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

**MINUTES OF THE  
JEMEZ MOUNTAINS ELECTRIC COOPERATIVE, INC.  
BOARD OF TRUSTEES  
FRIDAY, DECEMBER 20<sup>th</sup>, 2024, at 12:00 PM  
HERNANDEZ, NEW MEXICO**

**1. Call to Order**

This meeting of the Jemez Mountains Electric Cooperative, Inc. Board of Trustees was called to order by Board President Dennis Trujillo at 12:09 p.m. on the above-cited date, at the JMEC Headquarters, 19365 S.R. 84/285, Hernandez, New Mexico.

**2. & 3.** Following the Pledge of Allegiance, roll call confirmed a quorum as follows:

**Trustees Present:**

Dennis Trujillo, President  
Manuel Bustos, Vice President  
Dolores McCoy, Treasurer  
Lucas J. Cordova (via Phone)  
Henry Roybal (via Webex)  
Marissa Maestas-Muller  
Marcie Martinez  
Elias Coriz

**Trustee(s) Excused:**

Danny Velarde, Secretary  
Dennis Gallegos, Asst. Secretary/ Treasurer  
John Ramon Vigil

**JMEC Staff Present:**

Joseph Sanchez, General Manager and CEO  
Javier Romero, Executive Assistant  
Tom Beamon, Consultant

**Others Present:**

Joseph Yar, JMEC General Counsel (via Webex)

#### **4. REMARKS FROM JMEC MEMBERS –**

Sandra Perez, a member since 1979, expressed her gratitude to the JMEC line crew, on October 28<sup>th</sup> Ms. Perez realized that she arrived home during an outage, the JMEC line crew arrived within an hour to rectify the issue, she gave regards to Mr. Darryl Leyba, the Board of Trustees and all JMEC employees.

#### **5. CONSENT AGENDA AND APPROVAL OF MINUTES**

The Board considered Approval of the December 20, 2024, agenda, the November 21, 2024, Regular Board meeting minutes with no amendments.

**ACTION:** With no changes being introduced, Mr. Coriz made the motion to approve the agenda and minutes, Ms. Martinez seconded. The vote passed unanimously.

#### **6. BUSINESS AND FINANCIAL REPORT**

Mr. Beamon presented a detailed presentation regarding the Income Statement Budget to Actuals and Projection, Balance Sheet Review for November 2024, and the November Cash Flow Projection. Mr. Beamon also compared the actuals and projection from 2023 to the current 2024. The line of credit and equity to asset ratio was also discussed.

Mrs. McCoy proceeded to give the Financial Committee Report. Mrs. McCoy continued with asking the board if they had questions about the credit card charges, attorney expenses, consulting expenses, and trustee vouchers. No members of the board had questions about the financial report at this time.

**ACTION:** Mrs. McCoy moved to approve the finances for November, Ms. Martinez seconded. The vote passed unanimously.

#### **7. CEO AND GENERAL MANAGER REPORTS**

##### **a. Work Order Update**

Mr. Joseph Sanchez gave a brief update on the current work orders being performed by JMEC. In the previous year (2023) JMEC had about 1200 work orders to complete, to date, JMEC currently has 178 work orders, with significant progress being made.

#### **b. Four Year Work Plan Update**

Mr. Sanchez provided an update regarding the four-year work plan. JMEC's consultant is updating the environmental report. The report should have been completed by the end of December, however, JMEC's consultant did request an extension through January to have the environmental report completed.

#### **c. Pole Attachment Agreement**

Mr. Sanchez stated that, with the help of consultant Rafael de La Torre, that the JMEC Pole Attachment Agreement has been updated with the help of counsel Joseph Yar and the revision of select JMEC staff. The agreement was updated to reflect the cost and standard fee per attachment on each pole rather than just the use of each pole itself by third-party entities.

**ACTION:** Mr. Coriz moves to approve the motion for the pole attachment agreement, and Ms. Martinez seconded the motion. The motion passed unanimously.

#### **d. Union Contract**

Mr. Sanchez met over the previous few weeks with the Union, there were four meetings, which resulted in an agreement where the committee agreed to JMEC's proposal. The draft had been disbursed to the board. JMEC Employees are aware of the financial situation that JMEC is facing, and they have been understanding. The Union membership at JMEC requested a financial presentation which will take place on Monday, December 23, 2024. Mr. Sanchez is requesting the board approve the motion for the Union contract agreement to proceed.

**ACTION:** Ms. Maestas-Muller moved to approve the motion for the Union contract agreement, Mr. Bustos seconded the motion

#### **e. Emergency Contract Services**

Mr. Sanchez gave an update regarding an item added to the agenda pertaining to emergency contract services, the company being utilized will be T&D services. T&D provided standard labor rates for the services to be provided which have been disbursed to the board. Mr. Sanchez requested the board pass the motion to utilize T&D for emergency contract services.

**ACTION:** Mr. Roybal moved to approve the motion; the motion was seconded by Mrs. McCoy. The motion passed unanimously.

## **8. COMMITTEE UPDATES**

### **a. Vegetation Committee**

#### ***i. La Mesilla and Hernandez Circuit***

Mr. Sanchez briefly gave an update on behalf of Vegetation Committee chair Lucas Cordova regarding the vegetation committee, and the work currently underway. Tree trimmer Greg Gomez began vegetation services on the La Mesilla and Hernandez circuit. Mr. Cordova stated that Mr. Gomez will be performing the three-phase vegetation management then will proceed to clear the laterals.

### **b. Policy Committee**

#### ***i. Review of Virtual attendance policy and modifications to compensation policy***

Ms. Martinez gave her update regarding the policy committee. The virtual attendance policy has been in the works for a year and a half and was proposed by a coop training held by NRECA, the purpose is to have clear guidelines based on attendance and type of participation. Ms. Martinez did state there should be a maximum number of meetings that a trustee can attend. She also stated there has been no input from the trustees regarding this policy.

Ms. Martinez stated that policy is set to allow the chair of committees to attend virtually if necessary and generally applies to regular and special board meetings, not committee meetings. At this point Mr. Cordova interjected without formal notice stating that Ms. Martinez was not in a position to tell him how to attend meetings. Ms. Martinez stated she was not finished with her presentation and reiterated that the policy is recommended by NRECA and did not originate from her and that the purpose is to have set policies in set circumstances, including ensuring the trustee is visible during the meeting and to maintain confidentiality, that virtual attendance would not be allowed in executive session, as expressed by other trustees. Mr. Cordova continued by stating he is opposed to all policies she will propose. He stated that Ms. Martinez would not be on the board and that when Ms. Martinez is not in office all policies drafted or updated by Ms. Martinez would be removed. Ms. Martinez further explained that JMEC counsel and the board chair review the policies as well. Ms. Martinez continued her presentation by stating the policy was not created by her but recommended by the NRECA and was drafted by our attorney. Virtual attendance came to be during COVID, however, it has been abused according to Ms. Martinez.

Mr. Coriz stated he is not opposed to the policy; however, he did state that he recommends that the board should table the policy so that the trustees who were absent would have an opportunity to comment on the policy.

Ms. Martinez stated that she had given ample notice of this policy, which should have been approved the prior month. She ensured that all trustees received the policy with plenty of time for review and input and that virtual participation has created issues making the need for the policy even more apparent.

Mr. Trujillo requested that the board send input to Ms. Martinez regarding the policy. Mr. Cordova again voiced his opposition of the policy, stating that a 15-minute meeting justifies the virtual attendance, that he has to do work on the ranch and that a virtual attendance is convenient.

**ACTION:** Mr. Coriz moves to table the action pertinent to the virtual attendance policy. Mr. Cordova seconded the motion. The vote passed with the approval of Mr. Cordova, Mr. Bustos, Mrs. McCoy, Mr. Roybal, and Mr. Coriz. Ms. Martinez and Ms. Maestas-Muller opposed.

Ms. Martinez also discussed the compensation policy, and the proposed changes to the current trustee stipend to potentially increase the stipend to match the stipend of other cooperatives, Ms. Maestas-Muller also agreed that our stipend should reflect that of other cooperatives. Ms. Maestas Muller remarked regarding the virtual attendance policy, that she did not agree with the lack of active participation from those parties whom attend virtually and therefore the compensation policy should address this.

## **9. OTHER REPORTS**

### **a. President's Report**

Mr. Trujillo reported that the process of the Jemez Mountains Electric Cooperative General Manager / CEO performance appraisal has begun, there are forms pertaining to the GM/CEO evaluation which will be disbursed among the rest of the trustees going into the new year in accordance with Mr. Sanchez's employment agreement. Mr. Trujillo requested appraisal comments from the board on Mr. Sanchez's. Mr. Trujillo remarked regarding JMEC's financial report. Mr. Trujillo requested that the board review the necessary financial documents, form seven, and to have a meeting for a better understanding of the financial situation and measures to be taken. Mr. Trujillo also mentioned the implementation of a new committee, and communication plan to provide information to the JMEC membership with the help of Ms. Martinez. The rate increase

was briefly discussed with emphasis on a cost-of-service study that will need to be performed to justify the increase.

**b. Statewide Report**

Mr. Bustos gave his report on the Statewide meeting. The upcoming statewide meeting will be held on January 6<sup>th</sup>, 2025, the meeting itself will be a luncheon rather than a barbeque which was rained out in the previous year. Mr. Bustos also stated that the former statewide CEO, is pursuing litigation in regards to her recent termination.

**c. Tri-State Report**

Mr. Coriz gave a presentation on his report from the Tri-State meeting on December 3<sup>rd</sup> and 4<sup>th</sup>, there was a discussion of the contract extension with tristate. Mr. Coriz has been coordinating with Mr. Sanchez to have the meeting with Tri-state and other New Mexico cooperatives (San Miguel/Mora and NORA) on January 24<sup>th</sup>, 2025, to discuss the extension of the Tri-state contract. There was also discussion of New Era funding and how the 2.5 billion in era financing were put aside for renewable resources and will receive a guarantee that will materialize. Mr. Coriz also discussed wildfire mitigation was and how it will affect San Miguel/Mora with the recent fire and how other local cooperatives can receive funding not just from FEMA but other government entities such as the Forest Service and BLM.

**10. EXECUTIVE SESSION**

Chairman Trujillo asked for a motion to enter executive session, which Mr. Coriz made. Mr. Cordova, over the phone, asked if he would need to get off the phone. Mr. Trujillo stated that the he would have to hang up and that this further exemplified a need for a virtual attendance policy. In response, Mr. Cordova stated “[expletive] you, mother [expletive]” and hung up the phone.

**ACTION:** Motion by Mr. Coriz at 2:49 PM to enter Executive Session. Seconded by Ms. Martinez. The vote passed unanimously.


**11. NEW BUSINESS**

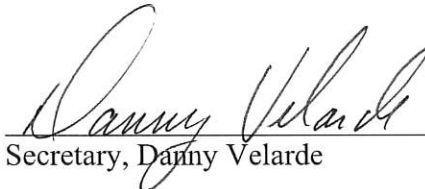
There was no new business discussed by the board at this time.

**12. ADJOURN**

Having completed the agenda and with no further business to come before the Board, President Trujillo adjourned this meeting at 4:15 p.m.

**APPROVED:**

  
\_\_\_\_\_  
President, Dennis Trujillo

 1/24/25  
\_\_\_\_\_  
Secretary, Danny Velarde