

**Feather River Rail Society
Board of Directors Meeting
August 5, 2006
6:00 p.m.
Volunteer Lounge, Western Pacific Railroad Museum
Portola, California**

Attendance

President Rod McClure called the meeting to order at 6:45 p.m. The following Directors were present:

Frank Brehm	Kerry Cochran	Steve Habeck	Norm Holmes
Gail McClure	Matt Parker (phone)	Hank Stiles	
Eugene Vicknair (phone)			

The following Directors were unable to attend:

Wayne Monger

Staff present:

Alan Turner	John Walker (for Dunsmuir and Portola Railroad Days, Museum Manager's report, and Personnel discussion in Closed Session only)
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Visitors present:

James Mason	Chris Skow (Business discussion in closed session only)
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Election of Officers

Nominated for President:	Rod McClure
Nominated by: Brehm	Second by: Vicknair

No other nominations were forwarded, therefore nominations were closed.

All Directors voted in favor of Rod McClure for President for the term of one year, with the exception of Director McClure who abstained.

Nominated for Vice-President:	Steve Habeck
Nominated by: Cochran	Second by: Stiles

No other nominations were forwarded, therefore nominations were closed.

All Directors voted in favor of Steve Habeck for Vice-President for the term of one year, with the exception of Director Habeck who abstained.

Nominated for Secretary: Eugene Vicknair
Nominated by: Director McClure Second by: Director Habeck

No other nominations were forwarded, therefore nominations were closed.

All Directors voted in favor of Eugene Vicknair for Secretary for the term of one year, with the exception of Director Vicknair who abstained.

Nominated for Treasurer: Dan Brady
Nominated by: Director Vicknair Second by: Director Stiles

No other nominations were forwarded, therefore nominations were closed.

All Directors voted in favor of Dan Brady for Treasurer for the term of one year.

Correspondence

Director Holmes presented the Board with a letter complimenting the Society and several of its members from a woman who participated in our Run-A-Locomotive program. Director Habeck also advised the Board of a letter received from another individual pleased with their experiences while enjoying an RAL.

Consent Calendar

1. Minutes – Minutes from the July 2006 General Meeting.
2. Financial Reports – Profit/Loss and Balance Sheet through end July 2006.

Motion # 06-08-01 -- Acceptance of Consent Calendar as presented. Motion made by Director Brehm, seconded by Director Holmes. All Directors present voted in favor with the exception of Director Parker who abstained. Motion carried.

Old Business

IR Boxcab / Silver Plate Trade Agreement

President McClure provided the Directors present with a copy of the final draft of the IR Boxcab / Silver Plate Trade agreement and a copy of the final draft of the MRS-1 612 loan. The Flat Car Use agreement for movement of MRS-1 612 is not yet complete.

Motion # 06-08-02 -- Approval of IR Boxcab / Silver Plate Trade agreement and MRS-1 612 agreement as presented, and authority to President McClure to complete of the Flat Car Use agreement for movement of MRS-1 612 from Sacramento, CA to Jamestown, CA by the California State Railroad Museum, pending legal review of same. Motion made by Director Vicknair, seconded by Director McClure. All Directors present voted in favor with the exception of Director Parker who abstained. Motion carried.

Dunsmuir Railroad Days Report

President McClure advised that the equipment movement went very well. Attendance at the event appeared lighter than last year, but revenue from the gift shop and RAL raffles were up considerably. The Union Pacific and the Dunsmuir Railroad Days Committee have already extended an invitation to participate again next year. Feedback from FRRS personnel included the need for new/additional signage and fact sheets on equipment present. He reported one incident of mischief with a group of local teenagers and certain of their families, which was quashed by the local Sheriff's representative.

Director McClure reported revenues in amounts totaling just over \$5,000 in the gift shop with total revenue at \$5,877. Director McClure expressed thanks on behalf of the organization to the following volunteers who made this event a success: Mary Habeck and Candace Haverly for their help in the gift shop; Janis Petersen, Julie Anderson and Hank Stiles for their work in watching over the Lounge Car, Silver Lodge and the sale of RAL raffle tickets; Norman and Barbara Holmes for watching over the UP 105; Rod McClure, Steve Habeck, Phil Schmierer, Ed Dickens and Mike Adams as train crew; Jim Ley and Frank Brehm for logistical and ground support; Matt Shuman as liaison between the FRRS and the Dunsmuir Railroad Days Committee.

Portola Railroad Days Update

Museum Manager John Walker advised that he has been working with the Portola Railroad Days Committee regarding proposed events and how the Museum can participate. Events currently scheduled for the Museum include displays of three different model railroads, Operation Lifesaver Display, a table representing the Western Pacific Railroad Historical Society, handcar and motorcar rides, and food for sale. The organizer of the horseshoe tournament has graciously offered to have the net proceeds from the event go to the Museum in support of Santa Trains. President McClure also reported that arrangements had been made for the Union Pacific's Mini-Train to be on the property for rides and the parade. The Union Pacific has also agreed to bring the UP 1983 (Western Pacific Heritage unit) up for Portola Railroad Days. The handcars will be rented from the owners in Susanville for \$500 for the weekend.

There was additional detail provided regarding the plans for the event.

ARM / TRAIN Convention

President McClure advised that the ARM/TRAIN joint convention is scheduled for November 8-12, 2006. The Museum is to be part of a pre-convention tour. He asked that the Board approve him and Director McClure to attend on behalf of the organization.

Motion # 06-08-03 -- Approval for President and Director McClure to attend the ARM/TRAIN Convention with a budget of \$1,000 from budgetary line item 67310 – Administrative Support, Travel & Meals. Motion made by Director Brehm, seconded by Director Stiles. All Directors present voted in favor with the exception of Director McClure who abstained. Motion carried.

New Business

None

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President's Report

President McClure reported numerous complaints regarding parking in the fire lane behind the building. Effective immediately, there will be NO parking behind the building of any personal or Museum vehicles or equipment. He would like to see anyone parking behind the building receive one written warning and then the vehicle will be towed. Alan Turner, legal counsel, recommended that the no parking/violators towed policy be posted in the area in question. Directors Cochran and Brehm will resurrect the original policy, put the details into the approved and proper form, and will bring the revised policy back to the Board for formal approval. Mr. Turner also advised there are additional issues surrounding towing from private property that would need to be addressed.

President McClure reported that an anonymous donor had agreed to provide paint and lettering for the organizations UP CA3 caboose. We will need to find resources to pay for labor to have it painted.

He advised replacement of the 2-3 switch with a flop-over ground throw switch. Twenty-two switch ties will need to be replaced in this area to remove the slow order currently in effect in that area.

Certain locks on the property have been re-keyed due to security issues. Locks are also being installed on locomotives and other equipment.

President McClure asked that the Operations Manager will work more closely with the Museum Manager to make sure that we have enough crew for caboose trains. Director Cochran advised he had discussed this issue with John Walker regarding where he can find this information at any time, and that we continue to have difficulty availability of volunteers for operations. President McClure reported that availability also continues to be an issue for RAL Engineers.

Lastly, he stressed the importance of the need for the FRRS to advertise the Museum and its attractions.

Museum Manager's Report

Museum Manager provided information regarding RAL participation for this year compared to past years. Visitorship and revenue are higher than he anticipated they would be. He expressed his disappointment that not more had been accomplished this year. Despite difficulties with available RAL engineers, he has yet to have to cancel a booked appointment.

Director's Reports

Director Holmes reported that he has completed cleaning and setting up the Birthday Caboose. He has created a sign that the caboose is available for rental and has provided/installed roofing material on it. He also placed a Railroad Museum sign up on the building at his expense. Lastly, he has purchased the supplies to paint WP 563

which Director Habeck, in his capacity as Restoration Manager, advised he was aware of.

Director Habeck reported he had received a rough outline for installation of a swamp cooler in the gift shop from Member Ed Powell. The cost would be approximately \$500 for materials and he will donate the labor for install. Approval of project to be placed on next meeting agenda with the plan to be reviewed and approved by Facilities Manager Charlie Spikes. Director Habeck also reported that Mr. Powell purchased supplies to service the air conditioner in the sleeper car.

Director Parker reported contact from a former SP signal maintainer regarding possible donation of SP artifacts.

Department Reports

Mechanical Department – Director Stiles reported that SD9 4450 currently at Hunter's Point in CA. is on new wheels for transit. Five of the old traction motors/wheel sets are back on Museum property. He has requested that he receive some compensation for wear and tear on his truck. President McClure requested that Director Stiles present an invoice for reimbursement and he will work with Susan Scarlett regarding options. Director Stiles advised that the next project will be wheel replacement under WP 707 and Member Jay Sarno will donate an additional \$2,500 to this project.

Silver Debris / Facilities – Director Vicknair thanked Member James Mason and Member Terry Decottignies and his construction crew for all of their hard work on the renovation of the Silver Debris.

Committee Reports

None

Legal Counsel Report

None

Status of Surplus Property Report

President McClure has received a request from Director Holmes to determine if the organization has an interest in sale of caboose WP 646. Consensus direction from the Board was that the caboose is to be made available for sale as is, where is. President McClure asked Director Holmes to have the interested party contact him directly.

President McClure reported sale of the Alco blunt truck in the amount of \$4,000. He also reported a possible buyer for Baldwin S-12 USS 20.

Safety Report

Nothing reported at this time. Director Cochran thanked Director Stiles in his position as Chief Mechanical Officer for barricading and keeping the work areas in the shop safe for volunteers and visitors.

Public Comments

Member James Mason provided additional detail regarding progress in the renovations of the Silver Debris

Notices

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| ❖ Portola Railroad Days | Aug 26-27 |
| ❖ Train Sheet Deadline | Aug 31 |
| ❖ Locomotive Maintenance Clinic | Sep 2-3 |
| ❖ Further operations subject to weather and crew availability | Sep 4 |
| ❖ Board Meeting, Portola, CA | Sep 9 |
| ❖ Operating Season ends | Sep 24 |

BREAK: 8:44-9:00 p.m.

Closed Session

Meeting adjourned to closed session at 9:01 p.m. and reconvened in open session at 11:33 p.m. The Board reported out the following from closed session:

“The Board heard an update regarding the ongoing legal issue of FRRS vs. Les Kasten and Illinois Transit Assembly Corp. No action was taken. The Board was presented information regarding two ongoing equipment issues. No action was taken. The Board received information regarding a possible proprietary business partnership opportunity. No action was taken. Lastly, the Board heard information regarding a personnel issue. Consensus direction was given to the President. No action was taken.”

Adjourn

Meeting adjourned at 11:35 p.m.
Next meeting: Saturday, September 9, 2006
Location: Volunteer Lounge, WPRM
Portola, California

Respectfully Submitted,
Gail A. McClure