

## **PISCES Board of Directors Proposed Amended Meeting Minutes**

14 December 2012

1:00 p.m. Hawaii Standard Time

### **I. Call to Order**

It was determined that a quorum was present, and the meeting was subsequently called to order by Vice Chair, Henk Rogers, representing the Honorable George Ariyoshi, PISCES Board Chairman, who was unable to attend.

Other Members in attendance included:

Lewis Peach, Board Secretary

Jim Keravala

Mary Alice Evans (representing Director, DBEDT)

Rob Kelso, Ex-Officio Member and PISCES Executive Director

Dan Rasky, Ex-Officio Non-Voting NASA Representative and SAA COTR

Also in attendance:

Jim Crisafulli, Hawaii Office of Aerospace Development

Mark McGuffie, Enterprise Honolulu

An outline of the Agenda for the Meeting follows, with attendant minutes for each section:

### **II. Approval of the meeting minutes:**

1 November 2012; and,

11 November 2012

Ms. Evans noted that she had not been able to complete the draft minutes for the 1 November 2012 Board meeting that preceded the PISCES Conference in mid-November, and that she was working on a draft that will be presented at a subsequent meeting, so she asked that this agenda item be suspended until that time.

The Board concurred with this recommendation.

Mr. Peach noted that he had provided a draft set of notes for the minutes from the 11 November meeting, and Ms. Evans noted that she had received them, but has not had the opportunity to review, edit and align them with the agenda topics from this meeting, and asked that we defer discussion on this agenda item until the above has been completed.

The Board concurred with this recommendation

### **III. Briefing on Chapter 92 (Hawaii Sunshine Law):**

Hawaii Deputy Attorney General, Gregg Kinkley, reviewed the Hawaii Sunshine Law as it pertains to the manner in which it applies to the conduct and meetings associated with the duties of the PISCES Board of Directors.

The Board sought clarification on a few details of the statute, and upon further discussion, the Board thanked State Deputy Attorney General Gregg Kinkley for his presentation and discussion.

#### **IV. Executive Session:**

The Board went into Executive Session with State Deputy Attorney General Gregg Kinkley to discuss personnel matters regarding the hiring and funding of PISCES staff, and pursuant to Section 92-5(a)(4), he consulted with the Board on issues pertaining to the powers, duties, privileges, immunities and liabilities of the Board.

The Executive Session concluded without any open actions, and the Board thanked State Deputy Attorney General Gregg Kinkley for his guidance in the above matters.

#### **V. Discussion and Actions:**

*a) Director's salary and compensation:*

The proposed salary and compensation package for the PISCES Executive Director was reviewed by the Board, which found the proposal of exceptional value to PISCES, given the duties of the position, as well as the extensive experience of the Executive Director to perform these duties.

The Board endorsed the proposed salary and compensation package.

During an ensuing discussion, it was determined that there was a mismatch between the date of confirmation by the Board of Director's for DEBDT's selection of the Executive Director, and the time he began planning for the PISCES 2012 Conference. In subsequent discussion it was mentioned that there might be some challenges to resolve this matter. However, the Board expressed the belief that we have an obligation to find a way to address this issue.

The Board asked that Ms. Evans and Mr. Crisafulli work with the Executive Director to address this matter.

- b) Delegation to Executive Director to hire PISCES staff and expend funds in support of this action, as authorized in Act 169, 2012:* Following a brief discussion of the planned staffing plan and candidate hires, the Board concurred with this recommendation and delegated authority to proceed with these actions.
- c) Review of Executed Project Agreement with RCUH:* Following a brief review of the Project Agreement and its historical relationship to support similar functions for the University, the Board considered the proposed Agreement to be appropriate and approved the Project Agreement with RCUH.

d) *PISCES Budget for FY 2013 and 2014*: Following a discussion concerning the requirements and opportunities for PISCES to realize its planned activities in 2013 and 2014, it was apparent that the significant fiscal challenges in the current 2012 budget may prove to be even more difficult in subsequent years, without near-term action on the part of the State, as well as new partnerships and opportunities for additional funding from other sources. Thus the Board deemed that this was an urgent priority that should be addressed immediately. It also was unclear if funding for PISCES was included in the State's FY ~~2013~~-2014 budget.

Mr. Crisafulli and Ms. Evans agreed with this concern and said they were working to remedy it. The Board expressed support of their efforts in this regard, and agreed that this matter is urgent enough to warrant a special Board Subcommittee meeting to discuss this further.

Subsequent to these discussions, the Board agreed to convene a special subcommittee on 20 December 2012 to continue these discussions.

#### **VI. Review of 2012 PISCES Forum:**

The Executive Director presented some of the recommendations from the Forum on the following topics:

- a) Programmatic Priorities
- b) Public-private/international partners and MOU's
- c) Extramural funding opportunities
- d) Ways to sustain State Funding for PISCES staff and core facility development.

#### **VII. Schedule next Board meeting and Adjourn:**

The Board was concerned that there was not adequate time to cover all of the intended topics for this meeting, particularly in relation to the urgent need to address current budget challenges.

The Board agreed to form a special subcommittee to address the above matters, and to convene a meeting of this subcommittee on 20 December 2012.

The special subcommittee members were identified as:

Henk Rogers  
Lewis Peach  
Jim Keravala  
Rob Kelso

**The Board Meeting was then adjourned.**

Respectfully submitted,  
Lewis Peach, Secretary,  
PISCES Board of Directors