

National Model Railroad Association
2018 Midyear Board of Directors Meeting
February 10, 2018
Drury Inn & Suites Atlanta, GA
Final Minutes

- 1) PREZ Getz asked that the attendees stand for a moment of silence in memory of EDD Joe Gelmini, MMR.
- 2) **MBOD18021001** Motion by RACD August to suspend the rules. Seconded by ALNAD Youngblood. Motion passed by voice vote. (SECY NOTE: The EHB states: Parliamentary law as set forth in *Robert's Rules of Order* shall govern all meetings of the NMRA. The BOD has the option of suspending the rules which allows for a much more free flowing exchange of ideas. They also have the option of reinstating the rules if they so desire).
- 3) PREZ Getz called the meeting to order at 0905 10 February 2018.
- 4) The roll was called and all Directors, Officers, and Department Heads were present. PREZ Getz reported that due to the recent passing of Joe Gelmini, MMR, there was a vacancy at the Eastern District Director position. Due to the fact that we are already in the election process for the Eastern District Director, it was decided to not appoint a member to the EDD position for just one meeting as the new EDD will take over at the 2018 Annual BOD Meeting.
- 5) PREZ Getz asked that the attendees introduce themselves.
- 6) A quorum was present. Since all directors were present, there were no proxies.
- 7) **MBOD18021002** Motion by ALWWD Brestel to accept the Consent Agenda. Seconded by CDD Neale. Motion passed by voice vote.
- 8) PREZ Getz asked if there were any issues that arose from the Consent Agenda.
 - a) There was a brief discussion on putting job descriptions on the website. ITDM Sevier will have his committee determine the best manner to do that.
 - b) SECY Stevens gave an election update reporting the BR and the ER have both distributed their ballots for the 2018 election.
- 9) CFO Koch led a detailed discussion of his Budget & Finance Report.
 - a) He reported that the membership can find his financial reports on the website on the Member's Only portion under NMRA Finances.
 - b) He reported that we had a surplus in 2017.
 - c) He reported that HQ is preparing for the audit.
 - d) He led a brief discussion on the Budget.
- 10) **MBOD18021003** (See Attachment B) Motion by CAND Headon to accept the Budget Approval Motion as presented. Seconded by PDD Bartlett. Motion passed by voice vote.
- 11) PREZ Getz led a discussion on the CSRM Gallery Exhibit.
 - a) The agreement with the State of California has been finalized and signed by both parties.
 - b) All the promises made by the State of California and the NMRA are in the agreement.
 - c) The committee is in contact with the exhibit vendor to discuss any cost increases and determine a timeline for installation.

- 12) **MBOD18021004** (See Attachment C) Motion by RACD August to accept the HDM Assets Transfer for CSRM Project Motion as presented. Seconded by CDD Neale. Motion passed by voice vote.
- 13) PREZ Getz CSRM report follows:
 - a) Some books have been shipped to the CSRM.
 - b) We have paid for a partial library position.
 - c) The agreement means that every NMRA member now has access to the CSRM Library. A link will soon be put on the website to link to the CSRM Library.
- 14) Member Discount Manager Weinheimer led a discussion about the program.
 - a) Still adding hobby shops.
 - b) When approaching a shop owner about the discount program, please ask diplomatically.
- 15) VP-SPEC PROJ Leone led a discussion on the NMRA Partnership Program.
 - a) We now have 27 national manufacturers and vendors who have joined the program.
 - b) We have 2 more pending.
 - c) Gerry Leone, Bruce DeYoung, Christina Zambri, Joe Gelmini, and Peter Youngblood were thanked for all the work they have done on this project.
- 16) Meeting recessed at 1025.
- 17) Meeting reconvened at 1040.
- 18) PREZ Getz led a discussion on the Model Railroad Directory Program.
 - a) Member Phil Piet is heading this program.
 - b) Over 400 members have registered.
 - c) We have 2-3 members a day register.
 - d) Clubs and hobby shops will be added to the program in the future.
- 19) ALNAD Youngblood led a discussion on Retention & Recruitment. He has had two requests for Matching Funds for Subsidizing Division Hands-On Clinics. One was approved and one was denied.
- 20) PREZ Getz led a discussion on the magazine index. ITDM Sevier reported that this program will be done by his committee rather than being outsourced. It may be a link to a sub-website.
- 21) WDD Priest led a discussion on LCC.
 - a) There are more LCC products available than there were at the time of the 2017 Annual Convention.
 - b) There is a model railroad in the Kansas City area which has been updated to use LCC products.
 - c) The 2018 Convention will have many clinics on LCC.
 - d) The NMRA Magazine and Railroad Model Craftsman have both been running LCC ads and are planning LCC articles.
- 22) VP-SPEC PROJ Leone led a discussion on promotional emails/videos.
 - a) All three vendors in the promotional emails/videos exchange program are now providing us with two hours of video/per year in exchange for four quarterly email promotions to the membership.
 - b) He asks that if a member decides to subscribe to one of these services that the member do so on the link in the email. Doing so on the provider's website does not give credit to the program.

- c) There is an issue with the unsubscribe option with Model Railroad Academy. We are trying to get them to fix that.
 - d) He reminded the BOD that the members can opt out of the program.
- 23) PREZ Getz gave a review of the European DCC manufacturers issue. A number of them are planning to manufacture decoders that don't meet NMRA Standards. Mark Juett is the new representative to the European manufactures group.
- 24) **MBOD18021005** (See Attachment D) Motion by ALWWD Brestel to accept the Increased Insurance Coverage Options Motion. Seconded by CAND Headon. Motion passed by voice vote.
- 25) Meeting recessed at 1120. BOD holds Executive Session.
- 26) Meeting reconvened at 1305.
- 27) PREZ Getz reported on the Executive Session.
- a) The BOD accepted the Minutes of the 2017 Annual BOD Meeting Executive Sessions.
 - b) The BOD accepted the Legal Report.
 - c) The BOD received a report from Honors Committee Chair Pollock.
 - d) The BOD dealt with a personnel issue.
 - e) The BOD increased the pay rate for two full time HQ employees to match the rate of inflation.
 - f) The BOD accepted a plan to transfer donated funds to accounts that will be used to pay for the CSRM Gallery Exhibit.
 - g) The BOD passed a motion to increase the annual non-actuarial dues and subscription draw from the Life Service Obligation Fund (LSOF).
 - i) SECRETARY NOTE:
 - (1) The Life Service Obligation Fund is used to cover the monthly dues and subscriptions costs of our Life Members. The fund is fully funded and should be drawn down over time and depleted when the last Life Member is deceased.
 - (2) We have two types of Life Members...actuarial and non-actuarial.
 - (a) Later Life Members are actuarial and their initial membership was deemed high enough at the time to cover their expenses. The actuarial Life Members draw is the same as current dues and subscriptions or \$75/member/year.
 - (b) Early Life Members are non-actuarial. Currently, the CFO is drawing \$12.10 (dues) and \$7.20 (subscriptions) for a total of \$19.30. The motion passed by the BOD increases the draw to \$24.00 per member for dues and \$18.00 for subscriptions for a total of \$42.00.
 - h) The BOD discussed issues with campaigning for national offices. A policy on using social media will be dealt with in open session. A more in depth policy will be prepared for review for the 2018 Annual BOD Meeting.
- 28) ITDM Sevier led a discussion on updating the website.
- a) A member website survey found that the membership finds the website difficult to navigate with much content out of date.

- b) ITDM Sevier will solicit bids from outside vendors for a review of the website. He will report at the 2018 Annual BOD Meeting in Kansas City.
- 29) PREZ Getz led a discussion on campaigning for office. Since we are already in this election cycle, it was felt that we would only deal with a social media policy. A more in depth policy will be prepared for consideration at the 2018 Annual BOD Meeting.
- 30) **MBOD18021006** (See Attachment E) Motion by CAND Headon to accept the Social Media and Asset-Use Policy Motion as presented. Seconded by ALWWD Brestel. Motion passed by voice vote.
- 31) CAND Headon led a discussion on a proposal for a new organization called "NMRA Mexico". They are in the beginning stage of determining if such an organization is viable.
- 32) PREZ Getz led a discussion on proposed changes to the National Train Show model.
- a) The National Train Show has not been very successful the last few years. Some of that is due to the city where it is being held. Some of it may be due to the model itself.
 - b) One possibility to make it more successful would be to have an area for small vendors to display their items. This seems to make sense at some of the other large train shows.
 - c) Another possibility is to invite manufacturers that have products that might be useful on model railroads. One example is having a manufacturer that specializes in ships that has products that might be useful in either lumber or mining operations.
 - d) M&TS Amsler will work with CAO Hendricks to review these proposals.
- 33) Meeting recessed at 1440.
- 34) Meeting reconvened at 1500.
- 35) 2018 National Convention Chair Priest gave the following report
- a) They have freight cars with six separate numbers.
 - b) They expect a high level of participation from the membership.
 - c) They have good clinics lined up.
 - d) They are having difficulty in getting the prototypes to allow us access to their properties.
- 36) 2019 National Convention Representative Anderson gave the following report.
- a) They are in discussions with the Golden Spike National Historic Site about reenactments. Currently, they reenact the "Driving of the Last Spike" ceremony on Saturdays and holidays during the summer months. They are hoping to get them done more often during the convention
 - b) UP will not have UP 4014 on site during the convention as it will have been in Ogden during the May 10th celebration of the 150th anniversary of the Driving of the Last Spike.
 - c) They are hoping they can get UP to send the E units to Ogden.
- 37) **RBOD18021001** Motion by ALWWD Brestel to accept a resolution thanking PDD Mike Bartlett for his many years of service to the NMRA. Seconded by WDD Priest. Motion passed on voice vote.
- 38) **RBOD18021002** Motion by ALWWD Brestel to accept a resolution thanking ALNAD Peter Youngblood, MMR, for his many years of service to the NMRA. Seconded by WDD Priest. Motion passed on voice vote.

- 39) **RBOD18021001** Motion by ALWWD Brestel to accept a resolution thanking Joe Gelmini, MMR, for his many years of service to the NMRA. Seconded by WDD Priest. Motion passed on voice vote.
- 40) Both PDD Bartlett and ALNAD Youngblood thanked the members of the Leadership Team for their assistance, guidance, and fellowship during their time on the BOD.
- 41) Motion by PDD Bartlett to adjourn in honor of EDD Joe Gelmini, MMR, (SER), Bob Gardner, MMR, (PNR), Bill Swindell (PCR), Jim Vail, MMR, (PCR), Bill Miller, MMR, (MER), Midge Reber (HQ and MCR staff member), Larry Wright (NCR), Derek Frow (BR), Ed McCamey (worked on sections of the Standards and the Engineering Documents Library) (LSR), Jon Wolfe (NTS Staff), and Stan Jennings (RMR). Seconded by ALNAD Youngblood. Motion passed on voice vote.
- 42) Meeting adjourned at 1525.

Respectfully Submitted
John Gardner Stevens, III
Secretary

ATTACHMENTS

- A Abbreviations used in these Minutes
- B Text of **MBOD18021003** Budget Approval Motion
- C Text of **MBOD18021004** HDM Assets Transfer for CSRM Project Motion
- D Text of **MBOD18021005** Increased Insurance Coverage Options Motion
- E Text of **MBOD18021006** Social Media and Asset-Use Policy Motion
- F Text of **RBOD18021001** Resolution thanking PDD Bartlett
- G Text of **RBOD18021002** Resolution thanking ALNAD Youngblood
- H Text of **RBOD18021003** Resolution thanking EDD Gelmini

ATTACHMENT A

ABBREVIATIONS USED IN THESE MINUTES

ADD	Atlantic District Director
ALNAD	At-Large North America Director
ALWWD	At-Large Worldwide Director
ASST SECY	Assistant Secretary
CAND	Canada Director
CDD	Central District Director
CAO	Chief Administrative Officer/Administration Department Manager
CFO	Chief Financial Officer
COMMD	NMRA Communications Director
COUNSEL	NMRA Legal Counsel
DSA	Distinguished Service Award
EDD	Eastern District Director
EDUCDM	Education Department Manager
FA	Fellow Award
FRDM	Fund Raising Department Manager
HCC	Honors Committee Chair
HDMCC	Howell Day Museum Committee Chair
HLM	Honorary Life Member
ITDM	Information Technology Department Manager
KMLM	Kalmbach Memorial Library Manager
MARDM	Marketing Department Manager
MMR	Master Model Railroader
MSTDM	Meetings & Trade Shows Department Manager
PDD	Pacific District Director
PDM	Publications Department Manager
PREZ	President
RACD	Regional Advisory Council Director
SECY	Secretary
SCDM	Standards & Conformance Department Manager
VP-ADMIN	Vice President - Administration
VP-SPEC PROJ	Vice President – Special Projects
WDD	Western District Director

ATTACHMENT B

Agenda Motion # 1 Budget Approval Motion

Meeting Minutes Motion # MBOD18021003
(To be entered by the Secretary)

Motion for Regulations Article ____ Paragraph ____ NA

Motion for EHB: NA

Motion for Policy: NA

The Canadian District Director moves...

This approves the 2018 NMRA budget of \$1.66M as presented by the CFO.

Rationale:

The 2018 budget requires formal approval.

ACTION: PASSED

ATTACHMENT C

Agenda Motion # 2 HDM Assets Transfer for CSRSM Project Motion

Meeting Minutes Motion # MBOD18021004

(To be entered by the Secretary)

Motion for Regulations Article ____ Paragraph ____ NA

Motion for EHB: NA

Motion for Policy: NA

The RAC Director moves...

This authorizes the NMRA CFO to transfer holdings from the HDM Investment account to the NMRA Investment account at market value for a corresponding transfer of NMRA cash into the HDM checking account to cover expenses associated with the construction of the displays for CSRSM. Additionally, this authorizes the NMRA CFO to sell holdings in the HDM Investment account, if deemed appropriate, and to deposit the proceeds in the HDM checking account to cover the display expenses

Rationale:

As construction of the HDM displays for CSRSM proceeds, there may be a need for additional cash from the HDM Investment account. The first choice will be to use most of the cash in the checking account. If it is deemed practical, the CFO will exchange NMRA cash for HDM investment holdings, thus avoiding transaction fees. Any transactions will be done after consultation with HDM Committee Head Pollock.

Although not strictly needed, this resolution provides a clear record of possible transactions. Of course, any transactions will be reported in the CFO's semi-annual reports as required by the EHB.

ACTION: PASSED

ATTACHMENT D

Agenda Motion # 3 Increased Insurance Coverage Options Motion

Meeting Minutes Motion # MBOD18021005

(To be entered by the Secretary)

Motion for Regulations Article ____ Paragraph ____ NA

Motion for EHB: NA

Motion for Policy: NA

The ALWWD moves and the CAND seconds that the Board authorizes the officers and Legal Counsel to make available to U.S. and Canadian NMRA entities (Regions, Divisions, NMRA SIGs, and 100% NMRA Clubs), Legal Liability Insurance in coverage limits and at a cost as prudently determined by the NMRA Administration.

Rationale:

For many years, the NMRA has offered all NMRA Regions, Divisions, 100% clubs, and SIGs in the U.S. and Canada access to its \$1,000,000/\$2,000,000 fire-legal liability insurance for an administrative fee of \$50.00 per year. Since any of these entities buying such coverage on its own will find that the cost to buy on the open market is around \$1000 or more, this has been a very popular offer.

While the \$1,000,000 policy meets the needs of most NMRA entities, we have found that in the past two years, some Canadian provinces now require NMRA entities to obtain liability coverage of \$2,000,000, and in some cases even \$5,000,000. This higher coverage can cost these groups at least \$1,000 per year if they buy coverage on the open market.

Due to the increasing number of requests for these higher coverage limits, we are pleased to announce that through the cooperation of the Peerless Insurance Co. of Boston, Massachusetts and the J.A. Bash Co. of Pittsburgh, Pennsylvania, the following new limits are available to NMRA entities in the U.S. and Canada:

\$1,000,000 liability coverage: \$50 per year (U.S. funds)
\$2,000,000 liability coverage: \$500 per year (U.S. funds)
\$5,000,000 liability coverage: \$1,000 per year (U.S. funds)

This increased coverage is available to any NMRA entity, only for its own use. For further information, please contact NMRA Chief Administrative Officer Jenny Hendricks at 423-892-2846 or at nmracao@nmra.org.

ACTION: PASSED

ATTACHMENT E

Agenda Motion # 4 Social Media and Asset-Use Policy Motion

Meeting Minutes Motion # MBOD18021006

(To be entered by the Secretary)

Motion for Regulations Article ____ Paragraph ____ NA

Motion for EHB: NA

Motion for Policy: NA

CAND moves and ALWWD seconds the adoption of this Social Media and Asset-Use Policy:

It is the policy of the NMRA that NMRA-owned or NMRA-controlled social media shall not be used for campaigning by any NMRA candidate or other person. Social media can be used for programming announcements and house-organ news and information provided by official National, Region, and Division sources. Social media may also be used to direct readers to candidate-neutral and policy-neutral sources of information on other media.

NMRA assets, including private member information such as mail or email addresses or other contact information, cannot be used for campaigning.

No candidate-specific information may be distributed using NMRA resources. A mailing or emailing containing information on all candidates, or directing readers to a source of information on all candidates or issues, may be distributed using NMRA resources.

ACTION: PASSED

Text of RBOD18021001

Resolution to honor Pacific District Director Mike Bartlett

Whereas Mike Bartlett has served as Pacific District Director of the NMRA,

And Whereas Mike has expended extraordinary hours of effort on behalf of the membership in the discharge of his duties as Pacific District Director,

And Whereas he has sacrificed his personal and hobby "life" in service to the NMRA,

And Whereas that service has been distinguished and has materially advanced the mission of the NMRA

Now, Therefore, The Board of Directors of the NMRA hereby acknowledges and expresses its appreciation for the many contributions of Mike Bartlett to the NMRA.

Text of RBOD18021002

Resolution to honor At-Large North American Director Peter Youngblood, MMR

Whereas Peter Youngblood has served as At-Large North American Director of the NMRA,

And Whereas Peter has expended extraordinary hours of effort on behalf of the membership in the discharge of his duties as At-Large North American Director,

And Whereas he has sacrificed his personal and hobby "life" in service to the NMRA,

And Whereas that service has been distinguished and has materially advanced the mission of the NMRA

Now, Therefore, The Board of Directors of the NMRA hereby acknowledges and expresses its appreciation for the many contributions of Peter Youngblood, MMR, to the NMRA.

Text of RBOD18021003

Resolution to honor Eastern District Director Joe Gelmini, MMR

Whereas Joe Gelmini served as Eastern District Director of the NMRA,

And Whereas Joe expended extraordinary hours of effort on behalf of the membership in the discharge of his duties as Eastern District Director,

And Whereas he sacrificed his personal and hobby “life” in service to the NMRA,

And Whereas that service was distinguished and materially advanced the mission of the NMRA

Now, Therefore, The Board of Directors of the NMRA hereby acknowledges and expresses its appreciation for the many contributions of Joe Gelmini, MMR, to the NMRA.