

WALTER LEROY HUBER
CIVIL ENGINEER

Feb. 15, 1922.

Mr. A. B. West, Vice-Pres. & Gen. Mgr.,
The Southern Sierras Power Co.,
Riverside, California.

Dear Mr. West:

Supplementing my letter of today in the matter of negotiations with the Southern Pacific Company. It is my understanding that any costs of securing rights of way were to be assumed by Mr. Albright, in accordance with your Company's agreement with him. I am not certain just how the matter of such payment is to be handled. The Title Insurance & Trust Company of Los Angeles has been named as his guardian. Messrs. Woodruff and Shoemaker, Attorneys, have written to the State Water Commission concerning some of his filings, acting in behalf of the Title Insurance & Trust Company. I should not be at all surprised if it will be necessary for us to hold a conference with Messrs. Woodruff and Shoemaker and the officials of the Title Insurance & Trust Company soon. I think that such conference might be rather reassuring to these gentlemen and would serve to convince them that our dealings with Mr. Albright are genuine and not of the Pluth-Baker and Merrell type.

Possibly the payments by Albright for Southern Pacific lands can be met by deductions from his annual revenue.

Very sincerely,

W L Huber

WLH:RH
CC - C. O. Poole
Ed. Fletcher

February
Seventeen
1922

Mr. A. B. West,
Sierras Power Co.,
Riverside, Calif.

Friend West:

We have got to put this thing over right as between man and man. Let's do it and get your plant started.

Mrs. Albright is a sweet little woman. She called on me yesterday and asked me to please help straighten the matter out at the earliest possible date on the basis of justice and equity.

Yours sincerely,

EF:KLM

March
Three
1922

Southern Sierras Power Company,
Riverside, California.

Attention Mr. A. B. West

My dear Mr. West:

Mrs. Albright telephoned me that she is in touch with Mr. Shoup personally, and in a few days she expects a letter from Mr. Shoup which will clarify the situation and we hope the Southern Pacific will make a much lower price. I will then get together with you and Mr. Huber and see if we cannot straighten out this tangle for Mrs. Albright.

My suggestion is that you let matters rest until Mrs. Albright gets a final reply from Mr. Shoup.

With kind personal regards, I am

Sincerely yours,

EF:KLM

cc- Mrs. Albright
Mr. Huber

✓ Copy to Col. Ed Fletcher
920 Eighth St.,
San Diego, Cal.

1-26
sh. W. or
- 1 -

October 9, 1922

214.3 Whitewater

Mr. C. H. Hartke,
820 Merchants National Bank Bldg.,
Los Angeles, California.

Dear Sir:

My absence from our Riverside office has resulted in a delay in answering your letter of October 4th, having reference to the purchase of lands from the Southern Pacific Railway necessary for the carrying through of the Snow Creek Development.

This whole matter has lately received the attention of our Board of Directors and after careful consideration a decision was reached that the Company will not be justified at this time in making any advance to the Albright Estate for the purpose of purchasing the land in question.

It was a part of our agreement with Mr. Albright, under which the development was to be made, that he at his own expense should furnish all necessary rights of ways and releases necessary to permit the development.

On account of the financial condition of the estate it was proposed that we advance the necessary moneys to cover the purchase outright of the land involved, charging Mr. Albright with one-half of the amount advanced, we to permanently assume the cost of the remaining half of the purchase price, in consideration of securing the fee title to the sections of land involved, instead of an easement for the portions of such lands as will be occupied by our structures.

Notwithstanding our desire to do everything in reason to assist Mr. Albright, it was decided that we could not accede to this proposal in justice to our own stockholders. One reason leading to this decision is the fact that in the present condition of our load we have no immediate need for the bringing in of this development at the present time.

Under the circumstances we would not be justified in making a large investment for the purpose of expediting a power development, the output of which will not be needed for a year or so.

Mr. C. H. Hartke

-2-

October 9, 1922

We are, of course, ready to go ahead with the development at any time the Estate fulfills its part of the contract, but this is as much as we can promise today. It is possible that conditions may change next year so as to warrant us in modifying our present decision to the extent of helping Mrs. Albright carry through her end of the agreement. However, we feel that the price asked by the Railroad Company is very excessive and should be substantially reduced.

By abandoning the idea of purchasing the land outright and buying simply the necessary rights of ways with a release of riparian rights you may be able to get a more reasonable figure from the Southern Pacific Company.

Very truly yours,

(Signed) **A. B. West**

Vice Pres. & Gen. Mgr.

ABW JS

October 12, 1922.

100-1

Mr. A. B. West, Manager,
Southern Sierras Power Co.,
Riverside, Calif.

My dear Mr. West:

Answering yours of October 9th to

Mr. Hartke:

Do I understand that you are willing to pay the \$12,500 and take an absolute ownership of the six or eight hundred acres of land, providing the Albright Estate will pay the other half?

I see by the papers that you are incorporating your company to build the Snow Creek and Whitewater projects - a separate corporation - and hope that you can go at it in the near future.

I have a way of financing the Albright matter. It is only up to them to get the rights of way, and certainly the six or eight hundred acres of land that is being deeded is worth the \$12,500 as a basis of capitalization.

May I hear from you at your earliest convenience?

Yours very truly,

EF:AH

The Southern Sierras Power Company

Riverside, California

October 14, 1922

OUR FILE NO. 214.3 Whitewater

YOUR FILE NO.

Col. Ed Fletcher,
920 Eighth Street,
San Diego, Calif.

My dear Col. Fletcher:

Your letter of October 12th received. It was the decision of our Board of Directors, as stated in my letter to Mr. Hartke of October 9th, that we are not justified at this time in advancing any money to the Albright Estate for the purpose of acquiring rights of ways for the Snow Creek development.

While we would have liked to have assisted Mrs. Albright, yet, in justice to our own stockholders, the Board did not feel that the Company would be warranted in taking this action.

The newspaper articles you mentioned undoubtedly referred to the San Gorgonia Power Company recently organized by Mr. R. R. Scarborough of Banning, to develop certain power rights held by him on the White River project.

Our people are not connected with the Company and are interested only to the extent of a contract we have made to purchase power from the two small plants which they expect to construct. This development is in no way connected with the Albright project.

Very truly yours,

A. B. West

Vice Pres. & Gen. Mgr.

ABW JS

copy to Mr Hartke

February 6th,
1929

Mr. A. B. West, Pres.,
Southern Sierras Power Company,
Riverside, Calif.

Dear Mr. West:

My friend Charles F. Stern told me that you said that the water was not in the Colorado River in sufficient quantities as expected and I would like to know all the facts, particularly as regards the future of San Diego.

They are about to join the municipality and expect to get 100,000,000 gallons of water a day from the Colorado River.

Give me all the dope you can old top and if you want me to, I will keep it confidential.

How would you like a hunting trip into Mexico one of these days? I have just returned from a trip with Attorney General Webb and Colonel Ira C. Copley. We went down 700 miles to the Gulf where we got on board Colonel Copley's yacht, "Happy Days" and went down into the tropics. We had wonderful fishing and can home around Cape San Lucas and Magdalena Bay.

With kind personal regards to the family and I will be mighty glad to see you down here any time.

Yours truly,

EPKAK

October 10, 1935

Southern Sierras Power Company
Riverside, California

Attention Mr. A. B. West, President

My dear Mr. West:

I would like to see you at your convenience.

The situation is better than ever for the acquisition of the local concern. It is doing splendidly and should be a part of your system.

Let me know where it will be convenient for me to see you. I am going East in a few days and if you are interested at all I am sure I can bring home something definite as I have had a couple of discussions with the president of the company.

With kind personal regards

Sincerely yours

EF:RC



The Nevada-California Electric Corporation

720 DENVER NATIONAL BUILDING

821 SEVENTEENTH STREET

Denver, Colorado

October 31, 1935

Colonel Ed Fletcher
1020 Ninth Avenue
San Diego, California

Dear Colonel:

Your letter of October 10 was delayed in reaching me on account of my leaving Riverside. I have also waited for an opportunity of discussing this matter with some of our people here.

The matter of the possibility of our Company purchasing the San Diego Consolidated Company was taken up by me personally some time ago directly with Judge O'Brien. I was also approached on the matter some months ago by a Los Angeles banker.

On a proper basis, we might be interested in a deal of this kind. However, we do not want to undertake negotiations that would involve a large commission being paid. While, of course, the commission would be paid by the seller, yet inevitably this would go on the purchase price. I would accordingly like to be advised what you expect to receive in compensation if a deal should be made working through you. If you would fix your prospective fee at an amount that would not be unduly large, we might wish to carry on negotiations through you. Please advise.

Very truly yours,

A. B. West
President.

ABW-RVC

November 4, 1935

Mr. A. B. West
President Nevada California Electric Corporation
720 Denver National Building
Denver, Colorado

Friend West:

Your letter of the 31st received and contents noted. I too have had two discussions with Judge O'Brien and with others.

As matters now stand, I am still in a position to negotiate and the door is open with Judge O'Brien and others.

As far as compensation is concerned, knowing your fairness, I would leave that matter in your hands. I sold you the Snow Creek power project, don't forget that, and you know I was a persistent devil in that matter. So I am today in the matter of the sale of the San Diego Consolidated Gas and Electric Company.

You should be the logical owner. Your power lines surround it on the North. Your line from San Diego to the valley furnishes a stand-by factor of safety in time of emergency. Your problems below the border are the same and I can be of more assistance to you in Mexico than you perhaps know at the present time, to see that you get an even break.

I have lost three fourths of my life's savings in the last five years. You know my last twenty-five years have been spent in land, water and power development. I want to be paid a legitimate sum for services rendered. If I don't render service, I want no pay, and, as I have said before, the matter of compensation is wholly in your hands for I have faith in your fairness. Everything is open and above board, any and all compensation that I might receive from the Byllesby sale, and so that matter of what I get in the final analysis I would leave to you. I assume there is a usual brokerage generally paid, but irrespective of that I will be glad to hear from you re the matter of compensation. How can I pay you a greater compliment?

I just returned a short time ago from an Eastern flying trip. Had intended to see you in Denver but was delayed twelve hours. Our plane landed in Cheyenne in six inches of snow and the whole thing was so problematical I gave up my trip into Denver, not having heard from you. I could go East by way of Denver and have a conference with you if it would interest you at all.

With kind personal regards

Sincerely yours

EF:RC



The Nevada-California Electric Corporation

720 DENVER NATIONAL BUILDING
621 SEVENTEENTH STREET

Denver, Colorado

December 4, 1935

Col. Ed Fletcher
1020 Ninth Avenue
San Diego, Calif.

My dear Colonel:

I have been waiting to reply to your letter for a decision on the part of our people whether they will be interested in the suggested purchase of the San Diego Company's system. When a decision is reached, I will promptly advise you.

Sincerely yours,

A. B. West
President.

ABW-RVC

(copy)

THE NEVADA CALIFORNIA ELECTRIC CORPORATION
720 Denver National Building
821 Seventeenth Street
Denver, Colorado

December 4, 1935

Col. Ed Fletcher
1020 Ninth Avenue
San Diego, Calif.

My dear Colonel:

I have been waiting to reply to your letter for a decision on the part of our people whether they will be interested in the suggested purchase of the San Diego Company's sytem. When a decision is reached, I will promptly advise you.

Sincerely yours

(signed) A. B. West

President

(Original mailed to J. J. O'Brien, Pres.
Byllesby Eng. Corp. 12-13-35)

THE NEVADA CALIFORNIA ELECTRIC CORPORATION

720 Denver National Building
821 Seventeenth Street

DENVER, COLORADO

December 13, 1935

Colonel Ed Fletcher
1020 Ninth Avenue
San Diego, Calif.

My dear Colonel:

Our people are willing to give consideration to the purchase of the San Diego property and will be glad to have you act in the matter, provided the seller will pay your commission, and that this commission will not exceed \$100,000 and any expenses you may be put to in the matter. We feel there should be a limit to this commission, as although it is paid by the seller, it is usually included in the price. If this arrangement is satisfactory, please advise me.

I am planning to motor out to California, leaving next Tuesday morning and arriving at Riverside by Friday night.

Sincerely yours,

(signed) A. B. WEST
President

ABW RVC

original to O'Brien + retained. *In safe*

December 16, 1935.

Mr. A. B. West, President,
Southern Sierras Power Company,
Riverside, California.

Friend West:

Thanks for your letter of the 13th. The arrangement is satisfactory with me and I am ready to go East early in January. Before doing so I would like to have a conference with you.

With kind personal regards and wishing you and the family the Compliments of the Season, I am

Sincerely yours,

EF M

The Southern Sierras Power Company

Riverside, California

A. B. WEST
PRESIDENT

December 24, 1935

Mr. Ed Fletcher.
1020 Ninth Avenue
San Diego, California

My dear Colonel:

I will be very glad to have you run up to Riverside to discuss the San Diego situation any time that will meet your convenience next week. You had perhaps better send a telegram a day in advance to be sure I am here.

Sincerely yours,

A. B. West

ABW:FS

June 26, 1956.

Mr. A. B. West, President,
Southern Sierras Power Company
Riverside, California.

My dear Mr. West:

I am sending you under separate cover Standard Corporation Records, issue dated May 27, 1956 and refer you to Page 141; also issue dated Friday, July 26, 1955 and refer you to Page 2849, which will give you the desired information re the earnings of the San Diego Consolidated Gas & Electric Co. This will verify the company's report to the California State Railroad Commission.

For your information the price discussed for this controlling interest, is 100,325 shares has been \$12,500,000.00. It is my personal opinion that an initial offer from you for control of this company should be \$11,600,000.00, accompanied by a certified check for \$100,000, to be escrowed with the Security Trust & Savings Bank of San Diego, the balance of the purchase price thru bank financing.

I wish to direct your attention to the net income for the 12 months period ending December 31, 1955, of \$907,100.00. While I cannot guarantee that this can be acquired at the suggested price, you would, however, if successful secure this control on an eight percent basis.

Will you please return the Standard Corporation Records at your early convenience.

I am doing everything I can to help you get control of this property. There is competition as I have told you heretofore and it is imperative that we have quick action. Please treat this letter confidential. I am writing you as between friends.

Yours sincerely,

EF M

July 2, 1956.

Mr. A. B. West, President,
Southern Sierras Power Company
Riverside, California

My dear A. B.:

Confirming our telephone today regarding possible acquisition of the San Diego Gas & Electric properties, will say I have never told you this property was for sale, but as a friend I have informed you that I am positive it can be acquired at a price and my associate and I are giving you an opportunity to acquire these properties.

If you can agree verbally or otherwise with us on the price, with a reasonable deposit as an evidence of good faith as outlined in my communication to you of June 26th I can definitely assure you that you are in the picture.

You can take the following suggestion for what it is worth. Advise your associates immediately of the contents of my recent communication to you, as time is of the essence.

I think you know from past performances that I am fully capable of handling these negotiations.

On the Imperial Valley situation, I have many friends and will be glad to help you out where I can, leaving the question of compensation entirely to you if I accomplish anything in the valley that will be of benefit to your company.

Give me a ring, please, on receipt of this.

With kindest regards, I am

Sincerely yours,

EF M

July 8, 1936.

Mr. A. B. West, President,
Southern Sierras Power Company,
Riverside, California.

My dear Mr. West:

At the telephone request of
Colonel Fletcher I am enclosing photographic
copy of letter received from the Santa Fe
Railroad that is explanatory.

Yours very truly,

Secretary

KLM

July 20, 1936

Mr. A.B. West, President
Southern Sierras Power Company
Riverside, California

My dear Mr. West:

Confirming telephone conversation before I left River-
side, after talking to Mr. Cowan over the phone, I urged that
you arrange your finances to pay cash for the acquisition of the
San Diego Gas & Electric Company's stock. I hope you have done
this.

I did not contact Judge O'Brien or the Bank of America
interests on instruction of Mr. Cowan. Personally, I do not
think it necessary, and I have positive knowledge that Mr. Cowan
is definitely in the picture.

You have had over thirty days to consider the proposi-
tion - the definite price is \$11,600,000 or proportionately less
if the 938 shares are not delivered. It will be necessary to
send a check to the First National Bank of San Diego for \$100,000
to be held in escrow as an evidence of good faith, based on the
price above mentioned - the \$100,000 to be paid when the offer is
accepted; \$1,000,000 within ten days from date, and the balance
of it in cash from date of acceptance.

I am sorry A.B., but in my opinion this is your last
chance to acquire these properties. Mr. Cowan will leave here
Wednesday morning unless some definite and favorable action is
taken. What Mr. Cowan wants is to have proper evidence of your
authority to buy and to know that the money is available for the
acquisition of the controlling stock as heretofore offered.

I plead with you A.B. for immediate and favorable action
or you will regret it as long as you live. Please give me a tele-
phone call at 3:00 P.M. Tuesday, July 21st.

Sincerely yours,

EF/jv

CCPY-Mr. Cowan, S.D.

- F. Mr. Cowan is still here and if the matter has anything to do with finances, the Spreckels people have five or six million dollars and either thru the Banks or thru Spreckels direct, I have every reason to believe the deal can be put through and can get five or six million from them on very fine terms if you need any financing at all. Frank Belcher is President of the Spreckels Co. and President of the First Natl. Bank in S.D. and is in town today and going to be here tomorrow, returning to S.F. sometime tomorrow. I wish you would come down tomorrow morning, meet Mr. Cowan and Belcher.
- W. If we have a proper deal, the financing could be covered thru our regular Banks. Here is situation: Report from our Engineers show that the depreciated value of the property plus additions and betterments up until December 31 was \$28,750,000; book value around \$30,000,000. Your proposed purchased plan of this stock would involve buying this property at \$33,392,000 or \$4,000,000.
- F. The thing is already financed on a 4% basis and the only way to get control of this property is to buy this stock and you naturally will have to pay a bonus for it.
- W. There are two factors - the rate base under the price, then you have the question of the commission a much lower rate than that of two years ago - all of which operates against the common stock. This property would look attractive to me around \$30,000,000 - that would give you about \$3,000,000 under their figures - they wanted \$116,000,000, so that would make it about \$86,000,000 - that is the way I see it from facts. Before any firm offer can be made at all on the property, we would have to have our Engineers go over the property and we would have to have opportunity of examining the books - no one will make an offer running into \$30,000,000 proposition and no Bank will consider it without a detailed investigation of the property and the books.
- F. (Conversation re: Dean Witter, David Bancroft, etc.)
- W. I do not know whether Cowan has any authority. I have been away four or five days and am up to my neck in work with a lot of important matters to be taken care of. I am not worrying about the money for this deal but am considering the question of what would be justifiable in paying for the property. If Cowan wants to come up and see me I will be here until about three tomorrow afternoon.

July 24, 1936

PERSONAL

Mr. A.B. West, President
Southern Sierras Power Company
Riverside, California

My dear Mr. West:

I did appreciate your frank talk with me over the phone last evening, and in answer to your Engineering figures, book value and proposed purchase price, will say that if you will analyse the Balance Sheet of the Gas Company you will find that the plant value is approximately \$37,750,000. It also provides intangibles of approximately \$1,500,000 - making a total valuation of approximately \$39,000,000.

Further examination of your Balance Sheet will show a book value of the Common Stock at approximately \$115.00 a share, which, in my opinion, will purchase the control of the necessary stock, i.e. \$11,600,000. If you will examine the records of the Security & Exchange Commission, 1935 registrations, at the time of the refunding of the Gas Company's Bonds, all facts came out under oath, and your Banker, Spencer Trask, can get the circular covering all data re: the issuance of the 4% Bonds of this Company. You know what will happen to them if there were any bugs as to facts.

When you speak of Spencer Trask and Blythe as financing you, that would indicate an issuance of Bonds and long drawn out proceedings before payment could be made for the purchase of the stock. This is out of the question. You will be buying the stock at a lower figure for cash, thru Bank financing, and the deal completely consummated within sixty days from date of acceptance at the most.

I think you made a mistake in not seeing Frank Belcher. I believe the whole proposition can be financed right here on easy interest rates - pending any future refinancing of your Corporation. I am sorry that your refinancing problems forbade your coming down today, but was glad to know that you will within a week have definite knowledge as to what you will do. I am trying to keep Mr. Cowan here for that period.

Knowing what I do of the possibility of getting a greater price than that heretofore mentioned by giving an extension of time that will permit of refinancing, I am satisfied that there can be no quibbling as to price or terms and you know what is necessary. I may fly East Sunday night, returning the last of the week on important matters, and do hope that the opportunity for the Southern Sierras to buy this property is not lost owing to the delay.

Mr. A. B. West
July 24, 1936

Friend West, once more I plead with you to get some immediate action, and I am speaking for the interest of your Company when I urge the importance of your acquisition of this control.

Sincerely yours,

EF/M

P.S.—after it is all said and done your getting an 85 yield on your investment. What else is there to say?

of 200,000,000
of 200,000,000
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of 200,000,000

July 25, 1936

Mr. A. B. West, President
Southern Sierras Power Co
Riverside, Calif.

My dear A. B.

Am leaving by plane Sunday morning for Washington. Will be at the Willard Hotel, Washington, Monday morning, the 27th. Is there anything in Washington that I can do for you.

Would you like to have me get the records from the Security & Exchange Commission covering the gas company matter. Wire me if you want anything and I will go after it to the best of my ability. Will return home the last of the week and hope you can get down to brass tacks then.

With kindest regards, I am

Sincerely yours,

EF M

CLASS OF SERVICE DESIRED	
DOMESTIC	CABLE
TELEGRAM	FULL RATE
DAY LETTER	DEFERRED
NIGHT MESSAGE	NIGHT LETTER
NIGHT LETTER	SHIP RADIOGRAM

Patrons should check class of service desired; otherwise message will be transmitted as a full-rate communication.

WESTERN UNION

R. B. WHITE
PRESIDENT

NEWCOMB CARLTON
CHAIRMAN OF THE BOARD

J. C. WILLEVER
FIRST VICE-PRESIDENT

1206-A

CHECK
ACCT'G INFMN.
TIME FILED

Send the following message, subject to the terms on back hereof, which are hereby agreed to

August 4, 1936

Mr. A.B. West, President
Southern Sierras Power Company
Riverside California

SENDING IMPORTANT LETTER TODAY WHICH PLEASE ANSWER TOMORROW WEDNESDAY

ED FLETCHER

Chg. Ed Fletcher Co.
1020-9th Ave.

THE QUICKEST, SUREST AND SAFEST WAY TO SEND MONEY IS BY TELEGRAPH OR CABLE

File in Special file

August 4, 1936

Mr. A.B. West, President
Southern Sierras Power Company
Riverside, California

My dear A.B.:

I have talked with Mr. Cowan today regarding the San Diego Gas Company's property, and his reaction is most unfavorable. He knows and you know that no examination of the property or books has ever been made of a Public Utility without putting up some money as an evidence of good faith. You know and I know that the examination of the books of this Corporation is going to show that it is much better than it has been represented to be.

I am very much disappointed at the way this matter has dragged out, and it is absolutely necessary, Friend West, as much as I regret to say it, that something definite and final from you must be given along the lines above mentioned no later than Thursday, the 6th of August, and an understanding as to price and a sum of money put in escrow with the First National Bank of San Diego as evidence of your good faith and desire to buy. I would also like to have the following questions answered:

- (1) Have your Directors authorized you or have you the authority from your Directors to purchase this property at the stipulated price on a basis of \$11,800,000?
- (2) Can you finance the payment of these properties on the basis of \$11,800,000?
- (3) Will you deposit with the First National Bank of San Diego \$100,000 pending your examination of the property and books based on the Balance Sheet and Operating Statement of the Company as of December 31, 1935? Terms of payment to be \$100,000 down, \$1,000,000 ten days from date of acceptance, the balance to be paid sixty days from date of acceptance.

The Southern Sierras Power Company

Riverside, California

A. B. WEST
PRESIDENT

August 5, 1936

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Colonel:

I have your letter of August 4 and am frankly somewhat surprised at the tenor thereof. You and Mr. Cowan are seeking to sell a property valued in excess of thirty millions and seem to be under the impression that it can be sold largely sight unseen and with the same methods that one might dispose of a corner lot.

The answer to your questions one and three is "no". As to question two, I am not in a position to state definitely, although on the basis of a satisfactory deal I believe our Company would be able to finance the proposed purchase. We are definitely interested in the possibility of the purchase of the San Diego Company but do not wish to go further with negotiations with you and Mr. Cowan until we know first, that you are authorized to deal on behalf of the owners, and second, that the owners will permit our engineers to examine the physical properties involved and our accountants to examine the books of the Company. Without such engineering and accounting examinations we would not be in a position to make a firm proposal to the owners nor to arrange through our bankers for the necessary funds with which to pay for the stock of the Company.

The proposal that we advance \$100,000 in order to be allowed to make such examination is not acceptable to us.

I frankly feel that you are wasting your time, as well as our own in the matter in pursuing the deal along the lines that have been followed to date. However, if you could show some definite authority from the owners of the property to deal with us for its purchase and could secure authority for the necessary engineering and accounting examination, we would be interested in vigorously following up the matter in the hopes of consummating a deal.

Sincerely yours,

ABW:FS

A. B. West

August 6, 1936.

Mr. A. B. West, President,
Southern Sierras Power Company
Riverside, California.

My dear A. B.:

Your letter of August 5th received, and certainly was as much surprised as you were at receiving mine. You cannot expect any organization controlling a property of this magnitude to be peddling it around or trying to, even if they do want to sell it, and they are not going to expose their hand, if this property is for sale, as I know it is. This I have verified on my last trip East and know the individuals who control the property at this time.

If you have examined the balance sheet and operating statement as of December 31, 1935, as submitted to the Railroad Commission in March, 1936, this gives you a picture of the real situation. If, as you have stated, you are interested in the purchase of this property, the records and data heretofore furnished you and made available, certainly would warrant you in depositing a reasonable sum of money as an evidence of good faith that you are interested and willing to buy if the property is as we represent it.

You never heard of any public utility of this magnitude ever being thrown open to investigation and double-checking without some tangible evidence of good faith that you desired to purchase. I have every reason to believe that within 48 hours of the time you show some evidence of good faith that you want to purchase and will make a reasonable and conditional deposit with the bank here, that you mean business, the books will be thrown open to inspection, and the property as well.

I am writing this as between friends and am trying to render you a service for which you will always be grateful. What more can I say? Think this matter over and let's see if some way cannot be found to break this impasse. I feel there is some real reason for your stalling. It is either the Imperial Valley situation, or your refunding operation or your worry in connection with your contract with the government. A. B., if you will talk to me over the telephone and be as frank with me as I have been with you, we will get some where. You know darn well that your directors will

August 8, 1936

PERSONAL

Mr. A. B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A. B.:

I received a wire yesterday that Mr. O'Brien has passed away - he was a mighty good man and a mighty good friend of mine. It broke his heart almost to lose control of the situation.

Regarding the San Diego Gas & Electric Company proposition, my friend, please follow my advice if you can - offer to put up \$50,000 or \$100,000 subject to your being allowed to investigate the books and the property within a reasonable time, and finding same satisfactory to you, even draw your money down. I believe something along this line will be all that is sufficient to get the Eastern crowd started, you are risking nothing, but you are at least showing an interest in the proposition, and your good faith in the matter cannot be questioned.

Please drop me a line along the lines suggested.

Sincerely yours,

EF/jv

The Southern Sierras Power Company

Riverside, California

A. B. WEST
PRESIDENT

August 10, 1936

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Colonel:

I wish to confirm our conversation of today by stating that our people are definitely interested in the possible purchase of the San Diego Gas and Electric Company, providing the property is for sale.

If you can arrange within the next thirty days an opportunity for our engineers to examine the physical properties and for our accountants to check through the Company's books, we will be glad to meet the entire expense involved, and I believe, shortly thereafter, will be in a position to enter into negotiations for the purchase of the stock controlling the property.

With reference to the American Appraisal Company, while we have a high regard for their appraisals, yet in a transaction of this character, we necessarily would want to base our conclusions on the reports of our own engineers, rather than that of an outside company.

One of the matters that particularly concerns us is the question of depreciation, particularly with reference to the gas properties, having in mind the fact that the Company has a large investment in artificial gas manufacturing facilities, whereas the present source of supply is natural gas. We will, of course, also be concerned, in a stock purchase, with what are the total obligations of the Company, including contingent liabilities.

Sincerely yours,

A. B. West

ABW:FS

August 11, 1936

Mr. A.B. West, President
Southern Sierras Power Company
Riverside, California

My dear West:

After consultation with Mr. Cowan today re: your letter of August 10th, I believe we are getting somewhere. Mr. Cowan's report from his principals received Sunday night is as follows:

"While they would not say that the purchase price mentioned was acceptable, it would, however, if submitted, be given proper consideration if supported by some evidence of good faith."

I make this suggestion - that you write me a letter stating that you are willing to immediately move in and examine the records, personal property, real estate, etc., and complete said investigation within thirty days from date at your own expense, with the definite commitment that the stock, i.e., approximately 100,000 shares of San Diego Gas & Electric Company if purchased on a basis of \$115. a share.

There is absolutely no use in your offering a lower figure, you will not be obligating yourself to buy, but you are obligating yourself at your own expense to make the investigation on that basis. I believe a letter from you to the above effect will be acted on favorably to the extent that you will immediately be able to inspect the property in every way necessary to complete an investigation that you desire to make. I will recommend this to Mr. Cowan - I am doing it on my own responsibility as it seems to me to be the only solution of the problem. The very fact that you are given permission to examine the books and the property, is sufficient evidence that Mr. Cowan and I are dealing with principals who control the situation.

Please let me hear from you by return mail.

Sincerely yours,

EF/jv

The Southern Sierras Power Company

Riverside, California

A. B. WEST
PRESIDENT

August 14, 1936

Mr. Ed. Fletcher
1020 Ninth Avenue
San Diego, California

My dear Colonel:

This will acknowledge receipt of your letter of the 11th and I note your suggestion that I write a letter stating that we are willing to immediately examine the properties and records of the San Diego Gas Company "with the definite commitment that the stock, i. e. approximately 100,000 shares of San Diego Gas and Electric Company be purchased on a basis of \$115 a share."

I have previously tried to make it clear that our Company will not make any commitment of any character prior to the time we have had an opportunity to examine the property and books of the San Diego Company. The offer that we would be willing to make would be dependent upon the outcome of such examination.

As far as indicating our willingness to promptly investigate the property at our own expense, I have already expressed this intent in my last letter to you.

The letter you quote from Mr. Cowan's principals sounds more like they are seeking to get a bid for the property from our Company to use for other purposes than making a deal with us. In other words, it does not sound as if we could even rely on purchasing the property at the tentative price named us.

Sincerely yours,

ABW:FS

A. B. West

August 20, 1938

Mr. A. B. West, President,
Southern Electric Power Company
Berkeley, California.

My dear Mr. West:

Your company yesterday as to my making some money is correct. Well, naturally, interested in making a profit I may have been a little over zealous in getting action as the proposed setup could not help but be of considerable interest to Pacific Lighting or Southern California Edison Co.

The possibility of your not wanting yourself of this opportunity caused some anxiety, as there is little question as to your people being the logical owners of this property. You can readily understand that it has called for no little effort on my part to prevent this proposition from being handled elsewhere, putting you into a free for all circle with this competition. Dept. of Internal Security, etc.

Under Federal Government of the industrial requirements which are called to my attention about three weeks ago and mentioned in my letter of July 24th, I will suggest which I am enclosing for your consideration, requires no further comment, evidence of the fact that it indicated an easy plan to syndicate this stock. Mr. Cowan can be relied upon to work out the details of your financing with an Eastern banking syndicate, furnishing reports, etc. You can make your own arrangements with him to handle this for you in the East.

Demonstrated earnings of the Gas Company, as evidenced by operating statement, indicates high type of earnings in maintenance and operation and justifies my opinion as to the physical condition of the properties.

I am sending to the National Commission for complete information as to valuation and depreciation on gas properties.

PAR VALUE \$100

Purchase 100,000 Shares San Diego Consolidated Gas & Electric Common @ \$116	\$11,600,000
Sell 75,000 " " " " " " " " @ 120	<u>9,000,000</u>
Cost to you 25,000 " " " " " " " " per share	\$ 2,600,000
	\$104

PAR VALUE \$25

Retain 100,000 Shares	@ \$26 per share	2,600,000
Sell 300,000 "	@ 30 " "	<u>9,000,000</u>
Total		\$11,600,000
Public Offering 300,000 Shares @ \$31.25	\$9,375,000	
Syndicate Profit \$1.25 per share	<u>375,000</u>	
Net		9,000,000
Deduct from Syndicate profit 25¢ per share	\$75,000	
Covering differential for 613 shares @ \$104... Expenses for appraisal audit and costs of financing	\$63,752 11,248	
	<u>\$75,000</u>	

Note: Standard Gas & Electric Co. control 99,387 shares

For your information the committee representing
note and debenture holders under date of May 27th, recommended
sale of securities of non-integrated subsidiary companies of Standard
Gas & Electric Co. to apply on retirement of funded debt.

Yours sincerely,

P. S. I know you will keep this all in the family. Confidential.

Under separate cover am sending reports, balance sheet, income
statement, etc. of Standard Statistic Co.

August 21, 1936

Mr. A.B. West,
Southern Sierras Power Co.
Riverside, California

My dear West:

This letter is uncensored. Enclosed find exhibits.
My suggestion is - that you write me a letter inviting Mr. Cowan
to come up and go over matters with you - after you have looked
over the enclosed data, and arrange with him to go East and do
the following:

Get the syndicate together and secure confirmation
of the purchase, stringing out the payments two or three months,
as the syndicate will be ready to be put over probably by the
time the final payment has to be made. In other words, \$1,100,000
would tie the whole thing up for ninety days, and you might rush
the syndicate along the plan submitted and get the job done and
the money turned in simultaneously so that \$1,100,000 more would
swing it.

I am giving you the above idea for what it is worth.
As I have stated to you before, my commission would be \$50,000
and the other \$50,000 going to Mr. Cowan. I know positively that
he is in with the crowd that can deliver the goods. This deal
should be made quietly and pushed through and confirmed by the
Court with all the parties joining in in the sale.

What I am afraid of is that it will form a new com-
bination of some kind now that the Byllesby outfit are breaking
up and the Standard Gas & Light Co, and that you will never have
another chance to get it when that crowd back there make up their
mind they are going to keep it. Now that they are liquidating,
it will help straighten things out - the cash from the sale of
the Gas Company here.

Enclosed find copy of letter I have written Mr.
Whitsell.

With kind regards,

Sincerely yours,

EF/jv
Enclosure

August 24, 1936

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A.B:

Enclosed find copy of my letter to Mr.
Whitsell and his answer in reply.

If there is any other information that
you desire, I am sure Mr. Whitsell will furnish me
any information you may want on this subject.

Sincerely yours,

EF/jv

Enclosure

August 24, 1936

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A.B:

Enclosed find copy of letter from friend
Whitsell.

Don't you think it would be a good thing
to have Mr. Whitsell in the party when you go with me
to the Gulf this coming winter? If you have no object-
ion, I will invite him.

With kind regards,

Sincerely yours,

EF/jv

CC-Mr. F.L. Cowan:—Enclosed find copy of letter from
Mr. Whitsell for your information.

CLASS OF SERVICE DESIRED	
DOMESTIC	CABLE
TELEGRAM	<input checked="" type="checkbox"/> FULL RATE
DAY LETTER	DEFERRED
NIGHT MESSAGE	NIGHT LETTER
NIGHT LETTER	SHIP RADIOGRAM

Patrons should check class of service desired; otherwise message will be transmitted as a full-rate communication.

WESTERN UNION

R. B. WHITE
PRESIDENT

NEWCOMB CARLTON
CHAIRMAN OF THE BOARD

J. C. WILLEVER
FIRST VICE-PRESIDENT

1205-A

CHECK
ACCT'G INFMN.
TIME FILED

Send the following message, subject to the terms on back hereof, which are hereby agreed to

August 24, 1936

A. B. WEST
SOUTHERN SIERRAS POWER CO.
RIVERSIDE CALIFORNIA

MAILING IMPORTANT LETTER FROM RAILROAD COMMISSION TODAY.

ED FLETCHER

Chg. ED Fletcher Co.
1020-9th

THE QUICKEST, SUREST AND SAFEST WAY TO SEND MONEY IS BY TELEGRAPH OR CABLE

August 25, 1936

Mr. A. B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A. B.:

Confirming our telephone conversation today, will say that the exhibits which you found on your desk this morning show that the Standard Gas & Electric Co. own the 99,387 shares of stock of the San Diego Consolidated Gas & Electric Co., and the Standard Gas & Electric Co. is controlled by the Standard Power & Light. It is the Standard Gas & Electric Co. that is now in voluntary insolvency.

If there is any further information that I can secure from the Railroad Commission, please let me know.

With kind regards,

Sincerely yours,

EF/jv

August 29, 1936

Mr. A.B. West, President
Southern Sierras Power Company
Riverside, California

My dear A.B:

Confirming our telephone conversation of last night, will say that Mr. Cowan is leaving for San Francisco - I hate to see him go.

I realize that you have to satisfy the Denver people and complete your investigation, and it is regrettable that you have had so little time to give the matter this week. Mr. Cowan has put over many public utilities refinancing in this State, is allied with the largest financial and power interests in this State, and is impatient that he has had to wait ten or eleven weeks here to get you to act. You should have him East today whipping this proposition into shape - both as to refinancing and quietly getting confirmation from the major creditors re: the purchase of the San Diego Consolidated Gas & Electric Company, for with only their recommendation will the Federal Court approve any sale. As you have already found out through your own efforts - you will run up against a stone wall and find that the property is not for sale.

Mr. Cowan is the closest man to the picture on the Pacific Coast, and the more you attempt through other channels to acquire this property, the harder it is going to be for you to get it and the higher the price. I am talking as between friends, and know what I am talking about.

Enclosed find copy of letter that is explanatory. I do not remember whether I showed it to you or not, but it is absolutely imperative that the report prepared by the Byllesby engineers used in the refinancing of the 4% Bonds, be immediately brought down to date and approved by the American Appraisal Company for it will be needed in any event in refinancing.

If it is not too late, I believe I can still get Mr. Cowan to make some kind of a deal whereby you put up the necessary money to bring the report down to date, and get Mr. Cowan East at the earliest possible moment working in your behalf and you paying his expenses in relation thereto.

If you want to find who the major creditors are of the Standard Gas & Electric Company, all you have to do is to refer to Moody's Manual of Public Utilities, or Standard Statistics records,

-2-

Mr. A.B. West:
Aug. 29, 1936

You can wire and obtain the information in 24 hours, or, you can go to any Broker's office in Riverside if that is the information you wish. If not, for heaven sakes tell me what you need.

You said I would hear from you by the last of next week. If possible, make it Wednesday or Thursday - I am making one last appeal thinking only of your interest.

With kindest regards and hoping to heaven you can see the light this coming week,

Sincerely, your friend

EF/jv

Enclosure

C
O
P
Y

THE AMERICAN APPRAISAL COMPANY

LOS ANGELES
CALIFORNIA

May 28, 1936

Mr. W.F.Young, Vice-President
The American Appraisal Company
38 South Dearborn Street
Chicago, Illinois

Dear Mr. Young:

This will introduce to you Mr. L.F.Cowan of San Francisco and Los Angeles. Mr. Cowan has been engaged for a number of years in the financing of public utilities, particularly the Great Western Power Company, and several independent water companies around California including the Bear Gulch Water Company which we appraised for him, and he is presently working on a proposition involving one of the Byllesby units in Southern California.

I would greatly appreciate it if you would discuss the question of service with Mr. Cowan and if possible, arrange to have Jim White meet Mr. Cowan to outline the manner in which we might render a condensed and qualified report. I know that the Byllesby organization has a very complete property record and appraisal and if this were made available to us I am of the opinion that we could check the accuracy of such reports to a reasonable extent and submit a qualified report which might meet Mr. Cowan's requirements at a reasonable expense to him.

Yours very truly,

THE AMERICAN APPRAISAL COMPANY

(Signed) THOS. D. LINDHOLTZ

TDL:ZMD

August 29, 1936

Mr. A.S.West, President
Southern Sierras Power Company
Riverside, California

My dear A.S.:

Confirming our telephone conversation of last night, will say that Mr. Cowan is leaving for San Francisco - I hate to see him go.

I realize that you have to satisfy the Denver people and complete your investigation, and it is regrettable that you have had so little time to give the matter this week. Mr. Cowan has put over many public utilities refinancing in this State, is killed with the largest financial and power interests in this State, and is impatient that he has had to wait ten or eleven weeks here to get you to act. You should have him East today whipping this proposition into shape - both as to refinancing and quietly getting confirmation from the major creditors re: the purchase of the San Diego Consolidated Gas & Electric Company, for with only their recommendation will the Federal Court approve any sale. As you have already found out through your own efforts - you will run up against a stone wall and find that the property is not for sale.

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C
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Yours very truly,

THE AMERICAN APPRAISAL COMPANY

(Signed) THOS. D. LINDHOLTZ

TDL:ZMD

Mr. A. B. West
Aug 29, 1936

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With kindest regards and hoping to heaven you can see the light this coming week,

Sincerely,
Your friend

EF/jv

Enclosure

5251 163 2nd St
Riverside, Calif

CLASS OF SERVICE DESIRED	
DOMESTIC	CABLE
TELEGRAM	FULL RATE
DAY LETTER	DEFERRED
NIGHT MESSAGE	NIGHT LETTER
NIGHT LETTER	SHIP RADIOGRAM

Patrons should check class of service desired; otherwise message will be transmitted as a full-rate communication.

WESTERN UNION

R. B. WHITE
PRESIDENT

NEWCOMB CARLTON
CHAIRMAN OF THE BOARD

J. C. WILLEVER
FIRST VICE-PRESIDENT

1206-A

CHECK
ACCT'G INFMN.
TIME FILED

Send the following message, subject to the terms on back hereof, which are hereby agreed to

August 31, 1936

A. B. WEST, PRESIDENT
SOUTHERN SIERRAS POWER CO.
RIVERSIDE CALIFORNIA

LEAVING FOR NORTH THURSDAY IS IT AGREEABLE SEE YOU RIVERSIDE OR ANYWHERE ELSE IN SOUTHERN CALIFORNIA THREE OR FOUR OCLOCK WEDNESDAY AFTERNOON KINDLY WIRE HOUR AND PLACE OF MEETING IMPORTANT

ED FLETCHER

Chg. Ed Fletcher Co.
1020-9th

Postal Telegraph

THE INTERNATIONAL SYSTEM

Commercial Cables



All America Cables

Mackay

Radio

This is a full rate Telegram, Cablegram or Radiogram unless otherwise indicated by signal in the check or in the address.

DL	DAY LETTER
NL	NIGHT LETTER
NM	NIGHT MESSAGE
LCO	DEFERRED CABLE
NLT	NIGHT CABLE LETTER
	RADIOGRAM

RECEIVED AT

STANDARD TIME INDICATED ON THIS MESSAGE

Form 16

S135 22 DL=RIVERSIDE CAL IF 31 120P

1936 AUG 31 PM 1 34

ED FLETCHER=

1020 NINTH AVE SANDIEGO CAL IF=

LEAVING RIVERSIDE THIS AFTERNOON FOR SHORT TRIP STOP EARLIEST DATE I CAN MEET YOU WILL BE THURSDAY MORNING TEN OCLOCK AT RIVERSIDE=

A B WEST

Telephone Your Telegrams to Postal Telegraph

THE QUICKEST, SUREST AND SAFEST WAY TO SEND MONEY IS BY TELEGRAPH OR CABLE

September 4, 1936

PERSONAL

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, California

My dear Mr. West:

I contacted the property party in the City Hall today and have this definite information:

As you stated there are two franchises - a Constitutional Franchise for illuminating (either electricity or gas) and the other Franchise representing heat and power which I am informed by City officials can be cancelled by a majority vote of the people.

The Power Company have been dodging their responsibility, Mr. Cooper has been employed, and the City is right after the Gas Company for dodging their 2% Franchise tax on heat and power. The authorities at the City Hall claim that legally they can only collect four years back tax according to #339 Code of Civil Procedure. However, there is a credit to be taken into consideration in favor of the Gas Company where the Utility Company owns outright a percentage of the right-of-ways. To illustrate: If the City owns 1/2 and the Utility Company owns 1/2, there would be a 50/50 credit.

The City claims that the power average per unit is 35 kilo watts per hour. Oakland compromised with the Power Company on 40. However, the City does not want to go to Court in the matter, and undoubtedly a compromise will be made shortly. As stated above, the total amount that the City can claim against the Gas Company is only for four years legally, but morally, the Company owes for the entire period. There will be a compromise somewhere of \$20,000 or \$30,000 paid by the Gas Company, and hereafter they will agree to pay.

It would be very expensive to have a survey made by the City and they say they do not want to do that if they can help it. For this coming year there is only \$6,000 or \$7,000 involved as coming to the City.

I am enclosing both Franchises. Please have copies made and return to me as I have promised that they will be returned at an early date.

Mr. A.B. West:
Sept. 4, 1936

The County is entitled to a Franchise tax from the Gas Company for all power sold in Mexico, but that is only a small amount, comparatively.

From what I understand today, the Gas Company from now on will have to pay the 2% on light and power, less certain credits for right-of-ways which are privately owned, and undoubtedly the County will have to be paid something as it is retroactive for the last four years, and hereafter will have to pay. These things should be taken into consideration. However, I would like to have your opinion after consulting your Attorney as to whether the Franchise is legal in whole or in part and the reasons for it. You thought it might be invalid - my information does not think so.

Regarding your inquiry as to the legal right to create a power district and issue revenue bonds, will say, my authority says that there is no law giving that authority - the City can issue bonds for lighting its own streets, municipal lights. The only other case is yours - in your scrap with Brawley where an injunction was sustained, but I understand that that case has not much chance of being sustained in the Supreme Court. I am a little hazy on all these questions, but I hope I have given you the information you have asked for and that it covers everything excepting the creditors. I have sent an Air-Mail letter to Chicago, and hope to have that information the first of the week.

This letter is written in confidence.

Sincerely yours,

EF/jv

Enclosure

September 4, 1936

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Riverside, California

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September 5, 1936

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A.B:

I have talked with a number of people here quietly drawing them out as to the future of the Gas & Electric Company here and municipal ownership. Not one of them has suggested it and there is no plan of municipal ownership that I know of. It involves too much money, and the City's whole game, as I see it, is to keep the rates reasonable - it is wholly a matter of PUBLIC RELATIONS.

The two Franchises are as good as that of any municipality in the State of California might have as far as I know and have been told - there is nothing that can stop public ownership if the people voted but they would be taking on a big job and the businessman senses it. It is a matter of giving real service and management, and cooperating with the City and keeping them satisfied by reasonable rates.

I am sure that in a few days the Gas Company is going to settle with the City on past due accounts and that trouble will be over. It involves only a small amount of money any way. I wish you would let me hear immediately, as soon as you get an opinion from your Attorneys, as to the validity of the Franchises.

One point I have forgotten to mention is that two or three years ago there was some plan of lighting the streets by a Diesel plant but that was overwhelmingly snowed under - they either defeated it at an election or the City Council almost unanimously rejected it.

You wanted to know the initials of Mr. Smith of Boston and New York - it is J.B. Smith & Company of New York and Boston.

Mr. Cown is sympathetic in the matter of bringing Blythe & Company into the picture and only suggested Spencer Trask & Company for the following reason: - Bernard Ford, son-in-law of C.O.G. Miller, is a partner of Charles Blythe and has been

Mr. A.B. West,
Sept. 4, 1936

The County is entitled to a franchise tax from the Gas Company for all power sold in Mexico, but that is only a small amount, comparatively.

From what I understand today, the Gas Company from now on will have to pay the 2% on light and power, less certain credits for right-of-ways which are privately owned, and undoubtedly the County will have to be paid something as it is retroactive for the last four years, and hereafter will have to pay. These things should be taken into consideration. However, I would like to have your opinion after consulting your Attorney as to whether the franchise is legal in whole or in part and the reasons for it. You thought it might be invalid - my information does not think so.

Regarding your inquiry as to the legal right to create a power district and issue revenue bonds, will say, my authority says that there is no law giving that authority - the City can issue bonds for lighting its own streets, municipal lights. The only other case is yours - in your scrap with Brawley where an injunction was sustained, but I understand that that case has not much chance of being sustained in the Supreme Court. I am a little hazy on all these questions, but I hope I have given you the information you have asked for and that it covers everything excepting the creditors. I have sent an air-mail letter to Chicago, and hope to have that information the first of the week.

This letter is written in confidence.

Sincerely yours,

EF/jv

Enclosure

Mr. A.B. West,
Sept. 4, 1936

for the last four years. Is it for your best interest, A.B. to tip your hand so that Miller would know what is going on through Ford? Our whole game and best chances of winning is to work quietly through Spencer Trask, First of Boston Corp; J.B. Smith & Company, and later inviting Blythe into the syndicate before final steps are taken. This is just a suggestion.

You have asked me how 25% of the stock is going to be controlled by the Company. The answer is - nation wide distribution through the facilities of the syndicate mentioned.

Answering another question - the San Diego Consolidated Gas & Electric Company is a California Corporation and its preferred stock can vote. However, there is a very wide distribution of preferred stock and in small holdings, primarily owned by its consumers. The Railroad Commission's reports will give you full information on this subject, I believe.

With kindest regards,

Sincerely yours,

EF/jv

September 15, 1936

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A.B:

Please return by return mail the two Ordinances or Franchises of the San Diego Consolidated Gas & Electric Company. They were only loaned to me and they have asked me to return same. Make copies if you care to, but I must have them here by Friday of this week as promised.

Give me a ring before you go to Denver, please, I would like to talk to you.

Sincerely yours,

EF/jv

The Southern Sierras Power Company

Riverside, California

A. B. WEST
PRESIDENT

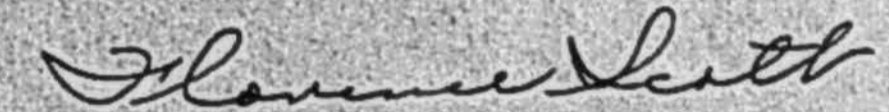
September 15, 1936

Mr. Ed. Fletcher
1020 Ninth Avenue
San Diego, California

Dear Mr. Fletcher:

As requested in your letter to Mr. West of September 4, I am returning copies of the two franchises held by the San Diego Consolidated Gas and Electric Company.

Yours very truly,



Enc. 2

Secretary to A. B. West

The Southern Sierras Power Company

Riverside, California

A. B. WEST
PRESIDENT

September 18, 1936

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Senator:

This will confirm my verbal statement to you of Wednesday evening last that we are very definitely interested in the possibility of purchasing the common stock of the San Diego Consolidated Gas and Electric Company. The investigation that our engineers have made indicates that with joint control of the two properties very substantial economies can be realized so that such a purchase would be in the interests of the public, as well as that of the two Companies involved.

I also am satisfied that the necessary financing can be arranged by us if a satisfactory price for the stock is agreed upon. We have, however, been advised that the property is not for sale and before submitting the matter to our Board of Directors for consideration it will be necessary that I receive some dependable assurance that the stock is for sale and can be purchased on a reasonable basis. I realize, however, that the sale to become effective must be approved by the Federal Court.

The matter of your compensation if a deal is effected at this time is to be fixed by the terms of my letter to you of December 13, 1935. It is to be understood, however, that the payment referred to in my letter is to cover, as well, the compensation of Mr. Cowan or anyone else who is associated with you in the matter and that you are to assume any personal expenses you incur in connection with the transaction.

Sincerely yours,

ABW:FS

Or. B. West

September 16, 1936

Mr. A.B. West, Personal
Southern Sierras Power Company
Riverside, California

My dear A.B.:

I may have given a wrong impression Sunday at Newport which I hasten to correct, if so. It relates to the monies already spent by me.

As I remember it, I said \$3,000 expenses to date in my attempt to sell the San Diego Electric properties. In checking it over, I find it includes two trips East and you know of my activities here - the actual cash expended amounts to between \$1700 and \$1800 - to say nothing of my time, and there is over \$500 more of expenses that I am still obligated for. Pardon me if I gave you the wrong impression.

With kind personal regards,

Sincerely yours,

EF/jv

THE COMPANY WILL APPRECIATE SUGGESTIONS FROM ITS PATRONS CONCERNING ITS SERVICE

1201-S

WESTERN UNION (55)

R. B. WHITE
PRESIDENT

NEWCOMB CARLTON
CHAIRMAN OF THE BOARD

J. C. WILLEVER
FIRST VICE-PRESIDENT

SIGNS
DL = Day Letter
NM = Night Message
NL = Night Letter
LC = Deferred Cable
NLT = Cable Night Letter
Ship Radiogram

CLASS OF SERVICE

This is a full-rate Telegram or Cablegram unless its deferred character is indicated by a suitable sign above or preceding the address.

The filing time shown in the date line on telegrams and day letters is Standard Time at point of origin. Time of receipt is Standard Time at point of destination.

Received at 3670 S. Main St., Riverside, Calif. Phone 1800

S31 50 DL==LOSANGELES CALIF 18 947A

1936 SEP 18 AM 9 57

COLONEL ED FLETCHER=

CARE A B WEST PRESIDENT SOUTHERN SIERRA POWER CO

PLEASE DIRECT WESTS ATTENTION TO MY MEMORANDUM SENT HIM YESTERDAY SHOWING POSSIBILITY OF MAKING SETTLEMENT WITH NOTE HOLDERS BETWEEN EIGHTY FIVE AND ONE HUNDRED WHICH WOULD PROVIDE FOR RECONSTRUCTION FINANCE CORPORATION LIABILITY STOP IN MY OPINION THIS WOULD TAKE STANDARD OUT OF BANKRUPTCY REQUEST WEST TO TREAT THIS AS CONFIDENTIAL=

L F COWAN.

THERE IS NO DEPENDABLE SUBSTITUTE FOR WESTERN UNION TIME

September 30, 1936.

Mr. A. B. West, Vice president
Southern Sierras Power Company
Riverside, California.

My dear Mr. West:

I promised you the names of the creditors of the Standard Gas & Electric Company, and I am enclosing copy of letter recently received;

Also enclosed find clipping from today's paper showing an adjustment of matters made between the City of San Diego and the Gas Company.

The lawyer who Mr. Cowan said was coming to the Pacific Coast has been here, checked up on everything and returned to make a final report to his clients. Mr. Cowan is awaiting instructions when a conference can be arranged in the East.

With kind personal regards, I am

Sincerely yours,

EF M

The Southern Sierras Power Company

Riverside, California

A. B. WEST
PRESIDENT

October 2, 1936

Mr. Ed. Fletcher
1020 Ninth Avenue
San Diego, California

My dear Colonel:

I am in receipt of your letter of the 30th enclosing information concerning the principal creditors of the Standard Gas and Electric Company. I am glad to have this information.

I am planning to motor back to Denver, leaving Riverside next Saturday and arriving in Denver about the 13th.

I have received the membership card in the Totuava Club and very much appreciate your courtesy in obtaining it for me.

Kindest regards.

Sincerely yours,

A. B. West

ABW:FS

October 8, 1936

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A.B.:

Will you take time to go through Moody's Manual or Public Utilities to get the complete picture of the Standard Gas Company's affairs. This shows the actual break-down valuation of the San Diego Gas & Electric common stock and other facts that will confirm every representation that has been made.

I may be in Chicago next week. Please give me your address and when you will arrive in Denver and how long you will be there, in fact, I may return home via Denver and meet you in Denver - perhaps with something definite. I shall not take Mr. Cowan with me. I believe we are absolutely on the right track. As you know, I have put in considerable money on this proposition, and recently, besides paying all my expenses, I have advanced between \$400 and \$500 to Cowan that I may remain in the picture. You may think I am crazy and perhaps I am, but I am going to see this thing through to the end and know you will protect me. Please let me hear from you by return mail answering questions asked.

With kind regards,

Sincerely yours,

EF/jv

THE COMPANY WILL APPRECIATE SUGGESTIONS FROM ITS PATRONS CONCERNING ITS SERVICE

WESTERN UNION

R. B. WHITE
PRESIDENT

NEWCOMB CARLTON
CHAIRMAN OF THE BOARD

J. G. WILLEVER
FIRST VICE-PRESIDENT

SYMBOLS	
DL	Day Letter
NM	Night Message
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LC	Deferred Cable
NLT	Cable Night Letter
	Ship Radiogram

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Received at PRINCE GEORGE HOTEL NEW YORK N Y

NF49 21 DL=RIVERSIDE CALIF OCT 13 1027A

ED FLETCHER=

PRINCE GEORGE HOTEL=

LEAVING THIS MORNING BY MOTOR FOR DENVER STOP EXPECT TO ARRIVE THERE SEVENTEENTH STOP DENVER ADDRESS SEVEN TWENTY DENVER NATIONAL BUILDING=

A B WEST

153P.

THERE IS A WESTERN UNION OFFICE IN THE LOBBY OF THIS HOTEL

NO ADDITIONAL CHARGE IS MADE FOR REQUESTING A REPLY BY WESTERN UNION

October 19, 1936.

Mr. A. B. West,
720 Denver National Bldg.,
Denver, Colorado.

My dear Mr. West:

Thanks for your telegram of the 13th which I received in New York.

I have become tired of Mr. Cowan's tactics and he has kept me in the dark until recently, but I have known from the beginning that he was on the right trail in the matter of selling the San Diego Consolidated Gas & Electric Company.

While East I contacted the powers that be personally, altho over Mr. Cowan's protest. Before I left I had his permission to see these men but he wired me in Chicago on the 15th "Stranuously object to any interference. Advised you to this effect". I did not receive the telegram until I arrived home in San Diego on Wednesday. The result is an open break between us unless Cowan comes thru clean, and soon.

I will have something definite for you quickly and may want to telephone you. Please wire me on receipt of this how long you are going to be in Denver so I can get you at a moment's notice.

With kindest personal regards, I am
Sincerely yours,

EF M

P. S. This property may be sold in court this week, if the threat of Mr. Cowan is true, and if it is true Mr. Cowan has not been fair either to you or to me. I hope it is not true.

E.F.

THE COMPANY WILL APPRECIATE SUGGESTIONS FROM ITS PATRONS CONCERNING ITS SERVICE

1201-S

CLASS OF SERVICE

This is a full-rate Telegram or Cablegram unless its deferred character is indicated by a suitable symbol above or preceding the address.

WESTERN UNION (38)

R. B. WHITE
PRESIDENT

NEWCOMB CARLTON
CHAIRMAN OF THE BOARD

J. C. WILLEVER
FIRST VICE-PRESIDENT

SYMBOLS

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Ship Radiogram

The filing time shown in the date line on telegrams and day letters is STANDARD TIME at point of origin. Time of receipt is STANDARD TIME at point of destination.

Received at 341 Plaza, San Diego, Calif. ^{Always} Telephone Main 2151 _{Open} 1936 OCT 21 AM 10 39

FA171 12=DENVER COLO 21 1127A

SENATOR ED FLETCHER=

1020 NINTH AVE SANDIEGO CALIF=

EXPECT TO BE IN DENVER FOR AT LEAST SIXTY DAYS BEST

REGARDS=

A B WEST.

THERE IS NO DEPENDABLE SUBSTITUTE FOR WESTERN UNION TIME

October 24, 1936.

Mr. A. B. West,
720 Denver National Bldg.,
Denver, Colorado.

My dear A. B.:

Mr. Cowan led me to believe from the beginning that his compensation and mine would be approved by the court in case a sale was made, and I believed it. While East I consulted Mr. Cowan's attorney who is handling the matter and he definitely stated that under no conditions would the court approve an additional commission to Mr. Cowan and myself, that any compensation would go to the attorneys who are handling the matter, and the court would determine the compensation. Also that under no conditions would the attorneys divide up with outsiders.

This changes the situation completely. I am in personal and direct touch with the "powers that be", ie two of the creditors' committee and their spokesman. Cowan is sulking and refuses to answer my letters. I explained to Cowan's attorney how Cowan proposed to use the \$100,000 initial payment in escrow with the Chicago bank and his attorney informed me that it was not ethical or legal and that he would not be a party to it, whereby Cowan would be getting a handsome profit, while, as you know, Cowan has in addition secured an agreement from me to give half of my \$100,000.

I would not under any conditions do anything so unethical or have anything to do with a deal where everything was not open and above board and I told Cowan so.

I had a letter from the New York people yesterday stating that there will be a definite answer in a few days. The only way I can do business is thru you and have you pay me compensation for services rendered, and show you a way to get the property. I am tied up with Cowan to the extent that I would have to give him one-half of anything I made, therefore

if the compensation is \$100,000 I would give him \$50,000
in any event, and if he were to be treated as an attorney
in position he might have been leading me into a trap
to assure me of \$100,000 in case you buy the property at a price
satisfactory to you. It is possible that the property can be
bought for less than \$1,000,000. I thought to make this kind
of an arrangement, that if it is bought for \$1,000,000 you would
to allow me \$500,000. If it is bought for \$1,500,000, for
instance, you pay me \$100,000. The above is just a suggestion.

Cowan's silence means only one thing to me, and
that is that he is trying to sell the property to someone else.
Maybe I am entirely wrong, but I gave you my word I would
stay with you to the end, and give you the first opportunity
to buy, as far as my influence is concerned, and I am writing
you from the heart today and in confidence.

Again I say, I have met the "powers that be", know
what I am talking about, and if I can get the majority of the
creditors to recommend to the court the sale of the property to
you than I have accomplished my purpose.

I am sending this data every few days to the
future of the San Diego Consolidated Gas & Electric Company.

Yours sincerely,

EF M

October 26, 1936.

Mr. A. B. West,
720 Denver National Bldg
Denver, Colorado.

My dear A. B.:

Enclosed find copy of letter from Mr. Cowan's
attorney and relative in Chicago, which I received today that is
explanatory. I have left out names intentionally.

Cowan became violently mad of insanely jealous
because while in Chicago on other business I took the matter
up direct, even tho I had written permission from him so to do.
I think his method of financing to make the most out of it,
which did not meet the approval of his own attorney and relative
caused most of it. The very fact that he was caught trying to
put a fast one over. Either that or Cowan has concealed from me
and has a financial man able to put up the money and buy with
a big rake-off between them that I knew nothing about and it may
have spoiled their plan.

I just received a letter from the head man in New
York whom I went to see with Cowan's attorney, in which he says
there will be something definite very shortly.

Do not let anyone approach you, A. B., and leave
us out in the cold. This matter is going to be handled in a
way that will be a credit to all, and it is only a matter of time
when we are going, in my opinion, to deliver the property. Let
me know if you are approached from any other angle.

I am now working with Cowan's attorney in Chicago
and if Cowan does not come thru clean in a few days I will give him
an ultimatum and go at it hammer and tongs direct. I take it
that at the proper time you can go to Chicago or New York and meet
those in authority representing the creditors of the Standard Gas
& Electric Company who will recommend the sale to the court, and
that you will see that we are properly compensated. An air mail
letter will be appreciated as to your reaction thereto.

I am enclosing clipping from the Union re expansion
of the Gas Company's plant that is explanatory.
Yours sincerely,

EF M

The Nevada-California Electric Corporation

720 DENVER NATIONAL BUILDING

Denver, Colorado

October 27, 1936

A. B. WEST
PRESIDENT

Senator Ed Fletcher
1020 Ninth Avenue
San Diego, Calif.

My dear Senator:

I have appreciated your two letters of October 24th and 26th, keeping me in touch with the Consolidated Gas and Electric situation. I had rather sized Cowan up as un-dependable and am not surprised at his dealings with you. You can feel assured that we will continue to deal through you, as far as pending negotiations are concerned. If these negotiations fall through, it is possible later on we might want to deal with some one else. However, I am very appreciative of the work you have done, and am hopeful that something may come through your negotiations.

Our understanding was that in case of a deal, your commission was to come from the other side, but in view of the situation in which the property stands and that it is not practical to secure an approval of commission from the seller, I will take up with my Executive Committee at the next meeting the matter of our people agreeing to pay your commission, if a deal is effected. I hope to have a meeting of the Committee within the next week, although with the election only a week off, it is difficult to get some of them together.

I believe you can count on my being able to join you at Chicago, if it definitely appears that a deal can be effected. I wish, however, to point out that it will take us a little time to arrange for the financing in case a deal is agreed to. In a transaction of the magnitude involved, the details cannot be worked out overnight. So far, you will recall that I have had absolutely no indication from those that control the situation that they are willing to sell. In fact, all the information we have been able to get is to the contrary. I have, however, the fullest confidence in your own good faith, although very little in that of Cowan, but hope you will not permit yourself to be drawn into expenses that are not warranted by the situation.

Kindest regards,

Sincerely yours,

ABW:RVC

A. B. West

October 30, 1936

AIR MAIL

Mr. A.B. West, Personal
Nevada-California Electric Corp.
720 Denver National Building
Denver, Colorado

My dear A.B.:

You do not know what a comfort it was to receive your letter of the 27th - I did not know but what Cowan might approach you through others. He writes about having a conference with Mr. Blythe and seemed to feel that he was very close - this was before we had our blow-up, and he inferred that you could not count too much on Mr. Blythe. I am writing you this in confidence, and it may not be worth a thing. Under-date of September 22nd, Cowan wrote me as follows:

"Blythe is doubly anxious to handle this business. He told me yesterday that they (meaning you) had tried to shut him out of the syndicate that handled the re-funding of bonds on the S.D. Consolidated Gas & Electric financing and that it almost resulted in law-suit. Blythe would have under-written the entire expense of Eastern trip if I had said the word - you know what this would have meant."

I do not know how true the above is, but I am tied up with this man Cowan and I am going to play straight with him until he agrees to disagree. I wrote him in no uncertain terms on October 15th last - he never replied. Today, to my surprise, he sent me the following telegram from San Francisco:

"Informed my offer is acceptable ready to proceed with negotiations suggest meeting here Saturday morning." (Signed) L.F. Cowan

I wrote Mr. Cowan today in reply requesting full explanation of his position to either fish or cut bait and to let me know how he proposed to pay \$25,000 to his Attorney in Chicago, pay me a minimum of \$50,000 and a maximum of \$100,000 and make a profit for himself and do it legally on the basis of the whole thing being made of record in Court, and with the full knowledge of the Southern Sierran Power Company in advance. From what I know, he intended to get that property at a price confirmed by the Court at considerably less than \$11,000,000. His own Attorney told me that the Court would

Mr. A.B. West:

never approve any such thing and he would have nothing to do with it except in a perfectly legal and above board manner. I have an official report on Mr. Cowan's activity in Chicago which I secured from the Vice-President of the Santa Fe Railroad - one of my personal friends. The Attorney's report is perfectly correct and together we have the powers that be in New York. I expect to have an answer to my letter to Cowan in two or three days.

Under date of October 27th I received from Cowan's Attorney the following letter:

"Your favor of the 22nd is at hand. I have not received any proposition from Mr. as yet but presume he was waiting to receive the San Diego newspaper clipping which you agreed to send him relative to the conditions there. I think, too, that they maybe awaiting the outcome of the political situation, November 3d.

I have written Mr. Cowan thoroughly in regard to the situation and I do not think he now feels that any harm was done in the negotiations in New York recently. He evidently is disappointed in not being present at the time, as he had planned to do so. I have written him that I did not want to see his loss your friendship, nor do I want you to lose his, and now that he understands the situation more thoroughly, I hope that you two can get together. A division in our ranks at this time would be regrettable and disadvantageous to all parties concerned.

I am very glad that you kept your peace and temper and I have no doubt that you will soon come to a complete understanding.

Your letter to Mr. was well written and I believe helpful to the outcome as it explains the entire San Diego situation thoroughly.

I have also today received a letter from one of the influential men of the Byllesby Company where I can approach this matter from an entirely different standpoint, eliminating Mr. Cowan and his outfit if it is advisable, but I hate to do so. I want to see the thing through and I want to see you own the property. I know I am as close to it as any living man, and while it may sound egotistical, if anyone can do it I can.

Mr. A.B. West:

I may telephone you shortly. My whole aim is to see you get the property and not have to bid or fight for it - there is one possibility of competition, but if it is handled quietly, the way we are handling it, it is only a matter of time when you are going to get the property without being held up at the point of a gun. Please have faith.

With kind regards,

Sincerely yours,

EF/jv

November 18, 1936

AIR MAIL

Mr. A.B. West, Personal
Nevada-California Electric Corp.
720 Denver National Building
Denver, Colorado

My dear A.B.:

I was delayed in my trip to Oregon and Crescent City on business matters and did not return to San Diego until the last of the week, and have been completely snowed under since.

My meeting with Cowan was not satisfactory, but keeping in mind your interests and knowing that only results count, I am working both ends to the middle. I believe I either wrote or told you that through Cowan I have met the head men in Chicago and New York who dominate two of the three committees of creditors of the Standard Gas & Electric, and who have the influence and power to force the sale of the Standard Gas Company's properties in court. They have been bringing pressure to bear on the Byllesby people to sell the Gas Company's properties--so far having used only persuasion. There are other methods. However, as you know, I do not like Cowan's tactics, and if I can legitimately put the sale through other channels, I can do so.

I told you I had a very dear friend in the Byllesby organization. In strictest confidence, I am furnishing you a few letters that I have received from him recently. I have also talked with him over the phone since my return. The whole question is--which is the best way for me to proceed in your interest--tackle the sale through the Byllesby Company, working through Mr. Lynch and Mr. Graff both of whom I know and in conjunction with my friend Harold, or, through the Cowan interests and force a sale?

In my talk with Harold, I can see that the Byllesby people are asking a higher price than through the Cowan interests. I have Harold's word that under no conditions will he mention my name or yours. Harold told me that he thought they were figuring on getting fourteen or fifteen million dollars for the 99,800 odd shares of the Gas Company's stock. I told him he was crazy and that they would be lucky if they got eleven million. As he is one of the Byllesby organization and working side by side with Lynch, his job now is to get this price down.

The Nevada-California Electric Corporation

720 DENVER NATIONAL BUILDING

Denver, Colorado

November 19, 1936

A. B. WEST
PRESIDENT

Colonel Ed Fletcher
1020 Ninth Avenue
San Diego, Calif.

My dear Colonel:

Thanks for your letter of November 18.

Answering your question, I would be inclined to deal direct with the Byllesby Company, working through Mr. Lynch and Mr. Graff, rather than through the Cowan interests, although perhaps you are in the best position to judge as to the advisable course to take. I doubt very much whether a sale can be effected, except with Mr. Lynch's and Mr. Graff's approval. However, if the price is to be in excess of the one we have been previously considering, I do not think our people will be interested.

I herewith return the letters you forwarded me. Also letter dealing with the matter of your compensation.

Sincerely yours,

A. B. West

ABW:RVC
Encls.

Copy twice - 12/3

The Nevada-California Electric Corporation

720 DENVER NATIONAL BUILDING

Denver, Colorado

November 19, 1936

A. B. WEST
PRESIDENT

Mr. A. B. West:

I am writing you full particulars so you will know just how I am working. Will you please return the original Harold letters which are enclosed - keeping all this in the strictest confidence.

What action did your Board take regarding the matter of paying me compensation in case purchase is made? I had been hoping to find a letter from you on that point on my arrival here. I feel like following up this Harold lead if I can get any encouragement from him that the price is right, otherwise, there is only one other thing to do and that is - to work through the Cowan plan and have the influential creditors put the screws on to force a sale in Court.

May I hear from you by return mail on receipt of this. As soon as I hear from Harold I will telephone you - it may be necessary for us to meet in Chicago.

With kindest personal regards,

Sincerely yours,

EF/jv

Enclosure

Colonel Ed Fletcher
1020 Ninth Avenue
San Diego, Calif.

My dear Colonel:

This will advise you that if within the next ninety days a sale of the Common Stock of the San Diego Gas and Electric Company to our Company is effected, we will pay you for your services, in working on the deal, a total of \$100,000. This, however, is to include any compensation due Mr. Cowan or others who are associated with you in the transaction. It is also to cover any expenses you may have incurred.

You should bear in mind, however, that our purchase of the properties will be dependent not only upon arriving at price and terms satisfactory to our Board of Directors, but also upon the ability of the Corporation to arrange for the financing of the purchase price, which will involve among other things the sale of a certain portion of the Common Stock to be taken over. If the price and terms are satisfactory, I believe the financing can be worked out, but this is a matter we cannot guarantee.

Sincerely yours,

A. B. West

ABW:RVC

THE NEVADA CALIFORNIA ELECTRIC CORPORATION

Denver, Colorado

November 19, 1936

A. B. WEST
President

Colonel Ed Fletcher
1020 Ninth Ave.,
San Diego, Calif.

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Sincerely yours,

A. B. WEST

ABW:RVC

November 23, 1936

AIR MAIL
SPECIAL DELIVERY

Mr. A.B. West, Personal
Nevada-California Electric Corp.
720 Denver National Building
Denver, Colorado

My dear A.B.:

Thanks kindly for your letter of November 19th. I appreciate the confidence you have put in me, and you shall never regret it.

I shall leave here Thursday night arriving in Chicago Friday morning, unless you feel for some reason the necessity of my stopping over on the way to Chicago. Today Harold wrote me as follows:

"Dear Colonel:

Answering your wire, the facts of the matter are hard to explain in writing, but if anything should bring you East, do not fail to stop here and see me. Lynch is now the big chief, is trying hard to bring Standard out of 77B, that is what keeps him East so much - naturally that is the important thing in his mind. Keep your parties in hand and I will let you know how things progress here."

In the same mail, I received a letter from the Executive Vice-President of the Santa Fe Railroad, copy of which is here-with enclosed. This gives me an excuse to go East and I can show these letters to Harold. My game is to keep him on the fence, tell him I have a prospect if the price is right, but I do not propose in any way to show my hand nor yours and have never mentioned your name or the Company's name. Enclosed find copy of letter I have written to Harold.

With kind regards,

Sincerely yours,

EF/jv

Enclosure

November 26, 1936

AIR MAIL—SPECIAL DELIVERY

Mr. A.B. West, Personal
Nevada-California Electric Corp.
720 Denver National Building
Denver, Colorado

My dear A.B:

I received a telegram Wednesday from my friend
Harold in Chicago reading:

"OUT OF TOWN UNTIL THIRTIETH LYNCH WILL BE IN
TOWN SEE HIM."

I am going to let Executive Vice-President
Engel of the Santa Fe Railway bring he and I together, at
least that is my plan now, and oh! boy I will have to be
diplomatic. The whole question is - can the Attorneys for
the creditors of the Standard Gas & Electric force a sale, or
has Lynch seen the handwriting on the wall and is now ready
to talk Turkey and at the right price?

I am planning to come home Saturday or Sunday by
way of Denver, either that or I will telephone you the result.
Kindly drop me a wire Friday c/o E.J. Engel, Vice-President
Santa Fe Railway, 80 Jackson Blvd., Chicago if I can see you
for a little while in Denver Sunday. From every indication, I
must take the night plane Friday night to Bay City, Michigan
on some important redwood timber matters for the Bank of Bay
City, but I can leave Detroit at 7:00 P.M. Saturday night and
be in Denver Sunday morning. Here is hoping.

With kind regards,

Sincerely yours,

EF/jv

November 26, 1936

AIR MAIL—SPECIAL DELIVERY

Mr. A.B. West, Personal
Nevada-California Electric Corp.
720 Denver National Building
Denver, Colorado

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With kind regards,

Sincerely yours,

EF/jv

December 9, 1936

AIR MAIL

Mr. A.B. West, PERSONAL
c/o Nevada-California Electric Corp.
720 Denver National Building
Denver, Colorado

My dear A.B:

In strictest confidence, showing it only to Mr. Phipps, I am sending you Harold's original letter which please return.

Los Angeles voted yesterday more than two to one to buy the Edison distribution lines of Southern California, and I am looking for competition from that bunch if we do not get busy and soon. I am expecting a letter any day from Mr. Lynch. Harold is very close to Lynch, and, as you know, is in the organization. It would be a terrible thing if this information got out, and I know you will keep it confidential.

Cowan has not answered my last letter. I have a sneaking idea that he is flirting strongly with the Miller crowd, believes he can sell to them and leave us out on the end of the limb or in open competition in Court - that, of course, we do not want.

I have had a telephone talk with Mr. Black, President of the PG&E in San Francisco. He wants to see me on a couple of legislative matters, and I am going to find out from him the low-down as far as Cowan is concerned.

In the meantime, don't you think it would be fair, \$100,000 from each side in the matter of commission, and will you extend the time as Harold suggests, if necessary? I feel that psychologically the time is ripe to do business. I am enclosing copy of Cowan's last letter to me and my answer in reply. I answered this for two reasons:

- (1) It would indicate he was trying to sell to an outsider and had not told me, and wanted to hold him in line and get half of what is coming to me if he sold to someone else.
- (2) I would be able to keep in touch with the situation and keep you informed.

-2-

Mr. A.B. West:

A good deal depends upon Lynch's answer as to what our next move is, but do you think I had better take the risk and write a letter to Cowan calling everything off with him, or, accept my \$400 or \$500 that I advanced him and keep him in the picture. Cowan made the side remark in San Francisco when I saw him the other day on my return home from Denver that -"\$100,000 did not mean anything, if he did not make several hundred thousand dollars out of it, he would be greatly disappointed." How he is going to do it, I do not know, but it will not be done with my consent except with your approval and knowledge ahead of time.

When are you returning to Riverside? I suppose you are aware that the San Diego Gas & Electric Co. are planning to increase their capacity, things are picking up with them tremendously and there will be bigger business this year than last by far and larger profits.

With kindest regards, and please let me have an answer and return Harold's letter by Air-Mail,

Sincerely yours,

EF/jv

Enclosure

December 9, 1936

ALL MAIL

Mr. A. B. West, PERSONAL
c/o Nevada-California Electric Corp.,
720 Denver National Building
Denver, Colorado

My dear A. B.:

In strictest confidence, should it only be
Philip, I am sending you Harold's original letter which please
return.

His original letter regarding the
to buy the Edison distribution lines of Southern California,
and I am looking for competition from that point of view. I
got busy and soon. I am expecting a letter any day from
Lyons. Harold is very close to Lyons, and he is very close to
the organization. It would be a terrible thing if the organiza-
tion got out, and I know you will keep it confidential.

Cowan has not answered my last letter. I have a
sneaking idea that he is flirting with the idea of going
believed he had said to me and leave as you on the matter of
line or in your competition in the West. That, of course, he does
not.

I have had a telephone call with Mr. Black, Presi-
dent of the PC&N in San Francisco. He wants to see me on a number
of legislative matters, and I am going to find out from him
how often as far as Cowan is concerned.

In the meantime, don't you think it would be fair
\$100,000 from each side in the matter of commission, and will you
extend the time as Harold suggests, if necessary? I feel that
psychologically the time is ripe to do business. I am enclosing
copy of Cowan's last letter to me and my answer in reply. I an-
swered this for two reasons:

- (1) It would indicate he was trying to pull in an out-
sider and had not told me, and wanted to hold me
in line and get half of what is coming to me if he
sold to someone else.
- (2) I would be able to keep in touch with the situation
and keep you informed.

December 12, 1936.

Mr. A. B. West,
Nevada-California Electric Corp.,
720 Denver National Bldg.,
Denver, Colorado.

My dear Mr. West:

I just received the following letter from my
friend, Harold, who is one of the important men in the
Byllesby organization. Harold is his first name, a close
personal friend of many years, as I have stated before, and
I have every confidence in the world in him.

"Dear Colonel:

Are you figuring on coming East at any
time in the near future? It seems to me that that
deal is too important to mess up, and that if I were
to introduce you to a man here who has made many such
deals maybe you would make more money in the long run.
There are the other properties I spoke about, also.

They had a meeting of the board yesterday and
the statement was made that they would come out of the
jurisdiction of the court in "four or five months".

If you are coming East at any time for Heaven's
sake let me know sufficiently in advance so that I can
arrange to be here and have the man I speak of here.

Yours,
HAROLD"

What is your reaction to this letter, and what
recommendations have you? I am thinking of going to Chicago right
after Christmas. I assume you will be in Denver until after the
holidays. Let me know when you are returning to Riverside.

Yours sincerely,

EF M

C
O
P
Y

THE NEVADA CALIFORNIA ELECTRIC CORPORATION

720 Denver National Building
821 Seventeenth Street

DENVER COLORADO

December 13, 1935

Colonel Ed Fletcher
1020 Ninth Avenue
San Diego, Calif.

My dear Colonel:

Our people are willing to give consideration to the purchase of the San Diego property and will be glad to have you act in the matter, provided the seller will pay your commission, and that this commission will not exceed \$100,000 and any expenses you may be put to in this matter. We feel there should be a limit to this commission, as although it is paid by the seller, it is usually included in the price. If this arrangement is satisfactory, please advise me.

I am planning to motor out to California, leaving next Tuesday morning and arriving at Riverside by Friday night.

Sincerely yours,

(Signed) A.B. WEST
President

*Get West to make commitment to Loucks
\$11,600,000. Loucks can offer to refund
\$50,000 - West agreeing to allow
\$350,000 finders fee. Then commitment from
West for \$11,000,000 to Janits*

West Commitment \$ 11,600,000
 Refund West 500,000
 O.F. & 50,000
 1,000,000
 10,000,000 funds bid
 600,000 increase
 10,600,000 Total

Cost to West 11,100,000
 Less saving on
 Syndicate financing 500,000
 10,600,000 Net
 Refund West \$1,000,000 after firm Commitment in consideration
 of West allowing \$500,000 fenders fee to Fletcher, Cuck
 Cowan

Fletcher 100,000
 Fletcher 150,000
 Cowan 450,000
 500,000

Fletcher Contract
 \$100,000
 50,000 Fletcher
 25,000 Cowan
 25,000 Cuck
 100,000

Original Plan

The Nevada-California Electric Corporation



720 DENVER NATIONAL BUILDING
 821 SEVENTEENTH STREET

Denver, Colorado

December 15, 1936

Senator Ed Fletcher
 1020 Ninth Avenue
 San Diego, Calif.

My dear Senator:

This will acknowledge receipt of your letters of December 9 and 12. I was quite interested in reading the letter you enclosed, which I am herewith returning.

First, as to the suggestion that we agree to a double commission being paid: Even though the additional amount should come from the other side, yet, as I have previously stated, you can usually count on the purchase price including all commissions paid, so that the purchaser pays the entire bill. Under the circumstances, I am sure our people will oppose any further modification of the commission arrangement. You will recall that I have already secured their consent to one important modification - that being that our Company will pay your commission, if a deal satisfactory to us is consummated along the lines as stated in my letter.

You, however, need not worry over fear that you might lose your commission through the deal not being closed within the exact time named in my letter. If there appeared to be a reasonable chance of the deal going through, I feel sure our people would approve a thirty and possibly a sixty day extension.

With reference to Mr. Cowan, as I have previously intimated, I have no confidence in him whatsoever and my personal feeling is that you stand a better chance of putting over the deal if he is out of the picture.

On the subject of purchase price, I feel that the figures we have discussed are as high as we or anyone else can justify in paying. In this connection, you may be interested in knowing that less than two years ago, the price under discussion with the Edison Company was \$85 a share.

I expect to be in Denver until the 15th of next month.

Sincerely yours,

J. A. C.

O. B. C.
 President

ABW:RVC
 Encl.

December 18, 1936.

Mr. A. B. West, President,
The Nevada California Electric Corporation
720 Denver National Building
Denver, Colorado.

My dear Mr. West:

I acknowledge receipt of your letter of the 15th and contents noted. I received a letter from Mr. Lynch today dated December 14th, in which he says:

"My answer to you at the moment must be that we are not offering the property for sale, however, I will acquaint all concerned with the offer as contained in your letter preserving such confidential items as you expressed them. If I am in any way authorized to make reply I shall be glad to do it promptly".

I feel that this is at least an opening wedge. It is funny, on the same day I received a letter from the attorney from New York representing the largest committee of creditors of the Standard Gas & Electric Company. Am getting a real kick out of the situation and we will be able to go either way. It may be necessary to force the Standard Gas & Electric Company, thru our New York connections, to make the sale thru the courts, and it is my intention to either bring you and Mr. Lynch together at the proper time, or the attorney from New York. Really I am getting a kick out of it, A. B. and want you to play the game along with me.

The only thing I am afraid of is Cowan. Keep your ear to the ground and see if Southern California Edison is interested. I am doing likewise. They have sold their distribution lines to the City of Los Angeles. It is giving them a big bunch of money and the temptation will be great for them to attempt to buy this property.

By the way, I am sending you by express a box of Yuma grapefruit from my orchard there. Don't hurry about eating it. The fruit will keep until April and the better cured it is the better you will like it.

Wishing you and the family the Compliments of the Season, I am

Very sincerely yours,

January 6, 1937

AIR MAIL

Mr. A.B. West, Personal
c/o Nevada-California Electric Corp.
720 Denver National Bldg.
Denver, Colorado

My dear A.B:

Enclosed find copy of letter from Mr. Lynch dated December 30th that is explanatory. This letter is worth more for what it does not say than what it does.

Let me know how long you are going to remain in Denver. I may then wire Mr. Lynch and ask him if I cannot bring you and him together. Mr. Lynch's attitude is - that they will pay no commission - the lawyers will have to have their share, so, all I am going to get is what you will pay me, my friend. With that question out of the way, we are ready to proceed.

I figured that I could leave a week from Friday night and be in Chicago Saturday morning, have you there and bring you and Mr. Lynch together if this meets with Mr. Lynch's approval, or, would you rather wait until February? Please wire me immediately.

There is going to be more legislation regarding Tax Revenue Bonds.

With kindest regards,

Sincerely yours,

RF/jv

C
O
P
Y

STANDARD GAS & ELECTRIC CO.
CHICAGO ILLINOIS

December 30, 1936

Mr. Ed Fletcher
Ed Fletcher Company
1020 Ninth Avenue
San Diego, California

Dear Mr. Fletcher:

I thought perhaps you might be in Chicago around this time of the year as you planned but evidently something detained you, however, I want you to know your letter of December 18 was duly received but I did not answer it as I hoped to see you personally.

I am very glad to have you so frankly state your position with respect to the matter under discussion.

I look forward to the possibility of being in San Diego in February and if so hope it will be possible to see you.

By the way, the other night I happened to meet a Captain Edwin C. Ferguson of San Diego who mentioned your name, particularly about the wonderful ride you gave him.

With best of wishes for a Happ New Year, I remain

Sincerely yours,

BERNARD W. LYNCH
President

BVL:R

The Nevada-California Electric Corporation

720 DENVER NATIONAL BUILDING

Denver, Colorado

January 8, 1937

Copy Lynch 1/12

A. B. WEST
PRESIDENT

Senator Ed Fletcher
Statehouse
Sacramento, Calif.

My dear Ed:

Permit me to make a rather belated acknowledgment of your Christmas box of very fine California grapefruit. It has been enjoyed by our whole family, who join me in expressing our thanks.

As I am wiring you today, I will be in Riverside about the 18th of this month and will be glad to see you next time you are in the South. I believe it would be well for us to meet Mr. Lynch on his trip to California in February. Just at this time, I am up to my ears in work preparatory to leaving for the coast.

Kindest regards,

Sincerely yours,

ABW:RVC

B. W. Lynch

THE COMPANY WILL APPRECIATE SUGGESTIONS FROM ITS PATRONS CONCERNING ITS SERVICE

1291-3

CLASS OF SERVICE

This is a full-rate Telegram or Cablegram unless its deferred character is indicated by a suitable symbol above or preceding the address.

WESTERN UNION

R. B. WHITE
PRESIDENT

NEWCOMB CARLTON
CHAIRMAN OF THE BOARD

J. C. WILLEVER
FIRST VICE-PRESIDENT

SYMBOLS

DL = Day Letter
NM = Night Message
NL = Night Letter
LC = Deferred Cable
NLT = Cable Night Letter
Ship Radiogram

The filing time shown in the date line on telegrams and day letters is STANDARD TIME at point of origin. Time of receipt is STANDARD TIME at point of destination.

Received at Forum Bldg., 1109 9th St., Sacramento, Calif. TELEPHONE M 4321

ALWAYS OPEN

1937 JAN 8 PM 7 56

FT585 35 NL-DENVER COLO 8

SENATOR ED FLETCHER

STATEHOUSE

AS AM PLANNING TO ARRIVE IN CALIFORNIA BY EIGHTEENTH OF JANUARY AND WILL BE EXTREMELY BUSY IN MEANTIME I SUGGEST THAT CONFERENCE BE HELD WITH LYNCH ON HIS TRIP TO CALIFORNIA IN FEBRUARY KINDEST REGARDS

A. B. WEST

THERE IS NO DEPENDABLE SUBSTITUTE FOR WESTERN UNION TIME

January 11, 1937

Mr. A.B. West, PERSONAL
c/o Nevada California Electric Corp.
720 Denver National Bldg.
Denver, Colorado

My dear A.B:

Enclosed find copy of letter from Mr. Lynch and my answer in reply for your information. We will see what comes of it, and hope it meets with your approval.

With kind regards,

Sincerely yours,

EF/jv

Enclosure

January 12, 1937

AIR MAIL

Mr. A.B. West, PERSONAL
c/o Nevada-California Electric Corp.
720 Denver National Bldg.
Denver, Colorado

My dear A.B:

Enclosed find copy of letter I have just received from Cowan, also copy of letter from Loucks who is a mighty good Attorney in Chicago and is also in the family in some way with Cowan through marriage. I have every confidence in Loucks but mighty little in Cowan. I saw Mr. Jerry Black, President of the PC&E in San Francisco a few days ago on several matters, and he disillusioned me completely regarding Cowan. Please treat this confidential. He also advised me to contact Lynch and wrote a nice letter to Lynch in my behalf.

Knowing how busy you are and anxious to return West, I am afraid you might be disappointed if you make the trip to Chicago. On the other hand, it may bring things to a head. Cowan has made an offer through Loucks to J.K. Javits their attorney for the largest Creditors Committee in New York, for eleven million dollars, expecting to make a rake-off of \$600,000 by some hocus-pocus. I have met Javits in New York - he is the real goods and is in a position to force a sale, in my opinion, and he has promised to let me know when there is anything doing. I am sending Mr. Javits a telegram today and as soon as I receive a reply from him, will wire you the results. On investigation, you will find that Javits and McRoberts of New York, representing the majority of the Creditors, can force this matter in Court if they go after it.

Wire me your reaction about going to Chicago on receipt of this letter, please.

Sincerely yours,

EF/jv
Enclosures

January 15, 1937

AIR MAIL

Mr. A.B. West, PERSONAL
c/o Nevada-California Electric Corp.
720 Denver National Building
Denver, Colorado

My dear A.B:

I wired Mr. Javits of New York as follows:

"RECEIVED WORD THROUGH LOUCKS AND COWAN SITUATION FAVORABLE TRANSACTING BUSINESS REGARDING SANDEIGO MATTER THROUGH YOU AT EARLY DATE ASKING FOR CONFERENCE IN CHICAGO WITH PRINCIPAL CONFIDENTIALLY KINDLY WIRE ME STATE CAPITOL WHETHER OR NOT PROPOSITION GOOD FOR EARLY ACTION."

I received the following reply today:

"Mr. Cowan here few days ago understands situation, it would be pointless to hold conference as situation has not developed further. Fruit sent wonderful many thanks.
(Signed) J.K. JAVITS

Suggest you wire or write me some excuse saying it is out of the question for you to go to Chicago at the present time and see what develops. We adjourn Friday of next week and I will be seeing you on my way home sometime during the following week.

The Municipal Revenue Bond bill was introduced today by 22 Senators out of 40. Phillips signed it - I refused to be a party to it. We will do what we can to amend it, but in the last analysis, knowing it is going over in the Senate as well as the Assembly, I shall probably have to vote for it. Will talk the matter over when I see you.

Kind regards,

Sincerely yours,

EF/jv

State Capitol
Sacramento, California
January 28, 1957

Mr. A.B. West, President
Southern Sierras Power Company
Riverside, California

My dear A.B:

Enclosed find copy of Senate Bill No. 200
which was introduced Tuesday and signed by 24 out of
40 Senate members. They asked me to sign and I re-
fused.

There is no question but what this bill will
pass both Houses, and this time, in my opinion, the
Governor will probably sign it - although he vetoed it
two years ago. The bill as amended meets the Governor's
approval, so I have been told, but do not know how true
it is.

The above for your information.

Sincerely yours,

EE/jv

Enclosure

Same letter to Jerry Black, Pres. PG&E
J.K. Javits
B.W. Lynch

State Capitol
Sacramento, California
January 28, 1957

AIR MAIL

Mr. A.B. West, President
Southern Sierras Power Co.,
Riverside, California

My dear A.B:

I will be on my way home through Los Angeles
and hope to connect up with you either at Riverside or
Balboa Saturday afternoon, the 30th, just for a five
or ten minute talk.

With kind regards,

Sincerely yours,

EF/jv

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

February 1, 1937

Col. Edward Fletcher
1020 Ninth Avenue
San Diego, California

My dear Colonel:

I have your note of January 28, stating you would like to contact me either at Riverside or Balboa, on Saturday the 30th.

I have lately purchased the Hicks-Sperry house at Palm Springs and must be there next Saturday, as I have invited a group of people for the weekend. I will be glad to see you if you wish to drive over. You can locate the house by inquiry either at the Power Company office at Palm Springs, or by contacting Mr. Harold Hicks, one of the principal real estate men.

Sincerely yours,

A. B. West

ABW:OD

February 2, 1937

Mr. A.B. West, President
Nevada-California Electric Co.
Riverside, Ca if.

My dear A.B.

Thanks for your letter of the 21st. I did not reach Los Angeles until Sunday instead of Saturday as I was kept in San Francisco giving a deposition in the Wheeler Timber Co. foreclosure as a witness.

Did you ever write to Cowan in answer to the letter he wrote me. I do not suppose you did as I have not heard from Cowan since. Have been expecting word any day that Mr. Lynch will be in California as he said he would try to make it about the first of February. In the meantime one of his head men wrote me asking why I did not come to Chicago. Something I am sure is going to develop soon.

By the way Senator Ed Law of El Centro sits next to me and we became quite well acquainted. He and 23 or 24 others have introduced a revenue bond bill jointly with a majority vote which I refused to sign. He outlined to me what was going to be done in Imperial Valley and I thought I would get the information definitely as he suggested I write Mr. Dowd. Inclosed find copy of letter from Mr. Dowd that is explanatory that may be of interest. You can pick out the wheat from the chaff. Will be interested to hear from you.

Sincerely yours,

February 4, 1937

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, Calif.

My dear A.B.

Inclosed find letter from my friend Harold who is with the organization in the East, that is explanatory. The question is: Shall we play with Cowan working through the financial interest in New York who own the notes of Standard Gas and Electric Co., or shall we play with Lynch.

Please write me a letter if and when we succeed in whipping this thing into shape and if you do purchase the San Diego Gas and Electric Co. that I will get commission of \$100,000.00 taking care of any other obligations of commissions to any one else that may be involved.

Harold can help me tremendously with Lynch but this must be kept in strictest confidence and Harold is in the employ and one of the head men in the Billsby organization. Please return his letter. I have never told you his last name and you had better not know it.

By the way, we are planning to go to the gulf on a three or four day fishing trip. I put over some splendid WPA work here and promised to take Hinkley, the head man in Salt Lake who dominates the coast, Colonel Conley of Los Angeles and probably the new WPA man, Mr. Lawson, and one or two others on the trip. We will leave the morning of the 12th. or 13th. next week. We will probably have Senator Young along and maybe George Nordenholt, Director of National Resources. Would love to have you along if you would care to go. Let me know immediately.

With kindest regards, I am

Sincerely yours,

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

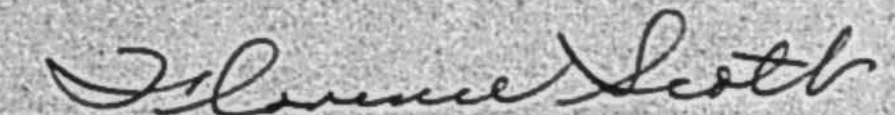
February 5, 1937

Mr. Ed. Fletcher
1020 Ninth Avenue
San Diego, California

Dear Mr. Fletcher:

Mr. West has received your letter of February 4 concerning the possible purchase of the San Diego Consolidated Gas and Electric Company. However, the letter from "Harold" to which you refer was not enclosed.

Yours very truly,



Secretary to A. B. West

February 5, 1957

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A.B:

Enclosed find copy of telegram from Mr. Lynch
that is explanatory.

Do you think I had better go to Chicago as
Harold has suggested several times, or, had we better wait
until they get out of their 77-B? I can fly East and con-
tact Mr. Lynch in Chicago.

Kindest regards,

Sincerely yours,

EF/jv

Enclosure

February 5, 1957

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, Calif.

My dear A.B.

Supplementing my letter to you yesterday
I enclosed find letter from Harold which was inadvertently
not inclosed with my letter yesterday. Please return.

Very sincerely.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

February 11, 1937

Mr. Ed. Fletcher
1020 Ninth Avenue
San Diego, California

My dear Colonel:

I herewith enclose your letter from Harold. I favor granting you further time within which to bring about a deal, but am writing Denver today for authority to do this.

My impression is that your best chance of making a deal is through working with Lynch rather than through Cowan. As you know, I have never had much confidence in the latter and believe his connection with the transaction may be hurtful rather than helpful.

I am looking forward to joining you on the coming fishing trip over the week-end.

Kindest regards.

Sincerely yours,

A. B. West

ABW:FS
Enc. 1

THE NEVADA-CALIFORNIA ELECTRIC CORPORATION

Riverside, California

A. B. WEST
President

February 12, 1937

Mr. Ed Fletcher
1020 Ninth Ave.,
San Diego, California.

My dear Colonel:

This will advise you that if within the next six months a sale of all or substantially all of the common stock of the San Diego Gas & Electric Company to the Electric Corporation is effected we will pay you for your services in working on the deal a total of \$100,000, this, however, to include any compensation due Mr. Cowan or others who are associated with you in the transaction, and is also to cover any expenses you may have incurred.

I wish to again point out, however, that our purchase of the properties will be dependent not only upon the arriving at price and terms satisfactory to our Board of Directors, but also upon the ability of our Board of Directors to arrange for the financing of the purchase price, which will involve among other things, the sale of a certain portion of the common stock to be taken over. If the price and terms are satisfactory I believe the financing can be worked out, but this is a matter we cannot guarantee.

Sincerely yours,

A. B. WEST

Note on separate piece of paper.

E.F. This letter was held up for approval of our Executive Committee. This approval has now been obtained.

A.B.W.

3/5/37

THE NEVADA-CALIFORNIA ELECTRIC CORPORATION

Riverside, California

A. B. WEST
President

February 12, 1937

Mr. Ed Fletcher
1020 Ninth Ave.,
San Diego, California.

My dear Colonel:

This will advise you that if within the next six months a sale of all or substantially all of the common stock of the San Diego Gas & Electric Company to the Electric Corporation is effected we will pay you for your services in working on the deal a total of \$100,000, this, however, to include any compensation due Mr. Cowan or others who are associated with you in the transaction, and is also to cover any expenses you may have incurred.

I wish to again point out, however, that our purchase of the properties will be dependent not only upon the arriving at price and terms satisfactory to our Board of Directors, but also upon the ability of our Board of Directors to arrange for the financing of the purchase price, which will involve among other things, the sale of a certain portion of the common stock to be taken over. If the price and terms are satisfactory I believe the financing can be worked out, but this is a matter we cannot guarantee.

Sincerely yours,

A. B. WEST

original in safe

March 15, 1937

PERSONAL

Mr. A.B. West, President
Southern Sierras Power Co.
Riverside, California

My dear A.B:

Enclosed find copy of letter from Mr. Lynch in answer to my inquiry as to when he is coming out.

Also copy of letter from Mr. Loucks who is a relative of Cowan's, and Javits is Attorney for one of the Committees representing the Creditors of the Standard Gas & Electric Company.

We will get them either coming or going. I thank you so much for your kindness in the matter of extension.

With kind regards,

Sincerely yours,

F/jv

Encl.

March 19, 1957

Mr. A.B. West, President
Southern Sierras Power Co.,
Riverside, California

My dear A.B.:

Enclosed find copy of letter from Harold that
is explanatory.

What do you think - is it advisable for me to
go to Chicago a little later on, or shall we just let
matters drift?

With kind regards,

Sincerely yours,

E F/jv
Encl.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

March 22, 1957

Hon. Ed. Fletcher
State Senator
State Capitol
Sacramento, Calif.

My dear Ed.:

Thanks for sending copy of your last
letter from Harold. I would be inclined to
think it advisable to wait on Lynch's present
program to get out of 77-B being cleared up,
as I would judge that in the meantime you will
not get much in the way of serious considera-
tion from him.

Sincerely yours,

ABW:FS

A. B. West

State Capitol
Sacramento, California
April 21, 1957

Mr. A.B. West, Personal
Nevada-California Electric Corp.,
Riverside, California

My dear A.B:

Enclosed find news item regarding Standard Gas
and Electric which please read and return by return mail.

J.K. Javits of New York is the man that I was
originally negotiating with but later switched over to Mr.
Lynch. Javits is the man Cowan was working with as well.
Cowan has been East and gotten nowhere, so I have been in-
formed, but I have kept in close touch with Mr. Lynch.

I believe this is the clean-up of the situation,
and within a month or two we will have something definite
from Mr. Lynch - this is what has been holding up the whole
matter as far as you are concerned. Will keep plugging away
and may have some interesting news for you shortly.

With kind personal regards,

Sincerely yours,

EF/jv

Enclosure

April 27, 1957

PERSONAL

Mr. A.B. West, President
Nevada-California Electric Corp.,
Riverside, California

My dear A.B:

Enclosed find copy of letter from Harold that
speaks for itself. In the same I recieved a letter from
Mr. Lynch also.

It looks as if things are shaping up a little.
Will keep you informed.

Sincerely yours,

EF/jv

Encl.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

April 30, 1937

Hon. Ed. Fletcher
State Capitol
Sacramento, California

Dear Ed.:

Thanks for sending me news item regarding the Standard Gas and Electric Company, which I am herewith returning to you.

Kindest regards.

Sincerely,

A. B. West

ABW:FS
Enc. 1

April 29, 1937

Mr. A.B. West, PERSONAL
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Enclosed find copy of letter from B.W. Lynch referred to in my letter of yesterday - same was not enclosed. I expect to have something definite shortly.

Sincerely yours,

EF/jv

Enclosure

May 12, 1937

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

I had a telegram from Mr. Lynch that he expects to be in Chicago next Monday afternoon and will be glad to see me.

I will be in Los Angeles Saturday morning, leaving there Saturday night, and will give you a ring.

With kind regards,

Sincerely yours,

EF/jv

May 13, 1937

PERSONAL

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

Enclosed find telegram from Lynch and letter from Harold. Just to keep you posted.

Please return. With kind regards,

Sincerely yours,

EF/jv

P.S: Since writing above I have received the enclosed telegram from Chicago. I am needed here any way and matters will have to go over until the Legislature adjourns, so I will not go East.

E.F.

July 6, 1937.

Mr. A. B. West, President
Nevada-California Electric Corporation
Riverside, California.

My dear A. B.:

Enclosed find article that is explanatory.

I have by no means given up hope and in
touch with the situation.

Yours sincerely,

EF M

July 31, 1937

Mr. A.B. West, PERSONAL
Nevada-California Electric Corp.,
Riverside, California

My dear A.B:

Enclosed find copy of letter from B.W. Lynch and
my reply.

I heard it whispered that the Bank of America
are having something to say in the supervision of the Gas
Company here. Whether this is true or not, I do not know.
I am very friendly with both Mr. Giannini the President
and the Executive Vice-President Mr. Blauer. Mr. Blauer
gets here tomorrow and is going on a little trip with me.
I will try and draw him out without letting him know of my
connection with Mr. Lynch.

With kind personal regards

Sincerely yours,

EF/jv

Enclosure

September 23, 1937

AIR MAIL

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

Enclosed find letter from Harold which I am sending you in confidence. Please return. Also copy of my telegram to Mr. Lynch that is explanatory. I am going to stir up something or know the reason why.

By the way, I have a special compensation from the Pope in the form of a letter from Mexican Authorities that gives me the right for myself and party to hunt and fish. If you can see your way clear to be here next Friday morning, October 1st, at eight o'clock, we will have you back Sunday night. I have a Spanish friend who has staked out the quail on his own ranch, and at Laguna Hansen which is among the pines a mile high, there is plenty of fresh water bass and a lot of duck. I promise you a good time. Please give me a wire on receipt of this if you can go. I have no idea that Lynch will be here, but took a shot at the moon anyhow.

I knew Lynch very well years ago and he was sympathetic with my point of view in the matter of Henshaw Dam and supported me through it all.

Hoping all is well with you and yours,

Sincerely yours,

EF/jv

Encl.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

October 1, 1937

Mr. Ed. Fletcher
1020 Ninth Avenue
San Diego, California

My dear Ed.:

I am leaving tomorrow morning for my trip to Mexico and will be away for practically a month.

I am returning your letter from Harold dated September 21.

I was much interested in hearing that you are seriously considering running for Congress and personally hope that you will decide to do so as I believe you will stand a better chance of election than will any other Republican candidate. If you definitely decide to run please let me know.

Kindest regards.

Sincerely yours,

A. B. West

ABW:FS
Enc. 1

October 5, 1937.

Mr. A. B. West
Nevada-California Electric Corp.,
Riverside, California.

My dear A. B.:

Enclosed find copy of letter from Cowan which I have just received. I have not heard from him for six or eight months and do not know how to answer him. How would you answer? What is your recommendation?

I hope you have a good time in Mexico. We spent three days at Laguna Hansen, Friday, Saturday and Sunday - Major Fleet, Frank Balcher and a number of other San Diegans. We left San Diego Friday morning at 9 o'clock, went thru Campo, 75 miles south into Mexico to a couple of natural lakes among the pines, 5600 ft. elevation. We had 16 bass in an hour that evening. The next day we shot 70 or 80 ducks, got a deer, 11 mountain quail and any amount of valley quail and dove.

Sunday morning we had an early hunt and spent the afternoon in a grape vineyard shooting quail 5 miles from Campo in Mexico, arriving home at 7 o'clock Sunday night. It was a wild, rough trip, but I enjoyed it.

With kindest regards, I am

Sincerely yours,

EF M

October 22, 1937

PERSONAL

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

I received the following personal letter this morning from B.W. Lynch, President of the Standard Gas & Electric Company:

"Returning to my desk this morning, I find your personal letter of the 11th with enclosed copy of letter from Javits & Javits. No comments on this at the moment.

Perhaps my long promised trip to the Coast will materialize soon. Best regards."

The above just to keep you posted. I see they are going to have their affairs straightened out a little in the East.

With kind regards,

Sincerely yours,

EF/jv

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

November 3, 1937

Mr. Ed. Fletcher
1018 Ninth Avenue
San Diego, California

Dear Ed.:

I am just back from a very pleasant trip to Mexico. We motored down over the new Pan-American highway, a splendid, well engineered road passing through very interesting country. A party of six of us made the trip with three machines and the trip proved the most interesting of the three which I have made to Mexico City.

I read with envy of your three days at Laguna Hansen and regret that I could not have been along.

I note that Cowan is still uncertain as to when he will be out on the coast. This matter has dragged so long that I question whether you are warranted in devoting much more time to it, particularly in view of the fact that under present financial conditions it is questionable whether the necessary financing could be carried through at this time. As you know, the security market is in very bad shape and new issues of securities have practically ceased.

While it seems almost incredible to believe that we can be headed into another depression, yet there are many indications that this may be the case. What makes me particularly pessimistic is the Washington situation. The President apparently has no concern at all as to what happens to business and until a more constructive attitude develops at Washington the outlook is a rather cheerless one.

Kindest regards.

Sincerely yours,

ABW:FS

A. B. West

November 6, 1937

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Thanks for your letter of November 3rd. While you have been making a motor trip to Mexico City, I have had two notables from Mexico on my list. Mary and I took Ex-President Rodriguez and his wife for a three day trip to Boulder Dam. It was a great trip and we had lots of fun. Then I had for twenty-four hours on my hands General Juan Zinser, Chief of the Department of Forestry, Fish and Game. I have a permit that gives me everything for myself and party. We gave General Zinser a great time here and he is a good scout.

Don't tell me to drop the sale of the San Diego Gas and Electric Company - I have been working too long and too hard and I never quit. I do not think we are headed into another depression, except for a short time and for political reasons - things were developing too fast. I am going to keep right on the job and expect to have something definite any day from Mr. Lynch. Enclosed find copy of letter I have just received from Harold. Will keep you posted.

I did you do any fishing in Mexico? We are going down in December for four or five days at San Felipe - both hunting quail, mountain sheep and fishing, and we are going to get one of those big turtles and plenty of Totuava. I know this brings a smile. Major Fleet, President of the Consolidated Aircraft Corporation is going with his good wife, young Frank Belcher, President of the First National Bank and his wife Harriett, and a party that will be interesting. Don't you and your wife want to go? We will have plenty of tents, a good cook and plenty of grub - it will not be as bad as it was before by any means. I have had my two daughters-in-law down there and they had the time of their lives.

How about the 5th to 10th of December? We will make it a "Dutch" treat and will be glad to have you along. Earl Warren of the National Republican Central Committee is going and possibly his wife, also Senator Bill Knowland and his wife in all probability. There are always one or two who drop out so I do not think there will be over 10 or 12 of us altogether. Think it over and let me know.

Copy - Linn 11/15

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

November 10, 1937

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

Dear Ed:

I appreciate receiving your letter of the 6th with the invitation to attend the coming trip to San Felipe. If possible I would like to join you on the trip, although I think it might be a little strenuous for Mrs. West, particularly as she has been rather run-down lately and is avoiding anything in the way of exceptional activities.

If there is no objection I might take Albert Cage or another of our officers along.

In case anything should come of negotiations with the San Diego people during the next six months, I feel sure that our people will want to handle the matter through you along the lines upon which we originally agreed. You have certainly worked hard enough on the transaction. However, as I stated to you in my last letter, in the present condition of the security market I am not at all optimistic about being able to work out a deal along the lines we previously discussed.

I hope you are right that the present recession in business will not be prolonged. We are, however, faced with the fact that there is a very distinct deflationary cycle started and such a movement will be very difficult to reverse, even with all the powers of the Administration.

It is going to take pretty much of a reversal of position by Mr. Roosevelt to start things upward again in the near future and I see little in his record that indicates a willingness to abandon past policies, even though they are working out badly.

Sincerely yours,

A. B. West

ABW:FS

Mr. A. B. West:

I never answered Town's letter and the result will be that he will soon be trying to borrow, and through other parties you will be approached by the San Diego Gas and Electric, if he can arrange it. I feel certain that your Company will protect me in this matter, and if any purchase is made, I will be given first opportunity to handle the matter for you along the lines that we agreed on if and when the sale is made.

With kindest personal regards,

Sincerely yours,

EF/jv

November 15, 1937

Mr. A.B. West, President
Nevada-California Electric Corp.,
Riverside, California

My dear A.B:

You are a dead game sport as I always knew you were, and your letter of November 10th confirms it. To take that drive as you did down to San Felipe and come back the next morning and still ready to go again, proves it. Never did I have such an experience, but the trip is worth a four or five days stay.

I received word today from Major-General Lyman of the U.S. Marine Corp that he is anxious to go; Major Fleet of the Consolidated Aircraft, probably Senator Knowland and Earl Warren, National Republican Committeeman for California will also go.

How is the 15th of December? Some of the ladies may go along and we will put them in a tent by themselves, and next time we will have better accommodations for ourselves and put up our own tents. Let me hear from you if the 15th of December is tentatively okeh, and we will build around it. It goes without saying we will be glad to have Mr. Cage or anyone you want to bring along. Most of the boys want this trip on the 15th of next month and hope the time is satisfactory to you. We should have some fine duck shooting and quail as well.

I am following up the Eastern situation and will keep you informed. Thanks kindly for your letter.

With kindest personal regards,

Sincerely yours,

EF/jv

November 20, 1937

Mr. A.B. West, Personal
Nevada-California Electric Corp.,
Riverside, California

My dear A.B:

Enclosed find letter from Harold, you will get a kick out of it. Please treat it confidential and return.

With kindest regards,

Sincerely yours,

EF/jv
Encl.

The Nevada-California Electric Corporation

Riverside, California

November 23, 1937

A. B. WEST
PRESIDENT

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

Dear Ed:

Thanks for sending me Harold's letters, which I have noted with interest. I am returning them herewith.

My guess is that Lynch is going to find the refinancing of his Company very difficult.

I do not think you give due importance to the serious nature of the business recession which has taken place over the last three or four months. The decline has been more rapid than for any like period in the history of the country, even including any three months during the great depression. While I do not think we are going into a prolonged depression, yet it is not unlikely that recovery will be delayed for as long as a year.

Albert Cage and I are looking forward to the Mexican trip with much pleasure.

Sincerely yours,

A. B. W.

ABW:OD
Encs. 2.

December 2, 1937

Mr. A.B. West, Personal
Nevada-California Electric Corp.,
Riverside, California

My dear A.B:

Enclosed find letter from Harold and enclosures for your information which please return.

Everything seems to be centralizing on you and your friend being in Mexicali at 7:25 a.m. when the train arrives on the 11th - it leaves from Los Angeles at 9:05 p.m. Friday.

I thought I might invite Senator Ralph Swing and have you bring him along. What do you think of it? Your pleasure is mine in the matter. May I hear from you by return mail, please.

With kindest regards,

Sincerely yours,

EF/jv
Encl.

December 9, 1937

AIR MAIL

Mr. A.B. West
c/o The Mayflower Hotel
Washington, D.C.

My dear A.B.:

Confirming our conversation today, I want you to personally meet Mr. Harold Geisse, a friend of mine and who talks your language. He has full knowledge of the local situation here, and am sure he will give you some information of interest. He is a close personal friend and you can rely on every statement he makes.

Kindly wire him from Washington a day or two before you leave Washington at what Hotel he can meet you, the day and hour. I am taking this action on my own initiative, but I do know you have much in common and I believe that Harold will have much of interest to discuss with you. His address is - Union League Club, 65 W. Jackson Blvd., Chicago; his residence - 1171 Pahley Avenue, Winnetka, Illinois.

A wire at the Union League Club will reach him unless it is a Saturday or Sunday when he will be at Winnetka.

With kindest regards,

Sincerely yours,

EF/jv

Nevada-Calif Elec. Co

December 27, 1937.

Mr. A. B. West,
Nevada California Electric Corporation
Riverside, California.

My dear A. B.:

The letter to the Mayflower Hotel came back and I am enclosing it to you.

Don't fail to meet Harold Geisse. His address is Union League Club, Chicago. You and he can talk the same language, and you will get a lot of information from him that will be of interest regarding the San Diego Gas & Electric Company situation.

Yours sincerely,

EF M

P. S. We did not get to San Felipe on account of the weather but last week, with Major General Lyman, my daughter and her friend, went down the west coast and had a wonderful fishing trip off Punta Banda, and on the way home shot nearly 100 quail and duck. Let me know when you are going East. I want to make good with you at San Felipe and we won't chase down and back in a day, either. One of my dear friends from the East will be here Feb. 10th, and Earl Warren, National Republican Committeeman from California, says that he must go, as well as Sen. Knowland and one or two others. How would it be about the 12th of February if the weather is good?

E.F.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

January 9, 1939

Mr. Ed. Fletcher
State Capitol
Sacramento, California

My dear Ed.:

Thanks for your letter of January 5 enclosing telegram from Frank L. Crocker and letter from Harold, which I am herewith returning.

I suppose by this time you are in the thick of the fray at Sacramento. On the part of certain of the interests that are constantly seeking to harass the power companies there will probably be another attempt to appoint a committee to investigate political contributions, etc. If you can consistently oppose such investigation, which is purely political in purpose, the industry will much appreciate it.

Kindest regards.

Sincerely yours,

A. B. West

ABW:FS
Enc. 2

January 5, 1939

Mr. A.B. West, Personal
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Enclosed find letter from Harold, also telegram from Frank L. Crocker who is Executor for the Harry Payne Whitney Estate and a personal friend of mine.

I have asked Mr. Crocker to contact Victor Emanuel in New York without my name being mentioned, and find out whether Emanuel has the final say or whether it is Lynch.

Please return enclosures. If Lynch tries to contact you, let me know, and if he contacts me, I will do likewise.

My address will be State Capitol during the month of January.

With kindest personal regards,

Sincerely yours,

EF/jv
Incl.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

January 16, 1939

Mr. Ed. Fletcher
State Capitol
Sacramento, California

My dear Ed.:

I have read with interest letter to you under date of January 7 from Mr. Robert W. Baird, President of The Securities Company of Milwaukee Inc., which I herewith return.

For the reasons stated in my letter to you of December 23, I do not believe it is advisable at this time to take any active steps along the lines of considering the purchase of Standard Gas and Electric notes. Such inquiries are liable to have their effect on the price of the securities and until we know we are in a position to go ahead it is best not to agitate the matter.

Sincerely yours,

A. B. West

ABW:FS
Enc. 1

January 12, 1939

Mr. A. B. West, Personal
Nevada-California Electric Corp.
Riverside, California

My dear A. B.:

Sometime ago I took up through Harold the matter of acquisition of Standard Gas & Electric Bonds. Enclosed find letter from the Securities Company of Milwaukee, Inc. that is interesting. Please return after making copy with your suggestions as to how I shall reply.

I have every confidence in Harold but his name must be absolutely kept out of the picture.

With kindest regards,

Sincerely yours,

EF/jv
Encl.

January 19, 1939

Mr. A.B. West
California-Nevada Electric Corp.
Riverside, California

My dear A.B:

Enclosed find letter from Harold that is explanatory.
Please return at your convenience.

All I want you to do is to write and tell me that as
and when you will let me handle the sale of the San Diego Gas
and Electric Company Stock.

You know I have worked mighty hard and have at last
gotten to the bottom of things, and am ready to act whenever
you say the word.

With kindest regards,

Sincerely yours,

EF/jv
Encl.

February 8, 1939

Mr. A.B. West, Personal
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

Enclosed find letter of the 6th from Harold. I
know Mr. Wm. J. Hagenah very well personally, and am en-
closing copy of letter I have written him.

Please return Harold's letter.

With kind regards,

Sincerely ours,

EF/jv
Encl.

February 9, 1959

Mr. A.B. West, Personal
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

Enclosed find copy of letter from Mr. Loucks of
February 6th that is explanatory and copy of my reply.

I have sent a copy of the letter to Mr. Lynch and
asking for his reaction.

With kindest regards,

Sincerely yours,

EF/jv
Encl.

February 11, 1959

Mr. A.B. West, President
Nevada-California Electric Corporation
Riverside, California

Friend West:

This will introduce Mrs. Louise Moore, a friend
of the family and I can vouch for her in every particular.
Anything you can do for her will be gratefully and personally
appreciated.

Sincerely yours,

EF/h

February 11, 1939

Mr. A.B. West, Personal
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Kindly read and return the enclosed from Harold.

With kindest regards

Sincerely yours,

EF/jv
Encl.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

February 14, 1939

Mr. Ed. Fletcher
1020 Ninth Avenue
San Diego, California

Dear Ed.:

I herewith return to you the original copies of correspondence which you have lately forwarded to me.

Please bear in mind the statement made in my letter of December 23 that there is no assurance that our Company can finance the purchase of the San Diego stock, involving as it does a good many millions of dollars, and that there will be no use in even attempting to do this until we know of a definite basis upon which the property might be acquired.

I realize that this makes the matter difficult and that if we were in the position of being able to say definitely that we could finance the purchase of the property at a satisfactory price that it would facilitate your negotiations. However, the facts are as I have stated and we do not wish to lead you to devote a lot of time and perhaps incur considerable expense in the matter without a full realization of the situation as it stands today.

Sincerely yours,

A. B. West

ABW:FS
Enc. 2

February 15, 1939

Mr. A.B. West, PERSONAL
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

Enclosed find letter I have received from Harold
and copy of my reply. Please return.

With kindest regards,

Sincerely yours,

EF/jv
Encl.

March 2, 1939

Mr. A.B. West, Personal
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

Enclosed find letter of February 27th from Harold
which please return. Just to keep you posted, and when you feel
like having me take the matter up again, I will follow Harold's
suggestion regarding my taking the matter up with Mr. Baird.

Let me know what you are particular interested in up
here. I am in Sacramento on two Interim Committees this week
and will stay here until the second session is over. Was mighty
sorry we could not get to go down to the Gulf, but it just was
impossible.

With kindest regards,

Sincerely yours,

EF/jv
Encl.

October 10, 1939

Mr. A.B. West
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

I am going North today returning via Riverside and would like to make a tentative date for 2:00 p.m. in your office at Riverside on Tuesday, October 17th, if it is agreeable.

With kind personal regards,

Sincerely yours,

EF/jv

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

October 11, 1939

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Ed:

Your letter of October 10 received. I shall be very glad indeed to see you in our office next Tuesday, October 17, at 2:00 P. M.

Kindest regards.

Sincerely yours,

Dr. B. West

ABW:OA

January 3, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Enclosed find clipping from the "Union" that is explanatory.

I have information from the East that some arrangement has been made with you people to take over the Consolidated Gas & Electric Company. Are there any negotiations pending, or, are you making a working agreement with them? I would appreciate knowing the facts.

With kindest regards,

Sincerely yours,

EF/jv

The Nevada-California Electric Corporation

Riverside, California

January 4, 1940

A. B. WEST
PRESIDENT

Colonel Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Ed:

Thanks for your letter of January 3 enclosing clipping from the San Diego Union.

Your information at least is in error as to our having any arrangements to take over the properties of the Consolidated Gas & Electric. Further, as far as I know, there have been no authorized negotiations pending lately in the matter.

With kindest regards.

Sincerely yours,

A. B. West

ABW:AE

January 5, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Answering yours of the 4th, my friend Harold wrote that he had information you had arranged for or had already hooked-up with the Consolidated Gas & Electric Company, and I immediately wrote you to find out the facts.

By the way, a Boston capitalist and a cousin of mine with his wife; Mrs. Fletcher and I, are going down late in February or early March with a complete outfit and we are going to stay until we have some real fun fishing and a little hunting. If you and your pal want to come down and join us, I will let you know a couple of weeks ahead of time when we are planning to make the trip. It is going to be a deluxe trip as compared to the last, and I want to make good with you on the totuava.

Last week I had State Engineer Hyatt, a couple of my sons, Bill Knowland, National Republican Committeeman from California and Walter Little, down in Sonora hunting. We went down to the Gulf but the totuava were not biting so we did not go out. We had a swell time, however.

With kindest regards,

Sincerely yours,

EF/jv

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

January 8, 1940

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Ed:

Thanks for your letter of January 5.

If I am free at the time I would be delighted to join you on your Mexican trip. I suggest you let me know a couple of weeks ahead.

Sincerely yours,

A. B. West

ABW:OA

Ed Fletcher Company
Real Estate

1020 Ninth Avenue Franklin 6204
San Diego, California

March 4, 1940

RECORDED
MAR 6 1940

Mr. A. B. West,
Nevada-California Electric Corp.,
Riverside, California.

My dear West:

I passed my legislation, which the Governor signed last Saturday, pertaining to the Colorado River Commission and giving them authority to negotiate, etc. with other states, to solve the water and power controversy.

Hewes is one of the Commission and I have been, in a nice way, urging him to compromise with you people. He has been to Sacramento two or three times. Enclosed find copy of S.B.15 that has been signed.

Enclosed find copy of letter I received from him that may be of interest. Perhaps this letter will give you an idea of how we can go around him. I understand Hewes is under fire. Just sending it to you for what it is worth.

Yours sincerely,

Ed Fletcher
m

EF M

Dictated March 2
Not reviewed
after dictation

My dear Ed:

MAR 22 1940

Thanks for your letter
Our offer would have saved the
District around 5,000 a month
in the operation of it Diesel's planing
absolutely no restriction on them in a
competitive way its rejection ^{NOTED}
on political not business grounds

←
C.R.W.

March 4, 1940

Mr. A. B. West,
Nevada-California Electric Corp.,
Riverside, California.

My dear West:

I passed my legislation, which the Governor signed last Saturday, pertaining to the Colorado River Commission and giving them authority to negotiate, etc. with other states, to solve the water and power controversy.

Hewes is one of the Commission and I have been, in a nice way, urging him to compromise with you people. He has been to Sacramento two or three times. Enclosed find copy of S.B.15 that has been signed.

Enclosed find copy of letter I received from him that may be of interest. Perhaps this letter will give you an idea of how we can go around him. I understand Hewes is under fire. Just sending it to you for what it is worth.

Yours sincerely,

EF M

April 29, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Enclosed find clipping that is explanatory from yesterday's paper relative to the Gas Company making a contract with the Edison firm.

Did you receive my air-mail letter enclosing Mr. Crowley's letter re: offer of the holders of Common Stock of the Company here to the holders of Standard Gas & Electric notes and debentures? What is your reaction to it?

With kindest regards,

Sincerely yours,

EF/jv
encl.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

May 1, 1940

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Colonel:

I herewith return copy of notice sent out by the Standard Gas and Electric Company under date of April 13 to its holders of stock, notes and debentures. If you receive a notice as to the details of the plan of exchange I will be interested in receiving it, when issued.

I thoroughly agree with you that the plan we have had in mind is a logical procedure but cannot see how it could be effectuated by us at this time. Due primarily to our Imperial Valley competition, we are not in position to finance the plan.

While our losses in Imperial Valley have been held to a smaller figure than we anticipated, approximately 30% of our Valley revenue, yet it will take us a year or so to overcome this loss, which makes new financing very difficult.

Sincerely yours,

A. B. West

ABW:FS
Enc. 1

May 2, 1940

Mr. A.B. West
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Thanks for yours of the 1st. I get a copy of the plan of exchange. Have just had a nice letter from Mr. Crowley.

I told you I had a nice talk with Victor Emanuel, the President of the American Airlines introduced me to him, they are pals and are working together. This is confidential, but I am convinced now that nothing will come of this plan for the sites are set entirely too high as to value by the SEC, and that through Mr. Emanuel later on we are going to have a real honest-to-goodness chance of doing business. The Los Angeles people made a definite cash bid for this property and it was turned down.

Please return Mr. Emanuel's letter. With kindest regards,

Sincerely yours,

EF/jv
encl.

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

May 3, 1940

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Ed:

Thanks for your letter of May 2.

The information contained was quite interesting.

I herewith return letter of Mr.

Emanuel.

Kindest regards.

Sincerely yours,

A. B. West

ABW:FS
Enc. 1

May 4, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Enclosed find clipping from last night's paper that
is explanatory.

Kind regards,

Sincerely yours,

EF/jv

May 8, 1940

Mr. A.B. West, Personal
Nevada-California Electric Corp.
Riverside, California

My dear Mr. West:

As you know, Dad is running for Congress. I am his
campaign manager and handling the funds and it is going to be
a battle. This District is 2 to 1 registered Democratic.

My father is and always has been a registered
Republican. He won out for re-election as State Senator by a
vote of 85,833 to 6,533 and believe we can win at the Primaries
at this time. We are putting all of our efforts into his winning
both the Democratic and Republican nominations in the Primaries.

I would appreciate a liberal contribution from you and
Mr. Phipps if you can see your way clear to do so. Shall I write
Mr. Phipps or will you? The campaign is on and we have twenty
odd precinct workers at the present time - everything looks very
encouraging for the election of Dad.

Your early and favorable consideration will be appre-
ciated.

Sincerely yours,

Campaign Manager

EFJr/jv

Ed Fletcher Company
Real Estate

1020 Ninth Avenue Franklin 6204
San Diego, California

May 10, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Enclosed find letter of May 6th from A.S. Cummins
of the Standard Gas & Electric Company which please return
at your convenience.

I met Mr. Cummins' brother in Chicago several times
and know him well.

Sincerely yours,

EF/jv
encl.

Ed Fletcher

Dear Ed

MAY 24 1940

Thanks for information
When you come south I
hope you can drop in and
see me

A. B. W.

MAY 13 1940

May 10, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Enclosed find letter of May 6th from A.S. Cummins
of the Standard Gas & Electric Company which please return
at your convenience.

I met Mr. Cummins' brother in Chicago several times
and know him well.

Sincerely yours,

EF/jv
encl.

June 10, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

I have just learned that the S.E.C. have declared H.M. Byllesby & Company to be a holding company and in violation of the Public Utility Act of 1935, and hence were refused the use of the mails and other facilities of doing business. This would make it imperative for certain changes to be made in the Standard Gas & Electric Company situation since H.M. Byllesby & Company owns a very large block of stock in Standard Power & Light Company, which, in turn, owns a very heavy control of the Standard Gas & Electric Company.

I have assurances that very much better figures will acquire the property now, and I can put you in touch with responsible people if you care to open negotiations at all at the present time. The situation could not be worse with Italy coming into the War today, I realize that, but I was approached today by an air-mail letter from the East so am writing you just to keep you posted, thinking that perhaps you would like to take up the matter of negotiations seriously, with the hope that in the near future you might be able to finance the acquisition of the San Diego Gas & Electric at a later date.

With kindest regards,

Sincerely yours,

EF/sv

The Nevada-California Electric Corporation

Riverside, California

A. B. WEST
PRESIDENT

June 12, 1940

Mr. Ed Fletcher
1020 Ninth Avenue
San Diego, California

My dear Ed:

Thanks for the information concerning the position that the S. E. C. is taking with reference to the Standard Gas and Electric Company.

I am sorry that I cannot give any encouragement at this time as to the ability of our Company to finance the acquisition of the San Diego stock. Not only our own earnings, which have been adversely affected by the Imperial Valley competition, stand in the way, but the general financial situation resulting from the war would, I believe, preclude us from raising the necessary money.

I am glad to say that while our earnings have been declining over the last year or so, they are promising to take a turn for the better. Competition in Imperial Valley is becoming more or less stabilized, while our business is picking up at other points. This, taken in conjunction with a very drastic economy campaign which we have been carrying through, will we expect, give us better earnings for the coming year than for 1939.

This improvement in earnings will, however, have to be actually realized before any large financing on the part of the Company would be practical.

Kindest regards.

Sincerely yours,

A. B. West

ABW:FS

June 18 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

Enclosed find letter and clipping from Harold for
your information. No need of an answer but please return
enclosure at your convenience.

Kindest regards,

Sincerely yours,

EF/jv
encl.

July 8, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B:

What do you think of this letter? I do not blame
you for not taking on anything new at this stage of the game,
but am just sending the letter for lightning may strike.

Please return letter.

Sincerely yours,

EF/jv
encl.

August 10, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.

Enclosed find article that is explanatory. Please
return same at your convenience.

Kindest regards,

Sincerely yours,

EF/jv
encl.

August 29, 1940

Mr. A. B. West,
Nevada-California Electric Corp.,
Riverside, California.

My dear A. B.:

I won by about 18,000 majority
at the primaries, but could not capture the Democratic
nomination. Will have to defeat him in the general
election.

To show you the change -- in
1938, Izac, Democrat, beat Mayor Bacon, Republican, 32154
to 27,766. The official record so far shows Fletcher
43,388 as against 28,853 for Izac, with a number of
precincts still out, and without the absentee ballot and
Townsend, Progressive, Prohibition and Socialist having
been counted.

Congressman Joe Martin, from
Washington, over the radio last night gave me a great
send-off and congratulated me over the national hook-up.
Imperial Valley gave me both the Democratic and Republican
nominations.

Enclosed find article that is
explanatory. Please return.

Thanks for all you have done.

With kindest regards, I am

Yours sincerely,

EF M

November 13, 1940

Mr. A.B. West, President
Nevada-California Electric Corp.
Riverside, California

My dear A.B.:

Enclosed find copy of letter from Mr. Raber that is explanatory. I take it you are not interested in getting control of the common stock. They had set the price of fifteen million and got fooled. I am satisfied that a deal around eleven million could be consummated, but with these unsettled conditions, I do not blame you for not taking on anything new.

I am just finding myself again after as hectic a campaign as one could imagine. They pulled a blitzkreig on me. Roosevelt wired his support and good luck to my opponent and turned over everything needful, so that Roosevelt carried the District by over 25,000 and I was defeated by something like 3000. We will not know definitely until the final absentee ballots are counted.

Washington gave five or six million dollars for San Diego in the last six weeks for different projects; \$317,000 for our San Diego Zoo the day before Election; increased the WPA worker's salary \$1.00 a day all over the State; gave those on relief a double contribution of surplus commodities, and the school teachers were given carte blanche to order what they wanted for the children. In the pay envelop of each was a note asking their support of the Administration, and all over the District were large posters of Roosevelt and my opponent as running-mates. The State went 550,000 majority for Roosevelt. Can you beat it? However, my chin is out and I can take it.

With kindest regards,

Sincerely yours,

EF/jv
encl.

SNOWCREEK
SOUTHERN SIERRAS
POWER CO.
WEST, A.B.

SNOW CREEK POWER DEVELOPMENT - HARRISON ALBRIGHT

From the papers of Ed Fletcher, the following letters were removed to the alphabetized correspondence files

ALBRIGHT, Harrison

Fletcher to Albright, [4 letters] 1/4/22, 1/10/22, 1/30/22, 2/14/22

Fletcher to Mrs. H. Albright, [12 letters] 1/31/22, 2/17/22, 2/27/22, 2/28/22, 3/7/22, 3/28/22, 4/3/22, 4/24/22, 4/25/22, 5/9/22, 5/15/22, 7/24/22

Mrs. H. Albright to Fletcher, [3 letters] 3/5/22, 3/31/22, 5/11/22

CROUCH, Charles C.

Fletcher to Crouch, [6 letters] 4/5/22, 7/8/22, 10/31/22, 11/8/22, 11/28/22, 11/28/22

Crouch to Fletcher, [3 letters] 11/1/22, 12/1/22, 12/23/22

Fletcher to HARKER, Geo. M., 2/3/22

HARTKE, C.H. (Woodruff & Shoemaker)

Hartke to Fletcher, [9 letters] 5/3/22, 6/28/22, 7/11/22, 8/16/22, 9/19/22, 9/28/22, 10/11/22, 10/21/22, 11/1/22

Fletcher to Hartke, [18 letters] 5/8/22, 5/16/22, 7/5/22, 7/8/22, 7/20/22, 7/24/22, 8/15/22, 9/15/22, 9/22/22, 10/6/22, 10/10/22, 10/19/22, 10/21/22, 10/30/22, 11/1/22, 11/2/22, 11/10/22, 12/28/22

Hartke to Crouch, 12/7/22

HUBER, Walter

Huber to McAllaster, B.A., 1/6/22

Huber to Fletcher, [10 letters] 1/6/22, 1/28/22, 1/31/22, 2/15/22, 2/25/22, 4/20/22, 4/20/22, 6/8/22, 8/10/22

Fletcher to Huber, [11 letters] 1/31/22, 2/17/22, 4/3/22, 4/25/22, 6/5/22, 6/29/22, 7/22/22, 7/24/22, 8/7/22, 8/8/22, 8/15/22

Huber to Hartke, 5/31/22

Huber to Poole (Eng., S.S. Power Co.), 5/1/22

Huber to West, A.C. (VP, Southern Sierras Power Co.), 5/31/22

KLUEGEL to Hartke, 5/10/22

MCALLASTER, B.A. (Land Commissioner)

McAllaster to Fletcher, 2/11/22

McAllaster to Huber, [2 letters] 2/11/22, 5/27/22

Fletcher to POOLE, C.A., 2/17/22

SANDERS, Hugh (of Crouch and Sanders)

Sanders to Fletcher, [2 letters] 7/7/22, 7/21/22

Fletcher to Sanders, 7/25/22

SHOUP, Paul (VP, Southern Pacific Co.)

Fletcher to Shoup, [5 letters] 1/20/22, 7/18/22, 9/15/22, 10/25/22, 10/30/22

Shoup to Fletcher, [4 letters] 1/25/22, 7/21/22, 10/26/22, 11/7/22

Shoup to Mrs. H. Albright, 3/15/22

WEST, A.B.

Fletcher to S.S.P.Co., [5 letters] 2/2/22, 2/17/22, 3/3/22, 5/9/22, 10/12/22

S.S.P. Co. (Huber) to WEST, 2/15/22

S.S.P. Co. (West) to Hartke, 10/9/22

West to Fletcher, 10/14/22

WRIGHT, Gilbert S.

Wright to Fletcher, [4 letters] 4/24/22, 7/19/22, 10/18/22, 11/29/22

Fletcher to Wright, [3 letters] 4/26/22, 10/27/22, 11/28/22

Ed Fletcher Papers

1870-1955

MSS.81

Box: 33 Folder: 14

General Correspondence - West, A.B.



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