

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

April 20, 2024

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The Regular Meeting of the Board of Trustees of The Socorro Electric Cooperative, Inc. (SEC) was held on Saturday, April 20, 2024, at Macey Center, New Mexico Tech Campus, Socorro, New Mexico.

CALL TO ORDER

The meeting was called to order at 4:40 p.m. by Leroy Anaya.

ROLL CALL

Trustee Anaya called the roll and reported those present and attending as follows:

TRUSTEES PRESENT: Ward McCartney, Trustee
 Representative, District 1

 Eileen Latasa, Trustee
 Representative, District 2

 Leroy Anaya, Trustee
 Representative, District 3

 M. Kenneth Bowden, Trustee
 Representative, District 3

 Stephen Rosas, Trustee
 Representative, District 3

 Dave Wade, Trustee (via teleconference)
 Representative, District 4

 Ron Burnett, Trustee
 Representative, District 5

TRUSTEE(S) ABSENT: None

ALSO PRESENT: Joseph Herrera, General Manager
 Donna Wilkins, Administrative Assistant
 Jerrid Williams, Director of Communications and Public Affairs

SEC MEMBERS PRESENT: None

QUORUM

Trustee Anaya declared a Quorum of Trustees present.

PLEDGE OF ALLEGIANCE

Trustee Anaya led everyone in the Pledge of Allegiance.

CONSIDERATION AND APPROVAL OF AGENDA

Trustee Burnett moved to approve the Agenda as presented; the motion was seconded by Trustee Rosas. The motion carried unanimously.

Trustee Anaya approved the Agenda as presented.

CONSIDERATION AND APPROVAL PREVIOUS MINUTES

REGULAR BOARD MEETING

April 20, 2024

Trustee Latasa moved to approve the Minutes of the Regular Meeting held on March 27, 2024, as presented; the motion was seconded by Trustee Burnett. The motion carried unanimously.

Trustee Anaya approved the Minutes as presented.

MEMBER COMMENTS

No Member Comments were brought forth.

OATH OF OFFICE

Attorney Wiggins administered the Oath of Office to the entire Board of Trustees.

ELECTION OF OFFICERS

PRESIDENT

Attorney Wiggins called for nominations for the Office of President.

Trustee McCartney nominated Trustee Bowden for President.

Trustee Rosas nominated Trustee Anaya for President.

Hearing no further nominations, Trustee Burnett moved to close nominations for the Office of President; the motion was seconded by Trustee Latasa.

Attorney Wiggins closed nominations for the Office of President.

Trustee Bowden declined the nomination for the Office of President.

Attorney Wiggins announced and declared Trustee Anaya as President by acclamation.

VICE-PRESIDENT

Attorney Wiggins called for nominations for the Office of Vice-President.

Trustee Rosas nominated Trustee Burnett for Vice-President.

Trustee McCartney nominated Trustee Latasa for Vice-President.

Trustee Rosas moved to cease nominations; the motion was seconded by Trustee Burnett. The motion carried unanimously.

After all Trustees cast their secret ballots, Attorney Wiggins announced and declared Trustee Burnett as Vice-President.

SECRETARY

Attorney Wiggins called for nominations for the Office of Secretary.

Trustee Rosas nominated Trustee Latasa.

Hearing no further nominations, Attorney Wiggins closed nominations for the Office of Secretary and, by acclamation, declared Trustee Latasa as Secretary.

TREASURER

After discussion, Trustee Latasa moved to join the Secretary and Treasurer positions; the motion was seconded by Trustee McCartney. The motion carried unanimously.

Attorney Wiggins announced and declared Trustee Latasa as Secretary/Treasurer.

SPECIAL ORDERS

Trustee Latasa made a motion to adjourn the meeting to Wednesday, April 24, 2024, at 2:00 p.m. and for the Board to postpone any action and stand in abeyance; the motion was seconded by Trustee McCartney. The motion carried unanimously.

Attorney Wiggins adjourned the meeting at 4:52 p.m. until Wednesday, April 24, 2024, at 2:00 p.m.

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

April 24, 2024

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The Regular Meeting of the Board of Trustees of The Socorro Electric Cooperative, Inc. (SEC) continued on Wednesday, April 24, 2024, at 310 Abeyta Ave, Socorro, New Mexico.

CALL TO ORDER

The meeting was called to order at 2:00 p.m. by Leroy Anaya, President.

ROLL CALL

President Anaya stated a quorum was still present and attending as follows:

TRUSTEES PRESENT: Leroy Anaya, President
 Representative, District 3

 Ron Burnett, Vice-President
 Representative, District 5

 Eileen Latasa, Secretary/Treasurer
 Representative, District 2

 Ward McCartney, Trustee**
 Representative, District 1

 Stephen Rosas, Trustee
 Representative, District 3

 Dave Wade, Trustee (via teleconference)
 Representative, District 4

TRUSTEE(S) ABSENT: M Kenneth Bowden, Trustee*
 Representative, District 3

ALSO PRESENT: Joseph Herrera, General Manager (via teleconference)
 Donna Wilkins, Administrative Assistant
 Jimmy Capps, Chief Financial Officer
 David Montoya, Safety Compliance Officer
 Jason Otero, Line Superintendent
 Marilyn Madrid, Member Services Supervisor
 Jerrid Williams, Director of Communication and Public Affairs

SEC MEMBERS PRESENT: None

* Trustee Bowden did not return to the Continuation of the Regular Meeting after the April 20, 2024, adjournment.

PRESENTATION OF 2023 IRS FORM 990

Manager Herrera stated that Elizabeth Kana, CPA Partner with Bolinger, Segars, Gilbert & Moss (BSGM), joined them via teleconference.

Ms. Kana thanked the Board for allowing her to present via teleconference and proceeded to go over, in extensive detail, the 2023 IRS Form 990.

Trustee Burnett made a motion to approve the 2023 IRS Form 990; the motion was seconded by Trustee McCartney. The motion carried unanimously.

President Anaya thanked Ms. Kana for her presentation.

PRESENTATION OF 2023 FINANCIAL AUDIT

April 24, 2024

Manager Herrera stated that Trey Rowe, CPA Partner with BSGM, was joining them via teleconference.

Mr. Rowe thanked the Board for allowing him to present via teleconference and proceeded to go over the December 31, 2023, and 2022 Audit reports, stating that BSGM did not have any findings related to significant deficiencies or material weaknesses and found SEC records in good shape, offering a clean opinion of the Cooperative financials.

Trustee McCartney moved to approve the 2023 Financial Audit, which was seconded by Trustee Rosas. The motion carried unanimously.

President Anaya thanked Mr. Rowe for his presentation.

MANAGER'S REPORT

Manager Herrera reported on the expenditure check register totaling \$939,766.44 for March 2024 and proceeded to answer questions posed by the Trustees.

President Anaya thanked Manager Herrera for the Expenditure Report for March 2024.

Manager Herrera reported the Visa credit card expenditures, complete with supporting receipts, made available to the Board of Trustees for March 2024.

President Anaya thanked Manager Herrera for the credit card report for March 2024.

Manager Herrera welcomed Jason Otero, SEC's new Line Superintendent. Manager Herrera reported that SEC had received notification that Board Paq will end in December 2024. Manager Herrera stated that SEC will start working on transitioning to a similar program with more information to come and the recent Employee Appreciation Luncheon provided for all employees. Manager Herrera reported that SEC had received a letter from USDA regarding the PACE grant SEC was trying to obtain, stating that SEC was denied due to a lack of funding and proceeded to answer questions posed by the Trustees.

Present Anaya welcomed Mr. Otero and thanked Manager Herrera for the Manager's Report for March 2024.

FINANCIAL REPORT

Mr. Capps carefully reviewed the RUS Form 7 Report for March 2024 RUS Form 7 in detail and proceeded to answer questions posed by the Trustees.

President Anaya thanked Mr. Capps for the RUS Form 7 Report for March 2024.

SAFETY COMPLIANCE REPORT

SAFETY REPORT

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

JOB BRIEFING

Mr. Montoya reviewed the March Job Briefing Reports.

President Anaya thanked Mr. Montoya for the Safety Report for March 2024.

OPERATIONS AND MAINTENANCE REPORT

CONSTRUCTION/MAINTENANCE REPORT

Mr. Otero reported on March activities, with crews completing 46 service orders and 76 work orders.

OUTAGE REPORTS

April 24, 2024

Mr. Otero reviewed the outages occurring in March 2024, providing detailed information on those near and around the Quemado area. Mr. Otero proceeded to answer questions posed by the Trustees.

President Anaya thanked Mr. Otero for the Operations and Maintenance Report for March 2024.

MEMBER SERVICES REPORTS

ENERGY DELINQUENT REPORT

Ms. Madrid presented the Energy Delinquent Report for March 2024, and SEC had 34 members with medical certificates. Ms. Madrid proceeded to answer questions posed by the Trustees.

NM PRC MEMBER CONCERNS

Ms. Madrid reported that the SEC had no Member complaint filed with the NM PRC in March 2024, with more information to come as the SEC is waiting to hear from the PRC.

President Anaya thanked Ms. Madrid for the Member Services Report for March 2024.

COMMUNICATIONS AND PUBLIC AFFAIRS REPORT

Mr. Williams reviewed the March Communications and Public Affairs Report and answered questions the Trustees posed.

President Anaya thanked Mr. Williams for the Communications and Public Affairs Report for March 2024.

ENGINEERING REPORT

Manager Herrera reported that Mr. Unruh had another meeting. Manager Herrera reviewed the March Engineering and proceeded to answer questions posed by the Trustees.

President Anaya thanked Manager Herrera for the Engineering Report for March 2024.

TRI-STATE REPORT

President Anaya presented the Tri-State Board of Directors' activities report for April 2024 and then answered questions posed by the Trustees.

NMREC REPORT

Manager Herrera gave the NMREC activities report for April 2024 and proceeded to answer questions posed by the Trustees.

President Anaya thanked Manager Herrera for the NMREC Report for April 2024.

PRESIDENT'S REPORT

President Anaya reported a copy of the following committee assignments for the upcoming year had been provided, and are as followed:

Finance Committee: Ron Burnett (Chair), Eileen Latasa, Stephen Rosas, and Leroy Anaya (ex-officio)

Standing Committee: M. Kenneth Bowden (Chair), Eileen Latasa, Stephen Rosas, and Leroy Anaya (ex-officio)

Ethics Committee: Eileen Latasa (Chair), M. Kenneth Bowden, Ron Burnett, and Leroy Anaya

President's Special Committee: Stephen Rosas (Chair), M. Kenneth Bowden, Ron Burnett, and Leroy Anaya (ex-officio)

A discussion ensued about the pros and cons of the recent SEC Annual Members Meeting on April 20, 2024.

NEW BUSINESS

April 24, 2024

Consideration of Capital Credit Estate Retirements

Manager Herrera reported that SEC General Counsel Lorna Wiggins Esq. had previously reviewed the Patronage Estate Capital Retirement requests as provided in the Trustee's BoardPaq and proceeded to answer questions posed by the Trustees. Ms. Wiggins reviewed the retirement documents and stated that they appeared to be in order and were ready for the Board's consideration:

ESTATE RETIREMENTS:

	Operating Margins	Plains G&T	Investment in Associated Organizations	Cushion of Credit & Other Non-Ops	Tri-State	Gains	Unpaid Balance	Total	Total without Tri-State
April-24-A	\$280.27	\$11.45	\$7.94	\$0.98	\$14.39	\$0.00	\$0.00	\$315.03	\$300.64
April-24-B	\$385.56	\$7.72	\$19.87	\$4.58	\$151.74	\$111.02	\$0.00	\$680.49	\$528.75
April-24-C	\$720.87	\$17.69	\$64.2	\$42.79	\$246.63	\$0.00	\$0.00	\$1,092.18	\$845.55
April-24-D	\$160.05	\$0.19	\$20.92	\$16.46	\$99.41	\$0.00	\$0.00	\$297.03	\$197.62

JOINT ACCOUNT ESTATE RETIREMENTS:

	Operating Margins	Plains G&T	Investment in Associated Organizations	Cushion of Credit & Other Non-Ops	Tri-State	Gains	Unpaid Balance	Total	Total without Tri-State
April-24-A	\$150.30	\$0.00	\$22.19	\$18.09	\$101.53	\$0.00	\$0.00	\$292.11	\$190.58
April-24-B	\$132.39	\$0.58	\$12.12	\$9.39	\$49.96	\$0.00	\$0.00	\$204.44	\$154.48
April-24-C	\$269.35	\$4.29	\$28.86	\$21.15	\$115.54	\$0.00	\$0.00	\$439.19	\$323.65

Trustee Burnett moved to approve the Retirement of Patronage Capital as presented, absent any Tri-State allocations, to the accounts mentioned above; the motion was seconded by Trustee Latasa. The motion carried unanimously.

Consideration of Line Extension Contracts

There were no Line Extension Contracts open for consideration.

Consideration of Trustee Travel

Trustee Latasa requested Board approval to attend the NRECA Summer School for Directors scheduled for July 19-23, 2024, in Branson, Missouri.

Trustee McCartney moved to approve Trustee Latasa to attend the NRECA Summer School for Directors; the motion was seconded by Trustee Rosas. The motion carried unanimously.

President Anaya requested Board approval to attend the CFC Forum scheduled for June 17-19, 2024, in Indianapolis, Indiana.

Trustee Burnett moved to approve President Anaya to attend the CFC Forum; the motion was seconded by Trustee Latasa. The motion carried unanimously.

NMREC Annual Meeting Voting & Alternate Delegate

After discussion, Trustee Burnett nominated President Anaya as NMREC Annual Meeting Voting Delegate and Trustee Latasa as Alternate Delegate; the motion was seconded by Trustee Rosas. The motion carried unanimously.

CFC Forum Voting & Alternate Delegate

Trustee Burnett nominated President Anaya as CFC Forum Voting Delegate; the motion was seconded by Trustee Rosas. The motion carried unanimously.

EXECUTIVE SESSION

Trustee Latasa moved to go into Executive Session to discuss employment matters and strategic and long-range business plans; the motion was seconded by Trustee Burnett. The motion carried unanimously.

REGULAR BOARD MEETING CONTINUATION

April 24, 2024

President Anaya called for an Executive Session.

The Board adjourned to Executive Session at 4:21 p.m.

** Trustee McCartney was excused from the Executive Session at 4:21 p.m. and did not return after the Regular Session.

REGULAR SESSION

Trustee Burnett moved and was seconded by Trustee Latasa to return to the Regular Session at 5:29 p.m.

President Anaya stated that no action was taken during the Executive Session.

SET DATE/TIME FOR REGULAR MEETING

After discussion, Trustee Burnett moved to set the date and time of Committee meetings for May 15, 2024, at noon and the next regularly scheduled Board Meeting for May 22, 2024, at 2:00 p.m.; the motion was seconded by Trustee Latasa. The motion carried unanimously.

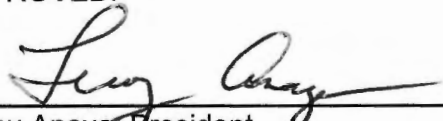
ADJOURNMENT

With no other items open for discussion, Trustee Rosas moved to adjourn; the motion was seconded by Trustee Burnett. The motion carried unanimously.

President Anaya adjourned the meeting at 5:31 p.m.


Eileen Latasa, Secretary/Treasurer

APPROVED:


Leroy Anaya, President

I, Eileen Latasa, 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 April 20, 2024, and the Regular Meeting Continuation held on April 24, 2024. 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.


Eileen Latasa, Secretary/Treasurer