

**Minutes of the Seventy-Ninth
NRHS Annual Membership Meeting – Second Draft
(10/16/2013)
Hilton Hotel & Conference Center, Anchorage, AK
Wednesday, September 18, 2013**

Pursuant of notice, the members of the National Railway Historical Society, Inc. met at the Hilton Hotel & Conference Center, Anchorage, AK on Wednesday, September 18, 2013.

Call to Order

President Greg Molloy called the meeting to order at 7:15 p.m. ADT. One hundred, twenty-seven members and guests were present.

Approval of Minutes

Secretary Joe Maloney presented the minutes of the membership meeting held in Cedar Rapids, IA, on June 22, 2012. There were no comments received from NRHS members that affected the wording on the draft minutes. Mr. Duane Durr moved and Mr. Donald Jilson seconded a motion to accept the minutes as written. Motion carried.

Welcome to 2013 Convention

President Greg Molloy, on behalf of Bart Jennings, Chair of the NRHS 2013 Convention, welcomed everyone to Alaska. He thanked everyone for their business and reminded everyone about the remaining events.

President's Report (See Attachment 1)

President Molloy presented a summary of the 2012 Annual Report. Mr. Molloy's slides are attached as Attachment 1.

The report covered various improvements to the NRHS programs, and concerns about the Society's operations and finances.

NRHS adopted its first Strategic Plan in 2011, and began implementing that plan in 2012. The NRHS also adopted a new governance system in 2011, and conducted national elections in 2012. The new Board of Directors began meeting and working in October 2012. NRHS launched its new website in 2011 (www.nrhs.com). Also, NRHS launched its second venue for RailCamp in the Pacific Northwest. For the short term, things are all right.

The longer term picture is uncertain. NRHS membership levels are declining. Long term finances can no longer be based on the traditional model using members' dues. Implementing the new governance system continues to challenge NRHS Management, while we concurrently implement the Strategic Plan. For 2012, NRHS had projected a loss of \$66K in the budget; actual audited figure was \$-272K. The major factors behind the loss were overly optimistic projections for donations and fundraising, losses with the 2012 convention, the cost of transitioning to the new governance system and other unplanned issues beyond NRHS Management's control.

Membership Numbers: Total membership in 2012 was down 5.8% from the previous year, but this did not have a significant financial impact because the Society had budgeted for a 5% loss. The loss was most significant in At-Large primary members, while the chapters' primary and family membership dropped as predicted in the budget. Membership dues are still our primary income source, and the Society needs to bring in more donations to handle current operations.

Chapters - Added 1 chapter in 2012

Rochester (Dropped in 2011; Reinstated April 26, 2012)

Dropped 5 chapters in 2011

Ozarks
Alabama Gulf
Marble Valley
Pittsburgh
Robert R. Young

152 chartered chapters at the end of 2012.

For 2013 to date, added 2 chapters

Southern Kentucky
Bradford, Ohio (Dropped in 2009; Reinstated January 13, 2013)

Dropped 4 chapters in 2013 to date

Bluebonnet
Central Florida
Chiloquin
North Alabama

Other Programs:

- Film library in Phillipsburg, NJ
 - No major acquisitions or restorations completed
 - Beginning a pilot project to digitize an 8mm film from the 1948 NRHS convention
- Print library
 - Three Rivers, MA – accessible to NRHS members
 - Reference materials at F&F
 - Developing options for the future
- RailCamp
 - Two teen sessions at Steamtown and Tacoma, WA
 - All participants received financial support
 - RailCamp for 2012 cancelled
- 2012 Convention – Cedar Rapids, IA
 - All events operated
 - Financial results were poor
 - Continued support for 2012 and 2013
 - Looking into options for 2015 and beyond – ongoing process
- Grants
 - 2012 awarded 21 grants worth \$50K; Four to NRHS chapters
 - Appointed Nathaniel Guest as Committee Chair
- Strategic Plan – Reinventing NRHS
 - Four Strategic Planning Committees
 - Integrate Plans & Budgets
 - Communications Systems Improvements
 - Most urgent implementation begins in 2014

Introduction of Officers and Staff

President Molloy introduced the officers and staff who attended this meeting.

New Business

Secretary Joe Maloney moved that NRHS adopt the changes to the NRHS Bylaws that were approved by the NRHS Board of Directors in January 2013. Mr. Duane Durr seconded the motion. The specific wording to change the Bylaws is contained in Attachment 2. After discussion about the changes and why they came about, the membership voted. The motion carried.

President Molloy introduced Brenda Rouse, Passenger Train Operations Manager from the Arkansas & Missouri Railroad who presented a quick overview of the plans for the 2014 convention being held June 9 - 14, 2014 in Springdale, AR.

Questions/Initiatives

Has NRHS Management considered a differential dues structure for members willing to receive publications on-line rather than hard copy? NRHS Management has considered the idea, but is not ready to implement it because we do not have a viable means for economically maintaining the servers, data bases, etc. needed to effectively handle the online subscriptions.

Adjournment

Mr. Bill Dredge moved and Mr. Don Maxwell seconded a motion to adjourn. Motion carried.

The meeting adjourned at 8:48 PM, ADT.

Respectfully submitted,

Joseph C. Maloney, Jr.
Secretary
National Railway Historical Society

2 Attachments

- 2012 Annual Report Presentation Charts
- Changes to the NRHS Bylaws