

SUNSHINE LAW MEETING



HAWAII STATE ETHICS COMMISSION

State of Hawaii • Bishop Square, 1001 Bishop Street, ASB Tower 970 • Honolulu, Hawaii 96813

NOTICE OF MEETING OF THE HAWAII STATE ETHICS COMMISSION

Date: December 14, 2017

Time: 10:00 a.m.

Place: Hawaii State Ethics Commission Conference Room
American Savings Bank Tower
1001 Bishop Street, Suite 960
Honolulu, Hawaii 96813

A G E N D A

CALL TO ORDER

- I. Consideration and Approval of the Minutes of the November 16, 2017, Meeting

- II. Executive Director's Report
 1. Education / Training Report
 2. Guidance and Assignment Statistics – November 2017
 3. Report on Council on Governmental Ethics Laws (COGEL) Conference, December 3-6, 2017, Toronto, Ontario

Attachment 2: Agenda from 2017 COGEL Conference
 4. Miscellaneous Office Projects / Updates
 - a. Office Lease – Update

Attachment 3: Executed Lease Agreement
 - b. Electronic Filing System

III. Legislative update

IV. Evaluation of Executive Director

Discussion of and action on Report from Permitted Interaction Group regarding instruments and procedures for the evaluation of Executive Director Daniel Gluck

The Hawaii State Ethics Commission may convene an executive session pursuant to Hawaii Revised Statutes section 92-5(a)(2) to discuss matters relating to the evaluation of an employee or section 92-5(a)(4) to consult with the Commission's attorneys on questions and issues pertaining to the Commission's powers, duties, privileges, immunities, and liabilities.

V. Adjournment

If you require an accommodation because of a disability, please contact the Hawaii State Ethics Commission by telephone at (808) 587-0460, by facsimile at (808) 587-0470 (fax), or via email at ethics@hawaiiethics.org.

Any interested person may submit data, views, or arguments in writing to the Commission on any agenda item. An individual or representative wishing to testify may notify any staff member of the Commission prior to the meeting or, during the meeting itself, may inform a Commissioner or Commission staff of a desire to testify. Testimony must be related to an item that is on the agenda, and the testifier shall identify the agenda item to be addressed by the testimony.

SUNSHINE LAW MEETING
AGENDA ITEM I

MINUTES: CONSIDERATION AND APPROVAL OF THE MINUTES OF THE
NOVEMBER 16, 2017 MEETING

Attachment 1: Sunshine Law Meeting Minutes of the November 16, 2017 Hawaii
State Ethics Commission Meeting

SUNSHINE LAW MEETING
MINUTES OF THE HAWAII STATE ETHICS COMMISSION

STATE OF HAWAII

Date: Thursday, November 16, 2017

Time: 10:00 a.m.

Place: Hawaii State Ethics Commission Conference Room
American Savings Bank Tower
1001 Bishop Street, Suite 960
Honolulu, Hawaii 96813

Present: State Ethics Commission Members

Reynaldo D. Graulty, Chair
David O’Neal, Vice Chair
Susan N. DeGuzman, Commissioner
Ruth D. Tschumy, Commissioner
Melinda S. Wood, Commissioner

State Ethics Commission Staff

Daniel M. Gluck, Executive Director
Susan D. Yoza, Associate Director
Nancy C. Neuffer, Staff Attorney
Virginia M. Chock, Staff Attorney
Bonita Y.M. Chang, Staff Attorney
Kee M. Campbell, Staff Attorney
Gil Serrano, Intern
Pat K. Mukai, Secretary

CALL TO ORDER

The meeting was called to order at 10:00 a.m.

Agenda Item No. I: Consideration and Approval of the Minutes of the October 2, 2017, Meeting

Vice Chair O’Neal made and Commissioner Tschumy seconded a motion to approve the minutes of the October 2, 2017 Sunshine Law meeting. The motion carried unanimously (Graulty, O’Neal, DeGuzman, Tschumy, and Wood voting).

1 **Agenda Item No. II: Executive Director’s Report**

2
3 *Education / Training Report*

4
5 Executive Director Gluck reported that, in October alone, staff conducted 10
6 trainings for 700 individuals. In calendar year 2016, staff conducted 15 trainings for
7 more than 1,500 individuals; in calendar year 2017 to date, staff conducted 43 trainings
8 for more than 2,300 individuals. He noted that Associate Director Yoza and Staff
9 Attorney Chock have been working hard on the on-line training to reach more
10 individuals.

11
12 *Guidance and Assignment Statistics – September*
13 *Guidance and Assignment Statistics - October*

14
15 The Commissioners did not raise any questions on the guidance and assignment
16 statistics for September and October.

17
18 *Miscellaneous Office Projects / Updates*

19
20 1. *Office Lease*

21
22 Executive Director Gluck reported that he and the realtor are still working with the
23 landlord on the terms of the lease renewal. Commissioner DeGuzman asked a
24 question regarding “deferred” rental payments, and Executive Director Gluck explained
25 that this term essentially meant that the landlord would give the Commission one “free”
26 month a year during each year of the lease.

27
28
29 **Agenda Item No. III: Proposed Budget for FY 2018-2019**

30
31 Attachment 1: Proposed budget, FY 2018-2019

32
33 Executive Director Gluck presented a proposed budget for FY 2018-2019 to the
34 Commission. He explained that the proposed budget asks for a modest increase for
35 staff salaries and an increase for computer consulting services to assist with
36 implementation of the Commission’s electronic filing system. Chair Gaulty asked about
37 the excess funds that lapsed to the General Fund and whether this budget more
38 accurately reflected the Commission’s needs; Executive Director Gluck explained that
39 the bulk of the excess funds arose because of staff shortages and that the Commission
40 would likely use nearly all the funds in the proposed budget.

1 **Agenda Item No. IV: Proposed Legislation for 2018 Legislative Session**

2
3 Attachments 1-8: Proposed bills for 2018 legislative session

- 4
5 (1) Bill to amend Hawaii Revised Statutes (HRS) section 28-8.3 to clarify
6 that the State Ethics Commission may employ its own attorneys.
7
8 (2) Bill to restore previous statutory language in HRS section 84-13
9 protecting legislators when carrying out a “legislative function”; and to
10 clarify HRS sections 84-13 and 84-14 with respect to the financial
11 disclosure and conflicts of interests requirements for task force
12 members.
13
14 (3) Bill to amend HRS section 97-7 by removing the requirement that
15 violations of the Lobbyists Law, HRS Chapter 97, must be “willful” and
16 clarifying that the resolution of charges upon agreement by the State
17 Ethics Commission and alleged violators may include payment of
18 administrative fines and restitution.
19
20 (4) Bill to amend HRS section 84-43 to remove the requirement that the
21 State Ethics Commission’s mandatory ethics training course be held in
22 January of each year and that the course last at least two hours.
23
24 (5) Bill to amend HRS section 84-31(b) by clarifying that the State Ethics
25 Commission’s investigations shall be confidential but that the
26 Commission may refer any matter to any other governmental law
27 enforcement agency.
28
29 (6) Bill to amend HRS section 84-17.5 by requiring the State Ethics
30 Commission to maintain financial disclosure statements for a period of
31 six years after filing rather than for a period of six years beyond the
32 expiration of a state official’s term of office.
33
34 (7) Bill to amend HRS section 84-39 to give the State Ethics Commission
35 the authority to order payment of restitution after a contested case
36 hearing.
37
38 (8) Bill to amend HRS section 84-11.5 to clarify the requirements for filing
39 a gifts disclosure statement.
40

41 Executive Director Gluck explained that, in his view, because the Legislature
42 passed significant ethics and lobbying legislation last session, the Legislature would be
43 more likely to pass more “housekeeping” measures this year rather than large,
44 substantive changes to the Ethics Code. He stated his belief that these proposals
45 would be very helpful to the Commission and the public.
46

1 Chair DeGuzman offered some proposed edits to bill #3.

2
3 Vice Chair O'Neal made and Commissioner Wood seconded a motion to approve
4 the proposed legislation for the 2018 legislative session as amended. The motion
5 carried unanimously (Graulty, O'Neal, DeGuzman, Tschumy, and Wood voting).
6
7

8 **Agenda Item No. V: Administrative Rules**

9
10 Report from Permitted Interaction Group ("PIG") regarding staff's suggested
11 amendments to Hawaii Administrative Rules, Title 21, Chapters 4-6
12

13 Attachment 1: Proposed administrative rules, chapters 4-6
14

15 Chair Graulty reported that the PIG has not yet had an opportunity to evaluate the
16 proposed administrative rules, and the matter was deferred.
17
18

19 **Agenda Item No. VI: Evaluation of Executive Director**

20
21 Report from Permitted Interaction Group ("PIG") regarding evaluation of Executive
22 Director Daniel Gluck
23

24 Associate Director Yoza reviewed the procedures the Commission must follow
25 for the use of a PIG. Three meetings are required: at the first meeting, the
26 Commission must establish the PIG and direct what the PIG is authorized to do; at the
27 second meeting, the PIG submits its report to the full Commission, but there shall be no
28 discussion or action taken at that meeting; at the third meeting, the Commission can
29 discuss and act on the PIG's report. Associate Director Yoza said that the Commission
30 established the PIG (whose members are Commissioners Tschumy and Wood) at its
31 last meeting and authorized the PIG to develop the procedures and instruments for
32 evaluating the Executive Director. She said that at today's meeting, the Commission
33 should receive the PIG report without taking any action or discussing the matter. At the
34 Commission's next meeting in December, the Commission can discuss and act on the
35 PIG report.
36

37 Commissioners Tschumy and Wood presented the PIG report to the
38 Commission, which included the evaluation instrument for the Commissioners and a
39 SurveyMonkey form for staff. Commissioner Tschumy reported that the SurveyMonkey
40 survey is substantially different from surveys used in the past.
41

42 Associate Director Yoza explained that if the Commission approves the
43 evaluation procedures and instruments at its next meeting, the Commissioners can
44 thereafter complete the evaluation form and ask staff to fill out the SurveyMonkey form.
45

1 Commissioner Wood said that in the future and in light of these necessary steps,
2 the Commission should start its evaluation process two or three months earlier.

3
4 Chair Graulty said that no action would be taken at this meeting other than to
5 accept the PIG report. He said that action with respect to the report will be taken at the
6 next Commission meeting in December.

7
8 The Commission decided to move the date of its December meeting up by one
9 week, to December 14, 2017, at 10:00 a.m.

10
11
12 **Agenda Item VII: Setting the 2018 Ethics Commission Meeting Calendar**

13
14 Attachment 1: 2018 Meeting Calendar

15
16 The Commission agreed to set meetings on February 22 and March 22, 2018,
17 rather than February 15 and March 15; the Commission also agreed to hold the
18 December meeting on December 13, 2018, rather than December 20, 2018.

19
20 Commissioner Wood made and Commissioner DeGuzman seconded a motion to
21 approve the 2018 meeting calendar as amended. The motion carried unanimously
22 (Graulty, O'Neal, DeGuzman, Tschumy, and Wood voting).

23
24
25 **ADJOURNMENT OF SUNSHINE LAW MEETING**

26
27 Vice Chair O'Neal moved and Commissioner Wood seconded a motion to
28 adjourn the Sunshine Law meeting. The motion carried unanimously (Graulty, O'Neal,
29 DeGuzman, Tschumy, and Wood voting).

30
31 The meeting was adjourned at 10:23 a.m.

32
33
34 Minutes approved on: _____

SUNSHINE LAW MEETING
AGENDA ITEM II

EXECUTIVE DIRECTOR'S REPORT

- Attachment 1: Executive Director's Report
- Attachment 2: COGEL 2017 Conference Schedule
- Attachment 3: Executed Lease Agreement

SUNSHINE MEETING
AGENDA ITEM II
EXECUTIVE DIRECTOR'S REPORT
December 14, 2017

1. Education / Training Report

a. Recently held trainings/presentations:

Ethics Refresher Course
Hawaii State Capitol, Room 329
December 8, 2017
9:30 a.m. – 11:00 a.m.
18 attendees

b. Upcoming trainings/presentations:

Lobbyists Law Training
Hawaii State Capitol, Room 329
January 5, 2018
10:00 a.m. – 11:30 a.m.

Ethics Refresher Course
Hawaii State Capitol, Room 329
January 8, 2017
9:30 a.m. – 11:00 a.m.

2. Guidance and Assignment Statistics – November 2017

a. Attorney-of-the-Day Type Inquiries: 58

b. New Assignment Statistics

Advisory Opinion	0
Complaint	21
Gifts/Invitations/Travel	18
Guidance	5
Judicial Selection Comm'n	4
Training Request	0
Projects/Other	6

Total New Assignments 54

c. Closed Assignment Statistics

Advisory Opinion	2
Complaint	5
Gifts/Invitations/Travel	38
Guidance	6
Judicial Selection Comm'n	1
Training Request	1
Record Request	3
Projects/Other	12

Total Closed Assignments 68

3. Report on Council on Governmental Ethics Laws (COGEL) Conference, December 3-6, 2017, Toronto, Ontario

Attachment 2: COGEL 2017 Conference Schedule

4. Miscellaneous Office Projects / Updates

a. Office Lease – Update

Attachment 3: Executed Lease Agreement

b. Electronic Filing System



Conference Schedule

SUNDAY, DECEMBER 3, 2017

1:30 pm - 3:00 pm	<p>Concurrent Sessions</p> <p>Control. Atl. Delete. And Then What? How to Optimize Transparency & Avoid Data Bias</p> <p>Not-So-Hidden Agendas: How Elected Officials Use Outside Groups to Promote Their Agendas</p> <p>Lobbying Update I: Exploring Federal Lobbying Laws in the U.S. & Canada</p> <p>One Like, Two Likes, Three Likes, and A Follow! Navigating Public Engagement in a Fluid Social Media Environment</p> <p>Local Agency Roundtable: Steal this Wheel!</p>
3:15 pm - 3:45 pm	Kay Williams First Timers & Conference Preview
4:00 pm - 5:15 pm	<p>Concurrent Sessions</p> <p>Not So Independent Expenditures: Coordinating Your Response</p> <p>The Hazards of Boss Hogg's Business Interests: How to Address Conflicts of Interest When Politicians are CEOs Too</p> <p>As the Legislative World Turns – Or Doesn't</p> <p>Hacking Ethics: Implications of an Emerging Civic Engagement</p>
5:30 pm - 7:00 pm	<p>Welcome Reception</p> <p>Presentation of the 2017 Outstanding Service Award</p>
7:00 pm	COGEL Dine-Arounds

MONDAY, DECEMBER 4, 2017

7:30 am - 8:30 am	Breakfast Table Topics
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8:45 am - 10:15 am **Conference Kick-Off & Plenary Session**

Speaking Truth to Power: Lessons Learned from Two Leading Ethics Officials

Featured Speakers:

Mary Dawson, Conflict of Interest & Ethics Commissioner of Canada
Walter Shaub, Senior Director, Ethics, The Campaign Legal Center & former Director of the U.S. Office of Government Ethics

Interviewed By:

Trevor Potter, President, The Campaign Legal Center & former Chairman of the U.S. Federal Election Commission

10:25 am - 11:55 am **Concurrent Sessions**

Ethics Update I: Advice, Legislation, Litigation, & Organizational Updates

Whistleblowers as Watchdogs: A Whistleblower's Real-Life Pursuit of Justice in Illinois

Social Media & Transparency Episode I: Return of the Social Media Jedi

Election Threats & Voting Realities

Preparing the Case I: The Nuts & Bolts of Thorough Investigations

12:00 pm - 1:30 pm **Plenary Luncheon**

The Power of the Press: Why Democracy Dies in Darkness

Featured Speaker:

Kevin Donovan, Investigative Reporter & Editor, Toronto Star

1:45 pm - 3:15 pm **Concurrent Sessions**

Plenary Spotlight: The Power of the Press in Action – The Rob Ford Story

Great Expectations: Measuring Your Agency's Success

Social Media & Transparency Episode II: The Social Media Force Awakens

Campaign Finance Update I: The "Must Know" Litigation Developments

The Power of an Accurate List: Using List Maintenance to Avoid & Identify Voter Fraud

3:30 pm - 4:45 pm **Concurrent Sessions**

Independence in Ethics Oversight: Innovations & Lessons from the Corporate World

Enforcement Update: What's New in Investigations & Enforcements

Election Update: Significant Developments & Noteworthy Controversies

Commanding Presence: How to Think on Your Feet & Respond Eloquently Under Pressure

Lobbying Update II: Exploring State, Provincial, & Local Lobbying Laws

6:30 pm COGEL Dine-Arounds

TUESDAY, DECEMBER 5, 2017

7:30 am - 8:45 am Breakfast Table Topics

8:30 am - 4:30 pm Conference Registration

9:00 am - 10:00 am

Plenary Session

Presentation of the 2017 COGEL Award

The Power of Transformative Leadership: Creating a Modern Public Service

Featured Speaker:

Steve Orsini, Secretary of the Cabinet, Head of the Public Service & Clerk of the Executive Council, Government of Ontario

10:15 am - 11:45 am

Concurrent Sessions

Campaign Finance Update II: Exploring Legislative & Regulatory Trends

Leading is a Verb: Tools & Techniques for Leading Organizational Transformations

I Can't Confirm or Deny: Now What?

Preparing the Case II: The Fundamentals of Witness Testimony

If the Swamp Has A Revolving Door, How Can You Drain It?

1:00 pm - 3:15 pm

Shiny New Innovations & Trainings: Drop In & See the New Technologies of COGEL Members

1:45 pm - 3:15 pm

Concurrent Sessions

Ethics Update II: Education, IT, & Financial Disclosure

Taking a Byte Out of Corruption: Using Data to Investigate & Uncover Wrongdoing

Make 'em Laugh & Leave 'em Wanting More: A Humour Training Toolkit

Freedom of Information Update: Surveying the Legislative & Litigation Landscape

Paid for By: Making Political Ad Disclaimers More Effective & Informative

3:30 pm - 4:30 pm **Plenary Session**

The Power of Diverse Perspectives: Building Stronger Organizations

Featured Speaker:

Denise O'Neil Green, Ph.D., Vice-President of Equity, Community Inclusion, Ryerson University

5:00 pm - 6:00 pm Annual "Mix & Mingle" Reception

WEDNESDAY, DECEMBER 6, 2017

8:00 am - 9:00 am **Breakfast & Annual COGEL Business Meeting**

9:15 am - 10:30 am **Concurrent Sessions**

Agency Jiu-Jitsu: Guarding & Advancing Your Agency's Mission

Following the Ethical Compass: Exploring Tools to Encourage Ethical Behaviour

Shining a Light on Dark Money: Lessons Learned from Early Reform Efforts

Rocking the Vote with Hard-to-Reach Groups: Closing the Gap in Electoral Outreach

10:45 am - 12:00 pm **Concurrent Sessions**

Did "Casino Jack" Really Change Washington? Abramoff – 10 Years Later

Freedom of Information Roundtable

I Got My Toes in the Water & My PAC in the Sand: Addressing Disclosure & Enforcement Issues When Federal PACs Splash into State & Local Elections

Is Your Training Soooo Last Year? Discover the Most Fashionable Communications Tools

12:00 pm COGEL Dine-Arounds

[COGEL Home](#) [Conference Home](#) [2017 Schedule](#) [Conference Dine-Arounds](#)

ORIGINAL

SIXTH AMENDMENT TO OFFICE LEASE

This Sixth Amendment to Office Lease (the "Sixth Amendment"), dated November 15, 2017, is made by and between DOUGLAS EMMETT 2010, LLC, a Delaware limited liability company ("Landlord"), with offices c/o Douglas Emmett Management Hawaii, LLC, Attention: Property Manager, Bishop Square, 1003 Bishop Street, Pauahi Tower, Suite 440, Honolulu, Hawaii 96813, and STATE OF HAWAII STATE ETHICS COMMISSION ("Tenant"), with offices at Bishop Square, 1001 Bishop Street, ASB Tower, Suite 970, Honolulu, Hawaii 96813.

WHEREAS,

A. Landlord, pursuant to the provisions of that certain Office Lease dated February 20, 1991 (the "Original Lease"), as amended by that certain First Amendment to Lease dated June 9, 1994 (the "First Amendment"), that certain Commencement of Rent and Lease Letter dated August 26, 1994 (the "Memorandum"), that certain Acceptance of Demise Premises Letter dated November 22, 1994 (the "Acceptance Letter"), that certain Lease Extension Agreement dated February 4, 1999 (the "Second Amendment"), that certain Lease Extension Agreement dated January 7, 2004 (the "Third Amendment"), that certain Lease Extension Agreement dated February 10, 2009 (the "Fourth Amendment"), and that certain Fifth Amendment to Office Lease dated May 2, 2013 (the "Fifth Amendment"), leases to Tenant and Tenant leases from Landlord space in the property located at Bishop Square, 1001 Bishop Street, ASB Tower, Honolulu, Hawaii 96813 (the "Building"), commonly known as Suite 960 and Suite 970 (the "Premises");

B. The Term of the Original Lease, as amended, expires at midnight on June 30, 2018, which Term Landlord and Tenant wish to hereby extend; and

C. Landlord and Tenant, for their mutual benefit, wish to revise certain other covenants and provisions of the Original Lease, as amended.

NOW, THEREFORE, in consideration of the covenants and provisions contained herein, and other good and valuable consideration, the sufficiency of which Landlord and Tenant hereby acknowledge, Landlord and Tenant agree:

1. **Confirmation of Defined Terms.** Unless modified herein, all terms previously defined and capitalized in the Original Lease, as amended, shall hold the same meaning for the purposes of this Sixth Amendment. The Original Lease, as modified by the First Amendment, the Memorandum, the Acceptance Letter, the Second Amendment, the Third Amendment, the Fourth Amendment, the Fifth Amendment and this Sixth Amendment, shall hereinafter be collectively referred to as the "Lease."

2. **Extension of Term.** The Term of the Lease is hereby extended for a period of five (5) years (the "Sixth Extended Term"), from and including July 1, 2018 (the "Effective Date"), through and including midnight on June 30, 2023 (the "Termination Date").

3. **Correction to Usable Area and Rentable Area of Premises.** Tenant acknowledges and agrees that Landlord engaged an independent third party space plan audit firm to measure the usable area ("Usable Area") of the Premises in accordance with the 2010 ANSI/BOMA Standard set forth collectively by the American National Standards Institute and the Building Owners and Managers Association ("ANSI/BOMA Standard") as a guideline. Based upon such re-measurement Landlord has been advised that the accurate Usable Area of the Premises is approximately 2,826 square feet. Based on Landlord's deemed load factor as indicated hereinbelow, the corrected rentable area ("Rentable Area") of the Premises is hereby agreed to be approximately 3,347 square feet.

Landlord and Tenant agree that Landlord is utilizing a deemed load factor of 18.44% to compute the Rentable Area of the Premises. Rentable Area herein is calculated as 1.1844 times the estimated Usable Area, regardless of what the actual square footage of the common areas of the Building may be,

SIXTH AMENDMENT TO OFFICE LEASE

and whether or not they are more or less than 18.44% of the total estimated Usable Area of the Building. The purpose of this calculation is solely to provide a general basis for comparison and pricing of this space in relation to other spaces in the market area.

4. Revision in Monthly Base Rent. Tenant shall pay Monthly Base Rent as follows:

Period	Monthly Base Rent
July 1, 2018 through June 30, 2019	\$4,183.75
July 1, 2019 through June 30, 2020	\$4,288.34
July 1, 2020 through June 30, 2021	\$4,395.55
July 1, 2021 through June 30, 2022	\$4,505.44
July 1, 2022 through June 30, 2023	\$4,618.08

All payments of Monthly Base Rent shall be made in immediately available funds.

Notwithstanding the foregoing, Tenant shall be permitted to defer fifty percent (50%) of the Monthly Base Rent due for the months of July 2018, August 2018, July 2019, August 2019, July 2020, August 2020, July 2021, August 2021, July 2022 and August 2022 (collectively, the amount of Monthly Base Rent deferred shall be referred to herein as the “**Rent Deferral Amount**”). So long as Tenant has not committed a material default during the Sixth Extended Term, the entire Rent Deferral Amount shall be abated and forgiven as of the Termination Date; provided, however, that if Tenant does commit a material default during the Sixth Extended Term, then (a) Tenant shall pay to Landlord upon demand the entire Rent Deferral Amount due for the months of the Sixth Extended Term prior to the occurrence of such material default, including late charges and interest thereon at the rate of ten percent (10%) per annum, computed from the date of such deferral, as if the same had been due if the rent deferral had not occurred, and (b) Tenant shall not be entitled to any additional or future deferral of Monthly Base Rent.

5. Acceptance of Premises. Tenant acknowledges that it has been in possession of the Premises for over twenty-six (26) years, has no claim against Landlord, and therefore releases Landlord from any claim, loss, liability, cost or expense, in connection with the Premises or the Lease. Tenant has made its own inspection of and inquiries regarding the Premises, which is already improved. Therefore, Tenant accepts the Premises in its “as-is” condition. Tenant further acknowledges that Landlord has made no currently effective representation or warranty, express or implied regarding the condition, suitability or usability of the Premises or the Building for the purposes intended by Tenant. Notwithstanding the foregoing, Landlord shall, on a one-time basis, shampoo the existing carpet within the Premises during the Sixth Extended Term.

6. FF&E Allowance. Landlord shall provide Tenant with a reimbursement allowance of up to an amount equal to \$6.00 per square foot of Usable Area in the Premises (which amount is equal to \$16,956.00) (the “**Allowance**”), which amount may be used solely for (i) the purchase and installation of furniture, fixtures and equipment reasonably required by Tenant for its use and occupancy of the Premises, and (ii) the purchase and installation of technology-related materials and services reasonably required by Tenant for its use and occupancy of the Premises, such as computer and telephone cabling and wiring. Landlord shall disburse the Allowance within thirty (30) days after Landlord’s receipt of paid invoices and unconditional lien releases for the materials and services purchased by Tenant, except that the Allowance shall not be available to Tenant until the Effective Date. Tenant shall submit no more than three (3) requests for reimbursement and such requests shall be submitted in writing. If any portion of the Allowance is not used by Tenant, there shall be no monetary adjustment between Landlord and Tenant or offset against rent or other sums owed by Tenant to Landlord under the Lease and Landlord shall retain such amount and Tenant shall relinquish any right to such amount not used. Landlord shall have no obligation to disburse the Allowance (or any portion thereof) to Tenant after December 31, 2019.

7. Option to Extend. The Option to extend the Term of the Lease set forth in Section 10 of the Fifth Amendment shall continue to apply during the Sixth Extended Term. References in said Section 10

SIXTH AMENDMENT TO OFFICE LEASE

to "Fifth Extended Term" shall mean and refer to the Sixth Extended Term and references to "Sixth Extended Term" shall mean and refer to the "Seventh Extended Term".

8. Warranty of Authority. If Landlord or Tenant signs as a corporation, or a limited liability company or a partnership, each of the persons executing this Sixth Amendment on behalf of Landlord or Tenant hereby covenants and warrants that the applicable entity executing herein below is a duly authorized and existing entity that is qualified to do business in Hawaii; that the person(s) signing on behalf of either Landlord or Tenant have full right and authority to enter into this Sixth Amendment; and that each and every person signing on behalf of either Landlord or Tenant are authorized in writing to do so.

9. Broker Representation. Landlord and Tenant represent to one another that it has dealt with no broker in connection with this Sixth Amendment other than CBRE, Inc., as broker for Landlord, and Kay Abdul Realty, as broker for Tenant. Landlord and Tenant shall hold one another harmless from and against any and all liability, loss, damage, expense, claim, action, demand, suit or obligation arising out of or relating to a breach by the indemnifying party of such representation. Landlord agrees to pay all commissions due to the brokers listed above created by Tenant's execution of this Sixth Amendment.

10. Governing Law. The provisions of this Sixth Amendment shall be governed by the laws of the State of Hawaii.

11. Reaffirmation. Landlord and Tenant acknowledge and agree that the Lease, as amended herein, constitutes the entire agreement by and between Landlord and Tenant relating to the Premises, and supersedes any and all other agreements written or oral between the parties hereto. Furthermore, except as modified herein, all other covenants and provisions of the Lease shall remain unmodified and in full force and effect.

12. Submission of Document. The submission of this Sixth Amendment to Tenant shall be for examination purposes only, and does not constitute a reservation of or an option for Tenant to lease, or otherwise create any interest by Tenant in the Premises or any other offices or space situated in the Building. Regardless of whether or not (a) Landlord has delivered to Tenant an unexecuted draft or final version of this Sixth Amendment for Tenant's review and/or signature, (b) this Sixth Amendment has been executed by Tenant only and delivered to Landlord for its review and signature, and/or (c) Tenant has made payments of rent and/or security deposit to Landlord pursuant to this Sixth Amendment, it is understood and agreed that no contractual or other rights shall exist between Landlord and Tenant with respect to the Premises, nor shall this Sixth Amendment be valid, binding on the parties and/or in effect unless and until this Sixth Amendment has been fully executed by Landlord and Tenant and such fully-executed Sixth Amendment has been delivered to Tenant.

13. Digital Counterparts. This Sixth Amendment may be executed in several counterparts, each of which when executed and delivered shall be deemed an original, and all of which when taken together shall constitute one and the same agreement. The parties agree that a digital image of this Sixth Amendment as fully-executed (such as in a portable document format (.pdf)) when sent to the email address of Tenant, its broker (if any), its attorney (if any), or its authorized agent (if any) shall be deemed delivery of a true and correct original of this Sixth Amendment, and such digital image of this Sixth Amendment shall be admissible as best evidence for the purposes of state law, Federal Rule of Evidence 1002, and the like statutes and regulations.

D6
Initial Initial Initial Initial

SIXTH AMENDMENT TO OFFICE LEASE


ORIGINAL

IN WITNESS WHEREOF, Landlord and Tenant have duly executed this document, effective as of the later of the date(s) written below.

LANDLORD:

DOUGLAS EMMETT 2010, LLC,
a Delaware limited liability company

By: Douglas Emmett Management, Inc.,
a Delaware corporation, its Manager

By: 
Andrew B. Goodman
Senior Vice President

Dated: 11/28/17

TENANT:

STATE OF HAWAII STATE ETHICS
COMMISSION

By: 

Name: DANIEL GLUCK

Title: EXECUTIVE DIRECTOR

Dated: 11/17/17

SUNSHINE LAW MEETING
AGENDA ITEM III

LEGISLATIVE UPDATE

No attachments.

SUNSHINE LAW MEETING
AGENDA ITEM IV

EVALUATION OF EXECUTIVE DIRECTOR

Discussion of and action on Report from Permitted Interaction Group regarding instruments and procedures for the evaluation of Executive Director Daniel Gluck

- Attachment 1: Permitted Interaction Group (PIG) Report Submitted by Melinda Wood and Ruth Tschumy
- a. Instrument for Commissioners' Evaluation of Executive Director (Nov. 2, 2017)

PERMITTED INTERACTION GROUP (PIG) REPORT

Submitted by Melinda Wood and Ruth Tschumy

At its October 2, 2017 meeting, the Hawaii Ethics Commission unanimously established a Permitted Interaction Group (PIG) comprised of Commissioner Melinda Wood and Commissioner Ruth Tschumy to establish the instruments and procedures for evaluating the performance of Executive Director Dan Gluck.

The instruments will be a printed questionnaire on all aspects of the Executive Director's responsibilities and performance to be answered by the commissioners, and a survey monkey on aspects of the Executive Director's performance to be answered by the staff. The survey monkey will allow ample space and opportunity for the respondents to add written comments.

Part I: Commissioners' ED Evaluation (see attached)

Part II: Staff Evaluation Questions:

The ED (Executive Director) exhibits effective team and morale building skills.

The ED listens with an open mind and is willing to compromise or change a course of action when appropriate.

The ED treats staff with dignity and respect.

The ED exhibits effective communication skills in writing and orally with both staff and the public.

The ED makes time to assist staff if they need additional help/in-put.

The ED handles conflicts and disagreements with fairness, sensitivity and tact.

The ED effectively interacts, educates and monitors state lawmakers, state employees and lobbyists with regards to the state's ethics code.

The ED demonstrates high standards of professionalism and fairness.

What has not been asked that you would like to comment on?

Hawaii State Ethics Commission
Executive Director's Evaluation
Nov. 2, 2017

5=Excellent 4=Good 3=Adequate 2=Less than adequate 1=Poor 0=No opinion

A. Legal Counsel to Commission

1. Advises Commissioners on the legal issues and precedents to facilitate informed decision-making.
Circle one: 5 4 3 2 1 0

2. Ensures Commissioners are aware of both sides of the issue being decided (the pros and cons), including the ramifications/unintended consequences of Commission action.
Circle one: 5 4 3 2 1 0

3. Informs Commission members regarding any feedback related to the Commission's actions and/or decisions.
Circle one: 5 4 3 2 1 0

4. Demonstrates expertise with relevant laws, rules, procedures, and legal principles.
Circle one: 5 4 3 2 1 0

5. Applies ethics and lobbying laws to factual situations in a fair and consistent manner.
Circle one: 5 4 3 2 1 0

B. Commission meetings and training

6. Develops positive, cooperative, and collaborative relationships with Commission members.
Circle one: 5 4 3 2 1 0

7. Responds to Commission members' inquiries in a timely manner.
Circle one: 5 4 3 2 1 0

8. Assists Chairperson in conducting meetings effectively.
Circle one: 5 4 3 2 1 0

9. Responds appropriately to input from Commission members.
Circle one: 5 4 3 2 1 0

C. Administration and Enforcement of Chapters 84 and 97, HRS

10. Oversees, plans, and implements effective complaint investigations regarding possible violations of Chapters 84 and 97, HRS.
Circle one: 5 4 3 2 1 0

11. Oversees the administration of disclosure requirements under Chapter 84, HRS (financial & gift disclosures, as well as contract notices), including facilitating compliance by filers.
Circle one: 5 4 3 2 1 0

12. Oversees the administration of registration and filing requirements under Chapter 97, HRS (lobbyists' registration and expenditure & contribution reports), including facilitating compliance by filers.
Circle one: 5 4 3 2 1 0

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13. Conducts and oversees enforcement proceedings against individuals who do not comply with the filing requirements of Chapters 84 and 97, HRS including prosecuting or serving as legal counsel to the Commission in contested case hearings.

Circle one: 5 4 3 2 1 0

14. Resolves cases in an efficient manner, including negotiations based on the facts, the law, and the Commission's guidance & objectives.

Circle one: 5 4 3 2 1 0

15. Drafts and reviews staff opinion letters, advisory opinions, legal memoranda and other documents related to complaints, investigations, enforcement proceedings, etc.

Circle one: 5 4 3 2 1 0

D. Education Program

16. Develops, conducts, and manages education workshops and presentation, including mandatory ethics training for state government officials as required by law.

Circle one: 5 4 3 2 1 0

17. Oversees the development, design, and maintenance of the Commission's website.

Circle one: 5 4 3 2 1 0

18. Develops educational materials, including the Commission's newsletter and other publications.

Circle one: 5 4 3 2 1 0

E. Media

19. Responds to inquiries from the media in a clear, concise and professional manner, including correcting misstatements about Commission business without violating confidentiality.

Circle one: 5 4 3 2 1 0

20. Monitors the media for commentary related to the work of the Commission and keeps Commission members informed regarding any response/correction/clarification provided to the media.

Circle one: 5 4 3 2 1 0

21. Ensures that any comments to the media are confined to factual and legal matters (as opposed to the Commission's deliberation process).

Circle one: 5 4 3 2 1 0

22. Issues appropriate news releases, commentaries, and letters to the editor as necessary.

Circle one: 5 4 3 2 1 0

F. Relations with other state and federal agencies and organizations

23. Maintains professional relations with other state, local, and federal agencies.

Circle one: 5 4 3 2 1 0

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24. Maintains professional relations with local and national organizations, such as Common Cause Hawaii, the League of Women Voters, and the Council on Governmental Ethics Laws, to promote ethics and "good government" initiatives.

Circle one: 5 4 3 2 1 0

G. Legislation

25. Drafts, edits, and/or reviews legislative testimony; ensures testimony is clear, concise, and professional; also ensures content reflects appropriate depth of discussion.

Circle one: 5 4 3 2 1 0

26. Understands and actively engages in the legislative process, including initiating and/or supporting desirable changes in the ethics and/or lobbying laws.

Circle one: 5 4 3 2 1 0

27. Attends legislative hearings, presents testimony, and fields questions from legislators in a clear, concise and professional manner.

Circle one: 5 4 3 2 1 0

28. Reaches out to key government decision-makers to support or oppose legislation, as appropriate.

Circle one: 5 4 3 2 1 0

29. Works collaboratively with community groups and members of the public on legislative matters of common interest.

Circle one: 5 4 3 2 1 0

H. Budget and fiscal operations

30. Plans, prepares, and manages Commission's budget, including making appropriate adjustments when needed.

Circle one: 5 4 3 2 1 0

31. Ensures all fiscal operations of the office, including payroll and procurement of all goods and services, are in accordance with applicable laws.

Circle one: 5 4 3 2 1 0

32. Negotiates and executes office lease agreements and other agreements and contracts on behalf of the Commission.

Circle one: 5 4 3 2 1 0

I. Administration and Management

33. Communications, in writing, are concise, well-organized, and well-reasoned manner.

Circle one: 5 4 3 2 1 0

34. Communicates, orally, in an articulate, effective, and professional manner.

Circle one: 5 4 3 2 1 0

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35. Handles conflicts and disagreements with sensitivity and tact.

Circle one: 5 4 3 2 1 0

36. Demonstrates high standards of integrity and fairness.

Circle one: 5 4 3 2 1 0

37. Treats everyone with dignity and respect.

Circle one: 5 4 3 2 1 0

38. Listens effectively, with an open mind, and works to develop positive morale and relationships with staff attorneys.

Circle one: 5 4 3 2 1 0

39. Listens effectively, with an open mind, and works to develop positive morale and relationships with non-attorney staff members.

Circle one: 5 4 3 2 1 0

40. Listens effectively, with an open mind, and works to develop and foster positive relationships with Commission members.

Circle one: 5 4 3 2 1 0

41. Willing to compromise or change course of action where appropriate.

Circle one: 5 4 3 2 1 0

42. Fosters teamwork and possesses effective team building skills.

Circle one: 5 4 3 2 1 0

(form revised Nov. 2017)