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Since 1957, rural electric cooperatives and public power systems in the southwestern region have been joined together as members of the Southwestern Power Resources Association (SPRA). What began as the Committee on Power for the Southwest, SPRA continues as a voluntary organization of consumer-owned electric systems located in Arkansas, Kansas, Louisiana, Missouri, Oklahoma and Texas. These systems are customers of the Southwestern Power Administration, headquartered in Tulsa, Oklahoma, which markets hydroelectric power generated at 24 multi-purpose Corps of Engineers water projects in this region.

SPRA has a record of significant accomplishments on behalf of its membership. It supports appropriations for both the Corps of Engineers and the Southwestern Power Administration for water development studies, project construction, operation and maintenance (O&M), and the federal power marketing activities. We boast the first of its kind, tri-party Memorandum of Agreement (MOA), with Southwestern Power Administration and the US Army Corps of Engineers, allowing SPRA members to directly fund Corps non-routine O&M work necessary to ensure the reliability of hydropower projects.

SPRA has been a major force in defeating proposals to alter national policies requiring federal power be sold at cost and made available to nonprofit consumer-owned electric systems. These policies were enacted by Congress more than 90 years ago as a means to assure the benefits of national water resources development are retained by the public.

SPRA activities have benefited millions of rural and small town electric consumers in the Southwest region, while providing solid support for repayment of the federal investment in the power facilities in a consistent and timely manner. Grassroots support by its membership has assured the continued flow of federal power to the region on a not-for-profit basis.

Ted Coombes



If you did a double-take at the cover of this year's directory, perhaps a few words of explanation are necessary.

The cover picture is from the famous musical-movie "Singin' in the Rain." It is entirely appropriate for our association, because Barbara and I truly hum a little tune every time it rains. You see, the 24 Corps of Engineers reservoirs from which we get electric energy and capacity don't have a lot of storage, compared to the "big dams" out west. We have to conserve the water storage in our power pools for use "on peak" – the times during week days when consumer electric demand is highest.



*Ted Coombes
Executive Director*

When it rains, we sing a happy tune. The rainfall recharges the storage in the Corp's multipurpose reservoirs. When the conservation pool (which includes the power pool) is full, there is plenty of water to meet the needs of competing uses – recreation, fish and wildlife conservation, municipal and industrial water supply, navigation and, of course, power supply. After the rain fills the conservation pool and the lake's flood control pool begins filling, the Corps begins releasing water from the flood pool through the hydroelectric turbines when the threat of downstream flooding subsides. Simply put, the rains bring inflows into Corps lakes where the rainwater is then turned into low-cost, renewable energy for your customers – with no pollutants generated from the production! It does make you want to sing, doesn't it?

Oh, but when the rain doesn't fall – everyone's mood changes for the worse. Farmer's crops are getting dry. The conservation pool in the Corps' lakes starts to dwindle. Water in the power pool is conserved for use on-peak as demand requires, meaning less water releases from the dams – and the folks fishing downstream don't like that! And if the rains still refuse to fall, the ground begins to crack, threatening farm crops. The conservation pools continue to fall, as releases are made for generation and cities and rural water systems continue to withdraw their drinking water supplies. Lower lake levels hinder recreation, as access to the water is more difficult and boat navigation is more treacherous. At some point, Southwestern Power Administration (SWPA) must consider buying energy from the market, rather than generating

from their lake storage – which means even less releases from the dams and even more disruption for downstream fishing – and higher electricity bills for your consumers! By this point, my happy song has been replaced by a low growl.

Demands for water continue to increase, which means that the competition increases among the competing uses – water supply, recreation, fish and wildlife conservation, flood control, navigation and hydroelectric power production. Nowhere has this competition been more evident than in the White River basin of northern Arkansas and southwest Missouri. In this region, trout anglers have been pushing to reallocate 15 feet of storage from the five White River reservoirs to provide for releases from the dams when we aren't generating – so called "minimum flows". The anglers believe continuous releases from the dams will generate more food for the trout and make for easier navigation by "john boats" – the favored form of fishing platform for many of the anglers.

Sounds like a reasonable request. But all the storage of the five reservoirs has already been allocated to specific uses. To make 15 feet of storage available for minimum flows, someone will have to give up storage that they are already putting to good use. If the storage is reallocated from the power pool, SWPA will lose both energy and capacity. SWPA's hydrologists estimate that it will cost, in an average water year, about \$10 million to replace this lost energy and capacity. That would mean a \$10 million annual rate hike that you would have to pass along to your consumers! On the other hand, if the water is reallocated from the flood pools of the lakes, there would be no loss of capacity from the power plants, and energy losses would be limited primarily to supplemental, or off-peak energy, but it would still cost almost \$2 million a year to replace. In addition, reallocating from the flood control would lower downstream flood protection, primarily to farmers. And regardless of whether the storage is reallocated from the flood pool or the power pool, in-lake recreation would be impacted.

SWPA and SPRA are now working with the Arkansas Game and Fish Commission to try to identify alternatives that will minimize power impacts while gaining as many downstream trout benefits as possible. But, to coin another musical term, "Somethin's Gotta Give" – when all the water is allocated, there have to be losers to provide additional storage to someone else.

Oh, but when the rains come and the lakes start filling – that's when I'm "Singin' in the Rain."

Membership Directory



Executive Committee

- Keith Hartner, AECl Springfield, MO - President
- Robert Williams, CWEP Carthage, MO - Vice President
- Rick Tyler, NTEC Longview, TX - Sec. / Treasurer
- Rick Henley, CWL Jonesboro, Ar - Immediate Past President
- Ricky Bittle, AECC Little Rock, AR - Executive Member
- Larry Jones, Kennett, MO - Executive Member

Board of Directors

Directors

State Co-op / Muni

Alternates

Ricky Bittle	AR - Co-op	Gary Voigt
Ron Bowen	AR - Muni	Hugh Harrison
Bill Goshorn	KS - Co-op	Bruce Graham
Jim Widener	KS - Muni	Leon Daggett
Leslie Falks	LA - Co-op	Henry Locklar
David Riggins	LA - Muni	Kenneth Stinson
Keith Hartner	Mo - Co-op	Jim Jura
Bob Williams	Mo - Muni	Larry Jones
Gary Roulet	OK - Co-op	Scott Williams
Walt Allen	OK - Muni	Tom Littleton
Rick Tyler	TX - Co-op	John Kirkland

Federal Power Marketing Cmte.

Chairman Bill Goshorn-KEPCo, KS
Ted Bellers-Piggott, AR
Ricky Bittle-AECC, AR
Ron Bowen-Jonesboro, AR
Scott Miller-Springfield, MO
John Butts-TexLa, TX
E. Leon Daggett - KCBPU, KS
Harry Dawson-OMPA, OK
Leslie Falks-DEMCO, LA
William Fisher, Paragould, AR
Ralph Gillis-VPPA, LA
Keith Hartner-AECI, MO
R.C. Horn - SRMPA, TX
John Kirkland-Rayburn Country, TX
Bob Polys-KMEA, KS
Ed Throop - Sikeston, MO
Rick Tyler - NTEC, TX
Scott Williams -WFEC, OK

Rates Subcommittee

Chairman Andrew Lachowsky, AECC
Scott Miller-CU, MO
David Darnell-Malden, MO
Darrell Dunlap-Paragould, AR
Anthony Due-GRDA, OK
Bill Goshorn-KEPCo, KS
Keith Hartner-AECI, MO
Rick Henley-Jonesboro, AR
Larry Jones-Kennett, MO
Roy Klusmeyer, WFEC, OK
Drake Rice-OMPA, OK
Rick Tyler-NTEC, TX
Bob Williams-Carthage, MO
Henry Broussard-SLEMCO, LA

Competing Uses Committee

Chairman Keith Hartner-AECI, MO
Ricky Bittle-AECC, AR
Bill Goshorn-KEPCo, KS
Ralph Gillis-SRMPA/VPPA
William Fisher - Paragould, AR
Kent Fletcher - WFEC, OK
Rick Henley-Jonesboro, AR
Scott Miller - Springfield, MO
Wayne Miller-NE TX Co-ops

Hydropower Operations Cmte.

Chairman Brett Bradford-Paragould
Brian Ackermann - AECI, MO
Ted Bellers-Piggott, AR
Henry Broussard-SLEMCO, LA
David Darnell-Malden, MO
Anthony Due-GRDA, OK
Darren Dunlap-Kennett, MO
Leslie Falks-DEMCO, LA
Thomas Gebhard-NE TX Co-ops
Ralph Gillis-SRMPA/VPPA
Bill Goshorn-KEPCo, KS
Rick Henley-Jonesboro, AR
Andrew Lachowsky-AECC, AR
James Liao - WFEC, OK
Bob Polys-KMEA, KS
John Stephens - Springfield, MO
Bob Williams-Carthage, MO

Transmission Committee

Chairman Ricky Bittle-AECC, AR
Ted Bellers - Piggott, AR
Chris Bolick-AECI, MO
David Brian - NE TX Co-ops
Bill Goshorn-KEPCo, KS
Rick Henley-Jonesboro, AR
Larry Jones - Kennett, MO
Tom Littleton-OMPA, OK
Bob Polys-KMEA, KS
Steve Rocky - GRDA, OK
John Stephens - Springfield, MO
Hardy Thompson-Paragould, AR

Southwestern Power Resources Association

SPRA

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3840 South 103rd East Avenue (74146)
Suite 117
Tulsa, Oklahoma 74147
Ph 918-622-7800 Fx 918-622-8141



Ted Coombes - Executive Director

tcoombes@sbcglobal.net

cell: 918-671-2106

Barbara DelGrosso - Director of Member Services

bdg18@sbcglobal.net

cell: 918-688-7772

American Public Power Association

APPA

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Washington, DC 20037-1484
Ph 202-467-2900 Fx 202-467-2910
www.APPAnet.org**

**Alan Richardson, Executive Director
arichardson@APPAnet.org**

**Joy Ditto - Government Relations (PMAs)
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National Rural Electric Cooperatives Association

NRECA

**4301 Wilson Blvd.
Arlington, VA 22203-1860
Ph 703-907-5500 Fx 703-907-5514
www.NRECA.org**

Glenn English, President/CEO

**Ted Case - Government Relations
Ph 703-907-5540
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ARTICLE 1
Membership

Section 1. Requirements for Membership.

Any electric cooperative, public power system, reclamation district which generates electricity, or association thereof, located or doing business within the states of Missouri, Oklahoma, Texas, Arkansas, Louisiana and Kansas (hereafter referred to as consumer-owned system), shall be eligible to apply for membership in the Southwestern Power Resources Association, Inc., (hereinafter referred to as the "Association") upon: (a) Filing a written application for membership in the Association; (b) Agreeing to comply with and be bound by the Articles of Incorporation and By-laws of the Association, and any rules and regulations adopted by its Board of Trustees (hereinafter referred to as the "Board"); and, the membership at annual meeting; (c) By paying and agreeing to pay the membership fee and annual dues as hereinafter specified; (d) Approval of the written application for membership by the Board.

Section 2. Associate Membership.

The Board may at its discretion accept as Associate Members without voting privileges, individuals, groups and organizations which agree to pay such annual membership fees as may be established by Board.

Section 3. Membership Certificates.

Membership in the Association shall be evidenced by a membership certificate which shall be in such form and contain such information as shall be determined by the Board.

Section 4. Membership Fees.

The membership fee shall be \$100.00 and shall not be refundable.

Section 5. Annual Dues.

In addition to the membership fee, each

member shall pay such annual dues to the Association as may be established by the Board.

Section 6. Voting-Members.

The right to vote shall be limited to Members in good standing. A Member in good standing shall satisfy the following requirements: (a) Payment of membership fee; (b) Acceptance and approval of membership by the Board; (c) Payment of the current year's dues; (d) Payment of the membership fee and annual dues by a generation and transmission cooperative or a municipal joint action agency shall entitle each of their respective individual Members to full voting membership.

Section 7. Withdrawal and Readmission to Membership.

Any Member may, by giving written notice to the Secretary of the Association on or before November 1 of any year withdraw from membership effective as of the end of the calendar year in which said notice is given; provided, such Member shall pay in full all of its debts and obligations to the Association and must comply with all of its contracts with the Association. The Board shall establish policies governing applications for membership from an entity that has previously withdrawn from the Association.

Section 8. Transfer of Membership.

Membership in the Association and certificates representing such membership shall not be transferable, except that in case of merger or consolidation of a Member with another corporation, district, system or association, membership may be vested in a successor corporation, district, system or association, provided the latter is eligible to apply for membership and is accepted by the Board.

Section 9. Expulsion and Removal of Members.

The Board may, by the affirmative vote of not less than two-thirds of the Members



thereof, expel any Member who shall have violated or refused to comply with any of the provisions of the Articles of Incorporation of the Association or these By-Laws or any rules or regulations adopted from time to time by the Board. Such expelled Member may be reinstated by the Board, after complying with the requirements made by the Board for reinstatement.

Section 10. Effect of Termination of Membership.

Termination of membership in any manner shall, except as provided in ARTICLE II hereof, operate as a release of all right and interest of said Member in the assets of the Association; provide however, that such termination of membership shall not release the Member from the debts or liabilities of such Member to the Association.

**ARTICLE II
Rights and Liabilities
Of Members**

Section 1. Property interest of Members.

The Association shall not be operated for profit and no dividend or distribution of property among its Members shall be made prior to the dissolution of the Association. Upon dissolution, if there is property remaining after payment of debts and liabilities the same shall be given to organizations organized and operated exclusively for charitable, educational, religious or scientific purposes which said organizations shall qualify as tax exempt organizations under the Internal Revenue Code.

Section 2. Non-Liability for Debts.

Private property of the Members of the Association shall be exempt from execution for the debts or liabilities of the Association and no Member shall be liable or responsible for any debts or liabilities of the Association. This section

shall not be amended without the unanimous written consent of all the Members of the Association.

**ARTICLE III
Audit Of The Association
Records**

Section 1. Annual Audit.

An audit of the Association records by a certified public accountant shall be conducted upon the discretion of the Executive Committee, at least once every three years reconciling each year. Such audit shall be delivered to the Board of Directors prior to the annual meeting. Each audit shall be accompanied by a statement of the auditor concerning the financial condition of the Association.

**ARTICLE IV
Meetings of Members**

Section 1. Annual Meetings.

Annual meetings of Members of the Association shall be held in April each year at a place to be determined by the Board. The date of the annual meeting may be changed by the Board, if necessary.

Section 2. Special Meetings.

Special meetings of the Members may be called by resolution of the Board, or upon written request signed by any six Directors, by the President or by thirty percent or more of the Members, and it shall be the duty of the Secretary to cause notice of such meetings to be given as herein after provided. Special meetings of the Members may be held at any place at which annual meetings may be held.

Section 3. Notice of Members' Meetings.

Written or printed notice stating the place, day and hour of the meeting and, in case of special meeting or annual meeting at which business requiring special

notice is to be transacted, the purpose or purposes for which the meeting is called, shall be delivered not less than ten days nor more than thirty days before the date of the meeting, either personally or by mail, by or at the direction of the Secretary, or upon a default in duty by the Secretary, by the persons calling the meeting, to each Member. If mailed, such notice shall be deemed to be delivered when deposited with the United States Postal Service addressed to the Member at his address as it appears on the records of the Association, with the postage thereon prepaid. The failure of any Member to receive such notice shall not invalidate any action which may be taken by the Members at such meeting.

Section 4. Delegates.

Each Member shall select one voting delegate and one alternate to cast its vote at any meeting of the Members of the Association and shall notify the Secretary of the name of the persons thus selected to act as its voting delegate. Each Member may change its voting delegate or alternate at any time, provided that written notice of the change shall be given to the Secretary. Each Member may send as many representatives to the annual meeting in addition to the voting delegate and his alternate as a Member may deem desirable. A voting Member is defined to be a Member in good standing of the Association: Each consumer-owned system is deemed to be a Member and entitled to one vote.

Section 5. Quorum

The existence of a quorum shall be determined by the presiding officer.

Section 6. Voting at Membership Meeting.

Each Member shall be entitled to only one vote upon each matter submitted to a vote at the meeting of the Members and such vote shall be cast by its voting delegate, or by his alternate if the voting delegate is not present. All questions

shall be decided by a vote of the majority of the Members voting thereon, except as otherwise provided by law or by these By-Laws. Power supply agencies may cast the votes of their individual Members.

Section 7. Order of Business at Membership Meetings.

The order of business at the annual meeting and at any special meeting of the Members shall be as follows, except as otherwise determined by the Members in attendance at such meetings: (1) Report of the number of Members represented at the meeting by their voting delegate or alternates, in order to determine the existence of a Quorum; (2) Reading of unapproved minutes of previous meetings the Members and the taking of necessary action thereon; (3) Presentation and consideration of reports of officers, directors and committees; (4) Informational program; (5) Election of Directors; (6) Unfinished business; (7) Adjournment.

Section 8. Rules.

Roberts Rules of Order Shall prevail in matters of parliamentary procedure.

ARTICLE V

Board of Directors

Section 1. General Powers.

The business and affairs of the Association shall be managed by a Board of Directors consisting of two Members, one representing public power systems and one representing electric cooperatives from each of the States now or at any time hereafter named in Article I, Section 1 of these By-Laws. The Board shall exercise all of the powers of the Association except such as are by law or these By-Laws conferred upon or reserved to the Members.

Section 2. Election & Tenure of Office.

At the first annual meeting six Directors, one from each State, shall be elected by the Members to serve for a term of one year and six, one from each State shall be

elected to serve for a term of two years. Determination as to who shall serve for one year and who shall serve for two years shall be made by drawing lots. Thereafter, Directors shall be elected to serve or until their successor shall have been elected and qualified.

Section 3. Qualifications.

All persons elected to the Board of Directors of the Association shall be either retail consumers, elected or appointed officials of Members in good standing of the Association. Failure of any Member from which a Director has been elected to maintain its membership in good standing by payment of the current annual dues shall terminate the term of such Director and such Director shall be removed from office. Removal of such Director from office shall be effective thirty (30) days after notice of such removal has been given by registered mail to such Director and to the Member of the Association of which such Director is a retail consumer, elected or appointed official.

Section 4. Elections.

The voting delegates from each State shall meet in a caucus at each annual meeting and shall elect a Director and an alternate to succeed any Director and/or alternate from such State whose term will expire at such annual meeting.

Section 5. Vacancies.

Any vacancy in the Board of Directors shall be filled from the Members in good standing within the State in which such vacancy exists. At the next succeeding annual meeting, the Members shall elect a Director and/or alternate representing the State in which the vacancy was created nominated by the Members of such State, to fill the remainder of said term, if any, of the Director whose resignation or removal created the vacancy.

Section 6. Removal of Directors.

Any Member of the Board may bring charges against an officer or Director by

filing them in writing with the Secretary together with a petition signed by thirty percent (30%) of the Members, requesting the removal of the officer or Director in question. The removal shall be voted upon at the next regular or special meeting of the Members, and any vacancy created by such removal shall be filled by the Members from the State represented by the removed Director. The Director or officer against whom such charges have been brought shall be informed in writing of the charges at least fifteen days before such meeting and shall have an opportunity at the meeting to be heard in person or by counsel and to present evidence; and the person or persons bringing the charges shall have the same opportunity. Any Director who fails to attend three consecutive regular Board meetings may be removed from office by an affirmative vote of two-thirds (2/3) of the Members of the Board.

Section 7. Compensation of Directors.

Officers and Directors shall not receive compensation for their time or services but all officers may be reimbursed for reasonable and necessary expenses incurred in the performance of their official duties as determined by the Board.

Section 8. Committees.

The Board may establish an executive committee and such standing or temporary committees as are needed may be established by the Board. Members of the executive committee shall be members selected from the Board. Each person appointed to serve on any committee must be either a retail consumer, elected or appointed official of a Member in good standing of the Association.

Section 9. Policies, Rules and Regulations.

The Board shall have the power to make and adopt such policies, rules and regulations not inconsistent with the law of these By-Laws, as it deems necessary for the management, administration and regulation of the Association.

ARTICLE VI**Meetings of Directors****Section 1. Regular Meetings.**

A regular meeting of the Board shall be held without notice immediately after, and at the same place as the annual meeting of the members. Regular meetings of the Board shall be held at least three times each year and at such other times as may be determined by the Board.

Section 2. Special Meetings.

Special Meetings of the Board may be called by the President, by resolution of the Board, or by a Petition signed by six of the Directors. The President, or the Board or the Directors calling the special meeting shall fix the time and place, which may be at any place within any of the States listed in ARTICLE I, SECTION 1 of these By-Laws, for the holding of the meetings.

Section 3. Notice of Board Meetings.

Written notice of the time, place and purpose of any regular or special meeting of the Board other than the regular meeting held immediately after and at the same place as the annual meeting of the Members, shall be delivered to each Director not less than five days previous thereto, either personally or by mail, by or at the direction of the Secretary, or upon a default in duty by the Secretary, by the President or the Directors calling the meeting. If mailed, such notice shall be deemed to be delivered when deposited with the United States Postal Service, addressed to the Director at his address as it appears on the records of the Association, with postage thereon prepaid.

Section 4. Quorum.

A majority of the Board shall constitute a Quorum for the transaction of business at any meeting of the Board; If less than a majority are present at the meeting, a majority of the Directors present may continue the meeting from time to time without further notice.

Section 5. Manner of Acting.

The act of the majority of the Directors present at a Board Meeting at which a Quorum is present shall be the act of the Board.

Section 6. Presence of Persons Other Than Directors.

At all regular or special meetings of the Board, duly authorized representatives of all Members shall be entitled to be present and have a voice in the proceedings, provided, however, only a Director or, if the Director is absent, the duly qualified alternate shall be entitled to vote.

Section 7. Representative of Director.

In the event that any Director is unable to attend a Board meeting, the elected alternate may attend such meeting with all the rights conferred on that Director by law or these By-Laws.

ARTICLE VII**Officers****Section 1. Number.**

The officers of the Association shall be a President, Vice-President and Secretary/Treasurer.

Section 2. Election, Term of Office.

- (a) The officers shall be elected annually by the Board at the first meeting of the Board held immediately after, and at the same place as, the annual meeting of the Members.
- (b) Each officer shall hold office until the first meeting of the Board following the next succeeding annual meeting of the Members, subject to the provisions of these By-Laws relating to the removal of officers
- (c) The President and Vice-President shall be elected or appointed officials of Members in good standing of the Association.

Section 3. Vacancies.

Except as otherwise provided in these By-Laws, a vacancy in any office may be filled by the Board for the unexpired portion of the term.

Section 4. Duties.

Each officer shall perform all duties incident to that office as set forth herein and such other duties as may be prescribed by the Board:

1. The President:

- (a) Shall be principal officer of the Association and shall, if present, preside at all meetings of the Board and at all meetings of the Members.
- (b) Shall sign certificates of membership, the issuance of which shall have been authorized by the Board, and may sign any deed, mortgages, deeds of trust, notes, bonds, contracts or other instruments authorized by the Board to be executed, except in cases in which the signing and execution thereof shall be expressly delegated by the Board or by these By-Laws to another officer or agent of the Association, or shall be required by law to be otherwise signed or executed.
- (c) In addition, he shall perform all other duties incident to the office of President and such other duties as may be prescribed by the Board.

Vice-President: In the absence of the President or in the event of his inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have the powers of and be subject to all the restrictions upon the President and shall perform such other duties as may be prescribed by the Board.

3. Secretary/Treasurer: The Secretary/Treasurer shall:

- (a) Be responsible for the recordings of the minutes of the meetings of the Members and of the Board.

- (b) See that all notices are duly given in accordance with these By-Laws or as required by law.
- (c) Be responsible for the custody of the corporate records under the seal of the Association and see that the seal of the Association is affixed to all certificates of membership prior to the issuance thereof, and to all documents, the execution of which on behalf of the Association under its seal, is duly authorized in accordance with the provisions of these By-Laws
- (d) Be responsible for a register of the Post Office address of each Member, which shall be furnished by such Member.
- (e) Sign, with the President, certificates of membership, the issuance of which shall have been authorized by resolution of the Board.
- (f) Be responsible for the books of the Association in which a record of each Member is kept.
- (g) Keep on file at all times a complete copy of the By-Laws of the Association, containing all amendments thereto, which copy shall always be open to the inspection of any Member, and, at the expense of the Association, forward a copy of the By-Laws and of all amendments thereto to each Member.
- (h) Be responsible for all funds and securities of the Association.
- (i) Be responsible for receiving and giving receipts for monies due and payable to the Association from any source whatsoever, and deposit all such monies in the name of the Association in such financial institutions as shall be selected in accordance with the provisions of these By-Laws.
- (j) In addition, perform all the duties incident to the office of the Secretary/Treasurer and such other du-

ties as may be prescribed by the Board. The Secretary/Treasurer may assign such duties of this office as appropriate to the Executive Director subject to approval by the Board.

Section 5. Executive Director.

An Executive Director may be selected by the Board and shall perform such duties as the Board may require and shall have such authority as the Board may grant. The Executive Director shall be compensated such salary as may be established by the Board and shall serve at the pleasure of the Board.

Section 6. Bonds of Officers.

The Board shall require any officer or employee of the Association charged with the responsibility for the custody of any of its funds or property, to give bond in such sum and with such surety as the Board shall determine.

Section 7. Reports.

The officers of the Association shall submit an annual report to the Members, covering the business of the Association for the previous fiscal year and showing the condition of the Association at the close of such fiscal year.

ARTICLE VIII

Contracts, Checks and Deposits

Section 1. Contracts.

Except as otherwise provided in these By-Laws, the Board may authorize any officer, agent or employee to enter into any contact or execute and deliver any instruments in the name and on behalf of the Association. Such authority shall be defined and determined by resolution of the Board.

Section 2. Checks, Drafts, etc.

All checks, drafts or other orders for the payment of money, and all notes or other evidences of indebtedness issued in the name of the Association shall be signed by such officer, agent or employee of the Association, and in such manner, as shall be determined by resolution of the Board.

Section 3. Deposits.

All funds of the Association shall be deposited to the credit of the Association in such financial institutions as the Board deems prudent and appropriate. Accounts in such financial institutions shall be insured by the Federal Deposit Insurance Corporation or its successor agencies.

**ARTICLE IX
Waiver of Notice**

Any Member, Director or officer may waive, in writing, before or after the meeting, any notice of meetings required to be given by these By-Laws.

**ARTICLE X
Fiscal Year**

The fiscal year of the Association shall begin on the first day of January of each year and end on the 31st day of December of the same year.

**ARTICLE XI
Seal**

The Corporate seal of the Association shall be in the form of a circle and shall have inscribed thereon the name of the Association.

**ARTICLE XII
Amendments**

These By-Laws, other than Section 2 of ARTICLE II, may be altered, amended, or repealed, by the affirmative vote of not less than two-thirds (2/3) of the Members present and voting at any regular or special meetings; provided, that notice of such meeting shall have contained a copy of the proposed alterations, amendment or repeal. After any alteration, amendment, or repeal of these By-Laws has been adopted, all Members shall be notified of such action as soon as is conveniently possible.



2004-2005 SPRA Membership

Arkansas Electric Cooperative
Associated Electric Cooperative, Missouri
Bentonville, Arkansas
Brazos Electric Cooperative, Texas
Carrollton City Utilities, Missouri
Carthage City Utilities, Missouri
Claiborne Electric Cooperative, Louisiana
Clarksville Water & Light, Arkansas
Concordia Electric Cooperative, Louisiana
Dixie Electric Membership Corporation, Louisiana
Fulton City Utilities, Missouri
Grand River Dam Authority, Oklahoma
Higginsville City Utilities, Missouri
Jefferson Davis Electric Cooperative, Louisiana
Jonesboro City Water & Light, Arkansas
Kansas City Board of Public Utilities
Kansas Electric Power Cooperative, Kansas
Kansas Municipal Energy Agency, Kansas
Kaw Valley Electric Cooperative, Kansas
Kennett City Utilities, Missouri
Lafayette Utilities System, Louisiana
Lamar City Utilities, Missouri
Louisiana Energy and Power Authority, Louisiana
Malden Board of Public Works, Missouri
New Madrid Municipal Light & Power, Missouri
Northeast Louisiana Power Cooperative, Louisiana
Northeast Texas Electric Cooperative
Oklahoma Municipal Power Authority, Oklahoma
Paragould City Light & Water, Arkansas
Paris City Utilities, Arkansas
Piggott Municipal Light & Water, Arkansas
Poplar Bluff City Utilities, Missouri
Purcell City Utilities, Oklahoma
Rayburn Country, Texas
Sam Rayburn Dam Electric Cooperative, Texas
Sam Rayburn G&T, Texas
Sam Rayburn Municipal Power Agency, Texas
Sikeston Board of Public Utilities, Missouri
South Louisiana Electric Cooperative Association
Southwest Louisiana Electric Membership Co-op
Springfield Utilities, Missouri
Tex-La of Texas
Valley Electric Membership Corp., Louisiana
West Plains City Utilities, Missouri
Western Farmers Electric Cooperative, Oklahoma

Arkansas Electric Cooperatives, Inc.

Gary Voigt, President / CEO

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P.O. Box 194208

8000 Scott Hamilton Drive (72209-5433)

Little Rock, AR 72219-4208

Ph 501-570-2200 Fx 501-570-2205

www.aeci.com

Arkansas Municipal Power Association

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U.S. Representative

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City of Bentonville

115 West Central Avenue
Bentonville, AR 72712-5256
Ph 501-271-3135 Fx 501-271-3137
www.bentonvillear.com
9,012 Customers

Contacts

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tcoberly@bentonvillear.com
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rgarrett@bentonvillear.com

U.S. Representative

John Boozman (R-3rd)
1708 Longworth HOB
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Ph 202-225-4301 Fx 202-225-5713
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Clarksville Light & Water

P.O. Box 1807
400 West Main
Clarksville, AR
Ph 479-754-3148 Fx 479-754-8181
4,096 Customers

Contacts

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Jonesboro City Water & Light

P.O. Box 1289
400 East Monroe Street (72401)
Jonesboro, AR 72403-1289
Ph 870-935-5581 Fx 870-930-3301
27,121 Customers

Contacts

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Paragould City Light, Water & Cable

P.O, Box 9
1901 Jones Road (72450)
Paragould, AR 72451
Ph 870-239-7700 Fx 870-239-7798
www.clwc.com
11,677 Customers

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City of Paris

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100 N. Express Street (72855-3210)
Paris, AR 72855-0271
Ph 479-963-2450 Fx 479-963-3807
1,781 Customers

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Piggott Municipal Light, Water & Sewer

411 North Thornton
Piggott, AR 72454
Ph 870-598-5176 Fx 870-598-2768
2,254 Customers

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109 Hart

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roberts.senate.gov



Kansas City Board of Public Utilities

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Kansas City, KS 66101-2930
Ph 913-573-9000 Fx 913-573-9990
www.bpu.com
64,866 Customers

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P.O. Box 750640
1100 SW Auburn Road (66615)
Topeka, KS 66675-0640
Ph 785-478-3444 Fx 785-478-1088
7,787 Consumers

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www.laec.com

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3420 Highway 167 North
P.O. Box 90866
Lafayette, LA 70509
Ph 337-896-5384 Fx 337-896-2533

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Membership Directory



Claiborne Electric Cooperative, Inc.

P.O. Box 719
12525 Highway 9
Homer, LA 71040
Ph 318-927-3504 Fx 318-927-6636
www.claiborneelectric.org
22,474 Consumers

Contacts

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jerrywilliams@claiborneelectric.org

U.S. Representative

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Washington, DC 20515
Ph 202-225-2777 Fx 202-225-8039
www.house.gov/mccrery



Dixie Electric Membership Cooperative

P.O. Box 15659
16262 Wax Road (70739-4964)
Baton Rouge, LA 70895-5659
Ph 225-261-1221 Fx 225-262-1750
www.demco.org
82,500 Consumers

Contacts

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U.S. Representative

Richard Baker (R-6th)
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Washington, DC 20515
Ph 202-225-3901 Fx 202-225-7313
www.house.gov/baker



Jeff Davis Electric Cooperative

P.O. Drawer 1229
906 North Lake Arthur Ave. (70546-4630)
Jennings, LA 70546-1229
Ph 337-824-4330 Fx 337-824-8936
www.jdec.org
9,838 Consumers

Contacts

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jeffdec@bellsouth.net

U.S. Representative

Chris John (D-7th)
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Lafayette Utilities System

P.O. Box 4017-C
1314 Walker Road (70506-1100)
Lafayette, LA 70502-4017
Ph 337-291-5804 Fx 337-291-8318
www..lus.org
54,658 Customers

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Louisiana Energy & Power Authority

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Lafayette, LA 70507-5319
Ph 337-269-4046 Fx 337-269-1372
www..lepa.com
Wholesale Customers Only

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Washington, DC 20515
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Northeast Louisiana Power Cooperative

P.O. Box 1577
1411 Landis Street (71295-2644)
Winnsboro, LA 71295-2644
Ph 318-435-4523 Fx 318-435-3887
www.nelpco.coop
10,738 Members

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**South Louisiana Electric Cooperative
Association**

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2028 Coteau Road
Houma, LA 70361-4037
Ph 985-876-6880 Fx 985 851-3644
www.alec.coop/sleca.html
18,359 Consumers

Contacts

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U.S. Representative

Billy Tauzin (R-3rd)

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www.house.gov/tauzin



**Southwest Louisiana Electric Membership
Cooperative**

P.O. Box 90866
3420 Highway 167, North (70507-2554)
Lafayette, LA 70509-0866
Ph 337-896-5384 Fx 337-896-2533
www.slemco.com
85,000 Consumers

Contacts

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U.S. Representative

Chris John (D-7th)
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Valley Electric Membership Cooperative

P.O. Box 659
1725 Texas Street (71457-3428)
Natchitoches, LA 71458-0659
Ph 318-352-3601 Fx 318-352-8570
www.laec.com/valley.html
28,723 Customers

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Vinton Public Power Authority

1200 Horridge Street
Vinton, LA 70668-3820
Ph 337-589-7453 Fx 337-589-6127
1,527 Customers

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Mary Vice, City Clerk
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Missouri Statewides

Association of Missouri Electric Cooperatives

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2722 East McCarty Street (65101-4428)

Jefferson City, MO 65102-1645

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www.amec.org

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Missouri Association of Municipal Utilities

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Carrollton Municipal Utilities

P.O. Box 460
500 South Main (64633)
Carrollton, MO 64633-0460
Ph 660-542-0360 Fx 660-542-1645
2,254 Customers

Contacts

James R. Paul, Superintendent

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Carthage Water & Electric Plant

P.O. Drawer 611
149 East 3rd Street (64836-1620)
Carthage, MO 64836-0611
Ph 417-237-7300 Fx 417-237-7310
6,911 Customers

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City of Fulton

P.O. Box 130
18 East 4th Street
Fulton, MO 65251-0130
Ph 573-592-3111 Fx 573-592-3169
5,000 Customers

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P.O. Box 110
1922 North Main Street
Higginsville, MO 64037-1527
Ph 660-584-2106 Fx 660-584-2953
www.higginsville.org
2,344 Customers

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City of Kennett

303 South Anthony Street
Kennett, MO 63857-3016
Ph 573-888-2835 Fx 573-888-3312
www.clgw.net
5,945 Customers

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City of Lamar

1104 Broadway Street
Lamar, MO 64759-1759
Ph 417-682-5554 Fx 417-682-3288
2,443 Customers

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Malden, MO 63863-2296
Ph 573-276-2238 Fx 573-276-2239
2,536 Customers

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City of New Madrid

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New Madrid, MO 63869-0096
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1,838 Customers

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City of Poplar Bluff

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3000 North Westwood Blvd.
Poplar Bluff, MO 63902-1268
Ph 573-686-8020
9,377 Customers

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Sikeston Board of Municipal Utilities

138 North Prairie Street
Sikeston, MO 63801-4251
Ph 573-471-3328 Fx 573-471-7288
www.sikestonbmu.org
8,937 Customers

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www.cityutilities.net
89,371 Customers

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Grand River Dam Authority

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Vinita, OK 74301-0409
Ph 918-256-5545 Fx 918-256-5289
www.grda.com/grda/html
77 Customers

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Mike Stafford, Supt. Of Operations & Off-Sys. Mrkt.
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www.ompacom
Wholesale Customers Only

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Goltry, Granite, Hominy, Lexington,
Olustee, Ryan, Spiro, Walters,
Wetumka, Yale, Manitou

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City of Purcell

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3,054 Customers

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701 NE 7th Street (73005-2231)
Anadarko, OK 73005-2231
Ph 405-247-4365 Fx 405-247-4451
www.wfec.com
Generation & Transmission

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Southwestern Power Administration

Southwestern Power Administration (Southwestern) is an agency of the U.S. Department of Energy. Southwestern's mission was established by Section 5 of the Flood Control Act of 1944. The agency is responsible for marketing the hydroelectric power produced at 24 U.S. Army Corps of Engineers multipurpose dams. By law, the power and associated energy are marketed to publicly held entities such as rural electric cooperatives and municipal utilities. Southwestern has over one hundred such "preference" customers which ultimately serve over 6 million end use customers.

Southwestern operates and maintains 1,380 miles of high-voltage transmission lines, 23 substations, and 46 microwave and VHF radio sites from field offices. Around-the-clock power scheduling and dispatching is conducted from the Operations Center.

Southwestern's rates, by law, are designed to recover the costs of producing the power. These costs include repayment of the dams' initial construction, with interest; repayment of the transmission system construction, with interest; major replacements; and both the Corps of Engineers' and Southwestern's annual operating and maintenance expenses. Annual revenues vary with water conditions, but generally average about \$100 million. Southwestern returns the revenues to the U.S. Treasury, and of that, about \$40 million is applied toward interest and repayment of the Federal investment.

Mission Statement

Southwestern Power Administration's mission is to market and reliably deliver Federal hydroelectric power with preference to public bodies and cooperatives. This is accomplished by maximizing the use of Federal assets to repay the Federal investment while balancing power needs with the diverse interests of other water resource users, and implementing public policy.

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Corps Powerhouses

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Blakely Mount.	Dusty Wilson	501-767-2401 x3023 / 501-767-2270
Broken Bow	Steve Timmons	580-494-6379 / 580-494-6668
Bull Shoals	Miles Waldron	870-431-5391 x3021 / 870-431-5350
Clarence Cannon	Dennis Foss	573-735-4097 / 573-735-2750
Dardanelle	Rosalie Colley	479-667-2149
DeGray	Dusty Wilson	501-246-7676
Denison	Sherman Jones	903-465-6263
Eufaula	Johnny Bray	918-484-5439
Ft. Gibson	Ray Harrison	918-683-6466 / 918-683-6469
Greers Ferry	Marvin Logan	501-362-3214 / 501-362-2417
Harry S Truman	Greg Hutinger	660-438-2836 x1151 / 660-438-2034
Keystone	Samuel Patterson	918-865-2919 / 918-865-5053
Narrows	Dusty Wilson	501-767-2401 x3023 / 501-767-2270
Norfork	(open)	870-499-5361 / 870-499-5280
Ozark	Rosalie Colley	479-667-2149
Robert S. Kerr	Roger Eakle	918-775-3474 / 918-775-9230
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Stockton	George Boban	417-334-4101 / 417-276-3065
Table Rock	Stan Jones	417-334-4101 x3048
Tenkiller	Ray Harrison	918-487-5988
Webbers Falls	John Reeves	918-464-2122
Whitney	Thomas McGrath	254-622-3268



SWPA's 17— Dam



<i>Project</i>	<i>FY On-Line</i>	<i>Installed Capacity (kW)</i>	<i>Est. Avg. Annual Energy (Millions kWh)</i>
Beaver (AR)	1965	112,000	172
Broken Bow (OK)	1970	100,000	129
Bull Shoals (AR)	1953	340,000	785
Clarence Cannon (MO)	1985	58,000	90
Dardanelle (AR)	1965	124,000	613
Eufaula (OK)	1965	90,000	260
Ft. Gibson (OK)	1953	45,000	191
Greers Ferry (AR)	1964	96,000	189
Keystone (OK)	1968	70,000	228

Interconnected System

<i>Project Authorized Purposes</i>	<i>Basin</i>	<i>Date of Final Allocation</i>	<i>Capital Joint Use Power %</i>	<i>O&M Joint Use Power %</i>
flood control, hydropower & water supply	WHITE	11-15-78	68.88%	67.84%
flood control, hydropower & incidental recreation	RED	07-02-84	11.10%	7.72%
flood control, hydropower, water supply, fish & wildlife & recreation	WHITE	12-13-57	52.29%	49.10%
flood control & hydropower	MISS	08-25-98	1.87%	0.01%
hydropower & navigation	ARK	08-30-76	51.97%	53.33%
flood control, hydropower, navigation, water supply, fish & wildlife & recreation	ARK	09-27-83	16.37%	14.39%
flood control, hydropower incidental recreation & incidental navigation	ARK	12-13-57	19.14%	48.05%
flood control, hydropower, water supply for Heber Springs	WHITE	11-11-76	62.21%	59.02%
flood control, hydropower, navigation, water supply, fish & wildlife, & inc. rec.	ARK	02-04-81	6.33%	10.94%

SWPA's 17— Dam

<i>Project</i>	<i>FY On-Line</i>	<i>Installed Capacity (kW)</i>	<i>Est. Avg. Annual Energy (Millions kWh)</i>
Norfork (AR)	1944	80,550	184
Ozark (AR)	1973	100,000	429
Robert S. Kerr (OK)	1971	110,000	459
Stockton (MO)	1973	45,200	55
Table Rock (MO)	1959	200,000	495
Tenkiller (OK)	1954	39,100	95
Harry S Truman (MO)	1982	160,000 53,300 (actual)	244
Webbers Falls (OK)	1974	60,000	213



Interconnected System *(cont.)*

<i>Project Authorized Purposes</i>	<i>Basin</i>	<i>Date of Final Allocation</i>	<i>Capital Joint Use Power %</i>	<i>O&M Joint Use Power %</i>
flood control & hydropower	WHITE	12-13-57	29.04%	36.00%
hydropower, navigation, fish & wildlife & recreation	ARK	05-15-82	13.46%	17.84%
hydropower, navigation, fish & wildlife & recreation	ARK	01-12-81	18.35%	32.35%
flood control, hydropower & recreation	MISSOURI	05-08-97	18.95%	0.04%
flood control & hydropower	WHITE	04-16-76	68.94%	72.92%
flood control, hydropower, water supply & incidental recreation	ARK	12-13-57	25.65%	34.59%
flood control, hydropower, recreation & fish & wildlife	MISSOURI	05-03-03	10.60% 18.6%	20.80% 36.7%
navigation, hydropower, recreation & fish & wildlife	ARK	02-27-81	4.96%	15.76%



2 Dams Marketed under Exchange Energy Arrangements

<i>Project</i>	<i>FY On-Line</i>	<i>Installed Capacity (kW)</i>	<i>Est. Avg. Annual Energy (Millions kWh)</i>
Blakely Mountain (AR)	1956	75,000	169
DeGray (AR)	1972	68,000	97



5 Isolated Projects Marketed as Project Sales

<i>Project</i>	<i>FY On-Line</i>	<i>Installed Capacity (kW)</i>	<i>Est. Avg. Annual Energy (Millions kWh)</i>
Denison (OK & TX)	1945	70,000	219
Narrows (AR)	1950	25,500	30
Robert D. Willis (TX)	1989	7,350	37
Sam Rayburn (TX)	1966	52,000	114
Whitney (TX)	1955	30,000	73



2 Dams Marketed under Exchange Energy Arrangements

<i>Project Authorized Purposes</i>	<i>Basin</i>	<i>Date of Final Allocation</i>	<i>Capital Joint Use Power %</i>	<i>O&M Joint Use Power %</i>
flood control, hydropower & incidental recreation	RED	12-13-57	65.48%	51.40%
flood control & hydropower	RED	06-21-82	15.67%	12.83%

5 Isolated Projects Marketed as Project Sales

<i>Project Authorized Purposes</i>	<i>Basin</i>	<i>Date of Final Allocation</i>	<i>Capital Joint Use Power %</i>	<i>O&M Joint Use Power %</i>
flood control, hydropower, water supply, streamflow reg. navigation	RED	12-13-57	14.45%	49.20%
flood control, hydropower & incidental recreation	RED	12-13-57	26.76%	21.88%
hydropower, flood control & fish & wildlife	NECHES	No Cost Allocation	0%	0%
flood control, hydropower, streamflow reg., f&w, water supply & inc. recreation	NECHES	09-27-96	16.67%	0.11%
hydropower, flood control, streamflow reg. & incidental rec-	BRAZOS	12-13-57	5.44%	22.21%

