

**ANNUAL MEETING OF THE BOARD OF DIRECTORS**  
**KAUA`I ISLAND UTILITY COOPERATIVE**  
Held at KIUC Main Conference Room and Video Conference Call  
On March 26, 2024

**MINUTES**

Chair Smith called the meeting to order at 1:05 p.m.

**1. Roll Call.**

- 1.1. **Directors present:** Directors Allan Smith (Chair), Jan TenBruggencate (Vice Chair), Dee Crowell, David Iha, James Mayfield, Calvin Murashige (Secretary), Teofilo Tacbian, Michael Yamane, and Peter Yukimura (Treasurer); David Bissell (CEO).
- 1.2. **Others present:** Stacie Dellamano (CFO), Brad Rockwell (COO), Mike Scarbo (Co-General Counsel), Teresa Amoy (Executive Administrator), Lisa Ubay (Mgr. of HR & Safety), Julie Morioka (HR Specialist), Shelley Paik (PA Specialist), Retired Judge Gerald Matsunaga, and Val Yamane.
- 1.3. **Others present via Video Conference Call:** Beth Amaro (Member Services & Communications Mgr.), Chris Yuh (Mgr. of Finance, Risk & Analytics), Cameron Kruse (Engineering & Tech Mgr.), Daurice Arruda (Accounting Mgr.), Corinne Cuaresma (Controller), Scott Sato (Energy Services Supervisor), Erin Tsuda (Finance Mgr.), Shelsey Francisco (Financial Analyst), Tane Oriol (HR Specialist), Jonah Knapp (Staff Engineer), Allison Young (Communications & PR Specialist); Members of the press (0) and Members of the public (2)

2. **Approval of Agenda.** The Board of Directors' Annual Meeting agenda of March 26, 2024, was approved as circulated

3. **Public Testimony.** None

4. **Swearing in of new Directors.** At 1:07 p.m. Retired Judge Gerald Matsunaga administered the oath of office to the newly elected directors David Iha, Teofilo Tacbian, and Michael Yamane.

5. **Executive Session.** No Executive Session.

**6. Organizational Items.**

6.1. Election of Officers for 2024

Nominations for officers and committees were presented by Vice Chair TenBruggencate as follows:

- Director Smith for Chair
- Director TenBruggencate for Vice Chair
- Director Murashige for Secretary
- Director Tacbian for 1<sup>st</sup> Assistant Secretary

- Director Crowell for 2<sup>nd</sup> Assistant Secretary
- Director Yukimura for Treasurer
- Director Mayfield for 1<sup>st</sup> Assistant Treasurer

## 6.2. Committee Appointments for 2024:

- Executive
  - ◇ Chair – Jan TenBruggencate
  - ◇ Members – Calvin Murashige, Allan Smith, Peter Yukimura
- Finance & Audit (F&A)
  - ◇ Chair – Peter Yukimura
  - ◇ Members – Jan TenBruggencate, James Mayfield, Calvin Murashige, Allan Smith, and staff member CFO Dellamano
- Government Relations & Legislative Affairs (GRLA)
  - ◇ Chair – Phil Tacbian
  - ◇ Members – David Iha, James Mayfield , Peter Yukimura, Michael Yamane, and staff members CEO Bissell and Beth Amaro
- International
  - ◇ Chair – David Iha
  - ◇ Members – Dee Crowell, Allan Smith, Phil Tacbian and Peter Yukimura
- Member Relations
  - ◇ Chair – Dee Crowell
  - ◇ Members – Cal Murashige, Allan Smith, Phil Tacbian, and staff member Beth Amaro
- Policy
  - ◇ Chair – Michael Yamane
  - ◇ Members – Dee Crowell, Cal Murashige, Phil Tacbian, Jan TenBruggencate, General Counsel Laurel Loo, and staff member CEO Bissell
- Strategic Planning
  - ◇ Chair – James Mayfield
  - ◇ Members – Dee Crowell, David Iha, Michael Yamane, Allan Smith, staff members CEO Bissell and COO Rockwell
- Nominating
  - ◇ Chair Dee Crowell
- Loan Review
  - ◇ Chair – Phil Tacbian
  - ◇ Member – Peter Yukimura

- Committee of the Whole
  - ◇ Chair – Allan Smith
  - ◇ All board members
  
- Nominating Committee
  - ◇ Chair – Dee Crowell

**MOTION:** Director TenBruggencate moved to approve the slate for the Board officers and committee appointments. Director Murashige seconded the nomination, which carried unanimously.

[Motion: TenBruggencate] [Second: Murashige]

IN FAVOR:	Smith, TenBruggencate, Murashige, Yukimura Crowell, Yamane, Iha, Mayfield, Tacbian	Total – 9
OPPOSED:	None	Total – 0
EXCUSED:	None	Total – 0

Motion carried

7. **Adjournment.** Whereupon there being no further business the meeting was adjourned at 1:15 p.m. by unanimous consent.

Respectfully submitted,

*Calvin Murashige*  
Calvin Murashige (May 1, 2024 22:06 GMT+9)

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Calvin Murashige  
 Secretary