

**THE MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF WELLS
RURAL ELECTRIC COMPANY**

AUGUST 4, 1993

A special meeting of the Board of Directors of Wells Rural Electric Company was held (**Waiver of Notice attached**) in the Wells office and called to order August 4, 1993. The meeting was presided over by President D. Vernon Dalton.

Directors present were: Gerald Anderson, Larry Bradshaw, Ferris Brough, D. Vernon Dalton, Daryl Eriksen, Vernon Scott, and Mary A Wright. Robert Harris, Lois Nannini, Jerry Parkin and S.J. Smith were not present. Rob Church of NRECA was in attendance.

The special meeting was called to discuss the Management Audit.