

Feather River Rail Society
Board of Directors Meeting – November 12, 2011 – 1:00 PM
Holiday Inn Express Meeting Room – Lodi, California

Vice-President Steve Habeck called the meeting to order at 1:06 PM.

The following Directors were present

Frank Brehm	Kerry Cochran	Norm Holmes (phone)	Steve Habeck
Eugene Vicknair	Wayne Monger	Tom Carter	

Attendance

David Epling
Russ Johnson
Alicia LaBrecque
Seth Adams
Jack Palmer
James Mason - phone

Correspondance

- New signatures needed for RBC Account
- Someone looking for info on Blairsden – Graeagle Bridge

Consent Calendar

Motion 11-01-11

Approve minutes of the September and October 2011 BOD Meetings
Brehm / Monger. Aye – 6, Nay – 0, Abstain – 1. Motion carries.

Old Business

2012 Calendar

- Review of preliminary event calendar for 2012.
- No response on contracts for WP Convention. Legal agreement for convention not yet signed.
- Need to work out convention location.
- Added Training Day and moved main Training Days.
- Discussion about Portola Railroad Days.

Motion 11-02-11

Approve amended 2012 Calendar.

Cochran / Vicknair. Aye – 7, Nay – 0, Abstain – 0. Motion carries.

Policy Review

- Review of updated volunteer record and communication policies
- Review new Volunteer Program policy
- Discussion: 2.1 Maintenance of Records – request to keep records on volunteer hours, want to see the point about recording hours strengthened.
- Look at implementing this feature in the Point of Sale system
- This will be addressed in new Volunteer Training Manual
- Discussion about needing improvements to or new program to replace iVolunteer
- Discussion: 6.1 Reimbursement – current reimbursement forms require only 1 signature. Recommendation to require 2 signatures on reimbursements for amounts above a certain level.
- This policy does not layout process of reimbursement. That is in another area with procedures.

Motion 11-03-11

Approve the three presented Policies (Volunteer Files and Records, Volunteer Communications, Volunteer Program) with amendments.

Brehm / Carter. Aye – 7, Nay – 0, Abstain – 0. Motion carries.

New Business

Deaccess FRRX / VIA 754 Lounge Car

- Review proposal to approve FRRS / VIA lounge car 754 for deaccession and sale. Estimated listing price \$55,000.
- Car originally purchased along with the Edenwold for use by the volunteers. Was a plan approved by the Board years ago to use it as a volunteer lounge which was rescinded and changed to use in off-site service.
- Question if that use of the car is still viable with the other resources we now have. Silver Debris and Silver Plate are now available.
- Has been discussion about adding it to the off-site road train. Car can be used as a snack bar and for sales. Could be used to make money.
- Car was purchased for \$12,000 - \$14,000 for use by volunteers. Norman Holmes got free movement on the car.

Motion 11-04-11

Approve the deaccession and listing for sale of FRRS 754 Lounge car as presented.

Carter / Monger. Aye – 6, Nay – 0, Abstain – 1. Motion carries.

Offer for Milwaukee U25B 5057

- Review proposal and discuss terms to sell body of MILW 5057 to Cle Elem, WA.
- Discussion about current status of deals with Cle Elem and possible buyer for MRS-1 and locomotive parts.
- Cascade Rail Foundation now wants 5057 intact.
- Concerns about selling intact 5057 would kill other deal.
- Power assemblies are being removed from 4450.
- Suggestion to sell 567C on Rail Swap.
- Suggestion to renegotiate with CRF and possible buyer R. Kemp.
- We also have 2 GE 752 motors to replace damaged motor 1 on 5057. Recommendation to offer best traction motor to CRF. Also have spare parts and repair manuals for the 5057 that can be included.
- Transfer \$500 grant for painting to CRF as part of deal.
- Offer is \$25,000 including spare motor, parts, manuals. \$10,000 down payment by March 1. Rest within 12 months of March 1.
- Will take estimated 3 full days to get engine roadable. We can get the engine to Keddie.

Motion 11-05-11

Motion to renegotiate with CRF for the 5057 intact and with Bob Kemp for remaining materials. We will hold Kemp's check pending final negotiation.

Cochran / Brehm. Aye – 7, Nay – 0, Abstain – 0. Motion carries.

Sales Contract for MRS-1 and Parts

- Approve sales contracts for USN MRS-1 544, internal parts from MILW U25B 5057, internal parts from SP SD9 4450 and spare 567C block. Price \$20,000.
- Can get crane for less than Kemp has been quoted if he pursue purchase of MRS-1.
- 567C block is probably worth \$20,000 alone.
- Look at listing block separately.
- Concensus direction to list block on RailSwap and bring offers back to the Board.
- Concensus direction to offer MRS-1 and bare 4450 block and generator to Kemp. Any further offer on 5057 would be pending decision by CRF.

Sales Contract for SP SD9 4404

- Approve sales contract for SP SD9 4404. Price \$35,000.
- P5 horn loaned by Vic Neves has been removed from SP 4404 and will not go with the engine.

Motion 11-06-11

Approve the sale of SP SD9 4450 for \$35,000 as per contract.

Carter / Cochran. Aye – 6, Nay – 1, Abstain – 0. Motion carries.

Trade Contract with Dakota Southern

- Approve trade with Dakota Southern for TS 70 ton 743 and Plasser Tamper, plus parts.
- Review of trade deal
- Clarification: Gondola filled with scrap is 70' long

Motion 11-07-11

Approve the trade with Dakota Southern as outlined in contract.

Cochran / Vicknair. Aye – 6, Nay – 1, Abstain – 0. Motion carries.

Good of the Order

President's Report

none

Museum Manager's Report

- Museum is closed. Inventory done and sent.
- David is now released as Museum Manager. November 7 was final day.
- Some pending orders for Meeker's book.
- Suggestion to use UPS more often for mailing instead of USPS.

Financial Reports

- Written report provided.
- Final hospital cost was over \$46,000. Contractors being very reasonable.
- We need \$100,000 before June 1 to cover budget.
- We are anticipating \$5,700 from Chris Skow, WPRRHS will be transferring \$4,800 to Archives Restricted Fund. We have \$15,000 we can transfer from Investment Account.
- Suggestion for Treasurer Mason to investigate loans up to \$60,000 in case they are needed. Use will be subject to approval of Board.
- Due to our good asset position, we have time to improve finances. Current issues are cashflow crunch mainly caused by Hospital expenses.
- Question about expense for repairing museum Dodge. We got a good deal getting dangerous front end issues properly repaired.

Director's Reports

- *Carter* – Back rent on equipment stored on museum. Update about status of stored equipment payments and concerns about some late payments. Will recommend changes to current policy concerning storage rental and present for revision. Steamer trunk donated at Colfax RR Days. Donor will contact us for paperwork.
- *Monger* – Track Repair Weekend for October 16: David and Matt Elems and Rick Gruninger installed new variable point switchstand on 3 rail on Saturday morning. Ethan Doty, Wayne Monger and Bill Parker worked on balloon loop slow order on Saturday and Sunday. Installed 10 new ties and hand tamped track. Bob Sims hosted first dinner in Silver Debris on Saturday night. Trackwork weekend for November 5 were cancelled due to snow. Discussion about trackwork party in March or April.
- *Brehm* – Archives: has had good discussions with Mike Mucklin, John Walker, Wayne Monger and others about archives and tracking of archives. Looking at purchasing PastPerfect software for this. We would need to buy own server and co-locate it at a server farm. 4U rack would run about \$300/month for co-location, back-up, power and other required service. Could also put volunteer tracking and website on that server.

Event Reports

- Concern about Santa Train and needing sponsors. Preparations have begun. Steve Habeck has already spent 2 weeks working on it. Matt Parker is looking for sponsors and will be doing PR. Charge will be \$10 per car.

Department Reports

- *Publications* – written report provided
- *Facilities* – written report provided. Most facilities and locomotives are drained and winterized. Concerns about Hotbox, recommendation she go to the vet.

Committee Reports

- *Business Practices* – written report provided
- *Election* – Habeck, Vicknair and Brehm up for election

Legal Counsel Report

none

Status of Surplus Property Report

none

Safety Report

- Lots of snow.

Public Comments

- *Jack Palmer* – addressed the Board. Introduced himself to newer members he did not recognize. Jack volunteered starting in 1983. Retired 6 years ago at 80 years old. Never split a switch. Very happy to see the progress of the museum and proud to have worked with the museum. Is looking forward to visiting again in 2012.

Notices

none

Closed Session

Meeting adjourned to closed session at 4:16 PM and reconvened to open session at 4:25 PM. Director Vicknair reported following the closed session:

“The Board heard a report on a legal issue: FRRS v. Kasten / ITAC. No action taken.”

Adjourn

Meeting adjourned at: 4:26 PM
Next meeting: Saturday, December 10, 2011 – 1:00 PM
Location: WPRM Meeting Room
Portola, California

Respectfully Submitted,
Eugene Vicknair
Secretary, FRRS