

KIT CARSON ELECTRIC COOPERATIVE, INC.

MEETING OF THE BOARD OF TRUSTEES

March 26, 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, March 26, 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:

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<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>Michael H. Romero</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.

It was declared a quorum was present.

Quorum

Mr. Romero led the Board in reciting the Pledge of Allegiance. The President welcomed Mr. John Stanfield, Eagle Nest Solar Array property owner.

Pledge of Allegiance

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

Prayer

The agenda was presented. It was moved by Mr. Duran, seconded by Mr. Jassmann, and unanimously approved, that the agenda be approved as presented.

Agenda

The minutes for the Board of Trustees regular Meeting held February 26, 2019 were presented. It was moved by Mr. Medina, seconded by Mr. Duran, and unanimously approved, that the minutes be approved as presented.

*Board Minutes
February 26,
2019, Regular
Meeting*

Mr. Reyes presented the CEO report. The Form 7, and Balance Sheet were reviewed. Discussion was held on the February 2019 transmission bill from Tri-State G & T. Mr. Torres reported the Safety Committee met March 11, 2019. He reported the Safety Incentive Program was being reviewed. Following discussion, it was moved by Mr. Rodarte, seconded by Mr. Medina, and unanimously approved, that the CEO report for February 2019 be

CEO Report

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 Estates. It was moved by Mr. Jassmann, seconded by Mr. Duran, and unanimously approved, that payments be made to these Estates.

*Capital Credits
to Estates*

Mr. Reyes requested changing the date of the April Board Meeting to Friday, April 26, 2019 since some Trustees and Mr. Reyes would be attending the 2019 NRECA Legislative Conference in Washington, DC. It was moved by Mr. Jassmann seconded by Mr. Rodarte and unanimously approved the April Board Meeting be held on Friday, April 26, 2019.

*Change Date of
April Board
Meeting*

Mr. Reyes reported approval of Kit Carson Energy; Inc. Name change Resolution No. 01-03-19 was in order. Following discussion, it was moved by Mr. Duran, seconded by Mr. Jassmann and unanimously approved that, resolution No. 01-03-19 be approved as presented.

*Kit Carson
Energy, Inc.
Name Change
Resolution No.
01-03-19*

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

*Donations &
Correspondence*

Mr. Jassmann reported the Payables Committee met on March 8, 2019. Mr. Jassmann recommended approval. It was moved by Mr. Rodarte, seconded by Mr. Bresnahan, and unanimously approved.

Payables

The President reported Payables Committee Meeting would be held April 10, 2019 at 3:00 p.m. Solar Committee Meeting would be held April 12, 2019 at 9:00 a.m. The Bylaw & Policy Committee Meeting would be held April 15, 2019 at 9:00 a.m. and the Broadband Committee would meet April 22, 2019 at 3:00 p.m. He also reported that an Employee Relations Committee Meeting would be held May 6, 2019 at 12:00 p.m. and evaluation forms should be distributed to the entire Board.

Mr. Reyes reported the Broadband Committee met March 20, 2019. Discussion was held on leadership changes at Kit Carson Internet and the positive change in employee morale. Kit Carson Internet Manager is engaged in seeking grants.

*Broadband
Committee*

Mr. Rodarte reported the Solar Committee did not meet in March. Mr. Reyes updated the Board on solar projects, discussion was held. Mr. Richard Martinez updated the Board on National Renewable Energy Laboratory

*Solar
Committee*

(NREL) in preparation for the symposium scheduled for June 2019. The next Solar Committee meeting was scheduled for April 12, 2019 at 9:00 a.m. Mr. Martinez also reported Electric Vehicle (EV) charging stations would be installed at solar arrays owned by KCEC.

Mr. D. Torres reported the Bylaw & Policy Committee met on March 21, 2019. He reported the Committee reviewed Board Policy No. 3.24 – Activities in Membership Elections – Political Activities – Changes were recommended. The Committee reviewed Board Policy No. 3.25 – Policy on Firearms and Other Deadly Weapons- Changes were recommended. The Committee reviewed Board Policy 1.16 – Trustee Code of Conduct. No changes were recommended. It was moved by Mr. Rodarte, seconded by Mr. Jassmann, and unanimously approved that Board Policy 3.24 Activities in Membership Elections – Political Activities, Board Policy No. 3.25 Policy on Firearms and Other Deadly Weapons be approved with recommended changes.

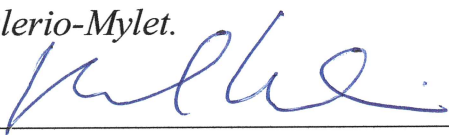
Discussion was held on response letter that would be sent regarding Tri-State's letter to Senate Corporations & Transportation Committee.

Mr. Reyes reported that a hearing would be held for State of New Mexico vs Carla Casias robbery case April 9, 2019.

There being no further business to come before the Board, it was moved by Mr. Jassmann seconded by Mr. Coyle, and unanimously approved, that the Board of Trustees of Kit Carson Electric Cooperative, Inc. meeting be adjourned until April 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 10:23 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, Michael H. Romero, David Torres and Luisa Valerio-Mylet.


Secretary

Approved this 26 day of April 2019


President