

**MINUTES OF DIRECTOR'S MEETING, JULY 17-18, 2005**  
**BEST WESTERN FALLS INN, FERGUS FALLS, MN**

The meeting was opened at 8:50 am by President James H. Larson.

The following persons were in attendance: **Directors:** Robert R. Bye, James F. Chinquist, Philip W. Gjevre, Clifford H. Salmon, William C. Sornsin, David D. Thorsett, Beverly Tracy. **Officers and Staff:** Duane V. Amdahl, Bruce Barsness, Duane E. Buck, Raymond A. Chappell, Ronald Erickson, Martin Evoy III, Stuart Holmquist, James G. Knollmiller, Lindsay Korst, James H. Larson, Peter Thompson. **Members and Guests:** Jerry Hilton, Ben Ringnalda, John Tracy.

After determining a quorum was present, President Larson announced that the following people would receive Rocky's Awards for service to the GNRHS: Scott Tanner, Clifford Salmon, Bruce Barsness and Ronald Erickson. All of the recipients were presented with their awards (except Scott Tanner, who was not present) and given a round of applause.

**Item 01:** On motion by, Chinquist, seconded by Gjevre the minutes of the Director's Meeting of July 11, 2004, at Spokane, WA and the June 4, 2005 conference call were **accepted**.

**Item 02:** Duane Buck was nominated for President to replace Dr. James Larson, who is stepping down. On motion by Chinquist, seconded by Bye, Mr. Buck was elected President, and all other Operating Officers were reelected. **The vote was unanimous.** The creation of the office of Immediate Past President was proposed. On motion by Gjevre, seconded by Thorsett, the office was created and Dr. Larson was elected to that position. **The vote was unanimous.**

It was noted that an informal meeting of the Directors was held on July 16, 2005 for the good of the Society. No minutes were recorded, nor were any motions proposed or voted upon.

**Item 03-12a:** Reports were received, either written or oral from the following:

- a. **Ask Bev and Master Information Book** – Bev Tracy: Bev reported that she had 154 inquires and asked if that number is worth the effort. After discussion, it was decided to keep providing the service and ask for GNRHS membership number. She also reported that the revision to the Master Information book was still in process.
- b. **Archives Committee:** Cliff Salmon reported that the position of Archives and Research Officer had been abolished. This office will be replaced by the Archives committee, which will be chaired by Cliff Salmon. The committee will endeavor to develop a budget and monitor expenses, inventory archival materials at Jackson Street and found in personal possession, and receive a listing of archival activities performed by GNRHS members. On motion made by Chinquist, seconded by Salmon the above listed changes were **approved**. Cliff also reported on the triangle room and the renovations that have take place. Jim Larson then reported that the lease with MTM has not been signed as MTM is undergoing a reorganization. After discussion, it was decided to wait until the reorganization was complete before signing, and continue with the Memo of Understanding. The lease may be ready in November.
- c. **Web Site:** Cliff Salmon reported that the web site is doing well and that credit card usage might be a help. Lindsay Korst is working on a credit card system – Bill Sornsin will help.
- d. **Back Issues:** Cliff Salmon reported that sales have been very good.

- e. **Freight Cars and Mugs:** Dave Thorsett reported that sales continue to be good, with a 20-30% profit.
- f. **Acting Convention Chair:** Jim Chinquist reported that the 2006 convention had been scheduled to be in Everett/Edmonds, Washington area, but the facility in Everett had been closed and there was not another facility that could be used. Jim hoped that a site in western Montana could be found. He thanked Bev Tracy for taking on the task of convention negotiations. Jim also reported that John Tracy had agreed to take on the position of National Convention Chairman. Jim said he hoped that the Board would accept his offer. John and Bev Tracy are investigating the Kallispel/Whitefish, MT area for the 2006 convention site. Jim related that John Thomas would like to be replaced as Registration Chairman in the near future. John is willing to do it next year, and train someone who could take over the following year. The NPRHA wants the GNRHS to take the lead in setting a five-year plan of tentative convention sites.

Tentative Convention Site Five-Year Plan:

2007	Williston
2008	Everett/Edmonds
2009	Twin Cities/St. Cloud
2010	East Glacier
2011	Duluth/Fargo

- g. **Convention Apparel Report:** Jim Chinquist reported that this year, for the first time, all shirt selections have been offered in Ladies' styles, and navy blue visors for women have been offered. The specialized embroidery this year depicts a waterfall, the Western Star, wheat, a Norway Pine (the MN state tree) and Ladyslippers (the MN state flower).
- h. **Membership Committee:** Bob Bye reported that the Society's future memberships may be researchers and modelers. It might be nice to issue a membership card again and perhaps send a survey of members wants and needs. Duane Amdahl reported on membership status. Currently, we have 2127 members. He also reported on a letter received from the State of Washington informing the GNRHS that Great Northern Steam Locomotive No. 2507 and Tender No. 2105, located at Wishram, have been placed on the Washington Heritage Register, where it joined over 1,500 other historic items

**Hustle Muscle:** Ron Erickson reported on activities and maintenance on Hustle Muscle. He reported that the engine needs painting to preserve it. Ron submitted an estimate of \$13,700.00 from the Wisconsin & Southern R.R. Co. for prep and painting the locomotive. President Buck proposed the establishment of a Hustle Muscle Maintenance and Preservation Fund and a \$500.00 a year set aside item. Any unused set aside money from one year would be transferred into the following years funds. The proposal was made a motion by Bye and seconded by Thorsett. The motion was **approved**. After reviewing the cost of painting, an additional motion was made by Chinquist, seconded by Salmon, that the set aside amount be raised from \$500.00 to \$1,000.00 per year. The motion was **approved**.

- i. **Treasurer's Report:** Jim Knollmiller reported. He explained the several funds and the health of the Society. This report is filed with these minutes. On motion made by Chinquist and seconded by Salmon, the Treasurer's Report was **approved**.

**Item 14:** No action.

**Item 15: National Convention Chair:** The Convention area was divided into Lines East and Lines West. Jim Chinquist was nominated for Lines East Chair and John Tracy was nominated for Lines West Chair. This will make it easier for setting up future conventions. On motion made by Thorsett and seconded by Salmon, the foregoing nominations were **approved**.

**Item 16:** Phil Gjevre proposed that the Office of Membership Retention and Recruiting Officer be created. On motion made by Chinquist and seconded by Salmon to create the above named Office, the motion was **approved**. President Buck then appointed Phil Gjevre to the position.

**Item 17: Nominating Committee:** Bill Sornsinsin reported that the committee will be meeting soon. Bob Bye, Bill Sornsinsin and Bev Tracy, will be meeting and will publish deadlines for nominating and ballots in the September Goat. A motion was made by Sornsinsin, seconded by Chinquist that the ballot for election of Directors be included in the dues mailing and that the outcome of the election be certified as soon as possible thereafter. The motion was **approved**.

**Item 18: Publications:** Phil Gjevre reported on problems with publications due to the unexpected resignation of Bruce Barsness. The September and December Goats are on track for publication, but after that we need a new editor and possible modification to the publishing operation. May need to outsource more of the publication process. Phil outlined suggestions in his printed report.

These include:

- Publications Officer
- Reference Sheet Editor
- Wordsmith
- Modeling Editor
- Goat Wrapper Editor
- Photo Editor

Each of these positions would have specific duties as listed in his printed report and should be paid a stipend for their efforts. We may have to out source a large part of the production of the Goat. Phil said that the time of the "free lunch" is over. He introduced Jerry Hilton, former editor of the Brewers magazine. Jerry shared his knowledge and experiences in producing that publication. He related how he produced the publication and worked with the publishing house. Jerry suggested we get bids from several publishing houses for producing the Goat. The Board discussed how to proceed with future Goats. It was decided to wait for future reports before taking any major action. On motion made by Bob Bye, seconded by Chinquist, the Board is authorized to use \$12,000.00 from the Emergency Funds to fund the production of the Goats for the next four (4) issues. The motion was **approved**.

**Item 19:** Chinquist made the motion, seconded by Sornsinsin, to keep the historical comments in the yearly calendar. The motion was **approved**.

**Item 20:** Previously addressed.

**Item 21:** This item was deferred until the lease at Jackson Street is signed.

**Item 22:** Discussion as to whether or not we need to have a committee.

**Item 23:** Previously discussed.

**Item 24:** Previously discussed.

The meeting was recessed 12:30 pm until July 18, 2005 at 9 am.

The meeting was re-convened at 9:10 am, Monday, July 18, 2005 by President Buck.

**Item 25:** President Buck stated that the Society needed two sets of goals - short term and long term.

**Short Term:**

1. Resolve the publications issue.
2. Resolve the lease agreement with MTM.
3. Increase membership.
4. Paint Hustle Muscle.
5. Determine a 2006 Convention site.
6. By-Law revision.

**Long Term:**

1. Increase Membership and financial solvency.
2. Publications stability - back ups needed.
3. AFE cataloging for membership access.

After discussion, a motion was made by Gjevre, seconded by Salmon, to rescind the motion passed in St. Paul authorizing the President to sign a lease with MTM until the Board has approved it. The motion was **approved**.

Gjevre asked about the status of the Corporation Council, Gregory Johnson, pointing out that he had never met the man and because of the current need for legal advise, it might be time for the Board to determine Mr. Johnson's status. President Buck stated that he would look into the matter.

Gjevre also commented that we can't go away from here thinking that everything is well with Publications and then wake up on January 1 and find out that we will not have a March Goat. The outline has been drawn to establish it.

A motion was made by Bev Tracy, seconded by Sornsin, to form a Committee to revise the By-Laws and the Operating Manual. The committee to consist of Bev Tracy, Cliff Salmon, Max Ulver and Phil Gjevre, with President Buck as chair. After discussion, the motion was **approved**.

**Item 26:** When is the next postal rate increase? January of 2006.

**Item 27:** Previously discussed.

**Item 28:** Look at records from 1992 until today for updates of By-Laws and policy manual. Can By-Laws be put on the web site? It was decided to wait until after revision to do this.

**Item 29:** Train magazine adds. The Secretary's name is incorrect in some of the Train and modeling magazines. Some of the magazines have Ray Chappell's name and others don't. President Buck said that he subscribes to almost all of the magazines that have unpaid adds in them, and he will look into making sure that they all have the name changed.

**Item 30:** Jack Porzig's request to acquire caboose X-630. Bev Tracy reported that we need to have a contact that goes back to any requester when the request is tabled. Motion by Gjevre, seconded by Chinquist that the Secretary provide to Jack a thank you for his efforts in trying to acquire G.N. caboose X-630 and an apology for not getting back to him when the subject was tabled. The motion was **approved**.

**Item 31:** GNRHS Official Papers – Incorporation Papers – Where are they and where should they be placed? Salmon will talk to John Thomas to see if the papers are at Jackson Street. In the future, the By-Laws will be changed to allow for more keys to the box where the papers are stored. A more central location needs to be found for the papers.

**Item 32:** Additional Items.

- a. No response to requests for official mail from our registered agent in Illinois, Delbert Hoffman. There is a possible need for change of agent. We can't file papers with Illinois late again because it may cause our tax-exempt status to be withdrawn. President Buck will pursue and determine if the registered agent needs to be changed.
- b. Letter from Casey Holt Junction Northern Lights Model Railroad Club who have GN caboose X-259 and are asking for a \$500.00 grant to work on the interior of the caboose. Bye motioned, Chinquist seconded the motion that \$500.00 be donated to the Casey Holt Junction Northern Lights Model Railroad Club. The motion was **approved**.
- c. Bruck.- There is \$8,773.00 available in the fund. Max Ulver says that Connie Hoffman feels that the money should be released. Discussion followed as to how the money should be released. President Buck will contact Connie and Max about the situation. The Board agreed that there would be no movement of money by the Treasurer without written authorization by Connie.
- d. Heritage Fund. Gjevre moved, Chinquist seconded, a motion to give \$500.00 to Lake Superior Transportation Museum, from the Heritage Fund, for preservation of GN items they have. The motion was **approved**.
- e. Conference call to be held at end of September or early in October. Chinquist suggested an item for the call might be a donation to the Jackson Street Roundhouse.
- f. Agenda items to be submitted before the conference call.
- g. Casey Adams Photo Contest. Norm Priebe requested a change to the format. It was decided to table the request pending further information. The item was **tabled**.
- h. Masthead: Gjevre to handle changes and updates to masthead.

A motion to adjourn was approved at 10:35 am.

Respectfully Submitted,

Raymond A. Chappell  
Secretary