

As approved by the Board on June 6, 2016, via email.

Meeting Minutes NRHS Board of Directors Ramada Inn Cumberland, MD Saturday, April 23, 2016

Pursuant of notice, the Board of Directors of the National Railway Historical Society, Inc. met at the Ramada Inn in Cumberland, MD on April 23, 2016.

1) Call to Order - Open Session

President Al Weber called the meeting to order at 1:00p.m. EDT on Saturday, April 23, 2016.

2) Welcome and Roll Call

President Al Weber welcomed the Directors to this meeting. The Board attendance for this meeting was as follows:

Name	Office	Present	Absent
Al Weber	President	1	
Joseph C. Maloney, Jr.	Vice President	1	
David Flinn	Global Director (2014 - 2018)		E
E. Steven Barry	Global Director (2014 - 2018)		E
Walter Zullig	Global Director (2012 - 2016)	1	
Robert J. Ernst	Global Director (2012 - 2016)	1	
William Bain	Global Director (2012 - 2016)		E
R. Douglas Scott	District 1 Director (2014 - 2018)	1	
Tony White	District 1 Director (2012 - 2016)	1	
Harold Shaak	District 2 Director (2014 - 2018)	1	
Mark S. Eyer	District 2 Director (2012 - 2016)	1	
Frank Fowler	District 3 Director (2014 - 2018)	1	
Ralph Robert Bitzer	District 3 Director (2012 - 2016)	1	
Sanford Williamson	District 4 Director (2014 -2018)	Р	
Larry Dyer	District 4 Director (2012 - 2016)	1	
Jim Pahris	District 5 Director (2014 - 2018)		E
Wesley F. Ross	District 5 Director (2012 - 2016)	1	
John Goodman	District 6 Director (2014 - 2018)	1	



Duane Durr	District 6 Director (2012 - 2016)		E
Steven Siegerist	District 7 Director (2014 - 2018)	1	
Skip Waters	District 7 Director (2012 - 2016)	1	
Jeffrey S. Smith	District A Director (2014 - 2018)		E
Wes Weis	District A Director (2012 - 2016)	1	
Jack Hilborn	District B Director (2014 - 2018)	Р	
Vacant	District B Director (2012 - 2016)		

P = Attended via phone E=Excused Absence U=Unexcused Absence

There was a quorum present in order to conduct business.

General Counsel John Fiorilla was in attendance.

Approval of October 2015 Minutes

The minutes of the Fall 2015 Board of Directors' Meeting were approved via email and posted to the admin site on December 8, 2015.

3) President's Report

President Al Weber welcomed everyone to the meeting. He did not have a report.

4) Officers, Directors' and Service Directors' Reports

Vice President Joe Maloney

Library Committee – Joe and Ed Berntsen met with Dr. Russell Martin of the Southern Methodist University Library in Dallas, TX. They discussed the possibility of SMU taking the library material of the NRHS. The facilities are excellent at the SMU Library and much of the library material is available for public use. Joe is pursuing other leads but SMU is very interested in the NRHS library material. Joe will report back to the Board when a solid proposal is available.

Skip Waters endorsed the SMU Library and the people that operate the library. They would make an excellent partner. Walter Zullig also endorsed SMU. He had a very positive experience when he visited the Library in the past.

Film Digitalization Project – No progress has been made since the last report. All 8mm films have been digitized but not stabilized. Once the stabilization is complete the films can be made available as downloads on the NRHS website.

Membership Awards – Joe has completed the individual member's pins. 216 various pins were distributed. Chapter Anniversaries included seven chapters. Joe noted that Smoke Shaak and Jack Hilborn received their 25 year pins.

Treasurer - Bob Bitzer

A set of NRHS financial reports were distributed to the Board prior to the meeting. Bob Bitzer noted the NRHS is running in the "black" for 2016. Bob reported that Padden, Guerrini & Associates P.C. (PGA) is actively working on the NRHS financial audits and IRS 990's for 2015.

Bob is working closely with Hugh Harris on membership records and the 2016 membership renewal process.

Bob is asking all committees to submit budget requests for 2017.

NRHS Comptroller Bob Heavenrich reviewed and answered questions on the distributed financial reports. (Reports are in Appendix B.)

Secretary - Bob Ernst

The minutes of the Board of Directors' Meeting held in Utica, NY in October were approved by the Board via email and posted to the NRHS public admin site on December 8, 2015.

Bob reported that no business is scheduled to be brought before the NRHS members at the Annual Membership Meeting in Denver. The notice of meeting and proxy will be mailed along with the election ballots around June 1, 2016.

General Counsel - John Fiorilla

General Counsel is working with the RailCamp committee on insurance and other legal matters. Insurance for the 2016 Convention will be in place.

Legal costs for 2015 were much lower than 2014 since the lawsuit was settled. Costs for 2016 should even trend lower.

Electoral Committee – John reported that four current Directors, Mark Eyer, Bill Bain, Larry Dyer and Phil McMein will not run for re-election. John was able to fill all vacancies and the ballots will be out on schedule about June 1, 2016.

Membership Records Skip Waters

Skip reported that the membership database system, Amilia, is working better but not without problems. He thanked Hugh Harris for the extraordinary time and effort he has put in to make the database functional in the renewal process. Skip also thanked Bob Bitzer and Al Weber for their assistance in the renewal process. All membership renewals have been processed to date and Hugh is dealing with the errors.

Skip is asking for volunteers to assist Hugh in the administration of the database. All work can be done from home just as Hugh is doing his work.

Hugh Harris commented that the renewals for 2016 stand at 6512 primary memberships. He did not have the family membership count available.

The second notices for 2016 renewals will need to go out and will likely be out in early June.

Skip thanked Charles Williams, Jeff Smith and Jon Baake for their work in the membership brochure. The brochure is almost ready to print.

Bylaws Committee - Bob Ernst

The Bylaws Committee gave a report to the Advisory Council during their meeting and had an extensive answer and question session with the Council. There is no action to be taken by the Board at this meeting.

Board member Doug Scott was added to the committee.

The Committee took comments and questions from the Board for consideration. The committee will have a report and action to be taken by the Board at the Denver meeting in July.

Advisory Council - Fred Kurtz

Fred gave a short review of the Advisory Council meeting to the Board. The Advisory Council is submitting two recommendations to the Board.

- The Bylaws Committee should leave the current structure of the NRHS Board in place.
- The Board should consider a separate fee for members who desire a printed copy of publications which are currently only distributed electronically.

Discount List - Wes Ross

Wes completed the 2016 NRHS Members Discount List and submitted it for publication in the June issue of the *NRHS* News.

5) RailCamp - Becky Gerstung

Becky reported the two RailCamp sessions are full. There are 24 campers for RailCamp East and 12 for RailCamp Northwest. Fifteen of the campers are attending on a full scholarship. Tony White is the Director for RailCamp East and Alex Polimeni is the Director for RailCamp Northwest in 2016. Becky is asking for volunteers to work as counselors during RailCamp for 2017.

For the 2017 RailCamp, January 15 will be the deadline for Chapters or organizations to announce a RailCamp scholarship. All sponsored RailCamp camper applications must be received by March 1, 2017.

6) NRHS Fund

Election of Trustees - Wes Weis presented to the NRHS Board a slate of candidates for the open positions of the NRHS Fund, Inc. Board of Trustees. There were five candidates for four open positions. The slated candidates were James Badgely, David Flinn, Steven Siegerist, Marlin Taylor and Wes Weis. The candidates were given an opportunity to speak.

The election was held by ballot. All Board members in attendance were asked to write down their four choices for the NRHS Board of Trustees. The top four candidates receiving the most votes were seated on the NRHS Fund Board. The ballots were counted by General Counsel John Fiorilla and NRHS Board member Walter Zullig.

The result of the election: James Badgely – 17, Wes Weis – 17, David Flinn – 13, Marlin Taylor – 13, Steven Siegerist – 12.

7) Convention Reports

2014 Springdale, AR

The financial report for the 2014 Convention was distributed earlier with the NRHS financials. The report was audited and is considered complete. Bob Bitzer reviewed the convention report and answered questions regarding the report.

Motion: Mark Eyer motioned and Walter Zullig seconded to accept the final report for the 2014 NRHS Convention. Passed by voice vote.

2015 Rutland, VT

Walter Zullig reviewed the 2015 Convention and the convention financial report. The financial report is in the process of being audited along with the 2015 NRHS financials. When the audit is complete, a final report will be presented to the Board.

2016 Denver, CO

Convention Chairman John Goodman discussed the plans for the 2016 Convention in Denver, CO. The dates will be July 19 – 24, 2016. To date there are 233 registrants for the convention. The events are selling and some are close to sold out.



The city of Aurora, CO is willing to sponsor the Roundhouse Reception up to \$1250. A silent auction will take place during the convention to help raise money for the NRHS. Included in the auction will be two paintings from the estate donation.

2017 - Nashville, TN

John reported that due to a conflict in Nashville with the CMT Awards during the dates June 9 – 12, 2017, he will be asking to move the dates of the convention. John will return to the Board with a firm set of dates.

2018 - TBD

No action taken to date. John is investigating a few options.

2019 - Salt Lake City, UT

The convention will be held in conjunction with the Union Pacific 150th Anniversary celebration on May 10, 2019. The plan is to have four days of activities based around this date.

8) Conferences - Bob Bitzer

Spring 2016

Bob Bitzer thanked the Western Maryland Chapter for holding the conference this weekend in Cumberland, MD.

Fall 2016

Al Baker, Pacific Northwest Chapter, distributed an informational flyer for the Fall Conference to be held October 14 and 15, 2016, in Portland, OR. Al reviewed the hotel accommodations and the possible events for the weekend.

2017 and Beyond

Bob Bitzer is calling for chapters to bid on future conferences. No formal proposals have been submitted for 2017 and beyond.

9) Unfinished Business

Actions of the Executive Committee

The Executive Committee approved the proposal for the 2016 Fall Conference in Portland, OR from the Pacific Northwest Chapter and approved the funding of the Heritage Grants at \$35,000.

10) New Business

Chapter Withdrawal - Cotton Belt Chapter

Bob Ernst received a notice from the Cotton Belt Chapter dated December 9, 2015, to withdraw from the NRHS.

Motion: Doug Scott motioned and Wes Ross seconded to withdraw the charter of the Cotton Belt Chapter. Passed by voice vote.

Amilia Database Update

Skip Waters reported that to add the "Join Date" field to the Amila database, which is used to keep track of members' years of membership, a software update is required. A \$600 fee will be required by Amila to program this update.

Motion: Skip Waters motioned and John Goodman seconded to approve a \$600 expenditure for the Amilia software programming update to add the "Join Date" field. Passed by voice vote.

11) Announcements

The 2016 Heritage Grants were announced to the Board. \$35,000 was distributed to fourteen recipients. (Appendix C)

General announcements were made.

12) Adjournment

Motion: Steven Siegerist motioned to adjourn
The Board meeting adjourned at 4:05PM.
Respectfully Submitted:

Robert Ernst	
Secretary	

Appendix A Members and Guests in attendance

X - In Person P - Via phone **National Representatives**

Chapter	#	Last Name	First Name	Present
Cincinnati Chapter	110	Andes	Scott	Р
Arkansas-Boston Mountains Chapter	188	Eddy	Kenneth	х
Atlanta Chapter	046	Kittendorf	Delmar	х
Baltimore Chapter	003	Shulby	Richard	х
Blackhawk Chapter	107	Murray	Robert	х
Blue Ridge Chapter	043	Leslie	Robert	х
Cape Cod Chapter	183	Scott	Ellen	х
Central Coast Chapter	097	Graham	Edward	х
Central New York Chapter	020	Post	Edwin	х
Collis P. Huntington Chapter	048	Hartz	Maurice	х
Connecticut Valley Chapter	012	Ballard	Roberta	х
George L. Carter	242	Beagen	William	Х
Gulf Curve Chapter	189	Lazur	Harla	х
Hoosierland Chapter	186	Harris	Hugh	Х
Inland Empire Chapter	089	Simanton	John	х
Kentucky Central Chapter	194	Ross	Shirley	Х
Lackawanna & Wyoming Valley Chapter	132	Verbyla	Anthony	х
Lancaster Chapter	001	Kurtz	Fred	х

			1	
Leatherstocking Chapter	167	Lazur	Mark	Х
Leatherstocking ordates	107	Lazai	William	
Miami Chapter of	044	Boldrick	S.	X
·				V
Midwest Chapter	021	Kovacs	William	X
				V
Niagara Frontier Chapter	017	Gerstung	Rebecca	X
				х
North Florida Chapter	160	Fiorilla	Marjorie	Α
				х
Old Smoky Chapter	049	Freeman	Robert	Α
				х
Pacific Northwest Chapter	032	Baker	Al	Α
				x
Philadelphia Chapter (Alt)	004	Senin	Peter	X
				V
Piedmont Carolinas Chapter	129	Shulby	Richard	X
				V
Potomac Chapter	116	Davidson	Richard	X
				V
Pottstown & Reading Chapter	120	Sweigart	John	X
				V
Roanoke Chapter	036	Jensen	Carl	X
·				
Tidewater Chapter	033	Harris	Ned	X
Ulster & Delaware Chapter	171	Bishop	Donald	X
·		·		
Utica & Mohawk Valley Chapter	150	Lazur	Mark	X
, ,				
Washington DC Chapter	019	Baake	Jon	X
- F				<u>.</u> .
West Jersey Chapter	018	Ciocciola	Frederick	X
, , , ,				
Western Connecticut Chapter	030	Ballard	Roberta	Х
·				
Western Maryland Chapter	148	Soderman	Ricahrd	X
-	•	•		

Members and Guests

John Fiorilla - NRHS General Counsel **Bob Heavenrich - NRHS Comptroller (Phone) Dawn Holmberg - NRHS Webmaster (Phone)** Valli Hoski - NRHS Telegraph Editor **David Baniewicz - NRHS Emblem Sales Donald Wells - Rivanna** Sheila Dorr - Philadelphia Charles E. Axthelm - Washington DC Mike Crocket - Washington DC Barbara Beagan - G.L. Carter Frank Cornelius - At Large Carol Ann Cornelius - At-Large J.D. McFarland - Gulf Curve **Tom Biery - Western Maryland** Peggy Sweigart - Pottstown & Reading Jim Curtin - Tidewater

APPENDIX B

NRHS Preliminary Income Expense Comparison

		FY14	Fiscal Year 15 (Unaudited)			Jan	- March 20	16 (Unaudit	ed)	
		Actual	Actual	Utica	\$ Over	Percent	Actual	Budget	\$ Over	Percent
		Audited		Projection	Proj.	of Proj.			Budget	of Budget
Income	'									
4100	· Dues Income	411,340	311,880	313,000	(1,120)	100%	232,218	300,000	(67,782)	77%
4200	· Interest and Dividends	49	31	0	31		1	0	1	
4300	· Sales	6,705	3,168	3,000	168	106%	0	3,000	(3,000)	0%
4400	· Convention	165,298	273,616	274,000	(384)	100%	0	250,000	(250,000)	0%
4450	· RailCamp	53,900	46,600	47,000	(400)	99%	1,050	45,000	(43,950)	2%
4600	· Other Events	1,600	1,905	3,000	(1,095)	64%	0	0	0	0%
4800	· Unrestricted Donations	64,841	57,243	52,000	5,243	110%	26,650	60,000	(33,350)	44%
4900	· Restricted Donations	35,049	34,763	18,000	16,763	193%	9,447	20,000	(10,553)	47%
4999	· Other Income	1,253	3,076	3,000	76	103%	27	0	27	
Total Inc	ome	740,035	732,282	713,000	19,282	103%	269,393	678,000	(408,607)	40%
Expense										
4000	· Reconciliation Discrepancies	0	(598)	0	0		0	0	0	0%
5100	· Convention	166,415	270,044	277,000	(6,956)	97%	2,385	240,000	(237,615)	1%
5200	· NRHS Bulletin	18,347	27,546	30,000	(2,454)	92%	0	60,000	(60,000)	0%
5300	· NRHS News	30,490	6,000	17,000	(11,000)	35%	4,405	28,000	(23,595)	16%
5350	· Misc. Publications	6,800	2,580	3,000	(420)	86%	0	3,000	(3,000)	0%
5360	· Membership Communications	350	0	0	0		0	0	0	
5400	Membership Records	13,342	13,292	17,000	(3,708)	78%	1,045	20,000	(18,955)	5%
5600	Meetings & Travel	24,325	1,701	2,000	(299)	85%	631	5,000	(4,369)	13%
	· Staff Expenses	667	78	1,000	(922)	8%	0	3,000	(3,000)	0%
	· Admin. Office	9,450	5,078	3,000	2,078	169%	977	0	977	100%
5950	· Financial Fees	5,347	6,565	10,000	(3,435)	66%	10,466	18,000	(7,534)	58%
5990	· Interest Expense	250	116	0	116		0	0	0	

NRHS Preliminary Income Expense Comparison

	FY14	Fiscal Year 15 (Unaudited)			Jan - March 2016 (Una			dited)	
	Actual	Actual	Utica	\$ Over	Percent	Actual	Budget	\$ Over	Percent
	Audited		Projection	Proj.	of Proj.			Budget	of Budget
Expense (continued)									
6000 · Corporate	11,161	3,066	3,000	66	102%	0	5,000	(5,000)	
6050 · Accounting	35,189	40,425	52,000	(11,575)	78%	3,523	40,000	(36,477)	9%
6060 · Legal Fees	176,671	13,758	16,000	(2,242)	86%	3,161	16,000	(12,839)	20%
6090 · Insurance	5,288	8,542	5,000	3,542	171%	3,026	5,000	(1,974)	61%
6100 · Public Relations	11,756	0	0	0		0	2,000	(2,000)	0%
6150 · Advertising	7,535	0	0	0		473	8,000	(7,527)	6%
6200 · Planning and Development	22,884	0	0	0		0	0	0	
6300 · Fund Raising	4,093	500	0	500	100%	0	10,000	(10,000)	0%
6400 · Emblem Sales	4,991	6,383	2,000	4,383	319%	0	5,000	(5,000)	0%
6500 · Services	32,963	11,122	5,000	6,122	222%	1,298	5,000	(3,702)	26%
6600 · Library Operations	2,340	0	0	0		0	0	0	
6650 · Rent	6,659	9,779	10,000	(221)	98%	2,922	11,000	(8,078)	27%
6700 · RailCamp	55,232	48,689	40,000	8,689	122%	1,011	48,000	(46,989)	2%
6800 · IT Systems	258	0	1,000	(1,000)	0%	0	1,000	(1,000)	0%
6900 · IT Systems Development	2,560	1,893	1,000	893	189%	316	1,000	(684)	32%
7000 · Association Management	151,158	26,965	27,000	(35)	100%	0	0	0	
7050 · On Site Association Mgmt	1,000	0	0	0		0	0	0	
8000 · Depreciation	504	0	0	0		0	0	0	
9100 · Grants	46,000	9,085	13,000	(3,915)	70%	0	20,000	(20,000)	0%
9200 · Donations	126	4,200	4,000	200	105%	0	0	0	
9300 · Library Acquistions	863	0	0	0		0	0	0	
Total Expense	807,521	503,524	522,000	(18,476)	96%	35,639	554,000	(518,361)	6%
Net Income	(67,486)	228,758	191,000	37,758	120%	233,754	124,000	109,754	189%

Preliminary NRHS Balance Sheet Comparison

ASSETS	12/31/14 Audited	12/31/15 Unaudited	\$ Change FY15	03/31/16 Unaudited	\$ Change FY16 To Date
Current Assets					
1000 · Cash Accounts 1400 · Accounts Receivable 1200 · Inventory 1300 · Prepaid Expenses	242,597 1,554 13,380 43,237	0 5,485 106	-44,866 -1,554 -7,895 -43,131	447,400 0 8,958 0	0 3,473 -106
1462 · NRHS Fund Receivable 1700 · Loan to NRHS Fund	13,749 50,000	22,407 50,000	8,658 0	24,131 50,000	1,724 0
Total Current Assets	364,516	275,729	-88,787	530,488	254,759
Fixed Assets 1600 · Historical Items Total Fixed Assets	14,940 14,940	14,940 14,940	0	14,940 14,940	
Other Assets 1900 · Info Systems Total Other Assets	2,787 2,787	893 893	-1,893 -1,893	578 578	
TOTAL ASSETS	382,243	291,562	-90,681	546,006	254,444
LIABILITIES					
Current Liabilities 2110 · Accounts Payable 2101 · Accrued Expenses 2130 · Grants Payable 2200 · Deferred Income Total Current Liabilities	66,237 2,953 5,000 270,636 344,826	5,173 0 0 43,502 48,675	-61,064 -2,953 -5,000 -227,134 -296,151	0 0 0 79,385 79,363	0 0 35,883
Long Term Liabilities 2950 · Litigation Settlement Total Long Term Liabilities	100,000 100,000	90,000 90,000	-10,000 -10,000	80,000 80,000	
TOTAL LIABILITIES	444,826	138,675	-306,151	159,341	20,710
3000 · Net Assets	-62,583	152,887	215,470	386,687	233,800

NRHS Fund Preliminary Income and Expenses

Income	Jan - Dec 14 Audited	Jan - Dec 15 Unaudited	Jan - Mar 16 Unaudited
4200 · Interest and Dividends 4800 · Unrestricted Donations	5 7,620	9,869	8 658
Restricted Donations			
4910 · Library 4911 · Film and Video Library 4920 · Grants to by issued by NRHS 4940 · RailCamp 4950 · Educational Program 4990 · Other Restricted Donations	0 20,000 0 0 0 200	55 0 1,810 208 0	120 0 500 400 200 0
Total Restricted Donations	20,200	2,073	1,220
Total Income	27,825	11,944	1,886
Expense			
5700 · Office Expenses 5950 · Financial Fees 5990 · Interest Expense 6050 · Accounting Fees 6060 · Legal Fees 6310 · Fund Raising Consulant 6360 · Fund Raising Events 6300 · Fundraising Fees 8000 · Depreciation FFE 9311 · Film Preservation	0 346 6 0 7,474 1,050 686 30,110 850 8,056	73 306 0 7,620 213 0 0 0 2,292	0 52 0 1,083 324 0 0 0 573
Total Expense	48,577	10,503	2,031
Net Income	-20,752	1,441	-145

NRHS Fund Preliminary Balance Sheet

	12/31/14 Audited	12/31/15 Unaudited	03/31/16 Unaudited
ASSETS			
Checking/Savings Total Fixed Assets	36,770 6,026	49,131 3,734	50,305 3,161
TOTAL ASSETS	42,797	52,865	53,467
LIABILITIES			
Accounts Payable Loan From NRHS	13,749 50,000	22,377 50,000	•
TOTAL LIABILITIES	63,749	72,377	73,123
NET ASSETS	-20,952	-19,512	-19,656

NRHS Convention Income & Expenses

	2014 Audited	2015 Unaudited
Income	radioa	Onadanoa
4400 Convention Income	166,415	274,495
Expenses		
5110 · Printing	15,215	10,060
5120 · Distribution	1,012	5,668
5125 · Association Management Support	17,434	15,834
5130 · Convention Staff Travel	2,899	2,496
5155 · Financial Fees	7,410	10,848
5160 · Transportation	74,499	191,000
5170 Insurance	15,346	23,907
5180 · Supplies	31,403	22,434
5190 Other Convention Expense	2,179	2,450
Total Expenses	167,397	284,696
Net Income	-982	-10,201
Percent Net	-0.6%	-3.7%

APPENDIX C

2016 Heritage Grants Awards

The National Railway Historical Society (NRHS) has announced fourteen recipients of its annual NRHS Heritage Grants Program. The 2016 grants total \$35,000 and are awarded to organizations such as historical societies, museums, and NRHS Chapters.

This year's grants were awarded to the following recipients:

- \$1,500 to the **Thompson Historical Society, Inc.** in Thompson, CT for archival supplies to be used to preserve and make available to the public 6000 photographs and 2000 artifacts which comprise the Frank Ramsdell Railroad Collection, a collection which spans the period from 1830 to 1954.
- \$3,000 to the **Inland Empire Railway Historical Society** in Reardan, WA (Inland Empire Chapter) towards the construction of a new library room to house a forty-year collection of books, documents, maps, and photos, which collection will be part of a new Inland Northwest Rail Museum presently nearing completion.
- \$5,000 to the **Colorado Railroad Museum Historical Foundation, Inc.** in Golden, CO (Intermountain Chapter) for the labor costs of elevating and leveling one- half mile of narrow gauge track damaged by winter moisture, which track repair will make possible the resumption of train rides at the museum.
- \$1,250 to the **Wilmington Railroad Museum Foundation, Inc.** in Wilmington, NC for preservation and display of an uncommon Railway Express Agency jack-bed cart used to receive caskets of World War 2 casualties and transfer other bulky items.
- \$1,500 to the **Friends of the New York Transit Museum** in Brooklyn, NY to restore 23 seat cushions and a seat back cushion on five early 20th century New York City subway and elevated rail cars to their original appearance and condition.
- \$2,000 to **Save the Northfeld Depot** in Northfeld, MN to recreate and replace missing roof brackets for the roof of a Milwaukee Road Depot built in **1888**.
- \$4,000 to the **New Mexico Steam Locomotive and Railroad Historical Society** in Albuquerque, NM for the cost of modern (non-asbestos) boiler insulation materials for ATSF steam locomotive #2926.
- \$5,000 to the **Southeastern Railway Museum, Inc.** in Duluth, GA towards the restoration of the sides of Western Union Tool Car #3558, built in 1929, which was used for maintenance by Western Union of its telegraph lines across the nation.
- \$250 to the **Hamlet Historic Depot, Inc.** for rewiring and updating internal and external running lights on a Seaboard diesel locomotive and a Seaboard wooden caboose located next to active railroad tracks and part of a three building complex.
- \$4,000 to the **Oklahoma Railway Museum Ltd** in Oklahoma City, OK (Central Oklahoma Chapter) for costs of materials to be used in the restoration of a unique MKT inspection car #1045.
- \$1,500 to the **Minnesota Transportation Museum, Inc.** in St. Paul, MN towards the floor restoration of Great Northern Railway car #1084, the "Twin Ports", a buffet-parlor-observation car formerly used on GN's Twin Ports Line.
- \$3,000 to the **New England Electric Railway Historical Society, Inc.** in Kennebunkport, ME to purchase materials for portions of the exterior restoration of interurban car, the "Narcissus", the last surviving car from the Portland-Lewiston interurban line and the car which carried President Teddy Roosevelt in 1912.

\$1,000 to the **Slaton Railroad Heritage Association, Inc.** in Slaton, TX for the exterior restoration of a wooden caboose which sits in front of a restored and operating Harvey House.

\$2,000 to the **Baltimore and Ohio Railroad Historical Society** in Baltimore, MD to purchase shelves and acid free archival supplies to house a collection of B & O photos and paper files in a new building to be owned by the Society in Eldersburg, MD.