

**Feather River Rail Society
Board of Directors Meeting – May 10, 2014 – 4:00 PM
WPRM Meeting Room – Portola, CA**

President Rod McClure called the meeting to order at 4:08 PM.

The following Directors were present:

Tom Carter	Kirk Baer	Eugene Vicknair
Wayne Monger	Charlie Spikes	Kerry Cochran (phone)
Greg Elems	Gail McClure	

Attendance

Bob Sims	Dave Roth	Matt Shuman – Election Chair
Rick Gruninger – Insurance Adviser		Alicia LaBreque
Ron Huey – Election Committee		Ed Wagner
Debra Baer	Matt Elems	David Elems

Correspondence

- *Monger* – Contacted by Lisa Stark of Union Pacific, has been invited to Union Pacific Foundation grant award ceremony along with Debra Baer at the Rocklin Amtrak Station on Friday, May 16.

Consent Calendar

Minutes of the April 2014 BOD Meeting

Motion 14-05-01

Motion to accept the April minutes as presented.

G. McClure / Spikes. Aye – 8, Nay – 0, Abstain – 0. Motion carries.

Old Business

Speeder Event for 2014 Portola Railroad Days

- Written report provided.
- NARCOA (North American Railcar Operations Association) will be carrying insurance for Portola RR Days speeder operations once we finalize details.
- We will also need to carry our own insurance endorsements.
- Question about can we operate FRRS owned car as part of event. Car has some issues to operate.
- Kerry Cochran suggested that balloon track gauge be checked before speeder event.

Membership Pins

- Written report provided.
- Request to fund project previously approved by Board.

Motion 14-05-02

Motion to accept the report and recommendations and approve expenditure not to exceed \$850 from line item 67184 – Membership Expense.

G. McClure / Vicknair. Aye – 7, Nay – 1, Abstain – 0. Motion carries.

New Business

2015 Military Vehicle Show

- Review proposal for fundraising event at museum in 2015.
- Written report provided.
- Suggestion to start planning in 2015 for event in 2016.
- Discussion about nature of event and other similar events currently being held.
- Consensus direction to start exploring event for 2016.

Rebuilding of Wood Shop Bay

- Discuss funding proposal for partial rebuilding of museum wood shop.
- Written report provided.
- Changing request to \$1000 from general fund, on funds available.
- Bob Sims offered to donate some funds to cover expenses once he discusses plan with Director Vicknair to keep funds from hitting general fund.

Motion 14-05-03

Motion to accept the amended report and recommendations and approve expenditure not to exceed \$1000 at this time for Phase 1 from line item 70005 · Building Maintenance-Shop.

G. McClure / Carter. Aye – 8, Nay – 0, Abstain – 0. Motion carries.

Property Donation

- Discuss offer to donate lot in Portola to Society.
- Written report provided.
- Question if there are utilities to the lot and if there was a structure once on the property.
- Recommendation to tear down small shed currently on property.
- If shed is torn down, we can probably add to liability policy for no cost.
- Estimated tax is about \$78 annually.
- Consensus direction to pursue and report back at next meeting, including answering questions about utilities and prior structures.

Railroad Alaska TV Show

- Review proposal from Discovery Networks to partner with FRRS for promotion.
- Written report provided.
- Discovery Network wants to partner with FRRS to cross-promote “Railroad Alaska” TV show.
- We would receive promotion on Discovery Network websites / blogs in exchange for promotion in our publications and websites.
- Want to work with 3 museums, we have been chosen as museum on west coast.
- Would also promote us via a feature on Destination America channel.
- No funds to change hands, no cost to FRRS.
- Would like to premier second season of show at the museum as a public screening. Would be in October.
- Director Carter would like authority to negotiate and sign contract on behalf of Society.
- Contract to be provided to legal for review.

Motion 14-05-04

Motion to accept the report and give Director Tom Carter authority to negotiate and sign contract with Discovery Networks with caveat that contract be provided to Board Members and legal counsel via email and, if there are objections, to be discussed at the next meeting.

G. McClure / Spikes. Aye – 6, Nay – 0, Abstain – 2. Motion carries.

Good of the Order**President’s Report**

- Items covered under other reports of in closed session.

Director’s Reports

none

Financial Reports

- Reports provided
- Noted that house on Fourth Street is still being shown as asset. Will review with bookkeeper.

Event Reports

2014 Historic Convention – Wayne Monger is now co-chair of convention, replacing Scott McAllister. Formal thank you to Scott for his help. Nailing down last details before advertising. August 15-17.

Department Reports

Funding – over \$17,000 received so far in Spring Fundraiser. NRHS grant submitted, Dailey foundation grant in progress.

Archives – written report provided

Committee Reports

Election – written report provided. Total ballot count received is 252, about 27% return. 869 total ballots mailed out. 132 Family / Family Life received two ballots. Board needs to appoint tellers. Names put forward are:

Debbie Reynolds, Stephanie Parker, Rick Gruninger. Ballot count will be held in the Silver Debris which will be off limits during count. No requests for nominee observers. Secretary to provide roster for validation of write-in nominees.

Legal / Insurance Report

none

Status of Surplus Property Report

none

Safety Report

- Request to keep fire lane on north side of diesel shop clear of vehicles.
- Reserved spaces to be marked and signed along north side.
- We will be placing flammables cabinet between wood and metal bays.

Public Comments

Rick Gruninger – Expressed how much he appreciates financial report that Treasurer McClure has been providing.

Debra Baer – Question as to why there were not track changes listed in the by-laws that were sent for vote.

Answer – The members who put forth the by-laws wanted the membership to completely review the bylaws, not just what was being changed.

David Elems – Requesting articles for the Train Sheet.

Bob Sims – Has two artifacts to donate: white and green signal flags and caboose first aid kit. Also brought up photo book the he is donating. The Board thanks Bob for his on-going donations.

Notices

- Annual Meeting and Dinner next month on June 7.
- Will review time for August Board Meeting next month due to conjunction with Railroad Days.

Closed Session – requested by President McClure and Director Vicknair.

Motion 14-05-05

Motion to add two items to Closed Session as items of urgency: Business Item – Excursion Train and Property Item. Both are informational.

G. McClure / Carter. Aye – 8, Nay – 0, Abstain – 0. Motion carries.

Adjourned to closed session 5:34 PM and reconvened to open session at 5:43 PM

“The Board heard a report on a Legal Item – FRRS v. Kasten. No action taken.

The Board heard a report on a Business Item – Excursion Train. No action taken.

The Board heard a report on a Property Item. No action taken.”