

National Model Railroad Association
2013 Midyear Board of Directors Meeting
9 February 2013
Sheraton Galleria, Atlanta, GA
Minutes

- 1) President Charlie Getz, HLM, called the meeting to order at 0908 9 February 2013.
- 2) President Charlie Getz, HLM, asked that all Directors, Officers, Department Managers, and Observers introduce themselves.
- 3) President Charlie Getz, HLM, welcomed the BOD. He reported that the BOD held a caucus on the evening of 8 February 2013.
- 4) There were no proxies.
- 5) The roll was called and with the exception of EDD John Roberts, HLM/MMR, whose doctor advised against his traveling, RAC Director Stephen Priest, MMR, who was not in attendance, and VP Special Projects Bill Kaufman, who was attending to a sick family member, all Directors, Officers and Department Managers were present. There were numerous members from the SER Piedmont Division and the MWR Central Indiana Division in attendance.
- 6) President Charlie Getz, HLM, informed the BOD that EDD John Roberts, HLM/MMR, can not continue in his position due to medical reasons. President Getz has contacted Clark Kooning, MMR, Nominating Committee Chairman, for a suitable replacement. President Getz recommends that current SER President Joe Gelmini, MMR be appointed to fulfill the remaining term of the EDD.

MBOD 13020901 In accordance with Article III, Section 22-B-1 of the Executive Handbook, due to evidence of a medical condition rendering the incumbent unable to serve having been presented, a vacancy exists in the office of Eastern District Director, and that the President having taken such steps as necessary under Article III, Section 22-C of the Executive Handbook to find a suitable replacement and has presented current SER President Joe Gelmini, MMR to fulfill the remaining term of the EDD that CDD Pete Magoun, MMR, moves that the BOD approve the appointment of Joe Gelmini, MMR, to fulfill the remaining term of the Eastern District Director. Seconded by WDD Jack Hamilton, MMR. Passed on voice vote.

- 7) **MBOD13020902** Motion by WDD Jack Hamilton, MMR, to accept the minutes of the July 2012 Annual Meeting in Grand Rapids. Second by ALNAD Miles Hale, MMR. Motion approved by voice vote.
- 8) Due to discussions during the Friday night BOD caucus, it has been recommended that if there is a motion that was included in the Agenda Package that pertains to the topic at hand, that the Motion be addressed at that time.
- 9) There was no correspondence needing care.
- 10) There were no corrections/additions to any reports.

- 11) CFO Frank Koch, HLM, had announced at the Grand Rapids Meeting that the Audit report had been received, but had not yet been reviewed by the Budget and Finance Committee. That review has been completed and CFO Koch has asked that the Audit be accepted. **MBOD13020903** Motion by the WDD Jack Hamilton, MMR, to accept the 2011 Audit as presented. Seconded by PDD Mike Bartlett. Passed on voice vote.
- 12) RAC Director Stephen Priest, MMR, arrives at 0923.
- 13) **MBOD13020904** (Attachment B) Motion by WDD Jack Hamilton, MMR, that remaining copies of the 75th Anniversary Print be placed on sale. Second by ADD Nobby Clarke. A lengthy discussion was held after which ADD Nobby Clarke withdrew his second. No other Director seconded the motion and the motion was withdrawn.
- 14) CFO Frank Koch, HLM, briefs the BOD and answers questions about the budget a brief overview of which follows:
 - a. 2011 Revenue increased because some members took advantage of a multi-year renewal to avoid the dues increase going into effect on Jan 1, 2012. This caused a corresponding decrease in revenue in 2012 but revenue should return to a more normal level in 2013.
 - b. Reported that fund raising for “The Magic of Scale Model Railroading” exhibit to be built at the California State Railroad Museum (CSRM) has reached a significant threshold as we have reached the interim goal of \$250,000 which triggered a matching \$250,000 donation from an anonymous donor. President Charlie Getz, HLM, stressed that fund raising for this very worthwhile project needs to continue as we have not yet raised enough money to built the exhibit but have only raised enough money to trigger the matching donation.
 - c. A lengthy discussion was held on the Life Service Obligation Fund. This fund is used to cover the ongoing expenses of providing membership services to Life Members including copies of the NMRA Magazine. The discussion was about how the fund earns money and how that money is credited to the budget to cover those expenses. The fund is now nearly self-sustaining.
 - d. Reported that fundraising for the Diamond Club continues. Over 22,000 items have been digitally scanned and are now available for download from the NMRA Online Archive website. He stressed that this program has been financed solely through donations and that no member’s dues or subscriptions have been used for this project.
 - e. Reported on the Heart of America Fund. This fund was created by the NMRA and funded with donations from the Mid Continent Region, the Turkey Creek Division, and Gateway Division for a total of \$45,000. The NMRA contributed another \$5,000 giving the fund a balance of \$50,000. The funds are used as seed money for special projects so as not to affect the cash flow of the NMRA itself. The money was provided with the understanding that initial proceeds from funded projects would be used to replenish the fund up to its original amount and that any profits beyond the \$45,000 could be used at the discretion of the NMRA. The current fund has \$30,000 in cash in \$20,000 in inventory.
 - f. Reported that the Annual Audit should be sometime in late March.
- 15) **MBOD13020905** Motion by the WDD Jack Hamilton, MMR, that the budget be accepted as published. Seconded by CAND Fred Headon, MMR. Passed by voice vote.

- 16) **MBOD13020906** (Attachment C) Motion by WDD Jack Hamilton, MMR, to set policy on posting of the budget on the NMRA website. Seconded by ALNAD Miles Hale, MMR. Passed by voice vote.
 - 17) **MBOD13020907** (Attachment D) Motion by CDD Pete Magoun, MMR, to amend Sections S1-S3 of the Executive Handbook as of February 1, 2013 superseding all previous revisions, which are now obsolete. Seconded by ADD Nobby Clarke. Passed on voice vote.
 - 18) The Meeting was recessed at 1020.
 - 19) The Meeting reconvened at 1030.
 - 20) A discussion had been held at a previous meeting pertaining to requests to revisit the policy on filming or otherwise recording clinic presentations at the National Convention. RACD Stephen Priest, MMR, and Communication Director Gerry Leone, MMR, were to review proposed action to put the clinics on line with limitations on access to members only, and later, after a reasonable time, to the public. Due to the recent resignation of Communications Director Leone, no progress has been made on this issue.
 - 21) **MBOD13020908** (Attachment E). Motion by WDD Jack Hamilton, MMR, to setup a NMRA Surplus Sales Program. Seconded by EDD Joe Gelmini, MMR. Motion passed on voice vote.
 - 22) Canada President Clark Kooning, MMR, gave a report on providing the Annual NMRA Calendar to NMRA Canada Members. For a number of reasons, this project will not be pursued at this time.
 - 23) ALWWD Tony Koester, DSA, reported on the progress of the Training & Education Department Program Committee due to the absence of Committee Chairman Jim Six. The Michiana Division is holding a convention in April and will be using the techniques developed by the committee. Chairman Six will report the results at the Annual Meeting. Due to the fact that ALWWD Koester will be leaving the BOD prior to the Annual Meeting, CDD Pete Magoun, MMR, will be taking his place on the committee.
 - 24) President Charlie Getz, HLM, reported on the progress of the Executive Handbook Review Committee. He reported that the EHB will be split into two sections. The first being the “corporate” issues of an international non-profit organization. The second section will be a “How-To-Manual” which will cover Policies and Procedure.
 - 25) A discussion was held on the procedure for submitting a petition to be a By Petition Candidate for an elected National position. This item will be revisited during the EHB review.
 - 26) Steve Studley, Superintendent of the Central Indiana Division, gave an excellent presentation for his division’s proposal to hold the 2016 NMRA Convention in Indianapolis, IN from July 3,-10 2016. After the presentation, all visitors and the presenters were asked to leave the meeting while the proposal was discussed.
- MOTION 13020909** Motion by ALNAD Miles Hale, MMR, to award the 2016 NMRA Convention and Train Show to the Central Indiana Division to be held in Indianapolis, IN utilizing the Westin Hotel and the Convention Center, subject to negotiations. Seconded by WDD Jack Hamilton, MMR. Passed on voice vote.

All visitors and the presenters were invited back into the meeting room where the members of the Central Indiana Division were commended for their presentation and told that their proposal had been accepted.

- 27) The BOD went into Executive Session at 1145. Anyone who was not a BOD member or Corporate Legal Counsel was directed to leave the meeting room.
- 28) The BOD asked that all Officers and Department Heads return to the meeting room at 1355.
- 29) The BOD invited all visitors to return to the meeting room at 1410.
- 30) The Board of Directors recently learned of conduct by the North American At Large Director that violated Article III, Section 22, subparts b, subparagraphs 2 and 4. A hearing was conducted and the Board voted to declare a vacancy of the position.
- 31) President Charlie Getz, HLM, led a discussion on the Hasea Memorandum of Understanding. **MBOD13020910** Motion WDD Jack Hamilton, MMR, to continue the MOU but remove the requirement for annual renewal and replace it with an annual report. Seconded by CAND Fred Headon, MMR. Vote was 7/0/1. Motion passed.
- 32) Marketing Department Chairman Page Martin led a discussion on his marketing program since the Grand Rapids Meeting.
 - a. Walthers has been including a tri-fold flyer in their mailings. This has resulted in 55 new members.
 - b. There were to be Modeling Awareness displays in LA, DC, and NY during the month of November. This program was cancelled due to Hurricane Sandy.
 - c. He is slowly incorporating Constant Contact, LinkedIn, and Pinterest into his marketing plan with Constant Contact coming online soon after he returns home from the meeting.
- 33) WDD Jack Hamilton, MMR, led a discussion on the Strategic Plan Update. A standing Strategic Plan Committee will be established. There will be many surveys to various groups to help steer the committee. Some of the issues they are examining at this time are listed below:
 - a. Little conformity or continuity within the organization.
 - b. The belief that the membership is not well served.
 - c. Loss of effectiveness in fund raising opportunities.
 - d. Poor overall communications.
 - e. Unacceptable number of hidden officials.
- 34) Howell Day Museum Chairman Allen Pollock, HLM/DSA, reported that \$250,000 has been pledged to support "The Magic of Scale Model Railroading" exhibit at the California State Railroad Museum. This triggers the matching \$250,000 anonymous donation. The committee will be meeting on 10 February and later proceeding up to HQ to prepare surplus items for sale.
- 35) Honors Committee Chairman Allen Pollock, HLM/DSA, asked that if anyone knows of anyone that is deserving of any of the NMRA Honors, that they should contact him with their name, award they believe they are eligible for, and justification for awarding them it to them.
- 36) The meeting recessed at 1500.

- 37) The meeting reconvened at 1520.
- 38) President Charlie Getz, HLM, led a discussion on the Membership List Usage.
Currently, this list is controlled by the Secretary who convenes a committee to examine any requests for the list. This probably will not remain a secretarial duty.
- 39) WDD Jack Hamilton, MMR, led a discussion on a Membership Discount Program with businesses that offer goods and services that members use to pursue the hobby. The discussion related to what the organization can offer the business in return. The following items were discussed:
- a. Trade show booth space.
 - b. Magazine ad space.
 - c. Website sponsor link.
- 40) Marketing Department Chairman Page Martin discussed his eBay Donations Proposal. The BOD determined that the proposal did not need BOD approval and directed him to proceed with the proposal
- 41) **MBOD13020911** (Attachment F) Motion by WDD Jack Hamilton, MMR, to realign duties within various departments of the NMRA and to form a Marketing Department. Seconded by ADD Nobby Clarke. Motion passed by voice vote.
- 42) **MBOD13020912** (Attachment G) Motion by WDD Jack Hamilton, MMR, to set policy for BOD Meeting Minutes approval and posting to website in a timely manner. Seconded by ADD Nobby Clarke. Motion passed by voice vote.
- 43) **MBOD13020913** (Attachment H) Motion by ALWWD Tony Koester, DSA, to develop a Professional Railroaders Award that recognizes the ongoing contributions of professional railroaders to the hobby of scale model railroading. Seconded by ADD Nobby Clarke. Motion passed by voice vote.
- 44) **MBOD13020914** (Attachment I) Motion by WDD Jack Hamilton, MMR, proposing sale of 75th Anniversary Prints. Seconded by PDD Mike Bartlett. Motion passed by voice vote.
- 45) SECY John Stevens introduced SER Piedmont division member Rick Coble as a candidate for the position of Assistant Secretary.
- MBOD13020915** Motion by WDD Jack Hamilton, MMR, to appoint SER Piedmont Division member Rick Coble as Assistant Secretary. Seconded by CDD Pete Magoun, MMR. Motion passed with 8 voting yes and 0 voting no.
- 46) A discussion was held on the eBulletin. We will be launching our Constant Contact program soon after the meeting concludes. Once that is up and running, we will start the eBulletin which is a communications tool that will replace the Infoblast.
- 47) IT Department Chairman Ben Sevier led a discussion on the IT consolidation.
- a. The website is a living thing needing constant updating. At some point, the leadership team will be given access to update the sections of the website that relate to their area of responsibility.
 - b. There is a web team in place but they are always looking for more qualified members.

- c. Looking into moving the website to a new web hosting service that will include secure emailing for the Leadership Team.
 - d. Examining organization called TechSoup which is a place where national corporations post software which is available for purchase by non-profit corporations at reduced cost.
- 48) Nominating Committee Chairman Clark Kooning, MMR, made a presentation on current voting procedures. He would like to see a Canadian collection point for the ballots as was recently done for the Atlantic District and the Pacific district. He also touched on some issues with electronic voting. He should have an update to the EHB ready for the Annual meeting in July.
- 49) Marketing Department Chairman Page Martin gave a presentation on future marketing programs to include:
- a. Hobby marketing programs with businesses such as Walthers, Trainworld, and Caboose Hobbies.
 - b. Expanding social media such as podcasts.
 - c. Refer a friend. Get a friend to join the NMRA and you get rewarded for it.
 - d. The use of QR codes in the NMRA Magazine.
 - e. A “Build a Memory” program with the big box stores instructing on techniques of putting up Christmas Trains.
 - f. National Model Railroad Month.
- 50) President Charlie Getz, HLM, led a discussion on improving the glacial pace of adopting change within the organization. There are many initiatives coming up that are good for the hobby but probably will not be well accepted by the membership.
- 51) **RBOD13020901** Board approved a Resolution in recognition of the service of Atlantic District Director Nobby Clarke. .
- 52) **RBOD13020902** Board approved a Resolution in recognition of the service of At Large World Wide Director Tony Koester, DSA.
- 53) **RBOD13020903** Board approved a Resolution in recognition of Past NMRA President and retiring Eastern District Director John Roberts, HLM/MMR.
- 54) Discussions were held on the following topics:
- a. Committee assignments
 - b. SIG communications
 - c. Membership responses to queries.
- 55) Meeting and Trade Show Chairman Jim Lupfer led a discussion on some of the issues he has to deal with when trying to setup the Annual Convention. These include but are not restricted to the following:
- a. Rotation Process. The current process of rotating to certain areas of the country restricts the possibility of a region hosting in celebration of a milestone for that region...i.e.50th Anniversary.
 - b. Convention date requirement. As an example, the Australian Region is interested in someday holding the Annual Convention but the current date requirements would have the convention in the dead of winter which is not a very good time of year for them.

MBOD13020916 Motion by Pacific District Director Mike Bartlett to waive the Convention Rotation Policy and Date Policy to allow more organizations to hold the Annual Convention. Seconded by ADD Nobby Clarke. Motion passed by Voice vote.

56) President Getz, MMR, presented President's Awards to outgoing ADD Nobby Clarke and ALWWD Tony Koester, DSA, and thanked them both for their long and distinguished service to the NMRA.

57) Motion to adjourn in honor of Past President and Eastern District Director John Roberts, HLM/MMR (MER), in memory of Lt. Cdr. John M. Baker, USN (MER) John Baker (AR), and Jim Long (PCR). Moved by ALWWD Tony Koester, DSA. Seconded by ADD Nobby Clarke. Motion passed by voice vote.

58) Meeting adjourned at 1740.

Respectfully Submitted
John Gardner Stevens, III
Secretary

Attachments

- A Abbreviations used in these Minutes
- B Text of **MBOD13020904** 75th Anniversary Print Sale
- C Text of **MBOD13020906** Policy to post Budget to website
- D Text of **MBOD13020907** Revision to EHB Section S1-S3
- E Text of **MBOD13020908** Surplus Sales Program
- F Text of **MBOD13020911** Formation of Marketing Department
- G Text of **MBOD13020912** Approval and posting of BOD Meeting Minutes
- H Text of **MBOD13020913** Professional Railroaders Award
- I Text of **MBOD13020914** Sale of 75th Anniversary Prints
- J Text of **RBOD13020901** Resolution Honoring ADD Nobby Clarke
- K Text of **RBOD13020902** Resolution Honoring ALWWD Tony Koester
- L Text of **RBOD13020903** Resolution Honoring Past President and EDD John
Roberts
- M Text of Revision to EHB Section S1-S3

ATTACHMENT A

ABBREVIATIONS USED IN THESE MINUTES

ADD	Atlantic District Director
ADM	Administration Department Manager/Chief Administrative Officer
ALNAD	At-Large North America Director
ALWWD	At-Large Worldwide Director
ASST SECY	Assistant Secretary
CAND	Canada Director
CDD	Central District Director
CFO	Chief Financial Officer
COMMD	NMRA Communications Director
COUNSEL	NMRA Legal Counsel
DSA	Distinguished Service Award
EDD	Eastern District Director
EDUCDM	Education Department Manager
FA	Fellow Award
FRDM	Fund Raising Department Manager
HCC	Honors Committee Chair
HDMCC	Howell Day Museum Committee Chair
HLM	Honorary Life Member
ITDM	Information Technology Department Manager
KMLM	Kalmbach Memorial Library Manager
MAPDM	Marketing, Advertising & Promotions Department Manager
MMR	Master Model Railroader
MSPDM	Membership Services & Promotion Department Manager
MSTDM	Meetings & Trade Shows Department Manager
PDD	Pacific District Director
PDM	Publications Department Manager
PREZ	President
RACD	Regional Advisory Council Director
SECY	Secretary
SCDM	Standards & Conformance Department Manager
VP-ADMIN	Vice President - Administration
VP-SPEC PROJ	Vice President – Special Projects
WDD	Western District Director

Attachment B

Agenda Motion # _____

Meeting Minutes Motion # **MBOD13020904**

Motion for Regulations Article _____ Paragraph _____

Motion for EHB Section _____.____ Paragraph _____

Motion for Policy _XXX_____

The Western District Director moves...

That remaining copies of the 75th Anniversary Print be placed on sale and advertised for the price of sixty (60.00) dollars each. The print should be offered to the general public including consideration for online sales.

Current version:

Not applicable

Revised Version:

Not applicable

Rationale:

This summer will mark the three year point for the offering of the prints for sale. Under normal circumstances, the remaining prints would be written off as a loss for the Association. The CAO and CFO have been making a very determined effort to reduce our inventory of unsold good on hand to zero. The print should be included in that effort.

Action:

Motion was withdrawn.

Attachment C

Agenda Motion # _____

Meeting Minutes Motion # **MBOD13020906**

Motion for Regulations Article _____ Paragraph _____

Motion for EHB Section _____ Paragraph _____

Motion for Policy XXX

The Western District Director moves...

(District Name)

That, as a matter of policy, to better inform the membership of the financial status of the Association, information that they should have ready access to, the past year and current year budget information be posted on the NMRA web site. The posting should include the prior year approved budget and actuals and the current year approved budget. The posting should also include such explanatory notes as may be necessary for understanding the budget entries. In addition, the annual Audit Report should be posted after adoption by the Board of Directors.

Current version:

Not applicable.

Revised Version:

Not applicable.

Rationale:

A continuing issue of discussion and some contention amongst active members is the financial status of NMRA and support of local divisions. There is an ongoing perception that NMRA HQ is either spending funds on “nice to have things” for somebody else or just plain holding money back from divisions. A clear understanding of the finances of the Association would go a long way toward answering those concerns. The membership has every right to receive proper information on the financial operation of their Association.

Action:

Motion passed.

Attachment D

Agenda Motion # _____

Meeting Minutes Motion # **MBOD 13020907**

Motion for Regulations _____

Motion for EHB Section S1-S3 Paragraph _____

Motion for Policy _____

Motion:

The Central District Director moves that Sections S1-S3 of the Executive Handbook be amended as of February 1, 2013, superseding all previous revisions, which are now obsolete. A revised Section S1-S3 is attached.

Rationale:

There is an overall effort to streamline, simplify, and clarify the Executive Handbook. Section S, Financial Policy, Travel and Room Reimbursement Policy, and Investment Policy is the first section to have been modified. The revisions protect responsible and prudent fiscal management while affording flexibility and accountability. The changes are consistent with the previous policy, simplify processes and provide clarity on roles and responsibility. The revision also eliminates several sections that had been added to address specific previous unusual situations. Some parts of the previous policy were not manageable.

In the business world, policy sets the broad expectations for behavior, processes and procedures define application of the policy. Policy does not address every possible situation nor deal with specific special case situations. Policy is generally written broadly so that it can be satisfied with common sense. Policy defines a mechanism for exceptions.

As part of the 2014 Budget Process, the President will prepare a list of which Director, officer, or department head will attend which region convention and which, none or some, will be attended at NMRA expense. It is expected that home region attendance will not be reimbursed by NMRA, each region will be attended at least every other year, and there will be virtually no overlap of NMRA paid attendance. It will be expected that the representative will be an active participant in the BOD and member meetings and will report issues and/or solutions to the President.

It is recommended that this single change of the EHB be approved so that we can be operating under it rather than continue to operate under the previous policy.

The Secretary will correct the header and footer on each page and section designations to be consistent with the EHB style.

Action:

Motion Passed. Actual revision shown in Attachment M.

Attachment E

Agenda Motion # _____

Meeting Minutes Motion # **MBOD 13020908**

Motion for Regulations Article _____ Paragraph _____

Motion for EHB Section H Paragraph 3.1

Motion for Policy xxx

The Western District Director moves...

That, as a matter of policy, all material donations to the NMRA, regardless of source or the intended end disposition identified by the donor, shall be properly surveyed for appropriate disposition, including disposal by sale. The program established by this policy shall be the NMRA Surplus Sales program. The following basic parameters shall define the execution of this program:

1. Donations specifically made to the Howell Day Museum are not subject to the conditions of this policy.
2. Any item considered appropriate for public sale, shall be offered first to the membership exclusively for a period of thirty (30) days.
3. Any item not liquidated through offering to the general membership shall be offered for public sale through eBay, Craigslist or similar.
4. The NMRA Surplus Sales program shall be financially self supporting with all reasonable costs of the program being covered by sales revenues.

Current version:

Existing Language related to the motion

2. Material and funds offered to the NMRA shall only be accepted unconditionally unless the donor's written condition(s) is (are) approved by the Executive Committee.
3. Legal Counsel has advised that any material contributions may be sold. Funds from such sales and any monetary donations may be used for any NMRA purpose except when the donation was made to a specific fund- raising target. Library donations and funds will be used for Kalmbach Memorial Library purposes only. Museum donations and funds will be used only for Howell Day Museum purpose.

Revised Version:

As written. The proposed policy is added to Section H

Rationale:

A well documented donation processing procedure and an effective surplus liquidation program is a positive incentive for members to make estate donations to NMRA.

The current NMRA Policy regarding donations of material items implies the liquidation of received assets through sale. The policy does not provide a formal effort to survey received items to determine a proper disposition. The existing policy does not provide a reasonable methodology for disposition that will be beneficial to members and the NMRA, in general. There is a high probability that, lacking clear policy direction, the inventory of donated items will grow, remain stagnant, and result in additional cost to NMRA for storage and insurance. There is also an increased probability that items of historical value will be overlooked or not properly recognized and transferred to that application. When items are determined to be surplus, there is a tangible benefit to members to have the opportunity to purchase those items at discount. Finally, the excess revenues resulting from surplus sales need to be properly applied to NMRA priorities and not simply consumed as part of the General Fund.

Action:

Motion passed.

Attachment F

Agenda Motion # _____

Meeting Minutes Motion # **MBOD13020911**

Motion for Regulations Article VI Paragraph Various

Motion for EHB Section _____.____ Paragraph _____

Motion for Policy

The Western District Director moves that the Marketing Department be created from the current Media, Advertising, and Promotion Department, Membership Services and Promotion Department, and selected duties from other departments as may be appropriate.

That the Membership Services Department and the Media, Advertising, and Promotion Department be deleted, with all duties and responsibilities not specifically to the Marketing department be assigned elsewhere in the NMRA organization. That the personnel and assets of the transferred functions shall move with the responsibility assignments. Assimilation of new functions and reorganization to complete those functions shall be a responsibility of the appropriate Department managers.

That the current year budget be revised to recognize the reassignment of responsibilities and assets and to provide for newly created Marketing Department and new responsibilities created under that department.

Current version:

11. The **Media, Advertising, and Promotion Department** shall consist of a Manager and chairs of such various related committees as the Manager may deem necessary. The Department is responsible for promoting the Association and the hobby to members and non-members alike.

12. The **Membership Services and Promotion Department** shall consist of a Manager and of the chairs of such various related committees as the Manager may deem necessary. The Department shall be responsible for recruiting and retaining the membership of the Association and shall manage programs designed to provide a direct benefit to the members and perform such other duties as established by the Board of Directors.

Revised Version:

To be determined.

Rationale:

The creation of a true Marketing Department is sufficient rationale to reorganize our department structure to place all marketing related activities, duties, and responsibilities under that department. The current fragmentation of those marketing related responsibilities would be contrary to the overall objective a Marketing Department.

Action:

Motion passed.

Attachment G

Agenda Motion # _____

Meeting Minutes Motion # **MBOD13020912**

Motion for Regulations Article _____ Paragraph _____

Motion for EHB Section _____ Paragraph _____

Motion for Policy XXXX

The Western District Director moves...

That as a matter of policy the minutes of a meeting of the BOD shall, within the bounds of reason, be posted on the NMRA web site not later than forty-five (45) days after completion of the meeting. To achieve that objective, the following time table is effective

1. Draft minutes distributed to Board not later than twenty (20) days following the meeting
2. Any and all corrections to the minutes to be submitted not later than ten (10) days after initial distribution
3. Final draft minutes to be distributed to the Board not later than five (5) days after the end of the review period
4. Final Board voting for approval to be completed not later than five (5) days after distribution of the final draft.

The secretary shall include the end date for each phase of the process with each distribution of the minutes. The distribution of the final draft shall be considered as a motion for approval by the Lead Director.

Current version:

Not applicable

Revised Version:

As moved

Rationale:

There is no reason for delay in adoption and/or approval of the minutes of a meeting. The publication of the minutes allows the entire membership to understand what actions are being carried out and or considered by the Board so they may more actively participate in the business of the association. The primary purpose of reincorporation in the State of Missouri was to allow conduct of business by electronic means. Approval of the minutes is a clear case of the proper exercise of the electronic meeting capability.

Action:

Motion passed.

Attachment H

MOTION MBOD13020913

January 25, 2013

The At-Large Director, Worldwide, moves that the NMRA shall establish an annual award to be presented at the NMRA National Convention that recognizes the ongoing contributions of professional railroaders to the hobby of scale model railroading.

Rationale:

The term “scale model railroading” implies more than a simple adherence to the physical size and appearance of our models of full-size railroad equipment and the supporting infrastructure. Ideally, our knowledge of railroad practices and procedures comes directly from those who have worked as professional railroaders. This award will serve to recognize professionals who have contributed over the long term to our ability to understand and apply the principles and procedures they employ to move passengers and freight within the international rail network.

Action:

Motion passes. ALWWD Koester to provide definition and criteria for award.

Attachment I

Agenda Motion # _____

Meeting Minutes Motion # **MBOD13020914**

Motion for Regulations Article _____ Paragraph _____

Motion for EHB Section _____.____ Paragraph _____

Motion for Policy _XXX_____

The __Western District Director moves...

That remaining copies of the 75th Anniversary Print be disposed of in such manner as may be in the best interest of the membership to include sale, award as incentive, or similar.

Current version:

Not applicable

Revised Version:

Not applicable

Rationale:

This summer will mark the three year point for the offering of the prints for sale. Under normal circumstances, the remaining prints would be written off as a loss for the Association. The CAO and CFO have been making a very determined effort to reduce our inventory of unsold good on hand to zero. The print should be included in that effort.

Action:

Motion passed.

Attachment J

Text of RBOD13020901

Resolution to honor ADD Nobby Clarke

Whereas Nobby Clarke has served as Atlantic District Director of the NMRA for eight years,

And Whereas Nobby has expended extraordinary hours of effort on behalf of the membership in the discharge of his duties as Director,

And Whereas he has sacrificed his personal and hobby "life" in service to the NMRA,

And Whereas that service has been distinguished and has materially advanced the mission of the NMRA

Now, Therefore, The Board of Directors of the NMRA hereby acknowledges and expresses its appreciation for the many contributions of Nobby Clarke to the NMRA.

Resolution approved by unanimous vote of the NMRA Board of Directors, February, 09, 2013.

Attachment K

Text of RBOD13020902

Resolution to honor ALWWD Tony Koester

Whereas Tony Koester has served as At Large World Wide Director of the NMRA for eight years,

And Whereas Tony has expended extraordinary hours of effort on behalf of the membership in the discharge of his duties as Director,

And Whereas he has sacrificed his personal and hobby “life” in service to the NMRA,

And Whereas that service has been distinguished and has materially advanced the mission of the NMRA

Now, Therefore, The Board of Directors of the NMRA hereby acknowledges and expresses its appreciation for the many contributions of Tony Koester to the NMRA.

Resolution approved by unanimous vote of the NMRA Board of Directors, February, 09, 2013.

Attachment L

Text of RBOD13020903

Resolution to honor Past President and EDD John Roberts

Whereas John Roberts has served as Past President and Eastern District Director of the NMRA for many, many years,

And Whereas John has expended extraordinary hours of effort on behalf of the membership in the discharge of his duties as President and Director,

And Whereas he has sacrificed his personal and hobby “life” in service to the NMRA,

And Whereas that service has been distinguished and has materially advanced the mission of the NMRA

Now, Therefore, The Board of Directors of the NMRA hereby acknowledges and expresses its appreciation for the many contributions of John Roberts to the NMRA.

Resolution approved by unanimous vote of the NMRA Board of Directors, February, 09, 2013.

Attachment M

This attachment is the actual revision of Sections S1-S3 as submitted by CFO Koch and accepted by the BOD.