

*KIT CARSON ELECTRIC COOPERATIVE, INC.  
SPECIAL MEETING OF THE BOARD OF TRUSTEES*

*December 20, 2024*

*A Special Meeting of the Board of Trustees of Kit Carson Electric Cooperative, Inc. (KCEC) was called to order by the President, Mr. Bobby Ortega, on Friday, December 20, 2024, at 3:13 p.m. in the Marcelino Martinez Room of the headquarters building of the Cooperative, Taos, New Mexico. The following Trustees were present:*

<i>Russ Coyle (attended via Zoom)</i>	<i>Present</i>
<i>Martin Dimas</i>	
<i>Cristobal Duran</i>	
<i>Bruce Jassmann</i>	
<i>Manuel Medina</i>	
<i>Bobby Ortega</i>	
<i>Arthur Rodarte</i>	
<i>Bernie Torres (attended via Zoom)</i>	
<i>David Torres</i>	
<i>Luisa Valerio-Mylet</i>	
<i>Sylvia Vigil</i>	

*Also present, were Luis A. Reyes, Jr., Chief Executive Officer, Carmella Suazo, Assistant Manager, and Brianna Trujillo, Executive Secretary who recorded the day's proceedings.*

*It was declared a quorum was present.* *Quorum*

*Mr. Rodarte 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. It was moved by Mr. Duran, seconded by Mr. Medina, and unanimously approved that the agenda be approved as presented.* *Agenda*

*The President thanked all Trustees for attending the Special Meeting, KCEC spoke with Mr. Andy Berk, U.S. Department of Agriculture's Rural Utility Service (RUS) Administrator, last week regarding the status of KCEC's application for the Empowering Rural America (New ERA) grant. He informed KCEC that any correspondence from RUS needed to be responded to as soon as possible. He added that the KCEC Broadband Committee would meet following the Special Board Meeting and Trustees interested in attending were welcome to stay.*

*Mr. Reyes reported that as per KCEC By-laws, written notice of the time, place and purpose of any special meeting of the Board of Trustees shall be given at least five (5) days* *Approve Waiver of Five*

*previous there to, however Trustees may waive the notice in writing to legally convene and transact business at the meeting. It was moved by Mr. Rodarte, seconded by Mr. Duran, and unanimously approved, that the Waiver of Five (5) Day Written Notice of the special meeting be approved as presented. Mrs. Suazo collected signatures from all Trustees acknowledging the waiver. A copy of the Waiver was included in the Transfer of Documents and is hereby made a part of the minutes of this meeting.*

*(5) Day Written Notice*

*Mr. Reyes reported that after speaking to RUS Administrator, the two things to focus on were greenhouse gas emissions and technology. KCEC requested that RUS fast track KCEC's application due to the change in Administration. Mr. Reyes contacted Mr. Larry McGraw, RUS General Field Representative, regarding KCEC's application for the New ERA program, Mr. McGraw stated either KCEC's budget for the Green Hydrogen Project was over \$57,000,000 or KCEC's debt limit needed to be increased an additional \$57,000,000, since it exceeded KCEC's current \$200,000,000 debt limit by \$57,000,000. Mr. Reyes explained that Resolution No. 5-12-24 would increase KCEC's debt limit to \$300,000,000; this increase was precautionary or pre-emptive. Mr. Reyes explained if the budget was over \$57,000,000, KCEC staff would work on reducing the budget by \$57,000,000. The proposed resolution only increases the debt limit; all loans obtained from RUS require Board approval. He reported that increasing KCEC's debt limit included loans from CoBank and Cooperative Finance Corporation (CFC), KCEC currently had debt in the amount of \$94,000,000, half of that was with CoBank and the other half was with RUS. Mr. Medina asked if the State had awarded grants to other entities. Mr. Reyes reported that KCEC had requested \$50,000,000 from the State, which could offset the loan amount from RUS if approved. If the project had to be reduced KCEC would defer the Penasco Project. Discussion was held regarding the Presidential transition and a potential Government shutdown. Following discussion, it was moved by Mr. Rodarte, seconded by Mr. Duran, and unanimously approved that Resolution No. 5-12-24 be approved as presented, and that KCEC increase the Cooperative's debt limit to \$300,000,000. The President requested that a roll call vote be taken. A Roll Call vote taken by Mrs. Suazo, Assistant Manager (yes in favor. no against) was taken as follows:*

*Resolution No. 5-12-24 Increase RUS Debt Limit*

*Mr. D. Torres - Yes  
Mr. Rodarte - Yes  
Mr. Jassmann - Yes  
Mrs. Valerio-Mylet- Yes  
Mr. Duran - Yes  
Mr. Ortega - Yes  
Mr. Medina - Yes*

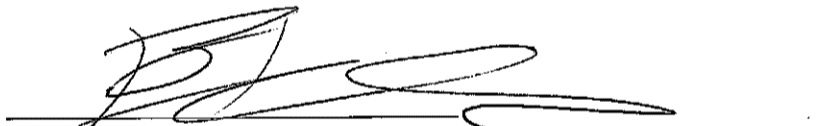
Mr. Dimas – Yes  
Mr. Coyle – Yes  
Mr. B. Torres - Yes  
Ms. Vigil - Yes

There being no further business to come before the Board, Meeting  
it was moved by Mr. Rodarte, seconded by Mrs. Valerio- Adjourned  
Mylet, and unanimously approved, that the Board of  
Trustees of Kit Carson Electric Cooperative, Inc. be  
adjourned until December 31, 2024, 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 3:29 p.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,  
Bernie Torres, David Torres, Luisa Valerio-Mylet, and  
Sylvia Vigil

  
Secretary

Approved this 31<sup>st</sup> day of Dec 2024.

  
President