

*Spikes* – Reno Forklift is donating a shooting boom forklift, a lift with a 40' telescoping boom. George Pimpl is the owner and is arranging the donation.

*Vicknair* – Director Vicknair donated all design work, printing and materials for the new train ride tickets and the RAL certificates and donated one of the new ticket punches.

### Event Reports

*WPRRHS Convention Report* – written report provided

- Convention went well. Found some good synergies between the SP&S Society and FRRS.
- Presentations on NCE and Oregon Trunk construction, freight cars for both railroads, etc.
- Reported profit from Convention was \$3491.92.

### Department Reports

*Website* – Redesign in progress, status given.

### Status of Surplus Property Report

*Southern Pacific SD9 4450* – Arizona State RR Museum is moving ahead with acquisition of 4450.

### Safety Report

Concerns about people parking in the Fire Lane on the north side of the building.

### Notices

- June 4 is the Membership BBQ and Annual Membership Meeting
- Eastern Plumas Chamber of Commerce wants to have a mixer at the museum.
- A movie producer came by the museum and was scouting locations for an upcoming independent film. Asked about possible use of the museum and equipment. Director Carter gave him a tour of the museum and answered questions.

### Closed Session

Meeting adjourned to closed session at 3:33 PM and reconvened to open session at 4:13 PM. Director Vicknair reported following the closed session:

"The Board heard a report on a Legal Issue – FRRS v. Morgan. Consensus direction given, no action taken.

The Board heard a report on a Legal Issue – FRRS v. Kasten / ITAC. No action taken.

The Board heard a report on a Business Issue – Off-Site Event. Consensus direction given. No action taken.

The Board heard a report on an Equipment Issue – Equipment Donation Possibility. Consensus direction given. No action taken."

## July 2011 Board Meeting Motions and Actions Summary

### Closed Session

Meeting adjourned to closed session at 4:13 PM and reconvened to open session at 4:31 PM. Director Vicknair reported following the closed session:

"Several issues were uncovered in the 2011 Election. They were:

An instructions error occurred that resulted in several members not receiving ballots and others receiving ballots improperly. The error percentage is calculated to be 8% in the mailing. Based on our return rate, the error percentage is about 3%. This is not considered to be a high enough percentage to have affected the outcome. The Board will hold a vote on whether to accept the election or hold a revote.

Two candidates, Charlie Spikes and Bart Hansen, were found to have issues with their membership status that violated section 4.04 of the FRRS By-Laws, Board Eligibility. As a result, Bart Hansen's candidacy was found to be invalid and Charlie Spikes' candidacy will be put to a vote of the Board.

Changes to the election procedures are being addressed to prevent similar issues from reoccurring."

### Motion 11-07-01

That Charlie Spikes was ineligible for election in the 2011 General Election due to not meeting the membership requirement in By-Laws section 4.04. Vicknair / Holmes. Aye - 4, Nay - 0, Abstain - 3. Motion carries. Charlie Spikes is removed from the Board.

### Motion 11-07-02

The Board acknowledges that an instruction and procedure error occurred in the 2011 General Election, but that did not affect the overall outcome and therefore, the Board accepts the results of the election. Vicknair / Holmes. Aye - 4, Nay - 0, Abstain - 2. Motion carries.

### Installation of New Board for 2011-2012

Director McClure is reelected  
Director Cochran is elected  
One seat is vacant

### Motion 11-07-03

#### Consent Calendar

Motion to accept consent calendar and the minutes of

the June 2011 meeting.  
Brehm / Carter. Aye – 7, Nay – 0, Abstain – 0.  
Motion carries.

#### **Motion 11-07-04**

##### Equipment / Archive Donation Expenses

Discussion relating to expense for a major donation being made to the FRRS that must be transported from Southern California

Motion to approve expenses of no more than \$12,000 from line item 52010 - Transportation.

Vicknair / Carter. Aye – 7, Nay – 0, Abstain – 0.  
Motion carries.

#### **Changes to Election Procedures**

Written report presented reviewing errors and proposed corrections.

There will be an overall review of Election procedures.

Election issues will be reviewed and presented for approval at future meeting.

#### **Sale of Southern Pacific SD9s 4404 and 4450**

Contract for sales have been approved by legal review. An issue has occurred due to UP movement policies. These are under review. Sale is tabled until these issues are resolved.

#### **President's Report**

- There was a collision between an RAL locomotive and the caboose train. There was 1 injury. Insurance and FRA were notified. Full investigation is under way. Injury is being dealt with. We will need to modify and are modifying our procedures. No rise in insurance costs is expected.
- Kerry Cochran is being appointed General Superintendent of Operations and will work with current Ops Director Bill Parker to improve our operating procedures.

#### **Museum Manager's Report**

- Written report provided.
- Visitor levels are staying steady throughout the day. The largest consistent complaint I am getting about admissions is the lack of a "Senior Discount".
- Thursday the 14th of July from 5:30 pm until 8:00 pm, we are hosting the Eastern Plumas Chamber of Commerce's monthly mixer at the museum. For this event, we have to provide Hors d'œuvres. This is a PR event for us to get the area merchants that attend these down to the museum.
- July started off with a good solid financial boost. In the period between July 1 and July 4 end of business we did just short of 10,000 gross revenue from all sources. The bulk of this was a near \$5,000.00 day July 4th when we hosted a 2 busload NMRA tour.

- Our first day of the NTS show today (7/8) was \$2,015.00 gross sales.
- Portola city Manager Jim Murphy has retired effective June 30, 2011

#### **Financial Reports**

- Financials provided.
- June 2011 – total income \$25,547, expenses \$17,844, net income \$7,703
- Made some modifications to the budget that will require Board approval. Increased merchandise \$5000, moved some money between accounts, reduced legal expenses by \$4000. Budget should be a small surplus by end of year. Motion to accept modified mid-year adjusted budget. (Vicknair / Brehm) Aye - 7, Nay - 0, Abstain - 0. Motion carries.
- Reviewed numbers for April and May operations. Recommending that we review operations options within Business Practices Committee due to losses in those months. Need to review and recommend ways to improve fiscal operations in April and May.
- 2011 expenses have been running higher than 2010.
- Recommendation that, if FRRS wants to improve and grow, there needs to be more aggressive fundraising, led by the Board of Directors.

#### **Event Reports**

- *Colfax Railroad Days* – we have been invited to attend 2nd weekend of October. There are things that would need to do if this were to happen.
- *Portola Railroad Days* – next Saturday is a fundraising yard sale at Jimmy's Roadhouse. Items include furniture and other assorted "treasures". Following Saturday will be fundraising concert in the park 5:30 PM – 10:00 PM. Program is going to print. New this year will be a Mountain Man reenactment show. Discussion about meals on property for train passengers and dining in town. Opinion expressed that communication between city, FRRS and RR Days Committee is much improved.
- *Portola RR Days Train* – questions about handling of train. Want to have WP 2001 on point for return. James Mason will be providing schedule of operations charges to Chris Skow. Train will be 14 cars. Suggestion to raffle cab rides in the 2001 on return trip if okay with UP.

#### **Department Reports**

- *Membership* – review of membership application procedures. Report on current status of review.
- *Website* – update in progress, new pages being coded. About 500-600 hours have been spent on update so far. Will be meeting with John Walker, Frank Brehm and Mike Mucklin to discuss display / posting of archives materials.

**Closed Session**

Meeting adjourned to closed session at 6:10 PM and reconvened to open session at 6:35 PM. Director Vicknair reported following the closed session:

"The Board heard a report on a Legal Issue – FRRS v. Morgan. Consensus direction given, no action taken.

The Board heard a report on a Legal Issue – FRRS v. Kasten / ITAC. No action taken.

The Board heard a report on a Business Issue – Off-Site Event. No action taken.

The Board heard a report on an Equipment Issue – Equipment Donation. Consensus direction given. No action taken."

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## August 2011 Board Meeting Motions and Actions Summary

**Officer Elections**Nominations for President

Rod McClure (Brehm / Carter)

Nominations closed

Aye - 6, Nay - 0, Abstain - 0. McClure wins.

Nominations for Vice-President

Steve Habeck (Holmes / Cochran)

Nominations closed

Aye - 6, Nay - 0, Abstain - 0. Habeck wins

Nominations for Secretary

Eugene Vicknair (Brehm / Carter)

Nominations closed

Aye - 5, Nay - 0, Abstain - 1. Vicknair wins.

Nominations for Treasurer

James Mason (Vicknair / Holmes)

Nominations closed

Aye - 6, Nay - 0, Abstain - 0. Mason wins.

**Appointment of Managers, Department Heads and Committee Heads**

Seth Adams is no longer Assistant CMO

Kerry Cochran is now General Superintendent of Operations

Matt Parker is now in charge of Advertising

All others remain

**Motion 11-08-01**Equipment Sales

Discussion about status of proposed surplus equipment sales.

Motion to approve draft contracts and grant authority to negotiate and finalize deals for the listed equipment to President McClure.

Carter / Brehm. Aye - 6, Nay - 1, Abstain - 0.

Motion carries.

**Motion 11-08-02**Social Media Coordinator

Tabled from June Meeting

Recommendation to appoint single person to manager all on-line social networking for FRRS, including Facebook, YouTube, etc.

Review of concerns about what gets posted and how it is handled.

Discussions about security and liability concerns.

Motion to create and approve the position.

Vicknair / Cochran. Aye - 7, Nay - 0, Abstain - 0.

Motion carries.

Suggestion to appoint Dustin Carter and request he put together the program and guidelines on how to post and preserve security and prevent liability. Consensus given to appoint Dustin Carter. He will work with Kerry Cochran on security and liability.

**Motion 11-08-03**Approve Signers for FRRS Accounts

Board needs to approve signers for the investment account.

Motion to appoint signators for the investment account held by RBC in Reno. The approved signators are Steve Habeck and John Walker.

Brehm / Carter. Aye - 7, Nay - 0, Abstain - 0.

Motion carries.

**Motion 11-08-04**Changes to Membership Processing Procedures

Due to continuing errors / issues with membership, Membership Chair Vicknair conducted a review of processing procedures.

Written report provided. Discussion about recommendations for greater oversight and more formal procedures.

Question about difficulties with processing Life Membership time payments.

Consensus to adopt main recommendations.

Membership Chair Vicknair will work closer with Kerry Cochran on policies.

Suggestion to offer term memberships.

Motion to table until future meeting for further review.

Holmes / Brehm. Aye - 7, Nay - 0, Abstain - 0.

Motion carries.

**Motion 11-08-05**Colfax Railroad Days

Written report submitted.