

HTML contains invalid UTF-8 character(s)**MINUTES OF THE REGULAR BOARD MEETING OF THE BOARD OF DIRECTORS OF
WELLS RURAL ELECTRIC COMPANY****February 8, 2001**

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, February 8, 2001 at 9:00 am. The meeting was presided over by President D. Vernon Dalton.

Directors present were: Gerald Anderson, D. Vernon Dalton, Daryl Eriksen, Lois Nannini, Paul Neff, Jerry Parkin, Vernon Scott, Howard Wright and Mary A. Wright. Robert Harris and Orlin Kidner were absent.

Staff members present were Clay R. Fitch, Chief Executive Officer. Also present was Amanda Moffitt, Executive Secretary.

ACTION ITEMS:**APPROVAL OF MINUTES:**

The minutes of the regular meeting of January 19, 2001 were approved as written.

ADDITIONS TO AGENDA:

There were no objections to add the following:

- Request to change the March board meeting
- Consent to Sign
- ECEDA
- Voting delegates for NRECA Annual Meeting
- Minutes in Ruralite

SAFETY FIRST VERSE:

Your life and health are too important to risk by taking chances. If you are injured, the minute you saved, may cost you days, weeks, even months of recovery time.

ACTION ITEM REPORT:

March Board Meeting **[[#150]]** IT WAS ON MOTION BY HOWARD WRIGHT, SECONDED BY PAUL NEFF AND PASSED UNANIMOUSLY TO APPROVE CHANGING THE MARCH BOARD MEETING TO MONDAY, MARCH 19, 2001.

The next matter to come before the meeting was the matter of amending the January board minutes in relation to the sale of the Wells Professional Building. It was noted that the documents relating to the sale had been prepared and approved by counsel. It was further noted that the action taken by the Board in January, 2001 meeting did not accurately approve the sale.

NOW, THEREFORE, ON MOTION BY PAUL NEFF, SECONDED BY GERALD ANDERSON, THE

FOLLOWING RESOLUTIONS WERE UNANIMOUSLY APPROVED.

RESOLVED that the minutes of the January, 2001 Board Meeting relating to the Wells Professional Building be deleted in their entirety; and

BE IT FURTHER RESOLVED, that the sale of the Wells Professional Building to the County of Elko for the cash purchase price of \$175,000.00 be approved; and

BE IT FURTHER RESOLVED that the Contract of Sale, the Grant, Bargain and Sale Deed and Bill of Sale, and Assignment of Lease be approved and that the officers of the Corporation are authorized to execute and deliver the same to Stewart Title of Northeastern Nevada for close of sale.

Consent to Assign **[[#150]]** The next matter to come before the meeting related to a request for Consent to Assignment of a pole line agreement from Qwest Corporation to Skyline Telecom. After due consideration it was passed unanimously on motion by Paul Neff, seconded by Gerald Anderson, as follows:

RESOLVED: That the Consent to Assignment to Skyline Telecom of the Agreement for Joint Use of Electric System dated August 8, 1989, between Qwest Corporation and Wells Rural Electric Company be approved and the President of the Company is authorized to execute the same.

Elko County Economic Development Authority **[[#150]]** Clay reported receiving a formal request from the Mayor of West Wendover requesting that WREC joins ECEDA. The board discussed a number of issues concerning the request and joining ECEDA. It was the consensus of the board to table the issue.

Voting Delegates at NRECA **[[#146]]**s Annual Meeting **[[#150]]**

NRECA: Jerry Parkin; alternate Robert Harris

NRTC: Lois Nannini; alternate Howard Wright

CFC: Daryl Eriksen; alternate: Lois Nannini

Ruralite **[[#150]]** It was suggested to make better use of page design in the Ruralite for the "Summary of Minutes". A number of proposed changes were discussed.

PRESENTATIONS:

Operations Planning **[[#150]]** Lonnie Abbott, Mike Cromie and Kerry Robinson gave reports on the operations planning tools used and the existing plans in place. These included the Long-term Plan; 2-year Construction Work Plan; Sectionalizing Study; Maintenance Plan and the Strategic Plan. A discussion was held on the above reports.

Diversified Services Planning Model **[[#150]]** Clay reported the business plan for the electrical department is 30% complete. A planning model to be used for all diversified services was presented to the board. A discussion was held.

SAFETY MINUTES:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY GERALD ANDERSON AND PASSED UNANIMOUSLY TO APPROVE THE SAFETY MINUTES AS WRITTEN. Clay reported on a member slipping in the Carlin parking lot and that Federated Insurance has been notified and will be handling the matter.

NEW MEMBERSHIPS:

IT WAS ON MOTION BY VERNON SCOTT, SECONDED BY ORLIN KIDNER AND PASSED UNANIMOUSLY TO APPROVE 47 NEW MEMBERSHIPS AS REVIEWED: WELLS **[[#150]]** 12; CARLIN **[[#150]]** 5; WENDOVER, NV **[[#150]]** 21 AND WENDOVER, UT **[[#150]]** 9.

INFORMATIONAL ITEMS:

DEPARTMENT OR OTHER REPORTS

The following reports were included as information in the agenda:

- Strategic Plan
- Outage
- Finance and Administration
- Member Services
- Office Services
- Operations
- Marketing and Diversified Services

POWER SUPPLY - A report was mailed with the agenda.

BOARD REPORTS

There were no reports given.

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

The following reports were included in the agenda:

- Key Accounts
- Rule 9
- Future Board Meetings
- March **[[#150]]** Approval of Rule 9
- April - Draft Financial Forecast
- Cost of Service Study Discussion

Commercial Fire Alarm Monitoring Accounts **[[#150]]** Clay proposed to sell the non-member accounts due to the cost of maintaining service. Following a discussion; IT WAS ON MOTION BY DARYL ERIKSEN, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE SELLING THE NON-MEMBER FIRE ALARM ACCOUNTS.

Articles of Incorporation **[[#150]]** It was suggested to hold a Committee Meeting to discuss all aspects of the Articles of Incorporation.

IT WAS ON MOTION BY GERALD ANDERSON, SECONDED BY PAUL NEFF AND APPROVED UNANIMOUSLY TO HOLD A COMMITTEE MEETING ON MONDAY, MARCH 5, 2001 AT 9:00

AM IN THE WELLS BOARD ROOM TO DISCUSS A MEMBER EDUCATION PLAN ON THE PROPOSED ARTICLE CHANGES, AND A DRAFT PLAN TO AMEND THE ARTICLES OF INCORPORATION.

EXECUTIVE SESSION

There was no executive session held.

OTHER BUSINESS

There was no further business to discuss.

As there was no further information to discuss, the meeting was adjourned at 11:40 am.

D. Vernon Dalton, President

Lois Nannini, Secretary/Treasurer

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