

# *All Points North Model Railroad Club*

## **Minutes of Membership Meeting**

**Saturday, November 18, 2006**

Meeting was called to order by the President at 10:32 AM. Present were Duane Darling, President; Mike Kremheller, VP; Bob Miller, Secretary; and John Christiansen, Member at Large. In addition, 11 other members in good standing were in attendance; consequently a quorum was present to conduct business.

The President asked for any additions or corrections to last month's minutes and none were offered, therefore the minutes stand as entered. John Christiansen presented the committee report on the proposed "Town Process" and "Mayor's Responsibilities." The report was discussed. Motion was made, seconded, and unanimously accepted after several minor modifications. See attached for amended copies of each.

The President advised that Ray McClure had made an offer to APN of \$3,500 for the brass engines and several passenger cars that Steve Hashagen had given to the club. The president had checked with several local authorities on brass engines who agreed that the \$3,500 represented a fair price. Further, the sale to Ray will keep the engines within APN and available at open houses and such. The Board accepted the offer and the funds will go into the general fund. Richard Clayton has given the Board a list of materials needed to keep the club owned rolling stock in good order which totaled \$392. This was discussed and Richard was authorized to spend up to \$400 for club owned rolling stock maintenance. This would be the first use of the funds from Steve's engines.

Rich Cutler has invited APN to have the club's Christmas party at his house on December 16<sup>th</sup>. Details, including a map, will be forwarded by Rich to the membership by e-mail. We need to RSVP to Rich by e-mail advising how many will be attending and what side dish we are planning to bring no later than December 7<sup>th</sup> so that preparations can be made.

Rich Cutler presented the nominating committee's report with the slate indicating John Christiansen as President, Mike Kremheller as VP, Bob Miller as Secretary, Barry Cottrell as Treasurer, and Duane Darling as Member At Large. The Secretary gave a short summary of the election procedure as required by our By-Laws.

The President advised of The Texas State Railroad's Victorian Christmas Experience scheduled for December 2<sup>nd</sup>. Anyone interested should contact the President. The moving of the main line by 2 inches behind the steam facility was discussed and a motion was made, seconded, and approved unanimously. It was reported that 73 visitors signed our guest register during the open house this past weekend. This is believed to be almost double anything preceding. The SanJac show, the only show scheduled in the Houston area next year, will be on February 10<sup>th</sup>. We will sign up for the tour to follow the show.

The membership was updated on progress for the steam facility. Members were reminded of the clinic to be presented by Moe January and John Christiansen following the meeting.

Meeting was adjourned at 12:01 PM.

Respectfully submitted,  
R. E. Miller, Secretary

## **The “Town Process**

As space becomes dear there is perceived scarcity for towns. We want to have new members pitch in. We want the towns to follow a plan rather than be haphazard. They must fit in with the rest of the railroad. But Mayors invest a lot of personal funds so we do not want to micro-manage them and turn them off. So we want a clear flexible process they can follow to get the project off the ground.

### **Process:**

We propose to make the process formal. You have to go through the process if:

1. You propose a town (Greenfield), or
2. If an existing property (Brownfield) but the Mayor changes, the foot print changes, the theme is changed, the number or type of structures changes, the track changes significantly, the scenery is significantly changed, or if the traffic changes.
3. When it doubt you got to Step 1 below and air out changes at the next meeting.

The process is like a checklist with verbal approval. You can go through in a month and present the results at the next meeting. The stops are with our specialists. Some are Board members and some are Committee chairman. If the Board members change they inherit the process responsibility.

The proposed checklist is:

1. **Member at large** - The Mayor-to-be starts the process, learns who they have to see and why, and begins to prepare for meeting presentation. The Meeting presentation will give the theme of the town, basics of planning, the rail traffic (in and out), the era, the scenery, the structures, and details. Its understood things may change but the plan gives the foot print, the number of switches and electrical connections and lays out information so the committee chairman can understand what support the Mayor will need. There must be a drawing, preferably to scale, and mockups and scenery drawings are encouraged. The plan must address the impact on the mainline so any mainline changes are seamless and operation is not disrupted. The Member at Large also passes on to the prospective Mayor the “standards” for the layout.
2. **Bench work** (Duane or Barry )
3. **Track work** (TBD)
4. **Electrical** Scott/Mark
5. **Operations** Richard Clayton
6. **Scenery** Mike Kremheller
7. **Final Blessing 3 of 5 Board members before the meeting.** This is a check for completeness so a member does not rush through the process and get a NO in the meeting because they had a poor presentation. The President controls the Monthly Meeting Agenda.

## **Meeting Presentation and vote by membership**

After a project has made it through the checklist, it is brought to a Monthly Business Meeting where it is presented to the membership for consideration. A Greenfield project (e.g. Jerry's town will be a 10 minute presentation with handouts. A Brownfield presentation (e.g., Moe takes over Ralphred or the Steam facility extension) could be verbal only with the change marked out in the town. But they went through the checklist. The mayor can proceed after a positive vote, as per the By-Laws.

## **Dispute resolution:**

1. If a committee chairman has an issue that the Mayor can not satisfy, the Board can hear the Mayor out, and at their option allow a meeting presentation where the issue is aired and a vote of the membership is taken
2. If a change cannot be addressed at the Club Monthly Meeting, the Board can convene the interested parties and work out a solution afterward, but they will notify all the members with an email before work starts. Someone who feels it's a poor decision can request the Board hold off the change until full discussion at the next meeting.
3. If a Mayor does not or cannot work on their area and no progress has been made for 90 days, the Board can decide to move forward in the interest of the club. They will give the Mayor 30 days to resolve the process (for instance, the Mayor can get someone else to take their theme and run with it after review). As this is a sensitive matter, every effort will be made to work with a Mayor but still continue progress for the enjoyment of all the membership. If no resolution is made, the property can be offered for development but the Club will make an effort to protect the structures and other investment the original Mayor made. The decision will be made public and discussed at the next meeting.

## **Duties and responsibilities of Mayors**

Club Members can make a request for real estate designated by the Club, for the purposes of building a "Town" within that area of the layout. A "Town" can consist of only a single industry or a block of stores. To request an area, a Member(s) must present to the Club at a regular monthly meeting a Plan for the Town, including a name for the Town, a rough sketch of the track layout, the number and types of industries to be included, and the potential rail traffic that could be generated. There must also be a review by the appropriate committee and Board persons. This is the "Town Process". With a majority affirmative vote by a quorum of the Membership, the Member(s) Plan and request is approved and the Member(s) are designated Mayor of the proposed Town. Any substantive revision to the Plan requires approval from the Membership.

A Mayor is responsible for all expenditures and labor necessary to acquire and install all buildings, scenery, track, including turnout(s) off of the existing track and all other required items to build his Town in accordance with his approved Plan, except the Club will provide labor from the appropriate committees to perform wiring and to install plywood sub-roadbed and necessary risers. The club will provide install the switch machines, the control panel, and wiring to the machine.

All track, buildings, scenery, wiring and other items installed on the layout by a Mayor are considered to have been donated upon their installation and become the property of the Club, unless the Mayor declares them be on loan and marks their underside as his loaned property.

The construction in the Town will comply with all Club Standards

At any time the Member(s) that are the Mayor of a Town can recruit additional Member(s) to join them as Mayor of a Town, and Members already a Mayor can resign as Mayor. It is the responsibility within the Mayorship to allocate the costs and work associated with the duties and obligations of being Mayor.

If a Mayor does not show any progress towards completing his Town, after a lapse of 90 days of no progress, the President of the Club can query the Mayor about the Mayor's intentions to complete his Town. The Mayor can volunteer to resign, or commit to a time table to renew construction on his Town. In the latter situation, the Mayor must meet with the Board to arrange for progress within the next 30 days. If no progress is made, the Board may enforce a solution or inform the Mayor that the Town will revert to the Club, and that his (their) title of Mayor is relinquished. In every case the board will work with the Mayor to protect their original investment even as they protect the interests of the membership.

If a Mayor leaves the Club, or if his office of Mayor is relinquished, or if a Mayor resigns as Mayor, another Member(s) can volunteer to assume the responsibilities of the departing Mayor. The new Mayor has no obligation to reimburse the old Mayor for items already installed on the layout, as these items are property of the Club. The new Mayor must go through the town process even if he commits to the original plan. The new Mayor can propose any changes through the town process.