



CMI

BOARD OF REGENTS

College of the Marshall Islands

Accredited by the Western Association of Schools and Colleges

P.O. Box 1258
Uluga Campus

Tel: (692) 625-3394/3291/4931

Fax: (692) 625-7203

Email: bor.regents@cmi.edu

Special Board of Regents Minutes - Approved October 24, 2025

Members Present

Interim Chair Thomas Kijiner Jr.	Regent Jelton Anjain	Regent Julius Lucky
Regent Roanna Zackhras	Regent Dr. Yukiko Muller	Regent Timothy Owens
Student Regent Willy J. Lebeau	Regent Katt Chonggum	Regent Kino Kabua

Member Absent/Excused

Regent Morean S. Watak

CMI employees and others in attendance:

Meitaka Kendall-Lekka, Interim President

David Strauss, Legal Counsel

Kelly Sebastian, Executive Officer/Executive Secretary for the CMI Board of Regents (ESBOR)

The meeting was called to order @ 10:06 AM

Agenda Items

1. Opening prayer & Roll call, and call to order
2. Approval of the Agenda
3. Matters for Discussions
 - 3.1. CMI Employment Contracts
 - 3.2. Sole Source - Executive Search Consultant
4. Other Matters

Minutes

1. OPENING PRAYER, ROLL CALL, AND CALL TO ORDER

Interim Chair Kijiner commenced the BOR meeting and officially called the meeting to order at 10:06 AM.

Regent Owens led the opening prayer.

2. APPROVAL OF THE AGENDA

Regent Owens made a motion to approve the Board's Agenda. Regent Lucky seconded the motion. The motion was unanimously approved.



CMI

BOARD OF REGENTS

College of the Marshall Islands

Accredited by the Western Association of Schools and Colleges

P.O. Box 1258
Uluga Campus

Tel: (692) 625-3394/3291/4931
Fax: (692) 625-7203
Email: bor.regents@cmi.edu

3. MATTERS FOR DISCUSSIONS

3.1. CMI Employment Contracts

- 3.1.1. Legal Counsel Strauss clarified that the November 2021 amendment to the Government Liability Act redefined “government” to include government-controlled corporations, making CMI subject to the Act; as a result, all CMI contracts must be:
 - 3.1.1.1. In writing;
 - 3.1.1.2. Certified by the Secretary of Finance (or designee) confirming fund availability;
 - 3.1.1.3. Approved and signed by the Attorney General (AG) or designee.
 - 3.1.1.4. Contracts that do not comply are void and unenforceable.
- 3.1.2. Legal Counsel Strauss noted that the AG has already designated him to represent CMI legally, but future contracts will require formal AG or designee sign-off.
 - 3.1.2.1. This change aims to prevent improper agreements like the 2021 lease and certain renovation contracts.
- 3.1.3. Interim Chair Kijiner emphasized that VPBAA acts as the equivalent of CFO, and an official response from the AG is expected next week.
- 3.1.4. Interim President Kendall-Lekka added that ACCJC standards on government interference should also be reviewed to ensure compliance with accreditation requirements.
- 3.1.5. Interim President Kendall-Lekka emphasized the urgency of processing adjunct and overload faculty contracts so they can receive payment by next week. Most contracts were already signed before her appointment, and the remaining ones need her signature to release checks. She confirmed that funds are available and warned that failure to pay could result in breach of contract.
 - 3.1.5.1. Legal Counsel Strauss advised that payments could proceed and offered to retroactively approve the contracts, but cautioned the importance of having a CFO to verify fund availability before commitments are made.
 - 3.1.5.2. Interim Chair Kijiner concluded that the Interim President and Legal Counsel Strauss should coordinate to resolve the matter promptly.
- 3.1.6. Interim Chair Kijiner assured that the Interim President will work with Legal Counsel to finalize contract signings while awaiting the Attorney General’s opinion.
 - 3.1.6.1. Legal Counsel Strauss confirmed he is already designated by the AG to sign contracts, but a designee from the Secretary of Finance is still needed.
 - 3.1.6.2. Regent Kabua requested a copy of Strauss’s designation for Board records.

3.2. Sole Source - Executive Search Consultant

- 3.2.1. The Board discussed the Presidential Search Committee’s recommendation to proceed with ACCT as a sole-source consultant for the presidential search, citing its lower cost (\$30K vs. \$80–90K for Stanton Chase).



CMI

BOARD OF REGENTS

College of the Marshall Islands

Accredited by the Western Association of Schools and Colleges

P.O. Box 1258
Uliga Campus

Tel: (692) 625-3394/3291/4931
Fax: (692) 625-7203
Email: bor.regents@cmi.edu

- 3.2.2. Legal Counsel advised preparing proper language to ensure compliance with the 2023 sole source regulations.
- 3.2.3. Legal Counsel Strauss shared that he would send specific language later today to ensure compliance with the 2023 sole source procurement regulations.
- 3.2.4. Regent Kabua inquired whether the sole source process would still need to go through the Bid Committee.
 - 3.2.4.1. Interim President Kendall-Lekka stated that they were advised that a rationale explaining the need for a sole-source resolution must be provided.
- 3.2.5. Regent Kabua followed up, clarifying that the sole source resolution is typically submitted to the Bid Committee for approval.
 - 3.2.5.1. Interim President Kendall-Lekka responded that it was not what was advised, but agreed to double-check the process.
 - 3.2.5.2. Regent Chong-Gum noted that the threshold is \$50,000 and above, but since this is \$30,000, it may not need Bid Committee review.
 - 3.2.5.3. Legal Counsel suggested that the threshold be lowered to \$25,000 for better control.
 - 3.2.5.4. Regent Kabua requested that a one-page summary be provided to the Board outlining who is on the Bid Committee and the bidding process, for information purposes.
- 3.2.6. Interim Chair Kijiner summarized that Legal Counsel will finalize the language, and the Search Committee will meet next week to proceed with ACCT.

The motion to approve the Sole Source – Executive Search Consultant Resolution was moved by Regent Kabua, seconded by Regent Lucky, and unanimously approved.

4. OTHER MATTERS

- 4.1. The Board discussed serious concerns over the lack of financial clarity at CMI.
- 4.2. Regent Kabua requested updates from EY and clarification of the College's current financial standing.
 - 4.2.1. Interim President Kendall-Lekka reported that the 2023 audit is on schedule for completion by November, but the 2024 trial balance has not yet been submitted, delaying government drawdowns needed for operations.
 - 4.2.2. Legal Counsel Strauss explained that EY's disclaimer opinion indicates insufficient data to verify CMI's financial statements and recommended a Board resolution granting the Interim President full account access.
 - 4.2.3. Regent Chong-Gum noted pending AP and AR reports and an upcoming Finance Committee meeting.
 - 4.2.4. Interim Chair Kijiner acknowledged the Board's limited financial visibility and directed Legal Counsel to draft the resolution for immediate action.
- 4.3. Interim Chair Kijiner and Regent Lucky reported that faculty housing, salary discrepancies, and limited autonomy were key concerns at the Faculty Senate meeting. The faculty cited housing quality issues, rising rents, and unclear management. The



CMI

BOARD OF REGENTS

College of the Marshall Islands

Accredited by the Western Association of Schools and Colleges

P.O. Box 1258

Uliga Campus

Tel: (692) 625-3394/3291/4931

Fax: (692) 625-7203

Email: bor.regents@cmi.edu

- Board discussed revisiting housing policies and allowances, noting that increased PSC housing rates are straining finances.
- 4.4. Regent Lucky added that a salary scale issue was raised—faculty noted inconsistencies where AA holders earn more than master's or PhD holders.
 - 4.4.1. Interim President Kendall-Lekka reported annual housing costs of about \$400K and confirmed allowances for expats and SLT. She proposed an external audit combining salary and performance evaluations to address pay disparities.
 - 4.4.2. Legal Counsel Strauss cautioned about the tax implications of housing benefits above \$750 and the financial risk of rising costs.
 - 4.4.2.1. Regent Kabua stated that due to financial challenges, housing policy may need to be revisited.
 - 4.4.2.2. Interim Chair Kijiner added that other pending matters, such as communications and generators, also need follow-up.
 - 4.4.3. Interim Chair Kijiner noted faculty concerns about salary gaps, housing issues, micromanagement, and confusion over unused funds allegedly moved to the Endowment Fund.
 - 4.4.4. Interim President Kendall-Lekka clarified that unused funds go back to the general fund, with all budgets reviewed by the Budget Committee, and approvals depend on cash flow and timing.
 - 4.5. Regent Kabua asked if the Interim President could contact ACCT to see if they have resources or experts available to assist with the salary audit.
 - 4.6. Interim Chair Kijiner clarified that the Student Regent has the same rights as all Board members to attend meetings, including confidential ones. Bylaws do not require the Student Regent to leave during any discussion. Board meetings are open to the public unless declared an executive session.
 - 4.6.1. Concerns raised about potential information leakage.
 - 4.6.2. Regent Kabua inquired whether public Board meetings are an accreditation requirement.
 - 4.6.3. Interim President Kendall-Lekka stated she will verify the requirement, noting that the bylaws specify regular meetings may only be closed when declared executive.

Meeting adjourned at 10:59 AM

Signed by:

C1B15922GD0248A...

Scribe

Kelly Luce Sebastian,
Recording Secretary

Signed by:

677F88DBF98E447...

Reviewed & Approved by

Thomas Kijiner, Jr.
Interim Chair, Board of Regents

May 18, 2026

Date Approved