

# Train Mountain Railroad Board of Directors Meeting

November 30, 2016

Location: Telephone Meeting

## 1. Call to Order

The meeting was called to order at 7:05 pm.

Present: Tom Watson, President; Chuck Barnes, Secretary; Joe Simon; Dick Peterson; Dave Waterstreet; Jeff Mills and, Jerry Crane (TMI - nonvoting)

Absent: Jeff Pape

Others in attendance: Marg Hope; Joyce Merwin; Kevin Hunter; and Chris Donhost

## 2. Announce Election Results

The TMRR membership has voted to elect three members to the TMRR Board of Directors. The three candidates receiving the most votes would be elected.

The vote result:

- |                      |           |
|----------------------|-----------|
| a. Dick Peterson     | 69 votes* |
| b. David Waterstreet | 51 votes* |
| c. Joe Simon         | 49 votes* |
| d. Russ Wood         | 44 votes  |

\*Elected to TMRR Board of Directors

## 3. Tonight's Meeting Purpose

Tom gave a brief overview of the purpose of tonight's meeting.

- a. Install the new Board members and elect officers.
- b. For additional business not on this agenda an additional meeting should be scheduled.

Tom said our goal should be to keep the meeting around one hour in length. Items that need review and perhaps a lengthy discussion should be done by email. This issue was also discussed in Item 4c.

## 4. Seat New Board Members

- a. Dick Peterson, David Waterstreet, and Joe Simon, the successful candidates for the three Board of Director positions, were welcomed to the TMRR Board.
- b. Tom explained to the new members that some previous Board meetings had taken upward of four hours so we are attempting to limit Board meetings to approximately one hour.

- c. To accomplish one hour meetings Tom said we need to do the following:  
1) Do not bring non-Board level decision to Board meetings. 2) Make most decision via email meetings. 3) Only place items on the full meeting agenda if they can't be resolved via email.
- d. Tom explained that the Board follows Robert's Rules of Order but also uses a "Governance" model. This Governance model places agenda items in a logical order, with the most urgent item first and least urgent last. We also do not list new business or old business as agenda items.

There was some general discussion among the Board members, but were in agreement with Tom's presentation.

#### **5. Board Treasurer Position**

Tom explained that a 501c7 corporation is required to have a Treasurer and Carol LaBerge has resigned the Treasurer position. The Treasurer must be a member of the TMRR Board and be able to fulfill the duties required by Article IV, Section 8 of the TMRR Bylaws. Joyce Merwin does most of the day-to-day accounting so the Treasurer is not required to do all the work, but oversees the entire process. After a discussion regarding the duties and responsibilities of the Treasurer, Dave Waterstreet volunteered to assume the duties as Treasurer.

**Motion:** Appoint Dave Waterstreet the TMRR Treasurer. Peterson/Mills.  
Approved. 6-0

At a later date Dave will discuss the duties and responsibilities in more detail with Tom.

#### **6. Board Vice President Position**

The TMRR Bylaws allow one or more Vice President. Tom said it has become very difficult to run the day-to-day TM operations and prepare the Board agenda and its related items. After discussion it was determined a Vice President position would be helpful in assisting Tom with the Board agenda and other duties.

**Motion:** Create a Vice President position. Waterstreet/Peterson. Approved. 5-1 (Simon)

Jeff Mills volunteered to be Vice President.

**Motion:** Elect Jeff Mills Vice President. Peterson/Barnes. Approved. 6-0

#### **7. Volunteer Coordinator**

Russ Wood has been the coordinator for the past several years and due to the workload involved it may be time to give him a break from the coordinator responsibilities. Each TM meet needs a coordinator, but it does not need to be same person for all the meets. A meet coordinator must be able to attend the

entire work week (perhaps a few days before the work week), and organize and run the morning volunteer meetings. A meet coordinator is not required to be a Board member. It will be beneficial to have an overall coordinator who oversees the individual meet coordinator. Jeff Mills suggested Russ is asked if he would be willing to be the overall coordinator. The Gazette and social media should be used to bring the need for coordinators to the TM membership. After a lengthy discussion the Board determined this is a critical issue and needs to be resolved in the next few months.

Coordinators for the 2018 Triennial are needed. Dennis Ward, Tom and Russ jointly coordinated the past two Triennials. Tom said there is too much work involved with a Triennial for only one or two coordinators. Three is probably the minimum. It was suggested we look into hiring a professional coordinator. It may be too costly and difficult to find a person with the needed insight on Triennial activities. Further research on the cost and qualifications of a professional coordinator are warranted.

#### **8. Status Report TMI (Jerry Crane)**

- a. Containerville. Fifteen containers have been purchased and five more will be purchased. Rollup doors have been installed in five containers and all five are ready to be shipped to TM. A crane will probably be needed to set the containers at TM. They can be offloaded without a crane. Eleven of the back row containers have been sold; eleven back row containers are still available. A power unit for the transfer table is being constructed.
- b. A third well will be added to the TM water system. Permits for the well are in works with the County.
- c. Dennis Ward is the track Superintendent.
- d. Fifteen metric tons of steel rails have been purchased. This should provide a three year supply of steel rail. Jerry did not have the exact cost of the rail but it was between \$45,000 and \$50,000. Carl Vanderspek provided TMI with a short term loan to cover the purchase cost.
- e. TMI has approximately \$40,000 in bank accounts. All the taxes have been paid. TMI will be paying Timberlake Railroad \$4,000.00 in December. This is for the license agreement to cross their property. The eleven unsold containers will generate \$55,000 in revenue. TMI is holding off on any large expenditure.
- f. The Blue Caboose Campground septic system needs to be designed.
- g. A parking lot that both TM and the K&W can use needs to be designed.

#### **9. Status Report TMRR (Tom Watson)**

- a. Back shop track storage rental has become a problem. TMRR equipment is being stored outside, equipment is being moved and there is growing concern that equipment may be damaged, which may become a liability issue for TMI and TMRR. Since the back row of Containerville has eleven unsold containers, the Board recommended the Backshop track rental be

- eliminated and TMRR members are encouraged to purchase a container. Multiple TMRR members can purchase and use one container.
- b. TMRR financial: \$11,737 is the current account balances. \$9,766 income was received for the first eleven months of 2016. The expenditures for the first eleven months of 2016 were \$26,065. This resulted in a net loss of \$16,299. Part of this is due to Grounds Keeper Debra Cox's pay coming from TMRR member expenses in 2016. We need to shift the cost of Debra's wages from the TMRR members to another source, such as the public through museum tours. Tom, Dave and Joyce will examine this issue and other overages in more detail in the 2017 budget to bring us back in balance.

#### 10. **Status Report Forestry (Jeff Pape)**

Jeff Pape was not in attendance so there was no Forestry report.

Marg Hope and Kevin Hunter expressed some concern that the Forestry Plan was going to recommend removal of a large number of trees. Tom thought that only diseased or hazard trees were going to be removed. Kevin has drafted a TM Forestry Plan and will have it emailed to all the Board members. The Board members need the opportunity to review the plans Jeff and Kevin have drafted before any action can be taken.

#### 11. **Status Report Fire Protection (Jeff Mills)**

Jeff gave an overview of the status of TM fire safety. The new Brush Blazer will be very helpful in the removal of undergrowth and the establishment of fire safe zones. The new piping to the well on the north side of South Chiloquin Rd. will provide additional water for fire suppression. TMRR must continue to be proactive in fire prevention.

#### 12. **Last Minute Item(s)**

None.

#### 13. **Adjourn**

**Motion:** Adjourn the Board meeting. Mills/Peterson. Approved 6-0. Meeting adjourned at 8:24 pm.

The minutes were taken and submitted by Charles Barnes, Secretary. The TMRR Board approved the minutes with an email vote.

(Approved, November 30, 2016 TMRR Board Meeting)