




Phone:
Espanola 505-753-2105
Cuba 575-289-3241
Jemez Springs 575-829-3550

Your Touchstone Energy® Cooperative 
The power of human connections®

Electric Cooperative, Inc.
P.O. Box 128, Espanola, New Mexico, 87532

**MINUTES OF THE
JEMEZ MOUNTAINS ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES
SPECIAL BOARD MEETING
TUESDAY, DECEMBER 19, 2024 AT 1:00 P.M.
HERNANDEZ, NEW MEXICO**

1. Call to Order

The Special Meeting of the Jemez Mountains Electric Cooperative, Inc. (JMEC) Board of Trustees was called to order by Board President Dennis Trujillo. on Tuesday, December 19, 2023, at 1:06 p.m. MDT at the JMEC Headquarters Boardroom in Hernandez, New Mexico.

2. Roll Call and Determination of Quorum

The roll call was taken by JMEC Chair Dennis Trujillo.

Trustees Present:

Dennis Trujillo, President
Manuel Bustos, Vice President
Dolores McCoy, Treasurer
Marcelina Martinez, Secretary
Henry Roybal, Asst. Secretary/Treasurer (via WebEx)
Danny Velarde
Elias Coriz
Marissa Maestas-Muller
Lucas Cordova (via WebEx)
Dennis Gallegos (via WebEx)

Absent:

John Ramon Vigil

JMEC Staff and Others Present:

Michael Hastings, CEO and GM
Shawna Tilberg, Paralegal to Joseph Yar
Joseph Yar, JMEC Contract Attorney
Karen Wisdom, Senior Manager of Contract Administration, Compliance and Special Projects

3. Approval of Agenda

Mr. Bustos moved to approve the Agenda and the Motion was seconded by Mrs. McCoy. The Motion carried unanimously.

4. Executive Session

Mr. Coriz made a Motion to enter into Executive Session, Mr. Velarde seconded the Motion. The Motion passed unanimously at 1:14 p.m. Ms. Martinez made a Motion at 2:29 p.m. to come out of Executive Session, the Motion was seconded by Mrs. McCoy. The Motion passed unanimously.

5. Discussion and Possible Action on Investigation

After moving out of executive session, a discussion was held associated with the independent investigation into allegations against Trustee John Ramon Vigil. A motion was made by Mr. Velarde to have Mr. Yar attempt to speak with Mr. Vigil, to give him ample opportunity to meet, along with a JMEC Board Member present. The discussion was centered on complaints and allegations regarding certain behavior by Mr. Vigil and the findings from the investigation. The opportunity to meet and the discussions were to be conducted according to JMEC Board Policy 102. It was suggested that Mr. Yar give Mr. Vigil three opportunities to speak and, if Mr. Yar is not successful in setting up a meeting and engaging in discussion, an official letter would be sent to Mr. Vigil. The Motion was seconded by Mr. Coriz. The Motion passed unanimously.

6. JMEC Legal Work RFP-Action

Karen Wisdom explained the RFP process to the Board of Directors, stating that, in addition to publishing on the JMEC web page, Ms. Wisdom sent the RFP to several other law firms that had previously worked with the cooperative. She also explained associated deadlines including the requirement of submission of an Acknowledgment of Receipt form. Velarde Yar was the only law firm to submit the form. The costs were discussed by the Board as well as other questions regarding the process and any other law firms that might have expressed an interest. Ms. Martinez made the Motion to approve the RFP, the Motion was seconded by Mr. Coriz. The Motion passed unanimously. Mr. Hastings explained that once we approved the RFP, the next step is to do an award of contract in two weeks. This will give both parties time to review the terms of the contract.

7. Selection of Tri-State Contract Committee Member from JMEC- Action

Mr. Trujillo explained to the Board of Directors that Tri-State has asked that JMEC assign a member to the Tri-State Contract Committee. Mr. Trujillo suggested Mr. Coriz serve as the member since he is already working with Tri-State as the JMEC representative. Mr. Coriz explained that he is well aware of the issues, including: the exit of United Power from Tri-state and the exit of other cooperatives. He also said he is also well aware of Tri-State's Policy 115. After discussion, Ms. Martinez made the Motion to appoint Mr. Coriz as the Committee Member for JMEC, the Motion was seconded by Mrs. McCoy. The Motion passed unanimously with Mr. Coriz abstaining from the vote.

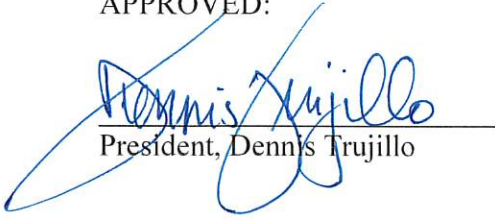
8. New Business

Mr. Hastings provided his Memo/Succession Plan to the Board of Directors that had previously been requested. Ms. Martinez stated that she would be sitting with Ms. Wisdom so she could explain her process of review and approval of the 4G invoices. The 4G contract would be reviewed, discussed and explained in upcoming meetings.

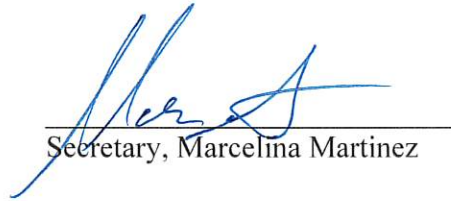
8. Adjourn

The meeting was adjourned by consensus at 3:05 p.m.

APPROVED:



President, Dennis Trujillo



Secretary, Marcelina Martinez