

Board Minutes of the SP&S Railway Historical Society

November 6, 2014

Held at the CGMRC Clubhouse, Portland OR

PRESENT: Jerry Hildenbrand, President; Doug Auburg, Secretary; Duane Cramer, Treasurer; Jim Whaley, Conventions Chair; and Jerry Pickell, Swap Meet Chair.

PRESENT VIA CONFERENCE CALL: Paul Hobbs, VP (Technical Services) and Bob Willer (Elections Chair); Bob Atkins (Membership Chair)

Guest: Nancy Hildenbrand and Bill Baker

CTO at 11:05am by President Hildenbrand

MINUTES: of the August 21, 2014 had been emailed to board members. Corrections: The convention date should be 2014 rather than 2015. Two additional attendees: Bob Atkins and Bob Willer. Correct spelling of Harold Gjerman's name in the body of the document. Moved, and Passed to accept as corrected.

TREASURER'S REPORT:

Details of the Treasurer's report are available to members via SSAE.

Report was accepted.

PROPOSAL TO START PAYING PNRA INITIATION FEE: Jerry Hildenbrand had sent out a proposal to pay the PNRA \$1,000 per year for five years in order to satisfy their initiation fee and to receive a position on the PNRA Board of Directors as a full member in exchange. Jerry proposed starting with a \$1,000 payment this

year followed by a second payment in 2015 after the SwapMeet and then repeating that post-swapmeet payment on that schedule for three more years for a total of \$5,000.

Bob Willer reviewed the situation. (1) PNRA initially proposed that we make an initiation payment in addition to our quarterly maintenance fees. (2) but they want us to have a seat on their Board as full members. In later discussions they seem to have cooled on us being members of their board but they do consider us a Railway Historical Organization as their other members. (3) We should seek grants to help us pay this initiation. A suggestion that we contact the NPRHA to ask for their help. Bob volunteered to concentrate on drafting such a request letter.

Bob Atkins commented that we ask the PNRA what they think will be required for us to be placed on their Board.

Doug Auburg commented that we should learn what we are going to get in exchange for agreeing to pay the initiation fee BEFORE we agree to make the payments while we have negotiation leverage. Once we agree to make the payments we will lose our leverage.

Bob Willer stated that he thinks the PNRA is looking for a proposal from us of what we can pay.

Doug commented that he doesn't think we can afford to effectively make two payments in a few months. Rather, he suggested we start making the five payments after the 2015 Swap Meet. He asked what the total member donations were for 2014 to the Archive fund. Duane responded that we have received at total of \$2,395.

Doug moved, Duane 2nd to approve Jerry's proposal with the following modifications: (1) Annual payments to start following the 2015 Swap Meet and (2) that we receive confirmation from the PNRA Board that we will become full RHO members of their

organization and have a place on their board following this agreement. Passed.

NAME BOB WILLER AS STAND IN CHAIR IN JERRY HILDENBRAND'S ABSENCE.

Doug moved, Paul Hobbs 2nd to approve the appointment of Bob Willer as Board chairman without a vote in the event that Jerry Hildenbrand is unable to attend a meeting. Passed.

COMMITTEE REPORTS

ELECTION REPORT: Bob Willer reported that he has the ballot ready. There is one candidate for each office. This will be for a two year term since this election gets us back on the schedule prescribed by the By-Laws. It will be mailed to Harold when Bob hears that the TNOR issue has gone to the printer. He will include a line for PNRA donations.

TNOR REPORT: Jim Whaley reported that Harold says that Tammies has committed to take 7 copies for the next four issues.

CONVENTION REPORT: Jim reported that he has no leads or contacts for 2015. But he does have a proposal for a joint convention with the GNRHS in Spokane in 2016 on September 16-22. They propose to use a common registration form and Treasurer. They will be running a fan trip the day before the convention opens at extra cost. They estimate the convention total attendance will be 230.

Doug moved, Jerry H 2nd, to authorize Jim to negotiate for a joint convention in Spokane in September 2016. Passed.

Ideas for 2015 convention: Albany, perhaps in partnership with Espee in Oregon on August 20-22, 2015 (just before NMRA

convention starts in Portland) or Klamath Falls in partnership with the WP Society? Train Mountain will be doing their Triennial Meet June 22-28, 2015. Doug and Jim stated that they would not be able to attend a convention immediately before the NMRA convention because they will be busy preparing. However, if it were moved back one week

Duane moved, Jerry H 2nd to research Albany dates June 15-21. Passed.

Jim reported that he is writing a convention handbook that can be sent to prospective host groups and be used to understand what needs to be done to host a convention.

SWAPMEET STATUS: Jerry Pickell reported that the 2015 swap meet will be held on February 14. This date is not in conflict with either the Monroe WA meet or the GATS show (which is 2 weeks later). So our vendors should be happy. 66 tables have been reserved so far of the 158 total at a cost of \$25 each. Based on past experience, we should have no problem selling them all.

POSSIBLE JOINT USE OF 501(c)3 STATUS: Bob Willer reported that some members approached him after the banquet with an idea. They proposed the possibility of using another organization's IRS tax exempt status as they might be dissolving. Applying for IRS 501(c)3 status is complex, involving 11 steps and a lot of documentation. Doug asked what the organization was: The Tacoma Chapter of the NRHS via a letter from Chapter president Ed Berntsen. However, since that conversation the situation has changed and the offer has been withdrawn.

CLARK COUNTY HISTORY MUSEUM'S SP&S COLLECTION: Bob had a conversation with Harry Hendrix following the banquet. Harry is concerned that the SP&S display won't be reestablished following the renovation of the museum building. All of the materials are

now stored in a warehouse. Included in the collection is a large quantity of corporate papers (over a ton). Harry suggests that we suggest that these documents be sent to the PNRA for storage.

He wants us to send the museum a letter explaining who we are and explaining what we and the PNRA are all about and the purpose of the PNRA as well as suggesting the transfer of the paper to the PNRA to join the materials already there.

MEMBERSHIP REPORT: Bob Atkins reported that he has the renewal form for 2015 ready to go into next issue of the TNOR. Doug moved, Duane 2nd to authorize Bob to insert the document. Passed. The form will include a place for donations to the TNOR along with text explaining about how to make out checks to them (if a tax deduction is to be taken) but that we prefer the checks be sent to the Treasurer for proper recording before being forwarded.

COMPANY STORE REPORT: Duane reported that he is attempting to put more focus on the store.

OLD BUSINESS:

None

NEW BUSINESS:

None

ADJOURNED: 12:43pm

Respectfully Submitted,

Doug Auburg

SP&SRHS Secretary