23)</td>
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<td>Discussed the University of Hawai’i’s Strategic Plan 2023-2029 (10/05/23)</td>
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<td>Discussed the Presidential Selection Process (10/05/23)</td>
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<td>Discussed Legislative Options to Address State Legislative Issues and Measures (02/15/24)</td>
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<td>Reviewed and Discussed Strategic Plan Imperative - Develop Successful Students for a Better Future (11/02/23)</td>
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<td>Reviewed and Discussed Strategic Plan Imperative – Meet Hawai’i’s Workforce Needs of Today and Tomorrow (02/15/24)</td>
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<td>2</td>
<td>Ensure board education and board member development is provided for board members.</td>
<td>Discussed Board Member Education and Development – AGB Conference 2024 (10/05/23)</td>
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<td>3</td>
<td>Provide recommendations to the board regarding best practices for board effectiveness.</td>
<td>Reviewed and Discussed 2022-2023 Board Self-Assessment Results (08/03/23; 10/05/23)</td>
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<td>Discussed New Committee Structure, Duties, and Functions (08/03/23)</td>
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<td>Conduct Board Self-Assessment</td>
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<td>Committee Governance.</td>
<td>Reviewed committee work plan (08/03/23)</td>
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<td>Discussed Committee Goals for 2023-2024 (08/03/23)</td>
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<td>Reviewed committee’s work for the year (05/02/24)</td>
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