

Board of Directors Meeting

1:00 p.m., May 23, 2023

Via Zoom Webinar

Please register at

https://us06web.zoom.us/webinar/register/WN_MfdiNncaS66EJRsd4F_5UQ

Webinar ID: 849 5634 3384

Passcode: 148219

AGENDA

1. Roll Call
2. Approval of Agenda
3. Approval of Minutes
 - 04-27-23 Regular Meeting
4. 2022 Auditor's Report – Moss Adams
5. President's Report – David Bissell, President and CEO
6. Financial Report – Stacie Dellamano, CFO
7. NRECA Hawai'i Director Report – David Iha
8. Charitable Foundation Board – Phil Tacbian
9. Public Testimony - Testimony must be in written form and received via email at testimony@kiuc.coop no later than Monday, May 22, 2023, at 12:00 noon in order to be received in time for distribution.
10. New Business
 - Board Approval Request: 2022 Retirement Plan Restatement **(F&A, Action Item)**
 - Resolution No. 03-23: Pension – 2022 Board Resolution Restatement **(F&A, Action Item)**
 - Board Approval Request: Attorney Invoices over CEO Approval Limit **(F&A, Action Item)**
 - Policy No. 31: Safety **(Policy, Action Item)**
 - Appointment to the NRECA Region 9 Nominating Committee **(NRECA Hawai'i Director, Action Item)**
 - Appointment to the NRECA Region 9 Resolutions Committee **(NRECA Hawai'i Director, Action Item)**
11. Calendar
 - **June 7, 2023** – KIUC's Top 100 Annual Breakfast (8:00am, Sheraton Kaua'i Coconut Beach)
 - **June 8, 2023** – 25th Annual Governor's Luncheon – Kaua'i Chamber (11:00am, Anaina Hou Community Park)
 - **June 15, 2023** – Board Committee Meetings (9:00am, MCR)
 - **June 19 – 20, 2023** – CFC Forum (Seattle, WA)

- **June 29, 2023** – Regular Board Meeting (1:00pm, via Zoom)

12. Executive Session

Pursuant to Board Policy No. 16 the Board may, when deemed necessary, hold an executive session closed to the public on matters limited to those specified in Policy No. 16.

- Legal consultation with regard to ongoing litigation.
- Matters which could affect ongoing or potential negotiations in legal or administrative proceedings.
- Hiring, evaluating, dismissing or disciplining an officer or employee.

In addition, other matters may come before the Board within the parameters of Board Policy No. 16 which need to be discussed in Executive Session.

13. Adjournment – Adjournment scheduled for 3:30 p.m. or before if all business has been concluded by that time. If not, at that time, the Directors may decide by majority vote to adjourn the meeting to a date and time to be determined in order to conclude the business.