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

August 24, 2022

INDEX

The Regular Meeting of the Board of Trustees of The Socorro Electric Cooperative, Inc. (SEC) was held on Wednesday, August 24, 2022, 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

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

TRUSTEES ABSENT:

None

ALSO, PRESENT:

Joseph Herrera, General Manager Donna Wilkins, Administrative Assistant Jimmy Capps, Chief Financial Officer David Montoya, Safety Compliance Officer

Steve Dettmer, Line Superintendent

Marilyn Madrid, Member Services Supervisor

Ellena Tapia, Director of Communications and Public Affairs

Miriam Gillow-Willes, CTC Technology & Energy (via

teleconference)

SEC MEMBERS PRESENT: Cyndi Mae Wade and David L 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.

CONSIDERATION AND APPROVAL PREVIOUS MINUTES

Trustee Wolberg moved to approve the minutes from July 29, 2022, as presented; motion seconded by Trustee Aguilar. Motion carried unanimously.

Chairman Nelson approved the minutes from July 29, 2022, as presented.

MEMBER COMMENTS

There were no comments brought forth by SEC Members.

CTC BROADBAND STUDY

Manager Herrera reported that Miriam Gillow-Wiles from CTC Technology & Energy was joining SEC via teleconference.

Ms. Gillow-Wiles thanked the Board of Trustees for allowing her to present and carefully review the CTC Broadband Study in detail. Ms. Gillow-Wiles proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Ms. Gillow-Wiles for presenting the Broadband Study.

Trustee Aguilar moved for a recess at the end of this discussion; motion seconded by Trustee Wolberg. Motion passed unanimously.

Chairman Nelson called for a recess at 3:09 p.m.

Chairman Nelson called the meeting back to order at 3:23 p.m.

MANAGER'S REPORT

Manager Herrera reported on the expenditure check register totaling \$601,529.43 for July 2022 and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Manager Herrera for the Expenditure Report for July 2022.

Manager Herrera reported the Visa credit card expenditures, complete with supporting receipts, made available to the Board of Trustees for July 2022.

Chairman Nelson thanked Manager Herrera for the credit card report for July 2022.

Manager Herrera provided the Engineering Report reviewing, stating Techline was having trouble receiving the necessary material for SEC to do the 69kV line project from Socorro to Magdalena. Manager Herrera stated the 69kV line project might not be started until mid-2023. Manager Herrera explained the Alamo Reservation had additional funds from the HARPA program and would be helping 13 members get power to their houses in Alamo. Manager Herrera stated SEC was also working with Cellular-1, who wants to do joint-pole attachments on the Alamo Reservation, and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Manager Herrera for the Engineering Report for July 2022.

Manager Herrera concluded by reporting that SEC had received a thank you card from an SEC scholarship winner. Manager Herrera explained that at the July Board meeting, he was instructed to find a facilitator to do Strategic Planning. Manager Herrera stated that he reached out to different facilitators and found one. Manager Herrera reported Jan Maples, who provided Strategic Planning for SEC in March 2019, was available on October 20, 2022.

Trustee Anaya moved to have Strategic Planning on October 20, 2022; motion seconded by Trustee Aguilar. Motion passed unanimously.

Chairman Nelson thanked Manager Herrera for the Manager's Report for July 2022.

FINANCIAL REPORT

REGULAR BOARD MEETING

August 24, 2022

Mr. Capps carefully reviewed in detail the RUS Form 7 Report for July 2022 and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Mr. Capps for the RUS Form 7 Report for July 2022.

SAFETY COMPLIANCE REPORT

SAFETY REPORT

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

JOB BRIEFING

Mr. Montoya reviewed the July Job Briefing Reports.

Chairman Nelson thanked Mr. Montoya for the Safety Report for July 2022.

OPERATIONS AND MAINTENANCE REPORT

CONSTRUCTION/MAINTENANCE REPORT

Mr. Dettmer reported for July activities that crews completed 16 work orders, closed 25 work orders, and completed 25 service orders, with most service orders for area lights. Mr. Dettmer proceeded to answer questions posed by the Trustees.

OUTAGE REPORTS

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

Chairman Nelson thanked Mr. Dettmer for the Operations and Maintenance Report for July 2022.

MEMBER SERVICES REPORTS

ENERGY DELINQUENT REPORT

Ms. Madrid presented the Energy Delinquent Report for July 2022.

NM PRC MEMBER CONCERNS

Ms. Madrid reported that SEC had no Member complaints filed with the NM PRC in July 2022. Ms. Madrid reported that one Member complaint had been filed with NM PRC regarding capital credit patronage. Ms. Madrid stated that NM PRC does not regulate capital credits and stated that SEC was not in any violation and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Ms. Madrid for the Member Services Report for July 2022.

COMMUNICATIONS AND PUBLIC AFFAIRS REPORT

Ms. Tapia reviewed the July Communications and Public Affairs Report and proceeded to answer questions posed by the Trustees.

Chairman Nelson thanked Ms. Tapia for the Communications and Public Affairs Report for July 2022.

TRI-STATE REPORT

Trustee Anaya gave the Tri-State Board of Directors' activities report for August 2022.

Manager Herrera reported that Tri-State's communication department has reached out to do an opinion column on SEC's behalf of the benefits we have received and experienced as members of Tri-State compared to what Kit Carson Electric Cooperative is doing.

After much discussion, Trustee Wade moved to approve the proposition from Tri-State, with SEC's Board of Trustees having the final approval of the column; motion seconded by Trustee Wolberg. Motion carried unanimously.

August 24, 2022

Manager Herrera reported on the Rate Design Committee Update activities for August 2022, stating the Committee will start advancing the decision-making process. Manager Herrera provided information on the different topics covered and proceeded to answer questions posed by the Trustees.

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

NMRECA REPORT

Trustee Wolberg gave the NMRECA report for August 2022. Trustee Wolberg thanked Mr. Montoya and Ms. Wilkins for their hard work at the annual barbecue.

Chairman Nelson thanked Trustee Wolberg for the NMRECA Report.

MRGEDA REPORT

Trustee Wolberg gave the MRGEDA report for August 2022.

Chairman Nelson thanked Trustee Wolberg for the MRGEDA Report.

Trustee Aguilar moved for a recess at the end of this discussion; motion seconded by Trustee Anaya. Motion passed unanimously.

Chairman Nelson called for a recess at 5:19 p.m.

Chairman Nelson called the meeting back to order at 5:25 p.m.

PRESIDENT'S REPORT

There was no President's Report given at this time.

FINANCE COMMITTEE REPORT

Trustee Aguilar reported on the Finance Committee Meeting held on August 17, 2022.

Chairman Nelson thanked Trustee Aguilar for the Finance Committee Report.

STANDING COMMITTEE REPORT

Trustee Wolberg reported on the Standing Committee Meeting held on August 17, 2022, with recommendations to the full Board of Trustees.

Chairman Nelson thanked Trustee Wolberg for the Standing Committee Report.

NEW BUSINESS

Board Policy 116 - Trustees' Fees and Expenses

Manager Herrera reported that the Standing Committee reviewed Board Policy 116 – Trustees' Fees and Expenses, and the Committee recommended that the Board approve Board Policy 116 – Trustees' Fees and Expenses with proposed revisions.

Trustee Wolberg moved to accept the Standing Committee's recommendation of Board Policy 116 – Trustees' Fees and Expenses with proposed revisions; motion seconded by Trustee Aguilar. Motion carried unanimously.

Board Policy 119 - Functions and Compensation of Cooperative Attorney

Manager Herrera reported that the Standing Committee reviewed Board Policy 119 – Functions and Compensation of Cooperative Attorney, and the Committee recommended that the Board approve Board Policy 119 – Functions and Compensation of Cooperative Attorney as reviewed.

Trustee Anaya moved to accept the Standing Committee's recommendation of Board Policy 119 – Functions and Compensation of Cooperative Attorney as reviewed; motion seconded by Trustee Wolberg. Motion carried unanimously.

Board Policy 126 - Whistleblower Protection

August 24, 2022

Manager Herrera reported that the Standing Committee reviewed Board Policy 126 – Whistleblower Protection, and the Committee recommended that the Board approve Board Policy 126 – Whistleblower Protection with proposed revisions.

Trustee Wolberg moved to accept the Standing Committee's recommendation of Board Policy 126 – Whistleblower Protection with proposed revisions; motion seconded by Trustee Aguilar. Motion carried unanimously.

Board Policy 128 - Trustee's Oath of Office and Orientation

Manager Herrera reported that the Standing Committee reviewed Board Policy 128 – Trustee's Oath of Office and Orientation, and the Committee recommended that the Board approve Board Policy 128 – Trustee's Oath of Office and Orientation as reviewed.

Trustee McCartney moved to accept the Standing Committee's recommendation of Board Policy 128 – Trustee's Oath of Office and Orientation as reviewed; motion seconded by Trustee Wolberg. Motion carried unanimously.

Board Policy 201-8 - At-Will Employment

Manager Herrera reported that the International Brotherhood of Electrical Workers (IBEW) union contract states any corrections to employee policies must be reviewed before SEC makes any changes. Manager Herrera stated that the IBEW had reviewed the changes to Board Policy 201-8 – At-Will Employment, which was submitted to the Standing Committee and had additional revisions. Manager Herrera reported the IBEW approved the additional revisions and submitted to the Standing Committee. Manager Herrera stated the Committee recommended that the Board approve Board Policy 201-8 – At-Will Employment with proposed revisions.

Trustee Burnett moved to accept the Standing Committee's recommendation of Board Policy 201-8 – At-Will Employment with recommended revisions; motion seconded by Trustee Anaya. Motion carried unanimously.

Board Policy 201-9 - Absence with Pay

Manager Herrera reported that the IBEW also reviewed the changes to Board Policy 201-9 – Absence with Pay, which was submitted to the Standing Committee and had additional revisions. Manager Herrera reported the IBEW approved the additional revisions and submitted to the Standing Committee. Manager Herrera stated the Committee recommended that the Board approve Board Policy 201-9 – Absence with Pay with proposed revisions.

Trustee Anaya moved to accept the Standing Committee's recommendation of Board Policy 201-9 – Absence with Pay with proposed revisions; motion seconded by Trustee Aguilar. Motion carried unanimously.

Board Policy 201-16 - Uniform Clothing

Manager Herrera reported that the IBEW also reviewed the changes to Board Policy 201-16 – Uniform Clothing, submitted to the Standing Committee, which had additional revisions. Manager Herrera reported the IBEW approved the additional revisions and submitted to the Standing Committee. Manager Herrera stated the Committee recommended that the Board approve Board Policy 201-16 – Uniform Clothing with proposed revisions.

Trustee McCartney moved to accept the Standing Committee's recommendation of Board Policy 201-16 – Uniform Clothing with proposed revisions; motion seconded by Trustee Wolberg. Motion carried unanimously.

Board Policy 201-22 - Residential Electricity

Manager Herrera reported that the IBEW also reviewed the changes to Board Policy 201-22 – Residential Electricity submitted to the Standing Committee, which had additional revisions. Manager Herrera reported the IBEW approved the additional revisions and submitted to the Standing Committee. Manager Herrera stated the Committee recommended that the Board approve Board Policy 201-22 – Residential Electricity with proposed revisions.

Trustee McCartney moved to accept the Standing Committee's recommendation of Board Policy 201-22 – Residential Electricity with proposed revisions; motion seconded by Trustee Aguilar. Motion carried unanimously.

Board Policy 210 - Grants for Off-Duty Training

Manager Herrera reported that the IBEW also reviewed the changes to Board Policy 210 – Grants for Off-Duty Training, which was submitted to the Standing Committee and had additional revisions. Manager Herrera reported the IBEW approved the additional revisions and submitted to the Standing Committee. Manager Herrera stated the Committee recommended that the Board approve Board Policy 210 – Grants for Off-Duty Training with proposed revisions.

Trustee Burnett moved to accept the Standing Committee's recommendation of Board Policy 210 – Grants for Off-Duty Training with proposed revisions; motion seconded by Trustee Anaya. Motion carried unanimously.

2022 Financial Audit Engagement Agreement

Manager Herrera reported that SEC had received the 2022 Financial Audit Engagement Agreement from Bolinger, Segars, Gilbert, and Moss (BSGM). Manager Herrera stated SEC had received a partner rotation in 2020, and Trey Rowe would be conducting the audit. Manager Herrera recommended that the Board approve the 2022 Financial Audit Engagement Agreement.

Trustee Wolberg moved to approve the 2022 Financial Audit Engagement Agreement with BSGM; motion seconded by Trustee Anaya. Motion carried unanimously.

Classification and Compensation Administrator Guide

Manager Herrera reported as per the Classification and Compensation Administrator Guide and Board Policy 120 – Wage and Administration, wages are to be updated every two years. Manager Herrera reported that SEC used the same methodology utilizing the Consumer Price Index to update the wages for 2020 and 2021, and he was able to update the guide. Manager Herrera reported that the Finance Committee reviewed the Wage and Salary and the Committee's recommendation that the Board approves the Classification and Compensation Administrator Guide.

Trustee Burnett moved to accept the updated Classification and Compensation Administrator Guide; motion seconded by Trustee Wolberg. Motion carried unanimously.

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. 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
EM-Aug-22-A	\$957.76	\$16.44	\$58.84	\$47.19	\$265.06	\$45.31	(\$125.28)	\$1,265.32	\$1,000.26
EM-Aug-22-B	\$1,555.08	\$21.53	\$135.35	\$99.98	\$614.10	\$53.12	\$0.00	\$2,479.16	\$1,865.06

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
JM-Aug-22-A	\$1,399.00	\$20.58	\$104.93	\$67.36	\$510.00	\$0.00	\$0.00	\$2,101.87	\$1,591.87
JM-Aug-22-B	\$244.88	\$3.89	\$24.85	\$16.50	\$107.20	\$0.00	\$0.00	\$396.32	\$289.12
JM-Aug-22-C	\$67.43	\$0.00	\$2.70	\$0.00	\$44.85	\$52.12	\$0.00	\$167.10	\$122.25
JM-Aug-22-D	\$152.62	\$0.00	\$36.55	\$31.06	\$149.75	\$0.00	\$0.00	\$369.98	\$220.23

After discussion, Trustee Aguilar moved to approve the Retirement of Patronage Capital as presented, absent any Tri-State allocations, to the accounts mentioned above; motion seconded by Trustee McCartney. Motion carried unanimously.

REGULAR BOARD MEETING

August 24, 2022

Consideration of Line Extension Contracts

Manager Herrera reported a line extension contract for Leonardo Gallegos for \$13,376.92 was being presented to the Board for approval. Manager Herrera recommended that the Board approve the contract for Mr. Gallegos.

After discussion, Trustee Anaya moved to approve the contract for Leonardo Gallegos for \$13,376.92; motion seconded by Trustee Wolberg. Motion carried unanimously.

Consideration of Trustee Travel

There was no Trustee Travel brought forth for consideration.

EXECUTIVE SESSION

There were no items to discuss in Executive Session.

SET DATE/TIME FOR REGULAR MEETING

After discussion, Trustee Anaya moved to set the date and time of Committee meetings for September 21, 2022, and the next regularly scheduled Board Meeting for September 28, 2022, at 2:00 p.m.; motion seconded by Trustee Aguilar. Motion carried unanimously.

ADJOURNMENT

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

Chairman Nelson adjourned the meeting at 5:47 p.m.

Donald Wolberg, Secretary/Treasurer

APPROVED:

James Nelson, 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 August 24, 2022. 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