



Phone:  
Espanola 505-753-2105  
Cuba 575-289-3241  
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Your Touchstone Energy® Cooperative   
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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, SEPTEMBER 27, 2024 at 9:00 AM  
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 9:15 a.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  
Danny Velarde, Secretary  
Dolores McCoy, Treasurer  
Henry Roybal, Treasurer  
Dennis Gallegos, Asst. Secretary  
Marissa Maestas-Muller  
Marcie Martinez  
Lucas J. Cordova (via Webex)  
John Ramon Vigil (via Webex)  
Elias Coriz (via Webex – signed on late around 9:45 and dropped around 10:50, signed back on at 11am)

**Trustee(s) Excused:**

**JMEC Staff Present:**

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

**Others Present:**

Joseph Yar, JMEC General Counsel  
Shawna Tillberg, Paralegal

#### 4. REMARKS FROM JMEC MEMBERS –

There were no new remarks by JMEC members, however, Mr. Trujillo followed up on a previous remark by noting that Tiffany Morgan's concerns raised in the previous meeting appear to have been resolved. He expressed his appreciation to Mr. Sanchez for his support in addressing the matter.

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

The Board considered Approval of the April 26, 2024 meeting minutes, the June 28, 2024 meeting minutes and the July 26, 2024 meeting minutes with no amendments.

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

#### 6. BUSINESS AND FINANCIAL REPORT

Ms. Romero presented the financial report, noting that she is collaborating with Mr. Beamon and Ms. Brown to resolve an identified error with the DCA. Mr. Beamon further explained that the tracking of interest on the line of credit, as well as several power cost recovery revenues, had ceased. He emphasized that customers would be informed of the under-collection, and the recovery would be handled in the most efficient and minimal way possible. Moving forward, debt cost adjustments and power cost adjustments will be reviewed more frequently.

Ms. Romero continued with the financial updates, highlighting that operating revenues were lower this month, partly due to increased expenses. The linemen have been asked to capitalize their time to help manage these costs.

Mr. Sanchez pointed out that the primary issue with billing is related to outstanding work orders, and the focus is on prioritizing all work orders older than six months. He also noted that meter issues are a significant concern and are being treated as a top priority.

Mr. Velarde inquired legal bills being higher than usual. Mr. Yar explained that most expenses on the bill are due to the litigation. Ms. Martinez suggested that it would be valuable for the attorney to provide the board with a comprehensive overview of the bills. Mr. Yar noted that while the bills are detailed bills (and are billed down to the minute), he would be happy to discuss them as requested in executive session.

**ACTION:** Ms. McCoy moved to approve the finances for July and August, Mr. Velarde seconded. The vote passed unanimously.

Ms. McCoy said that the Finance Committee approved three donations this month: Wings for Hope (\$500), Knights of Columbus (\$1000) and Trunk or Treat (\$1000)

**ACTION:** Ms. McCoy moved to approve the donations, Mr. Velarde seconded. The vote passed unanimously.

## **7. GENERAL MANAGER REPORTS**

Mr. Sanchez said that the 4 Year work plan was presented yesterday to the Trustees. He would like to get permission from the board to move forward with it.

**ACTION:** Motion by Ms. Martinez to accept the 4 Year Work Plan and allow Mr. Sanchez to submit it. Seconded by Ms. Maestas Muller. The motion passed unanimously.

Mr. Sanchez asked for approval to change the bank signatories due to the change in the Executive Committee.

**ACTION:** Motion by Mr. Bustos to change the bank signatories. Seconded by Mr. Velarde. The motion passed unanimously.

Mr. Sanchez asked for a credit line increase from \$15M to \$20M with Cobank.

**ACTION:** Motion by Ms. Martinez for a line increase from \$15M to \$20M with CoBank. Seconded by Mr. Roybal. The motion passed unanimously.

Mr. Sanchez asked for approval to hire BSGM to develop rates for EV Stations and to file the rate with the PRC once complete.

**ACTION:** Motion by Mr. Velarde to approve BSGM to develop and file EV rate. Seconded by Ms. Maestas-Muller. The motion passed unanimously.

In his last agenda item, Mr. Sanchez asked to deal with the tribal ROWs immediately. Specifically, he asked to have a Tribal ROW Committee Meeting to get a status on where everything is at.

**ACTION:** Motion by Ms. Martinez to approve Mr. Sanchez to look into the state ROWs and to schedule a Tribal ROW Committee Meeting. Seconded by Mr. Bustos. The motion passed unanimously.

## **8. OTHER REPORTS**

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

Mr. Trujillo reported that the Executive Committee met, and further details will be discussed in Executive Session. He also shared that he spoke with Mr. Beamon regarding ongoing remediation efforts by the contractor at the ski hill. Additionally, Mr. Trujillo suggested selecting a full day, possibly a second, for the board retreat, aiming for late

October or November. He noted that Joseph Sanchez will assist in finding a presenter and will conduct a poll to determine the most suitable dates for everyone.

**b. Statewide Report**

Mr. Bustos reported that the statewide organization is offering a course that all members are encouraged to attend. He also urged participation in the Mora San Miguel Annual Meeting on September 30th. Additionally, the CCD Certification course is scheduled for December 15-17. Mr. Vigil emphasized the importance of certification, recommending that all members who are not yet certified pursue it.

**c. Tri-State Report**

Mr. Coriz, the Tri-State Director, was experiencing phone connection issues due to the fact that he was traveling back to New Mexico from the Tri-State meeting in Colorado, so Mr. Sanchez provided his account and summary of the Tri-State update. He reported that the September meeting included an overview of Tri-State's operations, along with discussions on contract extensions. The 2025 budget was presented, showing no need for a rate increase. Additionally, Tri-State was selected by the USDA for funding, which is expected to support further investments in future projects.

**d. School Committee**

Ms. Maestas-Muller provided updates on the Spelling Bee, Scholarships, Coloring Contest, and efforts to poll schools for a representative on the Junior Board. She emphasized the goal of completing the Spelling Bee before December to ensure students can participate in regionals. Additionally, she is exploring ways to enhance the scholarship program, including offering funds for students interested in attending training programs. There was also discussion on the importance of Trustees making their presence known by attending Career and Scholarship Fairs within their respective districts.

**e. Communications Committee**

Ms. Martinez noted that the Communications Committee has not met in the past couple months, as there has been no immediate need. However, she suggested expanding the committee's efforts next month to include an employee spotlight. Additionally, she emphasized the need for an article covering charging and metering projects and encouraged generating ideas for future articles. The committee will also need to discuss notifications and other key focus areas.

**f. Policy Committee**

Ms. Martinez noted that discussions are ongoing regarding which policies should be prioritized, with a focus on those that have already been identified as key. The Safety Committee policy has been distributed, but there are additional priorities, including the review of the Compensation Policy. The current stipend for all meetings has been set at \$150 for some time, and most trustees are comfortable with this amount. While the goal is not to strain the budget, the committee is exploring ways to incentivize attendance at

various meetings. There is interest in increasing the stipend for regular and special board meetings, while maintaining the \$150 stipend for committee meetings. Webex attendees would receive compensation at a lower rate. Additionally, a sliding scale for compensation, based on full attendance at meetings, was suggested for consideration. Ms. Martinez emphasized the need to begin these discussions and aims to schedule a meeting in the next couple of weeks.

**g. Safety Committee**

Mr. Velarde reported that the Safety Committee met on August 11, with Randy Vigil in attendance. During the meeting, they emphasized the importance of holding an all-hands safety meeting and discussed the need for proactive situational awareness in handling outage calls. Two applicants have applied for the safety position, and updates on that are forthcoming. Mr. Coriz expressed his appreciation for Mr. Velarde's commitment to safety, noting his advocacy at the labs and recognizing his efforts in handling a safety situation at LANL, including creating a related video. Ms. Martinez suggested that safety meeting reports, including employee recognition for proactive efforts, should be a continuous agenda item. This would include highlighting safety minutes or recognizing employees who receive kudos for their contributions to safety progress.

**h. Grounds Committee**

Mr. Velarde presented a report regarding sinkholes in the parking lot, accompanied by photos from Tomas detailing the situation in Cuba. A meeting should be scheduled with Javier to address the flooding issue and discuss mitigation efforts or explore the option of a new facility. Mr. Cordova raised concerns about the building having flooded previously, questioning why the issue hadn't been resolved. In response, Mr. Sanchez mentioned that during his last visit, he had issued an RFP, though it is unclear what progress has been made, indicating a need for further review or action.

Mr. Trujillo announced the conclusion of all reports and stated that Mr. Roybal will serve as the Chair of the Audit Committee. Mr. Roybal will coordinate with Mr. Sanchez to schedule the first committee meeting.

**9. EXECUTIVE SESSION**

**ACTION:** Motion by Ms. Martinez at 11:17 am to enter Executive Session. Seconded by Mr. Velarde. The vote passed unanimously.

**ACTION:** Motion by Ms. Martinez at 1:50pm to exit Executive Session. Seconded by Mr. Velarde. The vote passed unanimously.

**10. NEW BUSINESS**

Mr. Sanchez reported that he reached out to the three individuals participating via Webex. He was unable to reach Mr. Cordova and subsequently sent a text message. Mr. Coriz was unavailable as he was in transit on a flight, while Mr. Vigil responded and indicated that he would join the meeting.

Mr. Trujillo stated that the board has decided to proceed with a motion based on the discussions held during the Executive Session.

**ACTION:** Ms. Maestas-Muller made a motion to keep Trustee Vigil restricted from coming to JMEC property for the remainder of his term and to participate either virtually or by phone going forward and to remove Trustee Vigil's chair position in any of the committees he is in. Ms. Martinez seconded.

Mr. Cordova (via phone) said that he believes that the board is making a bad decision, and he opposes the motion. He noted that nothing in the bylaws says that the board can do this, and that it's the wrong decision. He noted that a decision had not even been made on the investigation.

Mr. Trujillo in response stated that the proposed motion was not a sanction nor a disciplinary action. However, that it was in the best interest of protecting the JMEC employee.

**ACTION:** The board vote was not unanimous. 7 voted in favor and 2 voted against and 1 did not vote. The motion carries.

The board moved on to a discussion on personnel starting with good news, that a new Executive Assistant was hired. His name is Javier Romero. Everyone welcomed Mr. Romero. There was more discussions to be had regarding personnel, however Mr. Yar suggested that it should move to Executive Session.

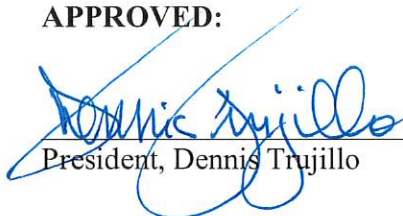
## **11. EXECUTIVE SESSION**

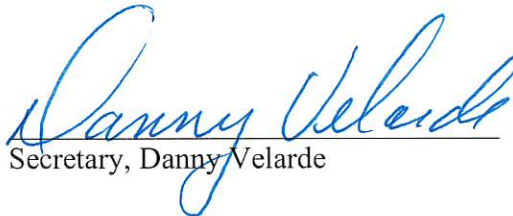
Motion by Ms. Martinez at 2:03pm to enter into Executive Session to discuss personnel issues. The motion was seconded by Mr. Velarde and passed unanimously.

## **12. ADJOURN**

Having completed the agenda and with no further business to come before the Board, President Trujillo adjourned this meeting at 2:20 p.m.

**APPROVED:**

  
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President, Dennis Trujillo

  
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Secretary, Danny Velarde