REGULAR MEETING OF THE BOARD OF DIRECTORS
KAUAʻI ISLAND UTILITY COOPERATIVE
Held via Zoom
Līhuʻe, Kauaʻi, Hawaiʻi
September 24, 2026

MINUTES

Meeting called to order by Chair Smith at 1:04 p.m.

1. **Roll Call**
   - **1.1. Directors present:** Directors Allan Smith (Chair), Jan TenBruggencate (Vice Chair), Edmund Acoba (Secretary), Peter Yukimura (Treasurer), David Iha, James Mayfield, Bryson Ponce, Teofilo Tacbian, Michael Yamane; and David Bissell (CEO)

   - **1.2. Others present:** Laurel Loo (General Counsel), Teresa Amoy (Executive Administrator), Erin Tsuda (CFO), and Brad Rockwell (COO)

   - **1.3. Others present via Video Conference Call**: Beth Amaro (Member Services & Communications Mgr.), Daurice Arruda (Accounting Mgr.), Scott Sato (Gov't Affairs & Energy Services Mgr.), Shelley Paik (PA Specialist), Allison Young (Comm. & PR Specialist), Corinne Cuaresma (Controller), Shelsey Francisco (Sr. Financial Analyst), and Melanie Cierras (Finance Mgr.); Members of the press (0) and Members of the public (0)

   - **1.4. Absent/Excused**: None

2. **Approval of the Agenda**
   - **2.1.** The Board of Directors' agenda of September 24, 2026, was approved as presented.

3. **Approval of Minutes**
   - **3.1.** The minutes of August 27, 2026, Regular Board meeting was approved with no objections.

4. **Director Safety Moment**
   One director shared a safety moment that highlighted personal experiences as he recounted his extensive chainsaw use over the past week and a half, emphasizing that he avoided injury by following proper safety practices. The importance of using personal protective equipment, such as hearing protection, eye protection, and sturdy footwear, and recommend always doing things right when working with hazardous tools.

5. President's Report – David Bissell (CEO)

The CEO opened the president's report by thanking the board and KIUC employees for their exceptional efforts during hurricane recovery. He highlighted the teamwork across the company, especially the logistics of supporting crews and restoring power. The CEO noted that Brad Rockwell (COO) led the recovery as Incident Commander and praised the overall response, stating that while the storm was a difficult event, the organization's performance was outstanding. He mentioned that a comprehensive report with more details would be provided in the future, once recovery efforts were less intense.

The COO provided a status update and details of recovery efforts:

- 98.1% of power had been restored, with the goal to exceed 99%.
- The remaining outages (approximately 700 meters), primarily in Wainiha and Haena, expected to be resolved soon, and additional work in Kokee and scattered locations.
- Restoration of transmission lines were discussed with only two (out of 16) still out but anticipated to be back online shortly.
- Information on the involvement of off-island crews and contractors, the transition back to normal operations, and ongoing preparations for another potential storm were provided.
- KIUC remains in the recovery phase and would revert to normal operations once the workload was manageable.

The directors reflected on the dedication and resilience of KIUC crews during storm recovery. One director described seeing crews working tirelessly and was moved by community members bringing food to support them. The CEO praised the line crews for their cheerful attitude despite minimal sleep, and another director, drawing from his disaster response experience, acknowledged the exhausting nature of the work and expressed deep pride in the team's efforts.

6. NRECA Hawai'i Director Report – Allan Smith (Board Chair)

6.1. NRECA Region 7 & 9 Meeting in Salt Lake City, UT (October 5-7, 2026)

7. Charitable Foundation Board Report – Director Phil Tacbian

The Charitable Foundation board met recently and approved grant applications for several organizations, including the Garden Island Jr. Dragsters, Kauai Philippine Cultural Center, Niumalu Canoe Club, and Kauai Beach Volleyball.

The foundation's golf tournament was referenced, with a more detailed report to be provided later.

Also mentioned that a member of Kauai Coffee attended the meeting to express gratitude for KIUC's rapid power restoration, which allowed them to resume their harvest and avoid significant losses.

8. **Public Testimony.** Received no (0) public testimony.

9. **New Business**

9.1. Approval of Nominating Committee Chair for the 2027 Board of Directors Election Board Chair appointed Director Ponce as the Nominating Chair for this coming election with Director Ponce's acceptance. With no objection, Director Ponce will be the Nominating Chair.

9.2. Contract Amendments due to Tropical Storm Lala and Hurricane Lowell in August and September 2026 – CEO requested to have item moved to Executive Session.

10. **Calendar**

10.1. October 5-7, 2026 – NRECA Regions 7 & 9 Meeting (Salt Lake City, UT)
10.2. October 12, 2026 – HOLIDAY – Discoverers' Day (KIUC Offices Closed)
10.3. October 20, 2026 – Board Committee Meetings (9:00 a.m., MCR)
10.4. October 29, 2026 – Regular Board Meeting (1:00pm, MCR/Zoom)

11. **Executive Session**

At 1:24 p.m. the Board recessed the meeting to enter Executive Session closed to the public on matters limited to those specified in Section II. A. 2. of Board Policy No. 16. The items to be discussed in the Executive Session are matters of a proprietary or financial nature, public disclosure of which could affect on-going or potential negotiations, or legal or administrative proceedings and human resource issues related to the hiring, evaluating, dismissing, or disciplining an officer or employee and a matter requiring legal consultation on issues pertaining to the powers, duties, privileges, immunities, and liabilities of the Board of Directors.

- The Board ratified the following items that were approved in executive session:
  - August 24, 2026, Regular Board meeting ES minutes
  - PUC Filing Related to Hurricane Lowell
  - Resolution 05-26 – Contract Amendments due to Tropical Storm Lala and Hurricane Lowell in August and September 2026

12. **Adjournment**

The meeting was adjourned at 1:59 p.m.

Edmund Acoba (Oct 30, 2026 09:34:04 HST)

Edmund Acoba
Board Secretary

Report of KIUC Charitable Foundation

To KIUC Board of Directors

9/22/2026

The Charitable Foundation Board met on 9/22/26

The following reports were received:

Treasurer report ending balance of $119,900.13 as of August 31.

Makana Program:

- 576 registered, YTD contribution $2,650.57

Grant Applications -*all approved as submitted*

- Garden Island Jr. Dragsters - $1,000
- Kauai Philppine Cultural Center - $7,500
- Niumalu Canoe Club - $5,000
- Kauai Beach Volleyball - $5,000

Other Business

- Insurance renewal approved

Next meeting October 22, 2026, 3:30 p.m.

T. Phil Tacbian, President

RESOLUTION 05-26 OF THE
BOARD OF DIRECTORS OF
KAUA`I ISLAND UTILITY COOPERATIVE ("KIUC")

WHEREAS, on or about the week of August 13, 2026, Tropical Storm Lala impacted Kauai with strong winds, heavy rainfall, and high surf and caused downed trees and power lines; and

WHEREAS, three weeks later, Hurricane Lowell impacted Kauai again with even more destruction than Lala had caused; and

WHEREAS, Tropical Storm Lala and Hurricane Lowell (collectively, the "Storm Events") caused significant damage requiring emergency response and recovery activities, affecting facilities, infrastructure, property, equipment, and other assets owned, operated, maintained, or otherwise under the responsibility of KIUC; and

WHEREAS, as a result of the Storm Events, KIUC has undertaken and expects to continue undertaking emergency protective measures, debris-related services, inspections and damage assessments, remediation, stabilization, repair, restoration, reconstruction, and other response and recovery activities necessary to maintain or restore essential services and operations; and repair or restore property damaged by the Storm Events (collectively, the "Storm Recovery Work"); and

WHEREAS, prompt performance of the Storm Recovery Work is necessary to mitigate further damage, restore affected facilities and operations, and facilitate KIUC's recovery from the Storm Events; and

WHEREAS, in responding to the Storm Events, KIUC determined that the use of existing contractors was necessary and appropriate to facilitate a timely and effective response, taking into consideration the urgent nature of the required work, the need to mobilize personnel, equipment, materials, and other resources without undue delay, the availability and capacity of qualified contractors and resources following the Storm Events, and the need to mitigate additional damage and restore affected facilities and operations as expeditiously as practicable; and

WHEREAS, KIUC further determined that the existing contractors possessed familiarity with KIUC facilities, infrastructure, systems, operations, and applicable requirements, as applicable, and had established contractual arrangements and the ability to mobilize or provide

necessary personnel, equipment, materials, and services on a timely basis, thereby facilitating continuity, coordination, and efficient performance of the Storm Recovery Work; and

WHEREAS, the circumstances following the Storm Events required KIUC to make contracting and deployment decisions based upon the conditions then existing, including the nature and extent of known or reasonably anticipated damage, the urgency of particular response and restoration activities, contractor and resource availability, mobilization requirements, and the need to protect life, health, safety, property, and continuity of operations; and

WHEREAS, the contractors identified on Exhibit A, attached hereto and incorporated herein by reference (collectively, the "Storm Recovery Contractors"), have been or may be called upon to perform Storm Recovery Work pursuant to their existing contracts, work orders, task orders, amendments, change orders, or other appropriate contractual authorizations; and

WHEREAS, the Board of Directors finds that the retention and use of the Storm Recovery Contractors for such purposes is necessary or appropriate to support the Entity's response to and recovery from the Storm Events and is in the best interests of the Entity; and

WHEREAS, the Entity may seek reimbursement, grants, or other financial assistance from the Federal Emergency Management Agency ("FEMA"), the State of Hawai‘i, and/or other governmental agencies for eligible costs incurred in responding to and recovering from the Storm Events; and

WHEREAS, the Board desires to formally document its authorization and, as applicable, ratification of the retention and use of the Storm Recovery Contractors for Storm Recovery Work, while preserving and documenting compliance with all procurement, contracting, and grant requirements applicable to such work;

NOW, THEREFORE, be it hereby resolved by the Board of Directors of KIUC (the "Board") that:

1. **Authorization of Storm Recovery Contractors.** The Board hereby approves and authorizes the retention and use of the Storm Recovery Contractors identified on Exhibit A for Storm Recovery Work arising from or related to Tropical Storm Lala and Hurricane Lowell, subject to the terms and conditions of their respective

contracts and any applicable work orders, task orders, notices to proceed, amendments, change orders, or other contractual authorizations.

2. **Ratification of Prior Storm-Related Work.** To the extent that, prior to adoption of this Resolution, any officer, employee, or representative of KIUC directed, requested, or authorized a Storm Recovery Contractor identified on Exhibit A to undertake Storm Recovery Work, the Board hereby ratifies and confirms such action, to the extent such action was within the authority of KIUC and is consistent with applicable law, KIUC's governing documents and policies, and applicable procurement and contracting requirements.
3. **Authority to Implement.** The President and Chief Executive Officer, or the officer's designee(s), is hereby authorized to administer the Storm Recovery Work and, subject to applicable delegated authority and expenditure limits, execute or issue such work orders, task orders, notices to proceed, amendments, change orders, certifications, applications, reimbursement requests, and other documents as may be necessary or appropriate to implement this Resolution.
4. **FEMA and Other Disaster Assistance.** The officers and designated representatives of KIUC are authorized to prepare, execute, and submit applications, claims, certifications, supporting documentation, and requests for reimbursement or other disaster assistance relating to the Storm Events to FEMA, the State of Hawai‘i, and other appropriate federal, state, or local agencies, subject to applicable requirements.
5. **Compliance With Applicable Requirements.** Nothing in this Resolution shall be construed as waiving, superseding, or establishing compliance with any requirement imposed by federal, state, or local law; KIUC's procurement or contracting policies; or the terms and conditions of any federal or state financial assistance. All expenditures for which reimbursement is sought shall remain subject to applicable eligibility, procurement, contracting, cost reasonableness, documentation, and other requirements.
6. **No Determination of Funding Eligibility.** Identification of a contractor, contract, service, or expenditure in this Resolution or Exhibit A constitutes KIUC's authorization of the retention or use of such contractor for Storm Recovery Work and does not, by itself, constitute a determination that any particular contract,

procurement, scope of work, or expenditure is eligible for reimbursement by FEMA or any other governmental agency.

7. **Further Actions.** The officers, employees, and designated representatives of KIUC are authorized to take such further actions and execute such additional documents as may be reasonably necessary or appropriate to carry out the intent and purposes of this Resolution.

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SECRETARY'S CERTIFICATE

The undersigned Secretary of KIUC hereby certifies that the foregoing Resolution 05-26 of the Board of Directors of KIUC was duly adopted at the Meeting of the Board of Directors held on September 24, 2026, at Lihue, Kaua`i, Hawai`i.

Dated this 24th day of September 2026, at Lihu`e, Kaua`i, Hawai`i.

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Edmund Acoba
Secretary