

KIT CARSON ELECTRIC COOPERATIVE, INC.

MEETING OF THE BOARD OF TRUSTEES

January 29, 2019

A meeting of the Board of Trustees of Kit Carson Electric Cooperative, Inc. (KCEC) was called to order by the President, Mr. Bobby Ortega, on Tuesday, January 29, 2019 at 9:10 a.m. in the Marcelino Martinez Room of the headquarters building of the Cooperative, Taos, New Mexico. The following Trustees were present:

<i>Bob Bresnahan</i>	<i>Russ Coyle</i>	<i>Present</i>
<i>Cristobal Duran</i>	<i>Bruce Jassmann</i>	
<i>Manuel Medina</i>	<i>Bobby Ortega</i>	
<i>Arthur Rodarte</i>	<i>Bernie Torres</i>	
<i>David Torres</i>	<i>Luisa Valerio-Mylet</i>	

Also, present were Johnny Valerio, Chief Financial Officer; Richard Martinez, Chief Operations Officer, Carmella Suazo, Assistant Manager; and Joyce Archuleta, Executive Secretary, who recorded the day's proceedings.

Quorum

It was declared a quorum was present.

Mr. Duran led the Board in reciting the Pledge of Allegiance.

Pledge of Allegiance

Mrs. Valerio-Mylet led the Board in a word of prayer.

Prayer

The agenda was presented. The President requested that item 10. (e) Appoint District 4 Trustee be discussed in Executive Session. It was moved by Mr. Rodarte, seconded by Mr. Bresnahan, and unanimously approved, that the agenda be approved as amended.

Agenda

The minutes for the Board of Trustees regular Meeting held December 21, 2018 were presented. It was moved by Mr. Duran, seconded by Mr. Jassmann, and unanimously approved, that the minutes be approved as presented.

Minutes for December 21, 2018, Regular Board Meeting

Mr. Reyes recognized Dennis Gonzales who would be retiring January 31, 2019. Mr. Gonzales, Line Supervisor, was employed by KCEC for 44 years. Mr. Reyes and the Board of Directors thanked Mr. Gonzales for his years of service and wished him the best in his retirement. Mr. Reyes invited the Board of Trustees to a luncheon that would be held in Dennis's honor on

Employee Recognition – Dennis Gonzales

January 31, 2019.

Mr. Reyes presented the CEO report. The Form 7, and CEO Report Balance Sheet were reviewed. Discussion was held on the cost of power, the journal entry of the exit fee, a bonus incentive program to convince members to switch to e-bill and debt. Mr. D. Torres reported the Safety Committee met January 10, 2019. He reported the Safety Committee was working on specific measurable and achievable goals. Mr. Reyes recommended safety policies be reviewed and modified to include safety goals. Following discussion, it was moved by Mrs. Valerio-Mylet, seconded by Mr. Medina, and unanimously approved, that the CEO report for December 2018 be approved as presented. A copy of the CEO report is included in the Transfer of Documents and is hereby made a part of the minutes of this meeting.

The President reported requests have been received from Capital Credits Estates. It was moved by Mr. Duran, seconded by Mr. Jassmann, and unanimously approved, that payments be made to these Estates.

Discussion was held on the date for the 2019 KCEC 2019 Annual Annual Meeting. The President recommended approval Meeting Date of Saturday, June 8, 2019 for the 2019 KCEC Annual Meeting. It was moved by Mr. Medina, seconded by Mr. Rodarte, and unanimously approved, that the 2019 KCEC Annual Meeting be held on Saturday, June 8, 2019 at 9:00 a.m.

Mr. Reyes reported the 2019 Budget had been presented Approve 2019 and reviewed at a budget work session. He recommended Budget approval. It was moved by Mr. B. Torres, seconded by Mr. Jassmann and unanimously approved that the 2019 Budget be approved as presented.

Mr. Reyes recommended that the business name Kit Carson Energy, Inc. be changed to Kit Carson Propane, for Kit Carson Inc. There would have to be a filing with the New Mexico Energy, Inc. Secretary of State for the name change. It was moved by Mr. Jassmann, seconded by Mr. Duran and unanimously approved that the name be changed from Kit Carson Energy, Inc. to Kit Carson Propane, Inc.

It was moved by Mr. Jassmann, seconded by Mr. Medina Appoint District and unanimously approved the Board enter Executive 4 Trustee Session at 10:16 a.m. for discussion on the appointment of District 4 Trustee.

Meeting was reconvened by the order of the President at Meeting 11:10 a.m. The President stated the four applicants that Reconvened were interviewed were qualified, he thanked the

candidates for their interest. It was moved by Mr. Jassmann, seconded by Mr. Medina, and unanimously approved that Michael H. Romero be appointed District 4 Trustee until June 2020.

The President reported donation totals and Donations & correspondence were in the packet and may be reviewed Correspondence at leisure.

Mr. Rodarte reported the Solar Committee met January Solar 18, 2019. Discussion was held on the Latir Committee Neighborhood Association meeting that was held January 27, 2019 and concerns raised on proximity of proposed site. Mr. Rodarte reported the next Solar Committee meeting was scheduled for February 15, 2019 at 9:00 a.m.

Mr. Jassmann reported the Payables Committee met on Payables January 10, 2019. Mr. Jassmann recommended approval. It was moved by Mr. Rodarte, seconded by Mr. Medina, and unanimously approved.

Mr. Reyes reported Cooperative Day at the Legislature Legislative was scheduled for January 31, 2019, he invited the Board Information to attend. Discussion was held.

Mr. Reyes reported the Broadband Committee met Broadband January 17, 2019. Discussion was held. Committee

Mr. Reyes reported the Bylaw & Policy Committee met on Bylaw & Policy January 16, 2019. He reported the Committee would be Committee reviewing policies that would need to be changed at the KCEC Annual Meeting scheduled for June 8, 2019

Mr. B. Torres reported that he learned of KCEC's 75th Other Business year anniversary this year. He suggested the cooperative anniversary be celebrated.

There being no further business to come before the Board, Meeting it was moved by Mr. Jassmann seconded by Mr. Duran, Adjourned and unanimously approved, that the Board of Trustees of Kit Carson Electric Cooperative, Inc. meeting be adjourned until February 26, 2019 at 9:00 a.m. the date and time of the next Board meeting. Unless changed and, thereupon, the President declared the meeting adjourned at 11:40 a.m.

The following Trustees were present at the end of the meeting:

Bob Bresnahan, Russ Coyle, Cristobal Duran, Bruce Jassmann, Manuel Medina, Bobby Ortega, Arthur Rodarte, Bernie Torres, David Torres and Luisa Valerio-

Mylet.

January 29, 2019 Regular Board Meeting



Secretary

Approved this 26 day of February 2019



President