

Feather River Rail Society
Board of Directors Meeting – October 12, 2024 – 1:00 PM
Western Pacific Railroad Museum Meeting Room – WPRM, Portola, CA

President Greg Elems called the meeting to order at 13:08

Attendance

The following Directors were present:

Greg Elems	Charlie Spikes	Janet Steeper
Kerry Cochran - phone	Bob Sims – phone	Eugene Vicknair - phone
Steve Habeck	Matt Elems	

8 directors present at meeting start – Quorum achieved.

Visitors:

Gus Paoli	Desmond Powers - Treasurer
Michael Coen – departed meeting about 4:30 PM	Nick Manos – Chief Mechanical Officer - phone
Brian Waller – Facilities Manager – departed 4:15 PM	David Elems – arrived 2:30 PM

Correspondence

G. Elems

- Received email forwarded through Museum Store. Asking about info on WP 165. Thought to be someone with FRA. Greg needs to call him back.
- Conversation with Susan Daniels on Ballfield. Will talk about during business item.

Consent Calendar

1. Minutes – Minutes of the September 2024 BOD Regular Meeting.

Correction to date of meeting.

Motion 24-10-01

Approve the minutes for the September 2024 Regular Meeting as amended.
Vicknair / Steeper. Aye – 8, Nay – 0, Abstain – 0. Motion carries.

New Business

Board Vacancy

Consider appointment of Michael Coen to fill vacant seat.

- Michael Coen sent message to Secretary Eugene Vicknair requesting to be considered to fill vacant seat.
- Kerry Cochran confirmed requirements in bylaws.
- Board gave consensus to have President Elems appoint.
- Michael Coen appointed to fill seat previously held by Roger Stabler.
- Noted that Michael will need to stand in 2025 election as incumbent. Kerry to verify.

Western Pacific Motorcar Restoration

Review proposal to restore Western Pacific Gang Car.

- Following Big Boy event, Director Vicknair talked to Nick Manos about Model T and restoring WP light section motorcar. Had been donated in running condition years ago. Now non-operational.

- Nick looked at both. Will be able to proceed with repairs to Model T. Had discussed possibility of adding seats but that is not feasible. There is a design for a Model TT chassis gang truck in the archives, but not applicable to our car chassis Model T. Also, there are liability concerns with modified unit.
- Nick has proposed to restore WP section car at his expense over the winter. Wants to show some progress on restorations.
- Will need the following things from Board:
 - Permission to move car and trailer from museum to his home shop.
 - Need plan to protect the car after restoration. Spoke with Steve Habeck and we will store Model T inside diesel shop this winter and both Model T and Motorcar next winter.
 - Wants to know what will be done with it after restoration. Discussion about using it for rides and exhibition. Wants to know how it will benefit the museum.
- Eugene Vicknair approves of proposal. Discussed plan by he and Greg Elems to replicate Aurora motorcar shed from Tidewater Southern Ry. We could probably fit it between lead and Dodgepole Siding.
- Discussion about shed logistics and how to turn and store the motorcars and Model T.
- Building issue to be discussed in future. Also discuss use models for motorcars.
- Michael Coen suggests we give permission for Nick to take the motorcar and perform restoration as outlined.

Motion 24-10-02

Accept Nick Manos' proposal to take WP speedercar and trailer to his shop for restoration.
Coen / Vicknair. Aye – 8, Nay – 0, Abstain – 1. Motion carries.

- We will research what it will take to protect and operate the cars.
- Kerry Cochran offered his library of motorcar manuals. Eugene Vicknair previously offered list of contacts for parts and assistance.

Portola Ballfield Property

Discuss possible negotiations for ballfield property.

- We had temporary use of Ballfield property in Portola for Big Boy event. Worked out really well. Note that Ballfield is local name for roughly square plot of open land on south side of Western Pacific Way when one is driving into the museum.
- Susan Daniels, real estate agent for owner, contacted us about what we would like to do concerning the property. Are we interested in acquiring it?
- Current owner lives in Oregon and does not plan to come to Portola and do anything with it. Wants to sell it. Property has limited utility access.
- Greg has not gotten any idea on what owner wants for it. Owner open to providing private financing.
- There is money through the county for maintaining open space and park space.
- Discussion about land value, possible usage, liabilities. Discussion about possible land donation and ways to fund care for land.
- Greg to continue discussion with Susan Daniels and owner, but let them know we are not interested at this time / at the current listed price.

Credit Card Payment Guidelines

Provide guidance to bookkeeper on credit card and credit payment timelines.

- Issue started when Desmond was reviewing Bank of America card statement and found late payment penalty of \$40. Researched and discussed why it happened. Discussed with Susan and Cheryl.
- Current method of payment is always by check.
- After discussion with Susan it was recommended to set up electronic payment.
- Noted that Bank of America branches in Plumas County closed and closest are in Truckee and Reno.
- Cheryl worked with Eugene on setting up electronic payment with Bank of America.
- Des suggested that to maintain paper trail Susan and Cheryl could print electronic receipt.
- Discussion about how to instruct Susan and Cheryl.
- Michael Coen suggests that we set policy that Susan and Cheryl make minimum payment if there is any question and no instruction from Board. Make payment at least 5-7 days before payment due.
- Matt Elems suggests that we should consider setting up autopay. Discussion about autopay set up options.

- Eugene points out we have new Treasurer who is actively working with Susan and Cheryl and has some duties to instruct bookkeepers.
- Kerry Cochran pointed out the by-laws and policies have instructions and duties listed for Treasurer.
- Eugene agrees with Matt's suggestion about looking at a minimum autopay.
- Michael pointed out we have two items here: directions to Susan and Cheryl and setting up Treasurer to properly manage this.
- Steve Habeck stated that this also helps in winter as he gets the mail to Susan every 7-10 days and during winter at times mail is delayed in transfer.

Motion 24-10-03

Direct Susan Scarlett, bookkeeper, to set up minimum payment autopay on credit card for cases when she does not receive specific instruction from Board and / or Treasurer. Coen / Vicknair. Aye – 8, Nay – 0, Abstain – 0. Motion carries.

Noted that Director Spikes temporarily stepped out of meeting.

Old Business

Headlight Proposal from White River Publications

Review proposal for publication of Headlight Magazine.

- Continued from previous meeting.
- Written reports provided.
- Kerry Cochran had discussion with White River and Kevin EuDaly on issues per year, copies printed, copyright and providing PDF for FRRS use. All answers were in accordance with FRRS requests.
- Question about hobby shop sales. White River will distribute to hobby shops on their own cost and keep any income from those sales. We can sell to hobby shops directly and in our store as well.
- Mailing costs are outside of the scope and handled separately. Other publications they do are mailed in plastic bag.
- We can dictate how many copies are printed for our members and in house sales. We would just pay for our set up and copies. Any copies they want to print and sell through their network will be printed and shipped at White River cost.
- Reminder to the Board that FRRS member Dale Sanders will be the editor. Noted that Dale already has 85-90% of next issue is ready to go. It appears that next issue could go out in quick timeline.

Motion 24-10-04

Approve the agreement as modified with White River Publications for layout, printing and mailing of the Headlight Magazine.

Vicknair / Coen. Aye – 9, Nay – 0, Abstain – 0. Motion carries.

- Kerry Cochran to send latest version of agreement for approval then forward to White River.

Group Rate Costs

Discuss changes to group rate charges.

- Written report provided.
- Eugene Vicknair reviewed background and methods on his recommendations.
- Eugene recommends that we review these costs every year or two going forward.
- Kerry suggests we add this as a regular policy so system will flag to review each year.
- Board in general feels these are good changes. Discussed admission / ride costs for other museums including Western Railway museum.

Motion 24-10-05

Accept report and new admission rates and set up a review July 2025.

Cochran / Spikes. Aye – 9, Nay – 0, Abstain – 0. Motion carries.

QuickBooks Purchase

Consider approval of QuickBooks software purchase.

- Desmond Powers as Treasurer needs access to the bookkeeper QuickBooks files to allow management and visibility to the FRRS general ledger. Software would allow for this.
- Software would be single license and would be downloaded to Des' personal computer. Noted that FRRS would be licensed owner of the software.
- This would also provide us with a duplicate repository of the QuickBooks general ledger.
- Cost to purchase QuickBooks software license is approximately \$2,000.
- Going forward there would be an annual fee. Renewal is approximately \$750.
- Discussion about having ledger backup and retaining records.
- Des has question about getting copies of records from Susan for our own storage. Recommended that we get copies and put them on our secure cloud storage.

3:00 PM - Noted that Director Steeper had to leave the meeting.

Motion 24-10-06

Approve purchase expenses with a cap of \$2,000 plus tax for initial purchase of QuickBooks license. Expense to come from new line item set up for Administrative Services – Software and Software Subscriptions.

Vicknair / Coen. Aye – 8, Nay – 0, Abstain – 0. Motion carries.

2025 Event Calendar

Review latest draft calendar.

- Draft of 2025 Event Calendar provided.
- Question about running trains on Friday, July 4, 2025. Eugene would like to. Nick Manos volunteered for crew. Added July 4 train ops to calendar.
- Suggestion that we remove September weekday open days. Noted that Bay Area Electric is only open Saturday and Sunday after Memorial Day.
- Noted that Ann and Jackie have been reporting that we have not been getting people coming in on weekdays during September. Also this would impact utilities.
- Removed Fridays for 2025 Santa Trains.
- Discussion of concerns on locomotive freezing and need for block heaters.
- Placed 2025 Santa Trains as TBD pending mechanical discussions.

Motion 24-10-07

Approve the 2025 Event Calendar as amended.

Cochran / Vicknair. Aye – 7, Nay – 0, Abstain – 0. Motion carries.

Engine House Drainage Grant

Review status of grant funded work, grant finances and grant reporting / obligation requirements.

- Written report provided.
- Background on grant given. Funds came through county and came originally from federal ARPA grant legislation. Funds received for drainage improvements on north side of diesel shop.
- Need to revise accounting on the grant funds.
- Funds need to be obligated by December 31, 2024. Means orders must be placed for products and / or services for use of the grant. If funds are not obligated by this date, non obligated funds may be subject to return.
- Report provided recommending adjustments to funds and reporting.
- Discussion about how to obligate the funds and how to proceed with the project and acquisition of materials and permits.
- Noted that we have already acquired rock for drainage work.
- Brian Waller and Eugene Vicknair will coordinate and put together expense plan.

Motion 24-10-08

Set up restricted account for Diesel Shop Drainage Project. Transfer \$5,000 from General Account to Restricted Account and designate \$4,500 from current Facilities Restricted Fund to Diesel Shop Drainage Project.

Cochran / Vicknair. Aye – 7, Nay – 0, Abstain – 0. Motion carries.

Good of the Order

President's Report

- Verbal report provided.
- Have had discussions about the Ballfield property.
- Still trying to get hold of Pace Engineering and City on sewer project.
- Working with Eugene on getting time set up with Union Pacific PR and Real Estate departments.

Financial Reports

- Financial transaction information provided.
 - Covered July-September.
- Update on General Ledger work and PayPal reporting.
 - Eugene has been working with Susan and Cheryl on PayPal items.
 - Reported to Board status of the corrections.
 - Des will be working with Susan and Cheryl on this item as well.
- Review status of 2025 Budget.
 - Des and Eugene working together on budget.
- Bob Sims had questions on financials and checking account balances.
 - General account reported at \$20,000. Other accounts need to be checked.
 - Question on utility payments.
- Discussion about bill mailing issues from Liberty Energy and their rates.

4:30 PM - Noted that Director Coen had to leave the meeting.

Director's Reports

- *Vicknair* – written report provided.

Event Reports

- *Pumpkin Patch Express* – written report provided
- *2024 Portola Railroad Day*
- *2025 Western Pacific Historical Convention* – written report provided

Department Reports

- *General Superintendent* – written report provided.
- *Historical / Archives* – written report provided.
- *Webmaster* – written report provided.
- *Train Sheet* – written report provided.
- *Signal* – written report provided.
 - WigWag is dead again. Needs battery to be recharged. Allowed to run down.
- *Funding* – written report provided.
- *Mechanical* – written report provided.
- *Facilities*

Committee Reports

none

Legal / Insurance Report

none

Status of Surplus Property Report

none

Safety Committee

- Kerry Cochran is looking for someone to replace David Elems as Safety Officer.

Notices

none

Public Comments

none

BREAK 4:48 PM – 4:54 PM

Closed Session – requested by President Greg Elems and Director Eugene Vicknair
4:54 PM – 5:13 PM

- *Collection item* – CZ Equipment

The Board heard a report on a Collection Item – CZ Equipment. Consensus direction given. No reportable action taken.

Adjourn

Meeting adjourned at 17:14

Next Meeting: November 9, 2024 – 1:00 PM
Location: WPRM Meeting Room, Portola

Respectfully Submitted
Eugene Vicknair – FRRS Secretary