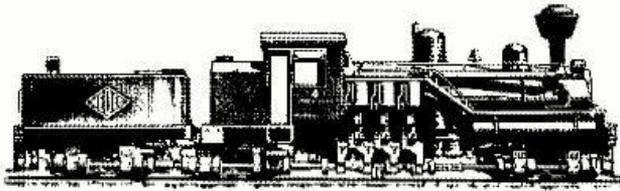


The Manifest



Our season at the Railroad Park starts in about two weeks! – April 13! Where has the time gone?

We have some new souvenirs for the burger shack, train novelties, including some engineer hats and postcards. Be sure to tell your friends and stop by to see our new lineup.

Larry and I looked over the burger shack this week, took inventory and made a shopping list. He is going to put in a couple more shelves for us to display our new items. Jerry is ordering T-shirts and hats,

We have lots of work and projects that need to be done to get the park ready for our first Public Run Sunday 4/13. If you have any time next week and most importantly Saturday 4/12, to help it would be appreciated. Next week promises to be clear and warm, if not downright hot. Please come and help if you can.

This month's newsletter will bring you all up to date on our proposed changes to the By Laws. Please come to the meeting on April 8 at 7:00 p.m. so we can vote on them.

**PROPOSED CHAPTER CHANGES
BY LARRY TUTTLE**

Two exciting changes are in the works this month for our Chapter. There has been serious concern over the last several years about the Chapter's declining membership. When quizzed about why an individual has not renewed their membership, the reason is most

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often, "National raised the dues again and I just can't afford it anymore." Too many times we've watched a prospective member turn away when informed that it's going to cost them \$64 to participate in Chapter projects and activities. Last month the Board of Directors took a long hard look at this problem. We are at the point where, if we do not reverse this trend, we will be unable to staff our exhibits at the Railroad Park this summer. To address this problem the Board unanimously proposed a new, Associate, membership.

An Associate Member would:

- Pay \$15 per year in dues to the Chapter and zero to National.
- Be eligible to participate in all Chapter projects and activities at the Railroad Park, in White City, Butte Falls and elsewhere.
- Be covered by Chapter insurance the same as Regular, Student and Family members.
- Attend and speak at all Chapter and Board meetings
- Receive email versions of all Chapter publications

An Associate Member:

- Would not be a member of the NRHS
- Would not receive any national publications
- Could not run for or hold Chapter office
- Could not vote in Chapter elections

The second change that's been proposed is to change the Chapter's name to Southern Oregon Railway Historical Society or S O Rail in casual conversation. This is more descriptive of the nature of our organization and somewhat less cumbersome than Southern Oregon Chapter (of the) National Railway Historical Society. A number of other NRHS Chapters have either done similar name changes or are considering them.

A third change is much less exciting and is just being made in order to allow Chapter business to continue in the face of declining numbers of Regular and Student Members. We are proposing to reduce a quorum of members from ten to six Regular and Student. It's become increasingly difficult to get ten members together for a Membership (not Board) meeting.

In order to accomplish these changes, the membership must vote on changing the By-Laws. A draft of the revised By-Laws has been

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included in this newsletter for your review. A vote will be taken on the revised By-Laws, which encompass the three changes outline above, at the Chapter's Regular Meeting on April 8, 2014 at 7:00 PM at the Railroad Park. Please remember that we will still need at least ten Regular and Student members to show up in order to have a quorum that can vote. I hope you'll make a special effort to attend, offer your suggestions and ideas and then vote.

A note on Regular Chapter and NRHS Membership: The Board of Directors remains firmly behind the NRHS and encourages all current members to maintain their membership in both the Chapter and the National organizations. The NRHS is playing a lead role nationwide in railroad preservation and deserves our continued support. The NRHS also sent \$2500 back to the Chapter in 2013 to support our Medco 4 project.

**BY LAWS TO BE VOTED ON AT REGULAR MEETING
APRIL 8, 2014**

**BYLAWS OF THE SOUTHERN OREGON RAILWAY
HISTORICAL SOCIETY**

**ARTICLE ONE
MEMBERSHIP**

Section 1:

Membership in the Southern Oregon Railway Historical Society, herein after known as S O Rail, shall consist of five classes of members, designated as follows: Regular, Associate, Student, Youth, and Family. Regular, Student and Youth memberships require active membership in the National Railway Historical Society, herein after known as the Society. The manner of appointment of members of each shall be as follows:

(1) All applications for membership shall be on the S O Rail's membership form and shall be accompanied by the full amount of Society and S O Rail dues as applicable. Associate and Family members are not required to join the Society and shall pay only S O Rail's dues. Applications for Youth and Student members must include the signature of a parent or

guardian.

(2) The application for membership accompanied by the dues shall be submitted to any Board Member

(3) The Board Member shall review the application and shall present the application with their recommendation at the next convenient membership meeting.

(4) The request for membership must be approved by a majority of the convened membership entitled to vote. (A Board Member shall escort the applicant from the meeting during the discussion and vote.)

(5) Upon acceptance of the application by the membership the Treasurer shall enter the name and address of the new member on S O Rail's roster, make an account for the new member and forward applicable dues and application to the Society.

(6) If the application is rejected by the membership, the Treasurer shall return the application and collected dues to the applicant.

Section 2:

A. Dues:

(1) The dues of S O Rail shall be set by the Board of Directors, with the consent of the membership, and may be changed as the conditions warrant. (2) Annual dues shall cover the period from January 1 to December 31 of each calendar year. (3) A person applying for membership after September 1 shall pay a full year's dues which will cover the balance of the current year and the entire next year. (4) All S O Rail dues are in addition to those amounts required for membership in the Society. Associate members are not required to join the Society.

B. Special Assessments.

The Board of Directors, with a two-thirds (2/3) concurrence of the Regular members present at any annual, regular or special meeting or a two-thirds (2/3) majority "yes" vote of returned mail ballots may levy a special assessment on the members.

Section 3: Qualifications of members.

The qualifications of members shall be as follows: Any person of good character, interested in the railroad hobby and the objectives of S O Rail, shall be eligible for membership. Regular and Associate Members must be at least sixteen (16) years of age. Youth Members shall be five to twelve (5 to 12) years of age. Student Members shall be thirteen to twenty-four (13 to 24) years of age. No person under twenty-one (21) years of age shall be eligible to hold any elected office. Regular, Student and Youth membership in S O Rail shall be dependent upon concurrent membership in the Society.

Section 4: Privileges of Membership

Regular and Student members shall, if in good standing, have the right to vote on all matters placed before S O Rail for a vote and shall, if 21 or over, have the right to hold elected office. In addition, all Regular, Student, and Youth members shall receive the S O Rail's official publication and shall be able to participate in all projects and activities of S O Rail. Family and Youth members shall have the right to participate in all projects and activities of the Chapter, but may not vote, hold elected office, or receive the S O Rail's official publication. Associate members may not hold office or vote in elections for officers. Associate and Family members may receive official publications via email and shall be able to participate in all projects and activities of S O Rail.

Section 5: The annual meeting of the membership of S O Rail shall be held on the second Tuesday of January of each year or as scheduled. The business of the annual meeting shall include the annual report and installation of new officers. Special meetings of the membership maybe called by the President of

the Board of Directors or by submittal of a written request for a special meeting to the President or Secretary by at least five (5) Regular members. Regular meetings may be held each month in accordance with an adopted meeting schedule. All membership meetings shall be conducted in accordance with Robert's Rules of Order, Revised. The President may appoint a parliamentarian who shall be conversant with Robert's Rules of Order, Revised, and who shall provide guidance for the proceedings of membership meetings. The date and/or location of a regular meeting maybe changed because of a conflict or unavailability of meeting rooms, or the meeting canceled altogether if at least 10 days written or email notice is provided to the membership. A regular meeting may be canceled by lack of a quorum to transact business or by a simple majority vote of the Regular members present.

Section 6:

The Regular and Student members present at any annual, regular, or special meeting of S O Rail of which due notice has been given, consisting of not less than six (6) persons, shall constitute a quorum for the transaction of business. Each Regular and Student member in good standing shall be entitled to vote on each matter submitted to a vote of the members. No proxy votes may be submitted. To be in good standing, a Regular or Student member shall be current with dues and owe no debts or obligations to S O Rail.

Section 7:

Elections of officers, changes to the bylaws, and any other business requiring a vote of the membership may be held using mail in ballots at the discretion of the Board of Directors. Such ballots will be mailed one to each Regular and Student member in good standing at least one month before the close of voting. Enclosing the ballot in the newsletter, other mailing or email communication to Regular and Student members shall be deemed sufficient if the time constraint is met. Return envelopes marked "Ballot" will be provided with the ballots. Any ballot returned in the envelope provided will be deemed as submitted by a Regular or Student member in good standing. The Board of Directors shall appoint an election judge who will

receive the unopened ballots and perform the count. The election judge will report the counts and turn all ballots over to the Board of Directors at the next scheduled meeting after the close of voting that a Board of Directors quorum is present.

Section 8:

If the actions of any member of S O Rail should be deemed detrimental to the reputation or welfare of the S O Rail, that member may be removed by a two-thirds (2/3) vote of the Regular and Student members present at any annual, regular or special meeting of the membership. Notice of such a proposed removal must be given to the member sought to be removed at least seven (7) days prior to the meeting at which the question is to be voted. A certified letter to the last known address of the member to be voted upon, postmarked at least seven (7) days prior to the meeting at which the question is to be voted upon shall be deemed sufficient notice. Dues paid by a removed member shall be refunded on a prorated basis unless said member has incurred a debt with the Chapter. A person removed from membership shall be deemed eligible for reinstatement after a period of one calendar year from the date of removal upon submittal of an application for membership with the procedures and provisions contained therein. Any person removed from membership in S O Rail may continue to hold membership in the Society.

**ARTICLE TWO
MANAGEMENT**

Section 1:

A two-thirds (2/3) majority "yes" vote of the Regular and Student members present at any annual, regular or special meeting of the membership or a two-thirds (2/3) majority "yes" vote of returned mail ballots shall be required to alter, amend or repeal the bylaws or adopt new bylaws of S O Rail. A two-thirds (2/3) majority "yes" vote of the entire Regular and Student membership shall be required to amend the Articles of Incorporation or to dispose of more than fifty (50%) percent of the capital assets of S O Rail. A simple majority "yes" vote of Regular and Student members present at any annual, regular

or special meeting of the membership or a majority “yes” vote of returned mail ballots shall be required to dispose of less than fifty (50%) percent of the capital assets of S O Rail. A simple majority of Regular and Student members present at any annual, regular or special meeting of the membership or a majority “yes” vote of returned mail ballots shall be required to approve such resolutions as the membership may deem necessary in guiding the affairs of S O Rail.

Section 2:

A. The business and property of the S O Rail shall be managed by a board of five (5) directors. The directors are the officers of the corporation. The five (5) elected directors of the corporation shall be elected by a majority vote of the Regular and Student members of S O Rail present during the December meeting of the year immediately preceding the term of office or by a majority vote of a mail in ballot election ending before the December meeting of the year immediately preceding the term of office. Their titles shall be President, Vice-President, Secretary, Treasurer and National Director. Any Regular or Student member present at the October meeting may submit into nomination the name of any other Regular or Student (if 21 years of age or older) member in good standing. All nominations must be seconded. A person may decline a nomination. The Board of Directors may appoint a Nominating Committee to seek nominees if they deem it necessary. No person may hold more than one elected or appointed office at the same time. The directors elected in December shall take office during the business portion of the annual meeting.

Section 3:

The term of office of the directors of the corporation shall be one year, commencing at the January annual meeting and ending upon replacement by election or appointment, as applicable.

Section 4:

The Board of Directors shall meet at its pleasure. The meetings of the Board shall be open to the membership; the Board of

Directors shall make an effort to notify the membership of Special Board meetings. All Board Members will be notified in advance of a Special Board meeting. Emergency Board Meetings may be held after notifying all Board Members; only issues of an emergency nature may be discussed at such a meeting. The form of the meetings of the Board of Directors shall be at the discretion of the President.

Section 5:

Each member of the Board of Directors shall possess one vote in matters coming before the Board. The President shall vote only to break a tie. All voting at meetings of the Board of Directors shall be by each director in person and voting by proxy shall not be allowed. Three (3) members of the Board of Directors shall constitute a quorum for the transaction of business at a Board of Directors meeting.

Section 6:

Any director may be removed from office by a two-thirds vote of the members at any annual, regular or special meeting of the membership of S O Rail. Notice of the proposed removal of a director must be given to such director seven (7) days prior to the date of the meeting at which such removal is to be voted upon. Such notice to the director must state the cause for the proposed removal. A certified letter to the last known address of the Director in question, postmarked at least seven (7) days prior to the meeting at which the removal is to be voted upon, shall be deemed sufficient notice.

Section 7:

Unexcused absence from three consecutive meetings of the Board of Directors shall be due cause for removal of a director.

Section 8:

Any vacancy occurring on the Board of Directors by reason of the death, resignation, or removal of a director shall be filled by appointment by the Board of Directors. Such appointee shall serve during the unexpired term of the director whose position

has become vacant and assume the title and duties of that position.

ARTICLE THREE DUTIES OF OFFICERS

Section 1:

The President shall supervise all activities of the corporation, execute all instruments in its behalf, preside at all meetings of the Board of Directors and of the membership of S O Rail, call such meetings of the membership and of the Board of Directors as shall be deemed necessary, assign members and committees as needed to carry out the activities of S O Rail and receive reports at the proper completion of all duties assigned to other officers.

Section 2:

The Vice-President shall act for the President in his absence and perform such other duties as the President may direct.

Section 3:

The Secretary shall keep all records of the Board of Directors and S O Rail, handle all correspondence to and from S O Rail with the consent and approval of the President and perform such other duties as the President may direct.

Section 4:

The Treasurer shall receive and be accountable for all funds belonging to S O Rail, pay all obligations incurred by S O Rail when payment is authorized by the Board of Directors, and render periodic financial reports.

Section 5:

The National Advisor shall be the representative of S O Rail to the Society in accordance with the Society bylaws.

ARTICLE FOUR EFFECTIVE DATE

These bylaws shall become effective immediately upon acceptance by the membership.

To be adopted April 8, 2014 by a vote of the membership at a General Meeting.

Minutes Southern Oregon Chapter—NRHS Members' Regular Meeting, March 11, 2014

1. Membership Meeting Call to Order: President Bruce Kelly called the meeting to order at 7:22 PM.
2. Roll Call: Ten members and were present.
3. Old Business: None
4. New Business:
 - a. Name Change: Bruce Kelly reviewed the proceedings of the March 1, 2014 Special Board meeting. Changing our name to Southern Oregon Railway Historical Society is a logical move at this time. A number of NRHS Chapters nationwide have migrated from the _____ Chapter/NRHS name to something that more accurately characterizes their organization. Short discussion. Consensus to publish the proposed Name Change in the next edition of the Manifest and vote on it at the April meeting.
 - b. By-Law Changes: One step in a name change will be changing our By-Laws to reflect the change. Short discussion about the Chapter losing members, partially on account of high dues to the National. It's been proposed to offer an "Associate" membership to individuals who want to belong to the Chapter and work on Chapter projects at the Railroad Park but who cannot afford the National dues. This would be a restricted class of membership that would not allow voting on Chapter business or holding office. Larry Tuttle has started working on updating the By-Laws to reflect the Name Change, the Associate member and conditions of membership for this new class of member. It was also suggested that, as long as we're redoing the By-Laws, we should consider dropping the number of members required at a Chapter meeting in order to have

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a quorum. After some discussion, it was agreed that six Regular and Student members would constitute a quorum. Consensus to publish the proposed By-Law Changes in the next edition of the Manifest and vote on it at the April meeting. Larry Tuttle suggested that, in light of the April Opening of the Railroad Park and need to encourage new and former members to help out, that the Chapter should start provisionally accepting Associate memberships contingent on approval of the By-Laws at the April meeting. Jerry Hellinga requested that Larry Tuttle make the rest of the changes in the By-Laws and send them out to the Board one more time for proof reading.

5. Adjournment: The meeting adjourned at 7:48 PM.

Larry Tuttle, Secretary

Next General Meeting April 8, 2014 at 7:00 PM

**Minutes Southern Oregon Chapter—NRHS
Board of Directors Regular Meeting
March 11, 2014**

1. Board Meeting Call to Order – President Bruce Kelly called the meeting to order at 7:48 PM
2. Roll Call: Bruce Kelly, Larry Tuttle, Jerry Hellinga, and E. Don Pettit were present. Ric Walch was absent.
3. Consent of the Agenda: Jerry Hellinga moved to consent to the Agenda. E. Don Pettit seconded the motion, which passed unanimously. .
4. Approval of January 14 and February 11, 2013 Regular Board Meeting Minutes and March 1, 2014 Special Board Meeting minutes: Jerry Hellinga moved to approve the minutes of the January 14, 2014 Regular Board meeting. E. Don Pettit seconded the motion, which passed unanimously. E. Don Pettit moved to approve the minutes from the February 11, 2014 Regular Board meeting. Jerry Hellinga seconded the motion, which passed unanimously. Jerry Hellinga moved to approve the minutes of the

March 1, 2014 Special Board meeting. E. Don Pettit seconded the motion, which passed unanimously.

5. Treasurer's Report – Jerry Hellinga passed out the March 11, 2014 Financial Statements. He also noted that the last of Chapter funds have been transferred out of American West Bank and into Rogue Federal Credit Union. Larry Tuttle moved to accept the Treasurer's report. E. Don Pettit seconded the motion which passed unanimously.

6. Standing Committees & Projects:

a. Medco 4 Restoration – Jerry Hellinga stated that he was “plugging away” at the broken stay bolts while awaiting the arrival of the new stay bolts.

b. Concession Stand – The roof over the center (flat) section should get attention soon.

c. Newsletter – A mailing “glitch” at the Post Office caused delivery of the hard copies to be delayed a few days. They have now gone out.

d. Web Site Updates – Nothing new.

e. Butte Falls Tourist RR Opportunity – Jerry Hellinga reported that following discovery that the land on which the Chapter wants to build an excursion railroad, the Butte Falls Town Councilors sent a four-page letter to the Jackson County Commissioners requesting their support in making the railroad happen.

f. Fence move & Track Extension Project – Nothing new since base rock was graded.

g. Sale of surplus / Duplicate Material – Nothing new

h. Railroad Park – Nothing new.

7. Old Business:

a. SOHS Railroads in Southern Oregon in the 1960's – Moving forward. Larry Mullaly has been in contact with Bruce Petty, Bob Morris and Allen Dobney for photos and info.

b. Concession Stand Novelties – Chris Manley reported that our stand will have more souvenirs this year. Nancy Aubin has gotten the particulars on magnets, engineer hats, cheap toy trains and plastic whistles – all things that were requested by customers last year. Cost to be about \$100. Jerry Hellinga noted that something like this does not need Board approval. Chris is open to suggestions for pictures for post cards. Jerry suggested photos of

the Medco 4 (b&w) and Medco 8 (color). Larry Tuttle suggested the reverse side include info on SO Rail.

8. New Business:

a. Safety and Accessibility Checklist – Larry Tuttle explained the Accessibility and Safety Checklist for Volunteer Stations from RSVP. There are three areas of concern:

- Accessibility, which is inherently limited for many of the disabled and which we can do nothing about.
- Discrimination, which we can address with a policy that's distributed and followed.
- Safety, that is something we do need to pay some attention to, including a safety policy, fire extinguishers, first aid kits, training and signs.

b. Safety Policy – Larry Tuttle presented a draft basic Safety Policy tailored to non-profits operating a public venue. Jerry Hellinga moved to adopt this policy. E. Don Pettit seconded the motion which passed unanimously.

c. Non-Discrimination Policy – Larry Tuttle presented a short policy regarding to discrimination against Volunteers. E. Don Pettit moved to adopt this policy. Jerry Hellinga seconded the policy which passed unanimously.

d. John Powell Memorial – Bruce Kelly noted that Duncan Campbell wanted to have something at the Railroad Park in memory of John Powell. Campbell would pay for this plaque and have it mounted in the 1107 caboose. Consensus of the Board was that this would be a fitting tribute and that it should happen.

e. Calendars – Dan Wilkinson talked to Tom Mustard (of Mustard Press) about several options for calendars for the Chapter. Cost would range from about five to eight dollars each, depending on the style and size. Larry Tuttle reviewed another calendar option which he had been using and reported that a major problem in putting together a good, salable calendar is getting enough publication quality photos.

f. Web Site Changes – Larry Tuttle led a short discussion about the need to create a new location for the Chapter's web site once the name change went into effect and suggested SORail.org. Larry moved that the Chapter create a new web presence at SORail.org. Jerry Hellinga seconded the motion which passed unanimously. Due to an increase by Clearwire, the Chapter will need to pay more this year for web access at the Railroad Park. Jerry Hellinga moved to increase the line item, "Web Site Hosts"

from \$315 to \$445 per year. Larry Tuttle seconded the motion which passed unanimously.

9. Good of the Order :

a. Bruce Kelly thanked Jerry Hellinga for pulling out the old fence posts near the model railroad club building.

b. Bruce Kelly reported that Dave Dexter's mother passed away that morning. Attempts are underway to get contact information in order to send condolences.

10. Adjournment: Jerry Hellinga moved to adjourn; E. Don Pettit seconded the motion which carried unanimously. Meeting adjourned at 8:36 PM

Larry Tuttle, Secretary

Next Regular Meeting: Tuesday April 8, 2014 at 7:00 PM

MEMBERSHIP MEETING ENTERTAINMENT

If you have any videos, or other items you would like to share with us for our entertainment portion of the meeting, please email me at (c-manley@charter.net) or call me at 541-890-7639 with the details and I will put you on the schedule.

ARTICLE SUBMISSIONS

As always, we need articles for the newsletter. If you have something you would like to see included in an upcoming newsletter, please send your submission to c-manley@charter.net or call 541-890 -7639. Thanks, Chris

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UPCOMING CHAPTER EVENTS

If you know of any other events that should be added to our newsletter, please email, (c-manley@charter.net), or call, (541-890-7639), with the details.

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