

MINUTES
BOARD OF REGENTS MEETING
FEBRUARY 28, 2019

I. CALL TO ORDER

Chair Lee Putnam called the meeting to order at 9:30 a.m. on Thursday, February 28, 2019, at University of Hawai'i Maui College, Ka'a'ike Building, Room 105B/C/D, 310 West Kaahumanu Avenue, Kahului, Hawai'i 96732.

Quorum (14): Chair Lee Putnam; Vice Chair Jeffrey Portnoy; Vice Chair Wayne Higaki; Regent Simeon Acoba; Regent Kelli Acopan; Regent Eugene Bal; Regent Ben Kudo; Regent Michael McEnerney; Regent Randy Moore; Regent Alapaki Nahale-a; Regent Michelle Tagorda; Regent Robert Westerman; Regent Ernest Wilson Jr.; and Regent Stanford Yuen.

Excused (1): Regent Jan Sullivan.

Others in attendance: President/UH-Mānoa (UHM) Chancellor David Lassner; Vice President for Administration Jan Gouveia; Vice President for Community Colleges John Morton; Vice President for Legal Affairs/University General Counsel Carrie Okinaga; Vice President for Academic Planning and Policy Donald Straney; Vice President for Research and Innovation Vassilis Syrmos; Vice President for Information Technology/Chief Information Officer Garret Yoshimi; Vice President for Budget and Finance/Chief Financial Officer Kalbert Young; Vice President for Advancement/UHF Chief Executive Officer (CEO) Tim Dolan; UHM Vice Chancellor for Research/Interim Vice Chancellor for Academic Affairs Michael Bruno; Interim UH-Hilo (UHH) Chancellor Marcia Sakai; UH-West O'ahu (UHWO) Chancellor Maenette Benham; UH Maui College (UHMC) Chancellor Lui Hokoana; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Kendra Oishi; and others as noted.

II. APPROVAL OF THE MINUTES OF THE JANUARY 31, 2019, MEETING

Vice Chair Higaki moved to approve the minutes of the January 31, 2019, meeting, seconded by Regent Wilson, and the motion carried unanimously.

III. PUBLIC COMMENT PERIOD

Board Secretary Oishi announced that the Board Office received written testimony relating to the proposed UHM reorganization from the following:

- David Duffy, offering comments relating to accreditation.
- Tom Apple, in support of the consolidation of the president and chancellor positions.
- David Ross, offering comments on following a deliberative and inclusive process.
- Brian Powell, on behalf of the UHM Faculty Senate (UHMFS), opposing Phase 1 of the reorganization of Mānoa management structure.

- Hannah Liebrich, on behalf of the UHM Graduate Student Organization (GSO), offering comments.
- Carissa Gusman, in opposition to the Phase 1 reorganization.
- Jannah Lyn Dela Cruz, on behalf of the Associated Students of the University of Hawai'i (ASUH), offering comments in the form a resolution.

Late written testimony in support of the proposed UHM reorganization was received from Laura Lyons, Peter Arnade, and Jonathan Osorio.

The following provided oral testimony:

- Kristeen Hanselman, Executive Director of the University of Hawai'i Professional Assembly (UHPA), provided comments relating to the proposed UHM reorganization. She indicated the reorganization must address revenue challenges, employment challenges, increased tension between the different levels of administration, problems between employees and administration, and growth.

She noted that last year UHPA had 300 complaints: 140 related to contract renewals, tenure, and promotion; 100 related to workplace violence, Title IX, and other administration/employee issues; and the remainder related to various grievances. This does not include consultations. She is anticipating 365 to 400 active complaints, grievances, and consultations, which she felt was indicative of systemic issues.

- Doris Ching, retired VP for Student Affairs and current Chief Academic Officer for the UH System Academy for Creative Media (ACM), provided testimony in support of the reorganization. She commended the emphasis on student success and projected stability of the proposed reorganization with college deans reporting to a provost.

IV. REPORT OF THE PRESIDENT

President Lassner provided a report highlighting the following:

Hawai'i Graduation Initiative (HGI)

- Tuition proposal update. A new tuition proposal is not being brought forward this month and the tuition rates for the 2019-2020 academic year (AY) will remain as published. Administration intends to present proposed changes that would begin in AY2020-2021 to the board in April 2019 to address affordability for residents and competitiveness for non-resident and graduate students. Affordability will be reviewed holistically through consideration of financial aid policies and providing support to those students who need it the most.
- Spring 2019 enrollment. February 8, 2019, was the census date, and UHM and KauCC enrollment have increased, but overall system enrollment is down. UHM and UHH have been working with EAB, a consulting firm providing enrollment-related services that are tailored to each campus. As of today, UHM applications

for freshmen for next fall have increased 70% over last year, and out-of-state applications are up 160% over last year, with UHH experiencing similar numbers. UHWO is considering getting assistance from EAB.

Hawai'i Innovation Initiative (HII)

- Data science success. Rebekah Loving, a UHH computer science and mathematics senior, was selected as one of 41 finalists by the Fannie and John Hertz Foundation for this year's PhD fellowships in applied science, math, and engineering. Loving has received acceptance letters with offers of full funding to PhD programs at several prominent universities.

There has been systemwide emphasis in the areas of data science and visualization. Kamuela Yong, assistant professor of mathematics at UHWO, is the first Native Hawaiian in the country to receive a PhD in Applied Mathematics.

- The university is still experiencing an increase in research awards from last year despite the decline due to the partial government shutdown. Current research funding is over \$300 million for the year, a 20% increase over last year, with UHM comprising over \$220 million of the \$300 million, a 10% increase over last year. Research awards generate funds for the Research and Training Revolving Fund (RTRF), which enables the university to make strategic investments in research.

21st Century Facilities (21CF)

- UHMC will be the first UH campus and among the first college campuses in the nation to generate 100% of its energy from on-site photovoltaic systems coupled with battery storage.
- UH is utilizing new energy metering and data analysis from Blue Pillar through funding from Elemental Excelsior. Blue Pillar is utilizing UH as a demonstration project site. Details on the project will be covered in the next sustainability update.

High Performance Mission-Driven System (HPMS)

- UHH and UHWO faculty played a vital role in establishing Hawaiian Airlines' new 'ōlelo Hawai'i (Hawaiian language) certification program for employees. Leilani Basham, UHWO associate professor of Hawaiian-Pacific studies, and UHH associate professor of Hawaiian language and Hawaiian studies Larry Kimura, were enlisted along with other consultants to develop the program.

President Lassner ended his report by sharing that VP Morton announced his plans to retire on June 1, 2019, after almost 50 years of service.

Report of the Host Campus

Chancellor Hokoana welcomed everyone and provided an overview of UHMC and the UHMC strategic directions of student success, quality of learning, Hawai'i Papa O Ke Ao, community needs and workforce development, and sustainability. He highlighted examples of the progress being made in each strategic direction including the opening of the Maui Food Innovation Center (MFIC), improves success of freshmen, improved student retention, sustainability efforts such as net zero and student-led efforts to prohibit the use of single-use plastic containers on campus, managing resources efficiently, and enrollment management strategy.

Comments were made regarding the need to look at a more nuanced reporting of enrollment that describes part-time, full-time, number of credits, and non-credit programs. Chancellor Hokoana explained that non-credit enrollment is not taken into consideration. UHMC non-credit enrollment has increased approximately 60%, indicating a need for training, although the method of delivery might be different during an economic upturn. Chair Putnam noted that information on non-credit programs is included in the quarterly enrollment management reports.

A suggestion was made for UHMC to consider more workforce development opportunities such as the radiologic technology program. There is a greater opportunity at the community colleges to prepare students for the workforce than at larger universities. Chancellor Hokoana explained that hotel and food service sectors need employees, and hopefully faculty can view that as an opportunity to work more closely with businesses to create internship and employment opportunities.

A question was raised regarding the key partners that are driving entrepreneurial activities. Chancellor Hokoana explained that the MFIC advisory board is the primary driver of entrepreneurial efforts. The original idea for the MFIC was to add value-added products to local crops, but given the current state of the agricultural industry, the focus was shifted to entrepreneurs first, and those entrepreneurs are helping add value to the crops the farmers are growing. Mahi Pono LLC is offering community farms, which will be good for the students.

A question was raised regarding student interest in increasing the number of four-year programs, particularly nursing. Chancellor Hokoana explained UHMC has been discussing starting a nursing program to meet the demand on Maui. Kaiser Hospital has been hiring program graduates, but requires a baccalaureate degree to remain at the hospital. Students seek other schools such as University of Phoenix to attain their degree.

A question was raised regarding opportunities for students with Kaho'olawe Island Reserve. Chancellor Hokoana explained that UHMC used do placements of student interns on Kaho'olawe and is renegotiating the partnership with the Kaho'olawe Island Reserve Commission.

UHMC Academic Senate Chair Nani Azman conducted a presentation on the UHMC Academic Senate (UHMCAAS) and recent issues including the repeat policy, academic

renewal policy, creating an academic integrity committee, and concerns over the implementation of accelerated 5-week classes. She explained that the academic renewal policy helps non-traditional and returning students who did not perform well academically when they first attended college. If those students can demonstrate academic responsibility, they are afforded the opportunity to eliminate up to four consecutive semesters' credits from their grade point average (GPA), and the recalculated GPA can be used to qualify for scholarships from UHMC only. The other community colleges are being asked to utilize the UHMC policy as a template for their own campuses, which would help students by providing continuity and alignment of policies among the community colleges. She noted that UHMC will be conducting a study to collect data and ensure the accelerated 5-week classes program is working for students.

Regent Acopan commended UHMC for its academic renewal policy efforts. She shared her personal experience of returning to college and not qualifying for scholarships due to GPA, and indicated that these efforts will help UH to better meet the needs of students.

Chair Putnam recognized Emeritus Regent Helen Nielsen who was in attendance.

V. REPORT OF THE UNIVERSITY OF HAWAI'I FOUNDATION

VP/UHF CEO Dolan shared his background at JABSOM, the University of California, Los Angeles, and University of Sydney, and how excited he was to return to Hawai'i. He articulated his goals for UHF to boost its efforts by creating greater alignment with the university, listening to donors in a more deliberate way, and comprehensively evaluating administrative services and accounting in order to be more efficient. He noted the possibility that financial support in the community may be going elsewhere, and UHF has a team of accomplished and energetic individuals striving to bring that support back to UH.

Comments were made about the importance of nurturing the student experience at UH and whether enough attention was being paid to students as potential future donors. VP/UHF CEO Dolan explained that at another institution he worked for an individual gave \$20 million to an institution they did not attend because of engagement efforts by the foundation to solve a problem that is germane to them.

Questions were raised regarding the relationship with UHF and the UH Alumni Association (UHAA), and whether UHAA has a fundraising role independent of UHF. VP/UHF CEO Dolan indicated that he has attended an alumni meeting and they are very dedicated to helping the university, but the relationship with UHF could be improved. He explained that the old model was an independent, member-based alumni association holding special events, which is expensive to operate and does not raise much money. It is more effective to meet individually with donors and find common ground between their interests and what the university can do.

Vice Chair Portnoy indicated that he had heard numerous complaints about the 5% gift fee and whether there was an option where donors could give directly to programs.

VP/UHF CEO Dolan explained that UHF needs to do a better job of articulating the gift fee. Other organizations have overhead costs of which 20% is taken from the donations, but do not charge a gift fee.

Comments were made that graduates may identify more with the UHAA than UHF and that UHF needs to identify the connections demonstrating what the university has done for the community. VP/UHF CEO Dolan explained that the university has set the pathway for professional success, and UHF needs to do a better job of articulating how UH has transformed lives in a way that makes donors feel a connection to UHF.

Chair Putnam asked if there were any comments or questions regarding the UHF report that was included in the materials.

Regent McEnerney took issue with revenues including the carryover balance, and how salary and benefit costs were reflected. He requested UHF's audit report. VP/UHF CEO Dolan indicated that the report needs improvement, and the administrative services and accounting evaluation should help. He hopes to present a new template of the report at his next report to the board.

Chair Putnam requested future reports include a breakdown of revocable deferred gifts. She indicated that any regents who wished to meet with VP/UHF CEO Dolan coordinate with Board Secretary Oishi.

VI. COMMITTEE AND AFFILIATE REPORTS

A. Report from the Committee on Academic and Student Affairs

Committee Chair Tagorda summarized the committee report.

B. Report from the Committee on Budget and Finance

Committee Chair Moore summarized the committee report.

C. Report from the Committee on Intercollegiate Athletics

Committee Chair Portnoy summarized the committee report.

D. Report from the Committee on Personnel Affairs and Board Governance

Committee Chair Bal summarized the committee report.

E. Report from the Committee on Research and Innovation

Committee Vice Chair Bal summarized the committee report.

F. Affiliate Reports

UH Foundation: Chair Putnam noted that the UHF has relocated to its new offices on King Street.

UH Student Caucus (UHSC): Regent Acopan reported that the UHSC met on February 2, 2019. Campuses reported on the progress of planning town hall meetings relating to Maunakea and TMT. She and VP Straney fielded questions

regarding the tuition proposal, but there was no consensus among delegates. A presentation was provided on the living wage bills that were introduced this legislative session. The main focus of the meeting was to plan legislative visits on February 8, 2019.

The UHSC Chair informed Regent Acopan that concern was expressed as to whether the regents have students' best interests in mind and whether there is a strong relationship with the board.

The next UHSC meeting is March 9 at the Palamanui campus and will include discussion on legislative visits and Maunakea.

VII. ITEMS FOR DISCUSSION AND/OR APPROVAL

A. For Action Consent Agenda

- 1. Program Approvals:**
 - a. Establishment of a Provisional Bachelor of Arts Degree in Creative Media at the University of Hawai'i – West O'ahu**
 - b. Establishment of a Provisional Bachelor of Science Degree in Natural Science at the University of Hawai'i – West O'ahu**
- 2. Amendments to the Bylaws of the Board of Regents Article II.D.2.b., Committee on Budget and Finance, and Article II.D.2.c., Committee on Planning and Facilities**

Regent Yuen moved to approve the consent agenda, seconded by Regent Tagorda.

Vice Chair Portnoy indicated he was abstaining from voting on Item VII.A.1. program approvals because he regards these actions as beyond the scope of the board's purview and expertise.

The motion was put to a vote and carried unanimously, with the exception of Regent Portnoy abstaining from VII.A.1.

The board went into recess at 11:09 a.m. The meeting reconvened at 11:21 a.m. Quorum was maintained.

There were no objections to taking up agenda items IX.B.6. Approval of Revisions to Regents Policy (RP) 1.206, IX.C.1. Legislative Update, and IX.C.2. Enterprise Risk Management Update before executive session.

IX. ITEMS FOR DISCUSSION AND/OR APPROVAL (cont.)

B. For Action

- 6. Approval of Revisions to RP 1.206, Seal and Logo (to be renamed, University Seal, Logo, Name, and Trademarks), and Repeal of RP 1.209, Use of University's Name by National or Other Organizations**

VP Okinaga explained the proposal to combine RP 1.209, which was established in 1949 and is out of date, with RP 1.206, which was recently revised, and is entitled,

“University Seal and Logo.” The proposed revisions delegate the authority to the president to develop appropriate guidelines for the authorized use and licensing of the university’s seal, trademarks, logos, and related symbols, and to designate a licensing administrator to coordinate and oversee the daily operation of the university’s licensing program. The proposed revisions to RP 1.206 expressly authorize the activities already being performed and as set forth in Executive Policy (EP) 8.205, Indicia and Licensing Policy. The policies of other universities were researched, and although they vary, these policies essentially provide guidance on authorized uses for internal and external users, respectively. Review and input was provided by the key internal stakeholders including the University’s Collegiate Licensing Office, the Office of the Vice President for Administration, the Office of the Vice President for Research and Innovation, the Office of the Vice President for Community Colleges, and the UHM athletic department, and consultation with the unions was also completed.

Regent Kudo moved to approve the revisions to RP 1.206 and the repeal of RP 1.209, seconded by Vice Chair Higaki.

A question was raised regarding what happens with revenues from licensing activities. VP Okinaga explained that the EP does not specifically address what happens to revenues, but in general the president retains the authority to designate the appropriate fund depending on the source of the revenues.

A question was raised regarding the impact on overseas programs such as the Vietnam Executive MBA and the JABSOM International Medicine Program in Okinawa. VP Okinaga explained that usage of the university’s indicia by internal stakeholders will continue, and that this policy was not intended to stop any appropriate usage of the university’s name or indicia.

A question was raised regarding enforcement in instances of inappropriate usage. VP Okinaga responded that when the university becomes aware of inappropriate usage, cease and desist letters are usually sent, but it is not a common occurrence.

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

C. For Information and/or Discussion

1. Legislative Update

VP Young provided an update on measures and priority issues that UH is following at the Legislature. The budget remains a key focus, and the new zero-based budget approach by the Legislature has caused some anxiety and confusion within the Legislature and state departments. However, the state Department of Budget and Finance is working with the Legislature on a cohesive process. Although the university and several other state departments are not funded in House Bill (H.B.) No. 2, the general appropriation bill, there are other appropriation bills being considered by subject matter committees. The same process is being used for capital improvement project (CIP) funding for the university.

A question was raised regarding whether H.B. No. 721, House Draft (HD) 1, Relating to University of Hawai'i Developments, was related to public-private partnerships (P3). VP Young explained that the land development bills were in the area of P3. These bills do not provide the university with any special authority or exemptions that it does not already have, but are intended to encourage and facilitate UH to pursue more P3s. There are P3 bills for the Department of Accounting and General Services (DAGS) that offer special authority to facilitate state P3s. Any state agency can do a P3 through DAGS.

Questions were raised regarding H.B. No. 624, H.D. 1, Relating to the Structure of Government, which proposes to transfer the Hawai'i Technology Development Corporation (HTDC) and Hawai'i Strategic Development Corporation to UH, and the bill's impact to UH should it pass the Legislature. VP Young explained that the current version of the bill leaves the appropriation amount blank, but approximately \$1 million in general funds has been appropriated to HTDC in the current fiscal year for operations. It is not assumed that the \$1 million would transfer to UH if this bill passes. The bill would also transfer all staff, and VP Young noted that it would be difficult to maintain the staff positions if they were not adequately funded.

President Lassner explained that HTDC selected the Mānoa Innovation Center (MIC) location because of its proximity to UH, and UH is an ex-officio member of the HTDC Board of Directors. As UH reenergizes its innovation and commercialization program, HTDC is compatible with those efforts. UH has assumed responsibility for MIC and other real estate opportunities including the Maui Research and Technology Center in Kihei and a project in Central O'ahu to develop a facility for first responders. HTDC has a set of authorities around land development that UH does not, which could be useful in developing UH's P3 program.

A question was raised regarding how the P3 authority for DAGS differs from UH. VP Young explained that the P3-related bills for DAGS include exemptions from civil service and the procurement code. UH has slightly more authority than other state departments because UH can utilize a different procurement process and there can be expediency if the president is the chief procurement officer. UH is able to work within the scope of the authority it is provided under statute.

VP Young indicated that at a hearing for H.B. No. 919, H.D.1, Relating to Collective Bargaining, graduate students made allegations and claims regarding rampant or excessive amounts of sexual assault, harassment, discrimination, and abuse of graduate students to justify the need for a union. Administration has consistently opposed measures related to unionization of graduate students, but it was made clear at the hearing that those types of activities will not be tolerated regardless of whether the graduate students are unionized. Administration met with individual legislators to explain the services and processes in place for reporting such activities. UH takes these types of allegations seriously and addresses these issues when they occur.

Robust discussion occurred on Senate Bill (S.B.) No. 919, Senate Draft (S.D.) 1, Relating the University of Hawai'i Board of Regents and S.B. No. 928, which proposes a constitutional amendment to repeal the Candidate Advisory Council. A question was

raised as to why administration did not oppose this bill. President Lassner responded that several years ago, administration took a position on a similar measure, but was admonished for taking a position on matters that relate only to the board. Since then, administration has remained silent. Additional concerns were raised regarding the intrusion on the university's autonomy, the reduction of the number of members and term length, and that the criteria for certain regent seats may be too stringent and may prevent qualified individuals from applying. Additional discussion occurred on whether the board should have a formal position and the impacts it could have. VP Young noted that he, President Lassner, and Board Secretary Oishi have approached groups about providing feedback on this bill. The board could not take a formal vote on this as it was not listed as a specific agenda item. However, Chair Putnam encouraged individual regents to submit testimony to the Legislature.

Another suggestion was made that the board be provided with a list of legislation at the beginning of the year. The board could discuss the legislation and determine its position so the board chair would have the approval to present the board's opinion at hearings.

A question was raised regarding whether the Governor had any position on S.B. No. 928, since the Candidate Advisory Committee is his advisory group. VP Young indicated that the Governor's office is aware of these bills, but there has been no indication of where he stands.

2. Enterprise Risk Management Update

VP Gouveia provided an update on the latest enterprise risk management report that included risk categories (compliance, financial, operational, reputational, strategic), key risks, an updated risk heat map, and conclusions. She explained that a risk reassessment exercise is conducted annually to determine if anything has changed. The updated risk heat map reflects a slight increase in the probability and impact of risk for construction/facilities due to the insufficient amount of capital improvement project funding to address deferred maintenance and modernize facilities. The risk probability for financial resiliency/revenue model is slightly lower because the university's budget is in a more stable state. Because of the partial federal government shut-down and reliability of federal funding, the risk probability for research was higher. She added that no new risk categories were added, and information technology and enrollment remain the two highest risk categories. Administration will continue to update the board regularly on top two risk categories.

A question was raised regarding whether administration was aware of the UHPA testimony mentioning 300 complaints of harassment were received in one year, most of which did not show up on the whistleblower report. VP Gouveia explained that this was the first time hearing about this issue and she planned to meet with UHPA soon. She noted that the administration receives primarily non-contract related complaints through the Whistleblower Hotline; whereas, the complaints that UHPA received are primarily arising out of grievances made under the collective bargaining agreement. Chair Putnam noted that Ms. Hanselman had indicated a large number of the complaints dealt with contract renewal or tenure and promotion decisions.

Regent Moore suggested that it would be helpful for future reports to include what administration is doing in response to the identified risks. Chair Putnam explained that will be addressed in the subject matter committees.

VIII. EXECUTIVE SESSION (closed to the public)

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

The meeting recessed at 12:49 p.m. and reconvened at 2:02 p.m.

Chair Putnam noted that the board went into executive session to discuss personnel matters as indicated on the agenda.

IX. ITEMS FOR DISCUSSION AND/OR APPROVAL (cont.)

B. For Action

3. Appointment with Tenure for Dr. Bonnie Irwin, Chancellor-Elect, University of Hawai'i at Hilo

President Lassner explained that this is a routine tenure upon appointment and standard practice for the university. Dr. Irwin previously held tenure at a comparable institution and this represents a fall-back position for her should she cease to be the UHH Chancellor. Board approval of this request is required because Dr. Irwin reports directly to the president and his delegated authority is limited to positions one level below.

Regent McEnerney moved to approve the appointment with tenure for Dr. Irwin, seconded by Vice Chair Higaki, and the motion carried unanimously.

4. Approval of Faculty Emeritus Status Recommendation for C. Fred Blake, David Chappell, Kevin Hamilton, Robert Bley-Vroman

President Lassner explained that the designation of emeritus status is normally delegated to the president for faculty who have served for at least 5 years as a full professor. These individuals did not retire with 5 years of service as full professors for various reasons, but all are distinguished faculty members. These are the first set of exceptions brought to the board since the delegation occurred. He convened the UHM deans to review all of the requests and each of these individuals received full support from the deans and from their departments and colleges.

Regent Wilson moved to approve the faculty emeritus status recommendation, seconded by Regent Kudo, and the motion carried unanimously.

1. Approval of Phase 1 of the University of Hawai'i at Mānoa Reorganization Proposal and Associated Implementation Actions:

- a. **Reorganization proposal including updated functional statements and organization charts**
 - b. **Amendments to RP 2.202, Duties of the President**
 - c. **Amendments to RP 2.201, Officers of the University of Hawai'i**
 - d. **Amendments to Class Specification for Provost with Assignment to the SM-5 Salary Schedule**
 - e. **Establishment of Class Specification for Provost with Assignment to the SM-5 Salary Schedule**
- 2. Approval of Request for Reassignment of Dr. Michael Bruno as Provost, University of Hawai'i at Mānoa, Conditional Upon Approval of Reorganization**

President Lassner explained he reviewed the testimony received and talked individually with regents who reached out to him. This proposal is very important to UHM and many individuals have worked very hard on it, and suggested that undertaking this proposal on O'ahu would better serve the university and the board. He requested this matter be deferred to March.

Regent Kudo moved to defer approval of Phase 1 of the University of Hawai'i at Mānoa reorganization proposal and associated implementation actions to allow additional time for administration to continue good faith discussions with the UHMFS and to reach some type of consensus on some of the issues and the functional statements. Regent Wilson seconded.

Chair Putnam indicated that as chair she could remove the item from the agenda without voting, provided there were no objections.

Regent Acoba expressed concern about the wording of the motion. He indicated he was in favor of the motion to defer because the discussion should take place on O'ahu, but was not in favor of the other conditions stated.

Chair Putnam explained that she felt Regent Kudo's comments were not a condition of the motion, but was a personal statement. Regent Acoba indicated that even though the comments came before the motion was seconded, he accepted the chair's characterization of the motion.

Chair Putnam indicated her preference for saying that administration recommended deferral until this matter can be taken up on O'ahu and the chair agreed, unless someone objects to there not being a formal vote.

Regent Kudo noted that a formal vote is important because it shows the board is in favor of an open and transparent conduct of affairs, and part of that transparency includes having these discussions on O'ahu.

Regent Moore commented that there were some objections regarding approving Phase 1 without seeing Phase 2. Phase 2 is significantly more complex and is delegated to the president and it is not under the purview of the board. He hoped there

would be communication to the appropriate individuals that it is not realistic to wait for Phase 2 before approving Phase 1.

Regent Acoba took issue with the board approving Phase 1 and not Phase 2. The proposal was ambiguous because it said that the board would be informed about Phase 2, it did not necessarily ask for board approval.

Chair Putnam explained that President Lassner will keep the board informed on progress towards Phase 2.

Vice Chair Portnoy indicated his preference for voting on the motion and leaving discussion about merits of the proposal when the final proposal is presented at the March board meeting.

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

5. Approval of Personnel Actions (A-1 for approval)

Chair Putnam indicated that since the tenure upon appointment for Dr. Irwin and the faculty emeritus status recommendations were already approved, no action was required for the remaining personnel actions on Attachment A-1.

X. ANNOUNCEMENTS

Chair Putnam announced the next board meeting is scheduled for March 28, 2019, at Kapi'olani Community College.

XI. ADJOURNMENT

There being no further business, Regent Wilson moved to adjourn, and Regent Kudo seconded, and with unanimous approval, the meeting was adjourned at 2:19 p.m.

Respectfully Submitted,

/S/

Kendra Oishi
Executive Administrator and Secretary
of the Board of Regents