

FRIENDS OF THE NEVADA STATE RAILROAD MUSEUM

VIRGINIA AND TRUCKEE DIVISION

P.O. Box 1330
Carson City, Nevada 89702



MINUTES OF THE APRIL 4, 2022
BOARD OF TRUSTEES MEETING
NEVADA STATE RAILROAD MUSEUM
JACOBSEN INTERPRETIVE CENTER

Call to order - Meeting was called to order at 6:01PM

Roll Call – Trustees present were Todd Moore, Michael McClain, Bill Kohler, Bill Barbe, Dave Squire, Ron Allen, Rick Bieniek and Rebecca Bevans. Nancy Deis was absent but excused. Representing the museum were Dan Thielen and Adam Michalski. A quorum was established.

Minutes of the February 7, 2022 regular meeting were approved. Motion to approve made by Rebecca Bevans, second by Bill Barbe.

Minutes of the Special Board Meeting held on February 23, 2022 were approved. Motion to approve made by Michael McClain, second by Ron Allen.

Correspondence – None

Treasurer's report – See attached report. Motion to approve was made by Dave Squire, second by Rebecca Bevans. Motion passed.

-Actions of Executive Committee:

None

-Actions of Board

None

OLD BUSINESS –

-Audit committee-

Barry Simcoe recommended that the acting treasurer should be a member of the audit committee. He also reported that, as a response to an item in the last audit, control is being improved regarding cash receipts and money handling procedures. A motion was made by Bill Barbe, seconded by Dave Squire that a meeting be held to develop recommended changes and report recommendation to the board. Motion passed.

-Bricks –

Steve Struman reported that there are ten pending brick orders. The brick location log is missing from the front desk and attempts will be made to locate it. Todd Moore suggested that additional help be given to Steve in handling the program. Nancy Humphries and Ryan Korson volunteered to assist.

-Events Committee –

Adam Michalski reported that the Easter activity is ready to go but he would like to have additional volunteer help for the event.

Rebecca Bevans will contact Warren Engine Company to see if they will be participating over Memorial Day.

-Rail Camp-

Bill Kohler reported that rail camp is full. Minor changes are being made to the hats to reflect the Iron Horse Rail Camp trademark. Camp lunches will be handled by Hot Rodz on Thursday, Friday and Saturday. Matt Digangi will be doing lunch on Sunday.

Fund Raising –

Ron Allen reported that Amazon Smile problems should have been resolved.

Bill Barbe reported that he will investigate the possibility of getting grant writers.

V&T 150/Rail Fair Committee –

Todd Moore gave an update on progress that is being made on the Great Western Steam Up. He is holding weekly meetings with the various entities involved in planning. He reported that ticket sales have topped the \$30,000 mark.

Capital Campaign Committee-

Barry Simcoe reported that the campaign is taking a break while focus is on the Great Western Steam Up.

Todd Moore reported that a company in Canada has submitted a quote for completing springs for the Lyon in the amount of \$9058. Half the amount to be due on order with the remainder on delivery. A motion was made by Ron Allen, second by Bill Barbe that the Friends purchase the springs. Motion passed.

-Strategic Planning-

A new draft of the Memo of Understanding has been developed. A motion was made by Ron Allen, seconded by Rebecca Bevans that the President submit the MOU to the museum board. Motion carried.

See attached report for details.

Interpretive Committee –

Russell Moore is working with the restoration shop regarding appropriate paint schemes for coach 8 and the Inyo.

Bylaw Committee –

No report.

-Membership Committee –

See attached report.

-Motor Car Operations-

See attached report.

-Steam Train Operations-

Rick Kohler reported that the 25 has seen a lot of work during the off season and will be ready to go the new season starts. He and Kevin Owens have revised the annual safety meetings to include additional hands on training. Dan Thielen asked that museum staff be include at the meetings.

-Sagebrush Headlight-

Adam Michalski reported that focus has be temporarily shifted to upcoming event activities. He presented various ideas for article consideration.

-Website -

Michael McClain reported he is keeping track of the Google hits on various website topics.

-Youth Committee –

No report

-Other Old Business-

None.

-New Business-

None

GENERAL COMMENTS –

Nancy Humphries suggested that non-operational volunteers receive basic safety and operation training so they would have more situational awareness. Adam Michalski reported that he is conducting new volunteer orientation and will consider possible refinements.

ADJOURNMENT- 8:15 PM

Respectfully Submitted,

Bill Kohler

Bill Kohler, Secretary

Treasurer's Report March 2022 – Summary

4/1/2022

- **Checking Account**

- Income: \$4960.00
- Expenses: \$2075.01
 - Upcoming Expenses > 1st quarter Membership Donation to NSRM, April'22
 - 526 Memberships x 3.25 = \$1709.50
 - FNSRM Trailer Registration \$26 for 1 year, \$78 for 3 years
 - Membership Chair fees \$667.00

- **Money Market**

- Income: 0.26
 - \$35,198.86

- **Resteam Account**

- No Income or expenses
 - \$6,600.00

- **Great Western Steam Up**

- Income: \$11,181.63
 - **NOTE:** Etix has not yet transferred **about** \$16,394.00 to our GWSU account for sales between Mar1-10th while we were setting up our Merchant Account, which went active on Mar11th.
- Upcoming expenses: \$6,000.00 for East Public Relations due in April'22

- **Cash on hand**

- Amount: \$200.00
 - No change, cash used for change for event sales.

- **Etix ticket sales**

- See last page.

Treasurer's Report

For the period: 3/1/2022 - 3/31/2022

Beginning Balance @ Mar 1, 2022 \$ 55,524.69

FNSRM Checking

Income

Brick Purchases	\$	
Donations	\$	
Memberships	\$	2,475.00
Rail Camp	\$	2,485.00
	\$	
	\$	
	\$	

Total Income \$ 4,960.00 \$ 4,960.00

Expenses

Advertising	\$	
Bank Charges	\$	165.43
Credit Card Fees	\$	73.83
Gov't Fees	\$	
Membership Chairman	\$	230.25
Membership Materials	\$	
NSRM Donation - Memberships	\$	1,605.50
Treasurers Supplies	\$	
	\$	
WEB Site	\$	
	\$	

Total Expense \$ 2,075.01 \$ 2,075.01

Ending Balance @ 3/31/2022 \$ 58,409.68

Money Market

Beginning Balance @3/1/2022 \$ 35,198.60

Interest Earned	\$	0.26
Transfer from Checking Acct	\$	

Ending Balance @ 3/31/2022 \$ 0.26 \$ 35,198.86

Submitted By: Richard Bieniek

Date: 4/1/2022

Richard Bieniek, Treasurer

*See Detail Sheet 4

Treasurer's Report

FNSRM ReSteam

Beginning Balance @ 3/1/2022 \$ 6,600.00

Income

Donations - Restricted \$
 XXXXXX \$

Total Income \$ 0.00 \$ 0.00

Expenses

XXXXXX \$
 XXXXXX \$

Total Expenses \$ 0.00 \$ 0.00

Ending Balance @ 3/31/2022 \$ 6,600.00

Great Western Steamup

Beginning Balance @ 3/13/2022 \$ 13,250.00

Income

Donations \$ 290.07
 Ticket Sales \$ 10,891.56

Total Income \$ 11,181.63 \$ 11,181.63

Expenses

Advertising \$
 Caterer-Dinner \$
 Entertainment \$
 Food Service \$
 Sanitation \$
 Security \$
 Transportation \$

Total Expenses \$ 0.00 \$ 0.00

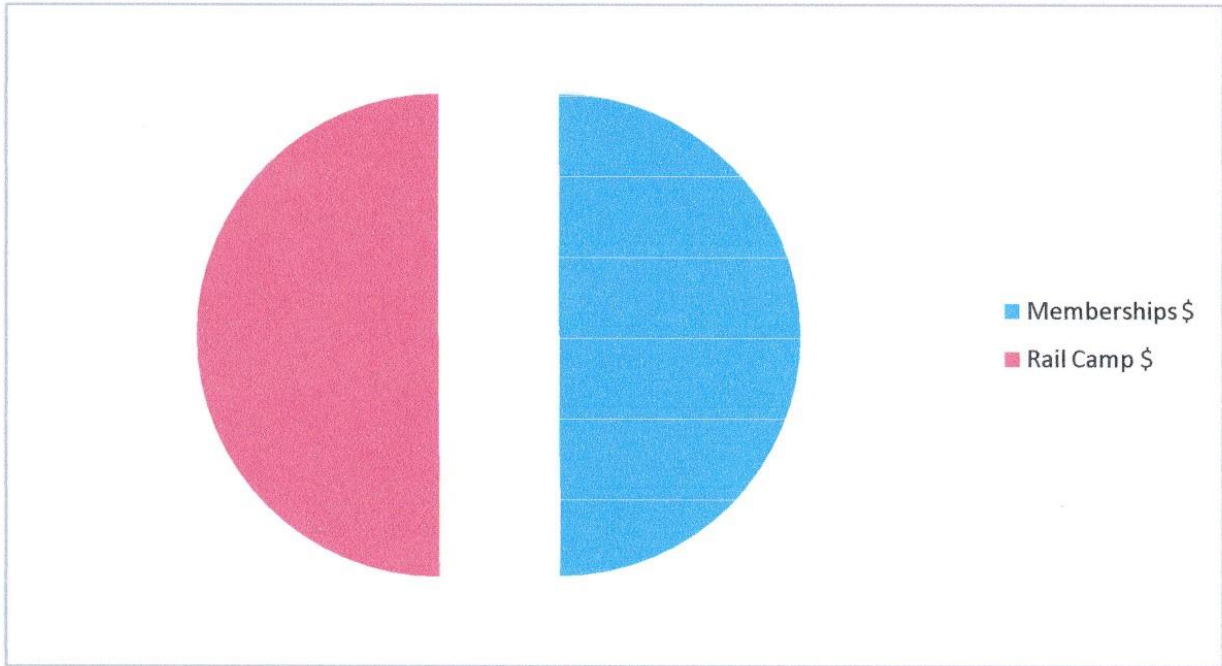
Ending Balance @ 3/31/2022 \$ 24,431.63

Cash on hand for Events

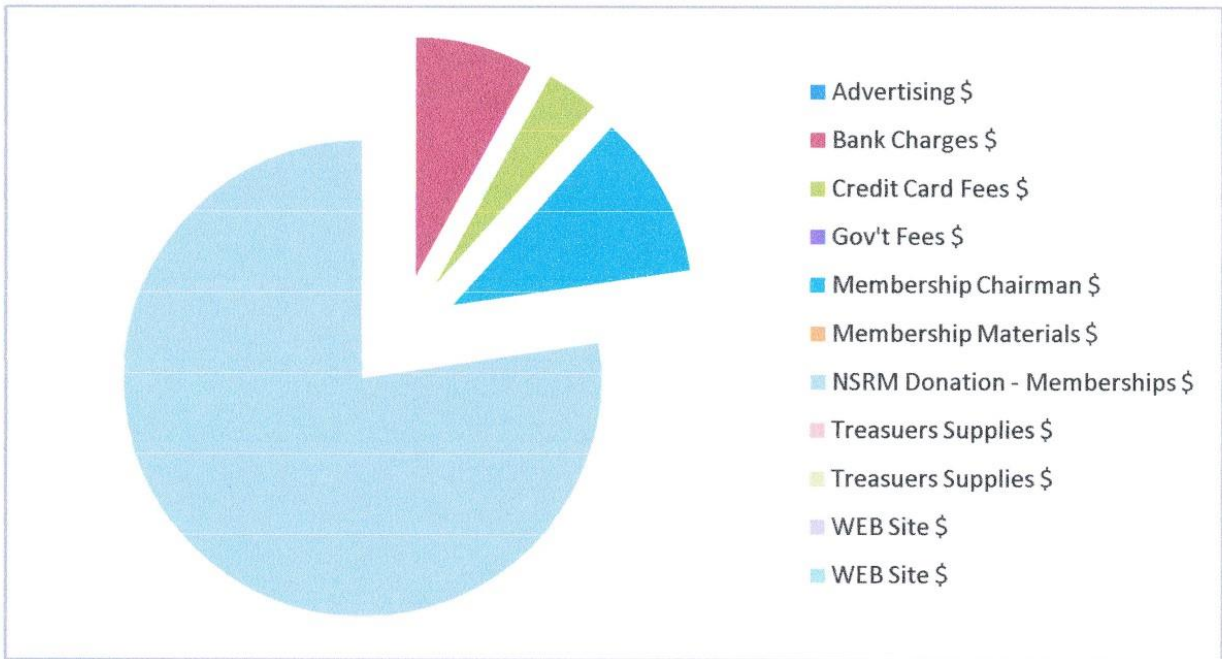
Packet 1 (Used for change on cash purchases) \$ \$100.00
 Packet 2 (Used for change on cash purchases) \$ \$100.00

TOTAL OF ALL ASSETS

124,840.17



Income



Expense

FNSRM Checking Account

4/1/2022

Monthly income and expenses

3/1/2022 through 3/31/2022

Subcategory	3/2022	Total
Income		
F-Iron Horse Rail Camp	2,485.00	2,485.00
F-Membership	2,475.00	2,475.00
Total Income	4,960.00	4,960.00
Expenses		
F-Bank Charges		
F-Bank Charges - Unassigned	165.43	165.43
Total F-Bank Charges	165.43	165.43
F-Credit card fees	73.83	73.83
F-Membership Chairman		
F-Membership Chairman - Unassigned	230.25	230.25
Total F-Membership Chairman	230.25	230.25
F-Void Check	0.00	0.00
N-NSRM	1,605.50	1,605.50
Total Expenses	2,075.01	2,075.01
Income less Expenses	2,884.99	2,884.99

4/1/2022

Monthly income and expenses

3/1/2022 through 3/31/2022

Subcategory	3/2022	Total
<u>Income</u>		
Test Transaction	1.02	1.02
Ticket Sales	11,181.63	11,181.63
Total Income	11,182.65	11,182.65
<u>Expenses</u>		
Test Transaction Withdrawal	1.02	1.02
Total Expenses	1.02	1.02
Income less Expenses	11,181.63	11,181.63

Total Revenue from Etix 3/1-3/31: \$27576.62

Total Revenue from Etix 3/11-3/31 DP* - \$11181.63

Amount still held by Etix (about): \$16394.94

*Direct Deposit to GWSU Account

Etix Ticket Sales GWSU

March 1st - 31st

Venue	Performance	Date	Total Orders Sold*	Total Tickets Sold	Total Receipts
Nevada State Railroad Museum	VIP Early Admission	7/1/22 8:00 AM	32	47	\$2,655.50
Nevada State Railroad Museum	The Great Western Steam Up (Friday, July 1, 2022)	7/1/22 10:00 AM	102	175	\$5,435.30
Nevada State Railroad Museum	Special Train Ride: V&T Locomotive No. 22, the Inyo	7/1/22 12:00 PM	19	28	\$2,303.00
Nevada State Railroad Museum	VIP Early Admission	7/2/22 8:00 AM	27	42	\$2,373.00
Nevada State Railroad Museum	The Great Western Steam Up (Saturday, July 2, 2022)	7/2/22 10:00 AM	92	159	\$4,951.66
Nevada State Railroad Museum	Special Train Ride: V&T Locomotive No. 22, the Inyo	7/2/22 12:00 PM	17	23	\$1,882.45
Nevada State Railroad Museum	VIP Early Admission	7/3/22 8:00 AM	13	16	\$904.00
Nevada State Railroad Museum	The Great Western Steam Up (Sunday, July 3, 2022)	7/3/22 10:00 AM	61	104	\$3,167.39
Nevada State Railroad Museum	Special Train Ride: V&T Locomotive No. 22, the Inyo	7/3/22 12:00 PM	3	3	\$246.75
Nevada State Railroad Museum	VIP Early Admission	7/4/22 8:00 AM	10	10	\$565.00
Nevada State Railroad Museum	The Great Western Steam Up (Monday, July 4, 2022)	7/4/22 10:00 AM	39	67	\$2,062.25
Nevada State Railroad Museum	Special Train Ride: V&T Locomotive No. 22, the Inyo	7/4/22 12:00 PM	5	9	\$740.25
	Ticket Total		420	683	\$27,286.55

Donations Report

FNSRM Donation	Donation Total	Receipt Total
	22	22
	22	22
	439	695
		27,576.62

	Total Event Tickets Sold per Event
VIP Early Admission	115
The Great Western Steam Up (Friday, July 1, 2022)	\$6,497.50
Special Train Ride: V&T Locomotive No. 22, the Inyo	505
Donation	\$15,616.60
	63
	\$5,172.45
	22
	\$290.07
	\$27,576.62

April 1, 2022

Friends of the NSRM Membership Report for MARCH, 2022

MEMBERSHIPS		MEMBERS	
Students:	1	1	
Seniors:	161	161	
Individuals:	56	56	
Family:	82	159	Senior Couple: 137
	268		
Sustaining:	67	112	
Contributing:	10	16	
Patron:	3	4	
Lifetime:	9	10	
TOTAL:	526	787	

In addition there are 41 Complimentary Memberships that receive the Sagebrush Headlight.

Respectfully,

Susan D Allen

Susan D. Allen
Membership Chairman

Memberships Purchased in MARCH

20@\$20....\$400
17@\$35....\$595
17@\$40....\$680
11@\$60...\$660
7@\$100.\$700
72 \$3035

DONATIONS

\$10.00

RAIL CAMP

1@\$1260

2@\$612.50

\$2485.00

TOTAL DEPOSIT

\$5530.00

**Memorandum of Understanding
By and Between
The State of Nevada, Acting By and Through The Nevada State Railroad Museum, Carson City, an
Institution of
the Division of Museums and History, and The Nevada Board of Museums and
History, And
Friends of the Nevada State Railroad Museum, The Virginia & Truckee Division, a Nevada nonprofit
corporation**

WHEREAS, the Nevada State Railroad Museum, Carson City (hereafter NSRMCC or Museum) is a cultural resource dedicated to educating the broadest possible audience about the contributions of railroads and railroading to the development of Nevada. This mission is realized through the collection, preservation and interpretation of significant locomotives, rolling stock, artifacts, photographs, documents and ephemera directly relating to railroads and railroading in Nevada.

WHEREAS, the Nevada Board of Museums and History (hereafter BMH) is empowered to establish categories of memberships in the NSRMCC, the fees to be charged for memberships, fees for admissions to the institution, fees for train rides provided by the NSRMCC, and policies and charges for the incidental use, rental and lease of the buildings, equipment, fixtures and other property of the NSRMCC.

WHEREAS, the Friends of the Nevada State Railroad Museum, Virginia & Truckee Division, (hereafter FNSRMCC), is a non-profit corporation duly organized under Chapter 81 of the Nevada Revised Statutes on December 31, 1984 and is a non-profit organization within the meaning of Section 501(c)(3) of the United States Internal Revenue Code.

WHEREAS, the FNSRMCC is organized and operated in order to establish a perpetual trust fund to assist in the support of the NSRMCC together with any other NSRMCC property, events or activities reasonably related to the NSRMCC. All persons who holds membership in the FNSRMCC are members of the NSRMCC.

WHEREAS, the State of Nevada acting through the NSRMCC and the FNSRMCC desire to enter into this Memorandum of Understanding ("MOU") in order to identify the roles and responsibilities of each party as they relate to the Museum, its members and its activities.

NOW, therefore the State of Nevada and FNSRMCC mutually agree to the following:

TERM: This agreement shall be valid and effective from January 1, 2022, until January 1, 2025, unless extended in a writing signed by the parties hereto.

ACTIONS AND RESPONSIBILITIES OF THE FNSRMCC: The parties hereto agree that the FNSRMCC:

1. Shall be the support organization of the Nevada State Railroad Museum, Carson City;
2. Shall administer the membership program of the NSRMCC, including recruiting and retaining members and charging and collecting membership fees as established under Nevada law for membership in the NSRMCC;
3. Shall provide membership categories and fees to the public based on the annually reviewed and approved structure of the BMH;
4. Shall pay not less than 50% of all net NSRMCC membership fees received quarterly to the NSRMCC private fund account (but in no event less than 25% of the gross amount of

such quarterly membership fees) and retain the remainder of such membership fees to support NSRMCC. This division of the membership fees will be reviewed annually by the BMH and FNSRMCC;

5. Shall report a quarterly accounting of membership by category to the director of the NSRMCC;
6. Shall report a quarterly accounting of funds expended on behalf of NSRMCC to the Director of the NSRMCC;
7. May recruit individuals to support the NSRMCC's operation of historic equipment and museum volunteer activities;
8. May develop and support strategic plans and special events that are duly authorized and approved by the NSRMCC in advance;
9. May raise funds other than membership fees to support the activities and mission of the NSRMCC, subject to all necessary approvals of the NSRMCC;
10. The FNSRMCC may use the logos and other intellectual property of the NSRMCC in furtherance of the activities set forth in sections (A)(1) through (6), above with the approval in advance of the Director of the NSRMCC.
11. The FNSRMCC shall provide the DMH, BMH and Director of the NSRMCC with a publicly available annual audited accounting of all income and expenditures of the FNSRMCC;
12. Non-cash donations will only be accepted with the approval of the Director of the NSRMCC;
13. All expenditures by FNSRMCC affecting State of Nevada property, collections, materials, or personnel shall be approved by the Director of the NSRMCC.

LIMITATION OF LIABILITY: The parties hereto agree that all individuals who perform any train operations duties (including but not limited to engineer, motorman, fireman, conductor, brakeman, car attendant, crossing guard or station agent duties) and museum volunteer activities (including but not limited to tour guides, museum attendants, store workers, researchers, docents, restoration workers and maintenance workers) for the NSRMCC need not be members of the FNSRMCC. Any individual engaged in such activities shall do so solely in his or her capacity as a volunteer in state service for the NSRMCC and not in his or her capacity as a member, officer or director of the FNSRMCC. The FNSRMCC shall have no responsibility or liability for the supervision or training of such person nor for the acts or omissions of any individual participating in any train operations and museum volunteer activities. The responsibility for training and supervising such individuals for such train operation and museum volunteer activities lies solely with the NSRMCC and its volunteers, not the FNSRMCC.

All volunteers in state service must comply with Federal, State and other applicable rules and regulations and codes of conduct. The State of Nevada reserves the right to withdraw volunteer status to anyone who does not comply with these rules, regulations, and codes regardless of whether such person is a member of the NSRMCC or FNSRMCC.

INDEMNIFICATION: To the fullest extent permitted by law, the State of Nevada shall indemnify, hold harmless and defend FNSRMCC and its members from and against any claims that relate in any manner to train operation or museum volunteer activities, as if the individuals providing said volunteer service are employees of the State within the scope and meaning of NRS 41.0339 provided that said activities reasonably appear to be within the course and scope of the public duty assumed by the FNSRM or volunteer, appears to have been performed or omitted in good faith, and was done under the control and direct supervision of the NSRMCC and in furtherance of the NSRMCC's mission or business.

INSURANCE: FNSRMCC members providing train operations and/or museum volunteer in service to the NSRMCC shall be afforded any coverage under any applicable liability insurance maintained by the State while engaged in the performance of train operations and/or museum volunteer activities as if an employee of the State within the scope and meaning of NRS 41.0339. However, said individuals are excluded from participation in any employee rights, benefits or plans, including, without limitation, those found in NRS Title 23. Said individuals shall receive workers' compensation coverage in accordance with NRS 616A.130 while engaged in the performance of train operations or museum volunteer activities and

said workers' compensation coverage shall be the sole-remedy for personal injury.

MODIFICATION: The agreement shall not be modified without the written consent of the parties.

TERMINATION: This agreement may be terminated by either party, with cause, upon 60 days advance written notice.

Signed:

**Daniel Thielen, Director
Nevada State Railroad Museum**

Todd Moore, President FNSRMCC

**Bob Stoldal, Chairman
NV Board of Museums and History**

**Myron Freedman, Administrator
Nevada Division of Museums and History**

**State of Nevada, Attorney General
Approved as to form**

TO: BOARD OF DIRECTORS, FRIENDS OF THE NEVADA STATE RAILROAD MUSEUM

FROM: MOU Committee - Ron Allen, Barry Simcoe, Todd Moore

DATE: April 1, 2022

RE: Proposed Memorandum of Understanding between the Friends and State of Nevada

The Friends have long served as the official support organization of the Nevada State Railroad Museum in Carson City. Traditionally, there has been a written agreement, termed a "Memorandum of Understanding" or "MOU," between the Friends and the

State that formalizes and cements this arrangement. The last version of this agreement expired many years ago, but the Friends and the State have continued to operate under its terms. They call for the Friends to administer the official museum membership program and receive museum benefits in return for rebating 25% of the gross membership dues to the Private Fund account for the museum. That fund is administered by the Board of History and Museums. Historically, the museum uses these funds to produce and mail the *Sagebrush Headlight*.

For the last year, the Friends have been in negotiations with the State to work out the terms of a new MOU. A copy of the proposed agreement is attached.

The key provisions of the agreement are summarized as follows:

1. The Friends are recognized as the official membership program for the Nevada State Railroad Museum in Carson City and have the right to raise funds for and use the logos and marks of Museum.
2. The State agrees to defend and indemnify the Friends in the event of any claims relating to train operations or museum activities.
3. The Friends agree to rebate to the Private Fund 50% of the net proceeds from membership dues, but in no event less than 25% of the gross membership proceeds.
4. The term of the agreement is three years. It can be extended by mutual agreement, but it can also be terminated by either party after providing written notice.

Overall, the agreement will result in a slight loss of membership income to the Friends, but in exchange the Friends receive binding recognition and valuable defense and indemnity rights against the State.

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April 1, 2022
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- An example of the financial impact, based on actual 2021 figures, is as follows:
1. Current practice:

Total membership dues received:	\$25,535.00
25% gross contribution to Private Fund:	\$6,383.75
Membership administration expenses:	\$10,081.00 (est.)

Net membership income to Friends: \$9,070.25

2. Proposed MOU practice:

Total membership dues received: \$25,535.00

Membership administration expenses: \$10,081.00 (est.)

Net: \$15,454.00

50% net contribution to Private Funds: \$7,727.00

Net membership income to Friends: \$7,727.00

Total change: (\$1,343.25)

The committee recommends that the Board approve the draft agreement and authorize the President to sign it.

Motorcar report for FNSRM board meeting April 4, 2022

On March 8th the McKeen car was used for recording a portion of a reality show, “Chrisley Knows Best. The following motorcar crew members participated;

Dan Osborne, Bill Barbe, Mike Shaughnessy, Michael McClain, Rick Bieniek, Richard Gorbet, Dell Lindstrom, Nancy Deis and myself.

Michael McClain served as conductor and Rick Bieniek served as motorman. Other volunteers served as passengers.

On March 31st Gary O’Leary and Bill Barbe did some training on Edwards car 401.

Also, on the 31st, I met with Kevin Owens and Adam Michalski to discuss the flag stops I intend to have during motorcar operations. Adam and I ran this past Dan Thielen and was met with agreement. Kevin, Dan and Adam told me to work with B&G to use a baggage cart at some point along the trackage. I will do so this Wednesday as I will be doing some 401 training with Dan Osborne. I’m working on creating some cargo for the flag stops. Someone has put a canvas bag of cargo into the 401.

Respectfully submitted, Dave Squire NSRM Motorcar Czar