

## Board Meeting Minutes

Committee. Director Breitwieser advised that the Annual Membership Meeting will have dessert provided. She asked that everyone bring something toward this that evening.

She reported that Railroad Days is still scheduled for the end of July and that committee has questioned her regarding any special events the Society intends to do. Rod McClure, UP liaison is still waiting to hear back from the Union Pacific with confirmation of the passenger train he is working on. Mr. McClure advised that he would suggest the FRRS pursue attempts to get Thomas the Tank Engine. John Walker advised that it is a huge draw and could result in a potential for a large revenue source.

Director Breitwieser stated that she and Marta Egan attended the WPRRHS convention and sales were approximately \$1,800.

Rod McClure also reported to the Board that he had received a call from a woman in Reno who wished to donate numerous copies of Volume I and II of Railroads of Nevada and Eastern California. These books are no longer in print and have a high resale value. Approximate value per pair is \$250 and is considered the Bible of Railroading for those areas.

### DEPARTMENT REPORTS:

Marta Egan announced she has found a grantwriter and needs suggestions as to what grant this individual can write for. Director Cochran advised there is a \$10,000 grant in Trains Magazine. Ms. Egan stated that we missed a grant opportunity through the UP in March. Gail McClure advised that the grant information only became available in March and that the deadline for application was July with decisions to be made by January of the following year for award that year.

### LEGAL COUNSEL REPORT:

Alan Turner reported that the on going litigation in Illinois has been delayed as opposing counsel has been in trial. FRRS counsel in Illinois anticipates getting the motion for summary judgment before the court during May and if the court grants that motion then the litigation will be resolved in our favor. Mr. Turner advised that in light of the Societies financial position, he did not bill for his services provided in April. Mr. Turner informed the Board that the initial relationship between himself and the FRRS was to be six months and that time has now expired. He will be asking the Board to consider if his continued monthly participation should continue or be modified. Mr. Turner also expressed his appreciation that Fundraising and Surplus Property prominently included on the agenda.

### STATUS OF SURPLUS PROPERTY REPORT:

Director Stiles advised that he has tried contacting the group expressing interest in the Saltair 44 tonner, however, as they are also a volunteer organization their response has been delayed. He will continue to press the issue with them.

### OTHER:

John Walker asked if the Board had received a convention report from the Historical Society. He provided an unofficial report that approximately 129 people were in attendance and was the best turnout ever. Tom Lawlor told Mr. Walker that the conventions cleared approximately \$1,700. Mr. Walker reported that Thom Anderson would like to remain the Historical Society Administrator. A staff meeting was held concerning getting the WPRRHS more involved in the physical property in Portola including at least one annual work weekend and the possibility of them administering the FRRS Railfan Photographer's Day. He also advised he sold approximately \$199 of surplus property at the convention. He asked to be able to retain those monies to cover expenses for the archives car. Lastly, Mr. Walker advised that unless there is objection

from the Board, the FRRS movie screen remains in the care of a friend and member for use in a by-monthly slide show he presents. He stated that if there are any problems with this arrangement he asked that someone let him know.

Judy McGrath asked Director Habeck if he would move the Pioneer out of the shop to place the Hostel in its place to free up the pit as it is not owned by the Society. Director Habeck advised he was not prepared to place the Pioneer outside at this time.

### ADJOURN:

Motion to adjourn moved by Director Vicknair and seconded by Director Stiles. All Directors present voted in favor. Motion carried.

### June 1, 2002

Director Vicknair called the meeting to order at 6:08 p.m. The following directors were present: Frank Brehm, Jan Breitwieser, Kerry Cochran, Norm Holmes, Hank Stiles, Eugene Vicknair. Directors Brimmer, Habeck and President Anderson were unable to attend.

Visitors present: Dave Anderson, Julie Anderson, C. Mark Aston, Lew Barnard, Marta Egan, Gary Hall, Samuel Herschbein, Alan Hirasawa, Barbara Holmes, Clyde Lippincott, Linda Lippincott, Gail McClure, Rod McClure, Judy McGrath, Jack Palmer, Ed Powell, Alan Turner.

### CORRESPONDENCE:

Director Vicknair included a piece of correspondence placed on the WP List newsgroup on the internet that someone felt it would be of interest to us. A firm dismantling 177 Fruit Grower's Express mechanical refrigerator cars in Florida may be interested in donating a number of these cars to interested historical societies across the country. Item referred to the A&D Committee.

Director Vicknair read a letter written by Director Cochran resigning his responsibilities as Membership Chairman effective on or about September 1, 2002. Director Vicknair thanked Director Cochran for his service in this capacity and noted that he had done a very good job. Marta Egan and President Anderson have been speaking with Susan Scarlett regarding assuming the duties associated with membership.

Linda Lippincott asked if a letter had been received from the Donner Pass Gandy Dancers about the model train show to be held at the Shrine Temple, Reno, November 15-17. No one recalled receipt of any such correspondence. A table will be held for the FRRS if interested.

### CONSENT AGENDA:

Minutes – Approval of the minutes of the regular meeting held May 4, 2002.

Financial Reports – Profit & Loss Statement year to date.

There was discussion regarding the lack of financial information, specifically balance sheets. Marta Egan advised that Dan Brady is working on them. Director Holmes expressed his concern regarding the amount of time it is taking to get this information. Ms. Egan stated that some of this information may be able to be obtained from Susan Scarlett. Director Vicknair said he would discuss the concerns with President Anderson and Mr. Brady.

Motion # 02-06-01

## Board Meeting Minutes

Approval of consent agenda and reports as presented. Made by Director Breitwieser, seconded by Director Brehm. All present voted in favor—motion carried.

Judy McGrath indicated she was not aware that the minutes had been approved and requested that the word “would” be substituted with the word “could” on page 14, paragraph 6, line 1. Director Cochran asked if there would be any problem with making the correction by hand since the minutes had already been printed and distributed.

Motion #02-06-02

Acceptance of amended minutes from the Regular Board Meeting of May 1, 2002. Motion made by Director Stiles, seconded by Director Holmes. All present voted in favor—motion carried.

### OLD BUSINESS:

#### REPORT ON QUINCY 3:

Director Holmes reported that the locomotive was moved from the property to Virginia City, Nevada on May 16, 2002. He advised the locomotive is on a six month lease and would continue until a replacement locomotive owned by the V&T is available for service.

#### TRUCKEE RAILROAD DAYS:

Director Vicknair included a copy of his report as the Truckee Railroad Days Liaison as well as the event agreement. The event promoters will again cover all movement and lodging expenses for event volunteers as well as security and insurance. They have advised they will be opening the event 1 day early as a “Children’s Day” to provide tours to local school children but have not provided confirmation they will be providing docents. The event is scheduled for September 6-8, 2002. Additional topics discussed included possible fundraisers tied to the event such as dinners served in some of the cars, refining the statistic gathering process to determine the benefit of participation, and reporting of costs covered by Truckee Railroad Days promoters as an incentive for volunteer efforts/donations. Director Holmes also advised that there is a possibility of a special excursion train from Sacramento to Truckee for the 2003 event should we participate. Director Vicknair asked for the Board to consider, pending confirmation of the contractual agreement proposed, if the FRRS was to participate in Truckee Days 2002.

Motion #06-02-03

Pending administrative and legal review, participation in Truckee Railroad Days authorized to proceed for 2002. Motion made by Director Stiles, seconded by Director Brehm. All present voted in favor with Director Cochran abstaining—motion carried.

#### PURCHASE ORDER POLICY:

Marta Egan stated that the purchase order system had been in place for approximately one month. Discussion began regarding clarification of the policy and its application. In the interest of time, Director Vicknair asked that written feedback be provided to Mr. Hall and Ms. Egan regarding questions/issues and this be revisited at the next meeting. Director Breitwieser suggested a longer trial period would be in order to allow for concerns to be worked through. Item tabled until the next meeting.

#### DIESEL SHOP SPECIAL COMMITTEE:

Director Vicknair advised this issue was continued from last meeting. The Committee reported on recommended changes to be imple-

mented to the east end of the Diesel Shop. Director Cochran questioned where the funding for Phase I and II would fall under. Director Vicknair indicated this would fall under Facilities and that if the expense was not submitted at one time, Dan Brady indicated this would not be a problem. He further advised that the majority of the expense was to paint the floor of the beanery and that paint had been donated by a local merchant.

Motion 06-02-04

Approval of recommendation from the Diesel Shop Special Committee for changes to the east end of the Diesel Shop. Motion made by Director Brehm, seconded by Director Stiles. All present voted in favor with the exception of Director Holmes who objected—motion passed.

### NEW BUSINESS:

BOARD MEMBER ORIENTATION MEETING: Director Vicknair asked for Board direction as to holding a Board Member Orientation Meeting as was done last year. Director Cochran advised that it should be a routine task that should be scheduled each year as new members come on the Board.

Motion 02-06-05

Placement in regularly scheduled business an Annual Orientation and Coordination Meeting prior to the seating of a new Board for Board members and Department Managers. Motion made by Director Vicknair, seconded by Director Brehm. All members present voted in favor – motion carried.

VIA LOUNGE CAR 754: Director Cochran presented a proposal for continued work on the interior of the VIA Lounge Car. This work would not destroy the interior or structural pieces of the interior and would provide a lounge space other than the Operations office for the membership. He requested authorization to move forward completion of the proposed work.

Motion #06-02-06

Authorization of Changes to interior of Via Lounge Car 754 as proposed. Motion made by Director Cochran, seconded by Director Stiles. All present voted in favor—motion carried.

### GOOD OF THE ORDER:

#### PRESIDENT’S REPORT:

There was no President’s Report as President Anderson was absent.

#### DIRECTOR’S REPORTS:

Director Holmes advised that he is a member of the Orange Empire Railroad Museum and had a copy of their collection’s policy from their latest newsletter. He provided copies to all Board members and asked that they review it for possible discussion at the next board meeting.

Director Cochran provided a copy of membership totals and classes. He reported that the membership numbers have not changed substantially since the last report at the beginning of the year. He advised that new membership is offsetting the number of non-renewals. There was additional discussion regarding the requested return service on mailings to membership. It was suggested that this service be discontinued.

## Board Meeting Minutes

Directors Brehm and Cochran are to look into the issue.

Director Stiles said that there have been no restoration projects with the exception of the Via Lounge Car and the RAL locomotives are all up and running.

Director Brehm advised that the Train Sheet is late as a software glitch has required a new key from the software company.

### DEPARTMENT REPORTS:

Director Vicknair advised that work continues on the code violations and updated copies of the facilities report had been included in the agenda packet—copies were made available to any other interested parties. He said that he received a report from several members indicating that hobos had taken up residence in the shower and sleeper cars. It was agreed that diligence in making certain those cars were locked up was in order.

Rod McClure reported that track work continues and 7 Rail should be completed by the day following the meeting and that the tampoer should be arriving shortly after the conclusion of the meeting. Mr. McClure also advised he is concerned there may be an excessive speed problem with some individuals running locomotives as one of the joint bars replaced three weeks ago is broken again. He also said that he has observed some of the RALs going faster than they should. He asked that word go out to the RAL instructors to keep the speed down.

Director Vicknair advised that the direct mail flyer was at the printer and he was awaiting proofs. Gail McClure stated that the funding committee had met on May 19, 2002 and was looking for support for several items. The first was an on-going monthly drawing for an RAL certificate with the cost for tickets being 1/\$2 or 3/\$5 and tickets could be sold through the Gift Shop and Beanery providing revenue with little expense on an on going basis. The second was an opportunity drawing where individuals would receive an entry into a drawing for 20% of the proceeds of ticket sales in exchange for a \$20 donation (tickets limited to 400). The third was Board interest in pursuit of a golf tournament/fundraising dinner at the Feather River Inn, September 22, 2002. Mrs. McClure advised that the committee was asking for authorization to begin the raffle for the RALs, to begin printing the tickets and set up for the opportunity drawing, and board support to pursue and present a complete project with budget for the golf tournament and dinner at the next board meeting. Director Stiles asked if \$100 would be enough to cover the printing costs and was advised it should be. Mrs. McClure offered to cover \$50 of these costs and Ms. Egan volunteered the additional \$50.

Motion # 06-02-07

Authorization to pursue the projects submitted with a budget of \$100. Motion made by Director Stiles, seconded by Director Breitwieser. All present voted in favor—motion carried.]

### COMMITTEE REPORTS:

#### PRESIDENT'S REPRESENTATIVE:

Marta Egan advised that she had submitted for a UP Foundation Grant application and had a grant writer who would be writing it. She also advised that she had spoken with the Thomas the Tank Engine people and had passed the information for it to Gail McClure. She has also gotten the new signs up for the increased pricing. She advised she is continuing work on job descriptions and is waiting on some people for their information.

#### LEGAL COUNSEL REPORT:

Alan Turner advised he had spoken to the legal representative in

Illinois with respect to the Silver Hostel. The dates for hearings on motions are still pending as they have been for the last several months. Mr. Turner advised that when he first began his participation with the Society, his agreement was for a six month period and would need review to see if the relationship was to be continued as well in what form. The Board agreed with Mr. Turner's recommended participation every other month until November when this relationship would be re-evaluated.

#### STATUS OF SURPLUS PROPERTY REPORT:

No report at this time.

Director Holmes advised he was in contact with Scott Franklin regarding the Camp Car at Oroville. Mr. Franklin advised he spoke with the people who own the property where the car is located and he understood that the IRS picked up all the books for the company. Director Holmes further reported that Mr. Franklin suggested it would be to our benefit to get the car out before the property is locked down. He said that Mr. Franklin also advised that another party in Oroville had been contacted by Doug Morgan some time ago and was guaranteed the job of moving the car. Director Vicknair asked that Director Holmes speak with him after the meeting to work out details.

Issue concerning statements made in April 2002 Board Meeting concerning SN 146: Director Vicknair advised Tom Graham requested this issue be placed on the agenda but was not present. Judy McGrath stated that Mr. Graham felt he was misquoted in the minutes of the previous meeting. Gail McClure pointed out he could not have been misquoted as he was not present at the meeting. Gary Hall said that the minutes reflected that Mr. Graham was no longer interested in working on or being involved with the 146 project and that this was not correct. Director Vicknair stated that Mr. Graham's issue did not appear to be with the minutes, but rather with what was said by the individuals present regarding his intent and feelings. Mr. Hall stated that was what he understood Mr. Graham wished to correct. Director Stiles indicated that if Mr. Graham does want to be involved he should speak with Director Stiles and something would be worked out.

#### OTHER:

Rod McClure asked Mr. Hall what the status of the tanks was. Mr. Hall said that the status of the tanks were that the Government/Department of the Army would take them back but that the Society would need to determine what state they are in. Mr. McClure advised that he would let Mr. Hall know by next meeting if the tanks run or not with the assistance of Alan Hirasawa.

Mr. Lippincott advised that he had upgraded his membership from historical to full membership, but had only received one Train Sheet from January or February, and had never received a ballot. Director Cochran advised he had already spoken with Mr. Lippincott earlier and told him he review the membership records.

Mr. McClure stated that there were four boxcars on the end of Rip 4, next to the fence. Two of the cars have their doors open, are full of lumber and present a fire hazard. Ms. McGrath advised she was going through Hap Mani's cars to clean them out. Mr. McClure advised that the two cars with lumber need to be cleaned out as soon as possible.

#### ADJOURN:

Motion to adjourn made by Director Stiles, seconded by Director Cochran. All present voted in favor – motion carried. Meeting adjourned at 8:05 p.m.

Respectively Submitted  
Gail A. McClure