

**Feather River Rail Society
Board of Directors Meeting
November 5, 2005 -- 1 PM
ACE Stockton Depot
Stockton, California**

President Rod McClure called the meeting to order at 1:17 p.m. The following directors were present:

| | | | |
|---------------|-----------------|--------------|--------------|
| Kerry Cochran | Norm Holmes | Gail McClure | Wayne Monger |
| Hank Stiles | Eugene Vicknair | | |

Directors Steve Habeck and Matt Parker were unable to attend.

Staff present:

| | |
|-----------|-------------|
| Dan Brady | John Walker |
|-----------|-------------|

Visitors present:

| | | | |
|---------------|----------------|------------|------------|
| Thom Andersen | Rick Carter | Tim Carter | Tom Carter |
| Rick Edwards | Barbara Holmes | Dave Pires | |

Correspondence

President McClure reported he received a letter from Golden Gate Railroad Museum which would be discussed further in closed session.

Consent Calendar

1. Minutes – Approval of minutes of the regular meeting held October 1, 2005.
Approval of minutes of tabled past minutes.
2. Financial Reports – Current P & L and Balance Sheet.

Motion # 05-11-01 – Removal of October minutes from Consent Calendar. Motion made by Director Cochran, seconded by Director Vicknair. All Directors present voted in favor. Motion carried.

Motion # 05-11-02 -- Approval of consent calendar reports as amended. Motion made by Director Cochran, seconded by Director McClure. All Directors present voted in favor. Motion carried.

Old Business

Donation of Metal Break from WP Shops

Director Stiles reported that the Metal Break offered to the FRRS for donation is actually a 100-ton hydraulic vertical press. It would likely not be of significant use to us, but does have historical and display value. He will investigate the anticipated cost to move

both this item and the compressor offered so that both can be obtained if that cost is reasonable.

Review 2006 Calendar

Director Vicknair presented a final draft of the FRRS 2006 Calendar. After a short discussion and identification of a number of changes, including scheduled holiday closed dates, consensus direction from the Board was provided to adopt the calendar as corrected.

Offer to Trade CCT Caboose

Director Vicknair reminded the Board that formal approval of pursuit of this trade had not been made. He asked that the Board consider trade of SP 4107 for CCT 24. Because of the difference in the values between the two pieces of equipment and the amount of work required for the CCT 24 to qualify for transport on its own wheels, it was suggested that perhaps CCT employees would be willing to perform some of the work in exchange for the equity difference. There was discussion regarding loss of the SP caboose representation in the collection vs. the role of the WP in the creation/operation of this shortline railroad. The CCT 24 is also in excellent condition and little besides cleaning would need to be done for it to be an outstanding interpretive display piece in the collection. The biggest obstacle to completion of the trade would be the cost of preparation and movement. Additional discussion regarding work required was had.

Motion # 05-11-03 – Agreement to pursue trade offering SP 4107 for CCT 24 pending determination of repair and transport cost. Motion made by Director Vicknair, seconded by Director McClure. All Directors present voted in favor. Motion carried.

FRRS Vision and Goals Statement

Director Cochran referred the Board to the copy of the revised FRRS Vision and Goals Statement. Treasurer Brady asked for removal of one subsection referring to the Gift Shop.

Before further action could be taken on this issue, President McClure suggested that this might be an appropriate time for the Society to consider a name change for the museum from The Portola Railroad Museum to The Western Pacific Railroad Museum at Portola to better reflect the organizational mission of the Society. It also addresses the issue of localization and confusion with Portola Valley, CA. Additional suggestions included Western Pacific Portola Railroad Museum and Feather River Railroad Museum. The Board agreed to take the issue under consideration for further discussion and/or action at a future meeting.

Once the focus returned to the issue of the Vision and Goals Statement, Director McClure reminded the Board that this item had not been acted on previously was due to the fact that the Vision Statement was not comfortable to many on the Board and no further changes were contemplated beyond that conversation. Changes to the Vision Statement were recommended and one additional subsection with respect to Human Resources was also recommended for deletion.

Consensus direction was given to Director Cochran to affect the noted changes and the final draft policy will be presented at the next meeting for adoption.

New Business

Train Sheet Format and Expenses

Director Vicknair advised as the interim Editor of The Train Sheet, he was working on a change of format for that publication. He provided a mock up and asked for feedback from the Board. He suggested the Board consider publication of a quarterly Train Sheet, rather than bi-monthly, with the option to receive the newsletter on line. Frequent and timely news items would appear on the website. The obvious drawback to this approach is that not everyone is connected to the internet. Extensive discussion regarding the issue ensued. Director Vicknair stated he would compile some solid numbers regarding possible cost savings for the next Board meeting.

Membership Roster Publication

Director Holmes advised he had received a request from a member that we publish a membership roster in The Train Sheet. There was discussion regarding legal requirements of publication and availability of the list to both the membership and the general public. Director Holmes was advised the member will need to submit a request in writing to Director Vicknair, in his capacity as Secretary, for the list and Director Vicknair will proceed accordingly. The Board will consider annual publication of a "roll call" type roster in a future issue of The Train Sheet.

BREAK: 2:52 pm – 3:25 pm

New RAL / Mechanical Department Requirements (combined with Engine Inspection Reports originally listed as a separate item on the published agenda)

Director Stiles, in his capacity as CMO, and Assistant CMO Rick Edwards, provided a very detailed summary report regarding maintenance and inspection of locomotives due in part to consensus direction at the previous meeting. They advised that one of the biggest difficulties they face with regard to maintaining the equipment is that inspection reports are being completed on average of 60% of the time they are operated. Director Cochran, in his capacity as Director of Operations, advised he needs this feedback to be able to enforce completion of the reports by locomotive engineers.

President McClure informed all that not only are these reports important for the Mechanical Department to properly maintain the equipment, but will be critical if we have an incident involving this equipment.

Director Stiles advised that incomplete reports are nearly as common as no reporting at all. Lack of attention to detail in reporting the information is of additional concern. He and his department are committed to making sure that the equipment is properly maintained, but to a large degree, are unable to do so without complete and accurate information. At one time, there were laminated cards in each locomotive outlining the correct procedures for obtaining the information required on the reports, however, they disappeared approximately six months previous and had not yet been replaced.

All present agreed that enforcement of the adopted procedures is required immediately and will become a priority immediately.

Storage Bins/Pallets

Director Stiles informed the Board that he found a source for heavy duty pallet bins with fences/doors, capable of holding 2,000 lbs. each. The individual Director Stiles spoke with indicated a price of \$40 less \$15 as donation each (total cost per bin \$25) for the 38 he had remaining. He is also willing to accept a combo rental toward the total cost. The cost for similar bins (new) is approximately \$260 each. The seller also has heavy duty pallet racking he is willing to donate. Director Stiles advised he would finance the purchase out of his pocket with repayment by the Society once the "dry" season has passed.

Motion # 05-11-04 – Authorization to purchase 38 pallet racks at a cost of \$755 (\$40 each x 38 bins (\$1,520 total) less \$15 donation per bins (\$570 total) less Combo RAL valued at \$195) and with funding to be provided from budgetary line item 70035 – Facilities, Supplies. Motion made by Director Vicknair, seconded by Director Stiles. All Directors present voted in favor. Motion carried.

Good of the Order

President's Report

President McClure reported that the facility is looking good and thanked everyone for their hard working in making it that way.

Santa Trains coming up quickly and we can always use volunteers. This year, all utilities will be cut back post Santa Trains to absolute minimums in an effort to save money.

President McClure passed out financial reports and year end statement. Treasurer Brady asked that anyone with questions should feel free to ask or contact him post meeting. He also advised that his latest watercolor print was done and he hoped to have laser prints available for sale through the gift shop in time for Santa Trains. He has contact with Donovan Gray, President of the rail preservation group in Cle Elem. He has indicated a willingness to speak with our Board regarding successful grant seeking if we are willing to cover his expenses. Consensus direction was given to Mr. Brady to clarify what anticipated cost and let Mr. Gray know we are interested in meeting with him.

Director's Reports

Director Stiles advised that he was approached by a representative of CSRSM who has offered donation of an upholstery sewing machine. Consensus direction was given to accept of this generous donation.

Director Monger reminded the Board of ACE Excursion opportunities for 2006. He also asked that the Board begin discussion regarding the 100 year anniversary of the WP in 2009 and the possibility of a year long series of celebratory events.

Director Vicknair announced that he has agreed to accept the responsibilities of Membership Chairman as well as Publications Manager and Fire Marshall.

Department Reports

Facilities – Director Vicknair recognized Don Borden, Charlie Spikes and John Walker for their work on the deck ramp. He also thanked Jay Sarno, Doug Morgan, Ed Powell, Greg Elems and John Walker for their assistance with the re-run of conduit to the Shower Car. Kerry Cochran, Bill Parker, Tom Carter, James Mason, Paul Hollings, Mary Ann Vicknair, and Greg Elems also assisted with interior work on the Silver Debris.

Maintenance of Way – President McClure advised that there is a great deal of serious work that needs to be done to the balloon, as well as switches and ties in the yard, before operations can begin this year. The entire balloon has a useful life of 5-10 years, assuming excellent care, before it will have to be completely replaced.

Funding Department – Director McClure advised that a mail out fundraiser will be going out before the end of the month. She asked that each Board member and officer of the FRRS pledge \$100 to the fundraiser to show support to the membership. This pledge challenge was agreed to and Director McClure thanked the Board for their support.

There was additional discussion regarding non-recorded donations Board and other key members of the organization provide. It was determined this not only under represents the amount of financial support the organization receives, but also under reports the actual cost of doing business. It was recommended by member Jay Sarno and Treasurer Dan Brady that these types of expenses be submitted on an expense report, and then the member can make a cash donation of equal amount once the expenses have been reimbursed. This would both record the support given and account for the actual operational expenses.

Museum Manager – John Walker reported that security has been good around the museum although there was one apparent break in at the hospital. Sales were surprisingly good for the month and he will be working with Eugene to include gift shop items in The Train Sheet. Mr. Walker asked that the Membership Chairman review the membership information being sent out incorrectly reports the hours of operation. Facility is basically in a “shut down” mode. Shortage of volunteers remains an issue. He also revisited the donated items reported at the previous meeting and passed out some interesting articles for Board review.

WP Historical Society – Member Thom Anderson reported that planning for the 2006 Convention is on schedule and where it should be for this point in the process. They are having some difficulty securing donations for the raffles. The convention is scheduled to convene at the Holiday Inn in Chico, CA. The convention site for 2007 has also been chosen and will be held at the Holiday Inn in Livermore, CA. Unfortunately,

Steve Hayes has resigned as convention coordinator and Mr. Anderson is working on recruiting another talented volunteer to assume those responsibilities. Third issue of The Headlight is nearing print and mailing. Member Dave Pires reported that the next two issues will be on the Sacramento Northern. They have enough material for these issues, but may need additional material for future issues. President McClure reminded the Board and recognized the managing staff of the Historical Society for meeting the goals set forth regarding publication of The Headlight.

Committee Reports

No report at this time.

Legal Counsel Report

No report at this time.

Status of Surplus Property Report

Director Vicknair directed the Board's attention to an e-mail he received from member Frank Beavers and provided to the Board, regarding a request to purchase two pieces of old, inoperable equipment. The Board provided consensus direction to proceed with the recommended sale to Mr. Beavers.

Safety Report

No report at this time.

Public Comments

Member Rick Carter indicated he is impressed with the communication he sees between Board members as well as the direction he sees the organization is going. As a former Western Pacific Railroad employee, he was not only pleased with the proposed name change for the museum pointing out that you can't think of the WP without thinking of Portola. The spirit of the employees there was recognized as reflective of the spirit of the company.

Notices

Santa Train work weekend is November 26-27, 2005.

BREAK: 4:35 pm – 4:57 pm

Closed Session

Meeting adjourned to closed session at 4:58 pm and reconvened at 5:46 pm

Director McClure reported the following out of closed session: The Board received a report regarding an ongoing legal issue; no action was taken. The Board also received reports regarding several proprietary equipment issues; consensus direction was given, no reportable action was taken.

Adjourn

Meeting adjourned at 5:48 p.m.

Next meeting: Saturday, December 3, 2005

Location: Portola Railroad Museum

Portola, CA

Respectively Submitted

Gail A. McClure

November 2005 Board Meeting

Motions and Actions Summary

Motions Passed

1. Consent Motions – Motion 05-11-02

Minutes – Approval of the minutes of the regular meeting held October 1, 2005.

Financial Reports – Current Profit and Loss and Balance Sheet.

Minutes removed by motion.

2. Motions

Motion 05-11-03.. Trade for Central California Traction caboose 24

Agreement to pursue trade offering SP 4107 for CCT 24 pending determination of repair and transport cost. Motion made by Director Vicknair, seconded by Director McClure. All Directors present voted in favor – Motion carried.

Motion 05-11-04.. Acquisition of Storage Pallets

Authorization to purchase 38 pallet racks at a cost of \$755 (\$40 each x 38 bins (\$1,520 total) less \$15 donation per bins (\$570 total) less Combo RAL valued at \$195) and with funding to be provided from budgetary line item 70035 – Facilities, Supplies. Motion made by Director Vicknair, seconded by Director Stiles. All Directors present voted in favor – Motion carried.

Actions and Notices

- Director Stiles reported that the Metal Break offered to the FRRS for donation is actually a 100-ton hydraulic vertical press.
- Director Stiles, in his capacity as CMO, and Assistant CMO Rick Edwards, provided a very detailed summary report regarding maintenance and inspection of locomotives due in part to consensus direction at the previous meeting.
- President McClure informed all that not only are these reports important for the Mechanical Department to properly maintain the equipment, but will be critical if we have an incident involving this equipment.
- President McClure reported that the facility is looking good and thanked everyone for their hard working in making it that way.
- Director Vicknair has been appointed as Membership Chairman as well as Publications Manager and Fire Marshall.
- Director Vicknair recognized Don Borden, Charlie Spikes and John Walker for their work on the deck ramp. He also thanked Jay Sarno, Doug Morgan, Ed Powell, Greg Elems, John Walker, Kerry Cochran, Bill Parker, Tom Carter, James Mason, Paul Hollings, Mary Ann Vicknair, and Greg Elems for their work on the Volunteer Support Cars.
- President McClure advised that there is a great deal of serious work that needs to be done to the balloon, as well as switches and ties in the yard, before operations can begin this year.

- Director McClure asked that each Board member and officer of the FRRS pledge \$100 to the coming fundraiser to show support to the membership. This pledge challenge was agreed to and Director McClure thanked the Board for their support.
- Member Thom Anderson reported that planning for the 2006 Convention is on schedule and where it should be for this point in the process. Convention will be held in Chico, CA.
- Member Rick Carter, former WP employee, indicated he is impressed with the communication he sees between Board members as well as the direction he sees the organization is going.

Closed Session

Meeting adjourned to closed session at 4:58 pm and reconvened at 5:46 pm

Director McClure reported the following out of closed session: The Board received a report regarding an ongoing legal issue; no action was taken. The Board also received reports regarding several proprietary equipment issues; consensus direction was given, no reportable action was taken.

Next Board Meeting
Saturday, December 3, 2005 – 1:00 PM
Location: Portola Railroad Museum - Portola, CA

respectfully submitted by Eugene Vicknair, secretary

February 1, 2006