

From District 5 Representative Anne Dorrough to members in her district -

Below is a list of the 17 resolutions that will appear on the ballot at the Socorro Electric Annual Meeting on May 15, 2013 at the Finley Gym and starting at 1:00 PM. I have included a brief explanation and my own comments that are in italics. These are my comments alone and do not reflect the opinions of the other members of the board or anyone else.

**Resolution #1 – Article I: Membership, Section 1. Requirements -**

This is an editorial change for clarification purposes. This is a harmless change and **one I will vote for.**

**Resolution #2 – Article III: Meetings, Section 1. Annual Meeting -** This is one of several amendments that allow for the election of two “Trustee – at – Large.” - I am opposed to increasing the board to 7 members before we even attempt to operate at the 5 proposed by the members in 2010. **I will vote against this one.**

**Resolution #3 – Article III: Meetings, Section 3. District Meetings -** This proposed amendment was passed from the floor at the 2012 Annual Meeting. It changes the number of District Meetings from one every four years for the purpose of electing a trustee to a meeting every year. While it would be very nice to have a district meeting every year to allow the membership to propose amendments, I don’t think it would happen. I do not think there is sufficient interest to generate a quorum every year. It costs between \$5,000 and \$9,000 for a district meeting which is wasted if there is no quorum. **I will vote against this one.**

**Resolution #4 – Article III: Meetings, Section 6. Quorum -** This proposed amendment would increase the quorum requirement from 3% to 5%. This is the only new amendment offered by the Trustees and one I am not in favor of. There is a concern among the board members that it takes only 300 people to make decisions that affect 10,000 and they want to increase that to 500. In fact, the 3% requirement is a minimum, not a maximum. Any number of people can attend the Annual Meeting and participate in the decision making process. In the past 10 years, there has only been a quorum 3 times, but each of those 3 times the quorum has exceeded 5%. Increasing the requirement will not improve attendance, but stimulating member interest in the co-op might. **I will vote against this one.**

**Resolution #5 – Article III: Meetings, Section 6. Quorum -** This proposed amendment is VERY IMPORTANT. It was passed from the floor at the 2012 Annual Meeting and allows the mail-in ballots to count as a part of the quorum.

**Please vote YES on this amendment as I will.**

**Resolution#6 – Article III: Meetings, Section 7. Voting -** A Trustee from each of the five districts will appoint one election official to validate the mail-in process and ballots. Two alternates will be appointed by the Board. While this is a nice idea, I myself am more concerned about the “one man, one vote” rule being upheld during registration. **I will vote against this one.**

**Resolution #7 – Article III: Meetings, Section 7. Order of Business -** This amendment clarifies the wording for the Order of Business at the Annual Meeting. This is a harmless change and one **I will vote for.**

**Resolution #8 – Article III: Meetings, Section 11. Order of Business -** This amendment clarifies the wording for the Order of Business at the District Meetings. This is a harmless change and **one I will vote for.**

**Resolution #9 – Article IV: Persons and Entities Who are Ineligible to Vote -** This proposed amendment removes “satellite subscribers” from the list. This is a harmless change and one **I will vote for.**

**Resolution #10 – Article V: Trustees, Section 1. General Powers -** This is another of the proposed amendments that allow for the election of two “Trustees-at-Large.” I am opposed to increasing the board to 7 members before we even attempt to operate at the 5 proposed by the members in 2010. **I will vote against this one.**

**Resolution #11 – Article V: Trustees, Section 2. Election and Tenure of Office** - This is another of the proposed amendments that allow for the election of two “Trustees-at-Large.” See Resolution #10. **I will vote against this one.**

**Resolution#12 – Article V: Trustees, Section 4. Board of Trustee Elections** - This is another of the proposed amendments that allow for the election of two “Trustees-at-Large.” See Resolution #10. **I will vote against this one.**

**Resolution #13 – Article V: Trustees, Section 5. Removal of Trustees** -This proposed amendment allows for 80% of the board (4 out of 5) to remove a trustee for cause. I am adamantly opposed to this amendment. Trustees are elected by the members. If it is necessary to remove a trustee from office, it should be by a vote of the members that elected him/her. There is already a bylaw that handles this. **I will vote against this one.**

**Resolution #14 - Article V: Trustees, Section 7. Compensation** -This proposed amendment would set the limit of Trustee expenditures to 1% of revenues. These expenditures are currently capped at \$10,000 per Trustee and \$15,000 for the President of the Board. This is a little stringent and sometimes results in a trustee traveling at his/her own expense. However, 1% of revenues would result in expenditures of approximately \$242,000. With only five trustees, we are back up to 2009 standards. **I will vote against this one.**

**Resolution #15 – Article IV: Meetings of Trustees, Section 3. Notice of Special Meetings** - This proposed amendment would change the requirement for special meeting notice from 5 days prior to 3 days.

**Resolution #15 (continued) – Article IV: Meetings of Trustees, Section New. Notice of Emergency Meetings.** - This proposed amendment would allow for emergency meetings with little or no notice. This is in line with the Open Meetings Act. **I will vote for this one.**

**Resolution #16 – Article VIII: Non-Profit Corporation, Section 8. Donations** - This proposed amendment relaxes the restrictions placed on donations in 2010. While there is a possibility that this could be abused, I would like to see an enhanced commitment to the community. **I will vote for this one.**

**Resolution #17 – Article XII: Miscellaneous, Section New. Recovery of Legal Costs** - This proposed amendment would allow the Cooperative to seek to recover legal costs from frivolous law suits. I cannot comment on this amendment. **I will vote against it.**

The most important thing is that you VOTE. Please, either attend the meeting at the Finley Gym on Wednesday, May 15, 2013 starting at 1:00 PM, or request your mail-in ballot as soon as possible.

1. By phone: 1-800-834-8683 Ext 6534 (Ernie Marquez)
2. By fax: 505-994-4144
3. By email: [emarquez@electionpeople.com](mailto:emarquez@electionpeople.com)

Take charge of your cooperative.

Anne Dorough  
District V Trustee  
Socorro Electric Cooperative