

BOARD OF TRUSTEES MEETING MINUTES

HELD ON

May 21, 2026

The meeting of Thursday May 21, 2026, was called to order at 11:45 a.m. by Board President, Robert Baca.

1. ROLL CALL AND DETERMINATION OF QUORUM

Present: Robert Baca, President
 James Ortiz, Vice -President
 Virginia Mondragon, Secretary
 Joe C de Baca, Trustee
 Samuel Ramirez, Trustee

Isaiah Romero, Interim General Manager
Tami Hernandez, Administrative Assistant

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

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

4. APPROVAL OF AGENDA – The agenda for today’s meeting was presented. **A motion was made by Sam Ramirez to approve the Agenda, Seconded by James Ortiz. Motion carried unanimously.**

5. RECOGNITION OF GUESTS –

- a. **Invited Speakers- (15-minute time limit)**-None
- b. **General Public Comments-(5-minute time limit)**- None
- c. **Introduction of New Employee-** Pete Aragon, Lineman Apprentice was present and introduced himself to the Board of Trustees.

6. SAFETY REPORT/MINUTES – April & May No Safety Meeting held.

7. ACTION OF REGULAR MEETING MINUTES HELD ON April 23rd 2026 – The Board Minutes for the meeting held on April 23rd 2026, were presented to the Board for review and approval. **A motion to approve the Board Minutes as presented was made by Sam Ramirez and seconded by Virginia Mondragon. Motion carried unanimously.**

8. **APPROVAL OF NEW MEMBERSHIPS (MORA 16– PECOS-15)** A total of thirty-one, memberships were presented for review and approval. After review, **a motion was made by Sam Ramirez, seconded by Joe C de Baca, to approve all new memberships as presented. Motion carried unanimously.**
9. **MANAGER’S REPORT –** Manager’s report was approved with a motion by Sam Ramirez and seconded by Joe C de Baca. **Motion carried unanimously.**
- a. **Delinquent report –** The Delinquent Report for the month of April was presented for review. There was a total of 871 delinquent accounts totaling \$301,101.29. After collections, 584 of those accounts remained unpaid for a total of \$159,326.88.
 - b. **RUS FORM 7 –** The month ending **March 31, 2026**, shows a Margin of \$13,654, for the month. We are at \$1,279,110 in Revenue, \$914,252 Total Expenses and \$118,330 in Depreciation. Interest on Long Term Debt \$146,065 and Interest Expenses \$85,178. Total Cost for the month \$1,265,455. Non-Operating Margins Interest is \$17,446. Operating Margins are \$31,101 for Year-to-Date. Tier 3.04 YTD and 1.21 for the Month.
-The month ending **April 30, 2026**, shows a Margin of \$111,298, for the month. We are at \$1,287,529 in Revenue, \$938,559 Total Expenses and \$118,517 in Depreciation. Interest on Long Term Debt \$23,424 and Interest Expenses \$94,227. Total Cost for the month \$1,176,231. Non-Operating Margins Interest is \$4,039. Operating Margins are \$115,580 for Year-to-Date. Tier 3.35 YTD and 5.93 for the Month.
 - c. **Outage Report-** None.
 - d. **Fused Cut-Out Report-**0 Fused cut-outs.
10. **FINANCE REPORT –** A motion to approve the Finance Report along with Manager’s report was motioned by Sam Ramirez and Seconded by Joe C de Baca. **Motion Carried.**
11. **TRI-STATE TRUSTEE REPORT –** Robert Baca, Tri-State Trustee, reported on Tri-State’s May 4th & 6th, meeting. A few of the items covered/discussed included the following:
- Tri-State conducted Committee Election’s for Chairman and CEO updates.
 - Shawn Turner was reelected for chairman and Clay Thompson was elected Vice-Chair.
 - For External affairs/Member Relation committee, Robert Baca was reelected Chair and Corey Robinson was reelected Vice-Chair.

- For the Finance and Audit Committee, Roger Schenk was reelected Chair and Charlie Able was elected Vice-Chair.
- In April, Duane, Bryan Davis, Danielle Bradbury, Tim traveled to New York to meet with credit rating agencies.
- Duane, Chris Pink, and staff traveled to Moffat County and City of Craig leaders to discuss transition support for the community and an update on the Morel Storage Project.
- Tri-State set a new renewable peak record of 1,539 MW and a new solar peak record of 653 MW in April.
- Total Electric Sales were lower than budget primarily due to lower than budgeted member sales, driven by warmer weather in March. Purchased power was higher than budgeted. Fuel expense was higher than budgeted.

12. NMREC TRUSTEE REPORT – James Ortiz, NMREC Trustee No-Report-NMREC Annual Meeting Scheduled May 27th thru May 29th 2026.

- N/A

13. ON-GOING BUSINESS-

- Tri-State Generation and Transmission, Inc., and MSM Solar, LLC. Invoices.**
- Milsoft Upgrade.** Upgrade to Milsoft programming for GRIP grant. This will allow MSMEC a new map to continue to be improved and updated after GRIP funding has been exhausted. Programing upgrade will also be used for future staking of lines and mapping. Initial payment will be made through GRIP grant but MSMEC will have to continue making monthly payment after GRIP grant is exhausted. Board of Trustee's is requested to determine whether to proceed with this upgrade. Virginia Mondragon made a motion to approved Milsoft upgrade, seconded by James Ortiz. Motion carried unanimously.
- Sole source agreement with Techline.** Sols source material agreement with Techline to provide a sole source material vendor to MSMEC. Agreement will help Techline to keep better track of materials that MSMEC purchases and installs out in the field. Lost or unaccounted material has been costing MSMEC a substantial amount of money each year despite MSMEC efforts to resolve this problem. Also, inventory counting has caused delays in month and year close. The Board of Trustee's is to determine whether to proceed with this agreement. Sam Ramirez made a motion to approve the Sole source agreement with Techline, seconded by Joe c de Baca. Motion carried unanimously.
- Certificate of mailing of District Election Letters.** Certificate of mailing for District 1, 4, and 5 Notice of Election/Meeting Letters, mailed to members. Acknowledgement by the Board of Trustees is being provided proof of certificate of mailing by postal pros. No Action needs to be taken.

14. NEW BUSINESS-

- a. **Bid award to Cater the 84th Annual Meeting of MSMEC.** Request for Bids was advertised for the catering of the annual meeting scheduled for June 27, 2026. Bids were sent to various food providers in the Mora and Pecos area. Only one seal bid was delivered by the deadline of May 20, 2026. The bid provided was for Aaron's food trailer. The Board of Trustee's is being asked to review the bid submitted and consider awarding the bid to Aaron's Food Trailer. Virginia Mondragon made a motion to approve the bid for Aaron's Food Trailer. Joe C de Baca seconded. Motion carried unanimously.
- b. **Stale/Outstanding work orders.** Auditors have brought up the issue of having stale/outstanding work orders on the Work in Progress reports during the current audit and or past audits. The Majority of these stale work orders represent completed jobs that have remained open due to missing paperwork. The Board of Trustee's is being requested to approve write off in a whole using the credit on our overhead account to show auditors we are working at cleaning up the work order system. The board reviewed and discussed the work orders. Sam Ramirez made a motion to write off the stale outstanding work orders, Virginia Mondragon seconded. Motion carried unanimously.
- c. **Presentation of Preliminary 2025 Income Statement and Balance Sheet by Randy Robbins, Partner with Bolinger, Segars, Gilbert & Moss L.L.P.** Randy Robbins explained that they are still trying to get some things reconciled and working with Julie, Diane and Sarah and has been a huge undertaking. Randy presented preliminary balance sheet, highlighting a construction work-in-progress figure of \$17,629,000, which includes approximately \$10 million for tree-clearing activities. They note that the organization expects to receive FEMA funding to cover these costs, which will eventually be recorded as accounts receivable and serve to reduce the construction work-in-progress total. Next steps to train staff on audit documentation requirements. Conduct a training session to explain the importance of consistent paperwork maintenance for annual audits. Randy will provide preliminary unaudited financial statements for the annual meeting booklet. No Action needs to be taken. Informational Only.

15. GENERAL INFORMATION-

- a. None.

16. MSMEC EDUCATIONAL FOUNDATION

- a. **Board to review 2026 Scholarship for selection and approval.**

Virginia Mondragon made a motion to go into MSMEC Education Foundation @12:04 pm. Seconded by Joe C de Baca. Motion carried unanimously.

All fourteen applications were approved by the MSMEC Education Foundation Committee.

Virginia Mondragon made a motion to get out of MSMEC Education Foundation at 12:12pm, Seconded by James Ortiz. Motion carried unanimously.

17. BYLAWS AND POLICY COMMITTEE

- a. **MSMEC Policy-General Board Policy/Policy #100/For review and update.**
The board reviewed the policy and no changes or updates were made. James Ortiz made a motion to approve Policy #100 with no change or updates. Sam Ramirez seconded. Motion carried unanimously.

18. CORRESPONDENCE

- a. None.

19. Events Calendar:

- a. Tri-State G&T Annual Meeting May 4th & 6th 2026 (Monday & Wednesday).
- b. Monday May 25th 2026 Memorial Day/MSMEC Offices Closed.
- c. NMRECA Board & Committee Meeting May 27th, 28th & 29th 2026 (Wednesday thru Friday).

A motion to move into Executive Session @ 12:20 pm was made by Sam Ramirez and seconded by James Ortiz. Motion carried unanimously.

20. EXECUTIVE SESSION-

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

A motion to move out of Executive Session and back into Regular Session @1:40p.m. was made by James Sam Ramirez and seconded by James Ortiz. Motion carried unanimously.

21. ACTION ON ITEMS DISCUSSED IN EXECUTIVE SESSION-

22. OTHER BUSINESS TO COME BEFORE THE BOARD: NONE.

23. ADJOURNMENT – A motion to adjourn today's meeting was made by James Ortiz and seconded by Sam Ramirez. Motion carried unanimously. Meeting adjourned at 1:40 pm.

ATTEST:




