

ANNUAL MEETING OF THE BOARD OF DIRECTORS
KAUA`I ISLAND UTILITY COOPERATIVE
Held at KIUC Main Conference Room and Video Conference Call
On March 27, 2025

MINUTES

Chair Smith called the meeting to order at 1:01 p.m.

1. Roll Call.

- 1.1. **Directors present:** Directors Allan Smith (Chair), Jan TenBruggencate (Vice Chair), Edmund Acoba, David Iha, James Mayfield, Calvin Murashige (Secretary), Teofilo Tacbian, Michael Yamane, and Peter Yukimura (Treasurer); David Bissell (CEO).
- 1.2. **Others present:** Mike Scarbo (Co-General Counsel), Teresa Amoy (Executive Administrator), Corinne Cuaresma (Controller), Beth Amaro (Member Services & Communications Mgr.), Shelley Paik (PA Specialist).
- 1.3. **Others present via Video Conference Call:** Lisa Ubay (Mgr. of HR & Safety), Chris Yuh (Mgr. of Finance, Risk & Analytics), Erin Tsuda (Finance Mgr.), Cameron Kruse (Engineering & Tech Mgr.), Daurice Arruda (Accounting Mgr.), Scott Sato (Energy Services Supervisor), Shelsey Francisco (Financial Analyst), Allison Young (Communications & PR Specialist), Jonah Knapp (Staff Engineer); Members of the press (0) and Members of the public (1)

2. **Approval of Agenda.** The Board of Directors' Annual Meeting agenda of March 27, 2025, was approved as circulated

3. **Public Testimony.** None

4. **Swearing in of new Directors.** At 1:02 p.m. General Counsel Laurel Loo administered the oath of office to the newly elected directors Edmund Acoba, Jan TenBruggencate, and Peter Yukimura.

5. **Executive Session.** No Executive Session.

6. Organizational Items.

6.1. Election of Officers for 2025

Nominations for officers and committees were presented by Vice Chair TenBruggencate as follows:

- Director Smith for Chair
- Director TenBruggencate for Vice Chair
- Director Murashige for Secretary
- Director Tacbian for 1st Assistant Secretary
- Director Yukimura for Treasurer

- Director Mayfield for 1st Assistant Treasurer

MOTION: Director TenBruggencate moved to approve the slate for the Board officers. Director Murashige seconded the nomination, which carried unanimously.

[Motion: TenBruggencate] [Second: Murashige]

IN FAVOR:	Smith, TenBruggencate, Murashige, Yukimura Acoba, Yamane, Iha, Mayfield, Tacbian	Total – 9
OPPOSED:	None	Total – 0
EXCUSED:	None	Total – 0

Motion carried

6.2. Committee Appointments for 2025:

- Executive
 - ◇ Chair – Jan TenBruggencate
 - ◇ Members – Calvin Murashige, Allan Smith, Peter Yukimura, staff member CEO Bissell

- Finance & Audit (F&A)
 - ◇ Chair – Peter Yukimura
 - ◇ Members – Jan TenBruggencate, James Mayfield, Calvin Murashige, Allan Smith, and staff member CFO

- Government Relations & Legislative Affairs (GRLA)
 - ◇ Chair – Phil Tacbian
 - ◇ Members – David Iha, Peter Yukimura, Michael Yamane, and staff members CEO Bissell and Beth Amaro

- International
 - ◇ Chair – David Iha
 - ◇ Members – Edmund Acoba, Allan Smith, Phil Tacbian and Peter Yukimura

- Member Relations
 - ◇ Chair – James Mayfield
 - ◇ Members – Cal Murashige, Allan Smith, Phil Tacbian, and staff member Beth Amaro

- Policy
 - ◇ Chair – Edmund Acoba
 - ◇ Members – Cal Murashige, Phil Tacbian, Jan TenBruggencate, General Counsel Laurel Loo, and staff member CEO Bissell

- Strategic Planning
 - ◇ Chair – Michael Yamane
 - ◇ Members – David Iha, James Mayfield, Allan Smith, staff members CEO Bissell and COO Rockwell

- Loan Review
 - ◇ Chair – Phil Tacbian
 - ◇ Member – Peter Yukimura

- Committee of the Whole
 - ◇ Chair – Allan Smith
 - ◇ All board members

- Nominating Committee
 - ◇ Chair – Cal Murashige

MOTION: Director TenBruggencate moved to approve the slate for the committee appointments. Director Murashige seconded the nomination, which carried unanimously.

[Motion: TenBruggencate] [Second: Murashige]

IN FAVOR:	Smith, TenBruggencate, Murashige, Yukimura Acoba, Yamane, Iha, Mayfield, Tacbian	Total – 9
OPPOSED:	None	Total – 0
EXCUSED:	None	Total – 0

Motion carried

7. **Adjournment.** Whereupon there being no further business the meeting was adjourned at 1:08 p.m. by unanimous consent.

Respectfully submitted,

Calvin Murashige
 Calvin Murashige (Apr 25, 2025 13:27 PDT)
 Calvin Murashige
 Secretary