

MINUTES  
DISTRICT II MEETING  
SOCORRO ELECTRIC COOPERATIVE, INC.

NOVEMBER 9, 2013

A District II Meeting of the Members of The Socorro Electric Cooperative, Inc. was held on Saturday, November 9, 2013 at the Alamo Wellness Center, Alamo Navajo Indian Reservation.

INDEX

The Meeting was called to order by Charles Wagner, District II Trustee.

CALL TO ORDER

Trustee Wagner closed member registration.

CLOSE  
REGISTRATION

Trustee Wagner called for nominations for Chairperson of the Meeting.

ELECTION OF  
CHAIRPERSON

Felipe Anaya and Dave Johnson were nominated from the floor.

A motion was made and seconded from the floor to cease nominations.  
Motion carried.

Trustee Wagner called for the vote for each of the nominees and the result was as follows:

Felipe Anaya	30
Dave Johnson	35

Mr. Johnson was elected Chairperson for the meeting.

Chairman Johnson led everyone in the Pledge of Allegiance.

PLEDGE OF  
ALLEGIANCE

Chairman Johnson appointed Eileen Latasa, District II Member and SEC Executive Assistant as Secretary for the Meeting.

APPOINTMENT  
OF SECRETARY

Chairman Johnson reported that Fifty-Nine (59) registered members were required for a Quorum and that Seventy Four (74) members registered for the Meeting.  
(Total number of members in District II on this date were 1,955)

DETERMINATION  
OF A QUORUM

Chairman Johnson reported a Quorum of members present.

A motion was made by Charles Wagner and seconded from the floor to dispense with the Reading of the Notice of the Meeting. Motion carried.

READING OF THE  
NOTICE OF THE  
MEETING

A motion was made by Gwen Roath and seconded from the floor to dispense with the Reading of the Minutes of the Previous District Meeting. Motion carried.

READING OF THE  
MINUTES OF THE  
PREVIOUS  
DISTRICT  
MEETING

Manager Herrera informed the membership that the Proposed Tri-State Rate Increase has been suspended due to a protest with the N.M.P.R.C. by four (4) New Mexico Cooperatives. Manager Herrera reported that he did not Anticipate Tri-State increasing their rates in 2014. With Tri-State's new rate design, Manager Herrera stated that the SEC would begin working on rates to match Tri-State's but would be waiting to see how the N.M. P.R.C. acts on the rate protest.

REPORTS  
BY OFFICERS  
AND TRUSTEES

Manager Herrera answered questions from the members.

Prescilla Mauldin, District III Trustee and Chairperson of the Member By-Law Committee, gave a report on the effort put forth by volunteer members of the committee on reviewing and revising the By-Laws to conform to State Law.

Ms. Mauldin stated that the draft revisions were available at the registration desk and on SEC's website for member review and input. Ms. Mauldin encouraged member participation and feedback in order to make much needed revisions to the By-Laws.

Trustee Wagner gave a report on improvements achieved by SEC members which includes a reduction in the number of trustees on the board; a \$10,000 cap for trustee expenses; vote by mail and election administration by an independent third party administrator; adoption of the N.M. Open Meetings Act and Inspection of Records Act; the lawsuit filed by the Board against the members and the counter lawsuit filed by the members; and a pilot office at the Alamo Reservation for taking bill payments.

REPORTS BY  
TRUSTEES OF  
THE DISTRICT

Anselmo Valdez, from Automated Election Services, announced the results of the trustee election as follows:

RESULTS OF  
TRUSTEE  
ELECTION

	<u>Poll Place</u>	<u>Mail</u>	<u>Hand Tally</u>	<u>Total</u>
Manuel Marquez	30	46	4	80
Charles A. Wagner	39	76	4	119

Charles A. Wagner was declared the winner of the trustee election.

Charles Wagner stated that the District V Resolutions were not placed on the agenda for the Annual Members Meeting but were approved during the Continuation Meeting in a block

It was brought to Mr. Wagner's attention that this item was not unfinished business of District II and Manuel Marquez stated that there was no rationale to vote on District V resolutions.

OLD BUSINESS

A motion was made by Manuel Marquez and seconded from the floor to table discussion until New Business. Motion carried.

Collette Foard stated that the document adopted by the members be submitted to the Meeting to be recorded and submitted for consideration and vote at the next Succeeding Annual Meeting in either April or May. NEW BUSINESS

A motion was made by Collette Foard and seconded from floor to submit to the secretary to members for consideration to approve the revision to

Article III, Section 6 Quorum at all Meetings Three per centum of the total membership voting in person or by mail shall constitute a quorum. Votes in person and votes cast by mail shall count equally to qualify the quorum. A quorum once established shall be deemed to continue until adjournment not withstanding the voluntary withdrawal of enough members present to leave less than an in person quorum. If less than a quorum is registered in person and by mail at the start of the meeting, a majority of the those present may adjourn the meeting from time to time without further notice. The minutes of each meeting shall contain a list of the members by name(s) registered voting in person and by mail.

Attorney Williams for Wiggins, Williams and Wiggins, advised the Chair and members present that the Proposal was in violation of N.M .State Law.

After a lengthy discussion on the validity of the proposal, Charles Wagner called for the question.

Chairman Johnson called for the vote on Ms. Foard's motion. The motion carried with 2 votes opposed to the motion.

A motion was made by Miller Goss and seconded from the floor to accept the following Revision for submission to the members at the 2014 Annual Members Meeting;

Article V. Section 4 Board of Trustees Elections

B1. Voting Member Lists. Declared candidate may receive the list the District voting members name addresses for the proper purpose of campaigning by requesting such list after he/she submits the declaration of candidacy. This list shall be made available to the candidate as quickly as possible but no later than one week from request.

B2. A declared candidate shall sign an affidavit stating that the list shall not be used any other purpose than campaigning for votes and it shall not be sold, traded, or used for any unlawful purpose. The cooperative shall provide an affidavit form suitable for this purpose. The candidate shall return the list after the election.

Chairman Johnson called for the vote on the motion. Motion carried with 2 votes opposed to the motion.

A motion was made by Linda Berd and seconded from the floor to accept the following revision to:

Article V. Section 4 Ballots

Ballots shall be furnished by the ~~Cooperative~~ *independent election administrator as follows: for mail-in voting, a period of 30 days prior to the announced cutoff date for members to return completed mail ballots shall be allocated. The envelope shall contain the mail-in ballot instructions, ballot* and shall contain the name of each candidate, *a picture and brief autobiography stating their qualifications and goals.* Voting machines may be used in lieu of ballots for the recording of votes *in person* in a district election.

Member Gwen Roath voiced concern regarding the cost of sending mail-in ballots to all members. An active discussion ensued on the issues of this proposal. Included among these concerns were the conflicts of timing of the proposed mailing relative to the deadline for declaration of candidacy.

During the discussion, Ben Wilkins called for quorum count.

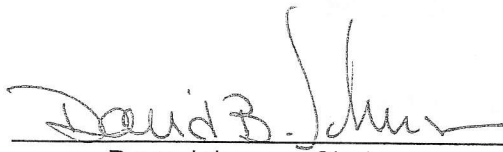
A quorum count was conducted by the Board appointed election officials. Fifty-three (53) members were counted towards the quorum.

A motion was made by Eileen Latasa and seconded from the floor to adjourn the meeting for lack of a quorum. Motion failed.

Marva Brunson requested another quorum count to allow for members that left the meeting room to return to be counted. Board appointed election officials again conducted a quorum count. Fifty-five (55) members were counted towards the quorum.

Chairman Johnson stated that business could not be conducted due to loss of a quorum.

Chairman Johnson adjourned the meeting at 4:25 p.m.

  
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Dave Johnson, Chairman

  
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Eileen Latasa, Secretary