

HTML contains invalid UTF-8 character(s)**THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF
WELLS RURAL ELECTRIC COMPANY****OCTOBER 18, 1991**

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 18, at 9:00 a.m. The meeting was presided over by President D. Vernon Dalton.

Directors present were Larry Bradshaw, Ferris Brough, Ray Crawford, D. Vernon Dalton, Daryl Eriksen, Robert Harris, Lois Nannini, Jerry Parkin, Vernon Scott, S.J. Smith, and Mary A. Wright.

Staff members present were Daniel L. Kessler, Jr., 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 16, 1991 will stand approved as written.

ADDITIONS TO THE AGENDA:

There were no additions to the agenda.

GENERAL MANAGER EVALUATION:

An executive session was called to evaluate the General Manager.

Following the executive session, IT WAS ON MOTION BY S.J. SMITH, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE A FOUR PERCENT INCREASE IN SALARY, DEPOSIT \$2,000.00 IN DEFERRED COMPENSATION, AND DEPOSIT \$1,000.00 IN TO THE HOMESTEAD FUND FOR THE GENERAL MANAGER.

The meeting was adjourned for lunch at 11:45 a.m. The meeting was called back to order at 1:00 p.m.

Century Club ACRE pins were handed out to the board.

WENDOVER LAND:

A letter was received from Robert Hill, attorney, and reviewed. Three proposals from reputable environmental consulting firms in Salt Lake City (Kleinfelder; ERM-Rocky Mountain; and Enviro Search) were received for environmental investigation of the Wendover property. A thorough and lengthy discussion ensued. Upon recommendations of management, IT WAS ON MOTION BY RAY CRAWFORD, SECONDED BY DARYL ERIKSEN AND PASSED UNANIMOUSLY TO APPROVE ATTORNEY ROBERT HILL CONTACTING STATELINE [[#146]]'S ATTORNEY REGARDING THEIR LIABILITY AND LEGAL RAMIFICATIONS OF THE CLEANUP OF THE WENDOVER PROPERTY, FOLLOWING STATELINE [[#146]]'S RECEIPT OF A DEMAND LETTER AND REMEDIATION SCHEDULE FROM THE STATE OF UTAH. (Mary Wright left at this time.)

MICROWAVE CAPACITY A:

The agreement between Wells Rural Electric Company and Western Communications was presented for board approval. Following review and discussion, IT WAS ON MOTION BY DARYL ERIKSEN, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE THE PRESIDENT SIGNING THE AGREEMENT BETWEEN WREC AND WESTERN COMMUNICATIONS.

REPORTS ON MEMBER CONTACTS:

Reports on member contacts made and follow-ups were given. Many favorable comments were received from members regarding the Annual Meeting.

A recess was called at 2:00 p.m. The meeting was called back to order at 2:15 p.m.

MANAGER[[#146]]S REPORT:

CFC interest rates, interest earned and investments made were reported.

Northern Nevada Community College placed our name on their Wall of Honor acknowledging our generosity in contributions to Phase I of the College Community Center.

Due to conflicts in schedules, it was requested that the November board meeting be moved to Friday, November 8. IT WAS ON MOTION BY LARRY BRADSHAW, SECONDED BY VERNON SCOTT AND PASSED UNANIMOUSLY TO APPROVE RESCHEDULING THE NOVEMBER BOARD MEETING TO FRIDAY, NOVEMBER 8, 1991.

Northern Nevada Community College Foundation Fund Fall Dinner/Dance is scheduled for October 19 at the Elko Convention Center. A donation request was received. IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY LARRY BRADSHAW AND PASSED UNANIMOUSLY TO APPROVE PURCHASING TICKETS (10) FOR \$350.00 TO THE NNCC 1991 FALL DINNER/DANCE.

A donation request was received from the Wendover Auxiliary Unit #40 for two community projects: family bingo night for needy families in the Wendover area during the Christmas season and sponsor a representative to Utah Girls State. IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE \$100.00 TO THE NEEDY FAMILIES AND \$175.00 TO SPONSOR A REPRESENTATIVE TO UTAH GIRLS STATE.

Dan gave a report on the Staff retreat.

Secretary of State papers for filing Wells Rural Electric as a corporation were presented to the president for signature. There were no objections.

A new Quality Advisory Team was formed. Dan gave an update on the REQUIP program.

A Marketing Model was handed out for review and discussion.

Approval was requested for Acceptance of Ordinance 90-901 from the City of Wendover. (EXHIBIT I) Dan reported. IT WAS ON MOTION BY RAY CRAWFORD, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE THE ABOVE STATE ORDINANCE.

COOPERATIVE CREDIT UNION:

A copy of the survey sent out randomly to WREC members was handed out to the board for review. A discussion ensued.

FINANCIAL/ADMINISTRATIVE SERVICES REPORT:

A summary of investments with our Agency Account with First Interstate Bank of Nevada was handed out to the board for their review and ratification. Clay reported. IT WAS ON MOTION BY S.J. SMITH, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE RATIFICATION OF THE AGREEMENT.

IT WAS ON MOTION BY FERRIS BROUGH, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE MARY A. WRIGHT OBTAINING A MASTER CARD THROUGH FIB.

Signatures for the Facsimile Resolution for First Interstate Bank were required. IT WAS ON MOTION BY FERRIS BROUGH, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE FIB[[#146]]S FACSIMILE RESOLUTION.

NRECA has requested mailing labels of our members to market health insurance through NRECA. IT WAS ON MOTION BY LARRY BRADSHAW, SECONDED BY RAY CRAWFORD AND PASSED UNANIMOUSLY TO APPROVE SENDING THE LABELS TO NRECA.

A discussion ensued regarding a policy addressing charging interest to bad debt accounts. IT WAS ON MOTION BY S.J. SMITH, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO EXPLORE POLICY CHANGES CONCERNING CHARGING INTEREST TO WRITTEN OFF ACCOUNTS.

COLLECTION & ACCOUNT AGING REPORT:

The Collection & Account Aging Report was reviewed.

SAFETY MINUTES:

IT WAS ON MOTION BY JERRY PARKIN, SECONDED BY LARRY BRADSHAW AND PASSED UNANIMOUSLY TO APPROVE THE SAFETY MINUTES.

ENGINEERING/OPERATIONS REPORT:

Two line extension contracts (Nevada Properties-Peppermill Expansion and Solar Aluminum Technology Services-Salt Cake Plant) over \$25,000.00 were presented to the board for signatures. There were no objections to signing the contracts.

MEMBER SERVICES REPORT:

The Christmas Party will be held in Wendover at the SilverSmith on December 20.

The Wells Bloodmobile is scheduled November 7, 1991 at the WREC Service Center.

ANNUAL MEETING REPORT:

A total of 148 members were present[[#151]] a new membership attendance record. Also a new record in employee attendance was recorded[[#151]]43. Many favorable comments were received from attendees.

The Member Services Department and all employees were commended for a job well done.

A discussion ensued regarding an Annual Meeting evaluation form and the possibility of a special prize drawing for those returning evaluation forms.

Union negotiations are tentatively scheduled for November. Dan reported. There were no objections to strategies addressed.

NEW MEMBERSHIPS:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY FERRIS BROUGH AND PASSED UNANIMOUSLY TO APPROVE 46 NEW MEMBERSHIPS: 7-WELLS, NEVADA; 19-CARLIN, NEVADA; 5-WENDOVER, NEVADA; AND 15-WENDOVER, UTAH.

As there was no further business to come before the board, the meeting was adjourned at 3:30 p.m.

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