

MORA-SAN MIGUEL ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES MEETING MINUTES
HELD ON
JANUARY 28, 2021

The meeting of January 28, 2021 was called to order at 10:45 a.m. by Robert Baca, Board Vice President.

CALL TO ORDER:

1. ROLL CALL AND DETERMINATION OF QUORUM

Present: **Robert Baca, Vice President**
 Virginia Mondragon, Secretary/Treasurer
 James Ortiz, Member – Via Teleconference
 Joe C de Baca, Member

Others **Les Montoya, CEO/General Manager**
Present: **Debbie H. Alexander, Admin. Assistant – Via Teleconference**

2. INVOCATION – Vice President, Robert Baca, 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 for review and approval. After review, a motion to approve the Agenda as presented was made by Virginia Mondragon and seconded by Joe C de Baca. Motion carried unanimously.

5. RECOGNITION OF GUESTS

- a. **Invited Speakers – (15-minute time limit)** – None.
- b. **General Public Comment (5-minute time limit)** – None.
- c. **Introduction of Employees – Kimberly Perea – Bookkeeper** – Newly hired bookkeeper, Kimberly Perea, was introduced and welcomed by the Board.

6. SAFETY REPORT/MINUTES – The Safety Committee met on January 22, 2021.

Employees participating in the meeting included: Lazaro Barela, Francisco Caro, Sara Cordova, Pamela Gallegos, Les Montoya and Isaiah Romero. The meeting was held via telephone. Some of the items covered included the following:

- There were no accidents, no near misses, no on-the-job injuries in either Mora or Pecos
- There were no on-the-job incidents in Mora for the month of December 2020

- There was one on-the-job incident in Pecos to report for the month of December 2020. A Working Foreman needing to use the digger truck to load wire from the yard ran over the plastic cover to the septic tank causing it to break. The septic tank cover has since been repaired.
- New Safety Committee members were welcomed – Isaiah Romero, Sara Cordova, Albert Salazar, Lazaro Barela, Francisco Caro and Lawrence Salas. Selection of officers took place. Lawrence Salas was selected Chairman and Albert Salazar was selected to be Vice Chairman.
- Manager Montoya advised the committee the 2021 Operating Budget was approved by the Board.
- Kimberly Perea has been hired as the new Bookkeeper.
- Capital Credit checks will be issued sometime in late February.
- The Safety Improvement Plan (SIP) was summarized with the committee.
- The Federated Rural Electric Insurance Exchange Annual Safety and Loss Prevention Assessment and recommendations for improvements was reviewed. Areas requiring attention include underground line inspection procedures and record keeping, storage for leaking equipment and wildfire mitigation planning.

- 7. ACTION OF REGULAR MEETING MINUTES HELD ON DECEMBER 29, 2020** – The Board Minutes of the meeting held on December 29, 2020 were presented for review and approval. After review, **a motion was made by James Ortiz, seconded by Joe C de Baca, to approve the minutes as presented. Motion carried unanimously.**

ACTION OF THE EMERGENCY BOARD OF TRUSTEES MEETING MINUTES HELD ON JANUARY 19, 2021 – The Minutes of the Emergency Board Meeting held on January 19, 2021 were presented for review and approval. After review, **a motion to approve the minutes of the Emergency Board Meeting held on January 19, 2021 was made by Virginia Mondragon and seconded by James Ortiz. Motion carried unanimously.**

- 8. APPROVAL OF NEW MEMBERSHIPS (MORA 24 – PECOS 10)** – Thirty-four new memberships were presented for review and approval. After review, **a motion to approve all new memberships was made by James Ortiz and seconded by Joe C de Baca. Motion carried unanimously.**

9. MANAGER’S REPORT

- a. **Delinquent Report** – Manager Montoya reported on the Delinquent Report for December 2020. There were a total of 1009 delinquent accounts totaling \$249,115.08. After collections, 657 accounts remained unpaid for a total of \$144,407.86.
- b. **RUS Form 7** – Report was not available prior to meeting. Board acknowledged December Form 7 was not available and agreed to review it during January meeting.

- c. **Outage Report** – The Outage Report for December 2020 listed a total of 27 outages within our system. There was a total of 141 consumers affected by these outages totaling a combined 56.25 consumer hours without power.
- d. **Member Sales Budget Report** – The Tri-State Members Sales Budget Report for December 2020 was as follows: Total Energy (kWh) monthly comparison was 8,988,063 Actual and 8,298,925 Budgeted. The month’s Revenues were \$679,513 Actual and \$655,573 Budgeted.
- e. **Fused Cut-Out Report** – Report was not available this month.

10. FINANCE REPORT – The Finance Minutes of the Finance Meeting held earlier this morning, together with the Manager’s Report, were approved with a motion made by Virginia Mondragon and seconded by Joe C de Baca. Motion carried unanimously.

11. TRI-STATE TRUSTEE REPORT – Robert Baca, Tri-State Trustee, reported on Tri-State’s January virtual meeting. A few of the items covered included the following:

- Update on the Partial Requirements Contract – eight Co-ops have applied to become Partial Requirement Members of Tri-State
- Cyber security update on grid/power system
- Covid-19 update in Colorado
- Wildfire mitigation information
- Upcoming Legislative session
- Strategic Planning will be held at their next scheduled meeting

12. NMRECA TRUSTEE REPORT – James Ortiz, Alternate Trustee, reported on NMRECA’s meeting held on January 8th, 2021. Some of the items covered included:

- NMPRC Commissioner Mr. Maestas introduced himself to the Board and asked that they contact him with any issues effecting their co-op’s.
- Mr. Larry McGraw, RUS, reported the 90-day interest rate is 0.09% and 30-year rate is 1.56%.
- Mr. Groenewold reported on NMRECA expenditures for the month of December 2020.
- A copy of the temporary moratorium on residential utility disconnections during the Covid-19 Pandemic emergency was provided to the Board.
- Mr. Groenewold provided the Board a copy of the Facebook Report Card for NMRECA stating the social media platform will be a valuable tool for the upcoming legislative session.
- The Board was updated on the Self-Insurer’s Fund and monies to be paid out. MSMEC received a check for over \$39,000.00 in dividends.
- Ms. Mary Salazar was hired as the NMRECA’s new Administrative Assistant
- Jemez Mountain Electric Cooperative is exploring options on whether to join NMRECA

13. ON-GOING BUSINESS

- a. **Tri-State Bill/MSM Solar Bill** – The Tri-State power bill for the month of December 2020 was \$679,513.09; MSM Solar bill was \$27,035.01 with a credit from Tri-State of \$17,097.61.

14. NEW BUSINESS

- a. **Election of Officers – Due to vacancy** – Due to the vacancy of the board president position after the passing of our Board President, Robert M. Quintana, the current Board moved forward to select a Chairperson and Vice Chairperson. **Virginia Mondragon motioned to nominate Robert Baca to serve as President. Joe C de Baca seconded that motion. Motion carried. Joe C de Baca motioned to nominate James Ortiz to serve as Vice President. Virginia Mondragon seconded that motion. Motion carried.** Virginia Mondragon will continue to serve as Secretary/Treasurer. In the matter of NMRECA Board of Directors, **Virginia Mondragon motioned to nominate James Ortiz to serve as NMRECA Board Member. Joe C de Baca seconded that motion. Motion carried. James Ortiz motioned to nominate Virginia Mondragon to serve as Alternate Member of NMRECA. Joe C de Baca seconded that motion. Motion carried.** Robert Baca will continue to serve as Tri-State Trustee.
- b. **General Manager Authorization to Engage in Legal Advice on filling Vacancy on the Cooperative Board of Trustees** – General Manager provided the Board with information regarding filling the vacancy on our Cooperative Board due to the passing of our Board President, Robert M. Quintana, on January 20, 2021. Cooperative bylaws call for an election to be held within 90 days to fill the vacancy. Mr. Quintana, who represented District 2, was up for election scheduled to take place this year in May 2021. Two elections would be required. The existing Covid-19 Public Health Orders in place limits gathering of persons to groups of not more than 5. Due to these circumstances, the General Manager will be required to obtain legal services so as to take the appropriate course of action regarding this untimely vacancy on the Board of Trustees. After review and discussion, **Virginia Mondragon, seconded by Joe C de Baca, motioned to authorize the General Manager to obtain legal advice to determine the appropriate course of action regarding the vacancy on the MSMEC Board of Trustees. Motion carried unanimously.**
- c. **NRTC 2021 Annual Meeting – Voting Delegate Registration Form** – After review and discussion, a motion was made by **Virginia Mondragon, seconded by Joe C de Baca, to appoint Les Montoya, CEO/General Manager, as Voting Delegate for NRTC, Federated, CoBank and NRECA during the NRECA virtual Annual Meeting. Motion carried unanimously.** Mr. Montoya will be the sole MSMEC representative registered for the NRECA virtual Annual Meeting.
- d. **Notice of CoBank 2021 Director Election – Request for Director Candidates** – For information only.
- e. **City of Las Vegas Franchise Agreement Renewal – 2021-2046** – The City of Las Vegas Franchise Agreement expired in 2000 (prior agreement 1975–2000). In 2019, MSMEC made an attempt to renew this agreement with the City Clerk. Due to circumstances no response was received from the City of Las Vegas until January

15th of this year. No substance changes were made to the agreement proposed by MSMEC in 2019 – the formatting of the agreement was altered and the Franchise fee amount of 2% was changed to 3%. The Board was asked to review the proposed Franchise Agreement. After review and discussion, **a motion was made by Joe C de Baca, seconded by James Ortiz, to authorize General Manager Montoya to approve the final Franchise Agreement with the City of Las Vegas as presented. Motion carried unanimously.**

- f. **Partnership with NMRECA – Statewide Wildfire Mitigation Plan –** Manager Montoya informed the Board that insurance companies are beginning to require electric cooperatives to develop and implement wildfire mitigation planning and prevention measures. The NM electric cooperatives are seeking to partner with NMRECA to contract with an engineering firm that specializes in wildfire mitigation planning. A partnership would allow all NM electric cooperatives participating to share in the cost of this planning. Manager Montoya asked the Board to approve MSMEC to participate in this project and authorize the contribution of approximately \$2,500.00 to share in the costs to complete this wildfire mitigation plan. After continued discussion, **a motion to approve MSMEC to participate and share in the cost of the NMRECA Wildfire Mitigation Plan was made by Virginia Mondragon and seconded by James Ortiz. Motion carried unanimously.**

15. CORRESPONDENCE

- a. **None**

16. INFORMATION

- a. **Calendar of Events –** Tri-State’s virtual meetings are scheduled for February 2nd and 3rd. NMRECA’s virtual meetings are scheduled for February 4th and 5th. MSMEC’s Board scheduled their next monthly meeting on Thursday, February 25th, 2021 starting at 10:00 a.m.

A motion to go into Executive Session was made by Virginia Mondragon and seconded by Joe C de Baca. Motion carried unanimously.

17. EXECUTIVE SESSION

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

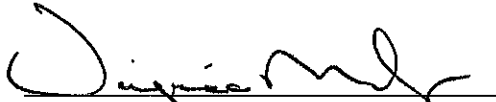
A motion to move out of Executive Session and back into Regular Session was made by Virginia Mondragon and seconded by Joe C de Baca. Motion carried unanimously.

18. ACTION ON ITEMS DISCUSSED IN EXECUTIVE SESSION – None.

19. OTHER BUSINESS TO COME BEFORE THE BOARD – None.

20. ADJOURNMENT – A motion to adjourn was made by James Ortiz and seconded by Joe C de Baca. Motion carried unanimously. Meeting adjourned at approximately 1:12 p.m.

ATTEST:


Virginia Mondragon, Secretary


Robert Baca, President