MINUTES
BOARD OF REGENTS MEETING
OCTOBER 21, 2021

Note: On October 1, 2021, Governor David Y. Ige issued a proclamation related to the COVID-19 Delta Response that temporarily suspended Chapter 92, Hawai'i Revised Statutes, relating to public meetings and records, “only to the extent necessary to minimize the potential spread of COVID-19 and its variants”.

I. CALL TO ORDER

Chair Moore called the meeting to order at 8:38 a.m. on Thursday, October 21, 2021. The meeting was conducted virtually with regents participating from various locations.

**Quorum (10):** Chair Randy Moore; Vice-Chair Alapaki Nahale-a; Vice-Chair Benjamin Kudo; Regent Simeon Acoba; Regent Eugene Bal; Regent William Haning; Regent Wayne Higaki; Regent Diane Paloma; Regent Robert Westerman; and Regent Ernest Wilson.

**Excused (1):** Regent Kelli Acopan.

**Others in attendance:** President David Lassner; Vice President (VP) for Community Colleges (UHCC) Erika Lacro; VP for Legal Affairs/University General Counsel Carrie Okinaga; VP for Research and Innovation Vassilis Syrmos; VP for Information Technology/Chief Information Officer Garret Yoshimi; VP for Budget and Finance/Chief Financial Officer Kalbert Young; VP for Advancement/UH Foundation (UHF) Chief Executive Officer (CEO) Tim Dolan; UH Mānoa (UHM) Provost Michael Bruno; UH Hilo (UHH) Chancellor Bonnie Irwin; UH West O’ahu (UHWO) Chancellor Maenette Benham; Kaua’i Community College (KauCC) Chancellor Joseph Daisy; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Kendra Oishi; and others as noted.

II. APPROVAL OF THE MINUTES

Regent Higaki moved to approve the minutes of the September 16, 2021, meeting, seconded by Vice-Chair Kudo, and noting the excused absence of Regent Acopan, Regent Paloma, and Regent Wilson, the motion carried, with all members present voting in the affirmative.

Regent Paloma arrived at 8:42 a.m.

III. PUBLIC COMMENT PERIOD

Board Secretary Oishi announced that a written recommendation to the board regarding the Tenure Permitted Interaction Group (Tenure Task Group) was received from Chair Moore.
Written testimony, including two resolutions from the Mānoa Faculty Senate, expressing concerns or opposition to the findings and recommendations contained within the Report of the Tenure Task Group was received from numerous individuals and organizations.

A written comment regarding student affairs at UHH was received from Toby Hazel.

A resolution relating to proposed changes to the Mānoa General Education requirements and curriculum was received from the Mānoa Faculty Senate.

Written comments relating to the Curriculum Research and Development Center was received from Jim Shon.

Rex Fujichaku submitted written comments related to faculty workload at the Daniel K. Inouye College of Pharmacy at UHH.

Written comments may be viewed at the Board of Regents website as follows:

Written Testimony Comment Received
Written Testimony Comment Received – Tenure Task Group
Late Written Testimony Comment Received
Late Written Testimony Comment Received – Tenure Task Group

Regent Wilson arrived at 8:51 a.m.

Jessica Hamad submitted written comments and provided oral testimony in opposition of COVID-19 vaccination and testing policies.

Oral testimony was also received from Christian Fern, on behalf of the University of Hawai‘i Professional Assembly (UHPA); Ashley Maynard; Karla Hayashi; Paul McKimmy; Clementina Ceria-Ulep; Sania Fa’amaile Betty Ickes; Ka‘iulani Akamine; Eileen Cain, on behalf of the Pūko‘a no nā ‘Ewa Council at Leeward Community College; Nicholas Comerford; Shannon Sakaue on behalf of UHPA PAU 12 at Kapi‘olani Community College; Robyn Tasaka; Brent Sipes, on behalf of the Mānoa Faculty Senate Executive Committee; Noel Kent; Juli Patao; Leslie Opulauoho; Victor Lubecke; Sara Maaria Saastamoinen, on behalf of the Executive Council of the Graduate Student Organization of UHM; Kealani Cook, on behalf of the Nālimakui Council at UHWO; L. Keali‘i Gora, on behalf of the UHM Kūali‘i Council; Davianna McGregor; Loea Akiona; Rouel Velasco; Nalani Minton; Marina Karides; Erik Guentner, on behalf of the Mānoa Faculty Senate Committee on Administration and Budget; Jonathan Osorio; Lilikala Kame‘eleihiwa; and Carolyn Stephenson in opposition to the findings and recommendations contained within the Report of the Tenure Task Group. Comments included concerns that: the Tenure Task Group did not meet its intended purpose and went beyond its scope; there is a mischaracterization of the purpose of tenure; the proposals would disproportionately impact underrepresented groups of individuals; specialty faculty that provide instruction may not qualify for tenure under the
proposals; academic freedom may be in jeopardy; tenure may be eliminated for extension agents; and that there may be an impact on accreditation.

IV. REPORT OF THE PRESIDENT

A. COVID-19 UPDATE

President Lassner provided an update on the university’s current state of affairs with regard to the COVID-19 pandemic noting the impacts of the virus’ delta variant and concomitant surge in positive cases on both the university and the State. However, case counts, test positivity rates, and hospitalizations due to COVID-19 have declined over the last several weeks and continue to do so. This data, coupled with greater availability of vaccination boosters, increased vaccination rates, and pending emergency use authorization of vaccines for the five-to-11-year-old age category, which will significantly improve community resistance to COVID-19, appears to indicate continued progress on the road to recovery from the pandemic.

Although on-campus presence has increased across the university system during fall 2021, many students continue to engage in online coursework. President Lassner stated that, while online courses will remain an integral mode of instruction, the restoration of in-person classes and services, as well as the return of faculty and staff to campuses, will create more effective learning environments for all students. As such, the university is prioritizing a return to more fully, in-person course instruction during spring 2022 while remaining cognizant of ensuring the health and safety of students, faculty, and staff. To this end, the administration is concentrating its efforts on the implementation of increased safety measures such as a vaccination requirement for all students registering for in-person classes in the spring, continuing to necessitate the wearing of masks while indoors, and maintaining testing protocols for individuals who have received an exemption from the vaccination requirement. The administration is also in discussions with labor unions on the implementation of vaccination requirements for employees.

B. Enrollment Update

Headcount enrollment has increased systemwide for the first time in a decade with a total of 49,773 students enrolled for Fall 2021. President Lassner stated that four university campuses including UHM, UHH, Leeward Community College, and Windward Community College experienced increased headcount enrollment and explained that the large uptick in enrollment of six percent and 2.5 percent witnessed by UHM and UHH were the primary drivers behind the systemwide increase. It was also noted that UHM welcomed its largest first-time freshman class in its history and saw its greatest increase in enrollment since 2003, with headcount enrollment exceeding 19,000 students for the first time since 2014. Bolstered by a significant increase in transfer students, students returning to complete degrees after leaving the university due to the COVID-19 pandemic, and the second largest class of first-time freshmen in its history, UHH witnessed its first increase in fall enrollment since 2012, reversing eight years of declines. UHWO and the community colleges overall experienced decreased headcount enrollments of 5.1 percent and 3.2 percent respectively, although UHWO is
maintaining a stable headcount enrollment of just over 3,000 students and the decrease experienced by the community colleges is less than the 9.5 percent decrease in enrollment being seen by community colleges on a national level.

C. **New Affiliation Agreements Among the University of Hawai'i, University Health Partners, and Health System Partners**

The university has completed comprehensive academic affiliation agreements with its primary health system partners including The Queen's Health System and Hawaii Pacific Health. Unlike other medical schools across the country, the John A. Burns School of Medicine at the University of Hawai'i (JABSOM) is not affiliated with a university hospital and these agreements define the relationships through which the university makes use of key healthcare facilities to provide clinical learning environments for both JABSOM and other university health science programs such as nursing. President Lassner noted that these agreements will also transition the university’s faculty health care providers from their affiliation with University Health Partners of Hawai’i, an organization dedicated to supporting the clinical, educational, research, and community service activities of the university’s health sciences programs through partnerships with local hospitals and community organizations, into the medical groups of the partner health system at which they currently practice. These health system-based integrated academic practices will provide essential academic support for faculty positions and joint academic programs with the partner health systems, as well as enhance JABSOM’s engagement in health system strategic planning.

D. **Senate Concurrent Resolution No. 201 (2021) Task Force**

President Lassner summarized the contents of Senate Concurrent Resolution No. 201 (SCR 201) which urged the President of the University of Hawaii and Executive Director of the UHPA to jointly convene a task force to, among other things, examine, compare, and contrast the university’s policies and procedures regarding tenure in relation to its peer institutions. SCR 201 appointed the board chair to serve as the chair of the task force and prescribed the contents of the report to the Legislature including information on proposed best practices that can be appropriately implemented at the university. Although their charges differ, it is believed that work conducted by the Tenure Task Group will provide useful information to the SCR 201 task force on overlapping issues.

The task force has been created, met twice thus far, outlined the substantial data being requested by SCR 201 for inclusion in its final report, and has begun efforts to collect this data. The task force has also discussed the importance of consultation with faculty groups prior to the finalizing of its report and has committed to engaging with the All Campus Council of Faculty Senate Chairs (ACCFSC) to continue this dialogue. In addition, President Lassner stated that he has personally spoken to the Chair of the Mānoa Faculty Senate, the full Mānoa Faculty Senate Executive Committee, and the Mānoa Faculty Congress about this issue and will be meeting with the ACCFSC in the coming days. It was stressed that the task force is awaiting completion of data collection and information gathering and has not yet discussed specific recommendations.
E. Update on Legislative Inquiries

While no formal legislative briefings involving the university have occurred since the September board meeting, the university and Research Corporation of the University of Hawai‘i (RCUH) have received a number of additional inquiries from the Senate Committee on Higher Education (HRE). The university has provided information about the recently completed Life Sciences Building to HRE as requested. RCUH continues to work with UHWO on obtaining information about a federally funded Title III renovation project supporting Native Hawaiian students that took place on the UHWO campus but which was administered through RCUH, similar to other federally funded construction projects.

The Hawai‘i State Senate adopted a resolution which requested the university to convene a task force to examine and assess its arrangement for services with RCUH and whether changes to the terms and conditions of this internal agreement were warranted. However, President Lassner stated that points of concern raised in the resolution were already being examined by a university working group that was convened in January 2021 to review the internal agreement between the university and RCUH, associated management fees, and RCUH operational costs. He noted that the working group was also tasked with recommending amendments to the internal agreement that would improve the functions of both the university and RCUH. The findings of the working group, including identified sources for operational cost increases, as well as cost-containment recommendations such as reducing the volume of non-extramural grants and contracts service orders to RCUH, were reviewed with President Lassner stating that a full report will be submitted to the Legislature. Although changes may be made to future internal agreements between the university and RCUH based upon the findings of the working group, the report did not propose changes to the current university-RCUH internal agreement at this time.

President Lassner also reported that, in response to an earlier request made by Regent Higaki, who received inquiries from legislators about the University of Hawai‘i Cancer Center’s new $13 million Early Phase Clinical Research Center (EPCRC) including its business plan, the Office of the Vice President for Research and Innovation assembled a task force comprised of university and industry professionals to conduct an assessment of the challenges and opportunities facing the EPCRC and review a working version of its business plan. President Lassner summarized the challenges and opportunities that the university faces in the operation of the facility noted in the task force’s report stating that, while the challenges identified are significant, the opportunities are also substantial. He also stated that the task force believes that the EPCRC’s future is bright and that the leadership of the Cancer Center will be using the insight provided in the report to enhance program plans moving forward.

Vice-Chair Kudo expressed his belief that an assessment of the EPCRC was needed and requested that copies of the task force report be distributed to regents. He also asked that a briefing on the task force report be provided to the appropriate board committee in the future. President Lassner acknowledged the request stating that copies of the report will be provided and that a briefing on the report can be given in the future.
The university has also met with the Governor, legislators, members of Hawai‘i’s congressional delegation, and State agencies on the issue of increasing access to broadband in Hawai‘i. As a result of these meetings and discussions, the university has been identified as the lead agency for multiple broadband initiatives across the state and bi-weekly meetings with the Governor are currently being held on this matter.

F. Other

Extramural funding continues to exceed last year’s excellent performance. President Lassner highlighted the receipt of $20 million in extramural funding from federal programs that support underrepresented populations, in particular Native Hawaiians and Pacific Islanders. To date, the university has received $226 million in extramural funding which is $3 million more than what was received at the same time last year. If this trend continues, the university will achieve its best year for extramural funding in its history.

President Lassner reported that in September the university welcomed South Korean President Moon Jae-in to the UHM campus. At an event in front of the Korean Studies Building, President Moon posthumously honored and recognized two women for their groundbreaking efforts in the Korean independence movement even after they immigrated to Hawai‘i.

G. KauCC Campus Presentation

Chancellor Daisy provided an overview of KauCC’s demographics and enrollment statistics highlighting that large percentages of students attending KauCC are degree seeking; between the ages of 17 and 24; graduates of Hawai‘i’s public school system; female; and of Asian and Native Hawaiian ethnicity. KauCC realized a slight increase in the enrollment of part-time students in fall 2021 but also witnessed a decrease of 8.1 percent in overall enrollment as compared to the same period last year. Although KauCC has experienced large percentage-based fluctuations in overall enrollment since 2017, it was stressed that the actual numbers of students represented by these percentages is relatively small. KauCC continues to assess the various factors impacting overall enrollment in an effort to develop approaches to address this issue.

KauCC has met or exceeded a number of UHCC’s performance measures, including the awarding of certificates of achievement and associate degrees to Native Hawaiian and Pell Grant students, as well as in the fields of science, technology, engineering, and mathematics, and continues to experience high numbers of students transferring to four-year institutions. The early college program also continues to thrive with 347 high school students participating in the program in fall 2021, which represents a 24 percent increase compared to the same period last year. However, Chancellor Daisy noted that KauCC experienced slightly lower graduation and success rates for first-time, full-time students, but stated that the development of strategies to support these students to successful completion, as well as engagement with other community colleges in this endeavor, is ongoing.
Issues and challenges facing KauCC, as well as opportunities that have arisen because of these issues and challenges, were reviewed by Chancellor Daisy who noted that a pressing concern was the decline in the number of faculty members since 2017. Fewer instructors and lecturers leads to a decrease in the offering of courses and course sections, which can also impact enrollment. He stated that the decline in faculty can be attributed to factors including attrition, the systemwide hiring freeze, and an organizational and planning resource process implemented by UHCC to achieve efficiency and reduce costs which has resulted in the elimination of programs with habitually low student interest and enrollment. KauCC is developing a staffing plan to address its goals and priorities and continues to work with other campuses in the sharing of resources to provide increased educational opportunities for students.

Chancellor Daisy highlighted the priorities for KauCC over the next academic year which include drafting a midterm accreditation report for the Accrediting Commission for Community and Junior Colleges due in 2022; boosting student enrollment through modernized recruitment efforts such as the use of social media and podcasts; improving rates of completion-to degree, especially among first-time full-time students; and continuing to take action in meeting the critical workforce development needs of the State that were identified in recent surveys conducted among community members and employers. He also summarized several awards received by KauCC including two Title III grants in the amounts of $1.5 and $2.6 million to, among other things, create early college partnerships to increase enrollment and success rates for Native Hawaiian students, and the Building Industry Association of Hawai‘i’s Building Industry Design and Construction Award that was received for the KauCC cultural culinary instructional facility.

**Faculty Report**

Jonathan Kalk, KauCC Faculty Senate Chair, provided a presentation on the work and success of the faculty at KauCC sharing several faculty accomplishments, as well as student accomplishments achieved with the help of faculty mentoring. Faculty also continue to be involved in securing and implementing grants across a broad range of areas.

Dr. Kalk spoke about the challenges facing faculty members, including staffing shortages and lack of student support services for off-island students; reviewed faculty staffing trends over the past five years noting the dramatic decrease in staffing which began prior to the pandemic and imposition of a hiring freeze; and summarized the university’s operating budget data in relation to its fiscal projections stating that both realized and projected reductions in fiscal resources have had a negative impact on faculty through the creation of an uncertain working environment. Faculty priorities included obtaining greater certainty on campus funding, increasing shared governance to support an environment of academic excellence at KauCC, and filling vacant faculty positions in program areas with proven enrollment.

**Student Report**
John Allen Keikialoha Kaohelauii-Kahokuloa, Associated Students of University of Hawai‘i - KauCC (ASUH-KauCC) President, reviewed the priorities of ASUH-KauCC including increasing the recruitment and retention of students through greater use of social media to increase communication with the community at-large, as well as continuing and completing work on an outdoor fitness project that was started last year. He also highlighted a number of ASUH-KauCC’s initiatives and accomplishments during the past academic year, stating that many of the projects undertaken attempted to address the negative impacts of the COVID-19 pandemic on student life and included the establishment of a digital platform to facilitate communication among students; providing virtual passes that allowed students to attend workshops on current issues; partnering with organizations to create educational webinars to assist students in navigating higher education and the collegiate life; and hosting several virtual events. While ASUH-KauCC continues to engage with its constituency over a variety of media platforms, it is hopeful that more hybrid and in-person activities will be available in the near future.

Regent Westerman questioned whether an increase in the presence of students on-campus will lead to greater participation in student government activities and clubs at KauCC. Mr. Kaohelauii-Kahokuloa replied that several factors, including limited campus access and concerns with social interaction as a result of the COVID-19 pandemic, negatively impacted participation in both student government and student life activities. ASUH-KauCC is hopeful that an increase in on-campus presence will have a positive effect on participation in both of these areas.

Noting the decrease in on-campus presence and in-person activities, Regent Westerman asked whether this affected KauCC’s tutoring program. Dr. Kalk replied that KauCC’s tutoring center has provided services to students in both in-person and online modalities throughout the COVID-19 pandemic and that the level of service was comparable to that being provided pre-pandemic. Chancellor Daisy added that, while tutoring services have remained stable from KauCC’s perspective, one challenge faced by students residing in the more rural areas of the island that are seeking to utilize these services is the lack of available bandwidth which makes online accessibility difficult. KauCC has addressed this issue by making on-campus facilities accessible to students who are having difficulty with wi-fi access to seek tutoring services online.

Regent Acoba inquired about the decline in enrollment at KauCC, particularly as it related to the decrease in faculty which appeared to impact the curricula offered and thereby enrollment, and questioned whether plans could have been developed to address this issue proactively. Chancellor Daisy replied that KauCC learned about intentions to retire or resign only upon action being taken by the faculty member which made it difficult to plan for the exodus of a large number of faculty. KauCC was aware of the impending departure of two faculty instructors in the nursing program, which directly impacted the size of the cohort in that program due to faculty-to-student ratio requirements. However, difficulties in finding qualified individuals coupled with a hiring freeze has delayed the filling of these vacancies. It was noted that KauCC recently received an exception to the hiring freeze for these faculty positions and is actively recruiting to fill them. Chancellor Daisy also reiterated that, while the reduction in
instructors and lecturers has impacted enrollment due in part to a decrease in the offering of courses and course sections, elimination of programs with consistently low enrollment has also affected faculty attrition and enrollment data. Dr. Kalk added that reviewing trend data across the community college system with respect to enrollment shows that KauCC’s decline in enrollment is not as precipitous as the year-to-year comparisons appear to indicate and opined that KauCC’s faculty shortage can also be attributed to the actions taken by the administration to strictly adhere to the cost-cutting and budget-limiting directives from UHCC and the university system.

Citing enrollment declines and faculty shortages, Regent Acoba questioned whether these issues would impact KauCC’s accreditation. Chancellor Daisy responded that conversations about potential accreditation concerns as a result of declining enrollment and faculty shortages have occurred between the administration and faculty at KauCC and is an issue that requires more in-depth investigation and discussion. Dr. Kalk stated his belief that the decline in faculty did not put KauCC in a position of peril with respect to accreditation.

Regent Acoba asked about the potential for collaboration with the Pacific Missile Range Facility Barking Sands (PMRF) in expanding programs at the KauCC campus. Chancellor Daisy replied that a number of KauCC’s graduates have been employed by PMRF and that PMRF has expressed interest in expanding programs at the KauCC campus. However, these efforts have been hindered by faculty shortages and KauCC is presently working on collaborating with the University of Hawai‘i Maui College to offer upper-level courses to KauCC students in these program areas.

Stating that it was his understanding that the university had employed an enrollment consulting firm to assist with boosting enrollment, Regent Acoba asked if KauCC could benefit from the assistance of this consultant. Chancellor Daisy stated that he would welcome assistance from an enrollment consultant if that were available.

Regent Acoba commended Mr. Kaohelaulii-Kahokuloa and ASUH-KauCC for maintaining a positive attitude and continuing to advocate for its constituency and conduct its programs during the difficult times facing the community colleges.

Regent Wilson queried whether the decrease in faculty has impacted the ability of KauCC to meet the general education needs of its students. Chancellor Daisy replied that KauCC has maintained the ability to meet the general education needs of its students throughout the COVID-19 pandemic through the provision of courses in an online modality. Should there be impacts to the provision of general education courses, KauCC would notify students of, and direct them to, similar courses provided at other campuses of the university system. Dr. Kalk concurred with this assessment stating that other avenues are available for KauCC students to complete their general education requirements. Dr. Kalk also added that adequate staffing would improve the survivability of programs at KauCC in situations where there is an unexpected or significant loss of faculty.
As general education is a key component of an educated workforce, Regent Wilson suggested that KauCC include questions about general education requirements in its next workforce development needs survey.

V. REPORT OF THE UNIVERSITY OF HAWAI’I FOUNDATION (UHF)

VP/UHF CEO Dolan provided a report on the work of UHF for the current fiscal year noting the success experienced in FY 2021 with the receipt of $100.2 million in philanthropic donations and stating that preliminary indications bode well for another successful fundraising year. As of September 30, 2021, UHF has received $26.8 million in philanthropic donations which is approximately $10 million more than what was received during the same period last year. VP Dolan noted that the majority of the funds raised to date, approximately $19.7 million, is being directed to student aid and faculty support and cited several examples of the impact this funding has had on student and faculty success.

UHF continues to prepare for the commencement of a comprehensive capital campaign that will compile the various fundraising efforts occurring across the university system into a single campaign aimed at addressing the needs of the entire university. Although its comprehensive capital campaign is still in the planning stages and UHF has not yet established fundraising goals, he anticipates that the goals will be lofty, in the $1 billion range, and is confident that the campaign will be successful.

Mr. John Han, Chief Operating Officer for UHF, noted that UHF’s endowment fund portfolio assets were $459.8 million as of September 30, 2021, and presented an overview of the portfolio’s performance stating that, while it continues to perform well, macro-economic factors such as the slowdown in global economic recovery due to supply chain issues and the impacts of the delta variant of COVID-19 weighed on performance near the end of the quarter. As a result, the portfolio’s performance in September declined by 1.5 percent. However, the portfolio experienced a cumulative performance of 28.5 percent surpassing the established benchmark of 19 percent, although it was noted that the primary drivers for this performance were private investments and investments in inflation-sensitive assets and that UHF expects the portfolio’s return on investment to normalize over the next two to three quarters.

Mr. Han also reviewed trend data on UHF funds that were expended by various university programs, highlighting that, while expenditures for student aid appeared to be lower in 2019, this was mainly due to timing issues with respect to payment and expenditure of the funds. It was noted that payment activity is starting to increase and that UHF expects expenditures will begin to normalize and start trending toward pre-COVID-19 levels.

Referencing UHF’s statement of operations provided in the materials, Regent Acoba requested clarification on net revenues for FY 2022, which currently appears to be $20,000 less than the same period last year, and questioned the apparent lack of expenditures for campaign development. Mr. Han explained that net operating revenues reflects the difference between total operating revenues and total operating expenses. While total operating revenues has increased for this fiscal period, total
operating expenditures have also increased which has resulted in the decline of $20,000 in net operating revenues. He also stated that while funds have been budgeted for campaign development, the figures are preliminary and have not yet been recorded.

VI. COMMITTEE AND AFFILIATE REPORTS

A. Report from the Committee on Academic and Student Affairs
   Committee Chair Wilson summarized the committee report.

B. Report from the Committee on Intercollegiate Athletics
   Committee Chair Acoba summarized the committee report.

C. Report from the Committee on Planning and Facilities
   Committee Chair Nahale-a summarized the committee report.

D. Report from the Committee on Research and Innovation
   Committee Chair Bal summarized the committee report.

E. Affiliate Reports
   Mauna Kea Management Board (MKMB): Regent Higaki reported that MKMB continues to evaluate the general operations and stewardship of Mauna Kea and has reviewed public comment received on a draft of the Mauna Kea Science Reserve Master Plan (Master Plan). It is likely that the Master Plan will be brought before the full board for review and approval in early 2022. Additionally, conversations continue to be held on the membership of MKMB and have included discussions on expansion.

VII. AGENDA ITEMS

A. Consent Agenda
   Prior to the board acting on the consent agenda, Vice-Chair Kudo requested that agenda items VII.A.1.a and VII.A.1.b relating to the approval of the sublease and student housing affiliation agreements between the university and UHF RISE Student Housing LLC with respect to the Atherton Student Housing and Innovation Center Project (Atherton Project) be removed from the consent agenda and placed on the regular agenda for further discussion. Accordingly, this item was removed from the consent agenda and placed on the regular agenda.

   2. Approval to Indemnify the U.S. Department of Commerce, National Oceanic and Atmospheric Administration (NOAA), and other Federal Entities, When Using Federal Confidential Information for Research Projects for the Cooperative Institute for Marine and Atmospheric Research (CIMAR)
Regent Bal moved to approve the consent agenda with the exception of item VII.A.1 as noted, seconded by Regent Higaki, and noting the excused absence of Regent Acopan and Regent Paloma, the motion carried with all members present voting in the affirmative.

1. **Atherton Student Housing and Innovation Center (Center) Project at Tax Map Key No. (1) 2-8-016-001:**

   a. **Approval of a Sublease between the University of Hawai‘i and UHF RISE Student Housing LLC to allow the University to sublease space in the Center**

   b. **Approval of a Student Housing Affiliation Agreement between the University of Hawai‘i and UHF RISE Student Housing LLC to support the Center**

Vice-Chair Kudo explained that he had several concerns regarding the Atherton Project. First, he believed the present iteration of the Project is centered around high-end dormitories and will neither be a revenue generator for the university nor self-sustaining and that the creation of an innovation center on the Atherton property was not in the best interests of the university especially since a student life innovation center was also planned for Sinclair Library which is in close proximity to the Project. Second, he expressed his doubts about the viability of the proposed business model for the innovation center which will provide rent-free facility space to the Pacific Asian Center for Entrepreneurship and the ability of the university to subsidize these costs through rental fees charged to third-party entities that sublease facility space particularly given earlier discussions which implied that the facility will strive to, at minimum, break even financially. Finally, he noted his qualms regarding the impact the Atherton Project could have on the substantial repair and maintenance (R&M) backlog afflicting the university system, in particular the UHM campus, stating that the addition of more buildings to the university’s physical plant will exacerbate this problem and cited the passage of a board resolution in 2013 to address this issue by curtailing new university construction projects that could add to the deferred maintenance balance. For these reasons, Vice-Chair Kudo stated that he could not support the Project and would be voting against approval of the agreements.

Regent Bal asked if UHF performed a market demand study for the student housing portion of the Atherton Project at the rental rates cited by Vice-Chair Kudo of over $1,000 per month. Mr. Han stated that a market demand study that looked at student housing demand and rental rates at private facilities surrounding the UHM campus, as well as currently existing on-campus housing facilities, was conducted and found strong demand for this type of housing. The study also determined that students renting units in private facilities around the UHM campus were currently paying rents that are comparable to or higher than those that will be charged at the Atherton Project. Mr. Han noted that UHF also contemplated R&M for the Atherton Project and has established a R&M fund which will include fees that are scheduled to increase by three percent annually for the duration of the lease.
Referencing Vice-Chair Kudo’s concerns, President Lassner stated that the administration and UHF have been working on reimagining the Atherton Project for several years in an effort to minimize risk to the university. He also noted that the board chair and university president serve as ex officio members of the UHF board. At present, the university faces minimal to no risks for the Atherton Project as it does not own the property and is not responsible for the bond financing or debt service on the Project. UHF is the primary implementer of the Project and while it has assumed some risks, the majority of the liability for the Project has been assumed by the private developer. Additionally, since the university does not own the Atherton property or its facilities, responsibility for R&M of the facility does not lie with the university and it will have no impact on the current deferred maintenance backlog. President Lassner also clarified that the Sinclair Library project is a student success center that will be focused on services needed for students to graduate from the university and is distinct from the Atherton Project, which is a residential program set in a live-learn-work environment.

VP Young echoed the remarks of President Lassner reiterating that the university retains no liability for the Atherton Project since the university’s only relationship with the Project lies in the sublease and student housing affiliation agreements. He also referred to the market study mentioned by Mr. Han pointing out that the study, which was completed by the private developer, verified that there is currently a need for student housing above-and-beyond what is presently provided by on-campus housing and that non-university-affiliated private student housing in the Mānoa area that is farther from the UHM campus is presently experiencing 80 percent occupancy rates, with a majority of these occupants being university students, despite rental price-points exceeding those that will be charged for units in the Atherton Project.

With respect to revenue generation for the Atherton Project, VP Young stated that the university does not own the property and is not funding the Project. Therefore, any excess revenues acquired by the Atherton Project, other than sublease rent for the innovation space that will be paid to the university, will become realizations of UHF. However, the university and UHF are currently working to establish a revenue sharing arrangement that will be beneficial to both UHF and the university. Depending upon the final revenue sharing agreement adopted, he opined that there is long-term potential for the Atherton Project to generate revenues for the university.

Vice-Chair Kudo reiterated his concerns with respect to the necessity of establishing another university innovation center given that six innovation centers, none of which appear to generate significant income for the university, are currently in existence. He also opined that, while the market demand study indicated a desire for student housing at the price-points noted, it did not indicate whether this demand was among students who would be actively participating in the innovation center. As such, he believed that the Atherton Project had the potential to become a facility that provided market rate housing rather than its intended purpose of developing a live-learn-work environment.

Regent Haning moved to approve the sublease agreement and student housing affiliation agreement between the University of Hawai‘i and UHF RISE Student Housing LLC, for the Atherton Student Housing and Innovation Center at the tax map key identified on the agenda, seconded by Regent Nahale-a, and noting the no votes of
Vice-Chair Kudo and Regent Wilson and the excused absences of Regent Acopan and Regent Paloma, the motion carried with all other members present voting in the affirmative.

B. Final Report and Dissolution of the Tenure Task Group

Prior to proceeding with the presentation on the final report of the Tenure Task Group, Regent Acoba stated that he could not discern the boundaries of this issue given the Tenure Task Group’s report, the testimony received on this subject, Board Resolution 21-06 (Reso 21-06), the recommended policy changes, and SCR 201, and would therefore, out of an abundance of caution, be recusing himself from the discussion and vote.

Regent Acoba left at 1:02 p.m.

Regent Emeritus Jan Sullivan reported on the findings and recommendations of the Tenure Task Group expounding upon the reasons for its establishment, reviewing its membership, and detailing the work it conducted over the past seven months. She stated that the Tenure Task Group was tasked with reviewing and investigating the issue of tenure particularly in the areas of its history, original purpose, and intent; modern concepts and practices that are currently in place; and trends and changes that are occurring on a national level. She also noted that the Tenure Task Group held 11 meetings to receive information on tenure and conduct an analysis of this information.

After initial meetings, the Tenure Task Group agreed to fulfill its charge by concentrating its efforts on three areas including the university’s current tenure classification system; practices on periodic review; and the alignment of tenure with the mission and priorities of the university. As part of these efforts, the Tenure Task Group also analyzed and discussed Regents Policy (RP) 9.201, RP 9.202, and RP 9.213, all of which include provisions concerning tenure or classification, and suggested that changes be made to those policies. Regent Emeritus Sullivan reviewed each of the amendments, noted their impacts on the current policies, and explained the reasons for each proposal.

While the Tenure Task Group is recommending the approval of Board Resolution 21-06 (Reso 21-06), which supports the adoption of the proposed policy revisions that were suggested and requests the administration to begin formal consultation with faculty and unions on these proposed revisions, Regent Emeritus Sullivan emphasized that the resolution is a statement of board intent and not an approval of the suggested policy revisions. Approval of Reso 21-06 would initiate a lengthy process involving formal consultation, committee meetings to formalize recommendations to the board, board meetings to review the proposed recommendations, and if board approval is received, the initiation of Executive Policy (EP) revisions to detail the implementation of the changes and conform the EP to board policy.

Regent Emeritus Sullivan stated that the Tenure Task Group is also recommending its dissolution and referral of this matter jointly to the Committee on Personnel Affairs and Board Governance (PA&BG) and the Committee on Academic and Student Affairs
(ASA) for further review and discussion since the issue of tenure bridges the subject
matter areas of both committees. She also personally requested that, as part of the
committee referral, all information and materials that were made available to the Tenure
Group be made available to the joint committees and the public.

Regent Westerman noted that he was a member of the Tenure Task Group and
provided his assurances that its intent was not to eliminate tenure at the university or
dismiss university personnel. Rather, it was an effort to better understand the issue of
tenure and initiate a lengthy and involved process to improve and modernize the tenure
system. He also addressed concerns raised by some individuals with respect to job
security stating that this matter is a separate issue and one that is more appropriately
addressed by the unions representing university personnel.

Vice-Chair Kudo thanked the Tenure Task Group for their work in undertaking this
difficult and sensitive topic noting that, to his knowledge, this issue has not been studied
and vetted in detail since the inception of the university. He also discussed some of the
reasons for the establishment of the Tenure Task Group stating that it is healthy for an
organization such as the university to periodically conduct self-evaluations to determine
whether the goals and objectives of original concepts are being accomplished.

Regent Haning commended the work of the Tenure Task Group and opined that a
lack of understanding of the board processes has led to hesitation and fear among
university personnel with respect to the possible outcomes regarding this issue. He
declared his support for this proposal to be reviewed and discussed by a joint
committee as was being requested by the Tenure Task Group.

Referencing SCR 201, Chair Moore expressed his belief that the board should agree
to dissolve the Tenure Task Group, as recommended, and refer the Tenure Task
Group’s report and other recommendations to PA&BG to be discussed in conjunction
with matters related to tenure requested by SCR 201 and for PA&BG to make a
recommendation to the full board on the issue in its totality. He also stated that another
possible way of addressing this issue would be to create an ad hoc committee of the
whole and refer the entire matter to this committee for further review and discussion
once the SCR 201 task force has completed its work.

Noting that he was also a member of the Tenure Task Group, Regent Wilson
commended the group for its work and stated that he has a much better understanding
of the issue of tenure and its associated components.

Vice-Chair Kudo moved to approve Reso 21-06 with an amendment that this matter
be referred to an ad hoc committee of the whole for further review and discussion rather
than jointly to PA&BG and ASA and the motion was seconded by Regent Wilson.

Chair Moore stated that the motion should include the dissolution of the Tenure
Group and expressed his concern that adoption of Reso 21-06 would be misconstrued
as final action on the resolution without further discussion and review at the committee
level. He noted that his preference would be for Reso 21-06 and all related materials to
simply be referred to the ad hoc committee.
Regent Bal concurred with Chair Moore’s assessment stating that he could not support the motion in its present form.

Discussions ensued on the motion and whether the totality of the issue, including all materials and information received by the Tenure Group, should be referred to an ad hoc committee of the whole.

Stating that Regent Emeritus Sullivan served as the Chair of the Tenure Task Group, Vice-Chair Kudo requested her input on this matter. Regent Emeritus Sullivan stated that she believed the matter should be referred to an ad hoc committee of the whole; that all materials and information on tenure that was provided to the Tenure Task Group be made available to the ad hoc committee; that the matters that were considered by the Tenure Task Group, as well as its report and recommendations, be referred to the ad hoc committee for further consideration; and that the Tenure Task Group be dissolved.

Regent Wilson suggested that the motion should also include a recommendation that the findings and recommendations of the SCR 201 task force be provided to the ad hoc committee for further consideration.

Vice-Chair Nahale-a commended the work of the Tenure Task Group and observed that some of the opinions expressed that policies should not be questioned at all. He noted that this was a difficult issue and that the emotions and passion expressed by all involved shows that there is a tremendous affinity for the university.

Vice-Chair Kudo amended his original motion to incorporate the suggestions of Regent Emeritus Sullivan and Regent Wilson. The amended motion was seconded by Regent Wilson. Board Secretary Oishi reiterated the motion as follows prior to taking the vote on this matter: (1) that the Tenure Task Group be dissolved; (2) that the matter be referred to the committee of the whole; (3) that all of the Tenure Task Group materials be made available to the committee of the whole; (4) that the Tenure Task Group report and recommendations be referred to the committee of the whole; and (5) that the recommendations of the SCR 201 task force be referred to the committee of the whole. Noting the excused absence of Regent Acopan and the recusal of Regent Acoba, the motion carried with all other members present voting in the affirmative.

Regent Acoba returned at 1:59 p.m.

VIII. EXECUTIVE SESSION (closed to the public)

Regent Wilson made a motion to convene in executive session, seconded by Regent Haning, and noting the excused absence of Regent Acopan and with all members present voting in the affirmative, the board 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); to carry out deliberations concerning the authority of persons designated by the board to conduct labor negotiations or to negotiate the acquisition of public property, or during the conduct of such negotiations pursuant to Section 92-5(a)(3), HRS; and to consult with the board’s
attorneys on questions and issues pertaining to the board’s powers, duties, privileges, immunities, and liabilities, pursuant to Sections 92-5(a)(4), HRS.

The meeting recessed at 2:00 p.m.

Regent Paloma left at 2:28 p.m.

Chair Moore called the meeting back to order at 3:10 p.m. and announced that the board met in executive session to discuss several issues as stated on the agenda.

IX. AGENDA ITEMS (continued)

A. Personnel Actions (A-1 for Approval)

Chair Moore stated that the administration was seeking approval for the appointment of Dr. Elizabeth Davidson as Interim Associate Dean for Academic Affairs at the Shidler College of Business at UHM, at an annual total compensation of $300,000 which includes $28,116 in faculty endowment funds from UHF.

Vice-Chair Kudo stated that he would be recusing himself for voting on this matter because he was a graduate of the Shidler College of Business at UHM.

Regent Westerman made a motion to approve the personnel actions on Attachment A-1, seconded by Regent Wilson.

Regent Acoba stated that he would be voting no on the personnel action based upon relative pay scales and not the qualifications of Dr. Davidson.

There having been a motion that was moved and seconded, a vote was conducted, and noting the no vote of Regent Acoba, the excused absences of Regent Acopan and Regent Paloma, and the recusal of Vice-Chair Kudo, the motion carried with all other members present voting in the affirmative.

X. ANNOUNCEMENTS

Chair Moore announced that the next board meeting was scheduled for November 18, 2021, at a location to be determined.

XI. ADJOURNMENT

There being no further business, Regent Wilson moved to adjourn, seconded by Regent Higaki, and noting the excused absences of Regent Acopan and Regent Paloma and with all members present voting in the affirmative, the motion carried and the meeting was adjourned at 3:14 p.m.
Respectfully Submitted,

/S/

Kendra Oishi
Executive Administrator and Secretary
of the Board of Regents