

MINUTES  
REGULAR MEETING  
BOARD OF TRUSTEES  
THE SOCORRO ELECTRIC COOPERATIVE, INC.

March 22, 2023

**INDEX**

The Regular Meeting of the Board of Trustees of The Socorro Electric Cooperative, Inc. (SEC) was held on Wednesday, March 22, 2023, at 310 Abeyta Ave, Socorro, New Mexico.

**CALL TO ORDER**

The meeting was called to order at 1:57 p.m. by James Nelson, Chairman.

**ROLL CALL**

Secretary Wolberg called the roll and reported those present and attending as follows:

TRUSTEES PRESENT:        James Nelson, Chairman  
                                     Representative, District 2

                                     Luis Aguilar, Vice-Chairman  
                                     Representative, District 3

                                     Donald Wolberg, Secretary/Treasurer (via teleconference)  
                                     Representative, District 3

                                     Ward McCartney, Trustee  
                                     Representative, District 1

                                     Leroy Anaya, Trustee  
                                     Representative, District 3

                                     Dave Wade, Trustee  
                                     Representative, District 4

                                     Ron Burnett, Trustee  
                                     Representative, District 5

TRUSTEE(S) ABSENT:        None

ALSO PRESENT:                Joseph Herrera, General Manager  
                                     Donna Wilkins, Administrative Assistant  
                                     V. Todd Unruh, Engineering Manager  
                                     Jimmy Capps, Chief Financial Officer  
                                     David Montoya, Safety Compliance Officer/Interim Line  
   Superintendent

SEC MEMBERS PRESENT: Catherine DeMaria, Eric Toops, John Briggs, Cyndi M Wade

**QUORUM**

Secretary Wolberg declared a Quorum of Trustees present.

**PLEDGE OF ALLEGIANCE**

Chairman Nelson led everyone in the Pledge of Allegiance.

**CONSIDERATION AND APPROVAL OF AGENDA**

Trustee Wolberg moved to approve the Agenda as presented; motion seconded by Trustee Aguilar. Motion carried unanimously.

Chairman Nelson approved the Agenda as presented.

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**CONSIDERATION AND APPROVAL PREVIOUS MINUTES**

Hearing no corrections or objections, Chairman Nelson approved the Minutes from February 22, 2023, as distributed.

**MEMBER COMMENTS**

No Member Comments were brought forth.

**PRESENTATION MAGDALENA ASTRONOMICAL SOCIETY**

Mr. John Briggs thanked the SEC for their previous advertising support with the Annual Enchanted Sky Star Party and for recently supporting the Kids' Science Café and other educational initiatives. Mr. Briggs stated that the Magdalena Astronomical Society seeks to collaborate with SEC on the lighting in Magdalena to meet and exceed the Night Sky Protection Act standards. Mr. Briggs provided information on the streetlights installed within the Village of Magdalena and issues that the Magdalena Astronomical Society has encountered with the lights. Mr. Briggs informed the Board that the Village of Magdalena celebrates itself as the "Home to the Arts and Sciences" due to the night skies seen from the views in Magdalena and the calendars provided. Mr. Briggs thanked the Board for allowing him to present.

Ms. Catherine DeMaria reported on the streetlights that need to be changed and how bright these are, making it difficult for the Kids' Science Café to view the night sky through their telescopes. Ms. DeMaria requested that SEC wait on installing the streetlights until the correct night sky compliance streetlights can be obtained.

Mr. Eric Toops provided information to the Board of Trustees regarding the spectrum issues the streetlights installed in and around the Village of Magdalena are providing. Mr. Toops reported that the streetlights installed need to be changed to night sky compliance lights and the benefits it would provide to the members.

Manager Herrera reported that SEC had installed new LED streetlights within the Village of Magdalena that have been reported as night sky compliance. Manager Herrera stated that not all lights can be changed out due to supply shortage, but he will work with Mayor Richard Rumpf to update the streetlights.

Chairman Nelson thanked Mr. Briggs, Ms. DeMaria, and Mr. Toops for their presentation.

**MANAGER'S REPORT**

Manager Herrera reported on the expenditure check register totaling \$750,853.91 for February 2023 and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Manager Herrera for the Expenditure Report for February 2023.

Manager Herrera reported the Visa credit card expenditures, complete with supporting receipts, made available to the Board of Trustees for February 2023.

Chairman Nelson thanked Manager Herrera for the credit card report for February 2023.

Manager Herrera provided the Engineering Report stating that the new Circle K station built in the center of Socorro is requesting information to install a level 3 electric vehicle (EV) charging station at this location. Manager Herrera proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Manager Herrera for the Engineering Report for February 2023.

Manager Herrera concluded by reporting that SEC had received patronage allocations from Federate Rural Electric Insurance Exchange and Tri-State. Manager Herrera reported SEC had also received a thank you card from the teacher whose student won the coloring contest that SEC participates in within NMRECA. Manager Herrera proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Manager Herrera for the Manager's Report for January 2023.

**FINANCIAL REPORT**

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Mr. Capps carefully reviewed in detail the RUS Form 7 Report for February 2023 RUS Form 7 and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Mr. Capps for the RUS Form 7 Report for February 2023.

**SAFETY COMPLIANCE REPORT**

**SAFETY REPORT**

Mr. Montoya reviewed the February Safety Report and proceeded to answer questions posed by the Trustees.

**JOB BRIEFING**

Mr. Montoya reviewed the February Job Briefing Reports.

Chairman Nelson thanked Mr. Montoya for the Safety Report for February 2023.

**OPERATIONS AND MAINTENANCE REPORT**

**CONSTRUCTION/MAINTENANCE REPORT**

Mr. Montoya reported for February activities, with crews completing 66 service orders and closing 20 work orders.

**OUTAGE REPORTS**

Mr. Montoya reviewed several major outages that affected over 100 members or for which the outage time was lengthy and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Mr. Montoya for the Operations and Maintenance Report for February 2023.

**MEMBER SERVICES REPORTS**

**ENERGY DELINQUENT REPORT**

Manager Herrera reported that Ms. Madrid was unavailable and proceeded to review the Energy Delinquent Report for February 2023.

**NM PRC MEMBER CONCERNS**

Manager Herrera reported that SEC had no Member complaints filed with the NM PRC in February 2023.

Chairman Nelson thanked Manager Herrera for the Member Services Report for February 2023.

**COMMUNICATIONS AND PUBLIC AFFAIRS REPORT**

Mr. Capps reviewed the February Communications and Public Affairs Report and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Mr. Capps for the Communications and Public Affairs Report for February 2023.

**TRI-STATE REPORT**

Trustee Anaya gave the Tri-State Board of Directors' activities report for March 2023 and proceeded to answer questions posed by the other Trustees.

Chairman Nelson thanked Trustee Anaya for the Tri-State Report.

**MRGEDA REPORT**

Trustee Wolberg gave the MRGEDA report for March 2023.

Chairman Nelson thanked Trustee Wolberg for the MRGEDA Report.

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**PRESIDENT'S REPORT**

Chairman Nelson reported on the NRECA PowerXchange activities.

**ETHICS COMMITTEE REPORT**

Trustee Anaya reported the Ethics Committee had met on March 2, 2023, with a recommendation to the full Board of Trustees.

Chairman Nelson thanked Trustee Anaya for the Ethics Committee Report.

**FINANCE COMMITTEE REPORT**

Trustee Aguilar reported on the Finance Committee Meeting held on March 15, 2023, with a recommendation to the full Board of Trustees.

Chairman Nelson thanked Trustee Aguilar for the Finance Committee Report.

**STANDING COMMITTEE REPORT**

Trustee Wolberg reported on the Standing Committee Meeting held on March 15, 2023, with recommendations to the full Board of Trustees.

Chairman Nelson thanked Trustee Wolberg for the Standing Committee Report.

**NEW BUSINESS**

**Board Policy 109 – Conflicts of Interest**

Manager Herrera reported that the Standing Committee reviewed Board Policy 109 – Conflicts of Interest, and the Committee recommended that the Board approve Board Policy 109 – Conflicts of Interest with proposed revisions.

Trustee Aguilar moved to accept the Standing Committee's recommendation of Board Policy 109 – Conflicts of Interest with proposed revisions; motion seconded by Trustee Wolberg. Motion carried unanimously.

**Board Policy 110 – Ethics and Conflicts of Interest in Relationships with Vendors**

Manager Herrera reported that the Standing Committee reviewed Board Policy 110 – Ethics and Conflicts of Interest in Relationships with Vendors, and the Committee recommended that the Board approve Board Policy 110 – Ethics and Conflicts of Interest in Relationships with Vendors as reviewed.

Trustee Anaya moved to accept the Standing Committee's recommendation of Board Policy 110 – Ethics and Conflicts of Interest in Relationships with Vendors as reviewed; motion seconded by Trustee Wolberg. Motion carried unanimously.

**Board Policy 111 – Ethics and Conflicts of Interest in Outside Business and Related Activities**

Manager Herrera reported that the Standing Committee reviewed Board Policy 111 – Ethics and Conflicts of Interest in Outside Business and Related Activities, and the Committee recommended that the Board approve Board Policy 111 – Ethics and Conflicts of Interest in Outside Business and Related Activities with proposed revisions.

Trustee Wolberg moved to accept the Standing Committee's recommendation of Board Policy 111 – Ethics and Conflicts of Interest in Outside Business and Related Activities with proposed revisions; motion seconded by Trustee Aguilar. Motion carried unanimously.

**Consideration of Vegetation Management Bids**

Manager Herrera reported SEC had reached out to T&D Services to conduct an RFP on behalf of SEC for bids for the Vegetation Management project. Manager Herrera stated that T&D Services had conducted the bid presenting the proposed bids. Manager Herrera reported that the Finance Committee reviewed the proposed bids and recommended that the Board approve the Windy Tree, Inc bid for \$340,000.

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Trustee Anaya moved to accept the Finance Committee's recommendation of Windy Tree, Inc. for \$340,000; motion seconded by Trustee Burnett. Motion carried unanimously.

Consideration of Capital Credit Estate Retirements

There were no Capital Credit Estate Retirements brought forth for consideration.

Consideration of Line Extension Contracts

There were no Line Extension Contracts open for consideration.

Consideration of Trustee Travel

Trustee Anaya, Wolberg, and Chairman Nelson requested Board approval to attend the NMRECA Annual Meeting scheduled for May 30–June 1, 2023, in Bernalillo, New Mexico.

Trustee Burnett moved to approve Trustee Anaya, Wolberg, and Chairman Nelson to attend the NMRECA Annual Meeting; motion seconded by Trustee Aguilar. Motion carried unanimously.

Consideration of Action on Recommendation from Ethics Committee

Trustee Anaya moved to accept the recommendation presented by the Ethics Committee that Trustee McCartney be excluded for a period of twelve months from attending any executive session of the Board and be required during this time to attend, at his own expense, NRECA course 2600 regarding Director Duties and Liabilities, and at the end of the twelve-month period, the Ethics Committee will meet again to determine whether Trustee McCartney has completed these requirements and should be permitted to again attend executive sessions of the Board. Trustee Burnett seconded the motion.

After discussion, Trustee Wolberg moved to amend the motion to require Trustee McCartney to continue to take the NRECA course 2600 regarding Director Duties and Liabilities but not be provided any reimbursement; and if taken online, SEC will cover the cost. Trustee Burnett seconded the motion.

Trustee Aguilar called for a roll call vote.

A roll call vote was conducted by Chairman Nelson and is as follows:

Yes: Trustees Burnett, McCartney, Wade, and Wolberg

No: Trustee Anaya

Abstain: Trustee Aguilar

Amended motion carried with one objection and one abstaining.

Chairman Nelson stated the amended motion was that Trustee McCartney be excluded for a period of twelve months from attending any executive session of the Board and be required during this time to attend the NRECA course 2600 regarding Director Duties and Liabilities with no reimbursement and if taken online, SEC will cover the cost, and at the end of the twelve-month period, the Ethics Committee will meet again to determine whether Trustee McCartney has completed these requirements and should be permitted to again attend executive sessions of the Board.

A roll call vote was conducted by Chairman Nelson and is as follows:

Yes: Trustees Aguilar, Anaya, Burnett, and McCartney

No: Trustee Wolberg

Abstain: Trustee Wade

Motion carried with one objection and one abstaining.

**EXECUTIVE SESSION**

There were no items to discuss in Executive Session.

**SET DATE/TIME FOR REGULAR MEETING**

Manager Herrera stated that per the By-Laws, the next regularly scheduled Board meeting would be held after the Annual Meeting of the Members on April 1, 2023. Manager Herrera stated the election of officers is completed, and then the meeting has been continued to a later date, and the remainder of the agenda was completed at that time.

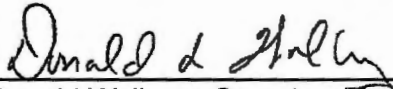
**ADJOURNMENT**

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There being no other items open for discussion, Trustee Anaya moved to adjourn; motion seconded by Trustee Wolberg. Motion carried unanimously.

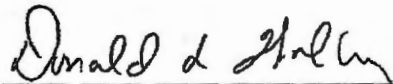
Chairman Nelson adjourned the meeting at 3:50 p.m.

  
\_\_\_\_\_  
Donald Wolberg, Secretary/Treasurer

APPROVED:

  
\_\_\_\_\_  
Leroy Anaya, Chairman

I, Donald Wolberg, do hereby certify that I am the Secretary of the Board of Trustees of The Socorro Electric Cooperative, Inc., herein called the "Cooperative," and the above is a true and exact copy of the Minutes of the Regular Meeting held on March 22, 2023. A Quorum of Trustees was present and acted upon throughout the meeting, and none of the Minutes of the above have been rescinded or modified.

  
\_\_\_\_\_  
Donald Wolberg, Secretary/Treasurer