

**Feather River Rail Society**  
**Board of Directors Meeting – December 10, 2011 – 1:00 PM**  
**WPRM Meeting Room – Portola, California**

President Rod McClure called the meeting to order at 1:05 PM.

The following Directors were present

|                 |                                 |             |              |
|-----------------|---------------------------------|-------------|--------------|
| Frank Brehm     | Kerry Cochran (phone – 2:00 PM) | Norm Holmes | Steve Habeck |
| Eugene Vicknair | Wayne Monger                    | Tom Carter  | Rod McClure  |

**Attendance**

Matt Parker – Advertising Manager  
Gail McClure  
Alicia LaBrecque  
Charlie Spikes – Facilities Manager  
Rick Gruninger  
James Mason – Treasurer (phone)  
Bruce Veilleux – IT Manager  
Brenden Spikes

**Correspondance**

- Debbie Baer did blitz of local businesses for Santa Train support. We received donation for \$200 from Sharon Weaver, dba Denim Blues. Debbie Baer also donated \$25.

**Consent Calendar**

Motion 11-01-12  
Approve minutes of the November 2011 BOD Meeting  
Vicknair / Habeck. Aye – 7, Nay – 0, Abstain – 0. Motion carries.

**Old Business**

none

**New Business**

**Home Donation**

- Written report provided.
- Owner has offered to donate a home located in Portola to the FRRS. There is no mortgage and no other liens. Society would be free to use or sell.
- Keys received today.
- It appears that roof must be replaced.
- Inspection will be done after meeting.
- Director Vicknair offered to pay for title search.
- Professional home inspection is needed and will be arranged by Director Vicknair.
- With taxes, inspection and title search, accepting donation would cost us about \$1200 immediately. Insurance could cost about 2-3X normal for an unoccupied home.
- Suggestion to conditionally accept pending inspections, title search and other research.
- Special Meeting may be required to accept donation before year end as requested by donor.

Motion 11-02-12

Conditionally accept donation pending positive outcomes on inspections, title search and research into insurance and other costs.

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

## **Strategy Planning Meeting**

- Written report provided.
- Recommendation to hold a Strategy Planning Meeting involving all directors, officers and managers to determine priorities for 2012 and beginning of 2013.
- Concensus direction to proceed.
- Director Vicknair to suggest times, locations and estimated cost at January BOD Meeting.

## **Good of the Order**

### **President's Report**

- Written report provided.
- Additional information given on sentencing of arsonist. Sentencing includes restitution and a keep-away order.
- Thank you given to Rod McClure for all his work in getting the WP 1503 donated. UP valued at engine at \$235,000.
- Thanks to all the Santa Train volunteers for all their work, including Steve Habeck and family, Duane Vanderveen, Debbie Baer, Feather River Rentals, Rick Gruninger and everyone who baked cookies.

### **Financial Reports**

- Written report and financials provided.
- Reviewed financial report.
- Various collections and assets are safe and are in no financial danger. Donation of WP 1503 and loss of Hospital when figured in will leave a final asset total of nearly \$2.5 million. With donation, our IRS reporting will show a profit for this year.
- Cash on hand is insufficient and we need to bring in revenue.
- This does not mean we are near bankruptcy or any kind of default and does not mean we have any kind of accountability problem.
- James Mason loaned us \$15,000 interest free to cover payments on Hospital clean up.
- Reviewed recommendations for improvements to admission capture, expense efficiency, company store and on-line store and fundraising.
- Discussion on Board fundraising will be part of Strategic Planning Meeting.
- Rod McClure, with donations he arranged, was effectively our biggest fundraiser.
- California Franchise Tax Board is going after unreported income, but we have been good at reporting income and payments to everyone and this should not present a problem for us.
- Will be talking to Chris Skow since payment is due for Railroad Days train.
- Signatures have been updated for RBC Investment Accounts in Reno. Steve Habeck to handle transfer of some money to cover bills.

### **Director's Reports**

none

### **Event Reports**

none

### **Department Reports**

none

### **Committee Reports**

none

### **Legal Counsel Report**

none

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

- Report on SP 4404, MILW 5057 and FRRX 754
- Inspection of SP 4404 and O&NW 4 should occur next Saturday.
- Inspection of 567 block should occur this week.

### **Safety Report**

none

### **Public Comments**

none

### **Notices**

- Tom Carter and Eugene Vicknair donated custom No Trespassing signs and are placing them around the museum.

### **Closed Session**

Meeting adjourned to closed session at 1:59 PM and reconvened to open session at 2:01 PM. Director Vicknair reported following the closed session:

“The Board heard a report on a legal issue: FRRS v. Kasten / ITAC. No action taken.”

### **Adjourn**

Meeting adjourned at: 2:02 PM  
Next meeting: Saturday, January 14, 2012 – 1:00 PM  
Location: WPRM Meeting Room  
Portola, California

Respectfully Submitted,  
Eugene Vicknair  
Secretary, FRRS