

Mid-Continent Railway Historical Society, Inc.
Minutes of the March 29th Regular Board of Directors Meeting

Date: March 29, 2014

Location: Mid-Continent Railway Historical Society Office Building

Roll Call:

Directors:

R. Anderson, Treasurer – Absent
J. Bloohm, President
S. Brist
K. Burbach – Absent
A. Doering
R. Duresa
J. Huttenburg – Appointed 12:05 PM – Absent
G. Lavrenz
C. O'Brien – Absent
D. Schumacher, Vice President
J. Sorrel
K. Thomsen
R. Wagner

Other Officers:

K. Bauman, Secretary

Guests:

B. Schumacher
L. Rowe
R. Lichter
R. Ristow

Meeting called to order at 12:03 PM by President Bloohm.

12:05 PM: K. Thomsen moves and R. Duresa seconds to appoint Jeffrey L. Huttenburg to the three year term vacated by Director Paul Endres. Motion passed unanimously.

12:06 PM: D. Schumacher moves and J. Sorrel seconds to thank Director Endres for his service as a Director. Motion passed unanimously.

12:06 PM: J. Sorrel moves and R. Duresa seconds to approve the agenda and allow the president the option to go out of order as needed to efficiently conduct the meeting. Motion passed unanimously.

The next Regular Board Meeting will be June 28, 2014 at 12 Noon at the Museum Office.

The next Special Board Meeting will be April 26, 2014 at 10:00 AM in the conference room of Buttonwood Partners, Madison.

12:07 PM: D. Schumacher moves and K. Thomsen seconds to approve the draft minutes of the December 14, 2013 Annual Meeting. Motion passed unanimously.

Reports:

Dining Services:

2013 snow train break down. Net profit was 6800 for first class and 1900 for dinner train. Will continue to keep providing this breakdown after each event. Proposal was presented regarding long term planning and distribution of funds. Also presented assistant positions. R. Ristow will need to contact Ron Kokemeuller to discuss the details of the remaining air conditioning work.

Financial Report:

The draft report was presented for approval from the auditors.

12:23 PM: A. Doering moves and R. Duresa seconds to accept the draft report as presented. Motion passed unanimously.

Currently have over \$49,285.47 in the general fund, and we have not borrowed from either ourselves or from the line of credit. Management has been sending out quarterly donation requests to the membership. It also helped that we were able to pay all insurance except workman's comp in October. Workman's comp is due at a later date. We had a good result from Snow Train.

President's Report:

As presented in packet.

Vice President's Report:

12:30 PM: D. Schumacher moves and R. Wagner seconds to appoint R. Ristow as the Superintendent of Dining Services. Motion passed unanimously.

12:31 PM: D. Schumacher moves and K. Thomsen seconds to appoint J. Huttenburg, C. Vergenz and A. Spinnelli as the Assistant Superintendents of Dining Services. Motion passed unanimously.

Don Meyer Report:

As presented in packet.

Governance Committee Report:

Listening session in early march. Five areas of concern. Governance, infrastructure, visitor experience, funding, marketing. Open letter response from committee will be given on the website. What the takeaways were correct some factual errors and actions taken.

Secretary's Report:

After the virus infestation at the end of last year, two new computers were purchased to replace the computers in Nancy Miller's office and the center office. Additionally a copy of Windows 7 was purchased to upgrade the computer that used to be in the center office to replace the board room computer. These new and updated computers have

now all been installed. As part of the update, Mid-Continent's email system was moved to Office 365. The licenses for Office 365 were donated at no cost to the museum by Microsoft. We also took advantage of Microsoft's non-profit licensing to get Office 2013 subscription licenses at a greatly reduced price. With Office 365 we are now able to take advantage of Microsoft's OneDrive online storage system. Nancy has been shown and is starting to use OneDrive to store documents online without storing them locally.

President Bloohm wishes to recognize Director Anderson for the donation of one new computer, and Secretary Bauman for the donation of the second new computer and upgraded Operating System for third computer.

With the restoration of the computer equipment, we are now able to resume the Membership reports. Currently we have 262 Associate members, 96 Regular members, 12 Honorary Life members, and 165 Life members. This gives us a total of 535 Members. In the last quarter, we have added 7 new Associate members. We have also had a request by member R. Duresa to upgrade to Life member status. Rick has met all of the criteria for the upgrade.

Finally a new contract has been signed with WhistleTix. They will be replacing Vendini as our ticking system. Nancy is currently working with them to create the set maps, and Pat is working with them on changes that will be needed to our web site. Director Sorrel asked if the new system is compatible with our existing hardware, which it is. Finally as part of the new system we are also being setup with a call center which can be used to make sure that our phones are answered during special events.

Collections Committee Report:

Updated all large rolling stock items. What to keep what can be removed. Also comments about scrapping CNW 1385 two tender tanks and boiler.

New Business:

12:51 PM: J. Sorrel moves and D. Schumacher seconds to approve the upgrade of Richard J. Duresa to Life member status. Motion passed with R. Duresa abstaining.

12:52 PM: R. Wagner moves and A. Doering seconds to permanently rescind the policy of taking 7% of restricted donations for the general fund to pay for administrative expenses. Motion passed unanimously.

12:55 PM: J. Sorrel moves and R. Duresa seconds to approve the hiring of G. Sugden (Custodian); R. Schramm and R. Colby (Operations); O. Hughes, L. Tourdot, and R. Dipping (Restorations); D. Lee (Engineering); L. Emberson, G. Ansett, and C. Clandening (Gift Shop); and allow the president to hire additional seasonal employees as needed but not yet identified, reporting any such additional hires to the board via email. Motion passed unanimously.

12:57 PM: A. Doering moves and D. Schumacher seconds to designate the Snow Train tip money in the amount of \$815.00 to 440 and 2017 car fund. Motion passed unanimously.

1:16 PM: S. Brist moves and K. Thomsen seconds to instruct Buttonwood Partners to leave the earnings in the amount of \$4359.78 in the MCRR Foundation Endowment Fund. Motion passed unanimously.

1:22 PM: R. Duresa moves and K. Thomsen seconds to allow C. O'Brien to pursue the possibility of receiving a portion of the hotel room tax to promote tourism and increase patrons to the museum. Motion passed with S. Brist abstaining due to a possible conflict of interest.

1:26 PM: A. Doering moves and R. Duresa seconds to dispose of the original 1385 tender tank and trucks. Motion passed with J. Sorrel against.

1:30 PM: S. Brist moves and G. Lavrenz seconds to dispose of the tender tank from the 1385's second tender. Motion passed with J. Sorrel against.

1:32 PM: J. Sorrel moves and D. Schumacher seconds to table the issue of scrapping the 1385 boiler. Motion passed with one vote against.

1:33 PM: S. Brist moves and G. Lavrenz seconds to sell the O. Winston Link original signed photos and to authorize T. Garver, P. Weeden, J. Bloohm and D. Meyer to work out the details to sell or auction the photos. Motion passed unanimously.

Director Brist would like the Board to consider giving future recognition to Thomas Garver once the donation process is complete.

1:46 PM: S. Brist moves and D. Schumacher seconds to allow exploration of land options if flood mitigation is a possibility to get out of the flood zone. Motion passed unanimously.

2:12 PM: R. Duresa moves and S. Brist seconds to acknowledge the Kraemer letter and state to them that we are looking into the possibility. Motion passed unanimously.

2:29 PM: R. Duresa moves and S. Brist seconds to adjourn the meeting. Motion passed unanimously.

Kelly R. Bauman

Secretary

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