

**Feather River Rail Society**  
**Board of Directors Meeting – July 14, 2012 – 4:00 PM**  
**WPRM Meeting Room – Portola, California**

President Rod McClure called the meeting to order at 4:12 PM.

The following Directors were present

Kerry Cochran - ph	Norm Holmes	Tom Carter - ph	Steve Habeck
Eugene Vicknair	Frank Brehm	Rod McClure	Wayne Monger

**Attendance**

Ed Wagner – Election Chair  
Debra Baer  
Kirk Baer  
Matt Shuman  
Ron Huey  
Greg Elems  
Gail McClure – Store Manager  
James Mason – Treasurer  
Matt Elems  
David Elems  
Matt Parker

**Correspondence**

- Tom Grey at V&T wants turntable out in 2 weeks.
- Bernard LaBonte asked Frank Brehm for track diagram copies, Frank asked for donation to Society in exchange
- Need to move WP dispatcher desk from Sacramento

**Announcement of 2012 Election Results**

Due to the revised schedule resulting from the invalidated first mailing, the announcement of the election occurred during the July Meeting and was followed by the seating of the new Board.

Ed Wagner gave report on remailed election results. Reported that he tried to get the election remailed as quickly and accurately as possible.

Tellers were Debra Baer, Kirk Baer and Ron Huey.

Total 903 ballots mailed, received 10 back undeliverable.  
Received 398 ballots (about 44.6% return), 1 invalidated due to ballot error.

Results:

Write-ins:

Railroad Brat	J. Chris Allan	Rus Johnson (2)
Rod McClure	Keith Gillette	Craig Simmons (3)
Bil Jackson	Carry Cochran (SIC)	Scott McAllister (11)
Bob Sims	Thom Anderson	Kirk Baer (14)

Nominees (\* = elected):

David Epling: 73 votes

Frank Brehm: 103

\*Charlie Spikes: 205 – 1 year seat

\*Greg Elems: 215 – 2 year seat

- \*Gail McClure: 255 – 3 year seat
- \*Eugene Vicknair: 312 – 3 year seat
- \*Steve Habeck: – 346 – 3 year seat

President McClure thanked Ed Wagner for his work

In compliance with By-Laws requirement, Rod McClure resigned his Board Seat

### **Seating of New Board**

Board of Directors for 2012 – 2013 is:

Charlie Spikes  
Steve Habeck  
Wayne Monger

Tom Carter  
Norm Holmes  
Eugene Vicknair

Greg Elems  
Kerry Cochran  
Gail McClure

### **Consent Calendar**

Approve minutes of the May 2012 BOD Meeting

Motion 12-07-01

Table consent calendar.

Vicknair / Habeck. Aye – 8, Nay – 0, Abstain – 0. Motion carries.

### **Old Business**

#### **Dunsmuir Railroad Days 2012**

- Matt Shuman gave report.
- Whole event overall went well. Some minor problems and issues in the “Silver Plate” diner car which were solved quickly.
- Had last minute surprise insurance issue. It was resolved, but brings up issues with future events.
- President McClure discussed surprise issues with last minute insurance. Has approached UP reps about how to deal with this in future. If not resolved, we will not be able to do off site trips. Believes we can get this resolved, however. One answer may be using Dunsmuir City insurance.
- Had problems with Silver Plate. There were messes left in the car (deposit forfeited). Fundraisers in car did well, but we did not receive anything. Recommendation that we charge enforce proposed fee charge in future. Also had mess in UP 105, garbage was left in car.
- Gift Shop sales were down about 25% from last year. Feel that lack of booths in railroad yard hurt the business with our store and trains. RR Days Committee is considering this.
- Overall attendance was down about 10% over last year. Speeder rides were also down.
- No problems with train and equipment.
- Had volunteer BBQ on Sunday night that everyone chipped in for.
- Certificates of appreciation are being sent by Dunsmuir Days Committee to people who assisted with event.
- Social media publicity appears to have helped publicize event.

#### **Equipment Scrapping**

- Written report provided.
- Question about condition of wedge plow for scrapping. Consensus to remove it from list.
- President McClure is talking to scrappers.
- Consensus to proceed with scrapping SP 4450.

### **New Business**

#### **Archives Policies, Mission and Procedures**

- Written reports and samples of contracts / documents provided.
- Suggestion that we give everyone a month to review and be prepared to vote on them at next meeting.
- Request for internal temp data from the Simplot car before we approve moving materials from Reno into Simplot car. Concerns that moving to car may conflict with agreements we have for archives donations.
- Matt Parker will look into device for checking temp and humidity.
- Concensus direction to table for action at August meeting.
- Discussion about how to arrange archive cars if we move to that use.

### **Publications**

- Written report provided.
- Positive expressions for expanding our book publications and moving into digital, DVD, etc

Motion 12-07-02

Accept report and approve exploring expanded publications.

Brehm / Habeck. Aye – 8, Nay – 0, Abstain – 0. Motion carries.

### **Director Oath of Office**

- Written report provided.
- Comment that statement of faith in proposed oath be removed.
- Comment that a verbal oath of office is common in other organizations which are recorded in the minutes.
- Wording presented is a combination of other organization's oaths.
- Concensus to table to August for action.

### **Brochure Printing**

- Written report and brochure sample provided.
- Cost is \$1500 for 5000.
- WP 2001 special RAL is shown as \$1000 on website.
- Suggestion to have WP 2001 special as a stand alone RAL at \$500. Would need advance notice.
- Discussion about other alterations to the RAL program, ideas to increase revenue.

Motion 12-07-03

Proceed with 5000 brochures for \$1500 plus tax, version B with removing specific 2001 note and exchange for different information. New version to be sent to Board. Expense from line item 67010 – Advertising.

Monger / Vicknair. Aye –7, Nay – 0, Abstain – 1. Motion carries.

### **Sale of Southern Pacific SD9 4404**

- Written report provided.
- Western Rail Inc. will ship all parts for alignment coupler conversion, we will install as part of sale.
- Sale price is \$45,000.

Motion 12-07-04

Motion to approve sale contract as provided.

Vicknair / Habeck. Aye – 7, Nay – 0, Abstain – 1. Motion carries.

### **Good of the Order**

#### **President's Report**

- Written report provided.
- Received nasty letter and bogus bill from a man who wanted to buy a surplus signal box from us. We sent part that appeared to be one he specified, but he claimed it was not. Never paid for part and has started being abusive in email. We have now turned this over to legal. Tom Carter dealt with man and has been talking to our legal counsel.
- eBay sales are doing well. We are seeing good returns on donated models. Have sold about \$2700 in last month. Norm has donated more materials.

- We received a donation of about 27,000 slides of other railroads, bridges, Paris. We will be looking at these for resale.
- We may have an event in Sparks with Union Pacific next month. Still waiting on information.
- Coordinating with Scott Franklin to review moving equipment from Norm's house. Need to move WP turntable soon.
- Recommendation to let volunteers for gift shop claim mileage for driving to and from Reno. Item 53050 – Payroll Expense. Suggestion to let volunteers use that budget item for mileage. Current mileage rate is about \$0.55 / mile. Concensus to proceed.

### Financial Reports

- Financials provided.
- Reviewed status of financials. We are doing better than same time last year. We are looking good for this year.
- Expenses in gift shop have been way down. Was losing money last year, is making money this year.
- Comments that cost of some things like EMD oil are going up dramatically.
- Recommendation that we enforce documentation for credit card charges.
- Announced that he will not stand for Treasurer for August officer election. Suggested that we search outside the Board for Treasurer. Willing to assist new person and will help with search.
- Graph charting profit / loss was shown. Everyone likes the graph and would like to continue seeing it.
- Update on 4<sup>th</sup> Street House: lined up appraiser, but they went on vacation for 2 weeks. We have a realtor. Charlie Spikes took care of weed clean-up.
- Going to get someone to clean weeds from property. Will need to pay some expenses for this. We have had scrap pickers searching through Hospital property.

### Director's Reports

- *Brehm* – FRRSList: recommendation we dump the FRRSList. Question about why FRRSList members need to be FRRS members. Suggestion to have Matt Elems take over FRRSList and reorganize list. Matt Parker and Tom Carter will be moderators on the FRRSList. Concensus direction to maintain the FRRSList and appoint Matt Parker and Tom Carter as moderators. They will manage the membership of the list.
- Concerns about issues with membership list and other items with our bookkeeper.

### Event Reports

- *Portola Railroad Days 2012* – Committee went to Ray Breedlove of Union Pacific with questions about RR Days. Committee looking for ways to enhance revenue. Looking for ways to support local civic groups but not event itself. Concerns about planning for Railroad Days by committee. No admission but we are charging for train rides. Thanks to Debra Baer for being our representative with the RR Days Committee.

### Department Reports

- *Publications* – report provided. Planning for a Headlight focusing on Meeker collection with related article in Train Sheet.
- *Website* – report provided.
- *Historic* – Elko is looking to be out for 2013 Convention. Some discussion on having one closer.
- *Museum Store* – Working on stocking the Store as we were low on product. Now have new designs that are selling well, have restocked shorts. Almost out of toys for kids. Last week almost all days were around \$1000 in sales, almost \$1900 today. Offer to advertise in flyers at local RV parks. Estimated cost would be about \$850 for all three. We have \$2700 in ad budget, have spent \$1100 so far. Thanks to the volunteers who have been working in the Store and doing RALs. Concensus direction to approve ads for three RV parks (Feather River \$165, Grizzly \$165 and Clio River's Edge \$399) taking from line item 67010 - Advertising.

### Committee Reports

none

## Legal / Insurance Report

none

## Status of Surplus Property Report

- *US Navy MRS-1 544* – Alco Museum in New York is interested. Direction to offer between \$10,000 - \$14,000 as price. Use of flatcar Big Red free, no pay for tiedown and chain return. They cover Big Red return movement and must provide idler flat as required by UP.

## Safety Report

none

## Public Comments

- *Ed Wagner* – recommendation to revisit and possibly revise election process. Feels that there needs to be greater oversight and review by the Board of the election. Due to recent events in the last two elections, feels this is needed. Opinions expressed as FRRS member, not as election chair. Thanks again to Ed Wagner for his great work on the election.
- Ed Wagner also made \$100 donation for iVolunteer software.
- *Matt Parker* – someone donated cast iron freight car brake beams. Asked that we ramp up our volunteer recruiting.

## Notices

none

## Closed Session – 7:43 PM to 7:59 PM

- *Legal Item* – FRRS v. Kasten / ITAC
- *Business Item* – Business Opportunity
- *Personnel Item* – Personnel – removed

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

The Board heard a report on a business issue – Business Opportunity. Concensus direction given.

## Adjourn

Meeting adjourned at: 8:00 PM  
Next meeting: Saturday, August 11, 2012 – 4:00 PM  
Location: WPRM Meeting Room  
Portola, California

Respectfully Submitted,  
Eugene Vicknair  
Secretary, FRRS