

**BOARD OF TRUSTEES MEETING MINUTES**  
**HELD ON**  
**October 29, 2024**

The meeting was called to order by Board President, Robert Baca, at 11:15 a.m.

**1. ROLL CALL AND DETERMINATION OF QUORUM**

Present:       **Robert Baca, President**  
                  **James Ortiz, Vice President**  
                  **Virginia Mondragon, Secretary/Treasurer**  
                  **Joe C de Baca, Trustee**  
                  **Samuel Ramirez, Trustee**  
                  **Les Montoya, General Manager**  
                  **Irinea Valdez, Administrative Assistant**

**2. INVOCATION** – Robert Baca, Board President, led us in prayer.

**3. PLEDGE OF ALLEGIANCE** –The Pledge of Allegiance was recited.

**4. EXECUTIVE SESSION-** Motions was made to go into executive session at 10:23 a.m. by Gina Mondragon and seconded by James Ortiz. Motion to adjourn executive session at 11:10 a.m. was made by Sam Ramirez and seconded by Joe C de Baca. No action was taken.

**5. APPROVAL OF AGENDA** – The Agenda for today’s meeting was presented. A motion was made by James Ortiz to approve the Agenda, Seconded by Joe C de Baca. Motion carried.

**6. RECOGNITION OF GUEST** – Virtual presentation by Tom Frank with CIGNA Health Insurance carrier at 11:15 a.m. and Bill Miller with Bolinger, Segars, Gilbert & Moss, LLP. (CPA) Form 990 at 12:00 p.m...

**7. Introduction of New Employee – None**

**8. SAFETY REPORT/MINUTES** – Les Montoya presented the minutes on the Safety Committee meeting held on October 23, 2024, in the Mora Boardroom.

**9. ACTION OF REGULAR MEETING MINUTES HELD ON September 29, 2024** – The Board Minutes for the meeting held on September 29, 2024 were presented for review. Gina Mondragon, motioned to approve the minutes as presented. Sam Ramirez seconded the motion. Motion carried.

- 10. APPROVAL OF NEW MEMBERSHIPS (MORA 25 – PECOS 12)** A total of thirty-seven memberships were presented. After review, a motion was made by Sam Ramirez, seconded by Joe C de Baca, to approve all new memberships. Motion carried.
- 11. MANAGER'S REPORT** – Manager's report and Finance report were approved with a motion by Gina Mondragon and seconded by Sam Rameriz. Motion carried.
- 12. Delinquent report** – AS of August 2024 there were \$172,303.30 total delinquents and as of September 2024 there were \$101,517.73 total delinquents.
- 13. RUS FORM 7** – The month ending August 31, 2024 shows a negative margin of \$60,101 for the month We are at \$943,960 in Revenue, \$757,201 Total Expenses, and \$110,488 in Depreciation. Interest on long term debt \$125,233 and Interest expenses \$25,269. Total cost for the month \$1,019,079. Non-Operating margins interest \$2,926. Operating Margins is negative \$60,101 for year-to-date. Tier .46 YTD and .52 for the Month.
- 14. Outage report** – September 3, 2024 - Incomplete
- 15. FINANCE REPORT** –A motion to approve the Finance report and Manager's report was made by Gina Mondragon and seconded by Sam Ramirez carried.
- 16. TRI-STATE TRUSTEE REPORT** – Robert Baca, Tri-State Trustee, reported on the October 2024 meeting. Some topics covered included the following:
- Discussed ERA funding awarded to Tri-State
  - Discussed Upcoming Legislative Bills
  - Tri-State meeting scheduled at Santa Ana to discuss Rates, Reliability and future Programs
  - There will not be a membership rate increase in 2025
  - Contract Committee will be meeting on November 18, 2024
  - Discussed upcoming events
  - Budget Review
- 17. NMREC TRUSTEE REPORT** – James Ortiz, NMREC Trustee reported on the October 4, 2024 meeting.
- Discussed Treasury Interest Rates are 3.69% short- term, 4.14% long-term and the Cushion of credit Interest rate is 3.69% for the new fiscal year
  - Announced that Mr. Martin Kirby, Associate Portfolio Manager, Cobank is an in-office position that supports the south team

- Upcoming conference in Kansas City, MO
- Penta Research has rated NRECA as one of the most impressable lobbying organizations in Washington DC
- Mr. Romero, OCEC and Mr. Chambers, CDEC serve on the NRECA Committee
- All resolutions passed
- Enforcing chargers in all homes
- Enchantment magazine was voted on
- Mr. Martinez reported on approval of funds going towards wildfire liability efforts for New Mexico, Colorado, Wyoming and Nebraska
- Safety Committee reviewed the proposal budget from OAEC
- Ms. Campbel Updated the board on the Power Grant, CWD Grant and the Grip Grant and is working with Mescalero and Ohkay Owingeh and Tribal Grid Resilience Grants
- Discussed Wildfire Legislation and Rule 568
- Reminded the Board of the drawing to be held on October 18, 2024. Proceeds to go to the John Martin family a 30 -year employee with OCEC
- Will be billing directly for Enchantment magazine
- Would like to have the Annual BBQ in March

#### 18. ON-GOING BUSINESS-

- a. Tri-State Generation and Transmission, Inc., and MSM Solar, LLC September 2024 Billing
- b. **Award of Bids on Surplus Vehicles and Equipment identified as surplus in Resolution No. 08-21-2024-003.** Requesting the Board to review the 2024 Surplus Vehicle Equipment Bid Award sheet and take action to award the bids to the high bidder on each of the vehicle included on the bid award sheet. Motion to approve High bidders was made by Gina Mondragon and seconded by James Ortiz. Motion carried.
- c. **Buy Your Own Resource, BYOR Proposal Colfax Solarstone I LLC. Mora Vista Energy Center to Tri-State to include MSMEC as an OFFTAKER.** Tri-State (TS) initiated a FERC filing ER24-2213 on June 7, 2024 proposing a “Bring Your Own Resource” or BYOR Program. The filing was approved and became effective on August 6, 2024. TS then opened to accept proposals with a deadline of October 7, 2024. A BYOR proposal including MSMEC, Springer Electric and Southwestern Electric as off takers was submitted to TS on October 7, 2024. The proposal at this time is nonbinding on the off takers but will now be evaluated by TS to determine if the proposal acceptable as a BYOR project. It is intended that all legal obligations and rights will come into existence only when appropriate documentation has been executed. No formal action is required. Trustees are being informed.

**19. NEW BUSINESS –**

- a. **Employee Health Insurance Coverage for 2025.** Employee health insurance is up for renewal in January of 2025. Staff along with Tom Frank of Gibson Frank have reviewed options available to continue with health coverage for the employees. The present provider is Cigna. Services provided to date have been acceptable to employees for the most part. Cost of said coverage is of concern as is the case with other options. Tom Frank presented the Board with options considered and associated costs. Motion to renew coverage with Cigna was made by Gina Mondragon and seconded by James Ortiz. Motion was carried.
- b. **Proposal submitted by Bolinger, Segars, Gilbert and Moss, LLC.** MSMEC requires an external audit for the fiscal year ending 2024 through 2026 to ensure compliance with financial regulations and maintain transparency with its members. In September the Cooperative issued a request for proposals for auditing services for 2024 through 2026 preparation of 990 Tax Returns, and 2024 NRECA Participant Review of 401-K Pension Plan and the only proposal received was from Bolinger, Segars, Gilbert & Miss, LLC. Motion was made to Award the Audit contract to Bolinger, Segars, Gilbert and Moss, LLC by James Ortiz to and seconded by Gina Mondragon. Motion carried
- c. **Draft Copy of Form 990 Return of Organization Exempt from Income Tax year 2023 was completed and will be presented by Bill Miller with Bolinger, Segars, Gilbert & Miss, LLC.** Bolinger, Segars, Gilbert & Miss, LLC contracted to complete Form 990 Return of Organization Exempt from Income Tax for year 2023. Forms were completed with MSMEC Financial Data and other information requested by contractor. Motion was made to approve Form 990 by Joe C de Baca and seconded by James Ortiz. Motion carried.
- d. **Draft of revised Board Policy No. 209.** Revisions to the existing Board Policy No. 209 for review. The draft includes language which allows for Exempt Employees to be paid out  $\frac{1}{4}$  if their Personal Leave Time after they reach the maximum limit of 750 hours. For Review only.

**20. MSMEC EDUCATIONAL FOUNDATION -None**

**21. CORRESPONDENCE –**

- a. Letter from OAEC
- b. Thank you from the Mora Fall Festival for donation

**22. INFORMATION**

**a. Calendar of Events**

1. December Training Course 952.1- must register before November 19, 2024
2. Holiday for Veterans Day on November 11, 2024
3. Thanksgiving Holiday November 27-28, 2024

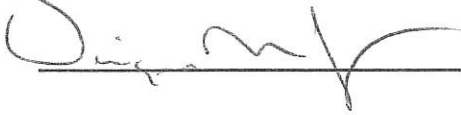
**23. EXECUTIVE SESSION-**

- a. Personnel Matters
- b. Update on Union Matters
- c. Litigation Matters

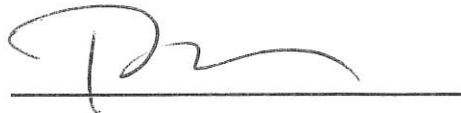
**24. OTHER BUSINESS TO COME BEFORE THE BOARD – None**

**25. ADJOURNMENT – A motion to adjourn today’s meeting was made by Sam Ramirez and seconded by Joe C de Baca. Motion carried unanimously. Meeting adjourned at approximately 2:09 p.m.**

**ATTEST:**



A handwritten signature in black ink, appearing to read 'Sam Ramirez', written over a horizontal line.



A handwritten signature in black ink, appearing to read 'Joe C de Baca', written over a horizontal line.