

Feather River Rail Society
Board of Directors Meeting – April 12, 2014 – 4:00 PM
WPRM Meeting Room – Portola, CA

President Rod McClure called the meeting to order at 4:06 PM.

The following Directors were present

Tom Carter	Kirk Baer	Eugene Vicknair
Wayne Monger	Charlie Spikes (phone)	Steve Habeck
Greg Elems (phone)	Gail McClure	

Attendance

Debra Baer	James Mason
Matt Shuman – Election Chair and Board of Trustees	Chris Skow
Ron Huey – Election Committee	Matt Elems (arrived at 4:45 PM)
Alicia LaBrecque	David Elems (arrived at 4:45 PM)
Norman Holmes	Tim Carter (arrived at 4:45 PM)
Ann Morningstar	Rick Gruninger (arrived at 5:00 PM)

Noted: public comments will be held to 3 minutes when recognized by the chair, unless granted extension by the Board.

Correspondence

- *Carter* – proposed community garden at Hospital. Consensus of the Board is to decline.
- Bill Parker sent check for his caboos rental.
- *Habeck* – renewals received for NMRA, Cal Association of Museums and American Alliance of Museums. Fundraiser has received 29 responses, 27 are checks, 2 are credit cards. \$4850. Received \$1160 for steam fund and \$1000 from Barbara Flannery for general fund.

Consent Calendar

Minutes of the February and March 2014 BOD Meetings and April 2014 Special Meeting

Motion 14-04-01

Motion to act on minutes separately.

G. McClure / Monger. Aye - 8, Nay - 0, Abstain - 0. Motion carries.

Request to add notation that Bill Meeker threatened legal action against FRRS in February minutes.

Motion 14-04-02

Motion to accept the February minutes as amended.

G. McClure / Monger. Aye - 6, Nay - 0, Abstain - 2. Motion carries.

Motion 14-04-03

Motion to accept the March minutes as presented.

G. McClure / Carter. Aye - 8, Nay - 0, Abstain - 0. Motion carries.

Motion 14-04-04

Motion to accept the April special meeting minutes as presented.

Vicknair / G. McClure. Aye - 6, Nay - 0, Abstain - 2. Motion carries.

Old Business

Events for 2014 Portola Railroad Days

- Question if there has been any check on insurance for speeder operations.
- Our insurance folks have been on vacation. Hoping to have answer soon.
- Speeder people are lined up.
- All speeder folks are members, ready to go once insurance question is answered.
- President will inform Board of insurance issues at next Board meeting.

Railroad Days Excursion Train

- President McClure has been talking to Bert Hermey and Roy Wullich about needs for Portola Railroad Days train.
- Serious concerns that our liability would be substantial if a private car or Amtrak equipment went on the ground.
- Only cars that would come on to our property would be 4-5 sleepers that will have people staying on board overnight. Rest of train will stay in Union Pacific yard.
- Concern about West Pass. Interchange track has been reflagged leaving only enough room for 2 passenger cars and locomotive.
- Passenger cars would be placed on RIP 1. None of our cars would go into UP yard, all would be placed on east end of our yard.
- Written report of requests from FRRS to Trains and Travel was presented and reviewed.
- Would need Silver Solarium and Silver Lariat on dinner train Saturday. This will be negotiated.
- Cars will be watered in Union Pacific yard.
- Trains and Travel staff will be present to guide their passengers so that FRRS volunteers do not have to worry about it.
- Bookings are at Go level. Waiting on final Union Pacific approval.
- Any servicing of sleeper cars needs to be done within normal operating hours.
- \$10,000 payment would be refunded if train does not run.
- Sunset Magazine reporter will be on train and would like to do article on the museum as well.
- Gail McClure will handle PR relating to museum. Debra Baer will handle PR relating to Railroad Days.

New Business

Wrapping of "Silver Hostel"

- Written report provided.
- Will keep people out of car when stored.

Motion 14-04-05

Motion to accept report and approve expenditure under Zephyr Project line item.

Vicknair / Carter. Aye - 8, Nay - 0, Abstain - 0. Motion carries.

Board of Trustees

- Board of Trustees meeting is scheduled for May 10 at 1:00 PM.
- Trustees have questions, including whether Trustees are a true Board.
- Trustees would like to get fiscals from 2013 to today. Will work with Treasurer McClure to get financial reports needed.
- There were questions about responsibilities of the Trustees. Their responsibility is to manage and grow the Endowment and to make recommendations on any Endowment policies to the Board of Directors. Treasurer McClure will provide clarifications.

Collections Committee Sales List

- Written list provided.
- Request to remove Western Pacific 11509 from list.
- Notes on O&NW 4 AS-616 corrected.

Motion 14-04-06

Motion to accept report as amended above.

Carter / G. McClure. Aye - 7, Nay - 0, Abstain - 1. Motion carries.

Good of the Order

President's Report

- Written report provided at meeting.
- Noted that drain line for oil separator was crushed due to a pile of debris being dropped onto it. Need to get new pipe into drain line.

Director's Reports

Carter – written report provided. Overview of safety changes being looked at and request that the Board buy in on supporting this. Equipment is being damaged and dangerous situations being created.

Financial Reports

- Reports provided, Treasurer's report to be provided at meeting.
- Treasurer will be offering a class before July meeting on basic accounting. Class will be 1 hour before Board Meeting. Class July 12 at 3:00 PM.
- Request to follow up on donation check by Dick Dorn to Archives and payment by Wayne Monger for rental. Treasurer McClure to follow up.

Event Reports

Winterail – we did approximately \$1,200 at Winterail, including memberships. Revenues have been declining over last 3 years. We need to consider if we will keep participating. Suggestion to revisit in September.

2014 Historic Convention – written report provided.

2014 Media Day – written report provided

Department Reports

Funding – written report provided

Committee Reports

Election - written report provided. Mailing is ahead of schedule and will be out within the next week.

Legal / Insurance Report

none

Status of Surplus Property Report

SP SD9 4404 – work crew from Western Rail is delayed a couple months.

Safety Report

Covered in Director Reports

Public Comments

- Ron Huey donated a new Shop vacuum to the wood shop.
- *James Mason* – made statement concerning response to comments he has made recently to and about the Board. Stated he has made comments as a member and California resident who feels concern for the Society. Requested the Board help support current fundraiser and noted that grant organizations ask how much Board members contribute to organization in terms of monetary donations. Expressed disappointment that he is not allowed to speak with bookkeeper and CPA who handles our taxes. Last year donated \$23,000 to the Society and also coordinated an additional \$33,000. Stated that as he was not allowed direct access to the bookkeeper and CPA this year he would no longer donate to Society. Expressed his opinion of no confidence in President Rod McClure and Treasurer Gail McClure.

- *Debra Baer* – Was at last Portola Railroad Days meeting and they requested info as to whether we would be having transport to and from museum and what events will be happening at museum. Asked for reciprocal links on website. We will provide tug and propane for towing people mover. Gave update on events being planned by city. Discussion about having a horn signaling contest.
- *Chris Skow* – offered to give 2 free tickets for Keddie Dinner Train to raffle to raise money.

Notices

- Gail McClure needs assistance for Volunteer Day events.
- We need to start planning Annual Meeting / Dinner.
- To all our Family and Friends - Anyone up to joining us for the Marriage and Union of two families on May 16, 2015 between Deborah Ann Harton and Matthew Stephen Shuman in the Dunsmuir City Park/Botanical Gardens (www.dunsmuirbotanicalgardens.org) in Dunsmuir California? Date set and more details to come. Let the little wedding planner, Riley, loose!!!

Closed Session – requested by President McClure and Director Vicknair.

Adjourned to closed session 5:50 p.m. and reconvened to open session at 7:28 p.m.

“The Board heard a report on a Business Item – Museum Property. No action taken.

The Board heard a report on a Business Item – Equipment Opportunity. Consensus direction given. No action taken.

The Board heard a report on a Proprietary Business Item. Action taken as outlined.

Motion 14-04-07

Motion to address concerns raised in candidate statements, as is our responsibility to the membership, outside of the established election; costs to be covered by line item – Printing 67220, conditional upon recommendation of attorney.

G. McClure / Carter. Aye - 5, Nay - 1, Abstain - 0. Motion carries.

Greg Elems and Charlie Spikes had to leave during the Closed Session before vote on motion.”

Adjourn

Meeting adjourned at:	7:29 PM
Next meeting:	May 10, 2014 – 4:00 PM
Location:	WPRM Meeting Room Portola, California

Respectfully Submitted,
Eugene Vicknair
Secretary, FRRS