

**Board of Directors Meeting**  
**1:00 p.m., October 26, 2023**  
**Via Zoom Webinar**  
**Please register at**  
**[Webinar Registration - Zoom](#)**

**AMENDED AGENDA**

1. Roll Call
2. Approval of Agenda
3. Approval of Minutes
  - 09-21-23 Regular Meeting
4. President's Report – David Bissell, President and CEO
5. Financial Report – Stacie Dellamano, CFO
6. NRECA Hawai'i Director Report – David Iha
7. Charitable Foundation Board – Phil Tacbian
8. Public Testimony - Testimony must be in written form and received via email at [testimony@kiuc.coop](mailto:testimony@kiuc.coop) no later than Wednesday, October 25, 2023, at 12:00 noon to be received in time for distribution.
9. New Business
  - Election (by secret ballot) of the state director to serve a two (2) year term on the NRECA board beginning after 2024 NRECA Annual Meeting (**Executive, Action Item**)
  - Policy 19 Anti-retaliation and Whistleblowing (**Policy, Action Item**)
  - Policy 21 Financial Fraud Detection and Deterrence (**Policy, Action Item**)
  - Board Request Approval for Attorney Invoices over the CEO Approval Limit (**F&A, Action Item**)
  - Confirmation of 2024 Board Elections Nominating Committee (**Nominating, Action Item**)
10. Calendar
  - **November 10, 2023** – HOLIDAY – Veterans Day (KIUC Offices Closed)
  - **November 13, 2023** – Board Budget Workshop (1:00pm, MCR)
  - **November 14, 2023** – Board Committee Meetings (9:00am, MCR)
  - **November 21, 2023** – Regular Board Meeting (1:00pm, via Zoom)
  - **November 23, 2023** – HOLIDAY – Thanksgiving (KIUC Offices Closed)
11. Executive Session
  - KIUC Headquarters Acquisition Discussion

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.

12. 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.