

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

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 Friday, May 16, 1997 at 9:00 am. The meeting was presided over by President D. Vernon Dalton.

Directors present were: Gerald Anderson, D. Vernon Dalton, Daryl Eriksen, Robert Harris, Orlin Kidner, Lois Nannini, Paul Neff, Jerry Parkin, S. J. Smith, and Mary Wright. Vernon Scott was 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 Amanda Bourne, Secretary.

APPROVAL OF MINUTES:

The minutes of the regular meeting of April 18, 1997 were approved as written.

ADDITIONS TO AGENDA:

There were no additions to the agenda.

MANAGER[[#146]]S REPORT:

Dan reported on CFC[[#146]]s Cooperative System Integrity Fund which WREC has donated 5% of their patronage capital to since 1986. Following a discussion, IT WAS ON MOTION BY DARYL ERIKSEN, SECONDED BY ORLIN KIDNER AND PASSED UNANIMOUSLY TO APPROVE THE 5% DONATION TO THE CFC INTEGRITY FUND.

The board chose a Nominating Committee as follows; Cherie Aiazzi of Carlin, Marlene Brough of Clover Valley, Elaine Swanson of Wells, and Marie Johnston of Wendover. Ethel Scott of Carlin and Viola Troyan of Wendover were chosen as alternates. IT WAS ON MOTION BY PAUL NEFF, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE THE NOMINATING COMMITTEE AS CHOSEN.

It was under discussion to accept the proposed changes to the January 1996 Board Minutes made by Mr. Robert Vaughan. (See attached) IT WAS ON MOTION BY MARY WRIGHT, SECONDED BY GERALD ANDERSON AND PASSED UNANIMOUSLY TO APPROVE THE CHANGES OF THE JANUARY 1996 BOARD MINUTES.

Clay reported on power supply. The Irrigation Rate Schedule was discussed. The Northwest Irrigators Utility (NIU) came up with a program called the Summer Seasonal Product. The Summer Seasonal Product is the new established rate for irrigators offered through the BPA.

Clay and Don Angell brought before the board Tariff 0011 for Continental Lime, Inc. The Cost of Service Study was used to determine this Tariff. Following the report and discussion, IT WAS ON MOTION BY ROBERT HARRIS, SECONDED BY GERALD ANDERSON AND PASSED

UNANIMOUSLY TO APPROVE TARIFF 0011 FOR CONTINENTAL LIME, INC.

IT WAS ON MOTION BY S. J. SMITH, SECONDED BY PAUL NEFF AND PASSED UNANIMOUSLY TO APPROVE THE BOARD OF RESOLUTION - FLOOD INSURANCE FOR THE WENDOVER BUILDING, U. S. DEPARTMENT OF AGRICULTURE - CERTIFICATION REGARDING DEBARMENT, SUSPENSION AND OTHER RESPONSIBILITY MATTERS - PRIMARY COVERED TRANSACTIONS AND THE FEDERAL DEBT DELINQUENCY CERTIFICATION.

Orlin reported on the Scholarship Committee. There were 32 applicants with three \$4,000 scholarships awarded. The winners are: Juan Covarribus of Wendover, Quinton Neff of Ruby Valley, and Rita Carter of Carlin. The first alternate is Will Gardner of Ruby Valley and the second alternate is Tera Madison of Wells. IT WAS ON MOTION BY ORLIN KIDNER, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE THE 1997 SCHOLARSHIP RECIPIENTS. (PAUL NEFF ABSTAINED FROM VOTING DUE TO CONFLICT OF INTEREST)

Dan reported Jennifer Ballard will be leaving the company on June 20, 1997 and Warren Linnell has resigned as of June 1, 1997.

Warren was commended on a job well done at WREC.

Jim Su[[#146]]euga gave a Customer Service and Marketing update and distributed a handout of activities completed since December. He also demonstrated the electrical display which is used in grade school programs stressing electrical safety.

Don McDonald gave a presentation on a proposed Safety Award/Recognition Program for WREC. Following the presentation and discussion, IT WAS ON MOTION BY LOIS NANNINI, SECONDED BY MARY WRIGHT AND PASSED UNANIMOUSLY TO APPROVE THE SAFETY AWARD/RECOGNITION PROGRAM AS PRESENTED.

SAFETY MINUTES:

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

NEW MEMBERSHIPS:

IT WAS ON MOTION BY JERRY PARKIN, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE 51 NEW MEMBERSHIPS: 9 - WELLS, NV; 14 - CARLIN, NV; 18 - WENDOVER, NV; AND 10 - WENDOVER, UT.

The following informational items were discussed: strategic plan update was handed out for the 3rd quarter; the IRP is on-going.

Tommi and Warren will give a report on the Turtle project during the June board meeting.

MANAGER[[#146]]S REPORT:

A letter regarding UREA dues was discussed.

Literature has been ordered on John Carver[[#146]]s presentation. It was agreed to wait and review the information and discuss at a future date.

Orlin, Vernon Dalton, Dan and Jim reported on the NRECA Legislative Conference in Washington DC. It was felt by all the conference was of great value.

Vernon Dalton commended Robert O. Vaughan on his legal services. It was confirmed information was mailed to the board regarding the Legal Seminar Information.

OTHER BUSINESS:

It was approved for Mary Wright to attend the NWPPA Conference in Kalispell, Montana in June. Paul Neff will be attending the Jackson Summer School to acquire his Board Certificate.

As there was no further business to come before the board, the meeting adjourned at 2:00 pm.

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

MINUTES OF THE REGULAR BOARD MEETING OF THE BOARD OF DIRECTORS OF QUANTUM RESOURCES, INC.

MAY 16, 1996

The regular meeting of the Board of Directors of Quantum Resources, Inc. was held in Wells, Nevada in the Board room of the Wells office and called to order Friday, May 16, 1997 at 2:00 pm. The meeting was presided over by President D. Vernon Dalton.

Directors present were: Gerald Anderson, D. Vernon Dalton, Daryl Eriksen, Robert Harris, Orlin Kidner, Lois Nannini, Paul Neff, Jerry Parkin, S. J. Smith, and Mary Wright. Vernon Scott was 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 Amanda Bourne, Secretary.

APPROVAL OF MINUTES:

The minutes of the regular meeting of April 18, 1997 were approved as written.

ADDITIONS TO AGENDA:

There were no additions to the agenda.

FINANCIAL REPORT:

The financial statement for March will be included in Monday[[#146]]s weekly mailing.

TOOLS:

Three binders which include: Policy, By-Laws, Articles of Incorporation, and Table of Organization are now in the board room.

OTHER BUSINESS:

Vernon Dalton will be giving a speech on Quantum at the Chairman of the Board[[#146]]s Conference in

June.

As no further business came before the board, the meeting was adjourned at 2:30 pm.

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

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