

MINUTES - GNRHS BOARD MEETING WENATCHEE, WA. JULY 17, 1994

Meeting Place / Westcoast Wenatchee Hotel - The GNRHS 1994 Convention Hotel

**Item 1: Call to order: President Peterka called the meeting of the GNRHS Board of Directors to order at 9:15 AM. Present Directors; Day, Evoy, Peterka, Priebe and newly elected Directors, Aldcroft, Black and Buck.
Present Operating Officers; Amdahl, Gjevre, Hoffman, Lehmann and Thompson.
The President declared a quorum present, and the meeting open to transact business.
Followed by a welcome to all Guests; Dave Durfee, Cordell Newby, Mike Bartenstein and Chuck Strawn.**

The President noted that Operating Officers and visitors were encouraged to participate in the discussions, even though not entitled to vote. The President also commented that under the "Not-For-Profit" Laws of the State of Illinois, Proxy votes are not permitted. The President also re-affirmed that proposals / business on the typed agenda sheets would be completed first, before any other business was brought up for attention.

Item 2: Minutes of the Fargo meeting:

Before the Fargo minutes were approved the following items were brought up for discussion: #6 The future of the GNRHS Editorial Function / paragraph (6) need for more diversity in regards to our reference sheets. #12 Policy Guide / Manuals Status. #17 Status of marking GNRHS property. #20 Investment Report.

These items were discussed; no amendments were made.

A Motion by Day was made to accept the Minutes of the Fargo meeting.

Seconded by Priebe.

Approved by All.

Item 3: A final update of the Programs for the Wenatchee convention were given by Gjevre.

Item 4: (a) Dates for the 1995 convention are July 16th. thru July 19th. in Willmar, MN.

Selections for the 1996 convention were Vancouver B.C. or East Glacier National Park.

Motion was made by Aldcroft that we consider the 1996 Convention be held in Vancouver B.C.

Seconded by Day

Priebe for

Against Black, Buck, Peterka

Abstained Evoy

Motion Failed

Motion by Buck that the 1996 Convention be considered for Bellingham, WA. / Vancouver, B.C.

Seconded by Day

For Aldcroft, Priebe

Against Black Peterka

Abstain Evoy

Motion Passed

Gjevre will look into the Bellingham / Vancouver and also East Glacier Park areas as possible convention sites for 1996.

(b) GNRHS policy on non members attending conventions.

Motion by Day that Duane Buck form a Policy for Attendance of non members at GNRHS Conventions.

Seconded by Buck

All others in favor

Item 5: Each new Director gave a brief comment on what, in his opinion, is believed to be the most significant areas needing attention to ensure the continued growth of the society.

Aldcroft : We need more young members. / Volunteers to assist in all areas.

Black : Preservation of History. / Go to areas where GN items Still Exist.

Buck : More subject matter / Motive power / Rolling stock / History / Collectibles.

Item 6: (a) Brief report from all Operating Officers:

President Peterka: the 1995 Calendar is completed / possibility of a Negative collection buy. He also reported that Robert Gregson does not wish to be considered for Vice President for Membership Services.

Secretary Hoffman reported that she and husband Larry have done an extensive advertising campaign for the society in all of the Railroad magazines . Through these efforts they have acquired many new members. They have also supplied Aristo-Craft with model information and in return have received free advertising for the society. Many letters are received requesting model or technical data. Every effort is made to answer each and every one. Larry entered a society listing on American On Line and has acquired two members from this. He has also answered many inquiries about the GNRHS.

Treasurer Lehmann gave a brief report on income and expenses. A hand written report was distributed to all directors. Black requested a definition of the various items. Lehmann also reported that he had requested an extension for the 1993 annual return from the IRS. Peterka requested that a copy be sent to him ASAP .

In Hall's absence Thompson submitted a brief report of future reference sheets . Thompson also noted that Vice President Hall will not seek another term due to other pressing things.

Buck reported that the modeling page has been accepted very well. He also noted that a Scott Thompson could possibly be of help to Peter as a Printing Liaison. Peter Thompson will get with him to discuss the matter.

Peter Thompson suggested that Dave Durfee become Associate Editor in accordance with his earlier proposal sent out prior to the convention.

(b) Election of Operating Officers

A motion by Black was made that an Officer position of Associate Editorship as defined in the proposal, be created for Dave Durfee.

Seconded by Buck

All in favor

Motion by Aldcroft that Duane Buck be elected to the vacant office of Vice President.

Seconded by Peterka

All in favor

Motion by Aldcroft that Hoffman be Secretary for another 2 years.

Seconded by Buck

All in favor

Motion by Buck that Lehmann be Treasurer for another 2 years.

Seconded by Aldcroft

All in favor

Motion by Buck that Dave Durfee become our new Associate Editor and Peter Thompson be elected Editor for another 2 years.

Seconded by Aldcroft

All in favor

Motion by Buck that Amdahl be our Computer Operations Officer for another 2 years.

Seconded by Day

All in favor

Other Officers elected for another 2 years were, Radke, Holmquist and Gjevre.

President Peterka will send a thank you letter for the years of service given to GNRHS by Gregson and Hall.

Item 7: Discussion of the Agenda for the Business Meeting

Peterka will give a summary of the board meeting.

Introduce all Officers and Directors.

Next convention in Willmar, MN..

1996 convention possibilities.

Gjevre gave a brief report of the convention activities.

Item 8: Acceptance of Stock gift from Ralph Day. 15 shares in the Biddeford Station, Inc..

Motion by Buck to accept Day's gift, with thanks.

Seconded by Priebe

All in favor

Black requested that a copy of the quarterly Biddeford Station, Inc. news letter and/or Annual Report be sent to the board.

Day also noted that the annual Board Meeting will be held in August; all are welcome to attend.

Item 9: Heritage Fund Distributions.

Lehmann reported that there is \$10,469.15 in the Fund.

After much discussion the following contributions to 501(c) (3) were suggested;

- (1) Lake Superior Museum of Transportation ✓ \$1000.00
- (2) Iron Goat Trail ✓ \$500.00
- (3) Whitefish Depot Preservation \$500.00
- (4) P-2 Restoration Project \$500.00
- (5) GN Coach restoration at Mid-Continent \$500.00
- (6) H-5 Project Sioux City, IA. ✓ \$500.00

*authorized
Peter
3-18*

Monies held aside for painting of the Farmington Caboose is, \$2600.00

Motion to delete item (3) and (5) from above list

Motion to accept the final distribution of items 1, 2, 4 and 6, for a total of \$2500.00 by Peterka.

Seconded by Priebe

Against Evoy

All others in favor

Motion Passed

Item 10: Status of Keyes Collection of slides

Thompson will discuss with Helen Keyes, suggesting that the slide collection be sent to Biddiford Station instead of Burlington Northern for safe keeping.

Item 11: Hustle Muscle and Bovey Car

Passed over, no discussion

Item 12: Status of Marking GNRHS property:

Motion by Black that the board Commission, Buck to create an inventory control of GNRHS property. All former and present Directors and Officers will receive a letter requesting a list of any GNRHS property being held.

Seconded by Evoy

All in favor

Item 13: Report on the AFE Files:

A report from Stuart Holmquist was distributed to all Officers and Directors. Also a letter from Burlington Northern pertaining to the files, and to access limitations.

Priebe would like to know the value of the Files and who holds the agreement between the GNRHS and Burlington Northern. Holmquist was unable to attend the meeting.

Copies of Holmquist's exhibits referenced in his report were given to all Board Members and Officers.

Item 14: The Editorial Advisory board will remain the same, Zuckerman, Denuty, Buck and Peterka.

Item 15: Goat Policy

(a) Calendar shall remain stapled from now on.

(b) Late Renewals

Motion by Evoy that Thompson consider and create a special incentive to encourage members to renew before the deadline for the March 1995 issue.

Seconded Black

All in Favor

(c) Motion by Buck that members who send in an application to join the GNRHS after September 1994, but before the year end, and wish to join for 1995 will receive the December 1994 issue for free.

Seconded by Aldcroft

All in favor

(d) no action was taken on Postage Charges

Item 16: Policy Guide/Manuals: Status; Peterka is working on it

Items 17: to 19: passed over; carried forward to Willmar, MN

Item 17; \$250.00 acquisition authority for slides etc.

Item 18; general discussion on the Editorial function

Item 19; involvement of members in Goat production

Item 20: (a) Black Proposed that he find a computer program that will do a spread sheet for financial Reports to help Lehmann.

Motion by Evoy that up to \$599.00 be set aside to acquire a program

Seconded by Buck

All in favor

(b) Motion by Black that Thompson be reimbursed for the replacement Computer he bought for the editorship and that he be allowed to use it for personal use.

Seconded by Buck

All in favor

Item 21: Fee Schedules

22: Profit Margins

23: Acquisitions Committee

24: Back Issue Sales

were not considered; carried forward to Willmar, MN

Item 25: No old business

Item 26: No new business

**Item 27: Motion to adjourn by Buck
Seconded by Aldcroft
All others in favor**

ADJOURNED 4:00 P.M.

**Respectfully Submitted
Connie L. Hoffman
Secretary to the Board
September 16, 1994**

Note; If there are any corrections or changes required on the minutes, please notify the Secretary as soon as possible.

Distribution: All Directors, Officers.