

February 7, 2025—NRHS Wisconsin Chapter Annual Business Meeting Minutes

An agenda was published on our Chapter web site, and e-mail notice of it send to all members on Monday, February 3, 2025. This was our fourth hybrid (in-person and Zoom) formal business meeting. We began recording on Zoom at 7:28 pm.

Welcome, Quorum, and Call to Order

Wisconsin Chapter President Keith Schmidt was presiding from our in-person meeting site at the North Shore Congregational Church in Fox Point. He called the meeting to order at 7:31 pm. There were then 18 in-person attendees in the church basement, and 34 devices in the Zoom meeting room. Keith 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 discuss chapter business, make or second motions, vote or run for office. Subscribers and guests were asked to stand by in silence during the business part of tonight's meeting. A quorum is 5 per cent of the above legal members. We clearly have that. All nine current officers and directors were present. That is by itself a quorum.

Introduction of Current Officers and Directors

Keith introduced out current Chapter officers and directors. Keith Schmidt (in person and presiding) is the current President. Vice President Ward Wells was present in person. Secretary Tom Marcussen was in the Zoom meeting room (the one waving). Treasurer Tara Grudzielanek was present in person. Our four returning Directors are Dan Grudzielanek (in person), Mike Yuhas (also Membership Chair—in Zoom), Neal Wegner (in person), and Ralph McClure (in person). Andrew Roach is currently our fifth director. He is not running for another term. Keith thanked him for his eight years of service on the Wisconsin Chapter board.

Approval of Minutes

The minutes of our last previous formal business meeting—held on Friday, February 2, 2024—are posted on our Chapter Web site. Keith Schmidt asked if there were any questions, additions, or corrections. There was none. Mike Yuhas moved that the minutes be approved as posted. Tom Hoffmann seconded the motion. It was approved by a unanimous show of hands and voice vote.

Treasurer's Report

Treasurer Tara Grudzielanek presented her annual report for 2024:

<u>Balances</u>	<u>January 1</u>	<u>December 31</u>
Landmark Checking	\$3254.58	\$1952.84
Landmark Savings	100.02	2700.21
18-month CD (3.69%-thru 5/16/26)	17,489.14	13,255.30
24-month CD (4.22%-thru 5/15/25)	11,295.92	11,783.30
Heartland Fund—Market Value	95,601.73	110,592.83

Receipts

Membership Dues	\$3144.31
Donations	484.54
Banquet Ticket Sales	1655.15
East Troy Excursion Ticket Sales	1098.49
75 th Anniversary Merchandise Sales	708.49
Checking Account Interest	0.22
Savings Account Interest	0.19
18-month CD Interest	766.16
24-month CD Interest	487.38
Transfer to Savings—75 th Anniversary Float	2600.00
Transfer to Checking—75 th Anniversary Float	2400.00
<u>Temporary Loan Advance</u>	<u>650.00</u>
Total	\$13,994.93

Expenses

Sparks & Cinders—printing, postage, envelopes	\$3430.87
Post Office Box Renewal	182.00
Insurance Premium	680.00
Donation to North Shore Congregational Church (for hosting meetings) (750.00 to church and 75.00 to custodian)	825.00
Trade Show Banner and Table Cover	419.00
Web Hosting / Domain	214.22
Banquet Cost (includes speaker honorarium)	1794.13
75 th Anniversary Merchandise Purchased	1483.00
75 th Anniversary Template	94.95
Polish Center of Wisconsin—Deposit for 2025 Banquet	500.00
Miscellaneous Expenses	19.77
East Troy Excursion	650.00
East Troy Donation	500.00
Transfer from 18-month CD (on maturity—Nov. 14, 2024)	5000.00
<u>Temporary Loan Repayment</u>	<u>650.00</u>
Total	\$16,442.94

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 110 Chapter members and subscribers current through the end of 2025. Mike expressed his appreciation to all of those members who have renewed. They are financially supporting the Wisconsin Chapter. There are some members from 2024 who have not yet renewed. Those memberships expired on December 31, 2024. 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. 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.

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. All officers and directors are required to face re-election every year. All four incumbent officers, and four of the five incumbent directors, are running for re-election. That leaves one director vacancy to fill. All legal members (as defined above) are free to run for any office.

Keith opened the floor to other nominations for officers. He called for nominations twice. There were none. Dave Nelson moved that the nominations for officers be closed, and that the incumbent slate (listed above) be re-elected to another term for 2025. Tom Hoffmann seconded that motion. The motion was approved by unanimous show-of-hands and voice vote.

Keith opened the floor to nominations for the Board of Directors. There are five Director positions. Four incumbent Directors are running for re-election, thus effectively nominating themselves. Keith twice called for additional nominations. There were none. Dave Nelson moved that we close the nominations, declare the four Directors (Dan Grudzielanek, Mike Yuhas, Neal Wegner, and Ralph McClure) who are running for another term re-elected, and go forward with four Directors and one vacancy. Al Lederman seconded the motion. The motion was approved by unanimous show-of-hands and voice vote.

Any legal member (of both National and the Wisconsin Chapter) who is interested in filling the vacant spot on the Board of Directors should contact either Keith Schmidt (at president@nrhswis.org) or Mike Yuhas (at mike@mikeyuhas.org). The Chapter Board would then call a special election at the next regular monthly meeting to fill the vacancy.

Old Business

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

New Business

We are looking for volunteers to staff two new committees.

The Nominating Committee will seek to identify and recruit members for Chapter leadership positions—officers, directors, and committee chairs and members.

The Grants Committee will evaluate requests for the Chapter to support / fund various railroad history preservation projects. They will make recommendations to the Board of Directors.

The Chapter is looking to sponsor up to two Wisconsin-resident attendees at the two 2025 Teen (age 14-18) Rail Camps. We are looking for suitable candidates. We would sponsor them with the assurance that we would pay their \$1575.00 tuition (which includes food, room and board) if they are accepted. Tuition (and our scholarship) does not include the cost of transportation to and from the Rail Camp site. Mike Yuhas is in charge of this effort. He connected with the National Railroad Museum in Green Bay. They are developing a list of suitable candidates.

75th Anniversary Announcements

Our 75th Anniversary Banquet is set for Saturday, October 4, 2025, at the Polish Center of Wisconsin, at 6941 South 68th Street (north of Rawson) in Franklin. The cost and the menu are not yet finalized.

There will probably be a Wisconsin Chapter Day at the East Troy Electric Railroad. That appears to be headed for Saturday, July 19, 2025. That is a regular day of operations, open to the public, with no other special events going on. The regular schedule would be operated with cars that ran in Wisconsin. Regular fares would apply. One ticket is good to ride all day. A Chapter member discount, possibly with a coupon in *Sparks & Cinders*, may be offered. They will probably offer a special photo opportunity, with loading / unloading with a vintage truck, with the newly restored North Shore Line merchandise car, for an extra cost. The day will conclude with a group ride over the line.

We may have a Chapter 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, with a charter bus, in late April or May, before the weather down there gets too hot.

There may yet be an opportunity to fire up Soo Line (1913) 2-8-2 #1003, in Hartford, for a photo charter, with freight cars and a caboose, on the Wisconsin & Southern. There might a cost-sharing opportunity if we act in combination with another event at the Schlesinger Museum in Slinger that is usually held in late June. No date for that event has been set yet.

The second order of 75th Anniversary merchandise (mostly clothing) is in. Our on-line order site, on the Chapter website at nrhswis.org, should be up later tonight. We do not maintain an inventory. Merchandise is embroidered after it is ordered. We try for (do not guarantee) delivery within two weeks of ordering.

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. Dan Grudzielanek 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 8:00 pm.

Announcement

Tom Hoffmann announced that a collection of railroad magazines is available for donation—free of charge—to a good home. These include a full set of *Trains* magazine from 1964 to 2024, and *Fine Scale Modeler* from 1982 to 1994. Interested members should contact either Keith Schmidt (at president@nrhswis.org) or Mike Yuhas (at mike@mikeyuhas.org).

Presentations

Mike Yuhas introduced our presenter Brian Buchanan. Brian recently retired from a 41-year railroad career with the Chicago & North Western, Wisconsin Central, Canadian National, and Fox Valley & Lake Superior (FOXY). He now resides in Green Bay. He is on the Board of Directors of the National Railroad Museum there. He has given us three previous presentations:

- At a Chapter banquet in the 1990s—on the Wisconsin Central
- An introduction to, and history of the set up and startup, of the FOXY
- How he became a railfan—at our movie night on February 2, 2024.

Brian Buchanan took over at 8:05 pm.

Brian started with a brief history of railroad regulation from the founding of the Interstate Commerce Commission (ICC) in 1887. The ICC ended up regulating almost every detail of railroading. Deregulation in 1979-1980 replaced the ICC with the present day Surface Transportation Board. The STB no longer controls rates and detailed operations. They still do control entrance and exit from markets. Any “financially responsible party” seeking to enter the railroad business, and offer service to the public as a “common carrier” must first obtain a “certificate of public convenience and necessity” covering the specific route to be operated, and is then free to either build or buy track on that route. Private industrial operations not offering service to the public are exempt from regulation, regardless of length. A private industrial owner can only serve their own business. They cannot switch anybody else, even one car per year.

The subject of tonight’s presentation was the procedures and regulations governing taking track out of service. There are now four principal ways to do so:

- An embargo is for a temporary suspension of service, such as for storm damage, until the damage can be repaired, temporary closure due to a big construction project, and similar situations.
- A discontinuance stops acceptance of shipments on a line that is then no longer maintained. It is usually applied when business is lost, but might come back again later. A lot of those come from large mine closures. The railroad continues to own the right of way, leaves that track in place, and continues to pay taxes on those assets.
- An abandonment is final and permanent. The railroad route is removed from the government’s railroad maps and database. The railroad company is free to remove the track and sell the right of way. Where the track was constructed on easements with a reversionary clause, the easement reverts back to the property owner and is lost for future railroad or other public use.
- Rail Banking has emerged in recent decades as a hybrid case—between discontinuance and abandonment. The railroad route stays on the government maps and data bases, but

is re-dedicated to temporary use as a public trail. The railroad company is free to remove their track and sell the property to a government entity or other trail operator. Reversionary easements survive the process (as they would otherwise break up the route). Taxes transfer to the new owners. The railroad industry has first right to reclaim the property if it is ever again needed to rail use. That can be politically tricky due to the popularity of trails.

Brian covered other situations that have arisen, such as:

- Conversion to private industrial operation is legally an abandonment, because such operations are unregulated and do not appear on government maps and data bases.
- The State of Wisconsin has the legal first claim on any abandoned routes that come up for sale.
- There have been cases where a trail has had to be re-routed around a part of a rail-banked route that was restored to rail use.

The main body of the presentation ended at 9:10 pm. The question and answer session ran through 9:22 pm.

Your secretary saw a peak of 38 devices connected to Zoom during the presentation. We had almost as many during the business meeting. There were 19 attendees in the physical room in the church basement. After subtracting the two devices in the church basement, total attendance was 55.

Closing Announcements & Discussion Group

There was a late announcement. Tom Hoffmann's next look-back will be 75 Years Ago, focusing on our founding year of 1950, on Friday March 7.

The recording was shut down at 9:23 pm. An informal Zoom chat room discussion followed. That broke up at 9:35 pm.

Respectfully Submitted
Thomas W. Marcussen
Wisconsin Chapter Secretary