

This board meeting was conducted virtually, via Zoom, on the evening of Monday, May 22, 2023. Vice President Keith Schmidt was presiding. The office of President has been vacant since the annual election at the last business meeting on Friday, February 3, 2023. Secretary Tom Marcussen was present. Treasurer Tara Grudzielanek had a conflict due to a change of plans. She was being represented by her husband, Director Dan Grudzielanek. Two other Directors Neal Wegner and Mike Yuhas were present. Two other members were present from the beginning: Doug Fast and Kim Kafura. Director Ward Wells joined at 7:08 pm—establishing a quorum. Director Andrew Roach was absent.

Vice President Keith Schmidt called the meeting to order at 7:04 pm. Mike Yuhas began recording at that time.

The first agenda item was review and approval of the minutes from the previous virtual board meeting held on Tuesday, January 31, 2023. Those minutes are posted on the Chapter Web Site. Mike Yuhas moved that the minutes be approved as posted. Neal Wegner seconded the motion. No corrections were suggested. There was no other discussion. The motion passed by a unanimous show-of-hands vote.

The second agenda item was the Treasurer's report. Treasurer Tara Grudzielanek had sent it to all of us via e-mail earlier today:

- The low-yield CD account at Chase Bank was closed on March 29. We received a cashier's check for the balance of \$28,594.08. This was deposited into the US Bank checking account pending a decision on where to re-invest it.
- Assets as of April 30 were:
 - Pay Pal \$ 217.26
 - US Bank Checking 31,282.36
 - Heartland (mutual) Fund 83,856.16 (as of March 31—latest statement available)
- Total Assets on April 30 \$115,355.78
- On May 16, 2023, we withdrew \$28,600.00 from the US Bank checking account to open four new accounts at Landmark Credit Union:
 - 18-month CD \$17,000.00—APY 4.6%--Matures November 14, 2024
 - 24-month CD 11,000.00—APY 4.3%--Matures May 15, 2025
 - Savings 100.00 (required for membership)
 - Checking 500.00 (optional—comes with debit card)

Vice President Keith Schmidt accepted the above report. No motion or vote are needed to accept a report. More discussion would follow later under New Business (seventh agenda item)—see below.

The third agenda item was the Membership Report from Membership Committee chair Mike Yuhas. We had a very good renewal year. Total Chapter enrollment stands at 156. That is almost a new high-water mark. Of those, 78 are also members of NRHS National, and therefore are full members, eligible to discuss and vote on Chapter business. The other 78 are subscribers to Sparks & Cinders. They are not officially members—because National rules require National membership for Chapter membership. There were 24 non-renewals. Their reasons for not renewing are mostly unknown. The one exception was Trains magazine editor Jim Wrinn, who passed away in 2022.

The fourth agenda item (by switching with the Vice President report below) was the National report from Mike Yuhas. He is our Chapter representative on the National Advisory Council. That was created during the 2012 reorganization. The original National Board of Directors had consisted of one director from each Chapter. That became increasingly unworkable with the increasing number of Chapters. NRHS switched to a much smaller National Board, with regional and at-large directors, in 2012. Each Chapter was invited to nominate one member to the National Advisory Council, which was created to preserve some mechanism for input from each Chapter.

This report is from the Spring 2023 National Conference, which was a joint meeting with the Railway & Locomotive Historical Society, and the Southern Pacific Railroad History Center, in Reno / Sparks, Nevada. The meetings being reported on were held on Sunday, May 21, 2023. Mike Yuhas attended both meetings virtually.

The National Advisory Council met in the morning. Topics covered were:

- The National Treasurer's report. Treasurer Bob Bitzer needs help. Assistant Treasurer Carol Ann Cornelius, who was doing a lot the work, resigned for medical reasons. National is looking for volunteer help first. Much of this work can be done virtually—from a home computer via the Internet. If no volunteer help is forthcoming, they may be forced to hire an accounting firm to keep up.
- NRHS now has over \$1 million in the NRHS Fund. This is all money that was given to further railroad preservation. It is organized as a separate corporate entity. It has its own President—member Bob Ernst of Chicago. This was done to protect those dedicated funds from the risks associated with the normal operations of the Society. These funds are used for preservation only, as directed by the National Board of Directors and/or its designees.
- The National Board authorized up to \$125,000.00 in Heritage Grants for 2023. The Heritage Grants Committee awarded \$124,950.00 to 25 non-profit organizations across the United States. Three of those awards were to Wisconsin organizations:
 - \$5000.00 to Mid-Continent Railway Historical Society in North Freedom. This is for 16 reproduction bottom and seat back cushions to finish the restoration of East Jordan & Southern (NW Lower Michigan) combine #2.
 - \$5000.00 to East Troy Railroad Museum for ADA accessibility upgrades to educational car #107.
 - \$10,000.00 to the Center for Railroad Photography & Art in Madison. This is the largest award in 2023. It is given to restore and preserve the extensive collection of premier railroad photographer Richard Steinheimer.
 - More details on the above three Wisconsin awards will be published in the June issue of *Sparks & Cinders*. The full list of all 25 awards for 2023 is available at www.nrhs.com.
- NRHS National will be offering two (youth) Rail Camps this year. There will 12 openings at Tacoma, Washington, and 28 (expanded from 24 in previous years) in Newark, Delaware. This is the first year that Rail Camps are returning, after being shut down by the Covid-19 pandemic over 2020-2022.
- The NRHS also supports a Historic Plaque program (no report this quarter), film library, web site, and Facebook page.

- The 2023 National Convention will be in SE Florida in early September. Attendees will have the opportunity to ride behind US Sugar (former Florida East Coast) 4-6-2 Pacific #148. They can be among the (nearly) first passengers to ride the new Brightline route extension to Orlando, which is scheduled to open on Friday, September 1. Our ride will be on Sunday, September 3, from Miami to Orlando (the full length of the line) and back to Boca Raton. There will be museum visits, commuter train rides, an all-day meeting, and a banquet. Full details will be announced in mid-June.
- The 2024 National Convention location officially remains unknown. It may be headed for Harrisburg, Pennsylvania (that would be close to the re-opened East Broad Top). This is unconfirmed at this time.
- There were some discussions on the regional conferences (mini-conventions) typically held two times per year.
- There was a presentation from Legal Counsel John Fiorilla. He had worked as a staff attorney for the Central of New Jersey and then for Conrail. There are basically no legal issues at this time. He talked about his pro-active efforts to prevent problems.
- National added a new Chapter Engagement Committee—to reach out to dormant / stagnant Chapters. The goal is keep them going, revive them, and prevent them from going suspended and /or out of existence.

The National Board meeting was yesterday (Sunday, May 21) in the afternoon. It covered many of the same topics as above. Also covered were:

- Formal business matters.
- Membership promotion brochures are available to Chapters. We are encouraged to make them available to promote both National and Chapter membership.
- Annual list of tourist railroads, museums and other railroad-related attractions. The list shows discounts (if any) offered to NRHS members. This information is now shown only on our web page.
- There is a new Publicity Committee. Mike Yuhas is on it.
- NRHS will be working with *Railway Age* and *Railway Track & Structures* magazines to jointly sponsor a new Railroad Preservation Award. The goal is to provide recognition to private railroad companies that use their own resources to voluntarily preserve railroad history. Any NRHS member or any subscriber to either of the above magazines may nominate candidates for the award. An e-mail with further details was sent to NRHS members today.
- Mike Yuhas is on the National Convention follow-up committee.

Mike finished up his reports by asking if there were any questions. There were none.

The fifth agenda item (by switching with the National report above) was the Vice President report from Keith Schmidt. He covered a number of Wisconsin Chapter business items:

- We are still in need of a President. Anyone who is interested should contact him at president@nrhswis.org.
- Cate Kratville-Wrinn has volunteered to work on the (meeting) Set-Up Committee. She was at the Friday, May 5, meeting doing and learning some of this work.

- Mike Yuhas suggested that all of the directors will need to step up and take on more responsibility in the continuing absence of a President. This especially applies to coming up with new ideas and proposals.
- The June issue of *Sparks & Cinders* is back from the printer. Neal Wegner has it, and getting ready to mail it out. Any new ideas or initiatives that we come up with now will have to wait for the September issue.

The sixth agenda item was Old Business. No one was aware of any old business.

The seventh agenda item was New Business. The first sub-item under New Business was an update on the old and new certificates of deposit (CD's). Some of this information was already covered in the Treasurer's report (second agenda item) above. Keith Schmidt reported on his initial meeting and account set-up with Landmark Credit Union. The savings account is a requirement to establish membership. The checking account is optional. It was set up to reduce the need to move money between banks before paying bills. It comes with a debit card. Keith also suggested that we start considering moving our US Bank checking account to Landmark.

There was a special request for Secretary Tom Marcussen. Landmark wants a signed copy of the annual business meeting minutes showing the election and duties of each Chapter officer. Mike Yuhas raised the point that the February 2023 minutes are officially a draft until approved at the next business meeting—which will probably not happen until February 2024. The February 2022 minutes are official. Which set should we give them? Tom Marcussen said it would be really easy for him to print, sign and send both sets. That is what will be done. Tom was directed to send them to our Chapter Post Office box at the Bay View Post Office in Milwaukee. (Question—do we also want a signed copy of the Chapter by-laws? The minutes do not spell out the duties of each officer.)

There was a question about the proposed re-balancing of our Heartland Funds mutual fund portfolio. Keith Schmidt referred that to member Doug Fast, who is on our Financial Advisory Committee. Ward Wells reminded us that had been put on hold, because it might trigger a large capital gains tax liability, at least until we can look into setting our Chapter up as a 501 (c) (3) tax-exempt organization.

Mike Yuhas made a motion to consolidate the assets in our US Bank checking account into our new Landmark Credit Union checking account. Ward Wells seconded the motion. There was discussion, centering on whether that move would make Tara Grudzielanek's job as Treasurer easier—or harder. Director Dan Grudzielanek said that Landmark Credit Union has a Bay View office that was easy for them to get to. The motion passed by a unanimous show-of-hand vote.

There was another question on whether Landmark Credit Union can automatically transfer our CD interest to our checking account so we can use it to pay bills. Landmark no longer allows that option. In addition, there are limits on manual transfer of interest from CD accounts. Interest must generally be left in CD's until maturity.

The second sub-item under New Business was our upcoming summer charter trip on the East Troy Electric Railroad. Keith Schmidt was thinking of a Friday evening run. Fridays are much less busy, and therefore easier to book, than Saturdays. It would be just a trip. East Troy charges about \$600.00 for a basic excursion. We might have some stops, photo opportunities, run-by's, et cetera. There would be no organized meal. There are numerous meal options, for informal get-together(s), in East Troy.

Mike Yuhas suggested that we look into running another lunch train like the one we had in 2022. This would be a way to increase camaraderie and involve family members. A number of members, and their families, had said they really enjoyed last year's lunch trip. Keith Schmidt volunteered to look into that. East Troy's web site showed lunch runs going for \$70.00 per person and up, with a minimum of 30 paying riders. Dinner runs start at \$100.00 per person and up. These prices are for two food options. Discussion pointed that driving at night might be a deterrent for many of our older members.

The third sub-item under New Business was our upcoming annual Chapter banquet. Who is doing what is not clear. We need to set a date. At the very latest, we need to get a firm date into the September issue of *Sparks & Cinders*. If we do a lunch train, or even just a basic trip, at East Troy, we will probably need to send out a special mailer. It would be nice if we could get the banquet information into that. We will try to be back at Pallas in West Allis. They have a central location, spacious room, and good food. We will try for Saturday, October 7. It is unknown if we can get that room on that date. Neal Wegner volunteered to call Ralph McClure, who may or may not be working on booking the venue and date, and coordinate their efforts. Mike Yuhas volunteered to start looking for a speaker. One possibility is the new Wisconsin state railroad commissioner from Milton.

The fourth sub-item under New Business was the Chapter Zoom (hosting license) account. We are currently using Mike Yuhas' personal account. He is no longer our President, and is therefore not always available for every meeting. Our regular monthly meeting on Friday, April 14, almost did not happen because Mike was at the Center for Railroad Photography and Art meeting in Lake Forest, Illinois. Zoom participation licenses are free. A meeting hosting license costs about \$150.00 per year. Is this money that the Chapter needs to spend? Mike Yuhas was OK with continued use of his license. He could make it available for others to host when he is not available. Dan Grudzielanek and Ward Wells volunteered that they also have licenses that could be used when they are available. It was decided that we have enough other options that we do not have to spend that money.

Keith Schmidt said he would try to book an East Troy lunch train for a Saturday in August. He asked everybody to confirm that was the preferred plan. There were no objections.

The eighth and agenda final item was "Anything else for the good of the organization." No other business was suggested.

There was no further business to discuss. Keith Schmidt said that he would entertain a motion to adjourn. Mike Yuhas made a motion to adjourn. Dan Grudzielanek seconded it. There was no discussion or opposition. Keith Schmidt declared the board meeting adjourned at 8:05 pm. The recording ended shortly after that.

Respectfully Submitted
Thomas W. Marcussen
Wisconsin Chapter Secretary