



Board of Directors Meeting Minutes July 27, 2019; Scheduled Start 6:15 PM

Actual start was 6:21 PM.

Attendees (BoD members in **bold text**):

In person: **Grant Berry**, Craig Close, **Bruce Elliott**, **Henry Freeman**, Nick Fry, Wade Rice, **Mike Shylanski**, **Greg Smith**, **Travers Stavac**, **Chris Winslow**, **Allen Young**

Phone/Skype: **Tom Dupee**, **Bob Hubler**, **John Howard**

Absent:

- A) Approve Agenda – Smith. No changes, all accepted as given.
- B) Minutes of Previous Meeting – Smith: No changes, all accepted as given.
- C) President’s Report – Smith: See report emailed from Smith on 7/16/2019. Includes proposed archives pricing effective 8/1/2019.
- D) Treasurer’s Report – Winslow: See reports and letter distributed in paper form to attendees and emailed to all today. Highlight includes restricted fund for paying down mortgage which is significantly over budget, which indicates members are stepping forward to help pay it down faster than anticipated. Will examine how to close-down a restricted fund and what happens with any overage. Net operating revenue is slightly negative at present; still have another month to go until year end. Company Store is underperforming.
- E) Committee Reports:
 - a. Membership Report – Hubler: See report emailed on 7/21/2019. Now just under 1200 members—losing about 15 members per quarter, and not gaining new ones as much as before. **Members are continually changing from regular to sustaining AND from sustaining to regular. There is no rhyme or reason to this and it is impossible to make any predictions or to determine any trends.** Need to come up with ways to attract younger members. Most of them don’t care about fallen flag railroads and their history. Those who are into railroading are interested in the more contemporary railroads that they grew up with. Economic conditions with younger generation is also impactful (student debt, lack of income, lack of space for model railroads, etc.). Fry suggested that we should do an event focusing on B&O in the modern era (Chesapeake, CSX, etc.). Need to be

careful that we don't alienate the current base that is still interested in earlier B&O history.

b. Convention Committee – White/Berry:

i. Mini-cons:

1. Eastern 2019: World Headquarters, Eldersburg MD, July 27, 2019.
2. Western 2020: Targeting eastern Ohio (specific location TBA), May 16, 2020.

ii. Annual:

1. 2019: Baltimore MD: September 26 - 29, 2019, BWI Sheraton hotel.
2. 2020: Targeting Akron OH.
3. Confirm location names for 2021 and 2022 by the 2019 annual convention. Want to start including some modeling clinics. Want to incent modeler attendees to bring their models for display. Can't keep primarily touring railroad grave sites.

c. Publications Committee – Wing/Smith/Berry:

i. *The Sentinel*: Q3 2019 is out. Wing continues to express concern that there isn't much of an article backlog and hasn't been since he took over the Sentinel Editor role.

ii. Calendar: 2020 calendar is out.

iii. Books:

1. B&O in Baltimore book – Smith/Fry: Going to press next week. 2019 annual convention registrants will receive a copy as part of their convention packet.
2. B&O Dining Car book in progress by Joe Nevin. Latest target is early 2020. Was put on hold to get B&O in Baltimore book ready before 2019 annual convention.

iv. *B&O Modeler*: Latest edition (#49) just came out last week.

d. Sales/Company Store – Smith/Close: Low sales volume at 2019 Eastern mini-con. Overall flat sales. Will do a fire sale on some slower-moving items so we can drop them from inventory. Winslow proposed motion that we drop trying to implement Shopify and stick with cash, check or credit card for now—all accepted. Should hire someone to redo web site to handle online sales since we don't have the labor or technical skill to do it ourselves.

e. Modeling – Smith/Elliott: D-14 resin combine car expected to be ready for sale at 2019 annual convention per John Greene, who is developing this car via 3D printing techniques. 50 kits have been ordered. A couple of 1970s – 80s B&O cars were available at NMRA show recently. The Coach Yard confirmed delivery

of National Limited cars in 2020 @ \$800/car. Spring Mills Depot (SMD) has found a new model manufacturer in China—email came out from Bill Carl earlier in July. Society will get a discount on 2nd run of SMD N-34 covered hoppers. Per Elliott, Broadway Limited Imports (BLI) is taking reservations for 2nd run of “shark” diesels. He provided them with some proposed corrections from the 1st run.

- f. Archives – Fry/Berry: Society’s Lichty Library is nearly full. Will move all non-bound items onto shelves that will be added to the Drawing Room. Extra Sentinels and calendars will be moved. Will have to be more selective on collections we accept. Thursdays are most productive days for archive sessions. Fry has gotten some emails regarding digital projects. Obtained access to PastPerfect system at B&O RR Museum—looking for common language for cataloguing. Unfortunately their version is older than ours and is inconsistent with formatting due to staff turnover, so no further actions are proposed. Steve Titchenal would like to interface with us regarding valuation maps for digitizing through National Archives in College Park MD. Society would get a full set of maps from this project. Scans are 400 DPI in JPG format. Also digitizing photos from a book with National Archives, which will likely be completed by December 2019. John Magnus, Board of Trustees at B&O RR Museum discussion—wants to increase utilization of their archive collection. Looking to buy compact shelving; exploring grant money to cover cost.
 - g. Elections – Fry: Ballots sent with 3rd quarter Sentinel. Some have already come back from members.
 - h. Building Activities at WHQ: Need local volunteer to coordinate sealing the driveway. Flea market is on 11/9/2019 (see flyer to register), followed by the holiday party (December 2019).
 - i. B&O Living History Interviews – Shylanski: Took trip to Jacksonville FL, interviewed 3 former executives who hired on in 1970s (Chessie era). Dupee recommended 2 people to interview in OH. Paul Denton is a possibility.
 - j. Community Outreach - Smith: Invited Sykesville Historical Society to utilize our headquarters facility.
- F) Old Business:
- a. Status of open actions – Young: See list below.
 - b. Fundraising Ideas – Smith: Flea market & silent auction, paper plate project.
 - c. Centenary China Pattern Paper Plate Project – Lichty: Proofs expected within next couple of weeks. Will be sold as 24 plates per package. Working to have ready by end of August and before the 2019 annual convention.

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- d. Long-term Investments/Retire the Mortgage/Building Operations Budget – Winslow/Berry: See financial report. Ahead of budget for mortgage retirement fund.
 - e. Building Operation Policy – Berry: In progress.
 - f. Simplified Archives Fees – Fry: See proposed fee structure in president's letter from Smith. Would replace current structure posted on the web site. Winslow suggested keeping the current \$32/hour research fee for non-members. Will still go with the \$20 rate. All accepted.
- G) New Business:
- a. Reprint Clearance Sale – Berry/Close: Use for reprints that are no longer selling under initial pricing.
 - b. Company Store Discount Policy on 18 Month or Older Inventory – Berry/Close: Use for old stock items that are no longer selling under initial pricing.
 - c. Book Royalties to Author – Smith: See proposed royalty fee structure in president's letter from Smith. Motion to pay them \$2.00 / book printed, six free copies of the book, and the option of buying additional copies for resale at \$5.00 above production cost (layout and printing). Additionally, dining car book being worked on by Joe Nevin will pay him fee of minimum of \$800 (400 copies @ \$2 each). All accepted.
 - d. Suggestions for Next Year's Budget: TBD
 - e. Other: Stavac volunteered to be go-between with other historical societies at RPM meets, email, etc.
- H) Next BoD Meetings - Smith:
- a. Thursday September 26, 2019, 11:30 AM at the annual convention hotel (BWI Sheraton).
- I) Adjourn: Meeting adjourned @ 9:00 PM.

Respectfully submitted by Allen Young, Secretary; August 3, 2019.

Action Items:

Actions from Previous BoD Meetings	Assignee	Target Date
Still need draft policies and procedures for: <ul style="list-style-type: none">• Building Management• IT (including Web site) – General IT pending• Marketing• Treasury/Financial – Operational procedure and budget guide pending Contact Young for any questions regarding templates and formatting.	Berry, Winslow, Young	September 2019

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Actions from Previous BoD Meetings	Assignee	Target Date
Create formal and comprehensive fundraising and marketing plan	BoD	In progress
Need volunteer to coordinate 2021 calendar	All	January 2020
Review Ed Young materials donated by his wife to see if there are manuscripts that could be published. Need someone to finish a potential book project—have a volunteer, not ready to start until after October 2018 (retired attorney).	Meem	Targeting 2021
Perform audit on membership database; see if former automated status report sheets with macros can be re-applied	Young	TBD
From Close: Who was to check on someone to do work on the website, especially regarding the Company Store? Hire someone to redo web site to handle online sales.	TBD	TBD
Investigate alternative investment options for savings account funds, and bring report back to Board at next meeting. Winslow to invest \$120 of \$180 in savings will go into a 30-day laddering CD (low risk). Stant suggested slightly longer term.	Smith, Stant & Winslow (tentative)	Ongoing
Five and ten year goals...submit thoughts to Smith – received one from Fry	BoD	Ongoing
Discuss reprint status with Dennis Fulton; Smith will meet with him next week. Discussed idea of digital format—Fulton probably doesn't want to give up paper business. Need to consider alternatives (i.e., get our own clean copies that we can reproduce). Better chance to sell them if we package multiple years on one CD. Reproductions of print aren't selling much now anyway, so not a high demand for it. Fulton has provided a list to Smith.	Smith	Closed
Monitor utility costs, look for opportunities to control costs	Berry	Closed
Ask John Howard if he is willing/able to fill a director role	White	Completed
Send election bios to Fry	All	Completed

Actions from Latest BoD Meeting	Assignee	Target Date
Close the Shopify online account. In Shopify language, business has been suspended. That means that we are incurring no charges but they are leaving things in place in	Winslow	Completed August 2019

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Actions from Latest BoD Meeting	Assignee	Target Date
hopes that we will restart. Either way, we are no longer paying the monthly fee.		
Confirm convention location names for 2021 and 2022	White	September 2019
Examine how to close-down a restricted fund and what happens with any overage	Winslow	December 2019
Modify the donation policy to indicate that amounts collected for the mortgage reduction fund that exceeded the balance of the mortgage would be transferred to the building fund	Winslow	TBD
Need to come up with ways to attract younger members	All	Ongoing