

**Feather River Rail Society
Board of Directors Meeting
July 1, 2006
6 p.m.
Volunteer Lounge, Western Pacific Railroad Museum
Portola, California**

Attendance

President Rod McClure called the meeting to order at 6:15 p.m. The following Directors were present:

Frank Brehm (phone)	Kerry Cochran (phone)	Steve Habeck
Norm Holmes	Gail McClure	Hank Stiles
Eugene Vicknair (phone)		

The following Directors were unable to attend:

Wayne Monger Matt Parker

Staff present:

None

Visitors present:

None

Installation of New Board

President Rod McClure welcomed the three Board members re-elected to serve the membership.

Election of Officers

Item tabled as it appeared in the FRRS 2006 Calendar for August 2006 General Meeting.

Correspondence

President McClure reported receipt of a notice from Amtrak regarding auction of surplus property. The letter was referred to CMO Hank Stiles for review and any required action. He also noted receipt of a letter from Member Jay Sarno along with a \$500 donation. Further, he advised receipt of bids for contracted removal of non-conforming materials from WP 165. The low bid for the WP 165 was \$8,000. Consensus direction was given to accept this low bid. Director Stiles reported that Member Jay Sarno had agreed to donate \$2,500 toward new wheels for WP 707, bringing the total member financial commitment to \$5,000. The Board expressed their thanks to Mr. Sarno for his continued generous financial support of the organization and its goals.

Consent Calendar

1. Minutes – Minutes from the June 2006 General Meeting and from the Annual Membership Meeting.
2. Financial Reports – Profit/Loss and Balance Sheet through end June 2006.

Motion #06-07-01 -- Acceptance of Consent Calendar as presented. Motion made by Director Vicknair, seconded by Director Holmes. All Directors present voted in favor. Motion carried.

Old Business

Caboose Rental Proposal

Item tabled until future meeting.

Membership Drive and Update

Director Vicknair provided a synopsis of a written report he presented prior to the meeting regarding the progress with proposed and activated membership drive options. Two additional ideas were offered including discount memberships for non-members participating in our RAL program and active solicitation of former WP and sister road employees. There was some discussion regarding how former employees could be identified and contacted. Consensus direction was given by the Board accepting the report and its recommendations as presented.

New Business

Steam Department Budget

President McClure requested budgetary authorization to proceed with minor repairs and incidental costs for assessment of the condition of WP 165 in the amount of \$1,500. Costs in the amount of \$500 had been accrued at the time of the request.

Motion #06-07-02 -- Budgetary authorization in the amount of \$1,500 to be funded from line item 56200 – SP1215 / WP 165 Restoration/Major Projects for the purposes of condition assessment and minor repairs to WP 165. Motion made by Director McClure, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

It was noted at this time that the line item 56200 name was supposed to have been changed to "Steam Program" from "SP 1215 / WP 165" last year. President McClure advised he would remind Dan Brady and Susan Scarlett of the change.

Loan Agreement for IR Boxcab and Silver Plate

President McClure advised the Board that he had a final contract for the trade of equipment between the California State Railroad Museum (CSRM) and the Feather River Rail Society for the Ingersoll Rand "Foley Brothers" Boxcab and the California Zephyr Diner "Silver Plate". The contract has received review and input from Member

Jeff Asay, Attorney, for legal form and content. Upon review, it was noted that there was some concern that the contract was too specific in its terms regarding use of the Silver Plate only in Portola and the FRRS would require the flexibility to take the car off property in certain situations. President McClure advised he would clarify and refine the language of the contract for presentation and approval by the Board at the next meeting. He also advised that approval of the contract would be pending approval of a loan agreement for CSRM's use of our heavy-duty flatcar for transport of the IR Boxcab to Sacramento, CSRM's use of the flatcar to transport an MRS-1 from Sacramento to Jamestown, and return of the flatcar to Sacramento allowing us to load our MRS-1 (currently at their facility) for transport either to Portola or another location.

ARM / TRAIN Convention

President McClure advised that ARM (Association of Railway Museums) and TRAIN (Tourist Railway Association) will be holding a joint convention in Sacramento, CA this year with CSRM as the host. CSRM may be interested in having the FRRS bring equipment down for the duration of the convention, although no formal proposal or request has been made. They have also asked if we wish to have a vendor booth. President McClure announced he would like to attend the meeting with Director McClure on behalf of the organization. Several other members of the Board indicated they would be interested in attending as well. The Museum will be included as of a pre-convention bus tour.

Good of the Order

President's Report

President McClure advised that he had a completed Dunsmuir Railroad Days contract identical to our contract last year with one change: FRRS Volunteers are to receive a per-diem amount for food rather than food tickets for each day. Train is scheduled to depart Portola July 4th, 2006. Only cost to the Museum is gas for the chase vehicle, on-board supplies for the train crew, and other small incidentals. The Board provided consensus direction to proceed with signature on the contract.

President McClure advised that he and a team of volunteers cleaned up the oil house and oil car. He advised that due to the continual problem of poor housekeeping with regard to both, he will personally address the individuals involved with any future issues and will then bring repeat offenders to the Board for disciplinary action. It was recommended that a policy be drafted to address this issue.

He also reminded all that rubber-tired equipment falls under his purview as Roadmaster. Several pieces of rubber-tired equipment have been tampered with or had operational issues misidentified recently. He provided a rundown of the most used pieces of equipment and their problems, as well as a planned course of action. He asked that any additional issues be brought to his attention before beginning any repairs.

Director's Reports

Director Holmes advised he has been working on the SN 1642 caboose for use in our proposed party rental program. The roof needs work and he will donate the roofing paper and his time to repair. He also advised he would work on removing the blue paint

from the name boards on the Silver Lodge. Lastly, he continues to work on the yard sale scheduled for July 15-16, 2006.

Museum Manager's Report

None

Department Reports

Mechanical Department – CMO Stiles reported that he has been working on repairs to our SP SD9 at GGRM. The locomotive is over the pit and he had the electricity turned on in the building where he is doing the work as it was far less expensive than renting a generator. He asked that anyone available come down to assist him as he has been doing all the work alone at this point. He has been helping the GGRM volunteers and they will provide him what help they can when the time comes.

Committee Reports

None

Legal Counsel Report

None

Status of Surplus Property Report

None

Safety Report

Director Cochran advised that nothing with regard to specific safety issues had been brought to his attention. He thanked Director Stiles for his comments at the June meeting regarding a higher and continued level of diligence regarding safety.

Public Comments

None

Notices

- ❖ Dunsmuir Railroad Days is July 7-9, 2006.
- ❖ Zephyr Project Work Weekend is July 22-23, 2006.
- ❖ Next General Board Meeting is August 5, 2006.
- ❖ Locomotive Work Weekend is August 5-6, 2006.

Break: 7:32-7:50 p.m.

Closed Session

Meeting adjourned to closed session at 7:50 p.m. and reconvened in open session at 8:15 p.m. Director McClure reported the following out of closed session:

The Board heard information regarding an ongoing legal issue, FRRS vs. Kasten and ITAC. Consensus direction was given to Zephyr Project Manager Vicknair and President Rod McClure, no reportable action was taken. Secondly, information regarding a personnel issue was provided. Consensus direction was given, no reportable action was taken. Lastly, the Board heard information regarding an ongoing equipment issue. Consensus direction was given to President McClure, no reportable action was taken.

Adjourn

Meeting adjourned at 8:18 p.m.
Next meeting: Saturday, August 5, 2006
Location: Volunteer Lounge, WPRM
Portola, California

Respectfully Submitted,
Gail A. McClure