

**Feather River Rail Society
Board of Directors Meeting – December 8, 2018 – 1:00 PM
WPRM Meeting Room – Portola, CA**

Vice-President Greg Elems called the meeting to order at 1:26 PM

Attendance

The following Directors were present:

Charlie Spikes
Janet Steeper
Kerry Cochran - phone
Greg Elems
Bob Sims - phone
Eugene Vicknair - phone

6 directors present, 3 absent – Quorum achieved.

Steve Habeck – arrived at 1:58 PM

Guests present:

Bart Hansen – Treasurer - phone
David Elems – Asst. CMO
Bil Jackson – arrived at 1:42 PM

Noted that several members are out working on the Santa Train decorations.

Correspondence

Vicknair – Have heard about a couple members who are in evacuation centers from the Camp Fire. Paul Finnegan sent them Train Sheets via email. So far no FRRS members known to be on casualty list. The Board expressed its concern about members caught up in the fire.

G. Elems – Hubert H. will be back from Southern California later in month and Greg Elems and Janet Steeper will be coordinating with him then to pick up donated passenger car parts. Greg may have family issues which could interfere, so we may need to get someone else to help. Eugene Vicknair to talk to Frank Brehm about back-up on getting parts from Hubert.

Consent Calendar

Approval of the minutes of the November 2018 BOD Meeting and the 2018 Annual Membership Meeting.

Remove 2018 Annual Minutes pending confirmation about question on ballot count.

Motion 12-18-01

Approve the minutes of the November 2018 BOD Meeting as presented.
Vicknair / Spikes. Aye – 6, Nay – 0, Abstain – 0. Motion carries.

Old Business:

OB1 – 2019 Budget

Review and approve budget for 2019. – continued from November

- Proposed budget presented along with financial management change.
- Discussion on budget.

Motion 12-18-02

Approve the preliminary budget based upon support income.

Cochran / G. Elems. Aye – 6, Nay – 0, Abstain – 0. Motion carries.

- Bart Hansen and Eugene Vicknair will be starting regular conference calls with Susan Scarlett following meetings.
- Discussion about set up of two different accounts, one for recurring business expenses and one for discretionary spending to help manage them better.
- Bob Sims commented on bookkeeping required to maintain and balance the accounts. Commented that we need to look at required spending.
- Discussion about concept and areas of importance that need to be watched.
- Discussion about Train Sheet spending. Noted that we have moved Train Sheet to 4X per year and are expanding email versions.
- Bart and Eugene will discuss this idea with Susan and report back.

New Business

NB1 – Donation of WP PFE 55069 Reefer Car

Discuss status of donation, restoration plan and budget for movement.

- Written report provided including draft donation agreement.
- California Trolley and Rail Corporation has approved donation space and is excited to work with us. They also confirmed they will donate appropriate trucks for the car.
- Director Vicknair asked for permission to execute donation agreement contingent upon successful arrangement of movement and funding.
- Donation agreement based on template already reviewed by legal.

Motion 12-18-03

Approve the donation agreement for WP PFE 55069 contingent upon successful movement set-up and funding.

Spikes / Cochran. Aye – 7, Nay – 0, Abstain – 0. Motion carries.

Good of the Order

President's Report

- Steve Habeck offered apology for being out of touch. Has had health issues that have flared up.
- Crew working to get Santa Train set up.
- "Iron Feather" books from Jeff Asay have shown up and are now in the Museum Store. Jeff will be at the 2019 Convention signing books.
- Charlie Spikes got info to Steve Habeck to get fuel card set up with local supplier Sierra Energy, but we were turned down since our monthly volume too low.
- Received two more fundraiser donations for \$25 and \$500. Also received donation of \$2,100 for new mattresses for the Troop Sleeper. Mattresses have been received and placed in Troop Sleeper. Car will need complete cleaning before they are put in place. Steve Habeck is getting plaques made to put in car acknowledging donation.

Financial Reports

- Financial reports provided.
- Financial reports provided.
- We are in winter lean period and hoping for boost from Santa Train.
- Janet Steeper just made \$200 donation.

- Sounds like several people present want to buy “Iron Feather” books and we received more mail orders for books and calenders.
- Getting reports from other museums and non-profits that everyone had a down year financially.

Director’s Reports

- *Vicknair* – written report provided.
 - Discussion about support from Congressman LaMalfa’s office toward Whitman Building and general support for the Society.

Event Reports

- *2019 WP – PCR Convention* – written report provided.
 - Special events and tours for Convention have been announced. List next meeting.

Department Reports

- *General Superintendent* – written report provided.
- *Historical / Archives* – written report provided.
 - Donations still coming in. Someone dropped off package of Archives donations in the last 2 days. John Ryczkowski donating materials. Another slide collection reported to be coming as donation.
- *Train Sheet* – written report provided.
 - Eugene Vicknair volunteered to write Santa Train article. Greg Elems will be taking photos tonight.
- *Webmaster* – written report provided.
- *Facilities* – written report provided.

Committee Reports

- *Election* – written report provided.
 - Committee has been finalized: Matthew Shuman – Chair, Ann Morningstar - Co-Chair, Debbie Lentz - Clerk/Catering Facilitator to the Election Committee

Motion 12-18-04

Accept the Election Committee Report as submitted and confirm their proposed Election Calendar dates.

Cochran / Spikes. Aye – 7, Nay – 0, Abstain – 0. Motion carries.

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Legal / Insurance Report

- Steve Habeck just received 2019 liability policy. Just needs to sign and return forms.

Status of Surplus Property Report

- Having issues with getting UP GP30 849 moved. UP cancelled first waybill. Steve Habeck has spoked to Ray Breedlove. Needs to be inspected by Roseville Roundhouse crew. Waiting on inspection. Loco is now on West Pass track.
- Waiting to hear from Doyle McCormack on waybill for “Magnolia Grove” sleeper. Also out on West Pass track.

Safety Report

- Charlie, Duane and Ethan have been shoveling snow and keeping paths clear.
- Question about water coming in north side of building. Had some in Museum Store 2 weeks ago, not much now.
- Bob Sims asked if window film he put up has stayed on. Reported that it is holding up well.

Public Comments

- David Elems made some light up glass signs from leftover glass shelving that has been sitting around for 20 years. Going to sell them to support the WP F7A 917 restoration.
- Bil Jackson has been making little wood toys. Is going to sell them during Santa Train to raise money for WP F7A 917 restoration.

Notices

- Santa Trains – December 8, 14-15, 21-22

Closed Session – requested by Director Vicknair – 2:54 PM – 3:20 PM

- Legal Issue – Meeker vs. FRRS and Vicknair
- Legal Issue – FRRS vs. ITAC / Kasten
- Business Issue – Fundraising
- Business Issue – Equipment Acquisition

The Board heard a report on a legal issue – Meeker vs. FRRS and Vicknair. No reportable action taken.

The Board heard a report on a legal issue – FRRS vs. ITAC / Kasten. No reportable action taken.

The Board heard a report on a business issue – Fundraising. Consensus direction given. No reportable action taken.

The Board heard a report on a business issue – Equipment Acquisition. Consensus direction given. No reportable action taken.

Adjourn

Meeting adjourned at: 3:22 PM (Habeck / G. Elems)

Next Meeting: January 12, 2019 – 1:00 PM

Location: Habeck Resident - 541 Delleker Road - Delleker, CA

Respectfully Submitted, Eugene Vicknair – FRRS Secretary