

**Feather River Rail Society
Board of Directors Meeting
November 1, 2003
1 pm
The Stanford Gallery, California State Railroad Museum
Sacramento, California**

President Rod McClure called the meeting to order at 1:05 p.m. The following directors were present:

Frank Brehm	Kerry Cochran	Norm Holmes	Gail McClure
Hank Stiles	Eugene Vicknair		

Directors Andy Anderson, Steve Habeck, and Wayne Monger were unable to attend.

Staff present:

Thom Anderson, Manager, WPRRHS	Rod McClure, President
John Walker, Museum Manager	

Visitors present:

Barbara Holmes	Ed Wagner
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Correspondence

Director Vicknair reported he had received a few e-mails requesting information on the WPRRHS website (why still down) and the FRRS website (updates). President McClure informed the board that the WPRRHS website is up, but the server was not responding properly to the old html website address. Work is in progress to correct this problem. He also advised that he has been in contact with the FRRS webmaster and has provided a deadline of 30 days to update the site.

Consent Agenda

1. Minutes – Approval of the minutes of the regular meeting held October 4, 2003.
2. Financial Reports – Profit and Loss Statement and Balance Sheet through October 31, 2003.

Motion # 03-11-01 -- Approval of consent agenda reports as presented. Motion made by Director Vicknair, seconded by Director Cochran. All Directors present voted in favor. Motion carried.

President McClure advised he was working with Treasurer Dan Brady regarding a draft budget to present for finalization at the December or January meeting.

Old Business

Magnolia Tower

Director Vicknair provided a written report. Vic Neves has been speaking with City of Oakland representatives. No definitive commitment has been provided by them at this time. Kewit Construction has given written notice that the tower must be removed from the Amtrak property by November 15, 2003. Mr. Neves also spoke with the owner of the 16th St. tower who has given permission for us to store the building there indefinitely, however, we would still remain responsible for disassembly and transport. Director Vicknair and President McClure would both recommend that if the tower must be disassembled anyway, it should be transported to Portola.

Motion # 03-11-02 – Affirmation that the will of the Board is to negotiate with Coots Construction for the disassembly and transport of Magnolia Tower to Portola, per original contract with same. Motion made by Director Vicknair, seconded by Director Brehm. All Directors present voted in favor. Motion carried.

President McClure requested the Director Vicknair contact both Kewit Construction and Coots Construction to coordinate disassembly as soon as possible.

Volunteer Lounge Layout

Museum Manager John Walker reported that Micky Housel has been working on the tear out of the former "Silver Debris" in preparation for remodeling of the interior of the car. Director Vicknair requested Board feedback on the Volunteer Lounge layouts presented at the previous meeting. Discussion ensued and the general consensus of the Board was that layout #1 with the kitchen from layout #4 was preferred.

Motion # 03-11-03 – Acceptance of report and authorization to proceed on remodeling of former "Silver Debris", per layout agreed upon by the Board, and with an additional budget of \$6,000 on a funds available basis, and with funding from budget line item 70020 – Facilities—Lounge, Sleeper and Shower Car. Motion made by Director Brehm, seconded by Director McClure. All Directors present voted in favor. Motion carried.

President McClure asked that Director Vicknair investigate the cost for paint both the "Silver Debris" and "Silver Shower" into original WP MoW paint schemes for presentation at the next meeting.

New Business

2004 Calendar

Director Vicknair presented the 2004 Calendar for review of the Board, including changes submitted since its original presentation at the previous meeting. Discussion ensued regarding minor date adjustments, extended operating season with standby crew, and changes to Railfan Photographer's Day Schedule. Director Stiles requested the inclusion of an additional Locomotive Maintenance Clinic for the weekend of September 4-5, 2004. There was additional discussion regarding hours of operation.

Motion # 03-11-04 -- Acceptance of 2004 Calendar as presented, with inclusion of additional September Locomotive Clinic and with Railfan Day to be determined later in the meeting. Motion made by Director McClure, seconded by Director Stiles. All Directors present voted in favor with the exception of Director Brehm who abstained. Motion carried.

Good of the Order **WPRRHS Report**

Thom Anderson, Manager of the Western Pacific Railroad Historical Society provided a summary report of the activity of the WPRRHS. The latest edition of The Headlight was out and they were working diligently on getting their third edition out prior to the end of the year. He also advised Bruce Petty had received inquiries regarding advertising in The Headlight. They will be working on a rate schedule based on similar publications.

At the direction of President McClure an Ad Hoc Advertising Policy committee is to be formed and is to include Directors Brehm and Cochran, John Walker and Thom Anderson. They will create an Advertising Policy for presentation to the Board.

Mr. Anderson also reported that Frank Beavers continues to plan and promote the WPRRHS Convention to be held in Reno-Sparks, NV in April 2004.

Mr. Anderson presented his budget requests including an appropriation in the amount of \$2,500 for the purchase of a secure display cases for the Display room.

President McClure thanked Mr. Anderson for his guidance and hard work in keeping the WPRRHS on track specifically with regard to having three issues of The Headlight in publication as promised this year. Director McClure echoed these sentiments as did Mr. Walker.

There was further discussion regarding the California Zephyr excursions to be run by Chris Skow in conjunction with the convention. Concerns remain regarding the Society's ability to provide equipment for the consist.

President's Report

President McClure provided the following reports:

WP 705 – Locomotive is currently in Cheyenne, WY inside the UP Steam Shop. Work is being done regarding air problems. Once repairs are complete and AEI tags corrected, it will be on its way home to Portola. Other than these minor problems, locomotive appears to be in extremely good shape mechanically.

Tanks – One tank has been removed from the property and has been delivered to its new home with a Military Museum at the City of Pittsburg, CA. Tankcom reports they are working on paperwork to transfer ownership of the remaining tank. President McClure spent over 29 hours with the assistance of Sara Eidman and John Walker moving and loading the tank for the Department of the Army.

Quincy 4 – Our flatcar is currently at the Quincy mill and loading ramp is to be built second week of November. Hopefully, the locomotive should arrive Portola by second week of December. SP 2873 is in Quincy and performing flawlessly while repair work progresses on their Quincy 5.

Milwaukee Road Historical Society – We received a donation in the amount of \$500 from the MRHS through the efforts of Dan Brady. Our Milwaukee unit is in desperate

need of a paint job, batteries and mechanical work. Director Stiles indicated the unit has potential for placement in our RAL program. President McClure was directed to contact the MRHS and advise them that there is question regarding the future of the locomotive at Portola to allow them the opportunity to withdraw the donation if they feel it necessary. There was also discussion regarding working in conjunction with a suitable Milwaukee Road Museum to restore the locomotive in Portola and hold in trust, and use at our discretion, until they are able to develop the facilities and resources to properly house/care for the engine. President McClure asked that these concerns be on the agenda for the next meeting for resolution.

Ken Roller – Mr. Roller turned in his keys and has advised he will not be returning to the property. Due to the sensitivity of issues surrounding Mr. Roller, President McClure felt it needed to be brought to the specific attention of the Board.

Director's Reports

Director Cochran reported that his work on sorting through the contents of Hap Mani's cars continues and progress has been made. Due to the sheer volume of items in the cars, this is not a short-term project and work will continue into next year.

Director Stiles requested that the Closed Session be moved up on the agenda.

Closed Session – Moved up on agenda due at the consensus of the Board. Meeting adjourned to closed session at 2:35 p.m. and re-convened to open session at 3:02 p.m. President McClure reported that equipment issues were discussed, however no action was taken. Consensus direction regarding same was provided to the President by the Board.

Director Stiles departed the meeting at 3:03 p.m. Break: 3:03 p.m.-3:14 p.m.

Department Reports

Maintenance of Way – President McClure reported there are 14 ties to be replaced under the #2 switch before Santa Trains are run. He asked that anyone available to help please do so as it is hard work and requires a great deal of manpower to accomplish. All of the switches in the yard are beginning to show signs of similar deterioration and ties will also need to be replaced as they become a hazard to operations.

Museum Manager – John Walker provided written reports regarding happenings at the facility, along with a discussion of gift shop finances. Overall, the facilities appear to be in good shape as we come into the winter season.

Funding Department – Director McClure reported a grant submission to the UP Foundation for ADA improvements and awaits additional projects to request funding for. She also reported President McClure had made contact with a key member of NARF who recommended we submit a grant to their organization for a sizable amount.

Facilities Manager – Director Vicknair reported that deck code compliance work has continued over the last couple of months. He will also be around the middle of

November to winterize the building and has been lining up the people and contractors needed to have the walkway work completed by opening season.

Committee Reports

Zephyr Project – Director Vicknair advised that we have received most of the metal needed to replace the name boards on the Silver Hostel and vinyl lettering was donated (unfortunately, they were done in italics, but are in the process of correcting this). The subfloor was pulled out of dome and new subfloor was cut. He also had a very productive meeting with a company called Freetech Plastics who are, at no cost, assisting him in develop the hot forming techniques required to do Lexan windows for the dome. They have also located a source of Lexan material that is far more scratch resistant than anything being used now. They are confident we will be able to have FRA compliant windows that look just like the original window for a lower cost than glass with a longer life than currently available cold-bent Lexan.

Membership – Director Brehm provided the following membership report breakdown both domestically and internationally. He asked for and received input regarding comp memberships.

Publications – Director Brehm apologized for late publication of The Train Sheet but advised it is at the printer and should be mailed shortly. He advised that next year will include some issues of The Train Sheet with color. He also reported that he had spoken with Jeff Asay, author of a book on time tables and operations of the WP in the early years and has received permission to reprint the book. Mr. Asay has also agreed to update the text and possibly photos for the book. He also advised Director Brehm that he has some WP memorabilia he is willing to donate for our archives.

Railfan Photographer's Day – Director McClure requested input from the Board regarding continuance/timing of the event. Under consensus direction of the Board, the event will not be held during 2004 season, but will be scheduled for Spring 2005. Schedule will be determined next year and is to be on the March agenda along with discussion of the FRA Symposium sponsorship.

Other

Election Committee

Director Cochran reminded the Board that we have missed a critical date with respect to the Elections Committee, that being naming of the Committee members. It was recommended that Ed Wagner be seated at the Committee Chair.

Motion # 03-11-05 – Addition of demonstrated item of urgency and need for immediate action on the part of the Board with respect to Elections Committee and nomination/election of FRRS directors. Motion made by Director Cochran, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

Motion # 03-11-06 – Confirmation of Ed Wagner as Election Committee Chair. Motion made by Director Vicknair, seconded by Director Cochran. All Directors present voted in favor. Motion carried.

Legal Counsel Report

No report at this time.

Status of Surplus Property Report

No report at this time.

Safety Report

Director Cochran reminded all that if any safety issues of a serious nature is discovered at the museum, please let John Walker know right away. He has noted a marked improvement regarding some of the housekeeping issues. It is important that everyone take steps to mitigate any safety/hazard issues.

Adjourn

Meeting adjourned at 3:56 p.m.

Next meeting: Saturday, December 6, 2003

Location: Volunteer Lounge/Old Gift Shop

Portola, CA

Respectively Submitted

Gail A. McClure

Motions and Actions Summary

Motions Passed

- Consent Motions – Motion 03-11-01

Minutes – Approval of the minutes of the regular meeting held October 4, 2003.

Financial Reports – Approval of Profit and Loss Statement and Balance Sheet through Oct 31, 2003.

- Motions

Motion 03-11-02.. Magnolia Tower

Affirmation that the will of the Board is to negotiate with Coots Construction for the disassembly and transport of Magnolia Tower to Portola, per original contract with same. Motion made by Director Vicknair, seconded by Director Brehm. All Directors present voted in favor – Motion carried.

Motion 03-11-03.. Silver Derbis/Volunteer Lounge

Acceptance of report and authorization to proceed on remodeling of former "Silver Debris", per layout agreed upon by the Board, and with an additional budget of \$6,000 on a funds available basis, and with funding from budget line item 70020 – Facilities—Lounge, Sleeper and Shower Car. Motion made by Director Brehm, seconded by Director McClure. All Directors present voted in favor – Motion carried.

Motion 03-11-04.. 2004 Calendar

Acceptance of 2004 Calendar as presented, with inclusion of additional September Locomotive Clinic and with Railfan Day to be determined later in the meeting. Motion made by Director McClure, seconded by Director Stiles. All Directors present voted in favor with the exception of Director Brehm who abstained – Motion carried.

Motion 03-11-05.. Urgency Item Addition

Addition of demonstrated item of urgency and need for immediate action on the part of the Board with respect to Elections Committee and nomination/election of FRRS directors. Motion made by Director Cochran, seconded by Director Vicknair. All Directors present voted in favor – Motion carried.

Motion 03-11-06.. 2004 Election Committee Chair

Confirmation of Ed Wagner as Election Committee Chair. Motion made by Director Vicknair, seconded by Director Cochran. All Directors present voted in favor – Motion carried.

Actions and Notices

- There was discussion about correspondence concerning the WPLives.org website not being updated and the WPRRHS.com website being unavailable. Directions were given to remedy these situations.
- President McClure advised he was working with Treasurer Dan Brady regarding a draft budget to present for finalization at the December or January meeting.
- Thom Anderson, Manager of the Western Pacific Railroad Historical Society provided a summary report of the activity of the WPRRHS. The latest edition of The Headlight was out and they were working diligently on getting their third edition out prior to the end of the year. Also discussed were advertising in the Headlight, the Display Room and issues concerning the 2004 WPRRHS Convention.

- One tank has been removed from the property and has been delivered to its new home with a Military Museum at the City of Pittsburg, CA. Tankcom reports they are working on paperwork to transfer ownership of the remaining tank.
- Under consensus direction of the Board, Railfan Photographer's Day will not be held during 2004 season, but will be scheduled for Spring 2005. Schedule will be determined next year.
- Director Cochran reminded all that if any safety issues of a serious nature is discovered at the museum, please let John Walker know right away. He has noted a marked improvement regarding some of the housekeeping issues. It is important that everyone take steps to mitigate any safety/hazard issues.

Closed Session

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Next Board Meeting

January 6, 2003 – 1:00 PM

PRM Diesel Shop Lounge – Portola, CA

respectfully submitted by Eugene Vicknair, secretary

December 2, 2003