

Brazos Mutual Domestic Water Consumers Association

Regular Board Meeting Minutes - Draft

Date: Tuesday, April 14, 2026

Time: 6:30 PM MST

Location: 2 Brazos Circle, Chama, NM 87520 and via Google Meet

1. Call to Order

President Teri Fahs called the meeting to order at 6:30 PM.

2. Proof of Quorum

A quorum was confirmed present.

3. Proof of Notice of Meeting

Proper notice of the meeting was confirmed in accordance with the bylaws and Open Meetings Act.

4. Approval of Agenda

The meeting began with a motion to remove agenda item 8C (adding a bank signatory) to avoid major decisions before NMED mediation.

Vote: Fails 3-3 (Roberts, Martinez, Banister opposed).

Ryan Costanza then moved to table all items except annual invoices and AUPs, citing board dysfunction and the need for NMED mediation.

He read an email from Irv Lindemuth criticizing his conduct and defending the president's authority.

He also read an email from NMED confirming technical assistance is being arranged.

The motion was amended to specify which items to keep, ensuring essential business proceeds.

Items Kept: Minutes, Officer Reports, Membership Transfers, Annual Billing, and meeting logistics.

Items Tabled: Resolution 2026-2 (bank signatory), Rubel's report and Ryan's Geo report

- Vote: Passes 6-0.

5. Reading and Approval of Minutes

March 10th Meeting Ratification

- The board discussed a technical error with the March 10th meeting link.
 - Issue: The agenda listed an incorrect virtual meeting link.
 - Rectification: The correct link was on the website; the incorrect link was monitored, and participants were redirected.
 - State Guidance: Donna Casados reported a state contact advised adding a ratification statement to the minutes.
 - Dispute: Jim Banister argued this was an Open Meetings Act violation requiring a new meeting, not a ratification.
- A motion to ratify all March 10th actions was made to ensure OMA compliance.
 - Vote: Fails 3-3 (Costanza, Martinez, Banister opposed).
- A subsequent motion to approve the March 10th minutes as presented also failed 3-3.
 - Result: The March 10th minutes remain unapproved and cannot be posted.

6. Officer, Board, and Committee Reports

President's Report: The association is in compliance with state reporting requirements and has received a TAP grant, with engineering work beginning soon.

Treasurer's Report: Ending balance of \$98,666.31 for March. Income and disbursements were reported. Nine delinquent members were identified.

7. Unfinished Business

AUP Update: Documentation gathering continues for audit completion, including bank statements back to 2021.

8. New Business

Discussion included internal governance concerns, preparation for NMED-facilitated mediation, and operational priorities.

Membership Transfers:

- Don Davis to Nicholas & Jessica Perea: Approved.

- McKinley Trust to Sandra Parker: Pending refund of transfer fee.
- Duffy to Kevin & Elizabeth Bracco: Pending updated paperwork.

Annual Billing: Invoices will be sent to all membership categories.

9. Establish Next Meeting Date and Time

The next regular board meeting is scheduled for May 12, 2026 at 6:30 PM.

10. Public Comment

Public comment reflected concerns regarding board governance, internal conflict, and future direction of the association.

- **T G:** Criticized board members stuck on past issues, urging them to focus on the community and referencing the bylaws' director removal process.
- **Jennifer Roberts:** Suggested closing membership or raising the price (noted inflation-adjusted value is ~\$59k) to protect water resources for existing members.
- **Sharon Wells:**
 - Alleged the president acted illegally by selling water to a non-member without OSE approval.
 - Stated that Roberts Rules of Order give all board members equal authority, refuting the idea of a president's unilateral power.
 - Disputed claims of missing records, citing the Oct 5, 2022 minutes as proof of a former treasurer's check-writing authority.
- **Irv Lindemuth:** Clarified Roberts Rules apply to meetings only, not bylaws. Argued the Oct 5, 2022 minutes granted temporary authority that ended with a new treasurer's appointment.
- **Ken Casados:** Expressed frustration with the board's stalemate and urged members to move forward constructively

11. Adjournment

The meeting was adjourned following completion of business.

Approved by the Board on: _____

Teri Fahs, President