

**MINUTES**  
**BOARD OF REGENTS COMMITTEE ON GOVERNANCE**  
**MEETING**

**MARCH 5, 2026**

The minutes were taken from the audiovisual digital recording of the March 5, 2026, meeting and summarizes each agenda topic followed by a time-stamp which points to the approximate time in the recording when the discussion occurred. In accordance with Section 92-9, Hawai'i Revised Statutes (HRS), a board may choose to use recordings, with the addition of a written summary, as its recorded minutes. The full video recording of this meeting may be viewed at the Board of Regents website as follows:

[Meeting Video](#)

**I. CALL TO ORDER [00:00:06 – 00:00:42]**

Chair Laurel Loo called the meeting to order at 10:24 a.m. on Thursday, March 5, 2026, at the University of Hawai'i (UH) at Mānoa, Bachman Hall, 1st Floor Conference Room 106A/B, 2444 Dole Street, Honolulu, Hawai'i, 96822.

Committee members in attendance: Chair Laurel Loo; Vice-Chair William Haning; Regent Joshua Faumuina; and Regent Wayne Higaki.

Others in attendance: Board Chair Lee; Board Vice Chair Michael Miyahira; Regents Neil Abercrombie, Lauren Akitake, Diane Paloma, and Laurie Tochiki (ex officio committee members); President Wendy Hensel; Vice President (VP) Academic Strategy Debora Halbert; VP for Legal Affairs/University General Counsel Carrie Okinaga; VP for Budget and Finance/Chief Financial Officer Luis Salaveria; VP for Information Technology/Chief Information Officer Garret Yoshimi; Interim VP for Community Colleges Lui Hokoana; Interim VP for Research and Innovation Chad Walton; UH-Hilo Chancellor Bonnie Irwin; Interim UH West O'ahu Chancellor Carlos Peñaloza; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Yvonne Lau; and others as noted.

**II. APPROVAL OF MINUTES [00:00:42 – 00:00:56]**

Chair Loo inquired if there were any corrections to the minutes of the August 7, 2025, committee meeting which had been distributed. Hearing none, the minutes were approved.

**III. PUBLIC COMMENT PERIOD [00:00:56 – 00:01:06]**

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

**IV. AGENDA ITEMS [00:01:06 – 00:39:24]**

**A. Discussion and Possible Action on Bylaw Changes Regarding the Restructuring of Board Committees, Board Nominations, and Votes [00:01:06 – 00:39:24]**

Chair Loo referred to the memorandum in the materials packet calling attention to the proposals contained therein stating they included propositions related to the restructuring of the board's currently established committees, the clarification of board leadership election voting procedures to explicitly require roll call votes in accordance with Hawai'i's Sunshine Law, and the simplification of the nomination process for board chair and vice-chair positions. She then opened the floor for discussions.

Robust dialogue occurred on the suggested restructuring of the board's committees as outlined in the aforementioned memorandum with several regents sharing their thoughts about the proposal and offering commentary on, among other things, the genesis behind this endeavor; the committee structure in place prior to the current committee structure; the responsibilities assigned to the committees under the new structure; committee membership and the manner in which the stipulation within the bylaws requiring the Committee on Independent Audit and Committee on Institutional Success to have the same members will be dealt with; the exigency of this action in contrast with the prudence of having these discussions later in the year after the seating of five new regents; whether the seating of new regents should have any bearing on determining the board's committee structure; the perils of restructuring the board's committees based upon regents' backgrounds and experiences; the need to consider the priorities of the board when forming new committees; the amount of time devoted by regents to board, committee, and external responsibilities and the role this might play in determining a new committee structure; and some possible alternatives to a complete restructuring of the board's committees. Regents also talked about what these discussions were aimed at achieving, the board's role as a governing as opposed to a managing body, whether any actions would or should be taken during this meeting, and the necessity of having more detailed conversations about restructuring the committees prior to determining how the board should proceed on this matter.

Chair Loo thanked regents for the dialogue saying there appears to be a consensus for further discussions to take place with respect to the subject of restructuring the board's committees. She then noted there were two other proposed bylaw changes in need of review and asked if regents had any comments on those matters.

Board Vice-Chair and committee member Regent Faumuina moved to recommend board approval of changing the nomination process for board chair and vice-chair positions currently contained within the Bylaws of the Board of Regents (Board Bylaws) as outlined in the abovementioned memorandum, seconded by Regent Higaki, and the motion carried with all members present voting in the affirmative.

Regent Higaki moved to recommend board approval of amendments to board leadership election voting procedures in the Board Bylaws that explicitly require roll call votes in accordance with Hawai'i's Sunshine Law, seconded by Regent Faumuina, and the motion carried with all members present voting in the affirmative.

Regent Abercrombie provided his observations on Hawai'i's Sunshine Law and the impact it has on the ability of the board to conduct its business.

**V. ADJOURNMENT [00:39:24 – 00:39:42]**

There being no further business, Chair Loo adjourned the meeting at 11:03 a.m.

Respectfully Submitted,

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Yvonne Lau  
Executive Administrator and Secretary  
of the Board of Regents