

MINUTES

BOARD OF REGENTS COMMITTEE ON PERSONNEL AFFAIRS & BOARD GOVERNANCE MEETING

JANUARY 11, 2018

I. CALL TO ORDER

Committee Chair Randy Moore called the meeting to order at 10:40 a.m. on Thursday, January 11, 2018, at the University of Hawai'i at Mānoa, Information Technology Building, 1st Floor Conference Room 105A/B, 2420 Correa Road, Honolulu, Hawai'i 96822.

Committee members in attendance: Committee Chair Randy Moore; Committee Vice Chair Eugene Bal; Regent Michael McEnerney; Regent Jeffrey Portnoy; Regent Stanford Yuen.

Committee members excused: Regent Norma Doctor Sparks; Regent Ernest Wilson Jr.

Others in attendance: Board Chair Jan Sullivan; Regent Wayne Higaki; Regent Lee Putnam; Regent Douglas Shinsato; Regent Michelle Tagorda (ex officio committee members); President/Interim UH-Mānoa (UHM) Chancellor David Lassner; Vice President for Legal Affairs/University General Counsel Carrie Okinaga; Vice President for Academic Planning & Policy Donald Straney; Interim UH-Hilo (UHH) Chancellor Marcia Sakai; UH-West O'ahu (UHWO) Chancellor Maenette Benham; UHM Vice Chancellor for Research/Interim Vice Chancellor for Academic Affairs Michael Bruno; Executive Administrator and Secretary to the Board of Regents Kendra Oishi; and others as noted.

II. APPROVAL OF MINUTES OF THE NOVEMBER 1, 2017 MEETING

Regent Portnoy moved to approve the minutes of the November 1, 2017 meeting, seconded by Regent Yuen, and the motion carried unanimously.

III. PUBLIC COMMENT PERIOD

Executive Administrator and Secretary to the Board Kendra Oishi announced that the Board Office received no written testimony, and no individuals had signed up to give oral testimony.

IV. AGENDA ITEMS

A. For Information & Discussion

- 1. Revisions to Board of Regents Policy 2.204 on Board Self Evaluation**
- 2. Revisions to Board of Regents Policy 2.203 on the Evaluation of the President**

It was noted that the board had divided the board policies into three groups, with each group being reviewed every three years. Chapters 1-4 were scheduled for review during the 2017-2018 Academic Year, and VP Morton is leading the review effort to determine whether from administration's perspective the policy needs to be changed.

Board leadership has struggled with how to approach both the board self-evaluation and the evaluation of the president over the past few years. The policies need to provide a vehicle that is not too prescriptive but can be used over multiple years instead of creating a new evaluation every year.

Committee Chair Moore offered to ask Regent Wilson, who has done a lot of work in the area of board self-evaluation, to present proposed changes for discussion at the March committee meeting. There were no objections.

Having a robust and constructive review of the president is one of the most important duties of the board. The System Office of Human Resources, led by VP Gouveia, is researching how other universities approach evaluation of the president, and information will be presented for discussion at the March committee meeting.

3. Governance Definition & Scope

The committee discussed the definition and scope of "governance." The materials contained an Association of Governing Boards (AGB) publication "Consequential Board Governance in Public Higher Education Systems"; a Wikipedia article "Governance in higher education"; an article by Dianne Ball entitled "Management vs Governance – It's Not That Easy"; and a draft of UH governance committee activities that was prepared by Committee Chair Moore last fall.

Committee members and other regents were asked to present their perspectives as to what the message is for each piece and relevancy to UH.

Regent Bal presented the AGB 10 recommendations for System Governing Boards. These recommendations all generally apply to UH; some recommendations under containing costs while adding value may bear further consideration before adopting; and the considerable work regents have done the past few years regarding advocacy with state leaders, and transitioning from a board-led interface to an administration-led interface was noted.

Discussions held regarding the need to discuss shared governance in more detail and come to a common understanding of what it means; the need to retain the board's authority to do its job and not let it be diminished, which is a critical element for the long-term stability and progress of the university system; and whether the board should consider the practice of signing an annual statement of board member expectations. The committee will be having in-depth discussion on shared governance at the next committee meeting with representatives of recognized governance organizations sharing their perspectives.

Regent Portnoy presented the AGB 6 Recommendations for System Heads. In general these recommendations seem more directed to the president and how the president interacts with the system and the regents.

Discussions held regarding the relationship of the board and president in retaining talent; advocating on behalf of the university; addressing the recommendations in the president's annual self-evaluation; and the critical role the president has in developing executive leadership. It was noted that every university system is different and some recommendations may not be applicable to UH's model.

Regent Yuen presented the AGB 3 Principles of Best Practice for State Policy Makers. Most states have a cabinet office or a State Higher Education Officer, and many of these recommendations would be for the organizations/individuals that oversee the board, and Hawai'i's higher education structure is unique in that the board is the sole higher education policy making board. In general the regents are compliant with the recommendations, except the Legislature has control over financial appropriations. The board has delegated some of the responsibilities to the President.

Discussions held regarding the role of the Candidate Advisory Committee; the need for a diversity of backgrounds and perspectives on the board; the autonomy of the board and need to educate the public and others on the role of the board; and the role of board members serving as a fiduciary of the entire system and not just a geographic constituency.

The committee also reviewed the Wikipedia article that noted there was an increase in managerialism in the governance of higher education institutions as opposed to the more traditional shared or consensual governance attributed in part to external pressure for more accountability, faster decision making, and because of the large increase in administrative work at all levels of universities which necessitates more specialized skills (e.g., marketing, human resources, management accounting, website development/management) and difficulties arising from tensions between corporate and collegial governance models of management. It was noted that public education institutions are criticized regularly on the size of administration, but years ago there were no such things as enrollment management and websites, and the Legislature is making requests for data that was not kept 50 years ago. It takes people to develop, maintain, and manage the data systems that are now expected of educational institutions. RP 1.210 provides for organized faculty involvement in academic decision-making and academic policy development at the campus and unit level. Through policy, the board has delegated to the faculty the primacy on academic matters.

Regent Portnoy left the meeting at 11:38 a.m., quorum was not affected.

Regent Putnam presented on the National Education Association (NEA) statement of the Wikipedia article. The NEA statement was first issued in 1987 and higher education has come a long way since then. The essential nature of institutional autonomy is emphasized; as is institutional governance being a joint effort among faculty, academic staff, administrators and the governing board based on collegiality and mutual respect. The joint effort of governance has expanded greatly over the years due to the professionalism among student affairs staff and other supporting organizations. No single

type of governance system is most appropriate, but whatever an institution adopts should reflect the desires of faculty and academic staff as conditioned by state statutes. The governing board has a higher level role in curriculum matters and procedures of student instruction. The way requirements for degrees/certificates are authorized in this statement is different from what UH does and the statutory authority of the board, and the Academic & Student Affairs Committee will continue discussions regarding the process for review and approval of new programs. Current practices and policies related to tenure and promotion and other administrative matters mentioned in the article are more traditionally aligned and serving the institution well.

The NEA issued a lengthy statement on community college governance in 1989 that was an extremely prescriptive statement of best practice that may not be appropriate for the board to pay great attention to at this time.

The American Federation of Teachers (AFT) issued a statement in support of shared governance in higher education in response to its belief that many governing boards on shared governance in 2002 adopted a “mantra of business,” and identified six ways they felt shared governance was under attack. The only issue relevant to UH is the use of adjunct faculty. The statement affirmed standards of academic freedom, faculty participation in standards and curriculum, and faculty decisions on academic personnel. For the most part, board policy conforms with the AFT recommendations.

V. ADJOURNMENT

There being no further business, Committee Vice Chair Bal moved to adjourn, and Regent Yuen, and with unanimous approval, the meeting was adjourned at 11:50 a.m.

Respectfully Submitted,

/S/

Kendra Oishi
Executive Administrator and Secretary
to the Board of Regents