

Feather River Rail Society
Board of Directors Meeting – January 14, 2012 – 1:00 PM
WPRM Meeting Room – Portola, California

Vice-President Steve Habeck called the meeting to order at 1:08 PM.

The following Directors were present

Frank Brehm - phone	Kerry Cochran - phone	Steve Habeck	Norm Holmes
Eugene Vicknair	Wayne Monger	Tom Carter - phone	Rod McClure (arrived 2:08p)

Attendance

James Mason – Treasurer
Rick Gruninger
Ed Wagner
Gail McClure
Matt Parker – arrived 2:08 PM

Correspondance

Fundraiser – good initial surge then slowing down. Over \$11,000 processed so far.

Consent Calendar

Approve minutes of the December 2011 BOD Meeting and December 2011 Special Meeting
Motion 12-01-01
Accept Consent Calendar as presented.
Vicknair / Monger. Aye - 6, Nay - 0, Abstain - 1. Motion carries.

Old Business

Strategy Planning Meeting

- Written report provided.
- Concensus to hold the meeting Feb. 11 at 6:00 PM after Board Meeting in Roseville.

Meeker Collections Donation Contract

- Written report and preliminary contract provided.
- Donation will be a fractional donation over 10 years.
- Agreement was drafted by Director Vicknair with input from Director Monger after meeting with Dr. Cheryl Meeker. Agreement is currently out for legal review.
- Several items included at request of Dr. Meeker and required by fractional donation law.
- Two collections are being donated: WP Corporate Collection and Ken Meeker Photo Collection.
- Both collections has a no sale / deaccession clause.
- Director Monger has already completed a preliminary inventory on the Corporate Collection.
- Photo Collection is currently being scanned by Dale Sanders. Will be given to FRRS on March 11 or 12, 2012 along with scans.
- Questions about insurance, signatory on contract, revenue generation from collection.

Motion 12-01-02

Motion to approve the agreement as presented (version C) and designate Director Vicknair and Director Monger as signators on behalf of FRRS, pending legal review.
Cochran / Brehm. Aye - 7, Nay - 0, Abstain - 0. Motion carries.

Revise Investment Signatures

- John Walker would like to not be on RBC account.

- Frank Brehm will be placed on account.

Motion 12-01-03

Motion to replace John Walker with Frank Brehm on RBC account.

Vicknair / Carter. Aye - 6, Nay - 0, Abstain - 1. Motion carries.

New Business

Tool Loan Request

- Written report provided.
- We have received a written request from Folsom RR Museum to borrow tools from us.
- Director Cochran pointed out that we have a draft policy to not loan tools personally or organizationally.
- Motion made in June 2007 to create policy, but will of Board is to not loan.
- Based on draft policy and past practice, the Board gives consensus direction to respectfully deny the request.

Recommendations of Collection Committee

- Written report provided.
- Noted that some items are already up for deaccession and some have already been scrapped, sold or removed.
- Correction: the O&NW locomotive listed should actually be O&WN 3 / SP 5274
- Correction: RPO is UP 5810
- Noted that some engines are in RAL service now and possibly future RAL.
- Consensus to accept report and table to February.

Modifications to Admission Policy

- Written report provided.
- Discussions about possible pushback from city concerning Railroad Days admission, expectation that attendance would drop dramatically.
- Opinion that we should have capturing admission from Railroad Days as a policy, but can negotiate how that is accomplished.

Motion 12-01-04

Motion to accept Admission Recommendations with caveat that we explore Railroad Days admission more in future.

Vicknair / Monger. Aye - 7, Nay - 0, Abstain - 0. Motion carries.

Good of the Order

President's Report

- Flat car "Big Red" is back from CSRM. IR loco unloaded successfully. Will be cleaned up and put in main building at backshop. Chains and tiedown gear for car will be picked up in early spring.
- WP 1503. UP removed SmartStart system which resulted in some disconnected wiring.
- Rod McClure, Gail McClure and Rick Gruninger looked at RAL costs and did full financial analysis. We need to look at raising RAL prices soon. Now looking at caboose train costs.
- RAL Rule Changes: 18 and older only. All RAL guests must have a seat. No caboose train moves while RAL is in operation.
- Insurance went up \$960 this year.

Financial Reports

- Written report and financials provided.
- 2011 Year End Report still being worked on.
- Cash is tight. \$7100 in operating account.
- Need to look at total costs for off-site shows, including incidental and secondary costs.
- Request that Directors increase their involvement in fundraising and income generation.
- Legal issues with Morgan v. FRRS lawsuit and Hospital clean-up costs hit our finances hard.

- Soliciting suggestions to reduce expenses. Board broke into small work groups to examine budget and come back with change suggestions.
- We will look more at fundraising in February.

Director's Reports

- *Holmes* - Norm checked with State Farm and they would not insure vacant, but would insure rented or pending rental. Received suggested comparable of \$28,000 to \$32,000.
- *Vicknair* – addition: Rick Gruninger researched insurance on donated house. House is not currently insurable on personal policy due to ownership by commercial entity. Our carrier will not insure a vacant residence, will insure rented property. Rick is checking with other carriers and providers.
- Suggestion to insure the Hospital vacant property under liability section of insurance. Consensus to proceed with that suggestion.
- Thanks to Norm and Eugene for their work on the house.

Event Reports

- *WPRRHS Convention* – There will be no convention this year, focusing on 2013 Elko.

Department Reports

none

Committee Reports

- *Business Practices Committee* – written report provided.

Legal Counsel Report

none

Status of Surplus Property Report

- *SP 4404, MILW 5057, O&NW 3* – “Big Red” flat is not long enough for moving O&NW 3. Need 60 foot or longer car.

Safety Report

none

Public Comments

none

Notices

none

Closed Session

The Board heard reports on a Legal Issue, FRRS v. Kasten / ITAC and a Donation Issue, Meeker Collections. No action taken.

Adjourn

Meeting adjourned at: 3:38 PM
 Next meeting: Saturday, February 11, 2012 – 1:00 PM
 Location: Orchid Suites Conference Room
 Roseville, California

Respectfully Submitted,
 Eugene Vicknair
 Secretary, FRRS