

**HTML contains invalid UTF-8 character(s)****MINUTES OF THE REGULAR BOARD MEETING OF THE BOARD OF DIRECTORS OF  
WELLS RURAL ELECTRIC COMPANY****September 17, 1999**

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 Friday, September 17, 1999 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, Paul Neff, Jerry Parkin, Vernon Scott, S. J. Smith, and Mary A. Wright. Lois Nannini was absent.

Staff members present were Daniel L. Kessler, Jr., Chief Executive Officer and Clay Fitch, Chief Financial Officer and Jim Su[[#146]]euga, Manager, Marketing and Customer Services. Also present was Amanda Bourne, Executive Secretary and Don Angell, Engineering Consultant.

**ACTION ITEMS:****APPROVAL OF MINUTES:**

The minutes of the regular meeting of August 20, 1999 were approved as written.

**ADDITIONS TO AGENDA:**

There were no additions to the agenda.

**Election Committee Report.:**

Marie Johnston of Wendover read the Election Committee Report and thanked the board for asking her to serve on the committee. The election results were as follows:

- Total Ballots [[#150]] 723
- Ballots rejected [[#150]] 29
- Ballots counted - 694
  
- Gerald Anderson [[#150]] 405 votes
- D. Vernon Dalton [[#150]] 458 votes
- Allen Rowley [[#150]] 164 votes
- Lois Nannini [[#150]] 410 votes
- Thomas Stratton [[#150]] 170 votes
- Judith Bradshaw [[#150]] 303 votes
- Robert Harris [[#150]] 310 votes
- Anita Linge [[#150]] 233 votes

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY ORLIN KIDNER AND PASSED UNANIMOUSLY TO APPROVE THE ELECTION COMMITTEE REPORT.

**ELECTION OF OFFICERS:**

The board held an election of officers. The results are as follows: D. Vernon Dalton, President; Orlin Kidner, Vice President; Mary A. Wright, Secretary/Treasurer; Lois Nannini, Alternate Secretary and S.J. Smith, Alternate Secretary.

#### SAFETY FIRST VERSE:

When you drive through a work zone, be sure to pay attention to all signs and flagmen.

Dan presented the board with a plaque from Ruralite recognizing an *Outstanding Safety Record* to the Employees of Wells Rural Electric Company for one million hours worked without a lost time accident. The board wished to express their appreciation to the employees for the substantial effort put forth to accomplish such recognition.

#### EXECUTIVE SESSION:

An executive session was held.

#### CEO[[#146]]S REPORT:

Policy Change Recommendations [[#150]] Following a thorough discussion and review of the recommended policy changes, IT WAS ON MOTION BY MARY WRIGHT, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE THE POLICY CHANGES AS ATTACHED TO THE MINUTES.

It was the consensus of the board for staff and board to review the bylaws of Wells Rural prior to the October board meeting and make recommendations for changes in October.

Letter for Capital Credits [[#150]] A letter was received by a consumer asking if Wells Rural would accelerate the payback of capital credits due to a corporation buyout. Following a discussion, the board asked if staff would reply to the request and inform the consumer that the board will consider the request following an account study.

Bolinger, Segars, Gilbert & Moss [[#150]] A letter was received requesting an agreement by Wells Rural Electric Company to accept an offer to conduct the 1999 combined audit of Wells Rural and Quantum Resources, Inc. for the amount of \$27,500 to \$31,000. IT WAS ON MOTION BY S. J. SMITH, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE BOLINGER, SEGARS, GILBERT & MOSS TO CONDUCT THE 1999 COMBINED AUDIT.

#### SAFETY MINUTES:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE THE SAFETY MINUTES AS WRITTEN.

#### NEW MEMBERSHIPS:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO APPROVE 89 NEW MEMBERSHIPS AS REVIEWED: WELLS [[#150]] 5; CARLIN [[#150]] 23; WENDOVER, NV [[#150]] 35; AND WENDOVER, UT [[#150]] 26.

#### INFORMATION ITEMS:

#### STUDIES UPDATE:

Strategic Plan **[[#150]]** The 3<sup>rd</sup> Quarterly Update will be reported on in October.

Integrated Resource **[[#150]]** This information was mailed with the agenda.

Outage Report **[[#150]]** This information was mailed with the agenda.

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

Acre Dues **[[#150]]** Dan reminded the board of Acre Dues.

Annual Meeting **[[#150]]** The Annual Report was handed out and the board was reminded of the Annual Meeting to be held September 18<sup>th</sup>.

Region IX Meeting **[[#150]]** Region IX Meeting is scheduled for September 27<sup>th</sup> **[[#150]]** 30<sup>th</sup> in Snowbird, Utah.

A recess was called at 11:00 am. The meeting was called back to order at 11:20 am.

NREA Annual Meeting **[[#150]]** Directors and staff reported on the NREA Annual Meeting held in Ely. Following a discussion, IT WAS ON MOTION BY PAUL NEFF, SECONDED BY S. J. SMITH AND PASSED UNANIMOUSLY TO APPROVE D. VERNON DALTON AND DAN KESSLER AS REPRESENTATIVES ON THE NREA BOARD OF DIRECTORS.

POWER SUPPLY:

Gas Acquisition **[[#150]]** Dan reported the continuation of a study dealing with wages and benefits being conducted. Staff is waiting to hear from Tom Strait on tax information and a payout structure. Daryl Eriksen was absent during this discussion.

Don Angell gave a report on the following: BPA Subscription/Rate Case, Wendover Power Factor, Transmission/FERC Issues, Newmont Issues, and Nevada Restructuring.

QUANTUM RESOURCES, INC.

There was nothing to report at this time.

As there was no further business to come before the board, the meeting was adjourned at 12:55 pm.

D. Vernon Dalton, President Mary A. Wright, Secretary/Treas.

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

**September 17, 1999**

The regular meeting of the Board of Directors of Quantum Resources, Inc. was held in Wells, Nevada in the Boardroom of the Wells office and called to order Friday, September 17, 1999 at 1:15 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,

Paul Neff, Jerry Parkin, Vernon Scott, S. J. Smith and Mary Wright. Lois Nannini was not present.

Staff members present were Daniel L. Kessler, Jr., Chief Executive Officer and Clay Fitch, Chief Operations Officer. Also present was Amanda Bourne, Executive Secretary.

ACTION ITEMS:

The minutes of the regular meeting of August 20, 1999 were approved as written.

ADDITIONS TO AGENDA:

There were no additions to the agenda.

EXECUTIVE SESSION:

An executive session was not held.

CEO[[#146]]s REPORT:

It was the consensus of the board to hold the annual meeting of directors/members during the October board meeting.

FINANCIAL REPORT:

The board reviewed the financial reports. Dan and Clay reported

OTHER BUSINESS:

As there was no further business to come before the board, the meeting was adjourned at 1:45 pm.

D. Vernon Dalton, President Mary A. Wright, Secretary/Treas.

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