

## MINUTES

### BOARD OF REGENTS SPECIAL MEETING

JULY 18, 2024

A video recording of this meeting may be viewed at the Board of Regents website as follows:

[Meeting Video](#)

#### I. CALL TO ORDER

Chair Lee called the meeting to order at 1:42 p.m. on Thursday, July 18, 2024, at the University of Hawai'i (UH) at Mānoa, Bachman Hall, 1<sup>st</sup> Floor Conference Room 106A/B, 2444 Dole Street, Honolulu, Hawai'i, 96822, with regents participating from various locations.

Quorum (11): Interim Chair Gabriel Lee; Interim Vice-Chair Ernest Wilson; Regent Neil Abercrombie; Regent Lauren Akitake; Regent William Haning; Regent Wayne Higaki; Regent Laurel Loo; Regent Abigail Mawae, Regent Michael Miyahira; 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 Legal Affairs/UH General Counsel Carrie Okinaga; VP for Research and Innovation Vassilis Syrmos; VP for Information Technology/Chief Information Officer Garret Yoshimi; UH-Mānoa (UHM) Provost Michael Bruno; UH-Hilo Chancellor Bonnie Irwin; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Yvonne Lau; and others as noted.

#### II. APPROVAL OF THE MINUTES OF THE MAY 16, 2024 SPECIAL MEETING

Chair Lee inquired if there were any corrections to the minutes of the May 16, 2024 special board meeting which had been distributed. Hearing none, the minutes were approved.

#### III. PUBLIC COMMENT PERIOD

Board Secretary Lau announced that the Board Office did not receive any written testimony and that no one had signed up to provide oral testimony.

#### IV. AGENDA ITEMS

##### A. **Recommend Board Approval of President's Salary Range**

Chair Lee called upon Zachary Smith, Executive Partner of WiffKieffer, to provide a summary of the methodology used by WittKieffer to develop the recommended salary range noted in its memo to the board.

Mr. Smith stated WittKieffer reviewed compensation data from past presidential searches across the country paying particular attention to university systems which were comparable to the University of Hawai'i System, although he emphasized it was not always possible to make exact comparisons given the diversity of university campuses and systems. Most notably, WittKieffer analyzed salary ranges for presidents from R1 institutions and land grant institutions such as New Mexico State University, the University of Minnesota, and Washington State University, among others in its review of compensation packages. Based upon their analysis, as well as market data, WittKieffer is recommending a salary range of between \$550,000 and \$800,000 for the next President of the University of Hawai'i System. Mr. Smith also pointed out the current annual compensation of \$430,200 for the President of the University of Hawai'i System is more comparable to the salary of many provosts at institutions akin to the UHM campus.

Chair Lee referenced his memo to the board recommending approval of an annual salary range of \$550,000 to \$800,000 for the next President of the University of Hawai'i contained within the meeting materials and opened the floor for discussion.

Referencing the specificity and uniqueness of research done by UH, Regent Abercrombie asked whether the types of research occurring at the universities evaluated by WittKieffer was taken into consideration during its analysis of presidential salaries. Mr. Smith replied that WittKieffer based its comparisons on the categorization of a university as an R1 institution, a designation which contain a number of research related equivalencies, and did not delve into the specific types of research being conducted by each institution.

Chair Lee, Regent Paloma, and President Lassner engaged in a brief discussion on the SM 5 salary classification at the university and the number of employees within this category; past board's rationale for requiring the administration to seek approval of certain compensation packages; and the need to possibly review these requirements as well the salary schedules for these positions.

Regent Miyahira asked if the university's salary ranges are periodically reviewed. President Lassner replied in the affirmative.

Noting announcements for the position of President of the University of Hawai'i have already been published, Regent Tochiki asked if the salary range was published in those advertisements. Mr. Smith responded in the affirmative but noted the current salary range for the President of the University of Hawai'i was published. However, WittKieffer used language in the advertisement which provided some flexibility and referenced the board's intention to review the compensation package which could allow for a salary higher than what the ad states.

Regent Haning moved to approve the recommended salary range for the President of the University of Hawai'i as noted in the memo contained within the materials packet, seconded by Regent Abercrombie, and the motion carried with all members present voting in the affirmative.

Board Secretary Lau announced the resignation of Presidential Search Advisory Group (PSAG) member Brandon Marc Higa, an appointee recommended by the UH Staff Council, from the PSAG.

## **B. Confidentiality and Equal Employment and Opportunity (EEO) Briefing for All Regents**

Debra Ishii, Assistant to the Senior Executive, UHM Office of Business and Finance, was asked to provide a confidentiality and equal opportunity briefing to the board similar to briefings provided to search and interview committees at UH. Regents were briefed on various aspects related to search committee member roles and responsibilities with respect to confidentiality; conflicts of interest; bias and assumption management; protected classes; lawful and unlawful pre-employment inquiries; assessment of candidates; accessibility and accommodation requests; and due diligence. Ms. Ishii also spoke about the goals of maintaining fairness, openness, credibility, and integrity throughout the search process; discussed the statutory responsibilities for maintaining confidentiality so as to protect the significant privacy interest of nominees or applicants in perpetuity, unless they have been announced as finalists and with the candidates permission; touched upon some of the adverse impacts noncompliance with these matters could have on the recruitment, interview, and hiring process, as well as the reputation of the university; reminded members to disclose conflicts of interest, potential or actual, to the board chair, Board Secretary, or WittKieffer to address; stressed the importance of sound recruitment and selection practices along with maintaining conscientiousness and integrity throughout the process; highlighted State and federal laws prohibiting discrimination in employment decisions; and stated that, typically, the chair of the search committee serves as the spokesperson for the group to ensure accurate, proper, timely and consistent responses. In the case of the search for the next President of the University of Hawai'i, it was recommended that Chair Lee, Board Secretary Lau, or WittKieffer serve as the point of contact and coordinate with each other on responses. While Ms. Ishii acknowledged that these briefings also typically cover selection and interview committee composition and diversity, job related duties and qualifications, and advertising as widely as possible for the position, she stated all of these matters have already been addressed by the search process currently underway.

Regent Abercrombie asked how conflicts of interests are generally resolved. Ms. Ishii stated a regent should disclose any conflict of interest, whether it be potential or actual, to the board chair, Board Secretary, or WittKeiffer so a determination can be made as to whether it is a conflict or not and if appropriate action needs to be taken such as recusal from evaluating or voting on an applicant. The board chair, Board Secretary, or WittKiefer may also seek consultation on the matter with human resources or another agency at the university specializing in this issue, or have a larger discussion with the board as a whole, prior to making-a-determination. Ms. Ishii also advised that the System Office of Human Resources and Equity Assurance Office also provide information on human resources and EEO principles and university practices.

Given the abovementioned response, Regent Abercrombie asked if the board had formal rules regarding conflicts of interest. VP Okinaga replied that the issue of conflicts

of interest is addressed in Article X of the Bylaws of the Board of Regents with requirements specific to disclosure spelled out in Article X.C. Additionally, the Hawai'i State Ethics Code addresses issues of fair treatment and confidentiality.

Regent Haning left at 2:29 p.m.

**V. EXECUTIVE SESSION (closed to the public)**

Vice-Chair Loo moved to convene into executive session, seconded by Regent Wilson, and noting the excused absence of Regent Haning, and with all members present voting in the affirmative, the board approved convening in executive session to consult with the board's attorneys on question and issues pertaining to the board's powers, duties, privileges, immunities, and liabilities, pursuant to Section 92-5(a)(4), Hawai'i Revised Statutes.

The meeting recessed at 2:30 p.m.

Chair Lee called the meeting back to order at 3:05 p.m. and announced that the board met in executive session to discuss the matters as stated on the agenda.

**VI. ADJOURNMENT**

There being no further business, Chair Lee adjourned the meeting at 3:06 p.m.

Respectfully Submitted,

/S/

Yvonne Lau  
Executive Administrator and Secretary  
of the Board of Regents