

It's All in the Bylaws

Dear Co-op Members,

In the fall of the year, the Socorro Electric Cooperative schedules meetings in each of the five cooperative voting districts. The district meetings are really where any significant action affecting the co-op begins. At least, if enough members show up.

The SEC Bylaws serve as a contract between the members, the Board of Trustees and the management. These bylaws set rules for co-op governance, running of our district and annual meetings, and every other major aspect of co-op business. While the original bylaws were established by the founding trustees back in 1945, thereafter, the responsibility of voting to amend, alter, or repeal the bylaws belongs exclusively to the members.

However, no such amendment to the bylaws can be made if it conflicts with federal or state law, or the articles of incorporation.

The bylaws currently authorize proposed amendments to be initiated in one of three ways: through a petition signed by 10 percent of the members of each of the districts of the co-op; by a vote of the majority of the Board of Trustees; or by a majority vote of the members at a regular annual meeting or a special meeting called for that purpose.

As we always say, you, the members, are the co-op and you or your predecessors set up the bylaws as the rules we all must follow to make this thing work. None of us can take shortcuts around the bylaws, even though following them sometimes looks like we've ground to a halt in making improvements.

In recent years, one key requirement of the bylaws has tripped up the co-op at its district meetings and annual meetings: a quorum. As everyone probably knows by now, a quorum is the number of members

required in any meeting so they can conduct official business. It's simple: no quorum, no meeting. If you don't hit the magic number of three percent, everyone goes home. You can't pass resolutions calling for amendments to the bylaws and you can't put business on the agenda of the next annual meeting.

Some members seeking change get frustrated that amendments to the bylaws have stalled out, and they look for someone to blame. It's important to remember that SEC is a representative democracy created by the vote of its own members, who set up these bylaws for the benefit of members. It might be tempting to think the bylaws are tying our hands, but really they are protecting members from the actions of just a few because the quorum rule insists that a minimum number are involved in rewriting the rule book.

Socorro Electric Cooperative runs on two kinds of power: electric power and human power. The electric power comes from Tri-State

Generation and Transmission Association. The human power comes from two sources, our employees and our members. While our fine employees keep the power on, it's our members who keep us in line, pick the Board of Trustees, and make the rules. But other than the cumbersome petition process set up by the bylaws, the members can only exercise their power by attending district meetings and annual meetings. We had spotty turnout for the fall 2014 district meetings—mostly they didn't reach quorum, and one lost quorum partway through. That brings business to a screeching halt.

As a nation, we hold national and local elections to vote to steer the direction of our country. We voice our needs and our concerns. The co-op operates in a similar manner. We are only as strong as our members and we need the members to show up and vote. When they don't, it's going be business as usual.