

List of Documents

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

Item	Submitted/ Attached	Description
1.	X	Minutes
2.	X	Agenda
3.	X	Attendance
		Reports:
11.	X	Achievement Program Coordinator
12.		Education Department Coordinator
21.	X	Audit Committee
22.	X	Clinic Clearinghouse Committee
23.	X	Convention Committee
24.		Model Contest Subcommittee
25.		Photo Contest Subcommittee
26.		Auction Subcommittee
27.		Non-rail Subcommittee
28.		Election Committee
29.		Estate Counseling Committee
30.	X	Internet Committee
31.		Long Range Planning and Implementation Committee
32.	X	Membership Committee
33.	X	Nominating Committee
34.		Promotions and Special Projects Committee
35.		Publications Committee
36.		Youth Committee
41.		Director-at-Large/Ingrid Drozdak
42.	X	Director-at-Large/Mike Hurlburt
43.	X	Director-at-Large/Jim Osborn
44.	X	Director-at-Large/Barb Rothwell
45.		Director-at-Large/ Jim Allen
46.		Director-at-Large/Chris Roeben
47.		Director-at-Large/Jim Wise
51.	X	Division Director/ Central Indiana
52.	X	Division Director/DuPage
53.	X	Division Director/ Fox Valley
54.		Division Director/Illinois Terminal
55.	X	Division Director/Illinois Valley
56.		Division Director/Michiana
57.		Division Director/North Shore & Western
58.		Division Director/Rock River Valley
59.	X	Division Director/South Central Wisconsin
60.	X	Division Director/Winnebagoland
61.	X	Division Director/Wisconsin Southeastern
70.		Regional Advisory Council Representative
71.	X	Secretary
72.	X	Treasurer
73.	X	Vice President
74.		Immediate Past President
75.		President
81.	X	Amendment to Bylaws Regarding the Merger of the Fox Valley and North Shore & Western Divisions

Item 1

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

TENTATIVE AND PRELIMINARY DRAFT
FOR REVIEW AND DISCUSSION PURPOSES ONLY
SUBJECT TO CHANGE

President Bill Litkenhous called the meeting to order at 10:33 am at the Chateau Hotel and Conference Center in Bloomington, Illinois. The agenda for the meeting is at Item 2. Nineteen people attending the meeting in person or by proxy were voting members of the Board of Directors, which constituted a quorum. Three committee or subcommittee chairmen attended the meeting together with several observers, six of whom signed-in. See Item 3.

Bill thanked Michael Shockley and the Illinois Valley Division for hosting the meeting.

On motion by Jim Spice, seconded by Jim Wise, the minutes of the Board of Directors meeting held on April 25, 2010 were unanimously approved as written.

Reports

The following reports are attached:

- Achievement Program Coordinator (Item 11)
- Audit Committee (Item 21)
- Clinic Clearinghouse Committee (Item 22)
- Convention Committee (Item 23)
- Internet Committee (Item 30)
- Membership Committee (Item 32)
- Nominating Committee (Item 33)
- Director-at-Large/Mike Hurlburt (Item 42)
- Director-at-Large/Jim Osborn (Item 43)
- Director-at-Large/Barb Rothwell (Item 44)
- Division Director/Central Indiana (Item 51)
- Division Director/DuPage (Item 52)
- Division Director/Fox Valley (Item 53)
- Division Director/Illinois Valley (Item 55)
- Division Director/South Central Wisconsin (Item 59)
- Division Director/Winnebagoland (Item 60)
- Division Director/Wisconsin Southeastern (Item 61)
- Secretary (Item 71)
- Treasurer (Item 72)
- Vice President (Item 73)

Richard Sweet said that the audit for 2009 was complete with no discrepancies. See Item 21. On motion by Paul Mangan, seconded by Gary Children, the Audit Committee report was unanimously accepted.

Jim Spice discussed the Nominating Committee report. See Item 33.

Bill Litkenhous said there has been no Regional Advisory Council activity since the Spring 2010 Board meeting.

Bert Lattan said he expected to publish updated lists of Region and Division key personnel in November. He noted that as of August 31, 2010 58% of Region members had provided e-mail addresses. He said that we should be able to substantially increase the number of members providing e-mail addresses and asked Division Superintendents to encourage submission of e-mail addresses to the Region. *(Secretary's Note: After the meeting Jim Osborn modified the Region website's Waybill page to simplify submission of electronic subscriptions and e-mail or postal address updates. See <http://www.mwr-nmra.org/region/waybill/waybill.html>)*

Bryan Lemonds reviewed his report. See Item 72. In commenting on revenues, Bryan suggested that members patronizing *Waybill* advertisers should let the advertisers know that they saw their ads in the *Waybill*. In responding to a question regarding the accumulation of cash, Bryan said that because current interest rates for "safe" investments are very low he is not investing in certificates of deposit until interest rates are more favorable.

Revenues and expenses for the nine months ended September 30, 2010 were:

	9/30/10
Revenues	\$6,345.04
Expenses	2,688.28
Net Income	<u>\$3,656.76</u>

Assets and liabilities as of September 30, 2010 were:

	9/30/10
Assets	
Certificates of Deposit	\$23,700.44
Checking Accounts	16,151.81
Total	<u>\$39,852.25</u>
Liabilities & Equity	
Liabilities	\$ 7,295.62
Equity	32,556.63
Total	<u>\$39,852.25</u>

On motion by Jim Osborn, seconded by Gary Children, the Treasurer's Report was unanimously accepted subject to audit.

Paul Mangan distributed a flyer for the 44th Mad City Model Railroad Show and Sale. The show will be held from 9:00 am to 5:00 pm on February 19 & 20, 2011 at the Aliant Energy Center in Madison.

Gary Children distributed a refrigerator magnet with Trainfest dates for the next five years and a flyer for 2010. The 2010 show will be held from 9:00 am to 5:30 pm on November 13 & 14 in the Wisconsin Exposition Center at State Fair Park in West Allis (Milwaukee).

Bill Litkenhous reported that he has asked the Mid-Central Region to approve the transfer of Scott County, Indiana to the Midwest Region. Bill said he had received a CD of the "handbook" produced by the "regionsanddivisions" Yahoo group. Any Division Superintendents who did not receive a copy should contact him. Alternatively, the handbook can be downloaded from the NMRA website or the files area of the Yahoo group.

Old Business

In Tim Schubert's absence there was no report on the status of the 501(c)(3) project. Both Gary Children and Bert Lattan reported that they had tried to contact Tim about the project's status without success. Following a lengthy discussion about the merits of the project, on motion by John Mann, seconded by Gary Children, the Board agreed to permanently cancel the 501(c)(3) project.

Since there were no nominations from the floor, on motion by Jim Wise, seconded by Chris Roeben, the Board unanimously accepted the Nominating Committee report and slated the following candidates for election for the 2011-2013 term:

- President, Bill Litkenhous, Central Indiana Division
- Vice President, Paul Mangan, South Central Wisconsin Division
- Director-at-Large, Jim Allen, Fox Valley Division
- Director-at-Large, Fred Henize, DuPage Division
- Director-at-Large, David Leider, Fox Valley Division

New Business

Bert Lattan reviewed the Bylaws amendment regarding the merger of the Fox Valley Division and the North Shore & Western Division. Following a brief discussion, on motion by Jim Spice, seconded by Paul Mangan, the motion included in Item 81 was approved.

Barb Rothwell and Bert Lattan commented on publishing and distributing the Waybill. Following discussion, three motions were approved by the Board:

1. On motion by Barb Rothwell, seconded by Paul Mangan, the Board agreed to stop using the SCWD mailing permit for distribution of the *Waybill*.

2. On motion by Michael Shockley, seconded by Chris Roeben, the Board agreed to use first class mail for distribution of the *Waybill*.
3. On motion by Barb Rothwell, seconded by Gary Children, the Board determined that the *Waybill* should not exceed twelve (12) pages and agreed that any additional material, particularly photos, should be provided as a web extra.

Steve Studley said that the Central Indiana Division was interested in hosting the Spring 2013 Convention. Tom Cain is the likely convention committee chairman and the Indianapolis area is the probable convention location. CID plans to submit a formal bid at the Spring 2011 Board meeting in Madison.

Paul Mangan discussed plans for Badgerland Express 2011, the Region's Spring 2011 convention. The convention will be held on April 15-17 at the Radisson Hotel in Madison. He gave representatives of each Division attending the meeting a packet with several copies of a one-page description of the convention hotel and planned activities, a registration form and a business card summarizing convention information. More information is available from the SCWD website at http://www.nmra-scwd.org/Badgerland_Express_2011.html

Richard Sweet said that the DuPage and Fox Valley Divisions were interested in hosting the Spring 2012 convention in the Chicago area. Mike Yurtec, an Illinois Valley Division Trainmaster, said that the Springfield Model Railroad Club was interested in hosting the Spring 2012 convention in the Springfield area. Following discussion and a straw poll, the Board expressed a preference for Springfield and suggested that DuPage/Fox Valley consider 2014 or a later year. The Springfield Model Railroad Club will submit a formal bid at the Spring 2011 Board meeting in Madison for the Spring 2012 convention.

Although he was pleased to hear about the interest in hosting the 2012 and 2013 conventions, Reid Kahrs reminded potential convention hosts that they needed to discuss potential convention bids with him. He urged the Springfield Model Railroad Club and the Central Indiana Division to review with him their plans for the 2012 and 2013 conventions well in advance of the Spring 2011 Board meeting in Madison.

In response to a question from Bill Litkenhous, Jim Osborn and Jim Spice confirmed that they were resigning from the Nominating Committee. Bill then introduced Dave Johnson, a member of the Fox Valley Division and a Director and the AP Coordinator for the former North Shore & Western Division. He appointed Dave to the three-member Nominating Committee. Reid Kahrs, a member of the Wisconsin Southeastern Division, is currently a member. Bill said he would ask Tom Cain from the Central Indiana Division to join the committee. The Bylaws require a three-member committee with each member from a different Division. On motion by Chris Roeben, seconded by Jim Osborn, the Board ratified Dave's appointment.

Announcements

Bill Litkenhous said that the Annual Meeting of Members would be held at 8:00 pm on April 16, 2011 at the Radisson Hotel in Madison. The next Board meeting will be held at 9:00 am on the 17th. (*Secretary's Note: Immediately after the meeting the time was changed to 10:00 am at the request of SCWD.*)

Adjournment

On motion by Chris Roeben, seconded by Gary Children, the meeting was adjourned at 12:02 pm.

Respectfully submitted,

Bert Lattan
Secretary

Item 2

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

Final Agenda

Item

Responsibility

Call to order Bill Litkenhous
Minutes of last meeting Bill Litkenhous

Reports

Committees
 Audit Richard Sweet
 Nominating Jim Spice
 Other Bill Litkenhous
Directors-at-Large Bill Litkenhous
Division Directors Bill Litkenhous
Regional Advisory Council Representative Bill Litkenhous
Secretary Bert Lattan
Treasurer Bryan Lemonds
Vice President Paul Mangan
Immediate Past President Gary Children
President Bill Litkenhous

Old Business

501(c)(3) Project Tim Schubert
Nominations Jim Spice
Other Bill Litkenhous

New Business

Bylaws Amendment Re: Merger of Fox Valley Division and North Shore & Western Division (Item 81) Bert Lattan
Publishing the *Waybill* Barb Rothwell
Bid for 2013 Spring Convention Steve Studley
Badgerland Express 2011 Paul Mangan
Other Bill Litkenhous

Announcements

2011 Annual Meeting of Members: Date, Time & Place Bill Litkenhous
April 16, 2011, 8:00 pm, Madison, Wisconsin
Spring 2011 Board Meeting: Date, Time & Place Bill Litkenhous
April 17, 2011 9:00 am, Madison, Wisconsin

Adjourn Bill Litkenhous

Item 3**Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010**Attendance

Name	Position/Term Expires/Division	Present	
		In Person	By Proxy
Bill Litkenhous	President/2011	X	
Paul Mangan	Vice President/2011	X	
Bert Lattan	Secretary	X	
Bryan Lemonds	Treasurer	X	
Gary Children	Immediate Past President	X	
Jim Allen	Director-at-Large/2011	X	
Chris Roeben	Director-at-Large/2011	X	
Jim Wise	Director-at-Large/2011	X	
Ingrid Drozdak	Director-at-Large/2012	X	
Mike Hurlburt	Director-at-Large/2012	X	
Jim Osborn	Director-at-Large/2012	X	
Barb Rothwell	Director-at-Large/2012	X	
Steve Studley	Division Director/Central Indiana	X	
Keith Lipske	Division Director/DuPage		X
Walter Radtke	Division Director/Fox Valley		X
Mike Lehman	Division Director/ Illinois Terminal		
Michael Shockley	Division Director/Illinois Valley	X	
Jim Six	Division Director/Michiana		
Jim Spice	Division Director/North Shore & Western	X	
John Mann	Division Director/Rock River Valley	X	
Mike Vivion	Division Director/South Central Wisconsin		X
Mark Preussler	Division Director/Winnebagoland		
Linda Sukup	Division Director/Wisconsin Southeastern		
Marv Preussler	Achievement Program Coordinator		
Richard Sweet	Audit Committee Chairman	X	
Reid Kahrs	Convention Committee Chairman	X	
Dave Poquette	Auction Subcommittee Chairman		
Sean Lamb	Model Contest Subcommittee Chairman	X	
Bonnie Janke	Non-Rail Subcommittee Co-Chairman		
Lynn Jasch	Non-Rail Subcommittee Co-Chairman		
(Vacant)	Education Coordinator		
Don Cook	Election Committee Chairman		
Calvin Krasonya	Estate Committee Chairman		
Ron Scharping	Membership Committee Chairman		
David Leider	Publications Committee Chairman		
Capt. Al Nelson	Youth Committee Chair		
Kathy Mangan	Proxy for Mike Vivion	X	
Plus six observers who signed in.			

Item 11

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Marvin Preussler, MMR

Date: September 27, 2010

Subject: Midwest Region Achievement Program Report

Activities Since Last Board Meeting

There are three new Master Model Railroaders in the Midwest Region. They are:

Mark R. Preussler, MMR #442, Sheboygan, WI

Robert Wundrock, MMR #446, Verona, WI

Ronald Lane, MMR #447, Columbus, IN

Planned Activities

Plan to give a clinic on the Achievement Program on Saturday, April 16, 2011 at the Midwest Region Convention in Madison, WI.

Item 21

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors
From: Richard Sweet
Date: September 21, 2010
Subject: Audit Committee Report

Activities Since Last Board Meeting

The audit was conducted in June for most of the transactions that have taken place in 2009. I found that all transactions were in order with no improprieties.

Planned Activities

There are no planned activities.

Item 22 & 42

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Mike Hurlburt

Date: September 27, 2010

Subject: Director-at-Large/Clinic Clearing House Report

Activities Since Last Board Meeting

None

Planned Activities

Attend Regional Meets whenever possible.

Item 23

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Reid Kahrs

Date: September 27, 2010

Subject: Convention Report

Paul Mangan will give a report on Badgerland Express, the MWR spring convention to be held April 15, 16 & 17, 2011 in Madison.

We need hosts for future regional conventions.

There is a possibility that the 2012 convention could be held in the Chicago area with the DuPage and/or Fox Valley/North Shore & Western Divisions being the hosts.

According to the meeting agenda information from Bert Lattan, CID is interested in hosting the 2013 convention.

In the past there has been an informal rotation order of six host divisions. If hosts are found for the 2012 & 2013 conventions, we are looking at the years following. My suggestions, based on the existing, informal rotation, are:

2014 Winnebagoland
2015 Rock River Valley
2016 WISE

Again, these are just suggestions based on past patterns.

Perhaps the Michiana Division could consider hosting the convention in any of years listed. If that would happen then we could have seven hosts for Region conventions. Again nothing is set with this rotation. If Michiana wished to host the convention, the other divisions probably would consider moving their year of hosting.

Divisions interested in hosting conventions beyond 2013 should contact me.

Item 30

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors
From: Jim Osborn, Chairman
Date: October 3, 2010
Subject: Internet Committee Report

Activities Since Last Board Meeting

- 1) Made timely updates to the MWR website per requests from National & the membership.
- 2) Assisted the Secretary with occasional *Waybill* electronic publishing notice problems.
- 3) Posted current PDF versions of the *Waybill* on the web site.
- 4) Assisted with several miscellaneous Division website issue and updates.
- 5) Updated the region map on the website to include:
 - a) enhanced professional looking graphics,
 - b) the Michiana Division boundary,
 - c) the Merged Fox Valley & North Shore & Western Division boundary,
 - d) point and click hyperlinks off the map to the respective division websites, and
 - e) an enlarged scalable PDF version for those who desire the gory details.

Planned Activities

- 1) Re-establish website viewing & statistical counting of visitors lost with the site move. This function was temporarily lost with the site server change and software. The capability is there it just needs to be initiated again.
- 2) Continue with the general management and maintenance of the MWR website and internet activities as appropriate.
- 3) Continue to assist the Secretary with publishing electronic *Waybill* notices.

Item 32

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors
From: Ron Scharping
Date: September 4, 2010
Subject: Membership Coordinator's Report

Activities Since Last Board Meeting

Continued to provide membership information to Division membership coordinators on a monthly basis. Printed reports are sent to those coordinators requesting them. Additionally, a division roster is emailed to those coordinators with email accounts.

Provided an interface to National in the updating of membership records; address, phone, zip code, and email address changes.

Maintained a table of Region members who have "opted-out" on a printed Waybill.

Worked with the Region Secretary in trying to provide corrected email addresses for those email addresses which are determined to be bad. This is done via a postcard to the member.

Provided the *Waybill* editor with mailing addresses for those members receiving a printed copy of the *Waybill*.

Planned Activities

Continue the above.

Region Membership Data

Division	NMRA Total (8/31/08)	Region Total (8/31/08)	NMRA Total (3/31/09)	Region Total (3/31/09)	NMRA Total (3/31/10)	Region Total (3/31/10)	NMRA Total (8/31/10)	Region Total (8/31/10)
01	289	130	297	121	308	127	389	127
02	144	37	149	42	149	45	156	46
03	163	66	159	64	157	56	204	57
04	149	50	142	44	0	0	0	0
05	93	38	93	36	86	34	85	32
06	242	93	253	85	237	81	250	87
07	33	13	35	12	30	11	29	9
08	116	44	115	46	112	45	119	46
09	152	58	160	63	149	52	165	47
10	96	31	107	35	111	44	127	40
11	199	86	193	85	235	93	252	99
15					93	34	97	31
Out of Region	54	54	57	52	45	45	47	47
Grand Total	1730	700	1760	685	1712	667	1920	668

Item 33

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Jim Spice, Nominating Committee Chairman

Date: September 23, 2010

Subject: Nominating Committee Report

Activities Since Last Board Meeting

The following individuals have consented to run for the designated offices. If there are any others that wish to run please contact one of the Nominating Committee members.

Nominees:

Region President: Bill Litkenhous

Region Vice President: Paul Mangan

Director at Large (3):

Jim Allen

Fred Henize

David Leider

Planned Activities

None.

Item 22 & 42

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Mike Hurlburt

Date: September 27, 2010

Subject: Director-at-Large/Clinic Clearing House Report

Activities Since Last Board Meeting

None

Planned Activities

Attend Regional Meets whenever possible.

Item 43

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors
From: Jim Osborn
Date: October 3, 2010
Subject: Director at Large Report

Activities Since Last Board Meeting

- 1) Assisted the *Waybill* editor with miscellaneous publishing tasks.
- 2) Re-created the Region logo for better printing & website resolution



- 3) Published two NMRA Magazine articles on Jim Spice's and David Crement's layouts for the convention tour series.

Planned Activities

- 1) Continue with miscellaneous assistance to the *Waybill* editor.

Item 44

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Barb Rothwell

Date: September 25, 2010

Subject: Director-at-Large Report

Activities Since Last Board Meeting

Organized Madison layout tours for National Model Railroad Association 2010 convention.

Planned Activities

Assist in whatever way possible to help finalize 501(c)(3) for Region.

Acting as registrar for 2011 regional convention in Madison. Assist with 2011 regional convention activities.

Item 51

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Steve Studley – CID Superintendent

Date: September 27, 2010

Subject: Central Indiana Division Report

Activities Since Last Board Meeting

Spring Layout Tour, May 15, 2010

The six layouts that were on the tour included scales in S, HO, and an outdoor F layout. One had been rebuilt within the last year and featured working signals and completed scenery. Talk about working hard! There were between 50 and 60 members on tour.

Brownsburg Library Train Show, May 22, 2010

Although this wasn't a CID sponsored activity, several of the layouts on display were shown by CID members. This first time, one-day show, was for the general public. Turnout was not large. There is enough enthusiasm to continue this next year. Prior to next year's show, more advertising will be posted to see if the number of visitors can be increased.

NMRA 75, July 11-18, 2010

NMRA Annual Convention and National Train Show, Milwaukee, WI

While this was not a CID sponsored event, it was gratifying to see the number of CID members who took advantage of the closeness of the location to attend the convention. For those of you who were part of the volunteer group hosting the convention, thanks. The week was very enjoyable and educational.

CID Fall Layout Tour, September 18, 2010

There will be five layouts, 4 HO and 1 N, open for the tour. Subjects being modeled include two layouts based in south-central Indiana, one with Wabash, Monon, and a freelance road and the other layout modeling the Milwaukee Road. C&NW in Wisconsin is the subject for another of the HO layouts and the fourth HO layout models the area around Cass, West Virginia. The n-scale layout features scratch built steam locomotives and is based on a western theme with UP rolling stock. Typical attendance at layout tours is in the 50 to 70 range. This is dependent on the weather and how much driving is required. CID requests that all layout owners and visitors be NMRA members. We treat this as a benefit of membership in the organization.

Planned Activities

CIRROPS Operations Weekend, October 8-10, 2010

This is the second operations weekend event co-sponsored by CIRROPS and CID. This time, there are more layouts and operating slots available. CID members were specifically asked to join the fun. At the current time registrations are not filling as rapidly as was hoped. Additional

advertising has been initiated in hopes of increasing the number of registrants. Registrations will be closed in two weeks.

Great Train Expo, Indiana State Fairgrounds, October 9 – 10

Unfortunately, the Great Train Expo has scheduled their fall visit to Indianapolis on the same weekend as CIRROPS. There are several CID Board members who will have their layouts open for operations and will not be able to attend GTE. We will expand our request for volunteers to the general CID membership to help man the CID booth at the event. This event is used as both a way to meet the general modeling public and as a means to advertise our upcoming Meets and Activities. There will be flyers for both the Danville and Noblesville Meets available. We have Board members available to answer questions and to chat with the public. There is an operating n-scale layout and there will be demonstrations on making scenery during the show.

CID/Danville, IN Train Show, October 16, 2010

The date for this show was changed to alleviate a scheduling problem with a show in Ohio. Several of the vendors regularly attend the Ohio show and wouldn't be able to make ours without a reschedule. Admission will once again be free. Having a free show seems to bring in more families and has increased total attendance. There will be several portable operating layouts as well as a good number of vendors. The rental of the vendor tables almost makes this a break-even event. We have a couple of clinics, a food vendor, and a door prize provided by a local hobby shop. There are favorite contests (popular voting) and AP judging available, if necessary.

Carmel Library Train Show, November 6, 2010

This show, with CID involvement, is in its seventh year. The event brings many into the library where they experience portable layouts and demonstrations of railroad modeling. There is a contingent of circus modelers who also attend. The railroad portion of the event has grown to the point that the circus modelers may be given their own day to display their hobby. Attendees are mainly from the general public, but there are some modelers who also attend.

Great Train Expo, Indiana State Fairgrounds, January 8 – 9

CID will once again have our booth at this show. This visit of GTE brings those who got train items for the holidays and wish to increase their inventory. The CID booth provides a location for those with questions to seek answers. We also have an operating N-scale layout in the booth. We usually gain a few more members for the NMRA. Advertising for our Noblesville Meet is prominently displayed.

Noblesville Meet and Annual Auction, January 30, 2011

The Noblesville Meet and Annual Auction is the meet that has the greatest attendance of the three meets the CID sponsors yearly. Over the past five years, this meet has expanded to fill the available space and this year we expect to have a waiting list for vendors. There is a full complement of portable operating layouts, vendor tables, and a group who provides food service. The auction takes place during the last two hours of the meet and we usually have a good number of items in the auction. Money made from this meet essentially funds our meets for the rest of the year. There are many from the general public who attend this meet. They are very interested in being able to see operating trains, and will ask at the door before entering. The CID advertises this meet heavily at the fall GTE show. We believe we get a lot of model railroaders at Noblesville as a result of this advertising.

Item 52

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: DuPage Division Superintendent, Keith Lipske

Date: October 3, 2010

Subject: DuPage Division 2010 – 2011 Year Report

Activities Since Last Board Meeting

We finished up the season with some good clinics on Wiring, A Photo Tour of CN's Markham Diesel Shops, A Photo Journey of Mainline Steam Excursions, the Division's Yearly Layout Tour and Another Photo Journey Of "Railroads I Can See From My House". We finished up with a barbeque and a tour of a member's layout. We elected a new Paymaster (Jim Allamian) but failed to elect a new Assistant Superintendent. No one was willing to take on that position. Our former Paymaster, John Brennan, stepped up to the plate and said that he would fill the position for 1 year.

Planned Activities

We started off this year with a detailed clinic on "The ABC's of Steam Locomotives". This was a great clinic that explained away most of the mysteries of how a steam locomotive works and the various appliances and parts of the big black beast. Upcoming clinics include signaling and our fun "Show & Tell". In December we will have our annual Christmas party. This year we will be electing a Superintendent, Assistant Superintendent and Chief Clerk. The current Superintendent (Keith Lipske) and the current Chief Clerk (Alan Busic) have elected to run again for a second 2 year term. This will make it easier for our nominating committee to come up with a person or persons to fill the remaining year of the Assistant Superintendent position.

Item 53

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Jim Osborn, Director, FVD

Date: September 30, 2010

Subject: Fox Valley Division Report

Activities Since Last Board Meeting

- *September through May.* Held regular monthly division meets on generally the third Sunday of each month, with the exception of March.
- *March 6-7, 2010.* We held our 32nd annual model railroad show High Wheeler '10 at Harper College in Palatine, Illinois. We increased this year's advertising budget and targeted families rather than "railroad types." Results were record attendance by a 30% margin.
- *April 18, 2010,* held the annual division business meeting and election of Superintendent and Chief Clerk.
- The board worked with the North Shore & Western Division to propose a merger of the FV & NS&W divisions. The analysis resulted in a proposed resolution formalizing the merger to be placed on the agenda for this Region BOD meeting.
- We staffed an NMRA membership and model train interest table at the Illinois RR Museum over the July 4th weekend open house.
- We initiated an ad hoc committee to explore co-hosting the MWR spring 2012 convention with the DuPage Division.
- Developed and tested a membership survey to better sense the interests of the merged divisions.
- We initiated a program to staff a regular NMRA table at the monthly DuPage train show. The table will focus on the recruitment of new NMRA members.

Planned Activities

- Finalize the NS&W & FVD merger pending the Midwest Region Board approval.
- Solicit membership interest inputs via the planned survey.
- Execute High Wheeler 2011.
- Finalize the 2012 MWR convention analysis.
- Continue the monthly membership solicitation programs and division meets.

Item 55

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Michael Shockley, Illinois Valley Division Superintendent

Date: September 27, 2010

Subject: Activities Report

Activities Since Last Board Meeting

2 Meets—May in Utica, record attendance (32) and August in Moline.

Around 20 people have renewed their NMRA membership in IVD

At our meets there is a good selection of high quality items donated for the door prizes and there is pretty good participation in clinics. Volunteers to help the meetings occur are in great supply and seem to prefer to work anonymously.

Planned Activities

Hosting MWR BOD meeting in Bloomington, IL Oct 3

Meet in Bloomington Oct 3 with two clinics from MWR members and 2 or 3 layout tours

Meets in Springfield in January and Peoria in March

Elections in March for two Trainmasters and Paymaster—seeking nominations now

Item 59

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Paul Mangan, Superintendent, SCWD

Date: September 15, 2010

Subject: South Central Wisconsin Division Report

Activities Since Last Board Meeting

May 2nd Last meeting of the 2009 2010 season. It was our turn to host the combined meeting with our friends from the Rock River Valley Division.

July 21st The annual SCWD summer picnic was held at Lakeview Park In Middleton with 40 + members attending.

September 12th First meeting of the 2010-2011 season was held at our new location at the Knights of Columbus Hall on Verona Road in Madison. The Fitchburg Community center is undergoing some remodeling.

Planned Activities

December 5th SCWD auction is postponed till 2011.

January 9th SCWD Rail School. This meeting is open to the public for educating and informing the public about model railroading.

Feb 19th & 20th 44th Mad City Show and Sale at the Alient Energy Center in Madison.

April 3rd Annual SCWD business meeting to elect new board members.

April 15, 16 & 17 Badgerland Express 2011 Midwest Region Convention at the Radisson Hotel in Madison.

The SCWD meets the first Sunday of the month from September to May except a January Rail School event that informs the public about the hobby of model railroading.

Item 60

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Mark Preussler, MMR Winnebagoland Div. Superintendent

Date: September 18, 2010

Subject: Winnebagoland Div. Report

Activities Since Last Board Meeting

The WLD has been active recruiting new members through the RailPass program. Our goal is to retain many of the people after the 6-month period expires. A campaign involving welcoming postcards, personal contact, and invites is ongoing by our Membership Chair Paul Inman. We held ongoing clinics and displays at the recent Marinette (W&M) Train Show. We also held our Fall Meet during the same weekend as the MWR BOD. We have a very nice professional display for train shows donated by the CP Rail via the Soo Line Historical Society and rolled it out last April at the annual Tiletown Train Show in Green Bay. We are actively pursuing 501c3 status with Chief Clerk James Cruthers heading the project.

Planned Activities

On 11/6/2010 the WLD holds its annual OP Session. This year it's in Sheboygan, WI. Full details are on our website at www.wld-nmra.com Cost is \$5.00. We also have our 2011 Spring Meet and meeting of members planned for April in Neenah, WI date TBA. The Fall Meet will be held in Plymouth, WI in October, 2011.

Item 61

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors
From: Linda Sukup, WISE Division Superintendent
Date: October 3, 2010
Subject: Wisconsin Southeastern Division Report

The WISE Division just concluded their involvement with the National Convention held in Milwaukee in July. Milwaukee was host to over 1600 people who came from all over the world. Superb job to Reid and Chip Kahrs and their committee. I met so many wonderful people working at the convention and the best thing of all, it was fun!

The WISE Division continues with their many activities. Our Youth Group is going strong with a seven year old joining the group, quite recently. The Youth Group comes to Trainfest, along with Train Time at Milwaukee School of Engineering and to Discovery World.

We have donated money to help with the building of the WISE Division Trainfest Engine House at the Milwaukee Light and Engine Society in Germantown, Wisconsin. The dedication of the building was held in June, 2010.

Our monthly newsletter is going strong with articles every month.

Trainfest is November 13th and 14th at the Wisconsin Expo Center in West Allis, Wisconsin. Trainfest funds all of the activities of the WISE Division. Many divisions do not have this, so the WISE Division is extremely fortunate. Something new this year is the Trainfest Newsletter that is a hybrid newsletter that is on-line. The circulation of this newsletter is over 6,000 people. To see the newsletter go to www.Trainfest.com

The WISE Division continues to have monthly meets, with contests, monthly clinics and hopefully monthly layout tours. I am having a difficult time finding someone to take this position along with someone to do our bus tours. It is my hope that someone will step up to these positions.

Item 71

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Bert Lattan

Date: September 28, 2010

Subject: Secretary's Report

Activities Since Last Board Meeting

- Distributed minutes of the Annual Meeting of Members held on April 24, 2010.
- Prepared and distributed minutes of the Board of Directors meeting held on April 25, 2010.
- Prepared and distributed an agenda and related materials for the Board of Directors meeting to be held on October 3, 2010.
- Filed a Statement of Change of Registered Agent and/or Registered Office with the Secretary of State of the State of Illinois and the Recorders of Kendall and Lake Counties Illinois. The filings are attached.
- Drafted an amendment to the Bylaws regarding the merger of the Fox Valley Division and the North Shore & Western Division.
- Supported electronic delivery of the *Waybill*. Including non-resident subscribers to the *Waybill*, the Region had 1,920 members as of August 31, 2010. 1,113 members (58%) had provided e-mail addresses to the Region. We should be able to significantly increase this number/percentage. ***Please strongly encourage your members who have not provided e-mail addresses to e-mail them to mwrsecy@mwr-nmra.org.*** In addition to the e-mail address, I need name, NMRA number and Division.
- Maintained the Secretary's Page.
- Maintained a list of key personnel.

Planned Activities

- Prepare and distribute minutes of the Board of Directors meeting to be held on October 3, 2010.
- Prepare and distribute an agenda for the Annual Meeting of Members to be held on April 16, 2011.
- Prepare and distribute an agenda for the Board of Directors meeting to be held on April 17, 2010.
- Support electronic delivery of the *Waybill*.
- Maintain the Secretary's Page.
- Maintain a list of key personnel. The list includes Region Officers, Directors-at-Large, Division Directors and Committee/Subcommittee Chairmen/Members. It also includes Division Superintendents, Assistant Superintendents, Chief Clerks and Paymasters. Please send additions, deletions and corrections to mwrsecy@mwr-nmra.org. I plan to publish the next list on or about November 1, 2010.



FORM **NFP 105.10/105.20** (rev. Dec. 2003)
**STATEMENT OF CHANGE
 OF REGISTERED AGENT AND/OR
 REGISTERED OFFICE**
 General Not For Profit Corporation Act

FILED

201000009059

Jesse White, Secretary of State
 Department of Business Services
 501 S. Second St., Rm. 328
 Springfield, IL 62756
 217-782-7808
 www.cyberdriveillinois.com

MAY 12 2010
JESSE WHITE
SECRETARY OF STATE

**DEBBIE
 GILLETTE**
 KENDALL COUNTY, IL

RECORDED: 5/20/2010 12:52 PM
 CTF: 39.00 KMSPS FEE: 10.00
 PAGES: 2

Remit payment in the form of a
 check or money order payable
 to Secretary of State.

File # 3347-073-8 Filing Fee: \$5 Approved: H

Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. Corporate Name: Midwest Region National Model Railroad Association

2. State or Country of Incorporation: Illinois

3. Name and Address of Registered Agent and Registered Office as they appear on the records of the Office of the Secretary of State (before change):

Registered Agent: David S Liesse
 First Name Middle Name Last Name

Registered Office: 23 Christian Ct
 Number Street Suite # (P.O. Box alone is unacceptable)

Oswego, IL 60543-7906
 City ZIP Code Kendall
 County

4. Name and Address of Registered Agent and Registered Office shall be (after all changes herein reported):

Registered Agent: Hubert M Lattan
 First Name Middle Name Last Name

Registered Office: 145 Heathrow Ct
 Number Street Suite # (P.O. Box alone is unacceptable)

Lake Bluff, IL 60044-1922
 City ZIP Code Lake
 County

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: ("X" one box only)
- a. Resolution duly adopted by the board of directors. (See Note 5 on reverse.)
 - b. Action of the registered agent. (See Note 6 on reverse.)

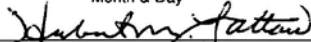
SEE REVERSE FOR SIGNATURE(S).



7. If authorized by the board of directors, sign here. (See Note 5 below.)

The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated May 3, 2010 Midwest Region National Model Railroad Association
Month & Day Year Exact Name of Corporation


Any Authorized Officer's Signature

Hubert M Lattan, Secretary
Name and Title (type or print)

If change of registered office by registered agent, sign here. (See Note 6 below.)

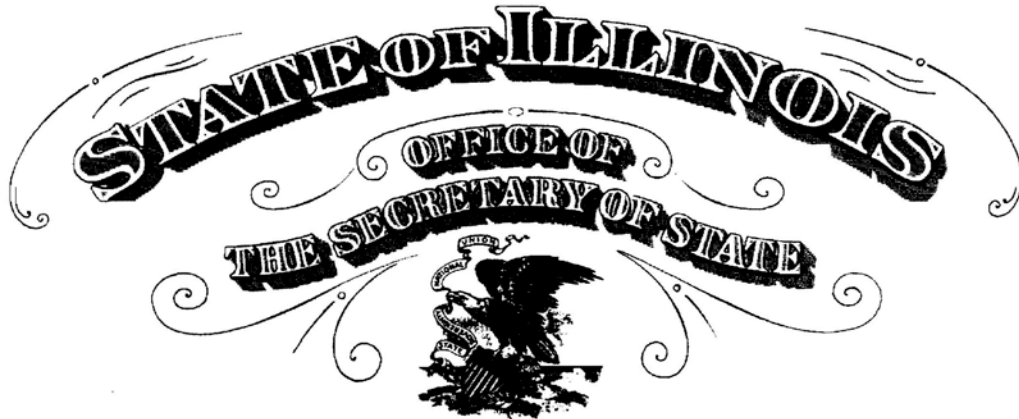
The undersigned, under penalties of perjury, affirms that the facts stated herein are true and correct.

Dated _____, _____
Month & Day Year Signature of Registered Agent of Record

If Registered Agent is a corporation,
Name and Title of officer who is signing on its behalf.

NOTES

1. The registered office may, but need not be, the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
2. The registered office must include a street or road address (P.O. Box alone is unacceptable).
3. A corporation cannot act as its own registered agent.
4. If the registered office is changed from one county to another, the corporation must file with the Recorder of Deeds of the new county a certified copy of the Articles of Incorporation and a certified copy of the Statement of Change of Registered Office. Such certified copies may be obtained ONLY from the Secretary of State.
5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must be signed by a duly authorized officer.
6. The registered agent may report a change of the registered office of the corporation for which he/she is a registered agent. When the agent reports such a change, this statement must be signed by the registered agent. If a corporation is acting as the registered agent, a duly authorized officer of such corporation must sign this statement.



To all to whom these Presents Shall Come, Greeting:
I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

THE FOREGOING AND HERETO ATTACHED IS A TRUE AND CORRECT COPY, CONSISTING OF 8 PAGES, AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR MIDWEST REGION NATIONAL MODEL RAILROAD ASSOCIATION. *****

Image# 046193850009 Type: SOS
Recorded: 05/21/2010 at 10:16:19 AM
Receipt#: 2010-00024337
Total Amt: \$34.00 Page 1 of 9
Lake County IL Recorder
Mary Ellen Vanderventer Recorder
File 6605225



Authentication #: 1013300909
Authenticate at: <http://www.cyberdriveillinois.com>

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 13TH day of MAY A.D. 2010

Jesse White
SECRETARY OF STATE
WV
(9)

Certificate Number 13999



To all to whom these Presents Shall Come, Greeting:

Whereas, Articles of Incorporation, duly signed and verified, of

MIDWEST REGION NATIONAL MODEL RAILROAD ASSOCIATION

have been filed in the Office of the Secretary of State on the 12th day of December A. D. 19 52 as provided by the "GENERAL NOT FOR PROFIT CORPORATION ACT" of Illinois, approved July 17, 1943, in force January 1, A. D. 1944;

Now Therefore, I EDWARD J. BARRETT, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this Certificate of Incorporation, and attach thereto a copy of the Articles of Incorporation of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois
Done at the City of Springfield, this 12th day of December A. D. 19 52 and of the Independence of the United States the one hundred and 77th.

(SEAL)

Edward J. Barrett
SECRETARY OF STATE



Filing Fee \$10.00

FORM NP-1

ARTICLES OF INCORPORATION
UNDER THE
GENERAL NOT FOR PROFIT CORPORATION ACT

(These Articles Must Be Filed in Duplicate)

(Do Not Write in This Space)

Date Paid 12-12-52

Filing Fee \$ 10.00

Clerk

To EDWARD J. BARRETT, Secretary of State, Springfield, Illinois.

We, the undersigned,

(Not less than three)

Name	Number	Street	Address City	State
Roger B. Deatherage	1705	Midland Ave	Highland Park	Illinois
G. Wm Lang	714	May St	Elgin	Illinois
G. Wm Zimmerman	126	No 6th	Elgin	Illinois

being natural persons of the age of twenty-one years or more and citizens of the United States, for the purpose of forming a corporation under the "General Not For Profit Corporation Act" of the State of Illinois, do hereby adopt the following Articles of Incorporation:

- The name of the corporation is: Midwest Region National Model Railroad Association
- The period of duration of the corporation is: perpetual
(Please state "perpetual" or a definite number of years)
- The address of its initial Registered Office in the State of Illinois is: 102 N. Liberty Street
in the City of Elgin (Zone) County of Kane and
the name of its initial Registered Agent at said Address is: Marvin Duesing Sec. & Treas.
- The first Board of Directors shall be 7 in number, their names and addresses being as follows:
(Not less than three)

Name	Number	Street	Address City	State
Roger B Deatherage	1705	Midland Ave	Highland Park, Ill.	
G. Wm Lang	714	May St	Elgin, Ill.	
G. Wm Zimmerman	106	So 6th St	West Alton, Wis.	
G. Wm Baker	126	No 6th	Katahdin, Ind.	
A. B. Bradley	608	Revere Rd	Glenview, Ill.	
Geo. K. Isaacs	415	E Jefferson	Bloomington, Ill.	
Alvin J. Mohr	2348	Carmel Ave.	Racine, Wis.	

- The purpose or purposes for which the corporation is organized, are:

To promote model railroading in the Midwest
 To hold regional conventions & clinics
 To distribute a regional bulletin.
 To sponsor model railroad model contests.
 To establish a closer relation between the Midwest Region
 and the National Model Railroad Assn.

1780 32

(OVER)

PAID

DEC 12 1952

Edward J. Barrett
Secretary of State

(NOTE: Any special provision authorized or permitted by Statute to be contained in the Articles of Incorporation, may be inserted above.)

(INCORPORATORS MUST SIGN BELOW)

Roger B. Deatherage
William Lang
Marvin Dussing } Incorporators.

ACKNOWLEDGMENT

STATE OF ILLINOIS,

County of Kane } ss.

I, Paul L. Williams, a Notary Public do hereby certify that on the 6th day of December, 1952, Roger B. Deatherage, William Lang and Marvin Dussing (Names of Incorporators)

personally appeared before me and being first duly sworn by me severally acknowledged that they signed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

PLACE (NOTARIAL SEAL) HERE

Paul L. Williams
Notary Public

3347 280073
FORM NP-1
ARTICLES OF INCORPORATION
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT
of

FILED

DEC 12 1952

Edward J. Smith
Sec'y of State

(These Articles Must Be Executed and Filed in Duplicate)

Filing Fee \$10.00

(4885) 7

FORM NFP 110.30 (rev. Dec. 2003)
ARTICLES OF AMENDMENT
General Not For Profit Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832
http://www.cyberdriveillinois.com

FILED
AUG 15 2005

P A T
AUG 17 2005
DEPARTMENT OF
BUSINESS SERVICES

Remit payment in the form of a check or money order payable to the Secretary of State. **JESSE WHITE SECRETARY OF STATE**

File # 33470738 Filing Fee: \$25.00 Approved: *[Signature]*
Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. Corporate name (Note 1): MIDWEST REGION NATIONAL MODEL RAILROAD ASSOCIATION

2. Manner of adoption of amendment:
The following amendment of Articles of Incorporation was adopted on APRIL 27, 2002 in the manner indicated below (Check one only):
(Month, Day & Year)

- By affirmative vote of a majority of the directors in office, at a meeting of the board in accordance with Section 110.15. (Note 2)
- By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45 (Note 3)
- By members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)
- By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20. (Note 5)



3. Text of amendment
(a.) When an amendment effects a name change, insert the new corporate name below. Use 3 (b) below for all other amendments. *Article 1: The name of the corporation is:

(New Name)

(b) All amendments other than name change.
(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety.) If there is not sufficient space to add the full text of the amendment, add one or more sheets of this size.

(COMPLETE ITEM 4 OR, IF APPLICABLE, ITEM 5.) ALL SIGNATURES MUST BE IN BLACK INK.

SEE ATTACHMENT

Attachment to Form NFP 110.30 (rev. Dec. 2003)
MIDWEST REGION NATIONAL MODEL RAILROAD ASSOCIATION

3. (b) Amendment to Articles of Incorporation:

...5. The purpose or purposes for which the corporation is organized, are:

To promote, stimulate, foster, and encourage by all manner and means the art and craft of model railroading and the preservation of the history, science, and technology thereof. This corporation is organized exclusively for charitable, educational, literary, and scientific purposes consistent therewith and within the meaning of section 501(c)(3) of the Internal Revenue Code.

4. The undersigned corporation has caused these articles to be signed by duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated April 15, 2005
(Month & Day) (Year)
Richard J. Cecil
(Duly Authorized Officer's Signature)
Richard J. Cecil, President
(Print Name and Title)

Midwest Region National Model Railroad Association
(Exact Name of Corporation)

5. If there are no duly authorized officers, then the persons designated under Section 101.10(b)(2) must sign below and print name and title. The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated _____ (Month, Day & Year)

Signature

Print Name and Title

_____	_____
_____	_____
_____	_____

NOTES

Note 1: State the true and exact corporate name as it appears on the records of the Secretary of State, BEFORE any amendment herein reported.

Note 2: Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote pursuant to §110.15

Note 3: Director approval may be (1) by vote at a director's meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

Note 4: All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.

Member approval may be (1) by vote at a members meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding members entitled to vote on the amendment, (*but if class voting applies, then also at least a 2/3 vote within each class is required*).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote and not less than a majority within each when class voting applies. (*Sec. 110.20*)

Note 5: When member approval is by written consent, all members must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (*Sec. 107.10 & 110.20*)

FORM NFP 105.10/105.20 (rev. Dec. 2003)
**STATEMENT OF CHANGE
 OF REGISTERED AGENT AND/OR
 REGISTERED OFFICE**
 General Not For Profit Corporation Act

Jesse White, Secretary of State
 Department of Business Services
 501 S. Second St., Rm. 328
 Springfield, IL 62756
 217-782-7808
 www.cyberdriveillinois.com

FILED
MAY 12 2010
JESSE WHITE
SECRETARY OF STATE

Remit payment in the form of a
 check or money order payable
 to Secretary of State.

File # 3347-073-8 Filing Fee: \$5 Approved: JH

Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. Corporate Name: Midwest Region National Model Railroad Association

2. State or Country of Incorporation: Illinois

3. Name and Address of Registered Agent and Registered Office as they appear on the records of the Office of the Secretary of State (before change):

Registered Agent: David S Liesse
 First Name Middle Name Last Name

Registered Office: 23 Christian Ct
 Number Street Suite # (P.O. Box alone is unacceptable)

Oswego, IL 60543-7906
 City ZIP Code County Heardall

4. Name and Address of Registered Agent and Registered Office shall be (after all changes herein reported):

Registered Agent: Hubert M Lattan
 First Name Middle Name Last Name

Registered Office: 145 Heathrow Ct
 Number Street Suite # (P.O. Box alone is unacceptable)

Mail To: Lake Bluff, IL 60044-1922
 City ZIP Code County Lake

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: ("X" one box only)
- a. Resolution duly adopted by the board of directors. (See Note 5 on reverse.)
 - b. Action of the registered agent. (See Note 6 on reverse.)

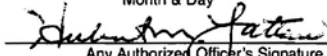
SEE REVERSE FOR SIGNATURE(S).



7. If authorized by the board of directors, sign here. (See Note 5 below.)

The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated May 3, 2010 Midwest Region National Model Railroad Association
Month & Day Year Exact Name of Corporation


Any Authorized Officer's Signature

Hubert M Lattan, Secretary
Name and Title (type or print)

If change of registered office by registered agent, sign here. (See Note 6 below.)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true and correct.

Dated _____, _____, _____
Month & Day Year Signature of Registered Agent of Record

Name (type or print)
If Registered Agent is a corporation,
Name and Title of officer who is signing on its behalf.

NOTES

1. The registered office may, but need not be, the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
2. The registered office must include a street or road address (P.O. Box alone is unacceptable).
3. A corporation cannot act as its own registered agent.
4. If the registered office is changed from one county to another, the corporation must file with the Recorder of Deeds of the new county a certified copy of the Articles of Incorporation and a certified copy of the Statement of Change of Registered Office. Such certified copies may be obtained ONLY from the Secretary of State.
5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must be signed by a duly authorized officer.
6. The registered agent may report a change of the registered office of the corporation for which he/she is a registered agent. When the agent reports such a change, this statement must be signed by the registered agent. If a corporation is acting as the registered agent, a duly authorized officer of such corporation must sign this statement.

Item 72

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Bryan Lemonds

Date: September 27, 2010

Subject: Treasurer's Report

Attached are the following financial statements:

- Balance Sheet as of September 30, 2010
- Profit & Loss January through September 2010

1:29 PM
09/27/10
Cash Basis

Midwest Region NMRA
Balance Sheet
As of September 30, 2010

	<u>Sep 30, 10</u>
ASSETS	
Current Assets	
Checking/Savings	
Checking	
Guarantee Checking	135.00
Money Market	3,374.14
Regions	<u>12,642.67</u>
Total Checking	16,151.81
Savings Accounts	
Regions CD 03.12.2012	4,871.39
Regions CD 06.13.2011	8,712.04
Regions CD 11.13.2010	<u>10,117.01</u>
Total Savings Accounts	23,700.44
Total Checking/Savings	<u>39,852.25</u>
Total Current Assets	<u>39,852.25</u>
TOTAL ASSETS	<u>39,852.25</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Liabilities	
Moskal Award	165.20
Youth Program Fund	<u>7,130.42</u>
Total Liabilities	7,295.62
Total Other Current Liabilities	<u>7,295.62</u>
Total Current Liabilities	<u>7,295.62</u>
Total Liabilities	7,295.62
Equity	
Opening Bal Equity	16,823.62
Unrestrict (retained earnings)	12,076.25
Net Income	<u>3,656.76</u>
Total Equity	<u>32,556.63</u>
TOTAL LIABILITIES & EQUITY	<u>39,852.25</u>

1:30 PM
09/27/10
Cash Basis

**Midwest Region NMRA
Profit & Loss
January through September 2010**

	<u>Jan - Sep 10</u>
Ordinary Income/Expense	
Income	
NMRA	
Revenue Sharing	3,380.00
Subscriptions	2,532.00
Total NMRA	<u>5,912.00</u>
Portfolio Income	
Interest Income	358.04
Total Portfolio Income	<u>358.04</u>
Waybill Revenue	
Advertising	75.00
Total Waybill Revenue	<u>75.00</u>
Total Income	6,345.04
Expense	
NMRA Rebate	
Rebate to Divisions	868.25
Total NMRA Rebate	<u>868.25</u>
Overhead Expenses	
Achievement Program	51.46
Membership Committee	35.17
President	151.45
Secretary	102.05
Treasurer	30.00
Web	62.85
Total Overhead Expenses	<u>432.98</u>
Region Expenses	
Postage	17.16
Total Region Expenses	<u>17.16</u>
Waybill	
Postage	309.60
Printing	1,060.29
Total Waybill	<u>1,369.89</u>
Total Expense	<u>2,688.28</u>
Net Ordinary Income	<u>3,656.76</u>
Net Income	<u><u>3,656.76</u></u>

Item 73

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

To: Board of Directors

From: Paul Mangan
Vice-President
Midwest Region

Date: September 15, 2010

Subject: Vice – Presidents Report

Activities Since Last Board Meeting

Spring –Summer 2010

Worked with the SCWD Train Team installing a G scale layout
And Promoting the NMRA at the Madison Children’s museum

July 2010 Worked in the NMRA information booth at the National Train
Show.

Planned Activities

November Attending Trainfest in Milwaukee and promoting the
Badgerland Express Convention Midwest Region Convention.

January 9th Attending Rail School in Madison with the SCWD

Feb 19th 20th Volunteering at the NMRA booth at the Mad City Show and
Sale in Madison

April 15, 16 & 17 Working at the Badgerland Express 2011.

Item 81

Minutes, Meeting of Board of Directors, Midwest Region, NMRA, October 3, 2010

Amendment of Bylaws Regarding the Fox Valley and North Shore & Western Divisions

(Note: This amendment merges the Fox Valley and North Shore & Western Divisions under the Fox Valley Division name.)

Since the Fox Valley Division and the North Shore & Western Division have agreed to merge under the Fox Valley Division name, it is

Resolved, that Section 1 of Article V of the Bylaws is changed as follows:

Subsections g, h and j currently read

- g. North Shore & Western (NSW) – 2808

Includes the following counties in the State of Illinois: Cook (north of Roosevelt Road and east of Austin Boulevard to North Avenue and north of North Avenue and east of Interstate Highway 294) and Lake (east of Interstate Highway 94).

- h. Fox Valley (FVD) – 2809

Includes the following counties in the State of Illinois: Cook (north of the eastward extension of the Cook-DuPage county line and west of Interstate Highway 294), Kane (north of the westward extension of the Cook-DuPage county line), Lake (west of Interstate Highway 94), and McHenry.

- j. DuPage (DUP) – 2811

Includes the following counties in the State of Illinois: Cook not otherwise included in Fox Valley and North Shore & Western, DuPage, Ford, Iroquois, Kankakee, Kane (south of the westward extension of the Cook-DuPage county line), Kendall, and Will.

Subsections g, h and j are amended to read

- g. (Removed)

- h. Fox Valley (FVD) – 2809

Includes the following counties in the State of Illinois: Cook (north of Roosevelt Road and east of Austin Boulevard to North Avenue and north of North Avenue and east of Interstate Highway 294 and north of the eastward extension of the Cook-DuPage county line and west of Interstate Highway 294), Kane (north of the westward extension of the Cook-DuPage county line), Lake, and McHenry.

j. DuPage (DUP) – 2811

Includes the following counties in the State of Illinois: Cook not otherwise included in Fox Valley, DuPage, Ford, Iroquois, Kankakee, Kane (south of the westward extension of the Cook-DuPage county line), Kendall, and Will.

Further resolved, that the Membership Committee Chairman is directed to effect these changes with the NMRA headquarters office.

Further resolved, that in republishing the Bylaws as required by Section 3 of Article X the Secretary is directed to re-letter the subsections of Section 1 of Article V to reflect these changes.