

Train Mountain Railroad
Board of Directors Meeting

December 12, 2012

Location: Telephone Meeting

1. Meeting called to order at 7:01 pm.

Present: Jim Armstrong, President; Dennis Ward, Treasurer; Chuck Barnes, Secretary; Jerry Crane; Tom Watson, and John Black, RRI

Absent: None

Others in attendance: Russ Wood and Steve Panzik

Recurring Business:

2. Secretary's Report, Chuck Barnes:

There were no further comments or additional corrections regarding the November 14, 2012, minutes that had been emailed to the Board.

Motion to approve the November 14, 2012, Board minutes as modified and submitted. Ward/Watson. Approved 5-0

3. Treasurer's Report, Dennis Ward:

Income from memberships, meet fees and donations total \$10,485.00. 75% (\$7,864) was transferred to Friends, leaving TMRR a total of \$2,621.00. Pay Pal is up and running. Some of the accounts at Wells Fargo may not be needed. Dennis will review and if appropriate, recommend closure of unnecessary accounts. A \$657.55 check has been issued for the 2013 Membership Pins. Subtracting this amount from the \$2,621.00 listed above leaves TMRR with a balance of \$1,963.45.

4. Status Reports From Management:

a. President's Overview, Jim Armstrong – The initial operation of TMRR seems to be going quite well. Jim thanked Tom for establishing the PayPal account and his work on the membership and meet forms.

b. Friends and RRI, John Black – Nothing to report from Friends or RRI. John was pleased with the progress of TMRR.

c. Facilities, Jerry Crane – i) Handrails. Code requires handrails to be 1¼" to 2" in outside diameter (OD). 1 ¼" inside diameter (ID) pipe has an OD of 1-5/8" and should be adequate for our needs. Either schedule 10 or 40 pipe will be adequate. Tom suggested using electrical conduit. Jerry was a bit concerned electrical conduit may be too thin and could be difficult for welding. He will look into using electrical conduit. There are two methods for attaching the handrail to the concrete. 1) Weld the pipe handrail to a deck plate and bolt the deck plate to the concrete using a rotor-hammer. The bolts may pose a tripping hazard. 2) Core drill holes in the concrete, insert the pipe handrails into the holes and

secure them with grout. There should be no tripping hazard with this method. A core drill would cost around \$2,000 and the bits about \$100 each. Two bits would probably be needed. Renting a core drill or a rotor-hammer may be possible. The core drilling option was preferred by the Board. ii) Septic. Atkinson will be submitting a proposal for the Central Station improvements. If the work proceeds, Friends will need to sign the contract. The Blue Caboose Campground sewer system has been designed and permitted. However, the permit will expire in July 2013. Danny Ray received \$8,000 to build the sewer system but to date no work has been done. The current estimate for the project is \$15,000. The Board's direction was to determine what is necessary to have the permits extended and request Danny Ray refund the \$8,000. The refund request will be on Friends letterhead. Jerry will draft the letter and John will sign and send the letter.

d. I.T., Tom Watson. The Join, Meets, password protected Board section and the Train Mountain store are operational in the TMRR website. SendBlaster is working as advertised. Dennis has updated the members address list. There was discussion on how to expand our "prospect list". Jim expressed concern with TMRR using rosters of other clubs. Russ stated that members usually have the option of not having their names published if they don't want their personal information published. That seemed to satisfy the Board. If TMRR members can't provide club rosters, TMRR may need to join other clubs.

5. Status Reports From Standing & Special Committees.

a. Communications Coordinator, Russ Wood. – Draft of the December Gazette will be available today. Russ said he would remove the reference to the electrical meters and add information concerning the handrail project. John said he had given Russ some changes and Russ will incorporate those changes into the Gazette. As soon as John has reviewed and approved the content, the Gazette will be published.

If a Board member would like a SendBlaster email sent, they need to submit the information to either Russ or Dennis. They will forward it to John for his review and approval. We need to be certain any information sent by TMRR does not violate any IRS regulations.

b. Museum and Store Coordinator, Steve Panzik – Steve has the plans for a Type 23 Southern Pacific depot. Chiloquin's depot was a Type 23 depot and Steve would like the museum building to be similar. He is still working on the museum building location. John had asked what story the museum would tell. Steve indicated he has an outline of the story but has not put the final draft on paper.

c. Volunteer Coordinator, Jeff Pape – No report due to Jeff's absence.

d. Projects Coordinator, Russ Wood and Jeff Pape – Nothing new to report.

e. Containerville Coordinator, Chuck Barnes – Chuck had emailed the Board members a copy of his report regarding his review of the Containerville files (copy attached). The following items from that report were discussed. i) Containers 11 and 12 were purchased by Train Mountain. Bill Dobbs purchased containers 13 thru 20 and he has been reimbursed for all his costs. ii) Containers 13 thru 20 have been leased. Due to TM's poor record keeping it is unknown how much money was received for the initial lease payments and if any of the money was retained for future Containerville improvements. Chuck will contact the tenant in an attempt to clear up this issue. iii) Gregory A. Peterson (\$1,000), Mark Flitton (\$2,000), Chuck Stutts (\$1,000) and Geoff Robinson (\$1,000) posted deposits for containers. Unfortunately, it seems only Containers 10 and 11 are available for lease. Chuck will contact all four in an attempt to clear up this issue. iv) There is nothing in the Containerville files to indicate the \$375 annual lease payments for Containers 1 thru 10 have been paid since 2009. Chuck will contact the tenants in an attempt to clear up this issue. v) Electrical circuits, security lighting and a hose bib need to be installed for Containers 11 thru 20. A portion of the initial lease money was to be used to make these improvements. It is unknown if any of that money is available. vi) The proposed transfer table will benefit all the containers in the south row. A portion of the initial lease money was to be used to install the transfer table. It is unknown if any of that money is available. vii) Chuck will send John a draft of his email messages to the Containerville tenants for his review. viii) New lease agreements will be required for only Containers 11 thru 20. The existing leases for Containers 1 thru 10 are adequate until closing. The Board recognized there are issues concerning Containerville and agreed Chuck should contact the tenants as outlined above. Chuck will work with Richard and Dustin to determine how much track space in the backshop will be available for lease.

6. Old Business:

a. The survey has been done for the mileposts. Bill Shepherd, Dennis and John will hold a conference call to work out the details on the milepost system. Once it has been resolved the vinyl signs can be produced. A map of the milepost system should be put on a map.

b. Suggested Road Names. Steve is proposing the use of one-word passenger trains for the names. Steve and John will meet to discuss the names.

c. Code of Conduct. Steve and Tom will work on a draft.

New Business:

7. Purchase of Oregon Non-Profit Corporation Handbook. Jim has reviewed the handbook and found it helpful and informative. He would like to purchase a copy for TMRR. Motion to allow Jim Armstrong to purchase a copy, the cost to not exceed \$100, and request reimbursement from TMRR. Crane/Ward. Approved 5-0

8. Purchase of TMRR Directors and Officers Liability Policy. Jim will complete the application and mail it. Motion to purchase the insurance provided it is less than \$750 per year. Crane/Watson. Approved 5-0

9. Top 3 issues TMRR Board will focus on during the next 30 days.

a. Communications (other than the Gazette). Weekly or biweekly one Board member should communicate with the TMRR members and/or prospective members with a SoundBlaster email. Jim will come up with suggested future topics, and each Board member will select one. The Board should develop a "story line" for each meet. It should be similar to the Polar Bear meet where operating in and plowing show is emphasized. We will start with the narrow gauge meet and work from there. Jim will draft the messages for the Holidays and New Years.

b. Chart of Accounts for Friends Custodial Books and TMRR Books. Dennis is progressing on setting up the accounts in QuickBooks.

c. Interactive Financial Reporting from within QuickBooks. Dennis has not used this software, but there are many ways to setup accounts in QuickBooks. Dennis will give Jim a list of accounts and samples of the reports.

10. Other New Business. Jerry stated that he has received positive feedback regarding members receiving an email stating their membership has been processed.

13. Next scheduled Board meeting. Wednesday, January 9, 2013 at 7:00 pm (Pacific Time) was set as the day and time. It will be telephone meeting.

14. Meeting adjourned at 9:07 pm.

Minutes taken and submitted by Chuck Barnes, Secretary.

The TMRR Board approved these minutes on January 9, 2013