

**Regular meeting
December 11, 2007**

**APPROVED MINUTES OF REGULAR MEETING OF
THE BOARD OF DIRECTORS
OF
EL PASO WATER COMPANY, INC.**

December 11, 2007

The regular meeting of the Board of Directors of El Paso Water Company, Inc. convened in the City Council Chamber, 611 Mulberry, Derby, Kansas at 9:10 p.m. during a recess of the City Council meeting.

The following Directors were present and constituted a quorum:

Dion Avello
Cheryl Bannon
Chuck Warren
Jim Craig
George Arnold
Vaughn Nun
Charlie Schwarz
Mark Staats

Others in attendance:

Kathy Sexton, Chief Executive Officer
Phil Alexander, Vice President
Jean Epperson, Secretary-Treasurer

Mr. Avello called the meeting to order.

APPROVAL OF MINUTES

MOTION: Craig moved to approve the minutes of the November 27, 2007 regular board meeting. Warren seconded.

VOTE: Avello yea, Craig yea, Meidinger absent, Nun yea, Warren yea, Schwarz yea, Bannon yea, Staats yea, Arnold yea, 8 yea, 0 nay, 1 absent, motion carried.

DECLARATION OF DIVIDEND

Jean Epperson, Secretary/Treasurer presented the staff report.

MOTION: Schwarz moved to adopt a resolution declaring and directing payment of a dividend for the month of November in the amount of \$44,703.30 to the City of Derby, Kansas, as the sole stockholder of the Company. Bannon seconded.

Mr. Avello asked if we had a track record of last year at this time, do we have a comparison.

Ms. Sexton advised she did not bring that with her today.

Mr. Avello indicated he would get with her later.

VOTE: Avello yea, Craig yea, Meidinger absent, Nun yea, Warren yea, Schwarz yea, Bannon yea, Staats yea, Arnold yea, 8 yea, 0 nay, 1 absent, motion carried.

FIRST ADDENDUM TO MASTER AGREEMENT FOR MUTUAL COOPERATION WITH EL PASO WATER COMPANY, INC.

Kathy Sexton, Chief Executive Officer presented the staff report, indicating it was the same item and staff report presented during the council meeting.

MOTION: Craig moved to approve the First Addendum to the Master Agreement for Mutual Cooperation between the City of Derby and El Paso Water Company, Inc. Schwarz seconded.

VOTE: Avello yea, Craig yea, Meidinger absent, Nun yea, Warren yea, Schwarz yea, Bannon yea, Staats yea, Arnold yea, 8 yea, 0 nay, 1 absent, motion carried.

ADJOURNMENT

MOTION: Warren moved to adjourn at 9:15 p.m. Schwarz seconded.

VOTE: Avello yea, Craig yea, Meidinger absent, Nun yea, Warren yea, Schwarz yea, Bannon yea, Staats yea, Arnold yea, 8 yea, 0 nay, 1 absent, motion carried.

Jean Epperson, Secretary

