



**Northeastern Region NMRA
Board of Directors Meeting
Sunday, January 21, 2018**

1. President John Doehring called the meeting to order at 7:05 pm.

This meeting was conducted using “FreeConferenceCall” software over the internet and telephone.

Present at the meeting were President John Doehring and Directors Robert Dennis (VP), Steve McMullin, Barbara Hoblit, James Van Bokkelen and Kevin Katta. Director Ed O’Rourke had been excused from the meeting but had given his proxy to AP Chair Bill Brown who was present. Immediate past president Scooter Youst, NER Treasurer Roger Oliver, NER Secretary Chip Faulter, Coupler Editor Jeff Paston and NER Convention Committee Chair Dave Insley were also in attendance. Director Steve Erickson was absent.

President Doehring stated that Director Steve Erickson had given him notice of intent to resign from the NER BOD once a replacement director could be found. VP Bob Dennis and Director Kevin Katta are discussing possible candidates with the Little Rhody and Nutmeg Division leadership.

A quorum was present so the meeting could proceed.

2. President Doehring stated that the agenda would be as previously e-mailed to the BOD. President Doehring called for any proposed changes to the agenda. There were none. The agenda is included in these minutes as Attachment #1. President Doehring stated that this meeting was really a continuation of the NER BOD meeting on 1/7/18 where a quorum was not present. President Doehring gave a quick re-cap of the 1/7/18 meeting.

3. President Doehring called for the standard reports. President Doehring noted that most of the reports had been reviewed at the 1/7/18 meeting and only those requiring approval would be discussed again at this meeting:

1. President's Report

President Doehring reviewed selected open action items. These items are summarized below:

From the 10/16/16 BOD meeting:

President Doehring took responsibility to reach out to Director McMullin and Bob Henry to discuss the plan ahead for reactivation of the Maritimes Division. Although a motion had been made and approved at the 1/7/18 meeting to create the "Eastern Canada Division", it needed to be voted on again. ***Scooter Youst moved that the petition provided to the NER BOD by Greg Williams and signed by 15 NMRA members be approved and that new "Eastern Canada Division" be formed thus doing away with all reference to the old "Maritimes Division."*** The motion was seconded by Bob Dennis. There were non-opposed and the motion carried.

It was noted by Director McMullin that there is a onetime fee required by the Canadian Government to recognize the new Eastern Canada Division. The fee for this filing is \$176 Canadian or \$142.02 US. ***Director Van Bokkelen moved that the NER BOD appropriate not more than \$150 US to cover the filing costs with the Canadian Government for the new Eastern Canada Division.*** This motion was seconded by Scooter Youst. There were non-opposed and the motion carried.

Secretary Faulter also took an action item to follow up with NMRA HQ to determine what other actions are required to properly have the new division recognized by NMRA HQ.

From the 3/19/17 BOD meeting:

President Doehring took action to form a committee to determine the next NER election process. President Doehring requested at the 7/16/17 NER BOD meeting that an ad hoc committee consisting of President Doehring, and Directors Hoblit, Erickson and Katta be formed to address the issue. President Doehring believes there is general consensus to use an electronic voting process such as "Election Buddy" going forward. There was recognition of the need to deal with those members who are not "on line." Steve McMullin cited statistics of significant improvement in voting participation with the use of Election Buddy. No action has been taken on this issue.

Status of the Strategic Planning Initiative:

President Doehring stated he would like to take the Strategic Planning presentation "on the road" and visit as many division meetings as possible. President Doehring stated that this presentation could also be made by the Area Directors.

The Strategic Plan for the NER still needs to have NER BOD approval.

Status of the Governance Poll:

President Doehring opened the discussion on governance by reviewing the discussion from the 1/7/18 meeting. Following considerable discussion, **a motion was made by Proxy Director Bill Brown to accept that a change in the NER governance structure is desired by the NER BOD, and that a subcommittee be named to draft the requisite proposed By-Laws changes. VP Bob Dennis seconded the motion which carried with none opposed.**

Note that the committee members were not named.

2. Secretary's Report

Secretary Faulter noted that both the meeting minutes from the 9/17/17 and 1/7/18 NER BOD meetings needed to be approved.

3. NER Treasurer's Report and NER Convention Treasurer's Report

Treasurer Oliver stated that the NER Treasurer's report and the NER Convention Treasurer's Reports had been presented at the 1/7/18 meeting. President Doehring asked if there were any questions. There were no questions.

The Audit Committee submitted their report for the July 2016 to June 2017 NER Financial Audit and it was included in the 1/7/18 reports. Jeff Paston asked for clarification on one pint regarding the number of "extra" copies of The Coupler that are published. Editor Paston stated that extra copies are printed on purpose to cover those that need to be sent to Canadian member, and copies for promotion at various events. The number of extra copies varies. **President Doehring requested that VP Bob Dennis talk with Jim Rizzolo and determine the correct number of extra copies that should be recruiting purposes, and how those copies should be distributed.**

4. NER Convention Chair Report

NER Convention Chair Insley submitted his report to the BOD via e-mail in advance of the 1/7/18 meeting and it was included in those minutes as Attachment #5. This report included the proposal by the 2019 NER Convention committee (Syracuse) for BOD approval. **Scooter Youst moved that the Syracuse (Liverpool, NY) Convention proposal as put forth by the NER Convention committee in the 1/7/18 NER BOD meeting minutes be approved. The motion was seconded by Director Kevin Katta and the motion carried with none opposed.**

NER Convention Chair Insley also re-capped the Newport Convention stating that while everyone seemed to enjoy the convention, it lost about \$2000. He noted that there were some lessons learned that will be considered at future conventions.

5. Achievement Program Report

NER Achievement Program Committee Chair Bill Brown provided an advance report via e-mail to the NER BOD for the 1/7/18 meeting and it was included in those minutes as Attachment #6.

Director Kevin Katta moved that all of the reports presented at this meeting as well as those presented at the 1/7/18 NER BOD meeting be approved. Director Barbara Hoblit seconded the motion which carried with none opposed.

4. New Business

- a. The discussion of the disposition of the old NER booth was not brought up due to time constraints.

5. Schedule for the next meeting

The next scheduled Board meeting will be on February 18, 2018 at 7:30 PM.

8. President Doehring called for adjournment at 9:36 pm.



**Board of Directors Meeting
Sunday, January 21, 2018
7:00 pm to 9:00 pm**

This meeting will again be conducted using e-meeting software via your computer or phone. Specific dial in instructions will be provided in advance of the meeting.

Proposed Agenda

1. Call to order – President Doehring
2. Any additional agenda items? Approval of the agenda
3. Standard reports:
 1. President’s Report, and status of action items:
 - i. From the 10/16/16 BOD Meeting
 1. President Doehring took responsibility to reach out to Director McMullin and Bob Henry to discuss the plan ahead for reactivation of the Maritimes Division. A leadership team has been named and is working to petition the NER BOD to re-activate. Greg Williams (new President of the Eastern Canada Division) submitted a request for division activation with a petition of 15 names to President Doehring.
This request needs to be approved by the BOD.
 - ii. Status of the Strategic Planning initiative
 1. **Strategic Plan needs to be approved by the BOD.**
 2. **Action Plan for President Doehring (or other Directors) to take the Strategic Plan on the road to division meetings and present**
 - iii. Status of the governance poll
 1. Discussed at the 1/7/18 BOD meeting. **Needs full BOD discussion and approval.**

2. Secretary's Report
 - i. **Approval of 9/17/17 BOD meeting minutes**
 - ii. **Approval of the 1/7/18 BOD meeting minutes**
3. Treasurer's Report/Convention Treasurer's Report
 - i. **Approval of the 1/5/18 Treasurer's Report**
 - ii. **Approval of the Final 11/17 NER Convention Treasurer's Report**
4. **Approval of NER July 2016 to June 2017 FY Audit Report.**
5. **Approval of all other reports included in the 1/7/18 NER BOD Meeting Minutes**
4. Other new business?
 1. **"Disposal" of old NER booth, CNY (Scooter) and Hub (B Hoblit) has expressed interest**
5. The next meeting is scheduled for TBD