Meeting of the Board of Directors DoubleTree by Hilton, Deerfield Beach, FL Saturday, September 2, 2023

President Tony White called the meeting to order at 1:10 PM EDT. He welcomed all who were attending in person and via Zoom.

ADMINISTRATIVE AND ROLL CALL

First Name	Middle	Last Name	Title	Present	Absent
Tony		White	President	А	
Joe		Maloney	Vice President	А	
Ellen		Scott	Secretary/Director	Α	
Ralph	Robert	Bitzer	Treasurer/	А	
			Director		
Scott		Andes	Director	А	
Kevin		Feeney	Director	А	
Eric		Fogg	Director		Х
John		Goodman	Director	А	
Skip		Waters	Director	А	
Charlie		Webb	Director	А	
Jon		Baake	Director	А	

There were 61 members and advisory Council members also in attendance.

President's Report – Tony White. He will save that for the Membership meeting which will follow this one. He is involved in a lot of different things like answering emails coordinating with members. He is working with some good people including the board members, Elizabeth, Dawn Holmberg, Mike Yuhas, Patti Webb, John Fiorilla, and Walter Zullig.

The Vice President's report will be later in the meeting.

President White then asked for a moment of silence for those members who have passed, or as he stated have taken the last train ride. John Fiorilla stated that on his way to the meeting he received word of the passing of Mike Del Vecchio. One of his chapter members had written an obituary that he read. Mike was a member of the Tri-State Chapter and had held many positions including president over the years.

President White requested that we have the moment of silence at this time.

Heritage Grants – Charlie Webb. (See Appendix A) The 2023 applications closed on January 31. They wanted to be able to distribute the funds to the recipients by May. The budget was for \$125,000 and they were able to award \$124,950 to 50 applicants. They then gave an emergency grant to the Winchester chapter to move a car. He then thanked Dawn, Val, and Elizabeth for their help, Skip for Facebook, and Mike Yuhas for publications. The committee is now tracking all past grants for a close out report. There have been some delays due to Covid. He is asking that with the close out report, an article is written by the recipient for publication. He thanked all on the committee for their assistance in getting all the work done.

A question was asked about the amounts given. Charlie replied that they usually keep it to \$5,000 but have the flexibility to go as high as \$10,000.

A question was asked regarding non-chapters receiving Heritage Grant Funds and was this the norm. It was explained that if not a member of the NRHS the person/group requesting the grant must be sponsored by and NRHS chapter. They are also advised to become a chapter. Information is sent to the prospective applicants. Val asked if Tony would do an article about this or put it in his President's Report. By allowing these groups to obtain grants, brings awareness to the NRHS.

Treasurer's Report – Bob Bitzer. The report will be the same as was given at the Advisory Council meeting earlier today. A letter was sent to all board members (See Appendix B). We have a new accounting form, Bowers Company. They are replacing RKL. Since losing Carol Ann Cornelius we have not had someone that knows Quick Books to handle our bookkeeping. Until someone can be found, Bowers will be taking over this function. Bob will work closely with them as they get things caught up. They are expensive and he is aware of our finances. He will continue to monitor all accounts and any necessary transfers. 2021 is caught up, the BC10, the Pennsylvania filing, was late and we did incur late fees. We are still looking for a bookkeeper. Bowers will handle the bookkeeping for this year. There is a gentleman who has agreed to become the Assistant Treasurer, but he does not know Quick Books.

The 2024 budget follows the 2023 budget with minor increases like postage, paper, etc. We have not had a balanced budget for several years. We have been running on a deficit budget. Jon Baake stated that we need a balanced budget. The Fund need to increase monies to the NRHS. Bob explained that the useable income is dues and unrestricted donations. Most donation money goes to Heritage Grants. Kevin Feeney stated that the money is there in allocated buckets. Bob explained that we barely break even with the dues structure. In Reno we lost \$1951 for that meeting. We paid for coffee service, electronics, set up, etc. According to the attendance we only had 24 registered. Many members belong to the other organizations and register through them. Our big problem is that our dues structure, \$50 member, then family, and student, barely covers expenses. Most organizations are raising their dues. The 2024 budget we are looking at is a proposed budget. The actual budget will be voted on at our next meeting.

Membership – Patti Webb. (See Appendix C). Several (6) chapters send in their members' dues on a spreadsheet. They then send it to the Membership PO box. The committee is working on a standardized spreadsheet to streamline the process. They are also working on

automated reports for chapter reps. They have been working with several chapters and it appears to be working. They will contact Mike Yuhas who will then set up a link for them to access the information. They will be given a password to use for access. They will be able to obtain the information by month, day, annual or semi-annual.

The committee is: looking for a better-quality card stock for the membership cars, also looking into virtual cards and working on winning back members who have not rejoined. A question was asking as to how many At-Large members we have. There are 1,220 At-Large members. It is thought that many of them may not be chapter member as they did not know what chapter to join.

RailCamp – Tony White. Becky presented her report at the Advisory Council this morning. Tony spoke on how successful this RailCamp was. It was our first time back since 2019. Amtrak agreed to let us increase the number of campers to 28 from 24. We tried to add 8 but they agreed to 4. Both Amtrak and the Strasburg Railroad put on a great time. At Strasburg, on our last day when we take our group photo, they brought out two steam locomotives. That is the first time they have done that. Unfortunately, we couldn't go to Union Station in Washington DC. Instead, we went to Penn Station, Moynihan Train Hall. We had a longer ride on the way to NYC using the theatre car, catenary car, and track car. The campers rotated through the 3 cars during our ride to New York. Once we reached the station we were met by 15 interns in addition to the staff. It was non-stop except for lunch. We visited the Control Center, worked with the Canine Unit, and saw parts of the underground portion of the railroad. We were able to see how the food is loaded onto the train.

Inspector General – Walter Zullig. No services were required by him. He reported on the Historic Plaque Committee. The Donner Summit Historical Society is interested in a plaque but unsure where they would put it. They are very interested. A suggestion was made to put it at the Truckee Station.

NRHS Fund – Bob Ernst. The Fund met last night. The Board was sent a report. There is \$16,635 in the TD Checking account and \$1,042,238 in the Wells Fargo Investment account. A transfer has been made of \$65,884 to Heritage Grants. Which includes 1/3 of the Freeman Grant, \$5,600 in donations, and the balance from unrestricted funds. Bob, Kevin, Victor, and Tony met with Wells Fargo. They meet with them quarterly. It was decided to change from a 70/30 equity/fixed income to a 60/40 weighting. Also to move \$100,000 in a stronger market. Since the beginning of our dealings with Wells Fargo we have had a 9.5% rate of return. Our account has increased \$47,000 year to date, and \$181,000 since inception. It is not an aggressive portfolio. Bob wanted to thank the membership for their donations. The Fund received \$10,000 in donations that were returned with the proxy ballots. Another letter will go out with the dues renewals. The term of trustees is up for renewal. They are Bob Ernst, Bob Bitzer, Victor Varney, and Mike Walker. Bob asked if Tony wanted a motion now for their approval. A motion was made, seconded, and passed.

Conventions – John Goodman. John advised the itinerary for each day and the bus boarding times at the hotel. He then advised that the next convention will be in Harrisburg, PA. We will be staying at the Hilton Harrisburg. The hotel is 3 blocks from the Amtrak Station

and there is parking at the hotel. Parking is \$35 per day or \$15 per day for hotel guests. The dates will be August 23-28, 2024.

Future Conventions- Some ideas being looked at are Rock Island IL which would have no steam; Rapid City, SD – has steam and several National Monuments; Montreal Canada-museum and Via Rail; Vancouver- Amtrak and a museum in Squamish; and Toronto which has a Royal York. There has been mention of Michigan, but housing is an issue.

California- we lost less than \$7,000.

Rail Auxiliary Team (RAT) – Charlie Webb. Purpose was to assist the public and get chapter members involved. He will resend his report and will table to our next meeting.

New Business

Advisory Council – Richard Shulby

- 1. Finalize Convention dates which has been discussed.
- 2. Support the development of a business model for conferences and to receive advance info at the same time.

Jon Baake asked that the meetings be restructured. Not necessary to have reports given at both meetings. Elizabeth Guenzler advised that reports are sent out in advance to both the Advisory Council by herself and Ellen Scott. There should be no reason to go over them in their entirety. There should only be updates given and discussion.

Chapter Dissolution – Skip Waters

- Southeast Louisiana is dissolving effective January 1. Any remaining members will become At-Large members. They are unable to locate the charter. A motion was made by Skip to accept their dissolution, seconded by Scott Andes, approved.
- Central Texas dissolved in 2021. They have no idea where the charter is or even if it exists. A motion was made by Skip to accept their dissolution, seconded by John Goodman, approved.

Announcements –

- 1. Convention items are for sale in the Registration Room.
- 2. If you have a ticket for the banquet, please make sure to sign up for seating at a table. The chart is outside the Registration Room.
- 3. Mike Yuhas The NRHS has partnered with RTS and Railway Age magazines to sponsor a common carrier in recognition of preservation efforts. This was started after the Sparks Conference. The finalists are the Arkansas & Missouri Railroad, Iowa Traction Railway, Reading & Northern Railroad, Union Pacific Railroad, and the Everett Railroad.

There being no further business the meeting was adjourned at 3:18PM.

Respectfully Submitted,

Ellen Scott

Ellen Scott

Secretary

Minutes approved 2/28/2024 with revisions.

Appendix A

NRHS Heritage Grants Committee – Committee Report (July 30, 2023) For the September BOD and Advisory Council meetings.

Deadline for applications submission for 2023 was January 31, 2023. The deadline was moved up one month to facilitate getting the funds into the hands of the recipients by May. This was done so that work that was weather and volunteer sensitive could be completed by the recipients over the summer months.

The NRHS Heritage Grants Committee received 50 applications for the 2023 program.

Available funds for awards: \$125,000.00, Total amount requested was: \$289,581.00

25 Awards were approved for a total of \$124,950.00.

1 Emergency Heritage Grant award was requested and approved for the Winchester Chapter NRHS for Relocation of 1900 I-1 B&O Railroad Caboose from Clear Brooke Park in Frederick County, VA to Middletown, VA. \$5000.00.

The emergency grant brought our 2023 total to \$129,950.

The list of 2023 Heritage Grants recipients is available on the NRHS website.

The awardees list was submitted to NRHS Website and posted (Thank you Dawn Holmberg)

The awardees list was submitted to NRHS News for May edition. (Thank you, Val Hoski, for holding the deadline for our committee and for Elizabeth Guenzler for editing)

The awardee list was posted on our social media by Skip Waters. (Thank you Skip)

The awardee list was also published in the major rail fan publications including Trains and Railfan and Railroad. (Thank you Mike Yuhas)

An "After Action Review" was completed by the committee in June 21 to review this year's program and process and to develop additional streamlining suggestions for the 2024 Heritage Grants Program.

2024 program: It is our hope to again have the comprehensive applications available on the NRHS Website by early November. Deadline will most likely be January 31, 2024.

The NRHS Fund and Board need to determine the available funding for the 2024 program.

Issues with 2023 Program: many applicants failed to realize that they were required to submit the application, Acceptance Agreement and signed Terms and Conditions with the original submission. This caused considerable work in reaching back out to the applicants before the final selections were able to be processed. This resulted in a delay in our self-imposed streamlined timeline for getting the funds to the recipients. This will be discussed and resolved by the committee going forward. This is why we released two separate lists of grant recipients.

Other Heritage Grants Committee work:

Tracking: We are keeping tracking sheets for each of the recipients of Heritage Grants going back to 2020. Recipients are required to provide periodic updates and close out reports. Additionally, the Committee is working with Val Hoski to turn the closeout reports into articles for the NRHS News. This shows our membership the effects of the Heritage Grants Program and provides the recipients publicity for their projects to the NRHS membership.

<u>Time Extensions:</u> Due to the COVID 19 Pandemic we also issued time extensions to several of the past recipients. Their efforts are being tracked as well.

<u>Committee Members:</u> (Please note the tremendous effort these committee members exert in collecting, registering, distributing applications, researching, and evaluating applications and participating in Zoom meetings and the final selection process. This group brings an enormous amount of energy, enthusiasm, experience, knowledge, and skill to the process. I am most grateful for their time and effort)

- 1. Walter Zullig
- 2. Richard Davidson
- 3. Doug Scott
- 4. Carl Jensen
- 5. Ed Bernstsen
- 6. Larry Dyer
- 7. George Hickok
- 8. Bob Brewster
- 9. Patrick Molloy
- 10. Patti Webb

Anyone wishing to serve on the NRHS Heritage Grants Committee, please contact Charlie Webb (Chair) at chairpersonnrhsgrants@yahoo.com.

Closing Note: The demand for funding is strong. I have fielded numerous requests for information on the program and when the 2024 applications will be available. Seems our publicity efforts are reaching those organizations in need. I hope our efforts are also reaching those that would consider donations.

Thank you.

Charlie Webb, Chair, NRHS Heritage Grants Committee

Appendix B

2023 Summer - Fall Treasurers Status Report

To the Officers and Board of Directors of the National Railway Historical Society and the Officers and members of the NRHS Advisory Council

I hope this letter finds both you and your families in good health and enjoying the summer season.

The 2022 NRHS audit and tax filing process has begun by our new accounting firm Bowers & Company located in Syracuse, NY. As I stated in my last report to you both the NRHS and RKL had mutually terminated the accounting business relationship we had with them.

For the 2021 tax year our audit was completed and all tax filings for Federal were completed on schedule. The required filings for the 2021 BC-10 with the Commonwealth of Pennsylvania were completed; however, they were late due to delays in the final audit letter. There were some late fees; however, everything has now been accepted.

There are no interim financial statements included with this report. The reasons for this are the transition to the new accounting firm and the loss of the Assistant Treasurer. All financial functions such as bank statements, processing payments, deposits, financial transfers, etc. continue to be handled as required and on schedule.

We have been unable to find a volunteer accountant or professional bookkeeper to do the extensive work which is required in QuickBooks for the Society. Because of this NRHS management met with a separate accounting and bookkeeping division of Bowers & Company to determine if they could provide us with these services. After extensive discussions a proposal for 2023 was made and presented to the NRHS Executive Committee. The Committee approved their bid for the use of their bookkeeping services.

We will continue to seek additional financial team assistance. Again, anyone with accounting and/or bookkeeping experience in QuickBooks or a comparable accounting format should contact me.

Since we are in the process of starting to get the 2023 accounting year updated, we are presenting a 2024 budget draft for the Society without comparisons to the current year. The 2024 budget is a working draft proposal for the BOD's approval and like all budgets could be subject to possible revisions. It is based on current unaudited income and expense activity.

Questions related to NRHS finances should be directed to the NRHS Treasurer.

Thank you for your continued support of the National Railway Historical Society.

Bob Bitzer NRHS Treasurer

Appendix C

NRHS MEMBERSHIP COMMITTEE REPORT SEPTEMBER 2, 2023, DEERFIELD BEACH, FL CONVENTION

Membership Cards

Mailing of membership cards continue as we receive renewals or new memberships.

Membership Statistics

Current membership (as of 8/1/2023) Regular members: 3,448

Family members: 588 Student members: 87

Total membership: 4,123 (increase of 105 since last report of 5/12/2023)

Neon CRM Update

With the help of the Convention Committee and the expertise of Mike Yuhas, the "Events Registration" module in Neon has been used for the 2023 Convention Registration. There have been some registration issues however these have been easily resolved. The membership committee looks forward to any feedback from the members.

2024 Membership Committee Goals

- Continued utilization of Neon CRM to its maximum potential for on-line renewals, new memberships, and email communication with the membership
- Streamline Chapter renewal transmittals
- Implementation of virtual membership cards
- Assist with NRHS marketing effort to retain current membership and gain new members
- Continued outreach effort to former members

Membership Committee Members

Patti Webb, Chairperson, Mike Yuhas, Tony White, Becky Gerstung, Steve Siegerist

A special thank you to the Membership Committee for your dedication to the NRHS members. Membership keeps the NRHS on track for the future!

Respectfully submitted,

Patti Webb NRHS Membership Committee Chairperson