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ADMINISTRATIVE STANDING COMMITTEE MEETING
HAWAI'I TOURISM AUTHORITY
Friday, November 7, 2025, at 2:00 p.m.

Virtual Meeting

MINUTES OF THE ADMINISTRATIVE STANDING COMMITTEE MEETING

MEMBERS PRESENT: James McCully (Chair), Joel Guy (Vice Chair), Leah Belmonte, Mericia Palma Elmore

HTA STAFF PRESENT: Caroline Anderson, David Uchiyama, Talon Kishi, Amalia Kartika

LEGAL COUNSEL: John Cole

1. **Call to Order**

   Chair McCully called the meeting to order at 2:02 p.m.

2. **Roll Call to Announce Name of Participating Board Members and to Identify Who Else is Present with Board Member if Location is Nonpublic**

   Mr. Uchiyama conducted the roll call, and members were confirmed in attendance by themselves.

3. **Approval of Minutes of the October 20, 2025, Administrative Standing Committee Meeting**

   Member Belmonte proposed a motion to approve the minutes, and Vice Chair Guy seconded it. The motion passed unanimously.

4. Discussion and Action Regarding the Advisory Board's Roles & Responsibilities

Chair McCully reminded committee members that they had previously received the staff report.

Ms. Anderson referred to Attachment No. 4 in the meeting packet, noting that its purpose was to inform members of the implications of Senate Bill 1571 (SB1571) for the Advisory Board's roles and responsibilities.

Ms. Anderson outlined the primary functions of the Advisory Board, which included:

- Hiring the President/Chief Executive Officer;
- Conducting performance evaluations of the President/CEO based on established metrics, key performance indicators (KPIs), and alignment with State tourism goals;
- Reviewing and approving HTA plans, including the strategic plan and destination management action plans;
- Reviewing marketing initiatives and tourism product development projects under the purview of the HTA;
- Interfacing with government, community, and industry stakeholders to gather insights for staff consideration;
- Ensuring that the HTA operated with transparency, including adherence to reporting requirements and the execution of performance audits;
- Serving in an oversight and advisory capacity to the HTA staff.

Dir. Tokioka of the Department of Business, Economic Development, and Tourism (DBEDT) had previously asked staff to consider how the Advisory Board could better identify and guide tourism promotion and marketing projects. In response, they had proposed a process modeled after the method used by the Film Production Standing Committee (FPSC). Under the proposed process:

- Board members would be invited to propose or suggest ideas for promotional or marketing projects;
- These ideas would be presented to the relevant standing committee of the Advisory Board for discussion, critique, and prioritization;
- If the standing committee endorsed the project, it would be forwarded to the full Advisory Board for further discussion and approval;

- Upon approval by the Advisory Board, the project would be submitted to HTA staff and DBEDT leadership for review, budgetary consideration, and potential implementation.

Ms. Anderson explained that the HTA staff had been particularly concerned with establishing a clear process for Board members to formally propose ideas to staff.

Acknowledging that the Board did not possess enforcement authority, Chair McCully remarked that this proposal pertained to the nature of interaction between the Board and staff regarding recommendations, oversight, and compliance, and Ms. Anderson concurred with this assessment.

Chair McCully further noted that the Board's interaction with the HTA staff reflected its oversight responsibilities, particularly in ensuring the integrity of financial reporting and the appropriate use of public funds. Ms. Anderson concurred again.

Chair McCully concluded that such oversight was likely to remain under the purview of the Administrative Standing Committee (ASC), given that under the former bylaws the committee had previously held audit responsibilities. AG Cole confirmed this assessment.

Chair McCully recalled that, under the powers granted by Statute 201(b), the ASC had previously been authorized to initiate both internal and external audits and to interact directly with auditors. He inquired whether other state advisory boards exercised oversight of compliance with procurement and financial reporting.

Ms. Anderson responded that Mr. Kishi would be better positioned to address this matter, noting that the HTA was subject to the State audit process and participated in the production of a financial statement in accordance with State procedures.

Mr. Kishi explained that the HTA was currently classified as part of a State agency and was included in the annual Comprehensive Financial Report, which encompassed all State agencies. Although the HTA had conducted its own stand-alone financial audit under its previous status, it was now integrated into the broader State audit as a blended component unit.

Ms. Anderson reiterated that the HTA was now part of the State audit system and underwent regular review through that process.

Chair McCully added, and Mr. Kishi confirmed, that, in the past, a budget and finance committee had been directly involved in budget development and oversight of financial reports. Chair McCully noted that the former Administrative and Audit Standing

Committee (AASC) had maintained an arm's-length relationship with the Budget and Finance Standing Committee (BFSC) and had been able to recommend or initiate additional internal audits.

AG Cole confirmed that this was the case. He added that the current Administrative Standing Committee (ASC) could serve as a secondary review body, capable of recommending measures, although not authorized to initiate audits, but able to raise its concerns with the President/CEO, HTA staff, or, if necessary, the Director of DBEDT.

Chair McCully asked committee members to consider whether such oversight should be considered a function of the ASC or treated as a stand-alone, annual event, and whether such a review should precede or follow the State audit to allow staff time to update procedures, particularly in cases where significant issues had been identified. He referred to instances of delayed payments during the previous two years.

Mr. Kishi responded that any initiative by the ASC would be entirely independent of the annual financial audit, which was conducted by a third-party auditor as part of standard procedure. He emphasized that if a specific issue were raised for investigation, it would be addressed separately and would not fall under the scope of the regular financial statements.

Ms. Anderson commented that the HTA staff had taken the issue of overdue payments seriously and had implemented procedures to prevent its recurrence. She affirmed that staff could report on the status of payments and invoices and expressed her intention of maintaining open communication with the ASC. However, she cautioned that conducting an additional audit would require diverting resources, as the HTA was already subject to the regular State audit in alignment with State financial procedures.

Chair McCully clarified that he was not referring to an audit focused on compliance with accounting standards, but rather envisaged a scenario in which the committee might periodically conduct interviews with contractors or community groups to assess payment status and staff responsiveness. He acknowledged that such inquiries might extend beyond contractual obligations but asserted that, despite the absence of statutory authority for such actions, the Advisory Board had a duty to offer constructive recommendations for improvement rather than merely identify errors.

AG Cole agreed, stating that the Board's role was primarily to gather and examine information, raise concerns, and offer suggestions for improvement.

Chair McCully asked Ms. Anderson to confirm that it was accurate to summarize the Board's responsibilities as remaining "hands-off" in general, but with the ability, from time to time, to assess progress on HTA contracts and compliance.

Mr. Kishi interpreted Ms. Anderson's remarks as a question regarding whether financial transactions were being reported in accordance with Generally Accepted Accounting Principles (GAAP), noting that Chair McCully's inquiry pertained to the ASC's oversight role and, specifically, whether the committee had the authority to evaluate HTA's performance, contractual compliance, and timeliness of payments. Mr. Kishi added that such measures were not necessarily addressed in the regular State audit.

In reply to an inquiry from Chair McCully, Mr. Uchiyama stated that he had understood that Mr. Kishi would be conducting a quarterly review of financial matters, and Mr. Kishi confirmed that he reconciled financial statements on a quarterly basis.

In response to a question from Mr. Uchiyama about whether Board members would be permitted to examine and comment on the quarterly financial reports, Mr. Kishi stated that such an exercise would not be in line with Chair McCully's suggestions, in that the Chair's concerns appeared to relate to performance and compliance, in terms of whether the HTA was meeting their contractual obligations with their vendors. Mr. Kishi pointed out that financial statements focused on the accurate reporting of financial information at a given time, whereas the Chair was concerned about the timely payment of bills, which was a separate issue.

Mr. Uchiyama commented that if vendors reported that they were not receiving payments, the Board should have the right to question staff about the issue. Mr. Kishi agreed with this statement but pointed out that the quarterly financial statements would not reveal this issue.

Clarifying Mr. Kishi's comment, Chair McCully explained that his interest lay in cultivating the spirit rather than the strict letter of the Advisory Board's mandate. Referring to both contractual obligations and State compliance requirements, the Chair commented that expectations of community groups were indirectly affected by HTA contractors and added that he had received feedback from such groups within his community, many of whom had sought clarity regarding the operations of the island chapters of the Council for Native Hawaiian Advancement (CNHA) and the Hawaiʻi Visitor and Convention Bureau (HVCB). Chair McCully summarized his concern as a desire to determine whether the Advisory Board still possessed a mechanism for verifying compliance such as that formerly referred to as the "code of conduct" in the HTA bylaws.

Mr. Uchiyama applauded this perspective and encouraged Board members to inform the HTA staff if they became aware of community groups experiencing payment delays. Staff would make it a priority to investigate such issues and streamline payments by identifying and resolving any procedural blocks.

Chair McCully recalled that the previous bylaws had assigned the former Administrative and Audit Standing Committee (AASC) with the task of establishing and enforcing a code of conduct to safeguard the financial integrity of the HTA's management of public funds. Proposing that this responsibility be extended to encompass oversight of financial statements and general contract management, the Chair asked AG Cole to suggest appropriate language that would empower the ASC to establish such an oversight mechanism.

AG Cole asked whether this responsibility had been documented in writing by the previous AASC, or whether it had merely been cited as a general phrase requiring enforcement.

Chair McCully asked Ms. Anderson whether a written code of conduct existed within the HTA's recorded policies, and Ms. Anderson responded that she could not immediately recall any such document. Noting that the fiduciary responsibilities previously held by the Board had justified the inclusion of such provisions, she observed that HTA's integration into the State system, particularly in relation to procurement, might have altered the relevance or applicability of a code of conduct.

Chair McCully agreed that this was a significant distinction, and Ms. Anderson undertook to search for a written code of conduct.

Chair McCully admitted that although he had the full collection of HTA policies, he had not yet reviewed them for a code of conduct, but promised to do so after the present meeting. The Chair invited other committee members to comment on the staff report.

Vice Chair Guy stated that he had no comments directly related to Chair McCully's remarks but wished to raise a separate point pertaining to the suggested process for proposing ideas. He understood that proposals would first be submitted to the Board, then referred to standing committees, and subsequently returned to the Board for further consideration. Quoting the phrase "*tourism promotion or marketing projects*," Vice Chair Guy asked whether the submission process would also apply to ideas focused on community engagement or other initiatives aligned with the broader role of the HTA, noting that the projects he envisaged were not strictly related to tourism promotion or marketing but were consistent with the mission of the HTA.

Ms. Anderson responded that ideas could be introduced as long as they fell within the roles defined by Hawaiʻi Revised Statutes (HRS), adding that the language of the staff report could be revised to reflect Vice Chair Guy's suggestion more closely.

Having been invited by Chair McCully to provide further details, Vice Chair Guy proposed expanding the phrase "tourism promotion and marketing" to encompass broader community benefits.

Ms. Anderson asked whether the term "*tourism product development projects*," as mentioned in item #4 on the first page of the staff report under the heading "Facts," would serve as a suitable substitute. She went on to quote in full:

> "*The Board may review marketing or tourism product development projects under HTA's domain*."

and proposed revising the language on the following page to read:

> *"The Advisory Board may identify, vet, and guide tourism promotion, marketing, and tourism product development projects."*

Vice Chair Guy reiterated that his intention had been to broaden the definition so it would not be limited to marketing.

Noting that this agenda item was listed for "discussion and action," Chair McCully clarified that a formal motion was not required at this time; instead, committee members could engage in discussion and request that staff provide clarification or prepare a draft.

Vice Chair Guy observed that clarifying the process would benefit Advisory Board members by giving them the opportunity to propose ideas to the HTA.

Chair McCully asked AG Cole to elucidate the application of the Sunshine Laws to advisory boards, particularly in the context of financial and legal matters, now that the Board no longer holds fiduciary responsibility, and other issues not explicitly defined by statute. The Chair specifically asked whether informal interactions with tourism stakeholders outside official meetings were limited to two or fewer members, explaining that this inquiry pertained to a committee of the Board, not the full Board.

AG Cole explained that the HTA Advisory Board was somewhat unique in that it possessed decision-making authority in certain areas, and, as such, the Sunshine Law would apply. He added that, even in the case of fully advisory boards, the Sunshine Law often applied, depending on whether the Board had been established by statute or by executive order. Given that the full HTA Advisory Board was subject to Sunshine Law provisions, AG Cole recommended that its committees also adhere to those requirements, even if their outputs were purely advisory and not binding on the HTA.

Chair McCully asked Ms. Anderson to provide more specific information about Board functions that should be overseen by the full Board rather than delegated to standing committees, citing, for example, the review of marketing projects and initiatives.

Ms. Anderson responded that, in her view, such responsibilities would be assigned to the appropriate standing committees. For example, marketing-related matters would be directed to the Branding Standing Committee (BSC); tourism product development would fall under the purview of the Hoʻokahua Hawaiʻi Standing Committee (HHSC); and film-related initiatives would be referred to the Film Production Standing Committee (FPSC).

Mr. Uchiyama quoted item #5 under the "FACTS" section, entitled "Stakeholder Engagement," which stated:

> *"The Board may interface with government, community, and industry stakeholders to gain insights to be shared with HTA."*

He interpreted this to mean that any concerns brought to the attention of Board members could be referred to HTA staff for follow-up.

Chair McCully reminded members that the overarching goal of the discussion was to further develop and clarify the bylaws, which are recognized as policy documents, to provide future Board members with unambiguous guidance on their responsibilities and interactions with staff.

He thanked committee members for their insights and invited additional input from other participants. There was no such input, and Ms. Anderson confirmed that no questions had been submitted via the "chat" function.

5. Discussion and Action Regarding the Charter of the Administrative Standing Committee

Chair McCully informed members that no motion had been proposed and no handout had been distributed regarding this agenda item. However, he expressed his intention to prepare a summary for the upcoming meeting, which would precede the full Board meeting scheduled for December 18, 2025, and referred to the draft bylaws previously circulated by staff, noting that they had been discussed in earlier meetings and reflected in the official minutes.

Chair McCully recalled that the committee had agreed not to assume a specific auditing role, a recommendation originally made by Member Paulson. He reiterated that the sole initial authority of the ASC had been identified by staff as responsibility for matters related to the President/CEO. However, the Chair proposed that the ASC was the appropriate body to oversee and develop the bylaws and requested that AG Cole draft a sentence to formally express this role.

Chair McCully noted that extensive discussion had taken place at the previous ASC meeting regarding its legislative function, which was directly related to this committee's interest in the CEO search process. Hence, by implication, the ASC would be closely aligned with the CEO Search Permitted Interaction Group (PIG).

The Chair reminded committee members that, in prior years, the Board had consistently drafted and submitted a resolution identifying the HTA’s representatives for the legislative session, typically naming the President/CEO, the Board Chair, and often the Chair of the legislative PIG or other designated members.

Chair McCully proposed that the ASC assume responsibility for legislative interaction on behalf of the Board whereby staff would refer legislative proposals to the ASC for preliminary oversight or advisory input before full Board discussion. He emphasized that smaller groups facilitated more efficient deliberation and recommended that oversight of legislative and government affairs be formally recognized as ASC’s third core function.

Although Chair McCully invited comments from committee members, none were forthcoming.

Referring to the staff report presented under agenda item 4, Chair McCully cited item 1, identifying the Board’s primary duty as recruiting, selecting, and appointing the President/CEO, with a second element outlining the Board’s responsibility to define the President/CEO’s duties, responsibilities, remuneration, paid holidays, leave entitlements, and other benefits as deemed necessary. Chair McCully commented that additional detail was needed in this section of Senate Bill 1571 (SB1571), assigning the Advisory Board to determine the President/CEO’s term of service pursuant to a written contract.

Chair McCully noted that existing policy constrained the Board’s ability to fully execute the responsibilities outlined in the bill, and asked Ms. Anderson for clarification and requested that staff begin preparing a detailed report outlining the Board’s responsibilities in defining the President/CEO’s role and benefits. The Chair suggested that the previous President/CEO contract could serve as a template. Based on previous discussions, Chair McCully had understood that State administrative policy prohibited the HTA President/CEO’s compensation package from exceeding that of the Lieutenant Governor. He asked Ms. Anderson whether this limitation was documented.

Ms. Anderson responded that the Director of DBEDT had provided this guideline.

Chair McCully acknowledged that there were issues of confidentiality regarding the President/CEO’s compensation and stated that, if necessary, the CEO Search PIG should be authorized to review the issue for clarity.

Regarding the President/CEO's performance evaluation, the Chair asked committee members to consider whether this should be the direct responsibility of the ASC or whether a separate committee should be created to supervise the President/CEO. Committee members offered no immediate response.

Vice Chair Guy stated that, as a new member, he was unfamiliar with previous practices but suggested that any prior method that had proven effective should be reinstated.

AG Cole noted that he had not participated in an evaluation process for the HTA President/CEO, but he explained to committee members that many of his other clients, such as State agencies and attached authorities, conducted annual evaluations using a PIG. This approach allowed for flexible scheduling, maintained confidentiality, and enabled the PIG to present recommendations to the full Board. AG Cole added that although salary increases had been proposed by some clients, such decisions were subject to the statutory limitation tied to the Lieutenant Governor’s compensation and would ultimately be determined by the full Board. AG Cole affirmed that evaluations were more manageable when conducted by a PIG, with the administrative committee responsible for recommending evaluation criteria and scope.

In response to a question from Member Elmore about whether the body responsible for hiring the CEO should also conduct their evaluation, Chair McCully clarified that the CEO Search PIG would be dissolved upon submitting its report to the Board and would not continue to exist beyond the recruitment process. Hence, a new PIG must be established for evaluation purposes.

Member Elmore asked whether the evaluation should be assigned to the ASC or delegated to a newly created committee, and Chair McCully confirmed that this was the central question. Member Elmore stated that, given the creation of a separate hiring committee, it would be logical to establish a distinct evaluation committee. She admitted that, like Vice Chair Guy, she was new to the Board and unfamiliar with the

ASC's previous practices, but believed that it would be reasonable for the evaluation process to follow a similar mechanism to the hiring process.

Chair McCully explained that, based on prior experience, it was important to establish evaluation criteria and to make recommendations concerning the assessment of the President/CEO, noting that it would be logical to incorporate such language into the ASC charter. For the current year, he proposed establishing a PIG that could operate under the Sunshine Laws applicable to personnel matters, in particular those relating to the President/CEO. The Chair asked AG Cole for his opinion on whether this would be a viable possibility, and AG Cole indicated that he had previously attempted to describe a similar framework.

Upon being asked his opinion by Chair McCully, Mr. Uchiyama expressed his agreement.

Chair McCully asked Ms. Anderson to instruct staff to incorporate this provision into the proposed ASC charter.

Member Belmonte inquired whether the existing CEO Search PIG could participate in the evaluation process, or whether a separate PIG would need to be constituted.

Chair McCully explained that a PIG was established to address a specific question. In the case of the CEO Search PIG, the question to be answered was "CEO recommendation to the Board." He added that the involvement of personnel matters necessitated the formation of a PIG in alignment with a confidential evaluation process under the Sunshine Laws. Once the PIG submitted its recommendation to the Board, its mandate would be fulfilled, and it would cease to exist. The Chair reiterated that all PIGs were designed to deliver a single report, after which they were dissolved.

Chair McCully proposed that the ASC should be responsible for discussion, evaluation, and oversight of the President/CEO, and could then recommend to the Board the formation of a PIG to address the specific question of evaluating the President/CEO. Such a PIG would be a single-purpose entity, not a continuous oversight body akin to a "Star Chamber," implying that evaluation would not be ongoing;

AG Cole responded that, in his experience, most of his other clients conducted annual evaluations, with some contracts providing for performance-based bonuses. He believed that evaluations were not typically conducted by the full board, adding that lower-level management staff were evaluated by the President/CEO. AG Cole was uncertain whether evaluations of the HTA President/CEO had ever been conducted, and, if so, who had been responsible for them.

AG Cole noted that evaluations could be scheduled for specific time periods, reminding committee members that a PIG ceased to exist once it had completed its work and submitted its report to the Board. Accordingly, the current CEO Search PIG would be dissolved upon submission of its recommendation. However, the same or different members could be appointed to conduct an evaluation, provided that a new PIG was established for each evaluation cycle.

Chair McCully thanked AG Cole and referred to the phrase in the Statute which stated:

> *"The Board shall set the term of service pursuant to written contract."*

Upon being asked by the Chair to clarify whether the term of service included performance considerations, AG Cole responded that he interpreted the phrase to refer to the duration of the contract. He noted that the existing language regarding duties, responsibilities, holidays, vacation leave, and other benefits had not been amended, and that these elements pertained to other contractual terms. He affirmed his belief that the Board retained authority to determine those aspects of the President/CEO appointment.

Chair McCully stated that he was referring the matter to the committee for future consideration and suggested that definitions of duties and responsibilities should provide for regular reporting to the Advisory Board, either on an ongoing basis or as requested by the Board, to ensure a mechanism for direct oversight. He cautioned that, if the appointed CEO exercised excessive authority, such oversight would be essential, given the Board's advisory nature.

Chair McCully observed that apart from hiring the President/CEO and setting their terms, duties, and responsibilities, nearly all Board actions required review and consent by the President/CEO. He speculated that the Board might reclaim some fundamental authority by defining these terms. The Chair questioned whether the term of service was finite, whether it included an optionality clause, or whether it operated as an automatic year-to-year renewal contingent upon the Board's review of duties and responsibilities. Such a structure, he argued, would allow the Board to maintain leverage over the President/CEO by removing the option of automatic renewal. He asked AG Cole whether the Board had that authority or whether it resided with the Governor, noting that, at present, the Board was responsible for setting these terms at the conclusion of each contract term.

AG Cole stated that he believed any employment contract would include provisions for termination and explained that the contract could be for one or two years, with options for renewal. Addressing the hypothetical scenario of an ineffective President/CEO who nonetheless did not violate contractual terms, AG Cole cited potential conflicts with the Board, the HTA staff, the Director of DBEDT, or the Governor. Given that the position had not previously been structured in this manner, AG Cole stated that he was uncertain as to who held the authority to terminate the President/CEO, but based on his discussions, he would conclude that since the Governor appointed the President/CEO and submitted the name for Senate confirmation, and consistent with the Governor's general appointment powers, the Governor would most likely possess the authority to remove the individual.

Chair McCully stated that he had anticipated that response and was, for the purposes of discussion, attempting to gauge the Board's general mood and opinion regarding the duties and responsibilities, reporting requirements, and terms of service of the President/CEO. He emphasized the importance of considering options for continued service terms, noting that while the Governor retained the prerogative to dismiss individuals on grounds of incompetence, the Board had the authority to decline term extensions if performance did not improve.

AG Cole remarked that this approach appeared consistent with the language of the Statute.

Chair McCully expressed his belief that these issues would surface during the deliberations of the PIG. However, he wished for the ASC, in accordance with the Sunshine Law, to initiate a discussion on these issues, which he considered central to the Board's mission. Inviting additional comments, Chair McCully noted that he had provided staff with four items intended for inclusion in Section 3 and indicated his intention to conduct further discussions with Ms. Anderson, Mr. Uchiyama, and AG Cole during the following week.

Ms. Anderson reported that no comments or questions had been tabled from the community.

6. Discussion and Action Regarding the Draft Bylaws of the Hawai'i Tourism Authority

Chair McCully stated that staff had been instructed to poll the chairs of other standing committees for any recommendations to be included in the bylaws. However, Ms. Anderson reported that no feedback had been received but offered to resend the request to the committee chairs.

Chair McCully commented that he had spent considerable time reflecting on the ASC's duties and had hoped that the other chairs might have identified issues warranting inclusion.

Member Elmore, the Chair of the Film Production Standing Committee, indicated that she was satisfied with the provisions of Article V, Section 6 of the draft bylaws, and Chair McCully acknowledged that the section served as a charter enabling the committee to proceed.

Ms. Anderson informed the Board that the chairs of the following standing committees were absent from the ASC meeting:

- Sport Tourism Standing Committee — Chair: Member West
- Hoʻokahua Hawaiʻi Standing Committee — Chair: Member Paulson
- Branding Standing Committee — Chair: Member Agas

Chair McCully stated that he would refrain from discussing actions related to these standing committees, but requested that staff remind the committee chairs to propose possible amendments to their respective committee charters as soon as possible. He clarified that the ASC bore responsibility for establishing bylaws and that any recommendations could be forwarded to the Board at its next meeting.

7. Discussion and Action on the CEO Search

Chair McCully reminded committee members that during the previous Board meeting, the text of a draft letter had been confirmed and Dir. Tokioka had agreed that the letter was broad enough to be sent out in its present form, while any follow-up could come from the advisory committee or the CEO Search PIG. The Chair understood that DBEDT had been contacted directly by additional applicants, as well as several applicants from the existing shortlist of 23 who were anxious for a response.

Ms. Anderson reported that she had not yet discussed the list of applicants with Dir. Tokioka, although she had received the forwarded copy of Chair McCully's email to him. She had not yet communicated with Dir. Tokioka with respect to the letter.

Chair McCully reminded committee members that DBEDT had sole control of communication with the applicants and asked Ms. Anderson and Mr. Uchiyama if they were aware of the reason for this state of affairs. The Chair reminded committee members that the HTA Board was not the same board as before, even though the PIG was still said to be in control of the search for a President/CEO.

Ms. Anderson responded that she had received instructions from Dir. Tokioka that the recruitment process would run through his office, and that for purposes of communication he and Chair McCully would work on the recruitment together .

Chair McCully commented that Statute 1571 supported the continued power of the PIG to conduct the hiring process, but for purposes of communication, the result of the PIG's deliberations would be passed to the applicants through Dir. Tokioka.

Both AG Cole and Ms. Anderson agreed with this assessment.

In response to a question from Chair McCully about how the process would have been achieved if it had been completed the previous year, AG Cole stated that communication would have been different.

Noting that the letter was just the beginning of the CEO Search PIG's work, Chair McCully asked committee members for their comments on the CEO search. He explained that the letter simply informed applicants that they were still being considered. The Chair stated that he was working on an agenda for the PIG and hoped to include the manager from the search company as a participant, thus implying that the meeting must take place at a time when the manager would be available. This led to the question of whether the meeting could be a hybrid. Chair McCully noted that previously, committee meetings or PIG meetings had been held on the same day as Board meetings, enabling members to attend both meetings without undue expense. Chair McCully believed it would be valuable to speak face-to-face with the manager from the search company and asked members for their comments.

Members Elmore and Belmonte concurred with this idea.

Chair McCully stated that, since there would be no further meeting until December 18, he intended to draft a proposed agenda for that meeting along with an invitation to the manager of the previous search. The Chair asked AG Cole whether the agenda could be circulated only to members of the PIG.

AG Cole agreed with this suggestion but was unsure whether an agenda was required for a PIG.

Chair McCully responded that, apart from himself and Member Agas, the other members of the PIG were all new, and he wanted to provide an outline of both the present situation and what had been done in the past. AG Cole agreed that this was logical and would be aligned with the Sunshine Laws covering PIGs.

Chair McCully reminded committee members that they were all members of the PIG and asked for any questions or suggestions now that he had explained his intentions. There were no questions or comments.

8. Adjournment

Chair McCully thanked everyone for their time at the meeting and adjourned it at 3:07 p.m.

Respectfully submitted,

Sheillane Reyes

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Sheillane Reyes
Recorder