

THE MANIFEST

November 2015



Greetings!

I hope you all had a fun Halloween and will have a nice Thanksgiving. Speaking of that, our annual show is just around the corner. Bruce will be emailing the sign-up sheets soon. Please sign-up to help where you can. I am sure the sheet will also be available at the meeting this Tuesday, November 10, 2015.

First, of major importance, is our proposed changes to the by-laws. I will be attaching the changes for all members to this newsletter. We will be voting on the proposed changes at our upcoming meeting, Tuesday, November 10, 2015.

In addition, we will be receiving nominations for officers for the upcoming year, 2016. There was a motion made last month that all the present officers stay in place, however if you have someone else, please feel free to come to the meeting and nominate them.

2015 BY-LAWS REVISION -- EXPLANATION

The draft revised By-laws presented below revise Article One (Membership) to eliminate the current Associate Member class and to remove the current requirement that Regular and Student members also belong to the National Railway Historical Society (NRHS). With these By-laws changes, all current Associate Members will become Regular Members with full voting rights.

BY-LAWS 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 four classes of members, designated as follows: Regular, Student, Youth, and Family. 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 S O Rail dues as applicable. Applications for Youth and Student members under sixteen years of age 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 Board of Directors meeting. (4) The request for membership must be approved by a majority of the Board. (A 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, at the request of the new member, forward applicable dues and application to the National Railway Historical Society, herein after known as the Society. (6) If the application is rejected by the Board, 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.

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 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.

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. Youth members may not vote. Family members shall have the right to participate in all projects and activities of S O Rail, but may not vote, hold elected office, or receive the S O Rail's official publications. Family members may receive official publications via email.

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 may be 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 National Railway Historical Society in accordance with the Society bylaws.

ARTICLE FOUR

EFFECTIVE DATE

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

LAST RUN DAY OCTOBER 25, 2015

I was able to capture a few pictures from the food stand. I believe this is the infamous Cat Women. Tony Johnson also contributed several photos he took around the park.



Allen made us this awesome sign!



Allen and Larry getting ready for our last day.



The British are coming.



Princess Elsa





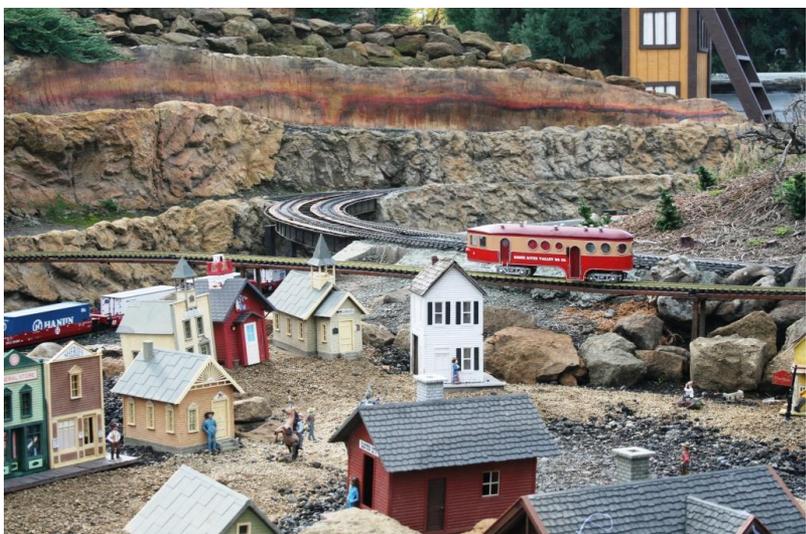




Nice six-pack









Thank you everyone for all your help. I did not get fresh pictures of the motor car, or the Medco 4, but wanted to thank Ken, Allen, Dan, London and Jerry Hellinga, who has made great strides with the Medco 4. If I have forgotten anyone, please forgive me. Thank you all.

MINUTES OF GENERAL MEETING

Before the start of the meeting, we watched a movie, Murder on the Southern Pacific. It is a great film, about the 1923 train robbery where the DeAutremont brothers attempted to rob the train on the Siskiyou Summit. I recommend it, it was a very informative film.

7:28 PM General Meeting was called to order

New Business

We had a new member, Denny Lensegrav, who was not present, but Jerry moved we accept him and Allen seconded, and we voted him in unanimously.

(When I got home, I called him to welcome him into our society; however, he was not home so I left a message. In addition, I sent him the newsletter for October.)

We also opened up nominations for the Board members for 2016. I nominated Bruce for President and Jerry seconded it. Ken Hill made a motion that all officers retain their positions next year.

We also discussed changing the by-laws to reflect that members no longer need to belong to the nationals in order to be on the Board or vote.

We also discussed changing the by-laws to reflect that we only needed to have a General Meeting twice a year. Jerry will draw up a new Proposed set of by-laws reflecting the changes, and will present them at the meeting on November 10.

MEETING OF THE BOARD OF DIRECTORS

7:35 PM The meeting was called to order.

Minutes

There were no minutes from the last meeting, as we did not have a quorum, therefore there was no meeting.

Treasurer's Report

Jerry passed out copies of the report. We are doing well, and there were no significant changes. E Don moved we accept the report, Jerry seconded, it was passed.

Medco 4

Jerry said that he has a machinist, who works for the NW RR Museum in Portland that has committed to 1 day a

week to help with the Medco 4. The cab interior work is almost finished; however, he could use help with sanding and painting. **So if you can help please let Jerry know.**

In addition, Jerry will be getting a fundraiser together.

Newsletter

The newsletter was in the mail; however, most of our members had not received it prior to the meeting. I am going to make sure it gets out in time before meetings from here on out.

Butte Falls

Ric said the easement on Plum Creek was looking good and he would like to use the same verbiage as a model for the other two companies. He will have a rough draft at the next board meeting.

Old Business

The Wigwams at Medford and Ashland were discussed, and it was decided that the Medford one is preferred. Dan Wilkinson and Jerry Hellinga agreed to be contacts for having it delivered.

No word on the rail donation. Jerry had sent an email about a week ago. When he had not received an answer, he sent another one yesterday (Monday, October 13) saying "any news".

There was also discussion on who owns the Stage Road railroad ties, Ric Walsh will follow up on this.

NEW BUSINESS

Restoring the Canadian National motorcar was discussed. Ken Hill and Ric Walsh will investigate it and come up with a cost estimate.

Ric also was wondering about insurance issues, should someone get hurt. Jerry will send him a copy of the insurance and he will ask his insurance agent from his work to look at it.

Parking was also discussed, due to the fire station upgrade. The construction had been put on hold; however, is set to begin again. We were able to get permission from the Eagles for about 40 spots in the back, more if they are not having a function. People are also parking in the vacant lot across the street, however that is not recommended or encouraged and they do so at their own risk.

Good of Order

Sign-up sheet for the annual show was passed around.

Allen Dobney suggested that someone be in charge of calling new members and welcoming them. As the newsletter editor, I agreed to do this and did so with the new member voted in at the meeting.

Jerry made the motion we adjourn, Ric seconded it, meeting was adjourned at 8:15.

CHAPTER OFFICERS

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UPCOMING CHAPTER EVENTS

Allen Dobney will be showing a video on Amtrak The Early Years, 1971-1977.

Next month, Matt Starman is going to present a program on the history of the Yreka Western.

If you know of any other events that should be added to our newsletter, please email, (c-manley@charter.net), or call, (541-291-1705), with the details.

OFFICIAL Publication of the Southern Oregon Railway Historical Society

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