

**Feather River Rail Society
Board of Directors Meeting
October 4, 2003
1 p.m.
PRM Diesel Shop Lounge, Portola Railroad Museum
Portola, California**

President Rod McClure called the meeting to order at 1:35 p.m.

The following directors were present:

Frank Brehm <i>(phone)</i>	Kerry Cochran <i>(phone)</i>	Steve Habeck	Norm Holmes
Gail McClure	Wayne Monger	Hank Stiles	Eugene Vicknair <i>(phone)</i>

Director Andy Anderson was unable to attend.

Staff present:

John Walker

Visitors present:

None

Correspondence

President McClure reported that Directors Brehm and Holmes received thank you cards from Julie Ann Flannery along with a \$100 donation for the tour provided to a girl's group she brought to the facility.

President McClure also reported that the Carl Motycka estate had been settled and a check received from the Executor of the estate. He advised further details would be noted later in the meeting.

Consent Agenda

1. Minutes – Approval of the minutes of the regular meeting held August 2, 2003.
2. Minutes – Approval of the minutes of the regular meeting held September 6, 2003.
3. Minutes – Approval of the minutes of the special meeting held September 17, 2003.
4. Financial Reports – Profit and Loss statement as of October 1, 2003.

Motion # 03-10-01 -- Approval of consent agenda reports as presented. Motion made by Director McClure, seconded by Director Holmes. All Directors present voted in favor with the exception of Director Monger and Director Stiles. Motion carried.

Grammatical corrections were noted at this time.

2004 Calendar

Discussion of the preliminary calendar ensued. Director McClure recommended that the Board review the proposed calendar and e-mail any changes to Director Vicknair for correction and presentation at the next meeting for review and/or action. Tabled until next meeting.

Closed Session

Moved ahead on the agenda due to conflicting schedules of some attending Directors. Meeting adjourned to closed session at 1:50 pm and reopened to regular session at 2:20 pm

President McClure reported out from the closed session: Equipment purchase issues were discussed, no action was taken. Possible policy changes were also discussed, no action was taken. Legal litigation report was provided, no action was taken.

Old Business

Approval of ADA and Walkway Plan

Director Vicknair provided a written report of the first planned phase of ADA compliance/access issues and walkway improvements. There is approximately \$17,500 in restricted accounts for a wheelchair lift and ADA improvements. He was requesting an additional allocation of \$1,500 from the general fund to cover utility work in conjunction of the proposed work. He also requested an allocation not to exceed \$7,500 for performance of beginning walkway work at the east end of the Diesel shop and along Track 3. He has a contractor who has expressed interest in performing the concrete work. The goal is to get most of this phase of the work done by the beginning of opening season 2004.

Director McClure recommended that the additional funding requested be allocated from the settlement of the estate of Carl Motycka which would seem to be an appropriate use of the funds to memorialize his kind generosity.

Motion # 03-10-02 -- Acceptance of report and allocation of funds as requested, with \$7,500 allocated from ADA improvements restricted funds and \$1,500 from the settlement of the Motycka estate allowing work to begin on same. Motion made by Director Vicknair, seconded by Director Monger. All Directors present voted in favor. Motion carried.

Movement of Building Frame from Rio Vista Junction

President McClure advised that Scott Franklin has brought the first load of the frame for the New Melones Dam building to Portola. The Board originally approved an anticipated budget of \$2,500 for transportation expenses. The revised transportation amount is anticipated to be \$5,000-\$6,000. Review of the minutes revealed that \$2,000 was approved by the Board.

Motion # 03-10-03 -- Allocation of additional \$4,000 from budget line item 70000-Facilities for transportation of the New Melones Dam Building frame from the Western Railway Museum in Rio Vista, CA to Portola, CA. Motion made by Director Brehm, seconded by Director Stiles. All Directors present voted in favor. Motion carried.

Director Vicknair departed the meeting at 2:37 pm

New Business

Volunteer Lounge Layout

President McClure reported that he would like to see the volunteer lounge, AKA the "Silver Debris", gutted, rebuilt and in service by opening season. Director Vicknair presented proposed layouts for the remodeling of the car. Discussion ensued regarding the status of the car as a "building" as defined by the City of Portola and the need for the car to be a safe, clean, comfortable place for volunteers to spend time when the work day is done.

Motion # 03-10-04 – Authorization to proceed with demolition of Volunteer Lounge interior and obtaining required permits if necessary with a budget of \$1,000 from budget line item 70000-Facilities with acceptance of a remodeling plan to be held in abeyance until after the interior demolition is complete. Motion made by Director Brehm, seconded by Director McClure. All Directors present voted in favor. Motion carried.

President McClure recommended that all Directors review the proposed layouts so that one can be selected and approved at the next meeting.

Good of the Order

President's Report

President McClure advised that overall, Truckee Railroad Days went well. There was some confusion over several issues, but they were all worked through and will be addressed in advance should we participate again next year. A complete report was not available at the time of the meeting. Gift shop sales were strong and the debut of the newly repainted UP caboose was a big hit. The E-9s were also very popular and it has been made clear that not many other organizations would be allowed to "borrow" these historic pieces of equipment for events such as we were.

Railfan Day report will be available for the next meeting. One item that will need to be considered by the Board is if the event will be repeated in the future due to low attendance.

President McClure also reported that the Board has accepted the trade of the UP 737 and the Santa Fe 414 caboose for the WP 165 and Oroville Fire Equipment. He is working on the contract and terms. He also has written approval from the Nevada State Railroad Museum releasing their first right of refusal on the UP 737 and continues to work on a storage contract for the WP 165 with the Pacific Locomotive Association where the locomotive currently sits. President McClure did report that there appears to be no ownership paperwork for the SF 414 caboose, however, Director Holmes did indicate that the previous owner was paid by check and that documentation should be available.

President McClure took two pieces of traded equipment to WRM/Rio Vista so that they can complete the needed track work they have to do to allow us to transport traded equipment via rail connections. There will be some cost involved with transportation, however, Director Habeck and President McClure will both provide volunteer services in their capacity as UP employees as the crew for transportation both ways. He also advised that our renewed relationship with the Western Railway Museum may result in exchanges of information and assistance regarding maintenance of way and other issues.

President McClure reported that the organization has been approached by Sierra Pacific Industries. They need major work done to one of their locomotives and have requested to borrow one of our locomotives for a very limited period of time. He has worked out details to loan them use of the SP 2873 for a period of no longer than 30 days at no charge, although they would be responsible for any damage done to the locomotive, any fires set and any other issues resulting from their use of the locomotive with a \$100,000 replacement cost on the locomotive if destroyed. Sierra Pacific Industries has been a major contributor to the FRRS through donations of equipment (including two locomotives and parts) and lumber. Director Stiles recommended that the contract be amended to reflect a lease

cost of \$1 for the 30 days to mitigate possible legal liabilities, rather than a no-cost loan of the equipment. It was recommended by the Board that a local attorney review the proposed contract prior to signature and that a clause be included in regard to FRA regulations/fine liability.

Motion # 03-10-05 – Acceptance of proposed loan of SP 2873 to Sierra Pacific Industries (SPI) in Quincy, CA for a period not to exceed 30 days, at a cost of \$1, with a cost of \$100 per day thereafter with conditions as previously recommended and authorization for President McClure to negotiate the contract terms with the best interests of the organization foremost and sign same without Board review. Motion made by Director Stiles, seconded by Director Cochran. All Directors present voted in favor. Motion carried.

President McClure reported that our flatcar is currently at the SPI mill in Quincy, CA to allow for loading of Quincy 4 for return to Portola, CA. Once the flat car has returned, the SP Beet Gon will be loaded for transport to the Santa Maria Valley Transportation Museum.

He also asked that the job description issue be revisited as the project remains uncompleted. He asked that Department Heads review what they have. President McClure asked that Directors Cochran and McClure work as an Ad Hoc Committee to gather this information together.

President McClure stressed the importance of continued equipment restorations. We have the second UP caboose restoration authorized and Director Habeck will likely slate work to be done on it over the winter. He asked that Director Stiles review having a new locomotive ready to go for opening season.

President McClure advised that one of the two tanks in the parking lot now belongs to the City of Pittsburg, CA and transportation arrangements should be made shortly. TANKCOM is working on a new owner for the second tank.

Lastly, President McClure reported that the estate of Carl Motycka has been settled. The museum was a benefactor and received a check in the amount of \$17,341.23. He advised he insisted that a plaque be placed on the property acknowledging this generous posthumous donation and asked that Director Brehm include an article regarding same in the next issue of The Train Sheet.

In his capacity as Road Master, he reported the Rip Track frog was replaced in September. There is a 5 MPH slow order on the 2-3 Switch as 15 ties need replacing.

Department Budgets were to be to President McClure by this meeting for compilation by Treasurer Dan Brady. He also advised that there may be impending issues from the insurance industry regarding RALs. We need to make sure we are protecting ourselves so that we do not lose this valuable revenue source.

Director's Reports

Director Monger reported that the speed recorder has been missing out of the O&NW 3 for approximately a year. He asked that anyone with information regarding this item please contact him.

President McClure thanked Director Brehm for the newly designed Museum brochure.

Department Reports

Museum Manager – John Walker reported that we are having problems with the local kids sneaking on to the property. Hospital has been broken into again in a spot that is difficult to repair and he has been making "patrols".

He reported receipt of a thank you card from a Marilyn Watson for return of her watch mistakenly left at the facility which included a \$20 donation. He responded with a written thank you for the donation. There had also been a request from Our Lady of Lords Parish School in Colusa, CA for a donation for the purpose of a school fundraiser. He also reported the receipt of a materials donation from Charles Dean Conrad. A special thanks was extended to Virgil Staff who donated several boxes of historic artifacts. Mr. Kelly of Portola, CA was kind enough to donate a framed set of dispatching rules dates 1932 from the Highline. Al Vincente of Portola, CA donated several books. A thank you was also extended to Ken Meeker who donated a set of dispatcher lockers as well as a set of blueprints. An RAL was given to Randy Kelly of Sierra Pacific Power.

Warning placards have been posted on Oil House and Battery Shed. Clean up continues in the shop area. Fire extinguishers have been serviced. Madden Plumbing in Quincy has been contacted to take over the kitchen plumbing project and has provided a preliminary review.

Mr. Walker also reported he attended a recent Plumas County Visitors Bureau Grand Opening. Many of the people attending were very excited to see a representative from the organization in attendance.

He thanked Katherine Shirley of Portola, CA for a floor plan of the old hospital. Many old hospital items were available for sale at a "yard sale" in Portola and he, Director Holmes, and Director Vicknair made arrangements to purchase a number of these items.

Directors Brehm and Cochran departed the meeting at 3:45 pm.

Gift shop did approximately \$11,000 in sales in September. Pumpkin Festival and Train was cancelled due to not having enough time to plan it properly.

Mr. Walker asked that the Board reconsider the retention of the zero emissions vehicle. He has spoken with a John Deere dealer who occasionally has vehicles better suited for our facility and is willing to provide us a good deal.

Facilities – Tabled until the next meeting.

Mechanical Department – Director Stiles reported that he has been working on trying a new 92 day inspection form on the SP 2873. He asked that the Board consider purchase of two ring compressors for the purpose of locomotive work. He recommended that the Board consider a joint purchase with Yolo Shortline and Doug Morgan. There was some discussion by the Board and the general feeling was that we would be better off purchasing the equipment outright and working out an as needed rental agreement for the equipment.

Director Holmes reported that one of his RAL participants was the owner of a valve company. He arranged to have the broken bonnet on the water heater valve of the WP 608 made by the owner of the company at no charge.

Funding Department – Director McClure requested that when dealing with a project or event that individuals be certain to consult the head of any Department impacted. She advised there had been a number of occasions over the past several months where "fundraising events" were publicly announced that came as a complete surprise to her as Department head as that person will ultimately be held responsible if there is a problem.

Committee Reports

Railfan Day 2003 – Director McClure reported that a written report was not available for the meeting however. She stated that in her opinion, the event was both a success and a failure. The participants, railroaders vendors and authors had a great time. The attendance was poor in relation to the amount of work that went into the event. It has been suggested that either the event has run its

course as an annual event or needs to be held at a different time of year. She advised that the Board will be asked to reconsider this at the next meeting.

Zephyr Project – Tabled until next meeting.

Magnolia Tower – President McClure reported that he had given the Port of Oakland until the end of October to commit to keeping the tower or we will move it to Portola.

Legal Counsel Report

No report at this time.

Status of Surplus Property Report

No report at this time.

Other

No other issues brought forth at this time.

Adjourn

Meeting adjourned at 4:20 p.m.
Next meeting: Saturday, November 1, 2003
Location: CSRM Stanford Gallery
Portola, CA

Respectively Submitted
Gail A. McClure