

MORA-SAN MIGUEL ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES MEETING
HELD ON
APRIL 29, 2010

The Regular Meeting of the Board of Trustees was held on April 29, 2010. Mr. H. Felix Vigil, Board Chairman, called the meeting to order at 12:30 P.M.

CALL TO ORDER:

1. Roll Call and Determination of Quorum

Members Present: H. Felix Vigil, Chairman
Daniel Romero, Vice-Chairman
Mary Lou Roybal, Secretary/Treas.
Robert Baca, Member
Elizabeth Leyba, Member
Carlos S. Lovato, Member
David Maestas, Member

Others Present: Abran H. Romero, General Manager
Debbie H. Alexander, Exec. Admin.

Bruce Wiggins, Attorney

- 2. Invocation** – The invocation was led by Elizabeth Leyba.
- 3. Pledge of Allegiance** – The Pledge of Allegiance was recited.
- 4. Approval of Agenda** – The Agenda was presented and reviewed. The following amendments were made to the Agenda: Add – #5 – Recognition of Guests (c) Gwen Mascarenas – New Hire; and #13 – New Business – (c1) – By-law Clarification – Article XI – Section 1. Motion to

approve the Agenda as amended was made by Carlos Lovato and seconded by Mary Lou Roybal. Motion carried unanimously.

5. Recognition of Guests

- a. Norma Vigil – Chacon, NM consumer – No show.**
- b. Gilbert Ortiz – Presentation – Cancelled because of conflict in scheduling.**
- c. Gwen Mascarenas – New hire – Manager of Human Resources, Information Technology, Public Relations, and Special Projects. Ms. Mascarenas was introduced to the Board. She will start employment on May 3rd, 2010.**
- d. John Pintek, Consumer – Mr. Pintek advised the Board that a truck delivering material to his residence had hit and cut the power lines. MSMEC responded promptly and had power restored quickly. He thanked the employees. He also asked if the Cooperative could possibly branch into something else to bring more revenue to the Coop. Mr. Pintek asked the Board not to submit a by-law amendment and ask the consumers to vote on an increase on the \$125 stipend amount for their monthly meeting.**
- e. Diego Quintana, Consumer/Petitioner – Mr. Quintana submitted by-law amendments to the Board Secretary. He also asked to be named one of the judges for the Annual Meeting.**
- f. Roman Roybal, Consumer/Observer -**
- g. Max Quintana, Consumer/Observer -**

6. Action of Minutes of Regular Meeting held on March 25, 2010 – The Minutes of March 25, 2010 were presented and reviewed. A motion was made by Carlos Lovato and seconded by Robert Baca. Motion carried. David Maestas abstained.

7. **Approval of New Memberships (Mora 16 – Pecos 17) and Membership Refunds – 89** – The new Memberships and Membership Refunds were presented and reviewed. **Motion to accept the new Memberships and Membership Refunds was made by Robert Baca and seconded by Elizabeth Leyba. Motion carried unanimously.**

8. **Manager's Report**

- a. **Delinquent Report** – Abran H. Romero, General Manager, reported on the Delinquent Report for March 2010. The Mora/Las Vegas area had 508 delinquent accounts totaling \$119,723.86 and after collections on April 20, 2010, 30 of those accounts remained unpaid totaling \$3,586.63. In the Pecos area, there were 674 delinquent accounts totaling \$173,688.43. After collections on April 21, 2010, 29 accounts remained unpaid totaling \$4,479.36. Chairman Vigil asked that the Delinquent Form be sent to him in computer sized paper instead of the copy which is normally made for the packets. **David Maestas made a motion that the Delinquent Report (computer copy) be reviewed during Executive Session because of the consumer names on the report. Motion was seconded by Robert Baca. Motion carried unanimously.**
- b. **Agenda Amplification** – Form-7 for March was not completed in time for meeting. February and March Form-7's will be reviewed after they are completed.
- c. **Outage Report** – General Manager Romero reviewed the Outage Report and Maintenance Log.

Motion was made by Robert Baca and seconded by Daniel Romero to accept the General Manager's Report as presented. Motion carried.

9. Finance Committee Report – Carlos Lovato, Acting Finance Committee Chairman, reviewed the Minutes of the Finance Committee Meeting held earlier today. Everything was found to be in order. **A motion to approve the Finance Committee Report including all recommendations made by the Finance Committee was made by Mary Lou Roybal and seconded by Daniel Romero. Motion carried unanimously.**

10. Tri-State Trustee Report – Mr. Robert Baca, Tri-State Trustee, reported on their April meeting. The following areas were covered:

- Air Pollution Study
- Nuclear Storage
- Arizona Governor – Executive Order on Green House Emissions
- NM EIB – cannot move forward to implement Resolution until ruling is made
- Policies 109, 110 and 115 – Policy 115 passed – related to the sale of the Rainsville Transmission Line
- Hub Thompson Retirement
- Annual Meeting – Robert Baca, H. Felix Vigil and Daniel Romero attended meeting in Denver
- Tri-State is in the best financial status since conception

11. NMRECA Trustee Report – H. Felix Vigil, NMRECA Trustee, reported on the meeting of April 1st and 2nd in Santa Fe, NM. The following items were discussed:

- Presentation – Sandy Jones, PRC, now running for Land Commissioner
- Harry Montoya – Land Commissioner candidate
- NRECA – Our Energy, Our Future campaign
- Robert Baca attending Legislative Conference in Washington, DC – Tri-State paying for all expenses

- RUS - issue on not spending any money on fossil fuel
- Co-Bank – Energy Conference in Colorado Springs – Chairman Vigil stated that he would like to attend this conference if it was the consensus of the full Board. **A motion was made by Robert Baca, seconded by Elizabeth Leyba, to allow Mr. Vigil to attend the Co-Bank Conference in Colorado Springs on May 17th & 18th, 2010. Motion carried unanimously.**
- Question whether Tri-State pays their fair share of dues to Statewide
- No May meeting at Statewide because of Legislative Conference in Washington, DC
- Annual Meeting in June in Ruidoso, NM
- Broadband Application – should get some news sometime in October

12. On-Going Business

- a. Cordova Public Relations Up-date – Radio Ads, History – Template for La Cueva to Mora History Document – Versions of sample ads related to La Cueva to Mora Double-Circuit Line – direction to move forward with public relations.**
- b. Tri-State – Monthly Power Bill – Informational only**

13. New Business

- a. NMRECA Annual Meeting – June 2 – 4, 2010 – Ruidoso, NM – Informational.**
- b. NMRECA – Nominee for Member of Board of Directors & Voting Representative Credential – A motion was made by Robert Baca and seconded by Mary Lou Roybal to nominate H. Felix Vigil as the Voting Delegate and Daniel Romero as the Alternate to**

the NMRECA Annual Meeting. Motion carried unanimously.

- c. By-law Recommendations by By-law Committee –** Chairman Vigil recommended that the Executive Committee and the By-law Committee get together to review by-law amendments submitted. Deadline to submit changes will be on May 12th. Meeting to be scheduled under “Calendar of Events”.

c1) Carlos Lovato asked for clarification of Article XI – Section 1 – Membership in other Organizations. After continued discussion, it was decided that Article XI – Section 1, be included as a by-law amendment to be voted on so that this section is deleted from by-laws. Board Chairman submitted this amendment change to Secretary Roybal to be included at our Annual Meeting.

- d. Cross Training –** Informational – memo given to 3 employees.
- e. Directors NRECA Course Work Completed and needed –** Informational.
- f. NM Statutes – Electric, Gas & Water Utilities –** For review.
- g. NM Economic Development Course –** Informational.
- h. New Policy related to conversion of residential account to entity vote –** Chairman Vigil stated that this needs to be set up in proper format and brought to the Board for review and approval as a new policy.

14. Correspondence

- a. Letter from Leonard Herring, Insurance Consultant -** Original assessment from Mr. Herring on insurance coverage.
- b. Legislative Conference Agenda –** For information.
- c. District 3 Meeting –** Information on District 3 Meeting to be held at the San Miguel Parish Hall in

San Miguel, New Mexico from 4:00 to 7:00 P.M. on May 25th, 2010. Paper ballots will be used.

15. Information

a. Calendar of Events – Legislative Conference is scheduled for May 2nd, 3rd, & 4th, 2010. Tri-State will meet on May 11th and 12th, 2010. Statewide will not hold a meeting this month because of the Legislative Conference. Solar Conference, Denver, Colorado – May 17th, 18th & 19th, 2010, General Manager attending. Co-Bank Conference, Colorado Springs, Colorado – May 17th & 18th, 2010 – Board Chairman attending. By-law Executive Committee Meeting – May 20th, 2010 at 9:00 A.M. Finance Committee Meeting at 10:00 A.M. and Regular Board Meeting at 12:30 P.M. on Thursday, May 27th, 2010.

b. Solutions News Bulletin – CFC Hosts New CEO Orientation – Informational.

- **Las Vegas Optic Article – “El Valle residents all in same boat”** - Informational.
- **Las Vegas Optic Article – “Letter: Wind project jobs will be replaced”** – Informational.
- **Albuquerque Journal Article – “NM Debate over Cap-and-Trace Heats Up** – Informational.
- **Co-op Trustees Put Up Obstacles** – Informational.
- **NM Regulators OK Efficiency Rule** – Informational.
- **News Article – SEC holds annual meeting tonight** – Informational.
- **Thank you letter – Pee-Wee Basketball** – Informational.
- **Co-op Trustees Get Run Over** – Informational.
- **SEC Members Vote for Reform** – Informational.
- **Lea County – Power Plant in the Works** – Informational.

Motion to move into Executive Session was made by Carlos Lovato and seconded by Daniel Romero. Motion carried unanimously.

16. Executive Session

- a. Attorney's Report
- b. Personnel

Motion to go back into Regular Session was made by Robert Baca and seconded by David Maestas. Motion carried unanimously.

17. Action on items discussed in Executive Session

Chairman Vigil authorized to negotiate contract with Abran Romero, pursuant to directions of Board in Executive Session. Motion made by Robert Baca and seconded by Daniel Romero. Vote 6 in favor and 1 against.

18. Other Business to come before the Board

19. Adjournment – Motion to adjourn the meeting was made by Robert Baca and seconded by Daniel Romero. Motion carried unanimously.


Meeting adjourned at approximately 4:30 P.M.

ATTEST:



Mary Lou Roybal

Secretary/Treasurer



H. Felix Vigil

Board Chairman