

**Board of Directors Meeting**

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

**Via Zoom Webinar**

**Please register at**

[https://us06web.zoom.us/webinar/register/WN\\_zHvoisATSs-ILNkjm5TfDw](https://us06web.zoom.us/webinar/register/WN_zHvoisATSs-ILNkjm5TfDw)

Webinar ID: 856 5976 7437

Passcode: 220576

AGENDA

1. Roll Call
2. Approval of Agenda
3. Approval of Minutes
  - 03-27-23 Regular Meeting
  - 03-27-23 Annual Meeting
4. President's Report – David Bissell, President and CEO
5. Financial Report – Stacie Dellamano, CFO
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 Wednesday, April 26, 2023, at 12:00 noon in order to be received in time for distribution.
9. New Business
  - Guidelines for Hiring a New CEO **(Policy, Action Item)**
  - Policy No. 5: Conflicts of Interest **(Policy, Action Item)**
  - Policy No. 13: Community and Economic Development **(Policy, Action Item)**
  - Board Approval Request: GT1 Exciter Replacement **(F&A, Action Item)**
  - Board Approval Request: KPS OTSG Tube Replacement **(F&A, Action Item)**
10. Calendar
  - **May 16, 2023** – Board Committee Meetings (9:00am, MCR)
  - **May 23, 2023** – Regular Board Meeting (1:00pm, via Zoom)
  - **May 24 - 25, 2023** – 2023 Hawai'i Energy Conference (Maui, HI)
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.