

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

August 18, 2021

INDEX

The Regular Meeting of the Board of Trustees of The Socorro Electric Cooperative, Inc. (SEC) was held on Wednesday, August 18, 2021, at 310 Abeyta Ave, Socorro, New Mexico.

CALL TO ORDER

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

ROLL CALL

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

TRUSTEES PRESENT: Anne L. Dorough, President (via teleconference)
 Representative, District 5

 Luis Aguilar, Vice President (via teleconference)
 Representative, District 3

 Paul Bustamante, Secretary/Treasurer (via teleconference)
 Representative, District 1

 Leroy Anaya, Trustee (via teleconference)
 Representative, District 3

 James Nelson, Trustee (via teleconference)
 Representative, District 2

 Donald Wolberg, Trustee (via teleconference)
 Representative, District 3

 Michael Hawkes, Trustee (via teleconference)
 Representative, District 4

TRUSTEES ABSENT: None

ALSO, PRESENT: Joseph Herrera, General Manager
 Donna Wilkins, Administrative Assistant
 David Montoya, Safety Compliance Officer (via teleconference)
 Marilyn Madrid, Member Services Supervisor (via teleconference)
 Jimmy Capps, Director of Communications and Public Affairs (via teleconference)

SEC MEMBERS PRESENT: None; due to Governor Lujan-Grisham's executive order restricting essential business to limit operations to only those absolutely necessary to carry out essential functions.

QUORUM

Secretary Bustamante declared a Quorum of Trustees present.

PLEDGE OF ALLEGIANCE

Manager Herrera led everyone in the Pledge of Allegiance.

CONSIDERATION AND APPROVAL OF AGENDA

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

August 18, 2021

President Dorough approved the Agenda as presented.

CONSIDERATION AND APPROVAL PREVIOUS MINUTES

Trustee Wolberg made a motion to approve the minutes from July 28, 2021, as distributed; motion seconded by Trustee Nelson. Motion carried unanimously.

President Dorough approved the minutes from July 28, 2021, as distributed.

MEMBER COMMENTS

Manager Herrera reported that no Members had called in or were present for Member Comments.

MANAGER'S REPORT

Manager Herrera reported on the expenditure check register totaling \$839,655.22 for July 2021.

President Dorough thanked Manager Herrera for the Expenditure Report for July 2021.

Manager Herrera reported on the Visa credit card expenditures, complete with supporting receipts, made available to the Board of Trustees for July 2021.

President Dorough thanked Manager Herrera for the credit card report for July 2021.

Manager Herrera provided an update regarding COVID-19, stating Governor Michelle Lujan-Grisham had recommended masks be worn indoors, no matter vaccination status, and what SEC is following this directive for all members and employees. Manager Herrera reported that with the new executive order issued, masks are required for individuals indoors effective Friday, August 20, 2021.

President Dorough thanked Manager Herrera for the COVID-19 Update for July 2021.

Manager Herrera provided the Engineering Report stating that due to the board meeting being moved up, he has not recently met with T&D Services to discuss any updates for the design phase for the Socorro to Magdalena 69kv line other projects. Manager Herrera reported more information would be provided at the September board meeting. Manager Herrera mentioned that SEC conducted a high number of site visits during July.

President Dorough thanked Manager Herrera for the Engineering Report for July 2021.

Manager Herrera concluded by reporting at the NMRECA Managers meeting, the managers agreed to work with a consultant to develop a wildfire mitigation plan. Manager Herrera stated both David Montoya and Bobbi Garcia are participating in providing information to the consultant; and proceeded to answer questions posed by the Trustees.

President Dorough thanked Manager Herrera for the Manager's Report for July 2021.

FINANCIAL REPORT

Manager Herrera stated that Ms. Montoya was out of the office and carefully reviewed in detail the RUS Form 7 Report for July 2021.

President Dorough thanked Manager Herrera for the RUS Form 7 Report for July 2021.

SAFETY COMPLIANCE REPORT

SAFETY REPORT

Mr. Montoya reviewed the July Safety Report.

JOB BRIEFING

Mr. Montoya reviewed the July Job Briefing Reports.

President Dorough thanked Mr. Montoya for the Safety Report for July 2021.

OPERATIONS AND MAINTENANCE REPORT

CONSTRUCTION/MAINTENANCE REPORT

Manager Herrera reported Mr. Dettmer was out of the office and reported for July's activities.

OUTAGE REPORTS

Manager Herrera reviewed several major outages that either affected over 100 members or those for which the outage time was lengthy.

President Dorough reported that she had received very nice compliments from the members at Tres Lagunas Ranch for the crews being very professional and in restoring the power.

President Dorough thanked Manager Herrera for the Operations and Maintenance Report for July 2021.

MEMBER SERVICES REPORTS

ENERGY DELINQUENT REPORT

Ms. Madrid presented the Energy Delinquent Report for July 2021.

NM PRC MEMBER CONCERNS

Ms. Madrid reported that SEC had no Member informal complaints filed with the NM PRC in July 2021.

President Dorough thanked Ms. Madrid for the Member Services Report for July 2021.

COMMUNICATIONS AND PUBLIC AFFAIRS REPORT

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

President Dorough thanked Mr. Capps for the Communications and Public Affairs Report for July 2021.

TRI-STATE REPORT

Trustee Anaya gave the Tri-State Board of Director's activities report for August 2021.

President Dorough thanked Trustee Anaya for the Tri-State Report.

NMRECA REPORT

Trustee Wolberg gave the NMRECA report for August 2021.

President Dorough thanked Trustee Wolberg for the NMRECA Report.

MRGEDA REPORT

Trustee Wolberg gave the MRGEDA report for August 2021.

President Dorough thanked Trustee Wolberg for the MRGEDA Report.

PRESIDENT'S REPORT

President Dorough reported on the Foundation Committee Report, which met on July 28, 2021.

President Dorough also stated a letter had been received from Deborah Card regarding donating to purchase Christmas holiday decorations for the City of Socorro.

After extensive discussion, the Board directed Manager Herrera to discuss with general counsel regarding amending the SEC by-laws that would permit SEC to make donations of this type.

FINANCE COMMITTEE REPORT

August 18, 2021

Trustee Aguilar gave the Finance Committee Report, which met on August 18, 2021.

President Dorough thanked Trustee Aguilar for the Finance Committee Report.

STANDING COMMITTEE REPORT

Trustee Anaya reported on the Standing Committee Meeting held on August 18, 2021, with recommendations to the full Board of Trustees, presenting the policies at the September board meeting.

President Dorough thanked Trustee Anaya for the Standing Committee Report.

NEW BUSINESS

Board Policy 116 – Trustees Fee and Expenses

Manager Herrera reported that the Finance Committee had reviewed Board Policy 116 – Trustees Fee and Expenses and recommended it to the Standing Committee to review. Manager Herrera stated the Standing Committee reviewed Board Policy 116 – Trustees Fee and Expenses, and the Committee recommended that the Board approve Board Policy 116 – Trustees Fee and Expenses with proposed revisions.

Trustee Wolberg made a motion to accept the Standing Committee's recommendation of Board Policy 116 – Trustees Fee and Expenses as reviewed; motion seconded by Trustee Anaya.

A roll call vote was conducted by President Dorough and is as follows:

Yes: Trustee Aguilar, Anaya, Bustamante, Hawkes, Nelson, and Wolberg

No: None

Motion carried unanimously.

Board Policy 119 – Functions and Compensation of Cooperative Attorney

Manager Herrera reported that the Finance Committee had reviewed Board Policy 119 – Functions and Compensation of Cooperative Attorney and recommended it to the Standing Committee to review. Manager Herrera stated 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 with proposed revisions.

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

A roll call vote was conducted by President Dorough and is as follows:

Yes: Trustee Aguilar, Anaya, Bustamante, Hawkes, Nelson, and Wolberg

No: None

Motion carried unanimously.

Board Policy 126 – Whistleblower Protection

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 as reviewed.

Trustee Aguilar made a motion to accept the Standing Committee's recommendation of Board Policy 126 – Whistleblower Protection as reviewed; motion seconded by Trustee Bustamante.

A roll call vote was conducted by President Dorough and is as follows:

Yes: Trustee Aguilar, Anaya, Bustamante, Hawkes, Nelson, and Wolberg

No: None

Motion carried unanimously.

Board Policy 312 – Financial Forecast

Manager Herrera reported that the Finance Committee had reviewed Board Policy 312 – Financial Forecast and recommended it to the Standing Committee to review. Manager Herrera stated the Standing Committee reviewed Board Policy 312 – Financial Forecast, and the

August 18, 2021

Committee recommended that the Board approve Board Policy 312 – Financial Forecast with proposed revisions.

Trustee Wolberg made a motion to accept the Standing Committee’s recommendation of Board Policy 312 – Financial Forecast with proposed reviewed; motion seconded by Trustee Bustamante.

A roll call vote was conducted by President Dorough and is as follows:

Yes: Trustee Aguilar, Anaya, Bustamante, Hawkes, Nelson, and Wolberg

No: None

Motion carried unanimously.

2021 Financial Audit Engagement Agreement

Manager Herrera reported that SEC had received the 2021 Financial Audit Engagement Agreement from Bolinger, Segars, Gilbert, and Moss (BSGM). Manager Herrera stated SEC had received a partner rotation last year and would have Trey Rowe conducting the audit. Manager Herrera reported that the Finance Committee reviewed the 2021 Audit Agreement and recommended that the Board approve the 2021 Financial Audit Engagement Agreement.

Trustee Aguilar made a motion to approve the 2021 Financial Audit Engagement Agreement with BSGM; motion seconded by Trustee Anaya.

A roll call vote was conducted by President Dorough and is as follows:

Yes: Trustee Aguilar, Anaya, Bustamante, Hawkes, Nelson, and Wolberg

No: None

Motion carried unanimously.

Pioneer Membership Application

Manager Herrera reported that SEC is a client of ARC Media who recently got purchased by Pioneer Utility Resources. Manager Herrera stated that with this purchase of ARC Media, SEC is now eligible to be part of Pioneer Utility Resources, a communication cooperative.

Trustee Bustamante made a motion to approve the Pioneer Membership Application; motion seconded by Trustee Nelson.

A roll call vote was conducted by President Dorough and is as follows:

Yes: Trustee Aguilar, Anaya, Bustamante, Hawkes, Nelson, and Wolberg

No: None

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-21-A	\$1,688.05	\$33.79	\$124.60	\$78.43	\$629.41	\$0.00	(\$165.91)	\$2,388.37	\$1,758.96

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
None									

After discussion, Trustee Aguilar made a motion to approve the Retirement of Patronage Capital as presented, absent any Tri-State allocations, to the accounts mentioned above; motion seconded by Trustee Bustamante.

REGULAR BOARD MEETING

August 18, 2021

A roll call vote was conducted by President Dorough and is as follows:

Yes: Trustee Aguilar, Anaya, Bustamante, Hawkes, Nelson, and Wolberg

No: None

Motion carried unanimously.

Consideration of Line Extension Contracts

There were no Line Extension Contracts open for consideration.

Consideration of Trustee Travel

Trustees Anaya, Bustamante, Hawkes, and Wolberg requested Board approval to attend the NRECA Region 8 & 10 Meeting held online and in-person in Dallas, Texas, on October 19-21, 2021.

Trustee Wolberg made a motion to approve for Trustees Anaya, Bustamante, Hawkes, and Wolberg to attend the NRECA Region 8 & 10 Meeting being held online and in-person; motion seconded by Trustee Anaya.

A roll call vote was conducted by President Dorough and is as follows:

Yes: Trustee Aguilar, Anaya, Bustamante, Hawkes, Nelson, and Wolberg

No: None

Motion carried unanimously.

NRECA Region 10 Voting and Alternate Delegate

Trustee Anaya made a motion to nominate Trustee Hawkes as NRECA Region 10 Voting Delegate; motion seconded by Trustee Wolberg.

President Dorough, hearing no other nominations, declared Trustee Hawkes as NRECA Region 10 Voting Delegate by acclamation.

Trustee Bustamante made a motion to nominate Trustee Wolberg as NRECA Region 10 Alternate Voting Delegate.

President Dorough, hearing no other nominations, declared Trustee Wolberg as NRECA Region 10 Alternate Voting Delegate by acclamation.

EXECUTIVE SESSION

Trustee Anaya made a motion to go into Executive Session to discuss employment matters; motion seconded by Trustee Bustamante. Motion carried unanimously.

President Dorough called for an Executive Session.

The Board adjourned to Executive Session at 3:23 p.m.

REGULAR SESSION

Trustee Hawkes made a motion and seconded by Trustee Wolberg to return to Regular Session at 3:27 p.m.

President Dorough stated that there was no action taken during Executive Session.

SET DATE/TIME FOR REGULAR MEETING

Trustee Bustamante made a motion to set the Committee meeting's date and time for September 15, 2021, at 2:00 p.m. and the next regularly scheduled Board Meeting for September 22, 2021, at 2:00 p.m.; motion seconded by Trustee Anaya. Motion carried unanimously.

ADJOURNMENT

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

President Dorough adjourned the meeting at 3:29 p.m.

August 18, 2021




Paul Bustamante, Secretary/Treasurer

APPROVED:



Anne Dorough, President

I, Paul Bustamante, 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 18, 2021. 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.



Paul Bustamante, Secretary/Treasurer