

This board meeting was conducted virtually, via Zoom, on the evening of Monday, January 17, 2022. All nine officers and directors were in attendance. These were President Mike Yuhas, Vice President Keith Schmidt, Treasurer Tara Grudzielanek, Secretary Tom Marcussen, and Directors Dan Grudzielanek, Ralph McClure, Andrew Roach, and Neal and Cathy Wegner. We met the quorum requirement of six out of nine. Therefore the meeting could proceed. Three other members were present from the beginning: Douglas Fast of DeForest, Rich Hawthorne of New Berlin, and Ward Wells of Riverside, California. No one else joined during the meeting.

President Mike Yuhas called the meeting to order at 7:37 pm.

The first agenda item was review and approval of the minutes from the two previous virtual board meetings—held on Thursday, December 10, 2020, and Thursday, October 28, 2021. Those minutes are posted on the Chapter Web Site. No one had any comments or corrections. Keith Schmidt moved that the above two sets of minutes be approved. Ralph McClure seconded the motion. The minutes were approved by a unanimous show-of-hands vote.

The second agenda item was the President's remarks / report from Mike Yuhas. He said that the board had been there for improvement and innovation during a very challenging year. Both in-person and remote (Zoom) attendees at our hybrid meetings are getting a good quality experience thanks to our investment in new audio-visual equipment. Mike gave a particular Thank You to those members who donated to our Audio Visual Equipment Fund.

Our total number of members and subscribers is up significantly at about 145. We have gained a number of remote people via our virtual and hybrid meetings. As of 4:30 pm today (Monday, January 17, 2022), we have 25 expired 2021 members and subscribers. Another 122 from 2021 have renewed. We now have 124 current paid-up members and subscribers. We had 51 new people sign up during 2021

Our Chapter newsletter *Sparks & Cinders* is being sent to addresses in Wisconsin and 19 other states. Neal Wegner corrected that report. We just had one more sign up from Vermont. We are now sending them to 20 other states—a total of 21 states.

The third agenda item was the Vice President's remarks / report. Keith Schmidt was in agreement with the President's remarks. He did add anything more.

The fourth agenda item was the Treasurer's report from Tara Grudzielanek. She said that the Audio Visual Equipment Fund has collected about \$200.00 over the \$2038.00 cost of the equipment. Our assets stand at (rounded to the nearest whole dollar):

- \$5106 in checking account
- \$1741 in Pay Pal account
- \$90,682 in Heartland Fund (mutual funds)
- \$28,588 in Chase Bank Certificate of Deposit (CD)

The CD will be maturing shortly. It is currently earning only a 0.01% annual rate of interest. Ward Wells noted that the Federal Reserve has signaled that it may increase interest rates three times in 2022. He

added that Chase Bank is unlikely to offer us a better rate if we allow the CD to automatically renew. We will have to ask for a better deal, or maybe move the money elsewhere. President Mike Yuhas said that he was thinking of forming a Financial Advisory Committee. Some of those in attendance expressed interest in serving on it. Mike said is looking for people with financial and accounting backgrounds. He will be sending out e-mails to some members with that background to see if they are interested. He will then get back to us with a suggested list. He will try to have them be present at the Annual Business Meeting on Friday, February 4, for added discussion.

Mike Yuhas asked for a motion to accept (not approve) the Treasurer's Report—as we have not (yet) performed an audit. Keith Schmidt provided that motion. Ralph McClure seconded it. The Treasurer's report was accepted by a unanimous show-of-hands vote.

The fifth agenda item was a report from the *Sparks & Cinders* editorial and production team. Keith Schmidt gave the editor's report first. He is working on the February 2022 issue right now. It is coming together well. He gave a particular Thank You to Dave Nelson for the detailed historical research and valuable input in his "Do You Know?" column.

Mike asked how many issues we are typically getting and sending out. Neal and Cathy Wegner responded that Chel Graphics typically prints about 160, and we end up with 25-30 left over. They did not see any need to print more copies. The last mailing was 145 envelopes. Mike cautioned that we may need to move up deadlines because the pace of mail deliveries has been slowing down. Treasurer Tara Grudzielanek found the latest bill, for the January 2022 issue, sent out in late December 2021. Chel Graphics charged us \$138.00 for 160 copies, plus an added \$19.79 for UPS shipment. That is not all of our cost. We also have to pay for envelopes (about \$328.00 for the latest large-bulk order of 2000) and postage. Neal and Cathy Wegner volunteered to pick up the copies at Chel Graphics in Duplainville. Doing so will save 1 to 2 days in transit time, and \$19.79, per issue.

We are considering adding extra pages, possibly in color, to the March 2022 issue, for photos of the transition (by sale) of numerous former Wisconsin Central secondary and branch lines from Canadian National to Wisconsin & Southern, (new regional railroad) Fox Valley & Superior, and Grand Elk (in Upper Michigan) ownership and operation at midnight on Saturday, January 29, 2022. All of the above new owners are subsidiaries of short-line (and regional) holding company Watco. No one in attendance knew whether Saturday, January 29 would be the last day under CN or the first day of new ownership.

The sixth agenda item was the report from the Banquet Committee. Chair Ralph McClure asked: Are we going to proceed? And if so, when? The answer to his first question was a clear yes. The second question generated some discussion. We are considering a picnic at the private Christopher Museum north of Sheboygan in the late spring or early summer. Should we put the banquet in the fall? It might be safer against Omicron there. There is no way to be sure about either of these events. Ralph McClure said there is a pent-up backlog of weddings. We need to be calling venues and getting a date put onto the calendar. Mike Yuhas asked Ralph to call Pallas Restaurant and ask if they are still holding our deposit, and still interested in having us. We should explore our options for September and October, preferably in late September and early October. We would prefer a Saturday, for the benefit of those members who are still working, but indicate that we can be flexible. There is one other additional consideration. The City of Milwaukee will soon be under an indoor mask ordinance. It is currently scheduled to expire on March 1. Some extension is likely. Pallas Restaurant is in West Allis. Our church meeting site is in Fox Point. Those communities may or may not follow suit.

The seventh agenda item was “Old Business.” President Mike Yuhas said that our hybrid meetings have been going well. They have not been perfect. They are much better than they were at first. We are climbing up the learning curve. Our 3rd Tuesday slide shows during even-numbered months have been going well. The next one is scheduled for Tuesday, February 15, 2022. Our five presenters will be:

- Jerry Pyfer—Illinois Central Gulf—Tales of the Freeport (Illinois) District
- Dan Grudzielanek—SD40-2 Tribute
- Jeff Wojciechowski—2020 Out West
- Erik Lindgren—Winter on the Front Range (Colorado)
- Erik Shicotte—to be announced

We have had two informal Railroad Gab Fests, on the second Friday of the month—the Friday after the meetings—on December 10, 2021, and January 14, 2022. Those are working out well. Attendance has been on the low side. It may pick up once people realize what is being offered. We are doing really well with our programs, meetings, and events in comparison to other comparable chapters and societies.

The eighth agenda item was “New Business.” It was broken up into five sub-items. The first of these was preparation for the Annual Business Meeting on Friday, February 4. The agenda for that meeting is posted on our Web Site. All attendees were in agreement with that agenda. We currently have 66 members who are paid up with both National and the Chapter, which are requirements to vote and hold office. The Chapter by-laws state that a quorum for holding a business meeting is 5 per cent of such members, which works out to four. Both in-person and Zoom attendees count. We will need to confirm a quorum before we can proceed. The first item on the business meeting agenda will be the approval of the minutes from the last 2021 Annual Business Meeting on Friday, January 8, 2021. A copy of those minutes is posted on our Web Site. Mike Yuhas will include a link to them with the notice announcing the business meeting. President Mike Yuhas will not be present for the Annual Business Meeting. He will prepare a pre-recorded 5-minute video “State of the Chapter” address for the meeting. Mike Yuhas asked Treasurer Tara Grudzielanek to add more detail to her report, specifically on:

- Expenses (how your money is being spent)
- List of, and recognition for, donors to our Audio Visual Equipment Fund

We moved on the election of officers and directors. All incumbents (see list at the top of these minutes) indicated their willingness to run for another term. President Mike Yuhas said that 2022 would probably be his last year as President.

Ralph McClure raised the question of our annual donation to railroad preservation. We had decided to create a formal policy some years ago, but nothing was ever done. We have been giving some money in most years. We gave \$500.00 to the East Troy Electric Railroad on July 31, 2021. Ralph McClure and Cathy Wegner will lead an informal committee to look for and consider opportunities.

We returned to the annual election of officers and directors. This will be our first hybrid-meeting election. Only paid-up members of both NRHS National and the Wisconsin Chapter are eligible to run for office, and to vote. Eligible (and ineligible) people will be in attendance—both in-person and on Zoom. Nominations could be coming in from both groups. Our elections are usually uncontested and unanimous, so the winners are obvious. There is a possibility that will not be the case this time. Mike

Yuhas will prepare a list of who is eligible to vote and hold office, and provide it to Vice President Keith Schmidt, in case it is necessary to check eligibility.

The second sub-item under “New Business” was potential Chapter projects. We have plenty of pictures to put a calendar together. It is fairly cheap to produce. We would need someone who is willing to do the work of putting one together. We are looking for volunteers. There were none from the board and three other attendees. As for the Wisconsin state railroad map, Tom Marcussen will be moving file cabinets into the house tomorrow. The materials needed to prepare revised and corrected maps will follow shortly. The goal is to be able to work on them over the winter, when nothing much else is going on with the farm.

The third sub-item under “New Business” was potential Chapter events. Events Chair Ralph McClure is looking for a master list of what is available for consideration. No one knew of any single source that would cover everything. We will have to look through multiple sources. We are still way early in the year. Any search now is likely to miss announcements that may be made in the next several months. The path of the Omicron variant corona virus may change things a lot. No action was taken on events now—other than the picnic and banquet above.

The fourth sub-item under “New Business” was our annual donation to the North Shore Congregational Church. It is not rent. It is given in grateful appreciation for the use of their space. Our most recent donation, given in January of 2021, was two \$25.00 gift certificates for the church custodians and \$500.00 for the church. The question was asked: Are there two custodians or just one? No one was sure. Mike Yuhas said he would entertain a motion for another donation. Keith Schmidt moved that we donate the same amount. Dan Grudzielanek seconded the motion. Neal Wegner suggested that we provide \$60.00 for the custodian(s). Prices have gone up significantly. Mike Yuhas pointed out that the church is now letting us use a secure storage space for our new audio-visual equipment. Neal Wegner suggested that we increase the donation to the church to \$600.00. Keith Schmidt withdrew his earlier motion that we donate the same amount as in December 2020. Mike Yuhas said he was now looking for a motion to donate \$600.00 to the North Shore Congregational Church, and \$60.00 for its custodian(s). Keith Schmidt made that motion. Ralph McClure seconded it. It passed by a unanimous show-of-hands vote. Mike Yuhas said he would inquire whether they have one or two custodians, and then ask Treasurer Tara Grudzielanek to provide either one \$60.00 pre-paid debit card or two \$30.00 debit cards.

The fifth and final sub-item under “New Business” was to select a representative to the National-level NRHS Advisory Council. We currently have none. Mike Yuhas provided some history on this position. When the National Railway Historical Society was first organized in the mid-1930s, it was mainly an East Coast organization with a few Chapters in major East Coast cities. Wisconsin was the 25th Chapter, and one of the first from the Midwest, in 1950. There was one National Board member per chapter. That was our National Director. Bob Joyce held that position for a long time, because he went to all of the National Conventions, and a number of the spring and fall National-level conferences. Tom Hoffmann was our last National Director. The above one-director-per-chapter structure became more and more awkward as the NRHS expanded to about 150 chapters. About 10 years ago, NRHS shifted to a six-region structure, with two directors elected per district, plus two at-large directors. At that time, the Advisory Council was created, to continue to allow each Chapter to provide some input. We never selected a representative to it. We may have been unaware of the opportunity. Mike Yuhas said that he had some suitable people in mind, and would inquire as to interest, before coming back to the Chapter Board with a name for approval.

As further background, another National reorganization may be coming. We want to maximize our input to that process. Al Weber (of St. Louis, Missouri) is in his last term as National President. He cannot run again because of term limits. National Vice President Tony White (of Stamford, Connecticut), who is a member of our Chapter, along with some other Chapters, is considering a run for National President.

The ninth and final item on the main agenda was "Anything else for the good of the order." No one had any further Chapter business to discuss.

The formal meeting was declared adjourned at 9:20 pm. There was very limited informal discussion after that. The virtual meeting room was closed down about 9:30 pm.

Respectfully Submitted
Thomas W. Marcussen
Wisconsin Chapter Secretary