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MINUTES
BOARD OF REGENTS SPECIAL MEETING
JUNE 2, 2022

I. CALL TO ORDER

Chair Randy Moore called the meeting to order at 11:55 a.m. on Thursday, June 2, 2022, noting that this was a special meeting of the Board of Regents. The meeting was held at the University of Hawai‘i at Mānoa, Information Technology Building, 1st Floor Conference Room 105A/B, 2520 Correa Road, Honolulu, Hawai‘i 96822, with regents participating from various locations.

Quorum (11): Chair Randy Moore; Vice-Chair Alapaki Nahale-a; Vice-Chair Benjamin Kudo; Regent Simeon Acoba; Regent Kelli Acopan; Regent Eugene Bal; Regent William Haning; Regent Wayne Higaki; Regent Diane Paloma; Regent Robert Westerman; and Regent Ernest Wilson.

Others in attendance: President David Lassner; Vice President (VP) for Legal Affairs/University General Counsel Carrie Okinaga; VP for Information Technology/Chief Information Officer Garret Yoshimi; Vice President for Budget and Finance/Chief Financial Officer Kalbert Young; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Kendra Oishi; and others as noted.

II. PUBLIC COMMENT PERIOD

Board Secretary Oishi announced that the Board Office did not receive any written testimony, and no individuals signed up to provide oral testimony.

III. AGENDA ITEMS

A. Consent Agenda

Prior to the board acting on the consent agenda, Chair Moore noted that amendments were made to Regents Policy (RP) 10.201 as suggested during the Planning and Facilities Committee (P&F Committee) meeting on June 1, 2022. As such, agenda item III.A.1. was placed on the regular agenda for further discussion.

2. Approval of Lease Between the University of Hawai‘i and the North Shore Community Land Trust at Waiale‘e Agricultural Research Station

3. Approval of Lease Between the University of Hawai‘i and Double J Livestock Ranch at Waiale‘e Agricultural Research Station

4. Approval for the Disposition by Transfer of Real Property at 4956 Kāhala Avenue, Honolulu, Hawai‘i 96816 (Jean Charlot Residence)

Regent Wilson moved to approve the consent agenda with the exception of agenda item III.A.1. as noted, seconded by Vice-Chair Nahale-a, and noting the recusal of Chair Moore on agenda item III.A.2., the motion carried with all other members present voting in the affirmative.
1. Approval of Amendments to RP 10.201, Interests in Real Property

Chair Moore explained that the P&F Committee reviewed and discussed proposed changes to RP 10.201 at its June 1, 2022, meeting and requested that additional clarifying amendments be made and presented to the board for further review. It was also noted that the additional amendments were circulated to regents and included in the materials packet.

VP Okinaga stated that the additional amendments reflected in the draft of RP 10.201 currently before the board were changes proposed by Regent Acoba and responded to comments made during the P&F Committee meeting. Regent Acoba concurred with VP Okinaga’s comments.

Vice-Chair Nahale-a moved to approve the amendments to RP 10.201, Interests in Real Property, as reflected in the draft currently before the board, seconded by Regent Wilson, and the motion carried with all members present voting in the affirmative.

B. Approval of Authorization to Amend Pre-Closing (Pre-Construction) Agreement with Greystar Development Services, LLC (Greystar) for Development of a Multi-Family Rental Housing Facility at the Former NOAA Site

Chair Moore stated that this agenda item was also discussed at the P&F Committee meeting on June 1, 2022, and was placed on the board’s regular agenda rather than the consent agenda to allow regents to make any additional inquiries about the pre-closing agreement.

Vice-Chair Nahale-a moved to approve authorization to amend the pre-closing (pre-construction) agreement with Greystar for the development of a multi-family rental housing facility at the former NOAA site, seconded by Regent Wilson, and noting the absence of Regent Acopan, the motion carried with all members present voting in the affirmative.

C. Approval of Authorization to Finalize and Execute the Agreement for Services Between Hawaiian Airlines, Inc. and the University of Hawai‘i Relating to Airline Transportation Services at a Fixed Price

President Lassner presented background information on the administration’s request for the authorization to finalize and execute an agreement with Hawaiian Airlines, Inc. (Hawaiian Air) to provide fixed-price airline transportation services. Despite RP 8.201 only requiring board approval for the procurement of goods or services exceeding $5,000,000, he stated that the administration was seeking approval of this request because it anticipates that university will spend more than $5,000,000 in the aggregate over the full term of the proposed agreement. He also noted the business and financial advantages that the proposed agreement with Hawaiian Air provides to the University of Hawai‘i at Mānoa Athletics Department. Additionally, President Lassner remarked that the administration will be requesting clarifying amendments to RP 8.201 in the future.
Regent Acoba and Regent Acopan stated that they would be recusing themselves from the vote on this agenda item.

Regent Wilson moved to approve the authorization to finalize and execute the agreement for services between Hawaiian Air and the University of Hawai‘i relating to airline transportation services at a fixed price, seconded by Vice-Chair Kudo, and noting the recusal of Regents Acoba and Acopan, the motion carried with all other members present voting in the affirmative.

D. Board Self-Assessment

Chair Moore noted that a self-assessment survey was sent to regents in accordance with RP 2.204 which requires that the board conduct an annual self-study of its stewardship that includes, among other things, a review of its performance, goals, responsibilities, and expectations. He stated that, to date, nine of the eleven regents have submitted responses to the survey and implored the remaining regents to complete the survey. He also suggested that this matter be referred to the Committee on Personnel Affairs and Board Governance (PA&BG Committee) for further review and discussion and asked if regents had any comments on this suggestion.

Regent Nahale-a agreed with Chair Moore’s suggestion.

Hearing no additional comments, Chair Moore referred the matter to the PA&BG Committee.

IV. EXECUTIVE SESSION

Regent Bal made a motion to convene in executive session, seconded by Vice-Chair Nahale-a, and with all members present voting in the affirmative, the board approved convening in executive session to carry-out deliberations concerning the hire, evaluation, dismissal, or discipline of an officer or employee, where consideration of matters affecting privacy will be involved, and the authority of persons designated by the board to conduct labor negotiations or to negotiate the acquisition of public property, or during the conduct of such negotiations, pursuant to Sections 92-5(a)(2) and 92-5(a)3, Hawai‘i Revised Statutes (HRS) and to consult with the board’s attorneys on questions and issues pertaining to the board’s powers, duties, privileges, immunities, and liabilities, pursuant to Section 92-5(a)(4), HRS.

The meeting recessed at 12:13 p.m.

Regent Westerman left at 2:01 p.m.

Regent Higaki left at 2:10 p.m.

Vice-Chair Kudo left at 2:30 p.m.

Chair Moore called the meeting back to order at 2:47 p.m. and announced that the board met in executive session to discuss matters as stated on the agenda. He added that the board also discussed the president’s evaluation during executive session, including challenges, achievements, and plans for the coming year and noted that
further discussion about the president’s performance will occur at the next board meeting.

V. AGENDA ITEMS (Continued)

A. Adoption of Resolution Honoring University of Hawai‘i Regent Simeon Acoba

Chair Moore stated that a resolution honoring University of Hawai‘i Regent Simeon Acoba was contained within the meeting materials and asked if regents had any comments.

Regents and President Lassner offered their thanks to Regent Acoba for his service and commitment to the university and outstanding work as a member of the board. He was praised for his calm and gracious demeanor, sincerity, insights, and thoughtful contemplation on issues that were brought before the board. It was noted that his presence on the board will be missed.

Regent Acoba expressed his appreciation and thanks to the regents, stated that he has enjoyed serving on the board, and underscored the important role of regents to the future of the university and the State. He also offered his best wishes to regents for continued success in the future.

Regent Wilson moved to adopt the resolution, seconded by Regent Paloma, and noting the abstention of Regent Acoba and the excused absences of Vice-Chair Kudo, Regent Higaki, and Regent Westerman, the motion carried with all other members present voting in the affirmative.

B. Adoption of Resolution Honoring University of Hawai‘i Regent Benjamin Kudo

Chair Moore stated that a resolution honoring University of Hawai‘i Regent Benjamin Kudo was contained within the meeting materials and asked if regents had any comments. Given the absence of Vice-Chair Kudo, Regent Wilson suggested that comments be reserved for another time when Vice-Chair Kudo was present.

Regent Wilson moved to adopt the resolution, seconded by Regent Acopan, and noting the excused absences of Vice-Chair Kudo, Regent Higaki, and Regent Westerman, the motion carried with all members present voting in the affirmative.

VI. ANNOUNCEMENTS

Chair Moore announced that the next board meeting was scheduled for July 7, 2022, at the University of Hawai‘i at Mānoa.
VII.  **ADJOURNMENT**

There being no further business, Chair Moore adjourned the meeting at 2:57 p.m.

Respectfully Submitted,

/S/

Kendra Oishi  
Executive Administrator and Secretary  
of the Board of Regents