

BOARD OF TRUSTEES MEETING MINUTES

HELD ON
April 24, 2025

The meeting was called to order by Board President, Robert Baca, at 11:16 a.m.

1. ROLL CALL AND DETERMINATION OF QUORUM

Present: Robert Baca, President
 James Ortiz, Vice -President
 Virginia Mondragon, Secretary/Treasurer
 Joe C de Baca, Trustee
 Samuel Ramirez, Trustee
 Les Montoya, General Manager
 Irinea Valdez, Administrative Assistant

2. INVOCATION – Robert Baca, Board President, 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. A motion was made by James Ortiz to approve the Agenda, Seconded by Sam Ramirez. Motion carried.

5. RECOGNITION OF GUESTS –Aliyana Montoya (student from Mike Mateo Sena Elementary, Coloring Contest for presentation of 1st place, \$75) and her mom, Nikkita Montoya. Coloring Contest is sponsored by the New Mexico Marketing & Member Services Association and Mora San Miguel Electric Cooperative, Inc.

6. Introduction of New Employee –

7. SAFETY REPORT/MINUTES – No meeting in April

8. ACTION OF REGULAR MEETING MINUTES HELD ON March 27, 2025 – The Board Minutes for the meeting held on March 27, 2025 were presented for review. Gina Mondragon, motioned to approve the minutes as presented. Sam Ramirez seconded the motion. Motion carried.

9. APPROVAL OF NEW MEMBERSHIPS (MORA 18 – PECOS 9) A total of Twenty-seven memberships were presented. After review, a motion was made by Sam Ramirez, seconded by Joe C de Baca, to approve all new memberships. Motion carried.

- 10. MANAGER'S REPORT** – Manager's report was approved with a motion by James Ortiz and seconded by Samuel Ramirez. Motion carried.
- 11. Delinquent report** – AS of February 2025 there were \$211,678.56 total delinquents and as of March 2025 there were \$140,235.84 total delinquents.
- 12. RUS FORM 7** – The month ending **March 31, 2025** shows a margin of \$37,347 for the month. We are at \$1,364,588 in Revenue, \$1,043,612 Total Expenses and \$114,159 in Depreciation. Interest on long term debt \$150,681 and interest expenses \$19,861. Total cost for the month \$1,329,039. Non-Operating margins interest is \$1,997. Operating Margins is a \$331,235 for year-to-date. Tier 2.67 YTD and 1.25 for the Month.
- 13. Outage report** – March 2025 - Incomplete
- 14. FINANCE REPORT** –Approval of Finance Report along with Manager's report was motioned by Sam Ramirez and Seconded by Virginia Mondragon. Motion Carried.
- 15. TRI-STATE TRUSTEE REPORT** – Robert Baca, Tri-State Trustee, reported on the April 3, 2025 meeting. Some topics covered included the following:
- The 73rd Annual Tri-State was held April 1-2, 2025, the attendance was great.
 - Wholesale Electric contract revisions were voted on and passed on to the Membership Boards to take action to approve or not approve. May 22nd is the deadline for Boards to take action.
 - Les Montoya, MSMEC Manager participated on a Discussion panel with four other Coop Managers.
 - Tri-State is working to file for a rehearing with NMPRC, RPS rule Proceedings offering to file joint motion with Tri-State Members.
- 16. NMREC TRUSTEE REPORT** – James Ortiz, NMREC Trustee reported on the April 4, 2025 meeting.
- David Spradlin reported that he was in Lincoln, Nebraska for insurance and financial services committee meeting.
 - David Spradlin also stated that the Legislative Conference in Washington is coming up at the end of April and encourages Coops to registrar and attend
 - David also reminded that NRECA seat is up for election
 - Arsenio Dela Cruz reported that Brooke Rollins presented on the Inflation Reduction Act (IRA) and the New Empowering Rural America (ERA) funding opportunities at the NRECA conference in Atlanta.
 - Arsenio Dela Cruz reported that RUS issued a press release informing the awareness on the unpausing of applications prior to the freezing of funds. There is a Questionnaire

that recipients need to submit to RUS. Interest rates 4.31% short-term and 4.49% long-term.

- Esther Simon reported that Sharing Success program opened up on April 1, 2025. CoBank will be hosting a reception and happy hour Legislative Conference Sunday, April 27, 2025.
- Esther Simon also provided additional information on their farm credit leasing.
- Vince Martinez reported that he will be on vacation in April and Carmen and Talia will be facilitating the Legislative Conference. Members of the NRECA and Tri-State will be present to help with the logistics. NMREC annual meeting will be May 13-15, 2025 at Isleta.
- NMREC will be participating in Interim Committee meeting particularly anything having to do with Wildfires.
- Vince Martinez also stated there is miscellaneous items, NMREC is working on including the VENZA is still for sale on consignment.
- PRC will be hosting workshops
- Rio Rancho Mayor Greg Hull announced his candidacy for governor and NMREC would consider inviting him along with gubernatorial and state land commissioner candidates to annual meeting breakfast.
- A group Board Photo will be taken at the July Board meeting
- Vince Martinez recommended creating a Cooperative Champion Award in honor of Keven Groenewold. Would like to give to one to family, a legislator and a distinguished trustee during the annual meeting.
- Talia Storch reported that the annual meeting is opened for registration.
- Evelyn Vigil reported on the Legislative Conference.
- Carmen Campbell provided a grant update. There are currently with the POWER grant.
- Coops should expect contracts soon.
- EMNRD energy stakeholder coordination conducts a monthly meeting with information focused on energy providers and addresses weather concerns. Carmen encourages all Cooperatives to participate.
- Carmen also participated in the Women in Trades invents on march 29, 2025 at CNM.
- Carmen also connected with Workforce Solutions and other agencies on promoting apprenticeship programs and working with High Schools
- Vince Martinez provided the Communications update for Tom. Nexstar has started an ad campaign with Business Alliance Partners. CoBank and TWN have shown a strong interest in the campaign.
- Tom attended the NMMSA spring meeting.
- Jennifer Peabody provided the financial update.
- George Dodge thanked the board and WFEC for the opportunity to advocate on behalf of the Coops and thanked NMREC staff for the hard work for a hectic 60-day session.
- Mario Romero reported that Sandia National Laboratory provided a presentation and discussion on load growth.

- Meter School is for July 29-31, 2025.

17. ON-GOING BUSINESS-

- Tri-State Generation and Transmission, Inc., and MSM Solar, LLC**
- Request to Write-Off delinquent Miscellaneous A/R amounts for Service Calls to an individual business.** The Miscellaneous A/R Accounts totaling in the amount of \$5,051.71 pertain to services rendered by or line-crew, billed monthly. Requesting Board to review and approve. Motion was made by Sam Ramirez and seconded by Virginia Mondragon. Motion carried

18. NEW BUSINESS –

- Discussion regarding Tri-States proposal to renew and extend the terms of the Wholesales Electric Services Contract (WSEC) for delivery of transmission services and electric service to MSMEC and its Members.** Members will be presented with the revised WSEC to compare with the existing WSEC. Board Members will be asked to decide on supporting the changes and thereby provide notice to Tri-State of MSMEC's decision on the change to the wording and term of contract. Motion was made by Sam Ramirez to approve the WSEC presented by Tri-State and the Motion was Seconded by Joe C de Baca. Motion carried.
- Certificate of Voting Delegate for NRECA Director Election.** Pursuant to the NRECA Bylaws, the undersigned director who is president or chair, and the director who is secretary, of the following NRECA voting member certify that the voting member has selected the following voting delegate and/or alternate voting delegate for, and that the delegates are authorized to cast the voting Member's vote in the election of the NRECA Director. No action required. The board is being informed of the Certification of Voting Delegate.
- Discussion regarding amending By-Laws of MSMEC, Article 1, Membership, Section 3. Types Of Memberships.** Requesting the Board to review and discuss changing the language to allow for each Member to be entitled to one vote despite the number of meters under a member. Consider directing the Manager to place the proposed amendment on the agenda for the Annual Meeting on June 28, 2025. Virginia Mondragon made a Motion to place the proposed amendment on the agenda for the Annual Meeting to be held on June 28, 2025. Motion was seconded by Joe C de Baca. Motion carried.

- d. **Audit Agreement submitted by Bolinger, Segars, Gilbert & Moss, LLP. The agreement covers audit of expenditures of federal awards for the year ending December 31, 2024.** Asking Board to review and recommend to approve Audit Agreement. Motion made by Joe C de Baca to approve the agreement and Motion was seconded by Sam Ramirez; Motion carried.
- e. **Bunny Event Report. High Winds 60-70 mph winds caused MSMEC to declare emergency status on Thursday evening April 17, 2025. Wet snows although not heavy contributed to outages experienced.** No action required. Report is being provided for information purposes.
- f. **Resolution 04-24-2024-001 MSMEC for National Linemen Appreciation Day Acknowledged April 18, 2025.** Linemen throughout the nation are recognized for their hard work and dedication to their trade. Asking the Board to consider acknowledging the MSMEC linemen for their efforts in providing electric power to MSMEC service territory and doing so during some of the most difficult conditions and during all hours of the night. In doing so consider approving Resolution No. **04-24-2025-001 MSMEC Appreciation Recognition, National Linemen Appreciation Day, April 18, 2025.** Motion made by Virginia Mondragon to approve said resolution and Motion was Seconded by Joe C de Baca; Motion carried.
- g. **Surplus Equipment Sale May 1, 2025 through May 15, 2025.** Surplus equipment /Vehicles were not sold during the last sale in August of 2024. Three (3) Units remain the property of MSMEC. A second attempt to sale these units is proposed during the month of May 2025. Asking the Board to authorize the advertisement and sale of three (3) units listed in the Surplus Property Sale advertisement presented for review. Motion was made by Joe C de Baca to approve sale of Surplus Vehicle and Motion was seconded by Sam Ramirez. Motion Carried.
- h. **District #3 Board Member Election Filing deadline April 17, 2025.** Only one filing for the Board Position was filed prior to deadline. Mr. James Ortiz will be sworn in as Trustee at the Annual Meeting on June 28, 2025.

19. MSMEC EDUCATIONAL FOUNDATION- A motion was made to go into MSMEC Educational Foundation by Virginia Mondragon and Seconded by Sam Ramirez. Motion carried.

- a. **2025 MSMEC Education Foundation, Inc.-Scholarship Program- Scholarship applications Received.** Scholarships available: Frank Rodriguez, Jr. Memorial Scholarship; Robert M. Quintana Memorial Scholarship and Tri-State Generation and Generation and Transmission Scholarships. The Board reviewed the Applications for the Students who submitted applications and decided to fund all applicants with a Scholarship to attend the school of their choice. Motion to approve all names submitted for Scholarships was made by Virginia Mondragon and motion was seconded by Joe C de Baca. Motion carried.

It is recommended to the Board to limit applications for 2026 to 15 applications. Set standards and set a committee. Look at Donna Ortiz as being committee leader.

- b. **West Las Vegas Schools for New Business Professionals of America requesting to support organization's mission of providing students with valuable business and career development opportunities.** The \$2000.00 award was recommended and approved with a motion by Sam Ramirez and Seconded by Virginia Mondragon.

20. GENERAL INFORMATION:

1. CORRESPONDENCE:

- a. Statewide and MSMEC list of coloring Contest Winners
- b. Notice of NRECA Director Election`
- c. Thank you, Letter from Pecos Community Library

2. CALENDER OF EVENTS:

- a. NRECA Legislative in Washington DC, April 27-30, 2025
- b. NRECA Annual Meeting Isleta May 13-15, 2025
- c. NMRECSG June 7, 2025 Sporting Clay Fundraiser, Bosque, NM
- d. Continental Divide an Energy & Telecommunications Cooperative, April 26, 2025 at Grants High School
- e. RCEC 86th Annual Meeting, April 28, 2025, ENMU Campus Union Ballroom
- f. Central New Mexico Annual Meeting, April 26, 2025, Moriarity High School
- g. 86th Socorro Electric Annual Meeting, April 26, 2025, Macy Center in NM Tech Campus

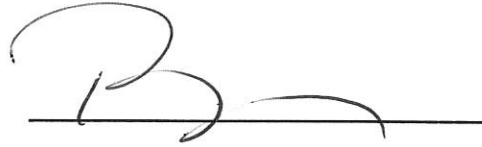
21. EXECUTIVE SESSION- Motions was made to go into executive session at 11:00 p.m. by James Ortiz and seconded by Virginia Mondragon. Motion to adjourn executive session at 12:10 p.m. was made by James Ortiz and seconded by Joe C de Baca. No action was taken.

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

3. OTHER BUSINESS TO COME BEFORE THE BOARD – None

4. **ADJOURNMENT** – A motion to adjourn today's meeting was made by Samuel Ramirez and seconded by Virginia Mondragon. Motion carried unanimously. Meeting adjourned at approximately 2:42 p.m.

ATTEST:

A handwritten signature in black ink, appearing to read "Samuel Ramirez", written over a horizontal line.A handwritten signature in black ink, appearing to read "Virginia Mondragon", written over a horizontal line.