

**STATE OF HAWAI'I
OFFICE OF HAWAIIAN AFFAIRS
560 N. NIMITZ HIGHWAY, SUITE 200
(VIRTUAL MEETING - VIA ZOOM WEBINAR)
COMMITTEE ON RESOURCE MANAGEMENT
MINUTES**

January 31, 2024 1:30 p.m.

ATTENDANCE:

Chairperson John Waihe'e, IV
Vice-Chairperson Luana Alapa
Trustee Kaleihikina Akaka
Trustee Keli'i Akina
Trustee Brickwood Galuteria
Trustee C. Hulu Lindsey
Trustee J. Keoni Souza
Trustee Mililani Trask

EXCUSED:

Trustee Dan Ahuna

BOT STAFF:

Amber Kalua
Anuheia Diamond
Crayn Akina
Joyce Yang
Kahelelani Keawekane
Kanani Iaea
Kyla Hee
Lei Ann Durant
Mark Watanabe

BOT STAFF (cont.):

Melissa Wennihan
Morgan Kau'i Robello
Pohai Ryan
Richelle Kim
Ruben Sierra
Sommer Soares

ADMINISTRATION STAFF:

Stacy Ferreira, CEO / Ka Pouhana
Casey Brown, COO / Ka Pou Nui
Arlene Aguinaldo, IT
Everett Ohta, Interim General Counsel
Grace Chen, Financial Analyst
Kelcie Wade, IT
Nietzsche Ozawa, Interim Senior Legal Counsel
Ramona Hinck, CFO
Ryan Lee, Endowment Director
Sandra Stancil, Administration
Tiger Li, IT

GUESTS

Iain Jones, Pantheon
Vijoy Chattergy, Consequent Capital Management

I. CALL TO ORDER

Chair Waihe'e calls the Committee on Resource Management meeting for Wednesday, January 31, 2024 to order at **1:31 p.m.**

Chair Waihe'e notes for the record that **PRESENT** are:

MEMBERS			AT CALL TO ORDER (1:31 p.m.)	TIME ARRIVED
CHAIR	JOHN	WAIHE'E, IV	PRESENT	
VICE-CHAIR	LUANA	ALAPA	PRESENT	
TRUSTEE	KALEIHIKINA	AKAKA	PRESENT	
TRUSTEE	KELI'I	AKINA	PRESENT	
TRUSTEE	BRICKWOOD	GALUTERIA	PRESENT	
TRUSTEE	C. HULU	LINDSEY	PRESENT	
TRUSTEE	J. KEONI	SOUZA	PRESENT	
TRUSTEE	MILILANI	TRASK	PRESENT	

At the Call to Order, **EIGHT (8) Trustees are PRESENT**, thereby constituting a quorum.

EXCUSED from the RM Meeting are:

MEMBERS			COMMENT
TRUSTEE	DAN	AHUNA	MEMO – REQUESTING TO BE EXCUSED

II. APPROVAL OF MINUTES

A. December 6, 2023

Chair Waihe'e asks if there is anyone signed-up to testify on this agenda item.

RM Staffer Akina: No one has signed-up to testify on this agenda item nor for any other agenda item.

Trustee Lindsey moves to approve the minutes of December 6, 2023.

Trustee Alapa seconds the motion.

Chair Waihe'e asks if there is any discussion.

There is no discussion.

Chair Waihe'e calls for a **ROLL CALL VOTE**.

MOTION							Motion: 1:33 p.m. Vote: 1:33 p.m.
TRUSTEE	1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)		EXCUSED
DAN	AHUNA						EXCUSED
KALEIHIKINA	AKAKA		X				
KELI'I	AKINA		X				
VICE-CHAIR LUANA	ALAPA	2	X				
BRICKWOOD	GALUTERIA		X				
CARMEN HULU	LINDSEY	1	X				
J. KEONI	SOUZA		X				
MILILANI	TRASK		X				
CHAIR JOHN	WAIHE'E		X				
TOTAL VOTE COUNT			8	0	0		1

VOTE: [X] UNANIMOUS [] PASSED [] DEFERRED [] FAILED

Chair Waihe'e notes for the record that all members present vote 'AE (YES) and the **MOTION PASSES**.

III. UNFINISHED BUSINESS

None

IV. NEW BUSINESS

A. Consequent Capital Management Introduction

Chair Waihe'e asks if there is anyone signed-up to testify on this agenda item.

RM Staffer Akina: No one has signed-up to testify on this agenda item.

Chair Waihe'e turns it over to Independent Board Investment Advisor Vijoy Chattergy.

Independent Board Investment Advisor Chattergy: Thank you, Chair Waihe'e. Aloha kākou, Trustees, staff, members of the Community. Thank you very much, it's wonderful to be back in front of everyone. It's hard to believe we're at the end of January, but we just started the New Year. The excitement I have for what we're going to accomplish this year and the format we're establishing with meeting with you all again, will be that Consequent Capital Management, whom I represent, will try to come to as many of these meetings as possible. We will be providing education, we'll be providing policy and activity recommendations, as well as we want to invite different managers as we have today that oversee parts of your assets in the portfolio to come and present and establish communication and relationships with everyone.

So, today I know you have a very packed agenda, so my part is going to be pretty small, and we will hear from our manager in a moment, that will be the bulk of *our* time, and then, of course, you have a full agenda to get through. You should have some material from Consequent Capital Management, as part of your presentation. Some of it is repeated in terms of who we are and our background, and there's a glossary in there. This week's glossary happens to be focused more on private markets because the manager who is presenting is from the private market space. So, you can take a look at that, at your own leisure, and I'm also hoping to come and meet individually, as necessary to review that material and other questions that you might have for us in terms of the investment portfolio, but for now, if I could just direct your attention to page 5 of the presentation, and I'm going to be very brief in terms of the bullet points. I'm going over here as part of the way that we will present to you every time there is an RMC Meeting, I'm hoping that we'll review a little bit of what happened last time.

So, as you remember, at the December RMC Meeting, we had outside presenters, one of them being GGA, the Global Governance Associates who came and talked to you about fiduciary responsibilities, about governance and they remain a resource that we can call on in the future to talk about those issues. I did want to just remind you that some of the big points they made are that to be a good fiduciary, you have to have prudence, loyalty, and impartiality. They also talked about the idea that over the long term; I think they had a 10-year time horizon, they had examples where good governance by a well-functioning board can contribute one to 200 basis points to return over time. You translate that into dollars, and you compound that, that's tens of millions and more of dollars, as you kind of grow.

Independent Board Investment Advisor Chattergy: So, the role of you as Trustees, providing governance and judicial oversight on the portfolio has impact, and is significant in your work. So that was a major point, and I just wanted to make sure we recall that.

Also, we talked about decision making, and we had a guest from the EUTF, the Trustee who oversees the Investment Committee of EUTF. Christian Fern came and talked directly as a peer, in a sense, to you, in overseeing a fiduciary responsibility of assets that are managed here in the islands, and he talked about how he became more familiar with being an investor and getting comfortable, working with staff and working with the stakeholders and the other trustees to oversee their portfolio.

The EUTF has grown to over 6 billion dollars; I don't know if everybody understands that, but that's significant. It should rival the size of the ERS portfolio over the next couple of decades, that's the intention. Christian also remains a great resource right here in the islands for all of us to be able to call on and to work with. He's really a very approachable person, and has his responsibilities in leadership, as all of you do, and that's why I thought it was nice to have him here.

To move things along, I'll just quickly mention that in terms of upcoming events this is sort of the way Consequent would like to be able to present in front of you, both in terms of education and in terms of issues relevant to the portfolio. We will have a more expanded education session at the February 7th RMC Meeting; is our expectation. I've lined up a panel of three CIOs; one oversees a State plan, not the Hawai'i plan, a plan on the Continent, the second overseas, a city plan, but he used to oversee a plan here in Hawai'i. They're both active CIOs, which will be interesting for you to hear from, and then the third person is actually the retired CIO from the EUTF. So, I think that'll be kind of an interesting story. That'll come up at the next RMC meeting, and then I'm hoping that - I believe there's another RMC Meeting scheduled for the twenty-first of February, so if you'll have us here for that I'm hoping after consulting with staff a little bit, we may be coming in and making some policy recommendations, or at least introducing some policy change ideas, that at some point you, as Trustees will have the ability to approve, or if you want to see something else.

So that's kind of our hope going forward, and then that'll get us already to March, and I know you all have the Commonfund event in March. So, we'll move along quickly. That's the way we see things unfolding over the next number of weeks, and of course, in the meantime I will always reach out, and you can feel free to reach out to me any time so that we can have additional conversations about the investment portfolio or policy, however, it suits and fits with your own schedules.

IV. NEW BUSINESS

A. Consequent Capital Management Introduction

1. Presentation: Pantheon (Private Markets), Iain Jones

Chair Waihe'e asks if there is anyone signed-up to testify on this agenda item.

RM Staffer Akina: No one has signed-up to testify on this agenda item.

Chair Waihe'e turns it over to Vijoy Chattergy.

Independent Board Investment Advisor Chattergy: Thank you. With that, if you go to page 6 of the presentation today, we have a treat in that, we have one of your investment managers in the private market side, Pantheon, Iain Jones, who's based in San Francisco, but the group is global and they've managed your assets for quite a while now, I think a couple of decades. Iain can explain further. There's a little bit of a description of the firm in terms of a few bullet points here on this page as well as Iain's background.

Iain Jones is going to come up now, and he's going to walk you through that in more detail and talk about what they do for you as one of your investment managers. Feel free to ask questions of him at any point or at the end, and I'll also be available here to help direct questions.

Pantheon Managing Director Jones: Aloha, lovely to meet you all, it's probably been 4 or 5 years since I presented to this group, great to be back. Thank you for inviting me and nice to see everyone in person.

I will refer to slides as I go through the presentation, in terms of housekeeping, I planned for approximately 20 minutes for this presentation, Q&A is fantastic, so please stop me and ask questions along the way.

While we get the PowerPoint ready, I may provide a little bit of my own background. I'm Iain Jones, I'm a managing director in Pantheon's Investor Relations team. I've been with the firm 12 years, starting in our London office, I've worked with our clients globally, starting in Europe, Asia, and more recently in North America and I manage the institutional investor relations team across the U.S.

The presentation I prepared consists of three components. The first is a Pantheon firm update, the second is a little bit about the private equity market and the market backdrop that we're in today and that is important, because, the majority of your investments with Pantheon are in private equity. So hopefully, the comments in Section 2 will provide some context for Section 3, which will be going through your actual Pantheon investments.

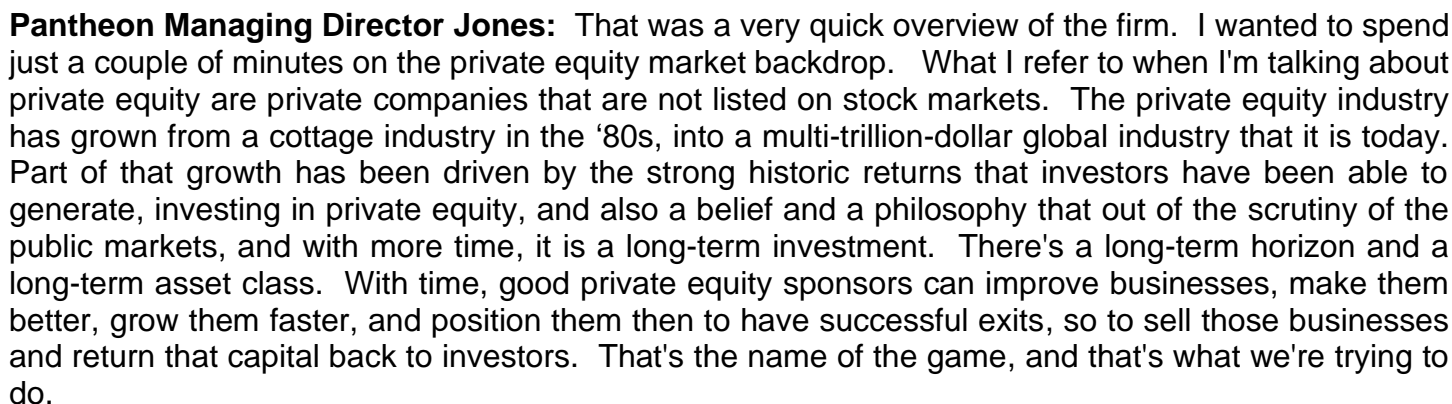
Slide 7, I'm introducing Pantheon's private equity platform here, because, as I say, these are where the majority of your investments are. We manage approximately 66 billion. We have 85 professionals managing that capital, and we look to invest 4 billion dollars a year annually. I'd expect that to go up a little bit in the coming years.

Trusted partner to over >100 investors across the globe over four decades¹

Americas ²	Europe	APAC & RoW
>600 Investors	>380 Investors	>200 Investors
\$52.4bn Client assets under management and advice	\$25.9bn Client assets under management and advice	\$16.3bn Client assets under management and advice
55 Investment professionals	74 Investment professionals	7 Investment professionals
16 Investor Relations professionals	40 Investor Relations professionals	12 Investor Relations professionals

Note: All figures related to investment and IR professionals as of September 30, 2013. Please note investment professionals includes 14 professionals who support the deal teams through investment coordination activities, research and advisory. Assets under management are as at December 31st, 2012. Investment bank and/or asset manager has been used to denote the primary global status of Parthenon's Investment bank and thereby status of institutions. However, they were not compensated for appearing in this presentation solely on this basis. This does not indicate a client's approval of Parthenon or its services. Some Parthenon US American investment and professional both include 18 Morgan Stanley members who perform investment and IR functions.

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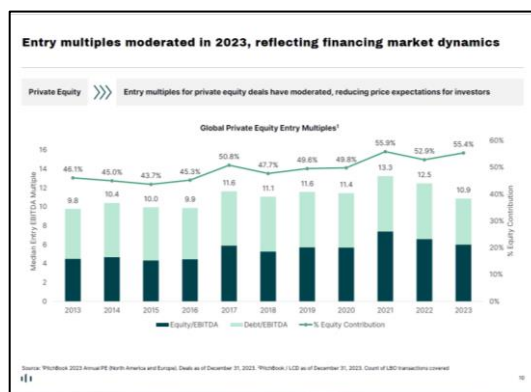
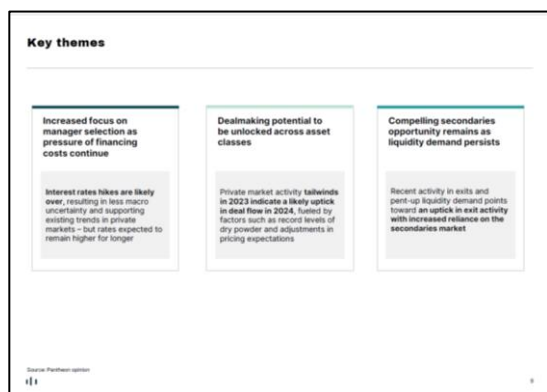


Minutes for 01/31/2024

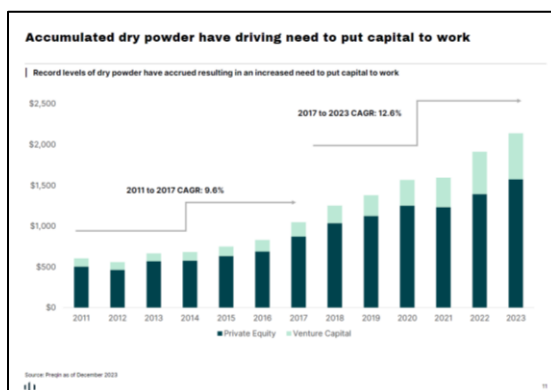
Pantheon Managing Director Jones: 2023 was characterized by decreased levels of new investment, and they are correlated. A reduction in the sales of existing private equity, backed companies in portfolios. Really this was driven by both market uncertainty, but also valuation gaps that were created by the rapidly rising interest rates. We expect these dynamics to unwind slightly in 2024. So, we expect as valuation gaps begin to narrow, we would expect to see more companies being sold, greater investment activity, and that will create more cash back to the OHA portfolio in 2024, and I'm going to highlight that a little later on.

There's also a dynamic here, and I'll come to it in a slide later, but there's a lot of capital waiting to be invested. So, there's a lot of capital on the sidelines waiting for opportunities. Then, finally, and this is a Pantheon thesis from our platform, in markets where you have limited liquidity, we think, being a source of liquidity and a liquidity provider is a good place to be, and so secondaries is one area that we invest in a lot where those dynamics are set up in this current environment.

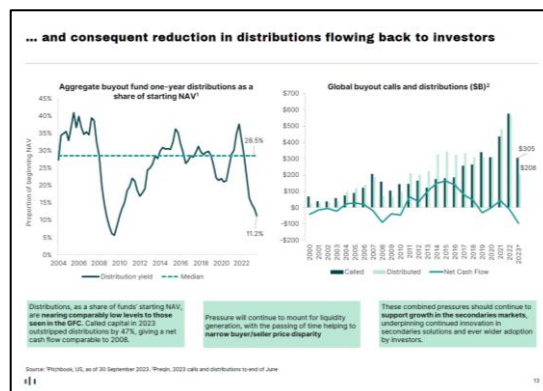
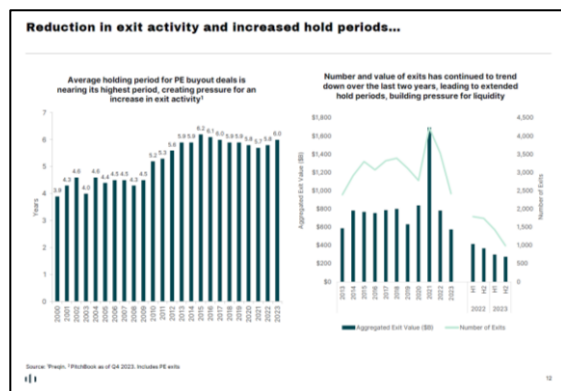
Pantheon Managing Director Jones: On Slide 10 there are some data to support some of the points I was just making, I'm not going to dwell on these slides too long. The first relates to the new investment activity. Entry multiples, for new companies have begun to come down, and that's really due to the cost and the expense of debt, and the fact that groups are financing new investments with slightly less debt. Reducing price expectations for investors is a good thing because, we need the bit of spread between price expectations to narrow, to create the exits that'll come to a little bit later on.



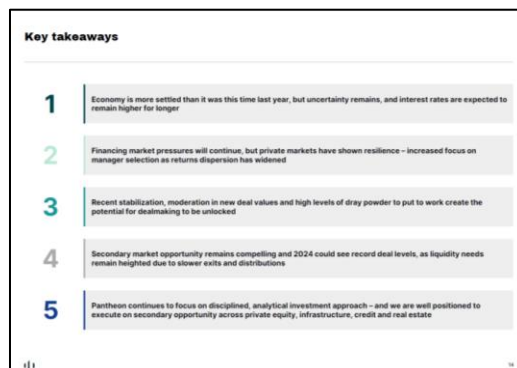
Pantheon Managing Director Jones: Slide 11, this is a factor which will impact new investments and exits, it's our view that in 2024 because of, and I mentioned all the capital here, we've got over 2 trillion dollars waiting on the sidelines ready to be invested, so there is a lot of pent-up demand to participate and buy these private companies. So that's a dynamic that we will expect to see accelerating in 2024.



Pantheon Managing Director Jones: Slide 12, this really dovetails with Slide 13. As people have been riding the uncertainty, since rate rises, they've been holding back from selling companies. So, the downstream effect, and you'll see this on Slide 13 is that there have been fewer distributions flowing back to investors. Again, we would expect this to pick up, and I'll come back to this point when we get to the OHA portfolio in a couple of slides.



Pantheon Managing Director Jones: So, those are the key points in our mind in terms of the market setup, and where we are today in the private equity market backdrop. We've included some key takeaways here; I'm not going to spend time going through each one. Please read them at your leisure.



Pantheon Managing Director Jones: What I want to do now is move into your investments with Pantheon. Slide 16, has a summary of the investments, you have invested 46.7 million from 2004 to 2014, with Pantheon. 95% of that is in private equity, and then 5% in private infrastructure, so think data centers, airports, toll roads, renewable energy projects, things like that.

In terms of your aggregate performance, we have called 41.5 million out of your total 46.7 million investments, and that's very common for there to be a slight discrepancy there. So, we've called 41.5 million, the total value of those investments is 68.3 million, which is a 27-million-dollar gain. The return on those investments are just around 9% net IRR, so that's after all fees and expenses, and the net multiple is a 1.64, so the investments have gone up by .64.

When I look at the portfolio, and we dig into it in a little bit more detail, I think there are some very positive things here within the portfolio, and then some investments that have suffered, and I'll come to that in a little bit.

Pantheon Managing Director Jones: In terms of the positives, all of your investments that have been made post the Global Financial Crisis (GFC), so we're looking at funds with a vintage year of 2010, and beyond. Although those with a vintage year of 2007, because they invest over 4 years were making a lot of investments after the GFC. All of those investments have generated a 10 to 14% return for OHA, with the exception of the emerging Asia investment, and I'll come to that. Those returns, we think are attractive.

On the negative side, three investments that were made in 2004, so we're investing pre-Global Financial Crisis, have had underwhelming performance. So, they have been disappointing, they're your oldest investments.

Then this investment. PEAFF, which is Pantheon Emerging Asia Fund VI, there's still a lot of value there, and we still think there's value to be created. The majority of exposure is in India and China. I think with India, we've had volatility in the performance, although on a go-forward basis, we're very bullish on India, and the prospects for India. Within China there's just more challenges currently, more uncertainty, and so by consequence, some of those investments have suffered.

All in all, across the entire portfolio, we've generated a return premium of approximately 200 basis points so approximately 2% versus what you could have got by investing in the public markets on the private equity side, and a return premium of approximately 5% on the infrastructure benchmark, which is an inflation linked benchmark.

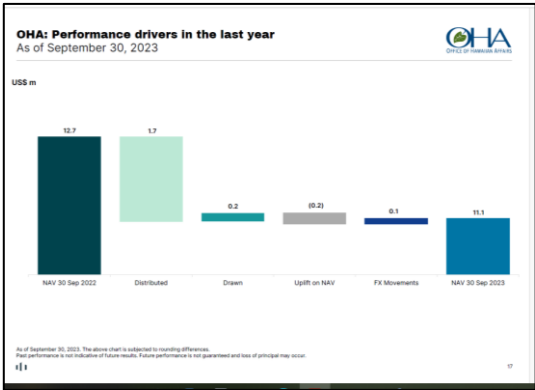
Fund	Vintage	Commitments (millions)	Contributions since inception (millions)	Distributions since inception (millions)	NAV (per share)	Net IRR	Net Multiple
PEURO IV LP	2004	\$5.1	\$4.9	\$6.2	\$0.1	4.6%	1.30x
PGDF I LP	2004	\$5.9	\$4.8	\$5.5	\$0.1	4.3%	1.25x
PUSA VI LP	2004	\$6.0	\$5.7	\$6.7	\$0.1	6.7%	1.54x
PGDF II LP	2010	\$5.0	\$3.3	\$5.0	\$0.3	13.8%	1.59x
PEURO V LP	2007	\$6.1	\$5.8	\$9.3	\$1.1	10.2%	1.79x
PUSA VII LP	2007	\$7.5	\$7.0	\$10.9	\$2.2	12.8%	2.38x
PEAF V LP	2010	\$2.0	\$1.9	\$1.3	\$1.9	7.8%	1.68x
PGCO I LP	2010	\$1.0	\$0.9	\$1.6	\$0.3	14.3%	2.06x
PGDF V LP	2014	\$7.0	\$5.5	\$4.0	\$4.2	11.7%	1.59x
Private Equity Total		\$44.7	\$39.7	\$55.3	\$10.2	8.7%	1.65x
Private Equity PMBT						6.8%	
PGDF I LP	2010	\$2.0	\$1.8	\$1.9	\$0.9	10.9%	1.59x
Infrastructure Total		\$2.0	\$1.8	\$1.9	\$0.9	10.9%	1.59x
Infrastructure PMBT						6.1%	
OHA Program Total		\$46.7	\$41.5	\$57.2	\$11.1	8.8%	1.64x

Key: ■ Fund in Liquidation ■ Fund in Harvesting Mode

NAV benchmark is \$100.00 USD per share.
NAV benchmark is \$100.00 USD per share.
The above table reflects the total of each fund's commitments. The above NAVs are derived by Pantheon from cash flows and calculated asset values. These NAVs may not correspond to the values published by the underlying funds. Where NAVs may not be an accurate indication of the true multiple. The table above is subject to rounding differences. Past performance is not indicative of future results. Future performance is not guaranteed, and may be subject to change.

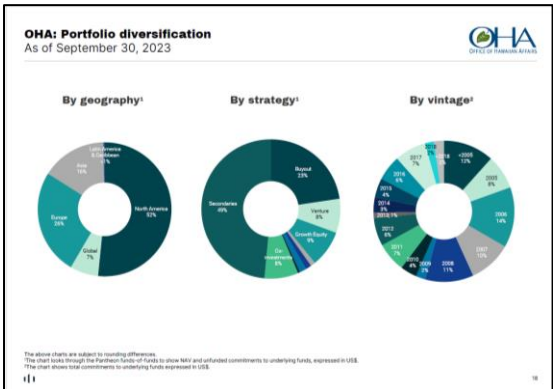
Pantheon Managing Director Jones: Digging into the portfolio a little bit, on slide 17, we have the performance over the last year. The nature of this portfolio, and the fact that it's a more mature portfolio, you'll notice that the last investments were in 2014. What you'd expect to see is the dynamic that we see here, so distributions, money coming back to OHA are much greater than the money that we're calling from you now, because of the maturity profile of the portfolio.

So, we returned 13% of the money over the course of the last year to you, and we would expect that dynamic to pick up, and I'll show you that in a couple of slides.



Pantheon Managing Director Jones: In terms of your portfolio diversification, on slide 18, this shows you by geography, by strategy, and by vintage - how your portfolio is invested. I don't think there's too much to highlight here. We talked about the age profile of the portfolio, so you can see that 75% of the investments were made prior to 2014. If we had a blank sheet of paper, we would probably do a little bit more in North America here, and maybe a little bit more in co-investments, but that's something on a go-forward basis to discuss.

Slide 19, because this is a more mature portfolio, and it's really in harvest and exit mode, we're constantly looking at the portfolio to try and identify ways of creating faster money back for you as an investor. So, to return money quicker, we will do that by selling portfolios in the secondary market. Slide 19 is some information on the portfolio that we're planning to sell. Currently, this will generate just under half a million dollars back to OHA, and we're selling these positions because there's limited remaining upside value left.



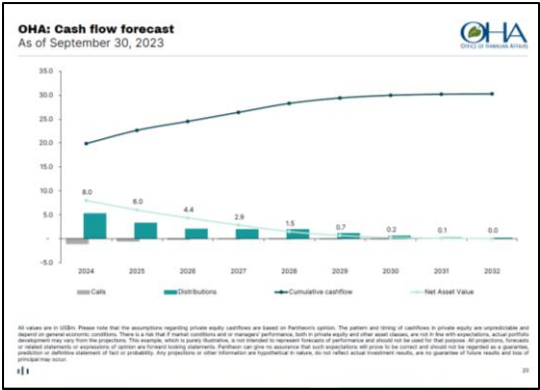
Project Arctic
Potential sale process across several, seasoned investment vehicles

Pantheon Selling Vehicle	Vintage	To be Considered for Sale			# of interests for sale
		Total NAV, m	Total NAV for Sale, m	Endorsement, m	
Co-Investment vehicles					
POCO B	2012	\$103.0	\$64.0	\$0.2	9
Total		\$103.0	\$64.0	\$0.2	9
Secondary vehicles					
POCO IV LP	2010	\$45.2	\$14.3	\$5.9	5
Total		\$45.2	\$14.3	\$5.9	5
Primary vehicles					
PEURO IV LP	2004	\$0.6	\$0.6	\$0.3	3
PEURO VII LP	2007	\$260.4	\$24.1	\$5.0	7
PEURO VIII LP	2004	\$1.6	\$1.6	\$0.9	3
Total		\$262.6	\$26.3	\$6.2	13
Grand Total		\$470.7	\$104.4	\$11.3	26

Examples are shown for illustrative purposes only and are not necessarily representative of every diligence and/or approved sale opportunity. There is no guarantee that this sale will close. Past performance is not indicative of future results. Future performance is not guaranteed, and loss of principal may occur.

Pantheon Managing Director Jones: Finally, slide 20 is a chart, and the data that sits behind this chart is just on Slide 21. We've done a projection looking through the investments and looking forward as to what you can expect. I think, importantly, for distributions that will come back to OHA in the coming years. So, we expect to generate approximately 5 million of distributions this year, and then 3 million, and then 2 million, as the portfolio becomes increasingly tail end.

So, the sort of punch line here is, you will be net cash flow positive from your Pantheon investments and continue starting this year and into the future. So, we expect to generate in total, approximately 72 million dollars of total value on your Pantheon investments of 43 million, so a gain of almost 29 million.



OHA: NAV and cash flow forecast summary
As of September 30, 2023

Current Program (\$m)				
	Cumulative Calls	Cumulative Distributions	NAV	Cumulative Cash Flow
Total	43.5	87.2	36.7	16.7

Current Program (\$m)				
Year	Calls	Distributions	NAV	Annual Net Cash Flow
2024	8.0	0.0	20.0	0.0
2025	6.0	0.0	26.0	0.0
2026	4.4	0.0	30.4	0.0
2027	3.8	0.0	34.2	0.0
2028	1.5	0.0	35.7	0.0
2029	0.7	0.0	36.4	0.0
2030	0.2	0.0	36.6	0.0
2031	0.1	0.0	36.7	0.0
2032	0.0	0.0	36.7	0.0
Total	17.7	16.4	16.6	16.6

Chair Waihe'e recognizes Trustee Trask.

Trustee Trask: Thank you, I actually had this question a little while ago, but when I hear some of the terms that you're using like heightened volatility and market uncertainty, I'm not really sure what that means for the investments of my office. I did look in the glossary, but it's not there. When I looked on my own, I saw some examples of the global impact of the political separation with China, and at that time many investors from the U.S. went to India. Your prior question was raising some interest, part of the reason why I ask this is because I'm not really sure if the investments of my office our subject to this investment in areas or fields where there's heightened volatility or market uncertainty. And when I look in your glossary, it's not defined. It's just that I don't understand what those terms mean, and some predictions are coming true now about investments in China. I see our investment portfolio, but it doesn't link it to geographical locations, that was the question I had.

Pantheon Managing Director Jones: Yeah, a great question. Maybe I can provide a little bit of color, just as to the exposure that you have through the Pantheon portfolio specifically to China, and then where and in what sectors, that portfolio is orientated towards.

Trustee Trask: I just need to know, are my investments at risk there.

Pantheon Managing Director Jones: So, we don't believe that there's significant risk of loss of capital. The way the investments have been positioned, doesn't at present draw them under the microscope as some of the sectors that have received a lot more attention within China. So, they're not in some of the largest tech firms and platforms, they're not in any areas related to national security, so the portfolios are intentionally positioned with that in mind.

Trustee Trask: Thank you for that, I don't really have a very good background in this area, but I'm watching it. If in the future, when you come to advise us, if there's any concern because of this problem with regards to markets being uncertain, because of geographical investment, please let me know. Based on what you said, it's not really a big concern for our office at this time.

Pantheon Managing Director Jones: Within the Pantheon portfolio, I wouldn't view it as a big concern.

Trustee Trask: Okay, great. Thank you.

Pantheon Managing Director Jones: Yeah, absolutely.

Chair Waihe'e recognizes Vice Chair Alapa.

Vice-Chair Alapa: I have a question on a couple of the terminology you used or what's written here. One is *record levels of dry powder*, *what does that mean?*

Pantheon Managing Director Jones: Yeah, *dry powder*, it's an industry buzz word. It means capital that investors have committed to private equity managers and their funds that hasn't yet been invested. So, it is capital that private equity managers have, and they typically have a period of 5 years to go and find companies to buy. They have that capital, but they haven't yet found the companies to buy, and there is a clock that's ticking because they only have 5 years to find those companies.

Vice-Chair Alapa: *What happens if they don't?*

Pantheon Managing Director Jones: They would speak to their investors and either get an extension or cancel the remaining commitment if they didn't think it was a viable strategy. I think what it should illustrate is there's a lot of capital on the sidelines that managers have the ability to go and buy companies with, and they're all looking to do that right now. So, there's a lot of appetite to go and start making deals, and we're already seeing at the start of 2024, a pickup relative to what we saw in '23 in terms of activity.

Vice-Chair Alapa: Okay, also you mentioned about a 30% increase, *what does that translate in dollars, the 30% increase in our fund, on page 17?*

Pantheon Managing Director Jones: Yes, 13% of the value that you had with Pantheon was distributed back to you, so we sent you back cash equating to 13% to the value of your investment.

Vice-Chair Alapa: *13 or 30?*

Pantheon Managing Director Jones: 13% of the value of your investments were returned back to you in the last 12 months.

Vice-Chair Alapa: *And that amount was?*

Pantheon Managing Director Jones: 1.7 million against a starting amount of 12.7.

Vice-Chair Alapa: Got it, thank you.

Chair Waihe'e recognizes Trustee Galuteria.

Trustee Galuteria: Thank you. Iain, thank you for your presentation. Just a couple of things, when I saw *dry powder*, the term *keep your powder dry* comes to mind, because when you're ready; you're gonna fire away.

Pantheon Managing Director Jones: Right.

Trustee Galuteria: On page 12, this is just a general question, it's the reduction in exit activity increase hold periods. I'm noticing that in the graph here, the number and value of exits continue to trend down, yet in 2021, there's an incredible increase. *What does that do?*

Pantheon Managing Director Jones: Yeah, if we think back to 2021, we had a lot of money flowing through the financial system, because we had COVID-related stimulus. There was the reduction in interest rates, and so there was a lot of money in the system, and that pushed up valuations across the board, so both public valuations, but also valuations on the private side. So, managers who had good companies, were looking to take advantage of that and crystallize strong exits for those companies in an environment of heightened valuation and frankly, a lot of free money.

Trustee Galuteria: *Was it chaotic during that period?*

Pantheon Managing Director Jones: It was incredibly busy, everything got turbo charged. So, the investment activity, the exits that were coming back. Fundraising, so when groups go out and raise more capital to make new investments, everything was sort of turbo charged in 2021.

Trustee Galuteria: Finally, nothing specific to our portfolio, but from a personal and obviously professional perspective, because it will affect our investments - *what is your view of the current status of our economy?* It depends on who you talk to, it's an election year, so guys on the right are talking one way, guys on the left talking another way, if you could be as candid as possible.

Pantheon Managing Director Jones: I would say, as we think about our investment activity in 2024, which is reason for a lot of joy, there appears to be a decline in inflation, and it's coming, it certainly feels like it's under control currently, and it's trending towards the rate and the amount that the Fed would like to see. If you saw the sort of minutes from the meeting today, I think the Fed have softened their stance and are preparing, if you believe the market, to cut interest rates. And that's in real response to a decline in inflation. So, I think the market views that positively and lower interest rates, less debt burden, I think you're going to see a slight recalibration in valuations, and we would expect more activity to come as a result of that.

I also think you've seen some optimism as it relates to things like productivity gains which have been notoriously elusive, but more recently we've seen a little bit of an uptick there, which is some reason for optimism. So that's the sort of positive, the soft landing that was much talked about. I think there is a real shot that the Fed could sort of stick the soft landing this year, and you would enter a period of less volatility; more prosperity. So that's sort of the upside case, and I think there's a lot of merit to that, as whenever you look at the macro and make predictions, there will always be uncertainty on the horizon. There's plenty of it, of course, for geopolitical tension. So, that's a very classically hedged answer, but I think there's a lot to like about the U.S. Economy today, but as always, there are threats.

Trustee Galuteria: Yellen feels very confident about it, she talks very highly of it. *So, 2024 should be a good year?*

Pantheon Managing Director Jones: There is a view within the private equity world that I think, after everything ground to a halt in 2023, I think the people expect '24 to be a little bit more back to business as usual. Lots of attractive companies to buy, good money to be made for great businesses that are resilient in the right sectors and subsectors, and we agree.

Chair Waihe'e recognizes Trustee Souza.

Trustee Souza: Thank you, Chair Waihe'e. Iain, thanks for being here. Vijay, thanks for setting this up. We love the updates. Question - *we haven't recommitted since 2014, correct?*

Pantheon Managing Director Jones: That's right.

Trustee Souza: That's almost 10 years, so to your knowledge - *what is the best private equity industries right now, I mean showing the most growth potentially?*

Pantheon Managing Director Jones: Good question, I can answer it more generally, and then I think where we, as a platform, are allocating capital and where we're seeing opportunities. I alluded to the latter during the presentation, but for Pantheon, we invest in three ways, so we make investments with underlying fund managers who are the best in breed, best in class.

They're often sector specialists, they're highly operationally focused. So, they're buying companies, making them better, repositioning them, ideally exiting at strong returns. We'll co-invest alongside those businesses. So, we get underlying company exposure, and then we'll make secondary investments where we're buying midway through the life, more mature businesses.

We have a thesis around secondaries at the moment that they're particularly compelling, because there is still a need for liquidity in the market. That is generating both institutions like yourselves, who are coming and saying, I need to sell some of my private equity holdings, and you're able to buy those positions at anywhere from a 10 to 25% type discount. It's all about the inherent value, but we think that's very compelling right now, because there is a lot of need for liquidity in this market, and we're seeing different groups tap this market and this market grow and grow and grow. So, we like that a lot for Pantheon, there are many benefits for investors, and some would be directly applicable to your portfolio. So, I think that that's something to think about.

More generally, and I touched on it a little bit in my prior response, but we really have a bias towards cycle-tested, resilient businesses in areas like tech and software in particular, business services, healthcare and healthcare services.

So often asset-like businesses, full integration of technology, that are growing quickly, but they're not high growth. So, they're very profitable, and they're growing quickly, ideally, they have strong margins. What's so attractive about private equity ownership is the best sponsors have a reputation within their niche, within their sub-sector of being fantastic stewards of these businesses and helping the original founders or the current owners realize the next leg of growth and the next generation of growth.

So, there is a narrative. I think, at the moment, because valuations have come down a little bit, if we do see a period, that is a particularly strong U.S. economy, there will be fantastic opportunities buying now, for those businesses, which are always going to be valuable.

Trustee Souza: Thank you.

Vice-Chair Alapa: Okay, so in your opinion, *why do you think, companies, why are they not selling? Why are companies holding out from selling?*

Pantheon Managing Director Jones: Really this was, more within 2023, there was a divergence in the valuation expectations of the companies relative to what buyers were willing to pay, and a lot of it came down to interest rates and the cost of the debt, because if the debt is more expensive, to generate the same return, all things being equal, you have to pay a lower price for it. So, it was really the interest rates and the cost of the debt, and it was the pace at which interest rates were moving, because that created the uncertainty, and the last thing people want is uncertainty.

So, that is why companies weren't selling, because they weren't getting bids, and there was no bid in the market at the price that they were hoping to sell for.

Vice-Chair Alapa: *And how long have you had our portfolio?*

Pantheon Managing Director Jones: I personally been involved with the portfolio since I moved to San Francisco in 2015.

Vice-Chair Alapa: Okay, so what I'd like to know is, *what has OHA given you, and what have you returned since, and then how does that equate to like an annual percentage of return?* I know you mentioned that, but I just wanted to hear more.

Pantheon Managing Director Jones: All of the commitments that you'd made to Pantheon had been made prior to the time that I took over the relationship. So, you'd make commitments to those funds, but those funds often have an investment period of four to five years, so we were still making some investments.

On Slide 18 you can see the amount of investments that were made post 2015, so it equates to approximately 17% of your portfolio, the investments that were made since I took over the account.

Now the exits from the portfolio, and the amount that we've returned over the last eight years is a great question, which I don't have the answer to off the top of my head. In total, since inception we have returned 57.2 million dollars, and there's a remaining 11.1 million in value, that's in total since inception. I don't have the number since 2015, but I could get that for you.

Vice-Chair Alapa: Please, I'd appreciate it.

Pantheon Managing Director Jones: When I inherited the portfolio, it was less mature and still in value creation phase, now it's in harvesting or exit phase. So, the majority of those distributions, that 57.2 would have come in the last 8 years, I think, is reasonable to say, but I'll come back to you with an exact number.

Vice-Chair Alapa: Yes, I would like a nice accurate number, thank you. I'm going back to the vintage; we're looking at the returns. They look pretty low to me compared to the beginning, and I know you just came on board. *What again, could you attribute that to?*

Pantheon Managing Director Jones: So, those aren't the returns in that vintage chart, that's the percentage of your total investments in any given year. The returns by fund are on Slide 16, and all of these investments were made prior to my coming on board, but these stronger returning funds were the investments that you made in 2010, 2012, 2014 and that was really a product of, they invested after the Global Financial Crisis, and so it was an attractive environment to generate attractive returns.

Vice-Chair Alapa: Okay, thank you.

Chair Waihe'e asks if there are any further questions.

There are no further questions.

Chair Waihe'e: Thank you so much, Iain.

Pantheon Managing Director Jones: Wonderful, thank you for inviting me. We really value the partnership, so thank you for being fantastic clients over almost two decades, and we look forward to coming back and talking about your portfolio next time.

Chair Waihe'e: Thank you, Iain. Thank you, Vijoy.

IV. NEW BUSINESS

- B. Action Item RM #24-01: Approve the designation of Stacy Kealohalani Ferreira as the Office of Hawaiian Affairs' Authorized Organizational Representative for the Administration for Native Americans, American Rescue Plan Act, Emergency Native Language Funding Opportunity for Native Hawaiians and Pacific Islanders Grant Award, supporting OHA's Native Hawaiian Language Preservation and Maintenance: Community-Based Research Project**

Chair Waihe'e asks if there is anyone signed-up to testify on this agenda item.

RM Staffer Akina: No one has signed-up to testify on this agenda item.

Chair Waihe'e turns it over to Ka Pouhana Ferreira.

Pouhana Ferreira turns it over to Ka Pou Nui Casey Brown.

Pou Nui Brown: Mahalo, Ka Pouhana. Aloha Mai Trustees. The first of several actions coming your way this afternoon is the designation of Stacy, our new CEO, as our Authorized Organizational Representative. This is a housekeeping move, Trustees, it's very straightforward. OHA as a recipient of a grant from the ANA, it's a grant that's meant to perpetuate 'Ōlelo Hawai'i, being that it's a Federal grant, and we have a new CEO, we need a board-approved action to replace our prior authorized representative, and the CEO is the proper representative, in this case. So, we bring this action to replace our old CEO with our new one.

Chair Waihe'e asks if there are any questions.

There are no questions.

Trustee Lindsey moves to approve the designation of Stacy Kealohalani Ferreira as the Office of Hawaiian Affairs' Authorized Organizational Representative (AOR) for the Administration for Native Americans (ANA), American Rescue Plan (ARP) Act, Emergency Native Language Funding Opportunity for Native Hawaiians and Pacific Islanders Grant Award, supporting OHA's Native Hawaiian Language Preservation and Maintenance: Community-Based Research Project.

Trustee Souza seconds the motion.

Chair Waihe'e asks if there is any discussion.

Chair Waihe'e recognizes Trustee Galuteria.

Trustee Galuteria: Thank you. I'll be voting in support of the motion. *Casey, this would be a good opportunity to let us know the status of the grant. Is it an ongoing grant?*

Pou Nui Brown: Sure, as a grantee, OHA then sub-granted this work to four organizations, but we are not a pass through here - we are a contributor to this grant. So, the output of this grant is to deliver a report on 'Ōlelo perpetuation and normalization programs.

The sub-grant is to four organizations;

1. Papahāna Kūāʻola - Nā Leo Makamae;
2. 'Aha Pūnana Leo – Noi'i OHA;
3. Ke Kula 'o Pi'ilani – Ka Piko Kaiao; and
4. Hui o Hanohano – Piliñāhāleo

The Grants range from \$70,000 to \$85,000 across the four organizations and it's for them to run programs or to help with gathering of data around the 'Ōlelo education. It's specifically delivered in a multi-generational format, so we want all of this program information and data collection to occur amongst these program and sub-grantees. That then gets collected up to our teams, and we can help produce the report and write the report that gets delivered.

We track all four grantees via our grants monitoring process, all of them are on track, they're all compliant in terms of status. We are always monitoring and evaluating the status of compliance with our grantees and everything's on track, Trustee.

Trustee Galuteria: *Is this a one time, or an ongoing?*

Pou Nui Brown: This is a one time.

Trustee Galuteria: Alright! Okay, Mahalo. Thank you.

Chair Waihe'e asks if there is any further discussion.

There is no further discussion.

Chair Waihe'e calls for a **ROLL CALL VOTE**.

MOTION							Motion: 2:22 p.m. Vote: 2:26 p.m.
TRUSTEE		1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
DAN	AHUNA						EXCUSED
KALEIHIKINA	AKAKA			X			
KELI'I	AKINA			X			
VICE-CHAIR LUANA	ALAPA			X			
BRICKWOOD	GALUTERIA			X			
CARMEN HULU	LINDSEY	1		X			
J. KEONI	SOUZA		2	X			
MILILANI	TRASK			X			
CHAIR JOHN	WAIHE'E			X			
TOTAL VOTE COUNT				8	0	0	1

VOTE: [X] UNANIMOUS [] PASSED [] DEFERRED [] FAILED

Chair Waihe'e notes for the record that all members present vote 'AE (YES) and the **MOTION PASSES**.

IV. NEW BUSINESS

C. Action Item RM #24-02: Approve OHA funding of the 13th Festival of Pacific Arts & Culture, Hawai'i 2024, Ho'oulu Lāhui: Regenerating Oceania

Chair Waihe'e asks if there is anyone signed-up to testify on this agenda item.

RM Staffer Akina: Yes, we have one beneficiary signed up to testify, Dr. Aaron Salā.

Dr. Aaron Salā: Aloha nui o kākou, RM Chair Waihe'e, RM Vice-Chair Alapa, Trustees of the Resource Management Committee. Thank you for this opportunity to provide testimony this afternoon to this committee.

My name is Aaron Salā, it is my incredible honor to serve as Festival Director on behalf of the State of Hawai'i, as we prepare for Hawai'i's hosting of the thirteenth Festival of Pacific Arts and Culture. In the room, I would also just acknowledge Dr. Makanani Salā, who is acting as Director of Operations for the Festival.

Dr. Aaron Salā: As we were provided the time and space at the Trustees' December BOT meeting to present on the festival, I will stand by that presentation here today.

Additionally, however, in reflection of that \$1.5 million dollar ask of the Office of Hawaiian Affairs, and per CEO Ferreira's ask of me - I have emailed CEO Ferreira with cc: to Board Secretary Itokazu, an itemized budget based on specific requests from Trustees to better understand the proposed expenditure detail. My understanding is that it was disseminated. Thank you.

Dr. Aaron Salā: Please know again that this ask is meant to establish the Office of Hawaiian Affairs as a co-host along with the State of Hawai'i, which has provided more than 10 million dollars for this engagement, the largest convening of indigenous Pacific islanders in the world.

Trustees, I think it important to note that this ask is not meant to be reflective of a community organization's request for support of a community event. The Festival of Pacific Arts and Culture, since its inception in 1972 has served as a platform for engagement at the highest levels of government within the Pacific region. It is meant to bring pacific peoples of pacific countries together, to discuss the triumphs and trials of our peoples in the face of climate change, geopolitical dynamism, environmental sustainability issues, regenerative economic challenges; the list goes on. All of this is founded through this festival on the platform of pacific cultural worldview, cultural knowledge, and cultural practice, all through points that continually and directly connect us to our ancestors.

This thirteenth festival is the first time that Hawai'i will host this engagement in its 52-year history, and as a once in a lifetime opportunity, this will likely serve as the last time that Hawai'i will be selected as host for at least two generations. We therefore make this ask, working on behalf of the State of Hawai'i, working in partnership with leadership at the highest levels of the United States of America.

Dr. Aaron Salā: Indeed, my own personal goal, as I shared in the Trustees' December meeting, and as I have corresponded on with CEO Ferreira since begging your indulgence today, as I reiterate it here, is to support the Office of Hawaiian Affairs in reemphasizing its role as a representative, and in reflection of a nation among nations. The festival should be leveraged by and for this office to meet eye to eye with such organizations as the National Indigenous Australians Agency of Australia, the Office of Samoan Affairs in American Samoa, the Council of Indigenous Peoples in Taiwan, and the Ministry of iTaukei Affairs in Fiji, to name just a few.

Indeed, one of our long-term goals, for the large and robust cost of the hosting of this festival, as we prepare to host in the most Pacific, in the most Hawaiian way possible - is to assure that we have re-solidified our relationships with our 'Ohana Pākīpika. That as Hawaiians and beneficiaries of this office, we rekindle our relationship with the people with whom we share this ocean. That as Pacific people, we remember our place as children of this vast ocean, living, struggling, thriving in this our sea of islands. Thank you for this time. Aloha.

Chair Waihe'e: Thank you, Aaron.

Chair Waihe'e recognizes Trustee Lindsey.

Trustee Lindsey: Aaron, *how long is this festival? From what date to what date?*

Dr. Aaron Salā: Trustee, the official dates are 6 to 16, June of 2024. We have moved the official wa'a arrival ceremony to June 5th. So, official dates, opening ceremonies on the evening of June 6th, with the wa'a arrival predating that by one day.

Trustee Lindsey: Thank you.

Chair Waihe'e recognizes Trustee Trask.

Trustee Trask: Trustees, I just wanted to let you know that when Aaron had first come in December, I had asked him the question because I was concerned that there was not sufficient revenue to bring in indigenous women not only from Hawai'i, but elsewhere. Since that time, I went ahead and checked it out, and I just wanted to let you know that I'm retracting the request I had for an additional \$100,000. I called some Ni'ihau shell lei makers, who I knew, and they said they were online. I checked with many people on my island and a few others that are not, but I was very surprised to learn that there really was an effort made for gender equity. When I looked first at the materials it was about things like stone making, wa'a carving. We know we don't have a lot of women there, but there are a lot of women that have been included, and I just wanted to say that I looked at it and thank you, Aaron and your team for being gender inclusive. Thank you.

Dr. Aaron Salā: That's our kuleana.

Chair Waihe'e asks if there is anyone else signed-up to testify on this agenda item.

RM Staffer Akina: No one else has signed-up to testify on this agenda item.

Chair Waihe'e asks Dr. Salā to remain at the Board table during the discussion of the Action Item.

Chair Waihe'e turns it over to Ka Pouhana Ferreira.

Pouhana Ferreira turns it over to Ka Pou Nui Casey Brown.

Pou Nui Brown: Mahalo, Ka Pouhana. Trustees, in this action item, I want to focus on section III. E., this is the heart of the request here. You folks have the presentation from Aaron Salā, Festival Director, and we have some prior actions related to this that I want to provide you for context.

The Board of Trustees did already allocate and approve \$500,000 for the FestPac funding. The funding was split and allocated into two different fiscal years. So, you'll see that the recommendation is that all the money come up front because the festival would request that, so we have a request based on the presentation from the Director of the Festival, and the request was for 1.5 million dollars. The 1.5 million here in Section III. E. breaks down as follows, per Aaron's presentation:

- \$500,000 – Wa'a, Carvers, Heritage/Artistic, and other programming
- \$500,000 – Pacific Traditional Leaders Forum
- \$150,000 – Ecumenical Service
- \$350,000 – Opening and Closing Ceremonies
- \$1,500,000 – Total

Pou Nui Brown: So that's the budget breakdown for the 1.5 million ask, and in the Action Item, right below is what opportunities OHA will receive with that level of funding.

The recommendation, Trustees is to fund 1.5 million dollars for FestPac, based on the requests from the Festival Director and the team behind him, and the alternative recommendation is to approve a different funding amount of your folks' choosing, and we will want you folks to deliberate. Aaron Salā is here and available to field any questions that you folks may have.

Vice-Chair Alapa recognizes Trustee Akina.

Trustee Akina: Thank you, Madam Vice-Chair. Casey - is the proposal before us today for 1.5 million additional to what we have already committed, or it brings it up to 1.5 million.

Pou Nui Brown: It brings it up to 1.5 million.

Trustee Akina: Thank you, appreciate that.

Vice-Chair Alapa recognizes Trustee Trask.

Trustee Trask: Colleagues, I just want to speak very strongly in favor of this. There's a belief, an attitude among some, that the South Pacific festival is really just something to drive tourism, but it is not that. It's an opportunity for us, as an office, native people, to bring other indigenous peoples of the Pacific in, for all kinds of exchanges. I told the Trustees earlier that I'm working separately with other indigenous women who will come to look at things that are not on the agenda, but very important things, domestic violence, and other things. I wanted you to know that a great deal of this work is going on, so when you look at the activities that they have put together for us, it's not limited to that. For those of us who are here, it is a great opportunity to include other things that may not be included on the agenda, and I'm just really in support of giving them the money they need.

I know that at one time Trustees we're looking at 0.5 million, years ago... We should look at the cost of living that has also increased. I just wanted to speak that I'm very much a favor of this thing, and I think we need it, and it'll be a shot in the arm for our people and give everybody a chance to strengthen our 'ohana bonds in the Pacific. Thank you.

Vice-Chair Alapa recognizes Trustee Souza.

Trustee Souza: Mahalo, Madam Vice-Chair. Aaron, thank you for being here, Makanani, good to see you. I think I mentioned the first time I want to be everywhere; I want our OHA logo everywhere, I want us as Trustees and Admin. staff to be everywhere. I'm glad Trustee Trask also mentioned that we can add certain things of value to this 10-day long event, and I'm looking forward to that as well, and only we can control that. Thank you.

Chair Waihe'e recognizes Trustee Akina, followed by Trustee Galuteria.

Trustee Akina: Thank you. Thank you so much, Aaron. We've had many forums come to Hawai'i, including Asia Pacific Economic Cooperation, APEC, and so forth, and one of the things we've seen in other kinds of convenings is coming and going, with no long-term plan for the execution of ideas, further cooperation, and so forth. One of the things that is very important about the festival is that it will promote political leadership and regionalism.

What do you have in place for the continuity and development of ideas along these lines after the festival, and that would particularly be able to involve OHA?

Dr. Aaron Salā: Thank you very much for the question. It is one of the questions we are being challenged with by State Legislators as well. *What is the long-term impact? What is the long-term return on investment?* So, let me rewind just a little bit Trustees, and note that the departure in this engagement between APEC and IUCN, is that in APEC and IUCN, ultimately attendees are paying a registration fee.

The Festival of Pacific Arts and Cultures is much more expensive for us because we are hosting in a Pacific way. Ultimately, the responsibility of delegates and countries is to get themselves to our house. Once they're here, we host them, we feed them, we provide housing, we provide transportation, we provide programming. So, therein lies the vast majority of the cost of this festival.

Dr. Aaron Salā: It's an important piece of reminding us our responsibility as Pacific hosts. So, in response to the kinds of challenges we've been asked to provide in terms of; the long-term investment, lie in economic growth, creating a thriving hub for ongoing revenue and engagement with the Pacific, stimulating local and international economic activities, and fostering sustainable development. So, I'll just put a note here that one of the engagements we're really hoping that OHA is, especially to Trustee Souza's point, especially involved in - is an engagement with traditional leaders.

So, to that end we are planning to host an engagement at 'Iolani Palace that is inclusive of the royal family of Tonga, the Great Council of Chiefs from Fiji, representation of the Paramount Chiefs of Samoa, Pa Ariki, the Queen of the Cook Islands, and this is an anomaly, it is a unique activity for the festival. This has not happened in the festival's history, but it is also Kalākaua's dream. Our hope is that the Office of Hawaiian Affairs will be the convening host for that engagement at 'Iolani Palace. That is part of this ask.

The goal therein is to look at the role of traditional leadership, in the face of climate change, in the face of contemporary living, in the face of geopolitical situations in the Pacific, and in the face of looking at this economic development and the role of traditional leadership in economic development. So, ultimately the foundation is set with a cultural worldview; Pacific and Hawaiian worldview. But really the goal is to stand firmly upon that foundation and look robustly at the future.

Dr. Aaron Salā: We're also considering programming and sustainability in the long-term, addressing climate change and sea level rise in the Pacific, implementing eco-friendly practices and minimizing environmental impact. So, this goes back to the notion of Tuvalu, and their desire to redesign themselves into the metaverse as a response to ocean level rise, and so, partnering with Tuvalu in the long-term, and really looking at what that means, how Hawai'i can support and learn from Tuvalu.

Engagement with innovative technologies, using cutting-edge technologies to modernize cultural practice, showcasing the rich cultural heritage of the Pacific through virtual experience, socio-cultural well-being, re-centering culture and environment and public policy, like we're trying to do with the Office of Hawaiian Affairs. I think that is in line with the policy and the strategy of the Office of Hawaiian Affairs.

Preserving and celebrating diverse specific cultures and contributing to socio-cultural well-being. Then, of course, geopolitical engagement which I personally feel as I've shared with CEO Ferreira is the heart of OHA's engagement in this convening.

Establishing Hawai'i as a venue for high-level convenings, again, in using the traditional leaders' forum as one example of that. Enhancing diplomatic and geopolitical engagement, strengthening relations across the Pacific.

If I can be so bold as to sort of insert my ego here, I just come from the perspective that Hawai'i, as a result of the kind of diversity that finds itself living here in peace, navigating and negotiating our peace on a daily basis. I just come from the perspective that Hawai'i is the key to world peace. The peace between Israel and Hamas, we find that here and it's a special kind of engagement that Hawai'i has - that is unique in the world.

So, from my perspective, an engagement again with CEO Ferreira, and really helping to set up as much as we can the success for the Office of Hawaiian Affairs. Again, leveraging the power of this festival is really to establish the Office of Hawaiian Affairs as that convening venue, that the Office of Hawaiian Affairs should be the convening venue on behalf of the nation of Hawai'i.

So, I hope that answers your question. I realize that's a little bit more long-winded that you may have anticipated, Trustee. Thank you.

Trustee Akina: Thank you.

Chair Waihe'e recognizes Trustee Galuteria.

Trustee Galuteria: Thank you very much. Chair. Obviously, for myself, I'll be voting in support. My question is more along the lines of culture and protocol must permeate every aspect of this Pacific Fest, because it'll take us back to where we began.

As you mentioned geopolitically, it'll put OHA in the right space to move forward on our wa'a. So, my question has to do with wa'as. So, I'll bring it down right down to ground level or ocean level, if you will. You mentioned wa'as so I'm very interested in who's coming with their wa'a, because we have from all of our islands, but *what about the other island nations, who's coming?*

Dr. Aaron Salā: Fiji is sailing Uto ni Yalo from Fiji, Cook Islands are sailing, French Polynesia is sailing Fa'afaite, New Zealand is shipping their canoe to Hawai'i to participate in the wa'a arrival. I think we have four canoes coming from Micronesia, all being shipped over. The plan right now is that PVS will sail Hōkūle'a down to Ra'iātea in March and come back up with the canoes that are sailing up. We have 'Ohana wa'a, with Kānehūnāmoku as lead, Bonnie Kahapea, a woman...Trustee Trask...leading the charge on the wa'a programming. 'Ohana Wa'a will serve as the host for that engagement.

Again, to Trustee Souza's point, obviously we would want OHA's robust engagement and representation in the wa'a arrival ceremony.

Trustee Galuteria: *Is Trustee Trask's island coming? Are they bringing their wa'a?*

Dr. Aaron Salā: Yes, as is Maui, and if I can just assert what we're trying to do is keep the wa'a people here as long as we can. They're already in our conversations with the wa'a people, they're already getting sort of antsy to leave O'ahu as quickly as possible so that they can circulate the islands over the course of the festival. So, we want to make sure that we've done the wa'a programming that we have scheduled for O'ahu before we send them up, everyone wants to go to Maui. Every single delegation has asserted that they want to pay tribute to Maui and we're trying to facilitate that with the with the Governor's office.

Trustee Lindsey, I may reach out to you to help us facilitate what that looks like. So, the wa'a programming and the carving programming especially, are quite large, quite robust programs in the festival.

Trustee Galuteria: Terrific, I appreciate that, mahalo.

Dr. Aaron Salā: Thank you, Trustee.

Chair Waihe'e recognizes Vice-Chair Alapa.

Vice-Chair Alapa: Aloha, Aaron. I would like to know, *what is the breakdown of the ecumenical service that you have for OHA to conduct, \$150,000?*

Dr. Aaron Salā: Yeah, so we have \$90,000 for personnel. The way that we've defined personnel here, I should note to Trustees that personnel here is described as cultural practitioners and artist fees, the administrative program, staff, government liaison and event production support personnel. That money stays here, that money comes to us and it stays here in Hawai'i.

So, for the ecumenical services, \$90,000 for the personnel that is inclusive of our engagement. Ultimately, that June, the ninth is Ali'i Sunday, it's Kamehameha Sunday. So, we are in discussion with Aha Hīpu'u and Kawaiha'o Church to see if they might be willing to move their service up so that we can bring that same personnel over to Stan Sheriff.

Dr. Aaron Salā: We had, just as a quick aside, we had originally planned that we would do the ecumenical service at Kawaiha'o, however we far exceed personnel capacity. In addition to that Trustee Alapa, translation and interpretation, which will run the gamut throughout our programming both from English main scripts to 'Ōlelo Hawai'i, and also to French, for French Polynesia, and then media and broadcast. So, the goal here in media and broadcast again, I insert myself here to assure that all media and broadcast is brought to you by the Office of Hawaiian Affairs. So, media and broadcast over the course of this ask comes up to a total, I think, of somewhere around a quarter of a million dollars.

Chair Waihe'e recognizes Trustee Akina.

Trustee Akina: Thank you very much. Aaron, just to follow up on your last visit to us, at that time you had a certain budget figure in mind, and you had to raise a certain amount in order to be viable. *Can you give us an update on that? Have you achieved your goal?*

Dr. Aaron Salā: Yes and no, thank you for the question. The Commission has approved a budget of 20.309 million dollars. The total State give is 12.5 million dollars. So, we are getting 5 million dollars from the legislative appropriation in 2023 and 5 million dollars from the Governor's discretionary fund. As a way of coming to the table, our goal is to raise an additional 5 million dollars inclusive, of this 1.5 million dollars. All taken then, we have raised, I think it is 2.5 million dollars, if we're successful with this 1.5 million dollar ask, and then we'll have to raise another 2.5, so that's where we stand.

Trustee Akina: So, you could leave this room today just 2.5 million away from being viable.

Dr. Aaron Salā: Yes.

Trustee Akina: Then the programming, as far as you're concerned, it's going to go forward successfully.

Dr. Aaron Salā: Absolutely.

Trustee Akina: Well, I congratulate you on that, and let me just follow up with my other question I had after your first visit, and I'll amplify it a little bit. You're creating an organization now, with new personnel, contractors, grantees, and so forth. A lot of moving parts, very quickly that will come together and then disperse. We've seen organizations like this respond to the recent pandemic. We've seen it in crisis situations, such as on the island of Maui with the wildfires, and many of them have had challenges with their financial integrity.

As we partner with you, we are partners, we're concerned, our kuleana is definitely for the trust funds that we will impart to you. But, our kuleana is beyond that, we care about the integrity of all our peoples together. *What financial measures do you have in place to ensure financial integrity of the entire process?*

Dr. Aaron Salā: Thank you. As you can imagine, we are under audit at all times. We are working with DBEDT now to bring the auditor on immediately, so that as we spend down these funds, that we work with the auditor throughout the process, rather than waiting to the end; so that's part of it. We are working with a CPA firm, a rather reputable CPA firm and a reputable Native Hawaiian bookkeeper. So, at the very lowest level in our day-to-day operations everything goes into accounting mode and then working with DBEDT.

Dr. Aaron Salā: Let me also note, Trustee, that our responsibility to the Commission on FestPac is that we report all funding, not just on State funding. So, our responsibility, then to the Commission, again, the Office of Hawaiian Affairs has a seat on this commission. Our responsibility is to report all funding that will include the Office of Hawaiian Affairs funding; includes all philanthropic donations includes, every penny that comes to us in support of this festival. So, you will have access to understanding the spend down of funds at any time you wish to know, and we will coordinate that with CEO Ferreira.

Trustee Akina: Thank you, Aaron. I appreciate that.

Dr. Aaron Salā: Absolutely.

Chair Waihe'e recognizes Trustee Akaka.

Trustee Akaka: Mahalo. Mahalo for joining us today. I do have a number of questions and concerns as well, that I wanted to discuss with the Board. One of the questions is, regarding the breakdowns and the requests, and the entities that you're using, and contractors. *Were there RFPs put in, where you got the highest or best use or economical options?*

Dr. Aaron Salā: Sure, so in the way that the State did the RFP, the RFP was for a festival provider, and so we were awarded the contract of Festival Provider. So, beyond us, subcontractors are not subject to procurement, that is, by State procurement policy. However, DBEDT has reserved the right to approve or disapprove any submitted subcontractors, that is to say, that DBEDT must approve all subcontractors before subcontractors can be contracted.

Trustee Akaka: So, for instance when the ask includes regarding media broadcast, hospitality, supplies, equipment, security, and all of this, this is properly vetted, and there's prudence in terms of what the decisions are, and how you came to decide on who your vendors will be, because, this is a process that we have to go through with every single project we have going on.

Dr. Aaron Salā: Absolutely, again, all subcontractors are vetted through the Department of Business Economic Development and Tourism, per our contract.

Trustee Akaka: Okay and is DBEDT the one to make the final decision on in terms of everything on there from media to security, and so forth.

Dr. Aaron Salā: In terms of these particular line items...

Trustee Akaka: Yeah, *do you folks, have decided, who your contractors or entities will be that will be paid for these services?*

Dr. Aaron Salā: Yes.

Trustee Akaka: Hmm... *And what is the basis on the amount that they're charging?* Is this um...

Dr. Aaron Salā: So, on one hand, we've done our own version of procurement in terms of pulling bids. On the other however, given the lack of time for us to get the festival implemented and executed, the goal was to find organizations that were experienced in the doing of this kind of work at this level. That is working in and with Pacific peoples. That is working in and with production at the highest level. That is representative of the State of Hawai'i, as we would like it reflected in this festival.

Trustee Akaka: Okay, and the structures that you folks are building - *are these going to be used for the future, so going to a museum or some entity?*

Dr. Aaron Salā: Yes, so for the festival village, the strategy is twofold.

On one hand, we are partnering with the Department of Education to assure that any school in the Department, or charter schools, private schools, etc. who wish to adopt, as it were, a *Hale*, post-festival, are welcome to do so. That part of the narrative and the strategy of the *hale* of the festival village itself ultimately looks at the removing of invasive species, building them into a usable structure and then creating curriculum potentials post festival. This is to Trustee Akina's point as well in terms of the long-term impact.

On the other side of it, again, in terms of long-term impact, our goal is to look at the viability of engaging a Pacific marketplace on a biannual basis that necessarily brings back artisans and cultural practitioners from the Pacific to engage in economic and professional development on the Biannual.

Trustee Akaka: Okay, so what I want to say as well is, I want to say this respectfully to FestPac and to our Board and Administration, that there is some sticker shock when we received that request of 1.5 million, because when I think about short-term and long-term impact, I also think about what this would mean for our beneficiaries. The positive impacts of this festival, but also the positive impacts if we were to take, what would be aprecedented amount of funding that we would provide towards something else. Say, for instance, our other pillars from health to education, economic stability, and so forth.

So that is a strong concern for me, because it would be very challenging to have our beneficiaries and constituents contact us short and long-term, saying, wow, 1.5 million dollars. We have such great concerns in Lahaina. We have such great need within our communities, and this is but a 2-week event. *How do you explain that with confidence?*

And even just with looking at what the sponsorships that we have currently in this agenda, and if you look at the cumulation of the next two years, the last two years, and how much we have spent and allocated, this this is a great jump from what we have been contributing. I look at prudence, and to me, I do have some concerns in terms of such a high figure, such as 1.5 and I was concerned how FestPac as an entity even came to those figures initially. Because when we were presented in December, the details that were provided really, didn't provide much insight into what was asked given the amount of funding that was requested, but if you could give some peace of mind so that one or more could feel comfortable in going forward with an amount from the voted on 100,000 to 500,000, or if it would be more than that if there could be more information or peace of mind provided in going forward... *Administration, perhaps, or the FestPac team?*

Dr. Aaron Salā: I'm sorry, Trustee, I may be misunderstanding your question. You're asking for me to provide you peace of mind based on the jump from 500,000 to 1.5 million.

Trustee Akaka: Mhmm.

Dr. Aaron Salā: So, let me just note that I was unaware of a 500,000 give agreed upon rate of funding level. So, the December 7th presentation of FestPac to the Office of Hawaiian Affairs represented my first presentation as Festival Director to the Office of Hawaiian Affairs. I was actually unaware of the 500,000 agreed upon, I think it may predate me. I think it also predates CEO Ferreira. So, I apologize that I was unaware of that.

Dr. Aaron Salā: The 1.5 million dollar ask, again, forgive me for being so bold. I was asked to make a 3 million dollar ask of the Office of Hawaiian Affairs, and in consultation with our team and consultation with the Commission, we decided that because the Office of Hawaiian Affairs was necessarily engaged, and rightfully so on Maui, that a 3 million dollar ask would be too forward of us in an engagement such as this.

The \$1.5 million ask - is really reflective of our desire again to establish the Office of Hawaiian Affairs as a representative of a nation among nations as a co-host for this engagement of 3,000 delegates coming from 28 countries across the Pacific.

I well note, very, very well note, Trustee Akaka, your concern as to how this might be better served elsewhere for beneficiaries. I come from the perspective, as a Native Hawaiian myself, who grew up in the Pacific region, bobbing up and down on these islands. I know the power of this festival, and that the goal of this festival ultimately is to rekindle our relationships as Hawaiians in the Pacific, we don't do this well.

Native Hawaiians don't do Pacific Islanders well at all, we don't even see them walking down the street, and we have the largest diaspora population of Pacific Islanders living right here up the road from this building.

So, the goal, therefore, is from my perspective, again I apologize, I ask your indulgence, as I speak rather forwardly - the goal here is to understand the role that your beneficiaries play. As a beneficiary myself, as hosts, in an engagement such as this, we will not get this opportunity again. It up offers us likewise an opportunity to show our Diaspora Pacific Islanders living in Hawai'i, that we see them, and that 'seeing' is critical to our success as Pacific Islanders. Maybe I should just stop there, and again, beg your indulgence. Thank you.

Trustee Akaka: Yes, and just as a reference for all you folks, even half a million dollars is a lot for us at the Office of Hawaiian Affairs. 1.5 million would be a big chunk of what we receive annually from the Legislature before we would only get about 15.1, we worked it up to 21.5, and with the many needs that we're working to meet. This is a strong concern of mine.

Chair Waihe'e recognizes Trustee Souza.

Trustee Souza: Mahalo, I wish I could figure out how to get you the other 2.5 million dollars, Aaron. There's no better person to take on this role, as a culture practitioner, as a person who's been embedded, being from Kamehameha; understanding the culture. I think we're going to do it right, so the question should be at the end of the day, what is it going to take to do it right, and so that's my concern.

Trustee Souza: I think 1.5 million dollars is not too much to ask, as Trustee Galuteria said earlier, I will be supporting it. Honestly like, I said, if there's more that we can do as the Office of Hawaiian Affairs, because, honestly, 1.5 is not a lot, and we're fortunate to be in a position where we can spread out the funds. We can support Maui, we could support Kula Kaiapuni. We can support down payment assistance which we're going to do - we're working on.

Trustee Souza: That kind of stuff, where we have a lot to work with and the point is, we want to get the monies out. This is going to support our cultural practitioners, our language people, our entertainers, or whatever it may be. And because we're doing it right, these guys are going to be at the table. So, we're indirectly supporting these guys without giving them the money. We're giving it to you. You are keeping it here; keeping it home. I can't ask for more, so thank you.

Chair Waihe'e recognizes Trustee Trask.

Trustee Trask: Thank you. You know, colleagues, I wanted to respond to some of the previous concerns stated, and thank you, Kalei, for being very clear with your concerns. I was kind of concerned myself because *what kind of a precedent, are we setting?* So, I went to look, and this is what I found out.

Trustee Trask: The South Pacific festival is for us in the Pacific, it includes Polynesia, Micronesia, and Melanesia. Hosts are chosen, based on a rotation. So, this year it will be from Polynesia, it will be from Hawai'i. Four years from now it will go to Micronesia, and it will be someone else, and four years after that to Melanesia. When it returns to Polynesia, it will not be Hawaiian, because we have already hosted, it will not be Aotearoa, already hosted, perhaps it will be Samoa.

When I looked at that, I realized that we're really not setting a precedent. We host this, they will not be back for at least, I think, over 20 years. It'll take them eight years to go through Micronesia and Melanesia. Then when they come back to Polynesia, we're the last in line, so they will have to go to Samoa, four years later, we would have to wait for eight years for them to return. So, I think if you look at it that way, you can see that it's really not a bad precedent, and it's really a great opportunity that may not return for 20 or 24 years to our region.

I wanted to look at that and the other thing I wanted to point out is that when we look at our role, we're always treated like the adopted and hānai child in this state, but when our Pacific brothers and sisters come, and with Aaron, we are elevated to the po'o as the native Pacific Islanders who host and I'm so proud of it. There are things that we have in common with Micronesian and Melanesia, it's not tourism, it's more drug addiction, domestic violence on the rise, but when we bring all of our peoples together, many things are going to be discussed, much sharing will go ahead and that's why I really want to give these folks the money.

I really want to put this last thing on the table, Trustees, they're elevating us to the ali'i of this island chain. We don't have our protocols together yet, we need our kīhei. We have our protocol officer with Keoni, let's take a look at it gang. I want to go up there looking like a team, where's our kīhei. I talked with the Chair, she reminded me, the kalo is our sign. What a great sign, let's start getting this ready.

Trustee Trask: I also am thankful that we have the backup plan, thank you Kalei for bringing it out, because there are going to be some structures built, but already they're looking at recycling it, so we can use it for onshore venues for continuing Hawaiian education. I was concerned about that, but we're not tearing things down and wasting it. So, I just wanted to point that out and say, come on, gang, these folks are lifting us up, they're our Pacific native family. Let's show them what it means to host with Aloha, and let's try to be more of a team and appear that way. Let's get our kīhei and all that ready. You know me, I'm not hula dancer, I am not a chanter, but when Aaron came, he brought one of our ex-employees with him, I think his name was Keola. He had the chants down, it won't be me doing it, but I'll wear kīhei behind you guys, unless you want to do it Keoni, you could do all the chants. Anyway, that's my mana'o.

Chair Waihe'e recognizes Trustee Galuteria.

Trustee Galuteria: Very briefly, I can appreciate Trustee Akaka's concerns. I look at things through a political lens. That's where I live and this is compared to the investment that we're being asked to provide, it's a political masterstroke the way I look at it, and if OHA can emerge as the preeminent representative of the Lāhui with the rest of the Pacific, then I think we're getting it at a bargain basement price frankly, because it takes a lot to put that idea out. So again, I'll vote in in favor, but thank you for the opportunity to say that.

Chair Waihe'e: Honestly, I don't have any questions. I have confidence in the FestPac organization. My question is mostly procedural, maybe to Stacy, and if nothing else, to get this on the public record. This proposal has to be reviewed by Administration and you guys are recommending it, based on the review that you had of this proposal. Stacy, my question is, in our last audit. they criticized us in funding different conferences and if you notice they didn't even criticize us, based on the merits of the conference itself. They criticized us on the fact that they called it a noncompetitive grant, and it was a discretionary spending practice that they highly criticized us for. *What's different about this that would mitigate that kind of criticism from the State auditors?*

Pouhana Ferreira: So, I first I want to go back to our due diligence on the fiscal ask. So, we did go back to ensure that we could fully fund this without sacrificing any other financial commitments that the organization currently has, and I'm going to ask for our COO and CFO to also join in because these audits were done prior to me coming. But my understanding is, as long as no single Trustee is making the discretionary ask, but if it's coming to the Board, and the Board is having discussion and a vote that it should be permissible...Casey, *do you want to add anything?*

Pou Nui Brown: Yeah, the two things I would add is, I would echo what Stacy just said, that one of the underlying points and criticisms of the past was that whenever a decision about deploying money, dispersing funds rests with one individual, we've got a problem. So, it has to go to a body, and that eliminates a lot of problems that could occur. So that's one, two, I'm trying to work with the Festival of the Pacific and I know they're on their game here, but this won't necessarily be a grant, this will be treated as a government-to-government transfer because OHA has its own mandates on how we can disperse funds, and in this case the recommendation would be to make it a government-to-government transfer, so that's not a grant.

Pouhana Ferreira: ...and the transfer would be DBEDT?

Pou Nui Brown: Correct.

Chair Waihe'e: Thank you, that's good.

Trustee Lindsey moves to approve and authorize the disbursement of \$1,500,000 to fund the 13th Festival of Pacific Arts & Culture, Hawai'i 2024, Ho'oulu Lāhui: Regenerating Oceania.

Trustee Souza seconds the motion.

Chair Waihe'e asks if there is any discussion.

Chair Waihe'e recognizes Trustee Akina.

Trustee Akina: Thank you. I want to say that I appreciate the questions that Trustee Akaka raised because she raised several questions I was going to raise, but I thought I would be just a little more polite. We have a responsibility to the Native Hawaiian people for the use of our funds and I think that we have to ensure that we get the value from participating with FestPac that we are setting our sights upon. It cannot be a flash in the pan for us. I am pretty convinced that we're on shaky ground with the State Auditor, if it is the case that this event doesn't contribute to our ultimate mission and fulfillment of our long-term plan.

Trustee Akina: In the past, I think it was 2012, or thereafter shortly. The auditor, I believe, was critical of "cultural activities throughout the Pacific" that did not directly result in the advancement of the Native Hawaiian people. So, I think we just have to make it work, we have to have that commitment. It's a very short period of time, I'm a little nervous about that. We just got a couple of months to put everything into place and if we're going to get the value that Trustee Souza speaks of in terms of the branding of OHA, we've got a lot of work to do.

I agree with Trustee Galuteria, that this could be a great political and branding opportunity, but if we don't get our plan into place, it will just come and go, and it will be a waste of the funds for that purpose. So, we owe it to the success of our peoples all throughout the Pacific to ensure that this is going to work, and we look to our CEO, with great trust.

The other side of it is, if we are going to put such a significant amount of our funding into it, we have to make sure that the use of that money is held to the highest standard of accountability. So again, we look to our CEO, who sits on the commission. With that intention to make it work and to hold it accountable, I will wholeheartedly support when we vote.

Chair Waihe'e recognizes Trustee Trask.

Trustee Trask: I just wanted to make a comment, the conversation we have *now is it appropriate for use of State Trust funds, etc.?* When this came up, quite a while back. those were the very questions that were asked at the State Legislature, and the answer was at the end, the State is supporting to the tune of 12.5 million. So, I just wanted to say, I don't really see that there's a question of how the State is going to approve or disapprove. They already are showing us where to go, and I'm glad they put up the 12.5 because it does focus on a benefit for Pacific Native people. And this time around they put the 12.5, we put the 1.5.

Chair Waihe'e recognizes Vice-Chair Alapa.

Vice-Chair Alapa: You have my 1,000% support, but I want to ask you this question. I'd like to know your vision for the opening and closing ceremonies.

Dr. Aaron Salā: What is so important to me as a child who grew up in American Samoa, before coming to Kamehameha, is that what has informed the way that I look at myself as a Native Hawaiian was nurtured by my upbringing in Samoa. Where it didn't really matter if you knew how to 'uwehe or you knew how to sing. God said, you have to sing, so you sing, and God said, you have to move, so you move. And in preparation for cultural practice, there was no sort of sense of what is the performativity of it all - it is a matter of identity, as a Pacific islander, as a Samoan, in that case.

The most important part of the opening and closing ceremonies is a parade of nations. That parade of nations establishes who gets to stand in the front, shake the Governor's hand, shake the Chair's hand, and present gifts, and receive gifts and all of those kinds of things. It really is this moment where we stand again, eye to eye, face to face, and acknowledge each other for existing in this world. If for nothing more, the opening ceremonies for me are this opportunity for us to say, I see you, and that is the core definition of Aloha. That is the power that Hawai'i has in the world that no one else has, and so there is a pomp and circumstance bit of the opening ceremony, it's meant to be a celebratory endeavor of the engaging of 28 countries in the personas of 2,500 people, plus entourage, plus our own public, plus our Native Hawaiian community, plus our Pacific islanders, plus politicians and trustees, etc.

Dr. Aaron Salā: That in and itself is going to impact the way that we understand ourselves in this world for the rest of our lives. The challenge that I have is that it's difficult to articulate the impact that this festival will have until we're in it, and then you will realize how much our lives have individually and collectively changed, as a result of this experience.

So many of my own colleagues, Mahina Paishan is one of them, she was planning to be a litigation lawyer, and then she went to the Cook Islands in 1992, and it changed her life. The rest of her life was defined by that one moment in 1992, and she's become a leader in the community, a leader in the Native Hawaiian community, 'Ōlelo Hawai'i speaker as a result of her experience in the Cook Islands. So, to Trustee Akina's point - I absolutely understand the challenge that we all have.

When OHA noted that OHA was going to give 5 million dollars to Maui, immediately, I thought, how do we come to OHA with an ask like 3 million dollars on behalf of the Festival of Pacific Arts.

To Trustee Lindsey's point, to Trustee Akina's point this notion that this impact is literally only 10 days long, and we have this responsibility to build intensity into these 10 days, because these 10 days will change the lives of Native Hawaiians for generations to come, as they have done for Hawaiians who have been a part of this festival since 1976.

So, the closing ceremonies are exactly that a parade of nations and the passing of the mantle again in a way to say, I see you. We wish you the very best. We don't want this festival back for a really long time, e kala mai. Thank you very much.

Chair Waihe'e asks if there is any further discussion.

There is no further discussion.

Chair Waihe'e calls for a **ROLL CALL VOTE**.

MOTION							Motion: 3:14 p.m. Vote: 3:24 p.m.
TRUSTEE		1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
DAN	AHUNA						EXCUSED
KALEIHIKINA	AKAKA			X			
KELI'I	AKINA			X			
VICE-CHAIR LUANA	ALAPA			X			
BRICKWOOD	GALUTERIA			X			
CARMEN HULU	LINDSEY	1		X			
J. KEONI	SOUZA		2	X			
MILILANI	TRASK			X			
CHAIR JOHN	WAIHE'E			X			
TOTAL VOTE COUNT				8	0	0	1

VOTE: [X] UNANIMOUS [] PASSED [] DEFERRED [] FAILED

Chair Waihe'e notes for the record that all members present vote 'AE (YES) and the **MOTION PASSES**.

IV. NEW BUSINESS

D. Action Item RM #24-03: Approve OHA funding of Fiscal Year 2024 Third Quarter Sponsorships

Chair Waihe'e asks if there is anyone signed-up to testify on this agenda item.

RM Staffer Akina: No one has signed-up to testify on this agenda item.

Chair Waihe'e turns it over to Ka Pouhana Ferreira.

Pouhana Ferreira: Mahalo, Chair. I'm going to now pass it over to Casey Brown.

Pou Nui Brown: Aloha Mai Trustees. The third Action Item is to approve two sponsorships. They're very straightforward, if you look at the Action Item you can get the overview in Roman numeral one.

The first is \$10,000 to Lele Aloha. Lele Aloha is the nonprofit that facilitated the unity gathering, the Maui walk that occurred a couple of weeks ago, so this \$10,000 goes to support this organization, as a post event it's supporting that event and walk as well.

Pou Nui Brown: The second is a sponsorship to Hale Kipa, \$15,000 for their annual fundraising dinner. There are different levels, hopefully you got a chance to review the flyers. The \$15,000 sponsorship is what's being recommended.

When you look to **IV. B. 2.** you can see what comes with the different levels of sponsorships here.

Chair Waihe'e: Thank you, Casey. Before we move on could we get a motion for this Action Item please.

Trustee Lindsey moves to approve and authorize the following fiscal year 2024 third quarter sponsorships disbursement totaling \$25,000.

Organization Name	Event	Award Amount Recommendation
1. Lele Aloha	Ho'ūlu Lahaina Unity Gathering January 20, 2024 Goodfellow Brothers & Lahaina Civic Center, Lahaina, Maui	\$10,000
2. Hale Kipa	Kupukupu - Pā'ina 2024 February 24, 2024 Ho'okupu Center, Honolulu, O'ahu	\$15,000
Total Recommendations (2)		\$25,000

Trustee Alapa seconds the motion.

Chair Waihe'e asks if there is any discussion.

Trustee Akaka: Yes, I just wanted to share that Hale Kipa is one of the places that we visited during our O'ahu Island community meetings on the Kapolei side, and it was Venus that you had met, and she had also presented at our meeting in Kapolei as well.

Pou Nui Brown: Mahalo, Trustee Akaka.

Chair Waihe'e asks if there are any further questions or comments.

There are no further questions or comments.

Chair Waihe'e calls for a **ROLL CALL VOTE**.

MOTION							Motion: 3:28 p.m. Vote: 3:29 p.m.
TRUSTEE	1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)		EXCUSED
DAN AHUNA							EXCUSED
KALEIHIKINA AKAKA			X				
KELI'I AKINA			X				
VICE-CHAIR LUANA ALAPA		2	X				
BRICKWOOD GALUTERIA			X				
CARMEN HULU LINDSEY	1		X				
J. KEONI SOUZA			X				
MILILANI TRASK			X				
CHAIR JOHN WAIHE'E			X				
TOTAL VOTE COUNT			8	0	0		1

VOTE: [X] UNANIMOUS [] PASSED [] DEFERRED [] FAILED

Chair Waihe'e notes for the record that all members present vote 'AE (YES) and the **MOTION PASSES**.

IV. NEW BUSINESS

E. Action Item RM #24-04: OHA Biennium Budget for the Fiscal Biennium Periods 2023-2024 (FY 24) and 2024-2025 (FY 25) - Realignment #1 - Core and Non-Core Realignments

Chair Waihe'e asks if there is anyone signed-up to testify on this agenda item.

RM Staffer Akina: No one has signed-up to testify on this agenda item.

Chair Waihe'e turns it over to Ka Pouhana Ferreira.

Pouhana Ferreira: Mahalo, Chair. I'm going to now pass it over to CFO Ramon Hinck.

CFO Hinck: Good afternoon, Chair Waihe'e, Vice-Chair Alapa, Trustees and esteemed colleagues. On the docket is OHA Biennium Budget for the Fiscal Biennium Periods, FY24 and FY25, realignment number one, core and non-core realignment. Also attending this meeting is Grace Chen, our Financial and Reporting Analyst, who co-prepared this action item with me.

The Fiscal Biennium Budget for FY24 and 25 was approved on June 29, 2023. The major budget realignments for core and non-core are to budget for the \$1,023,200 governance loan budgeted in FY23 and paid off in FY24, so we have to include the \$1,023,200 into our budget for FY24.

A \$1.3M request to increase the Hakuone budget for Lot L repairs, and to true up 6 months of actual to budget.

So, if you have any questions regarding this realignment, Grace and I are here to answer them.

Chair Waihe'e Thank you. Ramona.

Chair Waihe'e asks if there are any questions.

There are no questions.

Trustee Lindsey moves to approve the fiscal biennium budget realignment #1 Core and Non-Core for the fiscal biennium periods ("FB") 2023-2024 ("FY24") and 2024-2025 ("FY25") as summarized at Attachment #1.

Trustee Alapa seconds the motion.

Chair Waihe'e asks if there is any discussion.

There is no discussion.

Chair Waihe'e calls for a **ROLL CALL VOTE**.

MOTION							Motion: 3:31 p.m. Vote: 3:32 p.m.
TRUSTEE		1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
DAN	AHUNA						EXCUSED
KALEIHIKINA	AKAKA			X			
KELI'I	AKINA			X			
VICE-CHAIR LUANA	ALAPA		2	X			
BRICKWOOD	GALUTERIA			X			
CARMEN HULU	LINDSEY	1		X			
J. KEONI	SOUZA			X			
MILILANI	TRASK			X			
CHAIR JOHN	WAIHE'E			X			
TOTAL VOTE COUNT				8	0	0	1

VOTE: [X] UNANIMOUS [] PASSED [] DEFERRED [] FAILED

Chair Waihe'e notes for the record that all members present vote 'AE (YES) and the **MOTION PASSES**.

V. ANNOUNCEMENTS

None

VI. ADJOURNMENT

Trustee Souza moves to adjourn the RM meeting.

Trustee Lindsey seconds the motion.

Chair Waihe'e asks if there is any discussion.

There is zero discussion.

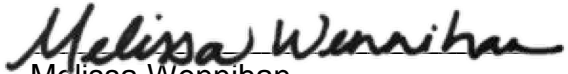
Chair Waihe'e calls for a **ROLL CALL VOTE**.

							3:32 p.m.
TRUSTEE		1	2	'AE (YES)	A'OLE (NO)	KANALUA (ABSTAIN)	EXCUSED
DAN	AHUNA						EXCUSED
KALEIHIKINA	AKAKA			X			
KELI'I	AKINA			X			
VICE-CHAIR LUANA	ALAPA			X			
BRICKWOOD	GALUTERIA			X			
CARMEN HULU	LINDSEY		2	X			
J. KEONI	SOUZA	1		X			
MILILANI	TRASK			X			
CHAIR JOHN	WAIHE'E			X			
TOTAL VOTE COUNT				8	0	0	1

VOTE: [X] UNANIMOUS [] PASSED [] DEFERRED [] FAILED

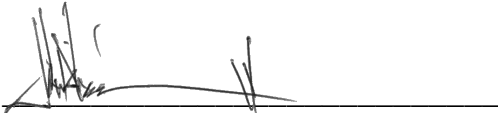
Chair Waihe'e adjourns the RM meeting at 3:32 p.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Melissa Wennihan".

Melissa Wennihan
Trustee Aide
Committee on Resource Management

As approved by the Committee on Resource Management (RM) on February 21, 2024

A handwritten signature in black ink, appearing to read "John Waihe'e, IV".

Trustee John Waihe'e, IV
Chair
Committee on Resource Management