

NORTH PLAINS ELECTRIC COOPERATIVE

P.O. Box 1008 • Perryton, TX 79070 • Phone (806) 435-5482

FROM THE GENERAL MANAGER



CO-OP SERVICES GO BEYOND METER

by Randy Mahannah

A few months ago, I received a note from a member asking if NPEC would consider implementing a policy and rate for working behind the co-op meter on member services and poles. She really didn't need work done at that time but could see a possible need for this service in the future.

North Plains Electric does offer this service to members and it has been in place for some time. I'm not sure how many members realize that the cooperative will work on poles and wires that are maintained by you, the member. North Plains has no intention of replacing the local electrician in each of your communities, but we do have the equipment and expertise to reroute overhead service con-

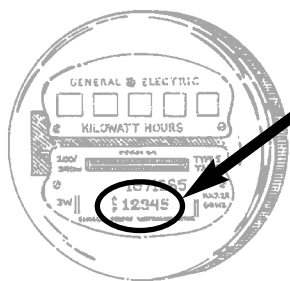
ductors to homes, barns or water wells, or to change out rotted lift poles and weatherproof service wires, which can be a nuisance and cause member-side power failures. NPEC does not offer commercial and residential electrical wiring that is already furnished by local electricians.

We also have several commercial service members that take service from a primary metering point and own overhead line, poles and transformers. The co-op would be happy to furnish maintenance and contract pole inspection on these lines if requested. We maintain co-op lines continuously and do pole inspection annually on a 10-year rotation so this work could be integrated into

our workload without problem at a competitive cost to members requiring this service. I do want to note that advance scheduling is a requirement and trouble calls or outages must be our priority during and after adverse weather events or emergencies.

If you have a need for this service, the co-op rate for a two-man service crew and bucket truck is \$105 per hour with a one-hour minimum. If the digger truck is also needed, then the rate is \$150 per hour with the same one-hour minimum. Labor and equipment rates start when we arrive at your location and stop when we leave. Please feel free to contact the staff at NPEC when a problem arises and maybe we can help.

WHEN REPORTING AN OUTAGE



Giving us the meter number helps us locate you faster and better than directions.

**For service call:
(806) 435-5482 or
1-800-272-5482**

If you would like a refrigerator magnet to record your meter number to have it easily available in case of an outage, please call NPEC.

DISTRICTS, DIRECTORS AND THE ELECTION PROCESS

Editor's note: We have received many questions about directorship, the election process and director districts. Keith Good, our cooperative attorney and partner of Lemon, Shearer, Phillips and Good, P.C. law firm has written this article to address these questions. If you have additional questions, please contact Randy Mahannah or Bill Carson at the NPEC office at 1-800-272-5482 or (806) 435-5482.

North Plains Electric Cooperative, Inc. is a cooperative association owned by its members. It is operated by a general manager who is employed and guided by its board of directors. The board of directors is composed of nine directors from five different districts. The districts are as follows:

DISTRICT 1

Hutchinson County: *1 director*

DISTRICT 2

Hansford County: *2 directors*

DISTRICT 3

Ochiltree County and Roberts County north of Canadian River: *2 directors*

DISTRICT 4

Lipscomb County: *2 directors*

DISTRICT 5

Hemphill County and Roberts County south of Canadian River: *2 directors*

After being nominated, the directors are elected at the annual meeting of the co-op and serve staggered terms of three years. The bylaws state that the terms of the directors from the same district shall not coincide. The elections for each district are as follows:

2004 Districts 2/3/5

2005 Districts 2/4/5

2006 Districts 1/3/4

The bylaws of the co-op provide for two methods of nominating directors for election. The first is a nominating committee composed of cooperative members who are independent of the board of directors, manager and employees of the co-op. This committee meets not less than 30 days, nor more than 120 days, prior to the annual meeting and nominates a slate of prospective directors. Also, the bylaws provide that prospective directors may be nominated by a petition of 15 or more members. A list of the prospective

directors so nominated must be mailed to the members, and be posted at the main offices of the co-op, at least 10 days before the annual meeting.

Also, under North Plains' bylaws, the entire membership present at the annual meeting votes on all directors regardless of whether or not that voter is from the district to which a director is being elected. This voting process is not unanimous among all cooperatives. For example, Northwestern Electric Cooperative in Woodward, Oklahoma, has district meetings at which it elects a director or directors from that district. It is believed that this type of directorate election promotes loyalty of that director to the particular district from which he is elected.

From time to time, the members of North Plains Electric have asked about the possibility of each district electing its own director(s) to represent that particular district. While this voting concept has logical appeal, it has been my legal advice to the North Plains' board of directors to retain the directorate election process as it is presently implemented.

You see, North Plains Electric Cooperative is not only a cooperative association owned by its members, it is also a corporation under the laws of the State of Texas. As a corporate director, North Plains' directors have very specific legal obligations. First of all, each director has a duty to make informed decisions about all aspects of the policies and business operations of the corporation.

For a director of a corporation, the law imposes several different duties. Two of the most important are: a duty of care and a duty of loyalty. The duty of care requires a director to make fair, informed and sound business decisions for the entire corporation. The law requires a director to discharge his duties in good faith and with the care an ordinary prudent person would in a like position exercise in similar circumstances. Every business decision made by a director should be based upon reasoned business judgment and seasoned with advice of qualified advisors,



KEITH GOOD
Cooperative Attorney

and legal counsel, and reliable information and recommendations provided by the general manager and employees.

The duty of loyalty requires directors to exercise their powers in the interest of the corporation and not in the director's own interest or in the interest of another person, including a family member or organization. Simply put, directors are not to use their corporate position to make a personal profit or gain or for other personal advantage.

Prior to a director voting on any issue before the board, in addition to the foregoing, he should ask: "Is this action in the best interest of North Plains Electric Cooperative?" This means, of course, that a director must consider the entire area served by the co-op and not just his own district when making decisions. If a director develops a "precinct attitude," and attempts to serve only the "best interests" of his district, he is doing a disservice to his co-op, and in all probability, is violating the duties imposed upon him by law.

It has been my pleasure to serve as attorney for North Plains Electric Cooperative for the past eight years. I have worked with three general managers and a very dedicated board of directors. During my tenure, the member-owners have been well represented by a board that routinely asks, "Which decision is best for our cooperative?"

YOUTH TOUR PARTICIPANTS SAY, "TH

BY JAY GURLEY

Thank you, thank you, and thank you!!! A thousand times over, thank you for sponsoring me for this wonderful trip! I have never had so much fun in my life, and I have experienced many fun things. This is a trip that I will treasure in my memories for the rest of my life. I was able to see many fantastic sites, meet amazing people, and learn ... even though this is supposed to be summer vacation.

I was even placed in a situation that made me very proud to be part of the North Plains Electric Cooperative, and in the strangest way, too. I was waiting in line for lunch at Subway (in the Pentagon City mall) and was directly behind two men dressed for official business. Spying my nametag, which had Texas Rural Electric Cooperatives written all over it, one man proceeded to ask all about co-ops and what they do, how they work, so on and so forth. I answered every question easily and with certainty, but that was the easy part. After he was through with his queries, he began to question the logic and efficiency behind a co-op. This is where I am especially glad to have been selected, because my previous debate experience allowed me to show this "city-boy" how we do things in "our neck of the woods," although not with those choice phrases. At the end of the discussion/debate, I had obviously (and I am being impartial here) proven my point and shown that co-ops do work well for rural communities and are very efficient for the needs of these communities. That event will forever stand out as a great learning experience ... and if I may say so, a keen victory.

The monuments were great, yes. The traveling was fun, yes. The people were awesome, but we'll get to that in a minute. The "Youth Morning," in which all 1,500 or so students like us were gathered to listen to officials and motivational speakers was incredible! So many teens, all packed with energy and themselves packed into one room,

all there for the same reason and all having one thing in common, was a truly unique experience. We were lucky enough to hear several officials echo how great it is to have our co-ops and to be part of their programs, which was a very neat experience. But, for me anyway, the best part was the motivational speaker, Mike Schlappi. He is an accomplished Paralympic medallist and motivational speaker, not to mention a great guy. He told us the story of his coming to be paralyzed and then how he came to terms with that, and how he didn't let it hold him back. I personally needed to hear him, since I had been going through some personal mental trials, and hearing him tell us to never give up truly helped me. His tagline was "If you can't stand up, stand out." This is something I also cling to, at least I do now. I am really grateful to have been a part of that meeting, and to have heard all of the speakers that day.

Well, I can't just go and not mention that we actually were able to briefly meet with Senator Cornyn and our representatives! These were fleeting moments, but I'm glad I was able to meet these men who are representing us in D.C. every day. How many teens can say that?

On the trip, I really did make several good friends that I am still in contact with today, and will be for some time to come. I made so many friends and was able to communicate with all of the students in a way that I cannot at home. I loved this trip!

All in all, I will never forget this trip, and it has opened my eyes to so much that I cannot put it into words. This article does my experience no justice. I cannot express the amount of fun I had on this trip. Don't get me wrong, I learned much and enjoyed doing it, but that was all part of the fun! In short, "I loved this trip!!! Thank you so very much!"

Thank you and God bless!!!



BY EMILY HOOD

My trip to Washington, D.C., has brought me many things. Souvenirs weren't the only things that I brought home. Of course I brought home souvenirs for all of my family members, but I also brought back other things. I came home with friendships, experiences and memories. This trip has meant so much to me. There are not enough words to describe how great this trip was.

I met 104 very different people. I learned that there are a lot of people in this world and they all have different opinions and views of life. They were all wonderful people and I'm so glad I got to meet all of them.

We arrived in Washington, D.C., at a historical time, the day of Ronald Reagan's funeral. I got to see his memorial at the Smithsonian. I got to

HANKS!”



see all the other monuments, museums and other incredible sights. I experienced a church service on the banks of the Potomac River and sang and worshiped in the hall at our hotel. I got to go on a boat cruise and dance with all my new friends. I watched as friends laid a wreath at the Tomb of the Unknown Soldier.

I cried as our speaker at NRECA day talked about his struggle for his life. I cried because I was laughing so hard many times throughout the trip. I ate at the finest restaurants and even ate at McDonalds a few times. I learned that everything is twice the price in D.C. I met our representative at our nation's capitol. I was proud to learn that our state capitol is slightly taller than the nation's capitol. Everything is bigger in Texas!

I cried more than any other time in my life when I had to leave. I loved

everything and everybody on that trip. I am so thankful I got to go.

I want to thank Paula for everything she does for this trip. Also, I would like to thank NPEC board of directors and Randy Mahannah for allowing this trip year after year. I thank my parents for encouraging me to sign up and try out. Also, thank you for all the “stuff” I had

to have for this trip. Last, I want to thank Jay for making my trip unforgettable. Really, it wouldn't have been the same without him entertaining the whole group!

Anyone who is eligible to win this trip, please try out! It is beyond worth, it is truly the trip of a lifetime!

SEVERE WEATHER! ARE YOU READY?

Lightning

Lightning strikes kill more Americans than tornadoes or hurricanes. Don't take chances with this deadly force of nature.

Lightning Safety Rules:

- Move to low ground.
- Avoid open fields.
- Do not seek shelter under a tree. Trees are targets for lightning.
- At the beach or in a swimming pool, get out of the water.
- Go inside a building and stay away from windows and doors.
- Stay away from metal objects.
- Avoid electric appliances and metal plumbing.
- Get off the phone.
- Do not touch metal objects, such as golf clubs or bicycles.
- Inside a car is relatively safe, but don't touch interior metal.
- If your hair stands on end, you may be a target. Crouch low on the balls of your feet and try not to touch the ground with your knees or hands.

Stay aware and play it safe during thunderstorms. Don't be a lightning rod.



This public service message is brought to you by North Plains Electric Cooperative.

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