

**ANNUAL MEETING OF THE BOARD OF DIRECTORS
KAUA'I ISLAND UTILITY COOPERATIVE**

Held via Conference Call

On March 18, 2021

MINUTES

Chairman Smith called the meeting to order at 1:06 p.m.

1. Roll Call

- 1.1. **Directors present via Conference Call:** Directors Allan Smith (Chair), Jan TenBruggencate (Vice Chair), Dee Crowell, David Iha, Janet Kass, James Mayfield, Calvin Murashige (Secretary), Teofilo Tacbian, and Peter Yukimura (Treasurer); and David Bissell (President and CEO). A quorum of directors were present.
- 1.2. **Others present via Conference Call:** Laurel Loo (General Counsel), Karissa Jonas (CFO), Maile Alfiler (Member Services Mgr.), John Cox (T&D Mgr.), Cameron Kruse (Engineering and Technology Mgr.), Beth Tokioka (Communications Mgr.), Lisa Ubay (HR Mgr.), and Nadine Tipps (Executive Administrator); Members of the press (0) and Members of the public (0).

2. **Approval of Agenda.** The agenda was approved as circulated.

3. **Public Testimony.** None.

4. **Swearing in of new Directors.** At 1:08 p.m. Judge and General Counsel Laurel Loo administered the oath of office to the newly elected directors David Iha, Janet Kass and Phil Tacbian.

5. **Executive Session.** None.

6. Organizational Items.

Election of Officers:

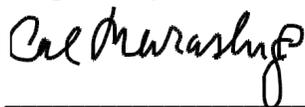
- Nominations for officers were presented by Director Kass, with a second by Director Mayfield, and approved as follows:
 - Director Smith for Chair. [Motion: Kass/Mayfield]
 - Director TenBruggencate for Vice Chair. [Motion: Kass/ Mayfield]
 - Director Murashige for Secretary. [Motion: Kass/ Mayfield]
 - Director Tacbian for 1st Assistant Secretary. [Motion: Kass/ Mayfield]
 - Director Crowell for 2nd Assistant Secretary. [Motion: Kass/ Mayfield]
 - Director Yukimura for Treasurer. [Motion: Kass/ Mayfield]
 - Director Mayfield for 1st Assistant Treasurer. [Motion: Kass/ Mayfield]
 - Director Kass for 2nd Assistant Treasurer. [Motion: Kass/ Mayfield]
- Director Iha moved for the nomination of officers to be closed. Director Murashige seconded the nomination, which carried unanimously.

Committee Appointments:

- The following Committee Chair and member appointments were approved as follows:
 - Executive
 - ◇ Chair – Jan TenBruggencate
 - ◇ Members – Calvin Murashige, Allan Smith, Peter Yukimura and CEO Bissell
 - Finance & Audit (F&A):
 - ◇ Chair – Peter Yukimura
 - ◇ Members – Janet Kass, Jim Mayfield, Calvin Murashige, Allan Smith and CFO Jonas
 - Government Relations & Legislative Affairs (GRLA):
 - ◇ Chair – Phil Tacbian
 - ◇ Members – David Iha, Jan TenBruggencate, Peter Yukimura, CEO Bissell and Beth Tokioka
 - 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, Maile Alfiler and Beth Tokioka
 - Policy:
 - ◇ Chair – Janet Kass
 - ◇ Members – Dee Crowell, Cal Murashige, Phil Tacbian, Jan TenBruggencate and General Counsel Laurel Loo
 - Strategic Planning
 - ◇ Chair – Jim Mayfield
 - ◇ Members – Dee Crowell, David Iha, Janet Kass, Allan Smith, David Bissell and Brad Rockwell
 - 2021 Nominating
 - ◇ Chair – Dee Crowell

7. **Adjournment.** Whereupon, there being no further business the meeting was adjourned at 1:18 p.m. by unanimous consent

Respectfully submitted,



Calvin Murashige
Secretary