

**Feather River Rail Society
Board of Directors Meeting
April 5, 2003
1:00 pm
Visitor Lounge, Portola Railroad Museum
Portola, California**

President Rod McClure called the meeting to order at 1:10 p.m. The following directors were present:

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|-------------|-----------------|---------------|-----------------|
| Frank Brehm | Jan Breitwieser | Kerry Cochran | Steve Habeck |
| Norm Holmes | Gail McClure | Hank Stiles | Eugene Vicknair |

Director Andy Anderson was unable to attend.

Visitors present:

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| Wayne Monger | William Wisneski |
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Closed Session

Closed session opened at 1:14 p.m. and adjourned to open session at 2:35 p.m. President McClure reported that by consensus of the Board, direction was given to the President regarding resolution of the personnel issue and no action was taken. Also, no action was taken with respect to legal issues.

Break: 2:35 p.m.- 3:01 p.m.

Correspondence

President McClure reported receiving a letter from the Indian Valley Recreation and Parks Department, Greenville, CA requesting the Society's participation in their 2nd Annual Sierra Nevada Chowder Cookoff to be held Saturday, September 27th in Greenville. It is their intent to have us provide train rides from Greenville to Crescent Mills, CA on the former Western Pacific Highline (now BNSF). He will work with them and with the BNSF to see if our participation is feasible.

President McClure also advised he had received contact from an Elderhostel program wanting to have a group come to the facility May 1st. They have also requested a speaker to provide a presentation regarding the history of railroading in Mohawk Valley. Director Holmes volunteered to provide the presentation.

President McClure also reported receipt from the FRA of a notice regarding a Safety and Law symposium. There was no fee involved and he said he would attend if his schedule allowed.

Bill Wisneski, Alturas Railroad Museum, was present to discuss a letter sent to President McClure regarding certain equipment belonging to the FRRS that they would be interested in obtaining for their collection. Equipment includes the ATSF dinner car, the RS 32, an SD 9, a Kennecott locomotive and others. It was recommended that the letter be forwarded to the A&D Committee for review.

Director Holmes advised he received an e-mail from a gentleman with respect to a locomotive swap. He is interested in the RS 32, a Baldwin or one of the Kennecott locomotives. He is a private collector in Texas and has a variety of different equipment including a WP GP 7. This issue was also referred to the A&D Committee.

Consent Agenda

1. Minutes – Approval of the minutes of the regular meeting held March 5, 2003.
2. Financial Reports

Motion # 03-04-01 – Removal of Financial Reports from the Consent Agenda. Motion forwarded by Director Brehm, seconded by Director Cochran. All directors present voted in favor. Motion carried.

Motion # 03-04-02 – Acceptance of Consent Agenda as amended. Motion forwarded by Director Brehm, seconded by Director Holmes. All directors present voted in favor. Motion carried.

Old Business

Condition of Quincy 3

Director Stiles reported he, Jim Ley and Doug Morgan had gone to Virginia City, NV to inspect the Quincy 3. He said that the locomotive needs a lot of work including cylinder heads, possible replacement of the voltage regulators, and a variety of little repairs. If these repairs are completed, Director Stiles is comfortable that the locomotive will not be subject to damage due to over working it.

President McClure reported that in his contact with the Virginia & Truckee Railroad, he has presented them with a contract whereby they agree to cover the cost of repairs, maintenance and a new set of batteries for the locomotive. Director Stiles believes that approximately \$1,000 in repairs and the replacement of the cylinder head are what would be required and would be offset against a monthly rental and usage fee.

Concerns expressed by the Board included quality control over repairs, monitoring usage for contract enforcement and that the Society incur no cost.

PFE/WP 55742 Reefer Car

Director Vicknair provided a report regarding possible costs for obtaining and transporting the car as he had been directed by the Board to do. He also advised the Board that he and Director McClure had been working on an idea for a cooperative partnership with CSRM regarding training/restoration for wood equipment as we don't have the expertise or experience in this area.

He suggested we consider donation of one of our damaged PFE reefers and draft an agreement that would have our volunteers work with their people to restore both, and CSRM would keep one for their collection. He has begun to make inquiries within CSRM to determine their interest in such a program.

Motion # 03-04-03 – Acceptance of PFE/WP Reefer Car report as presented. Motion forwarded by Director Vicknair, seconded by Director Holmes. All Directors present voted in favor. Motion carried.

The Board requested Director Vicknair continue his investigation and inquiries.

New Business

Portola Library WP Exhibit

President McClure reported receiving a message from the Portola Library asking that we either update or remove a display we have at their facility. The documents in the display are on loan from the UTU and are contractually required to be displayed in a "controlled environment". The Board requested Director Habeck, with the assistance of John Walker, update the display in the case and keep the document at the Portola Library.

Museum General Manager

A proposal was presented to the Board by President McClure to create the paid position of General Manager for the Portola Railroad Museum. Funding would come from an estate settlement, interest from an endowment fund, and gift shop revenue. He also recommended to the Board that they consider John Walker for the position based on his experience.

Discussion ensued regarding funding, working hours, existing gift shop staffing, and salary requirements.

Motion # 03-04-04 – Creation of position of General Manager based on the written description presented. Motion made by Director Brehm, seconded by Director Stiles.

Board consensus was to table this issue allowing Board members to review the description, forward commentary to President McClure, and have the item presented for action at the next meeting.

SN 2349 wooden boxcar

Director Vicknair discussed a report he presented to the board regarding SN 2349 wooden boxcar from the McCloud Railroad. Board direction was to instruct Director Vicknair to further investigate costs involved with obtaining the car and where funding would come from.

Good of the Order

President's Report

President McClure reported that the WPRRHS convention was scheduled for April 11-12. A group will be responsible for taking gift shop items for a sale booth. Turn out is expected to be in excess of 80 people. The Domes Down the Valley excursion is to run April 13 and the Silver Lariat and Silver Solarium are to be on display at the Port of Oakland for any one interested in viewing them.

President McClure reported he has been working with Director Cochran regarding two liability releases, one for volunteers and one general release (specifically to address concerns regarding the RAL program and cab rides). They are waiting on a final response from our insurance representative.

It was reported that there were several pneumatic car jacks missing from the property. Director Holmes stated that he had taken two to Virginia City. President McClure and Director Stiles advised there were three as well as some tools marked FRRS on the V&T property. Director Holmes reported he had loaned the jacks and had no knowledge of why FRRS tools were there.

President McClure discussed Portola Railroad Days and a meeting he had with Director Breitwieser and Leslie Tigan, both on the PRD Committee. There will not be a carnival this year, logging show/completion in the works, possibility of private cars on display, and expanded booths at the city park. The committee has requested that a percentage of any fundraising events go back to the city to help establish a fund for PRD events. This would not apply to gift shop or train ride sales. Director Breitwieser will be responsible for a wine/cheese/dinner fundraising event and Director McClure will be responsible for a beer/wine vendor booth.

President McClure reported that Loren Ross and Director Breitwieser are working on RAL program and scheduling. There are currently 4 RAL engines up and running with a 5th to follow shortly.

He also reported that there is a leaking fire hydrant at WP Hospital property that the city has put a temporary cap on and he has enlisted the help of the environmental monitoring company hired by the Union Pacific to try and find the shut off for it. They have provided a number of maps and possible resources to assist in finding it. The Hospital itself was broken into again, but has been secured and efforts to find a fencing company willing to provide a reasonable quote continue.

The first work weekend of the year resulted in replacement of nine switch ties, two standard ties, a switch stand and frog at Milward Switch. There is still a broken rail that needs to be replaced. The number two switch stand and tie have also been replaced.

Director's Reports

Director Brehm reminded the Board that the deadline for The Train Sheet is the last day of April and asked that all articles be submitted as soon as possible.

Director Breitwieser reported that the RAL program bookings are picking up and that there need to be some controls regarding program hours and available equipment.

Director Cochran reminded the Board that the Crew Training weekend is scheduled for May 3-4.

Director Vicknair reported that he has received commentary regarding our website and work is in progress with Webmaster Sam Hershbein regarding updating the site as well as bringing on line our www.runalocomotive.com site.

Director Stiles reported he will be beginning locomotive inspections as soon as he can gain access to the inspection pit.

Department Reports

Director Vicknair presented his Facilities report. He advised that the environmental monitoring company has been in contact regarding drilling of new monitoring wells. They indicated how pleased they were with respect to our level of cooperation with their needs, and has reported this back to the Union Pacific. He will be replacing broken glass panes in the shop and continues to work with the roofing company regarding the roof leaks as it has been confirmed the roof is still under warranty.

Committee Reports

Election Committee Chairman, Wayne Monger advised that the elections process is moving forward and a letter has gone out to the membership regarding submission of candidate statements. Director Cochran advised he had received one request for a change to the Bylaws, however, the request was subsequently rescinded.

Due to the late mailing of the previously mentioned, consensus agreement was to extend the deadline for acceptance of candidate statements.

Director Vicknair reported that work is progressing with regard to Magnolia Tower and there should be movement toward resolution of this within the next month.

Director Cochran advised that the new Key Policy presentation was to be tabled for next meeting. He did present a copy of the new Lodging Policy. There will be a one month review opportunity with action expected at the next meeting.

Legal Counsel Report

No legal counsel report.

Status of Surplus Property Report

No surplus property report.

Other

No other issues requested to be addressed.

Adjourn

Meeting adjourned at 4:49 p.m.
Next meeting: Saturday, May 3, 2002
Location: PRM Visitor Lounge
Portola, CA

Respectively Submitted
Gail A. McClure

Motions and Actions Summary

Motions Passed

- Consent Motions – Motion 03-04-02

Minutes – Approval of the minutes of the regular meeting held March 5, 2003.

Financial Reports – Removed from Consent Agenda under motion 03-04-01

- Motions

Motion 03-04-03.. PFE/WP 55742 Reefer Car

Acceptance of PFE/WP Reefer Car report as presented. Motion made by Director Vicknair, seconded by Director Holmes. All Directors present voted in favor – Motion carried.

Motion 03-04-04.. Museum General Manager

Creation of position of General Manager based on the written description presented. Motion made by Director Brehm, seconded by Director Stiles. Board consensus was to table this issue allowing Board members to review the description, forward commentary to President McClure, and have the item presented for action at the next meeting.

Actions and Notices

- Indian Valley Rec and Parks Dept, Greenville, CA requesting FRRS participation in 2nd Annual Sierra Nevada Chowder Cookoff to be held Saturday, Sept 27th in Greenville.
- CMO Stiles is continuing to monitor issues regarding Quincy 3 on V&T RR.
- Director Habeck and John Walker to update the FRRS/WP Display at the Portola Library.
- Director Vicknair to explore costs associated with possible acquisition of SN boxcar 2349.
- Reported that several pneumatic car jacks missing. Director Holmes stated that he had taken two to Virginia City. President McClure and Director Stiles advised there were three as well as some tools marked FRRS on the V&T property.
- Portola Railroad Days: There will not be a carnival this year. Possibility of private cars on display, and expanded booths at the city park. The committee has requested that a percentage of any fundraising events go back to the city to help establish a fund for PRD events. This would not apply to gift shop or train ride sales.
- Loren Ross and Director Breitwieser are working on RAL program and scheduling. There are currently 4 RAL engines up and running with a 5th to follow shortly.
- Two inquiries regarding equipment trades/deacquisitions forwarded to A&D Committee for review. Items in question include ATSF diner, SP RS-32, SP SD9, BLW AS-616 and KCC Alco RSs.
- Crew Training weekend is scheduled for May 3-4.
- WP Hospital broken into and fire hydrant leaking. Both issues being addressed.
- WPRRHS Convention April 11-12. Domes Down the Valley Excursion April 13.

Closed Session

Meeting adjourned to closed session to consider a personnel matter continued from previous meeting. President McClure reported that by consensus of the Board, direction was given to the President regarding resolution of the personnel issue and no action was taken. Also, no action was taken with respect to legal issues.

Items Postponed, Held Over or Continued

**Quincy 3 Lease
Magnolia Tower
WPRRHS 2004 Excursion**

**Advertising Manager
PFE/WP 55742 reefer
SN 2349 boxcar**

**Next Board Meeting
May 3, 2003 1 PM
PRM Visitor Lounge – Portola Railroad Museum -- Portola, California**

respectfully submitted by Eugene Vicknair, secretary

April 28, 2003