



**Meeting Minutes  
NRHS Board of Directors  
Clarion Hotel, Cedar Rapids, IA  
Thursday, June 21, 2012**

Pursuant of notice, the Board of Directors of the National Railway Historical Society, Inc. met at the Clarion Hotel in Cedar Rapids, IA, Thursday, June 21, 2012.

**Call to Order**

President Gregory Molloy called the meeting to order at 2:34 p.m. CDT on Thursday, June 21, 2012.

**Invocation and Welcome**

Senior Vice President (SVP) Barry Smith led the Directors in an invocation.

**Roll Call**

Secretary Joe Maloney explained the process for taking attendance at the meeting. Because the registrations received from Board members were relatively low for this meeting, Secretary Maloney conducted a roll call and subsequently confirmed that there was a quorum in attendance with 121 weighted votes attending. The list of voting Directors, National Officers, Service Directors, Members, and Guests present or excused at this meeting is Appendix A to these minutes. The list of those absent is Appendix B to these minutes.

**Volunteer Reporting, Confidentiality and Conflict of Interest Agreements**

Secretary Maloney announced that he had extra copies of the Confidentiality Agreement and the Volunteer Reporting Agreement for those people who needed to sign them. No one reported any conflict of interest at this meeting.

**National Directors Requiring Dues Renewal**

Secretary Maloney reported that all National Directors have paid their dues for 2012.

**Alternate National Directors**

The following Chapters and At-Large National Directors have appointed Alternate National Directors for this meeting:

Baltimore	Joe Maloney
Bergen-Rockland	Walter Zullig
Central Florida	Al Weber
Chicago & Illinois Midland	Al Weber
Collis P. Huntington	Wesley Ross
Danville Junction	Al Weber
Gulf Coast	Fred Stigale
Harrisburg	Robert J Dash
Iowa	Al Weber
North Western Illinois	Al Weber
Overland	Robert Ernst
Saint Louis	Al Weber



Tacoma  
Tidewater  
Western Kentucky  
Western Maryland  
Wisconsin

William Chapman  
Joe Maloney  
Wesley Ross  
Melvin W. Collins  
Al Weber

Mia Mather moved and Duane Durr seconded a motion to seat the alternate directors for this meeting. Motion carried.

### **Approval of Minutes**

Secretary Maloney advised that he had received two corrections to the draft Spring 2012 BOD Meeting Minutes. On page 3, General Counsel's report – change "2011" to "2012." On page 4, Convention Reports, Cedar Rapids, IA, change "2013" to "2012." Duane Durr moved and Wesley Ross seconded a motion to accept the draft minutes as corrected. The motion carried.

### **Presidential Appointment**

President Molloy announced two (2) appointments. Kurt Bell has been appointed to the Railway Heritage Grants Committee, and Elrond Lawrence has been named as Public Relations Director.

### **President's Report**

President Molloy asked John Hankey, Henry Posner and Matt Schulte to provide some brief overviews of their perspectives concerning railway heritage preservation efforts.

John Hankey, a railroad historian and former director of the B&O Railroad Museum, stressed the need for the railway history preservation community to start being more of a community. We need to define what constitutes railway heritage. He pointed out that ARM and TRAIN are in the process of consolidating into the Association of Tourist Railroads and Railway Museums.

Henry Posner, Chairman of the Iowa Interstate Railroad told the Board that NRHS has serious demographic problems going on. He went on to point out what the industry might be interested in seeing from NRHS to work jointly:

- 1) Safety and security
- 2) National policy level concerns about re-regulating railroads
- 3) Industry demographic challenges – the railroads are doing a lot of hiring
- 4) NRHS ought to relook at its mission and look forward

Matt Schulte, Executive Director of the Steamship Historical Society of America, hopes to collaborate with more with NRHS.

President Molloy thanked all those in attendance, and the members that have done so much work organizing this meeting. He asked the Board to thank Bart and Sarah Jennings and all those who have assisted in this convention.

**NRHS-Sponsored Insurance Program:** President Molloy introduced Dan Roddy, from HMBD Insurance to give us an update on the NRHS-sponsored insurance program. Mr. Roddy read a letter that accompanied a check for \$2002, which is an unrestricted donation to NRHS from HMBD equal to 5% of the premiums paid on NRHS-sponsored insurance over the past year.

## Reports of National Officers, Service Directors, and Committee Chairs

**Railway Heritage Grants Committee:** Don Bishop and Mia Mather reported the recipients and amounts of the grants for the 2012 NRHS Railway Heritage Grants Program. Go to [http://www.nrhs.com/news/2012\\_heritage\\_grants](http://www.nrhs.com/news/2012_heritage_grants). They thanked President Molloy and the affected Regional Vice Presidents for their timely review of the grants applications.

**Secretary & Membership Awards:** Secretary Maloney and President Molloy presented a charter reinstating the Rochester Chapter to David Luca. Secretary Maloney also reported that he attended the Susquehanna Valley Chapter's 50<sup>th</sup> anniversary celebration in April, and would be attending the Gulf Curve Chapter's 25<sup>th</sup> anniversary celebration in July. Alabama Gulf has gone defunct, and the remaining three affected chapters, Arkansas-Boston Mountains, North Jersey, and Rochester, have not yet advised NRHS about their anniversary plans.

**Senior Vice President Report:** Barry Smith reported on the results of his recent, very productive meeting with several chapters' Electronic Billing Contacts. Concerns about the current process and the design of the dues bill were discussed and fixed.

**Executive Director Study Group:** Jack Hilborn reported on the results from the June 4, 2012 committee meeting held in Chicago, IL, and a conference call that Walter Zullig and he conducted with several Fernley & Fernley executives in late-May 2012.

**Railroad Photography:** Walter Zullig reported on rail photography security concerns. Isolated problems continue to come up from time-to-time. PATCO issued new guidelines for their security personnel which are well written. NS has started a program to actively engage the rail fan community as additional eyes and ears for safety and security akin to BNSF and Amtrak programs. Walter Zullig advised that CSX and NS police may be getting more aggressive in dealing with photographers trespassing on railroad property.

**NRHS Discount Program:** Wesley Ross thanked the organizations participating in the 2012 discount program. The list is in the latest edition of the *NRHS News*, and is the largest list ever. There was no report for Operation Lifesaver.

**Emblem Sales:** Dave Baniewicz reported that he had sold more than \$2000 in NRHS items at this convention, and encouraged people to buy T-shirts.

## Convention Reports

- Tacoma, WA – President Molloy reported that there is no final financial report due to some remaining open financial issues.
- Cedar Rapids, IA (June 18-24, 2012) – President Molloy reported that registration numbers from NRHS members are below those of recent conventions, but we have sold many tickets to local people, over eighty of whom also joined NRHS. Bart Jennings, 2012 Convention Chair, reported that overall sales are strong; costs are at or below budgets, so we should expect a better financial performance than what was forecast at the Spring 2012 Board of Directors' Meeting. This year, out of the 660 registrations in early June, 604 people opted to have their tickets mailed to them ahead of time. Likewise, over 85% of the registrations came from the on-line option rather than mailing in a paper form with a check. The Board gave Bart Jennings a strong round of applause for his successfully executed convention with its several business innovations.

- Anchorage, AK (September 18-22, 2013) – President Molloy reported that plans are well underway, and introduced Ms. Kathie Evingson, Visit Anchorage, Ms. Helen Renfrew, Fairbanks Convention & Visitors Bureau, and Mr. Patrick Shake, Alaska RR Vice President for Transportation and Mechanical. Convention dates are on the NRHS web site, with trips starting in Fairbanks, AK on September 14 & 15, 2013, a two-day trip from Fairbanks to Anchorage with an overnight stop at Denali National Park on September 16-17, 2013, and the convention events based in Anchorage, AK September 18-22, 2013. Letters of intent with the host hotels have been signed, and firm contracts should be signed soon. The hotel should start taking reservations sometime in October or November 2012. Event pricing should likewise be complete by October or November 2012.
- 2014 and beyond – No change in status since the Spring 2012 Conference.

## **NRHS Conferences**

Bob Bitzer reported on the upcoming NRHS Conferences and Board of Directors' meetings.

- Fall 2012, Claymont, DE (October 19-21, 2012) – Bob Bitzer reported that the meeting hotel will be the Crowne Plaza on Naamans Road in Claymont, DE outside of Wilmington, DE. The room rate will be \$89 plus taxes. There will be a rail event on Friday, October 19, 2012, possibly in Philadelphia, PA. The new Board of Directors will meet on Saturday, October 20, 2012, and the Advisory Council will meet on Sunday, October 21, 2012. Several directors commented that the Advisory Council should meet first, followed by the Board of Directors. President Molloy advised that NRHS management would review the meeting schedule and announce it shortly.
- Winter 2013 – There are no specific plans for a Winter 2013 Conference at this time.
- Spring 2013 – Scott Andes from Cincinnati Chapter proposed the Spring 2013 Conference that would be co-sponsored with the Collis P. Huntington Chapter in Cincinnati the weekend of April 4-7, 2013. The host hotel would be the Marriott with a room rate of \$119 per night plus tax, which would include a hot breakfast buffet. There are several potential rail event venues in the area. Wesley Ross moved and Steve Barry seconded a motion to accept the joint bid from Cincinnati and Collis P. Huntington Chapters to co-host the NRHS Spring 2013 Conference. The motion carried.
- Fall 2013 – There are several venues under review, but no proposal to bring to the Board.

Bob Bitzer continues to look for sponsors for 2014 conferences and beyond.

## **Reports on Society Initiatives**

**RailCamp** – Barry Smith reported that both 2012 RailCamp venues are fully subscribed. He thanked Ed Berntsen, Bill Chapman and Ed Thompson for their extensive work on behalf of RailCamp.

**Dues Renewal Process for 2013** – Barry Smith had nothing to add to his previous meeting report. The NRHS office needs this year's chapter dues information in early July 2012 to avoid delaying NRHS sending out the 2013 dues notices on time.

**Status of 2012 Elections** – Secretary Maloney provided a presentation updating the Board on the status of the elections. (See Attachment 1) Balloting closes on August 1, 2012. The General Counsel and Interim Electoral Committee will certify the election results later that month.

## Unfinished Business

**Executive Committee** - President Molloy reported that the Executive Committee had met twice via email since the BOD Meeting in Richmond, VA. The first discussion was to approve NRHS reinstating the Rochester Chapter. The motion to approve was, "The NRHS Executive Committee, acting on the delegation of authority granted by the Board of Directors meeting Sunday, April 22, 2012 in Richmond, VA, approves the act of reactivating the Rochester Chapter, NRHS, and issuing said chapter a revised charter. The reactivated chapter has 34 members, with Mr. Rand Warner, 58 Park Circle Drive, Fairport, NY 14450 as National Director." The Executive Committee approved the motion via email on April 26, 2012.

The other discussion was to review and approve the details of the Fall 2012 Conference. The Executive Committee approved those details via emails on June 5-6, 2012.

**Budget for 2012 – 2014** - President Molloy reported that NRHS Management had no recommended changes for the 2012-2013 budget. NRHS is holding off some discretionary spending to help with cash flow. The two big unknowns at this point are the 2012 convention outcome and 2012 donations, most of which come in late in the year.

**Dues Adjustments for 2013** – President Molloy read the motion introduced at the Spring 2012 Board of Directors' meeting concerning a proposed dues increase starting in 2013. That motion was, "Starting with the 2013 membership year, NRHS membership dues rates will be increased as follows:

- At-Large Primary increased from \$37 to \$40
- Chapter Primary increased from \$36 to \$39
- No change to discounted rates for Student or Youth
- No change to Family rate
- Standard event-related promotional rate increased from \$24 to \$25."

None of the National Directors who were not present at this meeting sent Secretary Maloney any votes in absentia. After some discussion, the Board voted on the motion. The motion passed unanimously.

## New Business

**2011 Audit Report:** President Molloy reported that he had received the draft audit report two weeks ago, so the audit report is complete. There is a technical error in the financial tables that Bob Heavenrich is addressing with the auditors. The audit report is not complete, since that is something President Molloy will write after the auditor's documents are finalized. The technical issue in the tables does not impact the overall financial results, so we will be using soon to be completed audited numbers in the 2012 Annual Meeting.

**Review of the 2011 IRS Form 990:** President Molloy is reviewing the draft IRS Form 990, and said that it will be sent to the Board for review in early July. It will be posted to the password-protected portion of the NRHS web site. No Board of Directors' action is required.

**Withdrawal of Charters of Defunct Chapters:** Secretary Maloney reported chapter charters are to be revoked when NRHS receives no dues from a chapter, and there is no response to any written communications. After receiving no response to follow-up letters sent on May 4, 2012, Secretary Maloney moved and Becky Gerstung seconded a motion to withdraw the charters for the Alabama Gulf and Ozarks Chapters. After discussion, the motion carried. The remaining members from those former chapters will be converted to At-Large members.

**Limit Length of Conventions:** Duane Durr moved and William Dredge seconded a motion to limit the length of NRHS conventions to no more than four (4) days. After discussion, Al Weber moved and Paul Hopkins seconded an amendment to the original motion that the incoming Board of Directors consider shortening the conventions as a suggestion. The amending motion carried. After more discussion, the Board voted on the original motion as amended. The amended motion was defeated.

**Announcements:**

Henry Posner announced that ball caps for the Iowa Interstate Railroad are for sale at \$20 apiece.

**Benediction:** Barry Smith gave the benediction.

**Adjournment:** Duane Durr moved and John Sweigart seconded a motion to adjourn. The motion carried. The meeting adjourned at 5:56 p.m. CDT.

Respectfully Submitted:



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JOSEPH C. MALONEY, JR.  
Acting Secretary

22 October 2012

Attachment:

1. Status Report for 2012 Elections



## Appendix A

### National Directors Present for the June 21, 2012 NRHS Board of Directors' Meeting

<b>Name</b>	<b>NRHS Affiliation</b>	<b>Position</b>	<b>Votes</b>
William Chapman	At-Large Member	National Director	3
Jack Hilborn	At-Large Member	National Director	3
Donald C. Winter	At-Large Member	National Director	3
Joseph C. Maloney, Jr.	Baltimore	Alternate Director	4
Walter E. Zullig, Jr.	Bergen-Rockland	Alternate Director	2
Robert J. Murray, Jr.	Blackhawk	National Director	2
Neil Baerman	Bluewater Michigan	National Director	4
Richard E. Johnson	Cape Fear railroaders	National Director	2
Edward F. Graham	Central Coast	National Director	5
Al Weber	Central Florida	Alternate Director	2
Arthur E. Giardino	Charleston	National Director	1
Roy Jackson	Chicago	National Director	3
Al Weber	Chicago & Illinois Midland	Alternate Director	2
William Scott Andes	Cincinnati	National Director	3
Wesley Ross	Collis P. Huntington	Alternate Director	4
Barry O. Smith	Cumberland Valley	National Director	2
Al Weber	Danville Junction	Alternate Director	2
M. Paul Hopkins	East Tennessee	National Director	1
Fred Stigale	Gulf Coast	Alternate Director	4
Robert J. Dash	Harrisburg	Alternate Director	3
Martin P. Owen	Heart of Dixie	National Director	2
John Simanton	Inland Empire	National Director	1
Al Weber	Iowa	Alternate Director	2
Wesley F. Ross	Kentucky Central	National Director	1
Harold L. Shaak	Lancaster	National Director	4
Mia Mather	New York	National Director	2
Rebecca A. Gerstung	Niagara Frontier	National Director	3
William W. Dredge	Northstar	National Director	2
Marjorie Fiorilla	North Florida	National Director	1
Claude Doane	North Texas	National Director	2
Al Weber	North Western Illinois	Alternate Director	2
Sanford Williamson	Old Dominion	National Director	3
Robert Freeman	Old Smoky	National Director	1
Robert J. Ernst	Overland	Alternate Director	1
Richard C. Davidson, Jr.	Potomac	National Director	3
John D. Sweigart	Pottstown & Reading	National Director	2



Duane Durr	Red River Valley	National Director	2
Carl S. Jensen	Roanoke	National Director	3
Al Weber	Saint Louis	Alternate Director	3
David E. Brighters	Southeast Louisiana	National Director	1
Donald Jilson	Susquehanna Valley	National Director	2
William M. Chapman	Tacoma	Alternate Director	2
Dave Byers	Tampa Bay	National Director	2
Joseph C. Maloney, Jr.	Tidewater	Alternate Director	1
E. Steven Barry	Tri-State	National Director	2
Donald F. Bishop, II	Ulster & Delaware	National Director	2
Ralph R. Bitzer	Washington DC	National Director	4
Tony White	Western Connecticut	National Director	2
Wallace H. Henderson	Western Kentucky	National Director	2
Melvin Collins	Western Maryland	Alternate Director	2
E. Steven Barry	Wilmington	National Director	1
Al Weber	Wisconsin	Alternate Director	3
		<b>Votes Present</b>	<b>121</b>





National Officers, Staff, Regional Vice Presidents,  
Members and Guests Present for the  
June 24, 2012 NRHS Board of Directors' Meeting

Roberta Ballard	Western Connecticut	Chapter Secretary
David Baniewicz	Chicago Chapter	Director, Emblem Sales
Janet R. Dittmer	Rochester Chapter	Chapter Secretary
Sheila Dorr	Philadelphia Chapter	Member
William H. Ducommun	Intermountain Chapter	Member
Kathie Evingson	Visit Anchorage	Guest
John K. Fiorilla	Tri-State	NRHS General Counsel
John H. Goodman	Northstar Chapter	Member
John Hankey	Washington DC Chapter	Member
Diane Heavenrich	Washington DC Chapter	Member
Robert Heavenrich	Washington DC Chapter	Comptroller
Barton Jennings	At-Large	Chair, 2012 Convention
David J. Luca	Rochester Chapter	Chapter President
Gregory P. Molloy	Cincinnati Chapter	NRHS President
Ellen Pinsky	Iowa Chapter	Assistant Secretary
Henry Posner, III	Iowa Interstate RR Chairman	Member
Helen Renfrew	Fairbanks C&VB	Guest
Matthew Schulte	Steamship Historical Society of America	Guest
Pat Shake	Alaska Railroad, Vice President of Transportation and Mechanical	Guest
Steven D. Siegerist	Saint Louis Chapter	NRHS Investment Committee
Dale Wilken	North Texas Chapter	Chapter Vice president
Christine Winter	At-Large	Member

National Directors Absent Without  
Designated Alternate for the  
June 21, 2012 Board of Directors' Meeting

<b><u>Name</u></b>	<b><u>Affiliation</u></b>	<b><u>Weighted Votes</u></b>
Frank McKeough	Alabama Gulf	1
Ted J. Smith	Alexander	1
Charles Girard	Arkansas-Boston Mountains	2
Ed Klinger	Asheville	1
Larry Dyer	Atlanta	4
William O. Gill	At-Large Director	3
Jeff Smith	At Large Director	2
Richard W. Bell, Jr.	Augusta	1
Clyde E. Guthrow, Jr.	Blue Ridge	2
Michael C. Wikman	Bluebonnet	1
Edward T. Levay, Jr.	Boston	2
Barrie W. Sanford	British Columbia	1
Michael H. Bauer	Bucktail	1
Jeffrey D. Foster	Cape Cod	1
W. Yancey Ellis	Carolina Clinchfield	2
Ronald L. Vile	Central New York	3
John D. Ansell	Central Oklahoma	2
Mark R. Irvin	Central Pennsylvania	2
Carl E. "Pat" Olsen, Jr.	Central Texas	1
William H. Sander	Champlain Valley	3
John C. Black	Chiloquin	1
Mel McFarland	Colorado Midland	1
John D. Holloway	Columbia River	1
Ron Brundage	Conneaut	1
Raymond A. Axelrod	Connecticut Eastern	3
William E. Wood	Connecticut Valley	1
David Flinn	Cornell	2
Peter J. Smykla, Jr.	Cotton Belt	1
Leon B. Duminiak	Delaware Valley	2
Charles A. Russell	Delmarva	1
M. Gray Lackey	East Carolina	2
Hal R. Greenlee	Florida East Coast	1
Ronald L. Diedrich	Fort Lauderdale	1
James Pahriss	George L. Carter	1

James Wurgler	Grand Canyon	1
H. Charles Furst	Great Plains	3
Robert F. Mays, Jr.	Greensboro	1
Malcolm Mather	Greenville	2
Harla Lazur	Gulf Curve	1
Lee Bishop	Gulf Wind	1
No National Director	Hagerstown	1
Rolland Street	Hoosierland	2
M. Richard Charlesworth	Horseshoe Curve	2
Thomas M. Johnson, Sr.	Indianapolis	1
Thomas R. Moss	Intermountain	3
Yoshitaka Matsuo	Japan	1
Mitchell E. Dakelman	Jersey Central	3
John DeRoo	Kansas City	2
Timothy E. O'Malley	Lackawanna & Wyoming Valley	4
Ray Grabowski, Jr.	Lake Shore	2
Mark Lazur	Leatherstocking	1
Richard Habermann	Lehigh Valley	3
Benjamin T. Young, Jr.	Long Island - Sunrise Trail	4
Allen M. McCutchen	Louisville	2
Earl Whiteley	Marble Valley	1
William B. Strong	Memphis	1
Sam Boldrick	Miami	1
William D. Kovacs	Midwest	2
Glenn Sanders	Mississippi Great Southern	1
John M. Hart	Mohawk & Hudson	2
De Loy Nelms	Nashville	1
George William Blessing	Nebraska Railroad Museum	1
Peter J. Messina	New Orleans	1
G. Patrick Molloy	North Alabama	2
Mitchell E. Dakelman	North Jersey	2
Ken Faircloth	Old North State	1
Robert D. Brubaker	Old Pueblo	1
B. J. Stigall	Owensboro	1
Edward Bermtsen	Pacific Northwest	4
William R. Johnston	Paducah	2
Patrick E. Stetina	Perryville	1
R. L. Eastwood, Jr.	Philadelphia	5
Richard B. Shulby	Piedmont Carolinas	2
Donald F. Walter, Jr.	Pittsburgh	2



Daniel J. Mulhearn	Pocahontas	1
Howard C. Dickinson, III	Pocono Mountains	2
Howard E. Freed	Promontory	2
Matthew S. Nussbaum	Queen And Crescent	1
Robert S. Mesite	Rappahannock	2
Kenneth Durrua	Raritan Valley	1
Charles Howard	Rio Grande	1
Gerard R. Deily	Rivanna	2
Jere A. Wendt	Robert R. Young	1
Rand Warner	Rochester	4
Paul Hess	Samuel Spencer	1
O. Franklin Johnson	Scioto Valley	1
Bob McCormick	Seven Railroads	1
Daniel E. Stark	Shenandoah Valley	1
John M. Powell	Southern Oregon	2
Thomas N. Thomquist	Southwest Florida	1
William Frantz	Suncoast	1
Louis J. Miller, III	Tennessee Valley	2
Harold B. Owens	Texas Eagle	1
Charles H. Martin	Topeka	2
Richard K. Gorddard	Twin Forks	1
Ronald W. Keevil	United Kingdom	2
Mark Lazur	Utica & Mohawk Valley	2
Robert W. Yaple	Watauga Valley	3
Frederick Ciocciola	West Jersey	4
Dick Helmke	Western Colorado	1
E. MacDougall Palmer	Western Montana	1
Ray Murdock	White Oak	1
No National Director	White River Junction	1
J. Harvey Koehn	Wichita	2
Berton A. Robinson	Winchester	2
George Weber	Winston-Salem	2
Thomas Caudill	Yadkin Valley	1
Eugenia G. Nussbaum	Yazoo & Mississippi Valley	1
William D. Bain	Yaquina Pacific	2

**Votes Absent 185**