

**Feather River Rail Society
Board of Directors Meeting
October 1, 2005 -- 4 PM
Volunteer Lounge, Portola Railroad Museum
Portola, California**

President Rod McClure (phone) called the meeting to order at 4:18 p.m. The following directors were present:

Steve Habeck (phone)	Norm Holmes	Gail McClure
Wayne Monger (phone)	Hank Stiles	Eugene Vicknair

Directors Kerry Cochran, Matt Parker, and Hank Stiles were unable to attend.

Staff present:

John Walker

Visitors present:

Jay Sarno Clyde Lippincott

Correspondence

Director Vicknair reported that member Frank Beavers had written to him that he was interested in purchasing two old shop machines currently sitting in the PFE refer car. These items are incomplete and deemed surplus property. Mr. Beavers indicated he was willing to pay \$75 for them and the Board provided consensus direction to proceed with the sale as proposed.

Consent Calendar

1. Minutes – Approval of the minutes of the regular meeting held September 10, 2005.
2. Financial Reports – Current P & L and Balance Sheet.

Motion # 05-10-01 – Table consent calendar as presented for October meeting. Motion made by Director Vicknair, seconded by Director McClure. All Directors present voted in favor. Motion carried.

Old Business

FRRS/ACE Excursion 2006

Director Vicknair reminded the Board that this issue was tabled in 2005 due to financial concerns and he asked the Board to consider the issue for 2006. Director Monger shared his experiences with ACE Excursions in 2005. His recommendation was that the FRRS consider purchasing the use of an entire car on a scheduled excursion rather than renting an entire trainset due to the difficulties involved with getting paid

participation by riders. Tickets are available for a discounted corporate rate. President McClure requested that Directors Monger and Vicknair continue to work on options for Board Consideration next year.

Donation of Metal Break from WP Shops

Director Monger advised the Board that he had advised the principles offering the metal break and compressor from the Stockton Shop that we were interested in the break but not the compressor. He further advised he was awaiting direction from President McClure as to transportation options. President McClure advised Board action was required for actual acquisition of the piece as held over from the September meeting.

Motion # 05-10-02 Proceed with acquisition of Metal Break from UP Stockton Shops pending determination of movement cost. Motion made by Director Vicknair, seconded by Director Holmes. All Directors present voted in favor. Motion carried.

Offer to Trade Central California Traction (CCT) Caboose

Director Vicknair spoke regarding a report presented to the Board regarding the condition of the trade of one the cabooses in our current inventory for caboose CCT 24. From the perspective of Rick Carter, former carman for the WP, there are numerous deficiencies requiring correction before the caboose could be used in "regular" service. The biggest concern is the brake systems and non FRA compliant glass. General opinion is that many of the recommended repairs would not be necessary for a one time move. The CCT is requiring that the caboose received in trade be a bay window, roller-bearing, interchange capable caboose. Because the bolsters under the CCT 24 have been heavily modified, they cannot be traded out. Recommendation for trade include SP 1337 with roller bearing trucks substituted from our inventory or SP 4107. President McClure also asked that the Board consider what other options may be available to facilitate completion of this proposed trade.

After some additional discussion, the Board provided consensus direction to proceed with air test, of the CCT 24, assuming no charge for the service, and further negotiations with principles of the CCT.

New Business

Use of Western Pacific 707 and 2001

President McClure reported that there have been issues by certain members upset by the fact that use of the WP 707 and WP 2001 have been restricted due primarily to maintaining their condition as mainline roadworthy power. Use in the caboose trains and for switching work results in build up of carbon, uneven wheel wear, and airbrake dates. He asked for Board action regarding direction of use of these two specific units. Additional discussion included input from member Jay Sarno who pointed out a decision such as the one under consideration is actually supported by the organization's mission statement regarding preservation of the heritage of the Western Pacific.

Motion # 05-10-03 Restriction of use of WP 707 and WP 2001 for mainline service, Railroad Days and Railfan Day only, and other special events as determined by FRRS President, and with an Operational Report to all effected departments outlining why this

decision has been made. Motion made by Director Holmes, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

Board Meeting Conference Calling

Director McClure asked that the Board consider a policy for allowing members to participate when they so request. After limited discussion, the item was tabled to allow Board members to consider guidelines for the Policies and Procedures Committee so that they may proceed with drafting a policy.

Review 2006 Calendar

Director Vicknair advised he had only received one correction to the proposed 2006 Calendar. This item was also tabled as several members of the Board had not had an opportunity for the review of the final draft.

Good of the Order

President's Report

President McClure reported he and Director Habeck were finally headed home after many weeks on the road. Director Monger pointed out that this was done in their capacity as UP employees.

Things remain quiet at the Museum. Our flat cars are at PLA/Niles Canyon Ry. with loading of WP 165 planned in the next couple of weeks. There are several trips planned for the cars once they return and have been unloaded.

Santa Train plans have begun with Director Habeck and member Jim Haliwell to work on lights. Director McClure agreed to coordinate decoration of the Lounge and Baggage cars as well as refreshments.

There was also some discussion regarding loading of WP 165 and the need to remove/services batteries for the winter.

Director's Reports

Director Holmes advised the Board that we are very short on available RAL locomotives. There were also remarks made to him indicating a belief by the Mechanical Department that RAL engineers should be responsible for adding oil to locomotives in the program that are low when needed. John Walker provided additional commentary outlining this conflict. After additional discussion, President McClure received consensus direction from the Board to address the responsibility of the Mechanical Department maintaining the locomotives with the CMO. He also advised he had done some repair work to the roof of the WP Camp Car and remediated graffiti markings on the UP RPO car.

Department Reports

Facilities – Director Vicknair thanked Jay Sarno for his work regarding mobility compliance on the Silver Debris to meet City of Portola requirements. He also thanked

Clyde Lippincott, John Walker, Doug Morgan, and Ed Powell for assisting Mr. Sarno with digging postholes, setting posts and pouring concrete for mounting electrical wiring/connections. He announced his hopes to have most of the remaining sheet rock completed by the end of the weekend.

Yardmaster – Director Habeck thanked Loren Ross and John Walker for keeping the yard running smoothly during his extended absence while working with the UP Steam Crew.

Museum Manager – John Walker reported that visitor traffic has slowed considerably since Labor Day. He has been working to catch up on a number of projects. There is a work list out on the internet and volunteers have been signing up to assist. He acknowledged Clyde Lippincott for his work in clearing approximately seven acres of brush and grass around the WP Portola Hospital and Museum properties as well as smoothing the access road to the picnic area.

He also advised that he has participated in three Railroad Days Committee meetings and will have a draft plan together shortly. Donations to report include a pledge of \$1,000 for window snow shields, concrete cement mixer from Roger Stabler, snow blower from Jim Haliwell with the restriction that he will have access to it when needed during the winter months.

Mr. Walker and Director Vicknair are in agreement that we have excess/outdated shop equipment that may be sold as they serve no useful purpose for us due to needed repairs, possible user safety issues, and lack of part/operation manuals. President McClure asked that Mr. Walker and Director Vicknair prepare a list of these items for review and disposition.

Mr. Walker and Director Habeck responded to an inquiry from Director Monger regarding progress of restoration of Troop Sleeper 8300. The car will require additional paint and discussion regarding quality control issues. No further work is to be done to the car until Director Habeck, in his capacity as Restoration Manager, can inspect the car and provide additional direction.

Committee Reports

No reports at this time.

Legal Counsel Report

No report at this time.

Status of Surplus Property Report

No report other than the shop tool issue previously discussed.

Safety Report

No report at this time.

Public Comments

Jay Sarno advised he would be willing to work on updating the organization's Bylaws. He has spoken with Director Cochran who has indicated he would be glad to participate. The Board expressed their interest in his participation and expertise. President McClure appointed the following Ad Hoc Bylaws Committee: Jay Sarno (Chair), Director Cochran, President McClure, Director Vicknair.

Museum Manager John Walker requested the Board consider cutting back the number of issues of The Train Sheet to four per year in an effort to save on expense and to try to give longer lead times for getting timely information to the members. He also recommended consideration of a web-based publication in lieu of mailed. Both of these ideas were originally presented by former Train Sheet editor Frank Brehm. There was discussion regarding ongoing publication issues and how they may be resolved.

Notices

November Board Meeting to be held at ACE Stockton Depot:
Budget Session – 9 am -- 12 pm, Regular Session 1 pm – 5 pm.

Closed Session

The Board Adjourned to closed session at 5:45 pm and reconvened to open session at 6:12 pm. Director McClure reported the following out of closed session: The Board was given an update on ongoing legal issues; no action was taken. The Board was also given an update regarding an ongoing proprietary property issue; no action was taken. The Board discussed a potential contract issue; consensus direction was given, no reportable action was taken.

Adjourn

Meeting adjourned at 6:13 p.m.
Next meeting: Saturday, November 5, 2005
Location: ACE Stockton Depot
Stockton, CA

Respectively Submitted
Gail A. McClure