BOARD OF TRUSTEES MEETING MINUTES
HELD ON
March 26th, 2026

The meeting of Thursday March 26th, 2026, was called to order at 11:13 a.m. by Board President, Robert Baca.

1. **ROLL CALL AND DETERMINATION OF QUORUM**
   Present: Robert Baca, President
   James Ortiz, Vice -President
   Virginia Mondragon, Secretary
   Joe C de Baca, Trustee
   Samuel Ramirez, Trustee
   Isaiah Romero, Interim General Manager
   Tami Hernandez, 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 Sam Ramirez to approve the Agenda, Seconded by Virginia Mondragon. Motion carried unanimously.**

5. **RECOGNITION OF GUESTS –**

   a. **Invited Speakers- (15-minute time limit)**-None
   b. **General Public Comments-(5-minute time limit)**- None
   c. **Introduction of New Employee-** None

6. **SAFETY REPORT/MINUTES – February 24, 2026 minutes reviewed.**
7. **ACTION OF REGULAR MEETING MINUTES HELD ON FEBRUARY 18TH, 2026** – The Board Minutes for the meeting held on February 18, 2026, were presented to the Board for review and approval. **A motion to approve the Board Minutes as presented was made by James Ortiz and seconded by Sam Ramirez. Motion carried unanimously.**

8. **APPROVAL OF NEW MEMBERSHIPS (MORA 10– PECOS-10)** A total of twenty, memberships were presented for review and approval. After review, **a motion was**

made by Virginia Mondragon, seconded by Sam Ramirez, to approve all new memberships as presented. Motion carried unanimously.

9. **MANAGER'S REPORT – Manager's report was approved with a motion by James Ortiz and seconded by Sam Ramirez. Motion carried unamimously.**

   a. **Delinquent report –** The Delinquent Report for the month of February was presented for review. There was a total of 917 delinquent accounts totaling $252,286.93. After collections, 531 of those accounts remained unpaid for a total of $145,033.58.
   b. **RUS FORM 7 –** The month ending **January 31, 2026,** shows a Margin of $89,507 for the month. We are at $1,512.760 in Revenue, $1,217,047 Total Expenses and $118,202 in Depreciation. Interest on Long Term Debt $24,539 and Interest Expenses $67,258. Total Cost for the month $1,427,735. Non-Operating Margins Interest is $4,032. Operating Margins are $85,205 for Year-to-Date. Tier 4.63 YTD and 4.63 for the Month.
   c. **Outage Report-** January 2026.
   d. **Fused Cut-Out Report-**0 Fused cut-outs.

10. **FINANCE REPORT – A motion to approve the Finance Report along with Manager's report was motioned by James Ortiz and Seconded by Sam Ramirez. Motion Carried.**

11. **TRI-STATE TRUSTEE REPORT** – Robert Baca, Tri-State Trustee, reported on Tri-State's March 4th, 2026, meeting. A few of the items covered/discussed included the following:

    - Tri-states legislative committee went to Washington D.C. they talked about the Data Centers coming to our areas. They talked about fire mitigation and FEMA.
    - The legislative committee went with an agenda and spent time talking to the legislators individually.
    - They requested help from Colorado with the resource act regarding changing the laws.
    - They talked about Les Montoya's presentation that he did at the PowerXchange conference.
    - Jemez is going to get out of Tri-State in two years. The pueblos are pushing them to get out.
    - April 1st Tri-state is going to join SPP.
    - John Flanagan is retiring as Chief Auditor.
    - They did an evaluation on Dwayne the CEO of Tri-State.

12. **NMREC TRUSTEE REPORT** – James Ortiz, NMREC Trustee reported meeting for March 5th, 2026.

- David Spradlin was not present, so a formal report was not provided. There was a brief update.
- Esther Simon went through tailored solutions offered by CoBank specifically for electric cooperatives. Ester also went through the patronage distribution for last year. Patronage has continually increased nearly each year since 1989. Ester remined the Board about the Sharing Success program. Ester reminded the group that CoBank is hosting a welcome reception at NRECA's PowerXchange.
- Brian Smith reported that the 90-day rate is 3.7%, the 30-year rate is 4.7%. Brian also stated that the travel funds are being made available, so he is hopeful that he will be able to meet with cooperatives in New Mexico this year.
- Mario Romero reported that the managers had presentations from Shneider Electric on energy as a service, and from Burns and McDonald on environmental and cultural services. Dan Najjar was able to provide PRC updates and processes. Dan informed the managers that the audit, filing and compliance items are being scrutinized more than in the past.
- Vince Martinez reported that the 30-day session was quick and simultaneously very long, as we monitored many bills. Vince stated that the wildfire bill evolved with input from the IOUs and other agencies. There were several bills that NMRECA opposed including the Clear Horizons and Environmental Rights bills. The medical malpractice and medical compact bills were both passed and will provide a good foundation for provider retention.
- Evelyn vigil stated that they discussed the feedback provided on preferred courses. Evelyn stated that the preferred courses for August are 2640-Financial Decision Making, and 935.1 -Appraising and Compensating the CEO, and the preferred course for December is 974.1 -Rate Making Strategies and Policy Decisions for Cooperative Boards. Evelyn stated that recommended dates are August 10-14, and December 7-11, as these dates have the least amount of potential conflict. The committee also discussed course fees be a flat $400/participant per course. Evelyn also stated that the class size will be between 20-25 seats, and participating cooperatives will not be penalized for any unutilized seats.
- The budget and finance committee is working in collaboration with the Bylaws and Policy Committee on a cash management policy. Jennifer Peabody provided the Board with an Asset Allocation questionnaire from Homestead Financial and requested feedback to be used on the cash management policy.
- Talia Storch reported the Youth Tour electronic applications are due by close of business 3/6. There are 50 delegates and 5 chaperones confirmed, which is more than expected, so staff will be working with NRECA to make any changes to the accommodations or book overflow rooms if necessary. Talia reported that the Business Alliance Partner Program is moving along great, with $90,000 committed and on target to meet the $100,000 goal. Talia also mentioned that Annual Meeting tournament on

Wednesday, most of the presentations on Thursday, and the business meeting on Friday. She reminded the Board that NRECA Board elections will take place on Thursday.

- Evelyn vigil sent out the AEC materials for contributions and reminded the Board that the 990 Questionnaire is due on March 9th.
- Tom Condit reported that the March edition of the Enchantment was distributed without any issues. The feature story was on the RCEC water storage projects. Tom requested members send him any suggested new businesses on existing businesses that are doing big projects that should be highlighted.
- Vince informed the Board that Rhonda Mitchell's mother passed away, and services will be held on 3/7. Vince also stated that CNMEC's David Berryman's son was recently named the athletic director at UNM.

13. ON-GOING BUSINESS-

a. **Tri-State Generation and Transmission, Inc., and MSM Solar, LLC. Invoices.**

b. **Resolution 03-26-2026-003 Authorizing the Interim General Manager to execute the United States Forest Service's Permit allow MSMEC distribution lines within US Forest Service Boundaries.** MSMEC owns and builds power lines within the boundaries of the United States Forest Service (USFS), Santa fe National Forest, and USFS requires MSMEC to obtain USFS permits to build, operate and maintain powerlines owned by MSMEC to include the performance of vegetation management within the permitted boundaries of the powerlines, and is renewing its permit with the USFS being that MSMEC'S permit expired and is being renewed as required by the USFS, and the USFS does require board authorization of a designee to sign off on the permit on behalf of MSMEC, and the Board of Directors of MSMEC hereby authorize the Interim General Manager of the Cooperative (Isaiah Romero) to sign the permit when approved by the USFS.

A motion was made by James Ortiz to approve Resolution No. 03-26-2026-003 authorizing Isaiah Romero as Signatory Authority to sign permits when approved by USFS, seconded by Virginia Mondragon. Motion carried unanimously.

c. **MSMEC 2026 Proclamation of Election Notice.** Notice of announcement was sent out on March 06, 2026 to MSMEC Members in District 5, District 4 and District 1, advertising District election for Board of Trustee for District 5, District 4 and District 1. Elections will take place on May 5th for District 5, May 12th for District 4 and May 19, 2026 for District 1 at a location to be determined.

No action required. The Board is being informed of the Election for Trustees in May of 2026. A copy of certification of mailing was presented to the Board of Directors.

d. **MSMEC 2026 Nominating Petition.** Nominating petitions had a typing error on the county and year it was acknowledged and corrected.

No Action required. The Board is being informed of typing error.

14. NEW BUSINESS-

a. Retirement Dinner for Les Montoya. Retirement dinner for Les Montoya to take place at Buffalo Hall in Las Vegas NM. Dinner is to honor Les Montoya on his retirement from MSMEC. Approximate cost will be around $1500.00 dependent on amount of people who attend. Board is being asked to determine whether to proceed with this dinner. **A motion was made by James Ortiz to proceed with the Retirement Dinner for Les Montoya and seconded by Sam Ramirez. Motion carried unanimously.**

b. Milsoft upgrade. Update to Milsoft programming for GRIP grant. This will allow MSMEC map to continue to be improved and updated after GRIP funding has been exhausted. Programing upgrade will also be used for future staking of lines and mapping. Initial payment will be made through GRIP grant but MSMEC will have to continue making monthly payments after the GRIP grant is exhausted. Board is to determine whether to proceed with this upgrade. **No action taken. Isaiah tabled it to the next board meeting to request a four-year contract instead of a five-year contract.**

c. Resolution 03-26-2026-004 RUS Secretary's Certificate Resolution, RUS Form 87, RUS Form 675, and RDUP Form 6743. Designate Interim General Manager Isaiah Romero as Certifier on behalf of the Cooperation, who shall be responsible for submitting the DCS and RD Apply systems (Form 674 and RD apply BR), update the person eligible to draw loan funds (Form 675) and do a general update of key people at the cooperative (Form 87). The Board is being asked to review RUS Secretary's Certificate Resolution 03-26-2026-004 and other required RUS forms and consider taking action to approve the Resolution authorizing the Interim General Manager Isaiah Romero as certifier for RUS Department of Agriculture. **A motion was made to take action and approve the Resolution 03-26-2026-004 authorizing the Interim General Manager Isaiah Romero as certifier for RUS Department of Agriculture by James Ortiz and seconded by Sam Ramirez. Motion carried unanimously.**

d. Resolution 03-26-2026-005 Resolution of the Board of Trustees of Mora-San Miguel Electric Cooperative. To adopt the CoBank Resolution of the Board of Trustees of Mora-San Miguel Electric Cooperative, INC. to authorize Interim General Manager Isaiah Romero as authorized signatory. The Board is being asked to review the CoBank Resolution of the Board of Trustees of MSMEC and CoBank, ACB Incumbency Certificate and consider taking action to approve the Resolution authorizing the Interim General Manager Isaiah Romero as Authorized Signatory Authority. **A motion was made to adopt Resolution 03-26-2026-005 to authorize Interim General Manager Isaiah Romero as authorized signatory by James Ortiz and seconded by Sam Ramirez. Motion carried unanimously.**

15. GENERAL INFORMATION-

a. Reminder of Last Day to File a Petitions for District 5-April 8, 2026, District 4-April 15, 2026 and District 1-April 22, 2026. Reminder of the upcoming district elections dates District 5- May 5, 2026, District 4- May 12, 2026 and District 1-May 19, 2026.

b. Planning of District Election. Board decided to vote for 10 door prizes under $30.00.

16. MSMEC EDUCATIONAL FOUNDATION

a. Board discussed and reviewed letters and 501 (c) forms from each board members selected non-profit entity.

17. BYLAWS AND POLICY COMMITTEE

a. MSMEC Education Foundation Scholarship Program Amending Board Policy 2-24-2022-001. Board decided to table this policy until after the Annual Meeting.

b. MSMEC Policy-General Board Policy/Policy #100 to be reviewed in April Meeting.

18. CORRESPONDENCE

a. **Mora Independent Schools BPA Group sent a Thank you Card and Picture.**

19. Events Calendar:

a. Tri-State G&T Annual Meeting April 9th & 10th 2026 (Thursday & Friday).

b. NMRECA Board Meeting April 1st & 2nd (Wednesday & Thursday).

c. NRECA Legislative Conference D.C. April 26th thru April 29th.

A motion to move into Executive Session @ 1:47 pm was made by James Ortiz and seconded by Sam Ramirez. Motion carried unanimously.

20. EXECUTIVE SESSION-

a. **Personnel Matters**

b. **Update on Union Matters**

c. **Litigation Matters**

A motion to move out of Executive Sesson and back into Regular Session @2:15 p.m. was made by James Ortiz and seconded by Sam Ramirez. Motion carried unanimously.

21. ACTION ON ITEMS DISCUSSED IN EXECUTIVE SESSION-

22. OTHER BUSINESS TO COME BEFORE THE BOARD: NONE.

23. ADJOURNMENT – A motion to adjourn today's meeting was made by James Ortiz and seconded by Sam Ramirez. Motion carried unanimously. Meeting adjourned at 2:15 pm.

ATTEST: