



**ADMINISTRATIVE & AUDIT STANDING COMMITTEE MEETING
HAWAII TOURISM AUTHORITY
Tuesday, May 28, 2024, at 11:00 a.m.**

Virtual Meeting

MINUTES OF THE ADMINISTRATIVE & AUDIT STANDING COMMITTEE MEETING

MEMBERS PRESENT:	Mike White (Chair), Mufi Hannemann (Vice-Chair), David Arakawa, James Tokioka (Ex Officio, DBEDT Director), Mahina Paishon
MEMBERS NOT PRESENT:	Dylan Ching
HTA STAFF PRESENT:	Daniel Nāho'opi'i, Isaac Choy, Maka Casson-Fisher
LEGAL COUNSEL:	John Cole

1. Call to Order and Opening Protocol

Chair White called the meeting to order at 11:10 a.m. Mr. Casson-Fisher did the opening cultural protocol.

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. Casson-Fisher did the roll call, and members were confirmed in attendance by themselves.

3. Approval of Minutes of the February 21, 2024 Administrative and Audit Standing Committee Meeting

Dir. Tokioka made a motion to approve the minutes, and Mr. Arakawa seconded. Mr. Casson-Fisher did the roll call, and the motion passed unanimously.

4. Discussion and/or Approval on the Establishment of a Selection Process for the Next

HTA President and Chief Executive Officer***

Chair White said agenda items 4, 5, and 6 will be discussed in the Executive Session.

Mr. Cole asked what exception agenda item 4 would fall under for the Executive Session. Mr. Choy clarified that the committee members would discuss the contract amount going out for RFP, RFQ, and vendors containing proprietary and sensitive information. Those are the provisions to enter the Executive Session. Mr. Arakawa also clarified that the discussion would include the timing of the hiring process, which might involve personnel issues.

Dir. Tokioka made the motion to discuss agenda items 4, 5, and 6 in the Executive Session, and Mr. Arakawa seconded, and the motion passed unanimously.

Chair White reminded that only the committee members, Mr. Nāho'opi'i and Mr. Choy, were invited to join the Executive Session by entering a new Zoom room. Dir. Tokioka asked if other Board members not part of this standing committee could also participate in the Executive Session. Mr. Cole said it is permissible if the standing committee members agree. Mr. Arakawa said the Board had amended the bylaws to make all 12 Board members the standing committee members; however, only six are voting members.

After returning from the Executive Session, Chair White reported that the committee had healthy discussions in the Executive Session. Regarding agenda item 4, the selection of the HTA President and CEO, the recommendation is to set up a selection committee comprised of 5 to 6 HTA Board members and 5 to 6 community leaders. All Board members will be asked for their recommendations for community members on the selection committee. A list of the recommended Board members and community members will be selected in the June 2024 Admin & Audit Standing Committee meeting, and it will be presented in the June 2024 BOD meeting and form a PIG for the President and CEO search. HTA will issue an RFP to select an executive search firm.

Chair White asked for a motion to approve the recommendation to the Board that HTA initiate an RFP for a search firm to assist in the selection process of the HTA's President and CEO. Mr. Arakawa moved the motion, and Ms. Paishon seconded it.

Mr. Arakawa supported the motion but with reservation. He recommended starting the governance study deliverable and listing several shortcomings HTA may have while searching for the President and CEO. HTA needs to build the legislature's trust and attract good candidates. The motion was adopted.

5. Update on the HTA Legislative Audit***

Chair White reported that the committee had a discussion about the legislative audit, and a decision was made to have Chair White, Ms. Paishon, and Mr. Nāho'opi'i meet with the legislative auditor to discuss HTA's concerns. There were no actions taken.

Mr. Arakawa, who has had 16 years of government audit experience, volunteered to serve on the committee and attend the meeting with the legislative auditor. He suggested that Mr. Choy should be in the meeting as well.

6. Discussion on Personnel Issues Regarding Confidentially, Communications Protocols, and Other Issues***

Mr. Cole said no action needed to be taken by the committee for this agenda item. Mr. Arakawa recommended that the Admin & Audit Standing Committee and the Board establish a clear policy of the Chair's power to block agenda items in the committee and any conflict of interest of any HTA supervisors in making decisions to block agenda items in the committee meetings. Mr. Arakawa also suggested setting up policies in decorum or name-calling regarding Board member's communication.

7. Adjournment

The meeting was adjourned at 1:56 p.m.