

MORA-SAN MIGUEL ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES MEETING
HELD ON JANUARY 27, 2011

The Regular Board Meeting of the Board of Trustees was held on January 27, 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
Alex Garcia, Member
Robert Quintana, Member

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

, Attorney

2. Invocation – The invocation was led by Robert Baca, Vice-Chairman.

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: 1) move Executive Session up to #6 on the Agenda; and 2) add to # 18 – Other Business to come before the Board – a. Billing Discussion. **A motion was made by Alex Garcia and seconded by Robert Baca to approve Agenda as amended. Motion carried unanimously.**

5. Recognition of Guests –

a. Joel Bladow – Tri-State Vice President of Transmission – Discussion on Purchase of Transmission & Substation and Tri-State PPA with MSMEC

- b. Diego Quintana – Unfinished Business –**
- c. Bridget Maloney – Financial Concerns -**
- d. Veronica Serna – Follow Up –**
- e. Lillian Sanchez -**

Other guests present included: Levi Alcon, Jr., Tony Trujillo, Paul Duran, Paul Garcia, Jr., John Serna, Gilbert Sena, Adam Montoya, Margie J. Romero, Yvonne Montoya, Ruby Martinez, Ben Flores, Carlos Martinez and Michel Serna.

Motion to move into Executive Session was made by Robert Baca and seconded by Robert Quintana. Motion carried unanimously.

6. Executive Session

- a. Attorney/s Report**
 - 1. Lujan Up-date**
 - 2. Union Negotiations**
- b. Personnel**

Motion to move back into Regular Session was made by Robert Baca and seconded by Robert Quintana. Motion carried unanimously.

7. Action of Minutes of Regular Meeting held on December 21, 2010 – The Minutes of December 21, 2010 were presented and reviewed. **A motion to approve the Minutes of December 21, 2010 was made by Robert Baca and seconded by Alex Garcia. Motion carried unanimously.**

8. Approval of New Memberships (Mora 12 – Pecos 13) and Membership Refunds 19 – (2010 new Memberships – Mora 7 – Pecos 15) – 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 Alex Garcia. Motion carried unanimously.**

9. Manager’s Report

- a. Delinquent Report** – A review of the Delinquent Report for the month of December 2010 showed the Mora area had a total of 436 delinquent accounts totaling \$79,075.04. After collections, a total of 23 accounts

remained unpaid for a total of \$37,306.15. The Pecos area had 527 delinquent accounts totaling \$106,611.59. After collections, 24 unpaid accounts remained totaling \$1,838.03. The moratorium set in place by PRC contributes to a high total of uncollectable accounts during this time of the year.

b. Agenda Amplification – The General Manager reviewed a draft of RUS Form 7 for the month of December 2010. Mr. Romero advised the Board that some of the information on Form 7 was absent due to pending information on miles of line, inventory and year-end closing entries.

c. Outage Report/Maintenance Log – General Manager Romero reviewed the Outage Report and Maintenance Log.

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

10. Finance Report – A motion to approve the Finance Report and Minutes was made by Robert Baca and seconded by Alex Garcia with the following recommendations – 1) Approval of Blanket Inventory for Material Bids; 2) Dell Quote for UPS - \$1,079.98 and two printers @ \$456.99 each; 3) Sapello/Rociada Volunteer Fire Department Donation of Wood Pole and Labor @ \$1360.86; and 4) Donation Requests – NRECA International Foundation - \$500 and Our Lady of Guadalupe Parish in Villanueva, NM - \$50. Motion carried unanimously.

11. Tri-State Trustee Report – Mr. Robert Baca, Tri-State Trustee, reported on the January 2011 meeting held at the Tri-State’s headquarters. A few of the items on their agenda included:

- Tri-State Manager’s Meeting
- Tri- State’s March 2011 Meeting – Important meeting to attend
- Holcomb Kansas received Air Permit
- Craig Station - Scrubbers

A motion to approve Mr. Baca’s Tri-State Report was made by Alex Garcia and seconded by Robert Quintana. Motion carried.

12. NMREC Trustee Report – Mr. Alex Garcia, NMRECA Trustee, reported on the January 2011 meeting. Some of the items discussed included:

- RUS report on loan interest rates by Larry McGraw

- CoBank – Rates still low & \$10,000 donation to NMRECA
- Green Power Project – mid-July completion
- Mr. Garcia reported that he was elected Voting Delegate for NMRECA at the Annual Meeting in Orlando , Florida in March
- NMRECA Annual Meeting – Taos, NM on May 25-27, 2011

A motion to approve Mr. Garcia’s NMRECA Report was made by Robert Baca and seconded by Robert Quintana. Motion carried.

13. On-Going Business

- a. Re-visit Tri-State Memo on Sale of Rainsville Substation plus prior supporting documentation to negotiate sale of assets – For information only.**
- b. New Programs to enhance director, staff effectiveness – For information only**
- c. Whistle Blower Policy – After review and some discussion of the new Whistle Blower Policy No. 216, a motion was made by Alex Garcia, seconded by Robert Baca, to approve the new policy “Whistle Blower Policy – No. 216. Motion carried unanimously.**
- d. Tri-State Power Bill – For information only.**
- e. Tri-State Member Manager’s Committee Agenda for February 2011 – For information only.**
- f. Review of 2011 Budget request and discussion – request approval – A motion was made by Robert Baca, seconded by Alex Garcia, to table the approval of the 2011 Budget until our February 2011 meeting with the exception of capital expenditures and the heating and cooling expenditure of \$26,000. Motion carried unanimously.**
- g. Strategic Retreat re-scheduled for February 26th & 27th, 2011 – Plaza Hotel, Las Vegas, NM – Retreat will be held at the Plaza Hotel – Salon A – on Saturday, February 26th and Sunday, February 27th. Sessions will be held from 9:00 a.m. to 5:00 p.m. on Saturday and 9:00 a.m. to 3:00 p.m. on Sunday.**

14. New Business

- a. Draft of Proclamation of Election – To be mailed out to all consumers no later than February 28, 2011 – District 1 – May 3rd; District 4 – May**

10th; District 5 – May 17th – For information – all district communities listed on by-laws will also be listed on proclamation.

b. Review of Tri-State Bylaws – For information only.

c. Discussion regarding open house in Pecos and/or holding a special board meeting at the Pecos District Office – Further discussion on this subject will take place during our February meeting.

15. Correspondence

a. Commitment Letter DPS Building – Las Vegas, NM – Commitment letter from DPS to build the new State Police HQ building in Las Vegas, NM. For information only.

b. NM Governor removes EIB Members – For information only.

c. Notice of 2011 NRECA Annual Meeting of Members – Official Notice for information only.

d. Vote & Support Letter – NRTC Candidate – Ed Short – For information.

e. Appreciation Card – Antonia “Tonie” Vigil – Thank you card from Mrs. H. Felix Vigil.

f. San Miguel Detention Center Letter and Response Letter – Letters were mailed to Board of Trustees for their review.

16. Information

a. Calendar of Events – Tri-State will meet on February 1st & 2nd, 2011. NMRECA meetings will be held on February 3rd & 4th, 2011. Manager’s Meeting will be held on February 8th & 9th, 2011. General Manager and Robert Quintana, Member, will travel on the afternoon of February 7, 2011. Mr. Romero was given approval to travel in his personal vehicle. The Finance Committee Meeting will be held at 10:00 A. M. and the Regular Board Meeting at 12:30 on Thursday, February 24th, 2011. Lunch will be served at approximately 11:30 a.m. Strategic Retreat will be held at the Plaza Hotel in Las Vegas, NM on Saturday, February 26th and Sunday, February 27th, 2011. The General Manager and any other Board Members interested in participating will be on KLVF Radio Station on Monday, February 28th, 2011.

b. 2011 NMRECA Board Meeting Dates – For information only.

c. CEO Close-Up Agenda & Building a Culture of Accountability – For information only.

d. News Clippings – Informational reading only.

17. Action on items discussed in Executive Session - A motion was made by Alex Garcia and seconded by Robert Quintana to award the General Manager a salary increase retroactive to January 1, 2011 and a bonus based on his 2010 performance. Motion carried unanimously.

18. Other Business to come before the Board

a. Alex Garcia, Member, reported that his light bill for last month was very high and that he knows the meter was not read but only estimated. The General Manager will look into this matter and get an answer to Mr. Garcia.

19. Adjournment – A motion to adjourn was made by Robert Baca and seconded by Mary Lou Roybal. Motion carried unanimously.

Meeting adjourned at approximately 6:35 P.M.

ATTEST:

Mary Lou Roybal
Secretary/Treasurer

Daniel Romero
Board Chairman