

ANNUAL MEETING
OF
WELLS RURAL ELECTRIC COMPANY
SEPTEMBER 11, 1971

The annual meeting of Wells Rural Electric Company was held September 11, 1971, in the Wells High School Auditorium.

The meeting was called to order by President Vernon Dalton at 8:00 p.m.

The invocation was given by Reverend Edward Brown.

Clarence C. Swett, Secretary, read the minutes of the 1970 meeting and they were approved as read.

President Dalton reported on the election of Directors. Robert Wright, Jess Urresti, Arthur Grock and William Gibbs were re-elected. He then reported on the Federal Power Commission case against Idaho Power Company. The Commission decided in favor of W.R.E.C. in that a \$142,500 credit be issued W.R.E.C. as a partial repayment on the connection charge paid Idaho Power Company at the beginning of our contract with them. No reduction in rates was awarded to W.R.E.C.

Manager Blackett reported on operations of the company for the past year. Insurance for members was looked at by the Board and some Questionnaires were sent to all consumers. Revenues have increased 2.7% so a leveling off point has been reached. Expenses have increased 7.6% to leave margins of 3%. System improvements have added \$35,000 to the value of the company. While only 6 miles of line have been added 64 consumers were added to the system average to raise it to 1365.

Robert Wright then introduced Raymond Smith A.I.P. of Reno who is working with the Elko County Planning Board. The reasons and thinking behind planning and zoning were discussed by Mr. Smith.

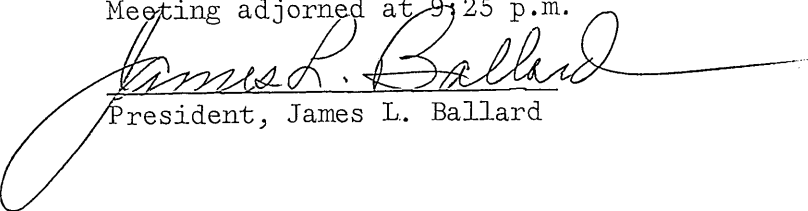
Mrs. Peg Blackstock of Elko then gave a slide presentation on the Beef Industry in Elko County. She was assisted by Lourinda Wines of Ruby Valley.


President Dalton called for further business. There being none the awarding of door prizes began.

Upon drawing the tickets the following prizes were awarded.

Chris Nenzel	Television
Cliff Greear	Quarter of Beef
Ed McGargill	Quarter of Beef
Irene Supp	Quarter of Beef
Mary Zearing	Quarter of Beef
Mrs. Homer Jaynes	Broiler and Rotissere
Archie Smiley	Blender
Betty Thorne	Broiler Oven
Coralee Dahl	Frying Pan
Debby Dente	Iron
Paul Moschetti	Mix Master
Lourinda Wines	Deep Well Fryer
Gene Pengelly	Coffee Percolator
Bill Pyper	Toaster
Jim Ballard	Can Opener
Betty Wright	Waffle Iron
Rose Ann Zink	Hair Dryer

Meeting adjourned at 9:25 p.m.


President, James L. Ballard


Secretary, Clarence C. Swett

SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

WELLS RURAL ELECTRIC COMPANY

September 11, 1971

A special meeting of the Board of Directors of Wells Rural Electric Company was held in Wells High School, Wells, Nevada on September 11, 1971 at 7:45 p.m.

The meeting was called to order by Vernon Dalton, President, who presided, and Clarence Swett, Secretary, acted as Secretary of the meeting.

Upon calling the roll the Secretary reported the following directors present: VERNON DALTON, JAMES BALLARD, CLARENCE SWETT, ARTHUR GROCK, LOURINDA WINES, ROBERT WRIGHT, JESS URRESTI and RAY CRAWFORD.

Absent were: Thomas Achurra, Joe Quilici and William Gibbs.

The next matters to come before the meeting concerned the matter of election of directors for the year 1971. It was noted that there were four directors to be elected and that only four persons had been nominated through the procedure outlined in the bylaws. It was discussed that the election procedure would be an unnecessary expense since only those nominated could be elected. After discussion, on motion duly made and seconded was unanimously.

RESOLVED: That there be added to Section 11 of Article III, of the By-Laws of Wells Rural Electric Company an additional provision as follows:

"(n) Notwithstanding the foregoing provisions of Section 11 (a) - (m), inclusive, in the event that the procedures hereinbefore outlined in subsections (a) - (e), inclusive, have been followed, and in the further event that the number of qualified persons nominated for the office of director does not exceed the number of directors to be elected, then, and in such event, the procedures hereinbefore described in subparagraphs (f) - (j), inclusive, shall be dispensed with, and the persons nominated shall be automatically elected to a full term of office, effective at the beginning of the first meeting of the Board of Directors held during the month of September."

The next matter to come before the meeting concerned further the 1971 election of directors. It was noted that four directors were to be elected. It was further noted that ROBERT R. WRIGHT, JESS URRESTI, ARTHUR GROCK, and WILLIAM GIBBS have been nominated for the office of director and that there were no further nominations.

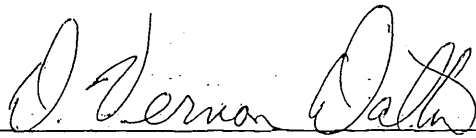
After discussion of the matter and of the bylaw amendment previously adopted, on motion duly made and seconded, it was unanimously.

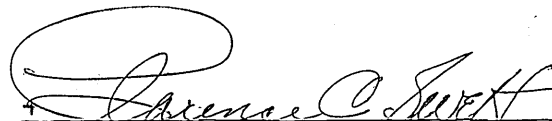
RESOLVED: That ROBERT R. WRIGHT, JESS URRESTI, ARTHUR GROCK, and WILLIAM GIBBS are declared elected to the Board of Directors for a three (3) year term commencing with the present meeting, and continuing until their successors shall have been duly elected and qualified.

The next business to come before the meeting concerned documentation of the results of the recent decision of the Federal Power Commission. An amendment agreement between Idaho Power Company and Wells Rural Electric Company was presented to the meeting. On motion duly made and seconded it was unanimously.

RESOLVED: That the amendment to provide for the change in paragraph 5.5 of the Agreement between the parties dated March 17, 1960, pursuant to Federal Power Commission Opinion No. 601, is hereby approved and the officers of the corporation are duly authorized to execute the same.

Meeting adjourned at 8:05 p.m.



Vernon D. Dalton, President


Clarence C. Swett, Secretary

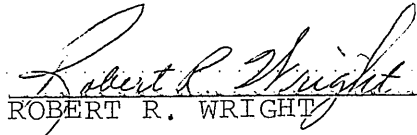
WAIVER OF NOTICE
OF
SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF
WELLS RURAL ELECTRIC COMPANY

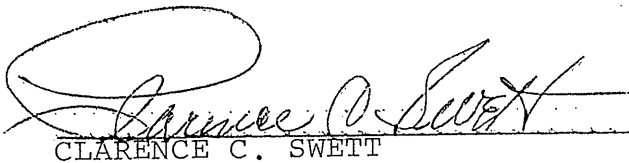
We, the undersigned, being all of the Directors of Wells Rural Electric Company do hereby waive notice of a special meeting of the Board of Directors to be held at the Wells High School, Wells, Nevada, at 7:45 o'clock p.m. on the 11th day of September 1971 which meeting is for the purpose of adopting amendments to the By-Laws of the corporation and for the purpose of declaring the election of certain persons nominated to the Board of Directors.

DATED this 11th day of September, 1971.

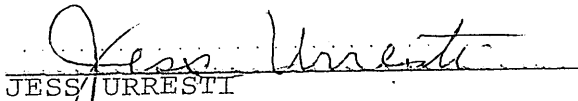

JAMES L. BALLARD



D. VERNON DALTON

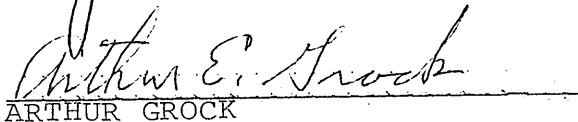

ROBERT R. WRIGHT

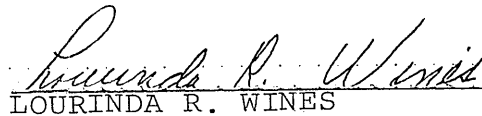

CLARENCE C. SWETT

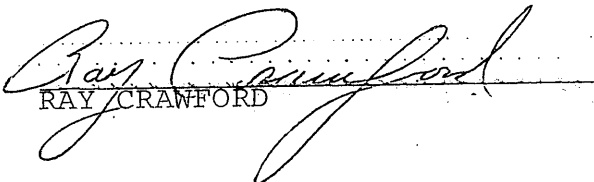
JOE QUILICI



JESS URRESTI


WILLIAM B. GIBBS


ARTHUR GROCK


LOURINDA R. WINES


RAY CRAWFORD


THOMAS ACHURRA

EXCERPT FROM MINUTES OF MEETING
OF BOARD OF DIRECTORS OF

WELLS RURAL ELECTRIC COMPANY
September 7, 1971

* * * * *

The next matters to come before the meeting concerned the matter of election of directors for the year 1971. It was noted that there were four directors to be elected and that only four persons had been nominated through the procedure outlined in the bylaws. It was discussed that the election procedure would be an unnecessary expense since only those nominated could be elected. After discussion, on motion duly made and seconded it was unanimously

RESOLVED: That there be added to Section 11 of Article III, of the By-Laws of Wells Rural Electric Company an additional provision as follows:

"(n) Notwithstanding the foregoing provisions of Section 11(a) - (m), inclusive, in the event that the procedures hereinbefore outlined in subsections (a) - (e), inclusive, have been followed, and in the further event that the number of qualified persons nominated for the office of director does not exceed the number of directors to be elected, then, and in such event, the procedures hereinbefore described in subparagraphs (f)-(j), inclusive, shall be dispensed with, and the persons nominated shall be automatically elected to a full term of office, effective at the beginning of the first meeting of the Board of Directors held during the month of September."

The next matter to come before the meeting concerned further the 1971 election of directors. It was noted that four directors were to be elected. It was further noted that

Robert K. Wright, Jess West, Arthur Cook,
and William S. Sikes, have been nominated for the office of director and that there were no further nominations.

After discussion of the matter and of the bylaw amendment previously adopted, on motion duly made and seconded, it was unanimously:

RESOLVED: That Arthur Cook, Robert H. Wright, Jim Urrutia,
and Wm B. Cotton, are declared
elected to the Board of Directors for a three (3) year term com-
mencing with the present meeting, and continuing until the first
meeting of the Board of Directors in September of 1974, or until
their successors shall have been duly elected and qualified.

* * * * *

The next business to come before the meeting concerned
documentation of the results of the recent decision of the Federal
Power Commission. An amendment agreement between Idaho Power Com-
pany and Wells Rural Electric Company was presented to the meeting.
On motion duly made and seconded it was unanimously

RESOLVED That the amendment to provide for the change
in Paragraph 5.5 of the Agreement between the parties dated March
17, 1960, pursuant to Federal Power Commission Opinion No. 601, is
hereby approved and the officers of the corporation are duly
authorized to execute the same.