NMRA Mid-West Region Board of Directors

Meeting Minutes for May 5, 2024

The Meeting was called to order by President Bob Mcgeever at 10:30 a.m. (EDT). Secretary Connie Coy called the Roll.

<u>Members present</u>: Bob McGeever, Connie Coy, Steve Studley, Jim Landwehr, John Coy (Proxy for Robert Perry), Jim Osborn, Denis Zamirowski (Proxy for Mike Hirvela), Michael Roderick, Prescilla Roderick, John Poray, David Mashino, Art Dawson, Jr., Gary Baker, Dan Banks, Mike Lehman, Ron Johnson, Rod Thomson (Proxy for Greg Bueltmann), Keith Thomsen

<u>Members absent</u>: Phillip Burnside, Ron Sharping, Mike Hirvela, David Lieder, Thomas Ose, Robert Perry, Alex Schneider, Burnell Breaker, Paul Hillmer, Greg Bueltmann

Guest: Marty Hendrickx

Bob McGeever welcomed the newly elected Directors at Large to the Meeting.

- 1. The Minutes of the November 2023 meeting were presented for approval.

 Dave Mashino moved to approve the minutes; seconded by Prescilla Roderick. Motion carried.
- 2. Committee Reports were presented for Discussion
- a.) Steve Studley and Dan Banks reported on the Convention, saying it was well received, had good space for the presentations and layouts. A profit is expected from the show. New NMRA Members are expected as a result of this show as well.
- b.) It was proposed that the MWR not hold a convention in 2025 and instead be held with Trainfest as in the past. Moved by Dave Mashino, seconded by John Poray. Discussion that the 2026 Convention be held in the second weekend of November 2026 along with Trainfest. It was suggested that this be done with the collaboration of a group of MWR Divisions from Wisconsin.

Dan Banks has created a guide to help those planning that convention.

Motion carried.

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- c.) Steve Studley reported that the Nominating Committee will be preparing a slate of candidates for the 2025 Election with the vote occurring in January 2025. Slate for President, Vice President and 3 Directors at Large will be provided in early November.
- d.) Jim Landwehr noted that his AP reports are posted quarterly in the Waybill. He noted that he wants all AP SOQs to go through the Division AP Chairs who will verify for completeness and legibility and sign off on them before sending them to the Region AP Chair. Further, the AP SOQs are being put on the internet in a format that can be filled out online and sent to the Division AP Chairs. This information was well received by the BOD.

With no other discussion of Committee reports, Dave Mashino moved to accept the Committee Reports and have them placed in the record; seconded by John Poray. Motion carried.

- 2. Director at Large reports were presented. Dave Mashino moved to accept DAL reports and place them on file; seconded by John Poray. Motion carried.
- Division Director reports were presented. Dave Mashino moved to accept Division Director reports and place them on file; seconded by John Poray.
 Motion carried.
- 4. Officer Reports were presented.
- a.) Bob McGeever stated that the RAC meetings were poorly attended in person in recent years and have now gone to using ZOOM with great success in member participation. He also stated that train shows are a great way to promote the hobby and grow the NMRA.
- b.) Keith Thomsen resigned after 11 years' service as Treasurer of the Region, effective June 1, 2024. He will assist whoever succeeds him in the transition. The Board thanks him for his service to the region.

Dave Mashino moved and John Poray seconded that Officers reports be accepted and placed on file. Motion carried.

5. Old Business:

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- a.) Bob McGeever announced that Marty Hendrickx has become the Illinois Business agent for the MWR D&O.
- b.) Jim Osborn requested acceptance of the election results. Prescilla Roderick moved to do so; seconded by John Poray. Motion carried.
- c.) Jim Osborn also requested that the election paper ballots be destroyed. Gary Baker moved to destroy the ballots; seconded by Dave Mashino. Motion carried.

6. New Business:

- a.) Jim Osborn requested the Region pay for the Constant Comment contract be renewed at a cost of \$700 due June, 2024. John Poray moved; seconded by Dave Mashino to approve the expenditure. Motion carried.
- b.) Jim Osborn presented a plan to change the webhost to Hostinger. He stated that the Fox Valley Division will split the cost, paying half of the contract fee. Dave Mashino moved for the MWR spend up to \$1200 for the webhost with FVD paying one half of the contract fee. John Poray seconded.

After discussion, the Motion carried.

c.) Bob McGeever presented information about Trainfest. Trainfest 2024 is not an NMRA sponsored event. Beginning inn 2025, the NMRA will resume sponsorship of Trainfest and will celebrate the NMRA's 90th anniversary. Trainfest will return to its former location at the State Fairgrounds in Milwaukee, Wisconsin. It will be a family event and train show and will be made an event that will be fun for those Divisions who work to host the show.

Going forward Trainfest will be held the second weekend of November.

- d.) Bob McGeever also gave an update on the WISE Division. The Wise Division will be applying for reinstatement at the 2024 Fall MWR Board Meeting.
- e.) Bob McGeever suggested that all future MWR Board meetings be held via ZOOM, just as the RAC is now doing. Sunday is problematic for many, so he suggested we move to the first Saturday in April and the first Saturday in November, beginning at 10:00 a.m. to 12 Noon (Central Time). The Executive Committee will check bylaws and make any changes required. Dan Banks moved to change MWR BOD meetings to ZOOM meetings held the first Saturdays of April and November; seconded by Gary Baker. Motion carried. f.) Other:

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- 1.) Denis Zamirowski suggested that planners of future tours of train yards, buildings, etc. be certain to check with the hosts to make certain that visitors can move safely over tracks.
- 2.) Ron Johnson wanted future model judging to be separate from displays at conventions. He also suggested that the contest be held again.
- 3.) Gary Baker discussed how the IVD is now 60 years old. He said that at the Springfield Show the IVD provided a portable layout for children to run, which was never without eager children to run it. He sees this as a great way to promote the hobby among younger people. Dan Banks also states that the CID has been offering display shows in local libraries with great success in attracting younger families into the hobby.
- 7. <u>Set Date, Time for next MWR BOD Meeting</u>: Bob McGeever stated that the next MWR BOD meeting will be via ZOOM on November 2, 2024 at 10:00 a.m. to Noon (Central Time).
- 8. <u>Adjourn</u>: There being no other business, John Poray moved that the meeting be adjourned; seconded by Dave Mashino. Motion carried.

Respectfully submitted,

Connie Jones Coy

Connie Jones Coy, MWR Clerk/Secretary

Item	4
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To: Board of Directors

From: John Robert Coy, Clinic Clearing House

Date: October 2024

Subject: Clinic Clearing House (my third report in this position)

I am actively in the process of learning who has what clinics and compiling a Master List.

I plan to add significantly to this list by attending the National Convention in Novi, MI. 2025

To: Board of Directors

From: Daniel Banks Date: 10/19/2024

Subject: Convention Chairman Report

Activities since Last Board Meeting

The MWR will not hold a 2025 regional convention due to the proximity of the National in Novi.

I was approached by Fred Soward, the Central Director, about holding another multi-regional convention in 2027. I have looked around at locations, including those in the MCR. Last weekend I was at the Lakota Train Show in Div 7 of the MCR and spoke with board members. They are planning a 2027 regional convention. I offered the assistance of the MWR as a partner. I have not yet heard anything back.

I have also had multiple indications that the Thousand Lakes region would be interested in a joint venture. Thomas Gassior has been supplied as the eager contact. I am open to a 2026 event if any division in the MWR would like to be a host location although we would have to get started quickly. I am also open to a 2027 venture if things with MCR Div 7 do not work out.

To: Board of Directors

From: Jim Osborn, Election Committee Chairman

Date: October 5, 2024

Subject: Election Committee Report

Activities since Last Board Meeting

1) Destruction of the ballots from the last election per BoD approval.

2) Updated the Election Webpage

Planned Activities

- 1) Create the election ballot after the BoD approves the candidate slate at the November 2024 BoD meeting per the Election Committee Policy and Procedure. The ballot will be in both "paper" form for the *Waybill* and as an e-ballot as specified in the Election Policy & Procedure.
- 2) Forward the "paper" ballot and voting instruction for on-line voting to the *Waybill* editor for inclusion in the winter *Waybill* and launch the on-line e-ballot form.
- 3) Receive and count the ballots after the forthcoming election and prepare the Election committee report for the next BoD meeting.

To: Board of Directors

From: Jim Osborn, Internet Committee Chm.

Date: October 5, 2024

Subject: Internet Committee Report

Activities since Last Board Meeting

Made updates to the MWR web site per requests from National, the Region & the membership.

- 2) Assisted with the Waybill electronic publishing.
- 3) Posted current PDF versions of the Waybill on the web site.
- 4) Assisted with several miscellaneous Division web site issues and updates.
- 5) Assisted the DuPage division with the population of their mobile friendly web site.
- 6) Assisted the President & Secretary with various web related documents and associated emails.
- 7) Added a MWR Calendar web page to the website
- 8) Continued to support the use of the Constant Contact email application. Currently the Constant Contact Account is shared among the FVD, SCWD, WISE, CID & RRVD as well as the MWR.
- 9) Tended to monthly updates of the MWR email account.
- 10) Moved the web hosting account, domains and site to KnownHost. Less annual expense and more needed resources made it the best choice. Annual expense is \$328.09 shared with the FVD.

Planned Activities

- 1) Continue with the general management and maintenance of the MWR web site and internet activities as appropriate.
- 2) Continue to assist with publishing electronic Waybill notices.
- 3) Support any division web requirements as requested.
- 4) Future expense for the Constant Contact email account is estimated at \$600 due June of 2023.
- 5) Assist the Secretary and President with the use of the Constant Contact application for the region.
- 6) Continue to manage monthly updates to the email data base per inputs from the Membership Chairman.
- 7) Support the upcoming election process.
- 8) Future expenses: JotForm annual expense of approximately \$45/ year due December 11, 2024; Constant Contact annual pre-payment due April 2025 of approximately \$740.00. KnownHost annual server rental approximately \$165/year due July 31, 2025.
- 9) Appropriation approval of the following future annual web related expenses:
 JotForm annual expense of approximately \$45/ year due December 11, 2024 (Electronic election support plus misc. website forms.) Constant Contact annual pre-payment due April 2025 of approximately \$740.00. (Used by FVD, SCWD, WISE, CID & RRVD as well as the MWR.) 1/2 of KnownHost annual web server rental of approximately \$330/year = \$165.00 due July 31, 2025. (Shared with the FVD.) Estimated amount of pre-approval request = \$950.00 plus 10% price increase contingency of \$95.00 for a total maximum of \$1045.00

To: Board of Directors

From: Steve Studley

Date: October 15, 2024

Subject: Long Range Planning

Activities since Last Board Meeting

The 2024 MWR Convention was open to non-members as well as NMRA members. Having the convention open to all allowed us to show the public at large the opportunities that go with an NMRA membership. There were several non-members who attended and became new members.

Planned Activities

Continue to increase MWR's assistance to the region's divisions during the planning and hosting of yearly conventions. The plan is to make it easier for divisions – regardless of the division's size – to host a convention.

Continue to demonstrate membership opportunities to the general public enticing them to become NMRA members. This is accomplished at the Division level, typically at Division meets.

To: Board of Directors

From: Ron Scharping

Date: October 15, 2024

Subject: Membership Coordinator's Report

Activities since Last Board Meeting

Continued to provide membership information to Division membership coordinators on a monthly basis. The monthly report includes a roster, and the following reports as appropriate: 30 days past due on renewal, 60 days past due on renewal, new members, renewed members, rerailed members, members subscribing to the *Waybill* in the current month, deceased members, and change of address.

Provided an interface to National in the updating of membership records; address, phone, zip code, and email address changes.

Maintained a table of Region members who have "opted-out" of a printed Waybill.

Maintained a table of Division zip codes.

Continued working with the Region Constant Contact Coordinator to synchronize the Region Constant Contact list and the National database email addresses.

Provided the *Waybill* editor with mailing addresses for those NMRA members receiving a printed copy of the *Waybill*. Managed a "postage due" account with the Post Office to facilitate handling of undeliverable *Waybills*.

Planned Activities

Continue the above. As an early warning, I intend to resign from this position, after over 20 years of service, in June of 2025. Bob Landwehr will be assuming this position. Thank you, Bob.

Region Membership Data



Date		1	2	3	5	6	7	9	10	11	15	Out of Region	Grand Total
8/31/20	Region	46	40	40	31	80	9	59	16	66	32	224	643
4/30/21	NMRA	150	131	104	92	217	21	177	76	179	65	182	1394
4/30/21	Region	59	49	42	32	91	11	67	21	67	33	182	654
9/30/21	Region	58	51	42	34	93	11	66	21	71	37	149	633
9/30/21	NMRA	141	137	106	90	219	20	173	76	179	68	149	1358
12.31/22	Region	46	42	38	29	76	11	62	19	62	25	141	551
12.31/22	NMRA	139	134	111	88	218	20	173	77	183	68	141	1352
3/31/22	Region	60	55	47	33	96	11	74	25	76	38	143	658
3/31/22	NMRA	137	140	114	87	217	20	171	77	181	69	143	1356
8/31/22	Region	61	53	45	32	102	11	77	23	85	40	181	710
8/31/22	NMRA	139	137	108	88	213	23	170	66	179	70	181	1374
3/31/23	Region	65	51	49	32	103	11	86	24	79	34	192	726
3/31/23	NMRA	139	134	112	89	213	20	167	64	163	59	192	1352
9/30/23	Region	64	50	49	35	108	12	87	24	77	35	191	732
9/30/23	NMRA	134	126	114	88	208	21	165	65	156	61	191	1329
3/31/24	Region	31	32	27	20	57	8	39	14	43	14	143	428
3/31/24	NMRA	136	133	110	81	213	19	143	70	160	61	143	1269
9/30/24	Region	21	19	25	22	46	8	29	13	30	10	77	300
9/30/24	NMRA	134	127	109	82	202	22	141	70	152	63	77	1179

(Region members are those members with a Waybill subscription)

To: Board of Directors

From: Steve Studley

Date: October 15, 2024

Subject: Nominations

Activities since Last Board Meeting

The January 2025 election will be for the positions of President, Vice President and three (3) Directors-at-Large. In July 2024, the committee began checking the list of current Board members to determine who was term-limited and who was eligible to run for re-election. After that determination, those who were not term-limited were asked if they wished to run for a second term. Requests for other nominees were published in the fall issue of the *Waybill* and a Constant Contact email was sent to the entire membership. Several members were personally contacted to ask if they were interested in running for a position on the MWR Board.

The deadline for candidates to provide their bio and photo was October 12, 2024. The names of the nominees will be presented to the Board for review at the fall Board meeting. Those who have entered their names are:

President John Coy

Vice President Bob Perry

Mike Roderick

Director at Large Jeff Deasy

Mark Faust Mike Hirvela Larry Nelson Precilla Roderick Jim Temple Bob Wundrock

Planned Activities

After the Board okays the slate of nominees, the bios and photos for the nominees will be sent to the *Waybill* editor prior to the November 10 deadline for the winter 2024 issue.

The 2025 election will be my last as chair of the Nominations committee. I am resigning from that position after the fall 2024 Board meeting.

Will provide files from the past four years for the new Nominating Committee Chair.

For Minutes, Meeting of Board of Directors, Midwest Region, NMRA, November 18, 2023

To: Board of Directors, Midwest Region, NMRA

From: Michael L. Hirvela, MWR Promotions and Special Projects

Date: October 16, 2023

Subject: Promotion and Special Projects Report for Fall 2023 MWR BoD Meeting

Activities since Last Board Meeting:

• Special Projects: none assigned.

- Have had discussions with MWR President regarding MWR activities.
- Represented the FVD, MWR and the NMRA at the RPM Chicagoland meet in Naperville, IL, October 27 and 28. Attendees included several big names in railroad modeling and NMRA President Gordy Robinson from the UK.

Planned Activities:

• Attend some division meetings as schedule permits.

Submitted:

Michael Hirvela Promotions and Special Projects

To: Board of Directors

From: Thomas Ose

Date: 10/11/2024

Subject: Youth Committee Report

Activities since Last Board Meeting

Nothing to report

Planned Activities

Get more guidance to promote the Youth Committee

Meeting of Board of Directors, MWR, NMRA November 2, 2024

To: Board of Directors

From: <u>Dr. Robert Perry</u>, Director at Large

Date: November 2, 2024

Subject: November MWR BOD Meeting

Activities since Last Board Meeting

 Was appointed as a Trainmaster for the CID to fill a vacancy. This is in addition to my roles as Layout Tour Manager, Avon Train Display Manager and Co-Manager of Modeler's Meets for the CID.

- Worked on setting up the Modeler's Meet in Plainfield for October 12, 2024 at the Irvington Presbyterian Church with Co-Manager John Coy. The main presentation will be by John Coy on the History of the NMRA.
- Attended the "Celebrating Avon" event at the Avon-Washington Township Library and represented the CID with my Marieville Diorama as well as John and Connie Coy's Inglenook layout. The CinTrak group was also in attendance. The event was well attended and garnered a lot of interest in Model Railroading as we were in a prominent location in the library. Discussions ensued with several attendees that are model railroaders (or wannabees) about the merits of NMRA membership.
- We also have tentatively booked the library for our Avon Train Display for February 22, 2025. (Do not post the date yet as it is still pending final approval from the library.)
- Have tossed my hat in the ring for the VP position in the MWR.
- Attempting to obtain AP merit for my Prototype Model diorama of the Marieville Train station area. This would potentially be my seventh AP certificate on my road to possible MMR.

Planned Activities

- Will be pursuing arrangements for a Library train show at the Mooresville Public Library for next Spring.
- At a future date, I will be assisting John Coy in setting up a lecture(s) on Model Railroading and the NMRA at the Avon-Washington Township Library.

•	I hope to reschedule a layout tour in the Lafayette area sometime next Spring to hopefully include Purdue University as well as they have expressed interest in this. I am in contact with Charles Tuttle to arrange various layouts.

To: Board of Directors

From: Burnell Breaker – WISE Interim Superintendent

Date: October 12, 2024

Subject: WISE Division Report

Activities since Last Board Meeting

We are still inactive and looking for the MWR BoD to approve our Constitution, By-Laws and to approve our wish to become an active division again beginning January 2025. We are slowly getting membership to respond and help with various duties.

We had a very well attended tour of the line, shops and picnic at the East Troy Electric Railroad April 2024. We held our Model Railroad Retreat mid September in Kenosha, which was attended by 42 people, which many were not NMRA members. We have begun to accept model railroad estate donations to sell the items as a way to raise money for the WISE Division

Planned Activities

Membership Meetings – November, December 2023, February, March 2024

October, December 2024, March 2025 – Lionel Railroad Club Show, will have tables to sell estate items and promote the Division and NMRA.

November 2024 – Trainfest with a booth to promote the Division and NMRA.

January 2024 - Train School with various stations to help modelers

April 2025 – Metro Railroad Club Train Show, will have tables to sell estate items and promote the Division and NMRA.

To: MWR Secretary

From: Burnell Breaker

Date: October 12, 2024

Subject: Current Roster of Division Officers Report for November 2024

Division: Wisconsin Southeastern (WISE)

President/Superintendent Name: Burnell Breaker

NMRA Membership Number: 3762

Vice President/Asst Superintendent.

Name: Robert Niedermann

NMRA Membership Number: 134315

Secretary/Clerk

Name: David Rohr

NMRA Membership Number: 3422

Treasurer/Paymaster

Name: Burnell Breaker

NMRA Membership Number: 3762

To: Board of Directors

From: Arthur Dawson Jr., Superintendent, SCWD

Date: 10/15/2024

Subject: Activity report for the South Central Wisconsin Division.

Activities since Last Board Meeting:

- The season began in September as usual, September and October meetings were very well attended, with some members participating via Zoom.
- We are having some clinics (many actually) presented via Zoom and it is being well received.
- The division's Youth Group is doing well and having regular meetings, attendance is holding steady.

Planned Activities:

- Our Annual Rail School will be held in January.
- The Mad City Model Rail Show and Sale in February is in the planning stages and on track.
- The Spring Banquet will be held in May 2024.
- The Summer Picnic is scheduled for mid-July at Little Amerricka in Marshal Wisconsin, with the date moved up a week due to the NMRA National Convention being held close by in Novi, MI the usual week of the picnic.

To: MWR Secretary

From: Arthur Dawson

Date: 10/15/2024

Subject: Current Roster of Division Officers Report for November 2024

Division: South Central Wisconsin Division

Superintendent

Name: Arthur Dawson

NMRA Membership Number: 097311

Asst Superintendent. Name: David Down

NMRA Membership Number: 161999

Clerk

Name: David Dingman

NMRA Membership Number: 163716

Paymaster

Name: Bob McGeever

NMRA Membership Number: 143948

To: Board of Directors

From: Winnebago Land Division - Paul Hillmer Superintendent

Date: 10/14/2024

Subject: WLD Fall 2024 report

Activities since Last Board Meeting -

The WLD has 109 NMRA Members as of 10/14/2024 in Central and Northern Wisconsin and UP of Michigan.

- -May 4 & 5 2024 WLD had booth and display at Titletown Train Show Green Bay
- -May 16th & September 18th, we had Zoom call "Workshop Wednesday" for division members 7-9pm
- -June 8th and September 14^{th,} we had our Quarterly board meeting (also on zoom) at SOO Historical Society building Appleton WI.

Planned Activities

- Zoom call "Workshop Wednesday" for division members 7-9pm scheduled for 11/13/24, 1/8/25, 3/12/2025, 5/14/2025.
- -next WLD Board Meeting is TBD. We may do January 11th at Arctic Run Train Show Stevens Point WI and Zoom. Or 1/4/25 or 1/18/25 at SOO HS building and zoom. Train Show is OK except some board members had conflicts since they work at show too. I just sent out email to all WLD members.
- -27th annual **WLD** "Operating Day" is scheduled in Green Bay WI Saturday 11/2/2024. Luke Lemmens SOO 2nd, Mike Wichkoski DRG Moffat Tunnel, and Green Bay MRC layouts will be operated.
- -confirmed this week is **WLD Spring Meet 4/12/2024** in **Sheboygan Falls WI**. Member Phil Herman is organizing along with Sheboygan MRC. Besides the normal meet activities Saturday (and amazing layouts being open), Phil is also organizing operating night for Friday 4/4/2025.
- -confirmed with member Dave Rickaby is **WLD Fall Meet 2025 10/4/2025** in **Marinette WI**. Dave is organizing along with Wisconsin Michigan MRC. Besides the normal meet activities Saturday (and amazing layouts being open), Dave is also organizing operating night for Friday 10/3/2025.

To: Board of Directors

From: Gary Baker – Superintendent Illinois Valley Division

Date: October 4, 2024

Subject: Illinois Valley Division Activity Report

Activities since Last Board Meeting

In May we held our regularly scheduled meet in Peoria at the downtown facility of the public library.

In June we set up our portable layout once again at Galesburg RR Days to allow kids to run trains. Prior to RR Days, a retired couple donated their large layout to the IVD and members were able to design and assemble two completely operational starter layout kits complete with assembly instructions and raffle them off in a free drawing. With permission from their parents we were able to put the pictures of the two lucky winners on our website in the photo section. Check it out.

In August we had our annual picnic at Peck Park in Galesburg to enjoy a beautiful day, great fellowship, and delicious food from Smokin' Willie's Barbeque while we indulged in our passion for watching trains roll by on the two main lines that cross at Peck Park. Pictures are on our website.

In September IVD members sought out Big Boy 4014 as it meandered through the Midwest thrilling everyone who saw it. Most attended the all-day Rochelle event and patiently endured 5 hour waits before being able to get up close and personal to see it all fired up, belching steam, and hearing its distinctive whistle. Many others met the Big Boy at various whistle stops in the area. Either way it was a great day for rail fanning!!

We topped off the summer and early fall with our September meet in Utica Illinois to celebrate the 60th anniversary of the IVD where it all started. The focus of the meet was to present the 60 year chronological history of the IVD and celebrate its founder and first Superintendent, Marion Brasher MMR #370 who unfortunately left this world on March 10, 2021 to embark on his eternal train ride. He was an inspiration to us all and is sorely missed.

Planned Activities

October 5, 6, 12, and 13th - annual Spoon River Drive. The portable layout will be set up for kids to operate at the Fulton County Narrow Guage Depot in Lewistown.

October 21 - IVD Board of Directors meeting via zoom from 6:30 - 7:30 PM.

November 16th – regular IVD membership meet - north branch of the Peoria Public Library from noon to 4 PM.

November 17th - Peoria Train Fair at Illinois Central College from 10AM - 3PM. The IVD will set up the membership registration table but the portable layout may or may not be set up depending on the status of construction in the unloading area of the venue.

December 14th - the portable layout will be set up for kids to operate at the Union Station on campus of the Abraham Lincoln Presidential Library and Museum in Springfield from 1PM - 8 PM.

To: MWR Secretary

From: Gary Baker – Superintendent Illinois Valley Division

Date: 10/3/24

Subject: Current Roster of Division Officers Report for November 2024

Division: Illinois Valley

President/Superintendent

Name: Gary Baker

NMRA Membership Number: 126759 00

Vice President/Asst Superintendent

Name: Minton Dings

NMRA Membership Number:126114 0A

Secretary/Clerk

Name: Randy sommer

NMRA Membership Number: 168830 00

Treasurer/Paymaster Name: Jeff Deasy

NMRA Membership Number: 169890 00

To: Board of Directors

From: Daniel Banks Date: 10/19/2024

Subject: CID Superintendent's Report

Activities since Last Board Meeting

The CID hosted the Franklin Train Show this past August. We had a great turnout.

We picked up an additional building with a dirt floor. The floor was in great shape when we decided to use the building. We had donations of over 20,000 square feet of plywood and cement board to use as a temporary flooring. When we arrived at the show the floor was not in good shape and trying to install the floor resulted in tripping hazards so we could not use it. We refunded dealer's fees for anyone in that building. The shows was still in the black after h refunds. The CID did not need 20K square feet of plywood so we donated the materials to Habitat for Humanity.

Sometimes when you are swinging for home runs, you strike out. That happened to us this year.

We held a modelers meet in October that was well attended.

Planned Activities

We have two upcoming train shows – Danville in November and Lebanon in January We have multiple upcoming Display Meets at local public libraries.

Item ________

From: Mike Lehman, ITD Superintendent

Date: Oct. 17, 2024

can use.

Subject: Illinois Terminal Division Report

Activities since Last Board Meeting

ITD continues to meet monthly via Zoom on the second Wednesday of the month for its business meetings. WE also try to have some sort of working or educational meeting on the second Saturday. In July, we visited the C&EI Historical Society's Roseville station museum, but then took August off.

In September, we put together the Save the Date postcard mailing about the 2025 Lincoln Square Train Show and it went in the mail the first week of October. If you are on our mailing list you should have received it. If you'd like to be on our mailing list, we send that postcard and after New Year's the show app packets to vendors, display layout owners, and historical societies and museums. Send your mailing address to me at trainshow@illinoisterminaldivision.org or you can request paperless notification by sending your name and email address to the same link as above. We never sell or trade our show contact lists, so be assured you'll only hear from us two or three times a years with info you

We have been giving away a complete small layout with loco, cars, and power to those who register for our contact lists the last few years. Since we have been also promoting Freemo at the show, we decided the 2025 show's would be a Freemo module and ordered it, with arrival a few weeks ago. Along with the kit from The Model Railroad Benchwork Store, live-steamer and ITD member Ernie Noa ordered one. I ordered 3 which will be the basis for my Monon Maple Hill Branch quarry-to-mill Freemo stone road. If you're doing Freemo, please join us at noon during the LS Train Show as this has drawn a lot of interest from both model RRers and the public.

Freemo is also a growing part of our relationship with the Illini Railroad Club. Founded in 1912, it is one of the oldest railroad-oriented organizations in the US. The IRC ended up in Freemo after losing their previous brick and mortar layout location to a dorm remodel. And as part of my research into the history of the Lincoln Square show, I already knew it started as a NMRA show some 40 years back. What I found out by means of a short interview with one of the train shows founders was that the NMRA took it over from the IRC! Seems back then they had been doing a train show on campus for some years, but this also required their faculty adviser to make the arrangements for space on campus. As it turned out, their faculty adviser had to be out of the country and in the days before the internet this threatened to cancel that year's local train show. This is where the NMRA stepped in to take over sponsorship, led by a group centered around Fred Schlipf, director of the Urbana Free Library and NMRA member. At some point, this local group had a falling out with the NMRA, the details of which have so far escaped me, but that's water over the bridge and the show is now back in the NMRA orbit.

The IRC also likes to get out and see the prototype, something which is inspiring ITD members

to get out of their basements and engage in some skill-sharing. ITD members have some expertise in scanning RR frees, while the IRC folks work with PTC as art of their education, so are able to track trains in realtime on their cellphones and computers. We jointly chased the last of the NS RoadRailers on the old NKP a few weeks back and, more recently, when UP sent the 4014 our way.

This may not immediately result in a bunch of student NMRA memberships (although a few would be nice down the road) it does build a positive image of the NMRA among a group of potential members who will relatively quickly be employed in the RR industry (most are enrolled in the University of Illinois Railtec program, the #1 RR engineering program in the #1 civil engineering department in the US.)

A good example of the benefits of this coordination came last weekend when the Champaign County Historical Archives, located in the Urbana Free Library, extended an invitation to ITD to set-up a layout there as part of their one-day retrospective on rRs in the county. I had a game that day to work (I park cars for extra RR \$\$) and at the time ITD only had my Colorado HOn3 layout available (not historically accurate around here) so I suggested the IRC and it's Freemo modules as a better fit. I also arranged to get Mike Matekja from Bloomington-Normal to give his Illinois Arts Council-supported talk on the role of RRs. Carla Pohl, a NMRA member who recently moved into the area and joined ITD to come over from Decatur and distribute train show and other NMRA materials.

Carla also picked up her new ITD polo shirt, part of a shipment recently arrived at a member cost of \$21. The second shipment will be around \$16 each now that the one-time artwork fee has been paid. We'll be easy to find at events in these bright safety green shirts with an embroidered ITD logo.

Last weekend in September we again joined with the Midwest Live Steamers as they exhibited at the Monticello Railway Museum's Railroad Days. ITD member Ernie Noa is the main organizer of this regional live steam event. ITD members attend to act as safety monitors around the live steam layout and to promote the Lincoln Square Train Show at this event that attracts thousands. In another win for Freemo, Ernie noted that the module he's working on may provide a better support for the live steam layout than the current arrangement.

It's been awhile since we had any AP news to report. AP expertise in the division has been concentrated in the hands of Buzz Swett and Larry Tschopp. Unfortunately, Buzz passed away a year or so back. It was satisfying to hear that Larry, who leads the train Show make-and-take effort , had completed his AP Volunteer cert. Congrats to Larry!

Also congrats to our new Paymaster/Chief Clerk Kyle Beck, who has assumed most of the duties formerly carried so competently for more than a decade by Allen Byrne. Allen will continue managing the ITD web presence

Planned Activities

ITD will continue to meet monthly via Zoom with the exception of May as noted below.

In the last update, we reported on an N scale club starting up in Farmer City. For whatever

reason, this effort joined by two of our newest members, has collapsed. All is not bad though, because they ended up with the T-track layout that was brought to last year's train show. This will expand our options for public displays, with it's first outing likely to be at the Toronto Library's invite to ITD it again display during the town's Christmas season festival the first weekend of December.

After that, it's pretty much train show prep, scheduled for March 29 (8am-5pm*) & March 30 (11am-4pm*) Friday set-up available. *Freemo hours vary from above with set-up starting at noon Saturday.

We've been considering several destinations for a spring trip after the train show.

The annual business meeting will be Saturday May 12 at 1pm.

Mike Lehman Superintendent Illinois Terminal Division

<<<

To: MWR Secretary

From: Mike Lehman, Illinois Terminal Division Superintendent

Date: Oct. 18, 2024

Subject Current Roster of Division Officers Report for November 2024

Division: Illinois Terminal Division

President/Superintendent Name: Mike Lehman

NMRA Membership Number: 097944 00

Vice resident/Asst Superintendent

Name: Alan Chesnut

NMR Membership Number: 164242 00

Secretary/Clerk
Name: Kyle Beck:

NMRA MembershipNumber: 172250 00

Treasurer/Paymaster Name:Kyle Beck

NMRA Membership Number: 172250 00

For Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 4, 2024

To: Board of Directors, Midwest Region, NMRA

From: Michael L. Hirvela, Director, Superintendent, Fox Valley Division (FVD), Div #2809

Date: October 4, 2024

Subject: FVD Report for Fall 2024 MWR BoD Meeting

Activities since Last Board Meeting:

- The FVD concluded our 2023-2024 season with the monthly meeting in May 2024 at the Gary Morava Recreation Center in Prospect Heights, IL. Overall, the Division has continued averaging 30 attendees per meeting with a few more members returning to the meetings in-person vs the members attending over the Zoom computer system. We hold no events during June-August, although we encourage members to take advantage of the many railroad museums and scheduled railroad events such as the CPKC #2816 and UP#4014 excursions, along with summer vacations.
- The FVD commenced our 2024-2025 season in September with a member meeting at the Gary Morava Recreation Center. Attendance was down from previous meetings, with about an even 50 / 50 split in-person vs over the Zoom network. Still, about 25 attended overall. Hopeful that this will increase as the season continues.
- The October, November and December division meetings will be at the Morava Recreation Center in Prospect Heights, IL. There has been an increase in the room rental and a reduction of available time for the meeting, so we continue to search other venues. We have the meeting room reserved through December and are awaiting a confirmation from the Park District for January through May 2025. Other sites are subject to local usage first, then other applicants.
- The FVD was asked and agreed to co-sponsor the Railroad Prototype Modelers (RPM) Chicagoland meet on October 11 and 12, 2024, at Northern Illinois University campus in Naperville, IL, as we did in 2023. That gathering had over 300 attendees, many display items, the Mid-West Modu-Trak HO modular railroad on display, multiple clinics occurring simultaneously plus a vendor room. NMRA President Gordy Robinson was in attendance and was impressed with everything. The only difference between NMRA and the RPM that I noted was that there was no contest for AP points. This group does everything we do for a convention, less the contest, yet had more attendees. President Robinson indicated that our groups should be more cohesive as we are so similar.
- We discontinued the member solicitation table at the DuPage Fairgrounds in Wheaton, IL, during alternating months of the Great MidWest Train Show, aka: The Wheaton swap. Volunteerism for the event had tapered off and there was no real appreciative increase in membership.

Planned Activities

- To continue to host Hybrid In-Person and Virtual presence meetings for the remainder of the 2024-2025 season in different locations in the division's area as the location opportunities occur.
- We also plan on installing a display at the Mount Prospect Public Library in early 2025. We have had displays in the library display cases the last several years. We have to make an application and the library folks run a lottery for the available display cases.

Respectfully submitted,

Michael L. Hirvela Superintendent

To: Board of Directors

From: Marty Hendrickx Superintendent RRVD

Date: 10/20/2024

Subject: MWR report

Activities since Last Board Meeting

Our June Junket we visited the Valley Model RR Club and Fox Valley Trolley Museum both are in South Elgin. We had a pizza lunch at a local pizza parlor and an afternoon op session at Ted Schnepf's layout.

August was our potluck annual picnic. RRVD provided the burgers, brats and beverages.

We had our September meet at the Rochelle Flagg-Rochelle Community Center as this was the same day the UP had the open house for the Big Boy in Rochelle.

RRVD represented the NMRA at the Monroe Train Show with a membership booth. We did get interest from several potential new members but they were all outside of our division.

Our October meet was held at the DeKalb County Community Center which is the refurbished C&NW depot in Sycamore.

Planned Activities

We plan to hold a monthly meet at Paulson's Museum in Argyle, IL every month through May with each meet having several clinics followed by a layout tour.

On November 9th RRVD will have a model train display at the Beloit Public Library.

In December we will be representing the NMRA at the Capron Lion's Train Show.

In January we will have our annual holiday dinner. All members are invited along with an invited guest. March 29th & 30th RRVD will be having our annual Rock River Valley Train Show. This will be held at Harlem High School in Machesney Park, IL. They have a great field house with over 42,000 sq. ft. We have been getting a great response from vendors, club layouts and attendees.

In May we will be having our joint meet with the South Central Wisconsin Division in Madison, WI In June we will have our annual June Junket but at this time no plans have been made for this event.



Business Binder-Receipt

State Farm Fire and Casualty Company
A stock company with home offices in Bloomington, IL

Policy Type — Business Insurance

Policy number: 93-NL-S157-5 Effective date: January 30, 2024

PRIMARY NAMED INSURED

Prepared for: MIDWEST REGION NATIONAL MODEL

6813 MICHELLE DR ROSCOE, IL 61073-9169

POLICY PREMIUM

Total annual premium: \$180.00

SECTION I - PROPERTY

Locatio number		Limit of Insurance Coverage A Building	Limit of Insurance Coverage B Business Personal Property
001	6813 Michelle Dr	No Coverage	\$5,000
	Roscoe IL 61073-9169		Replacement Cost

SECTION II - LIABILITY

Limits				
\$2,000,000				
\$5,000				
Limits				
\$4,000,000				
\$4,000,000				
	\$2,000,000 \$5,000 Limits \$4,000,000			

DEDUCTIBLES

Section I Deductibles	Amount
Policy Deductible	\$1,000

ADDITIONAL ENDORSEMENTS

Inland Marine — Computer Property
Computer hardware/software limit: \$25,000

Policy number: 93-NL-S157-5 Effective date: January 30, 2024 BLFireBinderReceipt.lL



Hello, .

Thank you for your payment. Here's your receipt.

We received your payment with check number 2198 in the amount of \$180.00 on January 30, 2024.

We applied your payment as described below. If you did not authorize this transaction, or believe you received this information in error, contact your State Farm[®] agent. When calling, please use your payment reference number A89SH4FM. Kiefer accepted your payment.

Your receipt

Policy number

Policy type

Amount paid

93-NL-S157-5

Businessowners Coverage 6813 Michelle Dr

\$180.00

Total amount paid to billing account 138-5712-260

\$180.00



Brian Pinkstaff
Pinkstaff Ins and Fin Svs Inc
815-965-5020
Agent License #: IL-3000523454; WI-3000524832

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Email: brian.pinkstaff.yc4r@statefarm.com

BINDER: State Farm® will provide coverage to the applicant and his or her legal representative on the property described for up to sixty (60) days from the Effective Date, subject to all terms and conditions of the policy and endorsements for which application has been made. If no Effective Date is indicated, this Binder does not provide any coverage. This Binder will be void when the declarations page is issued on the policy for which application has been made or when coverage under this Binder is canceled in accordance with policy provisions.

The premium due State Farm for the coverage provided by this Binder will be the full annual premium for the policy for which the application has been made, and will be pro-rated for the length of time coverage is provided under this Binder.

If coverage in this Binder replaces coverage in other policies terminating at 12 Noon (Standard Time) on the inception date of this Binder, this Binder will be effective at 12 Noon (Standard Time) instead of 12:01 a.m. Standard Time.

Division Certification of Membership Form

I,	, am the	0	of the
	division. I hereby certify	that name and address of the director	rs and
officers of the division are correctly listed below	3	•	,
knowledge, all members of the National Model with the NMRA regulations and insurance requir	,	IRA) and that the division is in comp	liance

Name	Street Address	City	State	ZIP Code	Position	NMRA Membership Number

Name	Street Address	City	State	ZIP Code	Position	NMRA Membership Number
_						

Name		

To: Board of Directors

From: Alex Schneider, Supt., DuPage Division

Date: October 3, 2024

Subject: Division Report

Activities since Last Board Meeting

The DuPage Division meets on the first Sundays of September through May, unless this conflicts with Easter in which case the meeting date is adjusted accordingly. The April meeting is a tour of layouts within the Division, both individual and clubs. The December meeting is a holiday party. Other meetings include a presentation, model contest, door prizes and fellowship. Members are requested to sign in but there is no charge for attendance. Officers are elected at the March meeting.

The Division holds a train show at the Lyons Township High School gymnasium in March, on a Saturday coordinated with the school's athletic schedule. Clubs, railroad history societies, and modular groups show off their activities. Selling is not permitted, although groups are welcome to publicize membership in their organizations. The 2024 show drew an attendance of almost 2000 people.

The Division holds a summer outing to a location of Railfan and model railroad interest during the summer months. The 2024 outing was to Illinois Railway Museum.

After a number of months of productive discussion, a revised Division Constitution and Bylaws was adopted at the September meeting. The thrust of the revision effort was to align each article of the Constitution with Bylaws implementing that article, while eliminating repetition and in some cases, inconsistencies. A few provisions related to relationships with the Boy Scouts of America were eliminated in keeping with current National policy.

While not a Bylaw, an informal policy has been adopted that the Contest Chair and the Superintendent to whom he reports may enter models "for display" but will not be considered for awards.

Bylaws

Adopted by vote of DuPage Division members on September 8, 2024 to become effective October 1, 2024

ARTICLE I NAME, AUTHORITY AND PURPOSE

No bylaws pertain to this Article.

ARTICLE II MEMBERSHIP

No bylaws pertain to this Article.

ARTICLE III MEETINGS

No bylaws pertain to this Article.

ARTICLE IV OFFICERS

A. Superintendent

- 1. The Superintendent shall have general supervision over all of the affairs of the Division; shall preside at all meetings of the members and of the Board provided for in the Constitution; shall appoint all Trainmasters provided for in Article V below; shall fulfill all of the functions of the office prescribed elsewhere in these Bylaws and with the approval of the Board shall take action on all matters not covered in the these Bylaws which will advance the purposes of the Division.
- 2. The Superintendent may serve in one or more of the Trainmaster positions provided for in Article V below.

B. Assistant Superintendent

- 1. The Assistant Superintendent shall perform such duties as may be assigned by the Superintendent and shall fulfill all of the functions of the office prescribed elsewhere in these Bylaws.
- 2. The Assistant Superintendent may serve in one or more of the Trainmaster positions provided for in Article V below.

Page **1** of **7** February 13, 2024

Bylaws

Adopted by vote of DuPage Division members on September 8, 2024 to become effective October 1, 2024

C. Chief Clerk

- 1. The Chief Clerk shall prepare minutes of all business meetings of the members and Board of Director meetings provided for in Article III of the Constitution and shall distribute the minutes to the members of the Board by electronic or regular mail.
- 2. The Chief Clerk may serve in one or more of the Trainmaster positions provided for in Article V below.
- 3. The Chief Clerk is responsible for maintaining the current edition of the Constitution and of the Bylaws of the Division. The Chief Clerk shall maintain the minutes of all Board of Directors meetings and business meetings of the last seven (7) years prior to the current year electronically or physically.

D. Paymaster

- 1. The Paymaster shall maintain books and records of the financial transactions of the Division; shall, with the concurrence of the Board, open and close bank accounts and make investments as necessary; shall report the Division's financial position and results of operation for the fiscal year to the members of the Board by electronic or regular mail or make a presentation at the next Board of Directors meeting within ninety (90) days after the end of the fiscal year and shall fulfill all of the functions of the office prescribed elsewhere in these Bylaws.
- 2. The Paymaster may serve in one or more of the Trainmaster positions provided for in Article V below.

ARTICLE V BOARD OF DIRECTORS

A. The Directors of the Division shall consist of up to twelve (12) Trainmasters provided for below.

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Bylaws

Adopted by vote of DuPage Division members on September 8, 2024 to become effective October 1, 2024

- B. The Officers and Directors shall constitute the Board. The Board shall be responsible for the governance and administration of the Division between the Annual Meetings of members that is provided for in Article III of the Constitution. Meetings may be held in person, by teleconference or by other electronic means. Although an individual may hold more than one of the Trainmaster positions provided for below, each individual shall be entitled to only one vote in any matter requiring a vote of the members of the Board.
- C. The Superintendent, or a resident member designated by the Superintendent with the approval of the Board, shall serve as the Division's representative to the Board of Directors of the Region (hereinafter the Division Director). If the Division Director is unable to participate in a meeting of the Board of Directors of the Region, he or she may either appoint a resident member as proxy for the meeting by filing the appropriate form with the Region Secretary or request an excused absence from the Region President.
- D. <u>Achievement Program Trainmaster</u> shall assist members who are participating in the NMRA Achievement Program with the documentation and other requirements of the program and shall maintain liaison with the Region's Achievement Program Manager.
- E. <u>All American Railroad Show (AARS) Trainmaster</u> shall be responsible for coordinating the production and advertising of the AARS which is the Division's main fund raising effort.
- F. <u>Contest Trainmaster</u> shall schedule and conduct contests and other displays of member projects at Division meetings.
- G. <u>Holiday Party Trainmaster</u> shall lead the planning and execution of the Holiday Party typically held in December.
- H. <u>Membership Trainmaster</u> shall provide member electronic and/or regular mail address information to the Officers and/or other Trainmasters for purposes of fulfilling their responsibilities, shall serve as a member of the Region's Membership Committee and, pursuant to Policies & Procedures established by the Region Treasurer and in coordination with the Paymaster, may accept NMRA membership applications and may collect NMRA dues.
- I. <u>Name Tag Trainmaster</u> shall administer the issuance, use and preservation of meeting name tags.
- J. <u>Program Trainmaster</u> shall solicit, organize, and schedule programs presented at Division meetings and layout tours.

Page **3** of **7** February 13, 2024

Bylaws

Adopted by vote of DuPage Division members on September 8, 2024 to become effective October 1, 2024

- K. <u>Publication Trainmaster</u> shall publish and distribute the Division newsletter, the *Crossbuck*. Copies of past *Crossbucks* shall be saved either electronically or physically at the discretion of the Publication Trainmaster.
 - 1. The Division shall publish a bi-annual newsletter known as the *Crossbuck* in August and January of each year. The *Crossbuck* shall be distributed to all resident and non-resident Division members that are registered at the time of publication by electronic or regular mail. Adjustments to the publication schedule will be made at the discretion of the Publication Trainmaster and must be communicated to the Superintendent.
 - 2. The August issue of the *Crossbuck* shall include a schedule of all meetings and other events planned for the year, including the Annual Meeting provided for in Article III of the Constitution.
 - 3. The January issue of the *Crossbuck* shall include a schedule of remaining meetings and other events planned for the balance of the year, including the Annual Meeting provided for in Article III of the Constitution.
- L. <u>Social Media Trainmaster</u> shall administer any Division social media accounts such as Facebook.
- M. Website Trainmaster shall design and maintain the Division's website to provide up-to-date information to the Division members and as an information vehicle for those wanting to learn about the Division. Additionally, will compile, document and store any Division library materials and provide Division members with access to those materials as requested.
- N. <u>At Large Trainmaster(s)</u> serves at the discretion of the Superintendent and performs ad hoc tasks or assists other Officers and Trainmasters.

ARTICLE VI ELECTION OF OFFICERS

No bylaws pertain to this Article.

ARTICLE VII IMPEACHMENT OF MEMBERS OF THE BOARD OF DIRECTORS

No bylaws pertain to this Article.

Page **4** of **7** February 13, 2024

Bylaws

Adopted by vote of DuPage Division members on September 8, 2024 to become effective October 1, 2024

ARTICLE VIII FINANCES

- A. The Division's principal office shall be that of the address of the Superintendent, or such other address as determined by the Board. The Division may have additional offices at other places as determined by the Board.
- B. Cash assets shall be maintained by the Paymaster in one or more bank accounts pursuant to Article IV. Non-cash assets shall be entrusted to members as determined by the Superintendent.
- C. All bank and investment accounts shall have signing authority granted to the Paymaster and the Superintendent.
- D. The Paymaster will be responsible for any debit card(s) issued to the Division by a financial institution. Use of such debit cards by other Officers or Trainmasters may be granted and supervised by the Paymaster.

E. Physical Assets:

- 1. It is recommended that a list of the Division's physical assets be compiled and updated annually.
- 2. It is recommended that the Chief Clerk maintains a list of keys held by the Officers and Trainmasters in conjunction with the business of the Division and that it is updated annually.

F. Record retention policies shall be as follows:

- 1. All usernames and passwords used in conducting the business of the Division shall be registered with the Chief Clerk and be updated when changed.
- 2. The Paymaster is responsible for keeping financial records covering the latest seven (7) years prior to the current fiscal year electronically or physically. No physical records beyond those seven (7) years need be kept and should be shredded or destroyed.
- 3. The Paymaster and the Chief Clerk shall possess a separate copy of the past financial records stored electronically. These copies shall be updated annually.
- 4. The Chief Clerk and the Paymaster shall possess a separate copy of the past Board of Directors meeting and business meeting minutes and the current Constitution and Bylaws. These copies shall be updated annually.

Page **5** of **7** February 13, 2024

Bylaws

Adopted by vote of DuPage Division members on September 8, 2024 to become effective October 1, 2024

G. If the Division becomes inactive as defined in the Bylaws of the Midwest Region, the Board shall dispose of all non-cash assets of the Division by sale or donation to individuals or groups whose purposes are comparable to the purposes of the Division if possible. Then, after paying or making provision for the payment of all of the liabilities of the Division, any remaining cash assets shall be remitted to the Region Treasurer as provided in the Region's Bylaws.

ARTICLE IX AMENDMENTS

- A. Amendments to these Bylaws may be initiated by any resident member by filing a proposed amendment with the Chief Clerk by electronic or regular mail. A proposed amendment shall include the current wording of the Article and Section to be amended, the proposed wording and an explanation of the proposed change.
- B. Within thirty (30) days of receiving a proposed amendment, the Chief Clerk shall forward it to the Board by electronic or regular mail. The Board shall consider the proposed amendment at its next meeting. The originator of the amendment shall be given an opportunity during that meeting to present arguments in favor of the proposed amendment.
- C. If a majority of the Board members attending the meeting approve the proposed amendment, it shall be submitted to resident members per the requirements of Article X of the Constitution. Within thirty (30) days of the approval of an amendment, the Chief Clerk shall forward the revised Bylaws to the Board and the Region Secretary by electronic or regular mail and the Website Trainmaster shall publish them on the Division's Website.

ARTICLE X BYLAWS

No bylaws pertain to this Article. This Article is reserved for future Bylaws not falling with the scope of Articles I through IX.

Page **6** of **7** February 13, 2024

Bylaws

Adopted by vote of DuPage Division members on September 8, 2024 to become effective October 1, 2024

REVISION HISTORY

Date of:	Change Summary:
02/13/24	In general concerning both the Constitution and the Bylaws:
	Wording, titles, and organization of the Constitution and the Bylaws were
	brought into alignment.
	Removed language wherever possible that was redundant.
	The position of "Chair" was changed to "Trainmaster".
	Sections were reorganized better to the Article characterizing the Section.
	That is, if the point being made belonged elsewhere, it got moved.
	Moved Sections found in the Bylaws that were better positioned in the
	Constitution.
	Amended wording for better clarification. Made grammatical, spelling corrections, and the like as needed.
	Corrected references to other locations within the documents driven by the
	reorganization.
	Accommodated a way to show when these documents were approved and
	became effective.
	Added a revision table to each document.
	Concerning the Bylaws:
	Added header to the document.
	Removed Table of Contents
	Added record retention responsibilities in several Articles.
	Renamed and therefore reordered alphabetically all the Trainmasters (Chairs previously). Added other Trainmasters as needed.
	Removed requirement to send contact information to the Region as
	redundant to the Region's regulations.
	Added our common practice of having the Paymaster present the financial
	position of the Division at the first Board of Directors meeting as an
	alternative to the requirement for Paymaster to mail or email a report.
	Codified the need for two signers on our accounts.
	Gave the Paymaster responsibility for any debit cards issued to the Division. Made recommendations for handling non-cash assets.
	whate recommendations for manufing non-easif assets.

Page **7** of **7** February 13, 2024

Adopted by vote of DuPage Division members on September 8, 2024 to become effective on October 1, 2024

ARTICLE I. NAME, AUTHORITY AND PURPOSE

- A. This organization shall be known as the DuPage Division of the Midwest Region, National Model Railroad Association, Inc. (NMRA), and is established under the Constitution of the Midwest Region. The organization shall be hereafter referred to as the Division.
- B. The purpose of the Division shall be to:
 - 1. Promote the hobby of model railroading.
 - 2. Promote interest and membership in the NMRA.
 - 3. Establish a close relationship with the Midwest Region and assist the Region in serving its members.
 - 4. Sponsor model railroading activities including, but not limited to: meets, clinics, contests and prototype tours.
 - 5. Promote the education and development of model railroading skills to aid members of all ability levels in order that they may experience greater enjoyment in the hobby.

ARTICLE II. MEMBERSHIP

- A. Any NMRA member in good standing who resides within the boundaries of the Division is a member of the Division.
- B. The boundaries of the Division shall be those defined by the Bylaws of the Midwest Region.
- C. Except to the extent otherwise provided in the Regulations of the Midwest Region, each member of the NMRA who resides within the Division's boundaries as defined in the Bylaws of the Midwest Region shall be a member of the Division (hereinafter a "resident member").
- D. Except to the extent otherwise provided in the Regulations of the Midwest Region, each member of the NMRA who does not reside within the Division's boundaries as defined in the Bylaws of the Midwest Region may become a member of the Division by providing name, address, telephone number and electronic mail address to the Membership Trainmaster provided for in Article V, Section H of the Bylaws (hereinafter a "non-resident member").

ARTICLE III. MEETINGS

A. Relative to all articles of this document, "the year" shall mean the time from June 1 to the following May 31.

Page 1 of 7 February 13, 2024

Adopted by vote of DuPage Division members on September 8, 2024 to become effective on October 1, 2024

- B. The Division shall hold an Annual Meeting of members each year, generally in the month of March, for purposes of electing open Officer positions for the term as described in Article IV below, for amending the Constitution as provided for in Article IX below, for amending the Bylaws as provided for in Article X below, and to consider such other matters as may be necessary or desirable to further the purposes of the Division. Ten (10) or more resident members, who are present in person, shall constitute a quorum for the conduct of business at the meeting. Only those resident members in attendance shall be allowed to vote. In the event of a cancellation or lack of a quorum, the Annual Meeting shall take place at the next scheduled Division meeting.
- C. At least four Division meetings, including the Annual Meeting, shall be scheduled during the year. However, the Division shall generally meet monthly from September to May to further the purposes of the Division. Meetings may include clinics, contests, layout tours, prototype tours, and such other activities as the Board of Directors may determine.
- D. The Superintendent may schedule a Special Business Meeting of members when necessary or desirable by giving at least thirty (30) days' notice of the meeting by electronic or regular mail.
- E. Ten members (10) shall constitute a quorum at an Annual Meeting or a Special Business Meeting. No quorum is required for a regular Division meeting.
- F. The Superintendent may schedule an Executive Meeting of the Officers to address personnel or membership matters by giving at least thirty (30) days' notice of the meeting by electronic or regular mail.
- G. Any five (5) members may petition the Superintendent by electronic or regular mail for a Special Business Meeting of members. The petition must state the reason for the meeting and must include a proposed agenda. Upon receipt of such a petition, the Superintendent shall schedule a meeting within thirty (30) days and shall give at least ten (10) days' notice of the meeting by electronic or regular mail.
- H. The latest edition of Robert's Rules of Order shall govern all business meetings of the Division.

Adopted by vote of DuPage Division members on September 8, 2024 to become effective on October 1, 2024

ARTICLE IV. OFFICERS

- A. There shall be four elected officers:
 - 1. Superintendent, the chief executive officer of the Division.
 - 2. Assistant Superintendent
 - 3. Chief Clerk, the secretary.
 - 4. Paymaster, the treasurer.
- B. The order of succession of officers shall be as they are listed in the preceding. section. This order shall be used for any of the following situations:
 - 1. Determine who shall assume the office of Superintendent in the event of a vacancy.
 - 2. Determine who shall preside at a Division meeting.
 - 3. Determine who shall preside at a Board of Directors (the Board) meeting.
- C. No person may serve as an officer for more than seven consecutive years.
- D. No person shall hold any one particular office for more than five consecutive years.
- E. Vacancies among Officers other than Superintendent shall be filled by appointment by the Superintendent to serve until the end of the current year, subject to approval by a majority of the Board members present at a meeting of the Board of Directors.
- F. If any office has been vacant during the year, there will be an election for that office at the next Annual Meeting.

ARTICLE V. BOARD OF DIRECTORS

- A. The Board of Directors shall be responsible for conducting the business of the Division.
- B. The Board of Directors shall schedule at least three open Board meetings each year. These meetings shall be open to all members and must be announced at a Division meeting.
- C. Additional Board meetings, not necessarily announced at a Division meeting, may be held.
- D. The Officers, by majority consent, may appoint up to twelve (12) Trainmasters to serve as members of the Board of Directors, along with the four Officers.
 - 1. Any resident member of the Division may be a Trainmaster.
 - 2. The term of a Trainmaster shall be from the date of appointment until the end of the year.

Adopted by vote of DuPage Division members on September 8, 2024 to become effective on October 1, 2024

E. Five members, including half the number of Officers, shall constitute a quorum for meetings of the Board of Directors.

ARTICLE VI. ELECTION OF OFFICERS

- A. Officers shall be elected from the resident members of the Division at the Annual Meeting for two-year terms.
 - 1. Superintendent and Chief Clerk shall be elected in odd-numbered years.
 - 2. Assistant Superintendent and Paymaster shall be elected in even-numbered years.
 - 3. To be elected a candidate must receive the majority of votes cast. If there are more than two candidates and neither receives a majority, there shall be a run-off at the same meeting between the two candidates who received the highest number of votes. In the case of a tie between these two candidates, a coin flip shall determine the final decision.
- B. If any office had been vacant during the year, an election for that office shall be held at the Annual Meeting. If the office is not one normally to be elected as mentioned in the preceding section, then the term for that office shall be one year.
- C. Candidates for office may be nominated by any member of the Division at the Annual Meeting.
- D. Two members of the Board of Directors not running for election or reelection shall be responsible for managing all elections.
- E. In the event there are no Officers, the members may hold a special election to elect four Officers at the next Division meeting. At the next Annual Meeting, elections will again be held for all four officers, following the guidelines of this Article.

ARTICLE VII. IMPEACHMENT OF MEMBERS OF THE BOARD OF DIRECTORS

A. Any Trainmaster may be removed from office by approval of that dismissal by at least three quarters of the other members of the Board of Directors present at a Board meeting. A Trainmaster may also be subject to the same proceedings as those of an Officer set below. Non-reappointment of a Trainmaster does not constitute impeachment.

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Adopted by vote of DuPage Division members on September 8, 2024 to become effective on October 1, 2024

- B. Any Officer may be impeached for failure to perform his duties or for actions which yield results which are contrary to the purpose of this organization.
- C. Impeachment proceedings of Officers may be held at the next Division meeting following a Division meeting where a petition signed by at least 15 Division members has been presented to the presiding Officer. The Officer to be impeached must be notified at least ten (10) days prior to the proceedings.
- D. Impeachment proceedings shall include the following:
 - 1. A statement of the reasons for impeachment.
 - 2. An opportunity for the impeached to refute the charges.
 - 3. A vote by the membership. A majority of the members present must favor removal from office for dismissal to occur.
- E. The Superintendent shall preside over any impeachment proceedings except in the case where the Superintendent is impeached, in which case the Chief Clerk shall preside.

ARTICLE VIII. FINANCES

- A. In the event this organization is to be dissolved and not succeeded by another organization of a similar purpose, all cash assets shall be transferred to the Midwest Region of the NMRA.
- B. At the first meeting of the year of the Board of Directors, spending authority shall be extended to those Officers and Trainmasters who require it in order to execute their responsibilities. Limits shall be prescribed by the Board at the meeting.
- C Any other expenditure than those provided for in Section B greater than \$200 shall require the approval of at least two Officers who have been elected by the membership, and approval of the Board of Directors.
- D. Documentation validating any expenditure made on behalf of the Division and any form(s) required by the Paymaster shall be submitted to the Paymaster within thirty (30) days of the expenditure.
- E. A financial report including all income, expenses, and statement of financial position shall be prepared at least once a year by the Paymaster. Copies of the report shall be available to any Division member.

Adopted by vote of DuPage Division members on September 8, 2024 to become effective on October 1, 2024

F. At least annually, the Paymaster is responsible for preparing and submitting to the Board of Directors a reconciliation of the statement of financial position and actual statements of account from the Division's bank account(s) and investment account(s).

ARTICLE IX. AMENDMENTS

- A. This constitution may be amended.
- B. A proposed amendment must be approved for presentation at a Division meeting by a majority of the Board of Directors present at a Board of Directors meeting.
- C. The proposed amendment must be presented at a Division meeting and the date for the vote of its ratification announced at the meeting.
- D. The amendment must be voted on at a meeting after the meeting at which it was presented, but not later than the next Annual Meeting.
- E. To be ratified, the proposed amendment must be approved by two thirds of the resident members voting at a Division meeting.
- F. Within thirty (30) days of the approval of an amendment, the Chief Clerk shall forward the revised Constitution to the Board and the Region Secretary by electronic or regular mail and arrange for it to be published on the Division's Website per the Bylaws.

ARTICLE X. BYLAWS

- A. Bylaws may be established and adopted for the management of the Division.
- B. Changes to the Bylaws shall be approved by the Board of Directors and presented to the membership at an Annual Meeting or a Special Business Meeting. A majority of the resident members present at that meeting voting in favor of the change(s) will establish the new Bylaw(s). A quorum of ten (10) resident members is required at that meeting.

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Adopted by vote of DuPage Division members on September 8, 2024 to become effective on October 1, 2024

REVISION HISTORY

Date of: 02/13/24	Change Summary: In general concerning both the Constitution and the Bylaws: Wording, titles, and organization of the Constitution and the Bylaws were brought into alignment. Removed language wherever possible that was redundant. The position of "Chair" was changed to "Trainmaster". Sections were reorganized better to the Article characterizing the Section. That is, if the point being made belonged elsewhere, it got moved. Moved Sections found in the Bylaws that were better positioned in the Constitution. Amended wording for better clarification. Made grammatical, spelling corrections, and the like as needed. Corrected references to other locations within the documents driven by the reorganization. Accommodated a way to show when these documents were approved and became effective. Added a revision table to each document. Concerning the Constitution: Expanded the number of Trainmasters that may be appointed from eight (8) to twelve (12). Provided for an Executive Meeting of the Board of Directors. Directed the authorization of spending authority to those Officers and Trainmasters that require it to do their jobs to be administered at the first Board of Directors meeting of the year. Formalized requirement to turn in documentation for expenditures. Changed the yearly audit of the books to a presentation by the Paymaster to the Board reconciling the financial position to actual bank statements. Amended how Bylaws changes occur.

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The following is a summation of the changes, but not necessarily an exhaustive one, brought forth in the two documents presented.

IN GENERAL:

Wording, titles, and organization of the Constitution and the Bylaws were brought into alignment.

Removed language wherever possible that was redundant.

The position of "Chair" was changed to "Trainmaster".

Sections were reorganized better to the Article characterizing the Section. That is, if the point being made belonged elsewhere, it got moved.

Moved Sections found in the Bylaws that were better positioned in the Constitution.

Amended wording for better clarification. Made grammatical, spelling corrections, and the like as needed.

Corrected references to other locations within the documents driven by the reorganization.

Accommodated a way to show when these documents were approved and became effective.

Added a revision table to each document.

CONSTITUTION:

Expanded the number of Trainmasters that may be appointed from eight (8) to twelve (12). Provided for an Executive Meeting of the Board of Directors.

Changed the size of a quorum for the Annual Meeting and any Special Business Meeting from ten (10) members to 10% of the resident membership.

Directed the authorization of spending authority to those Officers and Trainmasters that require it to do their jobs to be administered at the first Board of Directors meeting of the year.

Formalized requirement to turn in documentation for expenditures.

Changed the yearly audit of the books to a presentation by the Paymaster to the Board reconciling the financial position to actual bank statements.

Amended how Bylaws changes occur.

BYLAWS:

Added record retention responsibilities in several Articles.

Renamed and therefore reordered alphabetically all the Trainmasters (Chairs previously). Added other Trainmasters as needed.

Removed requirement to send contact information to the Region as redundant to the Region's regulations.

Added our common practice of having the Paymaster present the financial position of the Division at the first Board of Directors meeting as an alternate to the requirement for Paymaster to mail or email a report.

Codified the need for two signers on our accounts.

Gave the Paymaster responsibility for any debit cards issued to the Division.

Made recommendations for handling non-cash assets.

Kim Schlytter

Meeting of Board of Directors, Midwest Region, NMRA, November 2024

To: Board of Directors

From: <u>Greg Bueltmann, Michiana Division</u>

Date: November 2, 2024

Subject: Michiana Activity Report

Activities since Last Board Meeting

Michiana BoD Meetings (6/9/2024, 9/8/2024)

Weekly Thursday Evening Zoom Calls

Date	Topic	Presenter
5/9/24	Static Grass Application and Milford MI	Ron Christensen, Neal Thomas
5/16/24	Gary Union Station, CPKC Empress	Greg Bueltmann, Doug Harding
6/6/24	Scenery Backdrop for Tunnel City	Lester Breuer
6/13/24	Idler Flatcars	Dave Nelson
6/20/24	LP and Reefers	Ron Christensen and Doug Harding
6/27/24	Excessive Width Loads	Dave Nelson
7/25/24	An Elevator at Randolph	Lester Breuer
8/1/24	Poultry Cars	Doug Harding
8/8/24	LP Handling and tools	Ron Christensen and Ken Hough
8/22/24	CNWHS Meetings in Photos	Ron Christensen
9/5/24	Sanborn Maps - Marshalltown	Ron Christensen
9/12/24	Railroad History of Porter County	Ken Hough
9/19/24	Marshall Town 8th Street	Doug Harding
9/26/24	IH Dealerships and Photos	Tim Coyle and Doug Harding
10/3/24	Favorite Highway Vehicles Part I	Mont Switzer
10/17/24	Starting in Prototype Modeling	Dave Nelson
10/24/24	Making a Prototype to Model Article	Mark Carlson
10/31/24	Favorite Highway Vehicles Part II	Mont Switzer

Planned Activities

Quarterly BoD Meetings, Monthly Clinics, and weekly Thursday sessions will continue.

To: MWR Secretary

From: <u>Greg Bueltmann, Michiana Division</u>

Date: November 2, 2024

Subject: Current Roster of Division Officers Report for May 2024

Division: Michiana Division

President/Superintendent

Name: Greg Bueltmann NMRA Membership Number: 164834 00

Secretary/Clerk

Name: John Banicki NMRA Membership Number: 159566 00

Treasurer/Paymaster

Name: Jim Temple NMRA Membership Number: 131269 00

Meeting of Board of Directors, Midwest Region, NMRA, November 2024

To: Board of Directors

From: Bob McGeever

Date: October 15, 2024

Subject: Regional Advisory Committee

Activities since the Last Board Meeting

The Regional Advisory Committee met on Saturday September 14th.

The roll of the Canva graphics package was covered. The project scope document is attached. National will be looking for a volunteer from the Midwest Region to become part of the Canva Team.

There was a discussion about extending the Modeling with the Masters Program to the regional conventions. No firm plans but it is under consideration.

The new Honors Policy was reviewed. The document is attached.

Project Scope Document: Canva Rollout to NMRA Regions



Project Name: Canva Rollout to NMRA Regions

Project Sponsor: Gordy Robinson, MMR - NMRA President

Project Manager: Fred Soward, MMR - Central District Director

Project Team: Lucy Dormont - Social Media Marketing Consultant

Speed Muller - IT Manager

Project Start Date: September 1st, 2024

Project End Date: March 31st, 2025

Project Resources:

Social Media Marketing Consultant

• NMRA National Marketing Department

NMRA Regional Champions

Local Volunteers

1. Project Background

The NMRA relies on consistent branding and messaging across the organization to maintain community engagement. The NMRA has access to a non-profit Canva Team, which local volunteers will be added to facilitate higher quality local marketing efforts and local customisation of NMRA Marketing collateral. This project is a key next step from the Rack Card project completed in July 2024. The rollout will begin with a pilot program involving at least six regions by December 31st, 2024, and will be completed for all regions by March 31st, 2025.

2. Project Objectives

- Equip each region with at least one individual with access to the national nmra non-profit Canva team.
- Develop a self-directed training package of YouTube videos for new local volunteers. This can be delivered by the Social Media Marketing Consultant or another suitable volunteer.

- Provide "Train the Trainer" training on Canva usage to regional key volunteers.
- Define and delegate the process of adding local volunteer accounts to an NMRA volunteer.
- Create a Discord channel within the NMRA Interchange for program volunteers.
- Provide templates and associated guidelines for local volunteers.
- Enable regional volunteers to produce high-quality content consistent with National Marketing Department standards.
- Establish a process for sharing new templates across all accounts.

3. Project Scope

This project will encompass the following activities:

• Phase 1: Planning and Preparation (August - December 2024)

Develop a detailed project plan and timeline.

Define roles and responsibilities for Region & Local Volunteers.

Develop training materials and resources.

Establish the Discord channel and communication protocols.

• Phase 2: Pilot Program (February - April 2024)

Implement the rollout in six pilot regions.

Provide training and support to regional champions.

Monitor progress and gather feedback.

Refine processes and materials based on pilot experience.

Phase 3: Rollout to 2/3 (May - Aug 2025)

Expand the rollout to all remaining regions.

Continue training and support for regional champions.

Monitor and track progress across all regions.

Ensure consistent application of branding and messaging.

Phase 4: Full Rollout to all (Sept - Nov 2025)

Expand the rollout to all remaining regions.

Continue training and support for regional champions.

Monitor and track progress across all regions.

Ensure consistent application of branding and messaging.

Phase 5: Ongoing Support and Maintenance (Dec 2025 onwards)

Provide ongoing support to regional volunteers.

Develop and share new templates and resources.

Monitor and address any challenges or issues.

4. Project Deliverables

- Project plan and timeline
- Training materials and resources
- Discord channel for program volunteers
- Templates and associated guidelines
- Process for adding local volunteer accounts
- Consistent branding and messaging across all regions
- Ongoing support and maintenance

5. Project Exclusions

This project does not include:

- Development of new branding or messaging guidelines.
- Design and production of local marketing materials beyond templates.
- Ongoing content creation for local groups by the national team.

6. Project Assumptions

- NMRA National Marketing Department will provide necessary support and guidance with respect to templated marketing collateral in Canva.
- Regional champions will actively participate in training and implementation.
- Local volunteers will be available and willing to participate.
- Folders can be used within Canva to allow local teams work to be separated from each other and to allow the maintenance of the national social media content within the same Canva Team

7. Project Risks

- Delays in project timelines due to unforeseen circumstances.
- Resistance to change from local volunteers.
- Lack of engagement from regional champions.
- Technical challenges with Canva platform.

8. Project Success Criteria

- All regions have at least one individual with access to a non-profit Canva team.
- Regional volunteers are proficient in using Canva to create high-quality content.
- Consistent branding and messaging are applied across all regions.
- NMRA National Marketing Department is satisfied with the project outcomes.

9. Project Communication Plan

Regular communication will be maintained with all project stakeholders through:

- Project meetings
- BoD Action List monthly updates
- Email updates
- Discord channel

10. Project Monitoring and Control

Project progress will be monitored and controlled through:

- Regular status reports
- Project milestones
- Key performance indicators (KPIs)
- Risk management plan

11. Project Approvals

This Project Scope Document requires approval from the following individuals:

- Project Sponsor
- Project Manager
- Social Media Marketing Consultant

12. Project References

NMRA Members Promo Materials Web Page Canva Non-Profit Program website

13. Project Revision History

• Version 1.3 - September 8th, 2024

This Project Scope Document provides a comprehensive overview of the Canva Rollout project for the NMRA. It outlines the project objectives, scope, deliverables, exclusions, assumptions, risks, success criteria, communication plan, monitoring and control plan, approval requirements, references, and revision history. This document will serve as a guide for the project team and stakeholders throughout the project lifecycle.

HONORS POLICY

The Honors Committee shall consist of a Chair appointed by the Secretary and of such anonymous members as the Chair may deem necessary and appoint. The committee shall be responsible for the development of policy to be followed in awarding of honors and shall submit to the Board of Directors nominations for such awards at each winter BOD meeting (excluding the President's Awards).

- 1. HONORARY LIFE MEMBER (HLM) Honorary Life Membership is the highest honor the NMRA can bestow upon one of its present or past members. It shall be given only in recognition of outstanding elective or voluntary service to the NMRA.
- 2. DISTINGUISHED SERVICE AWARD (DSA) The Distinguished Service Award may be awarded to those who have, directly or indirectly, member or non-member, given outstanding service to the hobby.
- 3. PRESIDENT'S AWARD (PA) Each year the President may select recipients of this award, given by the President for outstanding service to the NMRA. 79
- 4. PRESIDENT'S AWARD FOR DIVISION SERVICE Each year, each Region will select one member to be honored for their unsung service to their Division within the Region.
- 5. NMRA FELLOW (FA) The Fellow of The NMRA Award may be granted to those individuals in the NMRA who have fostered the organization and the hobby and have increased an advanced social interaction and the social benefits of the hobby.
- 6. MERITORIOUS SERVICE AWARD (MSA) The Meritorious Service Awards reflect dedicated and long-term service by a member for participation in one or more of the various departments and/or committees of the Association. The respective Department Manager Award may nominate a member to the respective Department Manager or responsible Officer for approval. The Department Manager approves all awards for their department and submits them to HQ for award preparation.
- 7. PIONEER AWARD The Pioneer Award recognizes those individuals who have had a profound impact on the hobby of model railroading, primarily in the area of producing products that were revolutionary or made significant improvements. The Award was started by the Hobby Association and moved to the NMRA in 1994.
- 8. NOMINEES FOR AWARDS FOR DSA, Pioneer, Fellow and HLM The Honors Committee shall review the qualifications of the individual(s) proposed and shall recommend the nominees to the Board of Directors for acceptance.

Meeting of Board of Directors, Midwest Region, NMRA, November 2024

To: Board of Directors

From: Steve Studley

Date: October 15, 2024

Subject: Immediate Past President

Activities since Last Board Meeting

Please see my report for the Nominating committee.

Planned Activities

Will provide files from the past four years for the new Nominating Committee Chair.

Item 36

To: Board of Directors

From: Connie J. Coy

Date: October20, 2024

Subject: Secretary's Report

Dear Midwest Region Board of Directors:

This year I have been heavily involved with the CID's events: volunteering at Modelers' Meets and Train shows for the public in public libraries. I have worked with the Executive committee making decisions for Regional Business, preparing minutes and reports for our biannual Meeting of Members and Board of Directors meetings. As of this time I will have served as Secretary for over 3 years.

I thank Bob McGeever for appointing me to serve in this position.

I wish to thank the MWR Board for their promptness in returning their reports for these meetings. It makes my job much easier.

Honored to serve,

Connie J. Coy, MMR #763

NMRA Membership number: 168406

Midwest Region Officers, Directors at Large and Committee Chairs as of May 5, 2024

Officers

President **Bob Mcgeever** 309 W Randolph St Stoughton, WI 53589 (608) 873-4529

mcgeever@charter.net

VicePresident Michael Hirvela 2013 Grove Ave Waukegan, IL 60085 (847) 360-9579

mhirvela1@gmail.com

Secretary Connie Coy Avon, IN 46123 (317) 294-4623 csjcoy@gmail.com

Treasurer Keith Thomsen 6409 Woodhaven Ct 7202 New Washburn Way Madison, WI 53719 (608) 271-4335

ImmediatePastPresident Steve Studley 5115 N Echo Bend Bloomington, IN 47404 (812) 876-9726 Thomsen.keith@gmail.com sstudley@gmail.com

Directors-at-Large

Term Expires 2025

Alex Schneider 610 Belmont Ave Addison, IL 60101 (630) 833-6269 hudson5450@outlook.com.

Prescilla Roderick 126 Declara; on Dr Greenwood, IN 46143 (317) 339-8314 emt53@sbcglobal.net

540 Raintree Dr Avon, IN 46123 (954) 675-2179 rjpod@me.com Ron Johnson

Robert Perry

Term Expires 2026

Phillip Burnside 5660 Springhollow Ct Avon, IN 46123 csxt801@yahoo.com

David Mashino 3423 Woodhaven Trl Kokomo, IN 46902 dave@mashino.com

2516 Chickadee Trl Rockfold, IL 61107 rondjohn@earthlink.com

John Poray 7746 Thorncrest Dr Mooresville, IN 46158 johnporay@gmail.com

Division Directors

CentralIndiana2806 **Daniel Banks** 1506 W 4th Anderson, IN 46016 (765) 810-3130

DuPage2811 Alex Schneider 610 Belmont Ave Addison, IL 60101 (630) 833-6269 wabashbanks@a@.net hudson5450@outlook.com

FoxValley2809 Michael Hirvela 2013 Grove Ave Waukegan, IL 60085 (847) 360-9579 mhitvela1@gmail.com

IllinoisTerminal2807 Mike Lehman 608 E Green St Urbana, IL 61802 (217) 344-5609

IllinoisValley2805 Gary Baker 2004 Dane Kelsey Dr Pekin, IL 61554 309-264-6797 rebelmike@earthlink.net afpgary@mac.com

Michiana2815 **Greg Bueltmann** 7320 Indian Boundary Gary, IN 46403 (312) 730-4019 greg@uncleheavy.com

RockRiverValley2810 Marty Hendrickx 6813 Michelle Dr Roscoe, IL 61073 (815) 623-7326 mhendrickx@charter.net SoCentralWisc2802 Art Dawson, Jr 16317 W Union Rd Brooklyn, WI 53521 (608) 336-7645 nkp284@yahoo.com

Winnebagoland2803 Paul Hillmer 4711 N Tanglewood Dr Appleton, WI 54913 (920) 475-2659 treelisa1@aol.com

WiscSoutheastern2801 **Burnell Breaker** 3544 LaSalle St Racine, WI 53402 (262) 939-9193 brbreaker@yahoo.com

Committee Chairs

AchievementProgram Jim Landwehr 901 S Dunton Ave Arlington Hts, IL 60005 (847) 577-7984

FinancialReview Phillip Burnside 5660 Springhollow Ct Avon, IN 46123 (317) 442-6046 Jlandwehr901@yahoo.com csxt801@yahoo.com

ClinicClearinghouse John Coy 6409 Woodhaven Ct Avon, IN 46123 (317) 294-4675

Convention Dan Banks 1506 W 4th Anderson, IN 46016 (765) 810-3130 Indycop999@hotmail.com wabashbanks@att.net

Education Coordinator vacant

Election Internet Jim Osborn Jim Osborn 2202 Bay Oaks Dr 2202 Bay Oaks Dr McHenry, IL 60051 McHenry, IL 60051 (815) 578-8315 (815) 578-8315 mwr.nmra.webmaster@gmail.com (same as leB)

LongRangePlanning **Steve Studley** 5115 N Echo Bend Bloomington, IN 47404 (812) 876-9726 sstudley@gmail.com

Membership **Ron Scharping** 6145 Plymouth St Downers Grove, IL 60516 (630) 968-0157

Nominating Nominating Steve Studley 5115 N Echo Bend Bloomington, IN 47404 (812) 876-9726 sstudley@gmail.com

Photographer Promo&Special Projects

Vacant

Michael Hirvela 2103 Grove Ave Waukegan, IL 60085 (847) 360-9579

mhirvela1@gmail.com

PhotoContest

vacant

Publications David Leider 17121 74th St

2703 Covered Wagon Trl Largo, FL 33773 (847) 454-6481 sooauthor@netzero.net tmo@osemicro.com

Youth Thomas Ose

trainron@gmail.com

ModelContest (2)

Vacant

Springfield, IL 62711 (217) 483-4368

Committee and Convention Subcommittee Members

Election&Internet Steve Miazga

SW224N2280 Elmwood Waukesha, WI 53186 (262) 309-6939

sjmiazga50@gmail.com

Nominating Paul Mangan

6187 Sun Valley Pkwy Oregan, WI 53575 (608) 835-9577

pmangun62@gmail.com

Surrogate Board Members (Proxys)

DuPage Division Fred Henize 23009 S Frances Way Channahon, IL 60410 fchenize@att.net

(815) 260-1945

Fox Valley Division Denis Zamirowski 5515 N Sayre Ave Chicago, IL 60656-2031 zam972@aol.com Cell; 312-590-6472

Home: 773-631-6472

For Minutes, Meeting of Board of Directors, Midwest Region, NMRA, November 18, 2023

To: Board of Directors, Midwest Region, NMRA

From: Michael L. Hirvela, Vice-President, MWR

Date: October 16, 2023

Subject: MWR Vice-President Report for Fall 2023 MWR BoD Meeting

Activities since Last Board Meeting:

• Continued to be supportive of the Region.

- Continued to be supportive of the reorganization efforts in the WISE Division.
- Consulted with MWR President regarding MWR activities.

Planned Activities:

- Continue to support WISE Division's reorganization efforts.
- Provide support to the MWR President and Board.

Submitted:

Michael L. Hirvela VP, MWR

Meeting of Board of Directors, Midwest Region, NMRA, November 2024

To: Board of Directors

From: Bob McGeever

Date: October 15, 2025

Subject: MWR Presidents Report

Activities since the Last Board Meeting

WISE Division:

About four years ago, the WISE Division declared itself inactive. At the November 2021 MWR BOD meeting, a motion was passed to establish an Executive Committee to reactivate the division. The motion is attached to this report.

The WISE Executive Committee is ready to reactivate the division. The revised Constitution and Bylaws are attached to this report. Also attached is a motion to reactivate the division.

MWR Treasurer:

Keith Hanson found it necessary to give up the duties of MWR Treasurer on short notice in early September. Since we live near each other, I was the backup signature on the bank accounts. For the near term I will be the acting treasurer. Keith is available to answer any questions I have. I will be establishing a financial report format for the BOD. It might not be done by the upcoming meeting.

My short report is that we have a nice amount of money in the bank, more than enough to cover our operations for several years.

Change in bylaws to support Zoom meetings:

Some changes in our bylaws needed to made to support the switch to BOD meetings on line and on fixed dates/times. Suggested changes in Section VII are attached.

I also suggest that the bylaws be amended so that all references to notification of meetings and related activities be changed to only require email notifications. If the BOD approves this, the amended version will be presented for approval at the spring meeting.

Changes in newsletter subscription collections:

The National will no longer be collecting subscription money for our regional newsletter. We were one of only two regions making use of this service. They are rewriting the membership system and since this feature is hardly used, and is not a National fee, they are dropping it. We are overdue to review the cost of mailing the hard copy newsletter and setting a subscription rate that covers the costs. I hope to have that analysis complete by the time of our meeting.

WISE Reactivation Motion.

On November 14, 2021, the MWR BOD passed a motion to establish an Executive Committee to reactivate the WISE Division. That committee believes that the WISE Division is ready to be reactivated.

I move that:

- The MWR BOD accepts the recommendation of the WISE Executive Committee that the division is ready to return to active status under the revised Constitution and Bylaws submitted to the BOD for review and approval.
- 2) The MWR BOD authorizes the WISE Executive Committee to hold the first elections under the revised Constitution and Bylaws starting January 2026. The current WISE Executive Committee and BOD members will continue in their positions until the new elections are held.
- 3) Except for the postponement of elections until 2026, the WISE division will begin operating as an active division of the MWR under the revised Constitution and Bylaws effective November 4, 2024.

Constitution of the Wisconsin Southeastern Division, Inc. – The National Model Railroad Association

PREAMBLE

Believing that a Constitution should be the broad and basic source of parliamentary law and should not incorporate detailed rules and regulations which are best written in the form of Bylaws, we the members of the Wisconsin Southeastern Division, Inc. (WISE Division), Midwest Region (MWR), The National Model Railroad Association, Inc. (NMRA), adopt this Constitution. This Constitution is intended to establish who may be members, the fact of an Annual Meeting, the method of nominations, the basic organizational structure, and the method of amending.

It is further intended that more detailed rules and regulations must be made in the Bylaws to eliminate the necessity for frequent amendments to this Constitution. The Bylaws of the WISE Division shall be the day to day tool of operation; and it shall establish clearly the means of carrying out the mandates of this Constitution.

Article I. NAME

Section 1 – According to the Articles of Incorporation filed with the State of Wisconsin this organization is titled: Wisconsin Southeastern Division, Inc. – The National Model Railroad Association.

Article II. PURPOSE

Section 1 – The purposes of the WISE Division are as stated in the Articles and Restated Articles of Incorporation of the WISE Division, the Bylaws of the WISE Division, and the charter granted to the WISE Division by the MWR of the NMRA.

Article III. BOUNDARIES

Section 1 – The geographic boundaries of the WISE Division are as determined from time to time by the MWR.

Article IV. MEMBERSHIP

Section 1 – Any person residing within the boundaries of the WISE Division who is a member of the NMRA shall automatically be a member of the WISE Division.

Article V. MEETINGS

Section 1 - There shall be at least one Annual Meeting of the WISE Division.

Section 2 - The exact date and location of the Annual Meeting shall be established as set forth in the Bylaws.

Section 3 – Upon its own motion, or upon a motion from the floor at the Annual Meeting, or upon petition of ten members directed to them, the Board of Directors (BOD) may call such Special Meetings of the members as it deems necessary. Upon petition of 10% of the membership the BOD must call a Special Meeting of its members within 60 days. Petitions must be addressed to the Superintendent (President) with copies to all members of the BOD.

Section 4 – At the Annual Meeting 20 members present shall constitute a quorum. At any Special Meeting fifteen % of the membership shall constitute a quorum.

Section 5 - Each member is entitled to one vote which may be exercised in person, by mail, or by such other means as the BOD may determine.

Article VI. MANAGEMENT

Section 1 – The general and direct management of the WISE Division shall be vested in the BOD.

Section 2 – The BOD shall consist of four officers, as well as no less than one nor more than three directors selected as provided in this Constitution.

Section 3 – The BOD shall meet at least six times per year.

Section 4 – The BOD shall have the following responsibilities:

- A To pass all of the Bylaws of the Division.
- B To approve the location of all meetings of the Division.
- C To approve the yearly budget.
- D To confirm the Superintendent's (President's) appointments of the Directors.
- E To confirm the Superintendent's (President's) appointment of any chair of an Ad Hoc Committee who is not a Director.
- F To hold legal title to all the property and monies of the WISE Division in trust for its members.

Section 5 – A majority of the BOD, after having received prior notice as defined in the Bylaws, shall constitute a quorum to conduct any and all business of the WISE Division.

Section 6 – The Bylaws shall state that proxies by members of the BOD shall not be allowed.

Article VII. DIRECTORS

Section 1 – The Directors of the WISE Division, MWR, NMRA, shall be selected as follows:

A – Two of the four Officers (Superintendent and Assistant Superintendent) shall be elected by the membership and will also become Directors. The Chief Clerk and Paymaster are appointed positions chosen by the Superintendent.

B – A total of two three Directors may be elected by the membership. One Director shall be elected annually with his/her term commencing on June 1st.

C –One and not more than three Directors may be appointed by the Superintendent (President) keeping in mind geographical representation throughout the WISE Division.

D – Except for the Officers, all Directors' terms of office will be three years beginning on June 1st and ending on May 31st. No more than three Directors may be appointed in any twelve-month period commencing on June 1st. If a Director is not appointed on June 1st, his/her term of office will be retroactive starting the previous June 1st.

E — Not withstanding section 1D above, appointment to an unexpired Director vacancy shall not be subject to the maximum of three Directors appointed in a twelve-month period.

E – A Superintendent (President) cannot appoint a Director to a term that commences after that Superintendent's (President's) term expires.

Section 2 – An Officer or Director may be suspended from office for cause by a two-thirds written vote of the entire BOD. An Officer or Director may be removed from office with or without cause by a two-thirds written vote of the entire BOD at a meeting of the BOD called for that purpose at which a suspended Officer or Director has the right to attend.

Article VIII. OFFICERS

Section 1 – The Officers of the WISE Division shall consist of a Superintendent (President), Assistant Superintendent (Vice President), Chief Clerk (Secretary) and Paymaster (Treasurer). The Superintendent (President) and the Assistant Superintendent (Vice-President) shall be elected bi-annually at the Annual Meeting held in odd numbered years. The Chief Clerk (Secretary) and Paymaster (Treasurer) shall be appointed by the Superintendent (President) in even numbered years subject to approval by the BOD.

Section 2 – The term of office for all Officers shall be two years commencing on June 1st after their election or appointment.

Section 3 – Any vacancy occurring in the office of Superintendent (President) shall be filled by the Assistant Superintendent (Vice President). If the office of Assistant Superintendent is vacant at that time, the current members of the BOD will elect a Superintendent from their current members.

Section 4 – Any vacancy occurring in any office other than the Superintendent (President), shall be filled by appointment by the Superintendent (President) and subject to approval by the BOD.

Section 5 – The duties of the Officers shall be those normally associated with their office.

Section 6 – No Officer, member of the BOD, or any member of the WISE Division, shall receive any remuneration for services rendered, other than reimbursement for expenses or professional or other services which have been authorized by the majority of the entire BOD. Nor shall the assets of the WISE Division be used for any private or personal gain of any Officer, Director, or member.

Article IX. BYLAWS

Section 1 – Bylaws shall be established and adopted by the BOD for the governance of the WISE Division.

Section 2 – The Bylaws of the WISE Division may be adopted or amended as provided in the Bylaws.

Article X. AMENDMENTS

Section 1 – Proposed Amendments to the Constitution shall be voted on at the Annual Meeting or at a Special Meeting of the members. Notice of the proposed

Amendments must be presented to the membership at least 30 days in advance of the proposed meeting.

Section 2 – A majority vote of the members either in person, by mail, or by such other means as the BOD may determine, shall be sufficient to ratify the Amendment.

Section 3 – The method of originating, distributing, collecting, tabulating, and publishing the results of Amendment ballots will be as follows:

- A Any member of the WISE Division may submit, in writing, an Amendment to this Constitution.
 - 1 Such proposed Amendment must be addressed to the Superintendent (President) with copies to all members of the BOD.
 - 2 Such proposal must include the Article and Section to be amended with the exact wording as it now stands and the exact proposed wording.
 - 3 The originator of the proposed Amendment must appear at the BOD meeting to present his/her revision.
- B The BOD will take action upon the proposed Amendment within sixty days of presentation of the Amendment to the BOD and, if approved, the proposal will be presented to the membership as defined in Article X, Section 1.
- C If the BOD does not approve the Amendment, the membership may, by a written petition of 15% of the membership, have such Amendment placed on a ballot at the time of the next Annual Meeting.
- D The distributing, collecting, tabulating, and publishing of the results of the vote on the proposed Amendment shall be distributed to the membership in the next regular communication following the Annual Meeting.

Article XI. DISSOLUTION

Section 1 – In the event the WISE Division shall dissolve and cease to function as an organization, its assets shall be paid over only to those organizations established as charitable organizations under the provisions of sec. 501(c)(3) of the Internal Revenue Code of 1954, as amended. The selection of any such organization shall be at the discretion of the vote of the BOD by a simple majority.

Board Approved – 05/08/13

As adopted at a Special Meeting – 10/20/13

Constitution of the Wisconsin Southeastern Division, Inc. – The National Model Railroad Association

Amended and revised by the WISE Executive Committee – 4/18/2022

Adopted by WISE Executive Committee – 10/9/2024

Bylaws of the Wisconsin Southeastern Division, Inc. – The National Model Railroad Association

Article I. DIVISION OFFICE

- 1. The Division shall have its principal office at the address of the current Superintendent (President) or such other address as may be directed by the Board of Directors (BOD).
- 2. The Division may also have offices at such other places as the BOD may direct.

Article II. AUTHORITY AND PURPOSE

- The authority for these Bylaws is derived from the Articles of Incorporation filed with the State of Wisconsin, as authorized by the Charter of the Midwest Region (MWR) under the authority of the National Model Railroad Association, Inc. (NMRA) and from the Constitution of the Wisconsin Southeastern Division, Inc. (WISE).
- 2. The purpose of the WISE Division is:
 - A. To promote model railroading in Southeastern Wisconsin.
 - B. To hold Divisional meetings, clinics, and train shows.
 - C. To sponsor model railroad contests.
 - D. To maintain a close relationship with the MWR and the NMRA.
 - E. To engage in the history, preservation, perpetuation and enjoyment of the hobby of model railroading, rail fanning, and education about the history of railroading in the United States and, where appropriate, throughout the world.
 - F. To engage in charitable (as defined in sec. 501(c)(3) of the Internal Revenue Code of 1954, as amended) and educational activities, including, but not limited to, providing funding for historical associations, scholarships, model railroads, museums, and other charitable or educational organizations.

Article III. MEETINGS

- 1. The Annual Meeting of the WISE Division shall be held between April 1st and May 30th of each year.
- 2. Parliamentary procedure as set forth in Robert's "Rules of Order" shall govern all meetings. The BOD will determine the meeting rules to be used.
- 3. When calling a Special Meeting of the members as defined by the Constitution, the notice must be published to all the membership at least 10 (ten) days prior to the meeting date. The meeting notice must specify the purpose of the meeting and shall be distributed in the same manner as regular communications. The membership shall have the right to revoke any action taken by the BOD.

Article IV. MANAGEMENT

- 1. General and direct management shall include the right of the BOD to create rules, regulations and policies to govern the operation of the WISE Division.
- 2. The BOD shall meet at the call of the Superintendent (President) provided:
 - A. The Officers and Directors were informed by first class mail or by electronic media at their last known NMRA address and/or email address at least ten days prior to the meeting, or
 - B. The date, time and place of the meeting were announced at the previous BOD meeting.
 - C. Any four members of the BOD may petition the Superintendent (President) for a Special Meeting of the BOD. The signed petition shall state an agenda. The Superintendent (President) must call the meeting within 30 days. When the Superintendent (President) calls the Special Meeting, the notice sent to the Officers and Directors must include the agenda for the meeting and the BOD shall not deviate from that agenda during the meeting unless the Officers and Directors present approve the deviation by a two-thirds majority.
 - D. Meetings of the BOD may be conducted by any electronic means available to them including conference calls. Attendance at meetings can be by conference call, electronic meeting applications, and in person. Motions, discussion, and votes on motions may be conducted by electronic means provided all BOD members are informed.

- E. Proxies by members of the BOD shall not be allowed.
- The annual budget shall be prepared by the Finance Committee and shall be submitted to the BOD. The BOD shall approve the budget prior to presentation at the Annual Meeting. The Finance Committee will be established at the December meeting.
- 4. Property owned by the WISE Division shall be entrusted to those members as the Superintendent (President) sees fit unless such action is overruled by the BOD. An inventory of said property shall be maintained by the Paymaster (Treasurer).
- Monies held by the WISE Division shall be placed in Savings, Checking, Money Markets, Certificates of Deposit at an FDIC or CUNA insured institution as recommended by the Paymaster (Treasurer) and approved by the BOD.
 - A. Before any expenditures exceeding \$5,000 can be paid, authorization from two officers must be obtained. For expenditures exceeding \$5,000 related to Trainfest, authorization must be obtained from either the Superintendent (President), the Assistant Superintendent (Vice-President) and/or the Trainfest Executive Director. All transfers of money between accounts will be done at the discretion of the Paymaster (Treasurer). All checks will be issued and signed by the Paymaster (Treasurer) or other officer designated on the checking account as follows:
 - WISE Division General funds except as in 2 or 3 below: Paymaster (Treasurer) and the Assistant Paymaster (Assistant Treasurer).
 - 2) WISE Division Trainfest funds: Paymaster (Treasurer) and the Trainfest Paymaster (Trainfest Treasurer) authorized by an adopted motion of the BOD.
 - 3) WISE Division Special Project funds: Paymaster (Treasurer), and a person authorized by an adopted motion of the BOD.
 - B. All WISE Division General, Trainfest and Special Project funds statements shall be sent to the Superintendent (President) and the Paymaster (Treasurer).
 - C. The Superintendent (President) will distribute copies of fund statements to others as needed.

- D. Any contract or series of contracts with a total expenditure of \$2500.00 or more must be presented to the BOD in writing and in its entirety prior to execution. No such contract or series of contracts shall be executed, or payment authorized on such contract or contracts, unless and until authorized by an adopted motion of the BOD.
- E. Contracts binding the WISE Division shall be executed by the Superintendent (President), the Assistant Superintendent (Vice-President), the Chief Clerk (Secretary) or the Paymaster (Treasurer), or such person or persons as are authorized by these officers.
- F. The WISE Division shall not incur any debt without prior authorization of the BOD in a vote of at least 75% of the total membership of the BOD.
- 6. The Paymaster (Treasurer) shall maintain a written list of accounts and account numbers of the WISE Division and shall furnish a copy of said report to the Superintendent (President) and to those persons duly authorized by an adopted motion of the BOD.
- 7. No electronic access to accounts of the WISE Division shall be created unless the Superintendent (President) and the Paymaster (Treasurer) are provided the same electronic access, including the appropriate passwords and codes.

Article V. BOARD OF DIRECTORS

- 1. The BOD shall consist of the four Officers and not less than **one** nor more than three Directors selected as defined in Article VII of the Constitution.
- 2. The immediate past Superintendent (President) may be an advisor to the BOD for one year after leaving office. Nothing in these Bylaws should be construed as preventing the immediate past Superintendent (President) from serving in other capacities and thereby gaining a vote.
- 3. An Officer or Director may be suspended from office for cause by a two-thirds written vote of the entire BOD. An Officer or Director may be removed from office with or without cause by a two-thirds written vote of the entire BOD at a meeting of the BOD called for that purpose at which a suspended Officer or Director has the right to attend. These rules are defined in the Constitution, Article VII, Section 2.

Article VI. OFFICERS

1. The Officers of the WISE Division shall consist of a Superintendent (President), an Assistant Superintendent (Vice President), a Chief Clerk

(Secretary) and a Paymaster (Treasurer) as defined by Article VIII of the Constitution.

- 2. The duties of the Officers shall be as follows:
 - A. The Superintendent (President):
 - Shall preside over all meetings of the membership and the BOD, shall manage the Division and shall see to it that all decisions and resolutions from the BOD are implemented.
 - Or a person designated by the Superintendent (President) shall serve as the Division's representative to the MWR Board of Directors (the WISE Division Director).
 - 3) Shall be an ex-officio member of all committees.
 - B. The Assistant Superintendent (Vice-President) shall aid and assist the Superintendent (President):
 - 1) In the event the Superintendent (President) shall vacate the office, or shall be removed from office, the Assistant Superintendent (Vice-President) shall assume the duties of the Superintendent (President). If the office of Assistant Superintendent is vacant at that time, the current members of the BOD will elect a Superintendent from their current members.
 - 2) In the event of unusual circumstances, the Superintendent (President) may relinquish the duties of the office to the Assistant Superintendent (Vice-President) for a specified length of time.
 - C. The Chief Clerk (Secretary) shall be responsible for:
 - Accurate and legible minutes and corrected minutes of each meeting of the membership and the BOD in both printed and electronic .pdf format. These minutes shall be made available upon request to all members of the WISE Division.
 - 2) Maintaining a copy of the Bylaws in both printed and electronic .pdf format. Such Bylaws shall be published on the WISE Division website and made available upon the request of any member. Prior versions of the Bylaws shall be kept in a separate file.

- 3) The History of the Division. Such history shall be kept in a separate book.
- D. The Paymaster (Treasurer) shall be responsible for:
 - 1) All monies of the WISE Division, taking in funds received, making payments as necessary and maintaining full and accurate records of all transactions and the inventory of the Division's property. The Paymaster (Treasurer) shall make quarterly reports to the BOD and shall assist the Superintendent (President) and the Finance Committee in the preparation of the annual budget.
 - 2) Executing to the Division a bond in such sum or with such surety or sureties as the BOD may direct. The cost associated with the execution of such bond shall be borne by the Division. This bond is optional at the discretion of the BOD.

Article VII. ELECTIONS

- The Election Committee shall be appointed by the Superintendent (President) and shall consist of three members from the general membership. Committee members must be active in the Division and agree to serve. The committee shall be appointed not less than 120 days prior to the Annual Meeting.
- 2. The Chair of the Election Committee will be designated by the Superintendent (President).
- 3. The Election Committee will present a slate of at least one candidate for each Office and the Director At Large no later than the February BOD meeting in the year of the election.
- 4. The Election Committee will prepare the Official Ballot with the candidates' names as submitted to the BOD. The Official Ballot must contain a space for a write-in candidate for each position being elected. Information about each candidate shall be published in the regular communication to the membership in the issue preceding the Annual Meeting. This communication will also contain the Official Ballot and instructions on how to return the member's vote back to the Division by the published deadline. Voting may be conducted by email or other electronic means.
- 5. The Election Committee will oversee the election, tally the votes, report the results to the membership and certify the results to the Chief Clerk (Secretary) for recording.

- 6. In the event of a tie vote, the Election Committee Chair shall announce the occurrence and shall conduct a lottery among the candidates with the highest identical number of votes. This lottery shall be by the toss of the coin or the drawing of straws.
- 7. The newly elected Officers and the Director At Large shall assume their duties on June 1st in the year of the elections.

Article VIII. COMMITTEES

- 1. The following standing committees shall be established as listed below and shall have a chairperson who is a member of the division. Chairpersons do not need to be a member of the BOD. Each standing committee will be the responsibility of one or more Directors appointed by the Superintendent (President) unless otherwise specified herein:
 - A. Division Meets -
 - 1) Meet Contests
 - 2) Meet Layout Tours
 - 3) Meet Clinics
 - B. Division Newsletter
 - C. Finance Committee shall include the Superintendent (President), the Paymaster (Treasurer), the Trainfest Executive Director and other Directors appointed by the Superintendent (President).
 - D. Membership Promotion
 - E. Achievement Program
 - F. Video Library
 - G. Division Special Events
 - H. Trainfest shall include the Superintendent (President), the Paymaster (Treasurer) and the Trainfest Executive Director and such other persons as appointed by the Trainfest Executive Director.
 - The standing committees shall be responsible to the Superintendent (President) and the BOD for all activities within the framework of their committee and submit monthly written reports.

- 3. In addition, the Superintendent (President) may form whatever ad hoc committees necessary for the operation of the Division.
- 4. If the Superintendent (President) is unable to attend a meeting of a standing committee of which he is a member, the Assistant Superintendent (Vice-President) may attend as a full voting member.

Article IX. POLICY

Policies may be established by the BOD.

- 1. Policies may be established in any area not specifically restricted by the Constitution, Bylaws or Articles of Incorporation.
- 2. Any policy of the WISE Division shall originate as a motion carried on the floor of a BOD meeting.
- 3. The Chief Clerk (Secretary) shall keep a file of all policies.
- 4. Policies may be carried, amended, or disbanded by a simple majority vote of the BOD present.

Article X. CONFLICT OF INTEREST

1. This article shall constitute the conflict of interest policy of the WISE Division. This policy protects the WISE Division's tax-exempt interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an Officer, Director or member of the WISE Division or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

2. Definitions:

- A. Interested Person Any Director, Officer, or member of a committee who has a direct or indirect financial interest, as defined below, is an interested person.
- B. Financial Interest A person has a financial interest if the person has, directly or indirectly, through business, investment or family:
 - 1) An ownership or investment interest in any entity with which the WISE Division has a transaction or arrangement.

- 2) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the WISE Division is negotiating a transaction or arrangement.
- 3) A financial interest is not necessarily a conflict of interest. Under Article X Section 2, B, 1 & 2, a person who has a financial interest may have a conflict of interest only if the BOD or committee decides that a conflict of interest exists.
- 3. Duty to disclose and determine whether a conflict of interest exists:
 - A. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the BOD or committee considering the proposed transaction or arrangement.
 - B. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the BOD or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Directors or committee members shall decide if a conflict of interest exists.
- 4. Procedures for addressing the conflict of interest:
 - A. An interested person may make a presentation at the BOD or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - B. After exercising due diligence, the BOD or committee shall determine whether the WISE Division can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

5. Violations:

- A. If the BOD or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged conflict.
- B. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual

or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

6. Records of Proceedings:

The minutes of the BOD and a written record of a committee shall contain:

- A. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the BOD's or committee's decision as to whether a conflict of interest in fact existed.
- B. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

7. Annual Statements:

Each director, officer and member of a committee shall annually sign a statement which affirms such person:

- A. Has received a copy of the conflict of interest policy
- B. Has read and understands the policy
- C. Has agreed to comply with the policy, and understands the WISE Division is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes, as set in Article II of these Bylaws.
- D. The above defined statement shall be read, signed, and returned to the Chief Clerk (Secretary) between the dates of January 1 and April 1 of each year.

The information above was derived from Revenue Ruling 75-38, 1975-1 C.B.161.

Article XI. Non-Discrimination

This article shall constitute the non-discrimination policy of the WISE Division. The Division is committed to providing an inclusive and welcoming environment for all members of our community and to ensuring that decisions are based on individual's abilities and qualifications.

Consistent with this principle and applicable laws, it is therefore, the WISE Division's policy not to discriminate in offering access to its educational programs and activities or with respect to any terms and conditions on the base of race, color, gender, national origin, age, religion, creed, disability, veteran's status, sexual orientation, gender identity or gender expression. Such a policy ensures that only relevant factors are considered, and that equitable and consistent standards of conduct and performance are applied.

This policy applies to WISE Division volunteers, members, clients and contractors. It clearly states our goal of an inclusive and non-discriminatory environment in which all members and volunteers are valued and empowered to succeed. It is the responsibility of each WISE Division Officer, Director, member and volunteer to understand the values and approach of the WISE Division non-discrimination policy and to comply with various protocols of behavior that respect, nurture and advance such values.

Article XII. AMENDMENTS

- These Bylaws may be amended by a simple majority of the members of the BOD present voting, providing notice of intent to amend has been sent out to all members of the BOD at least ten days prior to the called meeting.
- 2. In the event that prior notice to amend had not been given to the membership of the BOD, a simple two-thirds vote of approval to set aside the rules must be secured before said amendment may be presented on the floor.

Article XIII. DISSOLUTION

Article XIII. DISSOLUTION

- 1. The Division is organized exclusively for charitable, religious, educational and/or scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or any corresponding section of any future federal tax code.
- 2. Upon the dissolution of the Division, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or any corresponding section of any future federal tax code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in which the principal office of the organization is then located, exclusively for such purposes or to such

organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

3. Upon the dissolution of the Division, the Board of Directors shall identify records, files, and correspondence that may be of continuing significance and shall forward said records, files, and correspondence to the Headquarters of the Midwest Region of the National Model Railroad Association (hear after" MWR") or the Headquarters of the National Model Railroad Association (here after "NMRA")

Proposed – 12/26/2021

Adopted by the Board of Directors – 02/09/2022

Adopted by the WISE Executive Committee 02/09/2022

Amended and adopted by the WISE Executive Committee 10/9/2024

Article VII - Meetings

- 1. The Region shall may hold an Annual Convention each Spring, generally in April or May. Any Division or other organized group within the Region may offer to host a convention by submitting a bid in accordance with Policies & Procedures established by the Convention Committee provided for in Article IV, Section 1, Subsection c above. Upon acceptance of a bid by the Board, the host organization shall comply with the Convention Committee's Policies & Procedures. Notwithstanding the foregoing, in any year in which the Region or a Division of the Region hosts the National Convention of the NMRA, the Board may suspend the requirement for an Annual Convention provided that the Board makes alternate arrangements for the Annual Meeting of Members provided for in Section 3 below and for the Spring meeting of the Board provided for in Section 4 below.
- 2. The Region may hold additional conventions as authorized by the Board.
- 3. The annual meeting of members shall be held during the Annual Convention. The host organization for the convention shall schedule one-half hour for the annual meeting of members prior to the date and time for the Spring meeting of the Board. The room for the meeting should accommodate the number of people expected at the convention.
- 4. The Board shall meet during the Annual Convention. The President will inform the host organization of the date and time of the meeting, and of any special arrangements, equipment, etc. that may be required. The room designated for the meeting shall accommodate at least forty (40) people. The spring BOD meeting will be held on the first Saturday of April. It will be an online meeting starting at 10AM central time. The President will establish the initial agenda for this meeting. It can be modified by a majority vote or by friendly amendment of the members attending the meeting.
- 5. The Board shall meet in the Fall, generally in October or November, on a date and at a time and place determined by the President and announced to the Board at its Spring meeting. If circumstances subsequently require a change to the original date for the meeting, the new date for the meeting shall be later than the original date for the meeting. The fall BOD meeting will be held on the first Saturday of November. It will be an online meeting starting at 10AM central time. The President will establish the agenda for this meeting. It can be modified by a majority vote or by friendly amendment of the members attending the meeting.
- 6. The President may schedule a special meeting of the Board when necessary or desirable.
- 7. Any five (5) members of the Board may petition the President in writing for a special meeting of the Board. The petition must state the reason for the meeting and must include a proposed agenda. Upon receipt of such a petition, the President shall schedule a meeting within thirty (30) days.
- 8. Each member of the Board shall receive notice of each meeting of the Board. The notice shall be sent or mailed will be emailed by the Secretary at least one week fifteen (15) days prior to the meeting to the last electronic or regular mail address filed by the member with the Secretary. The notice will include the agenda for the meeting. The agenda may not be set aside, altered, or amended without majority approval of the Board members present at the meeting in person or by proxy.
- 9. Each member of the Board may appoint a proxy for any meeting of the Board by filing a form prescribed by the Secretary with the Secretary before the meeting begins. The form may be filed with

the Secretary by electronic or regular mail or it may be delivered by the proxy. Any member of the Board who is unable to attend a meeting of the Board may submit a request to the President by electronic or regular mail to be excused from that meeting.

- 10. Five (5) or more members of the Board, who are present in person and who represent more than one Division, shall constitute a quorum for the conduct of business at any meeting of the Board.
- 11. The latest edition of Robert's Rules of Order shall govern all meetings of the Region except insofar as they are inconsistent with the Constitution or these Bylaws.