

**Feather River Rail Society  
Board of Directors Meeting  
April 3, 2004  
1 pm  
Volunteer Lounge, Portola Railroad Museum  
Portola, California**

President Rod McClure called the meeting to order at 1:05 p.m. The following directors were present:

Andy Anderson	Frank Brehm	Kerry Cochran	Steve Habeck
Norm Holmes	Gail McClure	Wayne Monger	Hank Stiles
Eugene Vicknair			

Staff present:

John Walker

Visitors present:

Rick Edwards	David Epling	Ed Wagner
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**Correspondence**

President McClure announced receipt of a letter from Sierra Pacific Industries thanking the Society for the use of SP 2873 while their locomotive was under repair and specifically thanking Director Anderson for his assistance regarding same.

**Consent Calendar**

1. Minutes – Approval of the minutes of the regular meeting held March 6, 2004.
2. Financial Reports – Profit and Loss through April 2, 2004. Balance Sheet through April 2, 2004.

Motion # 04-04-01 -- Approval of consent calendar reports as presented. Motion made by Director Brehm, seconded by Director Habeck. All Directors present voted in favor. Motion carried.

**Old Business**

**SP 0-6-0 1215**

President McClure requested this item be tabled until the May 2004 meeting.

**Review of Policies and Procedures**

Director Cochran presented corrections to several policies including the new Key, Advertising and Privately Owned Equipment policies. He also requested discussion and/or approval of the effective and review dates of several additional policies placed on hold at a previous meeting. These policies include: Introduction, Definitions, Policy and

Standards, Business Ethics, Non Discrimination, Office Space Use, Use and Protection of FRRS Information, Corporate Records, Volunteer Communications, Safety and Health Program, Committees, and Nominations and Elections Committee.

Ed Wagner advised the Board he had some concerns regarding the Nominations and Elections Committee policy and stated he was planning to address same during his report. The Board agreed to address the Nominations and Elections Committee policy at that time.

Motion # 04-04-02 – Acceptance of update of Introduction, Definitions, Policy and Standards, Business Ethics, Non Discrimination, Office Space Use, Use and Protection of FRRS Information, Corporate Records, Volunteer Communications, Safety and Health Program, and Committees polices to reflect an Effective Date of 05-01-2004 and a Review Date of 02-07-2008. Motion made by Director Brehm, seconded by Director McClure. All Directors present voted in favor. Motion carried.

Motion # 04-04-03 – Acceptance of Key Control and Advertising policies as presented with an Effective Date of 05-01-2004 and a Review Date of 02-07-2008. Motion made by Director Brehm, seconded by Director McClure. All Directors present voted in favor. Motion carried.

### **Privately Owned Equipment**

President McClure presented the updated Privately Owned Equipment policy. Director McClure requested a copy of the draft agreement referenced in the Policy prior to its being sent out to private equipment owners. Director Holmes brought up the issue of application of damage and liability insurance to motorcar owners. Director Cochran recommended the addition of a paragraph indicating motorcar operators and equipment must be NARCOA licensed and insured.

Motion # 04-04-04 – Acceptance of Privately Owned Equipment on FRRS Property policy as presented, with the addition of NARCOA licensing and insurance requirements for motorcars, and with an Effective Date of 05-01-2004 and a Review Date of 05-01-2008. Motion made by Director Brehm, seconded by Director Anderson. All Directors present voted in favor. Motion carried.

### **Equipment Movement Funding**

President McClure requested the Board consider budget authorization to fund the movement of equipment related to the Portola Railroad Museum – Western Railway Museum trade, per the contract and trade agreement. With the information currently available, it would appear these movements could begin as soon as early July.

Motion # 04-04-05 – Authorization for budget amendment in the amount of \$4,000, with funding to be provided from budget line item 52010 Acquisition/Deacquisition Transportation. Motion made by Director Anderson, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

### **New Business**

#### **Donation Offer of TS/WP Bunk Car**

Director Vicknair presented a report detailing the donation offer of a Tidewater Southern/Western Pacific Bunk Car. At his request, he had Rick and Tom Carter inspect the car. Rick Carter is a former carman with the Western Pacific and was very familiar with these types of cars. They have reported the car is in good shape, although it is missing brake equipment and trucks. The interior of the car appears to be intact. The current owner of the car has advised it will need to be moved by August and is currently located in Sacramento.

Motion # 04-04-06 – Acceptance of donation of TS/WP 0565H pending investigation of hoisting and transportation costs to be reported to the Board at the May 2004 meeting. Motion made by Director Stiles, seconded by Director Anderson. All Directors present voted in favor with the exception of Director Habeck who abstained.

### **Availability of WP Alco Switchers**

Director Vicknair, at the request of President McClure, has opened communication with the Stockton, Terminal and Eastern Railroad regarding six ex-WP Alcos they are planning on removing from their roster. They are unwilling to consider donation, but may be willing to accept a low bid. The two locomotives of particular interest are two S-2 switchers, ex-WP 557 and ex-WP 560. Per ST&E representatives, the locomotives are currently non-operational but should run with some “minor” work.

Motion # 04-04-07 – Authority given to negotiate for the purchase of ex-WP 557 and ex-WP 560. Motion made by Director Anderson, seconded by Director Stiles. All Directors present voted in favor with the exception of Director Monger who was opposed. Motion carried.

### **Investment Committee**

Director Holmes expressed his concern regarding the Board's decision to turn management of the Society's financial affairs over to one individual. He requested the Board consider creation of an Investment Committee for the purpose of monitoring how the Endowment Fund is being managed and is performing.

There was discussion regarding the direction provided the Board to the organization's Treasurer as well as general performance of the investment funds based on this direction.

Consensus direction to table this issue until the May 2004 meeting and to be listed as a possible action item.

### **Good of the Order**

### **President's Report**

President McClure reported to the Board that he believes the focus of the Society this year needs to be completing the trades we have in progress as opposed to restoration efforts. Time and monetary resources will be needed to preparing, loading and or transporting equipment.

Updates included:

Quincy 4 – Loaded in Quincy with assistance of Director Anderson, Doug Morgan, Director Habeck and Director Holmes. She should be in Portola shortly.

Rio Vista – Equipment from Portola to be moved by truck and flatcar this summer. Equipment from Rio Vista to be moved by rail, also this summer.

WP 165 – Currently anticipated for September and will require construction of a ramp or rental of a crane and crew to load to a flatcar, which would then be moved to Portola from Niles Canyon.

Santa Maria Valley Railroad – SN boxcar to be moved to Portola via flatcar and SP beet gon to be moved to Santa Maria, CA via same.

Troop Sleeper – Restoration needs to be completed this year due to the award of grant monies.

WP 805 A – While it runs, she is still in need of work including paint touch up, windows, and engine work.

WP 501 and Fairbanks-Morse 1857 – Miscellaneous mechanical and wheel work.

WP 705 – Locomotive is currently safe in Cheyenne, WY waiting for an appropriate time to move to Portola. It is possible that the donors of the locomotive may be interested in donating funds to repaint it when it arrives.

UP 25283 (Caboose) – Has been painted, however, still needs work on the inside.

UP 25049 (Caboose) – Bigger challenge than UP 25283 as it is not in as good a shape as the UP 25283 when work began on it last year.

President McClure also recommended the Board consider a new donation drive as well as a new Member Survey to assess the direction and success of the Society toward its goals.

He reported Rick Borgwart from the Bay Area Electric Railway Association has indicated an interest in assisting the Society with grant writing.

He also advised a need for additional focus on continued refinement of the collection through acquisitions/deaccessions.

President McClure suggested the creation of the Western Pacific Excursion Division of the Feather River Rail Society to address the increased interest in our participation in this area. He requested Directors Habeck and Monger begin work on laying the foundation of this new branch.

He reminded the Board of the Annual Membership Meeting in June and requested Director McClure, Director Brehm and John Walker work together to plan same.

## **Director's Reports**

Director Cochran reminded the Board that Operating Season begins soon and the Annual Crew Training Weekend is scheduled for 05/01-02/04. He reported there will be a problem with the Gladhand Award as the most time consuming part of the process is the creation of the award and he was having difficulty finding individuals who could complete the necessary work. Several of the Directors offered suggestions and assistance with this endeavor.

Director Brehm reported that the The Trainsheet has been delayed in publication due to personal issues but would try to get it out to the printer by the end of the following week.

Director Monger asked if the A&D Committee had expressed interest in the equipment at the Vacaville RV park he had informed the Board of at the previous meeting. He said he would provide the contact number for President McClure to contact the gentleman with the equipment to let him know what our interest, if any, was. He also reminded the Board that he has placed a request for consideration of our proposed ACE Excursion on the San Joaquin Rail Commission Board meeting agenda for July/August and someone will need to be prepared with a presentation.

Director Anderson requested a letter of thanks be drafted to Sierra Pacific Industries employees Chuck, Carol, Chris and Troy for their hard work in getting the Quincy 4 loaded. He will provide a listing of names to President McClure. The Board expressed their thanks to Director Anderson for his work as liaison with SPI.

Director Stiles reported that Rick Edwards, at his request, investigated alternatives to flatten the warped manifold on the Fairbanks-Morse 1857. Mr. Edwards was able to locate a qualified machine shop in Oakland willing to donate the needed work, saving the Society approximately \$2,300. The Board requested an RAL certificate and thank you letter be sent to Mr. John Anderson with Oakland Machine Works.

Director Vicknair told the Board that a friend of Tom Carter is a non-conforming material remediation specialist who indicated he would be interested in working on SP 1215 and WP 165 at a substantial discount. He also advised the Board that his mother, Maryanne Vicknair, has been re-upholstering and refinishing chairs for the Museum.

Director Holmes reported he spoke with Ted Day and the Day Foundation regarding his original donation to the SP 1215 fund. Mr. Day told Director Holmes he would be happy to have his donation applied to the restoration of the WP 165.

Director Habeck informed the Board that he and Ken Iverson had serviced all of the batteries and most are in locomotives. Due to a closed battery switch and nose light left on, one set in WP 921 was drained beyond repair. President McClure requested a Bulletin be issued directing all locomotives with batteries be locked at the end of each day. Those locomotives not having locks will have hasps/padlocks installed.

## **Department Reports**

Facilities – Director Vicknair stated that the walkway work approved by the Board has been marked off and he encouraged everyone to take a look at the layout. The prep work and pour should begin soon. The plans and permits will be approved by the City

of Portola Building Inspector. He further advised that work continues on the Silver Debris. He encouraged anyone willing to volunteer with either project to contact him.

Museum Manager – John Walker provided a written report to the Board regarding activities and events at the Museum. It would appear winter weather related damage was kept at a minimum. The doors are open and visitors have started to arrive. He also advised he had received a call from a gentleman in Mojave, CA who has a trailer similar to one we are looking for as a display on a flatcar. The information was given President McClure to follow up. He will also be attending a UPRRHS convention in June with our gift shop in the hopes of recruiting new members.

## **Committee Reports**

Election Committee – Ed Wagner reported that as of 04/02/04, 313 election ballots had been returned. There were 944 ballots mailed. He thanked Jay Sarno and family, Vic and Annie Neves. He also thanked the Retirement Inn in Fremont, CA for free use of their assembly room. He further advised that at that time, the Election Committee was approximately 1 month ahead of schedule. Selection of Tellers to be made by the Board May 1, 2004.

He brought to the Board's attention several issues regarding the Nomination and Election Committee Policy. While the instructions regarding proper completion of the ballots and return envelopes seems clear, there seems to be difficulty on the part of some of the membership to include all of the information requested (return address and membership number in particular). Discussion ensued regarding this issue as well as the general form of the ballot. It was decided all ballots received in the form as printed this year would be counted. Consensus direction was provided by the Board to table the Nomination and Election Committee Policy until a future meeting.

Magnolia Tower – President McClure reported that work on Magnolia Tower progresses. The walls are down, roof portion to be cut for transport next week, machine is out of the building. Will be transported by truck or train. He offered special thanks to Doug Morgan for his supervision of the project and direction provided to the contractor. He has made certain that the structure was taken apart in such a way as to facilitate the easiest reassembly. Security is tight at the site, so the building should remain secure at this time.

Model Railroad – Written report was presented by the Model Railroad Rebuild Committee including layout plans.

BREAK: 3:05-3:23 p.m.

### **Legal Counsel Report**

No Legal Counsel Report at this time.

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

No status of Surplus Property Report at this time.

**Closed Session**

Meeting adjourned to closed session at 3:24 p.m. and reconvened to open session at 3:45 p.m. President McClure reported out of closed session that business items were discussed, no action was taken.

**Other**

No other items brought forth at this time.

**Adjourn**

Meeting adjourned at 3:46 p.m.  
Next meeting: Saturday, May 1, 2003  
Location: Volunteer Lounge  
Portola, CA

Respectively Submitted  
Gail A. McClure

## April 2004 Board Meeting

### Motions and Actions Summary

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#### Motions Passed

##### 1. Consent Motions – Motion 04-04-01

Minutes – Approval of the minutes of the regular meeting held March 6, 2004.

Financial Reports – Profit and Loss through April 2, 2004. Balance Sheet through April 2, 2004.

##### 2. Motions

###### **Motion 04-04-02.. Policy Updates**

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Acceptance of update of Introduction, Definitions, Policy and Standards, Business Ethics, Non Discrimination, Office Space Use, Use and Protection of FRRS Information, Corporate Records, Volunteer Communications, Safety and Health Program, and Committees policies to reflect an Effective Date of 05-01-2004 and a Review Date of 02-07-2008. Motion made by Director Brehm, seconded by Director McClure. All Directors present voted in favor – Motion carried.

###### **Motion 04-04-03.. Key and Advertising Policies**

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Acceptance of Key Control and Advertising policies as presented with an Effective Date of 05-01-2004 and a Review Date of 02-07-2008. Motion made by Director Brehm, seconded by Director McClure. All Directors voted in favor – Motion carried.

###### **Motion 04-04-04.. Private Equipment Policy**

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Acceptance of Privately Owned Equipment on FRRS Property policy as presented, with the addition of NARCOA licensing and insurance requirements for motorcars, and with an Effective Date of 05-01-2004 and a Review Date of 05-01-2008. Motion made by Director Brehm, seconded by Director Anderson. All Directors voted in favor – Motion carried.

###### **Motion 04-04-05.. Equipment Move Funding**

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Authorization for budget amendment in the amount of \$4,000, for movement of equipment traded with Western Railway Museum, with funding to be provided from budget line item 52010 Acquisition/Deacquisition Transportation. Motion made by Director Anderson, seconded by Director Vicknair. All Directors voted in favor – Motion carried.

###### **Motion 04-04-06.. Tidewater Southern Bunk Car Donation**

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Acceptance of donation of TS/WP 0565H pending investigation of hoisting and transportation costs to be reported to the Board at the May 2004 meeting. Motion made by Director Stiles, seconded by Director Anderson. All Directors present voted in favor with the exception of Director Habeck who abstained – Motion carried.

###### **Motion 04-04-07.. Stockton Terminal and Eastern Alcos**

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Authority given to negotiate for the purchase of ex-WP 557 and ex-WP 560. Motion made by Director Anderson, seconded by Director Stiles. All Directors present voted in favor with the exception of Director Monger who was opposed – Motion carried.

#### Actions and Notices

- President McClure gave updates on the various equipment moves and restoration projects to be completed this year.

- President McClure suggested the creation of the Western Pacific Excursion Division of the Feather River Rail Society to address the increased interest in our participation in this area.
- Director Cochran reminded the Board that Operating Season begins soon and the Annual Crew Training Weekend is scheduled for 05/01-02/04.
- Director Habeck informed the Board that he and Ken Iverson had serviced all of the batteries and most are in locomotives.
- Ed Wagner reported that as of 04/02/04, 313 election ballots had been returned. There were 944 ballots mailed.
- Magnolia Tower -- The walls are down, roof portion to be cut for transport next week, machine is out of the building. Will be transported by truck or train.

### **Closed Session**

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**Next Board Meeting**  
Saturday, May 1, 2004 – 1 PM  
PRM Volunteer Lounge  
Portola, CA

respectfully submitted by Eugene Vicknair, secretary

April 27, 2004