

1995

**MINUTES - GNRHS BOARD MEETING
WILLMAR, MN JULY 16, 1995.**

Meeting Place / Holiday Inn Conference Center, Willmar, Minnesota July 16th., 1995.

Item 1: Call to order. President Peterka called the meeting of the GNRHS Board of Directors to order at 8:55 AM. Present were Directors; Black, Buck, Day, Evoy, Peterka, and Priebe. Director Aldcroft was unable to attend due to family matters. Present operating officers; Amdahl, Durfee, Gjevre, Hoffman, Holmquist, and Thompson. The President declared a quorum present, and the meeting open for business. Followed by a welcome to Guests; James Knollmiller and Robert Niederkorn.

Item 2: Minutes of the Wenatchee 1994 meeting.

Motion by Day to accept the Minutes
Seconded by Buck
Approved by all

Item 3: National Convention Chairman Gjevre gave a brief report of the convention activities.

Item 4: 1996 Convention site:

(A) Motion by Priebe that Bellingham, WA be the first choice for the 1996 Convention
Seconded by Day
For Buck
Against Black and Peterka
Abstained Evoy
Motion Passed

Motion by Evoy

That the society continue to hold conventions, alternating the locations to Lines East and Lines West on consecutive years.

Seconded by Black
For Buck and Peterka
Against Day and Priebe
Motion Passed

(B) Venue for 1997 and 1998 Conventions:

Motion by Priebe for Duluth in 1997
Seconded by Day
Against Peterka
Approved by all

**Motion by Black that the 1998 Convention be held in Montana with East Glacier being considered first.
Seconded by Buck
Approved by all**

Holmquist suggested that a reference sheet be done on convention sites prior to convention time. The Willmar reference sheet contained much information on former GN facilities and trackage now gone. Every year there is less and less to see of GN. A Reference sheet would be very useful to those attending Conventions.

**Motion by Buck
That a time frame for future conventions be established so that we Dovetail our Convention with the NMRA and other societies.
Seconded by Priebe
Approved by all**

Discussion to hold the Bellingham Convention on July 7th. thru the 10th., 1996 and the Duluth Convention on July 13th. thru the 16th., 1997 All agreed

**Motion by Black
That before we change Convention dates we should poll the membership at the business meeting Tuesday as to how many belong to other societies, and if they attend these conventions.
Seconded by Evoy
Approved by all**

**Motion by Black
That the board return for a meeting Tuesday after the Business meeting for the results of the Poll.
Seconded by Evoy
Approved by all**

**Motion by Peterka
That Convention Chairman Gjevre be given 2 year advance notice of future convention dates.
Seconded by Buck
Approved by all**

Item 5: Election of new Treasurer;

**Motion by Buck
To nominate James Knollmiller of Mesa, Arizona as our new Treasurer.
Seconded by Evoy
Approved by all**

Item 6: The handling of Bank and Mutual Fund accounts

Proposal #1: The new Treasurer to be authorized to open a business account in the name of GNRHS at a local and bank of his choosing. There are to be three authorized signers, the Treasurer, the President and the Editor. The Treasurer will be the holder of record. One signature required.

Motion by Day to accept Proposal #1 as written

Seconded by Priebe

Against Black and Peterka

For Buck and Evoy

Motion Passed

Proposal #2: The present Twin City Federal bank account in Minneapolis will remain open for the deposit of dues and sundry income items received in Burnsville. It will be used basically as a transfer bank account to transfer funds to the Treasurer on a periodic, as required, basis. The present signer of record is Peterka, with Amdahl and Thompson authorized to sign. The Treasurer will be added, and as the holder of record. This account will not be used for other check paying, except in an emergency, and with the agreement of the Treasurer. Only one signature to be required.

Motion by Evoy to accept Proposal #2 as written

Seconded by Day

Against Black

For Buck, Peterka, Priebe

Motion Passed

Proposal #3: The present Fidelity Money Market lists Ernie Lehmann as holder of record. There are three others authorized on this account: Arthur Allen CPA, (Ernie Lehmann's predecessor) Dale Peterka and Thompson. The new Treasurer should be listed as holder of record, and Peterka and Thompson (or some other selected officers) should make up a threesome of authorized signers. One signature only is required.

Further the Treasurer is authorized to closeout this account, if he deems so desirable, by transfer to the present GNRHS Vanguard Group Money Market Fund.

Motion by Buck

That the last paragraph of Proposal #3 be modified to read as follows.

Further the Treasurer is instructed to closeout this account , and to transfer money to the present GNRHS Vanguard Group Money Market Fund.

Seconded by Evoy

Against Black

For Buck, Peterka, Priebe

Motion Passed

Proposal #4: The two Vanguard Mutual Fund, a Money Market Fund (active) an inactive Long Term US Treasury Fund, currently have Dale Peterka's address as holder of record. Thompson is an authorized signer. We need to add the Treasurer and make him the GNRHS's owner of record. (We need to be sure also that Ernie Lehmann is not still on this account. One signature only required.

Motion by Evoy to accept Proposal #4 as written
Seconded by Day
Against Black
For Buck, Peterka, Priebe
Motion Passed

Proposal #5: The Board should give broad authority to the Treasurer to open such other no-load fund accounts as are deemed necessary, and with the Treasurer being holder of record, with two other authorized signers on the account.

Motion by Day to accept Proposal #5 as written
Seconded by Evoy
Against Black
For Buck, Peterka, Priebe
Motion Passed

Proposal #6: The Treasurer is instructed to contact a GNRHS member resident in Illinois for the routine annual filing of the required report for the Illinois Secretary of State.

The next filing date is in the fall of 1995.

Motion by Buck to accept Proposal #6 as written
Seconded by Black
Approved by all

Item 7: How are we going to announce the change in Treasurership.
Peterka will announce at the business meeting that due to ill health Ernie Lehmann has stepped down.
Thompson will put a statement in the September Goat to all of the membership.

Item 8: Acceptance of Thompson's best efforts accounting report, for the calendar year of 1994. He has done an exceptional job taking over the treasurers job.

Motion by Evoy
To accept the Income / Expense and Balance Sheet as submitted to IRS as is.
Seconded by Buck
Approved by all

Motion by Black
That the Publication Reserve account be capped at \$12,000.
Seconded by Priebe
Approved by all

Item 9: Brief Report from all present operating officers were given by Amdahl, Buck, Durfee, Hoffman, Holmquist, Peterka, Thompson

Peter Thompson reported that Dale Molyneaux no longer wishes to handle the back issue xerox copies, and that Cliff Salmon has offered to take over this job. Mike Radke has said he will continue to distribute back issue requests.

Item 10: Update on stock gift from Ralph Day, and official GNRHS acknowledgment and special thanks for the donations. GNRHS has a total of 62 shares of Biddeford Station stock.

Motion by Buck
That we accept future stock donations from Biddiford Station should they become available.
Seconded by Priebe
Approved by all

Day stated that Secretary Connie will be receiving Annual Reports from Biddiford

Item 11: Heritage Fund Distribution;
Thompson reported that there is \$10,000 in the Heritage Fund. It is noted that the P-2 allocation of \$500.00 authorized at Wenatchee was cancelled due to lack of current information about control of the project. All other distributions were finally made in March 1995.

The following IRS 501(c)(3) recipients will receive donations from the GNRHS for 1995 calendar year.

- (1) Lake Superior Museum of Transportation \$1,500.00
- (2) Iron Goat Trail 500.00
- (3) Whitefish Depot Preservation 1,000.00
- (4) P-2 Restoration 500.00
- (5) GN Coach restoration at Mid-Continent 500.00
- (6) Gold Bar Museum 250.00

\$500.00 is also set aside for Decals and Painting of the Caboose at Farmington, MN

President Peterka will request a report on the status of the P-2 restoration and also inquire what would be done with future donations. Peterka will also request 501(c)(3) status information from the Gold Bar Museum.

Motion by Priebe to distribute the above donations
Seconded by Buck
Approved by all

Item 12: Report on the Keyes' Collection

Per Thompson: If Burlington Northern were to accept the picture and slide collection they would not be available to our membership for publications. He talked to Helen and it was agreed that the Editor should have access to the collection for reference sheets. Thompson has two people in the Minneapolis area that are willing to catalog the collection. Cliff Salmon has been cataloging the paper and photos and Lee Thompson the Slides. They will hold these items under a Custodial Agreement and supply proper storage for them.

Motion by Evoy

That Peter Thompson, confirm that Cliff Salmon and Lee Thompson have proper storage for the items and report back to the board.

Seconded Buck

Approved by all

(Note: Thompson later reported back that this was so.)

Item 13: Membership Brochures; Should we stay with the colored brochures or go with a black and white. It also needs to be updated. Thompson and Hoffman have been working on this.

Motion by Evoy

That we have 5000 Black and White membership forms produced

Seconded by Buck

Approved by all

Item 14: Status of GNRHS property marking.

Motion by Evoy

That Duane Buck investigate how to mark GNRHS property in the possession of Officers Directors and members.

Seconded by Black

Approved by all

Item 15: Status of Policy Guide. Also to include approval of Convention Attendance Policy Guide, and formal establishment of a freight car committee and reporting responsibilities.

Peterka has been working on the Policy Guide.

Motion by Black

That the Board adopt the Policy Guide that Peterka has been working on and that he continue to update as needed.

Seconded by Priebe

Approved by all

Item 16: President's request to continue with his \$250.00 acquisition authority for purchase of GN slides or materials for GNRHS in 1996.

Motion by Buck

That the board authorize Peterka \$400.00 for such acquisitions

Seconded by Black

Approved by all

Item 17: Stew Aldcroft's request - can we take some action about looking into the eventual establishment of our own GNRHS Museum?

Motion by Buck

That Aldcroft, Black, and Day work together to find a Museum establishment for GNRHS Archives.

Seconded by Evoy

Approved by all

Item 18: Investment Committee and Audit Committee for GNRHS operations: status of committees.

No Report

Motion by Day

That Buck form an Audit Committee to establish and conduct an annual audit before our next Board meeting.

Seconded by Buck

Approved by all

Item 19: Define Policy on Profit Margins for GNRHS special projects-? cover costs, have token profit, or ? make a more effective contribution to GNRHS funds.

Motion by Buck

Setting prices for Freight Car projects profit margin be set, at a marginal 15%.

A report to be made to the president annually.

Seconded by Evoy

Approved by all

Meeting break at 4:30pm will resume again at 9:00pm.

Item 20: Preservation of former GN equipment - status of Acquisitions Committee.

No Report

Item 21: Other old Business.

Motion by Evoy

That we establish a position of Vice President of Publication to oversee everything

Died for lack of a second

Buck presented a chart for GNRHS Publications section job descriptions for new organization. (SEE THE ATTACHED from Director Buck exhibits A,B,C). He will also be responsible for filling these jobs.

Proposal by Evoy that we accept Bucks proposal to modify the publications organization.

Seconded by Buck

Approved by all

Item 21: Old Business;

Motion by Buck

That he set up a data bank from information gathered from the Membership Forms. He will also find and recruit a Volunteer Coordinator to assist him.

Seconded by Evoy

Approved by all

(Attached is a copy of the Volunteer Coordinator job description)

Item 22: New Business;

The attendees at the business meeting felt that they were only a minority and that a survey in regards to how many belong to other societies and attend other conventions when they coincide with ours should be surveyed by the whole membership. The outcome will decide if dates should be changed so that we may dovetail with other conventions.

Motion by Black

To survey the membership in regards to other conventions

Seconded by Day

Approved by all

Evoy volunteered to receive back the surveys

(Secretary's note: No one was delegated to design or determine the exact wording of the questionnaire or to send it out.)

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Item 23: Motion to adjourn by Peterka
Seconded by Evoy
Approved by all

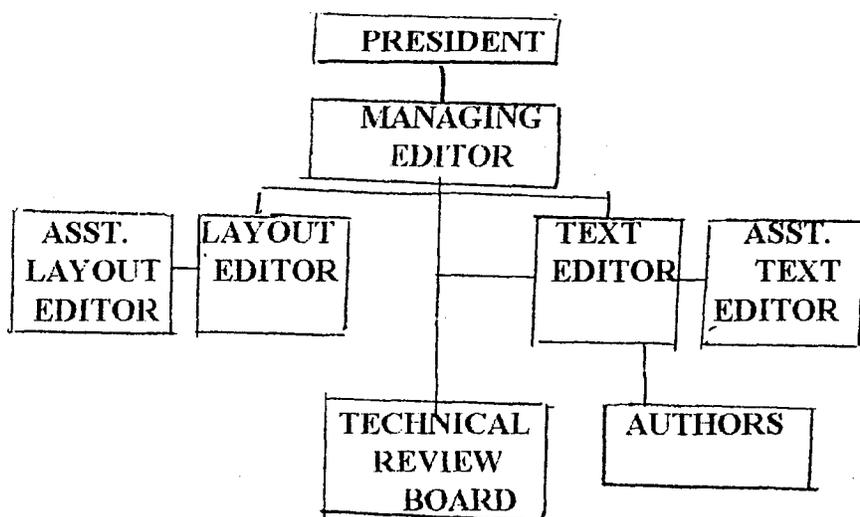
Adjourned 10:52 P.M. 7-18-1995

Respectfully Submitted

Handwritten signature of Connie D. Hoffman in cursive.

Secretary to the Board
August 21, 1995

Distribution: All Directors, Officers



GNRHS PUBLICATIONS SECTION JOB DESCRIPTIONS FOR NEW ORGANIZATION.

MANAGING EDITOR

1. General. Will oversee the operations of Society publications efforts.
2. Will work in partnership with the Layout and Text Editors and will oversee publishing efforts. He/she will be alert for problems in the editorship and will work with layout and/or Text Editors to provide corrective action and when mutually agreeable solutions are unattainable, will apprise the Board of Directors of the situation.
3. Will be responsible for finding replacement editors and assistant editors and to provide training guidance as practicable.
4. Will be responsible for finding and replacing, when needed, Technical Review Board members. Will direct and publicize the existence and operation of the TRB and ensure that the members are properly recognized.
5. Will work to find and recruit new authors for reference sheet development and will work to encourage existing authors of needed subject matter to pursue and promulgate new reference materials.
6. Will develop a listing of locations and accessibility to reference material sources needed to develop GNRHS publications.

LAYOUT EDITOR

1. The Layout Editor will continue to perform the duties as outlined in Peter Thompson's letter dated June 3, 1994 ((2) Layout Function) as approved by the Board of Directors at Wenatchee in July 1994.

ASSISTANT LAYOUT EDITOR

1. Will perform duties as assigned by the Layout Editor.
2. Will endeavor to learn all of the functions of the Layout Editor by observing and asking questions.
3. Will be considered to be in training to replace the Layout Editor on either a temporary or permanent basis and perform all of the functions of the Layout Editor.

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TEXT EDITOR

1. The Text Editor will continue to perform the duties as outlined in Peter Thompson's letter dated June 3, 1994 ((1) Editorial Function) as approved by the Board of Directors at Wenatchee in July 1994.

ASSISTANT TEXT EDITOR

1. Will perform duties as assigned by the Text Editor.
2. Will endeavor to learn all of the functions of the Text Editor by observing and asking questions.
3. Will be considered to be in training to replace the Text Editor on either a temporary or permanent basis and perform all of the functions of the Text Editor.

TECHNICAL REVIEW BOARD

1. The TRB shall consist of a minimum of ten members, each assigned to a specific area of expertise. These areas include, but are not limited to, steam locos, diesel/electric locos, freight cars, passenger cars, maintenance of way cars, structures, cabooses, history, geography and railroadiana.
2. Members of the TRB will review reference sheets, in their respective areas of expertise, when requested to do so by the Text Editor.
3. Members of the TRB are encouraged to find assistants who share their areas of interest.

AUTHORS

1. Will research, organize, format and submit reference sheets in accordance with the procedures outlined in the "Author's Guidelines for Preparing Material for the GNRHS". The "Guidelines" will be provided to current and new authors by the Text Editor.

VOLUNTEER COORDINATOR JOB DESCRIPTION

GENERAL. Will act as a point contact for those wishing to volunteer their services to the GNRHS.

1. Will compile a listing of volunteers using the information from the GNRHS membership forms and through personal contact with Society members.
2. Will collect volunteer information with regard to areas of interest/expertise, formal education and workplace experience with attention to particular services that might be provided by each volunteer.
3. Will assist in placing volunteers into areas of need within the Society.
4. Will compile a listing of reference materials and sources using the information from the GNRHS membership forms.
5. Will forward reference materials information to the Managing Editor for cataloging and use for GNRHS publications research.