

**Feather River Rail Society**  
**Board of Directors Meeting – February 6, 2010 – 1:00 PM**  
**Quality Inn Conference Room – Lathrop, California**

**Attendance**

President Rod McClure called the meeting to order at 1:12 PM.

The following Directors were present

Norm Holmes	Steve Habeck	Wayne Monger	Frank Brehm
Rod McClure	Tom Carter	Eugene Vicknair	

Staff and Visitors present:

Mike Coen – Treasurer  
David Epling – Manager  
Russ Johnson – Election Chair  
Alicia LaBreque  
Kerry Cochran  
Barbara Holmes  
Tim Carter  
Vicki Epling

**Correspondence**

None

**Consent Calendar**

1. Minutes – Minutes of the General Meeting from January 2010.
2. Financial Reports – Financials to end of January 2010. Removed by motion 02-10-01 for consideration under Budget Item. (Habeck / Monger) Approved.

Amendment to January Minutes requested by Director Monger.

Motion to accept amended calendar. (Habeck / Holmes). Motion 02-10-02. Aye – 6, Nay – 0, Abstain – 1. Approved.

**2010 Budget**

Review of 2010 Preliminary Budget and current finances.

Request made to remove some restricted accounts that are no longer valid. Several funds have no funds in account, while some can be folded into other accounts. The many accounts are complicating accounting and management of funds.

Motion to remove following restricted accounts from the accounting ledger:

40402 – WP 2001  
40403 – SP QRR 1100  
40406 – Freight Car Acquisitions  
40407 – SP First Generation Diesels  
40408 – WP First Generation Diesels  
40410 – Equipment Restoration

40412 – Equipment from Rio Vista  
40420 – SP 1215  
40430 – WP 725 and 731  
40440 – UP 737 / SP 216  
40450 – Ingersol-Rand 110-1  
40480 – Magnolia Tower  
40495 – Library Car  
40591 – Troop Sleeper  
40610 – Caboose Restoration  
40611 – WP 484  
40700 – Historical Collection Contributions  
46010 – Wood Cars  
46020 – WP 470  
Motion 02-10-03 (McClure / Habeck). Aye – 7, Nay – 0, Abstain – 0. Approved.

Motion to combine the following restricted accounts:  
40592 – Silver Debris  
    into Facilities Fund  
40600 – Zephyrette  
40605 – Joe Mayo Windows  
    into Zephyr Project  
40612 and 40613 into 1 account 40612 - Tidewater Locomotives  
Motion 02-10-04 (McClure / Habeck). Aye – 7, Nay – 0, Abstain – 0. Approved.

Noted by several directors and guests that all museums are feeling hard times right now. Board reviewed accounts and expenses and looked at areas to cut and economize. Areas include conference calls, electric and gas. Director Vicknair working with solar power company to explore reduction of power bills. President McClure has had most active credit cards cancelled and use of remaining requires permission. Gift Shop purchasing strictly on supplier accounts. All income this year needs to go into bank. No new restoration / special projects unless they are specially funded. WP 0-6-0 165, Zephyr Project and WP U30B 3051 repaint work will continue, as well as equipment maintenance. Main bright spot in fundraising last year was UP 844 trip. Several options and proposals being looked at the increase revenue. McClure also noted that signature card for accounts needs to be updated. Card should include President (Rod McClure), Vice-President (Steve Habeck), Treasurer (Mike Coen) and Bookkeeper (Susan Scarlett). Board gave concurrence.

2010 Budget  
Final budget submitted includes a 10% across the board cut from last year.  
Motion to approve 2010 Budget: 02-10-05 (Vicknair / Habeck). Aye – 7, Nay – 0, Abstain – 0. Approved.

## **Old Business**

### **Party Caboose Rental**

Written report submitted by Manager Epling. Included all previous documents relating to the caboose, as well as requested, legally reviewed release forms. Intent is to promote caboose for party rental in 2010. Discussion about lowering proposed rate. Suggestion to review in 6 months to see if rate needs to be revised.  
Motion to approve report and related legal documents: 02-10-06 (Vicknair / Carter). Aye – 6, Nay – 1, Abstain – 0. Approved.

### **Fundraising Excursion Drawing**

Written report submitted by Director Vicknair.

Plan is to sell raffle tickets for 8 couples packages on private car to Reno. Suggestion by Roger Colton to work with Sacramento AAA Baseball Team on this promotion. Board feels this is a good idea.

In checking laws, discovered that raffles need to ensure that 90% of proceeds go to organization. Current business plan for raffle insufficient.

Suggestion to convert to donation model.

Concensus direction to recraft fundraising idea and review business plan.

### **New Business**

#### **Business Practices Committee**

Written report submitted by Director Vicknair. Proposal to create special committee to review FRRS business practices and provide report to the Board on ways to improve.

Committee appointed by President McClure:

E. Vicknair – chair, K. Cochran, M. Coen, J. Mason, M. Mucklin

#### **Fundraising Procedure**

Written report submitted by Director Vicknair.

Suggestion to convert to general mailer / printing policy.

Tabled to March Meeting.

#### **Equipment De-Acquisition**

Written report submitted by Director Vicknair.

Noted that US Navy MRS-1 544 needs to be removed from list due to other issues.

Some discussions / objections to list and wording of proposal.

Complete Acquisition – DeAcquisition Committee approved deacquisition list to be provided and Board to offer suggestions.

Concensus direction to table to next meeting.

#### **Radio Purchase**

John Moorehouse has seven used Motorola radios he offered to sell to us.

Direction given to reject offer due to finances.

#### **Advertising Opportunities**

Written report submitted by Director Parker.

Opinion that TRAINS Magazine can be passed on. Have received little response from previous Trains advertising.

Director Monger reported that he attempted to use Trains coupons last year at Cumbres and Toltec and they did not accept.

Some merit in radio ads, but our finances are not suitable for that now.

Director Habeck pointed out that Classic Trains will be doing a lot of free listings soon.

Concensus direction to table to next meeting and review finances.

### **Good of the Order**

#### **President's Report**

Will be gone April 1 through end of April on UP steam trip in Texas, part of June around middle or end with Ringling Bros. Circus train, July 22-26, all September (Portland), all October (St. Louis) and 6 days in November. All dates are tentative.

#### **Museum Manager's Report**

- Written report submitted

- Have 1 more approved Model Show in Daly City end of month, then Winterail and Dunsmuir RR Days.
- Duane Vanderveen is fixing wiring in Wood Shop due to issues.

### **Director's Reports**

- *Monger* – He and Director Vicknair are going to California Association of Museum convention March 3-5 in San Jose.

### **Department Reports**

- *Publications* – Had some US Postal Service issues with last 2 issues, not AgPress problem. Issue 150 is nearly done.
- *Website / On-Line Store* – 2010 Calendar is on website. Epling added donation section to On-Line store. Epling also figured out issue with store images. Snow and ice tilted webcam. Will be fixed when bucket truck can get through snow.

### **Committee Reports**

- *Excursion* – Portola RR Days. Chris Skow has found 2 coaches to add to train. UP flattop coaches are not available. Current count is 14 cars. At least 8 will layover in the museum and will need to be turned. Suggestion for wine tasting or dinner in the *Silver Plate*. FRRS to get 50% of train profit. 805-A will not be available for off-site operation.

### **Legal Counsel Report**

none

### **Status of Surplus Property Report**

none

### **Safety Report**

none

### **Public Comments**

- Received email from Phil Schmeirer. Son of a UP employee is playing in Super Bowl.
- *Vicki Epling* – Matt Shuman and SCRPS folks are putting together a 4 seat speeder for us to use for rides during weekdays in summer. She is willing to operate this for rides with permission of operations department.

### **Notices**

none

### **Closed Session**

Meeting adjourned to closed session at 4:13 PM and reconvened to open session at 5:13 PM. Director Vicknair reported the following out of closed session:

“The Board heard a report on an on-going legal issue, FRRS v. Kasten / ITAC. No action taken.

The Board heard a report on a business issue concerning possible business assistance to the Society. Concensus direction given, no action taken.

The Board heard a report on a legal issue concerning equipment. Consensus direction given, no action taken.

The Board heard a business issue concerning the Museum / Gift Shop Manager Contract. Motion made to renew Manager contract for Feb. 1, 2010 to Jan. 31, 2011: 02-10-07 (Brehm / Holmes). Aye – 7, Nay – 0, Abstain – 0. Approved.”

**Adjourn**

Meeting adjourned at: 5:16 PM  
Next meeting: Saturday, March 6, 2010 – 1:00 PM  
Location: WPRM Meeting Room  
Portola, California

Respectfully Submitted,

Eugene Vicknair  
Secretary, FRRS