

February 2, 2024—NRHS Wisconsin Chapter Annual Business Meeting Minutes

An agenda was published on our Chapter web site, and forwarded via e-mail to all members on Tuesday, January 30, 2024. This was our third hybrid (in-person and Zoom) formal business meeting. We began recording on Zoom at 7:27 pm.

Welcome, Quorum, and Call to Order

Wisconsin Chapter Vice President Keith Schmidt was presiding from our in-person meeting site at the North Shore Congregational Church in Fox Point. He started the meeting at 7:30 pm. He put the meeting agenda up on the screen. He greeted and welcomed all of those in attendance. He reminded everybody that only those who are also members of NRHS National are legally Chapter members, and therefore eligible to vote or run for office. A quorum is 5 per cent of those members. We clearly have that. All eight current officers and directors were present. That is a quorum. There were 16 in the church basement, and 34 (and increasing) remote Zoom attendees. He therefore called the formal business meeting to order at 7:32 pm.

Introduction of Current Officers and Directors

Keith introduced our current Chapter officers and directors. The office of President has been vacant since February 3, 2023. Keith Schmidt (in person and presiding) is the current Vice President. Secretary Tom Marcussen was in the Zoom meeting room (the one waving). Treasurer Tara Grudzielanek was present in person. Our five Directors are Dan Grudzielanek (Zoom), Mike Yuhás (also Membership Chair—in Zoom), Neal Wegner (in person), Andrew Roach (Zoom), and Ward Wells (Zoom).

Approval of Minutes

The minutes of our last previous formal business meeting are posted on our Chapter Web site. Keith Schmidt opened the floor for discussion. There was none. Mike Yuhás moved that the minutes be approved as posted. Tom Hoffmann seconded the motion. It was approved by a unanimous vote—voices in the church basement room and thumbs up in Zoom.

Treasurer's Report

Treasurer Tara Grudzielanek presented her annual report for 2023:

Opening Balances—January 1, 2023

US Bank Checking	\$3091.62
Pay Pal Account	<u>1719.74</u>
Total	4811.36

Receipts / Credits / Deposits

Dues / donations (check & PayPal / Square) less fees	\$4024.81
Banquet (including \$500 Wheel Rail Seminars sponsorship)	2558.05

Transfer opening PayPal to checking	1719.74
Interest	<u>0.35</u>
Total Receipts / Deposits	\$8302.95
Expenses / Debits	
Sparks & Cinders (printing, mailing, & supplies)	\$3242.93
Banquet cost (includes speaker honorarium)	2288.40
North Shore Congregation (hosts) donation (\$750 to church / \$75 to staff)	825.00
Insurance—Securian	680.00
Wisconsin 501c3 status filing fee	275.00
Miscellaneous supplies	238.03
Annual Post Office box rental	176.00
Banquet refunds to attendees who overpaid	111.46
Wisconsin Department of Revenue—sales tax license	10.00
Sales Tax (there were no taxable sales)	<u>0.00</u>
Total Expenses / Debits	\$7846.82
Net Surplus	\$456.13

We had a Chase Bank Certificate of Deposit (CD) account that was valued at \$28,594.08 on January 1, 2023. That was closed, and the funds moved to Landmark Credit Union in May 2023. Our Landmark Credit Union numbers are:

	<u>Opening balance</u>	<u>Dec. 31 balance</u>	<u>Dividends to date</u>
18 month CD	\$17,000.00	17,422.41	489.14
24 month CD	11,000.00	11,255.58	295.92
Savings (required for membership)	100.00	100.02	0.02
Checking	<u>500.00</u>	<u>3254.58</u>	<u>0.00</u>
Total Landmark Credit Union	\$28,600.00	32,032.59	785.08

We closed out our PayPal account—as shown above. We therefore had no balance there (or with Chase Bank) on December 31. We still currently have our US Bank checking account. It had \$293.17 in it on December 31.

We also have a mutual fund with Heartland Funds. It had a year-opening balance of \$81,618.96 on January 1, 2023. It had a year-end balance of \$95,601.73 on December 31, 2023.

Keith Schmidt asked if there were any questions on the above treasurer's report. There were none. Keith therefore accepted the treasurer's report as presented above.

Membership Report

Membership Committee Chair Mike Yuhas provided the Membership report. We have 122 Chapter members and subscribers current through the end of 2024. Two more joined this week. Our third presenter Matt Brozowski is our newest member. Renewals are still continuing to come in. We have 46 members from 2023 who have not yet renewed. Those memberships expired on December 31, 2023. No names will be mentioned. They know who they are. If you forgot, or just remembered now with this reminder, please go to our Chapter web site at nrhswis.org, click the "Join (or renew)" tab, and make a fast, easy and secure on-line payment of \$21.00 (which includes an extra \$1.00 for credit card processing costs). There are two other ways to renew (or join). Our Treasurer Tara Grudzielanek is here, accepting dues payments (\$20.00 by cash or check), tonight. The third way is to send a \$20.00 check to Wisconsin Chapter NRHS, P. O. Box 070758, Milwaukee, WI 53207. We have an open-door policy. We are happy to welcome guests. If you are not currently a member, and see value in what we are doing, please consider becoming a member. Dues payments support Chapter meetings like this one, other activities and publications. Your support is much appreciated.

We sadly lost two members who passed away: Thomas Rogers of Greenfield, and long-time member Jay Lentzner of Montana. A moment of silence was observed in memory of them.

Mike Yuhas asked if there were any questions on the above membership report. There were none. Keith Schmidt accepted the membership report as provided above.

Annual Election

The next agenda item was the annual election of officers and directors. Only those who are also members of NRHS National are legally Chapter members, and therefore eligible to vote or run for office. Subscribers and guests were asked to stand by in silence during this part of the meeting. We held a Chapter Board meeting on Monday, January 15. It developed a recommended slate—see below. All legal members (as defined above) are free to run for any office at any time.

The Board nominated Keith Schmidt for President. Keith opened the floor for other nominations. There were none. Tom Hoffmann moved that the nominations for President be closed. Al Lederman seconded the motion. The motion was approved by unanimous vote.

The Board nominated Ward Wells for Vice President. He had agreed to serve in that capacity. There were no other nominations. Tom Hoffmann moved that the nominations for Vice President be closed. Bill Krohn seconded the motion. The motion was approved by unanimous vote.

Ward Wells becoming Vice President would create an opening for another Director on the Board. Some inquiries were made. The opening was advertised in the latest February issue of *Sparks & Cinders*. Former Director Ralph McClure volunteered to return to service on the Board. All four other incumbent Directors (Dan Grudzielanek, Andrew Roach, Neal Wegner, and Mike Yuhus) had volunteered to remain on the Board. Keith Schmidt opened the floor to other nominations. There were none. Tom Hoffmann moved that the nominations for Directors be closed. Cathy Wegner seconded the motion. The motion was approved by unanimous vote.

Tom Hoffmann nominated incumbent Treasurer Tara Grudzielanek to serve for another term. She accepted that nomination. There were no other nominations from the floor. Tom Hoffmann moved that the nominations for Treasurer be closed. Dave Nelson seconded the motion. The motion was approved by unanimous vote.

Secretary Tom Marcussen had expressed interest in serving for another term. Mike Yuhus nominated Tom for Secretary. There were no other nominations from the floor. Dave Nelson moved that the nominations for Secretary be closed. Tom Hoffmann seconded the motion. The motion was approved by unanimous vote.

There were no contested offices. Tom Hoffmann made a motion for a unified ballot to declare the above Board-recommended slate elected. Mike Yuhus seconded the motion. The motion was presented to the membership for an up-or-down vote. It passed unanimously—by voice vote in the church basement, and show of hands / thumbs up in Zoom. There were no “Nay” votes, or other signs of opposition, from any source. The above slate was declared to be elected. All new officers and directors assumed their new duties effective immediately.

Old Business

The agenda did not show any old business. No one in attendance was aware of any.

New Business

Keith Schmidt announced that the Wisconsin Chapter has gained 501c3 tax-exempt status with the Internal Revenue Service. Donations to the Chapter became tax-deductible. Treasurer Tara Grudzielanek will provide legal tax receipts to those who make donations. Regular membership dues are NOT deductible. Keith extended a big Thank You to the Finance Committee, Treasurer Tara Grudzielanek, and all others who worked on the application process.

Next year (2025) is our 75th anniversary as an NRHS Chapter. Keith reviewed some of the ideas that have been proposed to date:

- A special anniversary logo. Maybe with a diamond—a shape that has a special significance (the crossing of two tracks) in railroading.
- Various trips and other activities.
- Produce some “swag” merchandise that we can put our logo on, so it gets out there visible to the public.

Keith is trying to organize a meeting / workshop in February. We need to get going on the above. Some of this stuff takes some lead time. The next year 2025 will be in progress sooner

than we realize. We need to have more than one person working on this. Some members expressed interest in working on the 75th anniversary.

We are making good progress toward our participation in the Mad City Railroad Show in Madison on Saturday, February 17 and Sunday, February 18. Ward Wells has taken the lead role in organizing this. Thank you to him, to Mike Yuhas, and the others who have volunteered to help staff our table.

Member Questions, Anything Else for the Good of the Order, and Adjournment

Keith opened the floor to any member questions. There were none. He then asked if there were any other subjects of discussion. None were offered. Keith then announced that he would entertain a motion to adjourn the formal business meeting. Dave Nelson provided that motion. Tom Hoffmann seconded it. There were no objections. All voted “aye.” There were no “nay” votes. The motion carried. The official business meeting was declared adjourned at 7:55 pm.

Mike Yuhas took over to introduce our presenters for this evening. He first offered his best wishes to Keith Schmidt on taking over as Chapter President. Mike said that Keith is well qualified for that job. Keith has also been the editor of *Sparks & Cinders* for some years now. Mike thanked Keith for his hard work in that job.

Keith apologized for the February issue of *Sparks & Cinders* arriving late, only a short time before this meeting. Mike Yuhas mailed the mailing labels to Neal and Cathy Wegner on Tuesday, January 16. They did not arrive until Monday, January 29. Mike had to send a second set, via e-mail, which Neal and Cathy had to take to Office Depot for printing, to avoid mailing *S&C* even later. Keith also reminded all of us that we are on a short deadline for the March issue. February is a short month. We are only 28 days from our next meeting on Friday, March 1. Submissions need to reach him by Monday, February 12.

Presentations

Tonight was movie night. We had three presenters, all working remotely.

Brian Buchanan was transmitting from his vacation in Arizona. He offered something of a life history in “Becoming a Railfan.” This started with some of his grandfather’s movies, taken before he was born, of Detroit in the 1930’s, and Algoma Central in 1935—now digitized for remote transmission. We were treated to full-motion video of these, his grandfather’s model trains, and his own successful career in railroading. The quality of even the oldest images was very good.

Gordon Smith started his railroad career as a yard clerk on the Delaware & Hudson in Mechanicsville, New York, in 1969. He moved on to work in interlocking towers. He became a dispatcher in 1977. He moved to Milwaukee, and then to Minneapolis, after Canadian Pacific took over the D&H and consolidated dispatching. He retired from the CP on December 14, 2019. Gordy treated us to digitally-remastered versions of his VHS tapes of (mostly eastern) Canadian Alco’s in the 1980s and 1990s, all with real Alco sound from the original recording.

Our newest Chapter member, Matt Brozowski of Fond du Lac, started with the Wisconsin & Southern on February 1, 2016, moved to Canadian National in November 2016, and was promoted to engineer in January 2018. His all-2023 program treated us to full-motion in-cab and other views not usually accessible to the public, in Wisconsin and Upper Michigan, on the CN and the Escanaba & Lake Superior. Those lines are still moving a lot of pulpwood and other forest products. The year and his presentation included a side trip to Gulfport, Mississippi

There were 68 devices connected to Zoom during these presentations. We had almost as many during the business meeting. There were 16 attendees in the physical room in the church basement. After subtracting the two devices in the church basement, total attendance was 82.

Closing Announcements & Discussion Group

Mike Yuhas announced our presentations for the next two meetings. Tom Hoffmann will present another edition of his annual “20 Years Ago” series, looking back at 2003, on Friday March 1. Ed Koehler will present the New York, Ontario & Western—on the (approximate) 67th anniversary of its March 31, 1957 abandonment—on Friday, April 5.

The recording was shut down at 9:19 pm. An informal Zoom chat room discussion followed, covering multiple railroad topics, lasting until about 11:00 pm.

Respectfully Submitted
Thomas W. Marcussen
Wisconsin Chapter Secretary