KIUC BOARD POLICY NO. 22

PROVIDING INFORMATION TO DIRECTORS

PURPOSE OF POLICY:

The purpose of this policy is to describe information provided routinely to the Board, and the process for a Director to request additional information.

POLICY CONTENT:

I. Information to Be Provided to Board Without Request

The flow of authority for the management of KIUC normally passes through the CEO, who is the link between the Board and the employees. The Board requires full, complete, and voluntary disclosure of information from the CEO concerning all matters in connection with the management of KIUC as set forth in Board policies, including but not limited to:

A. All substantive reports and

B. Any information to be released to the press, media, public, or members. Staff shall make a good faith attempt to provide all Directors with the information prior to its release.

II. Director Access to KIUC Information Not Provided by Management

Any Director is entitled to have access to all Cooperative data or information, at reasonable times during the business hours, for a proper purpose germane to his or her standing as a member and Director.

Except as set out below, all requests for information shall be made to and through the CEO, with a copy of the request given to the Board Chair. The following information may be sought through other appropriate employees, agents, or independent contractors in the circumstances indicated:

A. After consultation with and being advised by KIUC's General Counsel, information which is necessary because of actual or potential criminal or tortious activity in which the CEO may be involved; or

B. In the context of a Board-appointed committee meeting, assigned staff may respond to relevant inquiries about matters being considered by the committee and directed to them by a Director. If the information is deemed to be confidential by the staff member, the Committee Chair, any Director, General

Counsel, or the CEO, the Committee Chair shall ensure persons who are not authorized to receive the information are not present before the information is released; or

C. In the context of a regular or special meeting of the KIUC Board where the Directors may deem it necessary to confer with personnel other than the CEO.

In any instance in which a Director has sought access to information not generally made available or reported to the entire Board, the CEO shall report to all Directors the information provided, at least by the next meeting of the Board.

Adopted on this 19th day of November 2026.

Edmund Acoba (Nov 19, 2026 22:36:53 HST)

Edmund Acoba
Secretary

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