

HTML contains invalid UTF-8 character(s)**MINUTES OF THE REGULAR BOARD MEETING OF THE BOARD OF DIRECTORS OF
WELLS RURAL ELECTRIC COMPANY****January 16, 1997**

The regular meeting of the Board of Directors of Wells Rural Electric Company was held in Wells, Nevada in the boardroom of the Wells office and called to order Thursday, January 16, 1997 at 9:00 am. The meeting was presided over by Secretary/Treasurer, Lois Nannini.

Directors present were: Gerald Anderson, Robert Harris, Orlin Kidner, Lois Nannini, Paul Neff, Jerry Parkin, Vernon Scott, S. J. Smith and Mary Wright. President D. Vernon Dalton and Daryl Eriksen were not present.

Staff members present were Daniel L. Kessler, Jr., General Manager; Clay R. Fitch, Manager of Finance/Administration; Warren Linnell, Manager of Engineering/Operations; and Jim Su[#146]euga, Manager of Customer Services. Also present was Diane Moore, Executive Secretary and Don Angell, Engineering Consultant.

APPROVAL OF MINUTES:

The minutes of the regular meeting of December 13, 1996 were approved as written.

ADDITIONS TO AGENDA:

There were no additions to the agenda.

EXECUTIVE SESSION:

No executive session was held.

MANAGER[#146]'S REPORT:

The union negotiations were reported. Brought before the board for consideration was the three-year Union Agreement. A thorough discussion ensued. IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE THE UNION CONTRACT AS PRESENTED.

(Paul Neff came in at this time.)

A discussion ensued regarding WREC[#146]'s stance if retail wheeling were to come about.

The National Endangered Species Reform Coalition is requesting continued membership for \$2,000.00 for 1997. IT WAS ON MOTION BY MARY A. WRIGHT, SECONDED BY GERALD ANDERSON AND PASSED UNANIMOUSLY TO APPROVE THE 1997 MEMBERSHIP FEE OF \$2,000.00.

A letter from attorney, Robert O. Vaughan was reviewed regarding a fee increase of 2.55 percent. IT WAS ON MOTION BE ROBERT HARRIS, SECONDED BY ORLIN KIDNER AND PASSED UNANIMOUSLY TO APPROVE THE FEE INCREASE OF 2.55 PERCENT.

A donation request was received from the Great Basin College Foundation asking for the purchase of a

table of eight to ten persons at \$50.00 per person. It was the consensus of the board that Dan use his limit of \$200.00 with a matching donation from the Greater Nevada Credit Union (formerly Nevada Community Federal Credit Union).

The Greater Nevada Credit Union has requested WREC[[#146]]s mailing list as per Member Request Policy. Also a request for member information was received from Bishop Peterson of the LDS Ward in Wendover. Following a lengthy discussion, IT WAS ON MOTION BY S. J. SMITH, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE GIVING A ONE-TIM LIST PREPARED AS LABELS TO THE CREDIT UNION.

IT WAS ON MOTION BY ROBERT HARRIS, SECONDED BY GERALD ANDERSON AND PASSED UNANIMOUSLY TO RECEIVE BISHOP PETERSON[[#146]]S REQUEST AS INFORMATION.

Mr. Wheeler Power Inc. has requested an amendment to the Nevada statutes which would alter the criteria to amend a company[[#146]]s articles of incorporation. The criteria requested would be a majority of the company[[#146]]s of the quorum or a majority of the company[[#146]]s directors. IT WAS ON MOTION BY ORLIN KIDNER, SECONDED BY VERNON SCOTT AND PASSED UNANIMOUSLY TO OPPOSE MT. WHEELER[[#146]]S REQUEST AND SUPPORT ROBERT O. VAUGHAN[[#146]]S EFFORTS TO KEEP THE STATUTES AS IS.

Two dates, September 20 or September 27, are available for the scheduling of WREC[[#146]]s annual meeting. IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE SEPTEMBER 27, 1997 AS THE ANNUAL MEETING DATE.

It was noted that the Region IX Meeting is scheduled for September 13 (pre-conference courses) through September 17, 1997 in Anchorage, Alaska.

The write-off list for 1996 was presented to the board for review and approval. IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE THE 1996 WRITE-OFF LIST.

The capital credit retirement amount is \$348,077.00. IT WAS ON MOTION BY ROBERT HARRIS, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE THE CAPITAL CREDIT RETIREMENT AMOUNT.

Ernst & Young bid, not to exceed \$17,000.00, for this year[[#146]]s audit. Following a discussion, IT WAS ON MOTION BY MARY A. WRIGHT, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE ERNST & YOUNG AS OUR AUDIT FIRM FOR 1997.

SAFETY MINUTES:

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

NEW MEMBERSHIPS:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE 47 NEW MEMBERSHIPS: 10-WELLS; 11-CARLIN; 12-WENDOVER, NV; AND 16-WENDOVER, UT.

WREC HISTORY:

A discussion ensued regarding the status of the WREC History being prepared by Rick Steber.

The meeting was recessed at 10:30 to call the Quantum Board Meeting to order. The meeting was called to order at 11:46 am.

An update was given on the Strategic Plan.

A discussion ensued regarding the advertising bill for the Ruby Mountain Review for \$5,252.00. The paper has folded. IT WAS ON MOTION BY S. J. SMITH, SECONDED BY ROBERT HARRIS AND APPROVED UNANIMOUSLY TO PAY THE BILL AND ADD TO THE CHECK VOID AFTER 30 DAYS OF DATE OF ISSUE.

Harry Copelan has contacted Wells business wanting to start a Wells issue of the advocate. A discussion ensued.

POWER SUPPLY ISSUES:

Don Angell gave an update on power supply issues.

As there was no further business to come before the board, the meeting adjourned at 12:00 pm.

D. Vernon Dalton, President Lois Nannini, Secretary/Treasurer

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