



As approved by the Board on 10/21/20 via email.

**2020 Spring Meeting Minutes  
NRHS Board of Directors  
GoToMeeting  
Sunday, June 28, 2020**

Pursuant to notice, the Board of Directors of the National Railway Historical Society, Inc. via GoToMeeting on Sunday, June 28, 2020.

**Call to Order - Open Session**

President Al Weber called the meeting to order at 3:00PM EDT.

**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 (2018 - 2022)	A	
Joseph C. Maloney, Jr.	Vice President (2016 - 2020)	A	
Roberta Ballard	Global Director (2020 - 2022)	A	
E. Steven Barry	Global Director (2018 - 2022)	A	
Walter Zullig	Global Director (2016 - 2020)	A	
Robert J. Ernst	Global Director (2016 - 2020)	A	
Marlin Taylor	Global Director (2016 - 2020)	A	
R. Douglas Scott	District 1 Director (2018 - 2022)	A	
Tony White	District 1 Director (2016 - 2020)	A	
Harold Shaak	District 2 Director (2018 - 2022)	A	
Charles Webb	District 2 Director (2016 - 2020)	A	
Jon Baake	District 3 Director (2018 - 2022)	A	
Ralph Robert Bitzer	District 3 Director (2016 - 2020)	A	
David Foster	District 4 Director (2018 - 2022)	A	
Ned Harris	District 4 Director (2016 - 2020)	A	
Jim Pahr	District 5 Director (2018 - 2022)	A	
Wesley F. Ross	District 5 Director (2016 - 2020)	A	
John Goodman	District 6 Director (2018 - 2022)	A	
Vacant	District 6 Director (2016 - 2020)		

Kenneth Eddy	District 7 Director (2018 - 2022)	A	
Skip Waters	District 7 Director (2016 - 2020)	A	
Jeffrey S. Smith	District A Director (2018 - 2022)		E
Vacant	District A Director (2016 - 2020)		
Jack Hilborn	District B Director (2018 - 2022)	A	
Ricky Durrant	District B Director (2016 - 2020)	A	

A= In Attendance P = Attended via phone E=Excused Absence U=Unexcused Absence

There was a quorum present to conduct business.

General Counsel John Fiorilla, Asst. General Counsel Scott Andes, Asst. Treasurer Carol Ann Cornelius, Membership Chair Hugh Harris, NRHS News Editor Val Hoski, NRHS Fund Treasurer Cynthia Atwood and Comptroller Bob Heavenrich attended.

**Approval of Fall 2019 Meeting Minutes**

The minutes of the 2019 Fall Board of Directors’ Meeting were approved via email and posted to the admin site on February 4, 2020.

**Unfinished Business**

**Actions of the Executive Committee**

No action taken by the committee since the Fall Conference.

**New Business**

**Commercial Crime Bond – Increased Coverage**

General Counsel John Fiorilla pursued an increase in the coverage of the NRHS’s Commercial Crime Policy . The limit is now raised to \$750,000 with a premium of \$2,250.00 annually. The coverage includes the NRHS Fund, Inc which covers employee theft and forgery or alteration.

**Reports**

**Treasurer – Bob Bitzer**

Treasurer Bob Bitzer reviewed the current financial reports. Membership is down again but the current virus concerns are not helping. Overall, the Society is in sound financial shape. Stocks held by the NRHS and NRHS Fund are down due to the financial climate.

Management of the NRHS and NRHS Fund went to the office of RKL, our external auditors, to review the audit situation encountered in 2019. RKL responded positively and desired to

continue our business relationship. Changes are in progress to make the audit of the 2019 financials easier and timely.

Comptroller Bob Heavenrich noted we are in the third year of the three-year contract with RKL and feels we need to carefully review the issues before signing a new contract.

Bob Heavenrich noted that dividends received from our stock holdings should not be more than one-third of our donation income.

Bob Bitzer is requesting budget input for the 2021 Budget.

### **Advisory Council**

Ellen Scott has agreed to become the Advisory Council Chairperson to take the place of the late Del Kittendorf.

### **Electoral Committee – Joe Maloney**

Joe reported that all positions have been filled. This is the first time since the adoption of the Bylaws in 2013. John Fiorilla is receiving ballots and will certify the results in August.

### **Membership – Hugh Harris**

Membership Chair Hugh Harris reported the renewals are down about 7% year-to-date. He is still receiving renewals but slowly. The NRHS should consider additional advertising to help generate new memberships.

Director Jon Baake is asking for information on how new members are hearing about the NRHS.

### **Heritage Grants – Charlie Webb**

Committee Chair Charlie Webb reported the Heritage Grants Committee received grant requests for \$325,000. Only \$48,000 was allocated for awards.

Director David Foster inquired on why more NRHS chapters are not awarded grants. President Weber responded that the NRHS wants to preserve all railroad heritage where possible. NRHS chapters are given preference if they apply.

Charlie is requesting the Board give an earlier approval on the 2021 award commitment.

**Membership Awards – Doug Scott**

Committee Chair Doug Scott reported that the 2020 Membership Awards have been distributed. He noted there will be a need for a 75-year pin in 2021 and will get a quote for 10 such pins.

**Motion:** Joe Maloney motioned, and Skip Waters seconded to approve \$1800.00 for the purchase of the 75-year pin. Passed by voice vote.

**Membership Discount / CFC – Wes Ross**

Director Wes Ross completed the application for the Combined Federal Campaign (CFC) which will be good for three years. The NRHS can use the CFC logo on any promotions.

The annual Membership Discount List is complete and has been distributed. Locations are asking for NRHS membership brochures and Wes will work with Jon Baake to get the requests fulfilled.

**General Counsel- John Fiorilla**

General Counsel John Fiorilla worked with the NRHS management regarding the issues at RKL and was present at the office visit.

John hosted a NRHS Officers meeting at his law office in conjunction with the RKL meeting.

He has been handling the NRHS insurance needs for 2020 including changes due to the Conference and Convention cancellations. This has netted a refund in the premiums paid for the events.

John has been working with John Goodman on the convention cancellation negotiations.

John continues to handle the mail received at the virtual office location.

**Conventions**

Convention Chair John Goodman is actively working with all the 2020 Convention event vendors on cancellations. All vendors have been understanding and refunds of down payments are expected.

The Committee is investigating Milwaukee, WI for the 2021 NRHS Convention. It would be a late summer event. So far this is the most promising area as the investigation into a convention held in Maine has not been fruitful. There are a number of rail museums in the Milwaukee area, including the Illinois Railway Museum, which will fill out the calendar of events.

**Motion:** Walter Zullig motioned, and Doug Scott seconded to approve Milwaukee, WI during the dates of August 23-28, 2021 as the location for the 2021 NRHS Convention. Hotel and events TBD. Passed by voice vote.

An online GoToMeeting will be scheduled on September 26, 2020 for the 2020 Annual Membership Meeting which would have been held in conjunction with the 2020 Convention in Fullerton, CA.

### **Conferences - Bob Bitzer**

All in-person Conferences have been cancelled through the Spring 2021 Conference. The pandemic has made planning for an in-person event impossible.

Plans continue to move along for the Fall 2021 Conference in Ronkonkoma, NY. The Twin Forks Chapter, NRHS is working on plans for the Conference.

The George L. Carter Chapter, NRHS is interested in hosting the Spring 2022 Conference in place of the cancelled Fall 2020 Conference.

Bob Bitzer is actively searching for future hosts of the NRHS Conferences and will accept all propositions.

### **Announcements**

Val Hoski commented on virtual conferences. She proposed the NRHS should conduct a least one virtual conference a year to allow members a chance to participate. Other organizations have successfully held virtual conferences. Cynthia Atwood agreed with Val and stated she has participated in other virtual conferences and sees their benefit.

### **Adjournment**

**Motion:** Doug Scott motioned to adjourn.

The Board meeting adjourned at 4:40PM. EDT

Respectfully Submitted:

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Robert Ernst  
NRHS Secretary