



Unapproved Minutes as of 9/30/22 6:00 pm

**ʻŌlelo Community Media
Board of Directors Meeting Minutes
September 7, 2022
5:15 pm to 6:30 pm
1122 Māpunapuna Street
In-Person and Virtually for BOD Members and Staff**

Board Members in Attendance:

Tony Baldomero, Dr. Alexandra Harjo-Livingston, Melanie Horikami, Nelson Lau, Donna Mun, Linda Nakaima, Bill Ogawa, Karl Okemura, Gerry Silva

Excused: Ann Chung, Keith Fujio, Yvette Maskrey, Grant Tanimoto

Staff in Attendance: Wes Akamine, Angela Angel, Jack Bates, Sue Botti, Steven Cutrell, Jo-Lynn Domingo, Sisto Domingo, Amy Ejercito, Roger McKeague, Jennifer Nakamura, Kuuipo Rossiter, Melanie Salvador, Kapua Segool, Georgette Stevens, Jon Wong, Todd Yamamoto, Donna Ylen, Wayne Yun

Guests: Hanako Wakatsuki and Mariko Miho (ʻŌlelo Consultant)

Members of the Public: No members of the public were identified.

Call to Order

Board Chair Nelson Lau called the meeting to order at 5:15 pm

Public Comment:

Chair Lau welcomed members of the public who were attending the meeting and opened the floor for any comment. No members of the public were identified or offered comment.

Approval of May 25, 2022, Minutes

Chair Lau asked for a motion to approve the May 25, 2022, minutes.

Motion:

Motion to approve the May 25, 2022, minutes by Dr. Alexandra Harjo-Livingston and seconded by Karl Okemura.

Vote: Chair Lau held a vote, and the minutes were approved with the stated corrections.

Program and Marketing Committee Report

Roger McKeague mentioned that Sandy reclaimed her original surname. Sandy now goes by Dr. Alexandra Harjo-Livingston.

- While Sandy rebooted her virtual connection, Roger McKeague asked if anyone viewed the link to the August 4th committee meeting. He emphasized all board members should view and listen to the messages shared by the guest speakers about their work and connection to ʻŌlelo.



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- Roger reported the nominating committee started the process and met to discuss what kind of new candidates we want serving on the board. Current board members have received a self-evaluation form, we would like each director to fill in and complete so we can see what skills we need to replace and what kind of initiatives we're doing next year. Nelson Lau explained every year, we start the process by looking at the current board members, identifying when terms will be ending, and how the board can best support ʻŌlelo. Understanding that board members are coming off their terms, we are seeking new members with skill sets to support Roger and his team. Roger emphasized recruiting is everyone's job. We would also like to talk to anyone who may have expressed an interest in serving on the board to any of our directors. The self-evaluation form was emailed earlier this afternoon along with the corrected draft minutes.

Sandy re-connected to the meeting and continued with the Program & Marketing report:

- 152nd Annual Ukulele Festival was highlighted with a video clip capturing the event.
- Primary Elections and CIF Primary candidates were impressed with the professionalism of the staff, which gave the candidates a positive experience.
- ʻŌlelo and Akaku Community Media hosted the Charter School Commission's discussion with House Finance Committee Chair, Sylvia Luke.
- ʻŌlelo received a Hometown award for "Silver Linings" (produced with the Pacific American Foundation)
- Guest speaker, ACM President and CEO, Mike Wassenaar, who shared the challenges facing PEG Access and Community Media organizations and urged ʻŌlelo and its Board to continue to diversify its revenue streams.
- Recap of meeting with Local film maker, Chris Lee, the key individual who started Academy of Creative Media at UH Manoa and UH West O'ahu.
- ʻUlu ʻUlu project is archiving all media that is not digital. Connecting this effort with the libraries and archives. De Soto Brown of Bishop Museum is interested in the project with ʻŌlelo.
- Dr. Adam Jansen, Hawai'i's State Archivist, spoke about partnering with ʻŌlelo to update and broaden the State Archives.
- Stacey Aldrich, Hawai'i's State Librarian, shared her vision for Hawai'i's libraries and the recent launch of Esports at the Waipahu Library. ʻŌlelo is partnering with the Libraries to support Esports.
- Candidates in Focus videos were broadcast in July and August for the Primary Election. ʻŌlelo invited all statewide and O'ahu candidates to participate on CIF. Of the 239 eligible candidates, approximately 30% (66) participated in the CIF project.

Finance Report

Melanie Horikami pointed to the meeting minutes of the August 11 finance committee meeting. These are in draft form with no changes expected. She identified four items:

1. Receipt of only 50% of the Spectrum operating franchise fees
2. Unrealized paper loss in our operating investment (\$691,061)
3. Rental Income \$106,000 from the warehouse space was budgeted, however the space remained vacant during the first quarter.
4. Wages and salaries were \$446,000 higher due in part to the living wage increase implemented at the end of 2021. Also, ʻŌlelo was understaffed for most of 2021 with many



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positions not filled at the time.

Roger McKeague Report:

EOS: Roger gave an overview of the EOS System that is helping ʻŌlelo accomplish its major objectives. The system incorporates key business principles that create a more efficient and effective system to accomplish objectives. This system will be rolled out to our team and will increase our accountability and achievements.

Gerry Silva asked, and Roger shared that ʻŌlelo brought one of its “key” volunteers on board. This individual is a licensed systems engineer who is Project Management Institute certified and embedding PMI into ʻŌlelo processes. Our team is working to further improve our project management skills, which works hand in hand with EOS.

Nelson Lau remarked this overall process is key to ensure that ʻŌlelo has a solid foundation to build upon as it moves forward.

Video clips shared

- Eyes on ʻŌlelo Initiative: partnership with Atlantis/UHM/ʻŌlelo
- Joe Moore’s original play and performance – “Honor and Prophecy”
- CIF for the General Election
- Altres Commercial, featuring ʻŌlelo staff

Code of Conduct:

In response to the Merina audit, Chair Lau and Roger McKeague signed the code of conduct document. Roger requested the board members also sign the document in the spirit of the Merina audit.

- Roger confirmed that both the auditors and the DCCA reviewed the Code of Conduct.
- Roger confirmed that the Code applied to all employees and is also applicable to the board.
- Gerry Silva stated Merina had an issue with the board not having a code of conduct. Roger requested the board approve and sign the current version today and noted that ʻŌlelo will have a separate code of conduct specifically for the board to sign in the new year.

Motion:

Sandy Harjo-Livingston moved to approve the Code of Conduct.

Gerry Silva seconded the motion.

Call For A Vote:

The motion was approved unanimously, subject to corrections to typos noted by Donna Mun. Roger stated corrections will be made to the document.

Approval of Fair and Reasonable Transactions:

Roger McKeague presented on the new Employee Expense Reimbursement plan for employees. This plan is a benefit for both our employees and ʻŌlelo as it allows employees to use pre-tax dollars to pay for business related expenses, and ʻŌlelo reduces its payroll taxes. Roger also disclosed that he is affiliated with the third-party administrator, CP+Plus, and receives a small residual for all plans administered by CP+Plus, including the ʻŌlelo plan.



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Donna Mun asked about the appearance of a conflict of interest.

Motion:

After more discussion, Chair Lau asked for a motion to approve the CP+Plus program with the stipulation that Roger McKeague's share of net profits from the ʻŌlelo account will be donated back to ʻŌlelo.

Donna Mun so moved; Bill Ogawa seconded the motion.

Call for the Vote:

There being no further discussion, Chair Lau called for the vote. Karl Okemura, Gerry Silva, and Tony Baldemero abstained. No director voted against the motion. The motion passed with a two-third's vote.

Special Guest:

Roger McKeague introduced Hanako Wakatsuki, First Superintendent of Honoʻuliʻuli National Historic site, National Park Services. Ms. Wakatsuki is currently serving a one-year detail with the White House Initiative on Asian Americans and Pacific Islanders (WHIAAPI) as regional lead overseeing Hawai'i, Guam, Saipan, and American Samoa. Ms. Wakatsuki stated she would like to partner with ʻŌlelo to tell the stories that are part of our fabric, and pacific islander stories.

Other Business:

Chair Lau asked for any other matters the board would like to raise.

Gerry Silva: asked about the number of hours the high school program contributes to the DCCA report. Roger advised he had the information and would provide it to Gerry directly after the meeting.

Chair Lau proposed the next board meeting be moved to beyond October 26, given the proximity to this meeting. The proposed date is November 16, yet to be confirmed. A meeting notice will be sent out.

Adjournment:

Chair Lau thanked everyone for attending the board meeting in person and virtually. There being no further business to discuss, the meeting adjourned at 6:21 pm.

Respectfully Submitted,

Donna Mun, Secretary