

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

September 20, 1974

The regular meeting of the Board of Directors was called to order at 1:00 PM by president James Ballard in the Wells office of the Wells Rural Electric Company.

The following members were present: James Ballard, Art Grock, Tom Achurra, Ray Crawford, Vernon Dalton, Bill Gibbs, John Krenka, Bob Wright, Jess Urresti, Gene Pengelly, and Clarence Swett.

The first matter to come before the Board was the election of officers. A motion was made to change the election of officers to the first meeting after the directors election by Gene Pengelly, and seconded by Jess Urresti. The motion carried.

It was moved by Bob Wright to continue the present state of officers and the motion was seconded by Gene Pengelly. The motion was approved.

Additions to the agenda: Tom Achurra added the use of power poles for the telephone line in Jiggs-Lee area, and the financial report at the Annual Meeting. Art Grock added the cost of living.

The next matter to come before the Board was a resolution to select Clarence Lee to do a two year construction work plan for us. Gene Pengelly made the motion and Art Grock seconded it. The motion carried. *resolution*

Clarence Lee made his presentation to the Board on the long range work plan for Wells Rural Electric Company. He discussed the Carlin/Pine Valley project, and a project with Raft River. Raft River would like us to take over their Nevada territories. A motion was made by Vernon Dalton to have Don continue study on the Raft River acquisition and seconded by Gene Pengelly. The motion was approved.

It was moved by Bob Wright and seconded by Gene Pengelly that the two year work plan be approved. The motion carried.

Construction: Don reported for Adrian - The first total underground project ever put in by Wells Rural Electric will be put in a mobile home park in Wendover.

Power Use: Don reported for Fred on the new installations.

Idaho Power: Nothing new.

Pine Valley/Carlin - Previously discussed with Clarence Lee.

³⁰Memberships: Wells had 22 and Wendover had 14. Bob Wright moved that they be accepted and Gene Pengelly seconded. The motion carried. It was also discussed to take memberships off future agendas.

Highway right-of-way acquisition by Nevada Highway Departments: All of the negotiations are final and complete.

Tent Mountain: To further word.

Insurance: Paul Kramer will attend the next board meeting and answer any questions the Board Members may have on this insurance.

The next matter to come before the meeting concerned the seating of the Directors elected in 1974. After a full discussion, on motion duly made and seconded, the following resolution was unanimously passed:

WHEREAS. as of September 1974 there were four vacancies to be filled on the Board of Directors of WELLS RURAL ELECTRIC COMPANY; and

WHEREAS, pursuant to the By-Laws, Article III, Section 11 (e), the nominating committee presented four qualified nominees, being incumbent directors, Robert R. Wright, Jess Urresti, William Gibbs, and Arthur Grock: and

WHEREAS, the By-Laws, Article III, Section 11 (n) provides that if the number of qualified nominees does not exceed the number of directors to be elected then those nominated are deemed to be automatically elected:

BE IT HEREBY RESOLVED BY THE BOARD OF DIRECTORS OF THE WELLS RURAL ELECTRIC COMPANY:

Section 1: That the nomination procedure leading to the nomination of Directors Wright, Urresti, Gibbs, and Grock were in full compliance with the By-Laws and with full approval of the Board of Directors.

Section 2: That upon automatic election as provided in the By-Laws, Directors Wright, Urresti, Gibbs, and Grock were elected, are hereby seated on the Board of Directors, and considered on good standing, and all matters related thereto are hereby ratified, adopted, approved and confirmed.

This motion was made by Gene Pengelly and seconded by Vernon Dalton. The motion carried.

Street Lighting: We are waiting for REA to approve our proposal. Don will present it to the city council at the next council meeting.

New Service Building: A resolution to select Alton Dean Jenson as Architect was made by Vernon Dalton, and seconded by Gene Pengelly. The motion was approved.

The Boards approval was needed on REA KVA Certification on our future KW Hour usage estimate, Bob Wright moved it be approved and Tom Achurra seconded, the motion carried. resolution

Tom Achurra brought up the use of power poles by the telephone company Don told him that we have an agreement with California Pacific Utilities Co., and it is alright.

The financial report at the annual meeting was questioned by Tom Achurra. He wanted to know where the savings account was listed. It is under Other Property and Investments.

Art Grock brought up the cost of living - The lower paid employees of this company aren't getting an equal amount on their 14% increase over their wages, in comparison with the higher paid employees.

Vernon Dalton will report on the NRECA Directors Pay Institute he attended in California at the next meeting.

The higher deposits were brought up and talked over as a way to get out of too many trips to Jiggs-Lee area to collect bills.

Service Department: We are now operating the service department in the clear, and we have a new service vehicle on the way. Another try will be made at sending Jess over to Wendover. Ellie will make a quarterly report on the Service Department and it will be sent to the Board Members.

When a new employee comes in Don will have them come in to the first Board Meeting after they are employeed, and introduce them to the directors personally.

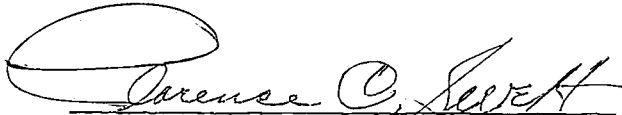
The minutes of the August Board Meeting were approved as written.


Vernon Dalton moved that Don be authorized to apply for a loan from REA for enough money to bring our general funds up to 8% of plant revenue. The motion was seconded by Gene Pengelly and the motion was approved.

Continuing property records will be brought up to date hopefully by the end of the year, with the combined efforts of Don, Bud, and Pat.

Vernon Dalton moved that a salary review be made on key employees anniversary dates by the Board of Directors. It was seconded by Gene Pengelly and the motion carried.

The meeting was adjourned at 4:45 PM.


Clarence Swett, Secretary


James Ballard, President

RESOLUTION OF THE BOARD OF DIRECTORS

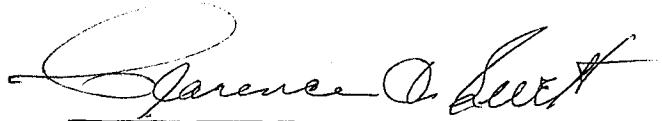
OF

WELLS RURAL ELECTRIC COMPANY

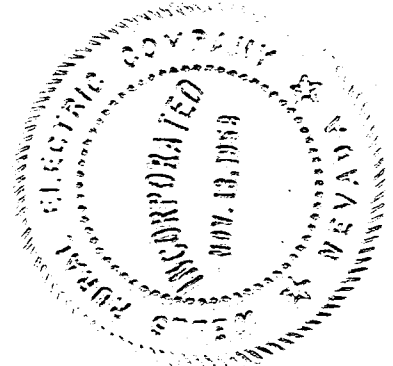
September 20, 1974

The next matter to come before the meeting concerned the selection of an Architectural firm to design and prepare plans for a new service building. After discussion of the matter and on motion duly made by Director, VERNON DALTON, seconded by Director, GENE PENGELLY, it was unanimously.

Resolved: That Alton Dean Jensen, Architect, is hereby selected and named as the Architect to render diligently and competently all architectural services which shall be necessary or advisable for the expeditious, economical and sound design and construction of a new service center building for Wells Rural Electric Company. This selection is made pursuant to REA Bulletin 42-1.



Clarence Swett, Secretary



RESOLUTION OF THE BOARD OF DIRECTORS

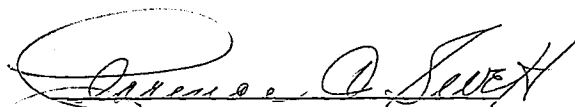
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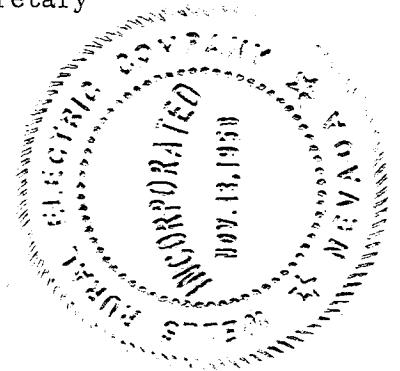
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The next matter to come before the meeting concerned the adoption of a Power Requirement Study and KWH Certification. After a discussion of the matter and on motion duly made by Director, BOB WRIGHT, seconded by Director, TOM ACHURRA, it was unanimously,

Resolved: That the Power Requirement Study and KWH Certification dated September 21, 1973 be adopted as submitted. This study is in accordance with REA Bulletin 120-1.


Clarence Swett, Secretary



RESOLUTION OF THE BOARD OF DIRECTORS


OF

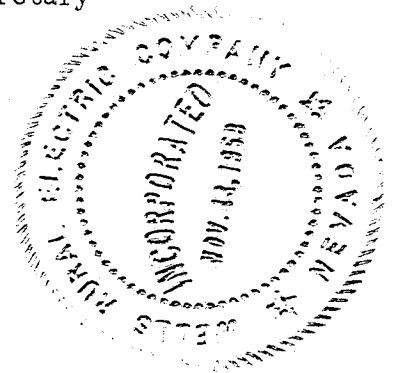
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The next matter to come before the meeting concerned the selection of an engineering firm to prepare a two year construction work plan. After a discussion of the matter and on motion duly made by Director GENE PENGELLY, seconded by Director ART GROCK it was unanimously,

RESOLVED: That Lee Engineering, Prof. Corp. is hereby selected and named as the engineering firm to prepare a two year construction work plan in accordance with REA Bulletin 60-10, for Wells Rural Electric Company. This selection is made pursuant to REA Bulletin 41-1.


Clarence Swett, Secretary



MEMBERSHIPS TO BE APPROVED

OCTOBER 18, 1974

WELLS

1. Fred Allison
2. Timothy K. Boughner
3. Floy Cahill
4. Mike Franco
5. Jeff Grey
6. Fred Howell
7. Frank L. Huston
8. Evan O. Olsen
9. Sue Ramey
10. Benny J. Ward
11. John M. Wylie
12. Lyman Youngberg

WENDOVER

1. Thomas E. Andrews
2. Terry J. Ballard
3. Steven J. Clark
4. Douglas Crump
5. Paul Daniles
6. David G. Grant
7. George G. Grant
8. Frank Pacheco
9. Linda Prather
10. Jean Stokes
11. Dan Wolfley

MEMBERSHIPS TO BE APPROVED

SEPTEMBER 20, 1974

WELLS

1. Rosanna Aguirre
2. John D. Ahlstedt
3. Arthur Childress
4. Richard H. Davidsaver
5. David P. Edwards
6. C. Brent Eggett
7. Jack Gardner
8. Lucille Jones
9. Richard A. Loveland
10. Leland Ludwig
11. Steve Manning
12. Nevada Hot Springs, Inc.
13. Janice Powell
14. Roger W. Prestwich
15. George M. Reece
16. Ray C. Robinson
17. C. Patrick Schram
18. Mike Sevon
19. Philip B. Sherbondy
20. Dan Weaver
21. William L. Wells
22. Ralph Wilks

WENDOVER

1. Betty Kay Andersen
2. Roy Dale Ashby
3. Ruth A. Bonser
4. Adele Brown
5. Richard L. Campbell
6. Gary H. Dahlstrom
7. Robert F. Hendrick
8. Jane Holmes
9. Teresa McEntire
10. Deanna J. Peck
11. Stephen B. Poelke
12. Barbara A. Robinson
13. Jackie Vickers
14. Dreu W. Wright