

*KIT CARSON ELECTRIC COOPERATIVE, INC.*

*MEETING OF THE BOARD OF TRUSTEES*

*August 29, 2022*

*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 Monday, August 29, 2022, at 9:00 a.m. in the Marcelino Martinez Room of the headquarters building of the Cooperative, Taos, New Mexico. The following Trustees were present:*

*Index*

*Russ Coyle*  
*Martin Dimas*  
*Cristobal Duran*  
*Bruce Jassmann*  
*Manuel Medina*  
*Bobby Ortega*  
*Arthur Rodarte*  
*David Torres*  
*Luisa Valerio-Mylet*  
*Sylvia Vigil*

*Present*

*Also, present were Luis A. Reyes, Jr., Chief Executive Officer, Carmella Suazo, Assistant Manager, Richard Martinez, COO, John Shafto, CFO, Michael Santistevan, Public Relations Officer and Joyce Archuleta, Executive Secretary who recorded the day's proceedings.*

*It was declared a quorum was present.*

*Quorum*

*Ms. Vigil led the Board in reciting the Pledge of Allegiance.*

*Pledge of Allegiance*

*Mrs. Valerio-Mylet led the Board in a word of Prayer. Mr. Medina asked for a moment of silence for David Martinez a previous employee who suffered a heart attack. Mrs. Valerio-Mylet also asked for a moment of prayer for Manuel Medina's family for the loss of their brother.*

*Prayer*

*The agenda was presented. It was moved by Mr. Rodarte, seconded by Mr. Coyle, and unanimously approved, that the agenda be approved as presented.*

*Agenda*

*The minutes for the Board of Trustees regular Board Meeting held July 26, 2022, were presented. It was moved by Mr. Jassmann, seconded by Ms. Vigil, and unanimously approved, that the minutes be approved as presented.*

*Minutes July 26, 2022, Regular Meeting*

Mr. Reyes presented the CEO report for July 2022. He reported revenues had increased this year compared to last year. Mr. Medina reported that he attended the Touch a Truck Event, and it was nice to see the KCEC, Kit Carson Internet and Kit Carson Propane trucks on display. Mr. Reyes stated that the new tree trimming bucket truck was one of the trucks at the event. He reported financials were solid for the first seven months of the year. Mr. Shafto reported that he had filed on behalf of KCEC for reimbursement from FEMA on over \$1 million, for the winter squall and transmission pole. Mr. Richard Martinez reported maintenance on substations was being completed, and so far, there were no major findings. Additional substation maintenance is scheduled for later in the week. Mr. Reyes reported on the status of the 115 kV Transmission Project; KCEC is waiting for route change approval from BLM and Forest Service. Still unknown if an Environmental Impact Statement (EIS) or Environmental Impact Assessment (EIA) would be required. He reported that the transmission wood pole replacement would be scheduled, and two poles may need to be replaced. Mr. Reyes reported that supply chain issues continue. Mr. D. Torres reported the Safety Committee met August 10, 2022. He reported the Cooperative was at 260 days of no lost time accidents. For July there were no lost time accidents, and one vehicle accident due to propane vehicle hitting an elk. Discussion was held on the Safety Incentive Program. It was recommended that payment to employees be made annually instead of quarterly. Following discussion, it was moved by Mr. Rodarte, seconded by Mr. Duran, and unanimously approved, that the CEO report for July 2022 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.

CEO Report

The President reported requests have been received from Estates in the amount of \$11,043.00. It was moved by Mr. Duran, seconded by Mr. Jassmann, and unanimously approved, that payments be made to these Estates.

Capital Credits  
to Estates

Mr. Reyes reported that Taos Mesa Solar, LLC would sell power to KCEC; therefore, KCEC is required to create bank accounts for Taos Mesa Solar, LLC and Angel Fire Solar, LLC. He recommended approval of Resolutions No. 4-8-22 and 5-8-22 as follows:

Taos Mesa  
Solar, LLC and  
Angel Fire Solar,  
LLC – Checking  
Accounts  
Resolution No.  
4-8-22 and  
Resolution No.  
5-8-22



Kit Carson Electric Cooperative, Inc.

Taos, New Mexico

RESOLUTION

BE IT RESOLVED, that all signatures on all accounts carried in the name of Taos Mesa Solar, LLC, in any bank, only the signatures of the following persons are authorized on checks or drafts drawn on all accounts of the Taos Mesa Solar, LLC:

|                    |                                       |
|--------------------|---------------------------------------|
| Luis A. Reyes, Jr. | President                             |
| Richard Martinez   | Vice President, Treasurer & Secretary |

AND BE IT FURTHER RESOLVED, that the signature of the Chief Executive Officer, or the Vice President, Treasurer & Secretary is required on any check or draft drawn on any accounts carried in the name of Taos Mesa Solar, LLC.

I, Manuel Medina, Secretary of Kit Carson Electric Cooperative, Inc. do hereby certify that the above is a true and correct copy of a Resolution adopted by the Board of Trustees of Kit Carson Electric Cooperative, Inc., at a meeting held on the 29th day of August 2022, at which meeting a quorum was present.

Resolution No. 4-8-22

Kit Carson Electric Cooperative, Inc.

Taos, New Mexico

RESOLUTION

BE IT RESOLVED, that all signatures on all accounts carried in the name of Angel Fire Solar, LLC, in any bank, only the signatures of the following persons are authorized on checks or drafts drawn on all accounts of the Angel Fire Solar, LLC:

|                    |   |
|--------------------|---|
| Luis A. Reyes, Jr. | President                               |
| Richard Martinez   | Vice President, Treasurer and Secretary |

AND BE IT FURTHER RESOLVED, that the signature of Luis A. Reyes, Jr., the Chief Executive Officer, is required on any check or draft drawn on any accounts carried in the name of Angel Fire Solar, LLC.

I, Manuel Medina, Secretary of Kit Carson Electric Cooperative, Inc. do hereby certify that the above is a true and correct copy of a Resolution adopted by the Board of Trustees of Kit Carson Electric Cooperative, Inc., at a meeting held on the 29th day of August 2022, at which meeting a quorum was present.

Resolution No. 5-8-22

*It was moved by Mr. Medina, seconded by Ms. Vigil, and unanimously approved, that Taos Mesa Solar, LLC, Checking Account, Resolution No. 4-8-22 and Angel Fire Solar, LLC, Checking Account, Resolution No. 5-8-22 be approved as presented.*

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

*Mr. Jassmann reported the Payables Committee met on Payables August 10, 2022. Mr. Jassmann recommended approval. It Committee was moved by Mr. Rodarte, seconded by Mr. Coyle, and unanimously approved, that Payables be approved as presented.*

Mr. Reyes reported the Broadband Committee met on August 22, 2022. Financials were reviewed. He reported that Kit Carson Internet (KCI) was meeting financial targets and that KCI had 11,200 customers. Grants that have been awarded to KCEC have assisted with funding for installations. Mr. Reyes reported that he had been appointed to the New Mexico Council, the Council's mission is to connect every New Mexican in five years. He was appointed as the Vice President of the Council. Mr. Reyes reported that Broadband enhances KCEC's grid by installation of smart meters, electronics, and breakers. KCEC was able to provide high speed connectivity to fire bases during the Hermit fire.

Broadband  
Committee

Mr. Rodarte reported the Solar Committee met August 17, 2022. He reported testing of batteries at Taos Mesa Solar Array continues. Taos Mesa, LLC takes ownership today if substantial completion is approved, Taos Mesa will participate in selling excess to the California market thru the Public Service Company of New Mexico (PNM). Angel Fire solar array activity is minimal; the project should be completed in November close to Thanksgiving. Supply chain, labor issues and moisture have created delays. The proposed Green Hydrogen Hub Project in Questa was discussed. Mr. Reyes reported Rio Costilla Cooperative Livestock Association (RCCLA) was considering expanding Amalia array to include storage, KCEC had requested to be on the next RCCLA agenda. In New Mexico, all energy resources must be renewable by 2040.

Solar  
Committee

Mr. D. Torres reported the Bylaw & Policy Committee met August 15, 2022. He stated that discussion was held on the Energy Environment Plan to include energy changes in policies. He reported the Committee did not have recommendations for the Board.

Bylaw & Policy  
Committee

Mr. Reyes reported there was a Legislative Finance Committee Meeting scheduled September 21- 23, 2022 at Taos Ski Valley, an agenda will be forwarded to the Board. There was also a Transportation Infrastructure Revenue Subcommittee meeting scheduled for August 31, 2022, at Rio Grande Hall in Taos. He stated he would not be able to attend and if any of the Board were interested, they should attend.

Legislative  
Information

Mrs. Valerio-Mylet reported that the Public Relations & Economic Development Committee met August 24, 2022. She reported that this was the first meeting, the Committee is discussing the future of KCEC and shared ideas on how to continue expanding and notifying Members of new developments. They suggested there should be testimonials from members and community groups that KCEC has assisted. Mrs. Valerio-Mylet suggested that Guzman

Public  
Relations &  
Economic  
Development



Energy Marketing group help KCEC on methods to share information with the public. She suggested the Committee meet for pre strategic planning before the Board Strategic Session scheduled for October 18, 2022. She reported Michael Santistevan, PR Coordinator was assisting the Committee and that employees were the best ambassadors for sharing KCEC's accomplishments. Mr. Medina stated there are things that KCEC is doing to help the community that the Board is not aware of such as KCEC employees assisting Shared Table deliver food to the community. Mr. Reyes reminded the Board Strategic Session is scheduled for October 18, 2022, at 8:00 am in Red River and stressed the importance of full Board participation.

Mr. Coyle encouraged discussion on merchant services in an effort to reduce fees associated with credit card, debit and echeck payments. The President suggested John Shafto gather information on merchant services for discussion. Mr. Dimas requested that the Board of Trustees be notified when unplanned outages occurred and requested information on how Trustee donations to organizations were managed. The President announced that Joyce Archuleta, Executive Secretary would be retiring at the end of September. He suggested that a meal should take place at the time of the next Board Meeting so that the Board could attend.

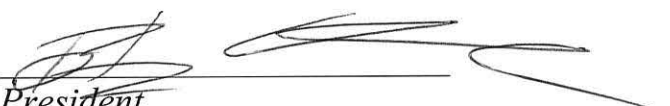
There being no further business to come before the Board, it was moved by Mr. Medina, seconded by Mr. Jassmann, and unanimously approved, that the Board of Trustees of Kit Carson Electric Cooperative, Inc. be adjourned until September 27, 2022, at 9:00 a.m. the date and time of the next Board meeting. Unless changed and, thereupon, the President declared the meeting adjourned at 10:15 a.m.

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

Russ Coyle, Martin Dimas, Cristobal Duran, Bruce Jassmann, Manuel Medina, Bobby Ortega, Arthur Rodarte, David Torres, Luisa Valerio-Mylet, and Sylvia Vigil

  
Secretary

Approved this 27<sup>th</sup> day of Sept 2022

  
President

]

]

]