PACIFIC COAST REGION NATIONAL MODEL RAILROAD ASSOCIATION

BOARD OF DIRECTORS Regular "Mid-Year" Meeting Saturday, October 26, 2002 DoubleTree Hotel, Sacramento, California

MINUTES

A. Call to Order. The meeting was called to order at 1:00 p.m. by President Ray deBlieck.

B. Roll Call and Quorum Verification. The following members of the Board of Directors were present: President and Trustee Ray deBlieck, Vice-President L.E. "Gene" Mayer, Coast Division Director Jack Wall, Daylight Division Director Brewster Bird, Redwood Empire Division Director Ron Plies, and Sierra Division Director Bob Mountjoy. Also present was Secretary Rich Kolm, who verified that there was a quorum. Others present were Jim Long, Coast Division Superintendent and Convention Committee Chairperson, Bob Ferguson, Member Services Committee Chairperson, Norman Morris, 2002 Convention Chairperson and Publications Circulation Manager, Harold Mentzer, 2004 Convention Chairperson, Mary Campagna, Non-Rail Activities Chairperson, Gus Campagna, and Dave Connery.

C. Adoption of the Agenda.

MOTION: It was moved and seconded ... THAT the Agenda for this meeting be adopted. MOTION WAS ADOPTED on a voice vote.

- D. Written Communications. There were no written communications.
- E. Member Comments. There were no member comments.
- F. Consent Calendar. The Consent Calendar included three items:
 - Approve the minutes of the Board of Directors Meeting on May 1, 2002 at Redding.
 - Approve the minutes of the Annual Business Meeting on May 5, 2002 at Redding.
 - File the Directors' Reports for Daylight and Sierra Divisions.

MOTION: It was moved by Director Mountjoy and seconded by Director Wall THAT the Consent Calendar be approved. MOTION WAS ADOPTED on a unanimous voice vote.

G. Officers Reports

1 and 2. President and Trustee. Ray deBlieck said he would comment on particular Agenda items later in the meeting.

G. Officers Reports, continued

3. Vice-President. L.E. "Gene" Mayer said he would comment later under his committee reports.

4. Treasurer. Larry Altbaum was not able to attend this meeting, but he submitted a written report with financial statements. He also included a journal detail report in response to a request by the Board at the previous meeting. His report points out the continuing trend of lower revenue from dues and interest along with higher expenses. He says the continuing issue of reduced membership, and hence revenue, still warrants attention. He urges the Board to consider promotional activities using the funds budgeted for that purpose. He concludes that in all the Region is fiscally sound, and no immediate financial actions are recommended.

5. Secretary. Rich Kolm reported that the electronic distribution of agendas, reports, and minutes (Acrobat PDF files attached to e-mail) seems to be working well. He appreciates getting a brief e-mail reply when a document is received.

President deBlieck asked the Secretary to have the reports to the Board for this meeting posted on the PCR website.

H. Directors Reports. Written reports submitted by Director Mountjoy, Sierra Division, and Director Bird, Daylight Division, were filed under Consent Calendar. Director Bird said the Daylight Division is planning a busy year of activities. Director Plies said the same for Redwood Empire Division.

I. Standing Committee Reports

1. Budget and Finance Committee. There was no written report. Vice-President Mayer said Board members should be looking at expense items for next year's budget, to see what changes need to be made. There was discussion of the Treasurer's financial statements. President deBlieck said PCR is in good financial shape. Directors were told to be sure the Treasurer is aware of expenditures that are coming, such as building the Timesavers.

Divisions using the Region's EIN must report earnings, like interest, to Treasurer Altbaum prior to the end of PCR's fiscal year on March 31. Directors were requested to have the Division Paymasters reconcile their monthly earnings to the Region's fiscal year.

2. Member Services Committee. Chairperson Bob Ferguson described the continuing decline in PCR membership from 1,359 members in mid-1994 to only 951 members today.

The promotional mailing to non-PCR NMRA members in PCR territory authorized by the Board in May 2001 will not be done because of the pending NMRA adoption of single membership. It will automatically make all NMRA members in the PCR territory members of PCR.

3. Membership Promotion Committee. No chairperson and there was no report.

I. Standing Committee Reports, continued

4. Contest Committee. Chairperson Ken Lunders was not able to attend this meeting, but he submitted a written report. The Contest Directory has been updated with the modifications approved by the Board in May 2002 and is posted on the PCR website.

President deBlieck said he is looking for a new Contest Committee Chairperson since Ken Lunders plans to resign from the position after the 2003 PCR Convention.

5. By-Laws and Manual of Operations Committee. Chairperson Gene Mayer summarized his written report recommending amendments to the By-Laws and Manual of Operations:

Amendment of the Manual of Operations in Section 6 was recommended to clean up the organization of subsections as related to special committees and to establish three standing committees: Honors, Education, and Special Interests Coordination. The title of the third committee was SIG Coordination in the report to the Board, but was changed to Special Interests Coordination to recognize that there are various organizations and groups set up to serve special interests related to model railroading and not all are called SIGs.

Reorganization of PCR committees into departments was recommended to make PCR more effective and to allow more flexibility in filling positions. This requires amendment of the By-Laws in Articles 5 and 7 by the membership at the Annual Business Meeting in 2003. Then the Manual of Operations can be amended by the Board to implement the reorganization. In the Board discussion it was determined that Non-Rail Activities should be a stand-alone department with a broader function instead of simply being part of the new Convention Department.

MOTION: It was moved by Director Wall and seconded . . .

THAT the recommendations contained in the report of the By-Laws and Manual of Operations Committee, with modifications discussed by the Board, be adopted to:

• Amend the Manual in Section 6 to revise subsection designations and to establish three standing committees: Honors, Education, and Special Interests Coordination; and to

• Concur with the reorganization of PCR committees into departments, except make Non-Rail Activities a separate department, and submit the proposed amendment of the By-Laws in Articles 5 and 7 to the membership for approval at the Annual Business Meeting in 2003.

MOTION WAS ADOPTED on a unanimous voice vote.

6. Nominating Committee. Director Wall, representing the Nominating Committee, announced the candidates recommended for the election of President and Vice-President.

MOTION: It was moved by Director Bird and seconded by Director Mountjoy . . .

THAT the candidates recommended for the election of PCR President and Vice-President be certified to the Ballot Committee:

• For President – L.E."Gene" Mayer

• For Vice-President – Dave Connery

MOTION WAS ADOPTED on a unanimous voice vote.

7. Ballot Committee. No chairperson and there was no report.

I. Standing Committee Reports, continued

8. Public Relations Committee. No chairperson and there was no report.

9. Publication Committee. No chairperson and there was no Committee report. Circulation Manager Norman Morris addressed the Board about the mailing permit and cost of mailing for the *Branch Line*. He handed out copies of Federal forms *Statement of Ownership, and Circulation* and *Postage Statement–Periodicals* which he recently filed with the U.S. Postal Service. He offered to use his own business's mailing permit for only two cents more per copy and avoid this annual filing of paperwork. It was pointed out that if PCR gives up the mailing permit it cannot be re-established under current postal regulations and the cost of mailing could be significantly higher in the future. It was determined that PCR will continue to use its existing permit.

SECRETARY'S NOTE: Later in the meeting President deBlieck announced that Gus Campagna had accepted appointment as Chairperson of the Publication Committee, to be Manager of the Publication Department in the proposed reorganization.

10. Convention Committee. Chairperson Jim Long reported on the status of upcoming conventions.

2003: "Tri-Valley Zephyr" will be hosted by Coast Division, April 23-27, 2003 at the Crowne Plaza Hotel in Pleasanton. Dennis Stokely is the Chairperson and Jack Wall is the Registrar. Planning is coming right along.

2004: "Napa Valley 04" will be hosted by Napa Valley Railroaders and the Redwood Empire Division. Convention chairperson Harold Mentzer said the convention location has been changed to Embassy Suites in Napa.

2005: Jim Long presented the proposal of the Walnut Creek Model Railroad Society to host the 2005 convention in Concord. Bill Swindell is the Chairperson and Bob Ferguson is the Registrar and Treasurer. A convention host committee is being formed.

MOTION: It was moved by Director Wall and seconded by Director Bird

THAT the bid of the Walnut Creek Model Railroad Society to host the 2005 PCR Convention in Concord, Calif. be accepted, contingent upon successful negotiations with the Sheraton Concord Hotel.

MOTION WAS ADOPTED on a unanimous voice vote.

2006: L.E. "Gene" Mayer presented a proposal of Sierra Division to hold the 2006 convention in Sacramento, that being the 25th anniversary of the California State Railroad Museum. The co-hosts with Sierra Division may be the Sacramento Modular Railroaders and the Sacramento Model Railroad Club. Convention dates will be selected to coincide with the Museum celebration, if there is one and provided it takes place in April or May of 2006. The museum foundation and the State have not yet decided to do a 25th anniversary celebration. A joint convention with PNR or PSR may also be considered. A formal bid will be presented to the Board in April 2003, but conditional approval now would allow hotel convention space to be reserved.

I. Standing Committee Reports, continued

MOTION: It was moved by Director Wall and seconded by Director Bird . . .

THAT the proposal of the Sierra Division, the Sacramento Modular Railroaders, and the Sacramento Model Railroad Club to host the 2006 PCR Convention in Sacramento be accepted. The Host Committee shall select a date which will coincide with the expected 25th Anniversary of the California State Railroad Museum, provided the convention will take place within the months of April or May 2006. In the event a 25th Anniversary function does not materialize, the Host Committee shall select an appropriate date and submit it to the PCR Board of Directors. The Host Committee shall select and negotiate a site facility adequate for the convention activities.

MOTION WAS ADOPTED on a unanimous voice vote.

Jim Long said a new Convention Handbook is being put together based on an earlier draft prepared by Bob Clark, and will soon be finished.

Norman Morris, Chairperson of "Shasta Daylight 2002" at Redding, reported that the 2002 PCR Convention was very successful and a net surplus of \$8,680 was shared by PCR, Sierra Division (Host Committee), and Bay Area NTRAK. President deBlieck extended appreciation to Chairperson Morris for a job well done.

11. Achievement Program Committee. Chairperson Jack Burgess was not present and there was no report.

12, Member Aid Committee. Chairperson Rod Smith was not present, but submitted a brief written report.

J. Special Committee Reports

1. Long Range Planning Committee

L.E. "Gene" Mayer, Long Range Planning Committee Chairperson, submitted the Committee's Final Report with a Long Range Plan for PCR. He said the Plan is a concensus of committee members based on 2-1/2 years of work and is valid whether NMRA goes to single membership or not. The report is available by e-mail from him or Secretary Rich Kolm. The Plan includes recommendations for programs at the Divisions for improving member retention and attracting new members. President deBlieck asked the Committee to develop an implementation program.

MOTION: It was moved by Director Bird and seconded by Director Wall . . . THAT the Final Report of the Long Range Planning Committee be accepted. MOTION WAS ADOPTED on a unanimous voice vote.

In connection with this, the Board discussed printing additional copies of the first issue of the *Branch Line* in 2003 to be mailed to all non-PCR members of NMRA in PCR territory.

J. Special Committee Reports

MOTION: It was moved by Director Wall and seconded by Director Bird . . .

THAT the first issue of the *Branch Line* in 2003 be mailed to all non-PCR members of NMRA in PCR territory.

MOTION WAS ADOPTED on a unanimous voice vote.

Chairperson Mayer said the PCR needs a training program to train people in PCR offices. Director Bird will provide input for setting this up.

2. Audit Committee. Chairperson Rich Kolm had no report.

3. Honors Committee. Chairperson Ray deBlieck had no report.

4. Education Committee. Chairperson Chuck Mitchell was not present and there was no report.

K. Unfinished Business

1. Revenue from "21st Century Limited" Convention account; consideration of programs and projects of benefit to PCR members. This is an ongoing matter and will be on the agenda of the next Board meeting.

2. Hawaiian Division newsletter; PCR's offer of financial support. There is no active membership in Hawaii to accept the offer from PCR. What to do about the Hawaiian Division is a problem that will need attention.

3. Update on creating a new separate division in northern part of Sierra Division. Dwayne Coate was not present, so there was no report on what happened at a recent meeting in Redding.

L. New Business

1. Contest judging. Director Wall, Coast Division, introduced the question whether the contest room at PCR conventions should be open or closed during judging. After considerable discussion, the Board adopted a policy:

MOTION: It was moved by Director Wall and seconded by Director Bird

THAT it shall be the policy of the Board of Directors that contest judging shall be in open contest rooms beginning with the 2004 PCR Convention and optional with the 2003 PCR Convention.

MOTION WAS ADOPTED on a voice vote with four Board members in favor and two abstentions.

M. Announcements

1. Next Board Meeting. The next meeting is tentatively scheduled for Wednesday, April 23, 2003 at the PCR Convention in Pleasanton.

SECRETARY'S NOTE: The Board meeting has been scheduled for 10:00 am on April 23.

2. Other announcements. Directors described upcoming division meets.

3. Trustee. Ray deBlieck said the NMRA Long Range Plan will be on a ballot in 2003 for NMRA members to approve. There will be a new NMRA By-Laws proposal at the upcoming mid-year Board of Trustees meeting. The expectation is to have the new NMRA organization in place before the National Convention in Seattle in 2004.

L. Adjournment.

The meeting was adjourned at 4:17 p.m. on a motion adopted on a unanimous voice vote.

Respectfully submitted, Rich Kolm PCR Secretary Documents distributed to the Board of Directors by the Secretary prior to the Board

meeting (Adobe Acrobat files attached to e-mail):

- May 17, 2002
 - Updated PCR By-Laws dated May 2002
 - Updated PCR Manual of Operations dated May 2002
- July 2, 2002

• Minutes of the Board of Directors Meeting, May 1, 2002, at Redding August 5, 2002

- Minutes of the Annual Business Meeting, May 5, 2002, at Redding August 11, 2002
- Updated PCR Staff Roster dated August 11, 2002
- October 12, 2002
 - Agenda for the Board Meeting on October 26, 2002
- October 14, 2002
 - Treasurer's Report, Larry Altbaum
 - Contest Committee Report, Ken Lunders
 - By-Laws and Manual of Operations Committee Report, L.E. "Gene" Mayer
 - Member Aid Committee Report, Rod Smith

October 17, 2002

- Financial Report, PCR Convention "Shasta Daylight 2002," L.E. "Gene" Mayer
- Long Range Planning Committee, Final Report, L.E. "Gene" Mayer

Documents distributed at the Board of Directors meeting:

- Director's Report, Daylight Division, Brewster Bird
- Director's Report, Sierra Division, Bob Mountjoy
- Member Services Committee, Bob Ferguson
- Convention Committee Report, Jim Long
- PCR Convention 2004, Information on Embassy Suites Hotel, Napa Valley
- PCR Convention 2005, Bid by Walnut Creek Model Railroad Society
- PCR Convention Report, "Shasta Daylight 2002," Norman Morris

RLK 2-9-03