MINUTES
BOARD OF REGENTS COMMITTEE ON PERSONNEL AFFAIRS & BOARD GOVERNANCE MEETING
SEPTEMBER 6, 2018

I. CALL TO ORDER

Committee Chair Eugene Bal called the meeting to order at 11:28 a.m. on Thursday, September 6, 2018, at the University of Hawai‘i at Mānoa, Information Technology Building, 1st Floor Conference Room 105A/B, 2520 Correa Road, Honolulu, Hawai‘i 96822.

Committee members in attendance: Committee Chair Eugene Bal; Committee Vice Chair Randy Moore; Regent Ben Kudo; Regent Michael McEnerney; Board Vice Chair Jeffrey Portnoy; Regent Ernest Wilson Jr.

Committee members excused: Regent Shinsato.

Others in attendance: Board Chair Lee Putnam; Regent Simeon Acoba; Regent Brandon Marc Higa; Board Vice Chair Wayne Higaki; Regent Jan Sullivan; Regent Michelle Tagorda; Regent Stanford Yuen; (ex officio committee members); President/Interim UH-Mānoa (UHM) Chancellor David Lassner; Vice President for Administration Jan Gouveia; Vice President for Community Colleges John Morton; Vice President for Legal Affairs/University General Counsel Carrie Okinaga; Vice President for Academic Planning & Policy Donald Straney; Vice President for Research & Innovation Vassilis Syrmos; Vice President for Information Technology/Chief Information Officer Garret Yoshimi; Vice President for Budget & Finance/Chief Financial Officer Kalbert Young; Interim UH-Hilo (UHH) Chancellor Marcia Sakai; UH - West O‘ahu (UHWO) Chancellor Maenette Benham; UH Maui College (UHMC) Chancellor Lui Hokoana; Interim Leeward Community College (LeeCC) Chancellor Suzette Robinson; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Kendra Oishi; and others as noted.

II. APPROVAL OF MINUTES OF THE MAY 24, 2018 MEETING

Board Vice Chair Portnoy moved to approve the minutes of the May 24, 2018, meeting, seconded by Committee Vice Chair Moore, and the motion carried unanimously.

III. PUBLIC COMMENT PERIOD

Board Secretary Oishi announced that the Board Office received no written testimony and no individuals had signed up to provide oral testimony.

Regent Acoba and Regent Higa arrived at 11:29 a.m.

Board Chair Putnam arrived at 11:30 a.m.

IV. AGENDA ITEMS
A. For Review & Approval

1. Approval of Committee Goals and Objectives

The committee considered goals and objectives for this year based on the committee’s functions as indicated in the bylaws, which include: (1) review and consider policies and practices relating to university personnel; (2) ensure board statutes, bylaws, policies, and rules are being reviewed and updated on a routine and regular basis; (3) ensure board education and board member development is provided for board members; and (4) provide recommendations to the board regarding the best practices for board effectiveness. It was noted that the Board Secretary’s work plan includes revising regent orientation. Committee Chair Bal indicated that last year the committee discussed having a faculty liaison, and Board Vice Chair Portnoy has been assigned as the liaison to the All Campus Council of Faculty Senate Chairs. He noted that the committee will take up other governance issues that are brought to its attention.

Board Vice Chair Portnoy noted there is no provision for board self-evaluation, which is a critical part of board governance, and suggested that evaluation of board effectiveness and board governance be included in the goals and objectives. It was noted that this falls under item 4 regarding best practices for board effectiveness.

Committee Vice Chair Moore moved to recommend approval of the committee goals and objectives with the understanding that comments on board self-evaluation and board governance be included, seconded by Regent Wilson, and the motion carried unanimously.

2. Recommend Board Approval of Revisions to the following Regents Policies (RPs):

a. 1.201, Definitions (to be renamed to Policies and Policy-Setting)

b. 1.203, Rules of Practice and Procedure before the Board

c. 1.206, University Seal

d. 2.201, Officers of the University of Hawai‘i

e. 3.203, Organization Chart

f. 11.208, Information and Communication Technologies

3. Recommend Board Approval to Repeal the following RPs:

a. 1.207, University Logo (to be consolidated with RP 1.206)

b. 1.208, Coat of Arms

c. 1.211, Severability (to be consolidated with RP 1.201)

RP 1.201. Board Secretary Oishi explained that the proposed revisions to RP 1.201 remove duplicative references to definitions; update references to certain officers to reflect current titles; include language proposed by the Board Secretary to provide guidance on the initiation of policies and to allow the Board Secretary to make nonsubstantive changes to policies; and incorporate severability provisions from RP 1.211, which will be repealed under these proposed revisions.
Committee members suggested the following revisions to RP 1.201:

- Revise section III.A. to clarify that regent policies may be initiated by board members "or" the president, as both are not required.
- Revise section III.B. to include a requirement that nonsubstantive amendments be made with the concurrence of the board chair and to require the Board Secretary to notify the board of policy changes made under this section.
- Revise section III.C. to read that “…it shall be the exclusive jurisdiction of the board to determine the applicability of such sections and the resolution of such conflict.”

VP Morton explained that RP 1.203 will be updated to reference the new chapter of the Hawai‘i Administrative Rules (HARs). RP 1.207 will be consolidated into RP 1.206 and then repealed, and RP 1.208 will be repealed, as no one was able to locate the coat of arms. RP 2.201 will be revised to update executive titles. RP 3.203 will be revised to add a new reference to Administrative Procedures regarding the organizational change process.

Committee members suggested the following revisions to RP 3.203:

- Revise RP 3.203 to eliminate redundancy with regard to the delegation of authority.

A question was raised regarding whether revisions to RP 1.204 would be forthcoming. VP Okinaga indicated that a recommendation to repeal RP 1.204 would be coming to the full board because the section of HARs referenced in RP 1.204 is being repealed.

VP Yoshimi explained that the proposed revisions to RP 11.208 were a result of discussions at a Committee on Independent Audit meeting related to the increasing concern over cybersecurity.

There being no objections incorporating the proposed amendments to RP 1.201 and RP 3.203, Regent Wilson moved to recommend board approval of the proposed policy revisions and repeals, with amendments, seconded by Committee Vice Chair Moore, the motion was put to a vote and carried unanimously.

B. For Information & Discussion

1. Overview of Board of Regents Policy Reviews (Chapters 5 to 8)

VP Morton provided an update on the administration’s review of chapters 5 to 8 of Regents Policies, noting that work is still being done on Chapter 4. There are 51 policies in chapters 5 through 8. The Board Secretary will work with the administrative liaison on necessary policy amendments. Administration will provide an overview at an upcoming board meeting of which policies may be subject to cursory or substantive review and change over the course of the next year.

V. ADJOURNMENT
There being no further business, Regent McEnerney moved to adjourn, and Regent Wilson seconded, and with unanimous approval, the meeting was adjourned at 11:55 a.m.

Respectfully Submitted,

/S/

Kendra Oishi
Executive Administrator and Secretary
of the Board of Regents