

New Mexico Spaceport Authority
Special Meeting
August 26, 2009
NMSA Office – Las Cruces

The meeting was called to order by Chairman Fred Mondragón. Roll call was taken with six members present. Quorum confirmed. Officials and guests present included: Steve Landeene, NMSA, Steve Amland, NMSA, MaryAnn Myers, NMSA, Lou Gomez, NMSA, Belinda Lucero, NMSA, Diana Alba, Las Cruces Sun News, Rob Spence, and Kent Evans.

Members Present:

Chairman Fred Mondragón
Brent Westmoreland – conference call
Toots Green – conference call
Ben Woods
William Loomis – conference call
Richard Holdridge – conference call

Members not Present:

Designee – Eric Vasquez
Jim Manatt

Approval of Agenda:

Motion: Brent Westmoreland moved to approve the agenda. Toots Green seconded the motion. Motion carried.

Discussion and Approval of Resolution ratifying Sierra Electric Agreement:

Steve Landeene advised the Board of Finance has required changes to clarify the language related to advance payments and to clarify the management cost schedules. Steve Amland advised Sierra Electric has not approved the agreement but will do so at their next meeting and approve the official retroactive start date of August 21, 2009 of the agreement. He explained that the resolution ratifies the agreement, authorizes the official representative to sign, acknowledges the effective date as Aug. 21, 2009 and delegates the Executive Director the authority to finalize and sign amendments once approved by the Board.

Motion: Ben Woods moved to adopt the Resolution 20009-08-26-A ratifying the Sierra Electric Agreement. Brent Westmoreland seconded the motion. Motion carried.

Discussion and approval of two revised Amendments to Sierra Electric modifications to State Board of Finance agreement revisions:

Steve Amland advised that discussions with the Board of Finance led to two amendments which had been approved by the Board at its prior special meeting of August 5th. Subsequent changes proposed by Sierra Electric were negotiated

by NMSA, State Board of Finance and Sierra Electric. The current Amendment 1 and 2 are the final negotiated revisions. Amendment 1 deals with advance payments out of state money and into a state approved bank and specific changes to sections 1.3.2 and 1.3.6. Amendment 2 includes changes to the agreement's management cost schedule to include clarification language stating the costs are estimates only and the final amounts will be based upon actual amounts and certified detail will be provided to Spaceport America in invoicing.

Motion: Ben Woods moved to approve First Amendment to the Sierra Electric Agreement. Toots Green seconded the motion. Motion carried.

Discussion of Second Amendment: A number of suggested changes were discussed. It was suggested that language in the second whereas clause be changed to read "the parties hereto desire to modify ESA schedules 1.3 and 1.3.1 costs in order to clarify", also discussed was the need to include schedule 1.3.1 in any language clarification relating to amounts based on actual cost so that wherever there is a reference to schedule 1.3 schedule should also be included, and that "management" in the preamble should be stricken.

Motion: Ben Woods moved to modify Amendment 2 as follows: "Whereas, the parties hereto desire to modify ESA schedule 1.3 and 1.3.1 costs of the agreement in order to clarify, as these stated costs are estimates only, and the final amounts will be based upon actual costs;", also, the word "management" will be stricken and also two ** will also be placed beside the list of activities heading to schedule 1.3.1 to reflect that schedule 1.3.1 is also modified by the additional language at the bottom. Toots Green seconded the motion. Motion carried.

Motion: Toots Green moved to approve Second Amendment to the Sierra Electric Agreement. Brent Westmoreland seconded the motion. Motion carried.

Public Comment:

Steve Landeene advised that Sierra Electric desires Spaceport America to work directly with Tri-State in any renewable initiatives while remaining a member of Sierra Electric Co-Op.

Bill Loomis advised that persons involved with the Elephant Butte Triathlon are interested in discussing a "race for space". Chairman Mondragón suggested a presentation on this at a NMSA meeting in the near future.

Adjourn:

Meeting adjourned.

Approved: _____ Date: _____
Fred Mondragón, Chairman