

MINUTES
ANNUAL MEMBERS MEETING
THE SOCORRO ELECTRIC COOPERATIVE, INC.

APRIL 17, 2010

The Annual Members Meeting of The Socorro Electric Cooperative, Inc., was held on Saturday, April 17, 2010 at the Finley Gymnasium in Socorro, New Mexico.	INDEX
Member registration was held from 5:00 p.m. to 7:00 p.m.	REGISTRATION
Entertainment was provided by the Toby Jaramillo Band.	ENTERTAINMENT
Paul Bustamante, President of the SEC Board of Trustees, assumed the position Of Chairman of the Meeting, in accordance with SEC By-Laws, Article VII, Section 4 (a).	CHAIRMAN OF THE MEETING
The Socorro County 4-H Chapter conducted the Presentation of the Colors.	PRESENTATION OF THE COLORS
The National Anthem was sung by Ms. Catherine Chavez.	NATIONAL ANTHEM
The Pledge of Allegiance was led by the Socorro County 4-H Chapter.	PLEDGE OF ALLEGIANCE
Florencio Saavedra, retired SEC Employee, gave the Invocation.	INVOCATION
President Bustamante welcomed and thanked all registered SEC members for attending their Annual Meeting.	WELCOME
President Bustamante closed Member Registration. (Members in line at the time that registration was closed were allowed to remain in line to register.)	MEMBER REGISTRATION
Due to a violation of the Fire Code as a result of overcapacity in the number of people in the Finley Gym, Mario Amaro, Fire Chief, asked those people that were not eligible to vote to leave the building in order to leave room for voting members.	
A motion was made by Charles Wagner, SEC Trustee, that in order to expedite action on the resolutions, that all eleven (11) resolutions be voted upon at once.	MOTION FROM THE FLOOR
After discussion, Attorney Francish stated that each resolution would be voted upon one at a time.	
President Bustamante announced that Six Hundred and Twelve (612) Members Registered and that Two Hundred and Ninety Five (295) Members were needed for a Quorum.	QUORUM
President Bustamante dispensed with the Reading of the Notice of the Meeting.	READING OF THE NOTICE OF THE MEETING
President Bustamante dispensed with the Reading of the Minutes of the 2009 Annual Members Meeting.	READING OF THE NOTICE OF THE PREVIOUS MEETING

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Charles Wagner, SEC Trustee, gave his report on utilizing voting procedures on the Resolutions passed by the Members at the District III and District V Meetings by the Members at the District III and District V Meetings in October, 2009.

REPORTS BY
OFFICERS &
TRUSTEES

There being no objection from the members, voting commenced on the Proposed By-Law Changes.

ACTION ON
PROPOSED
BY-LAW
CHANGES

President Bustamante turned the floor over to Attorney Francish.

Attorney Francish read proposed By-Law change to Article III, Section 6
– Quorum at all Meetings.

Attorney Francish called for yes or no vote. The By-Law change passed.

Attorney Francish read the proposed By-Law change to Article III, Section 12
– Action by Members at District Meetings.

Attorney Francish called for a yes or no vote. The By-Law change passed.

Attorney Francish read each of the options on the proposed By-Law change to Article V, Section 1 – General Powers.

Mr. Doug May, SEC Member called for a Point of Order by reading the following statement:

According the Article XIII, Amendments – Proposed amendments can be Submitted to a membership meeting by a majority of the Board of Trustees and by the majority of members at a district meeting.

Concerning Article V, Trustees, Section 1, General Powers – The majority of the members in District 5 passed the following resolution: The business and affairs of the Cooperative shall be managed by a board of five trustees which shall exercise...

The vote on the members resolution should be yes or no. I find nothing in the By Laws that allows the Board of Trustee to amend, add to or subtract from the members resolution.

I call for a yes or no vote on the members resolution as it was submitted.

Attorney Francish read Article XIII, Section 2, Proposal to Alter, Amend or Repeal of the By Laws and stated that Mr. May was misinformed as to the powers of the Board of Trustees.

Attorney Francish called for a show of hands for each of the four (4) options.

The result of the votes were as follows:

- | | |
|------------|-----|
| • Option A | 124 |
| • Option B | 388 |
| • Option C | 19 |

- Option D 4

Option B, The business and affairs of the Cooperative shall be managed by a Board of five trustees which shall exercise... was passed by the members

Attorney Francish read Article V, Section 2 – Election and Tenure of Office

Attorney Francish called for the voted on either Option A or B.

Option A received One Hundred Seventeen (117) votes.

The majority of the members voted for Option B. Option B passed.

Attorney Francish read Article V, Section 7 – Compensation and called for a Yes or No vote. The proposed By-Law change passed.

Attorney Francish read Option A, Option B and Option C of Article V, Section 7 – Compensation.

A motion was made and seconded from the floor to vote on the Options without counting the show the hands. Motion carried.

Attorney Francish called for show of hands on each of the options. Option B passed.

Attorney Francish read Option D of Article V, Section 7 – Compensation and the Member Resolution adopted on 6/10/67. Attorney Francish called for a show of hands on Option D. Option D received Three Hundred Ninety Two votes to Retain. Being a majority of the votes, Attorney Francish declared that the resolution passed.

Attorney Francish read Option A, Option B, Option C and Option D to Article V, Section – Division into Districts. After a show of hands, Attorney Francish declared that Option B was adopted by the members.

Attorney Francish read Option A and Option B of Article VI, Section 1 – Regular Meetings.

Attorney Francish called for a show of hands and declared that Option B passed.

Attorney Francish read Option A, Option B and Option C to Article VI, Section 1 – Regular Meetings. After calling for a show of hands, Option B was passed by the members.

Attorney Francish read Option A and Option B to Article VI, Section 5. Attorney Francish declared that Option A – Open Meetings Act passed.

Attorney Francish read Option A and Option B of Article VIII, Section 2 – Patronage Capital in Connection with Furnishing Electric Energy.

Attorney Francish called for the vote and declared that Option A passed.

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Attorney Francish read Option A and Option B to Article VIII, Section 8 - Donations. Attorney Francish called for a show of hands. Option A received Three Hundred and Five (305) votes and Option B received One Hundred and Thirty Nine votes. Option A was adopted by the members.

Attorney Francish read the Proposed By-Law change to Article XII, Section 5 – Enchantment.

After a show of hands, the Proposed By-Law change passed with a vote of Two Hundred and Eight (208) voting in favor of the change and One Hundred and Eighty voting against the change. The Proposed By-Law change passed.

Attorney Francish read the Member Proposed Resolution as follows:

"The Socorro Electric Cooperative, Inc., Board of Trustees shall make adequate Arrangements or, and assure Fair Elections, which include voting by mail and Election administration by a third party accounting firm."

The Member Proposed Resolution passed.

Attorney Francish read the Member Proposed Resolution as follows:

"The Socorro Electric Cooperative Board of Trustees and Management shall guarantee Transparency of actions with open access to SEC books, records, audits to members, for a proper, non-commercial purpose with the exception of those records which would violate the Privacy Act.

The Member Proposed Resolution passed.

A motion was made and seconded from the floor to hold a Special Meeting on June 5, 2010 at 10:00 a.m. for the purpose approving the Minutes of the Annual Members Meeting. Motion carried.

NEW
BUSINESS

There being no further business, a motion was made and seconded from the floor to adjourn the meeting. Motion carried.

ADJOURN-
MENT

DOOR PRIZES

Celeste Griego
Lorraine Woodard
Sefie Ortiz
Esther Boyd
Doris Monte

Shop Light donated by Techline
Mr. Coffee donated by Techline
Gift Basket donated by Central N.M. Outage Control
Crock Pot donated by Techline
Shop Vac donated by Techline

Robert Gonzales
Judy Ganadonegro
Frank Chavez
Jill Urban
Matthew Rowland

\$100
Gift Certificate donated by Western United
Gift Certificate donated by Western United
Gift Certificate donated by Western United
Gift Certificate donated by Western United

David Wilson
Trini Otero

Energy Credit Certificate donated by SGS Engineering
Energy Credit Certificate donated by SGS Engineering

Margaret Mounyo
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\$100

Ina Secatero	\$100
Marcus Padilla	\$200
Jill Urban	\$100
Bonnie Armstrong	\$200
Robert Abernathy	\$100
Geri Hardern	\$100
Neil Bruton	\$100
Magdalene Anaya	\$200
Christina Adebado	\$100
Ida Secatero	\$100
Cindy Rivera	\$100
Arliss Foutz	\$100
Samantha Vivian	\$100
Patsy Acevedo	\$200