

HTML contains invalid UTF-8 character(s)**MINUTES OF THE REGULAR BOARD MEETING
OF THE BOARD OF DIRECTORS
OF WELLS RURAL ELECTRIC COMPANY****March 22, 2002**

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, March 22, 2002 at 9:00 am. The meeting was presided over by President D. Vernon Dalton.

Directors present were: Gerald Anderson, D. Vernon Dalton, Scott Egbert, Robert Harris, Orlin Kidner, Lois Nannini, Paul Neff, Jerry Parkin, S. J. Smith, Howard Wright and Mary Wright.

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 February 20, 2002 were approved as written.

ADDITIONS TO AGENDA:

There were no objections to add the following:

- Shut-off Policy
- NWPPA Voting Delegate
- Low Income Weatherization
- Election Notification **[[#150]]** Bob Vaughan

SAFETY FIRST VERSE:

Haste makes waste **[[#150]]** always take the time to read warning labels.

ACTION ITEM REPORT:

Education Request from Attorneys **[[#150]]** IT WAS ON MOTION BY PAUL NEFF, SECONDED BY SCOTT EGBERT AND PASSED UNANIMOUSLY TO APPROVE THE ATTORNEYS ATTENDING THE 42ND ANNUAL LEGAL SEMINAR.

Strategic Plan **[[#150]]** The board discussed each strategy and gave direction for management to proceed.

Business Planning and Diversification **[[#150]]** It was the consensus of the board that the requested information regarding a business plan is not part of the Strategic Plan Goal 5.

Goal 6- Communications, Member Education and Demographics **[[#150]]** The board agreed to the proposed cutting process for the grassroots program. The first cut will be those members who **[[#146]]**s billing address is not in the service territory. Directors will review the list and bring back any member

names they feel should be included and were not on the list.

Shut-off Notice **[[#150]]** A discussion was held regarding a member contacting a director about a shut-off notice. The board discussed the present policy.

NWPPA Voting Delegate **[[#150]]** It was determined that Mary Wright will act as voting delegate at the NWPPA Annual Meeting.

Low Income Weatherization **[[#150]]** Clay reminded the board of the new energy tax law in Nevada, of which Wells Rural is exempt, provided we have energy assistance programs in place. It was proposed to set up a program that utilizes \$40,000 of the Conservation and Renewable Discount to weatherize low-income members homes that are heated with electricity. IT WAS ON MOTION BY ROBERT HARRIS, SECONDED BY GERALD ANDERSON AND PASSED UNANIMOUSLY TO APPROVE \$40,000 FOR THE LOW INCOME WEATHERIZATION PROGRAM.

Director Elections **[[#150]]** The board discussed a letter from Bob Vaughan regarding the board election process. The history of a counted ballot was if the person was identified as a member, the ballot was counted. The proposed change is that the ballot must be signed by the member to be counted. IT WAS ON MOTION BY JERRY PARKIN TO CONSIDER A BALLOT LEGAL WHEN COMPLETED ACCORDING TO THE WRITTEN INSTRUCTION ON THE BALLOT. MOTION FAILED FOR LACK OF SECOND.

The board discussed the issue at length. IT WAS ON MOTION BY S. J. SMITH, SECONDED BY ROBERT HARRIS AND PASSED UNANIMOUSLY TO CHANGE THE BY-LAWS EVERYWHERE "NOMINATING COMMITTEE" APPEARS TO "ELECTION COMMITTEE" AND TO AMEND THE BY-LAWS THAT THE POWER TO APPOINT ANY DIRECTOR VACANCIES DURING THE ELECTION PROCESS WOULD BE RESERVED FOR THE BOARD OF DIRECTORS.

PRESENTATIONS:

Business Planning 101 **[[#150]]** Hank James, Coordinator of Diversified Service gave a presentation on the essential elements of a business plan.

Director Lois Nannini excused herself at 2:00P.

IT WAS ON MOTION BY SCOTT EGBERT, SECONDED BY GERALD ANDERSON TO BEGIN WRITING A BUSINESS PLAN FOR WELLS RURAL AND ENSURE IT IS COMPLETED BY AUGUST 2002. Following further discussion, THE MOTION WAS AMENDED AND PASSED UNANIMOUSLY TO SET A DEADLINE OF AUGUST 2003.

SAFETY MINUTES: IT WAS ON MOTION BY ORLIN KIDNER, SECONDED BY JERRY PARKIN AND PASSED UNANIMOUSLY TO APPROVE THE SAFETY MINUTES AS PRESENTED.

NEW MEMBERSHIPS: IT WAS ON MOTION BY GERALD ANDERSON, SECONDED BY SCOTT EGBERT AND PASSED UNANIMOUSLY TO APPROVE 47 NEW MEMBERSHIPS AS REVIEWED: WELLS **[[#150]]** 7; CARLIN **[[#150]]** 7 WENDOVER, NV **[[#150]]** 22 AND WENDOVER, UT **[[#150]]** 11.

INFORMATIONAL ITEMS:

DEPARTMENT OR OTHER REPORTS

The following reports were included as information in the agenda:

- Outage
- Operations
- Finance and Administration
- Member Services
- Office Services
- Diversified Services
- Integrated Resources
- Member Information Systems
- Power Supply Report

BOARD REPORTS

Directors attending the Annual Meeting reported.

CEO[[#146]]S REPORT:

The following reports were included in the agenda:

Key Accounts [[#150]] This report was included in the agenda.

Legislative Conference [[#150]] Clay reminded the board of the upcoming Legislative Conference and asked the board to complete a travel form.

Employee/Director Annual Picnic [[#150]] Clay asked the board[[#146]]s opinion on holding the annual picnic at the Lamoille Campground on Saturday, August 10th, with camping Friday night and/or Saturday night. There were no objections.

The audit report will be given at the April board meeting. Clay informed the board on the FASB106 post retirement benefits, and Newmont depreciation. Bob Vaughan and IRS Accountant Tom Strait are looking at options for the Newmont depreciation issue.

A handout was given to the board on Net Metering of Electricity, which passed legislation in Utah.

EXECUTIVE SESSION:

An executive session was not held.

OTHER BUSINESS:

Board Agenda [[#150]] President Dalton asked the board to keep in mind items they would like included in the agenda each month.

The following topics will be added to the April agenda.

- June financials for Diversified Services
- Member Contacts
- Net Metering [[#150]] framework and discussion

As there was no further information to discuss, the meeting was adjourned at 3:42P.

D. Vernon Dalton, President

Lois Nannini, Secretary/Treasurer

mPDF error: