



**Friends of the Cumbres & Toltec Scenic Railroad, Inc.
Board of Directors Meeting – Saturday June 21, 2025
Firehouse – Chama, NM**

I. Call to Order:

The meeting was called to order at 8:34 AM MDT by Don Stewart, Chairman.

Board Members Present:

Rick Marsden, Executive Director	Paul Davenport	Steve Jorgensen
Don Stewart, Chairman	John Engs	Ian Kelly
Bill Lock, Founder	John Ferrell	Dan Pyzel
Don Atkinson	Scott Hardy	Melissa Sellers
	Jim Herron	Tom Stewart
Caroline Tower	Frank Higgins	

Board Members Absent: Ed Beaudette

Guests Present: John Porco, Billie Pyzel, Marsha Marsden, Armando Sanchez

Minutes: Melissa Sellers, Secretary

II. Approval of Minutes – Melissa Sellers

- John Engs requested a change to the May meeting minutes to clarify an issue. Under New Business, he has requested a change from, “One of the guys working on the Car Inspector’s House is feeling frustrated about the number of people signed up to work at Cumbres.” To, “Rick M. received a complaint from a frustrated member who objected to the attempted reduction of volunteers who had signed up for the Cumbres Project.”
- Proposed change to minutes prompted a discussion of the size of the volunteer team at Cumbres being large this year. Don A. would have preferred having some of that group work in Chama, where we could have used the extra help. There is disagreement over letting people work where they want versus where we really need them. Don A. would like to send people to teams where we need them. Multiple board members disagreed saying that we need to take everyone who wants to come volunteer and try to put them on projects where they want to work.
- Frustration over the above disagreement and also other people making changes to his crew assignments precipitated Don A. resigning as team leader for that position.
- Scott pointed out that we have a potential communication issue with our volunteers. We advertise projects, but in the end, we don’t offer all those projects during work sessions. We make updates online, but people don’t see the updates; especially when people submit volunteer forms by mail. In addition, some projects’ volunteer spots are filled before registrations arrive by mail. We need better real-time information so people know what is available and can sign up online. Example, when people print the sign-up off in January but don’t submit until March, and the projects



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have changed. Having kids also skews the numbers because kids and grandkids need to be with their adults.

- We have an issue with people signing up late to volunteer. It makes scheduling difficult. It was noted that we also had about ten last-minute signups for the dinner and it creates havoc with assuring meals are ordered.
- M/S: Pyzel/Lock – Moves to accept April E.C. Meeting Minutes and March Board Meeting Minutes as presented, and the May E.C. Meeting Minutes with the change presented under the first bullet of this section. Passed unanimously.
- Melissa requested help taking notes at meetings. Bill, Scott, and Caroline all stated that they will each take a meeting to take notes to help Melissa.

III. Board of Director's Election

- 719 ballots were returned.
- The following candidates were re-elected to the board:
 - Bill Lock
 - Jim Herron
 - Dan Pyzel
 - John Ferrell
 - Tom Stewart
 - Steve Jorgensen
 - Ian Kelly
- Earl Knoob and John Bush had one write-in each.

IV. Appointment of Committee and Executive Committee

- Education: Melissa Sellers
- Development: Caroline Tower
- Interpretation: John Ferrell
- Collections: Dan Pyzel
- Projects: John Engs
- Membership: Steve Jorgensen
- Social Media and Web: Ian Kelly
- Communications: Tom Stewart
- Docents: John Porco
- Bill stated that the bylaws say that we can have 5 or 7 people on the Executive Committee. However, if we need more than 7 to attend, they can attend without voting, Don S. did this when he was membership chair.



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- M/S/: Lock/Tower motion for Don S. as Chairman, Caroline as Vice-Chairman, Bill as interim treasurer, Melissa secretary. Passed unanimously.
- M/S/: Lock/ T. Stewart motion for Don Stewart, Caroline Tower, Bill Lock, Melissa Sellers, John Engs, John Ferrell, and Steve Jorgensen to be on the Executive Committee. Passed unanimously.

V. President's Report – Rick Marsden

A. Membership Report

- Next E.C. meeting will July 17th via zoom.
- Historic Projects Conference Committee meeting will be August 1st and the Commission meeting Aug 2nd. Both will be held in Antonito.
- Fall board meeting: Colorado Springs Holiday Inn. Safety and FIDO meetings will be on Wednesday, Nov 5th, the projects committee meeting will be on the 6th, and the board meeting will be on Friday the 7th, with our dinner Friday night. The room discounted rate for the Friends is \$99 plus tax.
- Don Ryerson has agreed to volunteer at the Albuquerque office and will be assisting in the resource library and with administrative functions in the front office. He plans to volunteer three days a week.
- Member train ticket sales totaled 87.
 - Max occupancy at Outlaw BBQ is 95 people; and we had 87 guests plus staff.
 - Income: 87 x \$70 = \$6,090 total sales
 - Expenses: Train = \$6562, BBQ 87 x \$35 = \$3,045. Total = \$9607
 - Net loss: \$3,517. We recovered only 63% of our cost. We lost \$40.43/per person.
- 33rd Moonlight and wine train will be on Aug 2nd out of Chama. Tickets can be bought on the web.
- Chama railyard cameras are back online. Tom Stewart toiled to get Windstream to get our internet up and running. Tom got an email from two Windstream executive V.P.'s apologizing for the issues.
- Photo Charter is October 26th & 27th. There are 60 seats total. We are getting \$800/person from a group that bought 15 seats. About 70 people contacted the Friends to say they were interested in tickets, about 50% bought tickets. The price of tickets and the charter being a two-day trip are both factors in why some people decide not to purchase.
- C&TS 2025 opening day was good. The mayor thanked The Friends for financial contributions when they had water problems, Ed Beaudette thanked The Friends on behalf of the railroad, and representatives from New Mexico thanked us for Historic contributions.



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- Scott Hardy is doing a survey on the status of our rolling stock to determine what shape it is in. The commission is planning to withdraw insurance coverage on rolling stock that is just sitting. If it sees the hope of being restored, then the commission may continue to cover it.
- RPO 54 is ready for the paint crew.
- The C sign crew has replaced several mileposts along the tracks due to rot.
- Approximately 160 volunteers signed up for work sessions this summer. 24 docents signed up.
- Membership level is down to 1,808.
- Friend's publications: There are so many ways to do outreach: Dispatch, Dispatch Extra, Facebook, Instagram, Web, etc. Rick wants all the publications to go through Ian, including social media. Ian said they are coordinating on who is posting what so that they aren't stepping on each other's toes.
- Each team leader should provide updates for the web and Melissa needs to send minutes out quickly so that Ian can post current information on the web.

B. Commission/Railroad

- Bill Introduced Eric Mason, the new general manager of the railroad. Background is helping organizations "not get to end of life". He likes to foster partnerships, right-size the organization, and protect the entity. He will meet with every member of the team to find out their perspective on everything that happens. He will be looking at the finances. He has walked around town and talked to shops to see what their needs are and what they are hearing from customers. He has done this for a couple dozen businesses. He will focus on what we are doing today and what we need to do to satisfy future customers. He will also be looking for partnerships to help grow the pool of employees.

VI. Finance Committee Report – Rick Marsden

A. 2025 YTD Financial Report

a) Budget vs Actual

- Expenses exceeded Revenue by \$21,231.
- We were under budget on Support and Revenue by \$85,414.
- Contractor services are \$9,325.25 over budget. These expenditures include painting, which has been done, and the log bunkhouse deposit, which has not been done.



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- Computers and Software budget is underspent by \$11,601. Money has been spent on a new laptop for Rick, and scanners and computers for the photo library. *Simply Design* is a fixed monthly fee. *AccuFund*, our accounting software, is our highest expense and is fee based, as is *Salesforce*. We also pay Host *Gator* to host FIDO.

b) Detailed Statement of Financial Position (Balance Sheet)

- Total Net Assets are \$2,027,857.
- Unrestricted Net Assets are \$1,456,832.

c) Cash Balances

- We have \$1,056,450 available cash and cash equivalents.
- \$490,425 in unrestricted cash.
- Board Designated Funds shows \$250K, however, we are using some of this money for the general fund. The transfer of this money will not show up on Cash Balances until the end of the year.

d) SORFA (Summary of Temporarily Restricted Funds Activity)

- Work session support is overspent by \$9,135.

B. 2024 Audit – Armando Sanchez

- The audit was performed by Schlenker & Cantwell, P.A. It went very smoothly.
- There were no audit adjustments. It is rare that auditors don't find a mistake somewhere.
- There were no disagreements with management.
- There were no consultations with other accountants and no difficulty performing the audit.
- Unmodified opinion was received. This is the highest level of assurance auditors can provide.
- We had all the documentation that was asked of us to provide.
- Statements of Financial Position: our assets, liabilities, and net assets have held steady over the past three years (2022 – 2024). Many of our assets are liquid. From 2023 to 2024, we decreased a bit in our cash (\$238K to \$215K) and capital assets (\$754K to \$734K), while our investments increased (\$905K to \$946K).



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- Our accounts payable at the end of the year had increased from \$32K to \$51K but it is still within acceptable range.
- All leases now have to show up as a lease liability due to a recent rule change. Our lease liability was at \$28K at the end of the year.
- Our *Support and Revenue* has decreased from 2023 to 2004. *Grants and Contributions, Member Dues, and Work Session Support* are all down. This doesn't account for our volunteer hours that really would have helped. *Program Expenses and Fundraising Expenses* both decreased while *Management and General Expenses* increased.
- John E. asked if we put a footnote on the 990 for 2023 that would draw attention to the volunteer hour contributions so that people understand that we have a volunteer contribution. Armando said he thought there was, but he would have to look, and he will make sure it is included this year's 990. We also discussed updating the *Notes to Financial Statements* page of the audit (page 9) to reflect current volunteer and member numbers.
- John E. asked when the asset 470, that was transferred to the railroad, was posted, in 2023 or 2024? Armando said he would check and email John.
- Loss in net assets of \$6,491 in 2024.
- Operating cash flow is positive for the past three years.
- We had an outflow of investing capital, but that was the reinvestment of funds, so for us, that is positive.
- The Friends leases office space, which we are amortizing it over time. This is the lease liability discussed above.
- Tom asked if we are being reimbursed for our COTS work. John E said no. It was suggested that we ask the commission for more money to cover the cost of work we are doing that isn't necessarily historic preservation.
- M/S: Tower/Lock Moves that we approve the audit pending updates to the Friends members numbers and volunteer hour contribution in the *Notes to Financial Statements*, as discussed. Passed unanimously.

VII. Development Report – Caroline Tower

- It cost less than \$3,000 to send out the spring PNGPF (Preserving the Narrow-Gauge Preservation Fund) request. About \$7,000 is budgeted for the year for PNGPF mailings. \$20,340 received from the last request.
- Caroline said she would work with Rick to put something together for the website so people can donate to the PNGPF through the site.
- Rick stated that, in his experience, if organizations advertise how much money are receive in donations, they are not as likely to get as many donations. Scott stated that the only time it is valuable to state how much we received is if we have a goal and we show how close we are to the goal.



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VIII. Interpretation Committee Report – John Ferrell

- Installed two of the three interpretive signs up at Cumbres. Targets were fabricated for the sign garden.
- The plan for the Hollywood Boxcar is to have an outline of what signs will be included in the interior by August. By September, they hope to have text and budget for the car contents, and by the end of this year, hope to have the signs to Fossil for printing. The plan is to populate the boxcar in session C or D in 2026.
- Don A. said that we need to find someone to open the car before we spend money to fill the car. Tom S. said that half of the docents live on the Antonito side of the line now, so it shouldn't be a problem for someone to help open and close that car.
- The Hollywood and Museum cars are both meant to sit on the Antonito 3-rail track permanently.
- Scott asked if we could take parts off the Museum and Hollywood car if they are to stay in Antonito. This is something we can consider.

IX. Collections Committee Report – Dan Pyzel

- Closing in on a plan for the Friends to get rid of cars that are owned by the Friends only and are not part of the Commission or Railroad. We need to take off the parts we want and make some space.
- We need to come up with a way to dispose of the remnants. Dan will investigate purchasing a dump trailer.
- M/S: Don A./Lock Motion to deaccess stock cars 5533 and 5536, and boxcar 3150. Passed unanimously.
- John E. asked if the railroad is going to move the high side gondola 1746 to Antonito. The railroad flipped the car on its back and took the wheels. The railroad said they would move it to Antonito at their expense for us to fix. We need to establish a plan as to how we are going to fix the gondola. We may want to talk about a deaccession plan for this gondola. Since these are assets of the commission, Scott said that we can recommend a plan to the commission to see if they will allow us to remove it from our list. Kim Casford has volunteered to talk to her state connections in New Mexico to find out what we need to do if we want to make a deaccession plan happen. 109 cars are part of the National Historic Landmark list. The cars need to have been in service in its current configuration prior to 1930. This means it must not have been modified after 1930. If you wish to change your register, you need to reapply for the National Landmark Status. We want to avoid that, so we need to find out how to properly deal with this car.



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X. Projects Committee Report – John Engs

- First section of the trail has been completed at Cumbres by the scouts.
- The Quick-Fix team did a lot of work. They were pulled around a bit.
- A, B, and C (86 signed up) sessions were successful. Our volunteer numbers were roughly the same as last year. In session D, we have 59 people signed up.
- If we get 10 more people signed up for the rest of the year, we will be even to where we were last year. We had 169 people total signed up so far this year. There were 178 last year.
- John E complimented Don A. because the entire sides of RPO were rebuilt by Don's team. He also complimented the team leaders on their abilities to motivate their crews.

XI. Social Media and Web Report – Ian Kelly

- Dispatch Extra goes out once a month.
- Website will have updates in the next month. Ian wants to replace videos and other things on the home page that are out of date. For instance, now the member dinner train needs to be removed because it has already happened.
- Kathy's social media report was distributed. Kathy receives about 15 requests a day to answer questions about the Friends and the railroad.
- Tom and Jason are trying to get rid of the ColoradoNewMexicoSteam website and have the webcams just on our Friends website.
- We need to get rid of all the old websites so people come to our real website.
- HostGator and GoDaddy websites need to be removed because the information on them is always outdated.

XII. Nomination Committee Report – Jim Herron

- Jim Marske was here yesterday to discuss being our new treasurer. He has been chased by a lot of non-profits in the past few months. He has gotten no information from us about our financials. He needs all our 990's and financial info. Bill suggested that we could ask him to be a director before he jumps into the treasurer position.
- Scott said we need to send the financials proactively.
- Don and Rick will vet Jim to make sure he will be a fit with our board.

XIII. Communications Committee Report – Tom Stewart

- Tom shared a list of the members of the communications committee.



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- The committee will be working to develop the Friends “brand”. In order to do that, we need to understand our product. Our product is the preservation, interpretation, and restoration of the historic assets, and providing support to the commission and the railroad.
- We need to build respect for the Friends as the best at what we do.
- We need to preserve the past, educate and inspire, build a legacy for generations to come by supporting the C&TS, commission, and the railfan community at large. Caroline suggested that we add “the local communities” because we also support the communities surrounding the railroad.
- Tom shared a three-minute video that the communications team created to sell the Friends.
- Ian stated that we need a 3-to-4-minute video for presentations, a silent video for train shows, and longer videos with interviews to learn about different aspects of the Friends.
- John E. suggested having a video recording of the team leaders talking about what they are doing and why, while they are doing it.

XIV. Docent Report – John Porco

- Rich Muth resigned his position as docent coordinator. John P. and Tom S. are interim co-coordinators.
- We have 27 docents from last year that have agreed to come back.
- They have trained one new docent who also works for the Durango & Silverton RR.
- Art B. is being integrated into the program. He has great enthusiasm for the railroad. He has ridden on the train and can easily be a docent’s assistant.
- 2 additional potential docents have been identified.
- Docents have been on every train that have had a coach. 19 rides thus far.
- Botany professor from CU Boulder has identified a rare and endangered plant– Arizona Willow (shrub) – at Cumbres Pass. There are only 3 sites known in Colorado and 10 known total. It is around the old wood speeder shed in the wye, so we need to make sure the plant is not damaged when we are doing work on the shed.

XV. Special Presentation – Don Stewart & Rick Marsden

- Don and Rick presented Bill will a Nambe Bowl with the inscription “Bill Lock, Founder, Thank you for 45 years of inspired leadership. The Friends of the Cumbres & Toltec Scenic Railroad”



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XVI. Membership Committee Report – Steve Jorgensen

- Instituting a “Be a Friend Bring a Friend” program. Trying to do this in conjunction with an open house in Colorado Springs. The idea is to have volunteers act as docents and give tours and show what we are doing with the restoration of baggage car 163. Afterwards, we could host a lunch somewhere like the Colorado Mountain Brewery, which is in an old roundhouse. They have banquet facilities that we could use. They don’t want to give us discounts on food, but we could sit around and talk about railroading about the Friends with potential new members. Steve would like to hold these in a few places each year as a way to let people know what they can do as volunteers.
- Another program is to honor people with service awards. Steve is trying to establish criteria for a longevity award to honor Friends who have worked on projects during work sessions, in the Albuquerque office, and in other remote areas.
- Yearly service awards: 40 hours of work in a calendar year. 4 to 5 trips for a docent.
- Pins for 5, 10, 15, 20 years. Plaques for 25, 30, 35, 40 years, and special gift for past 40 years.
- We want to present the awards publicly, if possible.
- Possibilities were discussed on how to recognize people who put in a lot of hours each year (e.g. people who work multiple weeks) John E. suggested that if we want to do this, we need to start it now because we don’t have historical records of how many hours people volunteered since inception.
- A major problem with hour tracking is that FIDO is a fairly difficult system to use when you have worked a lot of hours. We need a better tool to track time.
- A suggestion was also made to honor people who have been members for a certain number of years (separate from volunteering).
- Caroline reminded us that, in the past, we had acknowledged donors by listing their names in the Dispatch.
- Bill reminded everyone that this program is meant to encourage people to become a member and to volunteer. He wouldn’t qualify for his 45-year award if we were required to do 40 hours a week each year because the first few years of volunteering were weekend volunteer sessions.
- We also have issues with timing, as sometimes the work sessions are cut short due to rain or other factors. We need to try to be close.
- Don S. stated that there are three recognitions we want to make: 1. Volunteer, 2. Member, 3. Above and Beyond.
- Steve will revise the program and put a new proposal together with three tiers.



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XVII. Old/New Business

A. Cumbres Pass Open House (2026) Annual Meeting and Dinner

- Suggestion is to have an open house at Cumbres Pass between sessions C & D to get people interested in the Friends/Railroad. In the past, the Friends had a pile driver demonstration. People driving by stopped to see what is going on. Demonstrations are a good way to get people interested in what we are doing.
- Ideas are:
 - Master Plan Team would do walking tours.
 - Section house and car inspector's house would be open with exhibits inside.
 - Rolling stock on the tracks to showcase restoration.
 - Guest speakers, to share what the Friends and different teams do.
 - Train videos.
 - Food trucks with food for sale or catered food.
 - Partnerships with others such as TABB, and USFS.
 - Life at Cumbres presentations (people in costume).
- We would need law enforcement, first responders, porta-potties, hand-wash stations, trash cans, janitorial services, etc. Potentially a tent, heaters, sound system, tables and chairs.
- Approximately 35-40 volunteers (likely ask for 70 in case people don't show).
- Costs:
 - Printed materials: ~\$1000
 - Porta-Potties and hand-wash stations: ~\$250 each.
 - Tent/table/chairs/heat: ~\$1000
 - Water: ~\$200
 - Significant cost to the railroad to move equipment.
- There is a lot of prep work that needs to be done at Cumbres and also training on equipment.
- There is a possibility to make money on train rides up and down from Cumbres.

B. Membership Levels - John Eng's (old business)

- Current membership is a family membership at \$40. It can include one person or multiple people.
- We need to have proof of membership so that people aren't abusing the discount at the depot.
- Rick to send out proposal for potential membership levels to the E.C. The E.C. will refine it and send it to the board with two months to review before the fall meeting.



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C. Budget – Don Stewart (new business)

- Some areas of our budget are short of money and other areas have too much money.
- John E. suggested that the railroad really needs our help with COTS and restoration may not be their priority.
 - The money we are collecting from the Commission is for historic restoration. If the railroad wants us to do COTS, they should provide extra funds for our COTS work. It is a \$780 fee to have a triple valve rebuilt IF we give the company good parts that can be rebuilt.
 - If the COTS work was not on a revenue generating car, we would pay for it. If it's on a revenue generating car, then we should be reimbursed from the railroad. According to John E., the definition from the commission is "if it's used for passengers' transportation, then they will cover the expense, if it is used for historic purposes, then we cover the expense". However, if we restore a car that is used on a photo charter, then we pay for it even though we don't get money for it, but by definition, we should be reimbursed for the rider boxes.
 - Leon is the babbitting expert for the journal box bearings.
 - Bill raised the question of what would happen if we did a negligent job of preparing some of this equipment, would the railroad ask us for damages? John E. believes that our insurance policies are intertwined. We are all listed on the insurance policies: the Railroad, the Friends, and the Commission. That is our "guarantee" that we won't be held liable by the railroad.
 - John E. will look at the last two years' worth of cars and see what the COTS costs were on them. He will also look at the team leader reports (from all mechanical maintenance sessions: A & B in Antonito and C & D in Chama.) to determine the following:
 - How many hours were spent cleaning parts.
 - How many hours were spent looking for parts.
 - How many hours were spent replacing parts.
 - What parts were being cleaned.
 - How many parts needed to be replaced.
 - What materials were used.
 - What materials are still needed.
 - What parts are needed to have in a "spare parts kit" for the team to use when they arrive at a session.
 - Understanding the above will help us determine the budget and will also help us see the value we are providing for the railroad.
 - Mike Wissler, one of the team leads, told John E. that one of the cars they COTS inspected this week was last inspected in 1935.



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- Don S. will ask Mike W. to contact the southern California Railroad Museum to see if they have COTS training materials.

XVIII. Adjournment

- M/S: Marsden/Tower – Moves to adjourn. Passed unanimously.
- 2:23 adjourned.

Respectfully submitted,

/s/ Melissa A. Sellers

Melissa Sellers
Secretary