

HTML contains invalid UTF-8 character(s)**THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF
WELLS RURAL ELECTRIC COMPANY****October 19, 1990**

The regular meeting of the Board of Directors of Wells Rural Electric Company was held in Wells, Nevada in the board room of the Wells office and called to order October 19, 1990, at 9:00 a.m. The meeting was presided over by President D. Vernon Dalton.

Directors present were Wanda Borden, Larry Bradshaw, Ray Crawford, D. Vernon Dalton, Daryl Eriksen, Lois Nannini, Jerry Parkin, Vernon Scott and S.J. Smith. Ferris Brough and Robert Harris were not present.

Staff members present were Dan Kessler, General Manager; Clay Fitch, Manager, Finance/Administration; Warren Linnell, Manager, Engineering/Operations; and Paul Johnson, Manager of Member Services. Also present was Diane Griswold, Executive Secretary.

APPROVAL OF MINUTES:

The minutes of the regular meeting of September 21, 1990 will stand approved as written.

GENERAL MANAGER[[#146]]S EVALUATION:

An executive session was called for the evaluation of the general manager.

WAGE & SALARY PLAN:

Dan reported on the updated Wage & Salary Plan. Following a thorough discussion, IT WAS ON MOTION BY WANDA BORDEN, SECONDED BY S.J. SMITH TO APPROVE CHANGING THE SALARY TABLE BY RAISING THE TABLE FOR PROFESSIONAL/TECHNICAL POSITIONS 6.7% AND CLERICAL POSITIONS 4.65%; ALLOW A 0-3% MERIT BONUS, BASED ON PERFORMANCE, FOR THOSE INDIVIDUALS THAT ARE AT THE TOP OF THEIR PAY SCALE; AND APPROVE A TOTAL PAYROLL INCREASE OF 5% THROUGH 1991, EFFECTIVE NOVEMBER 1, 1990. FOLLOWING FURTHER DISCUSSION, THE MOTION PASSED UNANIMOUSLY.

A lunch recess was called at 12:15 p.m. The meeting was called back to order at 1:15 p.m.

EMPLOYEE BENEFITS:

A discussion was held regarding employee benefits. Following the discussion, IT WAS ON MOTION BY WANDA BORDEN, SECONDED BY VERNON SCOTT, AND PASSED UNANIMOUSLY TO APPROVE THE EMPLOYEE BENEFIT PACKAGE AS PRESENTED BY MANAGEMENT FOR ALL EMPLOYEES NOT INCLUDED IN THE BARGAINING UNIT, MAINTAIN CURRENT 90/10 RATIO OF COMPANY/EMPLOYEE COST SHARING FOR BENEFITS, RAISE DEDUCTIBLE TO \$100.00 FROM \$50.00, ADD DENTAL AND VISION PLAN, AND SECTION 125 PLAN, EFFECTIVE JANUARY 1, 1991.

IT WAS ON MOTION BY WANDA BORDEN, SECONDED BY JERRY PARKIN, AND PASSED

UNANIMOUSLY TO ADOPT A VISUAL AND DENTAL PLAN AND RAISE THE ANNUAL MEDICAL DEDUCTIBLE TO \$100.00 FOR DIRECTORS BEGINNING JANUARY 1, 1991.

An executive session was called.

There were no objections to Ferris Brough and Vernon Dalton attending the UREA Annual Meeting in Cortez, Colorado November 8-9.

WENDOVER LAND:

A letter was received from Charles Philpott, REA, regarding the construction of the facility in Wendover. Outlined in the letter were concerns regarding the high cost of construction. The letter stated that the decision of building the Wendover facility lay with the board. Approval of a resolution-Approval of the Wendover Headquarters Building to send to REA was requested. Following a discussion, IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY JERRY PARKIN, AFTER DISCUSSION AND AMENDMENT, AND PASSED UNANIMOUSLY TO APPROVE THE BOARD RESOLUTION- APPROVAL OF THE WENDOVER HEADQUARTERS BUILDING. (EXHIBIT I)

MEMBER CONTACTS:

Contacts made were reported.

MANAGER[[#146]]S REPORT:

CFC interest rates and investments made were reported.

The power supply study outline on transmission capacity needs that POWER Engineers, Inc. prepared was discussed. Additional information (long-range forecast) is needed from Newmont Mining Company before the study can be completed.

Due to the discontinuation of the Thousand Springs Power Project, the Advisory Task Force was discontinued. NENDA has requested that the remaining funds of the Task Force account (WREC[[#146]]s \$1,500.00 donation) of \$1,172.30 be donated to NENDA for continued operations. Following a discussion, IT WAS ON MOTION BY LOIS NANNINI, SECONDED BY WANDA BORDEN, AND PASSED UNANIMOUSLY TO REQUEST OF NENDA THAT A CHECK IN THE AMOUNT OF \$1,172.30 BE SENT TO WREC.

NENDA[[#146]]s role in economic development in our service area was discussed.

The Utah and Nevada Secretary of State filing s were presented to the President as signator. There were no objections.

Revisions to Rule 9 H.1 and H.2 were presented to the board for review and discussion. IT WAS ON MOTION BY RAY CRAWFORD, SECONDED BY S.J. SMITH, AND APPROVED UNANIMOUSLY TO ADOPT THE REVISIONS TO RULE 9 H AS PRESENTED. (EXHIBIT II)

An Order Approving Revised Transmission Line Plan was received from the Federal Regulatory Commission (FERC). The Commission issued the order approving a transmission line raptor protection plan for the Trout Creek project.

We will be participating in the Gold Seal Assessment Program sponsored by AHP. It is an assessment program that measures service quality in rural electric cooperatives.

Western Communications has contacted us regarding the excess capacity on our microwave system. A meeting with them will be scheduled.

Dan gave an update on the Barger claim.

A discussion ensued regarding the board retreat scheduled in January 1991. IT WAS ON MOTION BY DARYL ERIKSEN, SECONDED BY RAY CRAWFORD, AND PASSED UNANIMOUSLY TO APPROVE CHANGING THE JANUARY BOARD MEETING DATE TO FRIDAY, JANUARY 25, 1991 AND MOVE THE BOARD RETREAT TO JANUARY 12-16 (SATURDAY-WEDNESDAY), 1991.

IT WAS ON MOTION BY S.J. SMITH, SECONDED BY RAY CRAWFORD, AND PASSED UNANIMOUSLY TO CHANGE THE NOVEMBER BOARD MEETING DATE TO WEDNESDAY, NOVEMBER 28.

A letter from the IBEW Union Local 1245 has been received. A date for negotiations will be set.

Donation requests:

Nevada Civil Air Patrol requested an ad for their Silver Wings publication. No action was taken.

Northern Nevada Concert Ensemble requested a \$500.00 contribution towards four planned performances in the Carlin and Wells area. No action was taken.

It was requested that a resolution-approval of uses of the proceeds of the 120kV transmission line-be approved. IT WAS ON MOTION BY WANDA BORDEN, SECONDED BY S.J. SMITH, AND PASSED UNANIMOUSLY TO APPROVE THE BOARD RESOLUTION-APPROVAL OF USES OF THE PROCEEDS OF THE 120KV LINE. (EXHIBIT III)

City of Wells lease was discussed. There were no objections to extending the lease one more year.

BOARD COMMITTEE REPORTS:

Member Relations & Area Development committee has been scheduled to meet Thursday, October 25 at 9:00 a.m.

SAFETY MINUTES:

IT WAS ON MOTION BY LARRY BRADSHAW, SECONDED BY S.J. SMITH, AND PASSED UNANIMOUSLY TO APPROVE THE SAFETY MINUTES.

MEMBER SERVICES REPORT:

An upgrade of the Ruralite Magazine, including a change to four color and possible name change, was discussed. It was the consensus of the board to support the above changes.

IT WAS ON MOTION BY LARRY BRADSHAW, SECONDED BY LOIS NANNINI, AND PASSED UNANIMOUSLY TO HOLD THE DECEMBER 21 BOARD MEETING IN WENDOVER.

NEW MEMBERSHIPS:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY JERRY PARKIN, AND PASSED

UNANIMOUSLY TO APPROVE 33 NEW MEMBERSHIPS: 5-WELLS, NEVADA; 14-CARLIN, NEVADA; 9-WENDOVER, NEVADA; AND 5-WENDOVER, UTAH.

IT WAS ON MOTION BY RAY CRAWFORD, SECONDED BY VERNON SCOTT, AND PASSED UNANIMOUSLY TO APPROVE A 4% SALARY INCREASE AND \$2,000.00 INVESTMENT IN THE DEFERRED COMPENSATION PLAN FOR THE GENERAL MANAGER.

IT WAS ON MOTION BY DARYL ERIKSEN, SECONDED BY WANDA BORDEN, AND PASSED UNANIMOUSLY TO APPROVE THE MANAGER [|#146|]S APPRAISAL & DEVELOPMENT PLAN AND GOALS.

As there was no further business to come before the board, the meeting was adjourned at 5:00 p.m.

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