

MORA-SAN MIGUEL ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES MEETING
HELD ON APRIL 28, 2011

The Regular Board Meeting of the Board of Trustees was held on April 28, 2011. Mr. Daniel Romero, Board Chairman, called the meeting to order at 12:30 P.M.

CALL TO ORDER:

1. ROLL CALL AND DETERMINATION OF QUORUM

Members Present: Daniel Romero, Chairman
Robert Baca, Vice-Chairman
Mary Lou Roybal, Secretary/Treasurer
Robert Quintana, Member

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

Bruce Wiggins, Attorney

2. Invocation – The invocation was led by Mary Lou Roybal, Secretary/Treasurer.

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 – 3) Jacob Regensberg; 4) Abran Tapia; and 5) David Maestas. **A motion to approve the Agenda as amended was made by Robert Baca and seconded by Mary Lou Roybal. Motion carried.**

5. Recognition of Guests

a. Invited Speakers – Harry T. Barnes – T & D Services – Presentation on MSMEC New Maintenance Handbook and Documentation Guide – A presentation on MSMEC New Maintenance Handbook and Documentation Guide was given by Aaron Barnes. He talked about a preventive maintenance program and long-range sectionalizing study for the

cooperative which is required by RUS. Mr. Barnes also talked about the benefits, program tools and recommendations of having a preventive maintenance program. Such things included in program would be: risk management, equipment identification, emergency restoration plan, and pole numbering system. The program would cost approximately \$15,000 to develop, including training.

b. General Public Comment (5 minute time limit)

1. Marietta Esquibel – Election – Ms. Esquibel asked Chairman Romero, as her opponent, and General Manager Romero to leave the meeting. Request was denied. Ms. Esquibel directed her questions to Mr. Robert Baca as Vice-Chairman of the Board, and presented a letter to him. Ms. Esquibel talked about the geographical area of District 4 and stated that more than one voting site was needed. She gave the mileage from different areas in District 4 to the voting site in Tecolote. She asked Robert Baca to withdraw his motion from last month's meeting or motion for a second polling place in Rowe. Mr. Baca stated that he would not retract his motion.

2. Diego Quintana – Mr. Quintana asked twice for Chairman Romero, General Manager and Vice-Chairman Baca to leave the room because of a conflict of interest. Mr. Quintana read part of a policy and stated they were in violation of policy and that the General Manager had no authority to talk for the Board. He asked Robert Baca to motion for another polling place in Rowe. He also made the same request to Robert Quintana stating many of the voters would be at a big disadvantage.

3. Jacob Regensberg – Mr. Regensberg stated that he was glad to see the La Cueva to Mora Double-Circuit Line completed. He stated that he had a couple of concerns with the cooperative: 1) Billing Statements – why are they being mailed from another state? He stated that the money spent for mailing the bills needs to stay in Mora because of the gross receipts tax; 2) why are employees being fired? He stated former employees have lost \$400,000 to outside people putting our town into bigger poverty; and 3) why is the Coop borrowing more money to build a new office building - this was not a good time to be borrowing money. Mr. Regensberg was advised that the Coop is saving money by having our bills out sourced and it also

frees our employees to give our consumers better customer service. The employee issue is a personnel issue and cannot be discussed. The issue on borrowing money to build a new office building is false and just a rumor.

4. Abran Tapia – Mr. Tapia asked Robert Baca to motion for a second voting location for District 4 so that it would settle all gossip, etc. and voting would be closer for everyone. After some continued discussion concerning another motion, Mr. Tapia stated that he felt that Counsel was getting in too heavy into Board business. Mr. Tapia then addressed a member of the audience on some conspired comments being made about the Board and asked that proof be shown. He asked that Rowe be left out of it and not to be speaking for the people of Rowe.

5. David Maestas – Mr. Maestas stated he wanted copies of the per diem given to Board Member Robert Baca’s Tri-State trips. He also asked about why workers are being fired and families being hurt. Mr. Maestas was advised he would have to ask for information on per diem in writing from Tri-State.

6. Action of Minutes of Regular Meeting held on March 24, 2011 - The Board Minutes of the meeting of March 24, 2011 were presented and reviewed. Attorney Wiggins asked for a correction on 12 – b- #1 – should read “Request to hire Apprentice Lineman or Electrical Journeyman”. **A motion to approve the Minutes of March 24, 2011 was made by Robert Quintana and seconded by Robert Baca. Mary Lou Roybal abstained. Motion carried.**

Board Member Robert Quintana asked for a 5 minute break.

7. Approval of New Memberships (Mora 24 – Pecos 23) and Membership Refunds 23 - The new Memberships and Membership Refunds were presented and reviewed. **A motion to accept the new Memberships and Membership Refunds was made Robert Baca and seconded by Mary Lou Roybal. Motion carried unanimously.**

8. Manager’s Report

a. Delinquent Report – The General Manager reviewed the Delinquent Report for the month of March 2011.

b. Agenda Amplification – RUS Form 7 and the Key Statistics were reviewed for the month of March 2011. Operating Revenue and Patronage Capital equaled \$819,306 and Total Operation and Maintenance Expense totaled \$772,405. Total cost of Electric Service was \$882,998. TIER for the month of March was -0.74% and 2.26% year-to-date. Many quarterly payables are due the month of March.

c. Outage Report/Maintenance Log – General Manager Romero gave a brief review of the Outage Report and Maintenance Log.

A motion to approve the Manager’s Report was made by Robert Baca and seconded by Mary Lou Roybal. Motion carried unanimously.

9. Finance Report – Minutes of Finance Meeting held earlier today were reviewed. Everything was found to be in order. **A motion to approve the Finance Report and Minutes was made by Robert Baca and seconded by Mary Lou Roybal with the following recommendations: 1) Donation requests – Tarnoff Art Center, Chavez Basketball Camp, and Las Vegas Baseball Club - \$50 each; 2) Sponsorships – La Plaza Little League - \$400 and Boys and Girls State Delegates – Mora High School – Brianna Abeyta and Daniel Enriquez - \$150 each as per policy; and 3) NRECA Training for Customer Service Staff (4 employees). Motion carried unanimously.**

10. Tri-State Trustee Report – Mr. Robert Baca, Tri-State Trustee, reported on the Tri-State April 2011 meeting. Some of the items covered on their agenda included:

- Cost analysis on regulations
- Quarterly Financial Forecast
- Pay-off on bonds
- Rate Discussion/Straw man – not good for smaller coops
- Affordable Campaign session
- New Senior Vice-President

A motion to approve the Tri-State Trustee Report was made by Robert Quintana and seconded by Mary Lou Roybal. Motion carried.

11. NMRECA Trustee Report – No report available. Trustee Garcia was unable to attend the meeting.

12. On-Going Business

- a. Approval of 2011 Capital Budget Projects (refer to your 2011 Budget Book)** – After a short discussion, it was recommended that 2011 Capital Budget Book be reviewed an additional time before approval at our next meeting. 2011 Budget has been approved, however further discussion was required on capital budgets.
- b. TWN Proposal** – It was recommended that the General Manager call some of the other coops who have signed on with TWN and get some feedback from them. TWN proposal will be included in next month's agenda.
- c. Strategic Planning (Please review for approval)** – After a short discussion on mission statement, etc., it was decided that this be included in May's Board Meeting Agenda for approval.
- d. District Election Discussion** – There was a short discussion concerning the first of our district elections. District 1 Election will be held on May 3, 2011. A special meeting has been scheduled concerning District 4 Election voting site. Meeting will be held on Monday, May 2nd, 2011 at 1:00 p.m.

13. New Business

- a. Letter of Resignation – Alex Garcia** – The General Manager read Mr. Alex Garcia's letter of resignation dated April 14, 2011. **A motion to accept Mr. Garcia's letter of resignation was made by Robert Baca and seconded by Robert Quintana. Motion carried.** A District 3 election will need to be held no more than 90 days from Mr. Garcia's resignation. A tentative date was scheduled for July 12th, 2011.
- b. Request for General Manager to be appointed NMRECA Trustee** – After the vacancy of District 3 Board Trustee, **a motion was made by Robert Quintana and seconded by Robert Baca to appoint Abran H. Romero, General Manager, as NMRECA Trustee for the months of May and June 2011. Motion carried.**
- c. Notice of NRECA Director Election** – For information only.
- d. NRECA Board Election – David Spradlin** - **A motion and directive to the General Manager to support David Spradlin as NRECA Board Representative by casting his vote at the Statewide Annual Meeting was made by Robert Baca and seconded by Robert Quintana. Motion carried.**

e. **Rural Economic Development Loan and Grant Program** – After a short discussion concerning this loan and grant program, it was determined that MSMEC is not capable of handling these programs at this time.

f. Policy for interconnection of Distributed Resources per CFR 1730

Subpart C, Board Resolution and Letter to RUS Director – The General Manager advised the Board that this Policy and Resolution needs to be implemented by June 2011. After a short discussion, **a motion was made by Robert Baca and seconded by Robert Quintana to approve the Policy for interconnection of Distributed Resources per CFR 1730 Subpart C and the Board Resolution. Motion carried.**

14. Correspondence - None

15. Information

a. **Calendar of Events** – Special Board Meeting is scheduled for Monday, May 2, 2011 at 1:00 p.m. District 1 Election will be held in Mora on Tuesday, May 3rd, 2011. Statewide will not this month because of the Legislative Conference and Annual Meeting. Legislative Conference will be held in Washington, DC on May 4th, 5th, and 6th, 2011. Tri-State will meet on May 9th, 10th, and 11th, 2011. District 4 Election will be held in Tecolote, NM on Tuesday, May 10th, 2011. Tri-State’s Managers meeting will be held on May 11th, 12th and 13th. District 5 Election will be held in Pecos on Tuesday, May 17th, 2011. The Finance and Regular Board Meeting will be held on Tuesday, May 24th, 2011. The Finance Meeting will begin at 10:00 a.m. and Regular Board Meeting at 12:30 p.m. Lunch will be served at approximately 11:30 a.m. NMRECA Annual Meeting will be held in Taos, New Mexico on May 25th – 27th, 2011 at the Sagebrush Inn and Conference Center.

b. **Paul Wilson E-mail on “Message from the Manager”** For information only.

c. **Pauline Rindone E-mail on MSMEC Message** – For information only.

d. **Thank you letter – Valley Elementary School** – For information only.

e. **Coop trying to hijack trustee election – Las Vegas Optic – and response by General Manager** – For information only.

f. **News Clippings** – For information only.

A motion to move into Executive Session was made by Mary Lou Roybal and seconded by Robert Quintana. Motion carried.

16. Executive Session

a. Attorney's Report

1. Litigation Update

b. Personnel Issues

A motion to move back into Regular Session was made by Robert Quintana and seconded by Mary Lou Roybal. Motion carried.

17. Action on Items Discussed in Executive Session – No action taken.

18. Other Business to come before the Board – None.


19. Adjournment - A motion to adjourn was made by Robert Baca and seconded by Robert Quintana. Motion carried.

Meeting adjourned at approximately 5:18 p.m.

ATTEST:



Mary Lou Roybal
Secretary/Treasurer



Daniel Romero
Board Chairman