

**Feather River Rail Society
Board of Directors Meeting
April 1, 2006 – 1:00 PM
Volunteer Lounge, Western Pacific Railroad Museum
Portola, California**

Meeting was postponed until 5:30 p.m. on morning of April 1, 2006. President Rod McClure called the meeting to order at 5:37 p.m. The following directors were present:

Kerry Cochran (phone)	Steve Habeck	Norm Holmes	Wayne Monger
Matt Parker	Eugene Vicknair		

Directors Gail McClure and Hank Stiles were unable to attend.

Staff present:

None

Visitors present:

Frank Brehm	Doug Morgan	Jay Sarno	Ed Wagner
Cody Wilson	Jack Whithaus		

Correspondence

President McClure advised the Board he had received a very nice letter from Jack Starr, President of the Pacific Locomotive Association, thanking the organization for all of our hard work and assistance with regard to the movement of Golden Gate Railroad Museum assets to their facility for storage.

President McClure further advised he had received a postcard from David Jackson dated 1917. The post card was from the Western Pacific Railway and depicted, Mt. Pilot, NV.

President McClure also advised receipt of a letter from Phil Schell of the Gold Nugget Museum in Paradise, CA. He indicated knowledge of a boxcar built by the Diamond Match Company, originally used by Butte Railroad Company, later the Southern Pacific Railroad, between Barber Yard in Chico, CA and Paradise, CA on the Sterling City Branch. The Board provided consensus direction that no further investigation or interest in this item on behalf of the organization exists at this time.

President McClure reported receipt of a letter from Chris Skow that he has scheduled an excursion that will bring approximately 55 people to the Museum on June 27 from the Garden Scale Model Railroad Convention in Santa Clara, CA. They have expressed interest in a multi-hour RAL and Director Holmes will work to coordinate with them.

He reported receipt of a post card from a Bay Area Electric Railway Association member indicating he was happy to see pictures of our equipment at Rio Vista Jct., CA last year. President McClure also reported that we were on the rear cover of the Nor-Cal Railroad Club publication from GGRM.

Lastly, he received a letter from the Governor of the State of California's office asking for a response as to if we wanted to apply for assistance due to storm damage.

Director Holmes reported receipt of an e-mail from Doug Cummings indicating that WP 602 had been moved to New Westminster but had no additional information. President McClure indicated he would speak with the appropriate parties at West Coast Railway Association regarding the status of the locomotive.

Consent Calendar

1. Minutes – Approval of Minutes for December, January, February, and March.
2. Financial Reports – Profit & Loss / Balance Sheet through end of March.

Motion # 06-04-01 – Removal of minutes from Consent Calendar. Motion by Director Vicknair, seconded by Director Habeck. All Directors present voted in favor. Motion carried.

Motion #06-04-02 – Acceptance of Consent Calendar as amended. Motion by Director Vicknair, seconded by Director Holmes. All Directors present voted in favor, with the exception of Directors Cochran and Habeck who abstained due to lack of opportunity to review printed reference materials prior to the vote. Motion carried.

Old Business

Western Pacific Centennial Celebration Plan

Item was tabled pending confirmation of committee appointment and acceptance of the document as amended.

NOTE: Per taped discussion at the February Board Meeting, the following information regarding this issue was available:

“The Board provided consensus direction to move forward with refinement of the plan for adoption at a subsequent meeting and a Centennial Committee was formed. Members of that committee include President McClure, Director Habeck, Director Vicknair, Director Parker, Director McClure, Director Monger, and WPRRHS Administrator Thom Anderson. Director Vicknair was appointed as the committee chair.”

Disposition of SP SD9 4450

President McClure advised that Director Stiles was to have information available at this meeting regarding the estimated cost and work required to get good axles under the unit so that a decision can be made as to if we are to proceed with repair/transport or scrap on site. Item tabled until next meeting, however, a decision must be made prior to June or the unit will have to be scrapped without exception.

New Business

Advertising Proposal

Member Ed Wagner advised that he had presented a proposal for a publicity campaign. The daughter of a late friend of his is now in the Public Relations industry and he has been in contact to see if she was in a position to assist us. Holly Russel, with Pilot Publicity, LLC, provided an outline of how she would proceed with a community relations plan along with a fee schedule. President McClure asked that Mr. Wagner work with Director Parker, in his capacity as Public Information Officer, on this proposal. Director Parker was requested to provide a report back to the Board at the next meeting regarding their work.

RAL Expenses and Pricing

Director Cochran, at the request of the Board, spoke with Museum Manager John Walker and provided a written report to the Board regarding an increase in the RAL pricing schedule. New pricing would be as follows: Plan "A" rental - \$100.00; Plan "B" rental - \$150.00; Plan "C" rental - \$225.00. These cost increases reflect the exponentially rising cost of fuel and insurance. Changes would take place immediately.

Motion # 06-04-03 – Acceptance of report and authorization of immediate implementation of RAL pricing as outlined in the report. Motion by Director Parker, seconded by Director Habeck. All Directors present voted in favor. Motion carried.

Museum Opening Day

Member Doug Morgan advised that due to our financial status and the usual poor weather conditions in March. It is difficult to have the facility open and operational at this time of the year due to bringing restrooms on line, paying employees to keep the gift shop open when sales are extremely low, heating public areas, and the risk of visitor injuries due to slips and falls on snow and ice. He recommends that the official opening of the operating season be changed to and advertised as April 1, leaving to the discretion of staff as to if they will consider opening on a day-by-day basis prior to that date. This date change would become effective for 2007 and beyond.

Director Holmes advised that he recently tried to visit a number of rail museums in England only to discover many did not open until after the Easter holiday in April.

Motion # 06-04-04 – Approval of change of Museum opening day to April 1 effective 2007. Motion by Director Vicknair, seconded by Director Habeck. All Directors present voted in favor. Motion carried.

Gift Certificates

Director Cochran advised he had done research regarding California law and gift certificates. This research indicates that expiration dates on gift certificates are not legal. Member Jay Sarno advised that donations of gift certificates can have expiration dates as no cash changed hands in the transaction. Consensus direction was given that a policy change would be instituted immediately to avoid any conflict with state law.

MRS-1 Sale

President McClure advised Member John Buberniak approached him regarding an interest in purchasing two of the Museum's MRS-1s: USN 544 and USN 614. President recommended a sale price of \$7,500 for USN 544 and \$10,000 for USN 614. It is Mr. Buberniak's intent to dismantle both units and resell parts to a company in Argentina. Member Doug Morgan will release his purchase option interest in the USN 544.

Motion # 06-04-05 – Agreement to sell USN 544 and USN 614, for no less than \$7,500 each, to Mr. John Buberniak with the understanding that the one or both unit are to be dismantled at WPRM, at buyer's expense, and with details regarding movement of USN 614 from Sacramento, CA to WPRM to be determined upon acceptance of the purchase by both parties. Motion by Director Vicknair, second by Director Cochran. All Directors present voted in favor. Motion carried.

Good of the Order

President's Report

President McClure advised that Member Frank Brehm was interested in being reappointed to the seat he vacated late last Fall, to be effective as of the May 2006 meeting and only if there were no objections from the Board. The Board gave consensus direction and Mr. Brehm was welcomed back.

The GGRM move went well. He thanked Director McClure, Director Habeck, Director Vicknair, Director Holmes, Director Stiles, Member Doug Morgan, Member Eric Stephens, Member Cliff Cox, New Member Don Charkarian, New Member Laddie Vitek, Ed Dickens of the Union Pacific Steam Crew, Paul "Yardogh" Leney, and for all of their assistance. GGRM has already paid our expense invoice in the amount of \$17,240. The trip took much longer than originally expected due to a number of problems and issues, but in the end the trip was a resounding success. President McClure will write a thank you letter to Mr. Steve Lee on behalf of the organization thanking him for allowing Mr. Dickens to assist us throughout this endeavor. President McClure advised we will also start putting pressure on the V&T organization who have not paid their invoice and will shortly be in breach of contract.

President McClure advised that he and Director Cochran will begin work on policy and storage pricing for privately owned equipment on FRRS property. He also mentioned the need for facility work including replacement of broken windows, toilet, work in the Shower Car and others, on a funds available basis.

WP 165 is scheduled for unloading in the coming weeks and reminded all that Chris Allen, Manager, Steam Equipment is in charge of the project. He has a work weekend set up for April 22-23 to remove the parts necessary for removal of non-complying materials by a contractor this summer. The contract work will be done in conjunction with removal of the same type of material from SP 1215 by its owner. Once the work is complete, the owner of the SP 1215 will then be responsible for storage payments in the amount of \$450 per month per the sales contract.

President McClure advised there are a number of small projects that need to be completed including the Silver Debris, lettering of the Troop Sleeper, and all of our restored equipment needs to be washed and waxed.

Director's Reports

Director Parker stated that he believes enough good cannot be said about all those who participated in the GGRM move and our actions spoke volumes regarding the professionalism of the organization.

Director Parker is still looking at scheduling of Media Day 2006 and is considering early June. He asked for additional input if any. He also expressed thanks to Member Ed Wagner for his footwork with respect to the Public Relations firm and their proposal presented today, as well as to the members in attendance including new Member Cody Wilson.

Director Monger advised that in completing his taxes he discovered donations from he and his wife, Linda in the following amounts: Cash -- \$1,870, out of pocket expenses -- \$1,474, and 4,780 miles driven. He also advised the Board that he made arrangements for ACE #1 or #3 to stop at Midway on Altamont Summit where they picked up Member Don Charkarian. After piloting our GGRM train to Stockton, CA, Mr. Charkarian arranged to ride with crew on a local train that later died on Altamont Summit and well short of his Sunol destination. The ACE crew stopped and Sunol to discharge their special passenger.

Director Vicknair reported that the owner of the WP 470 caboose contacted Member David Epling indicating that he has dropped the price of \$5,000 as he is down to 45 days. Mr. Epling believes there is a group of members in the area that can arrange to have the caboose moved at no charge. On a different subject, he advised that Director Monger had been assisting him that day with clean up of the Silver Lodge.

Department Reports

Operations – Director Cochran referred the Board to the written report. There were no questions.

Zephyr Project – President McClure asked that Director Vicknair speak with Director McClure prior to discussing the grant issues.

Committee Reports

None

Legal Counsel Report

None

Status of Surplus Property Report

None

Safety Report

None

Public Comments

President McClure reported that Jack Whithaus had agreed he would commit time and financial resources to the Clover Plot. He will work with Director Vicknair to provide a proposal regarding the course to be taken in that regard. Mr. Whithaus said it was a pleasure to be at the facility and the car would be a long term project.

Museum Manger John Walker advised the Board that there is a law enforcement group out of Reno that has requested permission to come up to the museum on May 15th. He will work with President McClure on this issue.

President McClure advised that there will be environmental group doing remediation work on railroad property to assist with containment of contaminants leaching from the property.

Director Parker asked that all stops be pulled out to accommodate the excursion previously mention, slated for June 27, 2006. It is important that groups such as this one have a memorable experience.

Notices

- Facilities Work Week scheduled for April 22-30.
- Steam Work Weekend scheduled for April 22-23.

Closed Session

Meeting adjourned to closed session at 6:27 p.m. and reconvened to open session at 6:39 p.m. President McClure reported out on the closed session as follows: The Board received a report with regard to a personnel issue. No reportable action was taken.

Adjourn

Meeting adjourned at 6:40 p.m.
Next meeting: Saturday, May 6, 2006
Location: Volunteer Lounge, WPRM
Portola, CA

Respectively Submitted
Gail A. McClure