# 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 20, 2025

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 11:00 a.m. on Thursday, March 20, 2025, at Windward Community College, Hale Akoakoa 101-105, 45-720 Keaahala Road, Kaneohe, HI 96744, with regents participating from various locations.

<u>Quorum (10)</u>: Chair Gabriel Lee; Vice-Chairs Laurie Tochiki and Laurel Loo; and Regents Neil Abercrombie, Joshua Faumuina, William Haning, Wayne Higaki, Michael Miyahira, Diane Paloma, and Ernest Wilson.

Excused (1): Regent Lauren Akitake.

Others in attendance: President Wendy Hensel; 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; VP for Advancement/UH Foundation (UHF) Chief Executive Officer (CEO) Tim Dolan; Interim VP for UH Community Colleges (UHCC) Della Teraoka; UH-Mānoa (UHM) Provost Michael Bruno; UH-Hilo Chancellor Bonnie Irwin; UH-West Oʻahu Chancellor Maenette Benham; Windward Community College Chancellor Ardis Eschenberg; UH-Maui College (UHMC) Chancellor Lui Hokoana; Executive Administrator and Secretary of the Board of Regents (Board Secretary) Yvonne Lau; and others as noted.

# II. APPROVAL OF THE MINUTES OF THE FEBRUARY 6, 2025 SPECIAL BOARD, AND FEBRUARY 20, 2025 BOARD MEETINGS

Chair Lee inquired if there were any corrections to the minutes of the February 6, 2025, Special Board and February 20, 2025, meetings which had been distributed. Hearing none, the minutes were approved.

#### III. PUBLIC COMMENT PERIOD

Board Secretary Lau announced the Board Office's receipt of written remarks from John Galas, Mahinaokalani Robbins, David Simone, Judy Rohrer, Dianne Deauna, Marina Karides, Jordan Ando, Arthur Kastler, Kaiqing Su, and Sarah Popenhagen on the Federal Executive Orders and policy changes.

Christine Chun, Aaron Nyuha, and David Tamanaha tendered written comments on the awarding of the Emeritus Title to Mr. Michael Unebasami, retired Associate Vice President (AVP) for Administrative Affairs, UHCC

David Johnson submitted written testimony comments on the hiring of Dr. Kim Siegenthaler.

Michael Roderick Junior offered written remarks on the request to authorize UH to enter into a lease agreement with the United States Department of Veterans Affairs (VA) for a Community-Based Outpatient Clinic at UHMC.

Dianne Shen, Dianne Deauna, Kaiqing Su, Derek Rainey, Aree Worawongwasu, Armando Molina Gómez, put forth written remarks pertaining to the provision of compensation for Graduate Assistants employed by the university.

Erik Horn submitted comments on several bills contained within the Legislative Update.

David Simone, Marina Karides, Mahinaokalani Robbins, and Dianne Deauna offered verbal remarks on the Federal Executive Orders and policy changes.

Kaiqing Su and Derek Rainey provided oral comments about the provision of compensation for Graduate Assistants employed by the university.

Written testimony may be viewed at the Board of Regents website as follows:

Written Testimony Received

Regent Haning arrived at 11:15 a.m.

#### IV. REPORT OF THE PRESIDENT

# A. Update on Federal Executive Orders, Policy Changes and Related Actions

President Hensel updated regents on federal actions and Executive Orders being issued by the new Presidential Administration in Washington, D.C., stressing the unprecedented and rapidly evolving nature of these actions, some of which are transforming on a daily basis. She provided brief overviews of, and touched upon the university's response to, a number of the aforementioned Executive Orders and federal actions, highlighting the most recent changes to these orders and actions since the holding of a systemwide town hall on March 13, 2025, and reiterating points articulated during the forum; offered additional details on anticipated impacts to, and possible consequences for, the 10-camus university system, as a result of the Executive Orders including a significant reduction in, or loss of, funding for things like student financial aid, community-oriented and research grants, and the recovery of indirect costs for research projects, in addition to civil and criminal penalties for non-compliance; spoke about challenges facing the university, as well as a few of the matters needing to be taken into account, when contemplating a path forward with respect to addressing the Executive Orders, especially with issues having to do with the concepts of diversity, equity, inclusion, and accessibility (DEIA); noted the recent lifting of a preliminary injunction

regarding executive order provisions concerning DEIA certification requirements for entities receiving federal funding or grant awards; brought to light initiatives being carried out by the President's Department of Government Efficiency aimed at increasing "costefficiency" across all federal agencies, efforts which include the termination or reduction of federal grants and contracts beginning with those held by universities; commented on UHM's receipt of a letter from the United States Department of Education pertaining to possible Title VI compliance issues relating to antisemitism, underscoring the campus is not on the latest list of colleges for investigation by the United States Department of Education; called attention to the downgrading of the outlook for higher education from stable to negative by Moody's Ratings due to a more difficult operating environment for colleges and universities created by recent and potential federal policy changes; mentioned the launching of a fundraising effort in partnership with UHF to support graduate students impacted by the freezing of federal monies via the Executive Orders so as to ensure the least amount of disruption for these individuals; and emphasized the university's steadfast dedication to its core values, its mission, and its students stating that, to date, there have been no changes to services for students because of the Executive Orders.

The President also discussed the administration's risk-assessment efforts in relation to this matter, particularly with respect to existing federal grants; talked about the university's budget, in broad terms, pointing out the large amount of federal monies the institution receives each year; provided information on worst and best case job loss scenarios and other conceivable risks to technical training programs and research initiatives connected with the application of the Executive Orders; noted the university's commitment to communication and transparency, as evidenced by the formation of an advisory council made up of representatives from various university constituencies to ensure community perspectives are incorporated into the university's response strategies, the provision of frequent updates to the university 'ohana about this matter, and ongoing dialogue with stakeholders; cited threats outside of the Executive Orders with the capacity to impact the university such as the insufficient staffing of federal agencies, the refusal to take procedural steps necessary to release funding, and cuts to state funding and passthrough federal dollars; and expressed her personal belief in the Executive Orders and federal actions being one of the biggest, if not the biggest, existential threat to work being done by institutions of higher education, as well as higher education itself, in probably our lifetimes.

Additionally, President Hensel shared some positive news items involving the university including UHM's placing high in the QS World University Rankings for academic excellence, the launching of the search for a new UHM Athletics Director, the awarding of a \$60,000 basic needs grant to the university, the upcoming UH Giving Day, and the successes of the UHM Wāhine basketball team and their coach, Laura Beeman.

Regent Abercrombie thanked President Hensel for the clarity of her report; offered his thoughts on the impact of the Executive Orders and federal actions emanating from Washington D.C., especially given the diversity of Hawai'i's people; and voiced his support for the administration and university's commitment to using a cautious, measured, and thoughtful approach when dealing with this challenging environment.

# V. WinCC CHANCELLOR REPORT

- A. Enrollment and Demographics
- **B. Windward Community College Programs**
- C. Ke Kumu Pali
- D. Faculty Senate
- E. Staff Senate
- F. WinCC Associated Students of the University of Hawai'i
- G. WinCC Wins National Award for Institutional Transformation

Referencing the WinCC Chancellor's report which was contained within the materials packet, Chair Lee announced the implementation of a new practice with regard to reports from the campus stating there would no longer be formal presentations. Rather the time would be used for regents to ask campus chancellors, leaders, governance groups, and other campus constituencies specific questions about their report or their institution. Chair Lee then called upon Chancellor Eschenberg to introduce members of her team.

Chancellor Eschenberg welcomed regents to the WinCC Campus, introduced representatives from the various campus governance groups and constituencies who contributed to the campus report, and asked regents if they had any questions.

Touting the successes of WinCC's Veterinary Technician (Vet Tech) Program and the local employment opportunities afforded to its graduates, Regent Abercrombie asked if WinCC was seeking additional funding and positions from the Legislature for this program. Chancellor Eschenberg stated that, while additional funding for this program was not contained within this year's legislative ask, she was in conversations with Interim VP Teraoka and Denise Yoshimori-Yamamoto, UHCC Associate VP for Administrative Affairs, about the possibilities of internally reallocating funding to further support the Vet Tech Program.

Regent Miyahira questioned whether WinCC had a process or mechanism in place to ascertain the curriculum development needs and desires of the community it serves. Chancellor Eschenberg responded in the affirmative stating WinCC works intentionally to be grounded in the community it serves. She attends every area neighborhood board meeting each month and sits on a number of community-based organizations, such as civic and rotary clubs, from which she gathers information on the community's needs. She also noted the existence of a support committee of community ambassadors who also provide advice to the Chancellor's Office on a monthly basis. Through these interactions, WinCC has been able to establish things like its child care center and Hawaiian immersion programming.

Regent Paloma sought clarification about the Hawai'iloa Workforce Partnerships Program, inquiring if WinCC was training students to work in the business, corporation, or organization with which it was partnering or if these entities were sending individuals to WinCC to receive training from the Program. Bernadette Rose Garrett, WinCC Wailau Ola Transfer Counselor, replied that the Hawai'iloa Workforce Partnerships Program involved the development of partnerships with businesses, corporations, or other organizations to provide their employees with an opportunity to earn an Associate of Arts degree in Hawaiian studies from WinCC.

Regents lauded WinCC for all of its work, particularly with respect to the Pu'uhonua Incarcerated Education Program, the first ever program within the university system to provide opportunities for incarcerated individuals to earn credit bearing certificates and degrees, with many verbalizing how impressed they were with what they saw during this morning's site visit. Chancellor Eschenberg expressed her thanks to the regents for taking the time to see and converse with the Pu'uhonua Incarcerated Education Program students at the Women's Community Correctional Center, a program which WinCC is very proud of, and for the support the Program has received from the university administration, the Legislature, and others.

Regent Abercrombie suggested information about the Pu'uhonua Program be shared with former Governor Linda Lingle, who was unaware of, but very interested in, the work being done by WinCC on this issue. Chancellor Eschenberg stated she had been in contact with former Governor Lingle about this program.

### VI. REPORT OF UHF

- A. Development Operations Report as of December 31, 2024, for Fiscal Year (FY) 2025
- B. Funds Raised Leadership Report by Campus as of December 31, 2024, for FY 2018 through FY 2025
- C. Funds Raised by Source, Gift Type, Account Category, and Purpose as of December 31, 2024, for FY 2025
- D. Funds Expended by UH Programs as of December 31, 2024, for FY 2022 through FY 2025

VP/UHF CEO Dolan prefaced his presentation with remarks about the fundraising effort to support graduate students impacted by the Executive Orders and UHF's "For UH, For Hawai'i Giving Day", both of which were mentioned earlier by President Hensel, underscoring President Hensel's role in leading the endeavor to assist graduate students. He expressed UHF's optimism about both efforts stating they served as opportunities to do meaningful good in terms of assisting vulnerable graduate students and promote gift impact opportunities across all 10 campuses within the UH System. He then proceeded to comment on UHF's \$1 billion comprehensive capital campaign which has garnered nearly \$800 million in donations over the course of the last six years; report on fundraising efforts for the current fiscal year, highlighting the receipt of just around \$144 million to date, a roughly 36 percent increase over the \$91 million received at the same time last year; and provide the rationale for an approximately 10 percent decline in the number of individuals donating to UHF, noting much of this can be attributed to a large increase in the number of contributions made to the university last year in response to the

devastating wildfires on Maui. VP Dolan also spoke about a deliberate shift in fundraising strategies employed by UHF by lessening the menu-based, special event philosophy of raising money and placing greater emphasis on community-engagement activities and working with academic leaders to converse with donors, constituents, alumni, and other groups about their interests in helping to support the university in ways that are meaningful to them.

Regent Wilson left at 11:34 a.m.

Regent Haning left at 11:35 a.m.

### VII. AGENDA

#### A. Consent Agenda

1. Approval of Indemnification Provisions in a Cooperative Institute for Research to Operations in Hydrology (CIROH) Master Agreement between the University of Alabama and University of Hawaii

Regent Miyahira moved to approve the consent agenda, seconded by Regent Paloma, and noting the excused absences of Regents Akitake, Haning, and Wilson, the motion carried with all members present voting in the affirmative.

Regent Haning returned at 11:37 a.m.

B. Request for Action to Approve the Establishment of the Advanced Gynecologic Surgery Endowed Professorship in the Department of Obstetrics, Gynecology and Women's Health at the UHM John A. Burns School of Medicine (JABSOM)

Provost Bruno provided information on a financial commitment of \$500,000 from the University, Clinical, Education, and Research Associates for the establishment of the Advanced Gynecologic Surgery Endowed Professorship in the Department of Obstetrics, Gynecology, and Women's Health at JABSOM. He noted the purpose of this endowed professorship is to recruit, support, and retain talented faculty, as well as to provide resources to the recipient to enhance research, education, and community mission of the Department.

Regent Abercrombie asked about the sustainability of the funding received for this professorship, particularly since the salary for such a position would appear to be elevated. Provost Bruno explained that, when gifts of this type are made, an assessment is conducted to determine whether the proceeds from the donation are sufficient to support the aims of the professorship without dipping into the principal. He also clarified that this gift was not for the purposes of paying for, or enhancing, an individual's salary.

Regent Higaki moved to approve the establishment of the endowed professorship as requested by the administration, seconded by Regent Paloma, and noting the excused absences of Regents Akitake and Wilson, the motion carried with all members present voting in the affirmative.

Regent Wilson returned at 12:14 p.m.

# C. Request to Award Emeritus Title to Mr. Michael T. Unebasami, Retired AVP for Administrative Affairs, UHCC

Interim VP Teraoka cited the numerous achievements and accomplishments of retired AVP Unebasami spelled out in the memorandum for this request and mentioned in public testimony, stating his positive and valuable contributions to the university and dedication to its students, as well as decades of extraordinary and steadfast service, merits approval of the awarding of the Emeritus title.

Regent Higaki voiced his support for awarding of the emeritus title noting his personal and professional interactions with retired AVP Unebasami over the last 40 years and moved to approve the request. The motion was seconded by Regent Miyahira and, noting the excused absence of Regent Akitake, the motion carried with all members present voting in the affirmative.

# D. Request to Authorize UH to enter into a Lease with the VA for a Community-Based Outpatient Clinic (CBOC) at UHMC

Michael Shibata, Director of the Office of Strategic Development and Partnership, referenced the board action memo contained within the materials packet outlining the administration request to authorize UH to enter into a lease agreement with the VA for a CBOC at UHMC.

Regent Wilson announced his strong support for this request briefly speaking about the work of UHMC Chancellor Hokoana, representatives from the VA, and the university administration in bringing the project to develop a CBOC on lands located on the UHMC campus to fruition. As such, he moved to authorize UH to enter into a lease agreement with the VA for a CBOC at UHMC. The motion was seconded by Regent Higaki, and noting the excused absence of Regent Akitake, the motion carried with all members present voting in the affirmative.

Regent Wilson left at 12:26 p.m.

### E. Personnel Action (A-1 for Approval) Director of Internal Audit

VP Gouveia stated the personnel action for approval related to the appointment of Mr. Christopher Lau as the Director of the Office of Internal Audit (OIA) at an annual total compensation of \$225,000, subject to any executive/managerial adjustments as appropriate.

Pointing out the new Director of OIA's anticipated start date of April 16, 2025, Regent Abercrombie asked if Mr. Lau has been apprised about the existence of, and brought up to speed on, measures requesting audits of the university presently before the Legislature. VP Gouveia replied that Mr. Lau is currently in the process of relocating to Hawai'i. However, Mr. Lau is scheduled to meet with Regent Miyahira and Regent Akitake, the Chair and Vice-Chair of the Committee on Independent Audit, as well as

OIA staff, upon his arrival in the state to discuss, and be brought up to speed on, legislative and other matters involving OIA.

Regent Abercrombie moved to approve the appointment of Mr. Christopher Lau as the Director of the Office of Internal Audit, seconded by Regent Miyahira, and noting the excused absences of Regents Akitake and Wilson, the motion carried with all members present voting in the affirmative.

F. Pursuant to Hawai'i Revised Statutes (HRS) 92-2.5(e) Report on Vice-Chair Laurie Tochiki and Regent Neil Abercrombie's Attendance at the Joint Legislative Informational Briefing of the Senate Committee on Higher Education (HRE) and Committee on Economic Development and Tourism (EDT) on March 3, 2025

As required under Section 92-2.5(e), HRS, Chair Lee reported on Vice-Chair Tochiki's and Regent Abercrombie's attendance at the joint, legislative informational briefing held by HRE and EDT on March 3, 2025, to follow-up on matters related to the UH Academy for Creative Media System, the State Film Studio, and UH's proposed Film Studio. While both Vice-Chair Tochiki and Regent Abercrombie attended the briefing, neither engaged in any of the discussions.

# G. Legislative Update

- 1. Legislative Calendar
- 2. 2025 Budget/Funding Bill
- 3. 2025 UH Legislative Package (Admin Bills)
- 4. 2025 Select Bills of Interest
  - a. Board of Regents
  - b. UH Operations
- 5. 2025 Select Resolutions of Interest
- 6. List of Appropriation Bills and Resolutions

Amy Kunz, AVP for Budget and Finance/University Controller, presented updates on a number of measures and priority issues 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. She briefly went over the current status of legislation regarding, among other things, the university's operating and capital improvement budgets, emphasizing the State administration is still assessing potential impacts to programs resulting from disruptions, if any, to federal funding from actions being taken in Washington D.C.; the ability to issue revenue bonds; the cigarette tax; public meeting requirements related to board packets; and funding for the acquisition of the former campus of St. Francis School for UHM. She also pointed out numerous resolutions related to the university which have either been referred to committee or are in the midst of hearings, including those requesting a performance

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audit of UHF, a management and performance audit of the Office of the Vice President for Academic Strategy (OVPAS), and an financial and performance audit of the UHM Athletics Department (UHM Athletics), and reviewed the legislative calendar for the remainder of the session which is expected to conclude on May 2, 2025.

Referencing the bill relating to the purchase of the property on which St. Francis School was once located, Regent Miyahira asked if the administration had any definitive plans for the parcel should the university acquire the land. AVP Kunz replied that she was not aware of any definitive plans for the parcel should the university secure the land but emphasized the processes for obtaining the property and ultimately using it would be complex and time-consuming.

Following-up on Regent Miyahira's question, Regent Abercrombie questioned whether the university was serious about purchasing the noted parcel. He also inquired about any coordination with the Office of the Governor on this matter since it was his understanding Governor Green wanted the university to secure the property for UHM. Although the university has taken a position in support of this bill, AVP Kunz noted the property in question was not currently on the real estate market. She also stated, to the best of her knowledge, the university has not been in communication with the Governor's Office about purchasing the property. In light of this response, Regent Abercrombie suggested the university's legislative team contact the Office of the Governor to discuss this matter further.

Regent Abercrombie shared his thoughts on the resolutions calling for audits of UHF, OVPAS, and UHM Athletics, and recommended a position be taken on these measures indicating the existence of the Office of Internal Audit, an entity capable of addressing the concerns and inquiries contained within the aforementioned resolutions.

Mentioning the bill relating to the cigarette tax, Regent Abercrombie inquired about the latest amendments made to the measure. AVP Kunz stated the amendments to the cigarette tax bill verbalized at the committee hearing would essentially limit the disposition of revenues from the two-cent tax increase to paying down the debt service of the Cancer Research Center of Hawai'i (Cancer Center). However, she remarked the administration was still seeking official confirmation of the changes made to the measure. Taking into account this response, Regent Abercrombie asked if the measure, as amended, differed from what the university was seeking to gain from the cigarette tax increase. AVP Kunz responded in the affirmative noting the university originally sought to use the revenues from the tax increase for the purposes of operational, as well as debt service, costs for the Cancer Center. Given the significance of this matter, Regent Abercrombie expressed his hopes for the administration to keep the Board Chair abreast of the measure's progress.

Regent Higaki left at 12:40 p.m.

The meeting recessed at 12:42 p.m.

The meeting reconvened at 1:34 p.m.

VIII. EXECUTIVE SESSION (closed to the public)

Regent Miyahira moved to convene into executive session to discuss the executive session item as listed on the agenda, seconded by Vice-Chair Loo, and noting the excused absences of Regents Akitake, Higaki, and Wilson, and with all members present voting in the affirmative, the board approved convening in executive session 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 deliberate concerning 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 Section 92-5(a)(3), HRS.

The meeting recessed at 1:35 p.m.

Regent Faumuina left at 1:48 p.m.

Regent Wilson returned at 1:55 p.m.

Regent Faumuina returned at 2:07 p.m.

Chair Lee called the meeting back to order at 2:46 p.m. stating the board met in executive session to discuss the matters as noted on the agenda.

#### IX. ANNOUNCEMENTS

Chair Lee announced that the next board meeting and April committee meetings were scheduled for April 17, 2025, at Kapi'olani Community College.

### X. ADJOURNMENT

There being no further business, Chair Lee adjourned the meeting at 2:47 p.m.

Respectfully Submitted,

Yvonne Lau
Executive Administrator and Secretary of
the Board of Regents