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**Notice of Meeting
UNIVERSITY OF HAWAI'I
BOARD OF REGENTS**

*Board business not completed on this day will be taken up on another day and time
announced at the conclusion of the meeting.*

Date: Thursday, April 20, 2023
Time: 10:00 a.m.
Place: Kapiolani Community College
220 Grille, 'Ōhi'a Building
4303 Diamond Head Road
Honolulu, HI 96816

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

AGENDA

- I. Call Meeting to Order**
- II. Approval of the Minutes of the March 23, 2023 Meeting**
- III. Public Comment Period for Agenda Items:**

Individuals who are unable to provide testimony at this time will be allowed an opportunity to provide testimony before each agenda item.

All written testimony on agenda items received after posting of this agenda and up to 24 hours in advance of the meeting will be distributed to the board. Late testimony on agenda items will be distributed to the board within 24 hours of receipt. Written testimony may be submitted via the board's website through the testimony link provided on the Meeting Agendas, Minutes and Materials page. Testimony may also be submitted via email at bor.testimony@hawaii.edu, U.S. mail at 2444 Dole Street, Bachman 209, Honolulu, HI 96822, or facsimile at (808) 956-5156.

Those wishing to provide oral testimony virtually may register [here](#). Given the constraints with the format of hybrid meetings, individuals wishing to orally testify virtually must register no later than 8:30 a.m. on the day of the meeting in order to be accommodated. Registration for in-person oral testimony on agenda items will also be provided at the meeting location 15 minutes prior to the meeting and closed at the posted meeting time. It is highly recommended that written testimony be submitted in addition to registering to provide oral testimony. Oral testimony will be limited to three (3) minutes per testifier.

If you need an auxiliary aid/service or other accommodation due to a disability, contact the Board Office at (808) 956-8213 or bor@hawaii.edu as soon as possible. If a response is received less than five (5) days in advance of the meeting, we will try to obtain the auxiliary aid/service or accommodation, but we will not guarantee that the request will be fulfilled. Upon request, this notice is available in alternate formats such as large print, Braille, or electronic copy.

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

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

IV. Report of the President

- A. SCR201 Consultation Update
- B. Extramural Funding Update
- C. Other
- D. Kapiolani Community College Campus Presentation

V. Committee and Affiliate Reports

- A. Report from the Committee on Independent Audit
- B. Report from the Committee on Intercollegiate Athletics
- C. Report from the Committee on Personnel Affairs and Board Governance
- D. Report from the Committee on Planning and Facilities

VI. Report on AGB Conference on Trusteeship

VII. Agenda Items

- A. Consent Agenda
 - 1. Authorization and Approval to Amend Pre-Closing Agreement Between the University of Hawai'i and Greystar Development Services, LLC.
 - 2. Authorization and Approval of the University's Position Regarding Material Provisions of the Ground Lease Between the University of Hawai'i and a Limited Liability Company to be Created by Collegiate Housing Foundation for the Development of a Student Housing Mixed-Use Rental Project at the University of Hawai'i at Mānoa
 - 3. Approval to Purchase Phase 1 Photovoltaic Systems at the University of Hawai'i O'ahu Community Colleges and the University of Hawai'i Maui College Pursuant to Four Separate Purchase and Sale Agreements
- B. Recommendations to the Board, Related to the February 2023 Report by College Sports Solutions, LLC ("CSS") on University of Hawai'i at Mānoa Athletics Department Operations Relating to Student-Athlete Welfare and Communications

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- C. Approval to Award an Honorary Doctorate of Humane Letters to Edith Kekuhikuhipu'uoneonāali'iōkohala Kenao Kanaka'ole
- D. Approval to Award an Honorary Doctorate of Humane Letters to Frank Kawaikapuokalani Hewett
- E. Approval to Award an Honorary Doctorate of Humane Letters to Jerald Kimo Alama Keaulana
- F. Approval of the Establishment and Naming of the Thomas J. Whelan Jr., M.D. Endowed Professorship in the Department of Surgery at the University of Hawai'i at Mānoa John A. Burns School of Medicine
- G. Approval of the Establishment and Naming of the Francine Tryka Endowed Chair in Pathology at the University of Hawai'i at Mānoa John A. Burns School of Medicine
- H. Approval of the Establishment and Naming of the Robert Hong, M.D., Professorship in Cardiovascular Disease at the University of Hawai'i at Mānoa John A. Burns School of Medicine
- I. Approval of the Re-naming of the Family Business Center of Hawai'i Distinguished Professorship at the University of Hawai'i at Mānoa Shidler College of Business
- J. Discussion and Possible Action on Regents Policy (RP) 2.202 Regarding Potential Conflicts Arising from Dual Role of the President
- K. Discussion and Possible Action on Amending the Board Committee Structure
- L. Discussion and Possible Action to Amend the Bylaws of the Board of Regents, Article II, Section B. Regarding the Selection of a Board Chair
- M. Discussion on the Evaluation Process for the President of the University
- N. Legislative Update

VIII. Executive Session (closed to the public):

- A. Legal Matters: *(To consult with the board's attorneys on questions and issues pertaining to the board's powers, duties, privileges, immunities, and liabilities, pursuant to Section 92-5(a)(4), HRS)*
 - 1. Quarterly Status Report on Legal Matters

IX. Announcements

- A. Next Meeting: May 18, 2023, at Honolulu Community College

X. Adjournment

ATTACHMENTS

If you need an auxiliary aid/service or other accommodation due to a disability, contact the Board Office at (808) 956-8213 or bor@hawaii.edu as soon as possible. If a response is received less than five (5) days in advance of the meeting, we will try to obtain the auxiliary aid/service or accommodation, but we will not guarantee that the request will be fulfilled. Upon request, this notice is available in alternate formats such as large print, Braille, or electronic copy.

Attachment A – Personnel actions posted for information only, pursuant to Section 89C-4, Hawai'i Revised Statutes. These actions are not subject to approval by the Board of Regents.

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Attachment A: Pursuant to §89C-4, Hawai'i Revised Statutes, the following proposed compensation actions for excluded Executive/Managerial are disclosed for purposes of public comment.

1 of 1

DTS 23275

Executive/Managerial

Campus	Last Name	First Name & Middle Initial	Proposed Title	Unit	Nature of Action	Monthly Salary	Effective Date
UH Manoa	Sherwood	Alison	Associate Dean	College of Natural Sciences	Appointment	\$17,257	April 21, 2023
Kapiolani CC	Denton	Eric	Interim Dean	Arts & Sciences	Appointment	\$10,268	May 1, 2023 - April 30, 2024
Kapiolani CC	Napoleon	David	Vice Chancellor	Academic Affairs	Appointment	\$12,135	May 1, 2023

UNIVERSITY OF HAWAII
BOARD OF REGENTS
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DISCLAIMER – THE FOLLOWING ARE DRAFT MINUTES AND ARE SUBJECT TO FURTHER REVIEW AND CHANGE UPON APPROVAL BY THE BOARD

MINUTES

BOARD OF REGENTS MEETING

MARCH 23, 2023

I. CALL TO ORDER

Chair Moore called the meeting to order at 9:02 a.m. on Thursday, March 23, 2023, at the University of Hawai'i (UH) at Mānoa, Information Technology Building, 1st Floor Conference Room 105A/B, 2520 Correa Road, Honolulu, Hawai'i 96822.

Quorum (11): Chair Randy Moore; Vice-Chair Alapaki Nahale-a; Vice-Chair Ernest Wilson; Regent Eugene Bal; Regent William Haning; Regent Wayne Higaki; Regent Gabriel Lee; Regent Laurel Loo; Regent Abigail Mawae; Regent Diane Paloma; and Regent Laurie Tochiki.

Others in attendance: President David Lassner; Vice President (VP) for Administration Jan Gouveia; VP for Academic Strategy Debora Halbert; 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; UH Mānoa (UHM) Provost Michael Bruno; UH Hilo Chancellor Bonnie Irwin; UH West O'ahu (UHWO) Chancellor Maenette Benham; Associate VP for Legal Affairs Gary Takeuchi; Interim Associate Vice President for Academic Affairs for the UH Community College System Della Teraoka; Interim Executive Administrator and Secretary of the Board of Regents (Interim Board Secretary) Jamie Go; and others as noted.

II. APPROVAL OF THE MINUTES

Chair Moore inquired if there were any corrections to the minutes of the February 16, 2023, and March 2, 2023, meetings which had been distributed. Hearing none, the minutes for both meetings were approved.

III. PUBLIC COMMENT PERIOD

Interim Board Secretary Go announced that the Board Office received late written comments from Abraham Elimimian regarding the Independent Assessment of UHM Athletics Department Operations Relating to Student-Athlete Welfare and Communications.

Late written comments were also received from Malie Moe, President of the Associated Students of the UHWO, in support of a resolution aiming to implement free period products on all campuses of the UH System.

Regent Bal arrived at 9:09 a.m.

Jill Nunokawa provided oral comments on the Independent Assessment of UHM Athletics Department Operations Relating to Student-Athlete Welfare and Communications as well as the position of Faculty Athletics Representative at UHM.

Maile Meyer provided oral comments seeking support for various issues related to art exhibition, art instruction, art history, visual art culture, and studio art practices involving Kānaka 'Ōiwi and kānaka perspectives.

Kaleo Quiroga and Thomas Flores provided oral comments in support of addressing various needs facing Kapi'olani Community College students.

Regent Nahale-a arrived at 9:18 a.m.

IV. REPORT OF THE PRESIDENT

A. SCR 201 Consultation Update

The administration continues to work with stakeholders on proposed amendments to Executive and Regents Policies crafted by the SCR 201 Steering Committee to address the recommendations of the SCR 201 Task Force. President Lassner stated that drafts of the suggested policy changes, as well as faculty classification recommendations for the four-year campuses, have been distributed to the University of Hawai'i Professional Assembly and all of the faculty senates for formal consultation; updates have been made to the policy review website, which contains links to all of the consultation documents; and meetings have been held with the faculty senates at UHM and UHWO to answer questions related to the policy and faculty classification proposals. Due to concerns raised about the established consultation deadlines given the breadth of materials provided to stakeholders for review and comment, the SCR 201 Steering Committee is considering the use of a phased consultation approach that will afford greater opportunity for apprehensions regarding the proposed changes to be addressed in such a way that progress on implementation of these changes can be made with minimal delay. The administration remains hopeful that adoption of these changes will take place within a year.

B. Extramural Funding Update

The university has received just over \$371 million in extramural funding to date, which represents about a seven percent decrease in the amount received as compared to the same day last year. It was noted that much of this decline can be attributed to a backlog in the processing of proposals and grants caused by staffing challenges within the Office of Research Services (ORS). However, the administration expects ORS to be fully staffed by mid-April, which should allow for the aforementioned backlog to be addressed, and believes that extramural funding will once again exceed the \$500 million threshold for the second fiscal year in a row. The administration is also reviewing extramural funding data to better understand where growth and regression is occurring so that it can be determined as to whether any systemic changes need to be made to improve performance in securing external monies.

Although the amount of extramural funds received by the university is important, President Lassner emphasized that the far-reaching economic impacts receipt of this money has on the state, particularly through the creation of thousands of employment opportunities, is of even greater significance. He also stated that the sums of external funds being obtained, as well as the array of sources providing this funding, serve as a testament to the community's trust in the university as a premier research institution.

C. Athletic Director (AD) Hiring Process Update

The search advisory committee charged with generating a list of individuals to replace UHM AD David Matlin, who will be retiring on June 2, 2023, has begun the process of reviewing and vetting submitted applications for the position in order to decide which applicants it will interview. Upon completion of its work, the search advisory committee will present an unranked list of qualified candidates to President Lassner for final consideration. It was noted that applications received by the search advisory committee encompassed a diverse array of individuals from Hawai'i and beyond, and that all individuals who were nominated for the position by a third party were informed about the application process. It was also noted that input on the desired qualities of the next UHM AD was sought from every student-athlete and every athletic department staff member via a survey and that this information, along with background materials about the UHM Athletics Department (UHM Athletics), has been provided to the search advisory committee for consideration during its decision-making process. Although the application deadline for the position was March 10, 2023, President Lassner stated that the search for a new UHM AD will remain active until an official appointment is made by the board but stressed that he expects to seek board approval of this appointment in May 2023.

D. Stadium Update

President Lassner discussed the demise of Aloha Stadium, as well as the multiple facility oversight responsibility configurations and funding models that have been proposed for what is being termed the New Aloha Stadium Entertainment District, or NASED. He went over some of the key details contained within the most recent public-private partnership request for proposals (P3 RFP) that was developed by the Stadium Authority and the Department of Accounting and General Services (DAGS) over the course of three years; noted significant actions taken by the Legislature during the Regular Session of 2022 that will impact the project, such as placing the Stadium Authority under the administrative auspices of the Department of Business, Economic Development and Tourism rather than DAGS, as well as the appropriation of nearly \$400 million in combined capital improvement project and general fund revenues for NASED; and spoke about proposals made by the former and current gubernatorial administrations to pivot the P3 RFP to address the legislative actions taken in 2022, as well as concerns with the financial implications of the NASED project as presently put forth. He also remarked that the development of a new stadium and its adjoining areas remains a high priority of the current governor's administration; stated that multiple parties and stakeholders are currently engrossed in detailed conversations about a modified P3 RFP approach to completing the NASED project; and emphasized that, while the university remains cognizant of ongoing activities and discussions related to

the NASED project, its role in this matter is limited to the president of the university's service as a statutorily designated ex officio non-voting member on the Stadium Authority. It is hoped that agreement on a path forward will be reached soon so that implementation can begin as soon as possible.

The university continues to move forward with board approved upgrades to the Clarence T.C. Ching Field (Ching Field) that are necessary to comply with National Collegiate Athletic Association (NCAA) requirements. The project to increase seating capacity at Ching Field remains on track and is expected to be completed in time for the first home football game of the season which is scheduled for September 1, 2023. Plans are also in place to mount the scoreboard from Aloha Stadium on the Les Murakami Stadium to provide a better fan experience at Ching Field.

E. Other

The university continues to receive numerous inquiries from the Legislature with over 5,800 pages of responses being provided to date.

Although it would be premature to report on fall enrollment numbers, tracking of applications for the fall semester of 2023 that have been received thus far indicates that the university, as a system, is experiencing positive enrollment with a mix of increases and decreases across the various campuses. However, President Lassner cautioned that these figures are extremely preliminary and will continue to fluctuate throughout the fall enrollment period.

F. UHM Campus Presentation

Provost Bruno began by speaking about four high-level strategic goals that were developed to achieve UHM's mission and vision for the future while enhancing alignment with the strategic direction plans of the university stating that UHM is a world-class, Carnegie R1 doctoral institution that must never lose sight of its primary goal to foster student centered success and address the needs of the communities it serves. He then proceeded to present information on UHM's fall 2022 enrollment statistics and student population demographics highlighting the ethnic diversity of the campus; the increase in overall headcount enrollment; the sizable number of Native Hawaiian, freshman, and first-generation college students enrolled at UHM; and a slight decrease in the number of transfer students from other universities, as well as the university's community college system, which UHM hopes to address through improved outreach efforts and transition pathways. He also reviewed trend data related to various performance metrics used to define student success including one-year retention rates, four-year and six-year graduation rates, and average time-to-degree (TTD) noting that, despite witnessing a slight dip, UHM's overall retention rate remains high; graduation rates experienced in 2022 were the highest in UHM history; and average TTD continues to improve.

It was noted that UHM was recently ranked among the top two percent of public universities in the world and that several academic programs of study available at UHM have achieved distinctions for academic excellence. As a Carnegie R1 designated

doctoral university, UHM also continues to perform well in achieving research excellence, ranking near the top with respect to extramural funding and expenditures in several scientific fields, and experiencing numerous successes in research and development projects. While attainment of academic and research excellence is beneficial to the status of UHM as a premier public institution of higher education, as well as the educational outcomes of students, Provost Bruno explained that it also has a positive effect on the community and reviewed stories of some of these impacts.

The Undergraduate Research Opportunities Program (UROP) was also touted as another successful endeavor undertaken by UHM. UROP, which coordinates and promotes opportunities for undergraduate students to engage in faculty-mentored research and creative work as a complement to the classroom learning experience, has been extremely popular among students. Provost Bruno stated that the enrichment of the overall academic experience and development of lifelong academic, professional, and personal skills provided by UROP not only benefits and prepares students to be engaged community members and leaders in their professions, but also helps UHM with recruiting and retaining a wide-range of undergraduate students.

Regent Tochiki arrived at 9:42 a.m.

A comparison of overall revenues and expenditures for UHM since fiscal year 2018 was provided with Provost Bruno stating that revenues have exceeded expenses in each of the last five fiscal years and that the trend is expected to continue for the current fiscal year. He also stated that UHM continues to build reserves which will be crucial for the campus over the next several years.

Although challenges will undoubtedly be faced in the future, Provost Bruno remarked that UHM remains committed to pursuing even greater academic achievements and research excellence through actions such as strategic hiring, expanding support for student wellness and student academic success, connecting world-class research with student learning, and investing in major cross-campus initiatives, and that doing so will lead to the development of a more viable university that is well-equipped and repositioned to further contribute to the social and economic wellbeing of the people of Hawai'i.

Student Report

Due to scheduling conflicts, representatives from the Associated Students of the University of Hawai'i at Mānoa were not available to provide a presentation at this meeting.

Mark Willingham, President of the UHM Graduate Student Organization (GSO), stated that GSO is the official representative body that advocates for and supports over 4,000 graduate students at UHM, and serves as a conduit between graduate students and the university administration which provides opportunities for graduate students to seek resolution to their expressed concerns. He highlighted the accomplishments of GSO over the past year, including the implementation of an Executive Policy related to graduate assistant (GA) sick and bereavement leave and the attainment of salary step

increases for GAs; noted that GSO will continue to advocate for graduate students through active engagement with the administration on various issues; and spoke about several GSO sponsored social events. GSO also continues to forge ahead with its grants and awards program and its merit-based awards program, both of which offer opportunities for graduate students to enhance their education by providing funding for attendance at conferences and research projects, increasing the number of awards and grants allocated as well as their monetary amounts over the last year.

Kūali'i Council

Keali'i Gora, Administrator of the Kūali'i Council, spoke about the mission of the Kūali'i Council stating that its primary focus is to honor, empower, and advance Native Hawaiian people, culture, and language through excellence in higher education. He provided historical context to the establishment of the Kūali'i Council in 2001 and emphasized that it is a self-determining organization in all matters relating to Native Hawaiian teaching, research, publication, and service.

Kūali'i Council members Alyssa Purcell, Ku'u lei Salzer, Kekūpa'a Knutson, and Kaiwipunikauikawēkiu "Punihei" Lipe, went over some of the impediments faced by Native Hawaiian students in achieving their post-secondary educational goals that have been identified by the Kūali'i Council and spoke about strategies to address these challenges. They also discussed collaborative approaches that can be used to execute the university's strategic plan with respect to fulfilling its kuleana to Native Hawaiians and Hawai'i by modeling what it means to be an indigenous-serving and indigenous-centered institution.

Regent Higaki left at 10:03 a.m.

Faculty Report

Kim Binsted, UHM Faculty Senate Chair, reviewed the membership, committee structure, and operational processes of the Mānoa Faculty Senate explaining that it is a governance body contained within the UHM Faculty Congress, the larger faculty-governance body of UHM that represents over 1,700 faculty members, and often serves as the representative for the Faculty Congress. She also discussed the Faculty Senate's shared governance role at UHM and went over ways this shared governance is achieved; talked about the Faculty Senates involvement in efforts to redesign the university's general education curriculum and implement proposed policy changes related to tenure and faculty classifications; and reviewed several wide-ranging faculty achievements that have occurred over the past year.

Staff Report

Carl Dionne, Chair of the Mānoa Staff Senate (MSS), explained that MSS is an officially-recognized shared governance body that serves as the voice for approximately 1,900 staff at UHM and is responsible for collaborating with the UHM administration on university policies and operations that impact staff. He reviewed the work of MSS over the past year including the holding of several forums to discuss a number of issues of importance to staff and reported on some of its top priorities for 2023, such as clarifying

the shared governance role of MSS with the administration. In addition, he stated that MSS continues to provide representation at campus-wide committee meetings, as well as on search advisory hiring committees, and remains actively involved in providing consultative feedback on administrative and academic reorganization plans.

Regent Lee questioned whether the minimum qualification of three years of collegiate athletics administration experience was heavily weighted in the selection process for a new UHM AD. President Lassner replied that, as is the case with the majority of personnel recruitment efforts, any equivalent combination of education and experience can be used to meet the minimum qualification requirements.

Regents commended the work of Provost Bruno, the Kūali'i Council, and the faculty, staff, and students of UHM, expressing their appreciation for the incorporation of the new university strategic plan's tenets into the various presentations and remarking that the collaboration on, involvement in, and genuine concern for improving the campus and its educational efforts was impressive.

V. REPORT OF THE PŪKO'A COUNCIL

Keali'i Gora, Administrator for the Pūko'a Council, explained that Native Hawaiian councils have been established on each of the ten campuses of the university system. The Pūko'a Council serves as the systemwide Native Hawaiian council for the university and is comprised of representatives from every campus council. He presented an overview of the mission and purpose of the Pūko'a Council, stating that the Council envisions a university that is committed to the empowerment, advancement, and self-determination of Kānaka Maoli, through distinctly Hawaiian instruction, research, and service, and discussed key ways in which the Council hopes to fulfill its kuleana.

Alapaki Luke and Kahelelaniokahakai Cruz, representatives serving on the Pūko'a Council, expounded upon the goals of the Pūko'a Council stating that the Council strives to position the university as one of the world's foremost indigenous-serving institutions where Native Hawaiians thrive, traditional Hawaiian values and knowledge are embraced, and university scholarship and service advance all Native Hawaiians and Hawai'i. They also went over some of the metrics that will be used to determine successful achievement of these goals, such as increasing the number of Native Hawaiian students, faculty, staff, and administration in the university system to 23 percent, which mirrors the percentage of Hawaiians in Hawai'i's general population, and spoke about the need for greater administrative and financial support for each of the Native Hawaiian campus councils, as well as the Pūko'a Council. A suggestion was made that a member of the board meet regularly with representatives of the Pūko'a Council in order to enhance communications on issues at the university that impact Native Hawaiians.

Chair Moore stated that due consideration would be given to the suggestion made regarding a member of the board meeting regularly with Pūko'a Council representatives.

Vice-Chairs Nahale-a and Wilson praised the work of the university's Native Hawaiian councils in addressing the many issues affecting Native Hawaiian members of

the university community, as well as their efforts at creating a model indigenous-serving institution, and expressed their belief that the university can do a better job in supporting Native Hawaiian programs and the various Native Hawaiian councils.

VI. COMMITTEE AND AFFILIATE REPORTS

A. Report from the Committee on Budget and Finance

B. Report from the Committee on Planning and Facilities

C. Affiliate Reports

1. Research Corporation of the University of Hawai'i (RCUH)

2. Maunakea Stewardship and Oversight Authority (MKSOA)

Chair Moore referred regents to the respective standing committee reports from the February 2, 2023, committee meetings, as well as the affiliate reports for RCUH and MKSOA, which were contained in the materials packet.

VII. AGENDA ITEMS

A. Consent Agenda

- 1. Approval to Authorize the Issuance of a Merchant (Credit Card) Services Contract Pursuant to a Request for Proposals (RFP) to Provide Merchant Services for the University of Hawai'i System, RFP No. 23-5944**
- 2. Approval of an Indemnification Provision in an Agreement between the Ernest Orlando Lawrence Berkeley National Laboratory ("LBNL") and the University of Hawai'i ("UH")**
- 3. Approval of an Indemnification Provision in a Contract Issued by the International Organization for Migration ("IOM") to the University of Hawai'i ("UH")**

Vice-Chair Wilson moved to approve the consent agenda, seconded by Regent Paloma, and noting the excused absence of Regent Higaki, the motion carried with all members present voting in the affirmative.

The meeting recessed at 10:42 a.m.

Regent Higaki returned at 10:43 a.m. and left at 10:48 a.m.

The meeting reconvened at 10:49 a.m.

B. Discussion of the Independent Assessment of UH Mānoa Athletics Department Operations Relating to Student-Athlete Welfare and Communications (Independent Assessment) (Redacted)

Chair Moore provided historical context to the commissioning of the Independent Assessment highlighting major milestones that have occurred since complaints made by some UH football student-athletes first surfaced in December 2021. He stated that more detailed information on this matter could be found in the memorandum contained within the materials packet provided to regents. Some of the events mentioned included a joint informational briefing held by the Higher Education and Ways and Means Committees of the Hawai'i State Senate on January 7, 2022; meetings held in January, February, and March 2022 by the board and its Committee on Intercollegiate Athletics to discuss concerns raised at the January 7, 2022, briefing; the processes that led to the selection of College Sports Solutions (CSS) as the entity that would be performing the Independent Assessment; and the timeline of events leading up to the submittal of a final report by CSS. Chair Moore also explained the necessity of having an executive session on this issue stating that CSS's report was redacted before being publicly released to comply with the requirements of the Family Educational Rights and Privacy Act, a federal law that prohibits the disclosure of educational records without obtaining written consent from the student. As such, he cautioned regents to limit the public discussion to matters that do not relate to individual students.

Jeff Schemmel, Founder and President of CSS, briefly spoke about his intercollegiate athletics, as well as legal, background, and underscored the wealth of experience with respect to intercollegiate athletics matters embodied in the former administrators, coaches, attorneys, and media experts employed by CSS. He reviewed the scope of the assessment emphasizing its specificity, particularly regarding adherence to the requirements of Regents Policy 7.208; went over the materials that were reviewed, including the recording of the January 7, 2022, briefing in its entirety; noted that approximately 43 interviews were conducted, 21 of which were with student-athletes; discussed the interview process, underscoring that interviewees were given the option of speaking to the CSS representative without additional individuals being present in the room; talked about the confidentiality requirements that were adhered to; explained the reasons for delays in submitting the final report, stating that difficulties were experienced in scheduling the necessary interviews to present a complete and accurate document; summarized the findings of the report, emphasizing that the university and UHM Athletics were compliant with existing policies and procedures and handled matters appropriately; and reviewed each of the recommendations made by CSS, the majority of which relate to student-athlete welfare.

Chair Moore remarked that the purpose of the Independent Assessment was not to attribute blame but rather, was to determine if UHM Athletics and the university responded appropriately to the issues raised by student-athletes and whether any improvements could be made to the manner in which these concerns are attended to and acted upon.

Regent Lee asked whether the Faculty Athletics Representative (FAR) served as a de-facto ombudsman for student-athletes. Mr. Schemmel remarked that the duties and responsibilities of a FAR vary greatly from institution to institution. While the FAR at UHM takes an active role addressing the concerns of student-athletes, this is not always the case elsewhere. In addition, the FAR is also a faculty member of the university and

CSS believes having a dedicated ombudsman position at UHM would work to better serve the student-athletes.

Regent Mawae expressed her concerns regarding the breadth, fairness, and accuracy of the report submitted by CSS given her understanding that having an individual from the UHM Athletics present in the interviews was not optional. Additionally, there did not appear to be a representative sampling of the entire population of student-athletes at UHM since the student-athletes that were interviewed were mainly from a single sport, football. As a former student-athlete, she also questioned the correctness of statements in the report regarding meetings being held with individual student-athletes to discuss the content of the Student-Athlete Handbook since she was never a party to such a meeting during her career. Mr. Schemmel agreed that it would be best if meetings on the contents of the Student-Athlete Handbook occurred with every student-athlete. He also stated that time constraints placed on conducting the assessment and producing a thorough report required selective interviews with student-athletes associated with the sports for which concerns were raised and stressed that the student-athletes that were interviewed were very forthright despite the presence of an individual from UHM Athletics being in the room.

Chair Moore asked for clarification as to why a UHM Athletics' representative was permitted to be present during interviews. Mr. Schemmel replied that, after interview requests were made, CSS was informed about several individuals expressing their unease with taking part in one-on-one interviews. As such, UHM Athletics inquired as to whether CSS would object to a UHM Athletics' representative being present in the room while the interview was being conducted if the interviewee so chose. Since it was CSS's understanding that the UHM Athletics' representative present in the room during an interview would not have a direct affiliation with, or oversight responsibility for, the interviewee, their presence in the room was not viewed as being detrimental to the process. Mr. Schemmel also reiterated that interviewees were given the option of requesting that the UHM representative be excluded from the interview prior to the beginning of each meeting.

Vice-Chair Wilson inquired about the number of student-athletes interviewed by CSS. Mr. Schemmel replied that individual interviews were conducted with 21 student-athletes. Additionally, group interviews were held with the Student-Athlete Advisory Committee (SAAC) and Football Championship Council which collectively involved about 25 to 30 student-athletes.

Regent Tochiki voiced her concerns about an intercollegiate athletics culture that encourages student-athletes to "tough it out" when challenges arise and asked for CSS's assessment of this issue. Mr. Schemmel responded that this is a challenge facing intercollegiate athletics programs across the nation and that the NCAA has made addressing the mental health and well-being of student-athletes one of its top priorities. He also stated that, in his opinion, athletic departments and institutions should take every opportunity to speak to student-athletes about this matter and continually encourage student-athletes to seek assistance when issues surface.

Regent Mawae questioned why the scope of the Independent Assessment appeared to be limited to issues revolving around the football program, as well as men's and women's basketball programs, and not UHM Athletics in its entirety given that the existence of 18 other athletic programs. She also stated her belief that representation from these other sports programs was lacking among the interviewees. Mr. Schemmel replied that the board approved terms for the Independent Assessment, which were highly specific, governed its scope. He also noted that student-athletes from other sports programs were interviewed by virtue of meetings held with the SAAC and that input from those student-athletes was valuable in developing the recommendations made by CSS.

Regent Loo sought the names of the UHM Athletics' representatives present in the room during the interviews. She also asked CSS for assurances that interviewees were offered the opportunity to request one-on-one interviews without a UHM Athletics representative in attendance when discussions took place. Mr. Schemmel stated that either Joel Matsunaga, a UHM Athletics human resources representative, or Dr. Scott Sinnet, the UHM FAR, was present in the room during the interviews, and assured regents that a discussion about an interviewee's options with respect to having a UHM Athletics' representative in the room took place prior to the beginning of each interview.

Regent Mawae requested clarification on Mr. Matsunaga's role in UHM Athletics as well as the rationale for his selection as one of the individuals for inclusion in the interview process. Mr. Schemmel replied that he was unaware as to the reason Mr. Matsunaga was chosen to be a UHM Athletics' representative in the interview process. AD Matlin stated that, while he was made aware of individuals requesting the presence of a UHM Athletics' representative in their interviews, he was not involved in the selection of the representatives so as to maintain the integrity of the interview process as well as the Independent Assessment. However, he noted that the individuals selected to serve as UHM Athletics' representatives did not have any direct ties to, or lines of oversight responsibility for, the interviewees, the coaches, or the matters being discussed. Mr. Matsunaga added that he was selected to serve as one of UHM Athletics' representatives due to his current status as a part-time employee of the department charged with addressing special projects, his detachment from the athletic programs being talked about, and the knowledge he possessed with respect to athletic department operations given his previous experience as the Associate AD for External Affairs. He briefly spoke about the interview process, emphasizing that the presence of the UHM Athletics' representative in the interview was to add a level of comfort for the interviewee, but stressing that each was given the option of meeting one-on-one with CSS prior to the initiation of discussions. It was also mentioned that Mr. Schemmel provided additional avenues for interviewees to contact him directly via phone or email to discuss issues privately. Regent Mawae continued by asking Mr. Matsunaga if he had prior experience engaging with student-athletes. Mr. Matsunaga replied in the affirmative stating he regularly interacted with student-athletes when serving as Associate AD for External Affairs.

Vice-Chair Wilson asked if all interviewees were presented with the same set of questions. Mr. Schemmel stated that the inquiries made by CSS were based upon the

individual being interviewed given that some interviewees faced unique situations while other interviewees were privy to information regarding specific issues brought up during the January 7, 2022, informational briefing. However, he noted that there were a number of standardized questions asked of each interviewee.

Vice-Chair Nahale-a questioned whether there were any issues identified by CSS during its assessment in which UHM Athletics was not on par with its peers. Mr. Schemmel responded that one issue that UHM Athletics fell slightly behind its peers in was the speed at which a student-athlete could obtain mental health assistance. However, he stressed that this problem was not unique to UHM Athletics.

Referencing previous questions asked about the interview process, Vice-Chair Nahale-a asked Mr. Schemmel to share his thoughts on whether or not he felt that student-athletes and athletic department personnel were transparent about the issues they were facing. Mr. Schemmel stated that, without exception, he believes that he received honest opinions and feedback from the student-athletes and athletic department personnel that were interviewed despite having a UHM Athletics representative present in the room during the interview. Vice-Chair Nahale-a then proceeded to ask Mr. Schemmel whether he received additional information or commentary from individuals after their initial interviews. Mr. Schemmel responded in the affirmative but highlighted that he only received additional comments from athletic department staff. Although he provided student-athletes with his personal email and phone number with a request to be contacted should any issues arise or if they had any additional information to share, no calls or emails were received.

VIII. EXECUTIVE SESSION (closed to the public)

Prior to seeking a motion to convene in executive session, Chair Moore stated that public discussion on the Independent Assessment would continue after the conclusion of the executive session.

Vice-Chair Wilson moved to convene in executive session, seconded by Regent Loo, and noting the excused absence of Regent Higaki, and with all other members present voting in the affirmative, the board approved convening in executive session to deliberate or make a decision upon a matter that requires the consideration of information that must be kept confidential pursuant to a state or federal law, or a court order, pursuant to Section 92-5(a)(8), Hawai'i Revised Statutes (HRS); to consult with the board's attorneys on questions and issues pertaining to the board's powers, duties, privileges, immunities, and liabilities, pursuant to Section 92-5(a)4, HRS; and 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), HRS.

The meeting recessed at 11:44 a.m.

Chair Moore called the meeting back to order at 12:49 p.m. and announced that the board met in executive session to discuss matters as stated on the agenda.

IX. AGENDA ITEMS (CONTINUED)

A. Personnel Actions (A1 for approval)

Chair Moore stated that personnel actions for approval included the appointment of Yvonne Lau as the Executive Administrator and Secretary of the Board of Regents at an annual total compensation of \$135,000.

Regent Loo moved to approve the appointment of Yvonne Lau as Executive Administrator and Secretary of the Board of Regents, seconded by Vice-Chair Wilson, and noting the excused absence of Regent Higaki, the motion carried with all members present voting in the affirmative.

Regents congratulated Ms. Lau on her appointment. Ms. Lau thanked the board and stated that she was looking forward to working with regents.

The board proceeded with discussion on the Independent Assessment as noted by Chair Moore prior to convening in executive session.

VII.A Discussion of the Independent Assessment of UH Mānoa Athletics Department Operations Relating to Student-Athlete Welfare and Communications (Independent Assessment) (Redacted)

In light of the information received by the board with respect to the Independent Assessment and given the recommendations made by CSS in its report, Vice-Chair Wilson moved to refer the matter to the Committee on Intercollegiate Athletics for further discussion and possible action. The motion was seconded by Regent Mawae.

Chair Moore suggested that the motion be amended to also include discussion and possible action on the UHM Athletic Department's responses to the recommendations made by CSS. Vice-Chair Wilson and Regent Mawae concurred with this suggestion.

Regents expressed their support for this motion stating that following-up on this matter was imperative to ensuring continuous improvement with UHM Athletics and university operations related to student-athlete welfare and communications.

There having been an amended motion that was moved and seconded, a roll call vote was taken, and noting the excused absence of Regent Higaki, the motion carried with all members present voting in the affirmative.

B. Legislative Update

VP Young highlighted a number of measures and priority issues that the university is following at the Legislature this year including the university's legislative package bills, as well as items of interest involving the administration and board. He briefly went over legislation regarding, among other things, the university's operating and capital improvement budgets, highlighting several budget provisos that stipulate conditions on the use of certain appropriations; the Hawai'i Promise Program; resident tuition fees; oversight and administration of community colleges; the appointment process for regent representation on legislatively established boards, commissions, working groups, and task forces; permitting exemptions for certain university construction projects; medical

DRAFT

education and training; healthcare; property acquisition; collective bargaining; personnel issues; Maunakea; and the Research Corporation of the University of Hawaii. VP Young also noted that governor's messages pertaining to the confirmations of Regents Loo and Mawae have been sent to the State Senate for action; spoke about several resolutions related to the university that have been referred to committee; and reviewed the legislative calendar for the remainder of the session.

Chair Moore asked about the \$50 million appropriation for a capital improvement project related to an artificial reef that was contained within the House Draft 1 version of the state budget. VP Young responded that, although this is a bona fide project, the administration is attempting to determine the origins of the appropriation for this item.

Noting the governor's messages for Regents Loo and Mawae, Chair Moore inquired if confirmation hearings have been scheduled. VP Young replied that, to date, confirmation hearings have not yet been scheduled for Regents Loo and Mawae although he noted that they could occur anytime in the month of April given the current legislative calendar.

Discussion took place on the timeline for appointing replacements for regents that will be terming-off the board this year.

X. ANNOUNCEMENTS

Chair Moore announced that the next board meeting was scheduled for April 20, 2023, at Kapi'olani Community College.

XI. ADJOURNMENT

There being no further business, Chair Moore adjourned the meeting at 1:33 p.m.

Respectfully Submitted,

Jamie Go
Interim Executive Administrator and
Secretary of the Board of Regents

Item IV.

Report of the President
A-C

**NO MATERIALS
ORAL REPORT**

Item IV.D.

Report of the President
KapCC Campus Report

MATERIALS

Welina mai

**University of Hawai'i
Board of Regents**

April 20, 2023

Misaki Takabayashi, Chancellor

Richard Halverson, Jr.
Chair, Faculty Senate

Micah Tutuvalu
President, Student Congress

Brandon Marc Higa
Vice-Chair, Staff Council

Kapulani Landgraf
Kīpū, 'Aha Kalāualani



UNIVERSITY of HAWAII*
KAPĪ'OLANI
COMMUNITY COLLEGE





Dr. Misaki Takabayashi
Chancellor
as of March 2023



Dr. Michaelyn Nākoa Hall
VC Student Affairs
Interim, as of January 2023



VC Administrative Services
Vacant

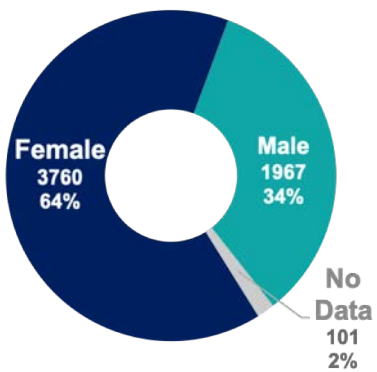


New VC Academic Affairs
Recommendation in April BOR agenda

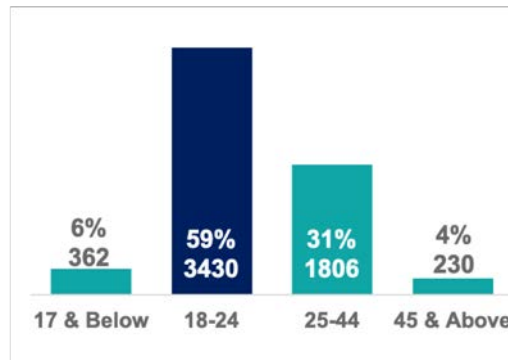


Fall 2022 data show the composition of our student body has remained consistent.

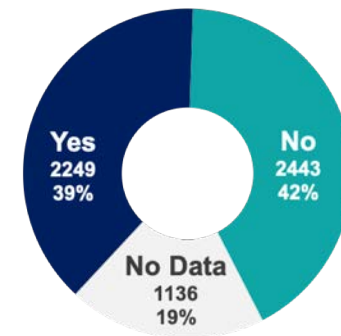
Gender



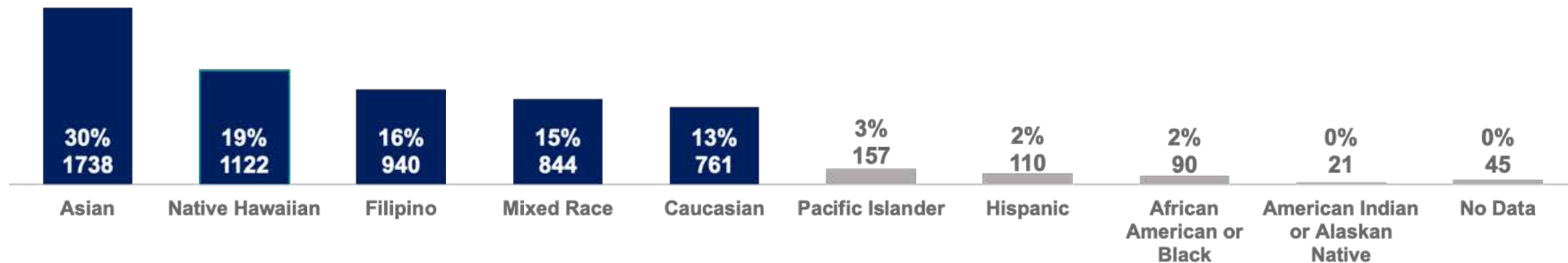
Age



First Generation Status



Ethnicity

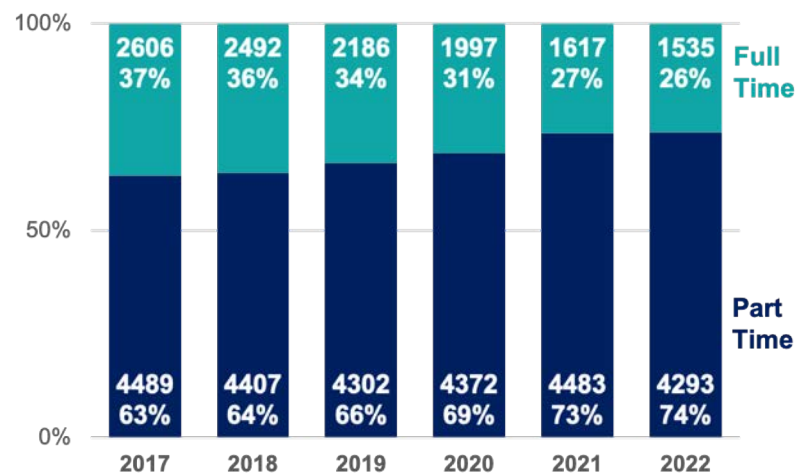


The Pandemic Pivot & Beyond: Providing Access

Fall 2017 – Fall 2022

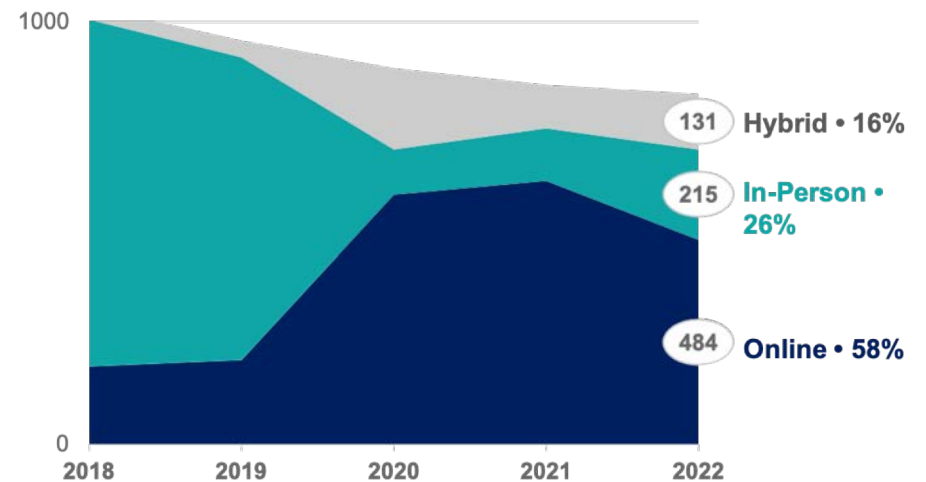
Part-Time/Full-Time Status

Part-time percentages continue to increase



Course Offerings by Modality

Balancing student demand with revitalizing campus culture



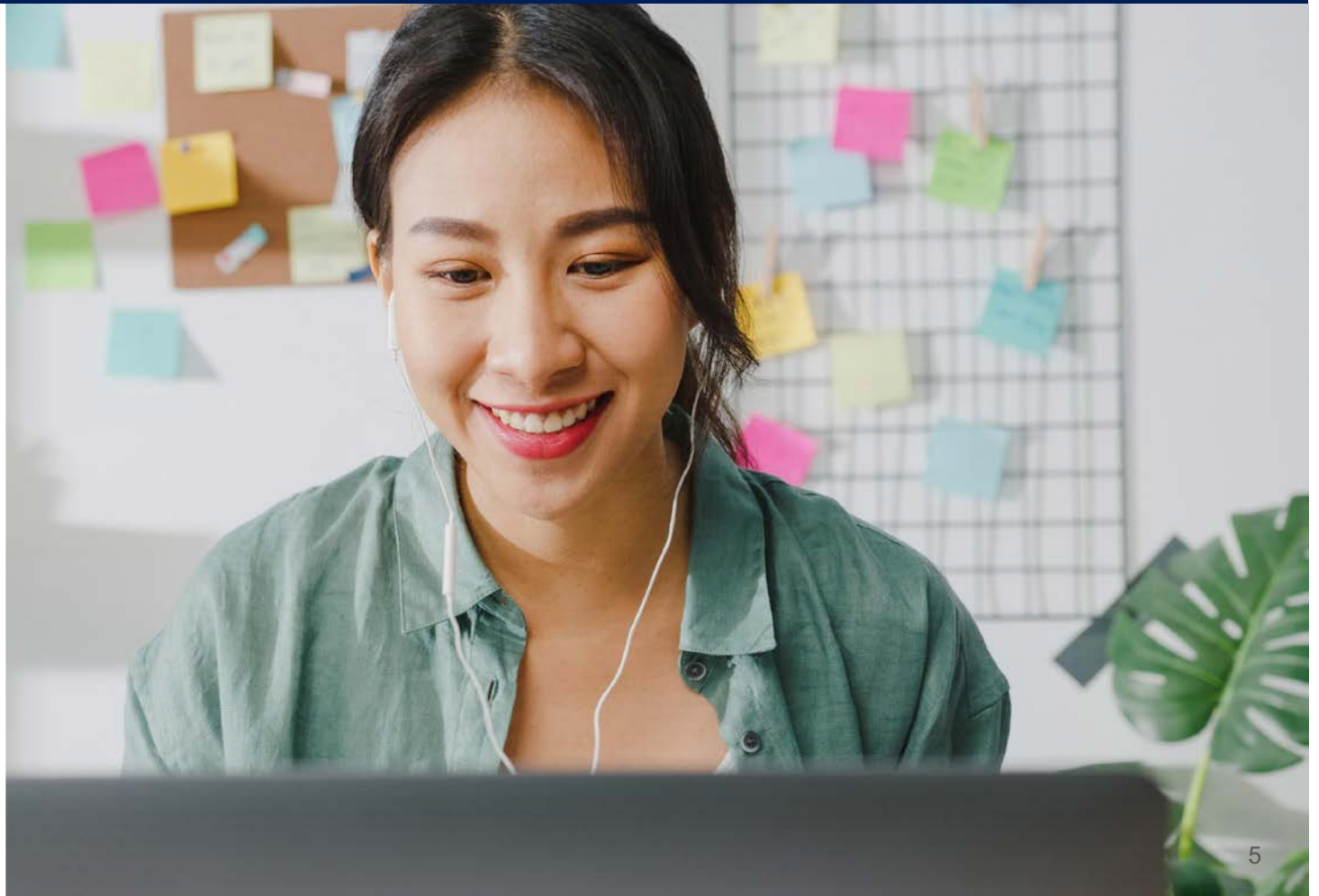
Leadership in Online Learning



#1 Online Associates & Community College Education in Hawai'i
UniversityHQ

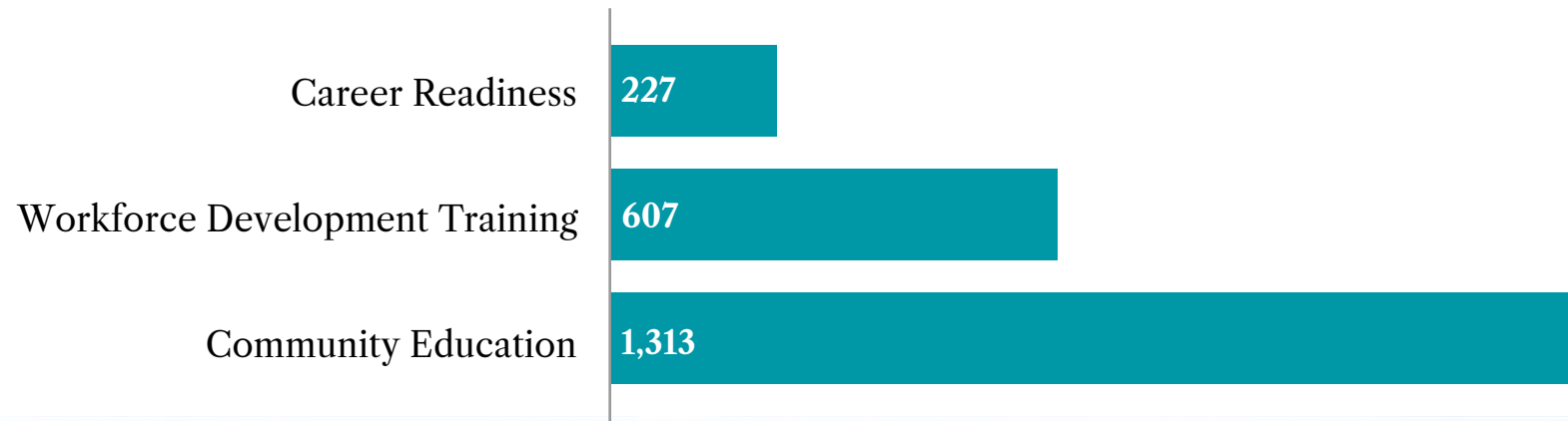


#4 Best Online Community College in the Nation
College Consensus



Responding to Workforce Needs

Students registered for 2,147 continuing education classes in Fiscal Year 2021-2022



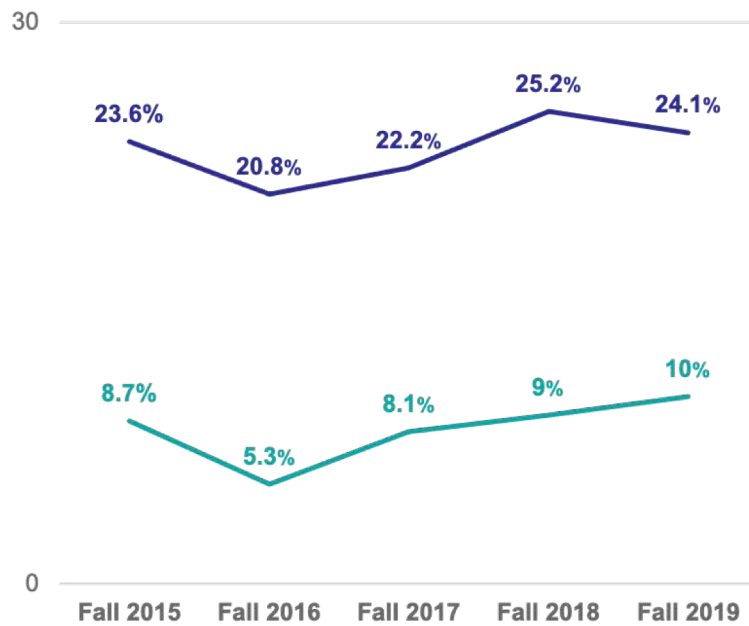


Ke Kāko'o Haumāna

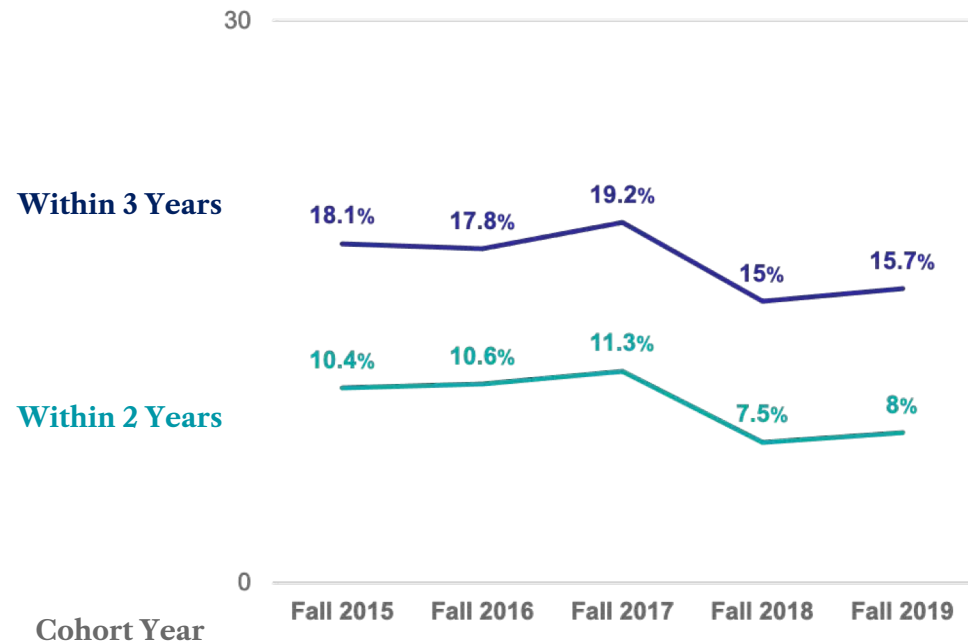
Retention, Graduation, & Transfer Rates 7

Graduation & Transfer Rates for First-time, Full-time Students

Graduation Rates



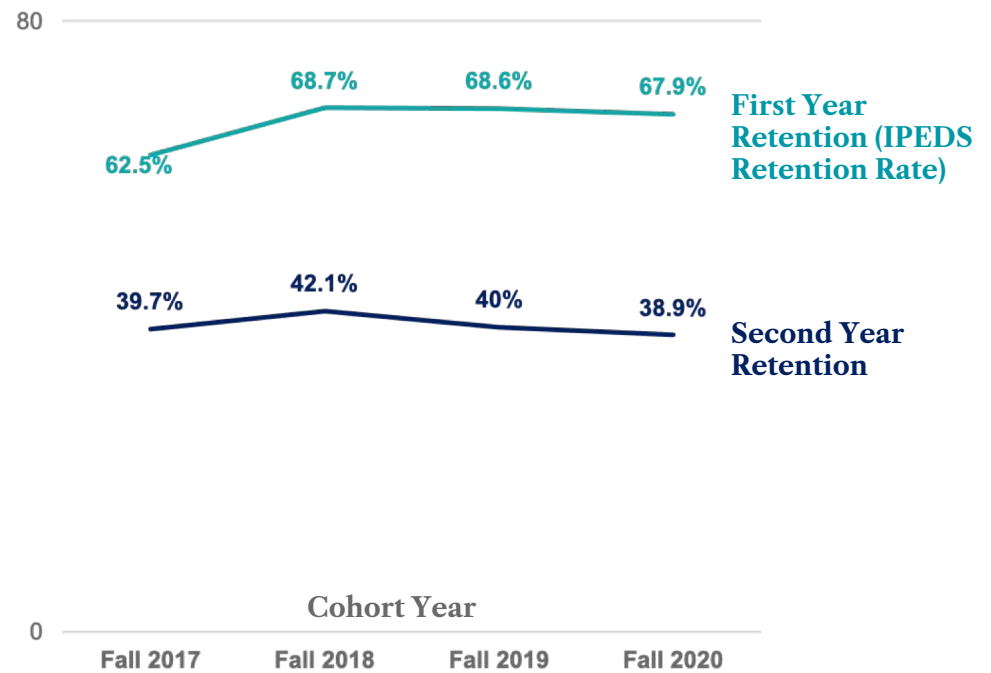
Transfer Rates



Retention Rates for First-time, Full-time Students

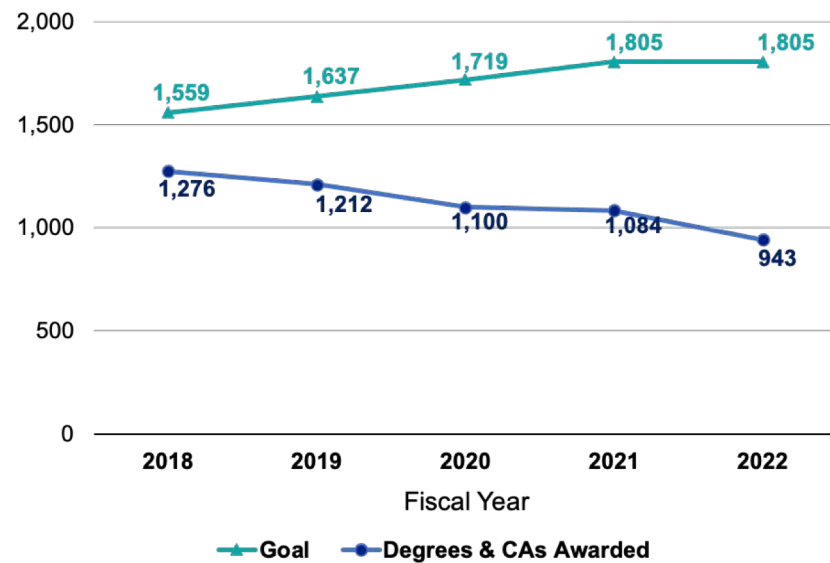


Fall-to-Fall Retention

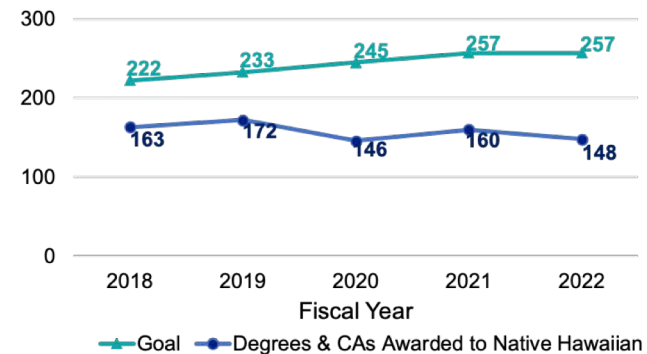


Performance Funding: Degrees & Certificates

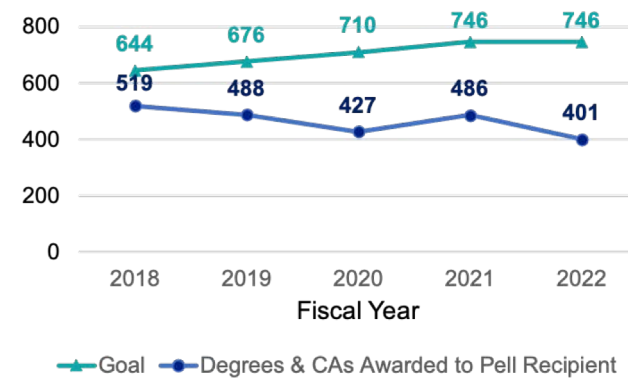
All Degrees & Certificates



Native Hawaiian Degrees & Certificates

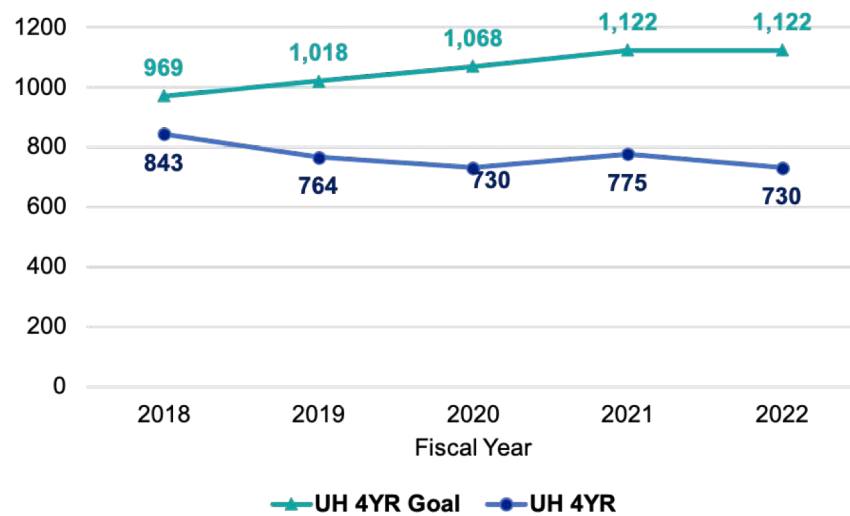


Pell Recipient Degrees & Certificates

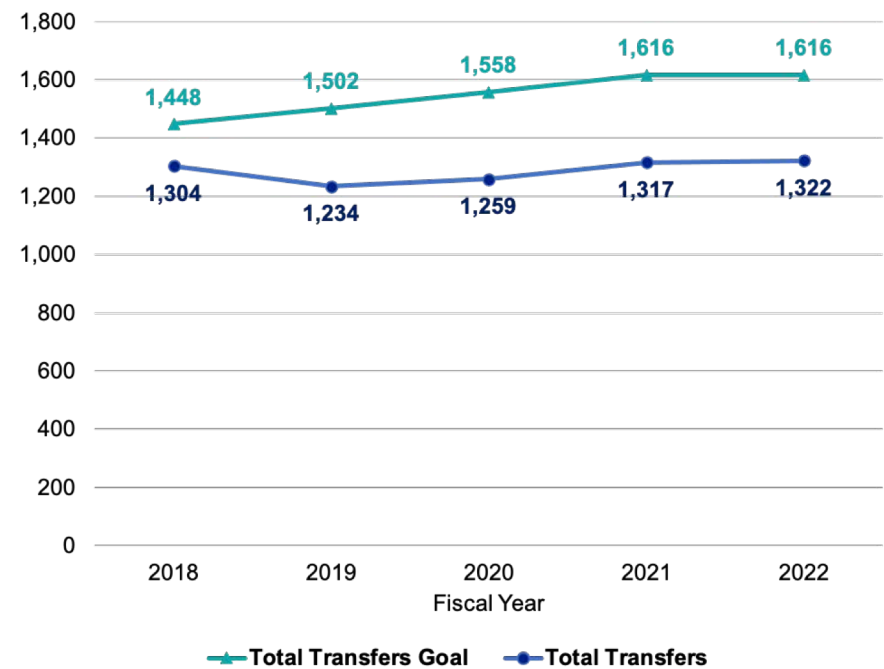


Performance Funding: Transfers

Transfers to UH 4-Year Institution

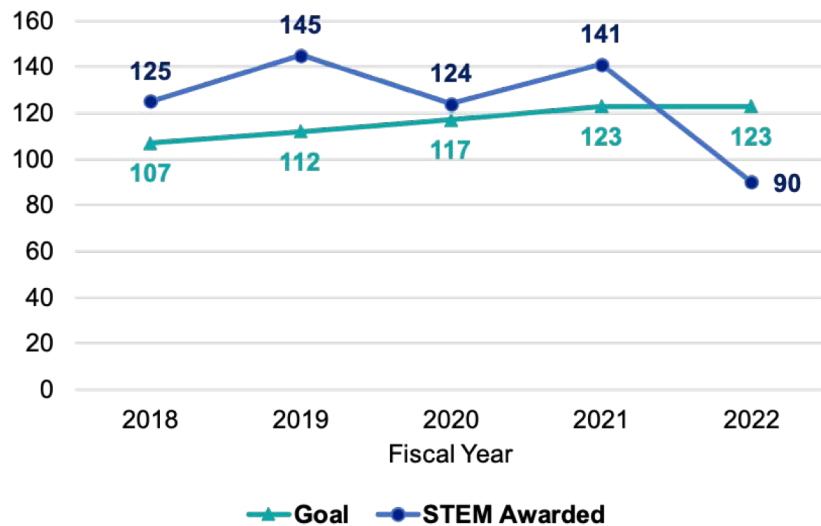


Transfers to Any 4-Year Institution

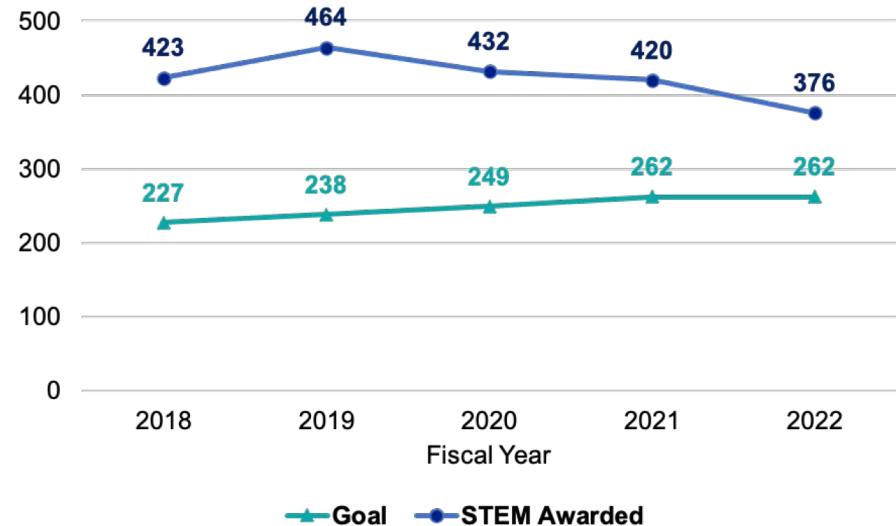


Performance Funding: STEM

STEM Degrees & Certificates Earned at Kapi'olani CC



Total STEM (Kapi'olani CC + 4-Yr)

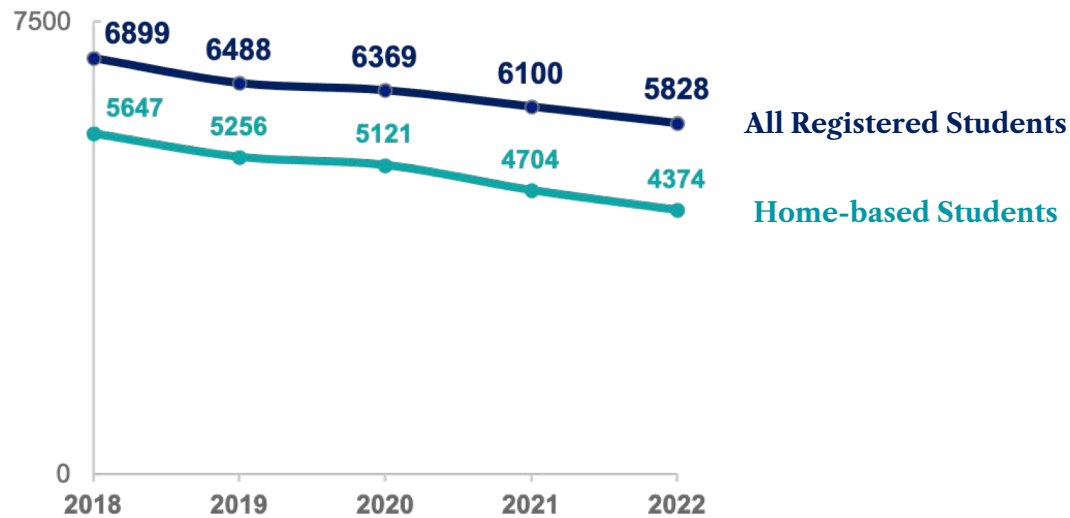




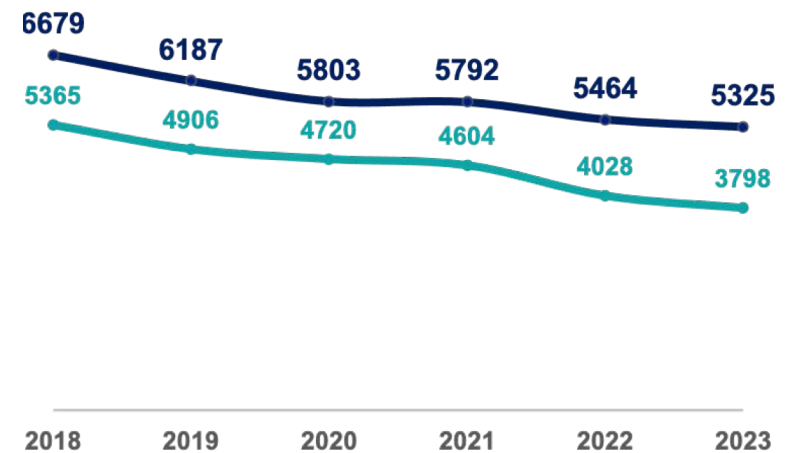
Responding to Enrollment Decline

Registration Numbers for Fall and Spring from 2018 to Present

Fall Enrollment Numbers



Spring Enrollment Numbers



Spring to Spring Comparison



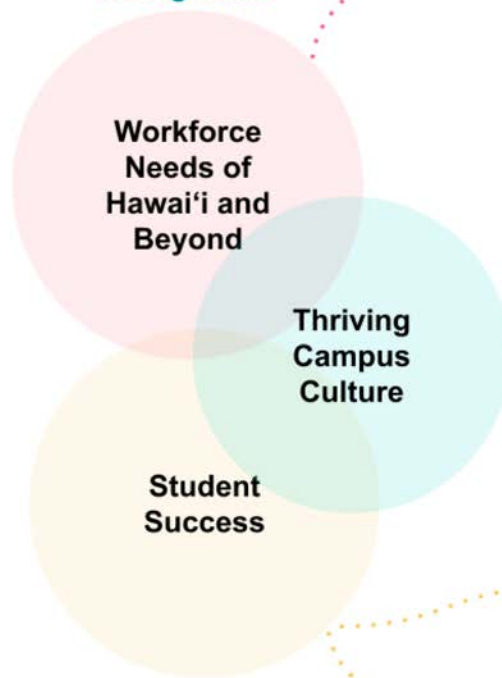
Enrollment	Spring 2023	Spring 2022	Number Change	Percent Change
Total	5325	5464	-139	-3%
Home-Based Degree Seeking	3353	3482	-129	-4%
Home-Based Unclassified	333	433	-100	-23%
Not Home-Based	1487	1400	87	6%
Early Admit	152	149	3	2%
Historically Excluded Populations	Spring 2023	Spring 2022	Number Change	Percent Change
Filipino	879	827	52	6%
Native Hawaiian	1029	1095	-66	-6%
Pacific Islander	124	124	0	0%
Pell Recipient	1250	1168	82	7%
Gender	Spring 2023	Spring 2022	Number Change	Percent Change
Women	3402	3449	-47	-1%
Men	1844	1900	-56	-3%
Registration Status (Home-Based)	Spring 2023	Spring 2022	Number Change	Percent Change
First-Time - Classified	191	183	8	4%
Transfer	442	569	-127	-22%
Returning	265	251	14	6%
Continuing	2785	2909	-124	-4%

Kēia Mua Iho o Kapi'olani



Strategic Mapping

Nā Alahele The Big Picture



Pahuhopu

What we want to accomplish

Innovate our offerings to anticipate and respond to the evolving demands of students and society.

Create a vibrant work environment for employees through advocacy and action in campus leadership.

Address the basic needs of students.

Revitalize campus infrastructure.

Expand student access.

Enhance student engagement.

Hana Ho'okō

How we are going to do it...

Reimagine and expand partnerships.

Align educational pathways & workforce needs.

Allocate adequate human resources throughout all departments, units, and programs.

Develop consistent, transparent, and fair processes and policies to assess resource needs campus-wide.

Provide or connect students to basic needs support.

Modernize learning & teaching technology standards.

Maintain a clean, safe, and accessible campus.

Fully deploy multiple modalities of instruction that recognize changing times and widely differing student preferences, needs, and goals.

Provide high-impact learning experiences that prepare students to achieve their personal and professional goals, while fulfilling their kuleana to people and place.

Faculty Senate

Richard Halverson, Jr.
Chair, Faculty Senate



Faculty Senate Restructuring

2020 - 2021

Instructional Units

1. Arts & Humanities
2. Business, Legal, & Technology
3. Culinary Arts Program
4. Emergency Medical Services
5. Health Sciences
6. Hospitality & Tourism
7. Language, Linguistics, & Literature
8. Math/Sciences
9. Nursing
10. Social Sciences

Support Units

1. Center for Excellence in Learning, Teaching & Technology (CELTT)/ Library & Learning Resources
2. Honda International Center
3. Institutional Support Faculty
4. Maida Kamber Center
5. Office of Continuing Education & Training (OCET)
6. Student Affairs

Bylaws Amendments

- Adopt Robert's Rules as the parliamentary authority (effective 2021-2022)

2021 - 2022

Instructional Units

1. Arts & Humanities
2. Business, Legal, & Technology
3. Culinary Arts Program
4. Emergency Medical Services
5. Health Sciences
6. Hospitality & Tourism
7. Language, Linguistics, & Literature
8. Math/Sciences
9. Nursing
10. Social Sciences

Support Units

1. CELTT/Library & Learning Resources
2. Institutional Support Faculty, Honda International Center, Institutional Support, OCET
3. Maida Kamber Center
4. Student Affairs

Bylaws Amendments

- Standing Committee chairs granted ex-officio senate membership status (effective 2022-2023)
- Retitled the senate's special rules from "Robert's Rules" to "Special Rules."

2022 - 2023

Instructional Units

1. Arts & Humanities
2. Business, Legal, & Technology
3. Culinary Arts Program
4. Emergency Medical Services
5. Health Sciences
6. Hospitality & Tourism
7. Language, Linguistics, & Literature
8. Math/Sciences
9. Nursing
10. Social Sciences

Support Units

1. CELTT/Library & Learning Resources
2. Institutional Support Faculty, Honda International Center, Institutional Support, OCET
3. Maida Kamber Center
4. Student Affairs

Standing Committee Chairs

16. Academic and Institutional Policy and Procedures Committee (2 members)
17. Budget Committee (1 member)
19. Curriculum Committee (2 members)
21. Distance Education Committee (2 members)
22. Evaluation Committee (1 member)
23. Professional Ethics, Rights, and Responsibilities Committee (1 member)
25. Student Learning Outcomes Assessment Committee (2 members)
27. Sustainability Committee (2 members)

Improved Communication, Faster Turnaround, More Involvement

Faculty Senate

2022-2023 Unfinished Business

Form for students to file a grievance against a faculty member

Grievances not having to do with a final grade

Campus-wide incomplete grading policy

Peer evaluation policy

Integrating Distance Education compliance verification

Second evaluation policy for probationary faculty

Forms and procedures of compliance requirements

Course Learning Report

Institutional Assessment Plan

Administration transparency

Faculty workload equity

Across departments on this campus

Across colleges

Student Congress

Micah Tutuvalu
President, Student Congress



Student Congress

Events & Initiatives

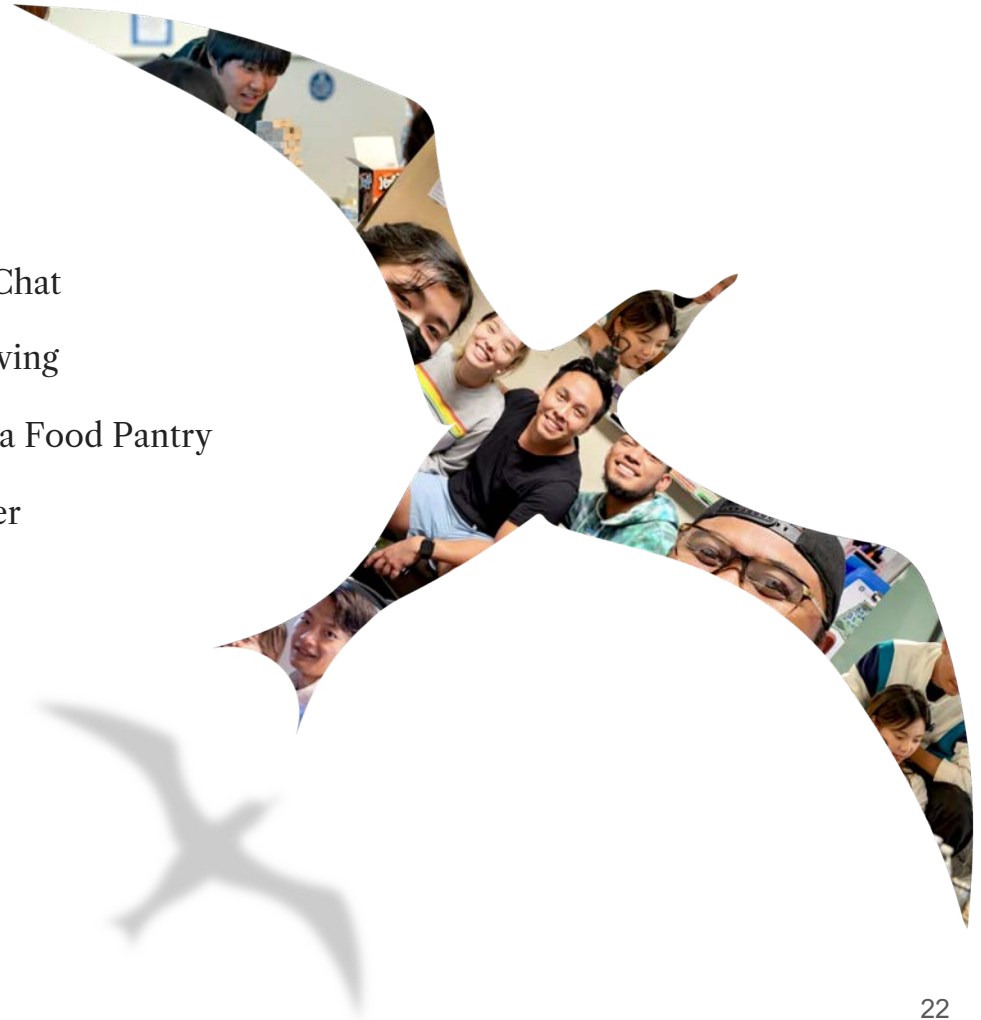


Snack & Chat

Friendsgiving

Pohukaina Food Pantry

Newsletter



Student Congress

Events & Initiatives

Summer Classes for the Masses

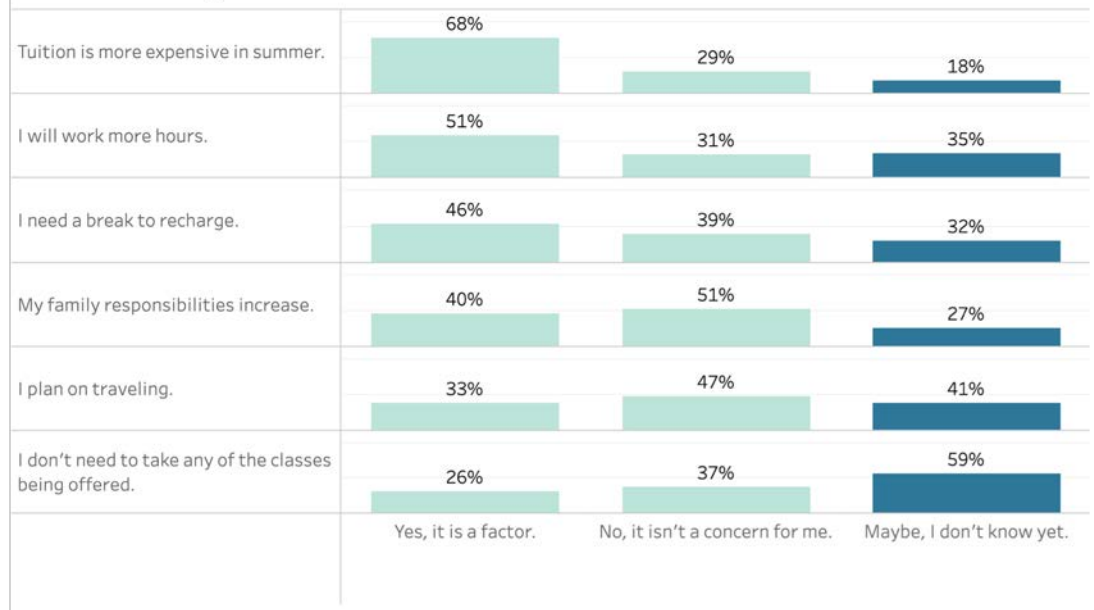
Student Congress initiative to look into the cost of summer tuition.

We asked our students, “What were the factors in deciding if they should take summer classes?”.

The highest factors were:

- expensive tuition
- working more hours in the summer

For students who are unsure or who are not taking classes next summer, most said that expensive tuition and working more hours were factors in their decision.



Staff Council

Brandon Marc Higa
Vice-Chair, Staff Council



Staff Council

About the Council

Established in 2000, the Staff Council derives its authority from the Chancellor

Kevin Andreshak*, Technology Ops Coord, VC Membership, Governance, and Finance

Raphael Lowe*, Webmaster, Vice-Chair - Communications

Puna Sabagala, Project Coordinator, Officer

Cheryl Miyahara, Secretary of the Arts & Humanities Department, Officer

Sherrie Emerson, Secretary of the Culinary Arts Department, Officer

Devon Peterson, Title IX Coordinator, Officer

Denise Pierson, Civic & Community Engagement Outreach Coordinator, Officer

Brandon Marc Higa, Dir. of Resource Development, Past Chair

bit.ly/kapcc_staffcouncil

Staff Council

Priorities & Accomplishments

Authorized governance organization representing all staff employees

Purpose of the Staff Council is to provide a formal, College-recognized, duly-elected body for staff professionals to consider issues and advocate on their behalf to College Administration, including the Chancellor.

Support ongoing systemwide staff governance

Following the 2022 Board of Regents staff presentation, Kapi'olani staff representatives participated in discussions to form a system-wide staff governance organization. Thanks to the encouragement of UH President Lassner and the Regents, staff across the UH System will reach a milestone in establishing the UH Staff Senate.

‘Aha Kalāualani

Kapulani Landgraf
Kīpū, ‘Aha Kalāualani



Aha Kalāualani Pōkinahua



Kūlia i Ka Nui!





UNIVERSITY of HAWAII®
KAPI'OLANI
COMMUNITY COLLEGE

Mahalo

Agenda Items:

A. Review and Acceptance of the University of Hawai'i Audited Financial Reports for the Year Ended June 30, 2022, including:

1. Internal Control and Business Issues Report

2. Corrective Action Responses for the Internal Control and Business Issues Report

Mr. Cory Kubota, with Accuity LLP, provided a brief overview of the internal control and business issues report (ICBIR) stating that this report consisted mainly of comments and observations from Accuity that were noted in the course of auditing the university's consolidated financial statements and compliance reports for the year ended June 30, 2022. A total of six comments regarding issues involving either university or board policies were included in this year's ICBIR, none of which were of significance.

Action: The committee voted to accept the report.

B. Review and Acceptance of Associated Students of the University of Hawai'i at Mānoa (ASUH) Audited Financial Statements – Years Ended June 30, 2021, 2020, and 2019 and Internal Control and Business Issues Report

Mr. Cory Kubota, with Accuity LLP, reviewed Accuity's report on audits of ASUH's financial statements for the fiscal years ended June 30, 2021, 2020, and 2019, pursuant to requirements contained within ASUH bylaws. He reviewed financial statement highlights for each of the fiscal years that were audited, pointing out the impact of the COVID-19 pandemic on ASUH's financial activities, and referenced required communications contained within Accuity's report.

Action: The committee voted to accept the report.

C. Review and Acceptance of the Office of Internal Audit Review of ASUH – Investment Policy Compliance Report

Glenn Shizumura, Director of the Office of Internal Audit (OIA), reviewed the findings of an audit conducted on ASUH's compliance with the requirements of Regents Policy (RP) 8.207 related to procedures and guidelines for the administration of the ASUH Stadium Stock Fund; noted the identification of 10 instances of policy non-compliance and the major reason for this non-compliance; and spoke about OIA's recommended corrective actions.

Action: The committee voted to accept the report.

D. Review and Acceptance of the University of Hawai'i Systemwide Financial Reserves Report

Internal Auditor Shizumura presented a report on OIA's audit of the university's systemwide financial reserve policies highlighting the existence of both an Executive Policy (EP) and RP associated with the university's financial reserves. He spoke about the objectives of the compliance report; described the work performed by OIA; and summarized OIA's findings and recommendations.

Action: The committee voted to accept the report.

E. Review and Acceptance of Clery Act Compliance Status of Corrective Action

Internal Auditor Shizumura reported on the status of corrective actions taken by the administration to address improvement opportunities and mitigate risks documented in a report dated April 27, 2022, titled “Clery Act Compliance Review”. He reviewed several of the objectives of the initial audit, as well as recommended corrective actions contained within the initial audit report, and noted that the administration has implemented all of the suggested corrective actions to the satisfaction of OIA.

Action: The committee voted to accept the report.

F. Review and Acceptance of the Follow-Up Report on the University Bookstore System (University Bookstore) Status of Corrective Action

Internal Auditor Shizumura reported on a follow-up audit to assess the University Bookstore’s implementation of corrective actions contained within a report dated January 29, 2021, titled “Review of University Bookstore System” that had not yet been completed. He noted that the University Bookstore has implemented all of the suggested corrective actions to the satisfaction of OIA.

Action: The committee voted to accept the report.

G. Audit Project Status Update

Internal Auditor Shizumura provided a status update on the projects and audits outlined in the Audit Work Plan and presented a chart indicating new and ongoing carry-over projects as well as their current status.

H. Whistleblower Report

Internal Auditor Shizumura provided an overview of the whistleblower summary and tracking reports and reviewed some of the specific information contained within these reports noting that incidents involving employment or human resources-related issues constituted the majority of whistleblower cases for the current reporting period.

I. Enterprise Risk Management Update

Darren Suzuki, Director of the Office of Risk Management, provided background information on ERM and the development of a risk heat map that identifies the top risk categories for the university. He noted that a recent external review determined that the university’s ERM program is on the right path and that its heat map is an effective tool for managing the university’s risk exposure. In late 2022, the administration also initiated a comprehensive review of the risk categories used by the university, which resulted in the updating of risk descriptions and the recalibration of the heat map. Director Suzuki reviewed key risks and risk categories for the university and went over the shifts in impact and probability that have occurred with respect to the identified risks plotted on the heat map since it was last presented to the committee in 2021.

J. Update on the Follow-Up Report on the Waikīkī Aquarium Status of Corrective Action

Michael Bruno, University of Hawai'i at Mānoa Provost, acknowledged receipt of the draft follow-up report on the Aquarium status of corrective action but stated that addressing some of the remaining risks and challenges identified in the initial Aquarium status of corrective action report has proven to be difficult. Despite these challenges, the administration continues its efforts to address the findings and recommendations contained within the status of corrective action follow-up report.

Agenda Items:

A. Discussion and Possible Action on Recommendations Contained within the Independent Assessment of UH Mānoa Athletics Department (UHM Athletics) Operations Relating to Student-Athlete Welfare and Communications Report (Independent Assessment) and Athletic Department Response

UHM Athletic Director David Matlin provided background information about the Independent Assessment, reviewing a timeline of events that have occurred since a joint informational briefing was held by the Higher Education and Ways and Means Committees of the Hawai'i State Senate on January 7, 2022. He went over the scope of the Independent Assessment; spoke about the overall role of UHM Athletics with respect to the performance of the Assessment; and provided the rationale for having a UHM Athletics representative present in the room when interviews of student-athletes and athletic department staff were conducted, underscoring that interviewees were given the option of speaking to the interviewer alone. He also summarized the findings and recommendations contained within the Independent Assessment's report; discussed UHM Athletics response to these findings, as well as proposed actions for addressing each of the recommendations; and talked about the steps that are currently being taken to initiate the proposed actions.

Regents engaged in robust discussions as to whether an ad hoc committee or permitted interaction group should be created to further investigate issues surfaced by the Independent Assessment's report. Dialogue also took place on the tasks such an entity would be charged with performing. Subsequent to these discussions, a motion to recommend that the board establish a permitted interaction group to address this matter with the specific duties of the permitted interaction being presented, reviewed, and discussed during the next board meeting was approved.

Agenda Items:**A. Discussion and Possible Recommendations on Board Committee Structure**

Chair Moore reviewed the board's current committee structure and went over suggestions on how to best revamp this structure that were offered by committee members during the December 1, 2022, PA&BG Committee meeting. Discussions occurred on the various committee structure recommendations noted with consensus being reached on the consolidation of the board's existing standing committees into five committees including an Independent Audit Committee (IA Committee) and committees on student success, institutional success, governance, and kuleana, with the IA Committee and institutional success committee consisting of identical memberships.

Action: The committee voted to recommend that the board approve the proposed restructuring of the standing committees.

B. Discussion and Possible Recommendations on the Establishment of a Regents Policy (RP) for Selecting a Board Chair

Chair Moore described the current process used for selecting a board chair; summarized the findings of a review he conducted on the board chair selection process at 12 flagship universities in the western United States; discussed four recommendations that he developed based upon this review, including maintaining the status quo, codifying the board's present practice in an RP, adding the responsibility of "presenting a slate of board officers" to the duties of the PA&BG Committee, or some other alternative; and went over the benefits and disadvantages of each recommendation. Robust discussions occurred on the board's current chair and vice-chair selection process as well as the recommendations presented by Chair Moore. Committee members expressed their support for codification of the board chair selection process and suggested that discussion and possible action on the specific language for this process take place at the next full meeting of the board.

C. Discussion on the Number of Board Vice-Chairs

Chair Moore explained that both the Hawai'i Revised Statutes and Board Bylaws provide for either one or two vice chairs to serve on the board and that the decision on which option will be used is made annually during the election of board officers in July. He stated that the intent of this discussion was to encourage contemplation of the pros and cons of having multiple board vice-chairs as opposed to a single board vice-chair so that each individual regent could make an informed choice when this matter was brought up during board officer elections. Regents expressed their thoughts and opinions on this issue.

D. Discussion on the Evaluation Process for the President of the University

Chair Moore presented information on the requirements of, and processes for, the annual and three-year comprehensive evaluations of the university president that are stipulated in Regents Policy 2.203; pointed out that the three-year comprehensive evaluation is scheduled to occur this year and that hiring a consultant to assist with conducting the comprehensive review is allowable; and provided rationale for the hiring of a consultant for the upcoming evaluation. Committee members voiced their support for hiring a consultant.

Summary of April 6, 2023 Meeting

Agenda Items:

A. Recommend:

- 1. Board Authorization and Approval to Amend Pre-Closing Agreement (PCA) Between the University of Hawai'i (UH) and Greystar Development Services, LLC. (Greystar)**
- 2. Board Authorization and Approval of the University's Position Regarding Material Provisions of the Ground Lease Between UH and a Limited Liability Company to be Created by Collegiate Housing Foundation for the Development of a Student Housing Mixed-Use Rental Project at UH Mānoa (UHM Project)**

Kalbert Young, VP for Budget and Finance/Chief Financial Officer, provided a brief history of the PCA between UH and Greystar; reviewed several of the UHM Project's objectives; discussed some of the Project's deliverables; stated that various factors have led to the forecasted economics of the Project as originally conceptualized becoming untenable; and spoke about the Project's current status. He noted that the administration evaluated several Project options and presented information on the administration's recommended course of action, highlighting the financial implications and benefits that would be realized by the university should this plan be approved by the board. He also provided information on a ground lease for the operation and management of the property that must be entered into so that the UHM Project could be executed as contemplated and reviewed the key terms of this ground lease.

Action: The committee recommended board authorization and approval to amend the PCA between UH and Greystar and board authorization and approval of the university's position regarding material provisions of the ground lease between UH and a limited liability company to be created by Collegiate Housing Foundation for the development of the UHM Project.

B. Recommend Board Approval to Purchase Phase 1 Photovoltaic (PV) Systems at the University of Hawai'i O'ahu Community Colleges and the University of Hawai'i Maui College (UHMC) Pursuant to Four Separate Purchase and Sale Agreements (Purchase Agreements)

VP Young provided information on Purchase Agreements related to the installation of Phase 1 PV systems at community college campuses on O'ahu, as well as at UHMC, that were entered into with various entities. He explained that purchasing these systems is expected to result in substantial cost savings to the university. He also noted that the cost of purchasing the Phase 1 PV Systems exceeded \$5 million in the aggregate and thus required board approval.

Action: The committee recommended board approval to purchase Phase 1 PV Systems at the University of Hawai'i O'ahu Community Colleges and UHMC pursuant to four separate purchase and sale agreements.

Item VI.

Report on the AGB
Conference on Trusteeship

**NO MATERIALS
ORAL REPORT**



UNIVERSITY
of HAWAI'I
SYSTEM

UNIVERSITY OF HAWAII
BOARD OF REGENTS

KALBERT K. YOUNG

VICE PRESIDENT FOR BUDGET & FINANCE

CHIEF FINANCIAL OFFICER

'23 MAR 31 P2:16

March 30, 2023

DTS 23255

TO: Randolph G. Moore
Chairperson, Board of Regents

Alapaki Nahale-a
Chair, Committee on Planning and Facilities
Board of Regents

VIA: David Lassner
President

Jan S. Gouveia Jan Gouveia
Vice President for Administration

Digitally signed by Jan Gouveia
Date: 2023.03.31 11:58:01
+10'00'

FROM: Kalbert K. Young
Vice President for Budget and Finance/Chief Financial Officer

SUBJECT: (1) Authorization and Approval to Amend Pre-Closing Agreement between the University of Hawai'i and Greystar Development Services, LLC; and
(2) Authorization and Approval of the University's Position Regarding Material Provisions of the Ground Lease between the University of Hawai'i and a Limited Liability Company to be Created by Collegiate Housing Foundation for the Development of a Student Housing Mixed-Use Rental Project at the University of Hawai'i at Mānoa

SPECIFIC ACTIONS REQUESTED:

We request the following as further discussed herein:

1. **Committee on Planning and Facilities:**
 - a. Pre-Closing Agreement ("PCA") Fourth Amendment. Recommend to the Board of Regents the approval of the Fourth Amendment to the PCA between the University of Hawai'i and Greystar Development Services, LLC for Development of a Student Housing Mixed-Use Rental Project at the University of Hawai'i at Mānoa. The material terms of the PCA Fourth Amendment are set forth in the attached Major Term Sheet.
 - b. Ground Lease. Recommend to the Board of Regents the approval of the University's Position Regarding Material Provisions of the Ground Lease between the University of Hawai'i and a Limited Liability Company to be Created by Collegiate Housing Foundation for the Development of a Student Housing Mixed-Use Rental Project at the University of Hawai'i at Mānoa. The material terms of the Ground Lease are set forth in the attached Major Term Sheet.

2444 Dole Street, Bachman Hall

Honolulu, Hawai'i 96822

Telephone: (808) 956-8903

Fax: (808) 956-5286

An Equal Opportunity/Affirmative Action Institution

2. Board of Regents:

- a. PCA Fourth Amendment. If the Committee on Planning and Facilities approves the above recommendation, approval of the Fourth Amendment to the PCA between the University of Hawai'i and Greystar Development Services, LLC for Development of a Student Housing Mixed-Use Rental Project at the University of Hawai'i at Mānoa, consistent with the terms described in the attached Major Term Sheet.
- b. Ground Lease. If the Committee on Planning and Facilities approves the above recommendation, approval of the University's Position Regarding Material Provisions of the Ground Lease between the University of Hawai'i and a Limited Liability Company to be Created by Collegiate Housing Foundation for the Development of a Student Housing Mixed-Use Rental Project at the University of Hawai'i at Mānoa, consistent with terms described in the attached Major Term Sheet.

RECOMMENDED EFFECTIVE DATE:

Upon approval of the Board of Regents ("**Board**" or "**BOR**").

ADDITIONAL COST:

The University of Hawai'i ("**UH**" or "**University**") will provide the following additional costs to support the development of a Student Housing Mixed-Use Rental Project ("**Project**") at the University of Hawai'i at Mānoa:

1. Rent subsidy of up to TWO MILLION DOLLARS (\$2,000,000) annually;
2. EIGHT MILLION DOLLARS (\$8,000,000) for the Pre-Closing Advances and Development Fee under the PCA¹;
3. TEN MILLION DOLLARS (\$10,000,000) for the development and delivery of a childcare facility; and
4. Pro rata share of expenses related to Childcare facility utilities (electricity, water) related to its operations.

BACKGROUND:

The subject parcel is approximately 2.21 acres, located at 2570 Dole Street on the University of Hawai'i at Mānoa ("**UHM**") campus, and designated Tax Map Key No. (1) 2-8-023: 009 ("**NOAA Site**" or "**Property**"). The Property is owned in fee by UH. The Property was previously owned by the United States government and used by the NOAA National Marine Fisheries Service.

¹ The Board of Regents has already approved approximately FIVE MILLION DOLLARS (\$5,000,000) for the Pre-Closing Advances and Development Fee under the PCA should the project not advance to closing; if the project did advance, this amount was to be paid out of bond proceeds, as explained further herein.

UH envisions that the Project components would foster and create a live, work, play, and learn environment surrounding the Property. Although the Project would not be owned or operated by UH (except for the Childcare Facility which UH will operate), UH has an interest in ensuring a seamless transition between the Project and the surrounding UHM campus. Accordingly, in its November 7, 2018 Request for Proposals for the Development of a New Multi-Family Mixed-Use Rental Project ("**RFP**"), UH solicited proposals from qualified real estate developers and development teams that were interested in entering into a public-private partnership with UH to design, build, finance, operate, and maintain a family-oriented mixed-use rental housing project to be located at the Property. The RFP included: (1) a strong preference for including a childcare facility to be leased back by UH; and (2) commercial components that serve the Project residents and the greater UHM community.

The Project would be privately owned, operated, and maintained by a non-profit student housing entity—subsequently, Collegiate Housing Foundation ("**CHF**") was recommended by Greystar and agreed to by UH. CHF will create a single asset limited liability company with CHF as its sole member to hold the ground lease ("**Lessee**") with the consent of UH. UH would issue a ground lease to the Lessee for the life of the debt financing plus five years, payable by the Lessee from the proceeds from the Project.

In September 2019, following review and consideration by UH and its internal evaluation committee, UH selected Greystar Development Services, LLC ("**Greystar**") to develop and manage the Project under a ground lease to be negotiated. In October 2019, an Exclusive Negotiations Agreement was entered into by UH and Greystar to enable both parties to negotiate and reach mutual agreement on the terms and conditions of a PCA as pre-condition to entering into a ground lease for the Project. Among other things, the PCA provided that the Lessee will be a corporation exempt from federal income tax to be selected by UH in consultation with Greystar to be the owner of the Project for Fall 2025 delivery (as amended), and privately financed through the issuance of tax-exempt bonds issued on behalf of the Lessee. Upon completion, Greystar would act as the property manager under a management agreement with the Lessee. Greystar originally estimated the total Project cost at approximately ONE HUNDRED THIRTY MILLION DOLLARS (\$130,000,000).

As further discussed in the Board Action Memorandum dated, March 2, 2020, and considered by BOR at its March 19, 2020 meeting, according to the PCA, if the Project achieves financial close, then all UH authorized costs related to pre-construction work by Greystar are reimbursed to Greystar from bond proceeds. However, if the Project does not close, UH agreed to reimburse pre-construction costs up to a specific authorized amount in the PCA and subsequent amendments. If UH is required to reimburse pre-construction work costs, UH will own all reports, designs, and other studies prepared by Greystar. The pre-construction work anticipated for the Project presented to BOR at its March 19, 2020 meeting was originally estimated at approximately FOUR MILLION NINE HUNDRED NINETY-FOUR THOUSAND, TWO HUNDRED NINETY-SEVEN DOLLARS (\$4,994,297). Based on the third amendment to the PCA, the authorized pre-construction work spending is FIVE MILLION FORTY THOUSAND NINE HUNDRED THIRTY-SIX DOLLARS (\$5,040,936).

The rationale for the Administration's PCA amendment approach was to authorize Project spending by Greystar in tranches for specific pre-construction work and applicable developer's

fees so that UH could assess the risk associated with potentially reimbursing costs as the Project developed. BOR approved the PCA and subsequent amendments to authorize Greystar pre-construction work spending, as shown in the following table:

Document Name	<u>PCA</u>	<u>PCA</u> <u>Am. No. 1</u>	<u>PCA</u> <u>Am. No. 2</u>	<u>PCA</u> <u>Am. No. 3</u>
BOR Approval Date	March 19, 2020	Sept. 17, 2020	May 20, 2021	June 2, 2022
Authorized Spending	\$1,500,000	\$1,000,000	\$1,000,000	\$1,540,936
Total Authorized Spending	\$1,500,000	\$2,500,000	\$3,500,000	\$5,040,936

The PCA includes various pre-construction work. In coordination and consultation with UH, the work performed by Greystar and its development team on the Project under the PCA includes the following:

- Contracted with sub-contractors to produce work on design drawing, preliminary construction materials, etc.;
- Conducted a market study, engineering studies, environmental review, and title investigations;
- Completed construction pricing for the 50% schematic design drawing set;
- Completed the 100% schematic design drawing set;
- Completed the 100% design development drawing set;
- Completed construction pricing for the 100% design development drawing set;
- Completed and submitted the Building Permit Log-In set to the City and County of Honolulu, Department of Planning and Permitting (“DPP”);
- Completed construction pricing for the DPP Building Permit Log-In set;
- Prepared a final environmental assessment and issued a finding of no significant impact for the Project;
- Obtained Plan Review Use Minor Modification approval from DPP; and
- Additional consultant work with community and university stakeholders.

CURRENT STATUS:

The Project will include approximately 316 units/558 beds ranging from studios, two-, three-, and four-bedroom units ("**Student Housing Facility**"). The Project will also include an approximately 9,285 square foot childcare facility ("**Childcare Facility**") which will support the relocation of the existing UHM Children's Center currently operating at 2320 Dole Street and increase the number of children that can be accommodated at the new childcare facility. Other Project amenities include an 800-square-foot retail/cafe space ("**Retail Facility**"), bike storage, study rooms, laundry facility, mail and package room, outdoor amenity decks, and on-site management.

Greystar has obtained all necessary discretionary approvals to move forward with the Project; and Lessee is tentatively scheduled to close on bond financing in July 2023. However, due to unanticipated changes in the national and local construction industries related to significant inflationary pressures and the global supply chain, the Project has an updated total Project cost of ONE HUNDRED FIFTY-FIVE MILLION DOLLARS (\$155,000,000), which is a 19.23 percent increase from the original estimate in 2020.² In addition, the interest rates to obtain Project financing (tax-exempt student housing revenue bonds) have significantly increased over the past year. Therefore, in order for the Project to be viable without increasing projected student rents substantially, the total cost of the Project must be reduced and/or reduce the total amount of the Project that is financed. The Administration's recommended actions are included in the Ground Lease section below.

To meet the objective of privately financing the Project, Greystar proposes the following financing structure:

- Public Finance Authority ("**PFA**") will issue taxable and non-taxable student housing revenue bonds ("**Bonds**").
- Lessee will: (i) pay the costs of the acquisition, demolition, renovation, construction, furnishing, and equipping of the Project on the Property; (ii) establish a debt service reserve funds for the Bonds; (iii) pay the interest expected to accrue on the Bonds; (iv) pay working capital and marketing costs associated with the Project; (v) fund an operating reserve fund; (vi) fund a coverage reserve fund; and (vii) pay the costs of issuance.
- Lessee will enter into a ground lease with UH.
- Rents generated by the Project will fund debt service, pay for operating expenses to operate the Project, and to maintain the Property.
- Any revenues above Project expenses (after bond payments are made) are paid to UH.
- The term of bond financing is approximately 40 years.

² See, e.g., 2022 Third Quarter — UHERO Hawaii Forecast, Sept. 23, 2022, at 13, available at https://uhero.hawaii.edu/wp-content/uploads/2022/09/22Q3_Forecast.pdf ("Construction costs have risen significantly"; lumber remains 40% above 2019 levels).

The University's main involvement in the Project is the: (1) existing PCA with Greystar; (2) entering into a Ground Lease with CHF; and (3) sharing in Project revenues over the life of the Project.

RECOMMENDED ACTION:

A. PCA FOURTH AMENDMENT:

The Administration requests authorization to negotiate and enter into a Fourth Amendment to authorize an additional TWO MILLION NINE HUNDRED FIFTY-NINE THOUSAND SIXTY-FOUR DOLLARS (\$2,959,064) for additional pre-construction activity and other pre-closing expenses under the PCA, as summarized in the following table:

Document Name	<u>PCA</u>	<u>PCA</u> <u>Am. No. 1</u>	<u>PCA</u> <u>Am. No. 2</u>	<u>PCA</u> <u>Am. No. 3</u>	<u>PCA</u> <u>Am. No. 4</u>
BOR Approval Date	March 19, 2020	Sept. 17, 2020	May 20, 2021	June 2, 2022	<i>If Am. No 4 Approved</i>
Authorized Spending	\$1,500,000	\$1,000,000	\$1,000,000	\$1,540,936	\$2,959,064
Total Authorized Spending	\$1,500,000	\$2,500,000	\$3,500,000	\$5,040,936	\$8,000,000

The request for additional pre-construction cost advances to Greystar are intended for abatement and site preparation costs, legal and other bond related costs to obtain tax-exempt bond financing for the Project, and a portion of the Project developer's fees to be paid to financial close.

These are expenses that Greystar will incur and pay for to complete work to obtain tax-exempt bond financing for the Project, as a pre-condition to entering into the ground lease. Although pre-construction costs are advanced by Greystar and not paid by UH in anticipation of bond financing, the Board is being asked to agree to conditions upon which UH would reimburse Greystar and own the pre-construction work product if the Project does not proceed as discussed below.

Under the conditions of the PCA, Greystar has been and will continue to advance the costs and expenses for all work that is required. Closing of the tax-exempt bond financing for the Project is considered the "closing" of the pre-closing (pre-construction) work.

The University will be assuming contingent risk for reimbursing Greystar for pre-closing expenses ("**Pre-Closing Advances**") and the developer's fees ("**Development Fee**") if the Project fails to secure bond financing for the following reasons:

1. University termination of PCA. If the University terminates the PCA for reasons other than those described in the following Paragraph 2, then the University shall pay to Greystar: a) the Pre-Closing Advances; b) plus a rate of interest thereon; and c) an accrued Development Fee.
2. Failure of bond closing/Greystar default. If the University terminates the PCA due to: a) the failure of the tax-exempt bond financing for the Project; or b) as a result of Greystar's material default of the PCA, then the University shall pay to Greystar only a) the Pre-Closing Advances; and b) plus a rate of interest thereon.
3. Outside closing date. If the tax-exempt bond financing has not closed by a certain date, then the University shall pay to Greystar: a) the Pre-Closing Advances; b) plus a rate of interest thereon; and c) an accrued Development Fee.

In each case summarized above, upon termination payment, the University would own all of the Project design and contract documents prepared by Greystar and its third-party vendors.

For the reasons discussed below, in lieu of reimbursing PCA costs from bond proceeds, the Administration seeks approval to cause to be paid \$8,000,000 for the PCA upon execution of the ground lease.

B. GROUND LEASE:

UH will lease the Property to Lessee for a term to end with the bond repayment for the Project, or approximately forty-five (45) to fifty (50) years, from the date of occupancy currently projected for summer of 2025. The rent will be any available cash on hand upon completion of the project audit for each annual period, which is Project revenues less bond payments and project costs, reserves, fees, and expenses ("**Net Cash Flow**").

UH has an interest in the Project succeeding because it will increase the availability of housing on the UHM campus. Also, if Greystar and Lessee does not build, operate, finance, and maintain the Project, UH may need to take over the Project. To that end, the ground lease will cause UH to fund the pre-construction work, also known as the Pre-Closing Advances, under the PCA valued at EIGHT MILLION DOLLARS (\$8,000,000). The PCA addresses items that support pre-development work necessary for delivering a site ready for development, and other pre-preconstruction expenses more detailed in the above section.

Additionally, in order to maintain Project viability for financing at reduced or "below market" rental rates for students, the Administration is proposing to provide a rent subsidy of up to TWO MILLION DOLLARS (\$2,000,000) annually. Without any contributions from UH, the Project is expected to yield an average bed rate of \$2000+/bed/month. When factoring in the absorption of the PCA, the average bed rate still hovers at approximately \$2,000/bed/month without any annual rent

subsidy. At the last Committee on Planning and Facilities meeting, the Administration explained that it was considering a rent subsidy for the Project of approximately \$1.8 million a year – which would reduce the bed rate to about \$1,700/bed/month. However, a primary objective of the Project for UH is to increase its student housing inventory at affordable rates. The Administration seeks to keep average bed rates below \$1,600/bed/month at the outset of the project. To achieve this, an annual rent subsidy of \$2,000,000 is needed to reduce the average bed rate to approximately \$1,565/bed/month. Therefore, the Administration believes an annual subsidy of \$2,000,000 is warranted. Furthermore, under the current pro forma for the Project, the annual Net Cash Flow returning to the University is projected to exceed \$2,000,000 a year in year-nine of operations. In that event, and even prior to that event, the Administration intends to use the Net Cash Flow from the project to cover the annual rent subsidy either in whole or in part.

Finally, UH is expected to enter into a Memorandum of Agreement with the Hawai'i State School Facilities Authority ("**SFA**") to assist with meeting the State's goal of expanding access to pre-kindergarten to eligible children of the State. To that end, the SFA was appropriated funds in 2022 to: (1) construct new pre-kindergarten school facilities; (2) renovate improve and expand existing school facilities to increase pre-kindergarten student capacity; and (3) make any other expenditures deemed appropriate to increase pre-kindergarten student capacity within the State. Under the MOU, the SFA will provide up to TEN MILLION DOLLARS (\$10,000,000) in funding to UH to support that part of the Project that develops a Childcare Facility. As part of the proposed Ground Lease, Greystar is the developer ("**Developer**") obligated to deliver substantial completion of the Project, which includes the Childcare Facility as part of the overall Project. Therefore, under the proposed Ground Lease, UH is expected to cause to be paid to the Developer up to \$10,000,000 for the Childcare Facility. While UH will be responsible for the ongoing utility costs associated with the Childcare Facility, UH is not expected to be responsible for any other costs or fees associated with ongoing maintenance of the building – including rent. Furthermore, the Lessee is obligated to enter into a Management Agreement with a management entity to manage all improvements associated with the Student Housing Facility, including the Childcare Facility.

UH will agree to affiliate the Project as part of the UH's student housing inventory under the terms of the ground lease. The affiliation ensures a level of service for University students who reside in the Project and coordinates certain operational details with the UHM campus and Student Housing Services. See Exhibit C, *Summary of Major Terms Ground Lease Agreement*. Exhibit C is a summary of material terms the Administration intends to be included in the subject ground lease; the Lessee has not yet agreed to these terms. If the Board approves Administration's request, the final ground lease will be negotiated and executed by the parties. However, any substantive deviation from these terms will require further Board's approval.

APPLICABLE REGENTS POLICY:

Under Board of Regents Policy (“RP”) 8.201, the Board of Regents’ approval is required for any contract that is anticipated to have a significant impact on policies, programs or operations, or result in potential institutional liability. In addition, under Policy RP 10.201, the Board’s approval is required for this real property transaction because it involves the lease of real property. The six decision-making considerations enumerated under RP 10.201.III.A are addressed in turn as follows.

- a. *Promote and support the mission and goals of the university in education, research, service, and economic development.*

The Project integrates Student Housing and a Childcare Facility, funded primarily with private, non-taxpayer money to design, build, finance, operate, and maintain a live, learn, work, play facility. The Project will provide students with new and additional housing opportunities at the UHM campus. The new Childcare Facility will be operated by the UHM Children’s Center which supports the education, research, and service mission of the University. The UHM Children’s Center (licensed for two- to five-year old children) currently operates out of Castle Memorial Hall at 2320 Dole Street, and is a site for students, faculty, and community members to observe best practices in early childhood education and to conduct research. Executive Policy 10.401 (Child Care Programs and the Use of Such Facilities), supports child care programs “established at the various campuses of the University of Hawai’i provided a need for such facilities is demonstrated.”

The Project is also one of the several public-private partnerships (“P3”) and real estate projects the University is pursuing to build modern educational facilities more affordably, develop alternative revenue streams to support the University mission, and remain a competitive higher education institution.

- b. *Advance principles and practices of sound environmental stewardship and sustainability.*

The Project is being designed to meet Leadership in Energy and Environmental Design (“LEED”) Silver Certification and will continue to stress sustainability as a key factor in decision making and seek to minimize impervious surfaces on the site to reduce potential run-off impacts to the environment. Further, project design efforts will also endeavor to reduce the carbon footprint of the Project both during construction and under operation.

The Project will enhance the amenities (housing, childcare, and retail) available to the UHM community and surrounding neighborhood, and add to the aesthetic of the Mānoa community.

- c. *Ensure that alternative actions are considered, investigated and analyzed.*

The Property is currently being used by the University for temporary parking and storage. The Property was previously considered to be renovated for the Hawai'i inuiākea, School of Hawaiian Knowledge. The proposed P3 Project creates new and additional housing inventory for students, a new Childcare Facility for students, faculty, and staff, and a potential long-term revenue stream for the University. The Project will include approximately 316 units/558 beds ranging from studios, two-, three-, and four-bedroom units, in an apartment style set up which adds to the housing options for students as the majority of UHM's existing student housing inventory is comprised of dormitories.

- d. *Be fairly priced in the context of applicable fair market values and other relevant factors.*

The University will be receiving rent if all bond payments, expenses, costs, and fees are covered by project revenues. The University proposed contributions to support the development of the Project are intended to maintain the Project viability for financing at reduced or "below market" rental rates for students.

- e. *Generate revenue from real property not critical to long range plans for the university to support the university's core mission.*

As part of the Ground Lease, any excess revenues from the Project after all bond payments, expenses, costs, and fees are paid will go directly to the University. Once Project revenues are stabilized, the net cash flow from the Project should offset the University's annual rent subsidy to the Project. The Lessee and Property Manager will be responsible for all improvements, utilities (except the Childcare Facility), and maintenance of the Premises which is advantageous to reduce overall costs to the University.

- f. *Be consistent with and support long range plans that have been approved by the BOR.*

The Property and the Project is in the long-range development plan ("LRDP") for the UHM campus and the UHM plan review use permit ("PRU") which was approved by the City & County of Honolulu on January 28, 2022. The Project is supportive of the Imperatives as set forth in the University's Strategic Plan 2023-2029, including "Develop successful students for a better future." The Project also supports the 21st Century Facilities and High Performing System, which are two of the five policies as set for the in the University's Strategic Direction, 2015-2021. The Project also supports the guiding principles of the UHM Framework for the Future established to further the University's desire to continue to be a leading global research institution.

ACTION RECOMMENDED:

We respectfully request that the Committee on Planning and Facilities recommend that the Board of Regents approve, and that the Board of Regents approve the Fourth Amendment to the PCA and Ground Lease, consistent with the terms contained in the attached Major Term Sheets. Once approved, the President, the Vice President for Budget and Finance/Chief Financial Officer and/or the Vice President for Administration will finalize and execute said Purchase Agreements and such action and execute such other documents as they deem necessary to implement this transaction.

c: Interim Executive Administrator and Secretary to the Board Jamie Go

Attachments:

1. Exhibit A – Summary of PCA Major Terms
2. Exhibit B – PCA Budget Schedule
3. Exhibit C – Summary of Ground Lease Agreement Major Terms

MAJOR TERM SHEET AMENDED
(amendments shown in red)

**UNIVERSITY OF HAWAI‘I AT MANOĀ NEW ~~MULTI-FAMILY~~ STUDENT HOUSING MIXED-USE
RENTAL PROJECT
DEVELOPMENT PRE-CLOSING AGREEMENT
(Including Proposed Amendment 4, April 2023)**

**BETWEEN
UNIVERSITY OF HAWAI‘I**

and

GREYSTAR DEVELOPMENT SERVICES, LLC

1. **Parties.**
 - a. UH: University of Hawai‘i
 - b. Greystar: Greystar Development Services, LLC, a Delaware limited liability company
2. **Property.** 2570 Dole Street, Honolulu, O‘ahu, Hawai‘i 96822, identified as Tax Map Key No. (1) 2-8-023: 009.
3. **Project.** Development of a facility housing approximately ~~573~~ **558** beds for UH-affiliated persons, with associated amenities (including a UH-affiliated childcare center), to be agreed upon by the parties and located on the Property, ground-leased by UH to an **affiliate of a** 501(c)(3) nonprofit corporation (the “Leaseholder”), to be developed for Fall 2025 delivery and financed through the issuance of tax-exempt bonds issued by the Leaseholder.
4. **Closing.** The closing of the tax-exempt bond financing for the Project.
5. **Pre-Closing Activities.** Greystar and/or certain third parties engaged by Greystar, for the benefit of UH, will perform certain Pre-Closing activities, including but not limited to site visits and meetings with UH representatives; engagement of certain professionals and consultants; coordination of the preparation of designs and plans; assessment of the Project site including feasibility and other studies; coordination of governmental approvals; and preparation of a detailed Project schedule.
6. **Pre-Closing Advances.** The Pre-Closing Activities shall be performed directly by Greystar or by third parties engaged by Greystar for the benefit of UH, and all third-party costs and expenses paid or incurred by Greystar or third parties engaged by Greystar in connection with the Pre-Closing Activities shall be advanced by Greystar as an accommodation to UH. The Pre-Closing budget agreed upon by the parties (the “Pre-Closing Budget”) sets forth

Greystar's estimation of the monthly budget for Pre-Closing expenditures, and the ~~initial~~ **final** Pre-Closing Budget is ~~\$5,040,936~~ **\$8,000,000**.

7. **Right-of-Entry Agreement**. UH and Greystar to negotiate and enter into a separate Right-of-Entry Agreement.
8. **Compensation and Repayment for Pre-Closing Advances**.
 - a. **Payment of Pre-Closing Advances**. At the Closing, UH shall cause to be paid to Greystar from the Closing proceeds: (a) the actual, reasonable and documented Pre-Closing Advances; plus (b) interest at a floating rate equal to the Wall Street Journal U.S. Prime Rate plus two percent (2%) compounded monthly (provided, however, such interest shall not be at a rate less than six percent (6%) per annum) on amounts advanced by Greystar; plus (c) the accrued Development Fee.¹
 - b. **Termination Payment**. In the event of a termination of the agreement by UH, UH shall pay to Greystar: (i) the actual, reasonable and documented Pre-Closing Advances; plus (ii) interest at a floating rate equal to the Wall Street Journal U.S. Prime Rate as published in the plus two percent (2%) compounded monthly (provided, however, such interest shall not be at a rate less than six percent (6%) per annum) on amounts advanced by Greystar from the date advanced until the date repaid to Greystar; plus (iii) the accrued Development Fee. Notwithstanding the foregoing, if UH terminates the agreement due to the failure of the tax-exempt bond financing for the Project or as a result of Greystar's material default of the agreement, UH shall have no liability to pay Greystar any portion of the Development Fee unless UH wishes to proceed with the Project without engaging Greystar's continued development services.
 - c. **Termination Payment on Outside Closing Date**. In the event that the Closing has not taken place on or before ~~October 31, 2023~~ **January 31, 2024** (the "Outside Closing Date") UH hereby agrees to repay Greystar: (i) the actual reasonable documented Pre-Closing Advances; plus (ii) interest at a floating rate equal to the Wall Street Journal U.S. Prime Rate plus two percent (2%) compounded monthly (provided, however, such interest shall not be at a rate less than six percent (6%) per annum) on amounts advanced by Greystar; plus (iii) the accrued Development Fee.
9. **Ownership of Materials**. Upon termination of the agreement for any reason, Greystar shall assign to UH all of Greystar's right, title, and interest in and to the design documents and the contract documents.
10. **Development Agreement**. ~~Amended to reflect that UH~~ **Greystar** will negotiate in good faith with ~~Greystar~~ **the lessee of the ground lease issued by UH**, a definitive development agreement for the Project to be effective at the Closing for the delivery of services set forth in the Development Agreement to complete the design, construction, and delivery of the Project. ~~The ground lease is to be, which shall be approved by its~~ **the** Board of

¹ The Development Fee is equal to 4% of total Project costs.

Regents. The Development Agreement will require Greystar Real Estate Partners, LLC, a Delaware limited liability company, to guarantee completion of the Project for on-time and on- budget delivery by the agreed upon date of substantial completion and provide for a mechanism for damages to UH in the case of a late delay.

Exhibit B

EXHIBIT B: BUDGET FOR PRE-CLOSING ADVANCES AND DEVELOPMENT FEE

Item	2019					2020												
	August	September	October	November	December	January	February	March	April	May	June	July	August	September	October	November	December	
										Draw 1	Draw 2	Draw 3	Draw 4	Draw 5	Draw 6	Draw 7	Draw 8	
Specialty Consultants-Greystar																		
Market Study										20,000				15,000				
Traffic Study																		
Archaeological Field Inspection (EA)																		
Architectural Historian (EA)																		
Biology (assumes studies available) EA																		
Belt Collin/CDS (EA)										-	26,186	25,824	76,968	34,090	9,453		15,004	
Geotechnical - GEI (*)																		
Environ Site Assessment - Enpro										-	-	-				5,991		
Hazmat Assessment - Enpro																		
Contaminated Soil Test - Enpro																		
Environmental Work Plans - Enpro																24,079		
ALTA Survey - Control Point/UH																		
PRU - Belt Collins/CDS																		
Cultural - Ku'walu/CDS										-	32,576	-		9,783	356		2,550	
Third Party Review - Permit - Palekana																		
Building Envelope/ADA Consultant										-	-	-						
Interior Design - NAC/CDS										-	-	-						
Interior Design FF&E																		
Childcare Consultant - NAC/CDS										-	12,180	1,890	1,680	1,680	1,890		1,680	
LEED Consulting - Balance										-	-	-						
LEED Energy Model - NAC																		
Fire Protection										-	-	-						
Telcom/Security - PC Enterprises (*)										-	-	-						
Acoustical DL Adams & Associates																		
Special Inspection Fire - Notkin																		
Special Inspection-Structural - Base																		
Commissioning (Insynergy) (*)																		
Restaurant - Tenant Improvement TBD (*)																		
SUBTOTAL SPECIALTY CONSULT	-	-	-	-	-	-	-	-	-	20,000	70,942	27,714	78,648	60,553	11,699	30,069	19,233	
A&E Fees (Design and Basic Subconsultants)																		
PRE-DESIGN, PRU & EA, Demo/Foundation Permits																		
SD										270,146	94,218	56,990	48,584	38,896	39,832		105,399	
DD																		
CD																		
A&E Reimbursables																		
SUBTOTAL	-	-	-	-	-	-	-	-	-	270,146	94,218	56,990	48,584	38,896	39,832	-	105,399	
Basic A&E Fees (Less 25%) Excl Specialty Subs	-	-	-	-	-	-	-	-	-	67,537	23,555	14,247	12,146	9,724	9,958	-	26,350	
TOTAL: BASIC A-E - 25% (SD - CD)	-	-	-	-	-	-	-	-	-	202,610	70,664	42,742	36,438	29,172	29,874	-	79,049	
Misc.																		
GC Pre-construction services																		
Legal										15,945	2,407	-						
Team Travel & Related										36,765	-	13					2,066	
Interest on Predevelopment Advances										704	1,670	2,272	2,748	3,176	3,650	3,725	4,691	
Other/Contingency										-	-	-	-	8,656	1,415	-	3,653	
Total	-	-	-	-	-	-	-	-	-	53,414	4,077	2,285	2,748	11,832	5,065	3,725	10,410	
Monthly Spend																		
Monthly Spend	-	-	-	-	-	-	-	-	-	276,024	145,683	72,741	117,834	101,557	46,638	33,794	106,693	
Total Cumulative Spend	-	-	-	-	-	-	-	-	-	276,024	421,706	494,447	612,281	713,837	760,475	794,270	902,962	
Termination Payment Option A*																		
Normal Development Fee Accrual										276,024	421,706	494,447	612,281	713,837	760,475	794,270	902,962	
Discounted Development Fee Accrual For Termination Fee @ 30%										323,629	53,938	53,938	53,938	53,938	53,938	53,938	53,938	
Cumulative Discount Dev Fee Accrual	-	-	-	-	-	-	-	-	-	226,541	32,363	32,363	32,363	32,363	32,363	32,363	32,363	
Termination Payment Option B*										226,541	258,903	291,266	323,629	355,992	388,355	420,718	453,081	
Milestone																		
Min Cost (A)	Max Cost (B)																	
Programming & Site Studies																		
100% Schematic Design & Cost Update	1,157,611	1,740,143																
100% Design Development and Cost Update	2,041,985	2,948,147																
80% Construction Documents and Permit Applications	4,620,265	5,979,508																
GMP at 95% CD	4,850,810	6,242,416																
100% Construction Documents	4,850,810	6,242,416																
Financial Close	5,464,310	8,000,000																

2021												2022										
January	February	March	April	May	June	July	August	September	October	November	December	January	February	March	April	May	June	July	August	September	October	November
Draw 9	Draw 10	Draw 11	Draw 12	Draw 13	Draw 14	Draw 15	Draw 16	Draw 17	Draw 18	Draw 19	Draw 20	Draw 21	Draw 22	Draw 23	Draw 24	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast
																5,000						32,000
					452										2,154							
	7,125	7,869											12,451	2,764								
			2,042														5,000	5,000	5,000	5,000	5,000	5,000
																	5,000	5,000	5,000	5,000	5,000	5,000
																						5,000
		50,180	11,286	10,720	5,926	48,924		40,105									-					
	7,712	1,599	5,039		3,084			1,424							183		1,750	1,750	1,750	1,750	1,750	1,750
												17,634	5,654		817		7,000	7,000	7,000	7,000	7,000	7,000
									3,510		6,750	3,240				12,312	2,194	2,194	2,194	2,194	2,194	2,194
					4,590	2,160	3,510	3,240	2,475		4,950	2,475				2,194	2,194	2,194	2,194	2,194	2,194	2,194
					4,080	1,920	3,120	2,880	3,120		6,000	2,880				6,650	1,122	1,122	1,122	1,122	1,122	1,122
			-	3,125					3,125				15,625				1,298	1,298	1,298	1,298	1,298	1,298
				6,250					5,000			8,921	17,843									
										8,000							2,281	2,281	2,281	2,281	2,281	2,281
												600	12,575		432	2,268						
																	-					
																	-					
																	-					
-	14,837	59,648	18,367	20,095	18,132	53,004	6,630	55,774	9,105	8,000	26,621	72,896	30,681	2,764	3,586	26,230	30,247	30,247	30,247	30,247	62,247	35,247
		173,030	4,500		35,849																	
					101,100	84,718	49,975	51,475	83,028	56,556	74,249	35,098		113,774	45,798					-	-	-
													-		223,213	84,488	75,000	75,000	60,000	60,000	50,000	50,000
										20,148		3,850	-	-		319	200	200	200	200	200	200
-	-	173,030	4,500	-	136,950	84,718	49,975	51,475	83,028	76,704	74,249	38,948	-	113,774	269,010	84,807	75,200	75,200	60,200	60,200	50,200	50,200
-	-	43,258	1,125	-	34,237	21,180	12,494	12,869	20,757	14,139	18,562	8,774	-	28,444	67,253	21,122	18,750	18,750	15,000	15,000	12,500	12,500
-	-	129,773	3,375	-	102,712	63,539	37,481	38,607	62,271	62,565	55,686	30,173	-	85,331	201,758	63,685	56,450	56,450	45,200	45,200	37,700	37,700
					-																	
1,275	-	-	-	-								995			4,290		2,500					2,500
543	-	-	-	-	774				1,233										3,000			
3,996	4,562	4,664	5,477	5,797	10,060	2,892	7,403	7,582	8,298	8,411	9,118	10,143	8,525	10,360	10,792	11,819	12,332	12,881	13,419	13,920	14,407	15,020
-	3,952	3,546	633	-	23,669	1,692	19,208	1,969	1,144		50	1,438	-	2,254	659	912	8,175	8,175	8,175	8,175	8,175	8,175
5,814	8,514	8,210	6,110	5,797	34,504	4,584	26,611	9,551	10,675	8,411	9,168	12,575	8,525	12,614	15,741	12,731	23,007	21,056	24,594	22,095	22,582	25,695
5,814	23,351	197,631	27,852	25,892	155,348	121,127	70,722	103,991	82,051	78,976	91,476	115,645	39,206	100,709	221,084	102,646	109,704	107,753	100,041	97,542	122,529	98,642
908,776	932,128	1,129,758	1,157,611	1,183,503	1,338,851	1,459,977	1,530,700	1,634,631	1,716,682	1,795,658	1,887,134.54	2,002,779.57	2,041,985	2,142,694	2,363,778.12	2,466,424	2,576,128	2,683,880	2,783,922	2,881,463	3,003,992	3,102,634
908,776	932,128	1,129,758	1,157,611	1,183,503	1,338,851	1,459,977	1,530,700	1,634,631	1,716,682	1,795,658	1,887,135	2,002,780	2,041,985	2,142,694	2,363,778	2,466,424	2,576,128	2,683,880	2,783,922	2,881,463	3,003,992	3,102,634
53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938	53,938
32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363	32,363
485,444	517,807	550,170	582,533	614,896	647,259	679,622	711,985	744,347	776,710	809,073	841,436	873,799	906,162	938,525	970,888	1,003,251	1,035,614	1,067,977	1,100,340	1,132,703	1,165,066	1,197,429
1,394,220	1,449,935	1,679,928	1,740,143	1,798,399	1,986,109	2,139,599	2,242,684	2,378,978	2,493,392	2,604,731	2,728,571	2,876,579	2,948,147	3,081,219	3,334,666	3,469,675	3,611,742	3,751,857	3,884,261	4,014,166	4,169,058	4,300,063

December	2023							Financial Close Total
	January	February	March	April	May	June	July	
Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	
								72,000
								-
								-
								2,605
								-
								217,734
5,000	5,000	5,000	5,000	5,000	5,000			60,000
5,000	3,967							47,000
								-
				300,000	100,000			400,000
5,000	5,921							40,000
								-
								167,142
1,750	1,750	1,750	1,750	1,750	1,620			85,176
7,000	7,000	7,000	7,000	7,000	4,166			81,166
2,408	2,408	2,408	2,408	2,408	2,408			53,000
2,194	2,194	2,194	2,194	2,194	2,194			52,140
2,194	2,194	2,194	2,194	2,194	2,232			49,766
1,122	1,122	1,122	1,122	1,122	1,122			65,112
1,298	1,298	1,298	1,298	1,298	1,298			37,450
								23,850
								26,764
2,281	2,281	2,281	2,281	2,281	2,281			35,375
								15,875
								-
								-
								-
								-
35,247	35,136	25,247	25,247	325,247	122,321	-	-	1,532,155
				65,000				65,000
								867,444
-	-	-	-	-	-			695,771
40,000	40,000	35,000	35,000	35,000	32,953			895,654
200	200	200	200	200	252			26,769
40,200	40,200	35,200	35,200	100,200	33,205	-		2,550,638
10,000	10,000	8,750	8,750	8,750	8,238	-	-	614,717
30,200	30,200	26,450	26,450	91,450	24,967	-	-	1,935,921
				731,000				731,000
				10,000	50,000		613,500	703,412
	3,000				3,000			50,395
15,513	15,959	16,421	16,803	17,186	23,101			339,497
8,175	8,175	8,175	8,175	8,175	7,156			171,930
23,688	27,134	24,596	24,978	766,361	83,258	-	613,500	1,996,234
89,135	92,470	76,293	76,675	1,183,058	230,545	-	613,500	5,464,310
3,191,769	3,284,239	3,360,532	3,437,207	4,620,265	4,850,810	4,850,810	5,464,310	5,464,310
3,191,769	3,284,239	3,360,532	3,437,207	4,620,265	4,850,810	4,850,810	5,464,310	5,464,310
53,938	53,938	53,938	53,938	53,938	53,938		1,144,084	3,409,489
32,363	32,363	32,363	32,363	32,363	32,363			1,391,606
1,229,791	1,262,154	1,294,517	1,326,880	1,359,243	1,391,606	1,391,606	2,535,690	2,535,690
4,421,561	4,546,393	4,655,049	4,764,087	5,979,508	6,242,416	6,242,416	8,000,000	8,000,000



SUMMARY OF MAJOR TERMS¹

GROUND LEASE AGREEMENT

between

UNIVERSITY OF HAWAI'I

and

CHF-_____ LLC

for the

**Student Housing Mixed-Use Rental Project
at the University of Hawai'i at Mānoa**

1. PARTIES

- a. Landowner/University. UNIVERSITY OF HAWAI'I, the state university and a body corporate established under the laws of the State of Hawai'i, and its successor and assigns ("**University**").
- b. Project Owner/Lessee. CHF-_____ LLC, a single member limited liability company to be organized and established under the laws of the State of Alabama, and its successors and assigns, whose sole member is the Foundation ("**Lessee**").

2. KEY DEFINITIONS

- a. "**Campus**" means the University of Hawai'i at Manoa campus defined in PRU Permit No. 2009/PRU-3 (Resolution 09-341, CD1, FD1), issued by the City and County of Honolulu, as amended from time to time.
- b. "**Construction Documents**" means, collectively, the Development Agreement, the Construction Contract, the Architect's Agreement, and all those other contracts and/or agreements between the Lessee and any person or firm rendering services or supplying material in connection with the development, construction, furnishing, and equipping of the Student Housing Facility including the provider of any solar energy facilities, which shall not be inconsistent with this General Lease.

¹ This document is a summary of material terms the University intends to be included in the subject ground lease; the Lessee has not yet agreed to these terms. Any substantive deviation from these terms will require further Board of Regents approval.

- c. **"Developer"** means Greystar Development Services, LLC (**"Greystar"**).
- d. **"Eligible Tenants"** means any person: (i) who is a student enrolled in classes at University; (ii) who is attending a program presented and conducted by University; or (iii) who is a member of the faculty or staff of the University, whose presence on the Campus is deemed desirable by the University to the effective provision of University's programs and services at the Campus, or a member of the household of such person that is either the spouse or a dependent of such person or such spouse.
- e. **"Environmental Laws"** means all: (a) federal, state, county, and local laws, statutes, regulations, rules, ordinances, codes, and licenses; (b) standards, directives, interpretations, orders, approvals, plans, authorizations, concessions, franchises, conditions of approval, and similar items mandated by any Governmental Authority; (c) permits of which University has notified Lessee, or of which Lessee knows or has reason to know; and (d) legislative, administrative or judicial orders, decrees, requirements, rulings, or judgments of any Governmental Authority, all of which now or in the future may relate or be applicable to the protection of human health or safety or to the environment, including, without limitation: (i) all requirements pertaining to reporting, licensing, permitting, investigation, and remediation of emissions, discharges, releases, or threatened releases of hazardous materials, chemical substances, pollutants, contaminants, or hazardous or toxic substances, materials or wastes whether solid, liquid or gaseous in nature, into the air, surface water, groundwater, or land, or relating to the manufacture, processing, distribution, use, treatment, storage, disposal, transport, or handling of chemical substances, pollutants, contaminants, or hazardous or toxic substances, materials, or wastes, whether solid, liquid, or gaseous in nature; (ii) all requirements pertaining to the protection of natural resources or of the health and safety of employees or the public; and (iii) the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended, the Resource Conservation and Recovery Act, as amended by the Solid and Hazardous Waste Amendments of 1984, the Federal Insecticide, Fungicide and Rodenticide Act, as amended, the Hazardous Materials Transportation Act, the Clean Water Act, the Clean Air Act, the Toxic Substances Control Act, the Safe Drinking Water Act, as the same may be amended from time to time, and any similar federal, State of Hawai'i (including without limitation Hawai'i Revised Statutes Chapters 128D and 342B through 342P, inclusive), and county laws and ordinances, and regulations now or hereafter adopted, accomplished, and promulgated pursuant thereto applying to the Premises and/or the Property, or any portion thereof.

- f. **"Hazardous Materials"** means any substance, element, compound, mixture or solution (whether solid, liquid or gas): (a) the presence of which requires investigation or remediation under any Environmental Laws; or (b) which is now or at any time hereafter in effect becomes defined as a "hazardous waste," "hazardous substance," pollutant or contaminant under any Environmental Laws; or (c) which is toxic, explosive, corrosive, flammable, infectious, radioactive, carcinogenic, mutagenic, or otherwise hazardous and is or becomes regulated by any Governmental Authority; or (d) the presence of which on the Premises and/or the Property causes or threatens to cause a nuisance upon the Premises and/or the Property or to adjacent properties or poses or threatens to pose a hazard to the health or safety of persons, to property or to the environment, on or about the Premises and/or the Property; or (e) which is or which contains, fuel, oil, sludge, crude oil or residue, trichloropropane, Microbial Matter, petroleum and petroleum products, asbestos and asbestos-containing materials, polychlorinated biphenyls, lead, or radon. The term "Microbial Matter" means fungi or bacterial matter which reproduces through the release of spores or the splitting of cells, including, but not limited to, mold, mildew, and viruses, whether or not such Microbial Matter is living.
- g. **"Foundation"** means Collegiate Housing Foundation, a non-profit corporation duly organized and existing under the laws of the State of Alabama, and its successors and assigns.
- h. **"Manager"** means, initially, Greystar, and thereafter, any other management company employed by the Lessee to manage the Project, with the consent of the University.
- i. **"Management Agreement"** means: (i) the Management Agreement between Lessee and the Manager, as the same may be amended and/or supplemented from time to time; and (ii) any management or similar agreement in such form as may be approved by University in its sole discretion, between Lessee and any successor Manager relating to the management of the Project, pursuant to which the Manager agrees to perform all obligations of Lessee for the management of the Project (other than such ministerial and administrative acts as can only be performed by Lessee) and to otherwise manage the Project in a manner consistent with the terms of this Ground Lease and the Bond Documents, as the same may be amended and/or supplemented from time to time with the consent of University. The Management Agreement shall not include any terms which, as determined by Lessee in its sole discretion, would be inconsistent with or in any way jeopardize the Foundation's tax-exempt status, and shall otherwise be in form satisfactory to Lessee and the Foundation. As it relates to

the Childcare Facility, University shall operate the Childcare Facility as provided herein; provided that, Lessee shall cause the Management Agreement to include the Childcare Facility as to all other aspects of property management consistent with the rest of the Project including but not limited maintenance of common areas, provisions for collection and payment of pro rata share of shared Project utilities and services, other terms and conditions to be negotiated with University.

- j. **"Offsite Improvements"** means the utility lines, landscape, and hardscape to be constructed by the Developer pursuant to the Construction Documents on land owned by University that is not part of the Property located within the Construction Area.
- k. **"Plans and Specifications"** means the detailed plans and specifications for all of the construction of the Project fully identifying and describing all site work, architectural, mechanical, electrical, structural and plumbing systems, materials, signage, design, colors of exterior paints, and other finishes prepared by the Architect or by other architects and engineers acceptable to University as amended from time to time by Lessee with the consent of University.
- l. **"Premises"** means the Project acquired or developed by Lessee on the Property.
- m. **"Project"** means the designing, building, financing, operating, and maintaining a structure and facilities consisting of: (i) an approximately 558-bed student housing facility (**"Student Housing Facility"**); (ii) a gross leasable area of approximately 9,285 square feet located on the first floor that will house the University's Childcare Center in addition to approximately 3,410 square feet of play area dedicated to the Childcare Center on the Land (**"Childcare Facility"**); and (iii) a gross leasable area of approximately 800 square feet located on the first floor to be used for commercial activity that supports the project (**"Retail Facility"**), all Personalty, and various related amenities and improvements to be financed by the private bonds.
- n. **"Property"** means the parcel of land designated Tax Map Key No. (1) 2-8-023:009, containing approximately 2.218 acres, located on the Campus.

3. TERM

- a. Forty-five (45) to fifty (50) years. The intent is to commence on _____, 2023.

4. RENT

- a. Net Available Cash Flow, which is the amount transferred to a Surplus Fund at the end of each Annual Period and available for transfer to University in accordance with this Ground Lease and the Trust Indenture. The Trust Indenture essentially sets forth revenues of the Project less Project debt service, costs, fees, and expenses, including annual payments to Foundation, management fees, utilities, maintenance, etc.
- b. If the Net Available Cash Flow for an Annual Period is zero (0) or a negative amount, no Rent shall be paid to University.

5. UNIVERSITY CONTRIBUTION

University will contribute TWO MILLION DOLLARS (\$2,000,000) annually to the Project to subsidize rents charged to students, faculty, and staff so that rents remain below comparable units at fair market value.

6. FINANCING OF THE PROJECT

Except as otherwise set forth in this Ground Lease, Lessee shall, at its own cost and expense, obtain all financing required for the design, acquisition, construction, furnishing, and equipping of the Project, including the issuance of the private bonds. University agrees to cooperate with and to provide such reasonable assistance as Lessee may need to facilitate the issuance of the private bonds, including making such amendments to this Ground Lease as may reasonably be required provided, however, that terms of all such financing or any amendment or renewal, thereof during the term of this Ground Lease shall, in any event, be subject to the prior approval of University which may include its Board of Regents, and provided further that any refinancing, or refunding of any such financing shall also require the prior approval of University which may include its Board of Regents. The University's approval of the Bond Documents, which shall not be inconsistent with this General Lease, shall be evidenced by its execution and delivery of this Ground Lease, after a reasonable opportunity for the University to review and comment.

7. TAXES AND ASSESSMENTS

Lessee shall bear and pay to the public officer charged with the collection thereof, before the same shall become delinquent, and shall indemnify, save, and hold harmless University from the payment of, any and all taxes, assessments, license fees, excises, imposts, fees, and charges of every sort, nature, and kind. University shall support the

efforts of Lessee to pursue any exemptions from taxes and assessments the Project may be eligible for. University understands the current Project operating statement assumes a full or partial property tax abatement.

8. UTILITY SERVICES

- a. Lessee shall make application for, obtain and pay for, and be solely responsible for, all utilities required, used, or consumed on the Premises.
- b. Upon completion of the Project, including any utility lines included in the Offsite Improvements, University shall grant such easements and rights to the utilities providing Lessee Utility Services as are necessary to allow access to utility infrastructure located on the Campus.

9. PAYMENTS FOR LESSEE BY UNIVERSITY

If Lessee fails to procure the insurance required to be procured by Lessee under this Ground Lease or fails to pay any premium of insurance, tax, or any other sum in this Ground Lease required to be paid by Lessee (other than Rent), University may seek remedies. Any sum(s) so paid or expended by University on behalf of Lessee shall immediately be reimbursed and paid by Lessee to University as additional rent within twenty (20) days after demand by University.

10. INTEREST ON UNPAID AMOUNTS

Any sums that are payable by Lessee to University under this Ground Lease (including any Rent) and that are not paid to University within ten (10) days after the due date thereof shall bear interest at the rate of ten percent (10%) per annum from the due date thereof through the date payment of the same is made.

11. COMPLIANCE BY LESSEE WITH LAWS AND ORDINANCES

At all times during the term of this Ground Lease, Lessee shall conform to, obey, and comply in all material respects with all present and future laws, ordinances, and regulations of all legally constituted authorities existing at the commencement of the term of this Ground Lease or at any time during the continuance of the term hereof which in any way are applicable to this Ground Lease or the use of the Premises or any repair, replacement, demolition, renovation, construction, restoration, or excavation being done on or to the Premises.

12. QUIET ENJOYMENT

University represents that it owns fee simple, marketable title to the Property subject to no restrictions, liens, or other encumbrances other than Permitted Encumbrances.

University further covenants and agrees that, throughout the term of this Ground Lease, Lessee may peaceably and quietly enjoy the Property subject, however, to zoning and land use restrictions, Permitted Encumbrances, and Lessee's fulfillment of the covenants and agreements contained in this Ground Lease.

13. HAZARDOUS MATERIALS

- a. Lessee shall not, and shall ensure and require that Lessee and its officers, employees, agents, representatives, contractors, consultants, vendors, customers, and invitees (collectively, the **"Lessee Agents"**) shall not, cause or permit: (i) the escape, disposal, or release of any Hazardous Materials (as defined herein) except as permitted by law; (ii) the storage or use of such Hazardous Materials in any manner not sanctioned by law or the highest standards prevailing in the industry for the storage and use of such Hazardous Materials; or (iii) such Hazardous Materials to be brought on or within the Premises and/or the Property, except to use in the ordinary course of business, and then only after written notice is given to University of the identity of such Hazardous Materials and upon University's consent, which consent may be withheld at University's sole and absolute discretion.
- b. Lessee is responsible for Hazardous Materials impacts.
- c. In the event that any Hazardous Materials are used, stored, treated, or disposed on or within the Premises and/or the Property, or handled, discharged, released, or determined to be present on or from the Premises and/or the Property due to, caused by, or attributable to the acts or omissions of Lessee and/or any of Lessee Agents, Lessee shall, at Lessee's cost and expense and at no cost to University, remediate the affected portions of the Premises and/or the Property, of any such Hazardous Materials, and dispose of/remove said Hazardous Materials. In addition, Lessee agrees to restore the affected portions of the Premises and/or the Property, at Lessee's cost and expense and at no cost to University, to the same condition in which they existed at the Commencement Date, to University's satisfaction.
- d. Lessee shall indemnify, defend with counsel reasonably acceptable to University, and hold harmless University and its officers, employees, agents, representatives, contractors, and others acting for or on behalf of University (**"University Agents"**)

from any liability that may arise in connection with, or by reason of, the release or presence of Hazardous Materials.

- e. Lessee hereby agrees to release University, University Agents, and their successors and assigns from any liability of any kind by reason of any: (1) pre-existing Hazardous Materials or any act or omission by University with respect thereto prior to the Effective Date, to the extent identified in a Phase I Environmental Site Assessment prepared in accordance with ASTM E1527-21 or similar standard acceptable to University prepared and shared with University upon execution of this Ground Lease; or (2) Hazardous Materials that may be present by or as a result of the use of the Premises and/or the Property by Lessee or any of Lessee Agents, unless such actions which result in liability for damages, penalties, fines, judgments, or assessments imposed are caused by University after the Effective Date.

14. COMPLIANCE WITH ENVIRONMENTAL LAWS

Lessee agrees, at its sole expense and cost, to comply with all Environmental Laws that apply to the Premises and the Property during the Term or to Lessee's occupancy or use of or activities on the Premises and/or the Property. This duty shall survive the expiration or termination of this Ground Lease which means that Lessee's duty to comply with the Environmental Laws shall include complying with all Environmental Laws that may apply, or be determined to apply, to the occupancy and activities of Lessee on or within the Premises and/or the Property after the expiration or termination of this Ground Lease.

15. CONSTRUCTION OF IMPROVEMENTS

- a. Lessee shall cause the Developer to commence and pursue to substantial completion the construction of the Project and the Offsite Improvements pursuant to the Construction Documents by Fall 2025.
- b. Any approvals or rejections required by University shall be limited to University determining consistency with applicable Campus plans and policies. University's approval shall not relieve Lessee and/or the Developer from any obligation to obtain all other necessary approvals and permits required by various governmental agencies, or from complying in all material respects with the Plans and Specifications, the Construction Documents, and all applicable building codes and ordinances, including University's approval of construction and University's approval of construction documents. The University's approval of the Construction Documents shall be

evidenced by its execution and delivery of the Ground Lease, after a reasonable opportunity for the University to review and comment.

- c. As security for Lessee's performance hereunder as it relates to the design and construction of the Project Lessee grants to University a security interest in the Construction Documents subject to the rights of the Trustee and the Issuer under the Bond Documents.
- d. If there is a construction default, University may assert the rights of Lessee under the terms of the Construction Documents or such other design and construction documents, as the case may be.
- e. Once the Plans and Specifications are submitted to and approved by University or the Plans and Specifications are deemed approved, Lessee may, with the consent or approval of University, order, authorize, or perform any change or substitute work or materials in prosecuting the construction of the improvements. The University's approval of the Plans and Specifications shall be evidenced by its execution and delivery of the Ground Lease, after a reasonable opportunity for the University to review and comment.
- f. To the extent reasonably possible, development and construction of the Project shall be done so as to minimize disruption of University's operations. All construction activities must be coordinated with the appropriate departments of University.
- g. University agrees and does hereby grant to Lessee and its successors, assigns, invitees, employees, and sublessees, a non-exclusive right of entry on, over, across, and through the portion of the Campus for the development, construction, operation, and maintenance of the Project and for the development and construction of the Offsite Improvements.
- h. As a construction expense, Lessee covenants and agrees to pay or cause to be paid, currently as they become due and payable in accordance with the terms of the Bond Documents, as the case may be, all bills for labor, materials, insurance, and bonds, and all fees of Developer, architects, engineers, contractors, and subcontractors and all other costs and expenses incident to any construction in or on the Project.
- i. Except for the rights of Issuer, the Trustee, and/or another permitted Leasehold Mortgagee, Lessee's rights, as well as the rights of anyone else shall always be and remain subordinate, inferior, and junior to University's title, interest, and estate in the Property.

- j. The title to all improvements now or hereafter located on the Property including those to be constructed in accordance with the Plans and Specifications and the Construction Documents shall be vested in Lessee until the Termination Date, at which time all title to and ownership of said improvements shall automatically and immediately vest (without the necessity of any further action being taken by Lessee or University or any instrument being executed and delivered by Lessee to University) in University.
- k. Lessee shall require and cause the Developer to require any architects, engineers, contractors, subcontractors, specialists, and consultants engaged in connection with the construction of the Project to perform their respective obligations under the terms of the Construction Documents to be licensed in accordance with State law and to obtain and maintain errors and omission insurance and commercial payment and performance bonds.
- l. Lessee shall provide or cause to be provided to University commercial payment and performance bonds for the construction of the Project.
- m. As soon as practicable (however, in no event to exceed six (6) calendar months) after the substantial completion of any phase of the Project, Lessee shall furnish or cause the Developer to furnish to University such documentation regarding the “as-built” improvements as required under the Construction Documents.
- n. If the Developer fails to deliver the number of units of the Project required by the Construction Documents to be ready and available for occupancy by the date required thereunder, then Lessee shall require the Developer to arrange for alternative housing reasonably acceptable to University for the residents who have contracted to reside in the Project housing until the Project is ready and available for occupancy.
- o. Lessee shall cause its Developer to deliver portions of the first floor of the building to be used for the Childcare Facility to University in a condition suitable for finishing improvements by University. Lessee shall set aside an area outside the building to be Constructed, for the sole use of University, as a play area for children enrolled in the Childcare Center. University may build or landscape barriers and install appurtenant amenities. University shall cause to be paid to Greystar up to TEN MILLION DOLLARS (\$10,000,000) of funding provided by the Hawai’i State School Facilities Authority (“SFA”) to University under the Memorandum of Agreement, dated _____ (“MOA”), for the development and delivery of the pre-kindergarten Childcare Facility consistent with the requirements of the MOA.

University, or at University's sole discretion an operator selected by the University, shall operate the Childcare Facility. University shall cause to be paid its pro rata share of utilities for the Childcare Facility; provided that, University shall not pay any other costs of fees, including rent, for its use of the Childcare Facility for the Term of this Ground Lease.

- p. Upon execution of this Ground Lease, University will cause to be paid to Greystar up to EIGHT MILLION DOLLARS (\$8,000,000) to reimburse costs enumerated and approved in the *University of Hawai'i at Mānoa New Multi-Family Mixed-Use Rental Project Development Pre-Closing Agreement*, entered into between Greystar and University, effective April 30, 2020, as amended ("**PCA**"). As a precondition to payment, Greystar and University shall execute a mutual cancellation, release, and termination agreement regarding the PCA. Title to documents under this Section shall transfer to University upon the termination of the Ground Lease.

16. OPERATION OF PROJECT

- a. Upon completion of construction of the Project, Lessee shall operate, or cause to be operated, all such improvements as a student housing facility to serve Eligible Tenants, except for the Childcare Facility which shall be operated by University as provided herein.
- b. Lessee shall enter into the Management Agreement with a management entity, but shall not enter into any other management agreement with respect to the Project without University's consent.
- c. The University acknowledges that the cooperation of the University as described below is an important consideration and incentive in the decision by the Lessee to assist the University by undertaking the financing of the Project and the other obligations of the Lessee contemplated hereby. University agrees to:
 - (i) allow the Project to be part of the long-range development plan for the Campus and the Campus plan review use permit issued by the City and County of Honolulu;
 - (ii) generally include the Student Housing Facility in overall information and marketing materials regarding student housing available to students attending University and prospective students attending University, commencing at a reasonable time before the anticipated Substantial Completion of the Project;

- (iii) provide students residing at the Student Housing Facility with access to the computer network;
 - (iv) take into account the Student Housing Facility in University's planning for future student housing projects that serve students attending University;
 - (v) not to construct or otherwise sponsor any additional graduate student housing facilities on the UH Mānoa campus that create additional graduate student housing beds, unless demand for additional graduate student housing beds is supported by a student housing demand study; provided that, this subsection shall not apply to renovation or replacement of UH Mānoa Student Housing Facilities that do not result in additional graduate student housing beds on the UH Mānoa campus. For purposes of this Agreement, "UH Mānoa Student Housing Facilities" means the student housing facilities, located on Campus, which are known as Hale Aloha Lehua, Hale Aloha 'Ilima, Hale Aloha Mokihana, Hale Aloha Lokelani, Frear Hall, Gateway House, Johnson Hall, Hale Ānuenue, Hale Kahawai, Hale Laulima, Hale Wainani, Hale Noelani, and the privately owned and operated RISE project.
 - (vi) allow parking on Campus available to residents residing at the Student Housing Facility on the same availability, terms, and conditions as persons residing in Campus student housing facilities; and
 - (vii) provide internet service to Student Housing Facility for a fee.
- d. Lessee agrees to cause the Manager pursuant to the Management Agreement to:
- (i) be solely responsible for the management and operation of the Project independent from University, except for the Childcare Facility which shall be operated by University as provided herein;
 - (ii) process residential applications and agreements for the Student Housing Facility;
 - (iii) provide beds in the following order of priority: Campus graduate students, Campus undergraduate students, any students attending University, and if no qualified students are available, then University faculty and staff;
 - (iv) comply with applicable University Student Conduct Code policies, as amended, posted at studentaffairs.manoa.hawaii.edu/policies/conduct_code/, and required University health clearances required before entering the Campus;

- (v) establish an advisory committee which will review and make recommendations to Lessee and Manager regarding the annual operating and capital improvements budgets for the Student Housing Facility, marketing, promotions and advertising plans, review of management reports by the property manager, and other operational issues, including without limitation rental rates and housing policies ("**Committee**"). The Committee shall have five (5) members. Two (2) members shall be appointed by University, and three (3) members appointed by Lessee. All recommendations from the Committee shall be made by majority vote;
- (vi) manage move-in and move-out of residences in coordination with University to ensure impacts to Campus operations are avoided, minimized, or mitigated;
- (vii) handle all financial collections related to the Student Housing Facility;
- (viii) provide a security system and coordinate access to the Project with Campus' Department of Public Safety ("DPS") as appropriate;
- (ix) collect, but not actively monitor, security camera footage, have cloud back-up, and provide DPS and/or law enforcement with access to feeds as needed for the investigation of infractions and/or criminal violations;
- (x) maintain equipment cabling, access points, and all other Campus internet related requirements;
- (xi) assign and enforce on-site parking at the Project; and
- (xii) report annually on how Lessee is using University's contribution to subsidize rents for some of all units within the Project.

17. SECURITY INTEREST

As security for Lessee's performance of its obligations hereunder and subject to the rights of the Trustee and the Issuer under the Bond Documents, Lessee assigns and pledges to University, and grants to University a security interest in, all of Lessee's right, title, and interest in and to the Construction Documents, subject to subordination to the lender's security interests and permitted Leasehold Mortgagee.

18. ASSIGNMENT OF LEASE

Lessee, and its successors and assigns, shall not have the right to assign or transfer this Ground Lease or any interest herein or any right or privilege appurtenant hereto or to sublease the Premises or any portion thereof, unless the written consent of University is first had and obtained, except as expressly set forth in this Ground Lease, e.g., in event of foreclosure or other default.

19. MAINTENANCE OF PROPERTY

Lessee shall, at all times during the term of this Ground Lease, at Lessee's sole cost and expense, keep and maintain the Property and all adjoining areas out to the perimeter pavement, and appurtenances and every part thereof, and any and all buildings, other structures or improvements that may exist on, in, or be made a part of the Premises, in good order and condition, ordinary wear and tear excepted, and make all necessary repairs thereto, interior and exterior, structural and nonstructural, ordinary and extraordinary, and foreseen and unforeseen. Lessee shall operate the Project and make expenditures in connection with the Project in accordance with the Annual Budget.

20. ANNUAL BUDGET

Lessee shall cause the Manager, in consultation with Lessee, to develop in good faith, in its discretion and after consultation with University, a line-item operation and capital budget for the Project for each Annual Period including proposed rental rates. University shall give Lessee notice of its approval of the Annual Budget and rental rates as submitted or of its disapproval of one or more of the matters contained therein not later than sixty (60) days prior to the commencement of such Annual Period.

21. INDEMNIFICATION; RESPONSIBILITY

- a. Only to the extent of Lessee's rights to and ownership interest in the Project or required insurance coverage which shall be the sole source of compensation available to University and University Agents, whichever is higher, Lessee hereby releases and agrees to indemnify and hold harmless University and all of its University Agents of and from any and all claims, demands, liabilities, losses, costs, or expenses for any loss including but not limited to bodily injury (including death), personal injury, property damage, expenses, and reasonable attorneys' fees, caused by, growing out of, or otherwise happening in connection with this Ground Lease, due to any negligent act or omission on the part of Lessee, Lessee Agents, or others working at the direction of Lessee or on its behalf, or due to the application or violation of any pertinent federal,

State, or local law, rule, or regulation but shall not include any liability for any criminal, tortious, or intentional acts of University or University Agents. This indemnification extends to the successors and assigns of Lessee, and this indemnification survives the expiration or termination of this Ground Lease and the dissolution or, to the extent allowed by law, the bankruptcy of Lessee.

- b. University cannot indemnify third parties or be responsible for third party liability; however, University agrees to be responsible for its employees and officers acting within the scope of their employment or authority.

22. INSURANCE

Lessee shall maintain, or cause Developer, Manager, and/or contractors to maintain: Property and Casualty; All Risk and Builder's Risk; Business interruption insurance; Commercial General Liability; Automobile; Excess Umbrella; and Worker's Compensation Insurance, with coverages deemed sufficient and insurers meeting the standards required by University Office of Risk Management. Lessee shall also obtain and maintain such higher amounts and/or additional types of insurance as may be required under the Bond Documents.

23. DAMAGE AND DESTRUCTION

- a. Should any building or other structures or improvements constructed and located by Lessee on or within the Premises be damaged or destroyed by fire or any other casualty whatsoever during the term of this Ground Lease, Lessee shall, within ninety (90) days from the date of such damage or destruction, commence the work of repair, reconstruction, restoration, or replacement and shall prosecute the same with all reasonable dispatch, such that the buildings, other structures or improvements shall be repaired, reconstructed, or restored as nearly as practicable to the same condition as prior to such damage or destruction, subject to certain limitations.

Notwithstanding the above, the parties recognize that the Bond Documents contain provisions governing the actions of the Lessee upon damage or destruction of all or part of the Premises and agree that so long as the Bond Documents are outstanding: (i) the compliance by the Lessee with the provisions thereof regarding damage or destruction shall constitute compliance by the Lessee hereunder; and (ii) this Ground Lease shall be interpreted in a manner consistent with the provisions of the Bond Documents, as applicable.

- b. If the above is not substantially completed within a reasonable time after the date of such damage or destruction, University may terminate this Ground Lease with a right

of Lessee to cure, but subject in all events to the requirements of the Bond Documents, in such event, University shall receive the proceeds of all insurance obtained to the extent such proceeds have not been expended on or committed to such repairs.

24. CONDEMNATION

Subject to the controlling provisions of the Bond Documents, University to recover just and adequate compensation from any such condemnor. If the property is totally condemned, Lessee first shall be entitled to receive a portion of the condemnation proceeds equal to the principal balance and accrued interest on and all other sums owing under the Leasehold Mortgage and University the balance. If the property is partially condemned, provisions of this Ground Lease shall remain in full force and effect as to the portion of the Property not condemned.

25. ACCESS TO PREMISES

University and their authorized representatives, agents, employees, and attorneys may, but shall be under no duty to, enter the Premises at reasonable times and hours, subject to the rights of tenants in possession, if any, to inspect the Property in order to determine whether Lessee is complying with its undertakings, duties, and obligations under this Ground Lease.

26. PROPERTY SUBJECT TO ZONING

Lessee takes the Property subject to all zoning regulations and ordinances now or hereafter in force including, but not limited to, those as to building line and setback.

27. EVENT OF DEFAULT AND REMEDIES

- a. Default events include Lessee's failure to pay the Rent; Lessee's failure to perform or cause to be performed any other term, covenant, condition, or provision of this Ground Lease after applicable notice and cure periods; Lessee is adjudicated a bankrupt; a permanent receiver is appointed; Lessee takes advantage of any debtor relief proceedings whereby the Rent is reduced or deferred; Lessee makes a general assignment for benefit of creditors; or the Premises or Lessee's effects or interests therein are levied upon or attached under process against Lessee.
- b. Remedies include termination of this Ground Lease or re-let the Premises upon obtaining the written consent of any Leasehold Mortgagee.

- c. University may not terminate this Ground Lease if Lessee has made all required payments of Rent and is operating and maintaining the Premises as provided under this Ground Lease.
- d. If University fails to perform or cause to be performed any term, covenant, condition, or provision imposed under this Ground Lease, Lessee or Leasehold Mortgagee may after applicable notice and cure periods perform, on behalf and at the expense of University; cure such University Event of Default in any other manner; and pursue any combination of such remedies, other than termination of this Ground Lease.

28. EXPIRATION OR TERMINATION

- a. Upon the termination or expiration of this Ground Lease from any cause, all rights and interests of Lessee, and all persons whomsoever claiming by, through or under Lessee (with the exception of the rights of Leasehold Mortgagees), shall immediately cease and terminate, and the Premises, including all buildings, improvements, engines, machinery, dynamos, generators, boilers, furnaces, elevators, fire escapes, and all lifting, lighting, heating, cooling, refrigerating, air conditioning, ventilating, gas, electric and plumbing apparatus, appliances and fixtures, as well as other fixtures attached to or within the Premises, and all personal property located thereon, shall thence forward constitute and belong to and be the absolute property of University or University's successors and assigns, without further act or conveyance, and without liability to make such compensation to Lessee or to anyone whomsoever, and free and discharged from all and every lien, encumbrance, claim and charge of any character created or attempted to be created by Lessee at any time. Lessee agrees, at the termination of this Ground Lease, to surrender unto University, all and singular the Premises with then existing buildings, other structures and improvements constructed and located thereon and therein, in the same condition as when the construction of such buildings, other structures, and improvements was completed, only natural and normal wear and tear excepted, unless Lessee shall be relieved of Lessee's obligation to repair, reconstruct, restore or replace damaged or destroyed buildings, other structures or improvements.
- b. Upon the expiration of the term of this Ground Lease, or upon the prior termination of this Ground Lease from any cause, all expense items prepaid by Lessee with respect to constructing, operating, maintaining, and protecting the Premises shall inure to the benefit of and become the property of University.

- c. Upon the expiration of the term of this Ground Lease, or upon the prior termination of this Ground Lease from any cause, and subject to the interest of the Issuer, the Lessee, the Trustee, and/or Leasehold Mortgagee, any amounts remaining in any fund, account, or reserve created in connection with the maintenance of the Property, or the management of the Project, shall inure to the benefit of and become the property of University.

29. MORTGAGING THE LEASEHOLD

- a. Lessee, and every successor and assign of Lessee, shall have the right to encumber its interest in this Ground Lease or the Premises with University's consent, which consent shall not be unreasonably withheld, under any one or more Leasehold Mortgages. There shall be no cancellation, surrender, or modification of this Ground Lease by University or Lessee without the prior written consent of any Leasehold Mortgagee.
- b. In the event of any foreclosure under any Leasehold Mortgage, title and interest encumbered by such Leasehold Mortgage may, without the consent of University, be assigned to and vested in the purchaser at such foreclosure sale subject and subordinate, however, to the rights, title, and interests of University.
- c. In the event of a termination of this Ground Lease by reason of any Event of Default, and subject to the rights herein granted to Leasehold Mortgagees, the Leasehold Mortgagee shall have the option to enter into a Mortgagee Lease.
- d. If an Event of Default occurs and University in its sole discretion elects to terminate this Ground Lease and the Leasehold Mortgagee does not elect to enter into a mortgagee lease, then, as a condition to University's right to terminate this Ground Lease, University shall either pay to the Leasehold Mortgagee the outstanding amount payable by Lessee under the Bond Documents which shall, in any event, be sufficient to pay the Bonds in full in accordance with the provisions of the Trust Indenture or assume in writing Lessee's obligations under the Bond Documents and grant to the Leasehold Mortgagee a perfected, first priority security interest in the general revenues for the purpose of securing such obligations. Any other provision notwithstanding, nothing in this Section or this Ground Lease shall require University to terminate this Ground Lease.
- e. Leasehold Mortgagee permitted under this Ground Lease is not liable under this Ground Lease; required to cure any Event of Default. However, if Leasehold Mortgagee becomes a lessee under this Ground Lease then Leasehold Mortgagee shall

be responsible and liable for all obligations and covenants accruing during such Leasehold Mortgagee's tenure as owner of such leasehold estate or as lessee under a Mortgagee Lease.

30. OPTION TO PURCHASE

University shall have the right and option to purchase Lessee's right, title, and interest in and to the Premises. The purchase price of Lessee's right, title, and interest in and to the Premises shall be the principal balance then outstanding of all sums secured by any Leasehold Mortgage then in effect, plus any premium payable on such indebtedness, plus all interest accrued or to accrue on such indebtedness through the date of payment of such indebtedness plus any other charges due and payable under the Bond Documents provided, however, if University exercises its option to purchase the Project at any time during the first ten (10) years of operation of the Project, the purchase price will include a payment to the Foundation of the amount of membership fees that the Foundation otherwise would have been due during the remainder of those first ten (10) years, which is the monthly pro rata share of ONE HUNDRED FIFTY THOUSAND DOLLARS (\$150,000) annually.

The University shall pay all recording fees for satisfaction of the Lessee's loans, all transfer taxes in connection with the sale of the Project, and all recording fees in connection with recording of the deed and assignment and all expenses incurred by Lessee in connection with the closing of the purchase of the Project.

Upon the transfer of all of Lessee's interest in the Project, whether by termination of this Ground Lease or as otherwise allowed under the terms hereof or consented to by the University, the University agrees that Lessee shall be released from all liability and obligations to the University under out of this Ground Lease.

Upon the transfer of Lessee's interest in the Project to the University, whether by termination of this Ground Lease or as otherwise allowed under the terms of the Ground Lease or consented to by University, the University shall assume any and all contracts and other obligations of the Lessee with respect to its ownership of the Project, subject to the following limitations. Any provisions of this Ground Lease notwithstanding, University shall not be responsible for, and Lessee shall not be released from, any actions, claims, suits, or demands attributable to Lessee or Lessee Agents during the Term of the Ground Lease.

31. SUBMISSION OF MATTERS TO UNIVERSITY FOR APPROVAL

Except for any matters required to be approved by University in the Development Agreement which require a shorter approval period, any matter which must be submitted to and consented to or approved in writing by University or any matter which must be submitted to University which may become effective if not denied by University, as required under this Ground Lease, shall either be approved or rejected by University within thirty (30) days after receipt. University does not obtain or have any liability to Lessee or any other person, including, without limitation, the insurers and lenders of Lessee.

32. HOLDING OVER BY LESSEE

Lessee shall not use or remain in possession of the Premises after the termination of this Ground Lease.

33. ENVIRONMENTAL MATTERS

Lessee covenants, represents, and warrants that Lessee's use of the Premises shall not and will not involve the use, storage, generation, or disposal of Hazardous Materials, and that Lessee shall not cause or permit any Hazardous Materials to be brought, used, stored, generated, or disposed on or about the Premises by Lessee or Lessee Agents, and in compliance with all laws, including, without limitation, Environmental Laws and with all governmental authorities.

34. MEMBERSHIP

In recognition of the assistance to be provided by Lessee and the Foundation to University to provide needed housing for University's students and to otherwise assist University in furthering its educational mission, University acknowledges and agrees that upon the execution hereof, University shall be deemed to be a member of the Foundation and that it shall remain such a member until the termination of this Ground Lease. In consideration for Lessee entering into this Ground Lease, University acknowledges that pursuant to the terms of the Bond Documents and the Management Agreement, the Foundation will be entitled to be paid the following amounts: (i) an acquisition fee equal to the greater of TWENTY-FIVE THOUSAND DOLLARS (\$25,000) or twenty-five (25) basis points of the principal amount of the Bonds issued in connection with the financing of the Project, but in no event greater than ONE HUNDRED THOUSAND DOLLARS (\$100,000), which will be payable out of the proceeds of the taxable portion of such Bonds or if none, out of the revenues received by the Project during its first year of operation as an expense

of thereof; and (ii) an annual membership fee of ONE HUNDRED FIFTY THOUSAND DOLLARS (\$150,000) payable monthly on a pro rata basis out of the revenues of the Project as an operating expense. For all years of operation after such first ten years, such annual membership fee shall increase to ONE HUNDRED SIXTY-FIVE THOUSAND DOLLARS (\$165,000). University shall not be responsible or liable for any payments due to Lessee under this Section. University shall in no event be liable for the obligations of the Foundation or have any other obligations as a result of being a member of the Foundation.

35. MISCELLANEOUS

- a. Clauses include No Waiver of Rights by University; Rights are Cumulative; Provisions are Binding Upon Assigns and are Real Covenants; Applicable Law; All Genders and Numbers Included; Invalidity of Provision or Part Thereof; Time is of the Essence; Section Captions are to be Disregarded; Entire Agreement Contained Herein; No Partnership or Agency; Recordation of Memorandum of Lease; Counterparts; Preservation of Tax Exemption; No Waiver of Sovereign Immunity; No Merger; and Audits.
- b. Notwithstanding anything else contained herein, University agrees that the financing of the acquisition, construction, and furnishing of the Project will directly benefit University's operations, and University agrees that its interest in and to the rents, revenues, issues, and profits relating to the operation of the Project, including, without limitation, all insurance proceeds, reserve funds, and general revenues, as well as any and all rights to any and all contracts, agreements, and other instruments in connection with the design, acquisition, construction, equipping, installation, and operation of the project, including, without limitation, all assigned agreements shall be junior and subordinate to the interest of the Issuer, Lessee, the Trustee, and/or any other Leasehold Mortgagee as granted or provided in any of the Bond Documents (collectively, the "**Collateral**"). So long as any of the indebtedness created, evidenced, or secured by any of the Bond Documents remains outstanding and unpaid, University shall not exercise any rights or remedies with respect to the Collateral without obtaining in each instance the prior written consent of the Issuer, the Trustee and any other Leasehold Mortgagee.
- c. The liability of Lessee hereunder (including, but not limited to its indemnity obligations) under this Ground Lease shall be "non-recourse" and, accordingly, University's sole source of satisfaction of such obligations shall be limited to Lessee's

interest in the Project and the rents, issues, and surplus related thereto, and University shall not seek to obtain payment from any person or entity comprising Lessee or from any assets of Lessee other than those described herein, notwithstanding the survival of any obligation of Lessee beyond the term hereof.

- d. University is not bound by or a party to any other agreement related to the Property or Premises, including the Loan Agreement or any agreements attached to this Ground Lease.
- e. If a Force Majeure Event (as defined herein) prevents, interferes, or restricts the performance of this agreement, the affected party shall use reasonable efforts to promptly notify the other party in writing (i) that it is unable to perform, and (ii) the expected duration of such inability.

During the duration of a Force Majeure Event, neither party shall be liable for any failure, delay, or interruption in performing its obligations hereunder due to causes or conditions beyond its reasonable control, and not due to any fault or negligence of the party affected. The affected party shall use its reasonable efforts to resume performance as soon as possible.

A “**Force Majeure Event**” includes, but is not limited to, strikes, boycotts, picketing, slow-downs, work stoppages, or labor disputes; restrictions or requirements imposed by laws or government actions with the force and effect of law; priorities, rationing, curtailment, or shortage of labor or materials; war, revolution, acts of terrorism, or any matter or thing resulting therefrom; embargoes, acts of God, or severe weather or climatic conditions (such as storms, hurricanes, typhoons, earthquakes, tornadoes, volcanic eruptions, earth movements, tsunamis, and floods); acts of the public enemy, acts of superior governmental authority, riots, rebellion, sabotage, fire, or accidents; epidemics, pandemics, quarantines, or regional, national, or international public health emergencies; or any other cause or causes beyond the reasonable control of the affected party or parties.

Student Housing Mixed-Use Rental Project

Board of Regents
April 6, 2023

Original Project Objectives

- ❑ Increase on-campus housing inventory for graduate students.
- ❑ Engage a private development partner to plan, design, finance, construct, operate, and maintain a housing facility.
- ❑ Facility needs to include childcare facility.
- ❑ Facility needs to include commercial/retail components.
- ❑ University will not contribute funds.
- ❑ University desires that the project would have housing rental rates that would be considered affordable.
- ❑ Facility would provide additional amenities of benefit to the campus and surrounding community/neighborhood.



Project Plan

The Project is projected to include:

- Housing – 316 Units/558 Beds
- Childcare facility – approximately 9,285 sq. ft.
- Retail/Cafe space – approximately 800 sq. ft.
- Other Project amenities include: study rooms, outdoor recreation decks, bike storage, laundry facility, mail/package room, and on-site management.

Developer has planned and designed for the Project:

- UH and Developer has entered into a Pre-Closing Agreement (PCA) that has authorized up to \$5.04M in pre-construction work.
- The Project is to be privately financed through the issuance of tax-exempt bonds to the Project Owner/Lessee (not UH debt).
- Developer to construct facility.
- The Project will be privately owned, operated, and managed by Project Owner/Lessee.

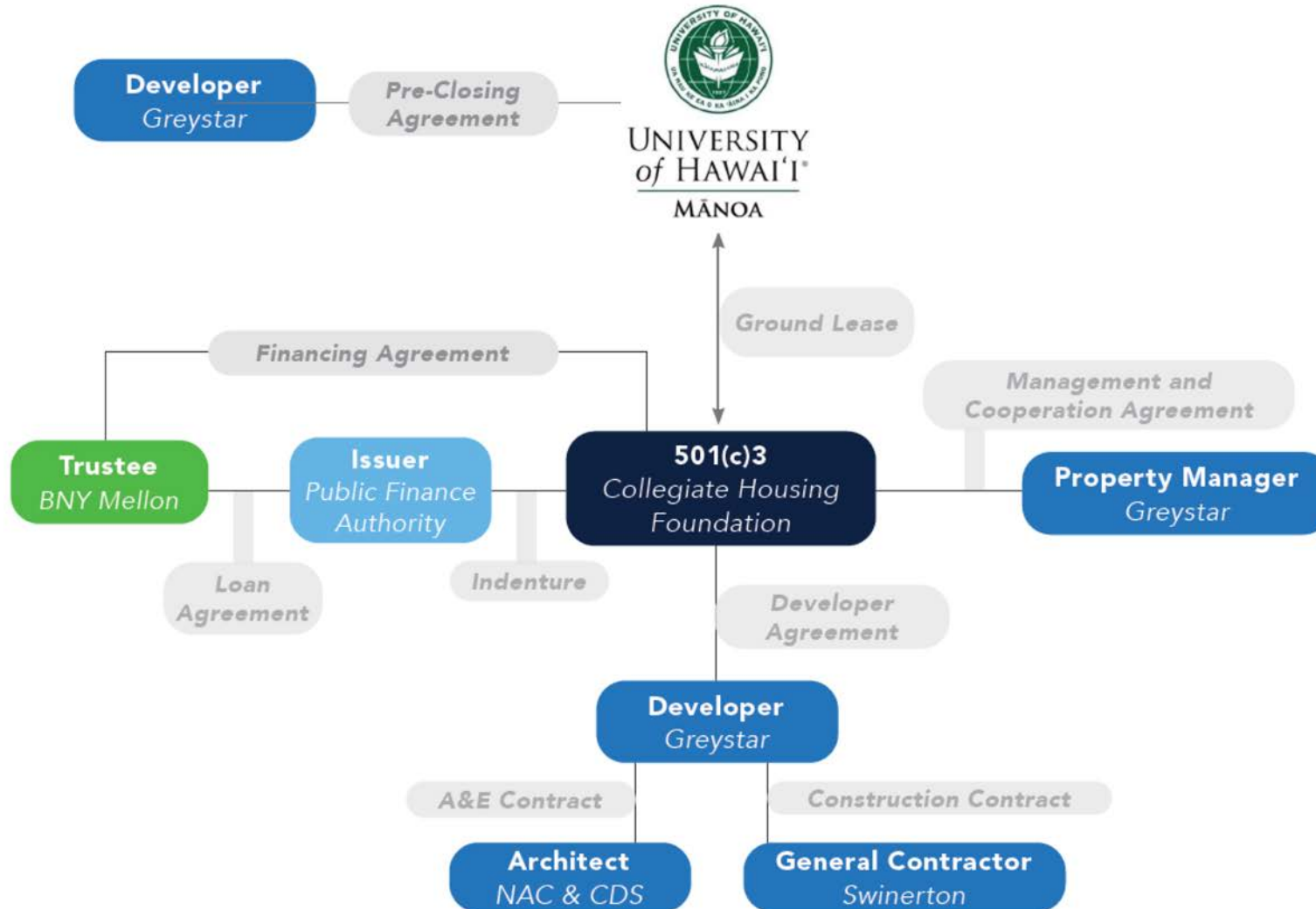
Current Project costs:

- Total Project Cost: Approximately \$156.9M
 - Total Hard Construction Costs: Approximately \$126.9M
- Total Project Cost to be Financed: Approximately \$184.7M



Project Organizational Structure

Tax-Exempt Bonds — Transaction Structure



Key Terms: Ground Lease

Owner/Lessee: Single Member LLC of Collegiate Housing Foundation

Property Management Agreement: Lessee will contract with Greystar for Operations and Management

Rent: Annual net cash flows from available cash from project revenues less expenses

Term: 45 - 50 years

Affiliation: UH will affiliate the project as part of UH's student housing program

UH Commitments:

1. Rent Abatement of up to \$2M/annually to reduce rents for the Project
2. \$8M for the PCA for pre-development and pre-construction work
3. \$10M for the development and delivery of a Childcare Facility to be operated by the UH Mānoa Childcare Center



Key Terms: PCA Fourth Amendment

UH requesting additional \$2.96M for additional pre-development and pre-construction work under the PCA.

Assuming the Project obtains planned project financing, UH to cover PCA Costs (up to \$8M).



Childcare Facility

State School Facilities Authority - Memorandum of Agreement

- Provides \$10M to UH for a childcare facility
- UH will transfer to Greystar for development of childcare facility as part of overall Project

Child Facility Program

- Approximately 9,285 sq. ft.
- Eight (8) Classrooms
- Projected Enrollment: 128 students

Operated by UHM

- Responsible for electricity costs
- No rent
- Included in Maintenance Agreement



Project Rent without Rent Abatement

	Scenario 1	Scenario 2	Scenario 3
UH Contribution (Budget Reduction)	None	\$10M (\$10M for childcare)	\$18M (\$8M for PCA, \$10M for childcare)
Necessary Avg. Rental Rate per Bed as of AY 2023	\$2,059/month*	\$1,940/month*	\$1,846/month*
UH Rent Abatement	None	None	None
Year Net Cash Flow > UH Annual Contribution	None	None	None
* Projected forecast for initial average rent(s) within the Project as of Academic Year 2023.			

Rent Abatement: Rates as of Academic Year 2023

Recent Market Study

- Area Market Rate: \$1,711/bed/month
- Area Rent Increases: 3.3% annually
- Hale Mahana: Average bed rate is \$1,836/month; Occupancy rate is 99%.

UH Goal: Average rents below \$1,600/bed/month

- \$1.8M Rent Abatement = \$1,608/bed/month
- \$2M Rent Abatement = \$1,565/bed/month

Project Proforma Assumptions

- Net Cash Flow exceeds \$2M Rent Abatement in Year 9
- Project Rent Increases: 3.0% annually

Project Rent with Rent Abatement

	Scenario 4	Scenario 5
UH Contribution (Budget Reduction)	\$18M (\$8M PCA, \$10M childcare)	\$18M (\$8M PCA, \$10M childcare)
Required Avg. Rental Rate per Bed as of AY 2023	\$1,608/month [^]	\$1,565/month [^]
UH Rent Abatement	\$1.8M/year	\$2M/year
Year Net Cash Flow > UH Annual Contribution	Year 9	Year 9
<p><i>* Projected forecast for initial average rent(s) within the Project as of Academic Year 2023.</i></p> <p><i>^ UH can set rent(s) as long as it does not violate bond covenants related to Project financing.</i></p>		

Scenario 5: Project Rent Breakdown

Unit Type	Units	Beds	Approximate Rent/Bed/Month
Studio	156	156	\$1,839*^
2-Bedroom	114	228	\$1,563^
3-Bedroom	10	30	\$1,379*^
4-Bedroom	36	144	\$1,311*^
TOTAL	316	558	\$1,565*^
<p><i>* Projected forecast for initial average rent(s) within the Project as of Academic Year 2023.</i></p> <p><i>^ UH can set rent(s) as long as it does not violate bond covenants related to Project financing.</i></p>			

Major Risk Categories

Financial Close

- Construction Costs: Guaranteed Maximum Price (GMP) contract to be provided June 2023
- Financing Costs: Underwriting project at 6.21% (current rates are 6.10%)

Construction

- Developer obtaining all permits/approvals for construction
- Project Delivery by Fall 2025

Post Construction

- Occupancy Rates less than Forecasted
- Operational and Maintenance Costs more than Forecasted

Project Schedule

UH Board of Regents Approval - April 2023

Financial Close – July 2023

Construction Start – August 2023

Construction Completion – Summer 2025

Project Open – Fall 2025





UNIVERSITY
of HAWAII
SYSTEM

UNIVERSITY OF HAWAII
BOARD OF REGENTS

Erika Lacro
Vice President for Community Colleges

'23 MAR 31 P4:02

DTS 23255

March 30, 2023

TO: Randolph G. Moore
Chairperson, Board of Regents

Alapaki Nahale-a
Chair, Committee on Planning and Facilities
Board of Regents

VIA: David Lassner
President

Kalbert K. Young

Vice President for Budget and Finance/Chief Financial Officer
Jan S. Gouveia
Vice President for Administration

Digitally signed by Jan Gouveia
Date: 2023.03.30 20:15:40 -10'00'

FROM: Erika Lacro Michael Unebasami
Vice President for Community Colleges

Digitally signed by Michael
Unebasami
Date: 2023.03.30 17:17:39 -10'00'

SUBJECT: Approval to Purchase Phase 1 Photovoltaic Systems at the University of
Hawaii O'ahu Community Colleges and the University of Hawaii Maui
College Pursuant to Four Separate Purchase and Sale Agreements

SPECIFIC ACTION REQUESTED:

We request the following as further discussed herein:

1. **Committee on Planning and Facilities:** Recommend to the Board of Regents the approval to purchase the Phase 1 Photovoltaic Systems at the University of Hawaii O'ahu Community Colleges and the University of Hawaii Maui College pursuant to four separate purchase and sale agreements ("Purchase Agreements"). The material terms of the Purchase Agreements are set forth in the attached Major Term Sheet.
2. **Board of Regents:** If the Committee on Planning and Facilities approves the above recommendation, approval to enter into the Purchase Agreements, consistent with the terms contained in the attached Major Term Sheet.

2444 Dole Street, Bachman 207
Honolulu, Hawaii 96822
Telephone: (808) 956-7038
Fax: (808) 956-5286

An Equal Opportunity/Affirmative Action Institution

RECOMMENDED EFFECTIVE DATE:

Upon approval by the Board of Regents.

ADDITIONAL COST:

Under the Purchase Agreements, UH would be paying a total of \$11.5 million to acquire ownership of all of Phase 1 PV Systems with the breakdown as follows:

O'ahu	\$ 4.00 million
Maui Parts 1-2	\$ 4.45 million
Maui Part 3	\$ 1.00 million
<u>Maui Part 4</u>	<u>\$ 2.05 million</u>
Total:	\$11.50 million

PURPOSE:

Under the Purchase Agreements, the University would purchase and acquire ownership of the Phase 1 Photovoltaic Systems ("**Phase 1 PV Systems**") at the Honolulu Community College, Kapi'olani Community College and Leeward Community College ("**O'ahu community colleges**" or "**O'ahu CC**") and the University of Hawai'i Maui College ("**UHMC**"). The University is exercising its option to purchase the Phase 1 PV Systems that are part of two separate power purchase agreements ("**Phase 1 PPAs**") under which the respective owner/operators were obligated to produce and sell to the University all solar produced power generated by the Phase 1 PV Systems for a fixed price per kilowatt (kWh) hour. Under the Phase 1 PPAs, the University had the right to first exercise the purchase options after the initial seven (7) years of operation had expired. This was primarily to allow the owner/operator to realize the full benefit of its tax credit.

The University's purchase of the Phase 1 PV Systems is anticipated to result in a substantial cost savings to the University over the remaining life of the Phase 1 PV Systems, currently estimated to be about 11-13 years. The estimated savings resulting from this purchase of \$3,475,675.13 is documented in the attached slides. These savings are net of anticipated maintenance and repair costs to keep the Phase 1 PV Systems operational for their remaining useful life.

BACKGROUND:

O'ahu CC Phase 1 PV Systems:

The University, Johnson Controls, Inc. ("**JCI**"), and OCCRE Solar Fund, LLC ("**OCCRE**"), as JCI's assignee, entered into the following agreements covering the O'ahu CC Phase 1 PV Systems:

- a. **O'ahu CC Phase 1 PPA.** Power Purchase Agreement dated March 6, 2012 between the University and JCI covering the construction and operation of the O'ahu CC Phase 1 PV Systems ("***O'ahu CC Phase 1 PPA***").
- b. **O'ahu CC Phase 1 U&O Agreement.** Use and Occupancy Agreement dated March 6, 2012, between the University and JCI ("***O'ahu CC Phase 1 U&O Agreement***") under which JCI was granted access to the sites upon which the O'ahu CC Phase 1 PV Systems were installed ("***O'ahu CC Phase 1 Sites***").
- c. **JCI Assignment to OCCRE.** Assignment and Assumption Agreement dated March 21, 2013, between JCI, as assignor, and OCCRE, as assignee, under which JCI assigned to OCCRE all of JCI's interests in the O'ahu CC Phase 1 PPA and the O'ahu CC Phase 1 U&O Agreement.
- d. **1st Amendment to O'ahu CC Phase 1 PPA.** First Amendment to Power Purchase Agreement dated September 17, 2012, between the University and JCI, as Provider ("***O'ahu CC Phase 1 PPA 1st Amendment***"), under which the University conditionally approved JCI's assignment to OCCRE of JCI's interests in the O'ahu CC Phase 1 PPA and the O'ahu CC Phase 1 U&O Agreement.
- e. **Amended and Restated PPA.** Amended and Restated Power Purchase Agreement (O'ahu Campuses) dated January 26, 2018, between the University, JCI and OCCRE ("***Amended PPA***") under which JCI was issued a separate PPA covering the O'ahu CC Phase 2 PV Systems and the existing O'ahu CC Phase 1 PPA and O'ahu CC Phase 1 U&O Agreement were permitted to continue with the understanding that they were separate from the Power Purchase Agreement and the Use and Occupancy Agreement between the University and JCI covering the Oahu CC Phase 2 PV Systems.

As a result, with OCCRE as the current owner of the O'ahu CC Phase 1 PV Systems, the University is entering into one of the Purchase Agreements with OCCRE to purchase the O'ahu CC Phase 1 PV Systems.

UHMC Phase 1 PV Systems:

The University, JCI and KEC Ohana Solar Fund 2013, LLC ("***KEC 2013***"), as JCI's assignee, entered into the following agreements covering the four parts of the UHMC Phase 1 PV Systems (collectively the "***UHMC Phase 1 PV Systems***"):

- a. **UHMC Phase 1 PPA.** Power Purchase Agreement dated September 17, 2012, between the University and JCI covering the construction and operation of the UHMC Phase 1 PV Systems ("***UHMC Phase 1 PPA***").

- b. **UHMC Phase 1 U&O Agreement.** Use and Occupancy Agreement dated September 17, 2012, between the University and JCI ("***UHMC Phase 1 U&O Agreement***") under which JCI was granted access to the sites upon which the UHMC Phase 1 PV Systems were installed ("***UHMC Phase 1 Sites***").
- c. **JCI Assignment to KEC 2013.** Assignment and Assumption Agreement dated August 22, 2013, between JCI, as assignor, and KEC 2013, as assignee, under which JCI assigned to KEC 2013 all of JCI's interests in the UHMC Phase 1 PPA and the UHMC Phase 1 U&O Agreement.
- d. **1st Amendment to UHMC Phase 1 PPA.** First Amendment to Power Purchase Agreement dated August 22, 2013, between the University and JCI, as Provider ("***UHMC Phase 1 PPA 1st Amendment***"), under which the University conditionally approved JCI's assignment to KEC 2013 of JCI's interests in the UHMC Phase 1 PPA and the UHMC Phase 1 U&O Agreement and allowed the construction and operation of the first three rows of carport PV structures in the main UHMC parking area as part of Parts 1-2 of the UHMC Phase 1 PV Systems.
- e. **Second Amendment to UHMC Phase 1 PPA.** Second Amendment to Power Purchase Agreement dated June 1, 2014 ("***UHMC Phase 1 PPA 2nd Amendment***"), between the University and KEC 2013, as Provider, under which the parties: (1) addressed unexpected subterranean conditions encountered during construction of Parts 1-2 of the UHMC Phase 1 PV Systems by agreeing to an increase in the cost of the solar power generated under the UHMC Phase 1 PPA from \$0.2401 to \$0.2434 per KWh hour; and (2) agreed to expand the capacity of the UHMC Phase 1 Systems by allowing the construction and operation of an additional row of carport PV structures in the main UHMC parking area as part of Part 3 of the project.
- f. **Third Amendment to UHMC Phase 1 PPA.** Third Amendment to Power Purchase Agreement dated September 28, 2016 ("***UHMC Phase 1 PPA 3rd Amendment***"), between the University and KEC 2013, as Provider, under which the parties agreed to: (1) further expand the capacity of the UHMC Phase 1 PV Systems to include rooftop PV structures as part of Part 4 of the project; and (2) allow KEC to sublicense a portion of the Licensed Areas for use by two separate affiliates of KEC 2013, namely KEC Ohana Solar Fund 2014 LLC ("***KEC 2014***") and WK Investments LLC ("***WKI***").
- g. **Separate PPAs and site use agreements.** Under and pursuant to the approval contained in the UHMC Phase 1 PPA 3rd Amendment, KEC 2013 entered into separate power purchase agreements and site use agreements, one set with KEC 2014 for Part 3 of the UHMC Phase 1 PV Systems and one set with WKI for Part 4 of the UHMC Phase 1 PV Systems. Under these agreements: (1) KEC 2014 is the owner of Part 3 of the UHMC Phase 1

PV Systems; (2) WKI is the owner of Part 4 of the UHMC Phase 1 PV Systems; and (3) KEC 2014 and WKI are each selling/furnishing solar generated power to KEC 2013, who in turn is selling/furnishing such solar generated power to the University.

As a result, the University is proposing to enter into three (3) separate Purchase Agreements covering the University's purchase of the UHMC Phase 1 PV Systems: (1) one Purchase Agreement covers the University's purchase of the UHMC Phase 1 Parts 1-2 PV Systems (first 3 rows of carport structures) from KEC 2013, the current owner of the UHM Phase 1 Parts 1-2 PV Systems; (2) one Purchase Agreement covers the University's purchase of the UHMC Phase 1 Part 3 PV Systems (4th row of carport structures) from KEC 2013 and KEC 2014; and (3) one Purchase Agreement covers the University's purchase of the UHMC Phase 1 Part 4 PV Systems (UHMC rooftop structures) from KEC 2013 and WKI. KEC 2013 is involved in the University's purchase of the UHMC Phase 1 Part 3 (4th row of carport structures) and Part 4 (UHMC rooftop structures) PV Systems because KEC 2013 owns the right to purchase the solar generated power from KEC 2014 and WKI, respectively. Payments for the UHMC Phase 1 PV Systems will be by checks made out to the following: (i) KEC 2013 for the purchase of the UHMC Phase 1 Parts 1-2 PV Systems; (ii) both KEC 2013 and KEC 2014 for the purchase of the UHMC Phase 1 Part 3 PV Systems; and (iii) both KEC 2013 and WKI for the purchase of the UHMC Phase 1 Part 4 PV Systems. It should be noted that the seller is only agreeing to the sale of the UHMC systems as a package and will not consider selling each system separately.

Financial Analysis

Comparing (a) the anticipated payments for solar generated power under the Oahu CC Phase 1 PPA and the UHMC Phase 1 PPA for the remainder of their respective terms; and (b) the purchase prices for the Oahu CC Phase 1 PV Systems and the UHMC Phase 1 PV Systems plus the expected annual maintenance/repair costs results in a net savings of approximately \$3.475 million.

APPLICABLE REGENTS POLICY:

Under Board of Regents Policy RP 8.201E (Procurement Procedures), the Board of Regents' approval is required for any procurement of goods or services in excess of \$5 million (see underlined portion):

"E. Procurement Procedures

Subject to the provisions set forth herein, the president is authorized to develop internal policies and procedures for the procurement of goods, services, and construction in accordance with law and board policy, provided such procedures are approved by the board prior to implementation in accordance with Chapter 304A-105, HRS. Except as otherwise provided herein, the procurement of goods or services

exceeding \$5,000,000 shall require the prior approval of the board unless, in consultation with the board, it is anticipated that such procurement will have a significant impact on policies, programs, or operations, in which case prior board approval is required regardless of amount and funding source. The specified threshold will not be circumvented by parceling.”

ACTION RECOMMENDED:

We respectfully request that the Committee on Planning and Facilities recommend that the Board of Regents approve, and that the Board of Regents approve the purchase of the O’ahu CC and UHMC Phase 1 PV Systems pursuant to four separate Purchase Agreements (one for the O’ahu CC Phase 1 PV Systems and three for the UHMC Phase 1 Parts 1-4 PV Systems), consistent with the terms contained in the attached Major Term Sheet. Once approved, the President, the Vice President for Budget and Finance/Chief Financial Officer and/or the Vice President for Administration will finalize and execute said Purchase Agreements and take such action and execute such other documents as they deem necessary to implement the Purchase Agreements.

c: Interim Executive Administrator and Secretary to the Board Jamie Go

Attachments:

1. Major Term Sheet
2. Purchase of Phase I Photovoltaic Array Systems Slides

**Purchase and Sale Agreements
O'ahu Community Colleges and University of Hawai'i Maui College Phase 1 PV Systems**

Major Term Sheet

1. **Parties.**

a. **Sellers:**

- (1) **OCCRE Solar Fund, LLC ("OCCRE")**, a Hawai'i limited liability company, for the O'ahu CC Phase 1 PV Systems.
- (2) **KEC Ohana Solar Fund 2013, LLC ("KEC 2013")**, a Hawai'i limited liability company, together with **KEC Ohana Solar Fund 2014, LLC ("KEC 2014")** and **WK Investments, LLC**, a Hawai'i limited liability company ("**WKI**") for the UHMC Phase 1 PV Systems, consisting of Parts 1-4.

- b. **Buyer: University of Hawai'i ("UH")**, for the benefit of the UH O'ahu Community Colleges, namely Kapi'olani Community College, Leeward Community College, Honolulu Community College and Windward Community College (collectively "**O'ahu CC**") and the University of Hawai'i Maui College ("**UHMC**").

2. **Defined Terms.** All terms with initial capital letters or all capital letters in the Board action memo to which this major term sheet is attached shall have the same definitions and meanings given to them in the Board action memo, unless otherwise specifically defined in this major term sheet.
3. **Four separate Purchase Agreements.** There are four (4) separate Purchase Agreements covering the purchase of the Phase 1 PV Systems with UH as the Buyer and the following as Sellers: (a) OCCRE covering the purchase of the Oahu CC Phase 1 PV Systems; (b) KEC 2013 covering the purchase of the UHMC Phase 1 Parts 1-2 PV Systems; (c) KEC 2013 and KEC 2014 covering the purchase of the UHMC Phase 1 Part 2 PV Systems; and (d) KEC 2013 and WKE covering the purchase of the UHMC Phase 1 Part 4 PV Systems.
4. **Assets to be Purchased by UH.** Under the Purchase Agreements, Buyer will purchase from Sellers the following (collectively the "**Assets**"):
 - a. **Phase 1 PV Systems.** All of Seller's right, title and interest in and to the Phase 1 PV Systems at Oahu CC and UHMC, defined in the Oahu CC Phase 1 PPA and the UHMC Phase 1 PPA as "each of the solar photovoltaic generating systems designed and installed pursuant to this Agreement at the Sites and more fully described in Exhibit A hereto." The four Phase 1 PV Systems that UH is purchasing includes all components, parts, materials, supplies equipment, computers, servers, electronic devices, monitoring systems, software programs and applications, electronic communication and data processing and analytics programs, inverters, converters, electrical panels, canopies, supports, foundations, structures, fixtures, machinery and other tangible assets that are necessary or convenient for the ownership, use, operation, maintenance and repair of the Phase 1 PV Systems.
 - b. **Warranties.** All of Seller's rights under such warranties, guaranties, indemnities and all similar rights from or against equipment manufacturers, suppliers, and/or any third parties

that remain in force at closing of these Purchase Agreements (collectively the “**Closing**”) to the extent that the same are assignable or transferable to UH (collectively the “**Warranties**”), it being understood that the Sellers themselves are not providing any warranties with respect to the condition or operation of the Phase 1 PV Systems and UH is purchasing the Phase 1 PV Systems in an “as is” condition.

c. **Intellectual Property Assets**. All Intellectual Property that is owned by Seller and used or held for use in the ownership, use, operation, maintenance, and repair of the Phase 1 PV Systems as currently conducted or proposed to be conducted, (collectively the “**Intellectual Property Assets**”). “**Intellectual Property**” includes all rights in or associated with patents, trademarks, copyrights, trade secrets, software and other intellectual property rights.

d. **Other Assets**. All Seller rights to the following relating to the Phase 1 PV Systems: (1) any legal actions that Sellers have rights to pursue (“**Actions**”); (2) any prepaid expenses, credits, and rights to refunds, recovery and set off (“**Credits**”); (3) insurance benefits (“**Insurance Benefits**”); (4) any and all drawings, designs, plans, specifications and similar materials created or intended for use in connection with the Phase 1 PV Systems (“**Project Documents**”); (5) governmental approvals and permits (“**Government Approvals**”); (6) assigned contracts and other related rights (“**Contracts**”); and (7) books, files, accounts, and records, including maintenance records relating to the Phase 1 PV Systems (“**Records**”).

5. **UH not assuming Seller Liabilities**. UH shall not assume nor shall be deemed to assume or be responsible for any liabilities, taxes (“**Taxes**”), pending or threatened actions, contracts, employment issues, environmental claims, accounts payable, unfulfilled commitments, indemnity obligations, debt, loan or other financing obligations and failure to comply with Applicable Laws of or to be performed or payable by Sellers, whether financial or legal obligations, liabilities, or undertakings (collectively the “**Liabilities**”). Sellers are to ensure that UH is not responsible for any such Liabilities.

6. **Purchase Price**. The purchase price to be paid by UH in cash at Closing under the Purchase Agreements to acquire ownership of the Oahu CC Phase 1 PV Systems and the UHMC Phase 1 PV Systems are as follows:

O’ahu	\$ 4.00 million
Maui Parts 1-2	\$ 4.45 million
Maui Part 3	\$ 1.00 million
Maui Part 4	\$ 2.05 million
Total:	\$11.50 million

7. **Seller to obtain required consents**. Seller shall, at Seller’s sole cost and at no cost to UH, obtain 3rd party or other consents required to effect UH’s purchase of the Assets and/or confirm UH’s rights to own, use, operate, maintain, and/or repair the Assets and the Phase 1 PV Systems.

8. **Seller Preclosing Obligations**. UH will not be obligated to close the transactions under the Purchase Agreements unless and until Seller fully satisfies and completes each of the following Seller obligations under the respective Purchase Agreements (collectively the “**Seller Preclosing Obligations**”):

- a. **Seller Deliverables.** At or prior to Closing, Seller shall deliver to UH the following: (1) Bill of Sale (substantially in the form attached to the Agreement); (2) Project Documents and Records relating to the Assets; and (3) Assignment of Rights under which Seller confirms that Seller has transferred to UH all of Seller's right, title and interest in the Assets and the Phase 1 PV Systems, including the Warranties, the Intellectual Property Assets, the Actions, the Credits, the Project Documents, the Contracts, the Records, the Insurance Benefits, and the Government Approvals.
- b. **Seller representations/warranties.** All Seller representations and warranties required under the Purchase Agreement are true and correct, including confirmation that there are no pending Actions against Seller and Seller has obtained all required Government Approvals.
- c. **Seller complied with covenants and conditions.** Seller has complied with all agreements, covenants, and conditions required under the Purchase Agreement and any Ancillary Documents. "***Ancillary Documents***" means the Bill of Sale, the agreements covering any Intellectual Property Assets, the O&M Agreement, and the other agreements, instruments and documents required to be delivered at the Closing.
- d. **No Material Adverse Effect.** Seller to attest that no Material Adverse Effect has occurred and none is expected to occur. "***Material Adverse Effect***" means any event, occurrence or change that is, or could reasonably be expected to become materially adverse to: (a) the ownership, use, operation, maintenance and repair of the Assets or the Phase 1 PV Systems; (b) the value of the Assets and/or the Phase 1 PV Systems; and/or (c) the ability of Seller to consummate the transactions contemplated hereby on a timely basis, *provided, however,* it shall not include any event, occurrence, or change attributable to: (i) general economic or political conditions; (ii) conditions generally affecting the industries in which Seller operates; (iii) any changes in financial or securities markets in general; (iv) acts of war (whether or not declared), armed hostilities or terrorism, or the escalation or worsening thereof; (v) any action required or permitted by the Purchase Agreement; or (vi) any changes in Applicable Laws or accounting rules.
- e. **Signed Ancillary Documents.** Seller delivered Seller executed Ancillary Documents signature pages.
- f. **Seller ensure all Encumbrances released.** Seller shall have had fully released all Encumbrances relating to the Assets and the Phase 1 PV Systems and delivered written evidence to UH. "***Encumbrance***" means any charge, claim, condition, lien (statutory or other), option, security interest, mortgage, easement, encroachment, right of way, right of first refusal, or restriction of any kind.
- g. **Seller furnished Seller Closing Certificate.** Seller shall have delivered to UH a certificate, dated the Closing Date and signed by a duly authorized Seller officer, that each of the Seller Preclosing Obligations has been satisfied (the "***Seller Closing Certificate***").
- h. **Seller shall have furnished evidence that Seller approved sale.** Seller shall have furnished to UH a certificate of the Secretary or other duly authorized officer or manager of Seller certifying that: (1) Seller has obtained all approvals and authorizations necessary to consummate the purchase transactions and perform all of Seller's obligations relating

thereto; and (2) the Seller signatories are authorized to sign, together with evidence that Seller has authorized the execution, delivery and performance of the obligations under the Purchase Agreements.

9. **UH Preclosing Obligations.** Seller will not be obligated to close the transactions under the Purchase Agreements unless and until UH fully satisfies and performs each of the following Buyer obligations under the respective Purchase Agreements (collectively the “**Buyer Preclosing Obligations**”):
- a. **UH representations.** All UH representations required under the Purchase Agreements are true and correct, including that UH has obtained all necessary approvals and is not aware that any injunction has been issued to restrain or prohibit the Closing of the purchase transactions under the Purchase Agreements.
 - b. **UH complied with covenants and conditions.** UH has complied with all agreements, covenants, and conditions required under the Purchase Agreements and any Ancillary Documents.
 - c. **Signed Ancillary Documents.** UH delivered UH executed Ancillary Documents signature pages.
 - d. **UH furnished Buyer Closing Certificate.** UH shall have delivered to Seller a certificate, dated the Closing Date and signed by a duly authorized UH officer, that each of the Buyer’s Conditions has been satisfied (the “**Buyer Closing Certificate**”).
 - e. **UH furnishes confirmation.** UH shall have delivered to Seller a confirmation from one of UH’s officers that the persons signing the Agreement and the Ancillary Documents on behalf of UH are authorized to do so and UH is authorized to execute the Agreement and perform UH’s obligations thereunder.
10. **Closing.** Subject to the terms and conditions of the Purchase Agreements, the consummation of the transaction contemplated by the Purchase Agreements (the “**Closing**”) shall take place at the time that UH has determined that Seller has satisfied all of the Seller Preclosing Conditions, including submitting all of the required signed documentation (“**Closing Date**”). After UH has made such determination, UH shall, on the Closing Date, pay the Purchase Price to Seller by issuing the checks made out to Seller, as appropriate, and sending them to Seller’s designated address. UH has the option of terminating the Purchase Agreements if UH is not satisfied with the results of its due diligence. UH must promptly notify Seller in writing. Further, if UH does not send Seller a notice of acceptance prior to the expiration of the due diligence period confirming that UH is willing to proceed with the purchase, UH will be deemed to have terminated the Purchase Agreements and neither party will have any further obligations under the Purchase Agreements except those which expressly survive termination.
11. **Termination of Phase 1 PPAs and Phase 1 U&O Agreements.** Upon Seller’s receipt of the Purchase Price, all obligations the parties owe to each other under the Oahu CC Phase 1 PPA, the Oahu CC Phase 1 U&O Agreement, the UHMC Phase 1 PPA and the UHMC Phase 1 U&O Agreement shall terminate except: (a) Seller’s obligations that survive the termination of such agreements, including, without limitation, Seller’s obligations to indemnify, defend, hold harmless and insure UH against any claims or actions arising from Seller’s acts or omissions relating to the Oahu CC Phase 1 PPA, the Oahu CC Phase 1 U&O Agreement, the UHMC Phase 1 PPA

and the UHMC Phase 1 U&O Agreement and Seller's obligations to clean up and remediate any Hazardous Materials from the Phase 1 Sites and the Licensed Areas, repair any damage, and restore the Phase 1 Sites and the Licensed Areas to their original condition; (b) Seller's obligations under said agreements that accrued or became effective prior to Closing; and (c) Seller's right to collect and UH's obligation to pay for the Energy generated and delivered to UH prior to Closing.

12. **Seller to temporarily maintain O&M Agreements and Monitoring Agreements.** Seller has agreements with one or more service providers for the operation, maintenance and repair of the Phase 1 PV Systems (collectively the "**O&M Agreements**") and for the monitoring and communications services associated with the Phase 1 PV Systems (collectively the "**Monitoring Agreements**"). UH is responsible for obtaining its own O&M Agreement and Monitoring Agreement for each of the Phase 1 PV Systems to be effective following the Closing, provided that Seller agrees to keep existing O&M Agreements and Monitoring Agreements in place for a period of at least ninety (90) days subsequent to Closing and assist UH in obtaining UH's own O&M Agreements and Monitoring Agreements.
13. **Seller Representations and Warranties.** Seller represents and warrants to UH that the following are true and correct as of the as of the Closing (collectively "**Seller's Representations**"):
 - a. **Organization, Good Standing, Qualification.** Seller is duly organized, validly existing, qualified and in good standing under the laws of the State of Hawai'i.
 - b. **Authority to Own and Operate the System.** Seller has full power and authority to own, use, operate, maintain, and repair the Assets and the Phase 1 PV Systems and to carry on the business of operating Energy producing systems such as the Phase 1 PV Systems and distributing and selling the electricity produced therefrom.
 - c. **Requisite Authority to Enter and Sign Agreement.** Seller has full power and authority to enter into and execute the Purchase Agreements and the Ancillary Documents, to carry out its obligations thereunder and to consummate the transactions contemplated by the Purchase Agreements and the Ancillary Documents and when so executed the Purchase Agreements constitute legal, valid and binding obligations of Seller enforceable against Seller in accordance with the terms of the Purchase Agreements and the Ancillary Documents.
 - d. **Other Seller Representations/Warranties.** Other Seller representations and warranties include: (1) no conflicts with Seller's governing documents, Applicable Laws or any Contracts; (2) no Government Approval or other consent or approval is required; (3) Seller has no Liabilities with respect to the Assets or the Phase 1 PV Systems (except those approved by UH); (4) no Material Adverse Effect has occurred; (5) Seller has good and valid title to all of the Assets and Phase 1 PV Systems, free and clear of Encumbrances, Taxes and Liens; (6) Seller is transferring all Intellectual Property Assets that are necessary for the ownership, use, operation, maintenance and/or repair of the Assets and the Phase 1 PV Systems; (7) no person or entity other than Seller is entitled to any portion of the Purchase Price; (8) Seller has paid all amounts necessary to obtain full ownership of the Assets and the Phase 1 PV Systems and there are no financial or other obligations due or outstanding relating thereto; (9) no Actions are pending or threatened against or by Seller relating to the Assets and the Phase 1 PV Systems; (10) Seller owes no Taxes to any taxing authority and there are no pending or threatened Actions relating to Taxes and no Encumbrances for Taxes; (11) Seller provided to UH complete and correct copies of all

Records and Project Documents requested by UH; (12) Seller has been and is in compliance with all Applicable Laws; and (13) there are no undisclosed Seller obligations.

14. **Buyer's Representations.** UH represents to Seller that the following are true and correct as of the as of the Closing (collectively "***Buyer Representations***"): (a) UH is duly organized, validly existing, and in good standing under the laws of the State of Hawai'i; and (b) UH has full power and authority to enter into and execute the Purchase Agreements, to carry out its obligations and to consummate the purchase transaction and the Purchase Agreements constitute legal, valid and binding UH obligations.
15. **Seller Indemnity.** Seller shall and will ensure that all Seller Agents indemnify, defend with counsel reasonably acceptable to UH, and hold harmless UH and UH's officers, employees, consultants, contractors, agents, representatives, and any person acting on behalf of UH (collectively the "***Buyer Agents***"), from and against any claims, actions, judgments, injunctions, orders, rulings, directives, penalties, assessments, liens, liabilities, losses, damages, costs, and expenses (including attorneys' fees and costs), including, without limitation, claims for property damage, personal injury, bodily injury, death, lost revenues and other economic loss, and/or environmental damage, arising from any of the following: (a) exercise of rights or any action or omission by Seller or Seller Agents; (b) any misrepresentation or breach of any of the Seller's Representations; (c) breach of any covenant or obligation to be performed by Seller; (d) assertion of any Action by any person or entity other than the parties and/or the Seller Agents; (e) any accident, fire or other casualty arising from events or incidents attributable to the acts or omissions of Seller or the Seller Agents; (f) any violation or alleged violation of Applicable Laws; and (g) any failure by Seller or the Seller Agents to fully perform any of the terms and conditions of the Purchase Agreements.
16. **UH Limitations.** The State Purchase Limitations described in the O'ahu CC Phase 1 PPA, the O'ahu CC Phase 1 U&O Agreement, the UHMC Phase 1 PPA and UHMC Phase 1 U&O Agreement are incorporated into and applicable to the Purchase Agreements and limits UH's ability and capability to perform UH's obligations under the Purchase Agreements and the Ancillary Documents.
17. **Termination.** Prior to Closing, the Purchase Agreements may be terminated by: (a) mutual agreement; (b) UH if there is a breach of any Seller's Representations or a Seller's failure to timely perform any obligations under the Purchase Agreements, including failing to fulfill or satisfy any of the Seller Preclosing Obligations; (c) Seller if there is a breach of any of Buyer's Representations or UH's failure to timely perform any obligations under the Purchase Agreements, including failing to fulfill or satisfy any of the Buyer Preclosing Obligations; or (d) either party if any Applicable Laws become effective making the Closing of the transactions under the Purchase Agreements illegal, prohibited or significantly more difficult and/or costly or if any Governmental Authority issues an order or directive restraining or enjoining the closing of the purchase and sale transaction.
18. **Confidentiality.** UH's ability to keep confidential Seller's proprietary information is subject to applicable open records laws such as Hawai'i Revised Statutes chapter 92F ("***Open Records Laws***"). The parties agree that the terms and conditions of the Purchase Agreements, including the Purchase Price, will be disclosable by UH under the Open Records Laws. UH will notify Seller of any requests to disclose Seller's proprietary information, after which Seller may, at Seller's cost, take such action as Seller deems necessary or appropriate, at Seller's cost, to prevent or restrict disclosure of Seller's proprietary information.



UNIVERSITY of HAWAI'I®
COMMUNITY COLLEGES

Purchase of Phase I Photovoltaic Array Systems

April 6, 2023

Phase I Energy Performance Contract

- Contracted with Johnson Controls Inc., for guaranteed energy savings through energy conservation measures and energy production to reduce our dependency on fossil fuels.
- Phase 1 included PV array systems built on several Oahu campuses and at Maui College through Power Purchase Agreements (PPA).
- The PPAs allowed us to reduce our dependency on fossil fuel consumption.
- PPAs allow private investors to take tax credits for the first seven years of the agreement with an option for the University to purchase the PV arrays after year 7.

Size of the PV Systems for Purchase

OAHU



- Single PPA
- PV Array System Size: **1,042 kWp**
- Current Est. Annual Output: **1,484,546 kWh**

MAUI



- Single PPA different phases
- PV Array System Size: **1,806.50 kWp**
- Current Est. Annual Output: **1,739,631 kWh**

Oahu Phase I PPA PV Arrays



Honolulu Community College Rooftop PV



Marine Education Training Center Rooftop PV

Oahu Phase I PPA PV Arrays



Leeward Community College Rooftop PV










Kapi'olani Community College Rooftop PV

Maui College Phase I PPA PV Array



Maui College Carport PV

2021 Inventory of PV and Battery Projects

 UNIVERSITY of HAWAII* HAWAII COMMUNITY COLLEGE	 UNIVERSITY of HAWAII* HONOLULU COMMUNITY COLLEGE	 UNIVERSITY of HAWAII* KAPI'OLANI COMMUNITY COLLEGE	 UNIVERSITY of HAWAII* KAUA'I COMMUNITY COLLEGE	 UNIVERSITY of HAWAII* LEEWARD COMMUNITY COLLEGE	 UNIVERSITY of HAWAII* MAUI COLLEGE	 UNIVERSITY of HAWAII* WINDWARD COMMUNITY COLLEGE
369 kW DC	1,900 kW DC	1,760 kW DC	575 kW DC	1,680 kW DC	2,920 kW DC	1,320 kW DC
234,518 annual kwh	3,088,056 annual kwh	3,055,056 annual kwh	829,725 annual kwh	2,835,651 annual kwh	4,213,560 annual kwh	1,045,048 annual kwh
0	6.331 MWh	6.331 MWh	0.174 MWh	9.623 MWh	13.262 MWh	6.331 MWh
Operating	Contracted	Contracted	Contracted	Operating	Operating	Operating

Solar Capacity: kW DC
Annual Solar PV Generation: kwh
Energy Storage Capacity: MWh
Status: Operating / Contracted

Financial Analysis

- OVPCC performed cost analysis to determine purchasing Phase 1 PV arrays vs. paying PPA provider. The initial PPA is for 20 years.
- Analysis considers that PV panels degrade in production by 1% each year as well as the cost to perform annual maintenance.

Financial Analysis

Current kWh PPA Prices (2023)

Oahu CC Campuses	\$.26 kWh
Maui College Phase 1&2	\$.37 kWh
Maui College Phase 3	\$.37 kWh
Maui College Phase 4	\$.39 kWh

PPA kWh pricing increases by 3.5% annually

Financial Analysis

- Predict to save the University an **estimated \$3,475,675** on future PPA payments while being able to maintain system.
- PPA cost savings provides us with options to reinvest in:
 - Replacing PV panels after shelf life
 - Additional energy storage capacity
 - Future energy conservation efforts

Financial Analysis

Power Purchase Agreement Buyout Analysis (KEC OHANA and OCCRE projects, JCI Phase 1)

Description/Location of PV Arrays Considered for Purchase	Array Size (kWp)	2023 Estimated Annual Output (kWh)	Useful Life of Array (y)	PPA Total Cost to End of Contract	Cost to Purchase	Cumulative Cost of Annual Maintenance	Difference in Purchase Price versus PPA
Oahu (Honolulu, Kapi'olani CC, Leeward CC)	1042.00	1484546	12	\$5,872,123.88	\$4,000,000.00	\$900,000.00	\$972,123.88
Maui College Phase 1-2	565.00	870707	11	\$4,067,973.23	\$4,450,000.00	\$400,000.00	-\$782,026.77
Maui College Phase 3	188.30	250965	11	\$1,858,115.76	\$1,000,000.00	\$200,000.00	\$658,115.76
Maui College Phase 4	488.20	617959	13	\$4,977,462.26	\$2,050,000.00	\$300,000.00	\$2,627,462.26
	2283.50	3224177		\$16,775,675.13	\$11,500,000.00	\$1,800,000.00	\$3,475,675.13

Assumptions:

- Cost estimates are based on projected array outputs which are slightly lower than actual
- Estimated output is based on a 1% degradation of output each year since the array was built
- Useful life is based on the number of years left under the original manufacturers warranty for panel production
- PPA Total Cost to End of Contract is based on the number of years in the PPA at escalating per kWh rates of the PPA agreement
- Cost to Purchase is agreed amount PV array owner is willing to accept as payment to buyout each of the PPA agreements for the PV array assets
- Cumulative Cost of Annual Maintenance is a conservative estimate at \$75k per PV array project for each year of the useful life of each PV array based on size, location, access to maintain, etc.



April 18, 2023

DTS-1869

MEMORANDUM

TO: Board of Regents
University of Hawai'i

FROM: William F. Haning, III
Chair, Committee on Intercollegiate Athletics

SUBJECT: Recommendations to the Board, Related to the February 2023
Report by College Sports Solutions, LLC ("CSS") on University of Hawai'i
at Mānoa Athletics Department Operations Relating to Student-Athlete
Welfare and Communications.

BACKGROUND:

Pursuant to the Memorandum of March 17, 2023 from myself and Board Chair Moore, and subsequent discussions in committee regarding this matter, I request the formation of a Permitted Interaction Group to investigate issues surfaced by the February 2023 report by College Sports Solutions, LLC ("CSS") on UH-Mānoa athletics department operations relating to student-athlete welfare and communications.

Per Hawaii Revised Statutes ("HRS") §92-2.5 Permitted interactions of members:

"(b) Two or more members of a board, but less than the number of members that would constitute a quorum for the board, may be assigned to:

(1) Investigate a matter relating to board business; provided that:

(A) The scope of the investigation and the scope of each member's authority are defined at a meeting of the board;

(B) All resulting findings and recommendations are presented to the board at a meeting of the board; and

(C) Deliberation and decision making on the matter investigated, if any, occurs only at a duly noticed meeting of the board held subsequent to the meeting at which the findings and recommendations of the investigation were presented to the board; . . ."

POSSIBLE COURSE OF ACTION:

I ask that the Permitted Interaction Group investigate and present findings and recommendations to the Board of Regents regarding the following:

Based on the University's response to the CSS report:

- how to present information in the student-athlete handbook to student athletes;
- how to train and supervise athletics staff and coaches regarding student rights, civility, cultural competence and effective coaching practice;
- how to present feedback to the UH administration from student-athletes regarding their experiences as athletes, and how to assure that feedback can be given in ways that are perceived as safe and free from retribution;
- how to strengthen the lines of communication and problem-solving when feedback from student-athletes is received;
- whether to establish and fill the position of ombudsperson; and
- how to address student-athlete, and more generally, student mental health issues.

The committee would provide its recommendations to the Board based on its findings.

From: Lopez, Anne E <anne.e.lopez@hawaii.gov>
Date: Fri, Feb 24, 2023 at 9:10 AM
Subject: Senate Committees on Higher Education and Ways and Means Inquiry
To: Carrie Okinaga <carrieok@hawaii.edu>

Good Morning Carrie,

As we discussed, below are the questions, the answers to which are requested by the Senate Committees on Higher Education and Ways and Means.

1. Was any action taken by the Board of Regents (BOR) to extend the term of the University of Hawaii Agreement for Services between the BOR and College Sports Solutions, LLC (“Contractor” or “You”) commencing August 23, 2022 (the “Contract”) beyond its expiration ninety (90) days after the commencement of the Contract. If not, why?
2. Section A of the Contract, Scope of Services (SOW), titled Rules & Policies, provides that Contractor will examine rules, policies, and procedures inclusive of: regent policies (RP) – RP 7.208, Intercollegiate Athletics, athletic department policies and procedures – with specific focus on student complaints, NCAA Rules, and Conference Rules and Policies.
 - a. Did You review all of the documents listed?
 - b. Did You review any other Rules & Policies documents not listed above? If yes, please list the documents.
3. Section B of the SOW, titled Documentation Relative Claims, provides that the Contractor will examine “all relevant documentation pertaining to claims made.” In addition, Section B provides a list of documents that will be provided to the Contractor including: testimony received by the Senate Committees on Higher Education and Ways and Means at its informational briefing in 1/7/22 and subsequent communications; communications related to claims inclusive of: communications from UHM student-athletes to UHM Athletics and/or others and relevant communications from UHM Athletics to student-athletes.

- a. Did You review all of these documents? If not, why?
 - b. Did You review any other documents not listed above? If yes, please list the documents.
 - c. Did You receive for review any grievances that were filed by student athletes against UHM or any specific UHM Athletics staff, if any? If yes, please identify the grievances.
4. Section C of the SOW, titled Interviews, required the Contractor to interview internal and external constituents in person or electronically. Constituents may include: members of the Board Committees on Intercollegiate Athletics, UHM leadership, including the Athletic Department leadership and staff; student athletes, and other constituents with information relevant to the inquiry.
 - a. Did You interview members with relevant information from all of the constituent groups identified above? If not, identify what groups or members were not interviewed and why?
 - b. Did You interview any other constituents not listed above? If yes, please identify the interviewees.
5. There have been reports that the presence of the third party(ies) in the interviews conducted by Contractor was based upon a policy issued by President Lassner.
 - a. If so, please submit a copy of the policy;
 - b. If there was a policy but not from President Lassner, please submit a copy and identify from whom the policy came.
6. Have You investigated whether any of the staff or students felt intimidated by the presence of the third person?
 - a. If yes, what is the outcome of that investigation?
 - b. If no, do you think that You or the BOR complete such an investigation?
7. Following the BOR's meeting with Contractor, please provide a copy of the entire report and accompanying documents, including those identified in the SOW, to the Senate Committee on Higher Education.

Please let me know if you would like to discuss these revised questions.

Regards,

Anne

Anne E. Lopez

Attorney General

Department of the Attorney General

425 Queen Street

Honolulu, Hawaii 96813

Tel: (808) 586-1281

Fax: (808) 586-1239

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1. **Was any action taken by the Board of Regents (BOR) to extend the term of the University of Hawaii Agreement for Services between the BOR and College Sports Solutions, LLC (“Contractor” or “You”) commencing August 23, 2022 (the “Contract”) beyond its expiration ninety (90) days after the commencement of the Contract. If not, why?**

No action was taken by the BOR to extend the term of the University of Hawaii Agreement for Services with CSS. Regular communications were maintained with CSS. Neither the BOR nor the University had any reason to believe that CSS was not being diligent in pursuing its assignment. Therefore, an extension appeared to be unnecessary. In hindsight, a 60-day period for completion of the assessment was not a realistic expectation.

2. **Section A of the Contract, Scope of Services (SOW), titled Rules & Policies, provides that Contractor will examine rules, policies, and procedures inclusive of: regent policies (RP) – RP 7.208, Intercollegiate Athletics, athletic department policies and procedures – with specific focus on student complaints, NCAA Rules, and Conference Rules and Policies.**

- a. **Did You [CSS] review all of the documents listed:**

Yes, all items identified in the SOW were reviewed.

- b. **Did You [CSS] review any other Rules & Policies documents not listed above? If yes, please list the documents.**

Yes, other documents not specified in the SOW were also reviewed. A full description of all materials reviewed is set forth in the final report to the Board of Regents. (A listing of the documents reviewed can be found on pages 5-7 of the introduction to the final report)

3. **Section B of SOW, titled Documentation Relative Claims, provides that the Contractor will examine "all relevant documentation pertaining to claims made." In addition, Section B provides a list of documents that will be provided to the Contractor including: testimony received by the Senate Committees on Higher Education and Ways and Means at its informational briefing in 1/7/22 and subsequent communications; communications related to claims inclusive of: communications from UHM student-athletes to UHM Athletics and/or others and relevant communications from UHM Athletics to student-athletes.**

- a. **Did You [CSS] review all of these documents? If not, why?**

Yes, all items identified in the SOW were reviewed.

- b. Did You [CSS] review any other documents not listed above? If yes, please list the documents.**

Yes, other documents not specified in the SOW were also reviewed. A full description of all materials reviewed is set forth in the final report to the Board of Regents. (A listing of the documents reviewed can be found on pages 5-7 of the introduction to the final report)

- c. Did You [CSS] receive for review any grievances that were filed by student athletes against UHM or any specific UHM Athletics staff, if any? If yes, please identify the grievances.**

Relevant concerns expressed by student athletes related to the matters raised at the January 7, 2023 legislative hearing, including an appeal of a player suspension, were reviewed, as described in the final report to the Board of Regents. (A listing of the documents reviewed can be found on pages 5-7 of the introduction to the final report)

- 4. Section C of the SOW, titled Interviews, required the Contractor to interview internal and external constituents in person or electronically. Constituents may include: members of the Board Committees on Intercollegiate Athletics, UHM leadership, including the Athletic Department leadership and staff; student athletes, and other constituents with information relevant to the inquiry.**

- a. Did You [CSS] interview members with relevant information from all of the constituent groups identified above? If not, identify what groups or members were not interviewed and why?**

Yes, interviews were conducted with persons from the constituent groups indicated in the SOW.

- b. Did You [CSS] interview any other constituents not listed above? If yes, please identify the interviewees.**

Yes, a full listing of all interviews conducted is set forth in the final report to the Board of Regents. (A listing of interviews conducted can be found on page 4 of the introduction to the final report)

- 6. Have You [CSS] investigated whether any of the staff or students felt intimidated by the presence of the third person?**

No such investigations were conducted.

- a. If yes, what is the outcome of that investigation?**

b. If no, do you think that You or the BOR [should] complete such an investigation?

Such investigations are not necessary, as it was made clear to all interviewees that if they preferred to be interviewed without the presence of other persons, they could do so. In all instances in which an interviewee requested an interview without the presence of other persons, that request was granted without question.



UNIVERSITY
of HAWAI'I
HILO

UNIVERSITY OF HAWAII
BOARD OF REGENTS

'23 APR 13 P4:35

University of Hawai'i at Hilo Administration
Office of the Chancellor

DTS 23279

March 30, 2023

MEMORANDUM

TO: Randolph G. Moore
Chairperson, Board of Regents

VIA: David Lassner
President

FROM: Bonnie Irwin
Chancellor
University of Hawai'i at Hilo

Bonnie D
Irwin

Digitally signed by Bonnie
D Irwin
Date: 2023.03.30
14:18:20 -10'00'

Rachel Solemsaas
Chancellor
Hawai'i Community College

SUBJECT: Award of the Honorary Doctorate of Humane Letters Degree for
Edith Kekuhikuhipu'uoneonāali'iōkohala Kenao Kanaka'ole

SPECIFIC ACTION REQUESTED:

It is requested that the Board of Regents award the Honorary Doctor of Humane letters degree upon Mrs. Edith Kekuhikuhipu'uoneonāali'iōkohala Kenao Kanaka'ole or "Aunty Edith", posthumously, to recognize her significant contributions to the revitalization of Hawaiian language and culture.

RECOMMENDED EFFECTIVE DATE:

To be effective upon Board approval. Aunty Edith's family will accept the degree and be recognized at the Spring 2023 commencement exercises for the University of Hawai'i at Hilo (UH Hilo) and Hawai'i Community College (Hawai'i CC).

ADDITIONAL COST:

No additional costs are associated with this request.

200 W. Kāwili St.
Hilo, Hawai'i 96720-4091
Telephone: (808) 932-7348
Fax: (808) 932-7338
hilo.hawaii.edu

An Equal Opportunity/Affirmative Action Institution

PURPOSE:

Board of Regents Policy RP 5.209 states that the Board may confer honorary degrees in accordance with established criteria. Both UH Hilo and Hawai'i CC support the degree for Auntie Edith in recognition of her lifetime of achievement in the preservation and revitalization of the Hawaiian language and culture through teaching in the classroom and hālau, and promotion of the Hawaiian culture here in Hawai'i and around the world.

BACKGROUND INFORMATION:

Auntie Edith was born in 1913 in Honomū, Hilo, on the island of Hawai'i. A cultural icon, Auntie Edith was a Hawaiian composer, chanter, dancer, and kumu hula. At an early age she learned hula from her mother and was also instructed by the acclaimed dancer Akoni Mika. Auntie Edith preserved the ancient style of hula accompanied by rhythmic instruments done in the style she passed on which is identified as 'aiha'a, or low to the ground. Her commitment to Hawaiian culture and language played a significant part in the Hawaiian Renaissance (the awakening of Hawaiians occurring in the 1960s and 1970s), and she was a prominent figure in this movement.

Auntie Edith formed a hula company in 1959 which was named after her daughter Nālani. Throughout the 1960s and 1970s she toured widely, spreading hula and the Hawaiian culture to North America and Asian countries including Thailand, Burma, Hong Kong, Taiwan and Japan. Auntie Edith trained her daughters Nālani and Pualani to eventually take over and they formed Hālau o Kekuhi in 1973.

As an educator, Auntie Edith shared her cultural knowledge with the youth of Hawai'i and worked in lower and higher education to ensure the Hawaiian language and culture lived on. Auntie Edith worked tirelessly in the community to preserve the Hawaiian language. In 1973, she developed the first Hawaiian language program for public school students at the Keaukaha School in Hilo. Her work evolved into the Department of Education's (DOE) Hawaiian Studies kupuna mentorship program in 1978.

Auntie Edith was a faculty member at Hawai'i CC from 1971 to 1974, and at UH Hilo from 1974 to 1979. At both institutions she created and taught courses and seminars for Hawaiian language, ethnobotany, Polynesian history, genealogy, and Hawaiian chant and mythology. She attracted Native Hawaiian students because she was someone in the higher education system that they wanted to learn from. Kūpuna such as Kahu Edward Kealanahale, Auntie Mary Mae Leilani Unea, Auntie Pi'ilani Nahiwa Stevens, Blossom Pua Kalama Evans, Elizabeth Lee Loy, and Ululani Thomas (a DOE Librarian at the time) attended her classes because Auntie Edith was a reliable and credible source of Hawaiian knowledge. In recognition of her immeasurable contributions to the university, a major classroom building shared by both campuses was named in her honor.

Aunty Edith was a significant cultural resource for the participants of the very first University study of Native Hawaiians entitled "Where are the Hawaiians? An Inquiry Into the Effectiveness of Education for Disadvantaged Hawaiian Studies on the Nine Campuses of the University of Hawaii, The Hawaii Students' Research Project, August 1973". This report preceded the 1986 Ka'u University of Hawai'i Hawaiian Studies Task Force Report.

Aunty Edith with Tūtū Mary Kawena Puku'i were influential consultants when Alu Like, Inc. was officially established in 1975. Tūtū Puku'i named the organization ALU LIKE, which means "striving together." Aunty Edith, in recognition of the challenging work to be done and the tugging, pushing and pulling that would need to take place to accomplish their goals, gave the organization its motto, E alu like mai kākou, e nā 'ōiwi o Hawai'i (Let us work together, natives of Hawai'i), to help meet the challenges ahead. Bringing an idea of a Native Hawaiian service organization into reality for Myron (Pinky) Thompson, Alvin Shim, James Bacon, Yukio Naito, David Peters and Winona Ellis Rubin, who dreamed of creating a Hawaiian service agency to address the social and economic needs of the Hawaiian community.

In the local community Aunty Edith was named "Hawaiian of the Year" in 1977 by the State Association of Hawaiian Civic Clubs. In 1979, she received the Governor's award for Distinguished Achievement in the Arts, the state's highest honor bestowed to an individual who has made significant outstanding lifetime contributions to Hawai'i in areas of culture, arts and humanities. Aunty Edith won Na Hōkū Hanohano Awards for best traditional album in both 1978 and 1979. Her acceptance speech in 1978 was given entirely in the Hawaiian language.

She insisted on traditional ceremony and oli accessibility promoting widespread knowledge and use of traditional chant and ritual, dispersing the hesitancy and "mystery" of ceremony. Today the traditional Hawaiian ceremony is normalized across the world with the chant E Hō Mai Ka 'Ike. While today hula is often used for entertainment and tourism, hula and oli are cultural communication and education tools.

Aunty Edith passed on October 3, 1979, leaving an indelible mark in the history of Hawai'i and our culture.

Aunty Edith was a kumu hula, a master instructor for hula, and an academic researcher developing her own chants for cultural preservation and academic work. Her contributions extend to the work of environmental scientists and Hawaiian universities that teach her philosophies and scientific methods and position Hawai'i, and the United States, in the global conversation on climate resilience.

In 2022, the United States Mint announced a four-year program to honor a series of women with diverse backgrounds in fields like abolition, government, women's suffrage, civil rights, science and the arts. In March 2023, the tails side of the quarter, will be replaced with Edith Kanaka'ole, a Hawaiian kumu and mother, who fought for the preservation and revitalization of her culture. The inscription "E hō mai ka 'ike"

Chairperson Randolph G. Moore

March 30, 2023

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translates as “granting the wisdom,” and is a reference to the intertwined role hula and chants play in this preservation.

Ms. Edith Kekuhikuhipu'uoneonāali'iōkohala Kenao Kanaka'ole, with a lifetime of distinguished achievements, is deserving of the Honorary Doctor of Humane letters degree. The UH Council of Chancellors have reviewed this request and recommend approval of the degree.

ACTION RECOMMENDED:

It is recommended that the Board of Regents award the Honorary Doctor of Humane Letters degree upon Ms. Edith Kekuhikuhipu'uoneonāali'iōkohala Kenao Kanaka'ole, “Aunty Edith”, to be effective upon Board approval.

Attachments

C: Executive Administrator and Secretary to the Board of Regents



Edith Kanaka'ole Foundation

Aunty Edith's handwritten 1975 autobiography was preserved and typeset below.

**The [Auto]Biography of Mrs. Edith Kekuhikuhipu'uoneonāali'iōkohala Kanaka'ole
ca. 1975**

Born to the goodly parents of John Kanaele Kenao and Mary Kekuewa Ahiena, being the 9th child of 11 children, born and raised as a child in Honomu, Hawai'i, attended Honomu school.

While in Honomu as a child I learned to really live a life style of old Hawai'i where one learned to live off the land, planting potatoes, taro, and other food for livelihood, going to the rivers for shrimps, opae, and river shell fish – the wiwi and also the o'opu the fresh water fish which were plentiful.

As children we were taught to fish and swim and plant. When the ocean was rough we would go to the rivers and when there was too much water in the rivers we went to the sea. Sometimes we camped at the beach for days especially when the days were clear and the ocean tide low and water calm.

We would gather the limpets opihi and seaweed, especially the limu kohu and the folks would fish night and day. We would camp most of the times alongside the river stream that would be emptying in the ocean – so as to have fresh water for drinking and bathing.

This was so enjoyable it seemed like having a picnic every day. Also on days like these we would be gathering salt from the salt water that settled in the rock crevices, and when the sun was hot the water evaporated and we would gather the crystal like salt for home use.

Also as a little girl I learned to help harvest the taro and prepare it for cooking and pounding. This was done once a week and enough taro was harvested to last until the following week.

This was such an enjoyable day because there was so much to eat and fish would be cooked over the remaining coals.

I come from a very musical family singing and dancing was very much a standard guideline in our home for singing brought joy to our mom and family and the dancing expressed the feeling and emotion of our inner sound through our motions.

My mother being a chanter and a dancer in her youth for Queen Emma when she spent the summer at Kula'imamo at Pepe'ekeo.

At the age of 8½ years our family moved to the Waiākea Homestead and we were there for a period of one year. At this time my mother had remarried because my dad died and she married a Japanese ... born and raised at Kapulena (?), Hamakua.

However he spoke fluent Hawaiian and knew everything Hawaiian because he spent most of his time with the Hawaiian people of Waipi'o Valley. He was a carpenter by trade so our stay at the homestead was a short period of time. I attended Waiakea Waena School.

In the year 1824, July, my mother applied for Hawaiian Homes Land and that summer we moved to Keaukaha, thus being the 1st homesteaders. This really began the turn in my life.

Most of the people stayed along the beach. Our reason for homesteading was due to our father's responsibility for building the piers 1 and 2.

We lived like real pioneers there was no paved roads, no water and just pili grass, a few guava trees and puhala trees. Fish was plentiful, the breakwater was just about being built. We drank brackish water, washed clothes at the beach, caught rainwater in barrels for drinking purposes, cooked out doors, but the biggest joy was helping our father to build our 1st home which was 14x16 where we ate and slept in the same room. There were only 3 of us children and our parents. This was like camping everyday.

We walked to school at Waiakea Kai and sometimes we stole a ride on the tallyho, a kind of an old buggy horse when the driver was not looking.

I finished the 6th grade here and went back to Honouliuli to the 7th and 8th grade, then came back to Keaukaha. By this time more people moved in the homestead. More homes were being built. Our home now was a 3 bedroom house with shower and a sink and running water and even electricity.

I was married at the age of 17 to a very handsome young man from Kapapala Ranch, Kau – a Luka Kanaka'ole. He being a very good athlete and me a dancer.

We raised 6 children of our own, also many other nephews and nieces. During the World War II I was left home with the children and he went to war to the Philippines. We managed to send all of our children to school and on to colleges and we enjoyed along with them in their education. Two children became teachers – one a very good mother & housewife. 2 went on as missionaries for the church – one worked with Waimano Home for the retarded and they gave us 13 grandchildren and one great grandchild.

All my life I have been active in the church of which I belong to the Church of Jesus Christ of Latter Day Sts and served at 1st Vice Pres for the University of Hawaii Extension. Also a PTA pres of the Keaukaha PT. Entertained for the past 30 years and still do. Traveled to the Orient in 1967 and to the mainland in 1966, taking the spirit of Hawai'i to our other neighbors.

Helped the schools with many May Day programs – giving lectures on Hawaiian at the schools. Helping with Aloha Week and the Merry Monarch programs.

Some of the highlights of my life was meeting the 1st lady Mrs. Wilson and entertaining for her at the school presenting our children in their Hawaiiana program. Then there was the Queen of Tonga when she was here to dedicate the Waiakea Village Resort. I helped the hotel in making the arrangements for the royal banquet and also the queen's dances and chants.

Today I can be happy to say that I'm really enjoying some of the fruits of my labors because besides teaching at the Hawai'i CC for the past 2 or 3 years, and beginning at Hilo College this semester my work with the language at Keaukaha School is the most enjoyable because today we can say that the children are speaking because they have learned for the past 3 yrs I have started this program under ... special community program.

Along with the Hawaiian Studies of language – Herbs & Plants – Dance – Chants and Music – Sports and Games and Legends, I'm still doing my share of church responsibility which has always been an important part of my life and upbringing.

I am thinking very strongly of writing a book or books while I can still remember things that I've actually done that are not in books today. One can only enjoy what he is doing when he does ...

Me Kealoha Pumehana
O wau no - E Kanaka'ole



Edith Kanaka'ole ***Quarter Fact*** ***Sheet***



The **Edith Kanaka'ole quarter** is the seventh coin released in the American Women Quarters™ Program (AWQ), and the second quarter released in 2023.

This coin will be released into circulation on **Monday, March 27,**

2023. The Honoree

Edith Kekuhikuhipu'uone o nā ali'i o Kohala Kanaka'ole was an indigenous Hawaiian composer, chanter, dancer, kumu hula, and a venerated cultural icon. Through *hula*, a dance to pass down knowledge to the next generations, and *mo'olelo* (stories), Edith Kanaka'ole served to preserve aspects of Hawaiian knowledge, history, culture, and traditions that were disappearing due to the cultural bigotry of the time.

Edith Kanaka'ole preserved the ancient style of *hula* accompanied by rhythmic instruments done in the style she passed on which is identified as 'aiha'a, or low to the ground. She was a *kumu hula*, a master instructor for *hula*, and an academic researcher developing her own chants for cultural preservation and academic work. Her contributions extend to the work of environmental scientists, and Hawaiian universities that teach her philosophies and scientific methods and position Hawai'i, and the United States, in the global conversation on climate resilience.

Kanaka'ole, or "Aunty Edith", as she is commonly known, was a renowned practitioner of and an authority on modern Hawaiian culture and language. Aunty Edith believed that the *oli*, or Hawaiian chants, formed the basis of Hawaiian values and history. She learned this art form and performed all the major styles of delivery.

The Edith Kanaka'ole Foundation (EKF), a Hawaiian cultural-based non-profit organization established in 1990, helps maintain and perpetuate her teachings, beliefs, practices, philosophies, and traditions.

- Edith Kanaka'ole was born October 30, 1913, in Honomu on the Hilo coast of Hawai'i.
- Edith Kanaka'ole's mother was taught *hula* from a young age in the style of hula Kapu directed by her teacher Naholowa'a. The acclaimed dancer Aknoi Mika was her chanter.
- Edith Kanaka'ole began writing original compositions including *oli* (Hawaiian chants) in 1946 and songs in 1947. She choreographed *hula* to accompany many of her chants.
- She founded her own hula company in 1959 which was named after her daughter Nālani. She trained her daughters Nālani and Pualani to eventually take over and they formed Hālau o Kekuhi in 1973.
- In 1967, Auntie Edith Kanaka'ole toured Asian countries including Thailand, Burma, Hongkong, Taiwan and Japan with Nālani's Hula Studio.
- In 1975 and 76 she toured Western US and Canada with the purpose of sharing Hawaiian music and dance.
- In 1973-74 Edith Kanaka'ole developed the first Hawaiian language program for public school students at the Keaukaha School in Hilo that evolved into the Department of Education's Hawaiian Studies kupuna (elder) mentorship program in 1978.
- Auntie Edith Kanaka'ole worked as a teacher at Hawai'i Community College from 1971 to 1974 and at the University of Hawai'i at Hilo from 1974 to 1979. At both schools, she created courses and seminars on subjects including Hawaiian Language, ethnobotany, Polynesian history, genealogy, and Hawaiian chant and mythology.
- Edith Kanaka'ole represented Hawai'i at the Second South Pacific Festival of the Arts in Rotorua, New Zealand in 1976.
- She was named "Hawaiian of the Year" in 1977 by the State Association of Hawaiian Civic Clubs.
- In 1979, Auntie Edith Kanaka'ole received the Governor's award for Distinguished Achievement in the Arts, the state's highest honor bestowed to an individual who has made significant outstanding lifetime contributions to Hawai'i in areas of culture, arts, and humanities.

- Edith Kanaka'ole won Na Hōkū Hanohano Awards for best traditional album in both 1978 and 1979. Her acceptance speech in 1978 was given entirely in the Hawaiian language.
- Edith Kanaka'ole insisted on traditional ceremony and *oli* (chant) accessibility promoting widespread knowledge and use of traditional chant and ritual, dispersing the hesitancy and "mystery" of ceremony. Today traditional Hawaiian ceremony is normalized across the world with the chant E Hō mai ka 'ike.
- While today *hula* is often used for entertainment and tourism, *hula* and *oli* (chanting) are cultural communication and education tools.
- Edith Kanaka'ole died on October 3, 1979.

Coin Design

The **reverse** (tails) depicts a portrait of Edith Kanaka'ole, with her hair and *lei po'o* (head lei) morphing into the elements of a Hawaiian landscape, symbolizing Kanaka'ole's life's work of preserving the natural land and traditional Hawaiian culture. The inscription "E hō mai ka 'ike" translates as "granting the wisdom," and is a reference to the intertwined role hula and chants play in this preservation. Additional inscriptions are "UNITED STATES OF AMERICA," "E PLURIBUS UNUM," "25¢," and "EDITH KANAKA'OLE."

The **obverse** (heads) depicts a portrait of George Washington, originally designed and sculpted by **Laura Gardin Fraser** to mark his 200th birthday in 1932. Inscriptions are "LIBERTY," "IN GOD WE TRUST," and "2023."

Design Commentary

"It was a joy to become aware of Edith Kanaka'ole's legacy as I developed a design for her quarter. I came to understand that her deep connection to the land—her home in Hawai'i near the Mauna Kea volcano—played a large role in her life and work. To best honor the various ways she made an impact, I felt that the design should emphasize her relationship to that environment. In my design, I made the connection literal, with Kanaka'ole's hair and fern-and-Lehua lei po'o morphing into a landscape crowned by Mauna Kea." – Emily Damstra, Artistic Infusion Program (AIP) Designer

Estate-Identified Organizations

Estate: Dr. Huihui Kanahale-Mossman, granddaughter of the honoree, and Executive Director of the Edith Kanaka'ole Foundation

Edith Kanaka'ole Foundation

- Website : <https://www.edithkanakaolefoundation.org/>
- Facebook : <https://www.facebook.com/edithkanakaolefoundation/>

Program Overview

The American Women Quarters™ Program (AWQ) is a four-year program (2022–2025) to honor the accomplishments and contributions made by women who have shaped our Nation's history and helped pave the way for generations to follow. Pursuant to Public Law 116-330, the "Circulating Collectible Coin Redesign Act of 2020," the United States Mint is striking and issuing five quarters in each of these years with reverse designs emblematic of the accomplishments and contributions of the honorees.

The quarters honor diverse and notable American women who made significant contributions in a variety of fields, including suffrage, civil rights, abolition, government, humanities, science, space, and the arts. The women honored are from ethnically, racially, and geographically diverse backgrounds.

The AWQ program is a great opportunity to engage and connect with the young women and girls in your life around the courageous steps and accomplishments of women who have created positive change. We invite you to start collecting the quarters today.

2023 AWQ Cohort

Each 2023 AWQ honoree is a powerful, inspiring example of the breadth and depth of accomplishments being celebrated through this historic coin program.

In addition to Edith Kanaka'ole, the other four women honored with the 2023 AWQ coins are:

- **Bessie Coleman:** first African American and first Native American woman licensed pilot, pioneer and civil rights activist.
- **Eleanor Roosevelt:** first lady, author, civil liberties and human rights advocate, Chairperson of the United Nations Human Rights Commission, instrumental in the passage of the Universal Declaration of Human Rights.
- **Jovita Idar:** Mexican-American journalist, activist, teacher, community organizer, champion of Mexican American rights, bi-lingual education, and women's suffrage.
- **Maria Tallchief:** America's first prima ballerina who broke barriers as a Native American ballerina.

The far reach and range of accomplishments and experiences of these extraordinary American women speak to the contributions they have always made in the history of our country. Although these women represent vastly different fields of endeavor, talents, and skills—and their life stories are as unique as they were as individuals—these pioneering women all share significant commonalities:

- Their contributions were groundbreaking or pioneering.
- They had a lasting impact on our society.
- None of them *ever* settled or accepted the status quo.

All the AWQ honorees inspired and paved the way for each new generation of Americans in their unique fields and professional disciplines.

Numismatic Product Schedule

The Edith Kanaka'ole quarter will be part of the following numismatic products of 2023:

Tuesday, March 21, 2023, at 12 noon (ET)

- 2023 American Women Quarters Proof Set™ (product code 23WP; HHOL: 5)

Tuesday, April 4, 2023, at 12 noon (ET)

- 2023 American Women Quarters Silver Proof Set™ (product code 23WS; HHOL: 5)

Spring 2023

- 2023 American Women Quarters 100-Coin Bag™ (P) – Edith Kanaka'ole (product code 23WBC; HHOL 10)
- 2023 American Women Quarters 100-Coin Bag™ (D) – Edith Kanaka'ole (product code 23WBD; HHOL 10)
- 2023 American Women Quarters Two-Roll Set™ (P, D) – Edith Kanaka'ole (product code 23WRC; HHOL 3)
- 2023 American Women Quarters Three-Roll Set™ (P, D, S) – Edith Kanaka'ole (product code 23WRD; HHOL 3)

Summer 2023

- 2023 American Women Quarters Ornament™ – Edith Kanaka'ole (product code 23WO2)
- 2023 United States Mint Proof Set® (product code 23RG; no HHOL)
- 2023 United States Mint Silver Proof Set® (product code 23RH; no HHOL)
- 2023 United States Mint Uncirculated Coin Set® (product code 23RJ)

Fall 2023

- 2023 Limited Edition Silver Proof Set™ (product code 23RC; HHOL 2) *

**This product is not available for subscription*



Edith Kanaka'ole Bibliography

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Hamilton Library

Contact: Kapena Shim, Hawaiian Collection Librarian

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UH Manoa HP: Available, Hawaiian (Library Use Only) ; DU624.65 .E35 2003

Format: 1 folded sheet (6 pages) : illustrations (some color ; 22 x 28 cm folded to 10 x 22 cm

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Format: 8-11 p. : 28 cm.

Cited In: No Kou 'Ikena, v. 3, no. 2, Oct. 12, 1979, p. 8-11.

Note: Reprinted from No Kou 'Ikena, newsletter published by The Hawaiian Studies Program, University of Hawai'i at Manoa. Photocopy.

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Celebrated hula teacher Edith Kanaka'ole to be featured on US quarters; Native Hawaiian musician to be depicted in 2023 as part of a program honoring eminent American women. (2022). The Guardian (London).

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Late Native Hawaiian hula teacher to appear on US quarter; The late Native Hawaiian hula teacher Edith Kanaka'ole is among five women who will be individually featured on a U.S. quarter next year as part of a program that depicts notable women on the flip side of the coin. (2022). Independent (London, England : 1986). https://uhawaii-manoa.primo.exlibrisgroup.com/permalink/01UHAWAII MANOA/6nmkep/BM_eNqFjk9Lw1AQxCMoWP-An0Dm5qklpbVt8CiVguKl7bIsk02y-vJefG_T2G9vAvbc08LszPzmMhrEYfN4mExn8-voJoSvOB4vkslkCPHwQcr4JJUDY0UtiZBF2RiCMqUle6gD1TWTh7PYrvHTkFf2L9iUDHM2vsxES7yTpW96coYhAVQ5WYDvQ62r2KItHVoxBvvubzM5SNaQMUFkTNp4zno2YTaj058WP5VHPtdFFB3GlzeeWrvCk8VtCRFxRwKgmCd0t6caF2XdttlzWCZNwHeyF1Yu-ig5xM4Pv_exs9vi03r6thQYZ3YnOnntLdLFkk0-l8nMRnDX-L5H1h

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University of Hawai'i at Hilo
Mo'okini Library
Contact: Lari-anne Au, Librarian

Books

Akoi, Rhea. ©1989 Ku'u home i Keaukaha : an oral history [Hawaiian Collection, University of Hawaii at Hilo, DU629.H5 A56 1989]

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Stone, Scott C. S.; Living treasures of Hawai'i : 25th anniversary of the selections of outstanding persons as honored by the Honpa Hongwanji Mission of Hawai'i, Hawaii Honpa Hongwanji (Honolulu, Hawaii)[Hawaiian Collection, University of Hawaii at Hilo, DU627.82 .L582 2000]

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Peterson, Barbara Bennett, 1942, ©1984 Notable women of Hawaii [Hawaiian Collection, University of Hawaii at Hilo, HQ1412 .N67 1984]

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University of Hawai'i West O'ahu
'Ulu'Ulu: The Henry Ku'ualoha Giugni Moving Image Archive of Hawai'i
Contact: Janel Quirante, Head Archivist

VICTORIA KEITH PRODUCTIONS

Ka Uluwehi o Ke Kai - Plants of the Sea

"In 1981, the KEY (Kahalu'u-He'eia Ecumenical Youth) Project in Kahalu'u, Hawai'i took on the challenge of restoring the rapidly disappearing limu beds (seaweed) in Kane'ohe Bay. Fisherman Jerry Kaluhiwa spearheaded the project along with several teen students from the area. Over time, they saw the regeneration of limu of many varieties in the bay." From filmmaker Victoria Keith. Includes the song "Ka Uluwehi o Ke Kai" by Edith Kanaka'ole. Duration: 00:32:17; Title Number: 2974.

<http://uluulu.hawaii.edu/titles/710>

KITV

Audio takes from Edith Kanaka'ole episode

Audio takes of Elizabeth Lindsey narrating the segment on Kumu Hula Edith Kanaka'ole in the Legacy of Light Episode, "The Past, The Future." Duration: 00:16:37; Title Number: 25897

<http://uluulu.hawaii.edu/titles/1323>

KITV

Aunty Edith Kanaka'ole photographs 8/13/93

B-roll of photographs and newspaper clippings of Kumu Hula Edith Kanaka'ole, her family, students, and hālau, recorded on August 13, 1993 for Legacy of Light. Duration: 01:03:54, Title Number: 25898.

<http://uluulu.hawaii.edu/titles/1323>

PROTECT KAHO'OLawe 'OHANA

Protect Kaho'olawe rally in Hilo

Protect Kaho'olawe rally in Hilo circa late 1970s. Rally includes blessing by Edith Kanaka'ole, speeches by various speakers including George Helm and Emmett Aluli, hula, Hawaiian music, performance by George Helm, and Tahitian dance. Duration: 32:43; Title Number: 12083

<http://uluulu.hawaii.edu/titles/4497>

HAWAI'I PUBLIC BROADCAST

Con-con '78 July 5, 1978 Part One

Edited program on the opening of the Constitutional Convention of 1978 aired on Hawaii Public Television and hosted by Bob Miller. The program features the call to order of the Con-Con, a chant by Edith Kanaka'ole, hula by Punahou School students, swearing in of delegates by William S. Richardson, and speeches and interviews.

<http://uluulu.hawaii.edu/titles/1402>

PBS HAWAI'I

Pau Hana Years : Golden Anniversary of Molokai Homesteading: 50 Years of Hawaiian Homelands on Molokai part 1

In this episode of Pau Hana Years, Bob Barker visits the "Ho'olaule'a o Na Kupuna" celebrating the 50th anniversary of the first Moloka'i homesteads at the Lili'uokalani Trust Center in Kalama'ula. Bob Barker interviews Bill Wallace, general chairman of the ho'olaule'a. The program includes recognition of the first settlers on the homestead who are introduced by Aunty Mary Lee and include Harriet Smith, Mariah and John Pawn, Louise Helela, and Mama Kilikina Naeole. Ends with hula and mele performances including hula by Hālau o Kekuhi under the direction of Edith Kanaka'ole.

<http://uluulu.hawaii.edu/titles/664>

PBS HAWAI'I

Celebrate 25: In Retrospect PAU HANA YEARS : Edith Kanaka'ole parts 1 and 2

Rebroadcast in 1991 as part of the station's "Celebrate 25: In Retrospect" series, this two-part episode of Pau Hana Years features Edith Kanaka'ole, her music and hula. Kanaka'ole was an accomplished cultural practitioner, composer, entertainer, educator, lecturer, and coordinator of Hawaiian language studies at University of Hawai'i Hilo. Both parts of the program include hula performances, mele (song) and oli by Kanaka'ole; her daughters, Nalani and Pualani; and grandchildren. In part one Kanaka'ole talks with host Bob Barker about her childhood living on the homestead in Keaukaha and her family life, and the mele and oli they perform. Mele include: "Kuhio Bay," an oli for Hanakahi, "Ho'opuka," "Ke Welina,"

"Kololo," "Pua Ai Lehua Ka Makani," a song for Kalākaua about the sewing machine, "Maluaki'iwaikaloha," a Mele ma'i for Kamehameha, and "Ka Uluwehi o Ke Kai." In part two Kanaka'ole talks with host Bob Barker about hosting and entertaining First Lady Mrs. Nixon and at another time the Tongan queen; her teaching efforts including the 'ohana system; and a segment with Kanaka'ole talking story in Hawaiian with her grandchildren including Kekuhi Kanalele. Mele include "He Moku o Ka 'Ula," "Kamapuaa," and "Hilo March."

<http://uluulu.hawaii.edu/titles/664>

Sampling of her 70+ COMPOSITIONS

1. Aia I Ni'ihau Ku'u Pāwehe (from writing below)
2. A Ka'uku (Ha'aku'i Pele I Hawai'i)
3. E Hō Mai
4. He 'Āina Kupa 'Oe E Moloka'i (EKF file cabinets > Chants > Kanakaole)
5. He Moku No Ka'ula (from writing below)
6. He Punalele Na Ke Kupuna (Hi'ipoi I Ka 'Āina Aloha)
7. Ka 'Iwa Ho'ola'i (EKF file cabinets > Chants > Kanakaole)
8. Ka'ū Ke One Hānau (EKF file cabinets > Chants > Kanakaole)
9. Ka Uluwehi O Ke Kai (Hi'ipoi I Ka 'Āina Aloha)
10. Ka Wai Mūkikī (from writing below)
11. Ke One Kaulana O Hawai'i (Hi'ipoi I Ka 'Āina Aloha)
12. Nā Pana Kaulana O Keaukaha (Hi'ipoi I Ka 'Āina Aloha)
13. Nā Waiho'olu'u
14. Noho Au I Hilo Hanakahi (EKF file cabinets > Chants > Kanakaole)
15. 'Oaka Ka Lani
16. 'O Ke Kumu O Ka Makani I Pi'ihonua (EKF file cabinets > Chants > Kanakaole)
17. Pua Mēlie (Hi'ipoi I Ka 'Āina Aloha)







Action Memo - Kanaka'ole Honorary Doctorate - Final - BI signed - 23.3.30

Final Audit Report

2023-03-31

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UNIVERSITY of HAWAII
WINDWARD COMMUNITY COLLEGE

Ke Kulanui Kaiāulu o ke Ko'olau

Office of the Chancellor

UNIVERSITY OF HAWAII
BOARD OF REGENTS

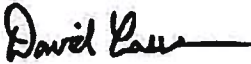
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March 28, 2023

MEMORANDUM

TO: Randolph G. Moore
Chair, Board of Regents

VIA: David Lassner 
President

VIA: Della Teraoka *DT*
Interim Associate Vice President for Academic Affairs

FROM: Ardis Eschenberg 
Chancellor, Windward Community College

SUBJECT: REQUEST TO AWARD HONORARY DOCTORATE OF HUMANE LETTERS
TO MR. FRANK KAWAIKAPUOKALANI HEWETT

SPECIFIC ACTION REQUESTED:

It is requested that the Board of Regents confer the Honorary Doctor of Humane Letters degree upon Mr. Frank Kawaikapuokalani Hewett to honor his outstanding contributions to Hawaiian music and hula, and promotion of Hawaiian culture and arts for the State of Hawai'i.

RECOMMENDED EFFECTIVE DATE:

To be effective upon Board approval. Windward Community College intends to confer the Honorary Doctorate of Humane Letters during its Spring semester commencement exercises on May 12, 2023.

ADDITIONAL COST:

None.

PURPOSE:

Board of Regents Policy 5.209, Section II.1.a, states that the Board may confer honorary degrees to individuals who are "[D]istinguished with the equivalent of a national or international reputation. Scholarship, the arts, public service, the professions, and business and industry are examples of general areas in which distinguished accomplishments may

45-720 Kea'ahala Rd.
Kāne'ohe, HI 96744
Telephone: (808) 235-7402
Fax: (808) 247-5362
windward.hawaii.edu

warrant the award of an honorary degree by the university.” The Council of Chancellors is in support of Mr. Hewett’s nomination for an honorary degree.

This request is to confer an Honorary Doctor of Humane Letters degree upon Mr. Frank Kawaikapuokalani Hewett, as a recognized kumu hula, award-winning composer and singer, advocate for the culture and arts of Hawai‘i, author, researcher, and practitioner of Hawaiian medicine. While Mr. Hewett has and continues to serve as a lecturer for Windward Community College, the recognition is being proposed based on his extraordinary achievements external to his employment with the university.

BACKGROUND:

PROFILE AND ACCOMPLISHMENTS

Frank Kawaikapuokalani Hewett (Kawaikapu) was born on February 22, 1954. He is the son of Alexander Kapilialoha Hewett and Alice Pualeilani Kana‘e Hewett. Kawaikapu was raised in the home of his maternal grandparents where ‘ōlelo Hawai‘i was the primary language spoken. This upbringing fostered a love, appreciation, and kuleana for Hawaiian cultural traditions. Because Kawaikapu’s family has resided in the district of He‘eia for many generations, his grandmother Iwa Wahineali‘i Rowan Kana‘e passed down to him the history and traditions of their ahupua‘a. In 1972, at the encouragement of his grandmother, Kawaikapu began studying hula and the healing traditions of lā‘au kāhea, lā‘au lapa‘au, ho‘oponopono, and lomilomi from Kahuna Emma DeFries. Kawaikapu trained with her until his ‘uniki in November of 1980.

Kawaikapu graduated from Castle High School and then enrolled at Windward Community College (WCC) where he graduated with an Associate in Arts degree. Shortly after he graduated from WCC, he enrolled at the University of Hawai‘i at Hilo (UH Hilo). While in Hilo, Kawaikapu studied hula and chant with hula master Edith Kanaka‘ole. She became his first formal teacher of ‘ōlelo Hawai‘i and also became a mentor for Hawaiian poetry. Kawaikapu graduated from UH Hilo with a Bachelor of Liberal Arts in Hawaiiana.

With his formal education, Kawaikapu returned to Kāne‘ohe and became an instructor at WCC, teaching Hawaiian language, culture, and hula. During this period, he was instrumental in the creation of WCC’s Hawaiian Studies discipline. He also taught in Maui Community College’s (now UH Maui College) Hawaiian Studies program. In the early 1990’s, Kawaikapu directed a televised series on learning the Hawaiian language through hula. Kawaikapu is currently lecturing again at WCC.



Frank Kawaikapuokalani Hewett
featured in 1984 book *Nānā I Nā Loea*
Hula: Look to the Hula Resources. Photo
by Shuzo Uemoto

While teaching for the University of Hawai'i, Kawaikapu was still largely involved in promoting Hawaiian cultural traditions and values within the broader community. Not only was he a performing musician and hula dancer, but he also continued to work within the community to teach hula, culture, and the healing traditions that were taught to him by Defries.

Kawaikapu has been recognized by the Ko'olaupoko Hawaiian Civic Club as a Living Treasure. In 2018, the Hawai'i Academy of Recording Arts (HARA) recognized him with the "Aloha is" Award. The recording arts community presents this award to one member per year who exemplifies aloha. In 2019, HARA selected Kawaikapu to be the recipient of a Lifetime Achievement Award for his contributions to Hawaiian music and hula.



Kumu Kawaikapuokalani Hewett, shown dancing, received the Lifetime Achievement Award in 2019.

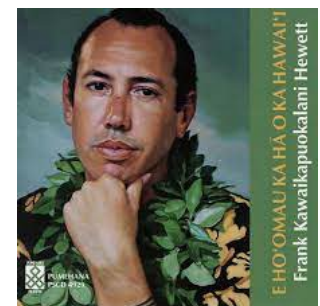
Hawai'i Academy of Recording Arts (HARA)

As a member of HARA, Kawaikapu has won numerous Nā Hōkū Hanohano awards as both a performer and as a composer. He has released 14 recordings and his song compositions like *Ka Wai Lehua 'A'ala ka Honua*, *Poli'ahu*, and *Ka Pilina* are compositions that are now considered classics in Hawaiian music and are a part of the standard repertoire for both Hawaiian musicians and hula dancers. As mentioned above, in 2019, Kawaikapu was given the highest HARA honor of a Lifetime Achievement Award for his contributions in both the realms of music and hula.

Kuhai Hālau O Kawaikapuokalani Pā 'Ōlapa Kahiko

Kawaikapu started his hālau in 1978 and continues to teach hula to students from all around the world. The name of his hālau was given to him by his kumu, Emma DeFries. Kawaikapu has taught hula and Hawaiian music around the world including Germany, Austria, Hungary, Poland, Russia, Japan, Tahiti, Aotearoa/New Zealand, Fiji, Palau, and throughout the continental United States. In hula, he is definitely distinguished nationally and internationally.

While Kawaikapu was teaching hula in his home community of He'eia, he did not charge his students money to learn. He said that students paid \$1 if they were late and that was it. Other than that, students did not pay any sort of dues or tuition to learn.



Kawaikapuokalani Hewett, Hawaiian music composer, performer, recording artist.

Throughout the years, Kawaikapu has been a judge and consultant for many hula competitions such as Hula o nā Keiki, Iā 'oe e ka Lā, E Hula Mau, and Jal PAK Hawai'i Hula Competition. Most notably, he has served as a Merrie Monarch judge seven times.

Waimānalo Health Center

From the years 1999–2003, Kawaikapu served as Kahuna Ho'ōla, director of traditional medicine for the Waimānalo Health Center. His tenure with the Waimānalo Health Center was part of a three-year grant that he co-wrote with Dr. Cecelia Alailima. The Association of Native Americans awarded the grant. The grant focused on using a blended approach to healing and incorporated traditional medicines and practices.

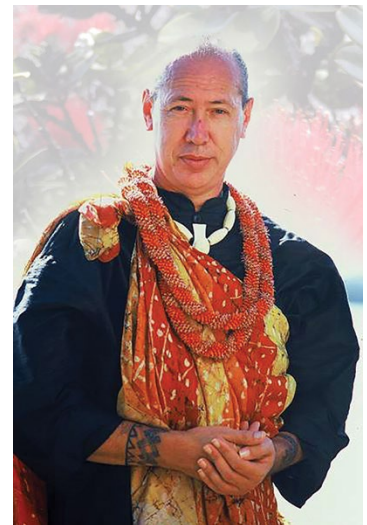


Kumu Hula panel: Leialoha Lim-Amina, Robert Cazimero, Maelia Loebenstein-Carter, interviewed by Hewett at Palikū Theatre, February 2022.

Other Accomplishments

In addition to teaching, Kawaikapu has had two publications. He wrote a children's book titled "A Song for the Colors and the Flowers of Hawai'i." He also wrote an article titled "O Ke Aloha ka Mea i Ho'ōla Ai," which was published in the Journal of Community Health and Clinical Medicine for the Pacific (2001).

As an independent researcher, Kawaikapu is currently directing a project that involves interviewing kumu hula who are considered kūpuna. He is documenting their learning experiences, their teaching methods, and their upbringing so that their knowledge is preserved for future generations. He is filming each interview and then broadcasting the interviews live on WCC's social media platforms such as Facebook and YouTube. This project itself is comparable to any Ph.D. research project, not only because of the number of kumu hula that he has interviewed, and continues to interview, but also because of the way in which he is disseminating the research to the community. These recordings will be extremely valuable archives for future generations to have access into the minds and hearts of their ancestors.



Frank Kawaikapuokalani Hewett

Awards and Honors

Nā Hōkū Hanohano Awards/Hawai'i Academy of Recording Artists

1981 – Kawailehua'a'alakahonua – Haku Mele/Composers Award

1991 – Poli'ahu – Haku Mele and Song of the Year, Self Portrait, Teresa Bright

1992 – Pua Melia/Halalu – Most Promising Artist/Single of the Year

2001 – Kapilina – Song of the Year, Neutralize It, Sean Na'auao

2002 – Aloha Ku'u Home A I Ke'alohi, Song of the Year, Sean Na'auao

2018 – "Aloha is" Award, sponsored by the Moe Ke'ale Foundation

2019 – Lifetime Achievement Award

ACTION RECOMMENDED:

It is recommended that the Board of Regents confer an Honorary Doctor of Humane Letters degree upon Frank Kawaikapuokalani Hewett to be effective upon Board approval.

Attachments:

1. Letter of Support from Ko'olaupoko Hawaiian Civic Club
 2. Letter of Support from Dr. Margaret Maaka
 3. Letter of Support from Dr. Kamuela Kimokeo
- c: Interim Executive Administrator and Secretary of the Board Jamie Go



KO'OLAUPOKO HAWAIIAN CIVIC CLUB

July 25, 2022

Dr. Ardis Eschenberg
Chancellor
Windward Community College
45-720 Kea'ahala Road
Kāne'ohe, HI 96744

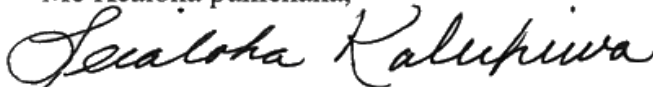
RE: Letter of Support – Lehua Kawaikapuokalani Hewett

On behalf of the Ko'olaupoko Hawaiian Civic Club, I am pleased to voice our support of Windward Community College conferring an honorary doctorate degree to Lehua Kawaikapuokalani Hewett. Lehua Kawaikapuokalani, aloha with his family, have been a part of the Ko'olaupoko Hawaiian Civic Club for generations.

- For the past four decades, Kawaikapu has been an educator, kumu hula, and mentor to thousands of students here in the islands and around the world.
- Having been taught by some of the foremost hula masters throughout the islands, Kawaikapu has grown in knowledge and expertise and advanced to the level of loea – or hula expert – and has trained a number of alaka'i (hula teachers) over the years.
- Besides serving with the Hawaiian studies program at Windward Community College, this multi-talented hula master continues to share his valuable gifts, skills, and cultural 'ike – knowledge – throughout the islands and globally.

We at the Ko'olaupoko Hawaiian Civic Club are pleased and proud to recommend Lehua Kawaikapuokalani Hewett for an Honorary Doctorate degree. If there are any questions or if I might share any further insight, please do not hesitate to contact me.

Me Kealoḥa pumehana,


LEIALOHA KALUHIWA
President

The Ko'olaupoko Hawaiian Civic Club was established in 1937 and is one of the largest in the Association of Hawaiian Civic Clubs nationwide. Ko'olaupoko HCC is a not-for-profit community organization dedicated to preserving and perpetuating the history, heritage and culture of Native Hawaiians and providing leadership and scholarships. Its membership is open to people of Hawaiian ancestry and those who are "Hawaiian at heart."



July 25, 2022

Chair Randolph G. Moore
Vice Chair Alapaki Nahale-a
Vice Chair Ernest Wilson
University of Hawai'i Board of Regents
2444 Dole Street
Honolulu, HI 96822

Kia ora koutou:

My name is Margaret Maaka. I am a professor at the University of Hawai'i at Mānoa College of Education. It is with great pleasure that I write this letter supporting the nomination of Mr. Frank Kawaikapuokalani Hewett for the conferral of an Honorary Doctor of Humane Letters degree from the University of Hawai'i.

According to the University of Hawai'i conferral policy, Mr. Hewett has distinguished himself in the realms of scholarship, arts, teaching, and public service in such a manner that warrants the award of an honorary degree by the university. Specifically, he has distinguished himself in a manner equivalent to a national and international reputation.

As a kumu hula, Mr. Hewett has

- spent over 20 years teaching hula lessons without monetary compensation at He'eia state park for members of the community,
- hosted many community events and concerts with other renowned musicians,
- organized and hosted hula competitions,
- served as a judge at hula competitions, including the highly prestigious Merrie Monarch competition, and
- expanded an awareness of the Hawaiian culture by introducing hula to international communities, including other parts of the South Pacific, Japan, and much of Europe.

As such, he is recognized by other kumu hula as a master of hula.

As a composer of Hawaiian music, Mr. Hewett has

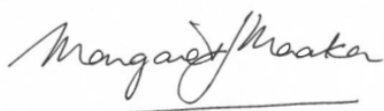
- been recognized by numerous organizations as an educational resource for Hawaiian poetry. His compositions are a mainstay on Hawai'i radio and television,
- won many awards for his compositions. Most recently, he was honored with a Lifetime Achievement Award by the Hawai'i Academy of Recording Arts.

Such are his accomplishments in the field of Hawaiian music composition, he is slated for induction into the Hawaiian Music Hall of Fame.

Mr. Hewett encourages those around him to experience their potential and promote the Hawaiian culture. He inspires people of all ages to be community contributors, with an emphasis on Hawaiian culture and education. His rich experiences punctuate his past and reveal themselves as a testament to his contributions and invaluable knowledge about the culture, education practices, and arts of Hawai'i. These and many more accomplishments illuminate Mr. Hewett's past and continued involvement in the local, national, and international communities.

Because Mr. Frank Kawaikapuokalani Hewett truly embodies the spirit and intellect that exemplifies a recipient of the Honorary Doctor of Humane Letters degree, I am pleased to support his nomination. Should you seek further information, please do not hesitate to get in touch with me at (808) 386-0897 or email marg@hawaii.edu.

Ngā mihi,

A handwritten signature in cursive script, reading "Margaret J. Maaka". The signature is written in dark ink and is positioned above a horizontal line.

Margaret J. Maaka
Professor



UNIVERSITY of HAWAII®
WINDWARD
COMMUNITY COLLEGE

July 25, 2022

Chair Randolph G. Moore
Vice Chair Alapaki Nahale-a
Vice Chair Ernest Wilson
University of Hawai'i Board of Regents 2444 Dole Street
Honolulu, HI 96822

RE: Letter of Support – Kawaikapuokalani Hewett

My name is Kamuela Kimokeo and I am the music discipline coordinator at Windward Community College and am also an award-winning Hawaiian Music artist. I write this letter supporting the nomination of Mr. Frank Kawaikapuokalani Hewett for the conferral of an Honorary Doctor of Humane Letters. My roles within academia and within the Hawaiian music community situate me well to speak on his vast contributions as an educator, cultural practitioner, and award-winning Hawaiian artist.

I finished my PhD in the fall of 2021 and immediately began discussions with chancellor Ardis Eschenberg about nominating Hewett to receive an Honorary Doctorate. I believe that Native Hawaiian scholars and PhDs have a role and kuleana to elevate the voices and prestige of our cultural practitioners who have spent countless hours learning, mastering, and then mentoring the up-and-coming generations.

As a kumu hula, Hewett has taught and mentored thousands of students. Before he ever started mentoring students, Hewett learned from kumu hula such as Emma DeFries and Edyth Kanaka'ole and has held the knowledge that they passed on to him very close. As an academic, I can speak to his wealth of knowledge on Hawaiian topics that would easily put him on equal ground with other Hawaiian PhDs. In fact, Hewett has been interviewed numerous times by those who were seeking higher degrees (both masters and PhDs). In short, Hewett is an “unlettered” scholar who deserves recognition for his wealth of knowledge and contribution to the cultural knowledge base of Hawai'iana.

Speaking as someone who like Hewett is also an award-winning Hawaiian musician, I attest to his great contributions in the realm of Hawaiian music. I also know the high regard in which he is held in the Hawaiian music community. Hewett is considered one of the most prolific composers of our time and is a living treasure. Hewett often uses his compositions to teach Hawaiian history while also writing poetically about his life experiences. Songs like Ka Pilina, Akahi Kuleana A Ka Piko, La'iekawai, and Poli'ahu are examples of his classic compositions that take stories from older times and bring the history forward to the present. Other songs like Ola'a Beauty and Ka Wai Lehua 'A'ala ka Honua are songs that have been recorded numerous times and are considered to be a part of the classic Hawaiian music repertoire. Hewett has been honored by the Hawai'i Academy of Recording Arts (HARA) with many Na Hōkū Hanohano awards and with the highest honor of a Lifetime Achievement award. This year Hewett will be

inducted into the Hawaiian Music Hall of Fame. None of my music contemporaries would argue with these honors that were given to him for his contributions in the field of Hawaiian music.

Hewett's contributions as an artist and an educator have been recognized on many levels, however, this recognition from the college would make a statement that his cultural mastery and scholarship are recognized and appreciated by the University of Hawai'i. Honoring him in this way is a sign of good faith from the institution to Native Hawaiians everywhere that we recognize and honor the masters of our native arts and cultural protocols with their accompanying epistemologies. With this, I strongly recommend and support the nomination of Kawaikapuokalani Hewett for an Honorary Doctorate Degree. Please feel free to reach out to me for any clarifications or questions at (808) 206-0655 or kamuelam@hawaii.edu.

Aloha,

A handwritten signature in black ink, appearing to read 'Kamuela Kimokeo', with a stylized flourish at the end.

Kamuela Kimokeo, PhD
Instructor
Music, Hawaiian Music
Program Director
Hawai'i Music Institute
Office: Hale Pālanakila 130
Email: kamuelam@hawaii.edu
Office Phone: 808-236-9131



UNIVERSITY
of HAWAII*
MĀNOA

UNIVERSITY OF HAWAII
BOARD OF REGENTS

Office of the Provost

DTS 23278

'23 APR 13 P4:35

Revised
February 27, 2023

MEMORANDUM

TO: Randolph G. Moore
Chair, Board of Regents

VIA: David Lassner
President *David Lassner*

FROM: Michael Bruno
Provost *Michael Bruno*

SUBJECT: AWARD THE HONORARY DOCTORATE OF HUMANE LETTERS DEGREE TO
KUMU JERALD KIMO ALAMA KEAULANA

SPECIFIC ACTION REQUESTED:

It is requested that the Board of Regents award the Honorary Doctorate of Humane Letters degree to Kumu Jerald Kimo Alama Keaulana to recognize his outstanding contributions as an historian, educator, leader, kumu hula and advocate for the Hawaiian arts, language, culture and history.

RECOMMENDED EFFECTIVE DATE:

Upon Board approval. UH Mānoa intends to award the Honorary Doctorate of Humane Letters during the annual commencement exercise, pending his availability, or at another special event in the upcoming year.

ADDITIONAL COST:

No additional costs are associated with this request.

PURPOSE:

RP 5.209 states that the Board may confer honorary degrees to individuals who are, "distinguished with the equivalent of a national or international reputation. Scholarship, the arts, public service, the professions, and business and industry are examples of general areas in which distinguished accomplishments may warrant the award of an honorary degree by the university."

An advisory committee has recommended awarding the Honorary Doctorate of Humane Letters degree to Kumu Jerald Kimo Alama Keaulana for his outstanding contributions. In accord with applicable policy, this recommendation was forwarded to the Council of Chancellors for review and we anticipate they will be supportive as well.

2500 Campus Road, Hawai'i Hall
Honolulu, Hawai'i 96822
Telephone: (808) 956-8447

An Equal Opportunity/Affirmative Action Institution

BACKGROUND INFORMATION:

Jerald Kimo Alama Keaulana

Kumu Jerald Kimo Alama Keaulana, or Uncle Kimo, as he was fondly referred to in many of his letters of support, has been an integral member of our community for the last 50+ years. As reflected in the many documents supporting this request, he is an accomplished historian, musician, composer, kumu hula, educator, author, researcher, advisor, community leader and advocate. His accomplishments over the decades have positively impacted and influenced many locally, nationally and internationally in his service and stewardship of the Hawaiian arts, language, culture and history.

Within Hawai'i, the Bishop Museum Kimo Alama Keaulana Mele Collection was named after him when in 1992, he committed over a 1,000 mele to their archives. A mele includes significant historical and biographical information and meanings, and his mele is widely respected and revered for his choice of words, musical notes and intent. Since its establishment, this collection has become one of the museum's most accessed resources.

In addition to his contributions to the community, Kumu Keaulana is the recipient of the Hawai'i Academy of Recording Arts "Lifetime Achievement" Award, Nā Hōkū Hanohano "Kahu Mele of the Year" Award, and the University of Hawai'i at Mānoa's "I Ulu I Ke Kumu" Award for Commitment to Excellence in Native Hawaiian Education." His forebears selected him as a "torchbearer of Hawaiian ancestral knowledge," and he resonates within the community especially with his elders.

Within the UH Mānoa, Kumu Keaulana has taught students, including our own faculty. Ka Waihana A Ke Aloha is a multi-media mele repository and interactive resource within the Kawaihuelani Center for Hawaiian Language. It houses more than 600 mele from summer courses he taught, including video footage of him teaching melody to students conveying much treasured meaning and intent. This institute is celebrating 20 years of mele stewardship at the university this 2023 and will be celebrating 20 years of working with Kumu Keaulana. He embodies the university's educational mission as his teachings and guidance have inspired generations of Native Hawaiians throughout Hawai'i and the world.

Keaulana began his connection with the University of Hawai'i as a temporary hire with Kapi'olani Community College in 1994 and later as a lecturer with Honolulu Community College in 1995. He eventually retired from the Honolulu Community College in June 2019 and remains connected with various campuses in sharing his knowledge and expertise. He also is a proud graduate and alumni, having received his AA in Liberal Arts from Honolulu CC as well as BEd in Secondary Education, History, PDE (professional diploma in Education) in Secondary Education, History, and MEd in Secondary Education all from UH Mānoa. In 2018, he also received the Distinguished Alumni Award from the Honolulu Community College.

Extending beyond our state, Kumu Keaulana is a published author and collaborator, with knowledge and expertise in mo'olelo. For example, He is the co-author of "Ka Wai Kau Mai O Maleka," published and presented at the 12th International Congress of Anthropological and Ethnological Sciences, Zagreb, Yugoslavia. He is often asked to serve as a panelist and expert in areas relating but not limited to 'āina and sustainability, gender roles and sexuality in the culture; spiritual healing practices and traditional medicines.

The attached documents include the nomination letter from Dr. Keawe Lopes, Jr. and signatures of Kawaihuelani Center for Hawaiian Language Graduate Tenured Faculty, Ka Waihona A Ke Aloha Tuahine Troupe Members, and letters of recommendations from well-respected and diverse leaders and organizations in our community and within the university. Such support is a testament to the overwhelming contributions Kumu Keaulana has made to our State of Hawai'i and community in effort to continue to preserve, advocate and foster Hawaiian art, language, culture and history.

Based on the foregoing, we believe the request is justified based on his record of outstanding contributions in his field and to our Hawai'i community.

ACTION RECOMMENDED:

It is recommended that the Board of Regents award the Honorary Doctorate of Humane Letters degree to Kumu Jerald Kimo Alama Keaulana to recognize his outstanding contributions as an historian, educator, leader, kumu hula and advocate for the Hawaiian arts, language, culture and history.

Attachments

MEMORANDUM

TO: Randolph G. Moore
Chair, University of Hawai‘i Board of Regents

VIA: David Lassner
President, University of Hawai‘i

Michael S. Bruno
Provost, University of Hawai‘i

FROM: R. Keawe Lopes, Jr. ~*R. Keawe Lopes, Jr.*
Director & Associate Professor, Kawaihuelani Center for Hawaiian Language,
Hawai‘inuiākea School of Hawaiian Knowledge, University of Hawai‘i
Director, Ka Waihona A Ke Aloha – Mele Institute of Kawaihuelani

DATE: 1 September 2022

SUBJECT: Conferral of an Honorary Doctor of Humane Letters degree from the University of Hawai‘i at Mānoa upon Mr. Jerald Kimo Alama Keaulana

SPECIFIC ACTION REQUESTED

It is requested that the Board of Regents confer an Honorary Doctor of Humane Letters degree upon Mr. Jerald Kimo Alama Keaulana:

- ◆ Kumu Hula
- ◆ Hawaiian Language and Culture Authority and Scholar
- ◆ Educator
- ◆ Bishop Museum Archive Benefactor
- ◆ Researcher and Author
- ◆ Advocate for the Culture and Arts of Hawai‘i

RECOMMENDED EFFECTIVE DATE

To be effective upon Board of Regents approval. Mr. Keaulana will be expected to accept the degree in person at an event held on the Mānoa Campus (Spring Semester graduation in May 2023).

This recommended effective date is particularly significant because Ka Waihona A Ke Aloha, The Mele Institute of Kawaihuelani Center for Hawaiian Language is celebrating 20 years of mele stewardship at the university this year and will be celebrating 20 years of working with Mr. Keaulana in 2023.

SIGNIFICANT ISSUES AND BACKGROUND

The Board of Regents Policy RP 5.209 sets forth that the Board may confer honorary degrees to individuals with distinguished achievements. Further, in alliance with the University of Hawai‘i System mission, Mr. Keaulana exemplifies the essence of the Honorary Doctor of Humane Letters degree as an accomplished kumu hula and educator; historian, researcher and author;

recording artist and professional musician; community advocate; Hawaiian cultural authority and advisor. In short, his forbears selected him as a torchbearer of Hawaiian ancestral knowledge seldom found in our society today.

PROFILE AND ACCOMPLISHMENTS

Background

Jerald Kimo Alama Keaulana (Uncle Kimo) was born on May 10, 1955 to Geraldine and David Alama, kupa or natives of Mānoa where he was raised. He attended The Kamehameha Schools in Kapālama, then continued his education at the Honolulu Community College, and onward to the University of Hawai‘i at Mānoa where he studied Education. He has taught the gamut of cultural and formal educational settings extensively, which includes traditional ancient and modern hula to all ages; statewide community hula and music workshops; the Hawai‘i public school system; post-secondary community college, university undergraduate and graduate-level students. Whether through grassroots efforts, civic club engagements and fundraising, or international collaboration – local and global communities have come to experience the indelible profundity and humility of Uncle Kimo’s contributions through his decades-worth of committed service and stewardship originating prior to the burgeoning of the Hawaiian Renaissance.



Kimo Alama Keaulana

While his curriculum vitae is robust with numerous experiences in Western academia, it is his indigenous training that sets him apart from many of his contemporaries, most saliently because Hawaiian is his first language. Amidst those in his generation, encountering others that speak Hawaiian as their native tongue is few and far between simply by virtue of the language demise inherent in the history of Hawai‘i. This proverbial key – the ability to speak Hawaiian – afforded him access to the knowledge of the masters he studied under “he alo a he alo,” or in the immediate physical presence.

The City and County of Honolulu’s Parks and Recreations Department in the 1960s was stocked with a core of cultural exponents who taught at playgrounds all throughout the island of Oahu, including Mānoa. In those days, these people were not referred to as masters or by any other superlatives, rather only as teachers because their teachers were the masters of the 19th century – these were his teachers. Yet, when we reflect upon them nowadays, we know them as nothing less than bastions of language, cultural expertise and knowledge upon whom we rely heavily as connections to our ancient past. Earnestly, Uncle Kimo is our conduit.

The Lei Hula Hula School

Mele is a comprehensive word encompassing a myriad of expressions commonly understood as poetry, within which songs and chants are also included. Mele and hula are inextricably tied because hula cannot exist without lyric. Unlike many other forms of dance that may be done solely to instrumentation, hula requires ‘ōlelo – whether it be the ancient or modern hula, it needs words. Ergo, mele exists either on its own or as the vehicle for hula, but the hula cannot occur without mele.

Kimo Alama Keaulana can account for 8 generations of hula teachers, dancers, and musicians in his family. As the kumu hula of Lei Hulu Hula School for the past 51 years, he has taught and mentored countless individuals graduating over 100 students with formal ‘ūniki rights adjudicated by the likes of hula masters such as Mrs. Pat Namaka Bacon and Mrs. Edith McKinzie. His principal hula teacher, Mrs. Adeline Nani Maunupau Lee, was the daughter of Hawaiian language and culture expert Mr. Thomas Maunupau.

Mr. Maunupau played a crucial role as the interpreter for Bishop Museum anthropologist Kenneth Emory, and anthropologist and ethnomusicologist Helen Roberts. The former embarked on a journey to Kaupō, Maui in 1922 to record and publish information that was quickly disappearing about its ancient sites and landmarks; the latter in 1923, toured the Hawaiian archipelago collecting about 700 mele that make up the Helen Roberts Collection at the museum archives.



Kimo Alama Keaulana [Hula Master ~ Guest Lecture HAW 427]

Maunupau worked for the Territory of Hawai‘i Tax Office and Bureau of Conveyances. He knew where to locate the people and the proper protocols when entreating them to part with their knowledge.

Besides the learning in her own home, Auntie Adeline had many other teachers like Joseph Ilalaole, a court dancer and chanter for Queen Emma, and Mary Kawena Pukui, renowned scholar and author of the Hawaiian-English dictionary. A formidable wealth of knowledge in her own right, she began pouring this knowledge into young Kimo from the tender age of 9 up until her passing many years later. Auntie Adeline’s family transferred her entire personal mele and hula collections to Uncle Kimo naming him the steward of her vast assets, something even they understand is not within their purview.

Kimo Alama Keaulana Mele Collection, Bernice Pauahi Bishop Museum Archives

The Bishop Museum is the leading institution in the Pacific, known worldwide for its distinct natural history and cultural collections. In 1992, Uncle Kimo committed close to 1,000 mele to the Bishop Museum Archives effectively becoming the Kimo Alama Keaulana Mele Collection. This materializes at the behest of Auntie Pat Namaka Bacon, daughter of Mary Kawena Pukui, and head archivist at that time because the archives did not possess anything of its kind. The mele assemblage satisfied the archives’ criteria and evaluation as being mission-driven and an asset to the history and culture of Hawai‘i. This, along with Auntie Pat’s recommendation, led to its accessioning and cataloguing.

Since that time, his collection has become one of the most accessed resources there. Each song is more than simply just a lyric sheet. He has annotated every mele and provides a synopsis oftentimes including historical and biographical information of the composers, descriptions of place names and elements within, along with cross-references related to the mele creating a reliable launching point for researchers, hula, community and cultural practitioners, and mele enthusiasts.

Ka Waihona A Ke Aloha (KWAKA), The Mele Institute of Kawaihuelani Center for Hawaiian Language

KWAKA is a multi-media mele repository and interactive resource center housed within Kawaihuelani Center for Hawaiian Language. Akin to Keaulana's mele collection at the Bishop Museum, KWAKA houses a collection of more than 600 mele from 8 summer courses Uncle Kimo taught starting in 2003. The salient difference is that KWAKA also holds close to 300 hours of real-time, indexed video footage of him teaching the melody lines and chords to the songs. This footage is filled with narratives not always included in the synopses and write-ups on the archived mele sheets. Additionally, Uncle Kimo usually only allows audio recordings in any of his mele and hula classes and workshops. Seldom is video allowed, making these exceptional.



Uncle Kimo is an avid collector of vinyl recordings by Hawai'i artists and owns a praiseworthy private collection matched by few. Through his generosity, KWAKA was allowed to digitize his 45 rpm collection of 1,198 songs from 567 records. It serves as the steward of his gifted resources. No membership is required, so they are readily available and can be accessed simply by making an appointment. His mele collection has been used by many for various reasons like learning a tune; creating fact sheets for hula competitions; writing liner notes for music projects; curriculum

development, supplemental and theses research. These people are community members and mele devotees; kumu hula and hālau hula; international hula instructors; professional musicians and entertainers; educators, program and resource coordinators; university faculty, graduate and undergraduate students. Dr. Lilikalā Kame'eiehiwa, Professor and Historian, gave an interview at the end of a class Uncle Kimo taught, proclaiming:

What he knows about the history of Hawai'i comes from oral traditions and they're not written anywhere. So, I could have read all the books, and I – I probably have read every single book that's been written about Hawaiian history, both in Hawaiian and English, and yet I don't know the things that Kimo knows...I'm very very pleased with that, because that means that there are centers of genealogies, of oral traditions throughout Hawai'i that are being held in living receptacles. Different Kumu Hula have different stories that they tell. What I really like about Kimo also is that he insists the song should be sung exactly how it was written, exactly as it was sung, which is a very traditional Hawaiian idea. So that what you see is continuity over time. When we hear him sing a song that was written in 1880 we hear the song that was written in 1880. We hear the stories that come through in that time period, and that's why oral tradition is so important, and that's why when you get something from oral tradition, you shouldn't change it. You shouldn't elaborate on it. You shouldn't change the song, change the words, change the story, you should keep it exactly the same because that's how we know we can trust in the historical accuracy of the oral traditions (Kame'eiehiwa, L. 2004, July 2) Personal communication [Video interview, Ka Waihona A Ke Aloha].

This doctrine to uphold the integrity and continuity of the knowledge Dr. Kame'eiehiwa refers to is not something of Uncle Kimo's choosing, rather it is the way of his forebears, the masters who chose him to preserve ancestral knowledge, namely Aunty Adeline.

Succinctly, mele contain stories or mo‘olelo, are often found in mo‘olelo, make up large portions of our ancestral epics like Pele and Hi‘iaka, and are potent storehouses filled with pearls of wisdom. They provide geographical information to sacred spaces and places, even giving instruction on protocol and etiquette affording today’s society an experience into the worldview of the Hawaiian mind. Equally impressive is the fact that every single grammatical pattern taught in Hawaiian language courses is found within mele. Therefore, mele is respected as a formidable tool and companion to the ongoing efforts of language restoration and revitalization in Hawai‘i and beyond.

His beneficence resonates throughout KWAKA and is central to the mele advocacy and advancement work it has engaged in since its birth in 2002. Uncle Kimo is the inspiration that orients KWAKA as a guardian of ancestral and cultural erudition. Auntie Adeline impressed upon him that, “Knowledge is not ours to have, but it’s ours to give out, so we don’t actually own anything; we don’t own the dances, we don’t own the chants, we don’t own the mele; we’re just vessels to hold it until it’s time to go out (Keaulana, K. 2004, February 24) Personal communication [Video interview, Kimo Alama Keaulana Talks About Hula].” Her wisdom continues to serve as a guiding principle from which KWAKA operates.

Other Accomplishment

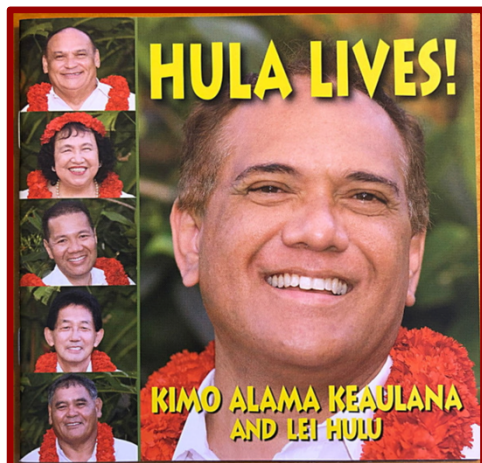
In addition to being a leader and educator on many fronts, Uncle Kimo is also a published author and collaborator. He is the co-author of “Ka Wai Kau Mai O Maleka,” published and presented at the 12th International Congress of Anthropological and Ethnological Sciences, Zagreb, Yugoslavia. Puke Mele Volumes 1 and 2 are two of his publications with songs in Hawaiian, English and Japanese including his translations and write-ups – and the list goes on.

As a cultural expert, he is often sought out as a distinguished panelist and informant for a variety of topics like mālama ‘āina and sustainability; gender roles and sexuality in the Hawaiian culture; and spiritual healing practices and traditional medicines. Uncle Kimo has been a guest panelist on the appropriateness of geothermal energy for Hawai‘i; a panelist for the ‘Aha Kāne on the role of men in hula and the current misconceptions therein, the post-screening Q&A facilitator for the film “Kumu Hina” that addresses transgender roles in Hawaiian society; and an informant for Mana Lāhui Kanaka where he shared his knowledge on traditional Hawaiian healing practices with Dr. Kealoha Fox of the Office of Hawaiian Affairs.

In the late 1990s, Uncle Kimo was instrumental in assisting with a landmark court victory against the Hawaiian Electric Company (HECO) who had its sights set on Mānoa Valley for further infrastructural expansion. Mr. Sam Cooke, a direct descendant of Amos and Juliette Cooke – early educators of the ali‘i at The Royal School, and benefactor of the Mānoa Heritage Center called on Uncle Kimo for his knowledge and expertise in mo‘olelo. His telling of the mo‘olelo Kahalaopuna highlighted and elucidated the sacredness of Wa‘ahila and Kauhi on the Eastern ridge of Mānoa helping to refute HECO’s archaeologist’s assertions that those places are not viable cultural areas, and that they lack merit for preservation.

Awards & Honors

Thanks to his many contributions, communities and institutions in and around the Pacific have bestowed significant honors upon Uncle Kimo. Some of these include the Hawai‘i Academy of



Recording Arts “Lifetime Achievement” Award, Nā Hōkū Hanohano “Haku Mele of the Year” Award, and “Best Hawaiian Language Performance Award”; the Moanalua Gardens Foundation “Malia Kau” Award; and the University of Hawai‘i at Mānoa’s “I Ulu I Ke Kumu” Award for Commitment to Excellence in Native Hawaiian Education.”

Beyond these accolades are those that were granted to him in other deeply meaningful ways. The student body at Moloka‘i High and Intermediate School named him “Teacher of the Year.” Also, three of his mele compositions grabbed recognition and awards in the

Hawaiian Song Writing and Composing Contest sponsored by the Honolulu Department of Parks and Recreation in the 1970s. The participants of these contests were largely native speakers, and masters of Hawaiian composition who were judged by greats like John K. Almeida and Alice Namakelua.

These acknowledgements are keenly indicative that Uncle Kimo resonates with his contemporaries, his students, and perhaps most importantly his elders. He is steadfast in his kuleana, the responsibilities he has been charged with decades ago, and decades later his integrity has not waned. In the Hawaiian culture, it is honorable to be of service. Kimo Alama Keaulana pays honor to his teachers by persisting as the proverbial vessel Auntie Adeline trained him to be, growing into a wealth of knowledge, ready to give out that knowledge – in kind, receiving honor for his continual service.

ACTION RECOMMENDED

Uncle Kimo continues to encourage others around him to realize their own potential and ability to promote the Hawaiian culture with integrity. He inspires countless people of all ages as a role model, choosing to remain in alignment with our Kūpuna in caring for their knowledge and using it to enrich our cultural understanding. The etiquette and mannerisms he displays as a chosen guardian of ancient knowledge provides a sound template for others to clearly demarcate boundaries of conduct for when – and when not to invoke forms of artistic or creative licenses, lest we ignore ancient wisdom and lean on our own when convenient.

Kimo Alama Keaulana genuinely demonstrates the spirit and intellect that exemplifies a recipient of the Honorary Doctor of Humane Letters degree. Clearly, he is an individual distinguished by his local, national, and international character and accomplishments in scholarship and service.

IT IS REQUESTED THAT THE UNIVERSITY OF HAWAI‘I BOARD OF REGENTS CONFER AN HONORARY DOCTOR OF HUMANE LETTERS DEGREE UPON KIMO ALAMA KEAULANA TO BE EFFECTIVE UPON BOARD APPROVAL AND TO BE ACCEPTED IN PERSON AT THE SPRING GRADUATION IN MAY 2023.

**SIGNATURES OF KAWAIHUELANI CENTER FOR HAWAIIAN LANGUAGE GRADUATE
TENURED FACUTLY** ~in support of *Ka Waihona A Ke Aloha's, [Mele Institute of Kawaihuelani Center
for Hawaiian Language] nomination to the Board of Regents to confer an Honorary Doctor of Humane
Letters Degree (Honorary Doctorate) upon Uncle Kimo Alama Keaulana.*

K. Laiana Wong

K. Laiana Wong (Aug 31, 2022 15:46 HST)

Kerry Laiana Wong PhD

Professor, Kawaihuelani Center for Hawaiian Language
Editor/Author, Kauakūalahale, Honolulu Star Bulletin

Annette K. Wong

Annette Kuuipolani Wong PhD

Associate Professor, Kawaihuelani Center for Hawaiian Language
Graduate Chair & Director Ka Pawehe Waimapuna

Ron Solis

Ron Kekeha Solis PhD

Associate Professor, Kawaihuelani Center for Hawaiian Language
Editor/Author, Kauakūalahale, Honolulu Star Bulletin

Maya Saffery

Maya Saffery (Aug 31, 2022 11:06 HST)

Maya Kawaihana Saffery PhD

Associate Specialist, Kawaihuelani Center for Hawaiian Language
Director, Mary Kawena Pukui Hale


Christopher Kaliko Baker

Christopher Kaliko Baker PhD

Associate Professor, Kawaihuelani Center for Hawaiian Language
Director, I Ola Kanaloa

SIGNATURES OF KA WAIHONA A KE ALOHA TUAHINE TROUPE MEMBERS

~in support of Ka Waihona A Ke Aloha's [Mele Institute of Kawaihuelani Center for Hawaiian Language nomination to the Board of Regents to confer an Honorary Doctor of Humane Letters Degree (Honorary Doctorate) upon Uncle Kimo Alama Keaulana.


Kekaihala'i Avilez (Aug 31, 2022 15:41 PDT)

Kekaihala'i Avilez MA

Student of Medicine, Lomilomi Practitioner


A. Lokelani Fergerstrom (Aug 31, 2022 11:32 HST)

Arnel Lokelani Fergerstrom MA

Hawaiian Resource Coordinator, Hālau Kūkalaulama, Kamehameha Schools


Maria Kanehailua (Aug 31, 2022 11:13 HST)

Maria Ka'iulani Kanehailua MA

Educational Specialist, Ka Waihona A Ke Aloha, Kawaihuelani, UHM


Frank Damas (Aug 31, 2022 14:24 HST)

Frank Kaiuokalani Damas MA

Instructor, Kawaihuelani Center for Hawaiian Language, UHM

PhD Student, Ka Haka 'Ula o Ke'elikōlani College of Hawaiian Language, UHH


Jordan Asing (Aug 31, 2022 15:10 HST)

Jordan 'Aina Asing MA


Kumu 'Ōlelo Hawai'i, Kamehameha Schools Kapālama


Jonah K Solatorio (Aug 31, 2022 13:17 HST)

Jonah Kahanuola Solatorio MedT

Kumu 'Ōlelo Hawai'i, Kamehameha Schools Kapālama

Member, Keauhou ~Grammy Nominated, 21 Nā Hōkū Hanohano Award Winner



Zachary Lum (Aug 31, 2022 11:27 HST)

Zachary Alaka'i Lum MA

Executive Director, Kāhuli Leo Le'a

Member, Keauhou ~Grammy Nominated, 21 Nā Hōkū Hanohano Award Winner

PhD Student, Political Science, University of Hawai'i at Mānoa


Jessica Bell (Aug 31, 2022 11:49 HST)

Jessica Pōhaikealoha Bell BA

Student Advisor, Kawaihuelani Center for Hawaiian Language, UHM


Ho'opono Wong (Aug 31, 2022 11:13 HST)


Ho'opono Wong BA

Professional Musian, Hawaiian Music Teacher


Elijah K. Isaac (Aug 31, 2022 14:30 HST)

Elijah Kalani Isaac BA

Professional Musician


Grant Kono (Aug 31, 2022 11:12 HST)

Grant Kono BA

Professional Musician

Member, Ei Nei ~Nā Hōkū Hanohano Award Winner

SIGNATURES OF KA WAIHONA A KE ALOHA TUAHINE TROUPE MEMBERS

~Continued


[Pi'ikea Lopes \(Aug 31, 2022 11:52 HST\)](#)

Pi'ikea Lopes BA

MEdT Student, College of Education & Graduate Assistant, Kawaihuelani, UHM


[Kahikinaokalā Domingo \(Aug 31, 2022 11:15 HST\)](#)

Kahikinaokalā Domingo BA

MA Student & Graduate Assistant, Kawaihuelani, UHM


[S. Leikuluwaimaka Meleisea \(Aug 31, 2022 11:28 HST\)](#)

Saige Leikuluwaimaka Meleisea BA

MA Student & Graduate Assistant, Kawaihuelani, UHM


[Tayla-Nohea Vaughan-Darval \(Aug 31, 2022 13:13 HST\)](#)

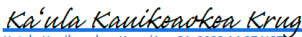
Tayla-Nohea Vaughan-Darval BA

MEdT Student, College of Education, UHM


[Kamaleikūhālī'a Krug \(Aug 31, 2022 15:09 HST\)](#)

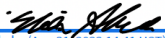
Kamaleikūhālī'a Krug BA

MEdT Student, College of Education, UHM


[Ka'ula Kauikeaokea Krug \(Aug 31, 2022 14:37 HST\)](#)

Ka'ula Kauikeaokea Krug BA

MEdT, College of Education,


[Elia Akaka \(Aug 31, 2022 14:41 HST\)](#)

Elia Akaka BA

Professional Musician


[Ka'ōnohi Lopes \(Aug 31, 2022 13:48 HST\)](#)

Ka'ōnohi Lopes

Hawaiian Language Major, Kawaihuelani, UHM


[Devin Nakahara \(Aug 31, 2022 14:24 HST\)](#)


Devin Nakahara

Hawaiian Language Major, Kawaihuelani, UHM


[Dylan Nakahara \(Aug 31, 2022 11:22 HST\)](#)

Dylan Nakahara

Hawaiian Language Major, Kawaihuelani, UHM


[Taisamasama Kaiminaauao-Eteuati \(Aug 31, 2022 12:21 HST\)](#)

Taisamasama Ka'imina'auao-Eteuati

Hawaiian Language Major, Kawaihuelani, UHM

LETTERS OF RECOMMENDATION

~The 19 accompanying Letters of Recommendation from local, national and international scholars as well as state and private institutions that ensure the well-being and vitality of our people, language and culture will further attest that Uncle Kimo Alama Keaulana exemplifies the essence of the Honorary Doctor of Humane Letters degree.

-Maenette K. P. Ah-Nee Benham PhD

Chancellor, University of Hawai'i West O'ahu

-Jonathan K. Osorio PhD

Dean, Hawai'i inuiākea School of Hawaiian Knowledge, University of Hawai'i at Mānoa

-Lilikalā Kame'eiehiwa PhD

Professor & Brandt Chair of Comparative Polynesian Studies

Kamakakūokalani Center for Hawaiian Studies, University of Hawai'i at Mānoa

-Tammy Haili'ōpua Baker PhD

Director, Hawaiian Theatre Program, University of Hawai'i at Mānoa

-Kekoa Harman PhD & Kumu Pelehonuamea Harman MA

Associate Professor, Ka Haka 'Ula o Ke'elikōlani College of Hawaiian Language, University of Hawai'i Hilo

Lead Teacher, Ke Kula 'o Nāwahīokalani'ōpu'u Iki LPCS

Co-Kumu Hula, Hālau I Ka Leo Ola o Nā Mamo

-Amy Ku'uleialoha Stillman PhD

Professor, American Culture and Music

Director, Native American Studies, University of Michigan

-Noelani Arista PhD

Director, Indigenous Studies Program

Associate Professor, History and Classical Studies, McGill University

-Bishop Museum

Leah Caldeira, Director, Bishop Museum Library & Archives

DeSoto Brown, Curator, Bishop Museum Archives

-Mānoa Heritage Center

Jessica Welch, Executive Director

-Office of Hawaiian Affairs

Kumu Hula Kalani Akana PhD, Cultural Specialist/Research Analyst

-Council for Native Hawaiian Advancement

Kumu Hula Hinalaimoana Wong-Kalu, Cultural Ambassador

Kumu Hula Mehana Hind, Senior Director of Community Programs

-Kāhuli Leo Le'a 501C3

Zachary Lum MA, Executive Director

Member, Keauhou ~Grammy Nominated, 21 Nā Hōkū Hanohano Award Winner

PhD Student, Political Science, University of Hawai'i at Mānoa

-Ke'alohe M. Reppun

Director, Hawaiian Studies Faculty

Kuāihelani Center, Punahou School

-Alika Young

Performing Arts – Department Head

Kamehameha Schools Kapālama

-L. Li'ipi'ilani Stevens Nāhiwa JD

PhD Student, University of Hawai'i at Mānoa

-Kumu Hula D. Pōhai Souza

Hālau Hula Kamamolikolehua

-Makalena Shibata

Kumu Kōkua, Hālau Hula Kamamolikolehua

-Thomas A. K. Haia

Personal Friend, Nearly 50 years



UNIVERSITY
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Hawaiʻinuiākea School of Hawaiian Knowledge
Kamakakūokalani Center for Hawaiian Studies

23 August 2022

UH Mānoa Award Committee "Honorary Degree"

Re: Strong Support for Kumu Kimo Alama Keaulana receiving an Honorary Doctorate of Humane Letters degree (Honorary Doctorate) from the University of Hawaiʻi

To Whom it May Concern:

I am Professor Lilikalā Kameʻeleihiwa. My doctorate is in Hawaiian and Pacific History from the University of Hawaiʻi at Mānoa [1986]. Currently, I am a Professor and founding member of the Kamakakūokalani Center for Hawaiian Studies [KCHS], and of the Hawaiʻinuiākea School of Hawaiian Knowledge [HSHK], at UH Mānoa. I also serve as the Brandt Chair of Comparative Polynesian Studies and have so far created 62 webinars on Hawaiian and Polynesian Ancestral Knowledge, available to scholars for all time.

I have over 36 years of experience as a Hawaiian Studies professor, and before 1987, I served as an acting Assistant Professor of Hawaiian History at UH-Mānoa for a year. I have written over 23 new courses in Hawaiian Studies, never taught anywhere else in the world, including:

- *Hwst 107: Introduction to Hawaiian Studies,
- *Hwst 270: Hawaiian Mythology,
- *Hwst 271: Papahulilani: Introduction to Hawaiian Astronomy,
- *Hwst 280-281: A 2 Semester course on Traditional Hawaiian Navigation,
- *Hwst 341: Hawaiian Genealogies of the 100 Generations of Hawaiian Chiefs,
- *Hwst 342: Chiefs of Post-Contact Hawaiʻi,
- *Hwst 602: Hawaiian Archival Research, and
- *Hwst 670: Study Abroad in Researching Temples in Hawaiʻi, Tahiti and the Marquesas.

I am writing in **strong support** of the initiative led by Dr. R. Keawe Lopes, Director of the Kawaihuelani Center for Hawaiian Language at UH Mānoa, to request that an **Honorary Doctorate be awarded to Kumu Kimo Alama Keaulana**.

Several years ago, I took a 2 week class from Kumu Kimo on the chants and hula of Honolulu, and I was tremendously impressed by his breadth of knowledge! What I saw was true Hawaiian history being taught in his class. I'm a Historian, I have a PhD in History. I think Kumu Kimo has an MA in Education. But what he knows about the history of Hawaiʻi comes from oral traditions that to date are not written anywhere.

So, I could read all the books, and I probably have read every single book that's been written about Hawaiian history, both in Hawaiian and English, and yet I don't know the things that Kumu Kimo knows. I'm very, very pleased with that, because it means that there are centers of genealogies, and of oral traditions throughout Hawai'i that are being held in living receptacles like Kumu Kimo. Moreover, what I really admire about Kumu Kimo is that he insists that the song should be sung exactly how it was written, and exactly as it was sung, which is a very traditional Hawaiian idea.

Kumu Kimo Alama Keaulana is a master of teaching in the ancestral tradition that produces continuous transmission of accurate knowledge over time. When we hear him sing a song that was written in 1880, we hear that song exactly as it was written in 1880 because that is how he learned it from his kumu. We hear the stories that come through in that time period. This is why oral tradition is so important, and that's why when you get something from oral tradition, you musn't change it. You shouldn't elaborate on it. You shouldn't change the song, change the words, or change the story; you should keep them exactly the same, because that's how we know we can trust in the historical accuracy of the oral traditions.

In regards to Kumu Kimo Alama Keaulana, I respect him as a historian, as a master of song, and as a brilliant kumu hula. I know that in the short two weeks of his class, even though we met from 9:30 in the morning to 1:00 every day, that we could have studied with him 10 times over, and we would still not be able to touch all the traditional chants and mele and hula that he knows for Honolulu. He taught us a sense of history and time from before his lifetime, and perhaps as early from about the 1850's, but he could have taught us history from the oral traditions of the last 1,000 years.

Not only does Kumu Kimo Alama Keaulana have a great wealth of traditional Hawaiian knowledge, but he is also superlative in the way he teaches! He makes every moment happy and exciting and wonderful to learn; I really admire his teaching style. I had such a good time in his class, and I believe that Kumu Kimo is one of the more important leaders in the reclamation of our vision of Hawaiian academia, and in all the areas that our kūpuna taught us until their teaching was suppressed. These things will come back with talented traditional kumu like Kumu Kimo Alama Keaulana leading us into the future!

Thus I support without reservation the proposal that **Kumu Kimo Alama Keaulana be awarded an Honorary Doctorate of Humane Letters degree (Honorary Doctorate) from the University of Hawai'i**, and if you have any questions, feel free to contact me at lilikala@hawaii.edu or on my cell 808-753-5826.

Mahalo nui loa,



Lilikalā Kame'eleihiwa, PhD

Professor and Brandt Chair of Comparative Polynesian Studies

Kamakūōkalani Center for Hawaiian Studies

Hawai'inuiākea School of Hawaiian Knowledge

University of Hawai‘i at Mānoa
2645 Dole Street, 103E
Honolulu, Hawai‘i 96744
Web: AVAknohiki.org, HawaiianAncestry.org
Cell: 808-753-5826
Zoom: 762 922 5713




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Hawaiʻinuiākea School of Hawaiian Knowledge
Office of the Dean

August 29, 2022

TO: UH Mānoa Award Committee "Honorary Degree"

FROM: Jonathan K Osorio, Dean, Hawaiʻinuiākea School of Hawaiian Knowledge 

RE: HONORARY PHD FOR KIMO ALAMA KEAULANA

Aloha Mai

I write to enthusiastically support the granting of an Honorary PhD To Kimo Alama Keaulana, a Hawaiian Studies instructor and Kumu Hula with more than 50 years as a practitioner of Hawaiʻi's most famous and influential art-form.

A PhD is regarded as the ultimate rank of a scholar at this and many other universities in the world. However, for Kanaka Maoli, there is no acknowledgment that holds greater esteem than kumu hula. Such individuals are still rare in Hawaiʻi and in the world, and that is because the knowledge, discipline and time it takes to master the art is much greater than the 7 or 8 years one might take to earn a PhD. Kumu hula must learn the performance of chant and hula, must be fluent in our ancestral language as a pre-condition and must learn a pedagogy that is unlike most forms of teaching found in a classroom. They must pass a rigorous ʻuniki or graduation; and once a kumu, must manage their halau almost as a business, as successfully as they can. And Kumu Keaulana is not just a kumu hula, he is one of a handful of people who have learned hula kuahu which requires knowledge of our ancient religion's chants and dances honoring deities.

Kumu Keaulana is a music historian, as accomplished and knowledgeable as anyone I have ever known. The "Kimo Alama Keaulana Collection" housed in the Bishop Museum Archives is "the Museum's most widely used collection" and contains almost 1,000 Hawaiian language songs with their translations, annotations and cross references

As a Hawaiian music historian, Kimo has published books on mele, has won two Nā Hōkū Hanahano awards for recorded music and was honored by Hawaiʻinuiākea in 2012 with our coveted I Ulu i ke Kumu Award for his scholarship, teaching and tireless community work. He is a board member at the Waiʻanae Coast Comprehensive Health Center, Lei o Lanikūhonua, the Mary Kawena Pukui Society, Hawaiian Music Hall of Fame, King Kamehameha Celebration Commission, and Waihona o na Mele Noʻeau.

It is proper for this university to honor a person who has made such a gigantic impression on the Hawaiʻi arts and language community, and not just to honor this great talent and intellect, but to demonstrate the relevance of our university to the Hawaiian people and the culture that is so celebrated around the world.



UNIVERSITY
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WEST O'AHU

Office of the Chancellor

Friday, August 26, 2022

To: University of Hawai'i Board of Regents
Re.: Support the Nomination of J. Kimo Alama Keaulana for Honorary Doctor of Humane Letters

Aloha mai kākou e University of Hawai'i Board of Regents!

It is with great humbleness that I forward my strong support to recognize J. Kimo Alama Keaulana for his tremendous contribution to the vitality of our language and cultural arts by conferring on him an Honorary Doctor of Humane Letters degree. As the inaugural Dean of Hawai'i inuiākea School of Hawaiian Knowledge at the University of Hawai'i at Mānoa (2008-2016), we sought his support to strengthen our Hawaiian language learning through mele, hula, and traditional and cultural arts. He provided guidance to our faculty and mentorship for our students. Uncle Kimo Alama Keaulana's recognitions and awards are well documented and his integrity and love for teaching highly praised. Perhaps metaphor, a poignant 'ōlelo no'eau, is the best way to describe his passion for learning teaching.

***He hi'ialo ua milimili 'ia kea lo. Ua Ha'ai 'ia ma kekua. Ua le 'ia ma ka 'a'i.
A beloved one fondled in the arms, carried on the back, arms around the neck as a lei.***

This wise saying describes the care and strength required to mālama a beloved child. It has multiple meanings, but I use it here as a way of describing the depth of his passion and kuleana. That is, he lives the core values of both a master kumu and a life-long haumana. His peers respect his skill and leadership because he teaches ha'aha'a through his respect and his care for the knowledge that has been gifted to him and that he shares with others. He takes this kuleana, like a beloved child, holds it firmly and caringly and shares it in hopes that it will inspire and strengthen. Our students throughout the University of Hawai'i as well as in our Hawai'i DOE high schools have benefited from his extensive knowledge and gentle yet disciplined approach to living a pono life filled with mele, hula and aloha.

Indeed, his work with our students has been transformative! Through the patient, purposeful and disciplined learning of traditional cultural practices, our students find hope, strength, and pride. They learn to step-up to the kāhea of their kupuna and have become student leaders, researchers and educators, professionals, community leaders, and engaged parents and family members. As kumu and role model, Kimo exemplifies po'okela through the principled values of wiwo'ole, makaukau, kuleana, imi 'ike, and mālama! All of these qualities (and more) he grounds in our Native Hawaiian lineage, ancestral knowledge, and traditional and cultural practices in a manner that lives in a contemporary 21st Century global world!

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Kapolei, Hawaii 96707
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Fax: (808) 689-2771

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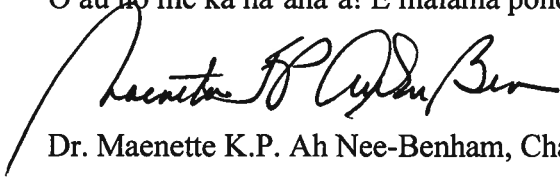
Indeed, Kimo's lifework continues to strengthen our lāhui as well as our educational institutions by inspiring generations of Kanaka Maoli to believe that they can kūlia i ka nu'u! We are all encouraged by the work he continues to do. He exemplifies the best in community leadership, in 'Oiwī leadership and is a key partner for tomorrow's Native Hawaiian leaders in education.

We are reminded of the aloha, kuleana and kaumaha of responsibility that he has shouldered as he continues to work to ensure that all that feeds us is pono. I am reminded of a most appropriate 'ōlelo no'eau to conclude this nomination:

*Ua ho'omakua ka la'au.
The plan has become a tree.*

I am honored to have this opportunity to recommend him to you.

O au no me ka ha'aha'a! E mālama pono!

A handwritten signature in black ink, appearing to read "Maenette K.P. Ah Nee-Benham". The signature is fluid and cursive, with a large initial "M" and "A".

Dr. Maenette K.P. Ah Nee-Benham, Chancellor



UNIVERSITY
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Kennedy Theatre
Department of Theatre and Dance

28 August 2022

Aloha mai nō kākou e nā lālā o ka UH Mānoa Award Committee “Honorary Degree,”

Please accept this letter of nomination to confer an Honorary Doctor of Humane Letters degree (Honorary Doctorate) on to Uncle Kimo Alama Keaulana ~ an accomplished kumu hula and educator; historian; researcher and author; recording artist and professional musician; community advocate; and Hawaiian cultural authority and advisor. Uncle Kimo Alama Keaulana is a formidable exponent of Hawaiian knowledge, culture, and performing arts, specifically traditional dance practices and poetic expression.

My earliest introduction to Uncle Kimo’s contributions to Ka Pae ‘Āina o Hawai‘ and the perpetuation of Hawaiian language and performing arts was in the 1990’s while I was a student of Hawaiian language in Kawaihuelani Center for Hawaiian Language, formerly Hawaiian and Indo Pacific Languages and Literatures, at the University of Hawai‘i at Mānoa. Over the years I have had the opportunity to learn from Uncle Kimo in formal and informal settings. Each encounter has enriched my life and understanding of the complexities of Hawaiian artistic practices and ways of knowing. Uncle Kimo’s scholarship in the art of poetic expression as a *haku mele* (composer), *pu‘ukani* (musician), and *kumu hula* (hula master) has earned him an international reputation. He is often called upon to deliver talks and to consult on a variety of projects. He is also very active in ensuring the well-being and vitality of the Hawaiian people through his many community and educational engagements. I have experienced the intentionality and impact of his work in our community and in the academy.

The Hawaiian Theatre Program in the Department of Theatre and Dance here at UH Mānoa has greatly benefited from Uncle Kimo’s generosity sharing his knowledge and talents with us in our previous productions and the development of program curriculum. As the director of the Hawaiian Theatre Program shepherding curriculum development and original *Hana Keaka* (Hawaiian-medium theatrical productions), I recognized the value and importance of Uncle Kimo’s work and expertise in Hawaiian performing arts. Our inaugural production, *Lā‘ieikawai*, provided an opportunity to collaborate with him. For the aforementioned production, he contributed to the dramaturgical research for the *hula he‘enalu* (surfing hula) and the historical

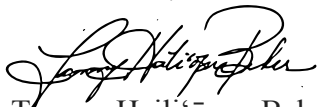
1770 East-West Road
Honolulu, Hawai‘i 96822
Telephone: (808) 956-7677
email: theatre@hawaii.edu

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context of the scene in which the dance took place. Uncle Kimo composed the original mele, *A Hiki i Kea'au la*, for the production and consulted on the choreography for that hula. Working with our program and hana keaka production, we observed his meticulous craftsmanship and talent as a haku mele as well as the level of excellence of his artistic legacy.

Uncle Kimo Alama Keaulana has made a significant contribution to our society through his knowledge production and creative endeavors. His work has been vital in the promotion and perpetuation of Hawaiian performing arts in our community and beyond our island shores. I humbly request your committee to recognize his scholarly and artistic achievements by conferring an honorary doctorate on him. Mahalo.

Me ke aloha,

A handwritten signature in black ink, appearing to read 'Tammy Haili'ōpua Baker', written in a cursive style.

Tammy Haili'ōpua Baker, MFA, PhD
Director, Hawaiian Theatre Program

1770 East-West Road
Honolulu, Hawai'i 96822
Telephone: (808) 956-2602
Fax: (808) 956-4234
email: marty.myers@hawaii.edu
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E ka Papa Hanohano o nā Kahu Kula o Ke Kulanui o Hawai‘i ma
Mānoa,
Aloha ‘oukou.

*Me ke ohohia a me ka ha‘aha‘a māua e haku nei i leka ho‘ohanohano
a kāko‘o no kā māua kumu aloha, ka loea hula, kai ‘imi noelo i ka ‘ike
o nā kūpuna, ke kama aloha o ka ‘āina kulaiwi nei ‘o Hawai‘i, ‘o Kimo
Alama Keaulana.*

It is our sincere honor to write this letter of recommendation for our beloved teacher, renowned hula expert, lifelong learner, perpetual researcher, and native son of Hawai‘i, Kimo Alama Keaulana.

Uncle Kimo, as we affectionately call him, is the epitome of Native Hawaiian scholarship. This is because he (like his predecessors whom he carries with him) knows that scholarship alone will not ensure the perpetuation and vitality of our language and culture. It is through a combination of scholarship, education, and service that our artforms like the hula has been sustained and thrived despite countless obstacles. As the old Hawaiian proverb goes: “*E lawe i ke a‘o a mālama, a e ‘oi mau ka na‘auao.*” (‘Ōlelo Noe‘au #328) “He who takes his teachings and applies them increases his knowledge.” Uncle Kimo has lovingly taken the teachings of his forebears, people like Adeline Maunupau Lee and Patience Nāmaka Bacon, and has taught them to his students at every level offered in the educational system here in Hawai‘i (from elementary to the collegiate level), as well as to the members of his Lei Hulu Hula School, and countless local and national community organizations.

He is a celebrated musician and scholar of Hawaiian music whose expertise is often sought when the tune to an old song is no longer remembered or when the words to a verse have been long forgotten by our people. Uncle Kimo is a storehouse of information and he is always willing to share his knowledge with those who want to know and agree to take care of these precious things. To quote him, “This is not my knowledge. I am simply a vessel through which this knowledge will pass from one generation to the next.” This is indeed a remarkable responsibility that he bears with both vigilance and grace.

On a more personal note, Uncle Kimo Alama Keaulana was instrumental in our pursuit of our educational endeavors and in fostering our desire to continue this hula tradition. From the idea and inception of Kekoa’s dissertation until completion, Uncle Kimo was pivotal in

being a constant resource on the hula tradition of Joseph ‘Īlālā‘ole. The founding of our Hālau I Ka Leo Ola O Nā Mamo lies upon the inspiration and urgency Uncle Kimo planted in us to teach traditional hula. Serving our community in our various roles and teaching our four children these traditions in our home in our native tongue comes from Uncle Kimo’s teachings and encouragement.

We sometimes overlook these aspects of excellence in academia if it is not in the form of a dissertation or a thesis, or in the number of scholarly journals one has been published in. In many ways Uncle Kimo has taken on the task of a lifetime. He has taken on a challenge that his kupuna and those ali‘i who truly cared for their people understood. Uncle Kimo understands that his role is to ensure the intergenerational transmission of all this ‘ike or knowledge that he has learned and treasures. The value of this knowledge is in the life and joy it brings to our people and all of Hawai‘i.

In many ways Uncle Kimo is this *kumu ho‘ohālike* or role model that we hope our children and grandchildren continue to emulate in their pursuit of knowledge. How do we promote the pursuit of knowledge and enlightenment in order to benefit Hawai‘i and its people?

Bestowing an honorary Doctorate to Uncle Kimo Alama Keaulana will promote what we love most about Hawai‘i and our University of Hawai‘i system. We, Kekoa and Pelehonuamea Harman humbly support the bestowing of this degree upon our beloved Uncle Kimo to whom we will forever be grateful.

Me ka ‘oia‘i‘o,



Dr. Kekoa L. Harman

Associate Professor- Ka Haka ‘Ula O Ke‘elikōlani College of Hawaiian Language, UH Hilo
MA in Hawaiian Language of Literature, UH Hilo
Kumu Hula, Hālau I Ka Leo Ola O Nā Mamo



Pelehonuamea Harman

Lead Teacher, Ke Kula ‘o Nāwahīokalani‘ōpu‘u Iki LPCS
MA in Hawaiian Language and Literature, UH Hilo
Kahuawaiola Indigenous Teacher Certification

Kumu Hula, Hālau I Ka Leo Ola O Nā Mamo

August 29, 2022

UH Mānoa Awards Committee “Honorary Doctorates”
University of Hawai‘i at Mānoa
Honolulu, HI 96822

Esteemed Colleagues,

It is my honor as well as pleasure to support the nomination of Mr. Kimo Alama Keaulana for an honorary doctorate from UH Mānoa. A recognition of this stature is commensurate with the breadth and depth of knowledge about Hawaiian music and hula that he has shepherded throughout his professional life as an esteemed musician, kumu hula, documentarian and educator.

I first met Mr. Keaulana in the early 1990s when I was conducting archival research on Hawaiian music, primarily at Bishop Museum. He graciously granted me the gift of a series of conversations over several weeks, ranging over mele that covered more than one hundred years of history. Those conversations have deeply informed my own published scholarship on mele, the corpus of which has been widely consulted by community members as well as my collegial peers.

Mr. Keaulana is a walking encyclopedia, especially in the field of mele—Hawaiian poetic texts. As early as his teen years, he sought out and sustained close relationships with multiple mentors in the Hawaiian community. With his prodigious memory, he became a repository of repertoire and stories, and eventually he was entrusted with significant collections of mele by esteemed songwriters. From his academic training in education, Mr. Keaulana understood the importance of accessibility to the knowledge that he shepherded, and took the extraordinary step of producing over 1000 typescript pages of documentation which he gifted to Bishop Museum Archives. The Kimo Alama Keaulana Collection is one of the most consulted sources, not only for authoritative lyrics and translations of mele but also for stories associated with the mele. The unpublished manuscripts that came into his possession were also generously gifted, this time to UH Library, in yet another acknowledgment of the value of accessibility to these materials.

What is significant is that Mr. Keaulana’s archives --- both embodied and documented --- covers the work of important Hawaiian-language songwriters in the era of WWII through the 1960s. The work was prolific, and was taken up enthusiastically among the growing ranks of privately-run hula studios. Although that body of work was made available on sound recordings by musicians then, and continues to be recorded by contemporary musicians, it remained largely outside the circulation of published music. Astonishingly, this era of Hawaiian music and hula was roundly repudiated in the early years and decades of

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the cultural revitalization movement that began in the 1970s. Commercial music was tainted by the its conflation with tourist entertainment; youth were especially adamant about reaching back to the further past. Mr. Keaulana was, for many years, an anachronism, a keeper of repertoire largely ignored. Thankfully the tides of passion for Hawaiian music and hula have come around to recognizing the tremendous cultural value of this long undervalued repertoire and some of the most revered songwriters, such as John Almeida, Alice Keawekane, Bill Lincoln, and Alice Namakelua.

Mr. Keaulana's encyclopedic knowledge, combined with his command of excellent communication skills, made him an ideal candidate to pursue graduate study in history or ethnomusicology. There is no doubt in my mind that he would have succeeded admirably, and had the potential to produce excellent scholarship on Hawaiian repertoire, had he not already established a career in secondary education, further extended by his eventual move to Honolulu Community College. Mr. Keaulana parlayed his educational vocation into taking on the kuleana – responsibility – of developing his hālau into a vehicle for training a cadre of future kumu hula. Among his proteges, the husband-wife team of Dr. Keawe Lopes and Ms. Tracie Lopes stand out for taking on those repertoire and performance traditions, achieving excellence and success in the most prestigious performance venues for hula.

There is no one who is more qualified for recognition conferred by an honorary doctorate that Mr. Keaulana., for indeed, he is a living treasure. And he is one whose commitment to education and knowledge production has been exemplified by his passing on the valuable cultural heritage that he has stewarded, with the greatest of care, generosity, and grace.

'O wau no me ka ha'aha'a,
Humbly yours,



Amy Ku'uleialoha Stillman
Arthur F. Thurnau Professor
Professor of American Culture and Music
Director, Native American Studies
Member and Past Director, Asian/Pacific Islander American Studies



He nani 'o Mānoa
Wehi i ka ua
Ka ua Tuahine
Kupa o ka 'āina

Mānoa is beautiful,
adorned by
the Tuahine rain
native of the land

Nani 'o Mānoa, composed by Kimo Alama

Aloha mai kākou,

I write this letter to add my voice to the chorus of support of Ka Waihona a Ke Aloha, The Mele Institute of Kawihuelani Center for Hawaiian Language (UHM) nomination to confer an Honorary Doctor of Humane Letters Degree upon Kumu Hula Kimo Alama Keaulana.

In 1973, when Kumu Kimo won first and third place for his songs, “Pua Melia” and “Nani Mānoa” in the 24th annual Hawaiian Song Composing Contest sponsored by the City’s Department of Recreation, I was about to be accepted to Kamehameha Schools, a school I would attend for the next thirteen years. When I was merely a child, Kimo Alama was a 17 year old who, “Many believed (was)...destined to be Hawai‘i’s next superstar.” In the Hawaiian community, it is strange for me to write a letter of this nature for someone of Kumu Kimo’s stature, because I am of a younger generation and because the mana he has given over to the practice of his art and to his many haumāna are things that defy measurement or quantification.

While many perhaps have had to view ‘Anakala Kimo’s talent and wit from afar, I was one of the lucky people who worked with him on two, multi-year Hawaiian language research projects in the late 90s and early 2000s. By then Mr. Alama had been teaching hula at his own school for over 25 years. It was a lucky break for me to work alongside experts like Aunty Edith McKinzie, and Kumu Kimo on the Hawaiian language newspaper indexing project which sought to summarize and index Hawaiian language newspapers for English speaking readers. On a second project focused on Mele Kanikau (Hawaiian laments) under the direction of Kumu Rubellite Kawena Johnson, I was the young graduate student sent to copy, staple and transcribe kanikau (Hawaiian laments) out of 19th century newspapers, and was on hand while Kumu Kawena, Kumu Kimo and John Mahelona translated, and discussed these lengthy chants.



The kanikau are one of the highest forms of Hawaiian poetic chants, not simply because they are replete with wind, rain and place names, but because they are suffused with aloha for loved ones lost. Through our many explorations of these chant forms I became the scholar I have become, beyond the confines of academia and my MA or PhD. The travels I shared with Kumu Kawena, and Kumu Kimo from O'ahu to Maui to present our findings in Hawaiian communities, gave me a way to synthesize my training in Hawaiian language, and deepen my knowledge of oli (chant) which I had begun with Kumu Hula John Keola Lake. Without these years of training in research, translation, and interpretation, of following, of listening and learning to both the textual archive, and these Kumu, I would not be the historian I am today.

Kumu Kimo practices his art: the art of hula, of composing mele, singing and teaching--- significant activities for the perpetuation of 'ike Hawai'i, requiring knowledge of Hawaiian language, poetry, history, genealogy, ceremony, and knowledge of place, plants, winds, and rains. The art of the chanter and dancer for Kanaka Maoli people *is* art, science and spirituality, it is the knowledge that continues to foster pilina, living relations between Hawaiian people, Hawaiian people and 'āina, and between ourselves, our ancestors and future generations. I think it is important to speak of the significance of Kumu Kimo's work within a vast historical context of Ka Pae 'Āina o Hawai'i and Nā Kai 'Ewalu, the archipelago of islands and seas, Hawaiian history and relations, which too often get lost because much of this work proceeds in a language foreign to most people: ka 'ōlelo Hawai'i. Kumu Kimo's work operates independently of the contemporary impulse to use Hawaiian knowledge as part of a proselytization project, it runs a course deeper than "Hawaiian identity," it remains free of these ideologies, independent of the need to self-define through resistance. To understand the significance of Kimo's work in the public sphere in English, one only need turn to the English language newspapers, television, and YouTube. He is recognized internationally as a Kumu Hula, haku mele (composer) and Kumu of Kumu.

What is beautiful, is seemingly a subjective question, but in our community (and many others) perhaps the highest form of artistry is the fostering of healthy relations, the aloha and creativity that Kumu cultivate and make possible. In all the years I have known Kumu Alama, wit, beauty and excellence has been his to share with me and everyone around him. Certainly, Kumu Kimo Alama's life's work and distinguished career has qualified him for a PhD many times over, and though it is truly not my place to recommend him for this honor, I will say that without the education I received, to which he contributed greatly, I would not be the scholar I am today.

Me ke aloha,

Noelani Arista
Director, Indigenous Studies Program
Associate Professor, History and Classical Studies

UH Mānoa Award Committee “Honorary Degree”

University of Hawai‘i at Mānoa

2500 Campus Road

Honolulu, Hawai‘i 96822

kwaka@hawaii.edu

August 26, 2022

The Library & Archives of Bishop Museum endorses, without reservation, the nomination of Kimo Alama Keaulana for an Honorary Doctor of Humane Letters degree. In his many capacities as a noted Hawaiian cultural authority, educator, kumu hula, researcher, and author, Bishop Museum staff have had the privilege of working with and learning from Keaulana’s expertise and dedication to the Hawaiian people and our culture.

In particular, the Kimo Alama Keaulana Mele Collection, housed at the Bishop Museum Archives, is perhaps the most important (and popularly accessed) materials the Archives has collected in the past 30 years. This collection, compiled and authored by Kimo Keaulana, came to the museum in 1992. It consists of 7 archival boxes documenting Hawaiian mele (Hawaiian poetic compositions), translating Hawaiian language lyrics, and interpreting mele to make them more accessible and understandable for practitioners and scholars at all levels of cultural fluency.

As a young Hawaiian musician decades ago, Keaulana mastered his repertoire in the traditional way of listening and learning from kūpuna. Unlike in the western world, many significant Hawaiian songs were never published on paper. The melodies, lyrics to songs, and their hidden meanings, would be retained by memory. In this way, he followed the established patterns of generations of Hawaiians.

Keaulana also recognized the limitations of passing knowledge along in this fashion. With so few mele in print, those who could not spend dedicated time with informed elders might never learn important or beloved songs pertaining to their own culture and history—much less to be able to perpetuate them. To carry on what he had been fortunate enough to have learned, Keaulana spent an immense amount of time transcribing the lyrics to songs that he knew, also adding any contextual information he had gathered from different sources, including documents in the Bishop Museum Archives and stories he had been told verbally. He also referenced published versions of songs in the relatively few cases where these existed.

His voluminous listing of songs is particularly useful for having been cleanly and carefully typed, easily legible and free of handwritten notations. It is rare that working musicians can or will do this, since papers they regularly use for performances become dirty and damaged, reducing their legibility for any other readers.

Through his longtime association with Patience Namaka Wiggin Bacon, the daughter of famed Hawaiian scholar Mary Kawena Pukui, Keaulana’s work was donated to Bishop Museum (where Auntie Pat was employed for many years) in 1992. Once in her hands and with her endorsement, the collection was placed in the Archives where it has been, and continues to be, an extremely valuable resource for the Hawaiian people and the broader communities of



scholars and musicians interested in Hawaiian language, Hawaiian cultural understandings, and Hawaiian music.

Kimo Alama Keaulana's foresight and desire to preserve and perpetuate Hawaiian music, which is a foundational part of Hawaiian culture, deserves recognition. Realizing the need to share this beautiful and meaningful expression of Hawaiian identity, he took it upon himself to create a legacy of knowledge and excellence for our people.

It is a privilege to support Kimo Alama Keaulana's nomination for an Honorary Doctorate.

Sincerely,

A handwritten signature in black ink, appearing to read 'Leah Caldeira'.

Leah Caldeira

Director
Bishop Museum Library & Archives

Acting Director
Bishop Museum Press

Curator for Cultural Resilience

A handwritten signature in black ink, appearing to read 'DeSoto Brown'.

DeSoto Brown

Bishop Museum Historian

Curator for Archives

MĀNOA HERITAGE CENTER

August 29, 2022

Aloha UH Mānoa Award Committee:

Mānoa Heritage Center (MHC) is honored to support the nomination to the Board of Regents of the University of Hawaii at Manoa, to confer an Honorary Doctor of Humane Letters degree (Honorary Doctorate) on to Kimo Alama Keaulana.

Dedicated to inspiring people to be thoughtful stewards of their communities, MHC promotes an understanding of Hawai'i's cultural and natural heritage by stewarding Kūka'ō'ō Heiau and its surrounding gardens of native plants. Kimo Keaulana has been an incredible resource for our staff as we seek to learn more about Kūka'ō'ō and the mo'olelo of Mānoa Valley.

Kimo Keaulana serves on MHC's Kōmike Lawelawe Aloha Committee also known as the Stewardship of Kūka'ō'ō Heiau Committee. The purpose of this committee is to establish and follow protocol associated with Kūka'ō'ō. In addition, he routinely participates in MHC's annual docent training class sharing the mo'olelo of Mānoa with a special focus on the winds and rains. His version of the mo'olelo of Kahalaopuna was published by Manoa Press and illustrated by Jim Rumford. This book has been incorporated into MHC's school tours serving 2,000 keiki per year.

MHC routinely turns to Kimo Keaulana for his incredible in-depth knowledge of Hawaiian culture and Mānoa Valley. He is the person we go to when we have a question and the person we think of when asked who are the cultural practioners who know the valley. Kimo Keaulana is giving of his time and knowledge and it is always an honor to be in his presence. It is without reservation that we nominate him for this Honorary Doctorate.

Aloha,



Jessica Welch
Executive Director
808-398-9672
jessica@manoaheritagecenter.org

Kalani Akana
1819 Sereno Street #2
Honolulu, Hawai'i 96817

August 29, 2022

Dear UH Mānoa Award Committee,

‘Ano‘ai ke aloha iā kākou a pau. It is a great honor and joyful privilege of mine to urge the conferring of an Honorary Doctor of Humane Letters degree upon Kimo Alama Keaulana. Kimo is considered a loa or accomplished expert in the Hawaiian community whose command of the Hawaiian language, poetry, chant, music, and hula has enabled him to compose and record songs and chants that have been recognized in Hawai'i and around the world. He has recorded several albums that are sources of valued information and rare songs and stories that he has in his vast archive. He has been recognized with many honors for his contributions to Hawaiian music. For that reason, Kimo is often turned to for consultation which he offers freely with aloha. He has mentored many young Hawaiian musicians and kumu hula. He is, in fact, a loa considered to be a master teacher and teacher of teachers. I myself as a kumu hula of forty plus years, have been a student in one of his many advanced courses and workshops he has offered. Kimo has produced several cohorts of kumu hula. As a president of a Hawaiian royal society, I have often asked Kimo to conduct hula workshops so that we could raise funds for higher education scholarships. He has also conducted these workshop fundraisers for Hawaiian civic clubs and other organizations. This, of course, he has done freely. He masterfully incorporates traditional knowledge as well as humor into his teaching. One cannot help but feel uplifted and high-spirited after leaving one of Kimo's classes or workshops.

Kimo Keaulana always honors his many mentors and teachers through his commitment to perpetuate their teachings. He has documented and published their works and stories in his *Puke Mele: A book of Hawaiian songs* I and II. These resources were made available by Kimo on Ulukau, the Hawaiian electronic library which is available worldwide. Kimo has also donated his priceless treasure trove of Hawaiian music to Kawaihuelani: Center for Hawaiian Language. This archive along with his books are available to the public and frequently accessed by researchers and cultural practitioners. In addition, Kimo has conducted many classes at the University of Hawai'i Mānoa based on the collection.

Kimo is acknowledged as a historian and genealogist. He has helped many organizations and families to understand and appreciate both important aspects of Hawaiian culture. As a trained researcher and former cultural specialist at the Office of Hawaiian Affairs, I have often consulted Kimo and his works in my research.

As a kumu hula of more than 40 years as well as a person with a doctorate degree, I can unequivocally say that the two marks of status and achievement are certainly the same. To me, the rank of kumu hula, however, is more precious. Moreover, in Kimo Keaulana's situation, he is a loa and therefore very much like a professor emeritus. I therefore, again, urge the Board of Regents confer the Honorary Doctor of Humane Letters degree upon Kimo Alama Keaulana.

‘O wau me ka ‘oiā‘i‘o,

Kalani Akana

Kumu Hula, Ph.D

Cultural Specialist/Research Analyst

Office of Hawaiian Affairs

Hinaleimoana K.K. Wong-Kalu
522 Ekekela Place
Honolulu, Hawaii 96817
taahine.hina@gmail.com

20 August 2022

University of Hawaii at Manoa
Award Committee

Aloha mai to all on the Award Committee,

Aloha mai to you all whom serve as the UH Mānoa Award Committee,

Re: Honorary Degree for Kimo Alama Keaulana

Mahalo a nui for your kind heart on this recommendation.

I write this letter to you not simply in the form of a request for consideration, but as a letter urging you to please confidently consider my Kumu, Kimo Alama Keaulana, to bestow upon him an honorary Doctorate degree for he is one of a swiftly dwindling handful of Loea, or master/skilled expert in so many areas of Hawaiian culture, life and practices that I consider him to be a Living Treasure of Hawai'i for my people. In fact, he is a Master of Masters.

My Kumu Kimo is of unequivocal reputation for so many aspects of Hawaiian history, language, Dance, Chant, cultural perspective and philosophy that it would be an absolute tragedy if he were not honored in some way for all that he represents and knows.

I hold the honor of people acknowledging me as "Kumu Hina" and am treated with great kindness and aloha by my people, but what many don't know is that my knowledge and understanding of things Kanaka/Hawaiian ghastly pale in comparison to the knowledge of my Kumu Kimo Alama Keaulana.

And while this letter is not about me, I was asked to submit a letter recommending my Kumu for this degree to be awarded to him based upon the merits of my own name and history amongst Hawaiians. Some in my community consider me a leader and respect my voice and leadership and presence in and amongst my fellow Hawaiians.


For the record, I'm a nobody and would still be a nobody somewhere in the world were it not for some incredibly wise, intelligent and well-respected people whom I look up to and admire...and cherish greatly. My 32 years of teaching in the Hawaiian community from K-12, to community classes for the general public to teaching our Hawaiian men in incarceration, my 13 years of public appointed service and one of the longest former chairpersons for the Oahu Island Burial Council, my work experience from the Bishop Museum to Ke Ola Mamo, to Hawaiian Charter Schools and then on to OHA and now as the Cultural Ambassador for the Council For Native Hawaiian Advancement, none of this would have meaning nor any credibility were it not for one of my greatest teachers and role models, Kumu Kimo Alama Keaulana.

My Kumu Kimo has been one of the greatest inspirational and empowering factors in my life's journey and if I never ever see a Doctorate degree I could be ok with that, but I would be ever so grateful for your strong consideration to honor my Kumu in this way.

Once he passes from this earth, so too will much of the insight, perspective, and intellect of my people go with him. It is more than just the cerebral, it is his heart, mind and spirit that sing what it means to be Kanaka and I can't think of anyone more deserving and rightful to be bestowed this great honor. He is the essence of what it means to be Kanaka.

He is a pillar of integrity, fortitude and passion along with inspiration that through those of us he taught, that there could be hope for the future of my Lahui, my beloved Hawaiian people.

I've been asked to write letters of recommendation before, but this request of me is my absolute humble privilege and honor to write on behalf of my Kumu Kimo Alama Keaulana.



My Kumu is a bridge to our past, our history and our Hawaiian way of life and thinking and feeling for many of us today.

Please do humbly consider my request along with the others to confer an honorary Doctorate degree upon my Kumu, Kimo Alama Keaulana.

My ancestors, my people of this time, and myself are all humbly honored to have your time and kind attention and hopefully your heart on this matter.

Mahalo a nui loa,

Kumu Hinaleimoana Kwai Kong Wong-Kalu

Cultural Ambassador; Council for Native Hawaiian Advancement

8/30/22

UH Mānoa Award Committee
Honorary Degree

Aloha,

I am writing in strong recommendation of the application for an honorary doctoral degree for Kimo Alama Keaulana. I have witnessed over the years many of the honorary doctoral recipients receive their degrees from UH Mānoa and Kimo Alama Keaulana is definitely worthy of standing amongst them. I have known Kimo Alama Keaulana since I was a child and as a professional in the area of community capacity building along with being a Kumu Hula myself, Uncle Kimo, as he is affectionately called by many, is of a rare breed of scholar, educator, culture bearer, and community leader. He is and has been a teacher in the k-12 environment, a college professor, a private school teacher, a researcher, a musician, and a Kumu Hula.

Kumu Kimo is responsible for the creating a generation of Native Hawaiian leaders that he was masterful at having them traverse the Hawaiian and western worldviews. The knowledge set that he has of the ancestral knowledge systems is rare. He learned directly from elders who entrusted him with the links that connect our people with our primal understanding of the world around us.

Uncle Kimo has nurtured a level of scholarship, a level of excellence that is unmatched by even those of his generation. He has utilized and mastered most forms of education environments to be able to share the archive encased in his body. The k-12 environment, the college system, the community center, the hālau and has even found a way to share wisdom via social media platforms. Many in my generation of Native Hawaiian leaders have been shaped by his teachings and his example.

Uncle Kimo is also a very dynamic member of the community and can often be found serenading family and community gatherings with songs that remind our people of their strength, their vulnerabilities, their joy, and their kuleana. As many scholars can become disconnected from the communities that raised them, Uncle Kimo remains a very visible member of our community which is so instrumental for the next generations to witness.

In my work as a community organizer and capacity builder, I have seen the fruits of his labor over the years through the students, both young and old, who carry on his legacy of excellence in things Hawaiian. His mark is very recognizable in a world that craves to make culture all “the same”. As information is more widely accessible through the internet, Kumu Kimo reminds us that information and knowledge are two different things and intelligence is guided by having a deeper understanding of the “information”. He has dedicated his life to the well-being of the people of Hawai‘i through education and carries out that mission everyday with rigor and vibrancy.



Mahalo for your consideration of Kumu Kimo Alama Keaulana for the honorary doctoral degree. He is deserving of this recognition and will be an excellent representative of the University of Hawai'i's commitment to the Native Hawaiian people and to the recognition of excellence in the knowledge systems that continue to provide for the well-being of Hawai'i.

Me ka mahalo, me ke aloha, me ka mai poina 'ole,
Mehanaokala Hind
SR Director of Community Programs
Council for Native Hawaiian Advancement.

August 25, 2022

Zachary Lum

Executive Director, Kāhuli Leo Le‘a

47-430 Hui Nēnē St.

Kāne‘ohe, HI 96744

zack@kahulileolea.org

kahulileolea.org

808-391-1064

RE: UH Award Committee “Honorary Degree”

Aloha kākou e nā mea hanohano o ke kula nui,

My name is Zachary Alaka‘i Lum, Executive Director of Kāhuli Leo Le‘a, a Hawai‘i nonprofit organization dedicated to the education, composition and presentation of mele - a Hawaiian knowledge system through song. I write to you in ardent support of conferring an Honorary Doctor of Humane Letters degree scholar for Kimo Alama Keaulana – a scholar of Hawai‘i’s oldest knowledge system (mele), a cultural expert of embodying that knowledge (hula), and a once-in-a-generation conduit for accessing our histories and futures through such knowledge (loea).

Uncle Kimo, as we in the mele/hula community affectionately regard him, is staunch in maintaining the knowledge and practices he has inherited from his teachers, and those before them. As is the case with all Hawaiian knowledge, the repository of knowledge that Uncle Kimo represents is a product of his educational genealogy. Ours is a culture that finds value in people and ideas that have a clear, unbroken connection to the past immemorial. Uncle Kimo represents this value in his ability to access knowledge from before that would otherwise be lost. This is the knowledge with which he equips the future.

In my work as a scholar, author, and producer of mele, I have had the opportunity to spend time with Uncle Kimo who so freely provided mele resources that were not found elsewhere. As a leader of knowledge through mele, Uncle Kimo was undeniably a necessary interviewee in my research to produce *Lei Nāhonoapi‘ilani: Songs of West Maui*, a song book of mele related to West Maui, translated and set in western musical notation. Though not from Maui, Uncle Kimo became the largest contributor of mele to the publication – ensuring that unique cultural data found only in these mele would endure for present and future communities.

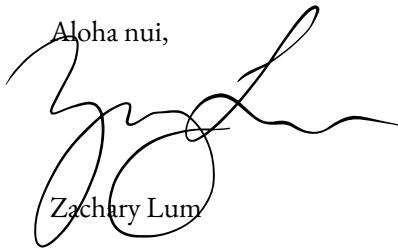
As a Grammy-nominated and 21-time Nā Hōkū Hanohano award winning producer, mele practitioner, and recording artists, I have always regarded Uncle Kimo’s opinion as one that delineates music from *mele*. What is the difference? Music describes audible enjoyment. Mele describes this same enjoyment, but implies the intergenerational relationships through which embedded knowledge is re-animated through its performance. A

keen understanding of this difference is a product of Uncle Kimo's work. One of his many students, Dr. R. Keawe Lopes – Director of Kawaihuelani, Center for Hawaiian Language – maintains the stewardship of Uncle Kimo's massive contribution to Hawaiian epistemology through mele. Because of Uncle Kimo, and his teachers before him and after him, a new generation of mele (not just music) practitioners continues to grow and utilize mele as a renewed pathway toward educational sovereignty and Indigenous resurgence. Uncle Kimo's contributions are so large that we will not see its full extent in our lifetime.

Thus, I offer my strong support to confer this Honorary Doctor of Humane Letters degree unto Kimo Alama Keaulana. Such an honor would not only validate his extensive contributions, but also that of his entire genealogy of knowledge which, after all, is the guiding star of a decolonized place of Hawaiian learning.

If I may offer anything further for your review, please do not hesitate to reach out to me.

Aloha nui,

A handwritten signature in black ink, appearing to read 'Zachary Lum', with a large, stylized 'Z' and 'L'.

Zachary Lum



KUAIHELANI LEARNING CENTER
PUNAHOU SCHOOL

29. 'Aukake.2022

Welina ke aloha o ka 'āina e ke Komike Ho'ohanohano o ke Kulanui o Hawai'i ma Mānoa,

My name is Ke'alohe M. Reppun and I am writing to you today as the Director of Kuaihelani Learning Center for 'Ike Hawai'i at Punahou School where "Uncle" Kimo Alama Keaulana is currently employed.

In the Spring of 2019, Punahou School was recruiting for a Kumu Hula position through which an individual would serve the school in the development and execution of cultural protocol, help to develop the music and dance programs to include authentic practice of Hawaiian performance arts, and contribute to the furthering of the vision of Kuaihelani Learning Center in promoting 'ike Hawai'i across grade levels and disciplines. During each of our applicant interviews the name Kimo Keaulana was mentioned when we asked about hula lineage. Each of our applicants had in some time or another been taught by him and credited him with some substantial body of hula knowledge or another. Interestingly, and much to our surprise, Kimo Keaulana had also applied for our position. Culturally, and practically, the hiring committee knew that any decision besides hiring Kimo would mean that we were hiring the student rather than the teacher. For anyone who is familiar with hula lineages and the power and sanctity of traditional transmission of knowledge, Kimo Keaulana represents a breed of hula student, and thus hula teacher, that is waning at present. I knew that we, Punahou School and Kuaihelani specifically, had a unique opportunity to bolster our team of cultural experts in a way that not many people, organizations, let alone institutions often get. His hiring was not an opportunity I was willing to let pass us up, and in the Fall of 2019, Kimo began his employment with Punahou School, under the Kuaihelani Learning Center, and in a culturally interesting dynamic, as a much older and more knowledgeable employee under my youthful leadership.

While I am confident in my own knowledge and in my own ability to lead the work we have been charged with shouldering, I found myself initially wondering how being the supervisor of such a knowledgeable and reputable cultural resource as a young administrator would play out. While I had met Kimo prior to his employment, it was only when we began working together that I came to understand the depth of his cultural knowledge, the sheer vastness of his mele and hula repertoire, and his absolute conviction to sharing and giving of all of his knowledge to as many willing and worthy students as humanly possible. While most of these letters of support will speak to the unique cultural repository that he has amassed and the treasure he is, specifically because of what he has been given and knows, for me, it is the genuine generosity and desire to give it all away that I believe makes Kimo so unique.

It did not take long for me to realize that Kimo's desire to make all of his knowledge accessible was not just lip service because he began to bring folders, files, banker boxes, notebooks, binders, and records to the office to share with any and everyone who would stop to chat. The director of communications stopped by one day and Kimo and she had a conversation about her father, the next day he brought a binder full of songs, one of which was written by the woman's grandfather. He would copy, write the story of how he came into the lyrics, the story of its composition as he recollected it, record an audio file of its melody and deliver it to her office for her to enjoy. Over the past 3 years of our working together, sharing an office, and dreaming up crazy ways to get people

inspired to learn mele, hula, language, and everything Hawai'i, I have seen this same scene play out on more than a hand and foot full of occasions, each time, the receiver leaving our office with the biggest smile I have ever seen, with welled up eyes full of emotion, or with a seemingly inspired spirit.

While there are so many stories I could tell you that would outline why Kimo is deserving of this recognition, to me, the simple progression of thought goes something like this: the most generous of people have a perspective that what they have to give does not belong to them. Rather, they are mere stewards of the gifts of our kūpuna and carry the kuleana of ensuring that knowledge makes its way from one generation to the next. And because they understand this as their charge, they must have a great capacity for carrying, maintaining, and promoting a vast repository of knowledge, and possess a skill in identifying those in the next generation who are worthy vessels, humble with great capacity. Throughout life the goal is simple: collect as much as you can, find the younger one who can help to carry, and do your darndest to transmit as much as possible. Everyday, and in every way, Kimo Keaulana lives this charge.

As Kimo's colleague and office mate, I am not the worthy vessel who has been given the kuleana of carrying his cultural burden, but I have been given more than I could have ever asked or imagined to have been given as a result of the unique pleasure of daily interaction. He arrives at the office by 6:30am everyday, is there to greet the masses, and me when I finally arrive between 7 and 7:30. Over morning coffee, and as I warm up to the work day, he shares that he has been up since 3am and that he was thinking about this or that so he started digging for an artifact he remembers he had, or a mele he recollects learning, or an article he wrote for so-and-so. By 8am, I have usually heard a new song I never knew existed, heard at least 3 names of people long gone who Kimo remembers sitting and talking with, asked 5 questions, and discussed some cultural context from his story that would be the topic of a great essay I will then ask him to write. There is never a day that goes by that I do not learn something new, that I am not inspired to learn, or that I do not consider what my own life, and that of the 'ike Hawai'i program at Punahou School, would be without Kimo Keaulana.

While I, and Punahou School, are but one context in which Kimo has had a great and profound influence, I know that in every role he serves in our community, and in every one of his places of employment you would find people to attest to the unique space he occupies in the Hawaiian community, the vast repository that he himself is, and to the generosity and conviction he has to the transmission and education of 'ike Hawai'i for the next generation. It is upon this belief and with unwavering conviction that I submit this letter of support for Ka Waihona A Ke Aloha's request to recongnize Kimo Alama Keaulana with an Honorary Doctor of Humane Letters Degree. If I can provide any further insight, please do not hesitate to reach out.

Mahalo a nui for your consideration,



Ke'alahi M. Reppun '99

Luna Ho'okele

'Ike Hawai'i Faculty

Kikowaena 'Ike Hawai'i

TEL: 808.944.3556

EMAIL: kreppun@punahou.edu



KAMEHAMEHA SCHOOLS
Kapālama
KE‘ELIKŌLANI PERFORMING ARTS DEPARTMENT

Monday, August 29, 2022

Re: Letter of Recommendation to the UH Mānoa Award Committee “Honorary Degree” for
Kimo Alama Keaulana

Aloha mai kākou,

It is my honor and privilege to support Ka Waihona A Ke Aloha, The Mele Institute of Kawaihuelani Center for Hawaiian Language, UHM, and their letter of nomination to the Board of Regents of the University of Hawai‘i at Mānoa – to confer an Honorary Doctor of Humane Letters degree on to Uncle Kimo Alama Keaulana.

As a proud graduate of Kamehameha Schools (class of 1973), Kumu Kimo has dedicated his life in service to others as an accomplished kumu hula and educator; historian, researcher and author; recording artist and professional musician; community advocate; and a Hawaiian cultural expert and advisor.

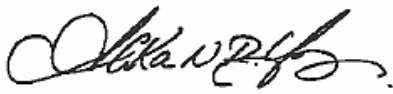
In 1999 and 2009, Kumu Kimo served as the overall judge for our annual Kamehameha Schools Song Contest and in 2009 he also led our Kamehameha organization-wide kanikapila workshop coordinated by our Ka‘iwakīloumoku Hawaiian Cultural Center, celebrating the music of John Kameaaloha Almeida. From 2010-2015, Kumu Kimo presented traditional Hawaiian music workshops for our Kamehameha Schools’ faculty and staff as a part of our “E Ho‘ohawai‘i Kākou” program, which focused on bringing Hawaiian cultural knowledge among all faculty and staff. In 2017, Kumu Kimo also served as a panelist on indigenous Hawaiian learning for our Kamehameha Schools “Mo‘ōlelo” series.

Kumu Kimo has served as an assistant professor in Hawaiian Language and Hawaiian Studies at Honolulu Community College and the University of Hawai‘i at Mānoa. He has taught hula for nearly 50 years at his own Lei Hulu Hula School, and he has served as a judge at various hula competitions throughout our Hawai‘i community and abroad.

As an award-winning composer, Kumu Kimo is a much-valued Hawaiian music resource, authority and historian. His publication of “Puke Mele: A Book of Hawaiian Songs”, Volume I and Volume II, collected, edited and translated by Kimo Alama Keaulana – are still resources used till this day by local musicians and those studying Hawaiian music, songs and chants. Our Kamehameha Schools community is forever grateful for the scholarly work and significant educational contributions by Kumu Kimo to our Hawai‘i community, in ensuring that the well-being and vitality of our Hawaiian people and the Hawaiian culture thrives now and for future generations.

Please consider our humble support for the nomination to confer an Honorary Doctor of Humane Letters degree to Kimo Alama Keaulana.

Me ke aloha nui,

A handwritten signature in black ink, appearing to read 'Alike N.R. Young'.

Alike N.R. Young
Performing Arts – Department Head
Kamehameha Schools - Kapālama
210 Konia Circle, Honolulu HI 96817
(808) 842-8973
aiyoung@ksbe.edu

28 ‘Aukake 2022

TO: Board of Regents
The University of Hawai‘i

RE: Superlative Letter of Recommendation for Honorary Doctor of Humane Letters to
J. Kimo Alama Keaulana

E ka Board of Regents, aloha ‘oukou:

With deep humility and effusive joy, I offer this superlative recommendation for Jerald Kimo Alama Keaulana. I have had the privilege of knowing Mr. Alama Keaulana, whom I adoring call ‘Anakala Kimo, for several years now. My first interaction with him was while he was teaching hula to a close confidant who was traveling to Aotearoa to meet Hōkūle‘a during their renowned World Wide Voyage. In that context, I only knew him to be someone who generously shared his ‘ike of mele, hula and things Hawaiian. Nevertheless, over the last few years since he has taken his position at Punahou School, I have become better acquainted with a person for whom I have the most profound and reverend respect.

Nowhere in my academic journey at the University of Hawai‘i have I encountered such an expert in mele, hula and Hawaiian knowledge. Through my undergraduate, professional, and doctoral academic journeys, I have grappled with finding mentors and instructors who could offer me adequate support in my studies of the intersections of law and Hawaiian knowledge through the lens of the Hawaiian language and related sourced materials. This past summer, I was fortunate to have enrolled in his "Mele As Poetry" class. At this point, I embraced a profound appreciation of his innate mastery in the area of mele, hula and Hawaiian values and customs. The degree to which he could integrate discussions of ethics and applied critical analysis into studying such areas was unfamiliar.

Moreover, his ability to employ 19th-century mele as the method of curricula demonstrated his unparalleled expertise in mele, hula and command of things Hawaiian. His practical knowledge of these domains is primarily based on his first-hand education from formidable experts in mele, hula and Hawaiian culture. An individual like ‘Anakala Kimo is few and far between and a rare gem who has garnered the right to assert his mastery of mele, hula and ‘ike Hawai‘i. A right aptly based on a genealogy of tutelage from experts who are long gone yet considered masters of Hawaiian knowledge in their rights. Those who lay the foundation for what is used at the University and other educational institutions as seminal works in the Hawaiian language, literature and culture. Open access to someone of his caliber is unheard of in our current time. Unfortunately, that is a stark reality for many of us who endeavor to study Hawaiian language and culture.

With a background in law and an emphasis on Native Hawaiian Law, I am confident that I am well-suited to comment on the critical role that ‘Anakala Kimo plays in revitalizing the Hawaiian language and the Hawaiian culture. In 2019, the Supreme Court of Hawai‘i opined, “Majority concludes that Hawaiian language immersion is currently the only realistic way to revive the Hawaiian language.” (Clarabal v. Department of Education) The Hawaiian language is essential to fulfilling the constitutional requirement to conserve and protect not only the culture and identity of the Native Hawaiian people but also Hawai‘i’s natural beauty and natural resources. Without the understanding and infusion of knowledge that ‘ōlelo Hawai‘i brings, the Hawaiian people and their ‘āina resources cannot be adequately protected and conserved. The Hawaiian language and culture provide the historical names of the places, their origins, their oral histories, the religious and cultural practices and mele and mo‘olelo associated with that location. The language is imbued in the place, and the place is enriched and understood by the language

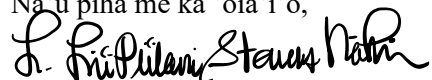
and culture. Nonetheless, diluted knowledge of the language results in a culture that is likewise a diluted recognition and appreciation of the people and their ‘āina resources, and inherently, inadequate protection of both. Without ‘ōlelo Hawai‘i and cultural proficiency, the Hawaiian people and natural resources are ill-defined, allowed to be abused, and monitored by a perspective that cannot appreciate the depth of Hawaiian language, culture and values.

Furthermore, a deficiency in the number of people proficient in Hawaiian language and culture directly impedes the ability to provide the requisite knowledge and information to State decision-makers to fulfill the constitutional requirement to protect and conserve Hawai‘i’s people, culture, natural beauty and all its natural resources. (HI. Const. Art. X §§ 4,10; Art. XII § 7) This deficiency is a direct result of actions taken by the republic and territorial governments of Hawai‘i. These actions were designed to eradicate the Hawaiian language and culture, and over a long span of years, these governments nearly accomplished this objective. The State’s duty to fulfill its constitutional requirement to conserve and preserve Hawai‘i’s natural and cultural resources for future generations manifestly includes taking the requisite steps within its authority to accomplish this constitutional mandate. These steps include rectifying the actions of its government predecessors that indisputably created the present situation where there are insufficient Hawaiian speakers and cultural experts to provide the requisite knowledge to State agencies to enable the agency to properly conserve and protect Hawai‘i’s people, the Hawaiian culture, natural resources and its natural beauty as the constitution demands. The only effective way to increase Hawaiian speakers and cultural exponents to the level required is by providing greater access to opportunities to those who have demonstrated mastery and expertise in the areas of Hawaiian arts, such as ‘Anakala Kimo. This fact is demonstrated to be the one method that can successfully revitalize the Hawaiian language and culture, thereby bringing Hawaiian to its rightful place.

‘Anakala Kimo’s work in the area of Hawaiian arts: language, literature, mele, hula and ‘ike Hawai‘i directly affects the realization of this goal of revitalization as well as fulfilling Hawai‘i’s constitutional mandate. Another crucial piece of ‘Anakala Kimo’s impact is his work as an educator for many years to those positioned to teach the next generations. His teaching allows educators and advocates to strike at the most pivotal component of the Hawaiian language and cultural revitalization—the proper training of teachers in and out of the university. Without a doubt, the success of our keikis’ education is contingent on the degree of preparedness of our teachers. ‘Anakala Kimo’s selfless dedication to his work and practice is worthy of the highest level of honor and the epitome of what an exemplar of a Hawaiian educator should resemble, worthy of an honorary degree. I do not demur that his outstanding example teaches his students even without his presence. His mastery of Hawaiian arts and scholarly command are brought together in a manner that gives meaning and depth to the prestigious call of experts to be engaged in service to our community.

In sum, ‘Anakala Kimo Alama Keaulana has earned my superlative recommendation for the conferral of a Doctor of Humane Letters. Such a degree would allow scholars and professionals like myself to cite and refer to ‘Anakala Kimo as a resource in furthering the study and work of Hawaiian language and culture exponents, educators, students and practitioners. I recommend him based on his unparalleled mastery and expertise in the arts of Hawaiian language, literature, mele and hula. Notably, his outstanding commitment to service in our community, deep love and earnest care for his haumāna and the larger Lāhui Hawai‘i are unmatched. Without a waiver, Jerald Kimo Alama Keaulana is one of the most outstanding kanaka I have the privilege of knowing. Through his tireless work and contributions to our Hawaiian community, I have high hopes for the future of the next generations and our Hawai‘i aloha.

Na‘u piha me ka ‘oia‘i‘o,



L. Li‘iPi‘ilani Stevens Nāhiwa, J.D.



Hālau Hula Kamamolikolehua

439 Kamani Street, Suite 204

Honolulu, HI 96813

Email: pohaisouza@gmail.com phone: (808) 392-2642

August 24, 2002

Award Committee "Honorary Degree"
University of Hawai'i at Mānoa
Honolulu, HI 96822

Dear Committee Members:

I fully support Kumu Hula Kimo Alama Keaulana receive an Honorary Doctorate. I can personally attest that he not only meets, but exceeds the requirements of an honorary doctorate as his distinguished reputation is both nationally and internationally renowned, and there is no equal to his life pursuit in the perpetuation of Hawaiian culture.

Many are quick to acknowledge Kimo for his mastery and advancement of Hawaiian music and hula here in the islands and around the world. And for that, he has received appropriate recognitions in 2018 with a Lifetime Achievement Award from Hawai'i Academy of Recording Arts and the Malia Kau award from Moanalua Garden Foundation. But, his first recognition of expertise and specialization in hula came in 1997 when he along with my Kumu Hula and 56 others were selected as expert sources of knowledge in a publication entitled Nānā i Nā Loea Hula (Look to the Hula Resources). But before that, I realized he was a keeper of knowledge. So when I graduated as a Kumu Hula over 30 years ago, I attended workshops, panel discussions, presentations, and musical productions that he either hosted or supported because I too valued the knowledge he gives so freely. As such, I participated in every mele class that Kimo taught for nearly 10 years at UHM to include the Hawaiian Poetry class this summer. This last class was under Ka Waihoana Ke Aloha, the Mele Institute of Kawaihuelani, which I firmly believe exists today due to his vision and its continued success is due to his encouragement and support for the past 20 years.

Because he is so humble, few know that he has volunteered his precious time and talents to preserve, train, and renormalize many traditional practices we appreciate today. One such practice is the pā'ū (horseback riding) units in parades. This is a uniquely Hawaiian tradition that sets the Kamehameha Day and Aloha Week apart from every other parade in the world. Training now several generations in the many facets of pā'ū units, he has scores now who can train and perpetuate this art which include attire, adornments, decorations, and procession. For over 20 years, he has also volunteered to teach workshops, which I have attended, to raise the necessary money to offset the personal costs these pā'ū units incur as they are extremely costly and is no longer funded by the State. On that note, he also serves as a Commissioner for Kamehameha Day Celebration to ensure all the islands continues to host appropriate events to honor the ali'i who united our islands.

Selfless service best describes how he volunteers his time and talents to host fundraisers to support a myriad of societies, organizations, and institutions to include UH. Others to name a few include royal societies and institutions such as Royal Order of Kamehameha, 'Ahahui Ka'ahumanu, Hale o Nā Ali'i, 'Ahahui Ka'iulani, 'Iolani Palace, Hānaiakamalama (Queen Emma Summer Palace), Bishop Museum, Daughters of Hawai'i, and numerous Hawaiian Civic Clubs. His aloha extends behind these shores as he has supported Hulihe'e Palace and West Kaua'i Visitors' Center. I am sure there are countless more, but I have only listed the ones that I have personally attended.

In closing, I have no doubt that the Board of Regents will endorse an honorary doctorate for Kimo given his accomplishments and for dedicating his life to public service so that others may learn to appreciate and perpetuate the cherished knowledge of our ancestors ensuring its integrity continues to stretch back to antiquity.

With warmhearted aloha,

D. Pohai Souza
Kumu Hula

Kumu Hula Makalena Young Shibata
98-522 Kilipohe Street, 'Aiea, HI 96701
phone: (808) 782-3410
email: myshibat@hawaii.edu
UHM Student #1471-7546

August 22, 2022

UH Mānoa Award Committee "Honorary Degree"
2500 Campus Road
Honolulu, Hawai'i 96822

Dear Committee Members:

It is my distinct pleasure and honor to support Dr. R. Keawe Lopes' petition that UH confer an Honorary Doctor of Humane Letters Degree to Kumu Hula Jerald Kimo Alama Keaulana. For over 50 years, Uncle Kimo has preserved, promoted, and revitalized Hawaiian culture and is today recognized as the foremost expert in all aspects of Hawaiian music to include mele and hula by not only the Hawaiian community, but also by local and state government entities such as the State Foundation of Culture and the Arts as well as a myriad of other organizations and officials throughout the United States and internationally.

In 2015, UH posthumously conferred an honorary doctoral degree to Mary Kawena Puku'i for advancing the Hawaiian culture. Like Mrs. Puku'i, Uncle Kimo has continued this effort with such zeal that the Hawaiian culture is once again achieving the notoriety and respect it deserves within our shores and around the world. His efforts are unmatched today considering his numerous accolades and distinctions which include the Lifetime Achievement Award from Hawai'i Academy of Recording Arts and the Malia Kau Award from Moanalua Garden Foundation for being a Master Kumu Hula noted for being a keeper of our culture. Like Mrs. Puku'i, he too is a published author, unparalleled historian, distinguished educator, and venerated kumu hula and musician who is continuously sought for advice, counsel, and knowledge. The extent of his impact can only be truly appreciated when you count the hula festivals, competitions, and workshops he has judged, supported or helped to create; the times he has been cited in publications and scholarly works; and more importantly, the number of his acolytes who he inspired to attain doctorates with the knowledge he shared. Fortunately, the majority are now themselves educators and many are filling prominent UH positions.

More to the point, there is no other individual alive today that can speak authoritatively on all matters of Hawaiian music, who has his own collection housed at the Bishop Museum Archive, and who is sought out and filmed by UH, Hawai'i State Archives, and countless of other organizations to ensure that the knowledge he has so carefully and meticulously preserved continues forward for our future generation. As a recent graduate of Kawaihuelani (2020), I cannot express the depth of my gratitude to have formally learned from him while seeking my degree and most recently this summer in HAW 484, Hawaiian Poetry, where we learned of 19th century mele, composers and their stories. Assuredly, no one else could teach this subject and the complexities of the Hawaiian language with such passion, brilliance, and profound thoroughness.

As a life-long student of this esteemed institution, I am proud it is a Hawaiian place of learning. As Hawaiians celebrate the living, let's not wait for posthumous accolades that are meaningless to the ones they are meant to honor, but instead let's bestow him now with an honorary doctorate. Mahalo a nui loa!

With much humility and aloha,



Kumu Hula Makalena Young Shibata
Kumu Kōkua, Hālau Hula Kamamolikolehua

Attn: UH Mānoa Award Committee "Honorary Degree"

Aloha no!

When you open the dictionary and look up the word "selfless" the name Jerald Kimo Alama Keaulana should appear because a selfless person, like Kimo Alama, is one who is more concerned with the needs and wishes of others than his/her/their own.

I have known Kimo Alama for nearly 50 years and met him as we prepared to ride in a Pa'u unit for the Kamehameha Day parade. As a first time rider, I didn't have a clue about anything: The need to have a costume, the need to prepare lei for yourself and your mount, the need to fundraise money to help defray costs. Kimo's knowledge and experience with these requirements were generously shared with my family and I. Without Kimo, I would have been dead in the water as far as riding in the parade was concerned. Since our initial meeting, Kimo and I have become fast friends.

Kimo has taught hundreds, if not thousands, of toddlers, children, adolescents and adults the art of hula. He is one of the most talented kumu hula alive. To watch Kimo dance hula is truly gracefulness in motion.

Additionally, Kimo shares his musical talents with the world. He plays a mean ukulele and standup bass. His voice is simply heavenly.

Professionally, Kimo has dedicated himself to teaching children and adults alike. Whether he was teaching teenagers at Kalani High School, adults at Honolulu Community College or adolescents at Punahou Academy, Kimo puts himself into his work and gives it his all.

The fact that Kimo has kept the art of hula, Hawaiian music and the Hawaiian language alive through his tireless efforts in sharing his mana'o with na haumana is a testament to his belief in the value of preserving Hawaiian art, culture and language. The fact that Kimo has danced, sang, played instruments, taught and shared his immeasurable knowledge with our youth speaks volumes about the man and his desire to perpetuate Hawaiiana as an active and live "being" in our world.

If anyone deserves the respect of receiving an Honorary Degree it is Jerald Kimo Alama Keaulana. Mahalo.

Aloha,
Thomas A. K. Haia 

J. Kimo Alama Keaulana

89-564 Mokiawe Street; Wai'anae, Hawai'i 96792

Tel: (808) 779-2535 kimokeaulana@gmail.com

PURPOSE

‘Ano‘ai ka welina. This curriculum vitae is for you to get a more comprehensive feel of my education, skills and experiences. Should you have any questions, please feel free to contact me. Mahalo.

EXPERIENCE

Kumu ‘Ike Hawai‘i/Kumu Hula; Punahou School; Honolulu, Hawai‘i; 2019-present

Responsible for the teaching, planning and designing of Hawaiian Language courses at the high school level. These courses include Hawaiian 2, Hawaiian 4, and Hawaiian 5. Also am a Hawaiian music and dance resource teacher for grades K-12.

Assistant Professor; Honolulu Community College; Honolulu, Hawai‘i 1997-2019

Responsible for the teaching, planning and designing of college level courses in Hawaiian Language and Studies. These courses include HAW 101, HAW 102, HAW 201, HAW 202, HAW 261, HWST 105/BOT 105, and HWST 212. Also responsible for committee work that includes campus-wide programs, expenditures, curriculum proposals, tenure and promotion concerns throughout the UH community college system.

Kumu Hula; Lei Hulu Hula School; Honolulu, Hawai‘i 1971 to present

Provide instruction in ancient and modern hula as well as other Polynesian dances. The *hula ‘ōlapa*, *hula ‘āla‘apapa* and *hula pahu* classes have graduated over 100 students over a decade of training students.

Assistant Professor; University of Hawai‘i at Mānoa; Honolulu, Hawai‘i

2003-2009 (Summer Sessions)

Responsible for researching, editing, translating and annotating *mele* to provide the textual information for the classes that I taught. These are undergraduate and graduate courses in Hawaiian poetry (mele). The total work culminated in about 250 hours of classes on video and about 650 mele now deposited at the University of Hawai'i at Mānoa's Hawaiian Language Department, Kawaihuelani.

Synopsis Writer; Hawaiian Language Newspaper Indexing and Cataloguing Project; Honolulu, Hawai'i **1992-2005**

Wrote English language synopses of Hawaiian language newspaper articles, legal notices, advertisements and vital statistics as they appeared in Hawaiian language newspapers from 1834 through the 1860s. The project was headed by Mrs. Edith Kawelohea McKinzie.

Department Chairperson & Social Studies Teacher; Kalani High School; Honolulu, Hawai'i **1989 to 1996**

Responsible for the budgeting, ordering, scheduling and curriculum supervision of 7 social studies high school teachers. As a social studies teacher, I planned for and taught high school courses: United States History & Government, World History, Modern History of Hawai'i, History of the Pacific, Global Education and Consumer Education. I also supervised and taught student teachers as well as hosted observation/participation students in collaboration with the College of Education of the University of Hawai'i at Mānoa.

Lecturer; Honolulu Community College; Honolulu, Hawai'i **1996 to 1997**

Responsible for the planning and teaching of HAW 201 (Intermediate Hawaiian Language I) and HAW 202 (Intermediate Hawaiian Language II).

Researcher, Translator & Presenter; Kanikau Project; Honolulu, Hawai'i **1993 to 1995**

Researched, translated, explained and presented findings in *kanikau*, Hawaiian lamentation chants and dirges. The project was headed by Rubellite Kawena Johnson.

Lecturer; Kapi'olani Community College; Honolulu, Hawai'i **1990 to 1996**

Responsible for the curriculum development, planning and teaching of DANCE 212 (Ancient Hawaiian Dance) during the fall and spring semesters.

Social Studies Teacher; Washington Intermediate School; Honolulu, Hawai'i
1987 to 1989

Responsible for planning and teaching 8th grade United States History & Government classes and a 7th grade English class. I also supervised and taught student teachers as well as hosted observation/participation students in collaboration with the College of Education of the University of Hawai'i at Mānoa.

Social Studies Teacher; Moloka'i High & Intermediate School; Ho'olehua, Moloka'i
1986 to 1987

Responsible for planning and teaching 8th grade United States History & Government classes and 12th grade classes in Asian History and Political Science.

EDUCATION (WESTERN)

University of Hawai'i at Mānoa; Honolulu, Hawai'i	1992
Master of Education, Curriculum & Instruction, Secondary Social Studies	

University of Hawai'i at Mānoa; Honolulu, Hawai'i	1986
Professional Diploma	

University of Hawai'i at Mānoa; Honolulu, Hawai'i	1986
Bachelor of Education, Secondary Social Studies	

Honolulu Community College	1984
Associate of Arts, Liberal Arts	

EDUCATION (INDIGENOUS)

Hawaiian Language (speaking, reading, writing, translation) Birth to Present

My maternal grandmother was a *manaleo*, a native speaker of the Hawaiian language. I learned from her from infancy until she passed away when I was about 6 years of age. At the age of 9, I would be exposed again to spoken Hawaiian by the relatives and friends of my hula and Hawaiian music teacher, Mrs. Adeline Nani Maunupau Lee. While a student at Kamehameha, I studied the Hawaiian language formally for 4 years under Mrs. Sarah 'Ilialoa Quick (now, Sarah Keahi). My Hawaiian language and cultural learning was fine-tuned by Mrs. Edith McKinzie & Mrs. Pat Bacon by working with these respected and knowledgeable women for decades. The Hawaiian language had set the solid foundation for the learning everything else that I would learn about the indigenous lore and culture of Hawai'i.

Traditional Hula circa 1992 to 2004

The last 2 teachers that instructed me in the traditional hula from the Joseph Kealiiakamoku Ilalaole hula lineage were Mrs. Elizabeth Hiilaniwai Atkinson, Joseph Ilalaole's daughter, and Mrs. Pat Bacon, a prime student of his.

Traditional Hula and Music 1964 to 1977

Instruction in the various forms of traditional ("ancient") hula, chanting and old Hawaiian music were taught to me by Mrs. Adeline Lee, Mrs. Alice Namakelua, Mrs. Hattie Au, Kauhane and others.

Hawaiian Story Telling and Lore circa 1968 to 1975

Mrs. Aina Keawe was recognized as a story teller and interpreter of Hawaiian culture and lore. She had taught me many Hawaiian cultural practices and stories and how to relate them to others.

Hawaiian Feather Work circa 1974 to 1976

A relative of my mother's, Mrs. Lottie Perry, and her daughter, Mrs. Charlotte Cathcart, were the teachers who instructed me in making *lei kūkū*, *lei kāmoe*, *lei humupapa* and *kāhili* with feathers in traditional Hawaiian methods.

Hawaiian Quilting circa 1968 to 1973

My maternal great grandmother was a Hawaiian quilter of note and quilting in the Hawaiian fashion was practiced among my mother's relatives. A cousin of my mother's, Miss Julia Toomey, and the celebrated quilter, Mrs. Mealii Kalama, taught me *kapa kuiki*, Hawaiian quilting.

***Lauhala* Plaiting**

circa 1970

Simple *lauhala* (pandanus) leaf preparation and plaiting were taught to me by Mrs. Rosalie Gahan.

***Lau Niu* and Crab Net Making**

circa 1969

Mr. Shigeru Narumoto taught me simple *lau niu* (coconut leaf) plaiting and Hawaiian crab net making.

Traditional Hawaiian Chanting (*oli*)

circa 1968 to 1973

Mrs. Adeline Lee gave me the initial instructions in the art of oli, chanting. Another teacher, Kauhane, furthered that instruction and technique enhancements would come from Mrs. Edith McKinzie, Mr. Henry Moikehaokahiki Pa, Mr. George Holokai and Mrs. Pat Bacon.

Lei Making

circa 1968 to 1975

Mrs. Marie McDonald, the notable lei expert, was my first teacher. The method of making lei with *hala* keys was taught by Mrs. Mary Lindsey.

Hawaiian Medicine

circa 1968 to 1973

Miss Julia Toomey, my maternal grandmother's cousin, taught me about native Hawaiian plants and their preparations for healing. Mrs. Aina Keawe and Dr. Donald Kilolani Mitchell also taught about other plants and their uses.

Hawaiian Plants, Dyes, Sports, Games & Pastimes

1968 to 1973

Mrs. Aina Keawe taught me old Hawaiian cat's cradle figures, *hei*, with their accompanying chants. She also taught me about making Hawaiian dyes from plants. While a student at Kamehameha, I was Dr. Donald Kilolani Mitchell's assistant with the

Hawai'i Mobile. He was a native plants expert and was also the person who documented and gave instructions for executing Hawaiian sports, games, and pastimes.

***Pā'ū Holo Lio* Wrapping & Sewing**

1971, 1980, 1986 & 2014

I was first introduced to the art of *pā'ū holo lio* (Hawaiian female equestrian skirt) wrapping by Mrs. Lillian Hyun in 1968. She was the director of equestrian units in the Kamehameha Day Parades. She taught me how to wrap the *pā'ū holo lio* in 1971. The technique was refined in 1980 by Mr. Nalani Sheldon, her student and *pā'ū* master. He also instructed me in the sewing of the *pā'ū holo lio* and *kīpola*, bodice covering. I learned another method in 1986 by Mrs. Eva Peelua of Moloka'i, a relative of my mother's. I will be shown the Kona method in 2014 by Mrs. Barbara Nobriga.

Traditional Hula Kuahu

1968 to 1969

Although I have included hula earlier, the *hula kuahu* deserves its own treatment. Hula kuahu is the religious form of hula that is no longer practiced. I am the last living person to have been trained in this religious form of hula; the only other person alive is Mrs. Pat Bacon who is now 98 years old. Kauhane from Kaua'i was the name of my *kumu hula*, hula teacher.

Hula Implement Making

circa 1968 to 1973

Mr. Shigeru Narumoto taught me how to make the *pahu hula* (shark skin hula drum), *kilu/pūniu* (coconut shell knee drum), *pū'ili* (split bamboo rattle), *'ulī'ulī* (feathered rattling gourd), *ipu heke 'ole* (single gourd drum), *ipu heke* (double gourd drum), *kā'eke'eke* (bamboo tone pipes), and *'ohe hano ihu* (nose flute).

CERTIFICATES

Facilitative Leadership Seminar

1994

Professional Secondary Social Studies Teaching Certificate

1990

State of Hawai'i Department of Education

University of Hawai'i Center for Pacific Island Studies
Teachers' Workshop on the Pacific Islands

1990

Citizenship Institute Program

1988

The Hawai'i State Judiciary, The Hawai'i State Department of Education, The Hawai'i Council on Legal Education for Youth, The William S. Richardson School of Law

SKILLS

Foremost, I am a native speaker (mānaleo) of the Hawaiian language. The community recognizes me as a resource for Hawaiian music, chant and hula in all its forms and functions. A sizable amount of this work is available in public archives and collections through my collected translations, annotations, explanations and video records. As an educator, I am able to work with children as well as adults; with individuals and groups along with administrative duties.

BOARD MEMBERSHIPS

Lanikūhonua Cultural Institute	2018 to present
Wai'anae Coast Comprehensive Health Center	2014 to present
Ke'alohe Hula Competition (Waimea Valley)	2014
Mary Kawena Pukui Society	2014 to present
Lei O Lanikūhonua	2006 to present
Waihona Mele No'eau	2006 to present

CURRENT COMMITTEE WORK

Division Curriculum Committee

Honolulu Community College,

This committee reviews curriculum/course modifications & proposals & is responsible for approving or denying them.

Division Personnel Committee

Honolulu Community College,

This committee reviews contract, promotion & tenure proposals & either recommends or denies the proposals under review.

Tenure and Promotion Revue Committee

University of Hawai'i Community Colleges System (statewide),

This committee is composed of various tenured members of the UH Community Colleges System & is in charge of reviewing promotion and tenure dossiers & either approves or denies the proposals under review.

Writing Intensive Committee

Honolulu Community College,

This committee is comprised of faculty who teach Writing Intensive courses. The committee is in charge of maintaining the hallmarks & standards of Writing Intensive courses.

Committee on Disabled Access

Honolulu Community College,

This committee concerns itself with students who are in need of special accommodations & to assure that the college campus is in compliance with the Americans with Disabilities Act.

PUBLICATIONS AND RECORDINGS

“Ka Makani Kā‘ili Aloha”

2017

A Hawaiian language story published in the “Honolulu Star-Advertiser” on February 4, 2017.

“Ka Punawai I Ka Lihi Kai”

2014

A Hawaiian language story published in the “Honolulu Star-Advertiser” on March 1, 2014.

“Ke One Kuilima Laulā O ‘Ewa”

2014

A Hawaiian language story published in the “Honolulu Star-Advertiser” on February 22, 2014.

- “Hula Lives”** **2005**
Mele Nani Music (#101),
 A commercial compact disk of traditional Hawaiian music. This recording garnered 2 awards from the Hawai‘i Academy of Recording Arts: Best Hawaiian Language Performance & Haku Mele of the Year.
- “Lei Hulu Sings for the Hula”** **1994**
Pua Records (#1006),
 A commercial compact disk & cassette recording of traditional Hawaiian music.
- “Halona: Cha-Lang-Lang Today”** **1978**
Poki Records (#PS 4904),
 A commercial long play record of traditional Hawaiian music.
- Puke Mele: Volume 2*** **2003**
Ishi Enterprize, Inc.,
 A book of Hawaiian language songs with their translations, annotations & explanations. An English language & a Japanese language version were printed.
- Puke Mele: Volume 1*** **1988 & 2000**
Wonder View Press, 1988 & Ishi Enterprize, Inc.,
 A book of Hawaiian language songs with their translations, annotations & explanations. The original printing in English was published in 1988. An English language reprinting with a Japanese language volume was published in 2000.
- “Ka Mana‘o O Nā Mele”** **1990 to 1995**
KCCN Radio,
 This was a seasonal radio series that featured daily Hawaiian language music selections with their backgrounds explained in 90 second radio vignettes.
- World History and Culture Course Guide** **2000**
State of Hawai‘i, Department of Education,
 I was a contributor of lesson plans for this course guide used in Hawai‘i’s public schools.
- “Ka Wai Kau Mai O Maleka: The Intoxication of the Hawaiian People”** **1988**

This is an article that was written in collaboration with Scott Whitney and published in *Contemporary Drug Problems*. This article was presented at the International Anthropology Conference that was held in Zagreb, Yugoslavia in 1988.

In addition to the above, I am also cited in numerous commercial recordings in the liner notes or acknowledgements and in several publications as a reference for information, song lyrics, translations, explanations, background and/or biographical information. Most recently, I was acknowledged in the 2018 Merrie Monarch Hula Competition for teaching the Miss Aloha Hula her *hula kahiko* selection & also the 1st runner up's hula kahiko selection.

BIOGRAPHICAL INCLUSIONS

***Hawaiian Music & Musicians: An Encyclopedic History* 2012**

Mutual Publishing,

This is an encyclopedic resource on the history of Hawaiian music and its musicians. It was originally edited by the late Dr. George S. Kanahele and revised and updated by John Berger. There is an entry on me in this authoritative work.

***Nānā I Nā Loea Hula: Look to the Hula Resources (Volume 2)* 1997**

Kalihi-Pālama Culture & Arts Society, Inc.,

This is a collection of biographies of *kumu hula* (hula teachers) with accompanying photographic portraits of each subject. I am included in this publication.

***Kū Mai Ka Po'e Hula: Directory of Hula Resources* 1996**

Office of Hawaiian Affairs,

I am an entry in this directory.

***Ola Na Iwi: Directory of Hawaiian Artists and Cultural Resources* 1995**

Office of Hawaiian Affairs,

I am an entry in this directory.

I am also an informant in other works such as *Mana Lāhui Kānaka* (published by the Office of Hawaiian Affairs in 2017) where some biographical information is given along with the body of this study on traditional Hawaiian healing practices.

COMMUNITY CONTRIBUTIONS

“Kimo Alama Keaulana Mele Collection”

perpetual

Bernice Pauahi Bishop Museum Archives,

This is a collection of nearly 1,000 pre-Hawaiian Renaissance Hawaiian language songs that were translated, annotated, cross-referenced and explained by me and deeded to the Bernice Pauahi Bishop Museum. According to the Museum, this is “the Museum’s most used collection.”

Pā‘ū Holo Lio Wrapper

2011 to present

King Kamehameha Celebration Commission,

In 2010 the King Kamehameha Celebration’s new head of the equestrian units for the Kamehameha Day Parade revitalized the island units in the annual King Kamehameha Day Floral Parade. She needed people to wrap them in their traditional riding skirts and had approached me. I told that I would and I assembled 4 persons to train. After many months of training and practice, we were ready to wrap 36 women in their pā‘ū holo lio for the first time in 2011. Ever since that parade, we have been wrapping them from 6 AM on every parade morning. This cadre of pā‘ū holo lio wrappers can be seen in a 2014 KITV video segment presented by Paula Akana on YouTube at <http://bit.ly/1hxKwsa>.

“Ka Waihona ā Ke Aloha”

2003 to perpetuity

Kawaihuelani, University of Hawai‘i at Mānoa,

Kawaihuelani is the UH Hawaiian Language Department at UH Mānoa. From 2003 to 2010 I had taught courses that were created for me to teach concentrating on pre-Hawaiian Renaissance Hawaiian language songs. I had created all of the textual materials and curriculum to teach a total of 7 courses. Kawaihuelani now houses about 650 *mele* (songs) that were translated, annotated, cross-referenced and explained by me. I had also granted them the permission to video all of the classes for a total of 270 hours. Student help has been digitizing this collection to make it available for researchers.

Hula Kahiko Fundraising Workshops

2001 to present

Queen Emma Hawaiian Civic Club,

Kapolei Hawaiian Civic Club,

Nānāikapono Hawaiian Civic Club,

Hale O Na Ali‘i O Hawai‘i,

King Kaumuali‘i Hawaiian Civic Club,

Friends of King Kaumuali‘i,

King Kamehameha Celebration Commission- Pā‘ū Units,

Daughters of Hawai‘i

The Hawaiian civic clubs, Hawaiian society and community group named above needs to raise funds for scholarships and worthy community projects. I have been helping them by conducting *hula kahiko* (traditional hula) workshops on O‘ahu and on Kaua‘i and have managed to raise tens of thousands of dollars for valuable causes.

“Lei o Lanikūhonua”

2006 to present

Lanikūhonua Cultural Institute,

This is an annual day-long event when over 300 high school students participate in hula kahiko workshops. As one of its founding members, I am a part of the planning and teaching of this event sponsored by the Campbell Family of the Campbell Company.

Kūpuna & Mākua In-service Workshops

2010 to present

State of Hawai‘i Department of Education,

I give an annual workshop to the DOE kūpuna and mākua teachers.

“Nā Hōkū Hanohano” Awards

1999, 2010, 2012, 2016 to present

Hawai‘i Academy of Recording Arts,

I was a judge for the “Haku Mele of the Year” and “Best Hawaiian Language Performance” categories.

“E Ho‘ohawai‘i Kākou”

2010 to 2015

The Kamehameha Schools,

I presented traditional Hawaiian music workshops for the Kamehameha Schools’ faculty and staff as a part of their program to bring Hawaiian cultural knowledge among all of their employees.

“Mōlehu i Waikīkī”

1993 to 1995, 2009 to 2016

City & County of Honolulu,

Otherwise known as the “Kūhiō Beach Hula Show,” I was a musician, emcee and singer there from its inaugural show throughout several years for several *hālau hula* (hula schools).

Queen Lili‘uokalani Children’s Center Workshops

2012 to 2014

Queen Lili‘uokalani Children’s Center,

Now Lili‘uokalani Trust, the staff had invited me to give them and their client groups workshops on the songs of Queen Lili‘uokalani.

“Waikīkī International Hula Conference”

2009 to 2014

Waikīkī Community Association,

I gave hula kahiko workshops and lectures on various aspects when and where hula was involved. I was a participant for all of its conferences.

“Mele & Hula at Lanikūhonua”

2011 to 2017

Lanikūhonua Cultural Institute,

This is an annual scholarship fundraising event that I have been performing at since the very first one. Monies go towards Wai‘anae and ‘Ewa students who are college-bound and district schools are given money to fund programs. This event is sponsored by the Campbell Company.

Hō‘ike‘ike Hula

2018

‘Imiloa Astronomy Center, Hilo, Hawai‘i,

During Merrie Monarch Week in Hilo, Hawai‘i, I participated in a panel along with other kumu hula to speak about the traditions of hula on April 4, 2018. Middle and high schoolers from the Nawahītokalani‘opu‘u Hawaiian Immersion School were taught a few hula kahiko by me in 2017 and they presented them. I spoke about the hula and chants after they had danced and chanted.

“Wahine Holo Lio: Hawaiian Women on Horseback”

2018

Honolulu Community College,

I gave a lecture/demonstration on the history of Hawaiian women on horseback and the pā‘ū holo lio.

“Mo‘olelo”

2017

The Kamehameha Schools,

I was a panelist on indigenous Hawaiian learning.

“Talk Story Festival”

2015 and 2017

City & County of Honolulu Department of Parks & Recreation,

I was a presenter at both of these festivals held at the Lester McCoy Pavilion in Ala Moana Park.

Commemoration of Queen Lili‘uokalani’s Overthrow

2015 and 2016

The Royal Mausoleum at Mauna‘ala,

I was asked to lead the observances of the overthrow of Queen Lili‘uokalani at the Royal Mausoleum at Mauna‘ala with the appropriate decorum, protocol and chants. They were very dignified and memorable in tone, mood and manner.

Day at Queen Emma's Summer Palace**2013 and 2014***Hānaiakamalama, Queen Emma's Summer Palace,*

Every year the Daughters of Hawai'i hosts a fundraiser to raise monies for the upkeep of Queen Emma's Summer Palace in Nu'uana'u on O'ahu. It is always a pleasure and privilege to be asked by this organization to help them with our entertainment.

"Kumu Hina"**2014**

I was a panelist for 2 of its showings in Honolulu.

"Ka 'Aha Hula o Hālauaola"**2010 and 2014***The La'akea Foundation,*

I conducted hula kahiko workshops at this international hula conference.

"Words in the World"**2013***University of Hawai'i at Mānoa,*

I was a panelist at a conference of world literature translators sponsored by the UHM.

"Kaua'i Wellness Fair"**2013***County of Kaua'i,*

I was a presenter at this event on the mele of Kaua'i and Ni'ihau.

King Kamehameha Hula & Chant Competition**2012 to 2017***State Council on Hawaiian Heritage,*

I participated as a judge for the hula kahiko, *hula 'auana* (modern hula) and oli competitions.

'Aha Kāne**2012***Windward Community College,*

'Aha Kāne is an organization that furthers the positive endeavors of Hawaiian men and boys. It was an honor to be one of their panel participants.

Merrie Monarch Hula Competition**1985 to 1988, 1991, 1995, 2009***Merrie Monarch Hula Festival, Inc.*

I served as a judge at this annual hula competition held in Hilo, Hawai'i. I continue to be a hula resource for competitors.

- Prince Jonah Kūhiō Kalanianaʻole's Birthday Commemoration** **2009**
Prince Kūhiō Hawaiian Civic Club,
 At the request of Princess Abigail Kinoiki Kekaulike Kawananakoa, I chanted at the Royal Mausoleum at Maunaʻala for the birthday memorial for her grand uncle, Prince Kūhiō.
- Haku Mele Music Conference** **2009**
Hawai'i Island Economic Development Board,
 I was a workshop presenter and panelist on traditional Hawaiian music.
- A Royal Hula Performance** **2006**
Lei Hulu Hula School & Lanikūhonua Cultural Institute,
 A very rare performance of hula kahiko was given by my hula school in honor of Princess Abigail Kinoiki Kekaulike Kawananakoa. All of the chants and dances were from her royal family.
- “Prince Lot Hula Festival”** **2002**
Moanalua Gardens Foundation,
 I accepted an invitation to present the chants and dances from Moanalua Valley and those dedicated to Kamehameha V at this, the 25th anniversary of the festival.
- “Poetic Hula of the Kalākaua Period”** **2002**
University of Hawai'i at Mānoa Center for Hawaiian Studies,
 My hula school presented a formal hula performance/lecture of the various kinds of chants and dances dedicated to the Kalākaua family.
- Elder Hostel Program** **1993 to 2002**
University of Hawai'i at Mānoa,
 Musicians would accompany me to give a lecture/presentation on the evolution of Hawaiian music to elder hostel participants.
- “E Kanikapila Kākou”** **2001**
E Kanikapila Kākou,
 This is a series of Hawaiian music presentations and workshops sponsored by this Kaua'i organization. They invited me to do a workshop and presentation twice.
- “Rare Gems”** **2001**
University of Hawai'i at Mānoa,

This highly publicized program of Hawai'i songs rarely or never heard was presented at the Orvis Auditorium. My group and I rehearsed for and performed at this venue. This was the first program where they had a turn away crowd at Orvis Auditorium.

“A Celebration of Hawaiian Poetry in the Hula”

2001

University of Hawai'i at Mānoa,

My hula school presented a formal hula performance/lecture of the various kinds of chants and dances dedicated to the Kamehameha family.

“Puke Mele Ali'i

1998

Bernice Pauahi Bishop Museum,

At the request of the Bishop Museum, a lecture/performance was given concerning the royal song books of Prince Leleiōhōkū, Princess Likelike, King Kalākaua and Queen Lili'uokalani that are housed in the Bishop Museum Archives.

Pā'ū Queen's Float

1998

Aloha Festivals, Inc.

I designed, directed the construction of this float and led the live music and hula on this float. This was the only float selected by CBS to be televised nationwide with the Macy's Thanksgiving Day Parade.

Kapalakiko Productions

1996

Kapalakiko Productions

I served as a consultant for this San Francisco-based Hawaiian music organization.

Queen Lili'uokalani Keiki Hula Competition

1980s to 1994

Kalihi-Pālama Cultural & Arts Society,

I was a judge at this hula competition featuring *keiki* (children) dancers.

“100 Years of Hula”

1989

Bernice Pauahi Bishop Museum,

This was a historical lecture/demonstration in collaboration with Kumu Hula Kealoha Kalama and her Hālau Hula o Pōhai Ke Aloha.

There are also numerous other community service events that I have not included here such as the years of being a pā'ū rider in both the Kamehameha Day Parades and the Aloha Festival Parades on O'ahu and on the neighbor islands. Also not mentioned here are the very many parades when I sang on floats and/or directed dancers on them. I also chanted for ceremonies at the Lunalilo Mausoleum, the Royal Mausoleum and many other venues. Other charitable functions have been helped by me in various ways throughout the years.

AWARDS, COMMENDATIONS AND CITATIONS

Lifetime Achievement Award 2018

Hawai'i Academy of Recording Arts,

On September 30, 2018, the Hawai'i Academy of Recording Arts will be awarding me the prestigious Lifetime Achievement Award by its Board of Governors.

Distinguished Alumni Award 2018

Honolulu Community College,

On March 1, 2018, my alma mater, Honolulu Community College, honored me with a Distinguished Alumni Award.

Malia Kau Award 2016

Moanalua Gardens Foundation,

The Moanalua Gardens Foundation bestowed the Malia Kau Award for my years of contributing to the annual Prince Lot Hula Festival and to the hula community at large.

I Ulu I Ke Kumu 2012

University of Hawai'i at Mānoa,

The name of this award translates into English as "Those Who Have Been Inspired Because of the Teacher." The University of Hawai'i at Mānoa gives this award to those who have been a positive influence on educators at the UHM.

Nā Hōkū Hanohano "Haku Mele of the Year" Award 2005

Hawai'i Academy of Recording Arts,

This award is an adjudicated award for excellence in Hawaiian language music composition. It was given to me for the original composition, "Kinoiki Kekaulike."

Nā Hōkū Hanohano "Best Hawaiian Language Performance" Award 2005

Hawai'i Academy of Recording Arts,

This award is an adjudicated award for excellence in the Hawaiian language in a recording.

“Who’s Who Among America’s Teachers” **1992, 1994 to 1995, 1997, 2000**

Who’s Who Among America’s Teachers,

I was nominated and included among the ranks of notable educators in America.

Oceanic Cablevision/Finance Factors Teacher of the Year **1994**

Oceanic Cablevision and Finance Factors,

I was honored to have received this distinction while I was a teacher at Kalani High School.

Project Business Commendation **1987**

Junior Achievement of Hawai’i,

Governor John Waihee and DOE Superintendent conferred this commendation on me for being a Project Business teacher in collaboration with Junior Achievement of Hawai’i.

Teacher of the Year **1987**

Moloka’i High and Intermediate School,

The student body of Moloka’i High and Intermediate School gave me this beloved award.

Queen Emma Hawaiian Civic Club **1984**

Queen Emma Hawaiian Civic Club,

In appreciation of my help, the Queen Emma Hawaiian Civic Club gave me this recognition of my support.

Joint House Resolution #442 **1973**

Hawai’i State Legislature,

While still yet in high school, the Hawai’i State Legislature created this resolution in recognition of my contributions.

Edwin P. Murray Award **1973**

Edwin P. Murray family,

I am the second recipient of this award that is given in recognition to excellence in Hawaiian language and studies.

“Hawaiian Song Writing and Composing Contest” **1973**

City & County of Honolulu Department of Parks & Recreation,

I garnered the first place prize for “Pua Mēlia” and the third place prize for “Nani Mānoa.”

“Hawaiian Song Writing and Composing Contest”

1971

City & County of Honolulu Department of Parks & Recreation,

I won an honorable mention prize for “Lei ‘Ākulikuli.”

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Punahou School. (2022, Apr 7). *Mele Monday #30: Ke 'Ala Tubarose Hilo March* [Video]. Youtube.
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Punahou School. (2022, Apr 7). *Mele Monday #31: Kinoiki Kekaulike* [Video]. Youtube.
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Punahou School. (2022, Apr 14). *Mele Monday #32: Blue Lei* [Video]. Youtube.
https://www.youtube.com/watch?v=SQ9CtCXUb90&list=PLAH_k_SnhDrmYvbLap05Sn9wRtQ6w8AsT&index=5

Punahou School. (2022, May 7). *Mele Monday #33: Hanohano Lāna'i* [Video]. Youtube.
https://www.youtube.com/watch?v=xNA-TBSDLA0&list=PLAH_k_SnhDrmYvbLap05Sn9wRtQ6w8AsT&index=4

Punahou School. (2022, May 15). *Mele Monday #34: Wahine in the Lauhala Hat & Ku'u Pāpale Lauhala* [Video]. Youtube.

https://www.youtube.com/watch?v=Vam4Hi9v5-o&list=PLAH_k_SnhDrmYvbLap05Sn9wRtQ6w8AsT&index=3

Punahou School. (2022, May 23). *Mele Monday #35: Pōla 'ila 'i* [Video]. Youtube.

https://www.youtube.com/watch?v=aH9jyHsVS6Q&list=PLAH_k_SnhDrmYvbLap05Sn9wRtQ6w8AsT&index=2

Punahou School. (2022, May 29). *Mele Monday #36: Pūpū o Ni'ihau* [Video]. Youtube.

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Aloha Hula Supply, Our Pasifika. (2022, June 1). *Hawaiian Hoe with Kimo Alama Keaulana* [Video]. Youtube.

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<https://www.youtube.com/watch?v=Zanla5R-5tg>

Aloha Hula Supply, Our Pasifika. (2022, June 3). *Hawaiian 'Ulī'ulī* [Video]. Youtube.

https://www.youtube.com/watch?v=sMOtCaz_HZ8

Aloha Hula Supply, Our Pasifika. (2022, June 3). *Hawaiian Ipu* [Video]. Youtube.

<https://www.youtube.com/watch?v=5pyfIXwycEY>



UNIVERSITY
of HAWAII
MĀNOA

UNIVERSITY OF HAWAII
BOARD OF REGENTS

'23 APR 11 A10:21

John A. Burns School of Medicine
Office of the Dean

DTS 23261

March 14, 2023

MEMORANDUM

TO: Randolph G. Moore
Chairperson, Board of Regents
University of Hawai'i

VIA: David Lassner
President
University of Hawai'i

VIA: Michael Bruno
Provost, University of Hawai'i at Mānoa

Michael
Bruno

Digitally signed by
Michael Bruno
Date: 2023.03.24
10:50:33 -10'00'

FROM: Tim Dolan
Chief Executive Officer
University of Hawai'i Foundation

Lee Buenconsejo-Lum
Interim Dean, John A. Burns School of Medicine
University of Hawai'i at Mānoa

SUBJECT: REQUEST FOR ACTION TO APPROVE THE ESTABLISHMENT AND NAMING OF THE THOMAS J. WHELAN, JR., MD ENDOWED PROFESSORSHIP IN THE DEPARTMENT OF SURGERY AT THE UNIVERSITY OF HAWAII AT MĀNOA, JOHN A. BURNS SCHOOL OF MEDICINE.

SPECIFIC ACTION REQUESTED:

It is requested that the University of Hawai'i Board of Regents approve the establishment and naming of the Thomas J. Whelan, Jr. MD Endowed Professorship in the Department of Surgery ("the Professorship") at the University of Hawai'i at Mānoa, John A. Burns School of Medicine ("JABSOM") in recognition of a private donation.

RECOMMENDED EFFECTIVE DATE:

Request that this be effective upon Board of Regents approval.

651 Ilalo Street
Medical Education Building
Honolulu, Hawai'i 96813

An Equal Opportunity/Affirmative Action Institution

ADDITIONAL COST:

No additional costs are associated with this request.

PURPOSE:

The purpose of establishing this fund is to provide for an endowed professorship in the Department of Surgery ("Department") at JABSOM in an effort to support and retain talented faculty, as well as to provide resources to the recipients to enhance the research, education, and community outreach missions of the Department.

Funds for this endowed professorship may be used according to the following:

1. A salary or supplement for the recipient; and/or
2. Any combination of costs as follows to support the recipient's research and education goals. The recipient will consider input from the Dean of JABSOM ("Dean") in determining priorities and activities for research and educational programs.
 - a. Research and educational program support as the recipient sees fit, including but not limited to, delivery of research and papers at conferences, manuscript preparation, library and equipment acquisition and other requirements of an active scholar and teacher.
 - b. Travel by the recipient to other universities and research institutes, government agencies, and industry visits.
 - c. Recipient's attendance at workshops, short courses, and other educational opportunities.
 - d. Extended education programs by the recipient such as workshops, short courses, on or off campus programs for industry.
 - e. Graduate student research assistants.
 - f. Graduate and undergraduate student internships and travel.

The Dean will appoint a committee to recommend candidates for the professorship. The Dean will make the final decision in awarding the professorship after conferring with the Committee.

The recipient, in consultation with the Chair of Surgery, shall submit an annual budget to the Dean for approval. The recipient is also required to submit an annual report on the previous year's related activities to the Dean and Chair of Surgery.

The candidate must:

1. Be a current faculty member or new recruit, at associate professor level or higher.

2. Hold a doctorate in medicine (Doctor of Medicine or Doctor of Osteopathic Medicine degree), and be eligible for appointment to a tenure-track faculty position.
3. Have a documented record of research and strong knowledge in surgery.
4. Be able to provide program leadership and to make substantial contributions to the education and research goals of the JABSOM Department of Surgery.
5. Have a distinguished record of working with learners in an academic clinical learning environment.

The assignment shall be for a period of three (3) years. The professorship shall be reviewed every three (3) years for either a subsequent three (3)-year reassignment to the current holder or for assignment to another individual with the consent of the Dean.

BACKGROUND:

The University of Hawai'i Foundation has received gifts totaling \$1,138,375 from various donors to establish this endowed professorship. Furthermore, an anonymous donor has committed to an additional \$861,625 pledge. At the time the pledge commitment is fulfilled, and the fund has reached a minimum level of \$2,000,000, the fund shall be converted to an endowed chair.

For nearly 16 years, Thomas J. Whelan, Jr. MD – aka the GENERAL – was the heart and soul of the Department of Surgery at the John A. Burns School of Medicine (JABSOM). He was an extraordinary teacher, mentor and friend to the faculty and trainees in the Department of Surgery, but the impact of his achievements goes far beyond the chain of his disciples. He influenced the entire Hawai'i surgical community with the knowledge he shared and the moral standards he set.

Dr. Whelan led by the power of his example. His ultimate goal was to turn his charges into outstanding surgeons, skilled at their craft yet caring – in his own image. Many a patient who has never heard of Tom Whelan is benefiting today from his influence on the physicians he trained.

ACTION RECOMMENDED:

It is recommended that the University of Hawai'i Board of Regents approve the establishment and naming of the Thomas J. Whelan, Jr. MD Endowed Professorship in the Department of Surgery at the University of Hawai'i at Mānoa, John A. Burns School of Medicine in recognition of a private donation.

c: Jamie Go, Interim Executive Administrator and Secretary of the Board of Regents



UNIVERSITY
of HAWAII
MĀNOA

UNIVERSITY OF HAWAII
BOARD OF REGENTS

23 FEB 11 11:01

John A. Burns School of Medicine
Office of the Dean

DTS 23261

March 14, 2023

MEMORANDUM

TO: Randolph G. Moore
Chairperson, Board of Regents
University of Hawai'i

VIA: David Lassner
President
University of Hawai'i

VIA: Michael Bruno
Provost
University of Hawai'i at Mānoa

Michael Bruno
Digitally signed
by Michael Bruno
Date: 2023.03.24
10:50:01 -10'00'

FROM: Tim Dolan
Chief Executive Officer
University of Hawai'i Foundation

Lee Buenconsejo-Lum
Interim Dean, John A. Burns School of Medicine
University of Hawai'i at Mānoa

SUBJECT: REQUEST FOR ACTION TO APPROVE THE ESTABLISHMENT AND
NAMING OF THE FRANCINE TRYKA ENDOWED CHAIR IN PATHOLOGY
AT THE UNIVERSITY OF HAWAII AT MĀNOA JOHN A. BURNS SCHOOL
OF MEDICINE

SPECIFIC ACTION REQUESTED:

It is requested that the University of Hawai'i Board of Regents approve the establishment and naming of the Francine Tryka Endowed Chair in Pathology at the University of Hawai'i at Mānoa John A. Burns School of Medicine ("JABSOM") in recognition of a private donation.

RECOMMENDED EFFECTIVE DATE:

Request that this be effective upon Board of Regents approval.

651 Ilalo Street
Medical Education Building
Honolulu, Hawai'i 96813

An Equal Opportunity/Affirmative Action Institution

ADDITIONAL COST:

No additional costs are associated with this request.

PURPOSE:

The purpose of establishing this fund is to provide support for an endowed chair in pathology in the Department of Pathology at JABSOM in an effort to support, reward, and retain talented faculty, as well as to provide resources to the recipient for faculty development and to enhance the pathology research and education missions of the department.

Funds may be used by the recipient at his/her discretion to enhance and support the program.

Examples of how funds may be used include, but are not limited to:

1. Salary support for the recipient based on the determination of the Dean of JABSOM and the Pathology Department Chair.
2. Program support as follows: The recipient will consider input from the Dean of JABSOM and the Pathology Department Chair in determining priorities and activities for pathology research and education initiatives.
 - a. Travel by the recipient and/or other members of the Department of Pathology to other universities and medical schools, government agencies, and industry visits.
 - b. Attendance at workshops, short or extended courses, and other educational opportunities on or off campus by the recipient and/or other members of the Department of Pathology.
 - c. Support for faculty, junior faculty, fellows, residents, medical students, graduate researchers, and other health professionals in the Department of Pathology.
 - d. Support for research, curriculum, and/or program development in the Department of Pathology.

Funds may also be used to support the recruitment and relocation expenses of the endowed chair position.

Selection Committee members shall be appointed by the Dean of JABSOM, who will serve in an advisory role to the committee, and confer in making the final decision in awarding the endowed chair.

The recipient shall make an annual report to the Dean of JABSOM and the Pathology Department Chair (if applicable).

The department chair of the Department of Pathology will be the recipient of this endowed chair. In the event that the department chair already holds a philanthropic chair, the candidate must:

1. Be a current faculty member or new recruit.
2. Be an associate professor or higher rank at the time of assignment of the endowed chair position.
3. Have a documented record of research and knowledge in pathology.
4. Be able to provide program leadership and to make contributions to the education and/or research goals of the Department of Pathology at JABSOM.

The endowed chair position shall be reviewed for reassignment either to the current holder or for assignment to another individual in accordance with the standard review and renewal process as established by the Dean of JABSOM and in accordance with University of Hawai'i policy.

BACKGROUND:

The University of Hawai'i Foundation has received a gift commitment from Anna Francine Tryka ("Donor") to establish the Francine Tryka Endowed Chair in Pathology at the University of Hawai'i at Mānoa John A. Burns School of Medicine. The Donor has pledged \$2,000,000 to fund the endowment.

Dr. Francine Tryka (JABSOM MD '76, BA '71) lived and practiced as a pediatric pathologist in Jackson Hole, Wyoming. Prior to this, Dr. Tryka worked in academic medicine in Arkansas. She retired in May 2018.

ACTION RECOMMENDED:

It is recommended that the University of Hawai'i Board of Regents approve the establishment and naming of the Francine Tryka Endowed Chair in Pathology at the University of Hawai'i at Mānoa John A. Burns School of Medicine in recognition of a private donation.

c: Jamie Go, Interim Executive Administrator and Secretary of the Board of Regents



UNIVERSITY
of HAWAII
MĀNOA

UNIVERSITY OF HAWAII
BOARD OF REGENTS

'23 APR 11 AIO:21

John A. Burns School of Medicine
Office of the Dean

DTS 23261

March 14, 2023

MEMORANDUM

TO: Randolph G. Moore
Chairperson, Board of Regents
University of Hawai'i

VIA: David Lassner
President
University of Hawai'i

VIA: Michael Bruno
Provost
University of Hawai'i at Mānoa

Michael
Bruno

Digitally signed
by Michael Bruno
Date: 2023.03.24
10:48:32 -10'00'

FROM: Tim Dolan
Chief Executive Officer
University of Hawai'i Foundation

Lee Buenconsejo-Lum
Interim Dean, John A. Burns School of Medicine
University of Hawai'i at Mānoa

SUBJECT: REQUEST FOR ACTION TO APPROVE THE ESTABLISHMENT AND
NAMING OF THE ROBERT HONG, M.D. PROFESSORSHIP IN
CARDIOVASCULAR DISEASE AT THE UNIVERSITY OF HAWAII AT
MĀNOA JOHN A. BURNS SCHOOL OF MEDICINE

SPECIFIC ACTION REQUESTED:

It is requested that the University of Hawai'i Board of Regents approve the establishment and naming of the Robert Hong, M.D. Professorship in Cardiovascular Disease at the University of Hawai'i at Mānoa John A. Burns School of Medicine ("JABSOM") in recognition of a private donation.

RECOMMENDED EFFECTIVE DATE:

Request that this be effective upon Board of Regents approval.

651 Ilalo Street
Medical Education Building
Honolulu, Hawai'i 96813

An Equal Opportunity/Affirmative Action Institution

ADDITIONAL COST:

No additional costs are associated with this request.

PURPOSE:

The purpose of establishing the Judith Dion Pyle Endowed Fund ("Fund) to support the Robert Hong, M.D. Professorship in Cardiovascular Disease is to provide for an endowed professorship at JABSOM to support faculty research, research training, and clinical practice in cardiovascular disease. The professorship shall enhance JABSOM's ability to attract and retain an outstanding cardiovascular physician-scientist to serve as a senior faculty member and to help raise the standard for cardiovascular care in Hawai'i.

The use of funds may include, but shall not be limited to, a salary or supplement for the designated professorship, support for research, manuscripts preparation, graduate research assistance, library and equipment acquisitions, and other requirements of an active scholar and teacher, consistent with the designated purpose of the Fund as described above and periodically updated by the Dean of JABSOM ("Dean").

The holder of the professorship is expected to be a faculty member who meets the criteria for the area of emphasis as determined by the Dean. The Committee to nominate candidates for the professorship shall be appointed by the Dean and serve in an advisory role to the Dean, who will make the final decision in awarding the professorship.

The appointment of the professorship shall be for no more than three years, but may be extended by the Dean after review of academic progress and contributions to the School. The appointed faculty member will provide the Dean with an annual scholarly report.

BACKGROUND:

The University of Hawaii Foundation has received a gift commitment from Judith Dion Pyle ("Donor") to establish the Judith Dion Pyle Endowed Fund to support the Robert Hong, M.D. Professorship in Cardiovascular Disease. The Donor has pledged \$1,000,000 to fund the endowment.

An experienced business leader, Pyle has served as the president of Judith Dion Pyle & Associates LLC and vice chairman of The Pyle Group, LLC, a Wisconsin financial services company. She has also served as Vice Chairman of the Board and Senior Vice President of Corporate Marketing of the Rayovac Corporation, a leading worldwide company in the dry cell battery, hearing aid, flashlight and lithium battery market. Prior

to joining Rayovac, Pyle was Senior Vice President of Worldwide Marketing and Product Development for Elizabeth Arden in New York, a subsidiary of Eli Lilly Pharmaceutical Company.

Pyle has served as a board member or a trustee of several private and public companies and many foundations, arts, and philanthropic organizations, including:

- Alliant Energy Corporation, Madison, WI (Utility Company serving Iowa, Minnesota and Wisconsin)
- Georgette Klinger, New York, NY (Prestigious Day Spa)
- Hale Kipa, Honolulu, HI
- Madison Art Center, Madison, WI
- National Council for the Georgia O'Keeffe Museum, Santa Fe, NM
- The Contemporary Museum of Honolulu, Honolulu, HI
- Oshkosh B'Gosh, Oshkosh, WI (Clothing Products)
- Uniek, Inc., Waunakee, WI (Picture Frames)
- University Hawai'i Foundation, Honolulu, HI
- University of Madison School of Human Ecology, Madison, WI
- U. S. Bank, Minneapolis, MN (Domestic and International Bank)

Pyle earned her undergraduate degree and MFA from UCLA, Los Angeles, California. She also completed advanced management programs at Harvard and The University of Virginia. In 1989, she received the Ernst & Young Entrepreneur of the Year Award.

Robert A. Hong, MD, FACC, FHRS has served as Chief of the Division of Cardiology, Associate Professor in Medicine, and Assistant Clinical Professor for JABSOM. He created the first ACGME-certified postgraduate fellowship in Cardiovascular Disease in the state of Hawai'i in 2010 and was appointed program director that year. Dr. Hong has been active in Medical Education and received several excellence in teaching awards from JABSOM. He received the Peter C.P. Char Excellence in Education, Program Director's Award in 2013 from Hawaii Residency Programs, Inc.

Born and raised in Honolulu, Hawai'i, Dr. Hong earned his undergraduate degree at Stanford University in 1977 and received his doctorate in Medicine at the University of California - San Francisco in 1981. He completed postgraduate training in Internal Medicine at the Beth Israel Hospital in Boston, Massachusetts, and a fellowship in Adult Cardiovascular Diseases at the Los Angeles County - USC Medical Center in 1987. Having been in private practice of Cardiovascular Medicine since 1987, Dr. Hong has also held a variety of medical administrative positions at the Queen's Medical Center including: Chief of Staff, Vice Chief of Staff, Chief of Cardiovascular Disease and Cardiology, and Medical Director of the Queen's Heart Physician Practice.

Chairperson Randolph G. Moore
March 14, 2023
Page 4 of 4

Dr. Hong is certified by the American Board of Internal Medicine in Medicine, Cardiovascular Disease and Clinical Cardiac Electrophysiology and Transplantation Cardiology.

ACTION RECOMMENDED:

It is recommended that the University of Hawai'i Board of Regents approve the establishment and naming of the Robert Hong, M.D. Professorship in Cardiovascular Disease at the University of Hawai'i at Mānoa John A. Burns School of Medicine in recognition of a private donation.

c: Jamie Go, Interim Executive Administrator and Secretary of the Board of Regents

'23 APR 11 AM 10:21

DTS 23261

March 16, 2023

MEMORANDUM

TO: Randolph G. Moore
Chairperson, Board of Regents
University of Hawai'i

VIA: David Lassner
President
University of Hawai'i



VIA: Michael Bruno
Provost, University of Hawai'i at Mānoa

Michael Bruno
Digitally signed
by Michael Bruno
Date: 2023.03.24
10:47:56 -10'00'

FROM: Tim Dolan
Chief Executive Officer
University of Hawai'i Foundation



V. Vance Roley
Dean, Shidler College of Business
University of Hawai'i at Mānoa

V. Vance Roley
Digitally signed by V. Vance Roley
Date: 2023.03.22 09:37:28 -10'00'

SUBJECT: REQUEST FOR ACTION TO APPROVE THE RE-NAMING OF THE
FAMILY BUSINESS CENTER OF HAWAII DISTINGUISHED
PROFESSORSHIP AT THE UNIVERSITY OF HAWAII AT MĀNOA
SHIDLER COLLEGE OF BUSINESS

SPECIFIC ACTION REQUESTED:

It is requested that the University of Hawai'i Board of Regents approve the renaming of the Family Business Center of Hawai'i Distinguished Professorship ("the Professorship") at the University of Hawai'i at Mānoa Shidler College of Business ("Shidler College") in recognition of donors' past private donations. Approval is sought to rename the Professorship to the Family Business Center of Hawai'i Distinguished Professorship in honor of Myron Nakata.

RECOMMENDED EFFECTIVE DATE:

Request that this be effective upon Board of Regents approval.

ADDITIONAL COST:

No additional costs are associated with this request.

PURPOSE:

The purpose of the gift that established the existing Professorship originally in 2014 was to provide support to recruit and retain faculty of the highest caliber in the discipline of family business. Funds may be used by the recipient at his/her discretion, and on occasion at the determination of the Dean and/or Department Chair/Head to enhance and support the discipline of family business and/or the mission of the Family Business Center of Hawai'i at the Shidler College of Business. Donors to the fund must not have any influence on what the funds are being spent on.

Funds may be used for, but not limited to:

1. A salary supplement and/or summer salary for the recipient. Such will be based on the determination of the Dean and/or Department Chair/Head in accordance with University of Hawai'i policy.
2. Program and recipient support as follows. The recipient will consider input from the Dean and/or Department Chair/Head in determining priorities and activities for the discipline of family business.
 - a. Research in the discipline of family business.
 - b. Hiring of graduate and undergraduate students to assist the recipient's research.
 - c. Educational programs involving fundamentals, case studies, and practicum courses.
 - d. Travel by the recipient to other universities and research institutes, government agencies, and industry visits.
 - e. Recipients attendance at workshops, short courses, and other educational opportunities.

The recipient of the Professorship is required to submit an annual budget to the Dean and/or Department Chair/Head for approval. The recipient is also required to submit an annual report on the previous academic year's activities to the Dean and/or Department Chair/Head.

The Dean will appoint a committee to recommend candidates for the Professorship. The selection committee must not include any Donors. The Dean will make the final decision in awarding the Professorship after conferring with the committee.

The recipient is expected to be a faculty member who meets the criteria for the discipline of family business as determined by the Dean. Candidates for the Professorship must:

1. Hold a doctorate and be eligible for appointment to a tenure or tenure-track faculty position.
2. Have a documented record of research and knowledge in the discipline of family business as determined by the Dean.
3. Be able to provide program leadership and to make contributions to the education and research goals of Shidler College.

The recipient of the Professorship shall be reviewed for reassignment to the current holder or for assignment to another individual at three (3) year intervals.

BACKGROUND:

Over thirty donors ("Donors") established the Professorship at Shidler College to support the Family Business Center of Hawai'i in its mission of "equipping, educating, and celebrating families in business" and accomplishing the goals set forth in its Strategic Plan. One of the integral members was Myron Nakata, who worked tirelessly and gave generously in service to the Family Business Center of Hawai'i. Myron passed away in January 2022, which was a great loss for the organization. As a tribute to Myron's distinguished service, the Family Business Center of Hawai'i has proposed to rename the Professorship in honor of him.

The Family Business Center of Hawai'i was established in 1995 in order to meet the unique challenges faced by successful family businesses. It is a partnership between Hawai'i's family business community and Shidler College. The Center offers opportunities for families to address many of the challenges they face by providing educational seminars and a forum for the exchange of information between families so that they can survive and thrive through future generations.

Myron M. Nakata was the president of Acutron Company, Inc., a company providing mechanical insulation contracting services to the commercial and industrial sectors. Founded by Myron's father in 1968, Myron joined the company in 1977 and succeeded his father as president in 1988. He sold the company in 2009, at which time it employed 80 employees with \$12 million in annual revenue. After the sale, Myron managed the company's insulation and firestopping business from 2010-13 and was involved in various entrepreneurial ventures in Hawai'i.

Myron served as 1st vice president of Oahu Country Club and president of the Western Insulation Contractors Association, provided business consulting services to numerous non-profit organizations, and mentored youth. Born in Honolulu, he earned his BA in mathematics and sociology from Bowdoin College in Brunswick, Maine.

Chairperson Randolph G. Moore
March 16, 2023
Page 4 of 4

ACTION RECOMMENDED:

It is recommended that the University of Hawai'i Board of Regents approve the renaming of the Family Business Center of Hawai'i Distinguished Professorship to the Family Business Center of Hawai'i Distinguished Professorship in honor of Myron Nakata at the University of Hawai'i at Mānoa Shidler College of Business in recognition of donors' past private donations.

c: Jamie Go, Interim Executive Administrator and Secretary of the Board of Regents



UNIVERSITY of HAWAII

David Lassner
President

UNIVERSITY OF HAWAII
BOARD OF REGENTS

DTS 23281

'23 APR 14 A10:41

April 13, 2023

MEMORANDUM

TO: Randolph G. Moore
Chair, Board of Regents

FROM: David Lassner
President

A handwritten signature of David Lassner in black ink.

SUBJECT: RECOMMENDATION TO APPROVE AMENDMENT TO REGENTS POLICY
(RP) 2.202 TO ADDRESS CONFLICTS OF INTEREST ARISING FROM THE
DUAL ROLE OF THE PRESIDENT

SPECIFIC ACTION REQUESTED:

It is recommended that the Board of Regents (BOR) approve the attached amendment to RP 2.202 to address conflicts of interest arising from the dual role of the president.

RECOMMENDED EFFECTIVE DATE:

Upon approval by the Board of Regents.

ADDITIONAL COST:

There is no cost associated with the proposed amendment.

PURPOSE:

The purpose of this recommendation is to respond to a recommendation of the Western Association of Schools and Colleges (WASC) Senior College and University Commission (WSCUC) that arose during the reaffirmation of accreditation of UH Mānoa.

BACKGROUND:

During the reaffirmation of accreditation of UH Mānoa in 2022, questions were raised regarding the role of the UH President as CEO of both the UH System and UH Mānoa. The WSCUC visiting team did not find that the structure adopted by the BOR was in violation of WSCUC standards. However, notwithstanding the creation of a new Provost position as an Officer of the University of Hawai'i to ensure a fully independent voice for Mānoa within UH System senior leadership, WSCUC recommended that the institution develop a policy that clearly defines conflicts of interest and a process for resolving such conflicts of interest should they arise.

2444 Dole Street, Bachman Hall
Honolulu, Hawai'i 96822
Telephone: (808) 956-8207
Fax: (808) 956-5286

An Equal Opportunity/Affirmative Action Institution

The Office of the Provost at UH Mānoa led the work to develop the recommended policy. It was developed after identifying other systems with structures similar to UH and querying them to understand their approaches to this issue, if any.

The approach recommended for the University of Hawai'i in this policy is relatively lightweight and accessible. While the WSCUC review at UH Mānoa was the impetus for this project, the proposed approach recognizes that perceived conflicts of interest may arise from any UH unit, not just UH Mānoa.

The proposed policy amendment has three primary elements:

- 1) It defines conflicts of interest, as recommended by WSCUC.
- 2) It formalizes in Regents Policy the role of the UH Mānoa Provost as previously approved by the BOR when the current organizational structure was adopted. This includes authorities over UH Mānoa academic affairs, student affairs, enrollment management, and research delegated to chancellors at other UH campuses.
- 3) It delegates to the BOR Secretary the authority to convene an ad hoc committee of UH Officers to review and resolve any conflicts of interest related to the dual role of the President, with results to be reported to the BOR Officers who may choose to share the matter with the full BOR.

The UH Mānoa Cabinet and the UH Officers have reviewed this approach and the proposed policy. The approach was also discussed with the UH Mānoa Faculty Senate Executive Committee.

A list of Regents and Executive Policies has also been developed in which the responsibility of the UH Mānoa Provost should be explicitly noted with authorities in the areas of academic affairs, student affairs, enrollment management, and research that are delegated to chancellors at other UH campuses.

ACTION RECOMMENDED:

It is recommended that the Board of Regents (BOR) approve the attached amendment to RP 2.202 to address conflicts of interest arising from the dual role of the president.

c: Yvonne Lau, Executive Administrator and Secretary of the Board of Regents

Attachments



Regents Policy Chapter 2, Administration

Regents Policy RP 2.202, Duties of the President

Effective Date: April 1, 2019

Prior Dates Amended: Jan. 13, 1966; Sept. 19, 1974; Oct. 20, 1978, Sept. 17, 1993;

May 16, 1997; Oct. 18, 2002; Sept. 19, 2008; Oct. 31, 2014 (recodified)

Review Date: August 2022

I. Purpose:

To set forth policy on the general duties of the president and authority delegated to the president.

II. Definitions:

No policy specific or unique definitions apply.

III. Policy:

A. The president is the chief executive officer of the board, the University of Hawai'i System, and the University of Hawai'i, Mānoa.

B. As chief executive officer of the board, the president shall:

1. Support the board in fulfilling its fiduciary responsibilities.
2. Ensure that board policies are implemented and adhered to throughout the organization.
3. Keep the board informed on all matters related to attainment of the mission and purpose of the university as set forth in RP 4.201.
4. Report regularly on processes and progress toward attaining strategic goals.
5. Provide notice, to the extent practical, of decisions or actions within delegated authority that are likely to cause public controversy.

C. As chief executive officer of the University of Hawai'i System, the president shall:

1. Direct the development of and recommend to the board for approval strategic, integrated academic, facilities, and financial plans and policies designed to promote student success and advance the instructional, research, and service goals of the university overall, as well as its component units; and oversee the implementation of such plans and policies.

2. Lead collaborative and collegial budget development processes that recognize the unique contributions and requirements of all parts of the University of Hawai'i System based on budget priorities and the need for effective, efficient, and accountable use of all resources.
 3. Oversee and coordinate the work of officers of the university that report directly to the president, and define appropriateness and clarity of roles and responsibilities among the academic and non-academic units.
 4. Maintain effective working relationships between the university and governing officials at the county, state, and federal levels; collective bargaining leaders; and university-affiliated organizations such as the Research Corporation of the University of Hawai'i and the University of Hawai'i Foundation.
 5. Build support for the university with the general public, including alumni, and business and community organizations and leaders; articulate priorities and collaborate with the University of Hawai'i Foundation to ensure a robust advancement program that provides resources for financial support of students, enhancements to University research and programs, and assists in long-range development and modernization of facilities.
 6. Resolve questions as they may arise concerning the proper application of a policy, rule, or regulation, with the understanding that the interpretation of board policies rests exclusively with the Board of Regents.
 7. Promote and participate in leading a system of shared governance across the university that is based on the values of collegiality, transparency, and excellence; and cultivate frequent communication with systemwide student, faculty, and staff advisory groups including the All Campus Council of Faculty Senate Chairs, University of Hawai'i Student Caucus, and Pūko'a Council as well as with campus shared governance groups.
- D. As chief executive officer of University of Hawai'i, Mānoa, the president shall:
1. In collaboration with the provost, senior officials, and the broad campus community, develop high-level strategies and directions for: University of Hawai'i, Mānoa student success; faculty and staff excellence and success; relevant high-quality academic programs; excellence in research and scholarship; impactful outreach and service to the community; maintenance and modernization of facilities; and stewardship of public resources that is responsible and accountable.
 2. With the provost as a full partner, lead collaborative and collegial campus budget development processes that recognize the unique contributions and requirements of all academic and non-academic campus programs and the need for effective, efficient, and accountable use of all resources, that result

-
- in the top-level allocation of University of Hawai'i, Mānoa resources through the University of Hawai'i, Mānoa leadership team.
3. Delegate full budgetary authority to and fully support the provost in overseeing, managing, and budgeting for all academic, research, and academic support units, including committing that there will be no campus culture that permits or rewards circumvention of the authority of the provost to the president and/or chief business officer.
 4. Define appropriateness and clarity of roles and responsibilities among the academic, research, and non-academic units that support University of Hawai'i, Mānoa and report to the president.
 5. Responsibly execute budget authority, accountability, and regulatory compliance for University of Hawai'i, Mānoa campus functions that report directly to the president including the intercollegiate athletics program.
 6. Serve as the public voice, advocate, and liaison for the University of Hawai'i, Mānoa campus to broad external constituencies.
 7. Build support for University of Hawai'i, Mānoa with the general public, including alumni, and business and community organizations and leaders; articulate priorities and collaborate with the University of Hawai'i Foundation to ensure a robust advancement program.
 8. Foster collaboration and mutual support among campus administrators and all vice presidents to advance campuswide goals, imperatives, and priorities.
 9. Promote and participate in leading a system of shared governance across the campus that is based on the values of collegiality, transparency, and excellence; and cultivate frequent communication with student, faculty, and staff advisory groups including the Mānoa Faculty Senate, Associated Students of the University of Hawai'i, Graduate Student Organization, Kualii Council, and Staff Senate.
- E. The board delegates to the president authority to prepare and submit to the legislature, on behalf of the board, reports and other requests for information regarding university operations and administration as may be requested by the legislature or as may be prescribed by law. In conjunction with submission of reports and information to the legislature, copies shall be provided to the board.
- F. The board may also prescribe other duties and responsibilities as necessary.
- G. Authority delegated to the president may at the president's discretion be further delegated unless the board specifically limits the delegation of authority to the president.

IV. Delegation of Authority:

The board delegates to the president certain authority regarding responses to the Legislature. See RP 2.202 (E). Authority delegated to the president may at the president's discretion be further delegated unless the board specifically limits the delegation of authority to the president. See RP 2.202(G).

V. Contact Information:

Office of the Board of Regents, 956-8213, bor@hawaii.edu

VI. References:

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- http://www.capitol.hawaii.gov/hrscurrent/Vol02_Ch0046-0115/HRS0089C/HRS_0089C-0004.htm

Approved as to Form:

/S/
Kendra Oishi
Executive Administrator and
Secretary of the Board of Regents

03/28/2019
Date



Regents Policy Chapter 2, Administration

Regents Policy RP 2.202, Duties of the President & Mitigation of Conflicts of Interest

Effective Date: ~~April 1, 2019~~ XXX XX, 2023

Prior Dates Amended: Jan. 13, 1966; Sept. 19, 1974; Oct. 20, 1978, Sept. 17, 1993;

May 16, 1997; Oct. 18, 2002; Sept. 19, 2008; Oct. 31, 2014 (recodified); April 1, 2019

Review Date: August ~~2022~~ 2026

I. Purpose:

To set forth policy on the general duties of the president, ~~and the~~ authority delegated to the president, and the review and mitigation of conflicts of interest arising from the dual role of the president.

II. Definitions:

~~No policy specific or unique definitions apply.~~

"Conflicts of Interest" is defined, for purposes of this policy, as a circumstance where an action or decision of the president inappropriately benefits or penalizes the University of Hawai'i, Mānoa campus over some other part of the University of Hawai'i System as a result of the dual role of the president.

III. Policy:

A. The president is the chief executive officer of the board, the University of Hawai'i System, and the University of Hawai'i, Mānoa.

B. As chief executive officer of the board, the president shall:

1. Support the board in fulfilling its fiduciary responsibilities.
2. Ensure that board policies are implemented and adhered to throughout the organization.
3. Keep the board informed on all matters related to attainment of the mission and purpose of the university as set forth in RP 4.201.
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6. Resolve questions as they may arise concerning the proper application of a policy, rule, or regulation, with the understanding that the interpretation of board policies rests exclusively with the Board of Regents.
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D. As chief executive officer of University of Hawai'i, Mānoa, the president shall:

1. In collaboration with the provost, senior officials, and the broad campus community, develop high-level strategies and directions for: University of Hawai'i, Mānoa student success; faculty and staff excellence and success; relevant high-quality academic programs; excellence in research and scholarship; impactful outreach and service to the community; maintenance and modernization of facilities; and stewardship of public resources that is responsible and accountable.

-
2. With the provost as a full partner, lead collaborative and collegial campus budget development processes that recognize the unique contributions and requirements of all academic and non-academic campus programs and the need for effective, efficient, and accountable use of all resources, that result in the top-level allocation of University of Hawai'i, Mānoa resources through the University of Hawai'i, Mānoa leadership team.
 3. Delegate full budgetary authority to and fully support the provost in overseeing, managing, and budgeting for all academic, research, and academic support units, including committing that there will be no campus culture that permits or rewards circumvention of the authority of the provost to the president and/or chief business officer.
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- F. The board may also prescribe other duties and responsibilities as necessary.

G. Authority delegated to the president may at the president's discretion be further delegated unless the board specifically limits the delegation of authority to the president.

H. To mitigate the potential for conflicts of interest arising from the dual role of the president as chief executive officer of the University of Hawai'i System and the University of Hawai'i, Mānoa campus, the provost shall be delegated the authority to approve actions that, in board or executive policy, are delegated to chancellors in the areas of academic affairs, student affairs, enrollment management, and research.

I. The board delegates to the board secretary the authority to convene a committee of UH Officers and the board chair (or designee) to review and resolve alleged conflicts of interest related to the dual role of the president as they arise.

J. The board secretary shall present the results of any such reviews to the officers of the board, who may choose to present them to the full board.

IV. **Delegation of Authority:**

The board delegates to the president certain authority regarding responses to the Legislature. See RP 2.202 (E). Authority delegated to the president may at the president's discretion be further delegated unless the board specifically limits the delegation of authority to the president. See RP 2.202(G).

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Approved as to Form:

/S/

03/28/2019

~~Kendra Oishi Yvonne W.M. Lau~~
Executive Administrator and
Secretary of the Board of Regents

Date



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Approved as to Form:

/S/

03/28/2019

Yvonne W.M. Lau
Executive Administrator and
Secretary of the Board of Regents

Date




April 18, 2023

DTS-1870

MEMORANDUM

TO: Board of Regents
University of Hawai'i

FROM: Randolph G. Moore 
Chair, Committee Board of Regents

SUBJECT: Discussion and Possible Action on Amending the Board Committee Structure

At its April 6, 2023 meeting the Committee on Personnel Affairs and Board Governance (PA&BG Committee) agreed to recommend that the seven current board standing committees be reconfigured to the following five committees:

- Committee on Student Success
- Committee on Institutional Success
- Committee on Independent Audit
- Committee on Kuleana
- Committee on Governance

This request is that the board approve this new committee structure and ask the PA&BG Committee to propose an amendment to the Board Bylaws (a) to align the committee duties, as set forth in Section II.D of the Bylaws, titled "Standing Committees of the Board," with the proposed five standing committees, (b) to clarify the role of the new Committee on Kuleana, and (c) to make other changes for simplification and clarification.

BACKGROUND

The board has discussed for some time the desirability of reducing the number of standing committees to reduce the number of committee meetings and allow more discussion of strategic issues while spending less time on routine transactional issues. The proposed committee structure is the outcome of this extended discussion.

DISCUSSION

The following is a possible starting point for an amendment to the bylaws to align the standing committee duties in the current bylaws with the five standing committees recommended by the PA&BG Committee and is not proposed for approval at today's board meeting.

The principal duties of the five proposed committees would be:

- **Committee on Student Success:** Responsible for recommending policy and exercising oversight over the academic mission, goals, and programs of the university, student success and welfare, including intercollegiate athletes, and the university's research enterprise.
- **Institutional Success:** Responsible for recommending policy and exercising oversight over (a) the preparation and execution of the university's capital and operating budgets, (b) the development and management of its facilities including land use master plans for each campus, (c) the use of university lands, (d) personnel policies and practices and (e) endowment funds and other financial assets of the university.
- **Independent Audit:** Responsible for exercising oversight over the university's external auditors and the Office of Internal Audit as set forth in Chapter 304A-321, Hawaii Revised Statutes. This committee, mandated by statute, shall have the same membership as the Committee in Institutional Success.
- **Kuleana:** Responsible for recommending policy and exercising oversight over the mission, goals, and programs of the university that promote the university's role in fulfilling kuleana to Native Hawaiians and to Hawai'i, including (a) the reconciliation of injustices, (b) the university's and its research enterprise's contribution to a robust Hawai'i economy, and (c) the achievement of the university's strategic imperatives.
- **Governance:** Responsible for the efficient and effective operation of the board.

To make the committee duties more consistent, each committee would have the following generic duties, to be set forth in the introduction to standing committees in the Bylaws:

1. **Establishment of Standing Committees.** To facilitate consideration of policy matters that must be approved by the Board, and to facilitate the exercise of the Board's oversight responsibilities, five standing committees are established. Authority to act on all matters is reserved for the Board, and the functions of each standing committee shall be to consider and make recommendations to the Board pursuant to these guidelines:

- a. All committees work with the university administration to recommend strategic goals, objectives, and metrics for activities relevant to their committee's purview.
- b. All committees annually review progress against the university's strategic goals and objectives relevant to their committee's purview.
- c. All committees annually review their committee charters as set forth in these bylaws and recommend additions, deletions, or other amendments as appropriate.
- d. All committees review every three years the regent policies relevant to their committee's purview and recommend amendments as appropriate.
- e. All committees review and recommend requests for exemptions to policies relevant to their committee's purview.

In addition to these generic duties, each committee would have the specific principal duties as described above.

Attached is a more detailed description of a possible outcome of the PA&BG Committee's assignment.

ATTACHMENT

Board of Regents Bylaws
Section II.D. Standing Committees of the Board

Current/suggested	Student success	Institutional success/ audit	Kuleana	Governance
Academic & student affairs				
1. Review the academic mission and strategic direction of the system and its major units.		IS		
2. Periodically review to what extent programs support the mission and strategic direction of the University		IS		
3. Monitor the quality and effectiveness of educational programs.	SS			
4. Develop and maintain policies governing academic and student affairs.	SS	IS		
5. Review actions proposed by the President which fall under current board policies and procedures, including requests for exceptions	Delete			
Budget & finance				
1. Work in concert with the University administration relating to the operating budget		IS		
2. Examine the budgetary process, budget proposals, expenditure plans, and development plans.		IS		
3. Discuss the implementation of the budgetary decisions with the University administration, especially amendments thereto or when circumstances require deviations from expenditure plans		IS		
4. Review matters related to business affairs, and exercise fiduciary oversight of endowment funds and other financial assets of the University.		IS		
5. Exercise general oversight and policy direction over the University's financial systems and programs		IS		
Planning & facilities				
1. Review, study, and make recommendations to the Board relative to the long-range plans for the [physical] development of the University, considering academic needs, priorities, and fiscal capabilities of the State		IS		
2. Review, study, and make recommendations to the Board relative to the physical facilities master plans for each campus in the University system and to periodically review approved campus master plans in order to recommend revisions, if necessary, to meet the needs of the University.		IS		
3. Review proposals relative to naming of University improvements and facilities and make its recommendations to the Board		IS		
4. Review policies and make recommendations to the Board on matters pertaining to the use of University facilities and ensure an environment that is complementary to the educational mission of this institution		IS		

5. Work in concert with the university administration relating to the capital improvement budget		IS		
6. Provide general oversight of the University's land-related strategic initiatives and partnerships program.		IS		
Personnel affairs and board governance				
1. Review and consider policies and practices relating to university personnel		IS		
2. Ensure board statutes, bylaws, policies, and rules are being reviewed and updated on a routine and regular basis				G
3. Ensure board education and board member development is provided for board members				G
4. Provide recommendations to the board regarding best practices for board effectiveness				G
Independent audit				
1. Advise the Board regarding the Board's responsibilities to oversee: (a) the quality and integrity of the University's compliance with legal, regulatory and policy requirements, financial reporting and financial statements, and internal controls related to risks; (b) the function, disclosures, and performance of the University's compliance, internal control, and risk management systems regarding ethics and compliance, risk, finance, and accounting, and the adequacy of such systems; and (c) the independent certified public accountant's qualification, independence and performance, as well as performance of the internal audit function			IA	
2. Review the annual internal audit plan and the extent to which it addresses high risk areas.			IA	
3. Review the annual report of the internal audit department and discuss significant issues of internal controls with the Internal Auditor and management			IA	
4. Discuss the planned scope of the annual independent audit with the independent certified public accountants and review the results of the audit with the independent certified public accountants and management			IA	
5. Receive and review the annual certified financial reports with the independent certified public accountants and management			IA	
6. Recommend to the Board the certified public accountants to serve as the independent auditor, and their fees			IA	
7. Revise the scope of the annual audit, and approve any services other than audit and audit related services provided by the certified public accountants			IA	
8. Provide recommendations to the Board regarding approval of the internal audit mission statement, the committee's charter, and other governance documents related to both internal and external compliance and auditing activities at the University			IA	
Intercollegiate athletics				

1. Serve as a liaison between the Board and the respective campuses and their athletic departments	SS			
2. Advise the Board regarding its responsibility to oversee: (a) the health, safety and academic progress of student-athletes; (b) fiscal integrity and budgetary concerns; (c) compliance with NCAA and conference requirements; (d) any event or situation that may draw unusual public interest to the athletics program, a particular team, student athlete, or department employee; and (e) selection procedures for athletic program head coaches.	SS			
3. Review annual reports on the academic standing and progress of student athletes, including, but not limited to, the Academic Progress Rate report	SS			
4. Recommend policies governing all aspects of Intercollegiate Athletics at the University	SS			
Research & innovation				
1. Evaluate and approve long range plans that establish the strategic goals and objectives for research, innovation, and technology transfer at the University			K	
2. Review and make recommendations regarding investments, policies, and practices relating to University research, innovation and technology transfer programs		IS		
3. Review and make recommendations on proposals to establish or to terminate Organized Research Units (ORU) and research centers		IS		
4. Work in concert with Administration to establish performance goals and metrics to evaluate progress against the strategic goals and objectives			K	

Suggested rewording of bylaw language for board standing committees

Current language	Suggested language	Rationale
Introduction (does not currently exist)		
	All committees work with the university administration to recommend and review strategic goals, objectives, and metrics for activities relevant to their committee's purview	Good governance practice
	All committees annually review progress against the university's strategic goals and objectives relevant to their committee's purview.	Good governance practice

	All committees review annually their committee charters as set forth in these bylaws and recommend amendments as appropriate.	Good governance practice
	All committees review every three years the regent policies relevant to their committee's purview and recommend amendments as appropriate.	Good governance practice
	All committees review requests for exemptions to policies relevant to their committee's purview.	Good governance practice
Student success		
(from academic & student affairs)		
Introduction (does not currently exist)	This committee is responsible for recommending policy and exercising oversight over the mission, goals, and programs of the university that promote student success and welfare, including intercollegiate athletes, and monitoring the quality and effectiveness of educational programs.	Sets forth the responsibilities of this committee.
1. Review the academic mission and strategic direction of the system and its major units.	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
2. Periodically review to what extent programs support the mission and strategic direction of the University	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
3. Monitor the quality and effectiveness of educational programs.	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
4. Develop and maintain policies governing academic and student affairs.	Delete.	Incorporated in the introduction setting forth the responsibilities of this and all committees.
5. Review actions proposed by the President which fall under current board policies and procedures, including requests for exceptions	Delete.	Exceptions should come to the relevant committee as stated in the introduction for all committees; actions that have been delegated do not need to be reviewed unless requested by the president.
(from intercollegiate athletics)		
1. Serve as a liaison between the Board and the respective campuses and their athletic departments	Delete	Unnecessary.

<p>2. Advise the Board regarding its responsibility to oversee:</p> <p>(a) the health, safety and academic progress of student-athletes;</p> <p>(b) fiscal integrity and budgetary concerns;</p> <p>(c) compliance with NCAA and conference requirements;</p> <p>(d) any event or situation that may draw unusual public interest to the athletics program, a particular team, student athlete, or department employee; and</p> <p>(e) selection procedures for athletic program head coaches.</p>	<p>Review annually and advise the board of any irregularities concerning:</p> <p>(a) the health, safety and academic progress of student-athletes;</p> <p>(b) compliance with NCAA and conference requirements;</p> <p>(c) any event or situation that may draw unusual public interest to the athletics program, a particular team, student athlete, or department employee; and</p>	<p>The committee should review these matters and report irregularities to the board.</p> <p>The budgetary issues related to intercollegiate athletics should be the responsibility of the committee on institutional success.</p> <p>The procedures for selecting head coaches should be a personnel matter under the purview of the committee on institutional success. There should be a regents policy on head coaches (for Mānoa only?) in Chapter 9 of the RPs, along with the personnel policies for employees who are not included in a bargaining unit. Specific procedures for the selection of head coaches should be set forth in executive policy, along with the procedures for selecting other university employees.</p>
<p>3. Review annual reports on the academic standing and progress of student athletes, including, but not limited to, the Academic Progress Rate report</p>	<p>Review annual reports on the academic standing and progress of student athletes, including, but not limited to, the Academic Progress Rate report</p>	
<p>4. Recommend policies governing all aspects of Intercollegiate Athletics at the University</p>	<p>Delete</p>	<p>Incorporated in the introduction setting forth the responsibilities of this and all committees.</p>
<p>Institutional Success</p>		
<p>Introduction (does not currently exist)</p>	<p>This committee is responsible for recommending policy and exercising oversight over the mission, goals, and programs of the university that promote</p> <p>(a) the preparation and execution of the university's capital and operating budgets,</p> <p>(b) the development and management of its facilities including master land use master plans for each campus, (c) the use of university lands, (d) personnel policies and practices and (e) endowment</p>	<p>Sets forth the responsibilities of this committee.</p>

	funds and other financial assets of the University.	
(from research & innovation)		
1. Evaluate and approve long range plans that establish the strategic goals and objectives for research, innovation, and technology transfer at the University	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
2. Review and make recommendations regarding investments, policies, and practices relating to University research, innovation and technology transfer programs	Delete	Incorporated in the introduction setting forth the responsibilities of all committees.
3. Review and make recommendations on proposals to establish or to terminate Organized Research Units (ORU) and research centers	Review and make recommendations on proposals to establish or to terminate Organized Research Units and research centers	Deleted "(ORU)" since this abbreviation does not appear elsewhere so it does not be defined.
4. Work in concert with Administration to establish performance goals and metrics to evaluate progress against the strategic goals and objectives	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
(from budget & finance)		
1. Work in concert with the University administration relating to the operating budget	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
2. Examine the budgetary process, budget proposals, expenditure plans, and development plans.	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
3. Discuss the implementation of the budgetary decisions with the University administration, especially amendments thereto or when circumstances require deviations from expenditure plans	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
4. Review matters related to business affairs, and exercise fiduciary oversight of endowment funds and other financial assets of the University.	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
5. Exercise general oversight and policy direction over the University's financial systems and programs	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
(from planning & facilities)		

1. Review, study, and make recommendations to the Board relative to the long-range plans for the [physical] development of the University, considering academic needs, priorities, and fiscal capabilities of the State	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
2. Review, study, and make recommendations to the Board relative to the physical facilities master plans for each campus in the University system and to periodically review approved campus master plans in order to recommend revisions, if necessary, to meet the needs of the University.	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
3. Review proposals relative to naming of University improvements and facilities and make its recommendations to the Board	No change.	
4. Review policies and make recommendations to the Board on matters pertaining to the use of University facilities and ensure an environment that is complementary to the educational mission of this institution	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
5. Work in concert with the university administration relating to the capital improvement budget	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
6. Provide general oversight of the University's land-related strategic initiatives and partnerships program.	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
(from personnel affairs and board governance)		
1. Review and consider policies and practices relating to university personnel		Incorporated in the introduction setting forth the responsibilities of this and all committees.
Audit (no change from current)		The committee charge is set forth in statute
Introduction (does not currently exist)	This committee is responsible for exercising oversight over the university's external auditors and the university's office of internal audit as set forth in Chapter 304A-321, Hawaii Revised Statutes.	This committee is mandated by statute.

1. Advise the Board regarding the Board's responsibilities to oversee: (a) the quality and integrity of the University's compliance with legal, regulatory and policy requirements, financial reporting and financial statements, and internal controls related to risks; (b) the function, disclosures, and performance of the University's compliance, internal control, and risk management systems regarding ethics and compliance, risk, finance, and accounting, and the adequacy of such systems; and (c) the independent certified public accountant's qualification, independence and performance, as well as performance of the internal audit function		
2. Review the annual internal audit plan and the extent to which it addresses high risk areas.		
3. Review the annual report of the internal audit department and discuss significant issues of internal controls with the Internal Auditor and management		
4. Discuss the planned scope of the annual independent audit with the independent certified public accountants and review the results of the audit with the independent certified public accountants and management		
5. Receive and review the annual certified financial reports with the independent certified public accountants and management		
6. Recommend to the Board the certified public accountants to serve as the independent auditor, and their fees		
7. Revise the scope of the annual audit, and approve any services other than audit and audit related services provided by the certified public ssaccountants		

8. Provide recommendations to the Board regarding approval of the internal audit mission statement, the committee's charter, and other governance documents related to both internal and external compliance and auditing activities at the University	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
Kuleana (committee does not currently exist)		
Introduction	This committee is responsible for recommending policy and exercising oversight over the mission, goals, and programs of the university that promote the university's role in fulfilling kuleana to Native Hawaiians and to Hawai'i, including (a) the reconciliation of injustices, (b) the university's and its research enterprise's contribution to a robust Hawai'i economy, and (c) the achievement of the university's strategic imperatives.	
(from research & innovation)		
1. Evaluate and approve long range plans that establish the strategic goals and objectives for research, innovation, and technology transfer at the University	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
2. Review and make recommendations regarding investments, policies, and practices relating to University research, innovation and technology transfer programs	Delete	Incorporated in the introduction setting forth the responsibilities of all committees.
3. Review and make recommendations on proposals to establish or to terminate Organized Research Units (ORU) and research centers	Review and make recommendations on proposals to establish or to terminate Organized Research Units and research centers	Deleted "(ORU)" since this abbreviation does not appear elsewhere so it does not be defined.
4. Work in concert with Administration to establish performance goals and metrics to evaluate progress against the strategic goals and objectives	Delete	Incorporated in the introduction setting forth the responsibilities of this and all committees.
Governance		
Introduction (does not currently exist)	This committee is responsible for the efficient and effective operation of the board.	Sets forth the responsibilities of this committee.

2. Ensure board statutes, bylaws, policies, and rules are being reviewed and updated on a routine and regular basis.	No change.	
3. Ensure board education and board member development is provided for board members.	No change.	
4. Provide recommendations to the board regarding best practices for board effectiveness.	No change.	

Suggested rewording of bylaw language for board standing committees (clean copy)

D. Standing Committees of the Board.

1. Establishment of Standing Committees. To facilitate consideration of policy matters that must be approved by the Board, and to facilitate the exercise of the Board's oversight responsibilities, five standing committees are established. Authority to act on all matters is reserved for the Board, and the functions of each standing committee shall be to consider and make recommendations to the Board pursuant to these guidelines:
 - a. All committees work with the university administration to recommend strategic goals, objectives, and metrics for activities relevant to their committee's purview.
 - b. All committees annually review progress against the university's strategic goals and objectives relevant to their committee's purview.
 - c. All committees annually review their committee charters as set forth in these bylaws and recommend additions, deletions, or other amendments as appropriate.
 - d. All committees review every three years the regent policies relevant to their committee's purview and recommend amendments as appropriate.
 - e. All committees review and recommend requests for exemptions to policies relevant to their committee's purview.
2. Standing Committees. The following are the standing committees of the Board and their functions:
 - a. Committee on Student Success. This committee is responsible for recommending policy and exercising oversight over the academic mission, goals, and programs of the University, student success and welfare, including intercollegiate athletes, and the university's research enterprise. Specific additional duties:

- (1) Review the academic mission and strategic direction of the system and its major units.
 - (2) Periodically review the extent to which programs support the mission and strategic direction of the University.
 - (3) Monitor the quality and effectiveness of educational programs.
 - (4) Review annually and advise the board of any irregularities concerning:
 - (a) the health, safety and academic progress of student-athletes;
 - (b) compliance with NCAA and conference requirements;
 - (c) any event or situation that may draw unusual public interest to the athletics program, a particular team, student athlete, or department employee.
 - (5) Evaluate and approve long range plans that establish the strategic goals and objectives for research, innovation, and technology transfer at the University.
 - (6) Review and make recommendations on proposals to establish or to terminate Organized Research Units and research centers.
- b. Institutional Success. This committee is responsible for recommending policy and exercising oversight over (a) the preparation and execution of the university's capital and operating budgets, (b) the development and management of its facilities including land use master plans for each campus, (c) the use of university lands, (d) personnel policies and practices and (e) endowment funds and other financial assets of the University. Specific additional duties:
- (1) Review proposals relative to naming of University improvements and facilities and make its recommendations to the Board.
- c. Independent audit. This committee, which shall have the same chair, vice chair and membership as the Committee in Institutional Success, is responsible for exercising oversight over the university's external auditors and the university's office of internal audit as set forth in Chapter 304A-321, Hawaii Revised Statutes. Specific duties:
- (1) Advise the Board regarding the Board's responsibilities to oversee:
 - (a) the quality and integrity of the University's compliance with legal, regulatory and policy requirements, financial reporting and financial statements, and internal controls related to risks;
 - (b) the function, disclosures, and performance of the University's compliance, internal control, and risk management systems regarding ethics and compliance, risk, finance, and accounting, and the adequacy of such systems; and

- (c) the independent certified public accountant's qualification, independence and performance, as well as performance of the internal audit function.
 - (2) Review the annual internal audit plan and the extent to which it addresses high risk areas.
 - (3) Review the annual report of the internal audit department and discuss significant issues of internal controls with the Internal Auditor and management.
 - (4) Discuss the planned scope of the annual independent audit with the independent certified public accountants and review the results of the audit with the independent certified public accountants and management.
 - (5) Receive and review the annual certified financial reports with the independent certified public accountants and management.
 - (6) Recommend to the Board the certified public accountants to serve as the independent auditor, and their fees.
 - (7) Revise the scope of the annual audit, and approve any services other than audit and audit related services provided by the certified public accountants.
- d. Kuleana. This committee is responsible for recommending policy and exercising oversight over the mission goals, and programs of the university that promote the university's role in fulfilling kuleana to Native Hawaiians and to Hawai'i including (a) the reonciliation of injustices, (b) the university's and its research enterprise's contribution to a robust Hawai'i economy and (c) the achievement of the university's strategic imperatives. Specific additional duty:
- (1) Review and make recommendations on proposals to establish or to terminate Organized Research Units and research centers.
- e. Governance. This committee is responsible for the efficient and effective operation of the board. Specifically:
- (1) Ensure board statutes, bylaws, policies, and rules are being reviewed and updated on a routine and regular basis.
 - (2) Ensure board education and board member development is provided for board members.
 - (3) Provide recommendations to the board regarding best practices for board effectiveness.



April 14, 2023

DTS-1862

MEMORANDUM

TO: Board of Regents
University of Hawai'i

FROM: Randolph G. Moore
Chair, Board of Regents

A handwritten signature in black ink, appearing to read "Randolph G. Moore".

SUBJECT: Discussion and Possible Board Action to Amend the Bylaws of the Board of Regents, Article II, Section B. Regarding the Selection of the Board Chair

BACKGROUND:

As a result of the discussions at the Personnel Affairs & Board Governance Committee meeting on April 6, 2023, and a desire to codify the process to make it transparent, clear, and efficient, I am requesting that the Board to consider amending the Bylaws of the Board of Regents, Article II, Section B regarding the selection of a Board Chair.

Specifically, I am requesting that the Board consider amending our existing Bylaws to add the following paragraph to Article II, Section B. Paragraph 2.:

2. Nomination. Each June the Chairperson shall appoint two regents (the "polling regents") who do not aspire to the position of chair or vice chair in the upcoming fiscal year, at least one of whom will remain on the Board in the upcoming fiscal year, to poll the remaining regents, including any persons confirmed by the Hawai'i State Senate for a board seat but not yet sworn in, to determine (a) their interest in being chair or a vice chair in the upcoming fiscal year, (b) whom they would like to see in any position in the upcoming fiscal year for which they are not interested, and how many vice chairs they think would be appropriate in the upcoming fiscal year. The polling regents shall, after they conduct their polling, compare notes, determine whether any strong consensus exists for any of the two or three positions, report their findings to the other regents, and at the meeting at which the elections are held, nominate for chair and vice chair(s) those who in the polling had the support of a majority of those who would be regents in the upcoming year; if no regent appeared to have the support of a majority, then the polling regents shall nominate those

Memorandum to Board of Regents

April 14, 2023

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regents who in the polling had more than nominal support. The nomination(s) by the polling regents shall not preclude other nominations from the floor.

For your reference, a copy of our current Bylaws (last updated on 9/15/2022), a redline copy of the proposed amendments to our Bylaws, and a clean copy of the proposed amendments to our Bylaws are attached.

Attachments:

Bylaws Current

Bylaws Redline with 4/20/2023 Proposed Amendments

Bylaws Clean with 4/20/2023 Proposed Amendments

BYLAWS OF THE BOARD OF REGENTS OF THE UNIVERSITY OF HAWAI'I
(as of September 15, 2022)

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**BYLAWS OF THE BOARD OF REGENTS
UNIVERSITY OF HAWAI'I**

ARTICLE I. Definitions

As used in these Bylaws:

“Board” or “BOR” means the Board of Regents of the University;

“HRS” means the Hawai'i Revised Statutes, as may be amended from time to time;

“Meetings” shall not include rule-making hearings, declaratory rulings or contested cases under Chapter 91, HRS;

“Chairperson” means the chairperson of the board;

“President” means the President of the University;

“Secretary” means the Executive Administrator and Secretary of the Board; and

“University” means the University of Hawai'i system and its various campuses.

ARTICLE II. Membership and Organization

- A. Membership. The membership of the Board shall be as required by Chapter 304A-104, HRS. The members of the Board shall serve without pay, but shall be entitled to reimbursement for necessary expenses while attending meetings and while in the discharge of duties and responsibilities.

Notwithstanding the term of office, the term of a Board member shall expire upon the failure of the member, without valid excuse, to attend three consecutive meetings duly noticed to all members of the Board. The Chairperson or acting Chairperson of the Board shall determine if the absence of the member is excusable. The expiration of the member's term shall be effective immediately after the third consecutive unattended meeting and unexcused absence.

- B. Officers, Organization. As required by Section 304A-104, HRS, the Officers of the Board shall consist of a Chairperson, up to two Vice-Chairpersons, and a Secretary (who shall be appointed by the Board and shall not be a member of the Board). The Chairperson and up to two Vice-Chairpersons shall be elected at its first meeting after June 30 of the next year or thereafter until their successors are elected and have qualified and whose election shall be immediately certified by the Board to the Lieutenant Governor. The President shall act as the chief executive officer of the Board.

1. Term. The term of the office of Chairperson and up to two Vice-Chairpersons shall be for one year. A Chairperson may serve more than one term, but not more than two consecutive terms.

2. Vote. Votes for the Chairperson and up to two Vice-Chairpersons of the Board shall be by ballot if more than one person is nominated for an office.
3. Succession. In the event of a vacancy in the office of the Chairperson, the First Vice-Chairperson shall succeed as Chairperson for the unexpired term. If at that time there is a vacancy in the office of the First Vice-Chairperson, the Second Vice-Chairperson shall succeed as Chairperson for the unexpired term. If at that time there is also a vacancy of the office of the Second Vice-Chairperson, the Secretary shall succeed as Chairperson for the sole purpose of conducting an election as soon as possible for a new Chairperson to serve for the unexpired term.

C. Duties of Officers.

1. Chairperson. The Chairperson, in addition to presiding at all regular and special Board meetings, shall:
 - a. Appoint the chairperson and members of the standing committees and any other committees, except as provided under Section 304A-321, HRS.
 - b. Acknowledge communications, petitions, requests, and proposals on behalf of the Board and, except in emergencies, refer same to the President or Secretary or an appropriate Committee of the Board for action or recommendation so as not to detract from the Board's governance and fiduciary responsibilities.
 - c. Maintain liaison with the President to see that there is an effective working relationship between the University administration and the Board.
 - d. Approve all press releases and public statements made by the Board.
 - e. Approve agenda items for any regular or special meeting of the Board.
 - f. Coordinate the efforts of the Board's standing committees to strengthen the roles and functions of same.
2. Vice-Chairperson(s). The First Vice-Chairperson will assume the duties and responsibilities of the Chairperson in the absence of the Chairperson and will undertake such other duties as may be assigned by the Chairperson. If there is a second Vice-Chairperson, he/she will assume the duties and responsibilities of the First Vice-Chairperson in the absence of the First-Vice Chairperson and will undertake such other duties as may be assigned by the Chairperson or First Vice-Chairperson.
3. Secretary. The Secretary shall serve under the direction of the Board through the Chairperson and shall provide the necessary administrative support services to the Board. The Secretary shall:

- a. Prepare and distribute the agenda for each of the regular and special Board and standing and other committee meetings.
 - b. Schedule regular and special Board meeting dates in consultation with the Chairperson.
 - c. Record and prepare minutes and reports for each of the regular and special Board and standing and other committee meetings.
 - d. Be responsible for securing information from the University administration.
 - e. Acknowledge and answer routine correspondence directed to the Chairperson and/or Board.
 - f. Serve as liaison between the University administrative staff and the Board.
 - g. Review policy proposals submitted by the University administration.
 - h. Maintain a calendar of the Board's unfinished business.
 - i. Conduct research and analysis of policies relating to the governance of the University by the Board.
 - j. Review rules and regulations affecting the University in accordance with the Hawai'i Administrative Procedures Act.
 - k. Maintain, collect, and preserve the official records of the Board.
 - l. Collate and index policies which are adopted by the Board.
 - m. Serve as "Records Officer" under the State archives program.
 - n. Serve as "Certifying Officer" of official University documents.
 - o. Perform additional duties as assigned by the Chairperson and the various standing and other committee chairpersons.
- D. Standing Committees of the Board.
- 1. Establishment of Standing Committees. To facilitate consideration of policy matters that must be approved by the Board, seven standing committees are established. Authority to act on all matters is reserved for the Board, and the functions of each standing committee shall be to consider and make recommendations to the Board.
 - 2. Standing Committees. The following are the standing committees of the Board and their functions:
 - a. Committee on Academic and Student Affairs

- (1) Review the academic mission and strategic direction of the system and its major units.
- (2) Periodically review to what extent programs support the mission and strategic direction of the University.
- (3) Monitor the quality and effectiveness of educational programs.
- (4) Develop and maintain policies governing academic and student affairs.
- (5) Review actions proposed by the President which fall under current board policies and procedures, including requests for exceptions.

b. Committee on Budget and Finance

- (1) Work in concert with the University administration relating to the operating budget.
- (2) Examine the budgetary process, budget proposals, expenditure plans, and development plans.
- (3) Discuss the implementation of the budgetary decisions with the University administration, especially amendments thereto or when circumstances require deviations from expenditure plans.
- (4) Review matters related to business affairs, and exercise fiduciary oversight of endowment funds and other financial assets of the University.
- (5) Exercise general oversight and policy direction over the University's financial systems and programs.

c. Committee on Planning and Facilities

- (1) Review, study, and make recommendations to the Board relative to the long-range plans for the development of the University, considering academic needs, priorities, and fiscal capabilities of the State.
- (2) Review, study, and make recommendations to the Board relative to the physical facilities master plans for each campus in the University system and to periodically review approved campus master plans in order to recommend revisions, if necessary, to meet the needs of the University.
- (3) Review proposals relative to naming of University improvements and facilities and make its recommendations to the Board.

- (4) Review policies and make recommendations to the Board on matters pertaining to the use of University facilities and ensure an environment that is complementary to the educational mission of this institution.
 - (5) Work in concert with the university administration relating to the capital improvement budget.
 - (6) Provide general oversight of the University's land-related strategic initiatives and partnerships program.
- d. Committee on Personnel Affairs and Board Governance
- (1) Review and consider policies and practices relating to university personnel.
 - (2) Ensure board statutes, bylaws, policies, and rules are being reviewed and updated on a routine and regular basis.
 - (3) Ensure board education and board member development is provided for board members.
 - (4) Provide recommendations to the board regarding best practices for board effectiveness.
- e. Committee on Independent Audit
- (1) Advise the Board regarding the Board's responsibilities to oversee:
 - (a) the quality and integrity of the University's compliance with legal, regulatory, and policy requirements, financial reporting and financial statements, and internal controls related to risks;
 - (b) the function, disclosures, and performance of the University's compliance, internal control, and risk management systems regarding ethics and compliance, risk, finance, and accounting, and the adequacy of such systems; and
 - (c) the independent certified public accountant's qualification, independence, and performance, as well as performance of the internal audit function.
 - (2) Review the annual internal audit plan and the extent to which it addresses high risk areas.
 - (3) Review the annual report of the internal audit department and discuss significant issues of internal controls with the Internal Auditor and management.

- (4) Discuss the planned scope of the annual independent audit with the independent certified public accountants and review the results of the audit with the independent certified public accountants and management.
- (5) Receive and review the annual certified financial reports with the independent certified public accountants and management.
- (6) Recommend to the Board the certified public accountants to serve as the independent auditor, and their fees.
- (7) Revise the scope of the annual audit, and approve any services other than audit and audit related services provided by the certified public accountants.
- (8) Provide recommendations to the Board regarding approval of the internal audit mission statement, the committee's charter, and other governance documents related to both internal and external compliance and auditing activities at the University.

f. Committee on Intercollegiate Athletics

- (1) Serve as a liaison between the Board and the respective campuses and their athletic departments.
- (2) Advise the Board regarding its responsibility to oversee:
 - (a) the health, safety, and academic progress of student-athletes;
 - (b) fiscal integrity and budgetary concerns;
 - (c) compliance with NCAA and conference requirements;
 - (d) any event or situation that may draw unusual public interest to the athletics program, a particular team, student athlete, or department employee; and
 - (e) selection procedures for athletic program head coaches.
- (3) Review annual reports on the academic standing and progress of student athletes, including, but not limited to, the Academic Progress Rate report.
- (4) Recommend policies governing all aspects of Intercollegiate Athletics at the University.

g. Committee on Research and Innovation

- (1) Evaluate and approve long range plans that establish the strategic goals and objectives for research, innovation, and technology transfer at the University.
 - (2) Review and make recommendations regarding investments, policies, and practices relating to University research, innovation, and technology transfer programs.
 - (3) Review and make recommendations on proposals to establish or to terminate Organized Research Units (ORU) and research centers.
 - (4) Work in concert with Administration to establish performance goals and metrics to evaluate progress against the strategic goals and objectives.
3. Appointment of Committee Members. The chairperson and voting members of each standing committee shall be appointed by the Chairperson and shall serve for one year or until the appointment of their successors. The Chairperson shall be an ex officio, voting member of all standing committees, provided that the Chairperson shall only vote in committees to break a tie or when the presence of the Chairperson is needed to comprise or maintain a quorum. All board members who are not voting members of a committee or committees shall be ex officio, nonvoting members of such committees. The President, as chief executive officer of the University, shall assign a member of the University administrative staff to each standing committee who shall be the administrative liaison with the chairperson of the committee.

The Committee on Academic and Student Affairs shall include Regents from the four major islands.

4. Meetings. Each standing committee shall schedule meetings as appropriate. The Committee on Academic and Student Affairs meetings shall be held on each of the islands with community college campuses, to the extent practicable.
5. Referrals to Committees. Each standing committee shall consider all matters referred to it by the Chairperson and shall make appropriate recommendations within a reasonable time to the Board.
6. Progress Reports. Each standing committee shall make progress reports to the Board periodically or when requested by the Chairperson.
7. Task Groups. Task groups may be established by the Chairperson upon authorization by the Board, and with such powers and duties as determined by the Board. The tenure of a specific task group shall expire at the completion of its assigned task.

E. New Board Member Orientation

New Board members shall be scheduled to receive an orientation within one month of the beginning of their term. The orientation shall include, among other things, an overview of the University system, BOR responsibilities, accreditation standards for Board governance, and BOR policies and practices. New Board members shall also be provided with a Reference Guide covering these and other topics.

ARTICLE III. Advisory Committees and Consultants

- A. Creation. The Board may create an advisory committee, as necessary, which shall serve as advisory to the Board. The committee membership shall be appointed by the Chairperson, subject to approval by the Board. The tenure of the advisory committee shall expire at the completion of the assigned task.
- B. Consultant Services. The Board may engage the services of consultants as it deems necessary.

ARTICLE IV. Meetings

- A. Number and Place of Meetings. The Board shall meet not less than ten times annually (July 1, thru June 30) and may from time to time meet in each of the counties of Honolulu, Hawai'i, Maui, and Kaua'i. The Board shall at each meeting set the time and place for its next regular meeting.
- B. Special Meetings. Special meetings may be called by:
 - 1. The Chairperson;
 - 2. The Secretary, upon request by a majority of the members of the Board; or
 - 3. Any Board member, with the consent of the Chairperson.
- C. Call for Committee Meetings. Standing committee meetings shall be called by the Secretary in consultation with the committee chairperson. In the event of a joint meeting, the Chairperson shall designate the presiding committee chairperson.
- D. Public Notice of Meetings. All meetings of and public appearances before the Board and its standing committees shall comply with Chapter 92, HRS, and shall be as set forth in the Rules of Practice and Procedures of the Board of Regents (Hawai'i Administrative Rules, Title 20, Subtitle 1, Chapter 1.1).

ARTICLE V. Quorum

A majority of all voting members to which the Board is entitled shall constitute a quorum. For purposes of standing committees, the Chairperson shall only be counted in determining quorum to constitute a majority.

ARTICLE VI. Voting

Voting by the Board and its standing committees shall be as set forth in the Rules of Practice and Procedures of the Board of Regents (Hawai'i Administrative Rules, Title 20, Subtitle 1, Chapter 1.1).

ARTICLE VII. Legal Counsel

- A. The University General Counsel. The University General Counsel shall be designated as legal counsel for the Board. The University General Counsel or the University General Counsel's representative(s), in the capacity of legal counsel for the Board, shall be present at all regular and special meetings and certain standing committee meetings of the Board.
- B. Requests for Written Legal Opinions. Requests for any written legal opinion of the University General Counsel shall be made by the Chairperson or designee with the full knowledge of the Board. Whenever a legal opinion is rendered by the University General Counsel, such opinion shall be in writing and along with a copy of the written request for such opinion, distributed immediately to all Board members.
- C. Conflicts. By policy and organizational structure, the University General Counsel serves the Board as well as the University administration. Understandably, there may be occasions when it becomes necessary to avoid a perception of conflict, or actual conflict, or to obtain specialized legal expertise. At such times, the Board may exercise its discretion in securing the services of independent legal counsel through the Secretary.

ARTICLE VIII. Robert's Rules of Order

Meetings shall be conducted in accordance with the current edition of Robert's Rules of Order insofar as they are applicable and not inconsistent with these bylaws, or applicable statutes or rules.

ARTICLE IX. Amendments

These bylaws may be amended only by two-thirds (2/3) vote of all the members to which the Board is entitled. Any proposed amendment to the bylaws shall be submitted in writing for consideration and vote by the members at a Board meeting.

ARTICLE X. Conflicts of Interest

- A. Standard of Conduct. Members of the Board shall comply with the provisions of these bylaws and are subject to the standards of conduct and financial interest disclosure requirements of Chapter 84, HRS (State Ethics Code) and must act in accordance with Chapter 84, HRS.
- B. Fiduciary Responsibility. Members of the Board serve a public interest role and thus have a clear obligation to conduct all affairs of the University in a manner consistent with this concept. Members of the Board are expected to place the welfare of the University above personal interests, the interests of family members, or others who

may be personally involved in affairs affecting the University. All decisions of the Board shall be made solely on the basis of a desire to promote the best interests of the University and the public good.

C. Disclosures. In the event the Board must consider any matter for the University which also directly involves:

1. a regent or a member of the regent's family (which shall be a spouse, parents, siblings and their spouses, children and their spouses, and any household member);
2. a public or private organization with which a regent is affiliated, as defined below; or
3. a regent's personal financial interest as defined under Chapter 84, HRS;

Any affected regent, at the first knowledge of the matter, shall fully disclose, as noted below, the precise nature of the interest or involvement.

For purposes of this article, an affiliation exists if a regent or a member of the regent's family is an owner (which shall be defined as: (1) an ownership interest valued at more than \$5,000; or (2) 10% or more ownership of the business), officer, director, trustee, partner, employee (which shall also include legal counsel, consultant, contractor, advisor, or representative) or agent of such organization.

All disclosures required under this article must be directed in writing to the Secretary who, together with the University General Counsel, shall be responsible for the administration of this bylaw.

Matters covered under this article shall be reported initially to the Chairperson for appropriate action. Should the Chairperson be the regent with a potential conflict, the matter shall be reported to the Vice-Chairperson. Should both the Chairperson and the Vice-Chairperson have a potential conflict, the matter shall be reported to the chairperson of a Board standing committee in the order as listed in Article II, Section D of the bylaws of the Board.

Information disclosed to the Secretary shall be held in confidence to the extent authorized by law.

This disclosure requirement shall not apply to any regent who declares a conflict of interest and recuses himself/herself from consideration of the matter before the Board.

D. Determination of Conflicts. Questions concerning possible conflicts of interest shall be directed to the Secretary. Board shall resolve the questions by majority vote at a Board meeting in compliance with Chapter 92, HRS. Where any matter covered by Chapter 84, HRS, is involved, the potential conflict shall be referred to the State Ethics Commission for disposition. Questions of potential conflict not covered by

Chapter 84, HRS, may be referred to the University General Counsel for a legal opinion, except that questions of conflict under Section 78-4, HRS, shall be referred to the University General Counsel for a legal opinion.

Restraint on Participation. A member of the Board who has declared a conflict of interest and recused himself/herself or who has been found to have a conflict of interest in any matter before the Board shall refrain from participating in the consideration of the proposed matter. The regent may not vote on such matters before the Board and may not be present during the Board's deliberation and at the time of vote.

- E. **Sanctions and Remedies.** Any Board action favorable to a regent obtained in violation of this bylaw is voidable on behalf of the Board; provided that in any proceeding to void a Board action pursuant to this bylaw, the interests of third parties who may be damaged thereby shall be taken into account. Any proceeding to void a Board action shall be initiated within sixty (60) days after the determination of a violation under this bylaw. The Board may pursue all legal and equitable remedies and/or sanctions through the University's legal counsel. Any Board action imposing a remedy or sanction under this section must be initiated within one year after the action of the Board that is affected by a violation.

BYLAWS OF THE BOARD OF REGENTS OF THE UNIVERSITY OF HAWAII
(as of ~~September 15, 2022~~April 20, 2023)

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**BYLAWS OF THE BOARD OF REGENTS
UNIVERSITY OF HAWAI'I**

ARTICLE I. Definitions

As used in these Bylaws:

“Board” or “BOR” means the Board of Regents of the University;

“HRS” means the Hawai'i Revised Statutes, as may be amended from time to time;

“Meetings” shall not include rule-making hearings, declaratory rulings or contested cases under Chapter 91, HRS;

“Chairperson” means the chairperson of the board;

“President” means the President of the University;

“Secretary” means the Executive Administrator and Secretary of the Board; and

“University” means the University of Hawai'i system and its various campuses.

ARTICLE II. Membership and Organization

- A. Membership. The membership of the Board shall be as required by Chapter 304A-104, HRS. The members of the Board shall serve without pay, but shall be entitled to reimbursement for necessary expenses while attending meetings and while in the discharge of duties and responsibilities.

Notwithstanding the term of office, the term of a Board member shall expire upon the failure of the member, without valid excuse, to attend three consecutive meetings duly noticed to all members of the Board. The Chairperson or acting Chairperson of the Board shall determine if the absence of the member is excusable. The expiration of the member's term shall be effective immediately after the third consecutive unattended meeting and unexcused absence.

- B. Officers, Organization. As required by Section 304A-104, HRS, the Officers of the Board shall consist of a Chairperson, up to two Vice-Chairpersons, and a Secretary (who shall be appointed by the Board and shall not be a member of the Board). The Chairperson and up to two Vice-Chairpersons shall be elected at its first meeting after June 30 of the next year or thereafter until their successors are elected and have qualified and whose election shall be immediately certified by the Board to the Lieutenant Governor. The President shall act as the chief executive officer of the Board.
1. Term. The term of the office of Chairperson and up to two Vice-Chairpersons shall be for one year. A Chairperson may serve more than one term, but not more than two consecutive terms.

2. Nomination. Each June the Chairperson shall appoint two regents (the “polling regents”) who do not aspire to the position of chair or vice chair in the upcoming fiscal year, at least one of whom will remain on the Board in the upcoming fiscal year, to poll the remaining regents, including any persons confirmed by the Hawai’i State Senate for a board seat but not yet sworn in, to determine (a) their interest in being chair or a vice chair in the upcoming fiscal year, (b) whom they would like to see in any position in the upcoming fiscal year for which they are not interested, and how many vice chairs they think would be appropriate in the upcoming fiscal year. The polling regents shall, after they conduct their polling, compare notes, determine whether any strong consensus exists for any of the two or three positions, report their findings to the other regents, and at the meeting at which the elections are held, nominate for chair and vice chair(s) those who in the polling had the support of a majority of those who would be regents in the upcoming year; if no regent appeared to have the support of a majority, then the polling regents shall nominate those regents who in the polling had more than nominal support. The nomination(s) by the polling regents shall not preclude other nominations from the floor.

2.3. Vote. Votes for the Chairperson and up to two Vice-Chairpersons of the Board shall be by ballot if more than one person is nominated for an office.

3.4. Succession. In the event of a vacancy in the office of the Chairperson, the First Vice-Chairperson shall succeed as Chairperson for the unexpired term. If at that time there is a vacancy in the office of the First Vice-Chairperson, the Second Vice-Chairperson shall succeed as Chairperson for the unexpired term. If at that time there is also a vacancy of the office of the Second Vice-Chairperson, the Secretary shall succeed as Chairperson for the sole purpose of conducting an election as soon as possible for a new Chairperson to serve for the unexpired term.

C. Duties of Officers.

1. Chairperson. The Chairperson, in addition to presiding at all regular and special Board meetings, shall:
 - a. Appoint the chairperson and members of the standing committees and any other committees, except as provided under Section 304A-321, HRS.
 - b. Acknowledge communications, petitions, requests, and proposals on behalf of the Board and, except in emergencies, refer same to the President or Secretary or an appropriate Committee of the Board for action or recommendation so as not to detract from the Board’s governance and fiduciary responsibilities.
 - c. Maintain liaison with the President to see that there is an effective working relationship between the University administration and the Board.
 - d. Approve all press releases and public statements made by the Board.

- e. Approve agenda items for any regular or special meeting of the Board.
 - f. Coordinate the efforts of the Board's standing committees to strengthen the roles and functions of same.
2. Vice-Chairperson(s). The First Vice-Chairperson will assume the duties and responsibilities of the Chairperson in the absence of the Chairperson and will undertake such other duties as may be assigned by the Chairperson. If there is a second Vice-Chairperson, he/she will assume the duties and responsibilities of the First Vice-Chairperson in the absence of the First-Vice Chairperson and will undertake such other duties as may be assigned by the Chairperson or First Vice-Chairperson.
3. Secretary. The Secretary shall serve under the direction of the Board through the Chairperson and shall provide the necessary administrative support services to the Board. The Secretary shall:
- a. Prepare and distribute the agenda for each of the regular and special Board and standing and other committee meetings.
 - b. Schedule regular and special Board meeting dates in consultation with the Chairperson.
 - c. Record and prepare minutes and reports for each of the regular and special Board and standing and other committee meetings.
 - d. Be responsible for securing information from the University administration.
 - e. Acknowledge and answer routine correspondence directed to the Chairperson and/or Board.
 - f. Serve as liaison between the University administrative staff and the Board.
 - g. Review policy proposals submitted by the University administration.
 - h. Maintain a calendar of the Board's unfinished business.
 - i. Conduct research and analysis of policies relating to the governance of the University by the Board.
 - j. Review rules and regulations affecting the University in accordance with the Hawai'i Administrative Procedures Act.
 - k. Maintain, collect, and preserve the official records of the Board.
 - l. Collate and index policies which are adopted by the Board.
 - m. Serve as "Records Officer" under the State archives program.

- n. Serve as “Certifying Officer” of official University documents.
- o. Perform additional duties as assigned by the Chairperson and the various standing and other committee chairpersons.

D. Standing Committees of the Board.

1. Establishment of Standing Committees. To facilitate consideration of policy matters that must be approved by the Board, seven standing committees are established. Authority to act on all matters is reserved for the Board, and the functions of each standing committee shall be to consider and make recommendations to the Board.
2. Standing Committees. The following are the standing committees of the Board and their functions:
 - a. Committee on Academic and Student Affairs
 - (1) Review the academic mission and strategic direction of the system and its major units.
 - (2) Periodically review to what extent programs support the mission and strategic direction of the University.
 - (3) Monitor the quality and effectiveness of educational programs.
 - (4) Develop and maintain policies governing academic and student affairs.
 - (5) Review actions proposed by the President which fall under current board policies and procedures, including requests for exceptions.
 - b. Committee on Budget and Finance
 - (1) Work in concert with the University administration relating to the operating budget.
 - (2) Examine the budgetary process, budget proposals, expenditure plans, and development plans.
 - (3) Discuss the implementation of the budgetary decisions with the University administration, especially amendments thereto or when circumstances require deviations from expenditure plans.
 - (4) Review matters related to business affairs, and exercise fiduciary oversight of endowment funds and other financial assets of the University.
 - (5) Exercise general oversight and policy direction over the University's financial systems and programs.

c. Committee on Planning and Facilities

- (1) Review, study, and make recommendations to the Board relative to the long-range plans for the development of the University, considering academic needs, priorities, and fiscal capabilities of the State.
- (2) Review, study, and make recommendations to the Board relative to the physical facilities master plans for each campus in the University system and to periodically review approved campus master plans in order to recommend revisions, if necessary, to meet the needs of the University.
- (3) Review proposals relative to naming of University improvements and facilities and make its recommendations to the Board.
- (4) Review policies and make recommendations to the Board on matters pertaining to the use of University facilities and ensure an environment that is complementary to the educational mission of this institution.
- (5) Work in concert with the university administration relating to the capital improvement budget.
- (6) Provide general oversight of the University's land-related strategic initiatives and partnerships program.

d. Committee on Personnel Affairs and Board Governance

- (1) Review and consider policies and practices relating to university personnel.
- (2) Ensure board statutes, bylaws, policies, and rules are being reviewed and updated on a routine and regular basis.
- (3) Ensure board education and board member development is provided for board members.
- (4) Provide recommendations to the board regarding best practices for board effectiveness.

e. Committee on Independent Audit

- (1) Advise the Board regarding the Board's responsibilities to oversee:
 - (a) the quality and integrity of the University's compliance with legal, regulatory, and policy requirements, financial reporting and financial statements, and internal controls related to risks;

- (b) the function, disclosures, and performance of the University's compliance, internal control, and risk management systems regarding ethics and compliance, risk, finance, and accounting, and the adequacy of such systems; and
 - (c) the independent certified public accountant's qualification, independence, and performance, as well as performance of the internal audit function.
 - (2) Review the annual internal audit plan and the extent to which it addresses high risk areas.
 - (3) Review the annual report of the internal audit department and discuss significant issues of internal controls with the Internal Auditor and management.
 - (4) Discuss the planned scope of the annual independent audit with the independent certified public accountants and review the results of the audit with the independent certified public accountants and management.
 - (5) Receive and review the annual certified financial reports with the independent certified public accountants and management.
 - (6) Recommend to the Board the certified public accountants to serve as the independent auditor, and their fees.
 - (7) Revise the scope of the annual audit, and approve any services other than audit and audit related services provided by the certified public accountants.
 - (8) Provide recommendations to the Board regarding approval of the internal audit mission statement, the committee's charter, and other governance documents related to both internal and external compliance and auditing activities at the University.
- f. Committee on Intercollegiate Athletics
- (1) Serve as a liaison between the Board and the respective campuses and their athletic departments.
 - (2) Advise the Board regarding its responsibility to oversee:
 - (a) the health, safety, and academic progress of student-athletes;
 - (b) fiscal integrity and budgetary concerns;
 - (c) compliance with NCAA and conference requirements;

(d) any event or situation that may draw unusual public interest to the athletics program, a particular team, student athlete, or department employee; and

(e) selection procedures for athletic program head coaches.

(3) Review annual reports on the academic standing and progress of student athletes, including, but not limited to, the Academic Progress Rate report.

(4) Recommend policies governing all aspects of Intercollegiate Athletics at the University.

g. Committee on Research and Innovation

(1) Evaluate and approve long range plans that establish the strategic goals and objectives for research, innovation, and technology transfer at the University.

(2) Review and make recommendations regarding investments, policies, and practices relating to University research, innovation, and technology transfer programs.

(3) Review and make recommendations on proposals to establish or to terminate Organized Research Units (ORU) and research centers.

(4) Work in concert with Administration to establish performance goals and metrics to evaluate progress against the strategic goals and objectives.

3. Appointment of Committee Members. The chairperson and voting members of each standing committee shall be appointed by the Chairperson and shall serve for one year or until the appointment of their successors. The Chairperson shall be an ex officio, voting member of all standing committees, provided that the Chairperson shall only vote in committees to break a tie or when the presence of the Chairperson is needed to comprise or maintain a quorum. All board members who are not voting members of a committee or committees shall be ex officio, nonvoting members of such committees. The President, as chief executive officer of the University, shall assign a member of the University administrative staff to each standing committee who shall be the administrative liaison with the chairperson of the committee.

The Committee on Academic and Student Affairs shall include Regents from the four major islands.

4. Meetings. Each standing committee shall schedule meetings as appropriate. The Committee on Academic and Student Affairs meetings shall be held on each of the islands with community college campuses, to the extent practicable.

5. Referrals to Committees. Each standing committee shall consider all matters referred to it by the Chairperson and shall make appropriate recommendations within a reasonable time to the Board.
6. Progress Reports. Each standing committee shall make progress reports to the Board periodically or when requested by the Chairperson.
7. Task Groups. Task groups may be established by the Chairperson upon authorization by the Board, and with such powers and duties as determined by the Board. The tenure of a specific task group shall expire at the completion of its assigned task.

E. New Board Member Orientation

New Board members shall be scheduled to receive an orientation within one month of the beginning of their term. The orientation shall include, among other things, an overview of the University system, BOR responsibilities, accreditation standards for Board governance, and BOR policies and practices. New Board members shall also be provided with a Reference Guide covering these and other topics.

ARTICLE III. Advisory Committees and Consultants

- A. Creation. The Board may create an advisory committee, as necessary, which shall serve as advisory to the Board. The committee membership shall be appointed by the Chairperson, subject to approval by the Board. The tenure of the advisory committee shall expire at the completion of the assigned task.
- B. Consultant Services. The Board may engage the services of consultants as it deems necessary.

ARTICLE IV. Meetings

- A. Number and Place of Meetings. The Board shall meet not less than ten times annually (July 1, thru June 30) and may from time to time meet in each of the counties of Honolulu, Hawai'i, Maui, and Kaua'i. The Board shall at each meeting set the time and place for its next regular meeting.
- B. Special Meetings. Special meetings may be called by:
 1. The Chairperson;
 2. The Secretary, upon request by a majority of the members of the Board; or
 3. Any Board member, with the consent of the Chairperson.
- C. Call for Committee Meetings. Standing committee meetings shall be called by the Secretary in consultation with the committee chairperson. In the event of a joint meeting, the Chairperson shall designate the presiding committee chairperson.

- D. Public Notice of Meetings. All meetings of and public appearances before the Board and its standing committees shall comply with Chapter 92, HRS, and shall be as set forth in the Rules of Practice and Procedures of the Board of Regents (Hawai'i Administrative Rules, Title 20, Subtitle 1, Chapter 1.1).

ARTICLE V. Quorum

A majority of all voting members to which the Board is entitled shall constitute a quorum. For purposes of standing committees, the Chairperson shall only be counted in determining quorum to constitute a majority.

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Voting by the Board and its standing committees shall be as set forth in the Rules of Practice and Procedures of the Board of Regents (Hawai'i Administrative Rules, Title 20, Subtitle 1, Chapter 1.1).

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- A. The University General Counsel. The University General Counsel shall be designated as legal counsel for the Board. The University General Counsel or the University General Counsel's representative(s), in the capacity of legal counsel for the Board, shall be present at all regular and special meetings and certain standing committee meetings of the Board.
- B. Requests for Written Legal Opinions. Requests for any written legal opinion of the University General Counsel shall be made by the Chairperson or designee with the full knowledge of the Board. Whenever a legal opinion is rendered by the University General Counsel, such opinion shall be in writing and along with a copy of the written request for such opinion, distributed immediately to all Board members.
- C. Conflicts. By policy and organizational structure, the University General Counsel serves the Board as well as the University administration. Understandably, there may be occasions when it becomes necessary to avoid a perception of conflict, or actual conflict, or to obtain specialized legal expertise. At such times, the Board may exercise its discretion in securing the services of independent legal counsel through the Secretary.

ARTICLE VIII. Robert's Rules of Order

Meetings shall be conducted in accordance with the current edition of Robert's Rules of Order insofar as they are applicable and not inconsistent with these bylaws, or applicable statutes or rules.

ARTICLE IX. Amendments

These bylaws may be amended only by two-thirds (2/3) vote of all the members to which the Board is entitled. Any proposed amendment to the bylaws shall be submitted in writing for consideration and vote by the members at a Board meeting.

ARTICLE X. Conflicts of Interest

- A. **Standard of Conduct.** Members of the Board shall comply with the provisions of these bylaws and are subject to the standards of conduct and financial interest disclosure requirements of Chapter 84, HRS (State Ethics Code) and must act in accordance with Chapter 84, HRS.
- B. **Fiduciary Responsibility.** Members of the Board serve a public interest role and thus have a clear obligation to conduct all affairs of the University in a manner consistent with this concept. Members of the Board are expected to place the welfare of the University above personal interests, the interests of family members, or others who may be personally involved in affairs affecting the University. All decisions of the Board shall be made solely on the basis of a desire to promote the best interests of the University and the public good.
- C. **Disclosures.** In the event the Board must consider any matter for the University which also directly involves:
 - 1. a regent or a member of the regent's family (which shall be a spouse, parents, siblings and their spouses, children and their spouses, and any household member);
 - 2. a public or private organization with which a regent is affiliated, as defined below; or
 - 3. a regent's personal financial interest as defined under Chapter 84, HRS;

Any affected regent, at the first knowledge of the matter, shall fully disclose, as noted below, the precise nature of the interest or involvement.

For purposes of this article, an affiliation exists if a regent or a member of the regent's family is an owner (which shall be defined as: (1) an ownership interest valued at more than \$5,000; or (2) 10% or more ownership of the business), officer, director, trustee, partner, employee (which shall also include legal counsel, consultant, contractor, advisor, or representative) or agent of such organization.

All disclosures required under this article must be directed in writing to the Secretary who, together with the University General Counsel, shall be responsible for the administration of this bylaw.

Matters covered under this article shall be reported initially to the Chairperson for appropriate action. Should the Chairperson be the regent with a potential conflict, the matter shall be reported to the Vice-Chairperson. Should both the Chairperson and the Vice-Chairperson have a potential conflict, the matter shall be reported to

the chairperson of a Board standing committee in the order as listed in Article II, Section D of the bylaws of the Board.

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Restraint on Participation. A member of the Board who has declared a conflict of interest and recused himself/herself or who has been found to have a conflict of interest in any matter before the Board shall refrain from participating in the consideration of the proposed matter. The regent may not vote on such matters before the Board and may not be present during the Board's deliberation and at the time of vote.

- E. **Sanctions and Remedies.** Any Board action favorable to a regent obtained in violation of this bylaw is voidable on behalf of the Board; provided that in any proceeding to void a Board action pursuant to this bylaw, the interests of third parties who may be damaged thereby shall be taken into account. Any proceeding to void a Board action shall be initiated within sixty (60) days after the determination of a violation under this bylaw. The Board may pursue all legal and equitable remedies and/or sanctions through the University's legal counsel. Any Board action imposing a remedy or sanction under this section must be initiated within one year after the action of the Board that is affected by a violation.

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(as of April 20, 2023)

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- B. Officers, Organization. As required by Section 304A-104, HRS, the Officers of the Board shall consist of a Chairperson, up to two Vice-Chairpersons, and a Secretary (who shall be appointed by the Board and shall not be a member of the Board). The Chairperson and up to two Vice-Chairpersons shall be elected at its first meeting after June 30 of the next year or thereafter until their successors are elected and have qualified and whose election shall be immediately certified by the Board to the Lieutenant Governor. The President shall act as the chief executive officer of the Board.

1. Term. The term of the office of Chairperson and up to two Vice-Chairpersons shall be for one year. A Chairperson may serve more than one term, but not more than two consecutive terms.

2. **Nomination.** Each June the Chairperson shall appoint two regents (the “polling regents”) who do not aspire to the position of chair or vice chair in the upcoming fiscal year, at least one of whom will remain on the Board in the upcoming fiscal year, to poll the remaining regents, including any persons confirmed by the Hawai’i State Senate for a board seat but not yet sworn in, to determine (a) their interest in being chair or a vice chair in the upcoming fiscal year, (b) whom they would like to see in any position in the upcoming fiscal year for which they are not interested, and how many vice chairs they think would be appropriate in the upcoming fiscal year. The polling regents shall, after they conduct their polling, compare notes, determine whether any strong consensus exists for any of the two or three positions, report their findings to the other regents, and at the meeting at which the elections are held, nominate for chair and vice chair(s) those who in the polling had the support of a majority of those who would be regents in the upcoming year; if no regent appeared to have the support of a majority, then the polling regents shall nominate those regents who in the polling had more than nominal support. The nomination(s) by the polling regents shall not preclude other nominations from the floor.
3. **Vote.** Votes for the Chairperson and up to two Vice-Chairpersons of the Board shall be by ballot if more than one person is nominated for an office.
4. **Succession.** In the event of a vacancy in the office of the Chairperson, the First Vice-Chairperson shall succeed as Chairperson for the unexpired term. If at that time there is a vacancy in the office of the First Vice-Chairperson, the Second Vice-Chairperson shall succeed as Chairperson for the unexpired term. If at that time there is also a vacancy of the office of the Second Vice-Chairperson, the Secretary shall succeed as Chairperson for the sole purpose of conducting an election as soon as possible for a new Chairperson to serve for the unexpired term.

C. **Duties of Officers.**

1. **Chairperson.** The Chairperson, in addition to presiding at all regular and special Board meetings, shall:
 - a. Appoint the chairperson and members of the standing committees and any other committees, except as provided under Section 304A-321, HRS.
 - b. Acknowledge communications, petitions, requests, and proposals on behalf of the Board and, except in emergencies, refer same to the President or Secretary or an appropriate Committee of the Board for action or recommendation so as not to detract from the Board’s governance and fiduciary responsibilities.
 - c. Maintain liaison with the President to see that there is an effective working relationship between the University administration and the Board.
 - d. Approve all press releases and public statements made by the Board.

- e. Approve agenda items for any regular or special meeting of the Board.
 - f. Coordinate the efforts of the Board's standing committees to strengthen the roles and functions of same.
2. Vice-Chairperson(s). The First Vice-Chairperson will assume the duties and responsibilities of the Chairperson in the absence of the Chairperson and will undertake such other duties as may be assigned by the Chairperson. If there is a second Vice-Chairperson, he/she will assume the duties and responsibilities of the First Vice-Chairperson in the absence of the First-Vice Chairperson and will undertake such other duties as may be assigned by the Chairperson or First Vice-Chairperson.
3. Secretary. The Secretary shall serve under the direction of the Board through the Chairperson and shall provide the necessary administrative support services to the Board. The Secretary shall:
- a. Prepare and distribute the agenda for each of the regular and special Board and standing and other committee meetings.
 - b. Schedule regular and special Board meeting dates in consultation with the Chairperson.
 - c. Record and prepare minutes and reports for each of the regular and special Board and standing and other committee meetings.
 - d. Be responsible for securing information from the University administration.
 - e. Acknowledge and answer routine correspondence directed to the Chairperson and/or Board.
 - f. Serve as liaison between the University administrative staff and the Board.
 - g. Review policy proposals submitted by the University administration.
 - h. Maintain a calendar of the Board's unfinished business.
 - i. Conduct research and analysis of policies relating to the governance of the University by the Board.
 - j. Review rules and regulations affecting the University in accordance with the Hawai'i Administrative Procedures Act.
 - k. Maintain, collect, and preserve the official records of the Board.
 - l. Collate and index policies which are adopted by the Board.
 - m. Serve as "Records Officer" under the State archives program.

- n. Serve as “Certifying Officer” of official University documents.
- o. Perform additional duties as assigned by the Chairperson and the various standing and other committee chairpersons.

D. Standing Committees of the Board.

1. Establishment of Standing Committees. To facilitate consideration of policy matters that must be approved by the Board, seven standing committees are established. Authority to act on all matters is reserved for the Board, and the functions of each standing committee shall be to consider and make recommendations to the Board.
2. Standing Committees. The following are the standing committees of the Board and their functions:
 - a. Committee on Academic and Student Affairs
 - (1) Review the academic mission and strategic direction of the system and its major units.
 - (2) Periodically review to what extent programs support the mission and strategic direction of the University.
 - (3) Monitor the quality and effectiveness of educational programs.
 - (4) Develop and maintain policies governing academic and student affairs.
 - (5) Review actions proposed by the President which fall under current board policies and procedures, including requests for exceptions.
 - b. Committee on Budget and Finance
 - (1) Work in concert with the University administration relating to the operating budget.
 - (2) Examine the budgetary process, budget proposals, expenditure plans, and development plans.
 - (3) Discuss the implementation of the budgetary decisions with the University administration, especially amendments thereto or when circumstances require deviations from expenditure plans.
 - (4) Review matters related to business affairs, and exercise fiduciary oversight of endowment funds and other financial assets of the University.
 - (5) Exercise general oversight and policy direction over the University's financial systems and programs.

c. Committee on Planning and Facilities

- (1) Review, study, and make recommendations to the Board relative to the long-range plans for the development of the University, considering academic needs, priorities, and fiscal capabilities of the State.
- (2) Review, study, and make recommendations to the Board relative to the physical facilities master plans for each campus in the University system and to periodically review approved campus master plans in order to recommend revisions, if necessary, to meet the needs of the University.
- (3) Review proposals relative to naming of University improvements and facilities and make its recommendations to the Board.
- (4) Review policies and make recommendations to the Board on matters pertaining to the use of University facilities and ensure an environment that is complementary to the educational mission of this institution.
- (5) Work in concert with the university administration relating to the capital improvement budget.
- (6) Provide general oversight of the University's land-related strategic initiatives and partnerships program.

d. Committee on Personnel Affairs and Board Governance

- (1) Review and consider policies and practices relating to university personnel.
- (2) Ensure board statutes, bylaws, policies, and rules are being reviewed and updated on a routine and regular basis.
- (3) Ensure board education and board member development is provided for board members.
- (4) Provide recommendations to the board regarding best practices for board effectiveness.

e. Committee on Independent Audit

- (1) Advise the Board regarding the Board's responsibilities to oversee:
 - (a) the quality and integrity of the University's compliance with legal, regulatory, and policy requirements, financial reporting and financial statements, and internal controls related to risks;

- (b) the function, disclosures, and performance of the University's compliance, internal control, and risk management systems regarding ethics and compliance, risk, finance, and accounting, and the adequacy of such systems; and
 - (c) the independent certified public accountant's qualification, independence, and performance, as well as performance of the internal audit function.
 - (2) Review the annual internal audit plan and the extent to which it addresses high risk areas.
 - (3) Review the annual report of the internal audit department and discuss significant issues of internal controls with the Internal Auditor and management.
 - (4) Discuss the planned scope of the annual independent audit with the independent certified public accountants and review the results of the audit with the independent certified public accountants and management.
 - (5) Receive and review the annual certified financial reports with the independent certified public accountants and management.
 - (6) Recommend to the Board the certified public accountants to serve as the independent auditor, and their fees.
 - (7) Revise the scope of the annual audit, and approve any services other than audit and audit related services provided by the certified public accountants.
 - (8) Provide recommendations to the Board regarding approval of the internal audit mission statement, the committee's charter, and other governance documents related to both internal and external compliance and auditing activities at the University.
- f. Committee on Intercollegiate Athletics
- (1) Serve as a liaison between the Board and the respective campuses and their athletic departments.
 - (2) Advise the Board regarding its responsibility to oversee:
 - (a) the health, safety, and academic progress of student-athletes;
 - (b) fiscal integrity and budgetary concerns;
 - (c) compliance with NCAA and conference requirements;

- (d) any event or situation that may draw unusual public interest to the athletics program, a particular team, student athlete, or department employee; and

- (e) selection procedures for athletic program head coaches.

- (3) Review annual reports on the academic standing and progress of student athletes, including, but not limited to, the Academic Progress Rate report.

- (4) Recommend policies governing all aspects of Intercollegiate Athletics at the University.

g. Committee on Research and Innovation

- (1) Evaluate and approve long range plans that establish the strategic goals and objectives for research, innovation, and technology transfer at the University.

- (2) Review and make recommendations regarding investments, policies, and practices relating to University research, innovation, and technology transfer programs.

- (3) Review and make recommendations on proposals to establish or to terminate Organized Research Units (ORU) and research centers.

- (4) Work in concert with Administration to establish performance goals and metrics to evaluate progress against the strategic goals and objectives.

3. Appointment of Committee Members. The chairperson and voting members of each standing committee shall be appointed by the Chairperson and shall serve for one year or until the appointment of their successors. The Chairperson shall be an ex officio, voting member of all standing committees, provided that the Chairperson shall only vote in committees to break a tie or when the presence of the Chairperson is needed to comprise or maintain a quorum. All board members who are not voting members of a committee or committees shall be ex officio, nonvoting members of such committees. The President, as chief executive officer of the University, shall assign a member of the University administrative staff to each standing committee who shall be the administrative liaison with the chairperson of the committee.

The Committee on Academic and Student Affairs shall include Regents from the four major islands.

4. Meetings. Each standing committee shall schedule meetings as appropriate. The Committee on Academic and Student Affairs meetings shall be held on each of the islands with community college campuses, to the extent practicable.

5. Referrals to Committees. Each standing committee shall consider all matters referred to it by the Chairperson and shall make appropriate recommendations within a reasonable time to the Board.
6. Progress Reports. Each standing committee shall make progress reports to the Board periodically or when requested by the Chairperson.
7. Task Groups. Task groups may be established by the Chairperson upon authorization by the Board, and with such powers and duties as determined by the Board. The tenure of a specific task group shall expire at the completion of its assigned task.

E. New Board Member Orientation

New Board members shall be scheduled to receive an orientation within one month of the beginning of their term. The orientation shall include, among other things, an overview of the University system, BOR responsibilities, accreditation standards for Board governance, and BOR policies and practices. New Board members shall also be provided with a Reference Guide covering these and other topics.

ARTICLE III. Advisory Committees and Consultants

- A. Creation. The Board may create an advisory committee, as necessary, which shall serve as advisory to the Board. The committee membership shall be appointed by the Chairperson, subject to approval by the Board. The tenure of the advisory committee shall expire at the completion of the assigned task.
- B. Consultant Services. The Board may engage the services of consultants as it deems necessary.

ARTICLE IV. Meetings

- A. Number and Place of Meetings. The Board shall meet not less than ten times annually (July 1, thru June 30) and may from time to time meet in each of the counties of Honolulu, Hawai'i, Maui, and Kaua'i. The Board shall at each meeting set the time and place for its next regular meeting.
- B. Special Meetings. Special meetings may be called by:
 1. The Chairperson;
 2. The Secretary, upon request by a majority of the members of the Board; or
 3. Any Board member, with the consent of the Chairperson.
- C. Call for Committee Meetings. Standing committee meetings shall be called by the Secretary in consultation with the committee chairperson. In the event of a joint meeting, the Chairperson shall designate the presiding committee chairperson.

- D. Public Notice of Meetings. All meetings of and public appearances before the Board and its standing committees shall comply with Chapter 92, HRS, and shall be as set forth in the Rules of Practice and Procedures of the Board of Regents (Hawai'i Administrative Rules, Title 20, Subtitle 1, Chapter 1.1).

ARTICLE V. Quorum

A majority of all voting members to which the Board is entitled shall constitute a quorum. For purposes of standing committees, the Chairperson shall only be counted in determining quorum to constitute a majority.

ARTICLE VI. Voting

Voting by the Board and its standing committees shall be as set forth in the Rules of Practice and Procedures of the Board of Regents (Hawai'i Administrative Rules, Title 20, Subtitle 1, Chapter 1.1).

ARTICLE VII. Legal Counsel

- A. The University General Counsel. The University General Counsel shall be designated as legal counsel for the Board. The University General Counsel or the University General Counsel's representative(s), in the capacity of legal counsel for the Board, shall be present at all regular and special meetings and certain standing committee meetings of the Board.
- B. Requests for Written Legal Opinions. Requests for any written legal opinion of the University General Counsel shall be made by the Chairperson or designee with the full knowledge of the Board. Whenever a legal opinion is rendered by the University General Counsel, such opinion shall be in writing and along with a copy of the written request for such opinion, distributed immediately to all Board members.
- C. Conflicts. By policy and organizational structure, the University General Counsel serves the Board as well as the University administration. Understandably, there may be occasions when it becomes necessary to avoid a perception of conflict, or actual conflict, or to obtain specialized legal expertise. At such times, the Board may exercise its discretion in securing the services of independent legal counsel through the Secretary.

ARTICLE VIII. Robert's Rules of Order

Meetings shall be conducted in accordance with the current edition of Robert's Rules of Order insofar as they are applicable and not inconsistent with these bylaws, or applicable statutes or rules.

ARTICLE IX. Amendments

These bylaws may be amended only by two-thirds (2/3) vote of all the members to which the Board is entitled. Any proposed amendment to the bylaws shall be submitted in writing for consideration and vote by the members at a Board meeting.

ARTICLE X. Conflicts of Interest

- A. **Standard of Conduct.** Members of the Board shall comply with the provisions of these bylaws and are subject to the standards of conduct and financial interest disclosure requirements of Chapter 84, HRS (State Ethics Code) and must act in accordance with Chapter 84, HRS.
- B. **Fiduciary Responsibility.** Members of the Board serve a public interest role and thus have a clear obligation to conduct all affairs of the University in a manner consistent with this concept. Members of the Board are expected to place the welfare of the University above personal interests, the interests of family members, or others who may be personally involved in affairs affecting the University. All decisions of the Board shall be made solely on the basis of a desire to promote the best interests of the University and the public good.
- C. **Disclosures.** In the event the Board must consider any matter for the University which also directly involves:
 - 1. a regent or a member of the regent's family (which shall be a spouse, parents, siblings and their spouses, children and their spouses, and any household member);
 - 2. a public or private organization with which a regent is affiliated, as defined below; or
 - 3. a regent's personal financial interest as defined under Chapter 84, HRS;

Any affected regent, at the first knowledge of the matter, shall fully disclose, as noted below, the precise nature of the interest or involvement.

For purposes of this article, an affiliation exists if a regent or a member of the regent's family is an owner (which shall be defined as: (1) an ownership interest valued at more than \$5,000; or (2) 10% or more ownership of the business), officer, director, trustee, partner, employee (which shall also include legal counsel, consultant, contractor, advisor, or representative) or agent of such organization.

All disclosures required under this article must be directed in writing to the Secretary who, together with the University General Counsel, shall be responsible for the administration of this bylaw.

Matters covered under this article shall be reported initially to the Chairperson for appropriate action. Should the Chairperson be the regent with a potential conflict, the matter shall be reported to the Vice-Chairperson. Should both the Chairperson and the Vice-Chairperson have a potential conflict, the matter shall be reported to

the chairperson of a Board standing committee in the order as listed in Article II, Section D of the bylaws of the Board.

Information disclosed to the Secretary shall be held in confidence to the extent authorized by law.

This disclosure requirement shall not apply to any regent who declares a conflict of interest and recuses himself/herself from consideration of the matter before the Board.

- D. **Determination of Conflicts.** Questions concerning possible conflicts of interest shall be directed to the Secretary. Board shall resolve the questions by majority vote at a Board meeting in compliance with Chapter 92, HRS. Where any matter covered by Chapter 84, HRS, is involved, the potential conflict shall be referred to the State Ethics Commission for disposition. Questions of potential conflict not covered by Chapter 84, HRS, may be referred to the University General Counsel for a legal opinion, except that questions of conflict under Section 78-4, HRS, shall be referred to the University General Counsel for a legal opinion.

Restraint on Participation. A member of the Board who has declared a conflict of interest and recused himself/herself or who has been found to have a conflict of interest in any matter before the Board shall refrain from participating in the consideration of the proposed matter. The regent may not vote on such matters before the Board and may not be present during the Board's deliberation and at the time of vote.

- E. **Sanctions and Remedies.** Any Board action favorable to a regent obtained in violation of this bylaw is voidable on behalf of the Board; provided that in any proceeding to void a Board action pursuant to this bylaw, the interests of third parties who may be damaged thereby shall be taken into account. Any proceeding to void a Board action shall be initiated within sixty (60) days after the determination of a violation under this bylaw. The Board may pursue all legal and equitable remedies and/or sanctions through the University's legal counsel. Any Board action imposing a remedy or sanction under this section must be initiated within one year after the action of the Board that is affected by a violation.




April 18, 2023

DTS-1872

MEMORANDUM

TO: Board of Regents
University of Hawai'i

FROM: Randolph G. Moore 
Chair, Committee on Personnel Affairs and Board Governance

SUBJECT: Discussion on the Evaluation Process for the President of the University

BACKGROUND:

At its April 6, 2023, meeting the Committee on Personnel Affairs and Board Governance (PA&BG Committee) discussions occurred on the requirements of, and processes for, the annual and three-year comprehensive evaluations of the university president that are stipulated in Regents Policy (RP) 2.203. During these discussions, it was noted that a three-year comprehensive evaluation is scheduled to occur this year and that the process for this evaluation is extremely involved and time-consuming. Committee members also expressed their desire that a consultant be hired to conduct the evaluation as is provided for under RP 2.203.

DISCUSSION

RP 2.203, Policy on Evaluation of the President and Other Persons Reporting Directly to the Board, says in relevant part:

“A comprehensive evaluation (of the president) shall be conducted every three years with an annual evaluation in the other years.”

The comprehensive evaluation process is thus described:

- a. The comprehensive evaluations shall include but not be limited to a 360-degree feedback or similar tool which obtains input from the following:
 1. Internal individuals and groups including direct reports, faculty, staff, administrators, students, and board members, and

2. External individuals and groups including the Governor, legislature, entities such as the Research Corporation of the University of Hawaii, the University of Hawaii Foundation, donors, other government officials, and the community.
- b. The comprehensive evaluations shall include a comprehensive review of:
 1. The president's relationship with the board, and
 2. Shared goals and priorities, and progress achieved toward them.
 - c. The board may hire a consultant to assist with conducting comprehensive review.

This year a "comprehensive review" is due. As noted above, the PA&BG Committee discussed this matter at its April 6, 2023, meeting and agreed that the most appropriate course of action to take would be to hire a consultant to address this matter, an option that is set forth in RP 2.203.

The Association of Governing Boards, an organization of which we are a member, as well as other entities perform these evaluation services. My request is that the Board authorize the Board Chair and Vice-Chairs to obtain proposals and contract for the provision of this service within a price range as determined by the Board.

Since the period being evaluated is July 1, 2022 to June 30, 2023, as provided in RP 2.203, this evaluation will likely be concluded in July 2023.

2023 University of Hawai'i Legislative Update

For Presentation

Kalbert K. Young, Vice President for Budget and Finance/Chief Financial Officer
UH Board of Regents
April 20, 2023



UNIVERSITY OF HAWAII

2023 Legislative Session

- 2023 Biennium Budget
- 2023 Budget/Funding Bills
- 2023 UH Legislative Package (Admin Bills)
- 2023 Select Bills of Interest
 - Board of Regents
 - UH Operations
- Legislative Calendar



2023 Biennium Budget

HB 300 HD1 SD1 (Saiki)

RELATING TO THE STATE BUDGET

Appropriates funds for the operating and capital improvement budget of the Executive Branch for fiscal years 2023-2024 and 2024-2025.

Position: Support

Update: House Conferees Appointed: Yamashita Chair; Aiu, Chun, Cochran, Garrett, Kahaloa, Kila, Kitagawa, Kobayashi, Lamosao, Morikawa, Nishimoto, Poepoe, Takenouchi, Alcos, Ward.

Senate Conferees Appointed: Dela Cruz Chair; Keith-Agaran Co-Chair; Aquino, DeCoite, Inouye, Kanuha, Kidani, Kim, Lee, Moriwaki, Shimabukuro, Wakai, Fevella.

2023 Biennium Budget

UOH Operating Budget Requests

Campus	BOR FY24	BOR FY25	Gov FY24	Gov FY25
Mānoa	\$ 29,018,539	\$ 29,566,803	\$ 35,944,430	\$ 36,155,894
Hilo	\$ 7,053,320	\$ 7,053,320	\$ 6,972,631	\$ 6,972,631
West O‘ahu	\$ 7,382,982	\$ 8,145,964	\$ 7,811,882	\$ 7,959,040
Community Colleges	\$ 7,635,278	\$ 9,366,986	\$ 6,234,894	\$ 6,336,644
System Admin	\$ 5,176,848	\$ 5,266,848	\$ 4,022,606	\$ 4,022,606
Total	\$ 56,266,967	\$ 59,399,921	\$ 60,986,443	\$ 61,446,815

Campus	HD1 FY24	HD1 FY25	SD1 FY24	SD1 FY25
Mānoa	\$ 27,441,432	\$ 27,652,897	\$ 20,174,468	\$ 1,777,500
Hilo	\$ 5,774,633	\$ 5,774,633	\$ 3,987,000	\$ 167,000
West O‘ahu	\$ 6,811,882	\$ 6,959,040	\$ 1,620,000	\$ -
Community Colleges	\$ 5,905,907	\$ 5,992,657	\$ 40,648,020	\$ 3,448,178
System Admin	\$ 4,097,606	\$ 4,097,606	\$ 4,344,848	\$ (742,000)
Total	\$ 50,031,460	\$ 50,476,833	\$ 70,774,336	\$ 4,650,678

2023 Budget – Operating Board Request

Category	FTE 24	\$\$\$ 24	FTE 25	\$\$\$ 25
Restoration of General Funds	-	\$ 17,526,848	-	\$ 17,526,848
Sustained Funding for Prior Appropriations	4.00	\$ 7,355,500	4.00	\$ 7,355,500
Hawai'i Promise	-	\$ 22,700,000	-	\$ 22,700,000
Campus Facilities and Core Services	46.00	\$ 1,440,996	46.00	\$ 2,398,050
Initiative: Support Student Success	23.00	\$ 1,437,852	28.00	\$ 2,369,204
Industry Initiative: Health	58.50	\$ 4,315,595	61.50	\$ 4,674,217
Address Areas of State Need	9.00	\$ 732,676	9.00	\$ 803,352
Early College Expansion	18.00	\$ 757,500	18.00	\$ 1,572,750
Total	158.50	\$ 56,266,967	166.50	\$ 59,399,921

The Board of Regents approved the operating budget request at its November 17, 2022 meeting. The request included funding across several broad categories as shown above.



2023 Budget – Operating Executive

Category	FTE FY24	\$\$\$ FY24	FTE FY25	\$\$\$ FY25
Restoration of General Funds	-	\$ 17,526,848	-	\$ 17,526,848
Sustained Funding for Prior Appropriations	4.00	\$ 6,345,500	4.00	\$ 6,345,500
Hawai'i Promise	-	\$ 22,700,000	-	\$ 22,700,000
Campus Facilities and Core Services	31.00	\$ 693,780	31.00	\$ 1,456,938
Initiative: Support Student Success	3.00	\$ 98,500	3.00	\$ 200,250
Industry Initiative: Health	73.50	\$ 6,334,207	85.50	\$ 7,601,651
Address Areas of State Need				
Early College Expansion				
Governor's Add-ons		\$ 10,000,000		\$ 10,000,000
Total	111.50	\$ 63,698,835	123.50	\$ 65,831,187

Governors Ige and Green adjusted the Board's request with decreased funding for several categories. However, the University's top priorities of General Fund Restoration, Sustained Funding for Prior Appropriations, expansion of the Hawai'i Promise Program, and helping to address the healthcare workforce needs of the state were funded. The \$10 million add-on represents an attempt to address underfunding for General Funded personnel.



2023 Budget – Operating House

Category	FTE 24	\$\$\$ 24	FTE 25	\$\$\$ 25
Restoration of General Funds	-	\$ 17,526,848	-	\$ 17,526,848
Sustained Funding for Prior Appropriations	4.00	\$ 6,345,500	4.00	\$ 6,345,500
Hawai'i Promise	-	\$ 22,700,000	-	\$ 22,700,000
Campus Facilities and Core Services		\$ 1		\$ 1
Initiative: Support Student Success	3.00	\$ 98,500	3.00	\$ 200,250
Industry Initiative: Health	36.50	\$ 3,270,599	39.50	\$ 3,629,222
Address Areas of State Need				
Early College Expansion				
Governor's Add-ons				
House Add-ons		\$ 90,012		\$ 75,012
Total	43.50	\$ 50,031,460	46.50	\$ 50,476,833

The House largely agreed with the University's top priorities for General Fund Restoration, Sustained Funding for Prior Appropriations, and expansion of the Hawai'i Promise Program.

However, the House did not fund the Healthcare Workforce Initiative as broadly as the Governor and used \$1 placeholders for the new items from the Governor's Message.



2023 Budget – Operating Senate

Category	FTE 24	\$\$\$ 24	FTE 25	\$\$\$ 25
Restoration of General Funds	-	\$ 17,526,848	-	\$ -
Sustained Funding for Prior Appropriations	4.00	\$ 6,345,500	4.00	\$ 745,500
Hawai'i Promise	-	\$ 3,700,000	-	\$ -
Campus Facilities and Core Services	31.00	\$ 693,780	31.00	\$ 1,456,938
Initiative: Support Student Success	3.00	\$ 98,500	3.00	\$ 200,250
Industry Initiative: Health	7.00	\$ 228,500	7.00	\$ 457,000
Address Areas of State Need				
Early College Expansion				
Governor's Add-ons				
House Add-ons				
Senate Add-ons	14.00	\$ 42,181,208	14.00	\$ 1,790,990
Total	59.00	\$ 70,774,336	59.00	\$ 4,650,678

The Senate provided funds primarily in the first year only of the biennium. If the budget passes like this, it would necessitate UH having to come back to request these funds next Session.

The Senate Add-ons include \$35M for R&M and Deferred Maintenance at the Community Colleges and \$3M for Waikīkī Aquarium Seawall Repair.



2023 Budget – CIP

Campus	Description	MOF	Board of Regents		Executive Request		HD1		SD1	
			FY24 \$\$\$	FY25 \$\$\$	FY24 \$\$\$	FY25 \$\$\$	FY24 \$\$\$	FY25 \$\$\$	FY24 \$\$\$	FY25 \$\$\$
System Admin	Renew, Improve, and Modernize	C	\$ 100,000,000	\$ 100,000,000	\$ 20,000,000	\$ 20,000,000	\$ 20,000,000	\$ 20,000,000	\$ 1,000	\$ 1,000
System Admin	Renew, Improve, and Modernize	A			\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 11,000,000	\$ 22,500,000
Hilo	Renew, Improve, and Modernize	C	\$ 17,500,000	\$ 26,500,000	\$ 17,500,000	\$ 26,500,000	\$ 10,000,000	\$ 26,500,000	\$ 6,500,000	\$ 24,000,000
Community Colleges	Renew, Improve, and Modernize	C	\$ 25,000,000	\$ 25,000,000	\$ -	\$ -				
Community Colleges	Renew, Improve, and Modernize	A			\$ 25,000,000	\$ 25,000,000	\$ 25,000,000	\$ 25,000,000	\$ 60,000,000	\$ 25,000,000
West O'ahu	Renew, Improve, and Modernize	C	\$ 5,000,000	\$ 3,500,000	\$ 5,000,000	\$ 3,500,000			\$ 1,000	\$ 1,000
Mānoa	PV Rooftop and Canopies & various Energy Efficiency Projects	C	\$ 20,000,000	\$ 20,000,000	\$ 20,000,000	\$ 20,000,000				\$ 20,000,000
Community Colleges	Minor CIP	C	\$ 25,000,000	\$ 25,000,000						
Community Colleges	Minor CIP	A			\$ 20,000,000	\$ 20,000,000	\$ 20,000,000	\$ 20,000,000	\$ 25,000,000	\$ 25,000,000
Mānoa	Assessment & Feasibility of Hamilton Library	C	\$ 6,500,000							
West O'ahu	Road B Entry Plaza	C	\$ 5,500,000		\$ 5,500,000				\$ 1,000	
Community Colleges	KapCC - Replace AC System (6930 Ohelo)	C	\$ 15,000,000		\$ 15,000,000				\$ 15,000,000	
Community Colleges	KauCC - Upgrade Fire Alarm System	C	\$ 8,500,000		\$ 8,500,000				\$ 8,500,000	
Mānoa	Mini Master Plan Phase 3 - Kuykendall Hall	C		\$ 5,000,000						
West O'ahu	Campus Center Phase II	C		\$ 49,000,000						
Community Colleges	WinCC - Repair/Replace HVAC (5988 Imiloa)	C	\$ 11,000,000		\$ 11,000,000		\$ 11,000,000		\$ 5,500,000	
Mānoa	Athletics	C	\$ 12,000,000	\$ 18,000,000			\$ 1,000	\$ -	\$ 1,400,000	
Mānoa	Athletics	A							\$ 4,500,000	
Community Colleges	KapCC - Renovate Building (6920 Kokio)	C	\$ 2,000,000	\$ 10,000,000	\$ 2,000,000	\$ 10,000,000		\$ 10,000,000	\$ 2,000,000	\$ 10,000,000
Mānoa	Admin Office & Parking	C		\$ 8,000,000						
Community Colleges	HonCC - Technology Renovations Phase 2	C	\$ 3,000,000		\$ 3,000,000				\$ 3,000,000	
Mānoa	Holmes Hall	C	\$ 1,500,000	\$ 6,000,000	\$ 1,500,000	\$ 6,000,000		\$ 6,000,000	\$ 1,500,000	
Community Colleges	HawCC - Manono Campus Development	C	\$ 2,000,000		\$ 2,000,000				\$ 2,000,000	
Mānoa	Waikiki Aquarium Seawall Repair	C	\$ 3,000,000		\$ 3,000,000				\$ 3,000,000	

Continued on next slide



2023 Budget – CIP (cont.)

Campus	Description	MOF	Board of Regents		Executive Request		HD1		SD1	
			FY24 \$\$\$	FY25 \$\$\$	FY24 \$\$\$	FY25 \$\$\$	FY24 \$\$\$	FY25 \$\$\$	FY24 \$\$\$	FY25 \$\$\$
Mānoa	HIMB - Continue DARPA Prototype Artificial Reef	C					\$ 50,000,000	\$ 50,000,000	\$ 25,000,000	
Mānoa	HIMB - Replacement of Sewage System, Seawall, and Pier	C					\$ 10,000,000			
Community Colleges	Maui - Renovate Existing Buildings for Medical Ed Classrooms	C					\$ 250,000			
Community Colleges	Waiakea Research Station	C					\$ 1,000		\$ 2,625,000	
System Admin	Waialeale Ag Substation Improvements	A					\$ 4,000,000			
Hilo	Library A/C Improvements	A							\$ 1,500,000	\$ 8,000,000
Hilo	RIM College Hall C Renovations	A								\$ 1,200,000
Hilo	RIM Portables 1-4	A								\$ 2,500,000
Hilo	RIM Portables 5-7	A							\$ 3,000,000	
Hilo	Science Technology Building A/C Improvements	A							\$ 1,000,000	
Hilo	University Classroom Building Renovations	A							\$ 500,000	\$ 4,500,000
Community Colleges	KauCC - PV Rooftops/Canopies	C							\$ 15,000,000	
Community Colleges	KauCC - Student Dorms and Faculty/Staff Housing	A							\$ 250,000	
Community Colleges	Various Repairs and Deferred Maintenance	A							\$ 35,000,000	
System Admin	Coconut Island Sewer Line Replacement/Upgrades	A							\$ 750,000	\$ 5,000,000
	Total		\$ 262,500,000	\$ 296,000,000	\$ 189,000,000	\$ 161,000,000	\$ 180,252,000	\$ 187,500,000	\$ 233,528,000	\$ 147,702,000



2023 Budget Provisos – SD1

SECTION 10. Provided that of the general fund appropriation for University of Hawaii, community colleges (UOH800), the sum of \$35,000,000 or so much thereof as may be necessary for fiscal year 2023-2024 shall be expended for the purposes of deferred repairs and maintenance; provided further that any funds not expended or encumbered for this purpose shall not lapse at the end of the fiscal year for which the appropriation is made; and provided further that any funds that remain unexpended or unencumbered on June 30, 2026, shall lapse on that date.

SECTION 63. Any law or provision to the contrary notwithstanding, in expending funds for social welfare programs, education programs, and other programs and agencies having appropriations that are based on population and workload data as specified in the executive budget document, only so much as is necessary to provide the level of services intended by the legislature shall be expended. Affected agencies shall reduce expenditures below appropriations under procedures prescribed by the department of budget and finance if actual population and workload trends are less than the figures projected.

SECTION 70. Provided that of the appropriation for each principal state department as defined by section 26-4, Hawaii Revised Statutes, the sum of \$2,500 for fiscal year 2023-2024 and the sum of \$2,500 in fiscal year 2024-2025 shall be made available in each department to be established as a separate account for a protocol fund to be expended at the discretion of the executive head of the department or agency (i.e., director, chairperson, comptroller, adjutant general, superintendent, president, or attorney general).

2023 Budget Provisos – SD1

SECTION 76. The director of finance is authorized to expend general fund, special fund, and revolving fund savings or balances determined to be available from authorized general fund, special fund, and revolving fund program appropriations, up to an aggregate total of \$20,000,000 for fiscal year 2023-2024 and \$20,000,000 for fiscal year 2024-2025, for municipal lease payments under financing agreements entered into pursuant to chapter 37D, Hawaii Revised Statutes, to finance the acquisition of depreciable assets, including, but not limited to, automobiles, computers, printers, and telecommunications equipment; provided that designated expending agencies (including the department of education and the University of Hawaii) for municipal lease payments and for depreciable assets, including, but not limited to, automobiles, computers, printers, and telecommunications equipment authorized in this Act may delegate to the director of finance the implementation of the acquisitions when it is determined by all involved agencies that it is advantageous to do so.

2023 Legislative Package and Other Similar Bills

HAWAI'I PROMISE

SB 1151 SD2 HD1 (McKelvey)

RELATING TO THE HAWAII COMMUNITY COLLEGE PROMISE PROGRAM

Exempts University of Hawai'i community college students who are enrolled in certificate programs from the requirement to complete the Free Application for Federal Student Aid each academic year to be considered eligible for the Hawai'i community college promise program. Effective 6/30/3000. (HD1)

Position: Supports the Intent

Update: Senate disagrees with House amendments

RESIDENT TUITION

SB 1413 SD2 HD1 (Kouchi)

RELATING TO THE UNIVERSITY OF HAWAII RESIDENT TUITION FEE

Requires the University of Hawai'i to grant resident tuition fees for enrollment at any University of Hawai'i campus to individuals who have graduated from a Hawai'i high school and are enrolling in an undergraduate degree program, under certain conditions. Effective 6/30/3000. (HD1)

Position: Support/BOR Support

Update: Senate disagrees with House amendments

2023 Select Bills of Interest

Board of Regents

SB 1196 SD1 HD1 (Kim)

RELATING TO BOARDS AND COMMISSIONS

Clarifies that the authorization for board and commission holdover members to continue in office until a successor is nominated and appointed, but not beyond the end of the second regular legislative session following the expiration of the member's term of office, takes precedence over all conflicting statutes concerning holdover members. Effective 6/30/3000. (HD1)

Position: Monitor

Update: Senate disagrees with House amendments



2023 Select Bills of Interest

Healthcare

SB 62 SD2 HD1 (Keohokalole)

RELATING TO MEDICAL EDUCATION AND TRAINING

Reestablishes the Hawaii medical education special fund. Appropriates funds into and out of the Hawaii medical education special fund to the John A. Burns School of Medicine for graduate medical education and training programs, to create more residencies and training opportunities on the neighbor islands for medical students, and for medical student and residency training opportunities in partnership with the United States Department of Veterans Affairs. Effective 6/30/3000. (HD1)

Position: Support

Update: Senate disagrees with House amendments

SB 164 SD2 HD1 (San Buenaventura)

RELATING TO LOAN REPAYMENT FOR HEALTH CARE PROFESSIONALS

Appropriates funds to the Department of Health for the Hawai'i State Loan Repayment Program for health care professionals. Requires funds to be expended in coordination with the John A. Burns School of Medicine of the University of Hawai'i at Manoa. Requires matching funds. Effective 6/30/3000. (HD1)

Position: Support

Update: Senate disagrees with House amendments



2023 Select Bills of Interest

Personnel/Students

HB 554 HD2 SD1 (Kapela)

RELATING TO CAMPUS SAFETY

Requires that the University of Hawai'i ensure that any individual who participates in implementing the University's disciplinary process has training or experience in handling sexual misconduct complaints and the University's disciplinary process. Requires that the University provide mandatory annual trauma-informed, gender-inclusive, LGBTQ+-inclusive sexual misconduct primary prevention and awareness programming for students and employees of the University. Prohibits the University from taking certain disciplinary action against individuals reporting sexual misconduct unless certain exceptions apply. Establishes positions and appropriates funds. Effective 6/30/3000. (SD1)

Position: Oppose

Update: House disagrees with Senate amendments



2023 Select Resolutions of Interest

HCR 19/HR 22 (Garrett)

URGING THE DEPARTMENT OF TRANSPORTATION SERVICES OF THE CITY AND COUNTY OF HONOLULU TO CONDUCT A FEASIBILITY STUDY OF WIDENING THE PORTION OF UNIVERSITY AVENUE BETWEEN MAILE WAY AND OAHU AVENUE.

Position: Monitor

Update: HCR 19 Senate TCA passed with amendments
HR 22 Adopted by the House

HCR 35/HR 37 (Lowen)

SUPPORTING THE HAWAII STATE ENERGY OFFICE IN THE ESTABLISHMENT OF AN INTEGRATED HAWAII PACIFIC HYDROGEN HUB.

Position: Support

Update: HCR 35 Senate EET deferred the measure
HR 37 Adopted by the House

SCR 82 SD1/SR 73 SD1 (DeCoite)

SUPPORTING THE HAWAII STATE ENERGY OFFICE IN THE ESTABLISHMENT OF AN INTEGRATED HAWAII PACIFIC HYDROGEN HUB.

Position: Support

Update: SCR 82 SD1 Transmitted to the Senate
SR 73 SD1 Adopted by the Senate



2023 Select Resolutions of Interest

HCR 54/HR 56 (Kapela)

REQUESTING THE HAWAI'I COUNTY DEPARTMENT OF WATER SUPPLY TO CONVENE A WORKING GROUP TO EXAMINE OPPORTUNITIES FOR INCREASING WATER ACCESS AND STRENGTHENING WATER INFRASTRUCTURE FOR UNDERSERVED COMMUNITIES ON HAWAI'I ISLAND.

Position: Monitor

Update: HCR 54 Referred to Senate PSM/WTL
HR 56 Adopted by the House

SCR 35 HD1 (Kanuha)

REQUESTING THE HAWAI'I COUNTY DEPARTMENT OF WATER SUPPLY TO CONVENE A WORKING GROUP TO EXAMINE OPPORTUNITIES FOR INCREASING WATER ACCESS AND STRENGTHENING WATER INFRASTRUCTURE FOR UNDERSERVED COMMUNITIES ON HAWAI'I ISLAND.

Position: Monitor

Update: Senate disagrees with the House amendments



2023 Select Resolutions of Interest

HCR 55/HR 57 (Kapela)

URGING THE UNIVERSITY OF HAWAII AT MANOA JOHN A. BURNS SCHOOL OF MEDICINE TO PRIORITIZE EFFORTS TO STRENGTHEN HAWAII'S REPRODUCTIVE CARE WORKFORCE, PARTICULARLY FOR RURAL AND REMOTE AREAS OF THE STATE.

Position: Monitor

Update: HCR 55 Referred to Senate HRE
HR 57 Adopted by the House

HCR 102 HD1/HR 139 HD1 (Hashem)

REQUESTING THE UNIVERSITY OF HAWAII WATER RESOURCES RESEARCH CENTER TO CONDUCT A FEASIBILITY STUDY ON NEW TECHNOLOGIES RELATED TO CESSPOOL WATER REMEDIATION, WHICH MAY INCLUDE ORGANIC BIODEGRADABLE WATER CLARIFIERS.

Position: Monitor

Update: HCR 102 HD1 Transmitted to the House
HR 139 HD1 Adopted by the House



2023 Select Resolutions of Interest

HCR 108 HD1/HR 114 HD1 (Kila)

URGING THE ESTABLISHMENT OF A NATIVE HAWAIIAN INTELLECTUAL PROPERTY WORKING GROUP TO DISCUSS POLICIES AND LEGISLATION WITH RESPECT TO NATIVE HAWAIIAN INTELLECTUAL PROPERTY.

Position: Monitor

Update: HCR 108 HD1 Senate JDC/HWN hearing on 4/20/2023 at 10:15am
HR 114 HD1 Adopted by the House

SCR 191 SD1/SR 196 (Shimabukuro)

URGING THE ESTABLISHMENT OF A NATIVE HAWAIIAN INTELLECTUAL PROPERTY WORKING GROUP TO DISCUSS POLICIES AND LEGISLATION WITH RESPECT TO NATIVE HAWAIIAN INTELLECTUAL PROPERTY.

Position: Monitor

Update: SCR 191 SD1 Referred to House JHA
SR 196 Senate HWN passed with amendments

HCR 140/HR 142 (Perruso)

URGING THE UNIVERSITY OF HAWAII TO STRENGTHEN THE CENTER FOR LABOR EDUCATION AND RESEARCH AT THE UNIVERSITY OF HAWAII WEST OAHU BY ESTABLISHING A WORKING GROUP TO DEVELOP A COMMUNITY-DRIVEN VISION FOR THE CENTERS PROGRAMS.

Position: Support

Update: HCR 140 Referred to Senate HRE
HR 142 Adopted by the House

2023 Select Resolutions of Interest

HCR 141/HR 143 (Perruso)

URGING THE UNIVERSITY OF HAWAII TO CONVENE A WORKING GROUP TO CREATE A PLAN FOR THE ESTABLISHMENT OF A MARITIME COLLEGE AND TO ESTABLISH A MARITIME COLLEGE.

[Position:](#) [Comments](#)

Update: HCR 141 Referred to Senate HRE
HR 143 Adopted by the House

SCR 79 SD1/SR 72 SD1 (Lee)

URGING THE UNIVERSITY OF HAWAII TO CONVENE A WORKING GROUP TO CREATE A PLAN FOR THE ESTABLISHMENT OF A MARITIME COLLEGE AND TO ESTABLISH A MARITIME COLLEGE.

[Position:](#) [Comments](#)

Update: SCR 79 SD1 House HET passed unamended; referred to FIN
SR 72 SD1 Adopted by the Senate



2023 Select Resolutions of Interest

HCR 142/HR 144 (Perruso)

REQUESTING THE UNIVERSITY OF HAWAII AT MANOA COLLEGE OF TROPICAL AGRICULTURE AND HUMAN RESOURCES TO CONVENE A WORKING GROUP TO EVALUATE UPDATING ITS EXTENSION SITES.

Position: Support

Update: HCR 142 Referred to Senate HRE
HR 144 Adopted by the House

SCR 137 SD1/SR 219 SD1 (Gabbard)

REQUESTING THE UNIVERSITY OF HAWAII AT MANOA COLLEGE OF TROPICAL AGRICULTURE AND HUMAN RESOURCES TO CONVENE A WORKING GROUP TO EVALUATE UPDATING ITS COOPERATIVE EXTENSION SITES AND TO SUBMIT A REPORT TO THE LEGISLATURE REGARDING ITS WORK.

Position: Support

Update: SCR 137 SD1 House HET passed unamended; referred to FIN
SR 219 SD1 Adopted by the Senate



2023 Select Resolutions of Interest

HCR 177 HD1/HR 182 HD1 (Gates)

URGING THE UNIVERSITY OF HAWAII COMMUNITY COLLEGES TO ESTABLISH BACCALAUREATE DEGREE PROGRAMS IN AGRICULTURAL TECHNOLOGY, FOOD SCIENCE, AND EDUCATION AT LEEWARD COMMUNITY COLLEGE.

[Position:](#) [Comments](#)

Update: HCR 177 HD1 Referred to Senate HRE
HR 182 HD1 Adopted by the House

SCR 110 SD1/SR 116 SD1 (Dela Cruz)

URGING THE UNIVERSITY OF HAWAII WEST OAHU TO ESTABLISH BACCALAUREATE DEGREE PROGRAMS IN AGRICULTURAL TECHNOLOGY, FOOD SCIENCE, AND EDUCATION.

[Position:](#) [Comments](#)

Update: SCR 110 SD1 House AGR/HET passed unamended; referred to FIN
SR 116 SD1 Adopted by the Senate



2023 Select Resolutions of Interest

HCR 178 HD1/HR 183 HD1 (Hashimoto)

REQUESTING A FEASIBILITY STUDY ON REDEVELOPING LANDS SITUATED AT
TMK (1) 2-8-015:001 INTO WORKFORCE HOUSING AND OTHER AFFILIATED USES.

Position: Support

Update: HCR 178 HD1 Senate passed unamended
HR 183 HD1 Adopted by the House

SCR 166/SR 192 (Chang)

REQUESTING A FEASIBILITY STUDY ON REDEVELOPING LANDS SITUATED AT
TMK (1) 2-8-015:001 INTO WORKFORCE HOUSING AND OTHER AFFILIATED USES.

Position: Support

Update: SCR 166 Referred to House HET/HSG, FIN
SR 192 Adopted by the Senate



2023 Select Resolutions of Interest

HCR 186 HD1/HR 191 HD1 (Hashimoto)

REQUESTING THE DISABILITY AND COMMUNICATION ACCESS BOARD TO ESTABLISH AN AMERICAN SIGN LANGUAGE INTERPRETER WORKFORCE WORKING GROUP TO PROMOTE INCREASING THE NUMBER OF AMERICAN SIGN LANGUAGE INTERPRETERS IN THE STATE.

Position: Monitor

Update: HCR 186 HD1 Referred to Senate HHS
HR 191 HD1 Adopted by the House

SCR 32 SD1/SR 26 SD1 (San Buenaventura)

REQUESTING THE DISABILITY AND COMMUNICATION ACCESS BOARD TO CONVENE AN AMERICAN SIGN LANGUAGE INTERPRETER WORKFORCE WORKING GROUP FOR THE PURPOSE OF PROMOTING THE INCREASE OF AMERICAN SIGN LANGUAGE INTERPRETERS IN THE STATE.

Position: Monitor

Update: SCR 32 SD1 House HLT passed unamended; referred to FIN
SR 26 SD1 Adopted by the Senate



2023 Select Resolutions of Interest

HCR 193/HR 198 (Lowen)

URGING THE GOVERNOR AND STATE DEPARTMENTS TO INVESTIGATE OPPORTUNITIES PROVIDED BY THE DIRECT PAY PROVISION IN THE INFLATION REDUCTION ACT THAT ALLOWS FOR DIRECT PAYMENT OF CLEAN ENERGY INCENTIVES TO STATE GOVERNMENT ENTITIES FOR THE COST OF INSTALLING SOLAR ENERGY SYSTEMS IN STATE FACILITIES.

Position: Monitor

Update: HCR 193 Referred to Senate EET/WAM
HR 198 Adopted by the House

HCR 207/HR 211 (Belatti)

REQUESTING THE DEPARTMENT OF HEALTH TO CONVENE AN EARLY LUNG CANCER SCREENING WORKING GROUP TO CONTINUE THE EFFORTS OF THE EARLY LUNG CANCER SCREENING TASK FORCE ESTABLISHED PURSUANT TO ACT 162, SESSION LAWS OF HAWAII 2022.

Position: Monitor

Update: HCR 207 Senate HHS passed unamended
HR 211 Adopted by the House



2023 Select Resolutions of Interest

SCR 27 SD1/SR 23 SD1 (Kim)

URGING THE UNIVERSITY OF HAWAII SYSTEM TO PROVIDE MENSTRUAL PRODUCTS, FREE OF CHARGE, TO STUDENTS AT ALL OF ITS UNIVERSITY, COMMUNITY COLLEGE, AND EDUCATION CENTER CAMPUSES AS PART OF A PUBLIC HEALTH AND EDUCATION EQUITY STRATEGY THAT ADDRESSES ECONOMIC DISPARITIES.

[Position:](#) [Comments](#)

Update: SCR 27 SD1 House HET passed unamended; referred to FIN
SR 23 SD1 Adopted by the Senate

SCR 84 SD1/SR 75 SD1 (San Buenaventura)

REQUESTING THAT THE CHIEF INFORMATION OFFICER REVIEW WHETHER ALL DEPARTMENTS, AGENCIES, AND OFFICES OF THE STATE HAVE UP-TO-DATE TECHNOLOGY TO REDUCE CYBER THREATS AND HELP PROTECT THE STATE AGAINST CYBERATTACKS.

[Position:](#) [Monitor](#)

Update: SCR 84 SD1 Referred to House LGO, FIN
SR 75 SD1 Adopted by the Senate



2023 Select Resolutions of Interest

SCR 112/SR 118 (San Buenaventura)

REQUESTING THE HAWAII STATE CENTER FOR NURSING TO CONVENE A WORKING GROUP TO STUDY THE FEASIBILITY AND IMPACT OF THE STATE ADOPTING THE NURSE LICENSURE COMPACT.

Position: Monitor

Update: SCR 112 Senate CPC hearing on 4/20/23 at 2:00pm
SR 118 Adopted by the Senate

SCR 120 SD1 (Moriwaki)

REQUESTING THE DEPARTMENT OF LABOR AND INDUSTRIAL RELATIONS, IN COLLABORATION WITH THE DEPARTMENT OF BUSINESS, ECONOMIC DEVELOPMENT, AND TOURISM AND UNIVERSITY OF HAWAII, TO COLLECT DATA RELATING TO THE DEVELOPMENT OF AN INFORMATION TECHNOLOGY WORKFORCE IN HAWAII, EVALUATE THE COLLECTED DATA, AND DEVELOP A STRATEGY TO PROVIDE BETTER INFORMATION TECHNOLOGY TRAINING.

Position: Monitor

Update: House LGO passed unamended; referred to FIN



2023 Select Resolutions of Interest

SCR 121 SD1 (Moriwaki)

URGING THE DEPARTMENT OF LABOR AND INDUSTRIAL RELATIONS TO IDENTIFY STATE JOB CLASSIFICATIONS FOR WHICH A DEGREE OR CAREER AND TECHNICAL EDUCATION CERTIFICATE FROM A COMMUNITY COLLEGE MAY SUBSTITUTE FOR AN ASSOCIATE OF ARTS DEGREE.

Position: Monitor

Update: Transmitted to the Senate

SCR 126 SD1 (Moriwaki)

REQUESTING THE DEPARTMENT OF BUSINESS, ECONOMIC DEVELOPMENT, AND TOURISM AND THE DEPARTMENT OF LABOR AND INDUSTRIAL RELATIONS TO CO-CONVENE A WORKING GROUP TO DEVELOP A COMPREHENSIVE PLAN FOR WORKFORCE DEVELOPMENT WITH A FOCUS ON THE PRIORITY ECONOMIC CLUSTERS ESTABLISHED BY THE DEPARTMENT OF BUSINESS, ECONOMIC DEVELOPMENT, AND TOURISM, TO MEET THE NEEDS OF THE STATE'S NEW ECONOMY.

Position: Comments

Update: Referred to House ECD, LGO



2023 Select Resolutions of Interest

SCR 186/SR 170 (Richards)

URGING THE DEPARTMENT OF EDUCATION AND HAWAI'I ASSOCIATION OF INDEPENDENT SCHOOLS TO EXPAND THE REVITALIZATION OF THE FUTURE FARMERS OF AMERICA AND 4-H YOUTH PROGRAMS TO SUPPORT PATHWAYS TO AGRICULTURE CAREERS IN HAWAII.

Position: Monitor

Update: SCR 186 Transmitted to the Senate
SR 170 Adopted by the Senate



2023 GMs of Interest

GM 600

Submitting for consideration and confirmation to the Board of Regents of the University of Hawai'i, Gubernatorial Nominee, LAUREL LOO, for a term to expire 06-30-2027.

Kaua'i County seat

Update: Senate HRE hearing on 4/20/2023 at 4:00pm (reconvening from 4/19/2023)

GM 601

Submitting for consideration and confirmation to the Board of Regents of the University of Hawai'i, Gubernatorial Nominee, ABIGAIL MAWAE, for a term to expire 06-30-2024.

Student Regent seat

Update: Senate HRE hearing on 4/20/2023 at 4:00pm (reconvening from 4/19/2023)



Legislative Calendar

April 6 – Second Decking (Bills)

April 13 – Second Crossover (Bills) & Disagree

April 14 – Second Lateral Filing (Senate Concurrent Resos)

April 17 – Second Lateral (Senate Concurrent Resos)

April 21 – Second Crossover Filing (Concurrent Resos)

– Constitutional Amendments

April 24 – Second Crossover (Concurrent Resos)

April 27 – Final Decking (Non-Fiscal Bills)

April 28 – Final Decking (Fiscal Bills)

May 1 – Deadline to file Senate Committee reports on Advise &
Consent measures

May 4 – Adjournment Sine Die



Conclusion



Item VIII.

Executive Session

**ITEM TO BE
DISCUSSED IN
EXECUTIVE
SESSION**