

**MINUTES OF THE
JEMEZ MOUNTAINS ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES SPECIAL MEETING
WEDNESDAY, FEBRUARY 6, 2019
HERNANDEZ, NEW MEXICO**

1. This special meeting of the Jemez Mountains Electric Cooperative, Inc. Board of Trustees was called to order by Chairman Nick Naranjo at 9:00 A.M. on the above-mentioned date, at JMEC Headquarters, 19365 S.R. 84/285, Hernandez, NM.

2. & 3. Following the Pledge of Allegiance, Charlie Trujillo, Secretary, called roll and confirmed the presence of a quorum as follows:

PRESENT:

Nick Naranjo, Chair
Leo Marquez, Vice Chair
Charlie Trujillo, Secretary
Johnny Jaramillo, Treasurer
Dolores McCoy, Trustee
David D. Salazar, Trustee
Victor Salazar, Trustee
John Tapia, Trustee at Large
Dennis Trujillo, Trustee

ABSENT:

Bruce Duran, Trustee
Lucas Cordova, Asst. Secretary

JMEC STAFF PRESENT:

Donna Montoya-Trujillo, General Manager
Karen Wisdom, Contract Administrator and Compliance Officer
Eli Gallegos, Purchasing
Laura Rendon, Executive Assistant

OTHERS PRESENT:

Matt Oberer, FBT Architects

4. APPROVAL OF AGENDA

Mr. Naranjo asked for a motion to go into executive session as proprietary information was to be discussed. Mr. D. Trujillo made the motion; Mr. L. Marquez seconded. The motion passed unanimously by voice vote.

Mr. C. Trujillo requested that the Manager Contract evaluation be tabled at this time. Mr. Jaramillo seconded the motion. Motion passed unanimously.

ACTION: Mr. Tapia moved to approve the agenda as amended. Mr. D. Trujillo seconded and the motion passed by unanimous voice vote.

5. New Headquarters

A. Discussion of approval of the new headquarters.

Ms. Montoya-Trujillo invited Karen Wisdom, Contract Administrator, and Matt Oberer, Architect, to address the board regarding the proposals for the new headquarters and the procurement process.

Ms. Wisdom discussed the timeline of the headquarters process starting with the RFP for the architect that was issued in December of 2016.

Ms. Wisdom indicated that 3 bids were received in response to the rfp for the construction of the headquarters building. Having vetted the technical proposals, the bid summaries were provided to the board with costs indicated on a matrix by proposer. The matrix identified bid lot numbers, clarification of which was requested by Mr. D. Trujillo. Ms. Wisdom and Mr. Oberer described the bid lot items as follows:

- Bid lot 1 is the construction of the headquarters and maintenance buildings including the demolition of the existing building.
- Bid lot 2 removes cost for the demolition.
- Bid lot 3 includes the cost of the new vehicle lift.
- Bid lot 4 includes the emergency generator.
- Bid lot 5 includes deductive value for landscaping.
- Bid lot six covered parking canopy.

Questions regarding differences in quotes of proposal items were raised by Ms. McCoy and answered by Mr. Oberer.

Mr. C. Trujillo made a recommendation that the low bidder be given the award for the entire project. Mr. D. Trujillo seconded the motion. Under discussion Mr. Salazar asked where the money was coming from for the building. Ms. Montoya-Trujillo indicated that the \$8M in cash with the remaining to come from RUS loan funds. Discussion of cash plan ensued, noting the desire to have two months' cash on hand, cash to retire capital credits if approved by the board, and funding for one year of RUS cash reimbursable activity.

A question was asked by Ms. McCoy regarding why the low bidder was being considered. Mr. C. Trujillo indicated that it was due to the fact that they are all comparable bidders with good reputation so that the only distinction was low bid.

Discussion regarding the timeline of the project was requested by J. Tapia who indicated that the original request for a new building was made by the previous general manager and at that time was estimated at \$8M. Mr. Naranjo added that the next step was the rfp for the architect which was approved by the full board. Mr. Naranjo gave credit to the previous general manager for bringing the project forward.

Discussion regarding previous thoughts on remodeling the existing building ensued. It was noted that an analysis was performed under the previous general manager that showed it was not feasible to renovate due to remediation that would have be performed for asbestos, mold due to flooding, non-compliance with the ADA, hvac issues, poor technology infrastructure. It was noted that this had all been previously agreed to by the full board.

Questions about the timeline for the project were asked of Mr. Oberer who indicated that after the signing of the contract, crews would be mobilized within one month with construction to occur for 400 days.

Mr. Naranjo requested a motion to get out of executive session. Leo Marquez made the motion which was seconded by J. Tapia and passed unanimously.

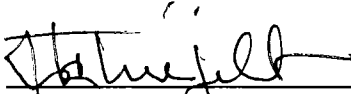
Action:

Approval to enter into the contract with the low bidder, Bradbury Stamm for construction of the new headquarters at the cost of \$9,516,400 to include all bid lots.

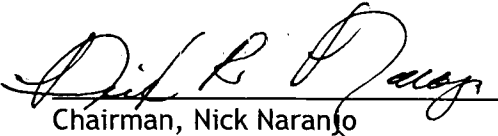
Motion was made by Mr. Marquez and seconded by Mr. J. Jaramillo. Motion passed by unanimous voice vote.

12. ADJOURNMENT

Chair Naranjo declared the meeting adjourned at 9:35 am.


Secretary, Harold "Charlie" Trujillo

APPROVED:


Chairman, Nick Naranjo