

**Feather River Rail Society
Board of Directors Meeting
August 2, 2003
6 p.m.
The Old Gift Shop, Portola Railroad Museum
Portola, California**

President Rod McClure called the meeting to order at 6:06 p.m. The following directors were present:

Andy Anderson	Frank Brehm	Kerry Cochran	Norm Holmes
Gail McClure	Hank Stiles	Eugene Vicknair	

Director Habeck was unable to attend.

Staff present:

Dan Brady	Rod McClure	Alan Turner	John Walker
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Visitors present:

Lew Barnhardt	Paul Finnegan	Linda Monger	Wayne Monger
Eric Stephens			

Announcement of Election Results and Seating of New Board

Election Committee Chairman Wayne Monger announced that the ballots had been tallied and the results certified by Portola City Clerk Leslie Tigan. There were 1,086 envelopes sent out (double ballots for family life members) and 535 ballots were returned. The tally was as follows:

Nominees on ballots:

Steve Habeck: 526	Gail McClure: 522	Eugene Vicknair: 515
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Write ins:

Bill Adamson: 1	Andy Anderson: 1	Pat Brimmer: 1
Don Britebarth: 1	Ken Iverson: 1	John McCormick: 1
Jim Murphy: 3	Vic Neves: 1	Ken Roller: 1

Motion # 03-08-03 -- Approval certified results. Motion made by Director Anderson, seconded by Director Stiles. All Directors present voted in favor. Motion carried.

The floor was opened to nomination of Officers.

Rod McClure was nominated for and elected to the position of President. All Directors present voted in favor with the exception of Director Stiles who abstained.

Frank Brehm was nominated for and elected to the position of Vice President. All Directors present voted in favor.

Eugene Vicknair was nominated for and elected to the position of Secretary. All Directors present voted in favor.

Dan Brady was nominated for and elected to the position of Treasurer. All Directors present voted in favor.

Motion # 03-08-03 – Appointment of existing Department Heads subject to review and/or reappointment. Motion made by Director Anderson, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

Correspondence

Wayne Monger advised the Board there were comments on some of the returned ballots he would refer to Director Brehm for inclusion in The Train Sheet.

Consent Agenda

1. Minutes – Approval of the minutes of the regular meeting held July 12, 2003.

Motion # 03-08-02 -- Approval of consent agenda reports as presented. Motion made by Director Anderson, seconded by Director Cochran. All Directors presents voted in favor. Motion carried.

Old Business

Ratification of Equipment Trade

President McClure reported out to the members present that for the last seven months, the FRRS has been working on an equipment trade with the Western Railway Museum at Rio Vista Junction. This trade was approved by the Boards of both organizations in July 2003. The trade consists of the following:

To Western Railway Museum from Portola Railroad Museum: SN 146 44-tonner, Saltair 44-tonner, extra parts for 44-tonners, SN Caboose 1632, WP flatcar 8522, one switch frog, one speeder crane ("crab car"), one wooden push car, one ballast car yet to be identified.

To Portola Railroad Museum from Western Railway Museum: WP 917D F7, SN 712 GP7, UP Caboose 25732, WP Caboose 483, MRS-1 612 and 614, TTX flatcar, Amtrak (former GN) F3B Power Car 662 and the steel frame from the New Melones Dam Project (310' x 110').

FRRS will arrange for transport for all equipment movement both directions.

Treasurer Brady asked that we discuss with Western Railway Museum having some of these items be considered donations or gifts with the balance as part of the trade. The donations/gift would present an accounting benefit as it would be recorded as additional revenue.

Motion # 03-08-03 – Ratification of equipment trade as described. Motion made by Director Brehm, seconded by Director Stiles. All Directors present voted in favor. Motion carried.

Portola Railroad Days/Railroad Museum Fundraising

Director McClure reported that Linda Knudson has worked hard to put together a new fundraising opportunity for the Museum at Portola Railroad Days. The event is a wine and gourmet food event with catering to be done by Longboards, a local eating establishment. They are requiring a signed contract guaranteeing a minimum of 100 “meals” to be served. Tentative commitments for 20-25 people have been received already and no advertising had been done yet. She asked that the board review and approve the contract.

John Walker told the Board it was exciting to see the City working so hard on building Railroad Days into a big event again. He reminded the Board he will need lots of volunteers that weekend and to send anyone willing to help to see him.

Alan Turner had some questions regarding handwritten changes on the copy provided the Board and asked for inclusion of some clauses to protect the Society.

Motion # 03-08-04 – Acceptance of contract with Longboards as amended and authorize the President to sign on behalf of the Society. Motion made by Director Stiles, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

New Business

2004 WPRRHS Convention Equipment Repair

Director Holmes advised that Chris Skow is planning to have a mini-California Zephyr Train with our equipment as power in conjunction with the Western Pacific Historical Society Convention. Mr. Skow was concerned that repair work needing to be done on those units would need to start soon if it was to be done in time. Directors Brehm and Stiles both expressed concern that there was no project, project manager, budget or funding assigned for any such project. President McClure asked that Mr. Skow provide an outline or presentation regarding what he is planning. Director Holmes advised that Mr. Skow was planning to run a short excursion on the Reno Branch with proceeds to benefit the Historical Society.

Motion # 03-08-05 – Motion to table. Motion made by Director Cochran, seconded by Director Brehm. All Directors present voted in favor. Motion carried.

Wayne Monger stated that he could see very little benefit to the organization, with a huge potential outlay.

Year End and Year to Date Financial Reports

Treasurer Brady presented our 2002 Year End Financial Reports. He informed the Board that generally accepted accounting practices have changed and the report now included a required letter qualifying that the report is being presented in his capacity as the organizations Treasurer and not as a CPA.

Treasurer Brady then reviewed the report with the Board area by area. Overall, we continue to grow at a reasonable pace and our liabilities remain remarkably low for an organization of our size.

He then presented our current financial information including a comparison to budget. He advised they appear to be on track with where he would expect them to be at this time of year.

President McClure inquired as to the condition of our investment portfolio. Treasurer Brady advised that current vs. year end is down a little, but some of that was pulled out in the spring to provide ready cash for the beginning of our operating season. The down turn is due primarily to the change in the nature of the investment market. We have a conservative investment strategy that has resulted in our investing in debt instruments, however, as interest rates have begun an upward swing, these investments are becoming more expensive to hold and he has not been investing in them as heavily until the market stabilizes.

Alan Turner had questions and commentary regarding specific budget areas that could use hands on management including operations, gift shop, mechanical and donations. These areas all show trends much lower than he would expect to see given budget and past performance.

President McClure thanked Treasurer Brady for his hard work and the report.

Santa Trains 2003

President McClure advised Pat Brimmer notified him he no longer wishes to coordinate Santa Trains and recommended Loren Ross or Jim Halliwell. He has not spoken with either one to see if they are willing to head up the project. He will work on it and asked for input between now and the next meeting.

Grants

Director McClure told the Board she requested this be placed on the agenda as there appears to be some confusion regarding the process for obtaining funding through grants. There has to be a project before funding can be decided upon and pursued. She provided copies of a federal grant application for review and brought to the Boards attention the detailed information required to complete it.

She used the Troop Sleeper Project as an example. She found a grant that was an appropriate application toward the restoration of the car and ended up designing a project so that the grant could be written.

Director McClure advised that creating a project to match a grant is a backwards approach. The proper way to solicit funds is to define a project and find grants that match the goals of the project. She also told the Board that she did not think they wanted her to decide what had priority and what didn't in defining projects to obtain funding for them.

Alan Turner asked who would be responsible for administering them. Director McClure advised it would likely be her. Mr. Turner recommended that she schedule a grant application and administration workshop for the benefit of the project managers in project development and implementation.

Troop Sleeper Restoration

Director McClure presented a project proposal to the Board for restoration of the Pullman Troop Sleeper. She reported that the car is in good shape and a minimal amount of work would be required to bring it back to operating condition. We have received one small grant toward the project, have one additional pending and are working on targeted fundraising for same.

Motion # 03-08-06 – Approval of project subject to grant funding and funding to be provided from budget line item 56000 – Restoration. Motion made by Director Anderson, seconded by Director Stiles. All Directors present voted in favor of the motion with the exception of Director Cochran who abstained.

Review of New Marketing Brochure

Director Brehm presented his new design for the FRRS brochure. It contains information on the museum, RAL program and membership – all inclusive. It also contains a map to Portola and to the facility.

Motion # 03-08-07 – Acceptance of new brochure style. Motion made by Director Anderson, seconded by Director Stiles. All Directors present voted in favor, with the exception of Director Brehm who abstained.

Donation to UP Caboose Restoration Fund

Wayne Monger reminded the Board that in June 2003 they moved \$5,000 into the restoration fund for restoring UP Caboose 25283 (“Silver Palace”) and UP Caboose 25049 for use in the Caboose train and to be used as an educational venue for children. He and his wife Linda were pleased to announce a personal donation in the amount of \$5,000 to finish the restoration of these two cabooses. He asked that a plaque be placed inside of both cabooses stating restoration of these cabooses were partly funded by them in loving memory of their parents and educators Kathryn Lavonne Valentine and Ivor “Jack” Monger with over 60 years combined dedication to California children.

The Board accepted the donation with their thanks to Mr. and Mrs. Monger for their support of the project.

Good of the Order

President’s Report

President McClure informed the Board he received the final WPRRHS Convention 2003 report from Steve Hayes and Barbara Holmes with a check in the amount of \$1,507.96 profit. This money benefits the Archives and Library Fund. Mr. Hayes will continue to be responsible for the finances of the WPRRHS. The convention hosted the following attendance:

Total: 112

Paid: 91

Banquet: 87

They are hoping to have even more people in attendance for the 2004 Convention which is to be held in Reno, NV.

President McClure advised the Board the contract is done for Truckee Railroad Days. The schedule is to depart Portola 08/30/03, arrive Truckee 09/01/03, depart Truckee 09/08/03, arrive Portola 09/09/03. He announced that in addition to our equipment, we tentatively will have loan of a set of UP's E9s and a UP Centennial for display both at Portola and Truckee Railroad Days.

He presented the Portola Railroad Days report at this time. Tentative events at the museum include the wine tasting event, Hobo Dinner, model railroad displays, train operations, bands on dock outside the shop, beer booth and the Truckee Railroad Regulators. Tentative schedule of other Railroad Days events is posted in the Operations office and Gift Shop.

President McClure reported that one of the tanks is in the final stages of "adoption" by the City of Pittsburg for their transportation museum. Tankcom has reported there is another new home for the other tank, but has not released any information regarding the new owner.

The WP 705 has been approved for movement by the UP. The contract was sent and lost by the USPS, but will be addressed in the next week. There were 12 individuals who pledged and 10 have paid.

President McClure presented his Roadmaster report. There is a work weekend scheduled for 08/09-10/03, but he will cancel if not enough people. He would like to get the frog at Malfunction Junction replaced and asked that anyone available to volunteer please let him know.

Director's Reports

Director Vicknair advised that he has received commentary about website for both wplives.org (when will it be updated) and the WPRRHS site (why it is not active). He has been trying to work with the webmaster to get these taken care of.

He also advised that his employer donated several rolling computer kiosks which he brought up. His girlfriend's employer also donated 15 wooden/fabric chairs that his mother will refinish and reupholster for the Society.

Additional discussion ensued regarding the Historical Society website and the Board was advised it should be back up in short order.

There was some discussion regarding appointment of the vacant Board seat. Director Vicknair was directed to include it on the agenda for the next meeting.

Department Reports

Museum Manager – John Walker advised that the CHP has apparently lost all our ownership records on all of the Societies vehicles. Member Sandy Kootz, also a vehicle inspection specialist with the CHP, has recommended that due to the new rules and regulations regarding operation of all of our equipment other than our pickup truck that we contract out any work that would require use of these vehicles off the property. President McClure is investigating the feasibility of registering selected pieces of equipment and the regulations governing same.

Richard Lima, Governor of the local Rotary chapter, hardwired the PA/speaker system in exchange for an RAL for one of their members.

Mr. Walker reported that 45 panes of glass has been replaced in the building in the last month. New warning signs have been installed and President McClure is working on obtaining new barricades to direct the flow of visitor traffic more effectively. Mr. Walker is also working with Director Vicknair to get new informational signs to assist with visitor education regarding the Museum and its equipment. He advised Jay Knudson is also teaching him how to sheetrock.

Mr. Walker reported he has met with the Downtown Merchants Association regarding Pumpkin Patch Trains. Many of them are so busy with Railroad Days approaching they did not have time to really become involved so he does not know if it will come together in time. Interestingly enough, there were numerous comments regarding the importance of the Museum to the local economy. There was one individual who remarked that there is a chasm between the Society and the City, and that the Society does not care about the local community, however, it was pointed out that this works both ways.

Mr. Walker advised the Board that we have continuing problems with the sink in the kitchen that has caused the Health Department concern. He has TNT Plumbing coming in to try one last quick fix. Also, to use the stove in the kitchen, it would cost approximately \$1,600 for an Ansul system and blowers. He suggested we consider selling stove and three compartment sink and use the proceeds to upgrade the kitchen for a non-prep food license. Mr. Walker was directed to proceed with getting the sink repaired and the Board would approach the issue with the stove at another meeting.

Facilities – Director Vicknair presented a report regarding ADA upgrades to facility access. He asked that the Board approve a \$1,500 allocation from the general fund and \$6,000 allocation from the restricted fund to begin work on utilities and walkway improvements, and authorization to begin publicizing the work in the hopes of encouraging additional funding through donations.

Alan Turner reminded the Board that this item was not on the agenda for action. Further discussion was tabled for the next meeting.

Committee Reports

Election – Wayne Monger presented a report on the Elections and submitted receipts for expenses personally incurred during the process. He advised that with the materials remaining, we have a very good start on the process for next year. President McClure extended his thanks to Wayne and Linda Monger for all their hard work pulling the elections together this year.

Magnolia Tower – Director Vicknair reported that the tower was once again within 48 hours of being demolished. Kewit Construction agreed to move the building 75' at their cost so it is no longer in a Union work area and allowed them to continue with their work.

Several of the Volunteers who worked on the Santa Clara Tower project have volunteered to restore the interlocking machine and build a simulator system.

The Port of Oakland has also expressed a renewed interest in the Tower.

Truckee Railroad Days 2003 – Director Vicknair reported that the excursion being held in conjunction with the event was moving forward and rather than having to sell tickets, it has been proposed we receive 25% of the profit. The Royal Gorge and Plaza Santa Fe along with one other possible private car will be on the back of Amtrak's California Zephyr.

Zephyr Project – Director Vicknair presented a report on the trip taken regarding the Zephyr Project. The trip was promising and opened up new possible resources in support of the project.

Safety Report

Director Cochran reported that several of the potholes reported at the last meeting had been resolved. The Board thanked those responsible for the repairs.

Legal Counsel Report

Alan Turner did not have anything to report on legal issues. He extended his compliments for what he views as a continuing evolution of a business philosophy in the organization. He also recommended we make sure to get local and regional distribution of our brochures.

Status of Surplus Property Report

Nothing to report at this time.

Closed Session – Adjourned to closed session at 8:50 pm, reconvened to open session 9:54 pm

Property Issue – Consensus direction was given to President McClure to pursue equipment trade matters, no action was taken.

Motion # 03-08-06 – Add item as urgency item which came up after the agenda was published and must be acted upon prior to the next meeting. Motion made by Director Stiles, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

Motion # 03-08-03 – Acceptance of gift of the New Melones Dam Building from the Western Railway Museum and immediately contact Scott Franklin for transportation from Rio Vista Junction, CA to Portola, CA with a maximum of \$2,000 and funding

provided from budget line item 70000 – Facilities. Motion made by Director Brehm, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

Other

No other issues at this time.

Adjourn

Meeting adjourned at 9:56 p.m.

Next meeting: Saturday, September 7, 2003

Location: Amtrak California Car

Truckee, CA

Respectively Submitted

Gail A. McClure

August 2003 Board Meeting

Motions and Actions Summary

Motions Passed

- Announcement of Election Results – Accepted under Motion 03-08-01

Nominees on ballots

Steve Habeck: 526	Gail McClure: 522	Eugene Vicknair: 515
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Write ins

Bill Adamson: 1	Andy Anderson: 1	Pat Brimmer: 1
Don Britebarth: 1	Ken Iverson: 1	John McCormick: 1
Jim Murphy: 3	Vic Neves: 1	Ken Roller: 1

- Election of Officers

Rod McClure was nominated for and elected to the position of President. All Directors present voted in favor with the exception of Director Stiles who abstained.

Frank Brehm was nominated for and elected to the position of Vice President. All Directors present voted in favor.

Eugene Vicknair was nominated for and elected to the position of Secretary. All Directors present voted in favor.

Dan Brady was nominated for and elected to the position of Treasurer. All Directors present voted in favor.

Motion 03-08-03.. Appointment of Department Heads

Appointment of existing Department Heads subject to review and/or reappointment. Motion made by Director Anderson, seconded by Director Vicknair. Motion carried – Motion carried.

- Consent Motions – Motion 03-08-02

Minutes – Approval of the corrected minutes of the regular meeting held July 12, 2003.

- Motions

Motion 03-08-03.. Ratification of FRRS/BAERA Equipment Trade

Ratification of equipment trade as described. Motion made by Director Brehm, seconded by Director Stiles. Motion carried – Motion carried.

Roster of traded equipment..

to Western Railway Museum from Portola Railroad Museum:

- SN 146 44-tonner
- Saltair 44-tonner
- extra parts for 44-tonners
- SN Caboose 1632
- WP flatcar 8522
- one switch frog
- one speeder crane (“crab car”)
- one wooden push car
- one ballast car yet to be identified.

to Portola Railroad Museum from Western Railway Museum:

- WP 917D F7A
- SN 712 GP7
- UP Caboose 25732
- WP Caboose 483
- MRS-1a 612 and 614
- TTX flatcar
- Amtrak F3B Power Car 662
- steel building frame - 310' x 110'

Motion 03-08-04.. Portola Railroad Days/Railroad Museum Fundraising

Acceptance of contract with Longboards as amended and authorize the President to sign on behalf of the Society. Motion made by Director Stiles, seconded by Director Vicknair. All Directors present voted in favor – Motion carried.

Motion 03-08-05.. 2004 WPRRHS Convention Equipment Repair

Motion to table. Motion made by Director Cochran, seconded by Director Brehm. All Directors present voted in favor – Motion carried.

Motion 03-08-06.. Troop Sleeper Restoration

Approval of project subject to grant funding and funding to be provided from budget line item 56000 – Restoration. Motion made by Director Anderson, seconded by Director Stiles. All Directors present voted in favor of the motion with the exception of Director Cochran who abstained – Motion carried.

Motion 03-08-07.. Review of New Marketing Brochure

Acceptance of new brochure style. Motion made by Director Anderson, seconded by Director Stiles. All Directors present voted in favor, with the exception of Director Brehm who abstained – Motion carried.

Motion 03-08-08.. Urgency Additions

Add item as urgency item which came up after the agenda was published and must be acted upon prior to the next meeting. Motion made by Director Stiles, seconded by Director Vicknair. All Directors present voted in favor – Motion carried.

Motion 03-08-09.. Acceptance of Building Frame and Transportation

Acceptance of gift of the New Melones Dam Building from the Western Railway Museum and immediately contact Scott Franklin for transportation from Rio Vista Junction, CA to Portola, CA with a maximum of \$2,000 and funding provided from budget line item 70000 – Facilities. Motion made by Director Brehm, seconded by Director Vicknair. All Directors present voted in favor– Motion carried.

Actions and Notices

- Treasurer Brady presented our 2002 Year End Financial Reports. He reviewed the report with the Board area by area. Overall, we continue to grow at a reasonable pace and our liabilities remain remarkably low for an organization of our size. He then presented our current financial information including a comparison to budget. He advised they appear to be on track with where he would expect them to be at this time of year.
- President McClure advised Pat Brimmer notified him he no longer wishes to coordinate Santa Trains and recommended Loren Ross or Jim Halliwell. He has not spoken with either one to see if they are willing to head up the project. He will work on it and asked for input between now and the next meeting.

- Wayne Monger and his wife Linda were pleased to announce a personal donation in the amount of \$5,000 to finish the restoration of the two Union Pacific cabooses in the FRRS collection. He asked that a plaque be placed inside of both cabooses stating restoration of these cabooses were partly funded by them in loving memory of their parents and educators Kathryn Lavonne Valentine and Ivor "Jack" Monger with over 60 years combined dedication to California children. The Board accepted the donation with their thanks to Mr. and Mrs. Monger for their support of the project.

Closed Session

Adjourned to closed session at 8:50 pm, reconvened to open session 9:54 pm

Property Issue – Consensus direction was given to President McClure to pursue equipment trade matters, no action was taken.

Items Postponed, Held Over or Continued

**Revised ADA Walkway Plan
Magnolia Tower
Santa Train
Beanery Kitchen Issues**

Next Board Meeting
September 7, 2003 6 PM
Amtrak California Car – Truckee Railroad Days – Truckee, California

respectfully submitted by Eugene Vicknair, secretary

October 4, 2003