NATURAL ENERGY LABORATORY OF HAWAII AUTHORITY

An Authority of the State of Hawaii attached to the Department of Business, Economic Development & Tourism

Source of 100% Hawaii Deep Seawater

BOARD OF DIRECTORS
MEETING MINUTES

DRAFT

May 26, 2026
1:00 p.m.

An Interactive Conference Technology Meeting was held at
NELHA OceanView Conference Room
Hale Iako Building
73-970 Makako Bay Drive
Kailua-Kona, HI 96740
and via Zoom Video Conferencing Software.

Members/Designees in Attendance
Noelani Kalipi (Gov. Appointee/Chair)
Cyd Miyashiro (Gov. Appointee/Vice Chair)
Gordon Bruce (Gov. Appointee)
Alan Hilton (RAC Chair)
Dennis Lin (County of Hawaii)
Dane Wicker (DBEDT Director Office)
Neil Sims (Tenant Representative)
Nathan Tsao (Tenant Representative)
Manu Tupper (DLNR)
Dr. John Wiltshire (RAC Secretary)

Board Members Not Attending and Excused
Jaclyn Kaina (HTDC)
Dr. Chad Walton (University of Hawaii)

Guests/Staff Present
Laurence Sombardier (NELHA)
Keith Olson (NELHA)
Bryan Babbitt (NELHA)
Faustine Edge (NELHA)
Pam Madden (NELHA)
Bryce Matsuoka (NELHA)
Rae Nguyen (NELHA)
Jennifer Rasmussen (NELHA)
Bryan Runyan (NELHA)
John Cole (AG)
Melissa DellaTorre (Pacific Hybreed)
Sandra Gibson (Kona Salt Farm)
Dave Anton (Anton Advisors)
Jeff Zimpher (National Park Services)

Full Board meeting recording available at:

Part A https://youtu.be/1RXPg9-8_4o **Part B** https://youtu.be/_Z75HLnl_Zc

- **Item 1. (1:01 p.m.) Call to Order.**

  The meeting was called to order by Chair Noelani Kalipi (Chair Kalipi) at 1:03 p.m. Chair asked Acting Executive Director Keith Olson (ED Olson) for a roll call of Board members and NELHA staff. Reference to Act 220. Ten members were present and two excused.

  Chair Kalipi started the meeting recognizing the late Executive Director, Riley Saito who passed away unexpectedly last month. Board Directors shared their memories working with him (1:04 p.m. video run time - Part A 0:03:34).

  Director Sims wanted to take the time to acknowledge Deputy Director Laurence Sombardier (DD Sombardier) who was retiring after 20 years at NELHA. Board Directors, NELHA Staff and meeting attendees shared their memories (1:07 p.m. video run time – Part A 0:06:46).

- **Item 2. (1:12 p.m. video run time - Part A 0:11:56) Approval of NELHA Board Directors' March 17, 2026 Meeting Minutes.**

  Chair Kalipi opened this item for discussion. Director Tsao moved to approve the March 17, 2026 Meeting Minutes with an amendment to Item 4 vote from 7 to 8. The motion was seconded by Director Lin (1:16 p.m. video run time Part A-0:12:33). Hearing no objections, the minutes were approved with amendments (10-0) (1:16 p.m. video run time – Part A 0:13:55).

- **Item 3. (1:14 p.m. video run time - Part A 0:13:58) Public Testimony.**

  Chair Kalipi opened the floor to any Public Testimony or any open items not on the agenda. No one came forward.

- **Item 4a. (1:15 p.m. video run time - Part A 0:14:32). Old BusinessUpdate and discussion regarding the Amended Complaint Filed by Keahole Point Hatcheries LLC on October 28, 2025*.**

  Chair Kalipi asked Deputy Attorney General (AG) John Cole to provide a procedural update, which can be done without going into Executive Session.

  AG Cole began if any of the board members have questions pertaining to the Board's powers, duties, privileges, immunities and liabilities, then we can go into executive session pursuant to Section 92-584 of the HR Hawaii Revised Statutes. Chair Kalipi asked if the Board Directors had any questions. There were none and AG Cole provided the procedural update, and the Board and Public had the opportunity to ask questions or comment. There were none.

- **Item 4b. (1:19 p.m. video run time - Part A 0:53:36) Old Business. Create a Permitted Interaction Group pursuant to HRS 92-2.5(b), for the purpose of recruiting and making a recommendation to the NELHA Board of Directors for hiring of the NELHA Executive Director position – Discussion and Decision-Making.**

  Chair Kalipi explained the Permitted Interaction Group (PIG) will possibly meet three to four times to identify candidate qualifications based on the position description, and present to the Board of the Directors the qualifying candidate for interviews. Vice Chair Miyashiro and Directors Bruce, Sims and Wicker volunteered to serve on the PIG. Director Tsao motioned to approve the PIG members and Director Lin seconded the motion (1:23 p.m. video run time – Part A 0:20:54). There were no objections and motion passed (10-0).

- **Item 5a. (1:24 p.m. video run time – Part A 0:21:58) New Business. Discussion regarding the November 18, 2025 sea water quality event and related demand letter from McCorriston Miller Mukai MacKinnon LLP, attorneys at law, on behalf of Ocean Era, Inc. dated April 1, 2026***

  Director Bruce made a motion to go into executive session and Vice Chair Miyashiro seconded the motion. (1:24 p.m., video run time – Part A 0:21:35). Director Sims, Founder-CEO of Ocean Era recused himself from the session and the motion was approved 9-0 (1:25 p.m. video run time – Part A 0:22:07).

  The Board of Directors returned from Executive Session at 2:11 p.m. AG Cole provided a summary of the Executive Session report of the seawater quality event in November 2025 and the related demand letters from Ocean Era. No votes or actions taken or considered (video run time - Part B 0:00:27).

- **Item 6a. (2:11 p.m. video run time – Part B 0:01:08) Financial Report. Approval and Decision Making.**

  ED Olson presented the Financial Report. Board Directors and the Public were given the opportunity to ask questions and discuss.

  Vice Chair Miyashiro commented that ultimately no tenant should be in arrears. She noticed also some of the tenants listed are repeatedly in arrears, and suggested the Board consider requiring prepaid lease rent. Chair Kalipi asked that Vice Chair Miyashiro's suggestions be included in the minutes (video run time – Part B 0:02:43).

Director Bruce motioned to accept the Financial Report and Director Wiltshire seconded the motion. There were no objections, and the motion was approved (10-0) (2:19 p.m. video run time – Part B 0:08:43).

- **Item 7. (2:20 p.m. video run time – Part B 0:08:47) Executive Director's Informational Status Report on ongoing projects including: 2026 Legislative session, FY26 budget planning, research campus leases, new leases under discussion; water quality and seawater system maintenance; offshore deep seawater pipe removal planning and design; regional seawater air conditioning planning and design; new potable water supply update; aquaculture accelerator and investment fund initiative; grant applications; new Mauka Research Campus; renewable distributed energy resources initiative for microgrid; and, solar desalination; contracts and agreements including master plan and EIS update.***

  ED Olson gave the Board and Public the Status Report on ongoing projects. Board Directors and the Public were given the opportunity to ask questions and discuss.

- **Item 8. (1:57 p.m. video run time – Part B 0:36:03) Announcements**

  a. Date of the next regularly scheduled meeting is Tuesday, July 21, 2026 at 1:00 p.m.

- **Item 9. (2:30 p.m. video run time – Part B 0:36:12) Adjournment**
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  Chair Kalipi adjourned the meeting at 2:30 p.m. (video runtime – Part B 0:36:12).

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