

**Board of Directors Meeting**

**1:00 p.m., March 27, 2023**

**Via Zoom Webinar**

**Please register at**

[https://us06web.zoom.us/webinar/register/WN\\_JcNE3rl5Q4aoWcdUiHj34g](https://us06web.zoom.us/webinar/register/WN_JcNE3rl5Q4aoWcdUiHj34g)

Webinar ID: 898 0446 0863

Passcode: 674661

AGENDA

1. Roll Call
2. Approval of Agenda
3. Approval of Minutes
  - 02-23-23 Regular Meeting
4. President's Report – David Bissell, President and CEO
5. Financial Report – Stacie Dellamano, CFO
  - Financial Banking Update
6. NRECA Hawai'i Director Report – David Iha
7. Charitable Foundation Board – Phil Tacbian
8. Public Testimony - Testimony must be in written form and received via email at [testimony@kiuc.coop](mailto:testimony@kiuc.coop) no later than Sunday, March 26, 2023, at 12:00 noon in order to be received in time for distribution.
9. New Business
  - Policy No. 22: Providing Information to Directors **(Policy, Action Item)**
  - Policy No. 27: Communications by Directors to the Public **(Policy, Action Item)**
  - Resolution No. 02-23: Indenture Debt Ceiling **(F&A, Action Item)**
  - Approval of Proposed Exhibit 1 of the Revolving Loan Fund Regarding Loan Review Committee Members and New Loan Review Committee Members **(Loan Review Committee, Action Item)**
  - Approval of Proposed Exhibit 2 of the Revolving Loan Fund Plan Regarding the For-Profit and Not-For-Profit Interest Policy **(Loan Review Committee, Action Item)**
10. Calendar
  - **April 13, 2023** – Board Committee Meetings (9:00am, MCR)
  - **April 16-19, 2023** – 2023 NRECA Legislative Conference (Washington, DC)
  - **April 27, 2023** – Regular Board Meeting (1:00pm, via Zoom)
11. 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.

12. 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.