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MINUTES OF THE REGULAR BOARD MEETING
OF THE BOARD OF DIRECTORS OF
WELLS RURAL ELECTRIC COMPANY

May 11, 2005

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 Wednesday, May 11, 2005 at 9:00 a.m. The meeting was presided over by President D. Vernon Dalton.

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

Staff member present was Clay R. Fitch, Chief Executive Officer. Also present was Amanda Moffitt, Administrative Assistant.

APPROVAL OF MINUTES: The minutes of the regular meeting of April 6 2005 were approved as corrected. Names will be corrected to read: Gwen Wines and Rulon Gardner.

ADDITIONS TO AGENDA:

- Port of Elko
- First Quarter Director Expense
- Donation Request from Carlin Police
- All Terrain Vehicle Update

SAFETY FIRST VERSE: **[[#150]]** Wear protective gear when spraying for insects and weeds.

ACTION ITEMS:

Member Survey **[[#150]]** Clay handed out the revised survey with the changes from the previous meeting. The board reviewed and discussed conducting a member survey. **IT WAS ON MOTION BY PAUL NEFF, SECONDED BY SCOTT EGBERT AND PASSED TO ACCEPT THE PROPOSAL FROM NRECA TO CONDUCT A MEMBER SURVEY. LOIS NANNINI, S. J. SMITH, MARY WRIGHT AND HOWARD WRIGHT ARE ON RECORD AS VOTING AGAINST THE MEMBER SURVEY.**

IT WAS ON MOTION BY GERALD ANDERSON, SECONDED BY RON SPRINGSTEEL AND PASSED TO SURVEY FIFTY (50) HISPANIC MEMBERS.

A discussion was held to have NRECA provide a written report of the survey.

IT WAS ON MOTION BY S. J. SMITH, SECONDED BY SCOTT EGBERT AND PASSED TO CONDUCT A RANDOM SURVEY OF THE MEMBERSHIP, WHICH WILL INCLUDE THE BOARD MEMBERS. BOARD MEMBERS WILL NOT BE IDENTIFIED AS A DIRECTOR TO THE INTERVIEWER.

2005 Final Budget **[[#150]]** The final budget was reviewed and discussed by the board. **IT WAS ON MOTION BY ORLIN KIDNER, SECONDED BY RON SPRINGSTEEL AND PASSED TO APPROVE THE 2005 FINAL BUDGET AS PRESENTED.** (30 minutes)

A discussion was held regarding the current budget reporting method.

Strategy 6, Communication Plan **[[#150]]** Following a discussion, **IT WAS ON MOTION BY PAUL NEFF, SECONDED BY SCOTT EGBERT AND PASSED TO APPROVE THE COMMUNICATION**

PLAN AS PRESENTED.

Strategy 2.2, Cost Efficiencies **[[#150]]** A discussion was held on the Spyware and Spam Plan. **IT WAS ON MOTION BY HOWARD WRIGHT, SECONDED BY SCOTT EGBERT AND PASSED TO APPROVE STRATEGY 2.2, COST EFFICIENCIES AS PRESENTED.**

CFC Integrity Fund **[[#150]]** CFC made a request for WREC to donate a portion of the capital credits to the CFC Integrity Fund. The board reviewed previous donations made. **IT WAS ON MOTION BY PAUL NEFF, SECONDED BY ORLIN KIDNER AND PASSED TO DONATE \$3,500.00 TO THE CFC INTEGRITY FUND.**

Cost of Service Study **[[#150]]** The board reviewed and discussed the handouts which identified current and future rate scenarios. Clay made a recommendation to combine a number of the rate classes. A discussion was held. (30 minutes)

DISCUSSION ITEMS:

Code of Ethics Policy **[[#150]]** Following a review and discussion of the sample policies provided, **IT WAS ON MOTION BY HOWARD WRIGHT, SECONDED BY GERALD ANDERSON AND PASSED TO HAVE STAFF DRAFT A CODE OF ETHICS POLICY, WHICH WILL INCLUDE PORTIONS OF EXISTING WREC POLICIES.**

Capital Credit Explanation **[[#150]]** A discussion was held.

Safety Minutes **[[#150]]** Clay gave an update on the recent accident involving two linemen and a bucket truck. **IT WAS ON MOTION BY GERALD ANDERSON, SECONDED BY SCOTT EGBERT AND PASSED TO APPROVE THE SAFETY MINUTES AS PRESENTED.**

New Memberships **[[#150]]** **IT WAS ON MOTION BY GERALD ANDERSON, SECONDED BY ORLIN KIDNER AND PASSED TO APPROVE 63 NEW MEMBERSHIPS AS REVIEWED; WELLS **[[#150]]** 12; CARLIN **[[#150]]** 17; WENDOVER, NV **[[#150]]** 23 AND WENDOVER, UT **[[#150]]** 11.**

Carlin Police Department Request for Donation **[[#150]]** Clay handed out a letter from the Carlin Police Department requesting for a donation. They would like to install three computers for their squad cars. Following a discussion, **IT WAS ON MOTION BY SCOTT EGBERT, SECONDED BY S. J. SMITH AND PASSED TO HAVE DIRECTOR HOWARD WRIGHT TO SPEAK WITH THE CARLIN POLICE DEPARTMENT AND ASK FOR MORE INFORMATION REGARDING THE REQUEST.**

A lunch recess was called at 12:00 noon. The meeting was called back to order at 12:40 pm.

The Port of Elko **[[#150]]** Wells Mayor, Rusty Tybo and City Manager, Jolene Supp were present to discuss the City **[[#146]]**s concern regarding the Port of Elko. A discussion was held. The City of Wells asked the board to consider forming an agency within the WREC membership. The board thanked Mayor Tybo and City Manager Supp for their update.

The board continued their discussion on the position Wells Rural would take regarding the Port of Elko. Following the discussion, it was the consensus of the board to not take a stand at this time. (45 minutes)

First Quarter Director Expense Report **[[#150]]** This report was given to the board. Clay made a recommendation to the Expense Committee to have staff reconcile director credit cards.

Operation **[[#146]]**s Department Request for All-Terrain Vehicle **[[#150]]** Clay informed the board that the Operations Department is investigating the possibility of leasing an all-terrain vehicle for a six-month period instead of purchasing.

BOARD REPORTS: Directors who attended the Legislative Conference reported.

MANAGEMENT REPORTS:

Department Reports **[[#150]]** The following reports were included as information in the agenda:

Office Services

- [[#183]]** Finance and Administration
- [[#183]]** Accounting
- [[#183]]** Member Services
- [[#183]]** Marketing
- [[#183]]** Member Business Development

Operations Department

- [[#183]]** Operations Outage
- [[#183]]** Safety Committee Minutes
- [[#183]]** Information Services
- [[#183]]** Diversified Services **[[#150]]** A discussion was held on Wild Blue.

Power Supply Report **[[#150]]** A discussion was held.

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

Grid West **[[#150]]** Clay informed the board that as per the direction of the board at the April meeting, Wells Rural did sign and join the Grid West.

Newmont Gold Off-Ramp Update **[[#150]]** Clay updated the board and will be bringing more information and a letter to the June board meeting.

SB209 **[[#150]]** Clay informed the board that the bill was not passed by the Assembly and has been placed on the general file. Attorney, Robert Vaughan will be reviewing the bylaws to determine Wells Rural**[[#146]]**s current position.

AGENDA ITEMS:

- Newmont Off-Ramp
- ACRE Memberships

EXECUTIVE SESSION:

An Executive Session was held.

OTHER BUSINESS:

As there was no further information to discuss, the meeting was adjourned at 3:10 pm.

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