

**MINUTES OF THE
JEMEZ MOUNTAINS ELECTRIC COOPERATIVE, INC.
BOARD OF TRUSTEES
SPECIAL MEETING
FRIDAY, DECEMBER 4, 2020**

1. This special meeting of the Jemez Mountains Electric Cooperative, Inc. Board of Trustees was called to order by Chairman Leo Marquez at approximately 9:00 a.m. on the above-cited date, at JMEC Headquarters, 19365 S.R. 84/285, Hernandez, New Mexico.

This meeting was conducted in accordance with the Public Health Emergency Order issued by the State of New Mexico.

2. & 3. The Pledge of Allegiance was followed by roll call and a quorum was achieved.

Members Present:

Leo Marquez, Chair
Charlie Trujillo, Vice Chair [telephonically]
Nick Naranjo, Secretary
Johnny Jaramillo, Treasurer
Lucas J. Cordova [telephonically]
Stanley Crawford
Bruce Duran
Delores McCoy
Dennis Trujillo [telephonically]
John Ramon Vigil – Non-voting delegate

Members Absent:

None

JMEC Staff Present:

Laura Rendón, Executive Assistant

Other Present:

Nancy Long, Long Komer & Associates, Counsel
Chuck Garcia, Cuddy & McCarthy, Counsel

4. Approval of Agenda

The agenda was accepted by consensus.

5. Appoint Member-At-Large

Chair Marquez referred to bylaws that establish Trustee Vigil who was appointed to fill the vacancy following David Salazar's death, is not eligible to vote on the trustee-at-large.

Regarding the process to fill the Trustee-at-Large position, Chair Marquez read from Article IV, Section 6: "When a vacancy occurs on the board of trustees because of death, resignation, unwillingness or refusal to serve, or for any other reason it shall be the duty of the President, or in his absence, the Vice President, or in the absence of both of them the Secretary or Treasurer, to call a meeting of the voting delegates within 30 days of the time such vacancy occurs and it shall be the duty of the voting delegates to vote on the election of an eligible member from the same district and geographical area or community as the trustee who had held the vacated position."

Chair Marquez also referred the Board to Policy #148, Election of Trustee-at-Large that establishes the candidate meet qualifications and be an active member of District 6.

Mr. Duran asserted that candidate George Rivera does not qualify because he has a contract with JMEC. Chair Marquez requested discussion occur during executive session.

Mr. Duran nominated Marissa Maestas Muller. Ms. McCoy seconded the nomination.

Mr. Crawford nominated Melissa Mascarenas. Mr. Naranjo seconded the nomination.

Mr. Naranjo nominated George Rivera and Mr. Jaramillo seconded.

Mr. Naranjo moved to close the nominations and Mr. Duran seconded. The motion to close nominations passed by majority [8-1] roll call vote with Mr. Jaramillo voting against.

Chair Marquez requested a motion to go into closed/executive session. So moved by Mr. Jaramillo with a second by Mr. Naranjo. The motion to meet in executive session passed by unanimous [9-0] roll call vote.

[The Trustees met in executive session from 9:15 a.m. to 9:30 a.m.]

Mr. Naranjo moved to return to open session. Mr. Jaramillo seconded and the motion passed without opposition.

Chair Marquez requested roll call vote for the candidates.

Marissa Maestas Muller:

Ms. McCoy	Yes
Mr. Cordova	Yes
Mr. Jaramillo	No
Mr. C. Trujillo	No
Mr. D. Trujillo	Yes

Mr. Duran	Yes
Mr. Cordova	Yes
Mr. Naranjo	No
Chair Marquez	No

Ms. Marissa Maestas Muller was elected Trustee-at-Large by majority [5-4] roll call vote.

6. Other Business

The following comments were made regarding the General Manager's position:

- Forward applications/resumes received for the position to all Board members
- Extend the application period for an additional 30 days
- Expand advertisement to the *New Mexican* and *Albuquerque Journal*
- Chair Forward the vacancy announcement and salary range to Board members

Mr. Crawford recommended that the selection committee narrow the field of candidates to no more than five for the Board's review. Mr. Duran disagreed with the recommendation and said all qualified candidates should be presented.

Ms. Marissa Maestas Muller was contacted by phone and the Chair congratulated and welcomed her to the Board. He appointed her chair of the energy committee and said the Board looks forward to working with her.

Mr. Duran said he lacked information regarding the solar projects JMEC is considering. Ms. Rendón pointed out that the information is emailed to all Board members at the same time and requested he supply a reliable email address. Mr. Vigil requested that the GM provide the Board with a weekly update and Ms. Rendón recommended a report from the committee chairs would be appropriate.

7. Adjournment

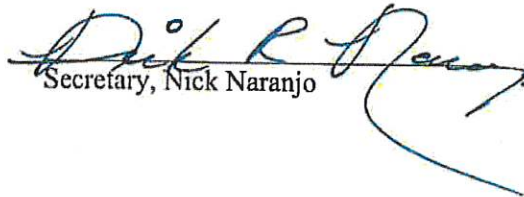
Having completed the agenda and with no further business, Chair Marquez declared the meeting adjourned at 9:50 a.m.



APPROVED:



Chairman, Leo Marquez



Secretary, Nick Naranjo