

National Model Railroad Association  
2020 Winter Board of Directors Meeting  
March 7, 2020  
Drury Inn & Suites  
Atlanta, GA

- 1) PREZ Magoun welcomed everyone to Atlanta and reviewed the schedule for the day.
- 2) PREZ Magoun called the meeting to order at 0905.
- 3) **MBOD20030701** Motion by CAND Headon to suspend the rules. Seconded by CDD Neale. Opposed by ALWWD Hamilton. COUNSEL Amsler and ALWWD Hamilton led a discussion concerning the interpretation suspending the rules as stated in of Robert's Rule of Order. (SECY NOTE: The EHB states: Parliamentary law as set forth in *Robert's Rules of Order* shall govern all meetings of the NMRA. The BOD has the option of suspending the rules which allows for a much more free flowing exchange of ideas. They also have the option of reinstating the rules if they so desire).
- 4) PREZ Magoun asked that the attendees introduce themselves.
- 5) PREZ Magoun asked for proxies. No proxies were presented.
- 6) The roll was called and all Directors, Officers, and Department Heads were present except ITDM Sevier and FRDM Anderson.
- 7) PREZ Magoun asked for updates to the Consent Agenda.
- 8) **MBOD20030702** Motion by CAND Headon to accept the consent agenda. Seconded by EDD Hamm. Motion passed.
- 9) CFO Koch led a discussion of the Budget & Finance Report.
  - a) The current total value of all NMRA investments is \$3,8M as of 12/31/2019.
  - b) The NMRA Gallery Exhibit at CSRMS is scheduled to open April 2020. No member dues will be used in the operation of the museum.
  - c) The 2019 audit is underway.
- 10) **MBOD20030703** Motion by CDD Neale to approve the Budget & Finance Report. Seconded by RACD August. Motion passed.
- 11) **MBOD20030704** Motion by EDD Hamm to approve 2020 Budget of \$1.6M. Seconded by ALWWD Hamilton. Motion passed.
- 12) **MBOD20030705** Motion by CAND Headon to approve the results of the Western District Director special election and destroy the ballots. Second by CDD Neale. Motion passed.
- 13) **MBOD20030706** Motion by RACD August to approve the results of the Regional Advisory Council Director election. Second by ADD Arnold. Motion passed.
- 14) Website redesign. VP-SPEC PROJ Leone led a discussion of the NMRA website redesign.
  - a) VP-SPEC PROJ commented:
    - i. Volunteer manager of content management "disappeared." All members of team working with the content manager left.
    - ii. Nothing new to bring members to site.
    - iii. If progress is to be made content manager must be hired.

- b) CDD Neale commented that the next step website should be fixing the site. ALNAD Gore agreed with CDD Neale and added that navigation is the #1 issue for the redesign of the website.
  - c) Marketing consultant Christina Zambri commented that her team is adding content.
  - d) IT Department Assistant Manager Povlot commented that the navigation issue is due to the lack of content on the website.
  - e) PREZ Magoun commented that much of the Region information is out of date.
  - f) EDD Hamm reports that he is working with EDUCDM de Young on a Beginner's Guide for the website and some sections are complete.
  - g) CFO Koch asked if the completed pieces could be posted.
  - h) Marketing consultant Christina Zambri remarked that she would like the ability to "Find My Division" online.
  - i) RACD August suggested YouTube videos.
  - j) Action list item 2019-02-01, Develop Website Content Manager job, will remain open on Action List.
  - k) CDD Neale will poll officers and directors feedback on ideas to fix the website. Added to the Action List (Item 2020-03-01, Priority 1) Items due to CDD Neale no later than March 31.
- 15) Monthly Conference e-meeting.
- a) VP-SPEC PROJ Leone suggested the meeting be focused, covering one topic.
  - b) ALWWD Hamilton suggested that the e-meeting be Action List driven.
- 16) **MBOD20030707** Motion by CANDIR Headon to hold a monthly e-meeting. Seconded by ALWWD Hamilton. Motion passed.
- 17) **MBOD20030708** Motion by EDD Neale to re-assess monthly e-meeting at Summer BOD Meeting. Seconded by EDD Hamm. Motion passed.
- 18) Succession Planning. ADD Arnold reported that the Succession Plan document will be added to the on-boarding process for officers and directors. Plans will be updated annually.
- 19) **MBOD20030709** Motion by ALWWD Hamilton to remove Worldwide Membership from the action list. Seconded by RACD August. Motion passed.
- 20) Meeting recessed at 1045. BOD holds Executive Session.
- 21) Meeting reconvened at 1324.
- 22) PREZ Magoun reported on the Executive Session.
- a) Youth Policy. A policy will be crafted and sent to all region presidents and secretaries. Key points included in the policy are severance of a direct link to the NMRA from the youth programs and youth members of the NMRA or visitors to NMRA events must have a parent or legal guardian physically present at all times.
  - b) Region and Division Handbook. The handbook will provide a road map and tips on "what to do" for those serving as a Region President and fellow members on a Region's Leadership team. The tips have been gathered from all of the Regions of the NMRA and from all levels and administration and operation within the NMRA. Version 1.3 has been distributed to NMRA officers and directors for review.
  - c) CFO and Achievement Program Manager Koch reported the following:
    - i) The White River Publications contract to produce, print, and distribute the NMRA Magazine for the next four (4) years (calendar 2021-2024) was approved.

- ii) An increase in the subscription rate of NMRA magazine was approved, effective July 1, 2020. Subscriptions are to be tied to the actual cost of delivering the magazine to members in various parts of the world. The USA subscription rate will be \$32 (+\$4), Canada \$39 (+\$6, plus an in-country charge for delivery via Canada Post), and all other geographies outside of North America will be \$66 (+\$13).
  - iii) An increase in the annual salary for the full-time NMRA employees was approved. The increases reflect inflation and rewards strong performance.
- 23) Achievement Program Manager Koch presented proposed changes to the Author and Volunteer Certificates.
- 24) **MBOD20030710** Motion by ALWWD Hamilton to approve changes to Achievement Program certificates. Seconded by ALNA Gore. Motion passed.
- 25) Cybersecurity. VPADMIN Stevens led a discussion about the personal contact information of directors, officers, and department heads on the NMRA website. COUNSEL Amsler commented that an email address must be listed on the website.
- 26) **MBOD20030711** Motion by ALWWD Hamilton to remove street addresses of directors, officers, and department heads from the NMRA website. Seconded by CDD Neale. Motion passed.
- 27) Guidelines for Modeling with the Masters MWTM. ALNAD Gore reports that a certification roll-out has begun, scheduled to be complete by the end of the year.
- 28) 2022 Convention (Birmingham, UK). ADD Mike Arnold reports that the convention staff is looking for a hotel and site for the train show. An online card reader for registration will be at the 2020 convention in St. Louis.
- 29) 2020 Convention (St. Louis). MSTDM Amsler and Gateway 2020 convention chair reported that the convention's web hosting company is broke. Website information will be updated as soon as possible.
- 30) CFO Koch provided an overview of NMRA governance documents.
- 31) CFO Koch presented changes to the contest portion of the EHB
- 32) **MBOD20030712** Motion by EDD Hamm to approve changes to the contest portion of the EHB. Seconded by PDD Peterson. Motion passed.
- 33) **MBOD20030713** Motion by WDD Voss to approve the updated version of S-9.1 Electrical Standards for Digital Command Control. Seconded by CDD Neale. Motion passed.
- 34) **Adoption of S-9.7 series and TN-9.7 series Layout Command and Control**, a total of 22 documents. The documents were adopted at the 2/26/2016 BOD meeting but not reflected in the minutes. These Items Were Adopted but there appears to have been a scrivener's error to include passage of the documents in the 2/26/2016 BOD Minutes. Legal suggests that this motion be presented to correct the error and instruct that the original minutes for the February 20, 2016, be amended to show the passing of the motions. Motion withdrawn.
- 35) Meeting recessed at 14:35.
- 36) Meeting reconvened at 14:57.
- 37) Kevin EuDaly, President of White River Productions (WRP) that produces NMRA magazine, spoke about the production costs of digital magazines. Digital cost production costs are the same as print. WRP has tried developing a non-ad-invasive app, but developments costs are high. He suggested that a digital version of the magazine might suit non-USA subscribers.

- 38) Assistant IT Department Manager Scott Povlot gave a demonstration of the new company store, still in development.
- 39) John Stevens led a review of the action item list.
  - a) The overseeing Director for "Regional Advisory Council (RAC) events during the National Convention" was assigned to incoming RAC Director Bob Weinheimer, MMR.
  - b) The overseeing Director for NTS smaller vendor/ Adding of 'other' vendors" was assigned to PDD Rob Peterson.
  - c) The overseeing Director for Develop Website Content manager Job Description including funding plan" was assigned to CDD Neale.
- 40) CANDIR Headon and ALWWD Hamilton led a discussion of an NMRA Youth Policy.
- 41) **MBOD20030714** Motion by ALWWD Hamilton to establish an NMRA Youth Policy. Seconded by WDD Voss. Motion passed.
- 42) ALWWD Hamilton led a discussion of holding a two-day leadership training seminar for the purpose of addressing a full range of issues and subject matter associated with the organization and operation of the NMRA, and to provide recruitment, retention and leadership training. A proposed date is June 12-15 2020. The location is to be determined.
- 43) **MBOD20030715** Motion by ALWWD Hamilton to approve the Leadership training seminar. Seconded by CANDIR Headon. Motion passed.
- 44) **MBOD20030716** Motion by ALWWD Director Hamilton to pay for the leadership training seminar from the BOD Reserve Fund. Seconded by RAC Director August. Motion passed. ADD Arnold abstained.
- 45) ALWWD Hamilton led a discussion of establishing a separate Membership Department at the National level.
- 46) **MBOD20030717** Motion by ALWWD Hamilton to establish a separate membership department at the national level. Seconded by WDD Voss. Motion passed.
- 47) Pres Magoun presented CANDIR Headon with a President's Award.
- 48) Pres Magoun presented RAC Director with a President's Award.
- 49) Motion by EDD Hamm to adjourn. Seconded by RACD August. Motion passed by voice vote.
- 50) Meeting adjourned at 15:54.

## ATTACHMENTS

- A Abbreviations used in these Minutes
- B Text of MBOD20030704 Approval of 2020 Budget
- C Text of MBOD20030710 Change to AP Certificates
- D Text of MBOD20030712 Change to Contest Portion of the EHB
- E Text of MBOD20030713 Update S&C S-9.1
- F Text of MBOD20030714 Youth Protection Policy
- G Text of MBOD20030715 Leadership Seminar
- H Text of MBOD20030717 Membership Department

## ATTACHMENT A

### ABBREVIATIONS USED IN THESE MINUTES

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

**ATTACHMENT B**

**Text of MBOD20030704**  
**Approval of 2020 Budget**

Agenda Motion # Approval of 2020 Budget

Meeting Minutes Motion # MBOD20030704

(To be entered by the Secretary)

Motion for Regulations Article \_\_\_\_\_ Paragraph \_\_\_\_\_ NA

Motion for EHB: NA

Motion for Policy: NA

Subject: **Approval of 2020 NMRA Budget**

The Eastern District Director (Hamm) moves:

This approves the 2020 NMRA budget of \$1.6M as presented by the CFO.

**Rationale:**

The 2020 budget requires formal approval.

**Action:** Passed

**ATTACHMENT C**  
**Page 1 of 2**

**Text of MBOD20030710**  
**Change to AP Certificates**

Agenda Motion # Change to AP Certificates

Meeting Minutes Motion # **MBOD20030710**

(To be entered by the Secretary)

Motion for Regulations Article \_\_\_\_ Paragraph \_\_\_\_

Motion for EHB/PPPM: EHB Section J-4, EDUCATION DEPARTMENT, Achievement Program, Category 8 (Official), Category 9 (Volunteer) and Category 10 (Author) Requirements

Motion for Policy: AP Requirements are considered policy and require BOD Approval.

**The At Large Worldwide Director (Hamilton) moves...**

To make the following changes in the AP requirements for the categories of Official, Volunteer, and Author. If approved, the changes will be reflected on the AP section of the website, in the SOQs, and be reflected in the AP section of the Program Policies and Procedures Manual (PPPM) that is nearing completion. An announcement will also be included in the next monthly AP report in the magazine and an announcement will appear on the AP website.

**OFFICIAL** – This proposes to expand the scope of qualifying service to include “at least two years of satisfactory service as an appointed National Department Head or National General Counsel.”

Rationale: The National Department Heads are responsible for implementing National programs, interfacing with those outside the NMRA, interacting with the Divisions, and resolving major issues within their Department scope.

This proposal has widespread approval by a panel of MMRs and 17 of 18 Region AP Managers are fully supportive. One (1) did not respond).

## ATTACHMENT C

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### Text of MBOD20030710 Change to AP Certificates

**AUTHOR/VOLUNTEER** – The proposal is to recognize the importance of the EduTRAIN initiative in providing quality educational material to the members. Those who do the extra work and documentation to have a clinic accepted by the EduTRAIN committee should be rewarded. As a second element, those members who take an EduTRAIN clinic, study and prepare then give that clinic to a local group should receive some AP credits.

The specific proposal is to give two (2) additional AUTHOR credits to those members have an accepted EduTRAIN clinic. These credits would be in addition to those they earn for giving the clinic the first time.

The second part of the proposal is to give two (2) VOLUNTEER credits to a member who takes an EduTRAIN clinic and gives it in a satisfactory manner. This will give a surrogate incentive and opportunity to earn some nominal credit while giving a proven clinic. This is credit that parallels that earned by the original clinician with subsequent presentations.

This proposal has received favorable acceptance by a group of MMRs and 15 of 18 Region AP Managers are fully supportive, one (1) did not respond, and two (2) were not supportive (reasons: why give extra credit, I don't personally see the value in EduTRAIN, it will not encourage anyone to prepare an EduTRAIN clinic).

The National AP Manager fully supports these changes.

**Action:** Passed

**ATTACHMENT D**  
**Page 1 of 2**

**Text of MBOD20030712**  
**Change to Contest Portion of the EHB**

Agenda Motion # Change to Contest Portion of the EHB

Meeting Minutes Motion # MBOD20030712

(To be entered by the Secretary)

Motion for Regulations Article \_\_\_\_ Paragraph \_\_\_\_

Motion for EHB:/PPPM: Yes – Education Department - Contest

Motion for Policy: Yes

The Eastern District Director (Hamm) moves...

This proposes changes to the CONTEST portion of the existing EHB:

1. Restrict the judged model contest to SCALE MODELS.
2. Permit convention registered non-members to enter models for the Peoples' Choice Awards and to display models in the Showcase.
3. Eliminate the Locomotive Performance and Switching Contests.
4. Clarify the language about the Gold Award (Best in Show) to be consistent with previous BOD actions.
5. Separate NMRA Policy (BOD action required for change) and Contest Procedures (Education Department Head can authorize changes) in accord with the intent of the Program Policy and Procedures Manual.
6. Clarification of language and procedures to be consistent with practice.

There are four attachments in support of this recommendation:

- 1 - Policy Changes – A discussion of the policy and procedure changes and the rationale for them
2. A marked up copy of the existing EHB showing additions, subtractions, and changes.
3. A clear text copy of the document in the original EHB format.
4. A clear text copy in the proposed format for the new CPPM and PPPM. Note that the numbering will be modified to fit into the index scheme of the final PPPM.

This proposal is a critical step to allow non-members to participate in some of the contest in the Celebration Room, it clarifies that only scale models can enter the judged model contest, and document #4 becomes the first "chapter" in the new PPPM and replaces the CONTEST section of the EHB.

**ATTACHMENT D**  
**Page 2 of 2**

**Text of MBOD20030712**  
**Change to Contest Portion of the EHB**

IF approved, these modified contest guidelines will be posted on the website, a notation will be made of the change, all website contest content will be modified, and the EHB will be modified appropriately.

This proposal is recommended by the Education Department Manager (DeYoung), the National Contest Manager (Bill Brown), and the entire National Contest Committee.

**Action:** Passed

## ATTACHMENT E

### Text of MBOD20030713 Update S&C S-9.1

Agenda Motion # Update S&C S-9.1

Meeting Minutes Motion # MBOD20030713  
(To be entered by the Secretary)

Motion for Regulations NA

Motion for EHB Section NA. NA Paragraph NA

Motion for Policy NA

Motion: The Western District Director (Voss) submits a motion to accept the updated version of S-9.1 Electrical Standards for Digital Command Control. This version (2019) has been reviewed by the DCC Working Group. After much discussion, the DCC Working Group voted to approve the changes and forward to the Board of Directors for approval. The proposed change was published in the eBulletin and the NMRA Magazine allowing sufficient time for the membership to review and comment. No comments were received.

#### Rationale:

1. The revised standard tabularized data, removing it from the text and replacing it with variables to make future revisions less prone to missing changes in the text. Grammar and language were cleaned up.
2. Table 3 increased large-scale power station maximum voltage large to 24v up from 22v.
3. Text related to Table 3 to clarify the decoder must operate continuously in the maximum voltage specified without sustaining permanent damage. The decoder must read and acknowledge a valid instruction addressed to it at the minimum voltage specified.

**ACTION:** Passed

**ATTACHMENT F**

**Text of MBOD20030714**  
**Youth Protection Policy**

Agenda Motion # Youth Protection Policy

Meeting Minutes Motion # MBOD20030714

(To be entered by the Secretary)

Motion for Regulations Article N/A\_\_\_\_\_ Paragraph \_N/A\_\_\_\_\_

Motion for EHB Section \_N/A\_\_\_\_.\_\_\_\_\_ Paragraph \_N/A\_\_\_\_\_

Motion for Policy \_**Youth Programs**

**At Large Worldwide Director (Hamilton) Moves that**

Any youth, student, or at-risk adult member or attendee under the age of majority attending a NMRA event must be accompanied or be within visual contact of a parent or legal guardian at all times. In the event that a parent or legal guardian is unable to attend, notarized written consent must be provided for an accompanying adult.

**Second by Western District Director Voss**

**Current Version...**

NONE

**Revised Version...**

N/A

**Rationale:**

Our association is open to legal action (liability) without such a policy.

**Result: Passed**

**ATTACHMENT G**  
**Page 1 of 2**

**Text of MBOD20030715**  
**Leadership Seminar**

Agenda Motion # Leadership Seminar

Meeting Minutes Motion **MBOD20030715**  
(To be entered by the Secretary)

Motion for Regulations Article N/A\_\_\_\_\_ Paragraph \_N/A\_\_\_\_\_

Motion for EHB Section \_N/A\_\_\_\_\_.\_\_\_\_\_ Paragraph \_N/A\_\_\_\_\_

Motion for Policy \_N/A\_\_\_\_\_

**The At Large World-Wide Director (Hamilton) moves...**

NMRA will host a 2-day Leadership training seminar for the purpose of addressing a full range of issues and subject matter associated with the organization and operation of the NMRA, and to provide recruitment, retention and leadership training. Invitees shall be a representative from each region (not necessarily an elected official, since they come and go too quickly) and appropriate NMRA national leadership. The time and place of the seminar to be determined by survey of attendees. (Target time period is May/June 2020)

**Rationale:**

Since the reorganization of NMRA in 2006, with the elimination of the Region Trustees, the direct ties and communications links between NMRA National and the various Regions and Divisions has grown more uncertain and less effective. In that the explicit role of Division and Regions to deliver NMRA programs and benefits to members is not contested, it follows that the roles of those organization elements must be properly defined and executed. That is not the case at present. We have reached a point, after almost 15 years of separation, at which direct action is required to bring the Association back together as a single entity with a common mission and common understanding of structure and operation.

The Regional Advisory Council was created to provide meaningful communications and exchange of ideas with the various regions and the BOD.

The purpose of the RAC as documented in the EHB is to:

1. Convey Region opinion to the Board of Directors and other officers within the NMRA national level.

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**Text of MBOD20030715**  
**Leadership Seminar**

2. Comment on any dues increases beyond index which comments shall be considered by the Board of Directors prior to the adoption of said dues increases.
3. Receive the agenda, motions, and reports electronically at the same time as the Board of Directors receives them; and may, but need not, as a body comment on said materials through and by their representative on the Board.

The RAC has not proven effective. It is not uncommon for individual Region Officers to neglect calls for reports and other submissions and to effectively divorce themselves from routine NMRA business. The three RAC Directors since 2006 worked to provide more opportunity for communications and input with less than appreciable results. RAC (the position) has not lived up to the expectations of the BOD.

The decline in NMRA membership coupled with the feedback from Regions and individual members (normally negative in nature) provides clear indication that we are not properly supporting our members. The recent inclusion of some of the very best retention inducement and recruiting enhancement programs are having little or no effect on the membership trends. It is clear that the dedication to effective delivery of benefits is not universal and the Association cannot correct the problems at the national level. The need for a more universal involvement is clear.

Additional information related to need and estimated cost will be available and presented during the discussion of this motion.

We continue to ignore the necessity for this leadership seminar at the peril of the Association.

**Action:** Passed

**ATTACHMENT H**  
**Page 1 of 2**

**Text of MBOD20030717**  
**Membership Department**

Agenda Motion # Membership Department

Meeting Minutes Motion # MBOD20030717

Motion for Regulations Article \_\_\_ Paragraph \_\_\_\_\_

Motion for EHB Section \_A 6.1\_ Paragraph \_13\_

Motion for Policy \_\_\_\_\_

The At-Large World-Wide District Director moves...

That NMRA will establish a separate Membership Department at the National level for the purpose of development and execution of Recruiting and Retention programs and maintenance of essential membership demographic data related to Association growth. In addition, each Region will be required to establish a Membership chairman (or similar) to work directly with the National Department for the execution of Retention and Recruiting programs.

Current version:

The Membership Services Operations Department is managed by the Chief Administrative Officer (CAO) and chairs of such various related committees as the Manager may deem necessary. The Department shall be responsible for recruiting and retaining the membership of the Association and shall manage programs designed to provide a direct benefit to the members and perform such other duties as established by the Board of Directors.

Revised Version:

The Membership Department shall consist of a Manager and chairs of programs whose activities are primarily of a Retention or Recruiting interest. The Department shall be responsible for the proper development and execution of Recruiting and Retention programs including the training of appropriate personnel at the Region Levels. The Manager shall maintain direct coordination with Region Membership Chairman for execution of programs and achievement of assigned membership goals. In addition, each Region shall be required to assign a Membership manager/chairman to

**ATTACHMENT H**  
**Page 2 of 2**

**Text of MBOD20030717**  
**Membership Department**

coordinate with the NMRA Membership Department and to effectively execute NMRA membership programs at the Region level.

Rationale.

NMRA Membership has been in a constant decline for more than 10 years. Numerous “Band-aid” programs and efforts have been established to try to stem the bleeding. The results have been mixed and actual success has been hard to determine. There is no specific assignment of responsibility or mechanism for tracking program results. A significant effort to identify best practices applicable to NMRA retention and recruiting was undertaken but the results, which closely mirror the successes of our more healthy Regions, were not universally implemented. No single individual is currently assigned with the specific responsibility to implement R&R programs within NMRA or to track the effectiveness of our efforts. In many cases, the Regions and Division who must be the primary implementers of R&R are not even involved in the effort. If we are to be effective in our efforts to grow NMRA, we need to get out of the discussions about age groups and demographics and get on with an effective retention and recruiting effort.

As a matter of perspective, of 15 domestic regions 10 currently have Membership Departments/Committees. In some Regions, the responsibilities for Membership are assigned to the VP of the Region.

At NMRA National level it is recommended that Initial assignment of this position go to VP Admin.

Action: Passed