

Train Mountain Railroad  
Board of Directors Meeting

November 14, 2012

Location: Telephone Meeting

1. Meeting called to order at 7:05 pm.

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

Absent: Jerry Crane

Others in attendance: Russ Wood and Jeff Pape

Recurring Business:

2. Secretary's Report, Chuck Barnes: There were no further comments or recommended corrections regarding the November 1-4, 2012, minutes (regular session and executive session) that had been emailed to the Board.

Minutes of the November 1-4, 2012, Board meeting were approved as submitted. Watson/Ward. Approved 4-0

Minutes of the November 4, 2012, Executive Session Board meeting were approved as submitted. Ward/Watson. Approved 4-0

3. Treasurer's Report, Dennis Ward:

a. Bank accounts have been established at Wells Fargo for: (i) Friends to pay for operating expenses; and, (ii) TMRR for depositing membership and meet fees.

b. Dennis will prepare a monthly report for the Board and the members.

c. The Cooperative agreement requires membership fees to be split with 75% going to Friends and TMRR retaining 25% to cover their operating expenses. It was discussed that TMRR will need \$700 to \$1,000 for the purchase of membership pins and perhaps some other startup expenses. Sending 75% of the initial membership fees to Friends may create a cash shortage for TMRR. John said Friends will be OK with TMRR deferring the 75%-25% split on the first \$2,000.00 in membership fees, and that the deferred payment to Friends may be made at a later date. After TMRR has received \$2,000.00 in membership fees, the 75%-25% split will start.

4. Status Reports From Management:

a. President's Overview, Jim Armstrong – (i) Jim stated he would use an agenda structure similar to that being used by TMMA. (ii) He is encouraged with the progress of the past two weeks. It was a combined effort to publish the first issue of the Gazette and he has not received much feedback (pro or con). He was confident that the first issue showed that a significant amount of work has been done and still needs to be done to get TMRR formed and into operation. (iii) Fire Committee - Jeff Mills and Courtney Jones have agreed to head and coordinate the committee. (iv) Social Committee – Carol Lanctot indicated that she is willing to serve on the committee. (v) Grounds and Forestry – Toni

Brooks, Sheri Beauchamp have agreed to serve and Jim will send them a thank you email. Bert Newberry, Boyd Butler, Debra Cox and Larry Derby should be good candidates and Jim will contact them about serving.

b. Friends and RRI, John Black – (i) Friends has hired a mother and daughter to do the housekeeping. The daughter can work fulltime and the mother as her fulltime job allows. They started on November 14<sup>th</sup>. (ii) John has been working with Doug Pratt to evaluate the insurance need at TM. The value of all buildings was tripled to represent a more realistic number. However, there are no employees or vehicles to be covered so this may offset any increase in the premium for the increased building values. TMRR is co-insured in the liability policy for TM Inc., TM Foundation, and TM Museum. An application for insurance for the TMRR Board of Directors has been made. For insurance purposes Dennis will send John a list of the property owned by TMRR.

c. Facilities, Jerry Crane by John Black – Two bids were received to clean up the hanta virus dirt problem in the upstairs storage areas of Central Station. A bid of \$1,400.00 was accepted to vacuum and paint with an oil-based primer. At an additional cost John will have the contractor clean and paint the room behind the future library. All the locks have been changed. A new door for the upstairs apartment has been ordered and will be installed. Bids for new gutters on the north side of Central Station and on the west side of the Wood Shop will be requested. After the bids are received the work will be scheduled. Many Central Station lights have been repaired or replaced. There is an icing problem around Central Station and it needs to be addressed.

d. I.T., Tom Watson. (i) National Model Railroad Association has requested permission to print some information contained in the first issue of the Mountain Gazette in their publication. The Board had no objections to their request. (ii) The old printer has been replaced with a new printer. (iii) “Send Blaster” software was purchased to allow TMRR to send mass emails. It keeps track of who received an email and who has opened it. A test email was sent to the Board members and it seemed to have worked. (iv) Tom requested help with Wild Apricot.

#### 5. Status Reports From Standing & Special Committees.

a. Communications Coordinator, Russ Wood. – Russ would like to talk to Aaron Benson (made the Triennial video) about making a video to showcase TM facilities and operating trains at TM. He explained this would only be a discussion about producing the video and no money would be spent without the advanced approval of the Board. The Board members liked the idea of a video and authorized Russ to explore making a video and the associated costs.

b. Museum and Store Coordinator, Steve Panzik by Jim Armstrong – Steve is not sure at this time of the Store’s 20 best selling items. He will continue working on a list of the items. Steve has given John a list of his artifacts that are on display in Central Station. The Express truck still needs to be moved from Ross Perrin’s house to the vendor barn. Friends is OK with storing the truck in the vendor barn.

- c. Volunteer Coordinator, Jeff Pape. He is still researching what projects need to be done. Once they are identified Jeff will list them and make the projects known to the Board and the members. After that is completed, forming work parties may commence. The person in charge of the work party must know the desired results and have the necessary tools and equipment required to complete the job. It will be important to track (a map may be helpful) what has been completed and what still need to be done.
- d. Projects Coordinator, Russ Wood and Jeff Pape. Before each meet an inspection of the track and grounds should be conducted to determine the general condition. Items that need to be corrected should be listed on cards and a white board allowing members to see what needs to be done. Each task to be completed should be listed on a form. The form needs to contain an estimate of the hours to complete the task and the tools or equipment (rakes, weed sprayer, clippers, pine needle train, etc.) needed. The Board liked the proposal. Russ, Jeff, Dennis and Tom agreed to develop the form.
- e. Containerville Coordinator, Chuck Barnes. Chuck has not had time to complete his review of the Containerville files or complete the backshop rolling stock inventory and the backshop track rental. He has received 3 inquiries regarding possible container leasing and track rental.

#### Old Business:

6. Establish required "Sign Off Procedures" before Gazette or Mass Emailing can be published or released. (i) John stated that the TMRR web site and the Mountain Gazette would be the primary method for the IRS to view the TMRR operation. Incorrect information would not shine the proper light on TMRR. The person tasked with the final review of the information being made public must be knowledgeable of the IRS issues. John seems to be that person. (ii) The original author of a document being sent for review should be the only person to make corrections to the original document. Anyone reviewing the draft should only send comments to the author and not make any corrections to the document. John will make the final review for compliance with IRS issues and approve the document. Tom presented a draft proposal for "Sign Off Procedures" and a copy of the draft is attached to the minutes. There was a motion to adopt Tom's proposal in principle, and all public documents shall conform to the adopted "Sign Off Procedures". Tom will present the Board with a final draft for further review and action. Ward/Barnes. Approved 4-0

7. Review and adopt 3 Year Meet Calendar for TM (2013, 2014, 2015). The Narrow Gauge group would like the Narrow Gauge meet pushed back one week. Dennis has prepared a meet calendar for 2013 thru 2025 and will make this change for all the years. He will send a revised calendar to the Board for review. Upon the Board's approval of the changes, only the next three years will be published in the "Mountain Gazette".

8. Discuss interim email to members.
  - a. "Mountain Gazette" and website corrections – The Board recognized there were issues that needed to be corrected and clarified. Tom expressed concern that we may not have the capability to identify the issues and quickly send the correct information. Jim and Russ will prepare a list of the needed corrections. If the corrections cannot be emailed quickly, we will list them in the December issue of the "Mountain Gazette".
  - b. Number of adult members in a Family Membership. (i) The Board determined that Jerry's "Train Mountain Membership" document (attached to these minutes) would be used to define the membership levels. The premium memberships listed on the membership application need to state they include a family or two individual memberships. Tom will edit the application to clarify the premium and family memberships. He will email the revised application to the Board for review and comments. (ii) There was discussion regarding the number of adult members that can register for a meet under one application. It was determined that the wording in the November 1-4 minutes is adequate. Tom will draft wording for the meet registration form that will clarify this issue.
  - c. Publish winter office hours. No discussion on this issue.
  
9. Review and discuss items on Page 1 & 2 of John's List. The list is attached to these minutes. The following items on the list were discussed:
  - a. Volunteer Time Tracking Project – Jim's goal is to have a draft for the next Board meeting.
  - b. Get Bids on Hanta Virus problem in upstairs storage areas. Bids have been received and a contract awarded.
  - c. Get bids on mold removal in Beanery. John will solicit bids.
  - d. Museum Plan. The Railway Express truck needs to be moved from Ross Perrin's house to the vendor barn.
  - e. Road names. Steve has a list of suggested names for the roads on the north end. He used names of Northwest passenger trains. Steve will submit the names to the Board as soon as possible.
  - f. Training office help. Volunteers are needed before the training can start.
  - g. Establish an online calendar. Publishing the "Mountain Gazette" was so time consuming no research on software has been done.
  - h. Draft Code of Conduct. Steve could not find any generic wording. The ones he found were written specifically for the organization. He will continue looking for a code that may work for TMRR.
  - h. Inventory of Museum exhibits Steve has on TM property. Steve has prepared a list. As soon as it is typed he will provide it to John.
  - i. Housekeeper. A housekeeper has been hired.
  - j. Get top store items on website. Steve's inventory of the store did not clearly indicate the top sellers. Steve and Russ will attempt to come up with a list.
  - k. Straighten out equipment ownership. John's goal is to photo the items and solicit comments regarding ownership. He will have Ross Perrin come to TM to confirm the identity of the items he is claiming.
  - l. Get title to Jerry's trailer and have it removed. The trailer has been removed.

New Business:

10. Establish formal financial processing and reporting guidelines for the TMRR bank account. Dennis will provide documents for bills and deposits that the Board can review and approve as necessary. The guidelines for paying TMRR bills will be similar to Friends guidelines. Starting with the December Board meeting, monthly financial statement will be provided.

11. Application for TMRR 501c7 exemption. TMRR must apply for the exemption within 15 months after incorporation. John suggested TMRR get up and running so we can gather supporting evidence and clear up the claims on items at TM before the application is submitted. The Board agreed and will hold off on submitting the application.

12. Other new business. John's draft of a TMRR Organization Chart (copy attached) was well received by the Board. Finding people for the committees is a pressing issue.

13. Next scheduled Board meeting. Wednesday, December 12, 2012 at 7:00 pm (Pacific Time) was set as the day and time. It will be telephone meeting.

14. 9:40 pm. Motion to adjourn the meeting. Watson/Ward. Approved 4-0

Minutes taken and submitted by:  
Chuck Barnes, Secretary