MINUTES
BOARD OF REGENTS MEETING
SEPTEMBER 20, 2018

I. CALL TO ORDER

Chair Lee Putnam called the meeting to order at 9:30 a.m. on Thursday, September 20, 2018, at Kaua‘i Community College, Office of Continuing Education & Training (OCET), Room 106 C&D, 3-1901 Kaumuali‘i Highway, Līhu‘e, Hawai‘i 96766.

Quorum (14): Chair Lee Putnam; Vice Chair Jeffrey Portnoy; Vice Chair Wayne Higaki; Regent Simeon Acoba; Regent Eugene Bal; Regent Brandon Marc Higa; Regent Ben Kudo; Regent Michael McEnerney; Regent Randy Moore; Regent Douglas Shinsato; Regent Jan Sullivan; Regent Michelle Tagorda; Regent Ernest Wilson Jr.; and Regent Stanford Yuen.

Others in attendance: 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 Budget & Finance/Chief Financial Officer Kalbert Young; UHM Vice Chancellor for Research/Interim Vice Chancellor for Academic Affairs Michael Bruno; Interim UH-Hilo (UHH) Chancellor Marcia Sakai; UH-West O‘ahu (UHWO) Chancellor Maenette Benham; UH Maui College (UHMC) Chancellor Lui Hokoana; Kaua‘i Community College (KauCC) Chancellor Helen Cox; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Kendra Oishi; and others as noted.

II. PUBLIC COMMENT PERIOD

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

III. REPORT OF THE PRESIDENT

President Lassner provided a report highlighting the following:

- The entire UH System was active responding to Hurricane Lane during the first week of classes, followed by Hurricane Olivia. There was no damage to any UH campus aside from fallen trees, and no harm to any individuals. These events provided an opportunity for university leadership and the communications team to work together across the system, and it became evident the need to coordinate timely decisionmaking on things such as campus closures with other state leaders and statewide emergency managers.

- Atmospheric sciences assistant professor Alison Nugent was recognized for contributions to the media and public through on-air coverage explaining the weather and atmospheric conditions in layman’s terms. This was well received
by the general public and is a good example of the work that faculty across the system does for the community.

- The recent 85th birthday celebration for Emeritus Regent Chuck Gee that included a Sustainable Tourism Forum and a fundraising dinner for the School of Travel Industry Management.

- The recent 90th birthday celebration for Emeritus Professor Ryuzo Yanamigachi (aka Dr. Yana), founder of the Institute for Biogenesis and creator of the world’s first cloned mouse, which included the Inaugural Yanagimachi Symposium held at the UH Cancer Center with international scientists coming together to celebrate Dr. Yana’s work and the launch of a fundraising campaign to support the institute.

**Hawai’i Graduation Initiative (HGI)**

- Enrollment is mostly flat systemwide, with UH Mānoa enrollment up for the first time in seven years and KauCC experiencing the largest increase in student headcount.

**Hawai’i Innovation Initiative (HII)**

- The UH Cancer Center’s Multiethnic Cohort (MEC) Study, the world’s longest-running and most ethnically diverse epidemiologic study in the world, recently celebrated its 25th anniversary. Since 1993, 215,000 participants in Hawai’i and California have shared their health information to help the Cancer Center and the Keck School of Medicine at the University of Southern California investigate the roles that lifestyle, diet, and genetics play in cancer and other chronic diseases. The MEC study has brought in more than $150 million in federal research funding to UH.

- The Hawai’i Ocean Time Series’ (HOT) Station Aloha recently celebrated its 30th anniversary. UH has been collecting data on how the ocean responds to climate change since 1988, and has become one of the best sampled places in the world’s oceans. The HOT program is run by the Center for Microbial Oceanography: Research & Education, which has also been research the microbiome of the ocean over this period of time.

- Leeward Community College was designated as a National Center of Academic Excellence in Cyber Defense by the National Security Agency and the Department of Homeland Security, with the Support of the National Science Foundation and CyberWatch for community colleges. Honolulu Community College has also been recognized as a National Center of Academic Excellence in Information Assurance Education, UH West O’ahu has been recognized as a National Center of Academic Excellence in Cyber Defense Education, and UH Mānoa has been recognized as a National Center of Academic Excellence in Cyber Defense Research. Cybersecurity is an in-demand area for students and the workforce.
High Performance Mission-Driven System (HPMS)

- All University of Hawai‘i campuses ranked in the top 10 in the United States for greatest racial and ethnic diversity among four-year and two-year institutions, according to *The Chronicle of Higher Education’s 2018 Almanac* diversity rankings.

- Moloka‘i and McKinley High Schools won first place for having the highest percentage of students complete the Free Application for Federal Student Aid (FAFSA) in the Hawai‘i P-20 Cash for College Challenge. A dashboard is being created to show how every high school in the state is doing in terms of completing the FAFSA over time. The data shows that presently only about 60% of high school students are completing the FAFSA. The Department of Education has set a goal of 70% for this year and 90% by 2020. Nine out of ten students who enroll at a UH campus and completed a FAFSA received federal aid, and those students are more likely to attend college.

- President Lassner noted the importance of free speech and diversity of viewpoints in higher education. There will a couple of high-profile speakers headlining a free speech event at the UHM campus this week organized by the Hawai‘i Republican Party and student groups. There have also been events on protecting free speech at the law school.

President Lassner ended his report by noting that he is working closely with the UH Foundation (UHF) board leadership and the search committee to select a new CEO to replace UH CEO Donna Vuchinich upon her retirement. The process is underway, semi-finalists have been interviewed, and finalists will be brought to Hawai‘i next week for meetings with the search committee and other stakeholders. The memorandum of understanding between UH and UHF is being updated as discussed in the UH-UHF Permitted Interaction Group.

Report of the Host Campus

KauCC Chancellor Cox welcomed everyone and provided a report on the demographic composition of the student population; student educational goals; historic fall enrollment data; highlights of the early college program; priorities for the 2017-2019 fiscal years (FY); performance measures; degrees and certificates awarded by degree type; math and English redesign and completion rates; student retention rates; job placement tracking; historic fall term distance education course registrations; efforts to reduce costs for students; efforts being made as a result of the accreditation quality focus essays regarding onboarding students and course scheduling; and current innovation center initiatives.

A question was raised regarding the hiring rate with Pacific Missile Range Facility (PMRF). Chancellor Cox indicated that she did not have the rate, but all of the electronics students who are interested get hired by PMRF. Some of the contractors at PMRF have been extremely generous, with one contractor donating a scholarship for electronics or engineering students to have tuition paid for them to continue on to a four-year engineering program.
KauCC Faculty Senate Chair Victoria Mathis explained that KauCC is unique and specializes in high-demand, small agile student-centered programs. She shared highlights on the automotive technology, accounting, and medical assisting programs. VP Morton added that the accounting classes being offered at the Cliffs at Princeville were a result of the workforce sector partnerships, and the idea arose during a convening of the hospitality workforce sector.

IV. UNIVERSITY OF HAWAI‘I FOUNDATION REPORT AS OF JUNE 30, 2018

UHF CEO Donna Vuchinich provided an overview of the final results of the fundraising campaign for the University of Hawai‘i which started in July 2011, including a breakdown of campaign progress by source, type, category, and purpose through June 30, 2018; historic campaign performance from 1985 to present; development operations for FY18; a financial overview of UHF as of June 30, 2018, including quarterly fund balances, total UHF funds expended by UH programs from FY15 to FY18; and an unaudited Statement of Operations for UHF for FY15 to FY18.

A question was raised regarding the calculation of the 5% service fee. Ms. Vuchinich explained that the service fee is only applied to cash gifts. Gifts are not part of the operating budget, which is comprised of $3 million from UH for contract services, the 1.5% fee on the endowment, and the 5% on service fee on cash gifts.

A question was raised about whether there is any coordination between UHF funds and legislative appropriations. Ms. Vuchinich explained that there is a law that limits the amount of special funds that may be provided to UHF for fundraising to $3 million annually. Concern was expressed that the Legislature may not appropriate funds if they think that UHF is funding projects.

A question was raised about how the various types of gifts are recorded. The recording of future benefit gifts such as the one from Jay Shidler depends on the type of asset. A portion of his gift was cash, annual cash flow from lease rents, and deferred gifts secured against the estate. The audited financials for UHF would reflect present value of gifts. There are industry standards for bequests and charitable remainder trusts set by the Council for Advancement and Support of Education (CASE).

The board also commended Ms. Vuchinich for her service for the campaign success UHF has had over the years.

V. COMMITTEE AND AFFILIATE REPORTS

A. Report from the Committee on Academic and Student Affairs

Committee Chair Tagorda summarized the committee report. No additional comments or questions from the board were raised.

B. Report from the Committee on Budget and Finance

Committee Chair Moore summarized the committee report. No additional comments or questions from the board were raised.
C. Report from the Committee on Personnel Affairs and Board Governance

Committee Chair Bal summarized the committee report. No additional comments or questions from the board were raised.

D. Affiliate Reports

All Campus Council of Faculty Senate Chairs (ACCFSC): Vice Chair Portnoy reported that he, Chair Putnam, and President Lassner attended the ACCFSC Annual retreat held at Windward Community College. There was positive interaction between the faculty representatives on issues of concern, and he will be attending various meetings of faculty groups regarding this matters. There was a report on results of a faculty satisfaction survey. He has not seen the report, but was told the general level of satisfaction in most categories was average or below average. This issue is of concern and needs to be addressed, and he hopes administration is working to figure out why there is a general level of dissatisfaction and to implement measures to improve things for faculty. Chair Putnam indicated that the faculty survey will be addressed in the Committee on Personnel Affairs and Board Governance.

Research Corporation of the University of Hawai’i (RCUH): Regent Bal reported that the RCUH board met on September 4, 2018, on Maunakea and received briefings from the Director of the Institute for Astronomy and the Director of the Office of Maunakea Management. The highlight of the meeting was a tour of the Subaru Telescope.

Maunakea Management Board (MKMB): Vice Chair Higaki reported that the public hearings for the Maunakea rules will be held on O’ahu, Hawai’i Island, and Maui. The appointment of new MKMB members is on today’s agenda for approval.

University Health Partners of Hawai’i (UHP): Regent Acoba provided background information on the principle purpose and mission of the organization. He reported that UHP has for the first time obtained a full-time OB-GYN clinic on Hawai’i Island and provides an opportunity for residents to practice on Hawai’i Island.

UH Student Caucus (UHSC): Regent Higa reported that the UHSC met on September 8, 2018. Elections for this year’s officers will be conducted in October. A training session was held that focused on how to advocate to the Board of Regents and the Legislature. The same priorities from last year will be held over including transportation, increased mental health counseling, open educational resources, and affordability.

UH Foundation (UHF): Chair Putnam reported that she attended the first meeting of the UHF Executive Committee on August 29, 2018, where the operating budget was reviewed. The Executive Committee also approved UHF entering into a lease to move most of their staff from Bachman Hall to an office building on King Street.
Work is underway to issue a request for proposals for a private developer to finance, design, build, operate, and maintain the Atherton property as an innovation hub with housing, light commercial, and UH innovation programs. Informal discussion is underway with several developers, and following a formal request for proposals, selection of a developer is expected next year.

A memorandum of agreement between UH and UHF related to Shidler’s gifts to the College of Business was completed and will help streamline procurement, execution and completion of philanthropically-funded construction projects for the college, and provide naming opportunities for other donors. UH will be involved in reviewing and approving all plans and specifications, performing inspections, and construction management on a project-by-project basis.

A request was made to provide information on whether or not the amount of corporate giving is typical for similar institutions. President Lassner indicated that UH has two intake mechanisms for funds that don’t derive from state appropriations or the university: UHF and the Office of Research Services, which receives federal and private contracts and grants. Some gifts that come in from private organizations could come through either organization, so it is helpful to look at them together because UH often makes the decision on how to optimize the process and compliance requirements.

VI. ITEMS FOR DISCUSSION AND/OR APPROVAL

A. For Action Consent Agenda

1. Minutes of the August 16, 2018 Meeting
2. Approval of the Fiscal Biennium 2019-2021 Budget Policy Paper
3. Approval of Revisions to the following Regents Policies (RPs):
   a. 1.201, Definitions (to be renamed 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
4. 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)

Regarding page 3 of the biennium budget policy paper, Regent Kudo commented that the statement that the IAFP was intended to avoid “duplication and inter-campus competition” is not accurate. Rather, the IAFP was intended to maximize efficiency of how we strategically coordinate and plan for academic programs in concurrence with physical and financial resources across all campuses, and was not intended to limit healthy inter-campus competition.

Regent Kudo noted that the stated goal of the budget policy is to establish a collective vision from which budget proposals can develop and that the two key areas...
are “enrollment management and capital renewal.” He noted that it is difficult to embark on budget proposals or improve upon enrollment management when the factors and variables that have a correlation to it are unknown. He reiterated a previous request to determine the factors that affect enrollment and which factors can be addressed by the university. Lastly, Regent Kudo commented that in addition to revenues from tuition and fees, revenues from revenue-generating programs such as the culinary programs and retail stores should also be included. This would encourage campuses to be more proactive about lowering costs.

VP Straney indicated that a presentation to the Committee on Academic and Student Affairs on enrollment management in November that will include recruiting efforts for this year and strategies for next year. Chair Putnam requested that the points made by Regent Kudo be included in the enrollment management report. President Lassner indicated that they will take Regent Kudo's suggestions into practice, and delaying adoption of the biennium budget policy paper would adversely impact the state budget process.

Regent Wilson moved to approve the consent agenda, seconded by Regent McEnerney, and the motion carried unanimously.

The board went into recess at 11:06 a.m., and the meeting resumed at 11:16 a.m.

B. For Information and/or Discussion

1. President’s Salary Review

Chair Putnam indicated that this item is on the agenda to provide the public the opportunity to review the data that the board will be reviewing regarding the compensation of the president. She provided an overview of the president’s salary compared to previous UH presidents and external comparisons to public CEO-system salaries. It was noted that 44 public institutions participated in the College & University Professional Association Survey, of which 9 were public CEO-systems. The president has not had any adjustment to his salary since being appointed on July 1, 2014. Information was also provided on what the president’s salary would have been if the methodology for executive/managerial employees were applied.

Regent Moore referenced the Consumer Price Index (CPI) inflation calculator (https://www.bls.gov/data/inflation_calculator.htm) located on the Bureau of Labor Statistics website. The calculator can be used to calculate the current inflation-adjusted values of a prior amount on a specific date. Regent Moore shared the results of calculations on the salaries of the previous presidents:
Regent Moore noted that President Lassner’s current salary is well below the 20th percentile for public university system CEOs. If last year’s median of $705,395 was escalated by 3%, the estimated median for this year is approximately $726,464. President Lassner’s current $375,000 salary is barely half the estimated median.

Chair Putnam noted that in previous discussions with the board, President Lassner declined any consideration of his salary. However, she did not think the situation was sustainable so she informed him that the board would be discussing his salary this year.

President Lassner expressed his appreciation to the board and reiterated that he was not requesting that his salary be reviewed.

A comment was made regarding inflation not garnering much sympathy with regard to salaries because everybody in a public position in Hawai‘i is underpaid.

C. For Action

1. Approval to Repeal RP 1.204, Rights and Responsibilities of the University of Hawai‘i Community

2. Approval of Amendment to Attachment 1 to RP 6.203, Fees

VP Okinaga noted that the board previously considered the repeal and amendment of these policies when the board took previous action on the repeal of various chapters of the Hawai‘i Administrative Rules (HARs) that were no longer necessary or could be covered by other policies and procedures.

Regent Wilson moved to approve the repeal of RP 1.204 and the amendment of Attachment 1 of RP 6.203, seconded by Regent Moore, and the motion carried unanimously.

3. Final Report and Dissolution of the Public-Private Partnership (P3) Permitted Interaction Group

Regent Moore reminded everyone about the permitted interaction group process where findings and recommendations are presented for information only at one meeting, and deliberation and decisionmaking occurs at a subsequent meeting. The report will be discussed at this meeting, and if the board agrees to accept the recommendation, the task group will be disbanded.
Regent Moore noted that there are numerous definitions of a P3, and the one he liked was "a long-term contract between a private party and government entity for providing a public asset or service in which the private party bears a significant risk and management responsibility." He reviewed the findings and recommendations contained in the report and recommended the board accept the final report and approve of the dissolution of the P3 Task Group, and that administration should continue to work on specific P3 projects and obtaining the necessary resources to create the organizational structure to maximize P3 opportunities.

Regent Moore moved to approve the acceptance of the report and dissolution of the P3 Task Group, seconded by Vice Chair Higaki.

Discussions were held about the regents needing to be more emphatic about the importance of P3 to the future of the UH System, the need for P3 to be an integral part of the university's strategy, the need for a more aggressive approach to developing P3 projects, the need to gain more expertise on P3, and the possibility of moving P3 oversight to another committee or forming another task group.

Vice Chair Higaki noted that PIGs have very specific timeframes. Dissolving the P3 Task Group only means that it has completed its specified scope of work. The conversation regarding P3 should continue in other ways.

Regent Moore indicated his agreement that P3 should not be let go, but that there are statutory restrictions on PIGs. The task group being dissolved does not mean that P3s will no longer be pursued. Regent Moore suggested that the most logical place for P3 to be discussed is the Committee on Planning and Facilities because most P3s involve physical structures. There are P3 opportunities, but the task group is not the appropriate vehicle to move those forward. The task group needs to be formally dissolved and all comments can be incorporated as UH develops a more permanent organizational structure for moving forward with P3 opportunities.

There was some discussion about UC Merced as an example of a successful P3 project. President Lassner explained that UC Merced is committing resources to a private partner and the construction costs for the new buildings are being funded by tuition revenues. UC Merced determined that if more facilities were built they could attract more students. UC Merced is responsible for paying the private operator regardless of whether they are able to attract more students.

President Lassner described UH's P3 capacity and involvement, including participation in P3 conferences, and updates to the board on P3 opportunities. Administration is actively proceeding with promising prospects, and trying to gain a better understanding of how to develop expertise and the specific type of expertise needed. President Lassner also described discussions with private community partners and their P3 experiences. UH is working hard to find the right projects for P3 partnerships, and dissolving the task group will not make P3 less of a priority for UH. Not every P3 project may occur within UH's desired timeframe, so administration must actively review the list of potential opportunities for a project that best fits our needs at a particular point in time.
Regent Sullivan indicated she attended the P3 conference last year and was able to meet with individual in charge of the UC Merced project. She originally thought P3 was more related to facilities, but discovered that it is about novel financing. UC Merced and other entities engaged in P3 projects did not have large P3 offices, but have hired individuals with finance backgrounds to put together the deals. Regent Sullivan expressed that UH does not have the right expertise or staffing in place and that the president needs to decide how this responsibility fits within the organization. There needs to be direction and leadership because UH is developing something that does not currently exist.

President Lassner responded that information that was shared at the last board meeting was part of the effort for administration to execute projects and identify how to execute them. Not every P3 project involves complicated financing and some potential projects, such as the graduate and married student housing with child care facilities, involve UH contributing land as part of the partnership. The P3 process could differ by project. For example, the P3 project for the Atherton property with UHF differs from the P3 process that has been discussed for UHWO. In addition to financing, some cases involve developer expertise to negotiate.

Chair Putnam requested that administration provide at a future board meeting a status report on potential P3 projects, the organizational structure, and resources needed to execute the projects.

Regent Moore modified his original motion to add a recommendation for board leadership to work with administration to determine an appropriate structure for continued oversight of the university’s P3 activities, Regent Higaki seconded, and the motion as modified was put to a vote and carried unanimously.

4. Appointment of Roberta Chu, Julie Lealoha, Kepa Maly, Alapaki Nahale-a, Douglas Simons, and Barry Taniguchi to the Maunakea Management Board

Interim UHH Chancellor Sakai requested the approval of the appointments of Roberta Chu, Julie Lealoha, Kepa Maly, Alapaki Nahale-a, Douglas Simons, and Barry Taniguchi to the MKMB. She explained that due to term expirations, resignations, and holdover status of members, there are currently six positions that need to be filled in order to restore membership to staggered terms as was originally intended when MKMB was formed in 2000. The nominees represent a broad spectrum of the communities that are important to the management of Maunakea. The nominees have backgrounds in astronomy, natural resource management, cultural management, historical review, land management, and business, and are members of various charitable organizations.

A question was raised regarding the groups involved in the nomination process and the final selection of nominees. Chancellor Sakai responded that the nomination process involved discussions with the Office of Hawaiian Affairs (OHA), the Department of Land and Natural Resources, the Department of Hawaiian Home Lands, various conversation groups, the mayor of the County of Hawai‘i, Hawai‘i Island legislators, and the two Hawai‘i Island Chambers of Commerce. The final selection of nominees was
made by President Lassner, Chancellor Sakai, the Office of Maunakea Management, and the Chair of MKMB.

President Lassner indicated this was the first time that UH formally requested input for potential nominees from the broader community. Administration had to balance the potential nominees received to ensure there was community representation, and expertise in cultural practices, the environment, and astronomy. OHA wanted a guarantee that any names they provided would be appointed, which UH did not agree to.

Regent Wilson moved to approve the appointment of Roberta Chu, Julie Lealoha, Kepa Maly, Alapaki Nahale a, Douglas Simons, and Barry Taniguchi to the Maunakea Management Board, Vice Chair Higaki seconded.

There having been a motion that was moved and seconded, the motion was put to a vote and carried unanimously.

Chair Putnam requested that Chancellor Sakai relay the appreciation of the board to the individuals for their willingness to volunteer to serve on the MKMB.

VII. EXECUTIVE SESSION

Upon motion by Regent Higa, seconded by Regent Moore, the board unanimously approved convening in executive session to consider the hire, evaluation, dismissal, or discipline of an officer or employee, where consideration of matters affecting privacy will be involved, pursuant to Section 92-5(a)(2), Hawai‘i Revised Statutes (HRS).

The meeting recessed at 12:02 p.m. and reconvened at 2:23 p.m.

VIII. ITEMS FOR DISCUSSION

A. Evaluation of the President

Chair Putnam noted that the board went into executive session to discuss personnel matters as indicated on the agenda. No further action will be taken today.

Salary adjustment recommendations stemming from the discussion will be posted with the October meeting agenda and acted on in that meeting.

Chair Putnam reported that the board held a discussion regarding the president’s performance, notable achievements, suggestions for improvements, and highest priorities for attention this year. The regents rated the president’s overall performance as “superior” and will be discussing and taking action on a salary recommendation of $395,000 during the October board meeting.

The following were among the notable achievements:

- Major progress towards developing administrative rules for Maunakea;
- Collaboration with the UHF to redefine the UH-UHF relationship into a deep partnership;
• Stabilization of the UHM budget and substantial progress towards major reorganizations; and
• Redesignation of the UH Cancer Center by the National Cancer Institute.

Chair Putnam noted that most of the achievements are multi-year activities and further attention will be paid to these matters going forward.

High priorities going forward are:

• Continuing development of land projects and capacity, including for P3s;
• Development of a more integrated, long-term planning framework;
• Strengthening enrollment management and degree completion across the UH System; and
• Developing strategic, holistic systemwide programs in grand challenge areas for Hawai‘i, including health, sustainability, and the economy.

President Lassner reiterated his appreciation to the board and noted that if the board approves the salary adjustment, it is his intention to donate the amount of the increase to UHF to support student scholarships.

IX. ANNOUNCEMENTS

Chair Putnam announced the next board meeting is on October 18, 2018, at University of Hawai‘i at Mānoa.

X. ADJOURNMENT

There being no further business, Regent Wilson moved to adjourn, and Regent Higa seconded, and with unanimous approval, the meeting was adjourned at 2:27 p.m.

Respectfully Submitted,

/S/

Kendra Oishi
Executive Administrator and Secretary
of the Board of Regents