

This board meeting was conducted virtually, via Zoom, on the evening of Tuesday, April 19, 2022. All nine officers and directors were in attendance. These were President Mike Yuhas, Vice President Keith Schmidt, Treasurer Tara Grudzielanek, Secretary Tom Marcussen, and Directors Dan Grudzielanek, Ralph McClure, Andrew Roach, and Cathy and Neal Wegner. We met the quorum requirement of six out of nine. Therefore the meeting could proceed. Five other members were present from the beginning: Bob Joyce, Doug Fast, Rich Hawthorne, Steve Thomas and Ward Wells. Jeff Marker joined during the meeting.

President Mike Yuhas called the meeting to order at 6:31pm.

The first agenda item was review and approval of the minutes from the previous virtual board meeting held on Monday, January 17, 2022. Those minutes are posted on the Chapter Web Site. Mike Yuhas pointed out a minor error. Keith Schmidt moved that the minutes be so revised, and then approved. Ralph McClure seconded the motion. The motion passed by a unanimous show-of-hands vote. Secretary Tom Marcussen will revise the minutes of the January 17 board meeting as directed.

The second agenda item was the President's remarks / report from Mike Yuhas. He started with an expression of appreciation for the work of the Financial Advisory Committee. Chair Ward Wells will present a first report later in this meeting. Both hybrid (in-person and remote / Zoom) and on-line meetings are working well. Vice President Keith Schmidt added that all is going well at the Fox Point Congregational Church basement. We are averaging about 20 in-person attendees per hybrid meeting.

We are down to three presenters for tonight's on-line Zoom slide show. Two of the five who had signed up indicated that preparation was taking longer than they had expected. They were not yet ready to deliver a quality presentation, and asked to postpone.

The on-line second-Friday Gab Fests are working out. Mike gave a Thank You to Ward Wells for taking over hosting the latest Gab Fest on Friday, April 8.

We lost member Jim Wrinn, the long-term editor of *Trains* magazine, on Wednesday, March 30. We are planning to provide more details and an appropriate tribute in the upcoming May issue of *Sparks & Cinders*. It was a very sad loss. He was cut down in the prime of his life and career at age 61.

The third agenda item was the Vice President's remarks / report. Keith Schmidt noted the tribute to Jim Wrinn for the May issue of *Sparks & Cinders*. He is working on getting the May issue together now and out for printing soon. He will be doing an Operation Life Saver presentation at the Pizza Ranch in Fond du Lac on Thursday, April 21.

As the picnic planned for late spring has now been postponed (see below), Keith asked if we want to do something else instead. It could involve a Jim Wrinn tribute. We might consider doing something with Soo Line 2-8-2 #1003, based in Hartford. Keith will check into options, prices, and costs.

The fourth agenda item was the Treasurer's report from Tara Grudzielanek. She said that we are in good shape financially. Our assets stand at:

- \$285.09 in Pay Pal account
- \$4979.53 in US Bank checking account

- \$84,823.46 in Heartland Fund (mutual funds)—on September 2021 statement. A new statement should be coming in shortly.
- \$28,591.22 in Chase Bank Certificate of Deposit—as of March 22 statement. This CD will mature at the end of September.

We have about \$500.00 in short-term upcoming expenses, mostly for *Sparks & Cinders*. We therefore have some time to decide what to do with the CD.

The fifth agenda item was the first report from the new Financial Advisory Committee. Chair Ward Wells took over. He agreed that we have some time to decide what to do with our Chase Bank CD (which drove the formation of the committee). He gave us a brief background review, covering current low rate of return, opportunities to generate more income, our desire to do more in support of our objective of railroad history preservation, and our tax status. Key issues are

- Risk tolerance
- Concentration limits (How much do we put in one asset, or category of assets?)
- Current savings structure
- Federal and state reporting status and requirements
- Requirements for becoming a 501c3 non-profit organization listed with the Internal Revenue Service. Obtaining that status would allow contributions to the Chapter to become tax deductible as charitable contributions.

Ward introduced the members of the Financial Advisory Committee—Bon French, Doug Fast, Rich Hawthorne, and Ward Wells. The first tasks to be done were to hold a kick-off meeting, determine the frequency of meetings, and set up a system of regular reports to the Chapter board (via the President and the Treasurer). He then opened the floor up for questions and/or comments.

The first question was—What exactly is our connection with /tie to the State Historical Society of Wisconsin? How will that affect all of the above? Mike Yugas will check into that. The second question was—Does the NRHS National organization have 501c3 status? Ward Wells checked on line, and said that it does. Ralph McClure suggested that we try to get Dave Nelson involved. He has some significant background in the above issues. The third question was—If we sell any assets, will we then have to file tax returns and pay capital gains tax? The only returns / reports / taxes that we file and pay now are the annual report and fee for our State of Wisconsin sales tax license.

The sixth agenda item was “Old Business.” The first sub-item under “Old Business” was a list of three events. The Christopher Farms picnic (1st event) was planned for late spring or early summer of 2022. Construction of their museum addition took longer than expected. They will still be moving their collection into the new building in June. We are probably looking at postponement until 2023.

The 2nd event was a question—Should we go back to the East Troy Electric Railroad in 2022? We are thinking about an on-board meal this time. Steve Thomas is a member of that museum. They can offer us a lunch or dinner (or pizza?) train, using the former South Shore cars that are set up for food service. They require a minimum participation of 25. Schedules can be flexible, except for special event days, or regular dinner train nights. The dinner cars are needed for those. There is another person at East Troy who handles these bookings, who can provide much more information. Keith Schmidt will call him to

explore our costs and options. Neal and Cathy Wegner cautioned us that prices (especially for catering) have gone up.

The 3rd event is our annual Chapter Banquet. Pallas Restaurant in West Allis is still holding our \$100.00 deposit for the June 2020 banquet that was cancelled by Covid-19. He and Cathy Wegner will go there on Friday, April 22 to check into our options and costs. A show of hands at our March 4 meeting had indicated that about 40 people would be coming—for a date in late September or early October. We should expect a price increase. Ralph and Marlene McClure had found price increases of 30-50 per cent at restaurants in Florida this spring. It is unlikely that we can still offer this event for \$25.00 per person anymore. Mike Yuhas said that the dinner (only) night at the Center for Railroad Photography & Art Conversations event in Lake Forest, Illinois was \$45.00 per person. A second dinner with entertainment (Erik Shicotte singing his country and western railroad songs) was \$75.00 per person. Neal and Cathy Wegner said that Elmbrook Historical Society is charging \$35.00 per person for an outdoor catered event in a public park. We will be trying to rent our usual room, from 3:00 to 10:00 pm on a Saturday evening, in late September or early October. We may have to be flexible about the day of the week or the season.

A possible 4th event was brought up. Jerry Pyfer from the North West Illinois Chapter is looking at a possible group trip to the 15-inch gauge Riverside & Great Northern Railroad NW of Wisconsin Dells. No other information is known.

The second sub-item under “Old Business” was potential Chapter projects. The first possible project was a Chapter calendar for 2023. We have plenty of good photos that we can use. We are looking for someone to take charge of putting them together. There were no volunteers. The second project was a Wisconsin wall map, based on Tom Marcussen’s collection of hand-drawn railroad maps. Tom is still working on organizing his source material so that he can fix the errors that surfaced before his retirement and could not be fixed then because he was too busy. He also wants to check everything against new sources that have appeared since those maps were drawn. Mike Yuhas indicated that Tom should look for places where others can help, and ask any help that he needs and can use.

Ralph McClure asked if we are going to making a donation for railroad preservation in 2022. Mike Yuhas said probably yes. He would prefer that we wait until the Financial Advisory Committee can tell us how much a reasonable amount that we can afford is. The Ozaukee County Historical Society wants to restore its Milwaukee Road caboose adjacent to their restored Milwaukee Road Cedarburg depot in their historical park in Saukville. That may be one possibility. Ralph McClure and Cathy Wegner (and possibly Neal Wegner) will be working out a draft policy on donations for the board to consider.

The third sub-item under “Old Business” was to select a representative to the National-level NRHS Advisory Council. We currently have none. Mike Yuhas reviewed the history of this position. The National Railway Historical Society was first organized in the mid-1930s. There was one National Board member per chapter, a person selected as our National Director. Bob Joyce held that position for a long time, because he went to all of the National Conventions, and a number of the spring and fall National-level conferences. Tom Hoffmann was our last National Director. The above one-director-per-chapter structure became more and more awkward as the NRHS expanded to about 150 chapters. About 10 years ago, NRHS shifted to a six-region structure, with two directors elected per district, plus two at-large directors. At that time, the Advisory Council was created, to continue to allow each Chapter to provide some input. We never selected a representative to it. We may have been unaware of the opportunity. Mike Yuhas had been thinking of Steve Thomas, who had attended the National Convention in Milwaukee in 2021, and the annual business meeting at that convention. Steve said he felt he was too

new to the Chapter, and had not attended enough Chapter and board meetings yet, to fairly represent us to National. No other names were suggested. This sub-item is still pending.

The seventh agenda item was “New Business.” There was only one sub-item—honoraria for program presenters. President Mike Yuhas spoke in favor of our providing something. Many of them are spending some time and money to come here. Preparing a quality presentation takes significant time and effort. We have provided stipends to our banquet speakers. Some of our meeting presentations are rising to a similar level of effort and expense. Someone suggested that we at least offer a free Chapter membership for one year. We could do that with little or no cost. There were no other comments. The issue was tabled for tonight because we were running out of time before the 7:30 pm Chapter slide show. There was a suggestion that board members consider this further, and discuss it via e-mails. Mike Yuhas added that we have the cash resources to fairly compensate our program presenters. The high quality of our programs is a key factor that is driving our membership growth. We should avoid being cheap, because the word of that will get around, and discourage people from providing programs.

The eighth and final item on the main agenda was “Anything else for the good of the order.” Two items came up. Neal and Cathy Wegner brought up the upcoming price increase for postage stamps. No one knew for sure how much they would go up. Should we stock up before the price goes up? The answer was yes.

Dan Grudzielanek had a question about our next hybrid regular Chapter meeting on Friday, May 6. Who will be in charge of opening up and presiding at the church basement? He has to work that night. Keith Schmidt will not be available. We were then rapidly running out of time. Mike Yuhas indicated he will be present to preside.

The board meeting was declared adjourned at 7:23 pm. The virtual meeting room for the board meeting was closed down quickly. President Mike Yuhas was needed to open up the meeting room for the 7:30 pm bi-monthly slide show.

Respectfully Submitted
Thomas W. Marcussen
Wisconsin Chapter Secretary