



Board of Directors Meeting
1:00 p.m., May 28, 2019
KIUC Main Conference Room
4463 Pahe`e Street, Līhu`e, Kaua`i, Hawai`i 96766

AGENDA

1. Roll Call
2. Invocation – David Iha
3. Approval of Agenda
4. Approval of Minutes
 - 04-23-2018 Annual & Regular Meeting
5. President’s Report – David Bissell, President and CEO
6. Financial Report – Karissa Jonas, CFO
7. NRECA Hawaii Director Report (David Iha)
8. Committee Reports
 - Executive Committee (Committee Chair, Jan TenBruggencate)
 - Finance & Audit (Janet Kass for Committee Chair, Peter Yukimura)
 - Government Relations/Legislative Affairs (Committee Chair, Teofilo Tacbian)
 - International (Committee Chair, David Iha)
 - Member Relations (Committee Chair, Calvin Murashige)
 - Policy (Committee Chair, Dee Crowell)
 - Strategic Planning (Committee Chair, James Mayfield)
9. Charitable Foundation Board
10. Public Testimony
11. New Business
 - BP#2, Authority and Responsibility of the Chief Executive Officer (“CEO”) (**Policy, Action Item**)
 - BP#28, Offers to Acquire Cooperative’s Assets (**Policy, Action Item**)
 - Appointment to NRECA Region 9 Nominations Committee (**NRECA Director, David Iha, Action Item**)

12. Calendar

- **June 11, 2019** – HOLIDAY, KIUC Offices Closed
- **June 14, 2019** – Board Committee Meetings (9:00am, MCR)
- **June 25, 2019** – Regular Board Meeting (1:00pm., KIUC Main Conf Rm)
- **June 26, 2019** – Top 100 Breakfast Mtg (8:00am, Kauai Marriott)

13. 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.

14. 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.