

**Feather River Rail Society
Board of Directors Meeting
June 3, 2006
1 p.m.
Volunteer Lounge, Western Pacific Railroad Museum
Portola, California**

Attendance

Secretary Eugene Vicknair, as acting President, called the meeting to order at 1:02 p.m. as President Rod McClure was unable to attend the meeting. The following Directors were present:

Frank Brehm	Norm Holmes	Gail McClure	Wayne Monger
Matt Parker	Hank Stiles	Eugene Vicknair	

Directors Kerry Cochran and Steve Habeck were unable to attend

Staff present:

Alan Turner – Legal Counsel

Visitors present:

David Epling	James Mason	Don Nelson	Jay Sarno
Matt Shuman			

Correspondence

None

Consent Calendar

1. Minutes – Minutes from the May 2006 general meeting.
2. Financial Reports – Profit/Loss and Balance Sheet through end May 2006.

Motion # 06-06-01 – Removal of Financial Reports from the Consent Calendar. Motion made by Director McClure, seconded by Director Brehm. All Directors present voted in favor. Motion carried.

Motion # 06-06-02 --- Acceptance of Consent Calendar as amended. Motion made by Director McClure, seconded by Director Parker. All Directors present voted in favor. Motion carried.

Old Business

Caboose Rental Proposal

Member David Epling provided an oral presentation based on a written report provided to the Board prior to the start of the meeting. Based on his research, there may be a market for caboose rental for birthday parties, general parties and possibly weddings using SN 1642. His recommendation was that we provide use of the caboose for 2.5 hrs., a museum t-shirt for the guest of honor, and caboose rides in season, with patrons to provide all of their own food and party favors, although our providing an age appropriate package containing Operation Lifesaver

materials is a possibility. He also recommended pricing at \$150 with a 25 person maximum including 2 caboose train rides. A non-refundable, transferable to the cost of package deposit in the amount of \$50 would be required with patrons responsible for clean up of the car after use. Use of the baggage car or lounge car could also be arranged for a \$300 fee.

There was considerable discussion regarding options and crew requirements. Recommendations including operating parameters, pricing based on season, advertising, and available services were given to Mr. Epling for further revision of the proposal to be presented to a future meeting.

SP SD9 4450

Director Stiles advised that he no longer believes turning the wheels under the SD9 at GGRM is viable as the wheels were previously welded to repair flat spots. He now plans on taking the wheels out from under the F3B unit previously obtained from our trade with Bay Area Electric Railway Association and from the WP 707 which is due for new wheels anyway. He then asked the Board for blanket authority to see parts from the SD9 to assist with funding this project and new wheels under WP 707. He stated he believes he could get between \$11,000 and \$13,000 for the SD9 main generator from Gary Hunter.

The Board discussed the situation and declined to provide blanket authority for sale of parts without specific Board review and contract for each sale, and Alan Turner, Legal Counsel, supported this position. The Board also declined to commit to sale of the main generator until such time as the SD9 is on FRRS property due to the liability exposure. Matt Shuman, President of Shasta Cascade Rail Preservation Society, generously donated \$2,500 for putting new wheels under WP 707 and would like to see the locomotive present at Dunsmuir Railroad Days if possible. Consensus direction was given to Director Stiles to come up with a listing of surplus parts from the SD9 and a sale price range for Board approval to allow him to work on negotiating sale of same.

New Business

WP Caboose 699

Director Vicknair advised the organization was approached with an offer to donate caboose WP 699. FRRS would be responsible for movement costs from Minden, NV. There are no trucks or brake rigging under the caboose and the interior has been remodeled similar to a small apartment. The Board provided consensus direction to pass on the donation due to anticipated loading and movement cost. The current owner indicated there were private parties interested, so the equipment is not in danger of being scrapped.

Good of the Order

President's Report

None at this time.

Director's Reports

Director Monger asked if anyone had an update on Dunsmuir Railroad Days 2006. Member Matthew Shuman provided a brief presentation regarding dates, events and his appreciation of the commitment by the FRRS to participate.

Director Parker reported that the Washoe County Sheriff's Department Rail Auxiliary Team completed their scheduled exercise at the Portola campus on May 23, 2006. They were very pleased with the services and facilities we were able to provide for them. They also gave us \$100

donation in appreciation. He provided detailed information regarding specifics covered during the exercise. There is a possibility they may request a fall training session as well.

Director Vicknair advised that he has received confirmation of donation of an original California Zephyr train name board and one of the original car name boards for placement on the Silver Hostel.

Museum Manager's Report

None at this time.

Department Reports

Web and Internet Operations – Webmaster David Epling reported a change in ISP service provider which resulted in the website being down for approximately 48 hours. Service has been restored, with the exception of the web cam, which should be back on line in the next couple of days. The discussion board continues to be very popular. Positive comments continue to be made regarding the changes, although there is a small percentage of website visitors who have problems with the format being compatible with their internet interface. There have been over 36,000 unique hits on the website since its overhaul.

Committee Reports

Acquisition and Deaccession Committee – Director Vicknair reported that the A&D Committee had been contacted to reevaluate the status of four pieces of equipment: NVR 51, SP 4404, ONW 4 and USS 20. Four of five members responded to the question and the majority recommended these pieces not be considered part of the core collection. A formal report will be presented once all members of the committee have responded.

Annual Railfan Photographer's Day – Director Monger reported paid attendance of 55. Gift shop sales are unknown. He thanked Loren Ross, Matt Parker and all of the operating crews who provided switching and photo run-by trains that day. Expenses have not been totaled at this time. There were comments from visitors about switching back to September if we choose to continue to stage the event.

WP 470 – Member David Epling reported that the owner of WP 470 has pulled his home, and therefore his caboose, off the market. A group of members had raised \$4,500 toward purchase of the caboose. President McClure asked Mr. Epling to contact the donors to see if they will agree to a shift of these funds to cover the cost to repaint CCT 24 when it arrives on property.

Bylaws -- Member Jay Sarno advised that with the elections complete and the ballots counted, the work of the Bylaws Committee was complete and as Chairman, he was requesting dissolution of the Committee. As acting President, Director Vicknair thanked the committee members for their service and formally noted the committee as dissolved. The new Bylaws, once confirmed by the membership, will remain on the website as a downloadable PDF document.

Legal Counsel Report

Alan Turner advised he is still willing to provide legal counsel for the FRRS on an as needed basis. He asked for Board confirmation as to who is legally approved to request his services on behalf of the organization. The Board confirmed that President McClure is the only individual authorized to assign him work on behalf of the Society with the exception of issues regarding the Zephyr Project where Director Vicknair would also be authorized to contact him.

Status of Surplus Property Report

Director Holmes reported that he continues to work on scheduling and details for the the Yard Sale for the weekend of July 15-16th.

Safety Report

Director Stiles advised that people need to continue to be concerned regarding safety when utilizing equipment around the museum. There was also discussion regarding disregard of the fire lane and the need for enforcement.

Public Comments

Member David Epling noted that the second Army tank was gone from the property. There was some question as to if the deaccession was handled through proper channels.

Member Matthew Shuman, in his capacity as President of Shasta Cascade Rail Preservation Society, provided an update on his organization, including relocation of former Sacramento, Valley & Eastern #2 to Shasta County from Boulder City, Nevada. He asked that someone provide him a tour regarding the ADA projects that have been in progress on site. He has heard positive things and was glad to hear that we had been working on these issues.

Director Holmes will check with the City to see if they would have no issue with placement of a banner on the RPO car facing HWY 70 identifying the location of the museum to those passing by.

Director Parker expressed concerns regarding training of student crews. He also had a question regarding status of Quincy 1100. Director Stiles, in his capacity as CMO, advised that the concern expressed was not an issue and is to be repaired later this year.

Notices

- ❖ June 10-11th is Facilities Work Weekend.
- ❖ June 24-25th is Zephyr Project Work Weekend.
- ❖ July 1st at WPRM, Portola, California.

BREAK: 2:46 - 2:59 p.m.

Closed Session

Meeting adjourned to closed session at 3:00 p.m. and reconvened to open session 3:43 p.m. Director Vicknair reported the following out of closed session:

The Board heard a report regarding an ongoing Illinois case, FRRS vs. Kasten. The Board heard information on a property safety issue, with consensus direction given to rectify as soon as possible. Further, the Board heard information regarding a personnel issue of a non-critical nature with no reportable action taken.

Legal Counsel Alan Turner provided the final report out of closed session:

The Board heard an initial report regarding an alleged incident involving violence between two members on the property. The Society has a strict, zero-tolerance policy regarding harassment and workplace violence. The Board did act in this matter by taking consensus direction to the acting President to have reported to the Board, in written form, a full and thorough investigation of the allegations under the zero-tolerance policy. The acting President is reminded that this is of the utmost significance and that a written consensus direction to the investigator be forwarded

immediately with the written results and recommendations resulting from the investigation be presented at the next regular meeting. This letter is to be copied to both legal counsel and the Board members. Again, the Board reiterates its position that there will be no tolerance of violence in what could be considered to be a workplace.

Adjourn

Meeting adjourned at 3:46 p.m.
Next meeting: Saturday, July 1, 2006
Location: Volunteer Lounge, WPRM
Portola, California

Respectfully Submitted,
Gail A. McClure