

DENNIS R. FRANCISH

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May 21, 2010

5400 Lomas NE

Albuquerque, NM 87110

Paul Bustamante President and
The Board of Trustees of
The Socorro Electric Cooperative, Inc.
PO Box H
Socorro, NM 87801

RE: By-Law Amendments Adopted by the Membership
at the Annual Meeting April 17, 2010.

Dear President Bustamante and Trustees:

At the last Board meeting, I was asked to determine which, if any, By-Law amendments adopted April 17, 2010 might be tested in court to determine if those amendments or any of them are:

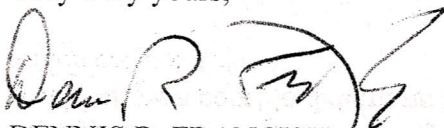
1. Unworkable – provides a hardship on the Corporation
2. Are illegal or are abuse of the membership's rights -- harmful to the Corporation
3. Unreasonable – interferes with the Corporation's operations and capacity to function properly.

My approach is to consider filing for a Declaratory Judgment requesting Injunctive Relief. This would allow a court to determine the validity of the following amendments and suppress those which are unworkable:

- A. Open Meetings Act and Inspection of Public Records Act.
- B. The Guarantee of Transparency of actions with open access to SEC books, records, and audits to members for a proper, non-commercial purpose with the exception of those records which would violate the Privacy Act.
- C. Board Meetings being open to member/owners and representatives of the press with timely notice of the meeting advertised in monthly bill mailings and local newspapers. A section of the meeting agenda shall be reserved for member participation during which member/owners may address the Board without prior approval of the Board.

If you have questions or comments, call me at your convenience.

Very truly yours,



DENNIS R. FRANCISH
Attorney at Law

DRF/djg

CC: Leopoldo Pineda, Jr., General Manager, SEC