

Feather River Rail Society
Board of Directors Meeting – December 8, 2012 – 1:00 PM
WPRM Meeting Room – Portola, California

President Rod McClure called the meeting to order at 1:11 PM.

The following Directors were present

Tom Carter - phone
Eugene Vicknair

Gail McClure
Wayne Monger

Kerry Cochran – phone
Greg Elems

Norman Homes - phone
Charlie Spikes

Attendance

Debra Baer
Kirk Baer
Bob Sims
Bruce Veilleux – IT Manager
James Mason
Matt Elems
Dave Elems
Rick Gruninger
Ed Powell
Ethan Doty

Correspondence

none

Consent Calendar

Correction to November minutes: All locomotive radios are NOT compliant with new regulations.

Motion 12-12-01

Accept the minutes for the October and November 2012 Meetings.

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

Financial Report – moved from Good of the Order

- Financial information was not sent due to unavoidable circumstances.
- James Mason brought financial report.
- Current finances are looking good. James Mason presented a chart showing 2011 vs. 2012. Net income for 2012 is currently over \$50,000 for the year. We will be higher, close to \$100,000, when we book the 4404 sale money.
- Income has improved due to hard work by many people to bring in income, donations, improve the Gift Shop and find cost savings.
- Thanks to Gail McClure and her team, we have saved over \$35,000 in Gift Shop direct costs.
- Cash on hand is over \$100,000.
- Memberships are up \$166 over last year this time.
- We are running \$123,624 ahead of this time last year in net income, not including SP 4404 income.
- James Mason recommends delaying full payment of short term debt until after the SP 4404 money is released.
- Discussed recent stock donation. James Mason donated 60 shares of stock to Steam Program. Board needs to direct that stock be sold and funds transferred to income item 40422 – Steam Fund. Recommended that a policy / procedure be enacted to handle future stock donations.
- Direct donation of appreciated stock to non-profit avoids taxes on appreciation and donor gets full value write-off.

- Recommendation to start drafting long-term business plan to present to the Board. Review prior business plans and proposals. Recommended that Business Practices Committee start looking at this.
- Questions about stock donation. A portion of stock can be donated. Value is set the day stock is transferred.
- James Mason will work with Kerry Cochran to draft stock policy.

Motion 12-12-02

Direct that stock donated by James Mason be sold and transferred through BofA account to line item 40422 – Steam Fund.

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

Consensus direction to have Business Practices Committee prepare a draft Business Plan looking forward 10 years. Include information from March 2012 special meeting.

Old Business

Radio System License and Museum Radios – tabled from October

- Written report and information provided.
- Review of issues concerning museum radio system.
- On November 24, the radio license was processed for modification. Currently still pending with FCC.
- Did research into replacement radios. Found a vendor that can provide radios for \$260 each.
- Suggestion we look at offering this price to members who want personal radios and do a mass buy. Would be cash up front purchase. Quote is for portable radios only, not locomotive or station radios.
- Verified that currently we only have 6 portable radios compliant with new requirements.
- Two compliant station radios will be donated after January 1, 2013.
- We will need five new station / locomotive radios. Need to look into replacing those.
- Questions about what bandwidths are covered and other radios to be converted.

Motion 12-12-03

Accept the report and move forward as suggested with purchase of 12 new compliant portable radios. Total cost is \$3,982.00 on line item 51060 – Tools.

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

- The 6 radios currently in hand can be converted by Kerry quickly. Discussion about getting those converted as soon as possible. They will be shipped to Kerry for quick conversion.
- Recommendation that we put word out on radio offer for volunteers who want personal radios.
- Question about liability if general public brings non-compliant radios. If they are not working for museum, then we are not responsible. We are only responsible for our volunteers doing FRRS business.

Question about status of Treasurer position. James Mason is functioning as Acting Treasurer currently and will handle year end report.

New Business

Volunteer Hours Tracking System

- Issue is whether to approve acquisition of hour tracking system previously discussed.
- Issues are still being investigated. Will bring report to next meeting.
- Tabled to January.

WP 2013 Convention

- Written report provided.
- Issue is to approve proposal for 2013 WP Convention.

- Convention dates suggested are May 17-19, 2013. Projected location is CSRM in Sacramento.
- Current fund for conventions is 11003 – Convention. Has \$1824.00. Thom Anderson is current signator on the account. Will review account status in January.
- Discussion about structure of the account and how to handle it.
- Question about work weekend before season open on Memorial Day weekend. Schedule new work weekend.

Consensus direction to proceed with planning and report back. Dates are approved.

Santa Maria Beet Gon Donation

- Written report provided.
- proposal to donate SP Sugar Beet Gon for display in Santa Maria, CA.
- President McClure has been talking to Santa Maria Valley Historical Museum. They have reformed their organization in the last few years.
- Suggestion to give them a beet gon and have SMVHM cover costs.

Motion 12-12-04

Motion to donate to SMVHM one of the SP / Holly Sugar beet gondolas (SP 358262) acquired by the FRRS in 1989. SMVHM to cover all related loading, tie-down and shipping costs. Beet Gon must be moved within 6 months of contract acceptance.

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

Short term Debt Repayment

- Proposal to review financial status for repayment of short term debt.
- Suggested that this be tabled to March 2013 and continue current payment plan.

Consensus direction to continue with current payment plan and revisit in March 2013.

Santa Train Planning

- Written report provided.
- Issues are to find ways to improve Santa Train attendance, finances and planning, appoint Event Coordinator and discuss adding 3rd weekend of trains.
- Vice-President Habeck has requested a third Santa Train weekend this year.
- Opinions expressed that we need to complete SP 4404 and Santa Train is interfering with that work.
- We are losing money on Santa Train currently.
- Suggested in report that we appoint a coordinator for Santa Train for next year and improve fundraising and publicity.
- Reported that SP 4404 welder cannot return until after first of the year. We need to find another welder.
- Concern that we have no time to get a crew together. Also there has been no advertising.
- Last Saturday we had only 29 cars at \$5 a car. Cost for materials and set-up was over \$660.
- Suggestion to look at possible 3rd weekend next year or move it farther down in the month for next year.
- Noted that this year no one advertised, requested cookies or other advertising items.
- Thanks to Steve Habeck and his family for their great job decorating the train.
- Consensus is for no 3rd Santa Train this year.

Motion 12-12-05

Accept the report recommendations to appoint a Coordinator for 2013 to handle planning, fundraising, publicity and logistics. Planning activities to begin no later than October 1, 2013.

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

- Gail McClure has volunteered to be Coordinator for 2013 and Debra Baer and Bruce Veilleux have volunteered to assist.

Year End Fundraising Budget

- Fundraising letter and written report provided.
- Suggestion in report to do two mailings. Recommendation to do spring mailing through mailing house and do fall mailing as more elaborate mailing. Suggestion to up the budget to \$3,000.

Motion 12-12-06

Accept the report recommendation of two annual mailings. Budget to be \$3,000 annual from line item 56600 - Fundraising.

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

Good of the Order

President's Report

- Bill for damage to car on Railroad Days as been paid.
- Building has been drained.
- Rod McClure saw a black bear heading into the museum this morning.

Financial Reports

- Moved to earlier in meeting

Director's Reports

- *Vicknair* – donated a set of outdoor information signs for equipment.
- *Monger* – Vic Neves' dog Zephyr who often came to the museum passed away recently.

Event Reports

none

Department Reports

none

Committee Reports

none

Legal / Insurance Report

- Fourth Street house insurance is paid in full and in effect.
- Rick Gruninger needs values for Meeker collection. Eugene Vicknair to resend.
- President McClure is renewing the museum liability policy.

Status of Surplus Property Report

- *SP SD9 4404, MILW U25B 5057, NVR DS-4-4-750 51* – written reports provided. No real change in status on any. Wayne Monger is putting up a \$3,000 challenge for Cascade Rail 5057 fundraiser.

Safety Report

none

Public Comments

- *Rick Gruninger* – Asked that crew training dates be decided soon. Kerry, Rick and Tom Carter to discuss. Asked about plans to install cameras and suggested that camera not show parking area next to Edenwold. Will discuss with Bruce Veilleux.

Notices

- *Santa Train December 8*
- *Board Nominations open January 1, 2013*

Closed Session – requested by President McClure and Director Vicknair – 3:09 PM – 3:23 PM

- *Legal Item – FRRS v. Kasten / ITAC*
- *Legal Item – Worthen v. FRRS*

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

Adjourn

Meeting adjourned at: 3:24 PM
Next meeting: Saturday, January 12, 2013 – 1:00 PM
Location: WPRM Meeting Room
Portola, California

Respectfully Submitted,
Eugene Vicknair
Secretary, FRRS