

**STATE OF HAWAI'I  
OFFICE OF HAWAIIAN AFFAIRS  
560 N. Nimitz Highway, Suite 200  
Honolulu, HI 96817**

**Minutes of the Office of Hawaiian Affairs Board of Trustees  
Thursday, October 17, 2019  
10:00 am**

**ATTENDANCE:**

TRUSTEE COLETTE MACHADO  
TRUSTEE BRENDON KALEI'ĀINA LEE  
TRUSTEE DAN AHUNA  
TRUSTEE KALEI AKAKA  
TRUSTEE W. KELI'I AKINA  
TRUSTEE CARMEN HULU LINDSEY  
TRUSTEE ROBERT LINDSEY  
TRUSTEE JOHN WAIHE'E IV

ROBERT G. KLEIN, BOARD COUNSEL

**EXCUSED:**

TRUSTEE LEINA'ALA AHU ISA

**ADMINISTRATION STAFF:**

SYLVIA HUSSEY, ICEO  
RAINA GUSHIKEN, CC  
MOMILANI LAZO, ADM CEO  
JIM PATTERSON, PROG

**BOT STAFF:**

CAROL HO'OMANAWANUI  
LŌPAKA BAPTISTE  
LEHUA ITOKAZU  
LEIANN DURANT  
DAYNA PA  
MARIA CALDERON  
MELISSA WENNIHAN  
ALYSSA-MARIE KAU  
NATHAN TAKEUCHI  
KAUIKEAOLANI WAILEHUA  
CLAUDINE CALPITO  
BRANDON MITSUDA  
ANUHEA PATOC  
PAUL HARLEMAN

**GUESTS:**

MARIE KUMABE  
KIMBERLY MIYASHIRO

**I. CALL TO ORDER**

**Trustee Colette Machado** Calls the Board of Trustees meeting to order at 10:02 am. Roll call is taken; Trustees Ahuna, Akina, Lee, Carmen Hulu Lindsey, Robert Lindsey and Machado are present, constituting a quorum. Trustees Akaka and Waihee are expected to arrive shortly. An excused absence was received from Trustee Leina'ala Ahu Isa.

**II. APPROVAL OF MINUTES**

- A. August 8, 2019
- B. August 22, 2019
- C. September 5, 2019

**Chair Colette Machado** – We are on the approval of minutes. My preference would be to approve all of the minutes for August 8, 22 and September 5.

**Trustee Brendon Kalei'āina Lee** moves to approve the Board of Trustees meeting minutes of August 8, August 22 and September 5, 2019.

**Trustee Ahuna** seconds the motion.

10:02 am Trustee John Waihe'e IV arrives.

Chair Colette Machado – Is there any discussion? Hearing none, roll call vote please.

Trustee Brendon Kalei'aina Lee moves to approve the Board of Trustees meeting minutes of August 8, August 22 and September 5, 2019.						
Trustee Ahuna seconds the motion.						
TRUSTEE	1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
TRUSTEE LEINA'ALA AHU ISA						Excused
TRUSTEE DAN AHUNA		x	X			
TRUSTEE KALEI AKAKA						Excused
TRUSTEE KELI'I AKINA			X			
TRUSTEE BRENDON KALEI'AINA LEE	x		X			
TRUSTEE CARMEN HULU LINDSEY			X			
TRUSTEE ROBERT LINDSEY			X			
TRUSTEE JOHN WAIHE'E			X			
TRUSTEE COLETTE MACHADO			X			
TOTAL VOTE COUNT			7			2
MOTION: [ ] UNANIMOUS [ x ] PASSED [ ] DEFERRED [ ] FAILED						
Motion passes with seven (7) yes votes and two (2) excused.						

**III. PUBLIC TESTIMONY**

Chair Colette Machado – Do we have anyone signed up for public testimony? Hearing none, members we will not move to unfinished business.

**IV. UNFINISHED BUSINESS**

**A. CEO's 15-Minute Update on Ho'oulu Lāhui Aloha and OHA Activities**

Chair Colette Machado – I would like to call on our Interim CEO for any updates.

Sylvia Hussey – Good morning Trustees. I wanted to provide you an update on the out of pocket to support the beneficiary resolution for the various line items. First at Pu'uhonua o Pu'uhuluhulu, the beneficiary support for the restroom facilities, dumpsters rental, that amount as of October 7<sup>th</sup> is \$44,460.16. The Legal observer costs have not changed and that is \$2,246.36. The site visit beneficiary travel, that is also unchanged at \$8,033.05. So, the total amount is \$54, 739.57 as of October 7<sup>th</sup>. Administration wanted to provide you that update. That's it Chair.

10:04 am Trustee Kalei Akaka arrives.

Chair Colette Machado – Members before we proceed to new business. I'd like to acknowledge that the 72-Hour rule, pursuant to OHA BOT Operations Manual, Section 49, shall be waived for the following items:

**V. New Business**

**B. Joint Meeting of the Committee on Beneficiary Advocacy and Empowerment and the Committee on Resource Management**

**1. Action Item BAE/RM #19-08 – FB 20-21 Hawaiian-Focused Public Charter School Fund Administration Grant Recommendation**

With that said we will now go into New Business under Committee on Resource Management.

**V. NEW BUSINESS**

**A. Committee on Resource Management**

**1. Action Item RM #19-14: Action Regarding the Economic Development Policy Implementation Procedures (2<sup>nd</sup> Reading)**

**Chair Colette Machado** – I would like to call on Trustee Ahuna regarding Action Item RM 19-14.

**Trustee Dan Ahuna moves to approve Administration’s recommendation to the Board of Trustees (BOT) to approve the Economic Development Policy implementation procedures as detailed in Attachment A.**

**Trustee Robert K. Lindsey seconds the motion.**

**Chair Colette Machado** - Any discussion on the action item?

**Trustee Brendon Kalei’aina Lee** – Just to clarify this is the second and final reading?

**Chair Colette Machado** – Yes.

**Trustee Brendon Kalei’aina Lee** – Mahalo.

**Chair Colette Machado** – Roll call vote please.

Trustee Dan Ahuna moves to approve Administration’s recommendation to the Board of Trustees (BOT) to approve the Economic Development Policy implementation procedures as detailed in Attachment A.						
Trustee Robert K. Lindsey seconds the motion.						
TRUSTEE	1	2	‘AE (YES)	A’OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
TRUSTEE LEINA’ALA AHU ISA						Excused
TRUSTEE DAN AHUNA	x		X			
TRUSTEE KALEI AKAKA			X			
TRUSTEE KELI’I AKINA			X			
TRUSTEE BRENDON KALEI’AINA LEE			X			
TRUSTEE CARMEN HULU LINDSEY			X			
TRUSTEE ROBERT LINDSEY		x	X			
TRUSTEE JOHN WAIHE’E			X			
TRUSTEE COLETTE MACHADO			X			
TOTAL VOTE COUNT			8			1
MOTION: [ ] UNANIMOUS [ x ] PASSED [ ] DEFERRED [ ] FAILED						
Motion passes with eight (8) yes votes and one (1) excused.						

**2. Action Item RM #19-15: Action Regarding the Debt Management Policy Implementation Procedures (2<sup>nd</sup> Reading)**

**Chair Colette Machado** – Members, I’ll call on Trustee Ahuna the Chair of the Resource Management Committee relating to RM 19-15.

**Trustee Ahuna moves to approve Administration’s recommendation to the Board of Trustees (BOT) to approve the Debt Management Policy implementation procedures as detailed in Attachment A.**

**Trustee Robert K. Lindsey seconds the motion.**

**Chair Colette Machado** – Members just a reminder as pointed out by Trustee Lee, this is a second reading. If there is no discussion, I’d like to do a roll call vote please.

Trustee Ahuna moves to approve Administration’s recommendation to the Board of Trustees (BOT) to approve the Debt Management Policy implementation procedures as detailed in Attachment A.						
Trustee Robert K. Lindsey seconds the motion.						
TRUSTEE	1	2	‘AE (YES)	A’OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
TRUSTEE LEINA‘ALA AHU ISA						Excused
TRUSTEE DAN AHUNA	x		X			
TRUSTEE KALEI AKAKA			X			
TRUSTEE KELI‘I AKINA			X			
TRUSTEE BRENDON KALEI‘ĀINA LEE			X			
TRUSTEE CARMEN HULU LINDSEY			X			
TRUSTEE ROBERT LINDSEY		x	X			
TRUSTEE JOHN WAIHE‘E			X			
TRUSTEE COLETTE MACHADO			X			
TOTAL VOTE COUNT			8			1
MOTION: [ ] UNANIMOUS [ x ] PASSED [ ] DEFERRED [ ] FAILED						
Motion passes with eight (8) yes votes and one (1) excused.						

**B. Joint Meeting of the Committee on Beneficiary Advocacy and Empowerment and the Committee on Resource Management**

**1. Action Item BAE/RM #19-08 – FB 20-21 Hawaiian-Focused Public Charter School Fund Administration Grant Recommendation.**

**Chair Colette Machado** – Members we are now on item V.B. I’d like to call on Trustee Waihee who chaired the Joint Committee on the BAE and the RM Committee relating to BAE/RM 19-08 FB 20-21 Hawaiian-Focused Public Charter School Fund Administration Grant Recommendation.

**Trustee John Waihe‘e IV moves to approve and authorize the disbursement of \$1,500,000 from the Fiscal Year 2020 Core Operating Budget (Object Code 56530) and \$1,500,000 from the Fiscal Year 2021 Core Operating Budget (Object Code 56530) to fund the FB 20-21 Hawaiian-Focused Public Charter School (HPCS) grant to: 1) Kanu o ka ‘Āina Learning ‘‘Ohana (\$2,750,589) for distribution to 16 Hawaiian-Focused Public Charter Schools, excluding, Kanu o ka ‘Āina New Century Public Charter School; and 2) Kanu o ka ‘Āina New Century Public Charter School (\$249,411).**

**Trustee Kalei Akaka seconds the motion.**

**Chair Colette Machado** – Is there any discussion on this action item? Hearing none, roll call vote.

Trustee John Waihe‘e IV moves to approve and authorize the disbursement of \$1,500,000 from the Fiscal Year 2020 Core Operating Budget (Object Code 56530) and \$1,500,000 from the Fiscal Year 2021 Core Operating Budget (Object Code 56530) to fund the FB 20-21 Hawaiian-Focused Public Charter School (HPCS) grant to: 1) Kanu o ka ‘Āina Learning ‘‘Ohana (\$2,750,589) for distribution to 16 Hawaiian-Focused Public Charter Schools, excluding, Kanu o ka ‘Āina New Century Public Charter School; and 2) Kanu o ka ‘Āina New Century Public Charter School (\$249,411). Trustee Kalei Akaka seconds the motion.						
TRUSTEE	1	2	‘AE (YES)	A‘OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
TRUSTEE LEINA‘ALA AHU ISA						Excused
TRUSTEE DAN AHUNA					X- 1 <sup>st</sup> . Kanalua X- 2 <sup>nd</sup> Kanalua	
TRUSTEE KALEI AKAKA		x	X			
TRUSTEE KELI‘I AKINA			X			
TRUSTEE BRENDON KALEI‘ĀINA LEE			X			
TRUSTEE CARMEN HULU LINDSEY			X			
TRUSTEE ROBERT LINDSEY			X			
TRUSTEE JOHN WAIHE‘E	x		X			
TRUSTEE COLETTE MACHADO			X			
TOTAL VOTE COUNT			7		1- Abstention	1
MOTION: [ ] UNANIMOUS [ x ] PASSED [ ] DEFERRED [ ] FAILED Motion passes with seven (7) yes votes, one (1) abstention and one (1) excused.						

**C. Deliberation and decision making on the Report by the Permitted Interaction Group re: the investigation of the alignment and update of the existing Board of Trustees By-Laws for OHA’s Board Governance Framework. Pursuant to HRS §92-2.5(b)(1)(C)**

**Chair Colette Machado** – Members we are now on V.C. I will call on Trustee Lee who is the Chair of the PIG relating to our By-Laws and OHA’s Board Governance Framework.

**Trustee Brendon Kalei‘āina Lee** – Aloha Madame Chair, the Board has had the permitted interaction group’s report for three weeks now. I will remind the Board that any action that we take today will be considered the first reading as we know it takes two readings to amend our By Laws. You should all be in possession of Board Counsel’s comments. It should be noted that other than stylistic, all of the substantive comments that Judge Klein gave were not edits that were taken on by this Permitted Interaction Group. So, there will be no action on those. There was a section on discipline in the By Laws that the Permitted Interaction Group did not take up. So, the edits that Judge Klein provided, whomever that Permitted Interaction Group is that takes on that section of the By Laws can take that up as well. What is being passed out to you now is Chair Machado’s comments, all of Chair Machado’s comments are all stylistic, none of them are substantive. We were just handed from Trustee Carmen Hulu Lindsey; I have not seen these so I don’t know what is in it. I am happy to yield to Trustee Carmen Hulu Lindsey if she wants to go over it. Is there any substantive in here or are they all stylistic?

**Trustee Carmen Hulu Lindsey** – They are substantive.

**Trustee Brendon Kalei‘āina Lee** – Can I ask the Trustee why there weren’t brought to the attention to the PIG. As a member of the Permitted Interaction Group you can interact.

**Trustee Carmen Hulu Lindsey** – Actually, this is the work of my staff and not me. Because we have depended on Alyssa so much, we found so many discrepancies between Judge’s comments, Chair’s comments, yours and she found so much inconsistencies. I am thinking that it would probably be better for us to review this as individuals and compile it into one. And then bring it back to the Board. I was amazed at the mess that it was in when she showed this to me this morning and yesterday. This is confusing for those that weren’t on the PIG. I would recommend that we defer this and have each one of us go over all four or five if you want. That’s how many sets we have on this By Laws. I think what is critical is we ask Judge Klein to draft the Code of Ethics section of our By Laws. Because he knows best the authorities that we have and what authorities we have to even sanction. Whatever might have been lacking in the exiting By Law on that article he can correct. That would be my recommendation is that Judge draft that for the Board.

**Trustee Brendon Kalei‘āina Lee** – For which section?

**Trustee Carmen Hulu Lindsey** – For the Code of Ethics Section, the violations section, which we didn’t touch on. It’s so legal that I think he should be the one to draft it for our review.

**Trustee Brendon Kalei‘āina Lee** – That would be for a later time, that would not be taken up by this body at this time.

**Trustee Carmen Hulu Lindsey** – Well it’s also his recommendation that, that be included in to the By Laws that were approved, one time not by sections.

**Trustee Brendon Kalei‘āina Lee** – Unfortunately because of sunshine law, the Permitted Interaction Group that was approved by this body specifically said that we cannot touch that section. If that’s the will of this body, the only way to do that is for this body to vote down the recommendation of this Permitted Interaction Group and then form and new Permitted Interaction Group with that, including the By Laws as a whole. Which we can do.

**Robert Klein, Board Counsel** – You should just recommit it.

**Chair Colette Machado** – That is an option.

**Robert Klein, Board Counsel** – The PIG has not concluded its work.

**Trustee Brendon Kalei‘āina Lee** – But we would have to reapprove that, which in essence is creating a new PIG. Because the PIG that was approved specifically said that we were not to touch that section.

**Trustee Carmen Hulu Lindsey** – Lets vote that out and not touch the PIG.

**Trustee Brendon Kalei‘āina Lee** – I don’t know if we can do that, I think we have to create a new Permitted Interaction Group. I don’t believe there is a way in order to do that. We don’t have to take that up now. There is a recommendation that we, we can continue with discussion but there is a recommendation that the Chair if inclined to agree with, that because these edits were just provided to everyone now that we defer this matter so that everyone has the time to go over those edits.

**Robert Klein, Board Counsel** – When the time comes to create a final By Laws how are you going to reconcile all the different edits, if you don’t recommit it to the PIG. What you have is the full Board looking over multiple copies of By Laws changes you are going to be right back in the same place as you are today. But they will know what they all are but there won’t be able to reconcile them. There needs to be a reconciliation of all of these.

**Trustee Brendon Kalei‘āina Lee** – That is correct they can recommit all of that to the PIG. What I was thinking earlier is what cannot be recommitted to the PIG is that code of conduct section.

**Robert Klein, Board Counsel** – Because that wasn’t given to you in the first place.

**Trustee Brendon Kalei‘āina Lee** – Correct.

**Robert Klein, Board Counsel** – Carol is pulling up that action item.

**Sylvia Hussey** – It is Action Item 19-12, also extended the time of performance for the PIG and that was September 30<sup>th</sup>. So, if the PIG’s work will be extended then the date also needs to be extended as well. And the purview of the PIG was to investigate the alignment and update of existing By Laws and related documents to establish consistent format review, update parameters and in three integrate the developed By Laws into the Board Governance Framework. The exclusion of the Code of Conduct section was a PIG decision to make regarding holding that out until other matters.

**Trustee Brendon Kalei‘āina Lee** – So it wasn’t part of the scope.

**Sylvia Hussey** – Yes it wasn’t part of the overall scope so the Board can just extend the time of the PIG’s work to December 31<sup>st</sup> for example to give more time.

**Trustee Carmen Hulu Lindsey** – I move that we extend the PIG and refer this back to our PIG Chair so that we can compile the different amendments and then we will wait for Judge Klein's draft of that Code of Ethics for Violation section for the Trustees and take it up all together. Then submit to the Board when ready one By Law document.

**Trustee Brendon Kalei‘āina Lee** – We need a time.

**Trustee Carmen Hulu Lindsey** – How much time do we need?

**Trustee Brendon Kalei‘āina Lee** – I would say make is sometime in January, because November is a busy month and a lot of us are traveling in November. December, we have no meetings. So, if the PIG meets in December there is no way for us to bring it back to the Board.

**Trustee Carmen Hulu Lindsey** – That is fine.

**Chair Colette Machado** – We can work out the schedule.

**Robert Klein, Board Counsel** – So you have to extend the life of the PIG.

**Chair Colette Machado** – What we are going to do is take a quick recess and get that motion crafted and we will look at it on the Board.

*10:20 am Chair Colette Machado calls recess.*

*10:31 am Chair Colette Machado reconvenes the meeting.*

**Chair Colette Machado** – I’d like to reconvene the meeting of the Board of Trustees. We took a short recess; we were reviewing the recommendations from the PIG report relating to our By Laws on Board Governance and Framework. We are now in a discussion for a motion to extend the life of the Governance Framework PIG

**Trustee Carmen Hulu Lindsey moves to extend the deadline for the Permitted Interaction Group re: Investigation of the alignment and update of the existing BOT By-Laws for OHA’s Board Governance**

**Framework to not later than January 31, 2020; to refer the draft edits and changes to the PIG – Bylaws for further consideration, and to allow time for the drafting and presentation of a revised Governance By-Law to be considered by the PIG-By Laws.**

**Trustee Kalei Akaka seconds the motion.**

**Chair Colette Machado** – Any discussion? Trustee Lee.

**Trustee Brendon Kalei‘āina Lee** – Point of inquiry Judge, so by extending the life of the Permitted Interaction Group, are we then not allowed to have any discussion today.

**Robert Klein, Board Counsel** – I don’t think so, I think you can discuss this many times, today being one time and a not a final discussion because you don’t have a final copy.

**Trustee Brendon Kalei‘āina Lee** – So its ok for us to still.

**Robert Klein, Board Counsel** – I believe so.

**Trustee Keli‘i Akina** – Just a question, follow up on what was asked before our break. Are Trustees being requested to provide input to various edits as well as Trustee Lindsey’s letter or wait until the PIG comes back to us with a consolidated edit?

**Trustee Carmen Hulu Lindsey** – Yes.

**Trustee Brendon Kalei‘āina Lee** – With regards to the inquiry that was made by Trustee Akina. We are still in discussion of the work of the permitted interaction group. So, if Trustee Akina or any other Trustee has information or comments that they would like to bring forward at this time, they are free to do that once we continue the discussion. But once we adjourn this part of the meeting today, they are not permitted to give anything to the permitted interaction group that would be a violation of sunshine law. It would have to be done right now during our discussions. The Trustees have had two weeks, so if they had any comments with what they had so far, the Permitted interaction Group is happy to take that.

**Chair Colette Machado** – I think it’s kind of inconvenient for those that did not prepare comments that were not part to of the PIG to rely on this particular meeting to be the final meeting on their part.

**Trustee Brendon Kalei‘āina Lee** – This wouldn’t be the final, but after today, they would not be able to give any comments to the Permitted Interaction Group until the Permitted Interaction Group brings its next report back to the agendized table.

**Chair Colette Machado** – And in what form would they be able to make those comments?

**Trustee Brendon Kalei‘āina Lee** - Verbal, written, however they want. They just can’t provide it to the Permitted Interaction Group outside of this meeting.

**Chair Colette Machado** – Only at the Board meeting.

**Trustee Brendon Kalei‘āina Lee** – Yes, at the next scheduled Board meeting.

**Chair Colette Machado** – Does that clarify the input process Trustee Akina?

**Trustee Keli‘i Akina** – What in understand is the PIG will present to us another draft after which we will have the opportunity to review it and then make comments.

**Trustee Carmen Hulu Lindsey** – Yes.

**Trustee Keli'i Akina** – I will wait until then.

**Chair Colette Machado** – If there is no further discussion on the clarification on how we proceed I'd like to do a roll call vote.

Trustee Carmen Hulu Lindsey moves to extend the deadline for the Permitted Interaction Group re: Investigation of the alignment and update of the existing BOT By-Laws for OHA's Board Governance Framework to not later than January 31, 2020; to refer the draft edits and changes to the PIG – Bylaws for further consideration, and to allow time for the drafting and presentation of a revised Governance By-Law to be considered by the PIG-By Laws. Trustee Kalei Akaka seconds the motion.						
TRUSTEE	1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
TRUSTEE LEINA'ALA AHU ISA						Excused
TRUSTEE DAN AHUNA			X			
TRUSTEE KALEI AKAKA		x	X			
TRUSTEE KELI'I AKINA			X			
TRUSTEE BRENDON KALEI'ĀINA LEE			X			
TRUSTEE CARMEN HULU LINDSEY	x		X			
TRUSTEE ROBERT LINDSEY			X			
TRUSTEE JOHN WAIHE'E			X			
TRUSTEE COLETTE MACHADO			X			
TOTAL VOTE COUNT			8			1
MOTION: [ ] UNANIMOUS [ x ] PASSED [ ] DEFERRED [ ] FAILED Motion passes with eight (8) yes votes and one (1) excused.						

**Trustee Brendon Kalei'āina Lee** – It's been pointed out to the Chair of the Permitted Interaction Group to share with the rest of the Board the process in which the Permitted Interaction Group did its work. So, at every meeting of the Permitted Interaction Group we sat down with the research team and we reviewed the By Laws line by line. So, we didn't break it up into sections and assigned different people. The entire Permitted Interaction Group sat down together and went through the By Laws line by line and that's how the edits were done. That being said are there any comments or proposed edits that any other Board member would like to bring forward to the Permitted Interaction Group at this time so we can take that into consideration. Seeing none I relinquish the Chair back to you.

**VI. EXECUTIVE SESSION**

**Chair Colette Machado** – With that said I'd to move on to Executive Session. Members the Chair would like to entertain a motion for recuse ourselves into Executive Session pursuant to HRS 92-5 (a)(4).

**Trustee Brendon Kalei'āina Lee moves to recuse into executive session pursuant to HRS §92-5(a)(2) and (4).**

**Trustee Carmen Hulu Lindsey seconds the motion.**

**Chair Colette Machado** – It has been moved and seconded. Roll call vote please.

Trustee Brendon Kalei‘āina Lee moves to recuse into executive session pursuant to HRS §92-5(a)(2) and (4). Trustee Carmen Hulu Lindsey seconds the motion.						
TRUSTEE	1	2	‘AE (YES)	A‘OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
TRUSTEE LEINA‘ALA AHU ISA						Excused
TRUSTEE DAN AHUNA			X			
TRUSTEE KALEI AKAKA			X			
TRUSTEE KELI‘I AKINA			X			
TRUSTEE BRENDON KALEI‘ĀINA LEE	x		X			
TRUSTEE CARMEN HULU LINDSEY		x	X			
TRUSTEE ROBERT LINDSEY			X			
TRUSTEE JOHN WAIHE‘E			X			
TRUSTEE COLETTE MACHADO			X			
TOTAL VOTE COUNT			8			1
MOTION: [ ] UNANIMOUS [ x ] PASSED [ ] DEFERRED [ ] FAILED						
Motion passes with eight (8) yes votes and one (1) excused.						

**Chair Colette Machado** – Just for the record I will take out of order the item VI. B. and then after that we can dismiss Sylvia. Let’s take care of item B. first.

**The Board resolved into Executive Session at 10:38 am**

- A. Consultation with Kumabe HR LLC regarding the recruitment of candidates and hiring of the position of OHA Chief Executive Officer (CEO). Pursuant to HRS §92-5(a)(2).**
- B. Consultation with Board Counsel Robert G. Klein, Esq. re: questions and issues pertaining to the Board’s powers, duties, privileges, immunities, and liabilities regarding Civil No. 17-1-1823-11 JPC, OHA v. State, et. al. Pursuant to HRS §92-5(a)(4).**
- C. Approval of Minutes**
  - 1. July 25, 2019**
  - 2. August 22, 2019**
  - 3. September 5, 2019**

**The Board reconvenes in open session at 11:38 am.**

**VII. COMMUNITY CONCERNS**

None

**VIII. ANNOUNCEMENTS**

**Chair Colette Machado** – I’d like to call on Robert Klein, Board Counsel he has an announcement. There is no one signed up for community concerns.

**Robert Klein, Board Counsel** – Thank you Chair. Just one announcement. In the Federal Case Makekau v. OHA, Nai Aupuni, State the oral argument on the issue of whether they are entitled to Attorney’s fees are going to be heard by a panel of the 9<sup>th</sup> Circuit Court of Appeals on Monday starting at 9 o’clock in the Federal Bankruptcy Court, which is the old First Hawaiian Bank Building, if you want to attend. You are more than welcome to come and sit.

**Trustee Dan Ahuna** – What is the date?

**Robert Klein, Board Counsel** – Monday, October 21 at 9 o'clock.  
**Trustee Carmen Hulu Lindsey** – Who is asking for what?

**Robert Klein, Board Counsel** – The Makekau etc. people's Attorneys they hired what to get paid \$300,000 to \$400,000 in attorney's fees so the 9<sup>th</sup> Circuit is considering whether they are entitled to collect that kind of attorney's fees from the State, OHA and Nai Aupuni. Nai Aupuni is bankrupt it does not exist. So, they are looking for deeper pockets.

**Trustee Carmen Hulu Lindsey** – Didn't they lose their suit?

**Robert Klein, Board Counsel** – That is the key issue.

**Trustee Carmen Hulu Lindsey** – Is that over with?

**Robert Klein, Board Counsel** - Yes, the underlying lawsuit is finished but the request for Attorney's fees is still on.

**Trustee Keli'i Akina** – Judge this is on Monday?

**Robert Klein, Board Counsel** – Monday, October 21<sup>st</sup> at 9 o'clock.

**IX. ADJOURNMENT**

**Chair Colette Machado** – I would like to adjourn the meeting.

**Trustee Carmen Hulu Lindsey** moves to adjourn the meeting.

**Trustee John Waihe'e IV** seconds the motion.

**Chair Colette Machado** – It has been moved and seconded. Roll call vote please.

Trustee Carmen Hulu Lindsey moves to adjourn the meeting. Trustee John Waihe'e IV seconds the motion.						
TRUSTEE	1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
TRUSTEE LEINA'ALA AHU ISA						Excused
TRUSTEE DAN AHUNA			X			
TRUSTEE KALEI AKAKA			X			
TRUSTEE KELI'I AKINA			X			
TRUSTEE BRENDON KALEI'AINA LEE			X			
TRUSTEE CARMEN HULU LINDSEY	x		X			
TRUSTEE ROBERT LINDSEY			X			
TRUSTEE JOHN WAIHE'E		x	X			
TRUSTEE COLETTE MACHADO			X			
TOTAL VOTE COUNT			8			1
MOTION: [ ] UNANIMOUS [ x ] PASSED [ ] DEFERRED [ ] FAILED Motion passed with eight (8) yes votes and one (1) excused.						

The meeting was adjourned at 11:42pm.

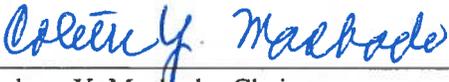
Respectfully submitted,



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Dayna Pa, Board Secretary

As approved by the Board of Trustees on December 19, 2019.



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Colette Y. Machado, Chairperson  
Board of Trustees

Attachments:

1. Excuse memo from Trustee Leina'ala Ahu Isa



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**OFFICE OF HAWAIIAN AFFAIRS MEMORANDUM**

*Mea ho'omana'o a ke Ke'ena Kuleana Hawai'i*

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To: Chairperson Colette Y. Machado  
From: Trustee Leina'ala Ahu Isa, Ph.D.  
Date: October 17, 2019  
Re: Excused Absence

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Please be advised that I am unable to attend the Board of Trustees meeting on Thursday, October 17, 2019, at 10:00 A.M. due to a doctor's appointment.

If you have any questions, please contact my staff.

Mahalo!