

BOARD OF DIRECTORS MEETING

July 16, 2003, Billings, MT

Members Present: Beach, Bratt, Dick, Horne, McCoy, Horne.

Called to order by President Horne, 4:01 pm.

MSC agenda with the addition of defining lapsed BOD members under New Business..

MSC approved the minutes of 12/15/02.

No announcements.

Officer reports:

Horne: none.

Bratt: train for tomorrow at about the break-even point.

McCoy: Presented: Income Statement for Fiscal Year Ending Dec31, 2002; Balance Sheet as of December 31, 2002; Statement of Account Preservation Fund as of December 31, 2002; Profit and Loss, January 1 through July 12, 2003; Account Quick Report, January through June, 2003. While association has adequate reserves income does not adequate cover expenses. Statements attached.

Beach: none.

Audits:

Company Store—Brentesen: Attached.

Treasure—McKee: Attached.

Company Store—J. Wildung: The following attached: Balance Sheet, June 30, 2003; Income Statement, six months ending June 30, 2003; Inventory valuation report as of June 30, 2003; Shopping Cart Report; and 2003 NP Company Store report. Transition has generally been accomplished.

Conventions:

Billings—Bratt: Going well.

Pasco—Beach: Statement attached.

Fargo—Durr: will be at Holiday Inn. Will celebrate 25 years of Association in 2005-06.

Membership—Snow: Membership is stable. Report attached.

Horne will inform Snow that he shall not use the Ocean Shore address on NPRHA mail. The official and only NPRHA membership address is the Kirkland P. O. Box.

Nominations—Beach: Jack Christensen will be nominated to replace Beach. Committee has candidates but has not determined who will replace Leach, Carlson, and Russell.

Preservation, Jackson Street Archives—Schrenk: Has been a year of accomplishment but several problems/issues face us. The MTM is in crisis, financial and management. Issues which need to be addressed: 1. Assign new NPRHA archivist; 2. Maintenance of current activities at JSRH office; 3. Initiate a search for an alternative site in the Twin Cities; 4. Set budget guidelines: for one-time investment and on-going operations (\$5,000 est per year); 5. Develop a long-range strategy—ten plus years. Also included is a proposed budget of \$3,800 for July, 2003 to June, 2004. Report attached.
Horne appointed an ad hoc committee to look into #1: Schrenk, Dick, Kuebler.

Publications—Phillips: Report attached. Henry Review Board member report attached.

Old Business.

MS NPRHA Resolution 03-1 (Dues increase, attached as amended) with the following changes delete pin and free shipping for Sustaining memberships, a list of Sustaining members shall be mailed with annually with an issue of *Mainstreeter*, and dues increase will be begin with notices mailed 1/1/2004 and later.

MSC to amend #5 of main motion, that appropriate recognition be given for Sustaining members contributing \$100 or more.

Main motion as amended CARRIED.

Website Task Force Report—Tarbox: Report attached. A presentation is to be given at Membership meeting.

New Business.

Review of Site for 2006 Convention—postponed.

MS BOD policy addition: That a lapsed BOD member under Art. III, Sec 11 of the By-Laws occurs with the failure to pay dues 30 days after the 2nd dues notice.

MSC amend to 60 days after membership expires.

Motion as amended CARRIED.

Resulting addition to BOD policies below.

Adjourned 6:36 pm.

Submitted by

Philip F. Beach, Secretary

Policy on Lapsed Memberships of BOD Members

Art. III, Sec. 11 of the By-Laws: “Any Director . . . whose membership in the Association lapses . . . shall cease to be a Director as of such . . . lapse . . .” The BOD defines a lapse in membership for BOD members shall be sixty (60) days after the membership expires. Paying lapsed dues shall not reinstate BOD membership.

Adopted by the Board of Directors, July 16, 2003, Billings, MT.

NPRHA Resolution 03-1

Whereas: The NPRHA income, relative to expenses, has gradually declined over the past few years, and membership growth has failed to make up the difference, and

Whereas: Our efforts at conservation continue to grow, and will continue to grow even faster in the future, with attendant additional costs, and

Whereas: To date we have not attracted financial gifts to the organization of significant value, while we have received material gifts like the Nixon and McGee photo collections which themselves required large expenditures, and

{ Whereas: The last dues increase was put into effect on 1/1/1995,

Therefore be it Resolved: That the Annual Dues structure for the NPRHA be amended as follows, under the Articles of Incorporation and latest By-Laws, ratified 7/13/2002:

1. Veteran member dues are raised from \$15 to \$20.
2. Regular member dues are raised from \$20 to \$25.
3. Canadian member dues are raised from \$25 to \$30. (*)
4. Overseas (formerly Foreign) member dues are unchanged at \$35. (*)
5. Sustaining member dues, currently at \$35, are broken into five separate levels:
 - a. Pacific– at \$50
 - b. Mikado– at \$100
 - c. Northern – at \$150
 - d. Yellowstone – at \$250
 - e. Monad – at \$500

{ In addition to all the regular benefits of membership, all Sustaining members shall be entitled to receive their copies of the Mainstreeter and Calendar via First Class mail. Appropriate recognition shall be given for contributions of \$100 or more.

{ * Canadian and Overseas members desiring USPS Priority Mail would pay an additional \$5 per year.

6. A new level of recognition is formed. Membership in an “1883 Society” would be granted to those members who pledge in writing to give \$500 per year for five or more consecutive years, or who make a gift, consisting of cash, stock, or securities valued at \$2500 or more, or who name the NPRHA as beneficiary in their will in the amount of at least \$5000.
Members of the 1883 Society would be, in effect, Life Members, and as such would not pay Annual Dues. An appropriate lapel pin would provide recognition.

New dues shall become effective with notices sent 1/1/2004 and later.

NORTHERN PACIFIC RAILWAY HISTORICAL ASSOCIATION
MEMBERSHIP MEETING
July 19, 2003, Billings, MT

Called to Order by President Horne at 2:59 pm.

No objection heard to the adoption of the agenda.

MSC to approve the minutes of July 13, 2002.

Announcements:

Future conventions sites at Pasco and Fargo announced.

Officers' Reports:

- President Horne:
 - Thanked the Directors and others involved in the Association and Jon Bratt for the convention.
 - *The Mainstreeter* is back on four issues per year schedule.
 - Snow has been sending reminders to lapsed members.
 - After nine years on no change in dues, the Board has increased the dues by \$5 per year and established categories of Sustaining Memberships. The new dues will take effect 1/1/2004. Details will be in the *Mainstreeter*.
- Vice President Bratt:
 - Showed a short video on the Livingston Depot Restoration project.
 - MSC that the Association give the maximum allowable donation to the project. Individuals can also make dedicated contributions through the Association.
- Treasurer McCoy (statements and audit distributed):
 - The Association is about breaking even, therefore the need for dues increase.
 - We continue to support the Jackson Street Archive at the Minnesota Transportation Museum
 - The Association gave \$1000 for the Sprague, WA depot project.
 - The Preservation fund contains \$10,097.
- Secretary Beach, no report.

Audit Reports:

- The audit report for Treasurer distributed
- The audit report for Company Store: Adjustments in inventory and accounts have been made following transition.

Membership Report distributed.

Preservation—Schrenk:

- Many collections have been donated to the Jackson Street House Archive. Computer cataloging is an on going activity by volunteers.
- The archive endeavors to operate on professional basis.
- Several people have been helping out in number of different ways.
- Problems with the Minnesota Transportation Museum have held up planned physical work.
- Good relations with the GNRHS continues.

Nominations Committee—Beach:

The committee nominated Bratt, Dick and Horne for new terms. Nominated Jack Christensen to replace Beach and Matt Herson to replace Leach whose terms have ended. Ed Ursem and John Lubetkin are nominated for one year terms to replace Carlson and Russell who have resigned.

MSC to cast a unanimous ballot for the committee's nominees.

Web-site Committee—Tarbox:

Tarbox presented an informative "powerpoint" demonstration of the web-site.

Adjourned: 4:35 pm.

Submitted by

Philip F. Beach, Secretary

NORTHERN PACIFIC RAILWAY HISTORICAL ASSOCIATION
BOARD OF DIRECTORS MEETING
July 20, 2003, Billings, MT

Present: Members, Beach, Bratt, Dick, Horne, McCoy, Taylor.
Members-elect, Christensen, Herson, Lubetkin, Ursem.

Called to order by President Horne at 12:17 pm.

MSC to approve the agenda.

Announcements:

- Tarbox, a new web report to come.
- Horne, please bring issues to him before taking to members.

Election of Officers—in each case one candidate nominated and approved.

- President: Horne.
- Vice President: Bratt.
- Treasurer: McCoy.
- Secretary: Christensen.
- Nominating Committee Chairman: Bratt.

Beach and Jim Hill appointed by President Horne as additional members of Nominating Committee.

Future Conventions:

- MSC that the 2006 convention is to be in Bozeman contingent on meeting facilities by the December meeting. Jan and Bill Taylor to chair.
- Dickinson, Bemidji, and St. Paul were discussed as potential sites of 2007 conventions.
- MSC that the 2008 convention is to be in Yakima.
- Butte discussed as potential site for 2009.

MSC that the Association make a \$2000 contribution to the Livingston Depot Restoration Project.

MS that not more than \$400 be expended for drift cards of basic NP colors, cards to be sold at Company Store and distributed free to model manufacturers.

MSC to amend, that the Modeling Committee keep BOD informed and inform President when the cards are ready.

MSC to amend, that the drift cards be available for sale at the next convention.

Main motion as amended, CARRIED.

MSC that cover price of the *Mainstreeter* be \$7.00 and wholesale price, \$3.50. That the price appear on the cover. That an Association application be placed in the issues distributed to hobby shops and that they be marked so that source can be identified.

Adjourned, 3:03 pm.

Submitted by,

Philip F. Beach, Secretary