

HTML contains invalid UTF-8 character(s)**THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF
WELLS RURAL ELECTRIC COMPANY****NOVEMBER 20, 1992**

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 November 20, 1992 at 9:00 a.m. The meeting was presided over by President D. Vernon Dalton.

Directors present were Gerald Anderson, Larry Bradshaw, Ferris Brough, 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 October 16, 1992 will stand approved as written.

ADDITIONS TO THE AGENDA:

It was noted that Mary Wright would be late due to a flat tire.

POWER Engineers[[#146]] presentation was canceled due to being snowed in. It was requested that their presentation be held during the December board meeting. There were no objections.

Martin Lowery would like to meet with the board regarding several issues on Thursday, December 17. There were no objections.

Debbie Smith, Executive Director of NENDA, asked to address the board. There were no objections.

Mike Nannini and Jami Hylton, Wells Civic Improvement Committee, has asked to address the board. There were no objections.

An Executive Session was requested to discuss the upcoming union negotiations. There were no objections.

UNION NEGOTIATIONS:

An Executive Session was called.

WENDOVER LAND:

A letter from attorney bob Vaughan was reviewed and discussed. Also discussed was attorney Robert Hill[[#146]]s letter.

A meeting between the Union Pacific Railroad, Wells Rural Electric and Stateline Properties has been scheduled in Salt Lake City on December 1. Our two attorneys, Robert Hill and Robert O. Vaughan, and Warren Linnell will be representing Wells Rural Electric Company. It was the consensus of the board to

take the stance that we are not responsible for the contamination and cleanup.

An estimate of the total cost spent to date on the Wendover land situation was reported.

MEMBER CONTACTS:

Member contacts made and follow-ups were reported. A discussion ensued regarding the power quality issue.

WELLS CIVIC IMPROVEMENT COMMITTEE:

Mike Nannin and Jami Hylton asked the board to consider the Wells Civic Improvement Committee using space in the building on 510 Lake Street for dental purposes, if a dentist can be found and will come to Wells, until July 1993 at which time they would relocate the dentist. A thorough discussion ensued. IT WAS ON MOTION BY ROBERT HARRIS, SECONDED BY FERRIS BROUGH AND PASSED UNANIMOUSLY TO RESERVE THE BUILDING ON 510 LAKE STREET FOR WREC **[#146]**'S FUTURE BUSINESS PLANS.

MANAGER **[#146]**'S REPORT:

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

A letter was sent to PNGC regarding the decision not to participate in full membership at this time. Dan reported on his meeting with Dave Piper following the Region IX Meeting. A discussion ensued regarding which organization in the Northwest will represent us. After looking into this matter further, a decision will be made.

Dan reported on the Direct Broadcast Satellite (DBS) program offered through NRTC. At this time, it was recommended not to participate because the cost and risk involved far exceeds the payback. A discussion ensued.

It was noted that the December 18 Board meeting will be held in Wendover.

A discussion ensued regarding the liability issued of our geothermal water being injected into the City of Wells **[#146]** water system. A question of a conflict of interest was asked about with Bob Goicoechea working as the City of Wells attorney and as an affiliate of Bob Vaughan **[#146]**'s.

Dan reported on the meeting with Rick Itami of BPA regarding the geothermal feasibility study. BPA has been billed.

Letters, from REA and CFC, were received. They have received our loan applications and are processing it.

Reports were given by those attending the Utah Rural Electric Association **[#146]**'s Annual Meeting.

The NRECA pre-conference workshops and Annual Meeting are scheduled for February 11-17.

Correspondence was received from Mike Cosgrove, Wells City Manager, and Stu Powell, City of Wendover, Utah agreeing to exchange information on new services. No historical or personal data will be exchanged.

Dan reported on Sierra Pacific Power Company **[#146]**'s Open Season proposal to bring natural gas

services to Northeastern Nevada. A discussion ensued. There were no objections to sending a letter stating we may be interested, but cannot meet the proposal dates. More time is needed to study this proposal.

Vernon Dalton reported on the Region IX Meeting. It was requested that management take a closer look at all our banking affiliations.

Vernon Dalton congratulated Dan on an excellent NREA Annual Meeting. Dan reported on the goals of NREA.

A discussion ensued on BPA **[[#146]]**s New Large Single Load. Also reviewed was a letter from Tom Wagonhoffer, BPA.

A donation request was received from the Civil Air Patrol. Following a discussion, IT WAS ON MOTION BY ROBERT HARRIS, SECONDED BY MARY WRIGHT AND PASSED UNANIMOUSLY TO DONATE \$50.00 TO THE CIVIL AIR PATROL FOR AN AD IN THEIR MAGAZINE

A bill was received, from Utah Rural Electric Association, for 1/3 of the cost to send a student from Utah to the Washington DC youth tour. Following a discussion, IT WAS ON MOTION BY DARYL ERIKSEN, SECONDED BY VERNON SCOTT AND PASSED UNANIMOUSLY TO SEND THE BILL BACK TO UREA.

A donation request was received from the Wells Chamber of Commerce in support of the Christmas Lighting contest. Following a discussion, IT WAS ON MOTION BY ROBERT HARRIS, SECONDED BY LARRY BRADSHAW AND PASSED UNANIMOUSLY TO DONATE \$100.00 TO EACH COMMUNITY IN ALL THREE AREAS PARTICIPATING IN CHRISTMAS LIGHTING CONTESTS.

A donation request was received from the Wells Senior Citizens. They are asking a donation to purchase turkeys for needy families for Thanksgiving. Following a discussion, IT WAS ON MOTION BY DARYL ERIKSEN, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE A DONATION OF \$100.00 TO PURCHASE TURKEYS. It was noted that Carlin and Wendover had also received donations for needy families.

NENDA:

Debbie Smith, Executive Director, and Yvonne Stuart, NENDA board member from Wells, addressed the board regarding the focus and efforts NENDA is taking on marketing Elko County through a direct mailing campaign, publication ads, etc.

A lunch recess was called 12:10 p.m. The meeting was called back to order at 1:30 p.m. Gerald Anderson, Lois Nannini and Jerry Parkin did not attend the afternoon session.

COOPERATIVE CREDIT UNION:

The information requested from Glen Reese of the Nevada Credit Union League has not been received. He has been contacted several times with no results. A lengthy discussion ensued. It was requested that Dan contact Tom Martin of the National Credit Union League for assistance.

BOARD COMMITTEE REPORTS:

The Safety and Insurance Committees were scheduled to meet December 14: Safety Committee at 9:00 a.m. with the Insurance Committee following.

A Financial Advisory Committee was scheduled to meet December 17 from 7:30-9:00 a.m. A Strategic Planning session is scheduled with Martin Lowery at 9:00.

FINANCIAL/ADMINISTRATIVE REPORT:

The approved line of credit documents, through Co-Bank, requires the President[[#146]]s signature. No objections.

COLLECTION/ACCOUNT AGING REPORT:

A discussion ensued regarding charging interest on delinquent accounts or discounts to bill paid on time.

SAFETY MINUTES:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE THE SAFETY MINUTES.

ENGINEERING/OPERATIONS REPORT:

Warren gave a report on hazardous waste disposal.

NEW MEMBERSHIPS:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE 43 NEW MEMBERSHIPS: 7-WELLS, NV; 11-CARLIN, NV; 12-WENDOVER, NV; AND 13-WENDOVER, UT.

As there was no further business to come before the board, the meeting was adjourned at 3:00 p.m.

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