

This board meeting was conducted virtually, via Zoom, on the evening of Tuesday, January 7, 2025. President Keith Schmidt was presiding. Vice President Ward Wells, Secretary Tom Marcussen and Treasurer Tara Grudzielanek were present. We had four of our five Directors: Dan Grudzielanek, Andrew Roach, Neal Wegner, and Mike Yuhas. Director Ralph McClure was not available. Member Cathy Wegner was also present.

Eight of the nine officers and directors were present (see above). We therefore had a quorum (which is six or more). Keith Schmidt called the meeting to order at 6:35 pm. That was the first agenda item.

The second agenda item was review and approval of the minutes from the previous Zoom board meeting held on Tuesday, September 24, 2024. Secretary Tom Marcussen had distributed copies of those minutes to all officers and directors. An initial draft went out on Tuesday, December 31, 2024. There were some corrections. Tom sent a proposed final version early on Monday, January 6. The proposed final version is posted on the Wisconsin Chapter web site. No one had any further corrections, additions, or other comments. Mike Yuhas moved that the minutes be approved as distributed and posted. Ward Wells seconded the motion. There was no other discussion. The motion passed by a unanimous (voice and show-of-hands) vote.

The third agenda item was the Treasurer's report from Tara Grudzielanek:

- Our Heartland Mutual Fund was valued at \$108,457.70, as of September 30, 2024. That is the latest statement available. Our year-end statement for 2024 has not yet arrived.
- Our checking account at Landmark Credit Union is at \$1952.84. Our savings account went up to \$2700.21. These numbers went up significantly because we transferred some money, sufficient to cover day-to-day operations, out of our 18-month certificate of deposit (CD) when it matured on November 14, 2024. We still have two certificates of deposit (CD's):
 - Our 18-month CD is now valued at \$13,255.30. Its new maturity date is on May 14, 2026.
 - 24-month CD at 4.22%. Current value is \$11,783.30. Will mature in May 15, 2025.

Someone asked: What donations are planned? We are about due for our annual donation to the North Shore Congregational Church. We gave them \$750.00, plus a \$75.00 gift card for their custodian, in January 2024. The custodian has since left, and not been replaced. Mike Yuhas moved that we donate \$750.00 to the North Shore Congregational Church, in grateful appreciation for their having provided us our meeting space since 1964. Dan Grudzielanek seconded the motion. The motion passed by a unanimous (voice and show-of-hands) vote.

Our annual sales tax license report to the State of Wisconsin is due by January 31. Treasurer Tara Grudzielanek will do that. We also have to submit an annual Form 990 to the Federal Internal Revenue Service to maintain our Section 501 (c) (3) exemption from Federal income taxes. Tara will do that form also.

There were no other questions on the above treasurer's report. President Keith Schmidt accepted the report as presented.

The fourth agenda item was the Membership Report from Membership Committee Chair Mike Yuhas. As of today, we have 99 members for 2025. That includes both renewals (two coming in today) and new memberships. A number of now-former 2024 members have not yet renewed. Mike will be sending them personal reminder e-mails in the next few days.

The fifth agenda item was Old Business. No one was aware of any outstanding old business.

The sixth agenda item was New Business. There were three major sub-items under New Business. The first sub-item was annual elections for 2025 officers and directors. These will be held at the annual formal business meeting on Friday, February 7, at the North Shore Congregational Church in Fox Point. Andrew Roach is stepping down / not running for another term as a Chapter Director. Keith thanked Andrew for his many years of service, going back to at least 2016. All other officers and directors are running for / open to serving another term in 2025. Keith had talked to Ralph McClure before the meeting. Ralph had confirmed his willingness to stay on the Chapter Board as a Director. That left us with one open seat on the Board of Directors.

The agenda had mentioned the need for new members and fresh ideas on the Board, and raised the possibility of instituting term limits. The term limits were not popular or supported. We had them in the past, and found they got in the way of capable people who wanted to serve. In light of the increasing general shortage of volunteers, the attendees felt that we should not turn away (except by losing a contested election) anyone who is willing to serve. The idea of setting up a nominating committee to try to recruit promising candidates was advanced. We may now be too late to go through that process by February 7. We may have to go into 2025 with a vacancy, and start recruiting new candidates in the summer or fall, with an eye to 2026. Keith will let everybody know about the vacancy by mentioning it the February edition of *Sparks & Cinders*. There will be an opportunity for nomination / call for volunteers from the floor at the February 7 meeting.

The second sub-item (under New Business) was potential Chapter sponsorship of a (teen age—14 to 18) Rail Camp attendee. Tuition is \$1575.00. That includes food, room and board. It does not include the cost of travel to and from the Rail Camp sites. There are only 24 spaces in the East Coast Rail Camp, and only 12 in the West Coast Rail Camp. Admissions are very competitive, and closely scrutinized. National checks them closely to weed out anyone who would be too immature to get maximum benefit from the opportunity, be disruptive, or make the program less welcome at hosting sites. It is possible that our candidate(s) / applicant(s) will not get in. No one in attendance knew of any candidates. Mike Yuhas will reach out to the National Railroad Museum in Green Bay. Ward Wells will contact the East Troy Electric Railroad.

Keith Schmidt moved that we look for suitable candidates, and encourage them to apply, with the assurance that we would pay their \$1575.00 tuition if accepted. Ward Wells seconded the motion. Tom Marcussen asked: What happens if we have two (or more) successful candidates? Somebody said that applications are due by April 1. Successful candidates are notified as they are accepted. Not all acceptance notices are sent at the same time. There is no fixed date for that notification. Keith Schmidt rescinded his earlier motion (above). He replaced it with a new motion—substantially the same, limiting scholarships to the first two students that are accepted, clarifying that travel costs are not included, and limiting the competition to Wisconsin residents. Ward Wells seconded the new motion. The revised motion passed by a unanimous (voice and show-of-hands) vote.

Someone then asked: What happens if we have no successful candidate? Does the money get donated to a museum that supports our mission? The answer was “not automatically.” Rail Camp scholarships are separate from grants.

That led us into the third sub-item (under New Business)—distribution of grants. Each request for a grant will be evaluated on its own merits. There is no fixed maximum of minimum number, or total aggregate amount, to be given out annually. We are thinking of setting up a committee to look at / evaluate applications, and make recommendation to the Board of Directors. Committee members need not be board members. Directors would not be barred from the committee. Mike Yuhas volunteered for the committee. No action was taken tonight. The idea will be brought before the membership at the annual formal business meeting on February 7.

The seventh agenda item was an update on preparations for our 75th anniversary year in 2025. The first sub-item was promotional merchandise. The first sale went well. Keith will be placing a second order soon. Keith thanked Dan and Tara Grudzielanek for their help with clothing sales. We are still working on setting our Chapter website up for on-line sales. The Wisconsin state sales tax is a major challenge. Collecting it is not an easy or simple task. Sales tax rates vary by the customer’s county of residence. Records must be maintained so that each county can receive the tax we are collecting on their behalf. There was another discussion on shipping charges. There was an initial suggestion of \$10.00 per item. Mike Yuhas suggested that we charge per order instead. That is simpler, and encourages more sales as customers are motivated to order additional items on a single shipping charge. Someone suggested that the US Post Office might charge up to \$13.00 to \$15.00 to ship a heavy sweat shirt. Someone else said that the Post Office offers flat-rate boxes (which supports our keeping our rates simple), and that we paid only \$8.50 to ship an order to Illinois. We have some “profit cushion” in our prices. We do not need a whole lot more in our shipping charges. There is significant customer value in keeping the process simple. The consensus was to charge \$10.00 per order for shipping.

The second sub-item (under the 75th anniversary year) was capital expenditures. Initial discussions on the possible outing / trip to the Railroading Heritage of Midwest America (RRHMA) (former Rock Island) steam restoration shop in Silvis, Illinois, just east of Rock Island in the Quad Cities area, discovered a snag. Cate Kratville-Wrinn said they are normally closed—do not work—on Saturdays. The exception is Volunteer Day on the third Saturday of each month. Some of our members still work Monday-Friday. That severely limits our possible trip dates. There was some discussion of the Chapter covering a \$2500.00 donation to RRHMA. That would leave only \$50.00 for the bus, and \$30.00 for food, for each attendee to cover. We could have the attendees put a little in toward the donation, and other expenses, resulting in a more palatable \$80.00 to \$100.00 cost per person. Keith will continue talking to Cate Kratville-Wrinn.

Discussion moved on to the proposed “Wisconsin Chapter Day” at East Troy Electric Railroad. Keith has had some conversations with Steve Thomas (who is also a Wisconsin Chapter member) at East Troy. They are looking at a regular Saturday of operations, with only cars that operated in Wisconsin. The number of such dates, with no other special events going on, is diminishing. There will photo opportunities with the newly restored North Shore Line merchandise car, during the daylight hours, to avoid the high cost of night lighting. We are thinking about food, possibly from LD’s barbecue nearby, or catered. The day would close with a group ride. The Chapter would cover a proposed donation of \$1500.00 to \$2000.00 to the East Troy Museum. There was no discussion on proposed cost to

participants—except for a possible reduced-cost coupon in *Sparks & Cinders* (for members and subscribers—outsiders pay full price), and an extra charge for the North Shore Line merchandise car photo session. Discussions with East Troy will continue.

Keith had explored the possibility of firing up Soo Line (1913) 2-8-2 #1003, in Hartford, for a photo charter, with freight cars and a caboose, on the Wisconsin & Southern. Their Mike Raia, who is also a Wisconsin Chapter member, had estimated a cost of \$10,000.00 to \$12,000.00 for doing that.

The third sub-item (under our 75th anniversary year) was our 75th anniversary (2025) banquet. This should be something special, beyond our typical annual banquet. It will be held on Saturday, October 4, at the Polish Center of Wisconsin at 6941 South 68th Street (north of Rawson) in Franklin. They have a very nice private banquet hall, with a variety of good food. Costs are higher than at Pallas in West Allis. We could get more attendance by holding each attendee's cost down to \$30.00 to \$45.00, by the Chapter subsidizing part of the cost. That might cost up to \$3000.00 if everybody shows up, and we go for the additional food choices. Total subsidies and donations proposed above have now gone up to a total of \$18,000.00 to \$20,000.00—or more. There was a discussion on where that much money would come from. Jerry Krug had said that we would not have to pay any capital gains tax on any withdrawals from our Heartland Mutual Fund, because we now have a Section 501 (c) (3) exemption from Federal income taxes. Mike Yuhas questioned our taking that money out for events that does not benefit our mission. We might want to pursue a sponsorship. The environment for those is getting tighter. The Wheel Rail Interface Conference had sponsored past banquets at Pallas. Mike Yuhas did not ask them this year, because they had just made a substantial donation to NRHS National. Firecrown Media, the new owners of Kalmbach Publishing's railroad magazines, just laid off 10 employees. There was no resolution on that cost issue tonight.

The discussion then deviated from the agenda and back to the proposed spring trip to the RRHMA steam shop in Silvis, Illinois (above). There was a question: What if some people want to drive there? Do they still have to pay for the bus? Tom Marcussen said they would not save any money. (It is at least 200 miles one way, and 400 miles round trip. The full cost of driving is about 60 cents per mile. They would pay \$240 for a vehicle that could take 4 people, which is \$60.00 per person. The bus costs \$50.00—which is \$10.00 per person less.) Others said some may live closer to Silvis than to Milwaukee. Too many people driving could make the bus a losing proposition, and render us unable to offer it, which would then cut severely into attendance. The whole event might then collapse. The consensus solution was have the same policy as NRHS National uses: Everybody in attendance pays for the bus, whether they ride it or not.

Keith Schmidt said that he had checked the available (no other events going on) Saturday dates for "Wisconsin Chapter Day" at the East Troy Electric Railroad (above), and found that two of them (June 21 and July 19) are "third Saturdays" when the RRHMA steam shop will be open and working. That only leaves us August 2? Keith will do some more coordination with Steve Thomas at East Troy.

The discussion returned to the October 4 banquet. We are trying to get NRHS National President Tony White to attend and speak. Mike Yuhas thought we might have a better chance of getting him here, and also making the banquet work financially, if we offered to host the 2025 NRHS National Fall Conference. That event has not yet been scheduled, and no site has been picked. A typical conference usually comes with a banquet. If that were our banquet, we might get some additional attendees to make the economics work better. There was some concern over whether we were too close to the 2025 National

Convention, which will be in “Indiana and Michigan” in July. The 2024 Convention was in Harrisburg, Pennsylvania, and the Fall Conference was in Wilmington, Delaware. Those are pretty close. There was also some concern over the legal capacity of the banquet hall. Someone said that the Wilmington Chapter made a decent profit from hosting the 2024 fall conference. Mike Yuhas and Ward Wells volunteered to explore that idea with NRHS National.

The eighth agenda item was Chapter participation in local 2025 train shows. Keith started the discussion with a big Thank You to all of those who worked at our booths at Train Fest and the Mad City Show in 2024. The 2025 Mad City Show will be held at the Alliant Energy Center, just off the South Beltway, south of downtown Madison, on the weekend of February 15-16. Ward Wells is coordinating our volunteers. Interested members should e-mail him at wwardw@hotmail.com. Keith Schmidt said he will need a list of names for admission badges 1-2 weeks before the show. Train Fest Milwaukee 2025 will return to State Fair Park in West Allis, and to its “normal schedule.” Not much more is known now, including the exact dates.

The ninth agenda item was “anything else for the good of the chapter. No other issues were raised.

There was no further business to discuss. Keith Schmidt said that he would entertain a motion to adjourn. That was the tenth and final agenda item. Ward Wells made a motion to adjourn. Dan Grudzielanek seconded it. There was no discussion or opposition. All were in favor. Keith Schmidt declared the board meeting adjourned at 7:48 pm.

There was a short informal discussion on the schedule for the upcoming February issue of Sparks & Cinders. It looks like the deadline is headed for Monday, January 20. Earlier submittals are appreciated. Mike Yuhas and others will look for older historical materials that can be posted as PDF files on our Chapter website. The Zoom meeting room closed at 7:59 pm.

Respectfully Submitted
Thomas W. Marcussen
Wisconsin Chapter Secretary