OFFICE OF HAWAIIAN AFFAIRS
560 N. Nimitz Hwy., Suite 200
Honolulu, HI 96817

The Public Trust

Fiduciary Duty, Transparency, and Accountability

***Executive Summary**: Understanding the Findings of the Office of Hawaiian Affairs Board of Trustees' Independent Investigations and Their Implications for Internal Governance*

November 10, 2026

Our Commitment to Transparency and Accountability

The Office of Hawaiian Affairs (OHA) Board of Trustees is committed to transparency, accountability, and responsible stewardship of the trust resources entrusted to OHA for the benefit of Native Hawaiians.

In 2025, OHA commissioned two independent investigations concerning formal complaints involving Board Chairperson Kaialiʻi Kahele and former Administrator/Chief Executive Officer Stacy Ferreira.

The investigations examined allegations involving workplace conduct, governance authority, budget certification, and the disclosure of budget information. The investigators reviewed relevant documents, interviewed individuals with knowledge of the matters, and evaluated the evidence within the scope of their respective assignments.

The independent investigations did not substantiate the workplace allegations reviewed against the Board Chairperson. The budget-related allegations against the Board Chairperson examined by the investigators were also found to be unsupported by the evidence.

The investigations also identified broader organizational challenges involving governance responsibilities, outdated policies, strategic alignment, and workplace communication that warrant continued attention.

OHA is making this summary available to help beneficiaries and the public understand the investigators' findings, their scope, and the underlying documentary record.

The complete investigative reports are available at https://www.oha.org/the-public-trust/.

1. Background of the Independent Investigations

Investigation One: Former Administrator Stacy Ferreira's Complaint
On June 29, 2025, former OHA Administrator/CEO Stacy Ferreira submitted a formal complaint against Board Chairperson Kaialiʻi Kahele alleging a toxic work environment, abuse of authority, conduct unbecoming of a Trustee and Chairperson, and various breaches of fiduciary, ethical, and executive policy responsibilities. PDF pp. 4-8.

OHA retained Catherine "Cathy" Chin, President of Chin Consulting, LLC, to conduct an independent investigation. Consistent with the applicable Executive Policy Manual complaint process, Chin's investigation focused on conduct occurring between May 30, 2025 and June 29, 2025.

Chin reviewed documentary evidence, interviewed relevant individuals, and examined recordings of Board meetings during the investigative period. Her investigation concluded that the workplace allegations against Chair Kahele were not substantiated.

Investigation Two: Board Chairperson Kahele's Complaint
On September 23, 2025, Chair Kahele submitted a formal complaint against former Administrator/CEO Ferreira. OHA subsequently retained attorney Susan M. Ichinose to conduct a separate independent investigation concerning Chair Kahele's formal complaint. PDF pp. 48-50.

As a result of her investigation, Ichinose concluded that the controversy involving former Administrator/CEO Ferreira "stems from the lack of comprehension by the Chief Executive Officer of the boundaries of her role and scope of authority. Irrespective of her experience under a prior administration, a CEO derives her power and concomitant influence from her governing Board, and not vice versa. Ms. Ferreira clearly does not comprehend that her authority at OHA is derivative, and therefore subject to the will of her board." PDF pp. 67.

The two investigations were separate engagements with distinct scopes. Their findings should be understood within those respective scopes.

2. Summary of the Investigative Findings

The following table identifies the principal allegations contained in the former Administrator's June 29, 2025 complaint and the Chairperson's September 23, 2025 complaint, along with the investigator who examined each issue and the resulting findings.

Allegation	Investigator	Finding and Report Reference
Toxic or hostile work environment	Catherine Chin	Not substantiated against Chair Kahele. There are insufficient facts to demonstrate that Chair Kahele created a hostile work environment. Ms. Ferreira's complaint seems to be rooted in Chair Kahele's hands-on approach to his position as Board Chair. The investigation also did not reveal any discriminatory conduct by Chair Kahele. Ms. Ferreira viewed her role as the CEO differently from Chair Kahele. This is the primary source of conflict. Ms. Ferreira's employment contract explicitly stated the CEO was expected to carry out Board initiatives under the policies and direction of the

		Board, and to do so in close communication and cooperation with the Board Chair, especially regarding organizational priorities and execution of the strategic plan. One catch-all provision required that the CEO, "shall also perform such other job-related services and duties as may be assigned by the Chairperson of the Board." The CEO's position is subordinate to the Chair. The Chair's conduct was consistent with his oversight role as Board Chair. The conflict therefore appeared to reflect a disconnect in role expectations rather than evidence of a toxic or hostile work environment. PDF pp. 10–11, 18-19, 31–32.
Abuse of authority	Catherine Chin	Not substantiated against Chair Kahele. "Ms. Ferreira's assertion that Chair Kahele usurped her authority appears to again be a lack of understanding that the roles and responsibilities of the CEO are at the discretion of the Board. Ms. Ferreira's assertion that Chair Kahele overstepped his authority as the Board Chair to revamp the administration's budget proposal is without merit as outlined in Ms. Ferreira's employment contract… There is nothing that prohibits the Chairperson from bringing forward a budget proposal different from what the administration originally submitted. This process is contemplated by the Fiscal Procedures Manual since the budget ultimately requires BOT approval. On the other hand, a lack of clarity regarding roles and responsibilities and an absence of communication surrounding the budget process may have contributed to gaps in alignment and transparency that gave rise to this complaint... Likewise, Chair Kahele did not abuse his authority by communicating or meeting directly with staff members without executive leaders. No explicit prohibition exists, and the Staff Interaction Policy was never officially adopted by the Board. As a practical effect, this approach has the potential to exclude the next level of leadership from certain communications, leaving them uninformed about information that was shared. Both 3.10.d of the Executive Policy Manual, and Ms. Ferreira's employment contract say that the CEO is to act as the conduit between the BOT and the administration staff. This raises a question of how the CEO can act as a conduit to the BOT when she is not included in interactions with administration staff. However, direct communication with the staff is not explicitly prohibited in his role as a Chair· and a Trustee." PDF p. 11, 19, 36-37.
Conduct unbecoming of a trustee or chair	Catherine Chin	Not substantiated against Chair Kahele. Ms. Ferreira did not present any additional examples but instead said that the two above allegations under

		1. Creating a toxic or hostile work environment; and 2. Abuse of authority, constitute conduct unbecoming of a Trustee and Chair. As both allegations were not substantiated, there was no conduct unbecoming of a Trustee or Chair. The one other example that she raised regarding gifts was not within the scope of this investigation but was likewise found to be without merit by Board Counsel. PDF pp. 12, 19, 38.
Breach of fiduciary duty, due care, prudence, loyalty, impartiality, confidentiality, state ethics violations, violations of OHA Executive Policies	Catherine Chin	Remaining allegations against Chair Kahele fall under the Board of Trustees' Code of Conduct and will therefore be addressed by the Board. PDF pp. 4, 14.
Budget Obstruction and Public Disparagement	Susan Ichinose	CEO Ferreira breached contractual and fiduciary duties through insubordination and public disparagement. More specifically: • Ferreira obstructed and disregarded Board action and policy in opposing and refusing to accept Board requests for changes to the Administration's FY 2026-2027 Biennium Budget. • A CEO who believes she sits above and is therefore resistant to official Board directives acts outside established legal and governance authority. CEO Ferreira, by obstructing and disregarding Board action and policy, thereby, intentionally and insubordinately breached her professional obligations articulated in Section IV of her Employment Contract, including without limitation the following covenants: • "Under the policies and direction of the Board, the CEO shall administer the office and programs of the OHA in a timely and efficient manner giving priority to the initiatives of the Board" [Sec. IV. A.] • "Effectively and efficiently perform the CEO's contractual duties as directed by and in cooperation with the Board Chairperson and Standing Committee Chairs" [Sec. IV.13] • "The CEO shall perform such duties and responsibilities as enumerated in the current CEO Job Description appended to this contract" [Sec.IV.14] • "Effectively and efficiently perform the range of operational functions required of OHA's CEO including ... discharging all duties and responsibilities as may be required by law and in accordance with OHA Board of Trustees ('BOT') Bylaws, OHA BOT Executive Policy Manual, OHA BOT Operations Manual, ... "[Sec. IV.31] CEO Ferreira breached her fiduciary duty to act loyally for her principal's benefit in all matters

		connected with her agency relationship with OHA, her Principal. CEO Ferreira breached her fiduciary duty to act in accordance with the express and implied terms of her contract with OHA. With respect to the CEO's public statements to the media to the effect that, inter alia, OHA's budget and budget process was, inter alia, "shocking" and "disturbing" and constituted "chaos," it was clearly a breach of professional decorum, and of her contractual duty of loyalty. These comments were made outside the Board room and were not made in the Board room. They are therefore not privileged and are insubordinate. PDF pp. 58-59, 95-97.
Unauthorized Solicitation of Attorney General	Susan Ichinose	CEO Ferreira breached contractual obligations, BOT policies, and fiduciary duties through unauthorized legal consultations. CEO Ferreira's solicitation to the Attorney General, and her solicitation to any other legal counsel, without the prior or concurrent approval or consent of the Board of Trustees was: • In breach of her employment contract, insofar as Par. 3(d) of her Job Description required her to obtain "prior approval of the BOT" before she can "request any legal opinion from the Department of the Attorney General or from any other legal Counsel." • In breach of par. IV. B.14 of her Employment Contract, requiring her to "perform such duties and responsibilities as enumerated in the current CEO Job Description." • In disregard of par. IV.B.7 of her Employment Contract (requiring her to "responsibly communicate with the Board in advance" on "any matter of public significance") • In breach of Subsections 03.11a and 03.11b (Chief Executive Officer Request for Legal Opinion) of Policy 3110 in the BOT Executive Policy Manual, requiring prior approval or concurrent notice to the BOT of any such request for legal opinion. • In breach of her fiduciary duty to act loyally for her principal's benefit in all matters connected with her agency relationship with OHA, her principal. • In breach of her fiduciary duty to act in accordance with the express and implied terms of her contract with OHA. PDF pp. 55-56, 83-84.
Appearance of Disregard for Board Authority	Susan Ichinose	CEO Ferreira appropriately opposed a proposed action without disregarding Board authority.

		1. The Ad Hoc Committee was not yet an official program of OHA. As a proposal, it was the equivalent of a bill for an act. It was therefore unofficial and the Action Item to create it was a proper subject for debate, opposition, and criticism. 2. CEO Ferreira took the opportunity to comment on the proposal, and contended that the Action Item to create the Ad Hoc Committee was “unnecessary" and "duplicative," and that it risked "undermining the integrity and intent" of her leadership. 3. Her perspective, however, was outweighed by the Trustees' opinion (as openly expressed by Trustees Kahele, Souza, Ahuna, and Alapa) that [redacted], it was their fiduciary duty as Trustees [redacted] to perform the assessment of the Strategic Plan. 4. Notwithstanding the events leading up to the August 7, 2025, BOT meeting that had cast the Chair and the CEO as adversaries, they each freely expressed their conflicting perspectives, skirting but not crossing the line into personal ad hominem attacks. 5. Therefore, in the judgment of the undersigned, insofar as the subject Action Item was proposed, and not as yet an official, act of the Board, the CEO was free to express her opinions thereon. In doing so, she did not "disregard the Board's authority" but rather spoke and appealed to it and was neither insubordinate nor inappropriate in doing so. PDF pp. 60-61, 98-100.
Unilateral Decisions Without Board Oversight	Susan Ichinose	1. The foregoing issues submitted to this investigation are matters of policy, as opposed to law. In that regard, it is within the province of the BOT to determine the extent to which such conduct in question is, or shall be made, subject of Board action. 2. Ultimately, it is within the BOT's power to resolve the issues presented with respect to the scope and delimitations of the CEO's authority. There remain open questions of governance, including whether and what possible consequences would accrue as a result of the findings noted above. In that regard, the Chin report noted a similar observation and coupled it with a recommendation: Similarly, there is an evident lack of agreement about the roles and responsibilities of the CEO versus those of the Board Chair. The Board of Trustees holds ultimate authority over OHA's governance and activities, with the discretion, under policy and law, to either delegate specific responsibilities to the CEO or retain them at the Board level. While past Boards may have chosen to delegate certain authorities, these decisions can be revisited or changed by each new

		Board; ultimately, all such determinations rest with the current Board. Therefore, it would be beneficial to clarify and align current Board expectations, either through discussions held as part of the CEO's performance review process or by facilitating a session with [Redacted] to review relevant policies, guidelines and delegation determinations. This approach would help ensure all parties have a shared understanding of their respective roles and responsibilities. PDF pp. 62-63, 106-107.
Failure to Disclose Conflicts of Interest	Susan Ichinose	1. The CEO has a strict fiduciary duty of disclosure to inform the Board of Trustees of all material, relevant, and accurate information, including without limitation conflicts of interest. This obligation is derivative of the fiduciary duty of loyalty and duty of care, to ensure that Trustees can act in OHA's best interests. 2. In failing to disclose her personal relationship with Akau and by extension with Kinai 'Eha – a relationship that may be perceived in the beneficiary community as adverse to OHA's policies, and in fact has been perceived as such according to at least one anonymous whistleblower – CEO Ferreira has breached Section VI of her Employment Contract, § 3.10 of the BOT Executive Policy Manual, and her common law fiduciary duties of care and loyalty. 3. Similarly, delegating a matter to a non-conflicted subordinate does not absolve the CEO of her legal and ethical obligation to declare a conflict of interest. The CEO has the right to assign a task to a subordinate, but the duty to disclose the CEO's associations that present a conflict of interest remains. CEO Ferreira has failed to honor that duty. 4. In failing to disclose her personal friendship with Denise Yamaguchi, and by extension Yamaguchi's husband and the Culinary Institute of the Pacific, CEO Ferreira has breached Section VI of her Employment Contract, § 3 .10 of the BOT Executive Policy Manual, and her common law fiduciary duties of care and loyalty. PDF pp. 65-66, 113-114.
Retaliation Against OHA Employees	Susan Ichinose	Allegation of retaliation against OHA employees was not proven. PDF pp. 67, 117-118.

Workplace Environment and Leadership Conduct

Chin concluded that although there were insufficient facts to substantiate Ms. Ferreira's complaint, significant systemic issues were preventing the OHA Board of Trustees and Administration from working together to achieve a shared vision. These include:

(1) a lack of clear roles and responsibilities, especially between the CEO and the Chairperson of the Board, the Board and Administration, as well as within Administration between [redacted],

(2) unclear, unofficial, or outdated policies, such as the Budget Policy and the Board of Trustees – Administration Staff Interaction Policy;

(3) a significant strategic misalignment between the Board and Administration; and

(4) conflicting leadership and communications styles.

Unless these issues are directly addressed, OHA will continue to experience organizational dysfunction, limiting its effectiveness and diminishing its ability to achieve its mission. PDF pp. 12.

Board Authority and the Budget Process

Both investigations examined aspects of the disagreement concerning the development and certification of OHA's FY2026–2027 biennium budget.

Chin determined that the Chairperson was not prohibited from bringing forward a budget proposal different from the Administration's original submission. The investigation identified a longstanding practice of confirming that funds were available to support the proposed budget.

Ichinose subsequently examined allegations that the certification process was improper or fraudulent. Her report identified no applicable policy, rule, requirement, precedent, or prohibition that rendered the certification process improper, much less fraudulent.

Sources: Chin Executive Summary, PDF pp. 10–11, Chin Investigative Report, PDF pp. 18, 31-32; Ichinose Investigative Report, PDF pp. 90–91.

Disclosure of Proposed Budget Information

Ichinose also examined allegations that the Chairperson improperly disclosed confidential information concerning proposed budget allocations.

Her analysis considered the Board's statutory responsibility under Hawai‘i Revised Statutes §10-14.5 to provide opportunities for beneficiaries in every county to participate in preparing OHA's biennial and supplemental budgets.

The investigation did not find sufficient support for the allegation that the Chairperson's solicitation of community input concerning proposed budget allocations constituted an improper disclosure of confidential information.

Source: Ichinose Investigative Report, PDF pp. 91–93.

Staff Perspectives and Workplace Concerns

The Chin investigation also documented accounts from OHA employees concerning their experiences during a period of organizational change and leadership conflict.

Staff described concerns involving workplace predictability, organizational alignment, morale, communication, and the ability to express concerns candidly.

The investigator acknowledged that the individuals interviewed did not constitute a representative sample of OHA's entire workforce.

OHA recognizes the importance of these observations and the need to maintain a professional workplace where employees feel respected, supported, and able to carry out their responsibilities effectively.

To protect employee privacy and preserve the confidentiality of individuals who participated in the investigations, this summary does not reproduce individual witness identities and statements.

Source: Chin Investigative Report, PDF pp. 40–41.

3. Strengthening OHA's Governance and Organizational Effectiveness

The Board of Trustees recognizes that independent investigations serve not only to evaluate specific allegations but also to identify opportunities to improve organizational governance and accountability. The systemic findings provide a basis for continued work in three important areas:

Clarifying governance responsibilities

Ensuring that the respective responsibilities of the Board, its Chairperson, individual Trustees, and the Administrator/CEO are clearly understood and consistently implemented.

Reviewing and updating governing policies

Evaluating policies and procedures that affect Board-Administration coordination, budget development, internal communication, and organizational accountability. Following the aforementioned investigations, the Board of Trustees and Administration have implemented the following changes:

- On September 4, 2025, the Board of Trustees comprehensively updated the Executive Policy Manual (EPM), including provisions concerning the Delegation of Authority, the Trustee–Administration Staff Interaction Policy, clarification of roles and procedures for the Biennium Budget, and the consolidation and affirmation of OHA's primary governance documents. These revisions promote coordination, accountability, and effective governance.
- On March 27, 2026, Administration revised the Temporary Assignments provisions of the OHA Employee Handbook to better define the succession plan in the event of a vacancy for certain critical OHA positions.
- On October 22, 2026, the Board of Trustees revised the Executive Policy Manual relating to Trustee Fiduciary Duty of Confidentiality and the Trustee Code of Conduct and Sanctions for Violation of the Code of Conduct Policy.
- By January 24, 2027, each of the nine Trustees of the Board will have completed mandatory governance training that addresses the difference between individual and official capacity while outlining the scope and limitations of individual Trustee authority, fiduciary duties, collective Board decision-making, and the legal consequences of acting without proper Board authorization.

The Board of Trustees and Administration formally rendered obsolete previous policies, manuals, and governance directives that were outdated but had never been expressly rescinded. This effort established the OHA Bylaws, OHA Executive Policy Manual, and OHA Employee Handbook as the three primary governing documents currently in effect, eliminating conflicting or outdated guidance and establishing a clearer, more consistent governance framework.

Collectively, these actions represent significant progress toward modernizing OHA's governance structure, strengthening institutional accountability, clarifying roles and responsibilities, and ensuring that Trustees, Administration, and staff operate under a consistent and current set of governing policies.

Supporting a professional and respectful workplace
Assessing organizational climate, strengthening communication practices, and ensuring that employees have appropriate channels to raise workplace concerns.

These priorities reflect OHA's responsibility to maintain effective governance while ensuring that its people and resources remain focused on serving Native Hawaiian beneficiaries.

4. About the Independent Investigators

The investigations were conducted by two experienced professionals with extensive backgrounds in workplace investigations, organizational leadership, employment law, and dispute resolution. Their qualifications are provided to help beneficiaries evaluate the findings.

Catherine "Cathy" Chin | President, Chin Consulting, LLC
Catherine "Cathy" Chin is an independent workplace investigator, organizational consultant, and retired United States Air Force colonel with extensive experience advising executive leadership, governing boards, and legal counsel on sensitive workplace investigations, organizational assessments, and institutional governance matters.

Since establishing Chin Consulting, LLC in 2017, she has conducted more than 75 independent workplace investigations and organizational assessments, including high-profile matters involving executive leadership, governing boards, discrimination, harassment, retaliation, ethical misconduct, and organizational governance concerns. Her work spans government agencies, healthcare organizations, higher education, nonprofit institutions, and private-sector organizations.

Chin previously served 25 years in leadership positions in the United States Air Force, including senior assignments at the Pentagon and in Germany advising Air Force leadership on personnel and organizational matters. She served as Director of Personnel, Training, Manpower, and Services for Air Forces Africa and was competitively selected for a senior military fellowship at the RAND Corporation, where she contributed to research on organizational culture, leadership, and personnel management. She also served as Special Assistant to the Comptroller for the State of Hawai‘i.

She holds a Master of Science in Change Leadership from the University of Oxford's Saïd Business School, in partnership with HEC Paris, a certificate in Innovation and Entrepreneurship from Standard Graduate School of Business, a Master of Science in Administration from Central Michigan University, and a Bachelor of Arts in Political Science from Indiana University. Her graduate research examined workplace investigations, organizational learning, and principles of institutional accountability and Just Culture.

Her professional experience combines independent fact-finding, executive-level leadership, organizational assessment, and institutional change management.

Susan M. Ichinose, Esq. | Attorney, Arbitrator, Mediator, and Independent Investigator
Susan M. Ichinose is a highly experienced Hawai‘i attorney, arbitrator, mediator, and independent workplace investigator with a distinguished legal career spanning more than four decades. Her

expertise encompasses employment law, complex litigation, alternative dispute resolution, contract law, business torts, and breach-of-trust matters.

Admitted to the Hawai‘i Bar in 1977, Ichinose spent more than two decades representing plaintiffs and defendants as a commercial and employment litigator and law firm partner before establishing her independent practice in 1999. Her legal experience includes significant employment discrimination, wrongful termination, commercial litigation, and professional liability matters. She participated as counsel in landmark Hawai‘i employment law cases, including Parnar v. Americana Hotels and Austen v. State of Hawai‘i.

Since 1991, Ichinose has served as an independent workplace investigator and consulting expert in employment-related matters. Her professional curriculum vitae documents numerous expert engagements involving workplace investigations, fair employment practices, discrimination, and retaliation. She has been formally qualified and has testified as an expert in workplace investigations in contested legal and arbitration proceedings, providing professional assessments of investigative practices and employment-related issues.

In 2013, Ichinose concentrated her practice on alternative dispute resolution (ADR), serving as a neutral investigator, mediator, and arbitrator. She has served as a court-appointed mediator and arbitrator for federal and state courts in Hawai‘i and as a panelist for Dispute Prevention & Resolution, Inc. Her work as a neutral has involved government agencies, private-sector businesses, and nonprofit organizations.

Ichinose has received extensive professional recognition, including regular selection to The Best Lawyers in America since 1995, with distinctions in employment law and arbitration. She has also been recognized by Super Lawyers and Martindale-Hubbell for her professional accomplishments.

Her distinguished professional leadership includes service as Chair of the Hawai‘i State Judicial Selection Commission from 2011 to 2013, President of the Legal Aid Society of Hawai‘i's Board of Directors, and President of Hawai‘i Women Lawyers. She has also served as a director of the Hawai‘i State Bar Association and as a lawyer representative to the Ninth Circuit Judicial Conference.

Ichinose earned her Juris Doctor from the University of Hawai‘i William S. Richardson School of Law, where she subsequently served as an adjunct professor. She has lectured extensively for professional and legal organizations, including the American Bar Association, Hawai‘i State Bar Association, Equal Employment Opportunity Commission, and Hawai‘i Civil Rights Commission. Her career reflects exceptional depth of experience in employment law, independent workplace investigations, legal ethics, neutral dispute resolution, and professional leadership.

5. Access to the Complete Investigative Reports

OHA encourages beneficiaries, members of the public, and news organizations to review the original investigative documents. The publicly released materials include formal complaints, investigative executive summaries, and investigative reports.

Certain information has been redacted to protect personal privacy, confidential witness information, and other legally protected interests consistent with applicable law.

The complete publicly released collection is available at https://www.oha.org/the-public-trust/.

The investigative reports remain the authoritative sources for the findings summarized on this page.

6. Moving Forward: Our Kuleana to the Lāhui

The Office of Hawaiian Affairs exists to improve the conditions of Native Hawaiians and responsibly steward resources held for the benefit of present and future generations.

The independent investigations and their findings are an important part of OHA's responsibility to maintain transparency and accountability in the exercise of that public trust.

While the investigations did not substantiate the workplace allegations reviewed against the Board Chairperson, they also identified organizational challenges that warrant attention.

Both conclusions matter.

OHA's responsibility is to ensure that its governance and administrative operations support the effective delivery of programs, services, and resources to the Native Hawaiian community.

The Board of Trustees remains committed to transparency, accountability, responsible stewardship, and continuous improvement in service to the lāhui.