



Preserving "THE FEATHER RIVER ROUTE"



The Train Sheet

ISSUE 111

January/February 2002

News from the Feather River Rail Society and the Portola Railroad Museum

'New' Cars in Portola!

By Frank Brehm

February found two "new" ex-Western Pacific freight cars being added to our collection. These two cars were purchased with donations from Jim Dobbas Inc. of Roseville, CA. As approved by the Board of Directors I made initial contact with a representative of Jim Dobbas Inc. on January 2, 2002 to inquire as to the feasibility of obtaining 100 ton roller bearing trucks through a donation, donation/purchase or outright purchase.

Prior to my contact with Jim Dobbas Inc., Rod McClure informed me that Union Pacific had shoved ex Western Pacific ballast car 10760 into the Dobbas yard for scrapping and it was learned that ex WP center flow hopper 11974 was also slated to go there. Our MoW department had been seeking ballast cars for track work later in the year and this being an ex WP car made it even better. I informed Vice President Anderson of this and obtained permission to include these cars in my discussions with Dobbas. During a tour of the yard on January 4 in addition to the trucks I inquired about obtaining the ballast car and center flow hopper.

Because roller bearing trucks have a high resale value those would have to be purchased although we could negotiate a price below the resale value. Dobbas receives many cars with roller bearing trucks so the ex Western Pacific Ballast car 10760 and ex WP center flow hopper 11974 became a higher priority due to their impending scrapping. Vice President Andy Anderson was apprised of the cars status and granted approval to seek both cars. The cost for both cars was \$2000.00. The price was believed to be



One of our newest acquisitions was hauling ballast as intended in April 1999 at Roseville, CA.

- Frank Brehm

a real bargain.

On January 9 I was informed by Dobbas that only the ballast car had been received and an outright donation would not be possible. In order to acquire the two cars we would need to pay \$1000.00 each and send a letter of tax credit. After conferring with Vice President Anderson it was agreed FRRS did not have the funds necessary to acquire this car. If acquisition was to be accomplished donations would be necessary. Vice President Anderson approved placing a donation request on the Internet lists associated with the WP. The response was immediate and phenomenal. Within 24 hours we had \$950.00 pledged toward the purchase of the ballast car and the center flow hopper.

Ballast Car 10760 was built under AFE 252-56 by ACF in April-May 1957. It is a class HK selective hopper type car with type B cast steel wheels in ASF A-3 ride control trucks with Timken roller bearings. On January 16 Rod McClure and I con-

continued on page 3

Inside this Issue:

'New' Cars in Portola	1
World Wide WP	3
Restoration of Hospital	4
Master Plan Layout	5
Minutes of Meetings	6
Upcoming Events	10

- The Train Sheet -

News from the Feather River Rail Society and the Portola Railroad Museum
Editor – Frank Brehm (916) 334-4470 or email at trainsheet@wplives.com
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Contribution Deadlines: Last Day of February, April, June, August, October and December.

- Portola Railroad Museum -

P.O. Box 608
Portola, CA 96122-0608
Museum: (530) 832-4131 Fax: (530) 832-1854 General Office: (530) 832-1657

The museum grounds are open to the public from 10:00 a.m. until 7:00 p.m. daily the first Saturday in March through the first Monday of November. The museum building is open from 10:00 a.m. until 5:00 p.m. daily. Train operations begin the last Saturday of May and continue through the first Monday of September. The museum grounds are closed to the public from the first Tuesday of November through the first Friday of March except for special events in which arrangements have been made in advance. If you wish to visit during the closed period it is advisable to call in advance and find out if the museum grounds will be open.

Entrance to the museum is free, although a suggested donation of \$2.00 is greatly appreciated.

The Feather River Rail Society, a tax-exempt public benefit California corporation, is the historical society for the Western Pacific Railroad and operator of the Portola Railroad Museum in Portola, California.

The FRRS is not associated with the Union Pacific Railroad.

FRRS Tax ID number is 68-0002774

Member of the Association of Railway Museums and the Tourist Railway Association, Inc.

- FRRS Board of Directors -

Andy Anderson	President, acting	(530) 832-4131	aa@firedept.net
Frank Brehm	Director	(916) 334-4470	frrsbod@wplives.com
Jan Breitwieser	Director	(530) 832-0107	
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Hank Stiles	Director	(916) 363-8572	flatiron@mindspring.com
Eugene Vicknair	Secretary	(530) 832-4131	EVicknair@StudioRed.com

- FRRS Membership -

Associate \$15.00 Historical \$22.00 Active \$30.00 Family \$35.00 Sustaining \$75.00 Life \$300.00 Family Life \$450.00
These are the dues for the duration of one year, with Life and Family Life being a one-time payment.

Associate memberships do not have a vote, receive The Train Sheet but not the Headlight and are for one person only.

Historical memberships receive only the Headlight, do not vote and are for one person only.

Active memberships receive both The Train Sheet and the Headlight, have voting rights and are for one person only.

Family memberships receive both The Train Sheet and the Headlight, have one vote and include all members of ones immediate family.

Sustaining memberships receive both The Train Sheet and the Headlight, are for a maximum of two persons with one vote each.

Life memberships receive both The Train Sheet and the Headlight, have voting rights and are for one person only for life.

Family Life memberships receive both The Train Sheet and the Headlight, are for a maximum of two people and have two votes (one per member) for life.

Send all applications, renewals and address changes to:

Feather River Rail Society
Membership Dept.
P.O. Box 608
Portola, CA 96122-0608

Web Pages of Interest

Feather River Rail Society (Official Site) www.wplives.org

CZ Virtual Museum	calzephyr.railfan.net	Tidewater Southern	www.tidewatersouthern.com
PRM	www.oz.net/~samh/frrs	WPRRHS	www.wprrhs.org
SN Page	www.people.virginia.edu/~ggg9y	WP Virtual Museum	wpmuseum.railfan.net
Tidewater Southern	www5.pair.com/rattene/WP/TidelIndex.htm	Western Pacific	www.wplives.com

'New' Cars in Portola!

continued from page 1



Found in the Stockton area in the not so distant past our new center flow hopper prior to "dismantle" marking.

- John Manter

ducted a more thorough inspection of the car. Considering it is over 40 years old and has been beat on since it was new the car is in remarkably good shape. There is not much paint left on the car, but other than that the body is in excellent condition with no damage to the outside supports, the hopper sheets are in good shape with no holes, although there is a very small bulge on one side, and the corners are all in good shape. Safety appliances are all ok, as is the hand brake and draft gear. The trucks are in excellent condition with next to new wheels! It will need some t.l.c., paint, and repair to one door handle but that is all. It was and is our opinion that the car is well worth the money. It has been suggested that we number the car FRRX 10760, and repaint the car with proper WP lettering when possible. As long as the car has proper AEI tags and car reporting marks it makes no difference what is on the rest of the car for interchange service. If the proper font is used following WP practice it will take a sharp eye to spot the reporting mark difference. Plans call for this car to haul ballast to the museum this year for the scheduled track maintenance.

The other car purchased is ex-WP Center Flow Hopper 11974, which is one of the later ones with the billboard WESTERN PACIFIC on the side. Built in 1975 by ACF it is a 4600 cubic foot capacity three-compartment car with six individual loading hatches on top. We had hoped to inspect the car after arrival at the Dobbas yard but quick movement to Portola prevented that. Inspection of the car in Portola found only minor cosmetic items needing attention with the overall car in sound mechanical condition. Ideally this car should also be repainted once the cosmetic items are corrected. This car will be a part of our collection and represents our first item of "modern" WP freight equipment.

Those members and non-members who contributed to the fund that saved these cars are to be congratulated for a job well done in a short period of time. A match challenge was issued by two donors who then matched others contributions, which also greatly helped this cause. A well deserved Thank You to those who contributed. We invite you to visit the museum and see what you helped save in person.

World Wide Western Pacific, Part 2

By Eugene Vicknair

In part 1 of this series, several websites covering the Western Pacific and Sacramento Northern were detailed. This time, sites devoted to the Tidewater Southern, Central California Traction and California Zephyr will be explored.

TIDEWATER SOUTHERN

Tidewater Southern History Pages
www.tidewatersouthern.com

The largest of the Tidewater Southern sites, webmaster Eugene Vicknair is trying to create the most complete portrait of a single railroad to be found on the web. While still incomplete, the site includes a history of the railroad, motive power and rolling stock information, paperwork, maps and numerous photos of the line's equipment.

The Unofficial Tidewater Southern Web Pages
tsrr.railfan.net

This site includes a comprehensive history of the TS from 1910 to 1947, a complete motive power roster including dispositions and a selection of photographs by the webmaster, Greg Elems. Mr. Elems worked and railfanned the Tidewater lines for many years and his photos chronicle the changes in the line since the early 1970's.

Ken Rattenne's Tidewater Pages..
www5.pair.com/rattenne/WP/TideIndex.htm

Another subset of Ken Rattenne's web of railroad pages, the Tidewater Southern section presents a salon of the line, capturing its feel and evolution. In addition to a motive power roster and background on the line, this site includes extensive information about Modesto's efforts to remove the rails from its Ninth Street and an overview of what remains in service today.

CENTRAL CALIFORNIA TRACTION COMPANY

Central California Traction
www.trainweb.org/tractionco

Created and maintained by David Epling, this site chronicles the last California interurban still operating under its original name. Today owned 2/3 by the Union Pacific and 1/3 by the BNSF, the CCT was once jointly owned by the SP, Santa Fe and Western Pacific and was closely allied with the Tidewater Southern. Included here are a capsule history, complete roster of motive power, cabooses and interurban equipment, modeling information and many photos, including good overviews of current operations, equipment and shippers. As a bonus, there is also an MPEG movie of a locomotive with its Mars light operating and a desktop theme dedicated to the CCT.

World Wide Western Pacific, Part 2

CALIFORNIA ZEPHYR

California Zephyr Virtual Museum
calzephyr.railfan.net

Featuring rosters, car diagrams, current dispositions, brochures and memories of those who rode and worked the Silver Lady, the CZ Virtual Museum by Alan Radecki and John Wilson lives up to its name. This beautiful site packs a lot of information on the CZ, including details about its motive power, movies the CZ appeared in, timetables, menus and a complete history. There is a "Tour of the Train" section that includes selected CZ consists and diagrams for many of the cars. Perhaps the finest sections of the site are those dealing with the CZ's people, especially its profiles of several Zephyrettes and stories written by those who experienced with the train.

In the next issue...

Part 3 covers websites featuring the Boca and Loyaltan, Deep Creek, Alameda Belt Line and general sites with WP family related information.

Also, if anyone finds any sites not listed here which feature aspects of the Western Pacific story, please e-mail them to Eugene Vicknair at tsry@aol.com.

Restoration of Western Pacific Hospital

By Frank Brehm and Eugene Vicknair

As has been previously reported in the The Train Sheet, FRRS now owns the old WP hospital property located in Portola. Because restoration of this historic structure is such a large undertaking a plan of action has been developed to use as a guide during the renovation. As we progress on the project there will be public comment periods which will be used to help create the master plan for this particular site which will also become part of the museums overall master plan. We invite your participation in this exciting new project. Below is a brief description of the project as well as the current action plan. The action plan is subject to revision as needed.

Brief description of the project

In 1914, the Western Pacific Railroad established a hospital in Portola for its own employees and the local communities. This was a common practice of railroad companies at the time, who were among the leaders in providing such benefits to employees and their families. This hospital was located on 2nd Avenue in Portola, on a bluff overlooking the WP locomotive facilities (and today the location of the Portola Railroad Museum). It was a full service facility, providing emergency care, long-term convalescent care, check-ups and physicals, and surgery. It served until 1972, at which point it was sold to a private owner. In early 2001, the daughter of the former owner donated the entire facility to the Feather River Rail Society, operators of the Portola Railroad Museum and the leading Western Pacific Railroad historical group, for preservation. Very few rail-

road hospitals remain and this is one of the few in the United States to be preserved for historical purposes.

The goal of the FRRS is to return the exterior of the hospital to a historically accurate appearance and create landscaped grounds around it. Inside, the facility would provide several functions to the FRRS and the community:

- Several rooms are envisioned to be restored to historic accuracy to tell the story of the role the hospital played in the railroad company and community.
- One wing is planned to house the archives of the FRRS and allow the creation of a research library for accessing and analyzing these archives.
- Several large rooms in the opposite wing would function as meeting rooms where the society and local community groups could hold meetings and gatherings.

Inspections have deemed it restorable, but desperately in need of care, attention and stabilization as soon as possible. Immediate needs include remediation of asbestos, removal of debris, securing of the buildings and inspection and repair of utilities.

The FRRS has in place a long-range plan for the complete restoration of this historic facility. Long-term fundraising is beginning, but the immediate needs of the structure are great. We must quickly engage specialists to assist in the planning, stabilization and remediation of the structures.

Action Plan

Preliminary actions. (COMPLETED)

1. Accept donation of property and structures.
2. Conduct preliminary assessment of grounds and structures.
3. Extend FRRS liability insurance to cover Hospital campus and structures.
4. Open liaison with city to coordinate community involvement.
5. Authorize funds for Assessment and Research of Hospital.

Assessment and Research

1. Assess security of the structure(s) and grounds.
2. Examine structural integrity of the existing structure(s) and condition of surrounding grounds.
3. With assistance of city building inspector, identify non-conforming materials, building code violations, and immediate hazards.
4. With assistance of county health inspector, identify any immediate health hazards.
5. With assistance of power company, identify any immediate electrical/ utility hazards.
6. Obtain or have produced architectural drawings of the lot and structure(s) in current condition and at significant historical points (ie: at original construction, at completion of final addition, at time of 1950's renovation).
7. Inspection by a qualified structural engineer.

Stabilization

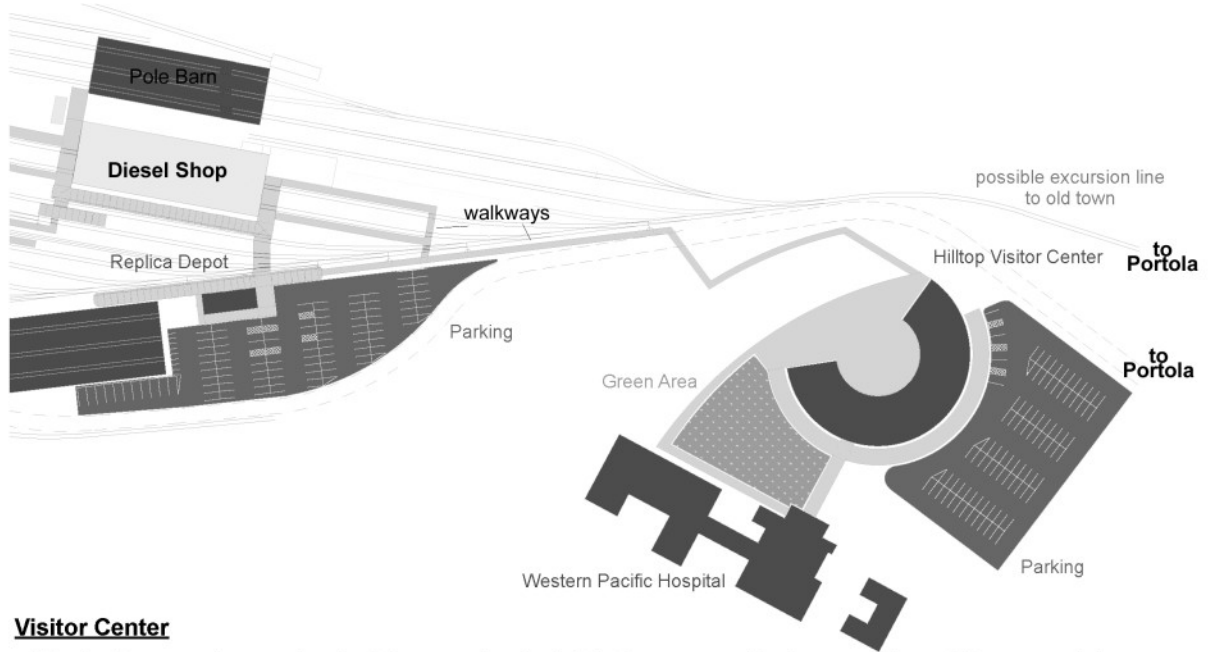
1. Stabilize and/or isolate identified hazards.
2. Clean up of the grounds and structure(s).
3. Secure the structure(s) against un-authorized entry. May include grounds access restrictions and signage.

Planning

1. Consider the planned occupancy and use of the grounds and

continued on page 6

Master Plan Facilities Layout

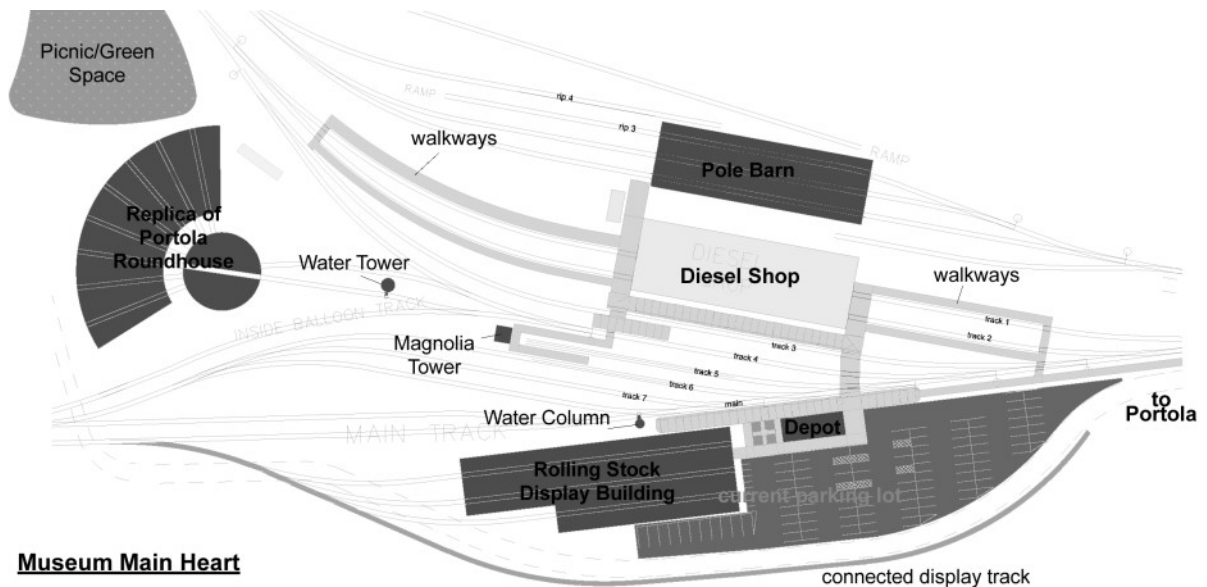


Visitor Center

A Replica Depot serving as an interim visitor center is to be built in the current parking lot area. This would be superseded by a large Visitor Center/Display Museum on the hilltop in the long term. Parking will be developed at the hilltop site. The Western Pacific Hospital will also be developed. Possible uses include library and archives, administrative offices, meeting space, and historical displays about the WP's employee care system.

The Depot would continue as Gift Shop and Ticket Office, perhaps with offices, meeting space, or an auditorium located in the upper floor (if the proposal for a two story building is used).

Here are the two plot plans as approved in the final Site Master Plan. Above is the area including the hospital property and below is the main museum grounds. Renderings courtesy of the site committee.



Museum Main Heart

- The FRRS has voted to pursue the design and construction of:
- a comprehensive system of walkways to facilitate visitor and volunteer traffic
 - a "pole barn" storage facility located just north of the Diesel Shop
 - a Replica Depot near the main pedestrian walkway to the Diesel Shop
 - a Rolling Stock Display Building in the west end of the current parking lot
 - a connected Display Track along the base of the hillside
 - a paved and structured parking lot in the remaining parking lot space
 - a Replica Roundhouse in the inside of the balloon loop
 - a picnic/green area north of the Roundhouse site
- other items and locations are noted on the map

Restoration of Western Pacific Hospital

continued from page 4

structure(s). Identify extent and limits of adaptive reuse and historical restoration.

2. Adaptive reuse possibilities: Society/Museum offices, Research library and archives, Meeting/Presentation rooms (open to the Society and the Community), Display spaces.

Historical Possibilities

1. History of structures and Western Pacific Medical System, relationship of hospital and railroad with the community, leadership of railroad companies in providing health/benefit systems to employees and communities.

2. Identify changes to be made to the current grounds and structure(s) to confirm with new usage model. Specific aspects include seismic stability, ADA compliance, adaptive reuse issues, IT networking, improved power/utility systems, historical appearance.

3. Re-accomplish architectural drawings with planned changes to the existing grounds and structure(s). Include aspects concerning integration of the Hospital site with the adjacent main body of the Portola Railroad Museum.

4. Identify the scope of work to be performed.

5. Determine funding mechanisms available for the project.

Renovation

1. Obtain funding for complete project scope.

2. Obtain necessary permits for any planned demolition.

3. Obtain necessary permits for any planned construction.

4. Remove all non-conforming materials.

5. Gut structures in preparation of renovation including the removal of all existing electrical wiring, sewage piping, water piping, and interior finish materials.

6. Repair and/or replace identified structural component deficiencies.

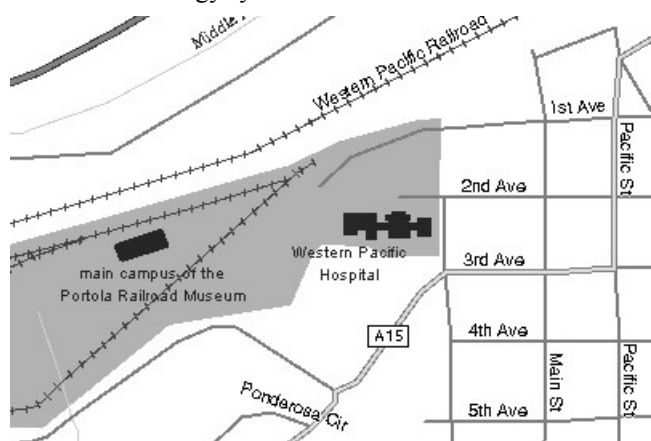
7. Perform complete construction work necessary to accomplish finished product as identified in the plans from section 3.

8. Complete grounds improvement and visitor signage.

Integration

1. Perform additional work required to functionally and visually integrate completed Hospital site into main campus of the Portola Railroad Museum.

2. Work scope as determined in section 3 and to include ADA compliant walkways, signage, additional parking and access, data and voice technology systems.



Minutes of Past Meetings

January 5, 2002

Vice-President Andy Anderson called the meeting to order at 10:00 a.m. The following directors were present: Andy Anderson, Pat Brimmer, Frank Brehm, Kerry Cochran, Eugene Vicknair, Jan Brietwieser, Norm Holmes, Hank Stiles.

Visitors Present: Rod McClure, Gail McClure, Judy McGrath, Gary Hall, Alan Turner, Tom Graham, Jan Zygnier, Jack Zygnier, Steve Habeck, Matt Parker, Missy Iverson, Ken Iverson, Marta Egan, Dan Brady.

CONSENT AGENDA:

Minutes – Approval of the minutes of the Regular Meeting held on November 3, 2001.

Finance Reports - Transaction report through November 20, 2001 Profit & Loss.

Convention Report.

Revision of Motion #01-11-05

Motion #01-12-01

Made by Director Vicknair, seconded by Director Brehm to approve the consent agenda reports as presented. All directors present voted in favor.

OLD BUSINESS:

2002 BUDGET: Treasurer Dan Brady reviewed the Society’s current financial status, he explained that although the Society has cash, and minimal debt, the majority of the cash is held in restricted funds and cannot be used for day to day operations or for new projects. He suggested the Board work on controlling expenses and developing more sources of revenue through fund raisers and the membership while working on projects that have restricted funds to use and pick a couple of new projects that are high priority to work on this year.

Directors Brimmer and Stiles each noted that a high priority should be given to track maintenance.

Director Brietwieser noted that she felt it was important for the board to consider paying someone to work with the board on organization and administration of the museum. She noted that Marta Egan was willing and able to perform the job at a cost of about \$700 per month.

Director Brimmer noted that another high priority should be the code violations noted by the City’s building inspector.

President Anderson suggested that Susan Scarlett was willing to take over the membership process and would be able to get cards out, etc. in a timely fashion. It was the consensus of the Board to take Mr. Anderson’s advise and have Susan work with Kerry to take over the membership.

Mr. Brady requested all directors who get paid for services talk to him about how it could be handled differently so the Society didn’t have to pay the inflated workers comp rate. He also requested to be given a fair market value cost on the new cabooses and boxcar.

Mr. Brady then presented a transaction report in a new format and asked for input from the board, he asked if the report was need monthly or if quarterly would work. It was the consensus of the Board to continue with the monthly report and revisit the item in the fall to determine if the report was needed monthly throughout the winter.

Director Stiles requested a department budget. It was noted that Susan, Gary and Dan were working on a format that would allow department heads to get a clear view of their department’s budget.

Alan Turner noted that it should be a priority to get the accounting reports developed. The board continued to discuss and review the draft budget presented by Mr. Brady;

Minutes of Past Meetings

Motion # 02-01-01

Made by Director Stiles, seconded by Director Cochran to approve the budget. All members present voted in favor.

INSURANCE: President Anderson reported that the insurance policy was being completed.

NEW BUSINESS:

STRATEGIC PLANNING: Gail McClure discussed the Old Hospital property and requested the Board consider her offer to work on developing an plan and fund raising for the property. President Anderson Appointed Ms. McClure, Director Vicknair, Gary Hall, Director Brehm and Director Holmes to a committee to work on the Old Hospital property.

Marta Egan presented a proposal to the Board for a temporary position that would work to organize the administration of the Society and develop a plan for the Society to hire a executive director. She noted that she felt she could handle the position but wouldn't be available till March or April.

President Anderson appointed a committee of Directors Breitwieser, Stiles, Brimmer and Gary Hall to develop a proposal to include guidelines and reporting responsibilities for an agreement with Ms. Egan and bring it back to the Board for consideration.

Gail McClure then presented her report regarding a strategic planning retreat to the Board. She explained that the retreat should be held away from Portola to allow maximum commitment and attention from the Board.

Motion #02-01-02

Made by Director Brimmer, seconded by Director Vicknair to approve the retreat to be held off site funded with \$1000 from miscellaneous expenses (#67190) on a date to be settled later.

President Anderson explained that the Consent Calendar items would be placed on next month's agenda for consideration, after minor changes to the minutes were made and the accounting reports were brought up to date.

RECESS:

The meeting was recessed for lunch at 11:30 am. The meeting was reconvened at 1 pm. All members were present.

NEW BUSINESS:

RELOCATION OF OFFICE/BUNK CARS: Director Vicknair requested the Board set up a committee to look at the possibility of relocating the cars. A committee was set up including Gray Hall, Steve Habeck, Director Vickair and Director Cochran.

MEMORIAL GROVE: Director Vicknair indicated that he would like the Board's permission to have the Site Committee consider including a Memorial Grove in the site plan. The Board approved the request.

NETWORK PLAN: Director Vicknair noted that in order to create the plan he needs a list from each director and department head of what they need for their position in the way of computer networking and technology. He will then have the plan finalized and bring it back to the board.

ZEPHYR PROJECT: Director Vicknair explained that this was handled at the last meeting.

ELECTION RULES: Director Cochran presented the election policy and Director Vicknair presented his list of concerns from the last meeting.

Gary Hall went through each of Director Vicknair's concerns and explained how the were each handled and addressed in the policy presented by Director Cochran.

The policy was presented to Alan Turner for review, Mr. Turner indicated that he felt the policy was long and detailed but that it was acceptable.

Motion #02-01-03

Made by Director Brimmer, seconded by Director Vicknair to adopt the policy as presented. All members present voted in favor.

WP HOSPITAL ACTION PLAN: The Board directed the Committee to move forward with the action plan, first addressing clean-up and assessment of the site.

TRUCKEE PROJECT COORDINATOR: President Anderson appointed Director Vicknair as the Truckee Project Coordinator.

VACANT BOARD POSITION: President Anderson explained that he had received only one nomination for the position since it had been advertised and that was for Steve Habeck. The Board discussed the idea of advertising again, but noted that the position would only be for a short time with the upcoming election being in June.

Motion #02-01-04

Made by Director Vicknair, seconded by Director Brehm to accept Steve Habeck as the nominee and appoint him to the Board. Directors Brehm, Vicknair, Stiles, Holmes, Brietwieser and President Anderson voted in favor. Director Brimmer voted no. Director Cochran did not vote.

FRRS FILE STATUS: Director Brimmer explained that he would like the Board to discuss the status of files and original papers that seem to be missing from the FRRS files.

Director Stiles reported that Doug Morgan stated that he has no original documents from the FRRS, but would look for something specific if asked.

Mr. Brimmer explained that he felt Mr. Morgan had stated that he would return files but had not returned them. Mr. Stiles noted that he felt all the files were left in the office car. President Anderson and Mr. Habeck each noted that they had look in the car but and found lots of papers by that nothing was organized.

Director Cochran suggested that the Attorney should write to Mr. Morgan and ask for all FRRS papers to be returned.

After further discussion it was the consensus of the Board to have Andy Anderson, Steve Habeck, Rod McClure and Gail McClure research what had happened to files and go through the files at the museum and bring a report back to the board.

WORK WEEKENDS: Director Vicknair reported on developing work weekends but indicated that no board action was necessary.

COMPUTER PURCHASE: Director Brimmer noted that he would like the Board to consider the purchase of one good computer.

PHONE SYSTEM: Director Brimmer noted the need for a new phone system at the museum; the Board appointed Director Cochran to assess the phone needs and report back.

DIESEL SHOP REORGANIZATION: Director Vicknair requested the Board direct the Site Committee to review the proposed reorganization.

Minutes of Past Meetings

The Board agreed to let the Site Committee review it.

OLD TOWN EXTENSION: The Board discussed the proposed idea for an "Old Town Extension", they noted that there would be many obstacles to overcome for a project like this to be completed. A committee was appointed consisting of Rod McClure, Eugene Vicknair, Andy Anderson, Jan Brietwieser and Ken Iverson to complete a feasibility study.

OPERATIONS REPORT: Director Cochran presented his report and stressed the need for everyone to work on better safety measures. Gail McClure thanked Director Cochran for his report.

GOOD OF THE ORDER:

PRESIDENT'S REPORT: President Anderson thanked everyone for working together and getting everything accomplished.

DIRECTOR'S REPORTS: Director Cochran noted a change on the calendar, train rules workshop should be on May 4th and 5th.

Director Vicknair reported that he would be receiving parts for the Zephyr. Director Holmes reported that he was working on the Cyrognic refer acquisition. Director Stiles reported that he had found o-rings for the 857. Director Brietwieser reported that Portola Railroad Days had been set for the last weekend in July.

Ken Iverson reported that the gift shop locks had been changed so you only need one key to get in and that the snow plow had been broken.

REPORT FROM LEGAL COUNSEL: Mr. Turner reported that the Society will now be receiving copies of pleadings, etc. from the Illinois case and that they could expect a ruling this month. He also requested that roll call and a place for committee reports be placed on the agendas. He also complimented the Board on its willingness to work on organizational issues. He also noted that he would review the by-laws and suggested that the Board utilize a good set of sample by laws and keep them short & sweet.

Director Stiles asked about an attorney that Mr. Morgan had asked to review the bylaws, the Board indicated that that was no longer necessary due to Mr. Turner's presence.

Dan Brady asked the Board Members to spend time reviewing all the projects and determine the feasibility of each project.

Mr. McClure noted that he would have a complete track inspection done soon.

Adjourn: Meeting adjourned at 2:18 p.m.

Next Meeting: February 2, 2002, Portola

Respectively Submitted

Leslie Tigan

February 2, 2002

President Andy Anderson called the meeting to order at 1:05 p.m. The following directors were present: Andy Anderson, Frank Brehm, Jan Breitwieser, Steve Habeck, Norm Holmes, Hank Stiles, Eugene Vicknair. Pat Brimmer and Kerry Cochran were unable to attend.

Visitors present: Irene Hardisty, Dave Hardisty, Tom Graham, Alan Turner, Gail McClure, Rod McClure, Judy McGrath, Janis Peterson.

CONSENT AGENDA:

Minutes – Approval of the revised minutes of the Regular Meeting held on December 1, 2001 with changes as submitted.

Minutes – Approval of the minutes of the Regular Meeting held on January 5, 2002 with no changes.

Finance Reports – Transaction report and Profit & Loss Statement through January 28, 2002.

Membership Report – Approval as submitted.

Magnolia Tower – Approval as submitted.

Motion #01-12-01

Made by Director Brehm, seconded by Director Breitwieser to approve the consent agenda as presented. All directors present voted in favor.

Before proceeding to Old Business, President Anderson read a letter to the Board from Helen Kennedy of the Williams House. This letter advised that a donation in the amount of \$100 was customary for use of their meeting facilities, however, they would be willing to accept a letter of support in lieu of said donation. President Anderson advised he would write the required letter.

President Anderson also read a letter of resignation from Leslie Tigan. She stated that it was not her intent or understanding that her duties as Secretary be a permanent position. She also said that based on her past participation, it would appear to her that the Society is "headed in the right direction." She further advised she will continue to post notification of meeting agendas at City Hall and volunteered to assist with certification of pending Board elections.

Based on Ms. Tigan's suggestion, President Anderson requested Gail McClure accept secretarial duties regarding recording of meeting minutes. Ms. McClure agreed. Director Vicknair as Secretary will be responsible for submission of meeting agendas.

OLD BUSINESS:

ROLLER BEARING TRUCKS & WP FREIGHT CARS: Director Brehm reported he has pursued acquisition of two former WP cars from Jim Dobbas, Inc. One of these cars is a ballast car that will be used by MofW department, the other is a hopper car. Both cars are less than 20 years old and in very good condition.

Director Brehm advised the purchase price of these cars to be \$2,000. Directors Brehm and Vicknair brought this possible acquisition to the attention of an internet chat group focused on the WP and were able to raise these monies in less than one week. Director Brehm presented checks submitted by supporters to President Anderson.

Director Stiles indicated purchase of these cars should be presented to the A&D committee for their recommendation.

Rod McClure, committee chair, indicated that the ballast car would be required for upcoming and future track work.

Directors Brehm and Vicknair reminded the Board that it was previously stipulated by the A&D Committee that preservation of WP equipment was a priority of the organization.

Mr. McClure advised on behalf of the A&D committee, purchase of these cars was recommended. He also advised arrangements had been made to move the cars free of charge to the Society.

Motion #02-02-01

Made by Director Stiles, seconded by Director Vicknair approving funding of these purchases from donations made to a new account called Freight Car Acquisitions Fund. All directors present voted in favor.

President Anderson presented a check for the purchase of the first of the two cars for Jim Dobbas, Inc. to Director Brehm and advised the second check to follow later in the week.

Minutes of Past Meetings

BEANERY: President Anderson introduced guests Irene and Dave Hardisty regarding operation of a restaurant facility in The Beanery.

Ms. Hardisty stated that she had been approached by former President Jim Murphy in August 2001 regarding the possibility of a lease arrangement or operation agreement for food services on the museum property. She presented a package to each Board member outlining her goals, experience, and service provisions. One goal mentioned was to encourage the local population to be on property, thereby gaining local support for the Society's endeavors.

Director Holmes advised that past operators of The Beanery had agreed to provide discounts for train crews. Ms. Hardisty said she was certain an agreement could be reached with her as well.

Ms. Hardisty advised that the kitchen equipment looked to be in good shape.

Director Stiles indicated he understood a fire suppression system would be a required upgrade to the kitchen facility. Director Vicknair clarified further indicating installation of an Ansul system would be required.

Director Breitwieser suggested a committee be formed to investigate required upgrades and possibly begin negotiations with Ms. Hardisty regarding operation of The Beanery.

Director Vicknair stated that there would likely be a number of improvements required including ADA compliance regarding parking, access and restroom facilities.

Ms. Hardisty noted she had spoken with representatives from Environmental Health and they indicated permit was in place and start up of operations should be fine.

Director Breitwieser volunteered to be involved with a committee to address these issues. Alan Turner reminded the Board a Facilities Committee was already in place. Director Vicknair, committee chair, requested Director Breitwieser's participation on that committee.

President Anderson advised he would speak with Jerry (?) /Environmental Health (?) to confirm their understanding of The Beanery's operational readiness.

Alan Turner, the Society's legal advisor, indicated he would request he be allowed to review any agreements/contracts prior to signing.

Directors Stiles and Vicknair requested a meeting with Ms. Hardisty later that afternoon at The Beanery to gain additional detail regarding her ideas for its operation.

WP CABOOSE 779: Director Brehm expressed concerns regarding several issues regarding acquisition of this caboose including ownership of the cars, restoration budget and who the project manager was to be in addition to concerns regarding involvement of the City of Portola as a sponsor of this project in light of these concerns.

President Anderson indicated that Danny Leonhardt, from whom the caboose and payroll cars were obtained, misled Director Holmes in his representation of ownership of these cars when they are still owned by the Feather River Short Line (FRSL). Director Anderson further advised he had spoken to representatives of the FRSL who indicated they would like to see the cars remain with the FRRS as they fall under the scope of our mission.

Director Breitwieser questioned how much money has been spent in acquisition of these cars. Director Holmes indicated approximately \$3,000 was spent to move the equipment to the museum and to purchase/deliver a trailer as part of the agreement with Mr. Leonhardt.

Director Vicknair asked if there was any paperwork provided by Mr. Leonhardt indicating transfer of ownership. Director Holmes stated that paperwork regarding transfer of ownership was promised but never provided, and that a bill of sale was provided to Mr. Leonhardt for

the trailer.

Director Vicknair provided a short history of the tense relationship between the FRSL and FRRS for the benefit of those present who were unaware of past issues effecting the importance of a quick and mutually beneficial resolution on proper transfer of ownership of the cars.

Director Stiles suggested Alan Turner provide position advice. Mr. Turner stated that if there is no paperwork indicating proper transfer of ownership, the FRRS does not own the cars. The Society is liable for providing proper care and protection of the cars as they are currently in its possession and also fiscally responsible as money has been spent without clear ownership. He advised it in the Society's best interest to clarify both the FRSL and FRRS position and resolution of ownership, in writing, as soon as possible.

Director Breitwieser asked if there is any way to recoup the money spent on acquisition of these cars. Director Vicknair also asked if there was any recourse due to misrepresentation of ownership.

Mr. Turner reiterated the Board must obtain a conveyance of ownership document from the FRSL. He also advised the need to obtain a liability release from them as well and questioned if the FRRS could work with them regarding transfer of ownership.

President Anderson stated that his conversations with representatives of the FRSL indicated they would not be willing to release ownership of the cars without some type of consideration from the FRRS. He suggested the FRSL attorney be in contact with Mr. Turner regarding a proposal to resolve the issue at hand.

Item was tabled for discussion at a future meeting to allow both attorneys time to provide a mutually beneficial proposal for further action.

FRRS FINANCIAL SITUATION: President Anderson read a letter presented by Treasurer Dan Brady. The letter indicated that the FRRS is currently in a cash crunch and he had specific questions regarding certain expenditures and how they were to be accounted for.

Director Vicknair advised he would clarify certain expenditures on the Silver Hostel project to assist Mr. Brady with his financial reporting.

Director Stiles indicated that Mr. Brady's question regarding utilization of restricted funds for the GP9s were to offset the cost for acquiring/moving the locomotives. Director Holmes reminded the board use of these restricted funds was amended to include restoration of the GP9s as well.

Director Habeck stated there were no costs involved with transportation regarding acquisition of these units (?).

President Anderson asked all Directors address Mr. Brady's concerns with Mr. Brady as soon as possible to provide him the answers he requires.

JACK HATHAWAY DONATION: Director Vicknair indicated he and Director Cochran continue to work with Mr. Hathaway and asked that this item be removed from the agenda for presentation at a future board meeting when additional information becomes available.

NEW BUSINESS:

MISREPRESENTATION OF FRRS POSITION: Director Brehm expressed concern regarding Director Holmes presenting himself to the public as "Curator". His specific concern was who created this position, why there is no job description or responsibilities and nothing in the existing organizational chart regarding the position or where reporting responsibilities lie.

President Anderson stated this position was created by former

Minutes of Past Meetings

President Jim Murphy.

Tom Graham provided copies of the departmental functional responsibility chart and organizational flow chart previously approved by Board action (chart does not include position of "Curator"). Mr. Graham asked that known corrections be provided in writing to Administrative Manager Gary Hall for follow-up.

Rod McClure advised Maintenance of Way needs to be added as a separate department on these charts.

Mr. Graham asked that Mr. McClure e-mail the requested change to Mr. Hall.

Mr. Graham also stressed the importance of following the "chain of command" regarding new and on-going issues/concerns rather than just going to the top of the organization.

Director Brehm questioned what is to happen when this procedure is followed but there is a lack of response.

Mr. Graham indicated that board minutes are a reporting tool and have not been detailed enough. He further indicated that communication with interested parties is critical.

Director Holmes advised the Curator position is in the FRRS recommended practices guidelines and one of the duties of this position is to make recommendations regarding acquisitions/de-acquisitions of equipment. He also advised that the main focus of the position is to answer historical questions when presented.

Director Vicknair pointed out that this definition creates a conflict with the established A&D Committee concerning acquisitions and de-acquisitions.

Mr. Graham stated that a lack of communication, reporting and recording has resulted in confusion regarding procedures and organizational structure.

Director Breitwieser stated a need for further clarification of the Curator position.

President Anderson indicated Mr. Hall should write a job description. Director Habeck stated he was in agreement this was necessary.

Director Brehm asked that the Board see job descriptions for any position before filling them.

President Anderson directed Mr. Graham to advise Mr. Hall a job description will need to be created for this position.

FUNDRAISING: Director Vicknair advised he was proposing a direct mail fundraising campaign using a pool of 10,000 names compiled from a variety of sources. He stated that this effort, along with the possible employment of Marta Egan and her pursuit of local funding sources and Gail McClure exploring grant possibilities would help the Society to better reach its goals.

Director Brehm advised that the money raised to fund the purchase of the two WP cars from Jim Dobbas, Inc. was accomplished this way via e-mail appeals.

Director Vicknair also pointed out that a direct mail campaign could be used to promote memberships, gift memberships, bringing attention to ongoing equipment restoration and would be a boost to public relations.

Director Breitwieser asked that a funding committee be created. Director Vicknair reminded the Board that a committee already exists and advised Ms. McClure had at one time volunteered to lead the committee.

President Anderson and Director Breitwieser asked Ms. McClure if she would be interested in leading the Funding Committee. Ms. McClure advised she would.

Tom Graham stated that the Administrative Services Department Head should have a say in Ms. McClure's appointment to the committee. President Anderson said he would recommend Gary Hall

consider Ms. McClure for the position. Mr. Graham advised he would apprise Mr. Hall of same.

GOOD OF THE ORDER:

PRESIDENT'S REPORT: President Anderson read a letter to the board from Michael Yarmey/Portola City Building Inspector noting a concern over lack of code violation corrections on the museum property brought to the Board's attention last year.

Director Vicknair advised that a number of the noted violations had been corrected when originally brought to the attention of the Board and that he had taken former President Murphy around the facility showing these corrections to him. He also provided an additional listing of corrections to Mr. Murphy in October 2001 along with copies of requested permits. Director Vicknair further advised he had visually inspected some of the corrected code violations prior to this day's Board meeting only to discover that some of these items had been re-installed in violation of city code. With the assistance of members present at this time, these items were again removed/corrected.

Director Vicknair indicated he has been in contact with two licensed electrical contractors who may be available on the March 2-3, 2002 work weekend to correct the electrical problems at little or no cost to the Society.

Alan Turner advised that a Board representative meet with Mr. Yarmey at the property to show him what has been done and provide a plan for what remains to be corrected. He advised at this time the Board apply for extension of timeline for these remaining corrections.

Director Vicknair advised that much of what Mr. Turner suggested is already in progress and he will update President Anderson who will meet with the Building Inspector.

Tom Graham stated that many of these items should have been corrected last summer.

Judy McGrath indicated it would be helpful to have a listing of these code corrections posted in the Operations office.

Director Vicknair advised he would like confirmation from the city if the previous lists and permit copies had been received by Mr. Yarmey from Mr. Murphy.

GIFT SHOP: President Anderson stated that the Gift Shop is in need of an overhaul prior to the start of the operating season. He advised that Director Breitwieser has been working on an inventory of the existing stock.

RAL PROGRAM: President Anderson stated at this time the only members currently involved with this program are himself, Director Holmes and (?).

Rod McClure said he has two people who would like to be directly involved in this program. Director Vicknair indicated that Society member Matt Parker would like to be re-involved with this program as well.

Director Stiles said he felt employment of Marta Egan would be of immense benefit in providing on-site coordination of the program.

EMPLOYMENT OF MARTA EGAN: Director Breitwieser provided copies of the employee committee meeting recommendations including job responsibilities. She advised that although this item was not on the meeting agenda, she would request that the Board act on the recommendation today.

Alan Turner advised that it could not be acted on today as it was not on the agenda, but that if the Board chose to, a motion could be made for a finding of urgency regarding the recommendations. He stated upon cursory review of the recommendations there be clarification on

Minutes of Past Meetings

time constraints, independent contractor status and clarification of authorized expenses.

Director Vicknair reminded the Board there is \$16,000 in the endowment fund for expenses arising from employment for this type of position.

Director Habeck commented the committee responded as requested by the Board.

Mr. Turner advised that the Society need to create a business master plan and stated that many of the duties presented as part of the proposed employment of Ms. Egan would be included in this document. He requested he be allowed to create a legal employment contract from the presented document.

Director Breitwieser stated Ms. Egan should not have a problem with including the task of short and long term business plans as recommended by Mr. Turner.

Mr. Turner advised that at this time, the board can approve funding of the proposed position and advised the Board that the following motions regarding this issue be considered:

Motion #02-02-02

Consideration for adoption of proposal to secure Marta Egan as an independent contractor made by Director Vicknair, seconded by Director Habeck. Directors Breitwieser, Habeck, Holmes, Stiles, and Vicknair and President Anderson voted in favor. Director Brehm voted against.

Motion #02-02-03

Approve employment of Marta with concept of proposed job description with funding provided from endowment made by Director Stiles, seconded by Director Habeck. Directors Breitwieser, Habeck, Holmes, Stiles, and Vicknair and President Anderson voted in favor. Director Brehm voted against.

DIRECTOR'S REPORTS: Director Holmes advised that the Simplot car should arrive on or around 02/08/02.

COMMITTEE REPORTS: No committee reports at this time.

REPORT FROM LEGAL COUNSEL: Alan Turner told the Board there was no need for closed session regarding the Silver Hostel litigation. There has been no ruling from the court and it would appear billing is in line with work done to date.

Mr. Turner said that it is important that functions through committees progress. He also took the opportunity to offer the following business advice:

He complimented the Board on the admirable job they have done during its recent transition, but cautioned that the Board is working harder than they should have to and are being "mowed down" by rolling stock and restoration focus.

He recommended the following:

—Sending a committee to three to five major museums for advice on what they have done to be successful.

—Must have a focus on fundraising/grants as we cannot rely on volunteers or patchwork to progress.

—Acknowledge and understand that the FRRS and the museum are unique and separate creatures. This could be of particular importance with respect to fundraising and grants.

—Required reworking of Society Bylaws. He advised that the Board should not have to pay an attorney to come to every meeting. His services should be to provide legal advice, not business advice.

OTHER: Rod McClure noted that he has submitted his request to the Union Pacific (UP) for an Operation Lifesaver Train to be present for Portola Railroad Days. He will keep the Board apprised as additional

information becomes available.

Mr. McClure also advised he has secured donation of an ex-WP tank car from the UP. He noted the car has roller-bearing trucks and can be used in mainline service.

Mr. McClure noted he has been contacted by another party interested in ownership of the tanks and questioned if anyone was aware if progress had been made regarding their transference by Gary Hall as directed by the Board. It was recommended Mr. McClure contact Mr. Hall to determine the status of the tanks.

Mr. McClure remarked that he had been contacted by several individuals questioning why there was no membership application on the website.

Alan Turner asked the Board if there was a built-in mechanism for short-term borrowing against restricted funds. Many agencies utilize this type of mechanism for providing funding for immediate need situations. Principle borrowed is normally subject to a reasonable interest rate, requires a super-majority (2/3) of the Board's approval to proceed, and must be repaid within 90-180 days.

President Anderson stated he would have Susan Scarlett/Finance Officer contact Mr. Turner to discuss further.

Rod McClure advised the Board that he, Gail McClure and Steve Habeck had performed a preliminary inspection of the File Cabinets in the office car as directed by the Board. He noted that it would appear there are many files missing and the Board's Omissions and Errors insurance policy was found lying at the back of a drawer in a desk in that car.

Director Vicknair reminded all present there are two scheduled work weekends at the Museum in March: 03/02-23/02 and 03/22-23/02. The items to be addressed include general clean up, clean up and proper securing of the hospital property, and code violation corrections.

Discussion ensued regarding placement of items on the agenda and procedures for same. Director Breitwieser asked what the policy was for submission of items to the agenda.

Director Vicknair indicated the following:

Agenda item requests, including a brief on the item, to be submitted no later than the second Friday prior to the scheduled meeting.

Full report/proposal submitted no later than the Monday prior to the scheduled meeting.

Alan Turner advised that requests for agenda items normally flow through some executive with independent assessment. The President of the organization has the final review. If an item is kicked back to the requestor, that individual should either request it be placed on the next agenda or be addressed at the current meeting as an urgency item. The amount of control over agenda items should be based on organization policy.

Mr. Turner stressed the need to control extraneous carry over of agenda issues.

Judy McGrath asked Director Stiles if the tamper would be arriving anytime soon. Director Stiles advised that it should be delivered to the property shortly.

Tom Graham stated it would be helpful to have reports in hand prior to being addressed at the Board meetings.

Director Habeck informed the Board that the reporting marks, FRRX, had been officially recorded and could now be used on all Museum equipment.

Adjourn

Meeting adjourned at 3:10 p.m.

Next meeting: Saturday, March 2, 2002. Location TBD Portola, CA

Respectively Submitted

Gail A. McClure

PRESERVING "THE FEATHER RIVER ROUTE"

WP Lives, in Portola!

Mission Statement

The mission of the Feather River Rail Society is to preserve the history of the Western Pacific Railroad. The secondary mission is to preserve the history of the subsidiary and interchange railroads within the territories it served.

Mission Goals

To preserve and interpret the history of the WP, the "Willing People" as a vital link in the development of the rail industry on the West Coast, including the steam and diesel evolution, WP's influence in the passenger tourism industry, the impact of freight competition between neighboring railroads. WP's influence in the lumber, mining and agriculture industry from Plumas County throughout California, Nevada and Utah

Upcoming Events

- April
6 Board of Directors Meeting 1 PM
Portola, CA
12-13 WPRRHS Convention
Yuba City, CA
May
4 Board of Directors Meeting 1 PM
Portola, CA
4 Maintenance Clinic
Portola, CA
4-5 Crew Training and Rules Exam
Portola, CA
25 Operating Season Begins
June
1 Board of Directors Meeting 1 PM
Bar-B-Que 5:30 PM
Annual Membership Meeting 7:30 PM
Portola, CA

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