

# MASSACHUSETTS BAY RAILROAD ENTHUSIASTS, INC.

## Notice of the Annual Meeting & Election of Officers, Thursday, November 15, 2018, 7:30 PM

Union Church in Waban, 14 Collins Road, Waban, MA

The Massachusetts Bay Railroad Enthusiasts, Inc. (Mass Bay RRE) will hold its Annual Meeting of Members at 7:30 PM on Thursday, November 15, 2018 at the Union Church in Waban, 14 Collins Road, Waban, Massachusetts. At the meeting, members will elect officers and Directors of Mass Bay RRE, and a National Vice President and Division Directors and Alternate Division Directors of The Railroad Enthusiasts, Inc. (the "National RRE"), and conduct any other business properly brought before the meeting. All members of Mass Bay RRE as of September 30, 2018 are entitled to attend and vote at the Annual Meeting.

A Proxy Ballot for the Annual Meeting is enclosed. The Proxy contains information for electing Mass Bay RRE officers and Directors and for electing a National RRE Vice President, Division Directors and Alternate Division Directors. Your Mass Bay RRE officers and Board of Directors urge you to cast your proxy ballot for this important election. If you wish to write in any names you may do so in the spaces provided. The Board encourages all members to cast their proxy ballot on line at [www.massbayrre.org/proxy2018](http://www.massbayrre.org/proxy2018).

Please mark, sign and date your Proxy as soon as possible, then mail it to: Mass Bay RRE Proxy Teller, PO Box 4245, Andover, MA 01810-0814. All Proxy Ballots must be received not later than Saturday, November 10, 2018. Instead of submitting a proxy ballot, you may attend the meeting on November 15 and vote in person.

*The following information and statements have been provided by the various candidates for Officer and Director of Mass Bay RRE. Please mark your selections on the enclosed Proxy Ballot and return to the Proxy Teller as instructed.*

### OFFICERS

<p style="text-align: center;"><b>PRESIDENT</b></p> <p><b>Name:</b> David Brown      <b>Home:</b> Andover, MA  <b>RRE offices held:</b> President (2011-), Director, Treasurer  <b>Age:</b> 71  <b>Mass Bay RRE member since:</b> 1981  <b>Occupation:</b> President, Mass Bay RRE</p>	<p><b>Candidate's Statement:</b> Throughout my tenure in Mass Bay RRE I have tried to conduct our affairs in a professional and businesslike manner, and I pledge to continue to do so. I have constantly looked for ways that the club can improve its operations. On-line ticket sales and membership renewals have greatly reduced the amount of paperwork done by our volunteers. The 'Mass Bay RRE Railroad Preservation Fund' expands the club's role as a key player in railroad preservation. In the Fund's first year we made \$12,500 in grants; Thanks to the generous support of our members we will significantly increase that amount this year.</p> <p>The club remains healthy, but there is much to do if the club is to survive and prosper. We desperately need people with the motivation and skills guide the future direction of the club, including organizing trips and producing the <i>Callboy</i>. I will not be around forever! Our current operation and its reliance on a handful of volunteers is not sustainable! If we stagnate, the club will die!</p>
<p style="text-align: center;"><b>VICE-PRESIDENT</b></p> <p><b>Name:</b> Richard Fralick      <b>Home:</b> Greenland, NH  <b>RRE offices Held:</b> Director (2014-2017)  <b>Age:</b> 71  <b>Mass Bay RRE member since:</b> 2010  <b>Occupation:</b> Hartford CT motorcycle officer (ret.), Road Foreman of Engines for Conn. Central RR (ret.)</p>	<p><b>Candidate's Statement:</b> As Vice President, my focus and goal is to help move the organization into a position that will guarantee its sustainability and growth for the next generation of rail fans, and to assist the President with the day-to-day operations of the club. I will work with the Board to develop ways to involve both new and current members into taking a more active role with the club. I will help to see that the Preservation Grant program moves forward in a timely, effective and positive manner.</p> <p>Trains are my passion. I've been immersed in many aspects of the railroad industry since my youth and believe that I have the skills to represent, promote, and grow Mass Bay RRE. Please note some of my experience: Mass Bay RRE Director and officer, 4 years; Connecticut Central Railroad (Road Foreman/Mechanical Supervisor) - 8 years</p>
<p style="text-align: center;"><b>SECRETARY</b></p> <p><b>Name:</b> Bill Crawford      <b>Home:</b> Nahant, MA  <b>RRE offices held:</b> Secretary (2011-), President (1977-93), Director  <b>Age:</b> 74  <b>Mass Bay RRE member since:</b> ~1975  <b>Occupation:</b> Engineering Manager (Ret.)</p>	<p><b>Candidate's Statement:</b> Mass Bay RRE is a well-known and highly respected railfan organization. Our challenge is to continue with railfan excursions, interesting meetings &amp; programs, and newsletter coverage. To do this we must encourage new and younger leadership. None of us is getting any younger!</p>
<p style="text-align: center;"><b>TREASURER</b></p> <p><b>Name:</b> Charlie Jack      <b>Home:</b> Natick, MA  <b>RRE Offices held:</b> Treasurer (2011-)  <b>Age:</b> 75  <b>Mass Bay RRE member since:</b> ??  <b>Occupation:</b> Systems Engineer (Ret.)</p>	<p><b>Candidate's Statement:</b> I'm happy to continue to support the club in the role of Treasurer. I strive to keep the account books in good and timely order, and to see that all government requirements (eg, tax filing) are done in a timely fashion. I will provide other services to the club on an "as needed" basis.</p>

### DIRECTORS

<p><b>Name:</b> David Astorian      <b>Home:</b> Watertown, MA  <b>RRE offices Held:</b> Director (2010-)  <b>Age:</b> 63  <b>Mass Bay RRE member since:</b> 2002  <b>Occupation:</b> Accountant/Auditor</p>	<p><b>Candidate's Statement:</b> As a Director and membership renewal processor, I will try to accurately record the renewals, for better communication of membership data.</p>
--	---

<p><b>Name:</b> Al Butler      <b>Home:</b> Waltham, MA  <b>RRE offices held:</b> Vice-President (2009-), Director  <b>Age:</b> 74  <b>Mass Bay RRE member since:</b> 1964  <b>Occupation:</b> Civil Engineer (Ret.)</p>	<p><b>Candidate's Statement:</b> As Directors our role is to insure that the club is operated in a financially secure manner so that it can survive after most of us are gone. We must continue to encourage young folks who have an interest in railroads to not only join the club but to also take on responsibility as a volunteer, officer or director.</p>
<p><b>Name:</b> Steve Butterworth      <b>Home:</b> Marblehead, MA  <b>RRE offices Held:</b> Director (2012-), President (2009-11)  <b>Age:</b> 63  <b>Mass Bay RRE member since:</b> 1982  <b>Occupation:</b> Land Surveyor</p>	<p><b>Candidate's Statement:</b> The continuing challenge for Mass Bay RRE is finding new volunteers to do the many jobs that MassBay has. We produce a monthly newsletter, offer programs at monthly meetings, attempt to operate 4 or 5 excursion trips every year, maintain a Web site and support a booth at many Train Shows every year. There is a lot of work behind the scenes as well, publicity, database maintenance, dues renewals, Directors meetings.</p> <p>We don't ask for anyone to do it all, but I am willing to talk to anyone who thinks they might be interested in helping with just one part of the puzzle. You don't have to attend meetings in Newton, you don't even have to live in Massachusetts, lots of work can travel over the Internet.</p>
<p><b>Name:</b> Tom Chase      <b>Home:</b> Woodstock, CT  <b>RRE offices Held:</b> Director (2012-)  <b>Age:</b> 78  <b>Mass Bay RRE member since:</b> 2006  <b>Occupation:</b> Art Conservator (Ret.)</p>	<p><b>Candidate's Statement:</b> The main purposes of the club are to organize excursions, hold monthly meetings, and publish the Callboy. All of this is being done well, but it may be that too many jobs are being done by too few individuals. Some reorganization of tasks may be needed. The two railroad preservation awards have been a good shift of focus for us. Archives, member histories, and preservation need to be explored and implemented. More emphasis also needs to be given to interesting and recruiting younger members.</p> <p>My previous service on trips committee for Washington, DC, NRHS and heading a laboratory at the Smithsonian Institution, Washington, DC. have given me museum exhibition experience as well as experience in dealing with problems in an institution and government. I was also one of the early adopters of computers in the institution.</p>
<p><b>Name:</b> John Ehrlich      <b>Home:</b> Boxborough, MA  <b>RRE Offices Held:</b> Director  <b>Age:</b> 72  <b>Mass Bay RRE member since:</b> "forever"  <b>Occupation:</b></p>	<p><b>Candidate's Statement:</b> I hope to assist Mass Bay RRE with its ongoing challenges of growing its membership and maintaining its position as the premier railfan organization of the region.</p>
<p><b>Name:</b> Tom Engel      <b>Home:</b> Medford, MA  <b>RRE offices Held:</b> Director (1977-)  <b>Age:</b> 66  <b>Mass Bay RRE member since:</b> 1975  <b>Occupation:</b> Transport Data Collector</p>	<p><b>Candidate's Statement:</b> I will continue helping to provide others what the RRE has provided to me over the years: the place to meet fellow railfans, both physically and virtually, and to have the RRE be the premier way to learn, observe and enjoy railroading in the area.</p>
<p><b>Name:</b> Loring Lawrence      <b>Home:</b> Manchester, NH  <b>RRE offices Held:</b> Director (2011-)  <b>Age:</b> --  <b>Mass Bay RRE member since:</b> 1958  <b>Occupation:</b> Rail-oriented Travel Agent</p>	<p><b>Candidate's Statement:</b> Directors are tasked with guiding and shaping the course of a business or society, to see that it fulfill its aims and aspirations, and to offer advice and opinions to the elected officers and officials. To assist in achieving these goals, I believe that my many years of membership (over 50), my experience as a word-wide travel consultant well-versed in railway travel, and the recent years in guiding Mass Bay RRE as a Director, show my commitment to our society's future.</p>
<p><b>Name:</b> Bob Popovac      <b>Home:</b> Walpole, NH  <b>RRE offices Held:</b> Director (1978-)  <b>Age:</b> 60  <b>Mass Bay RRE member since:</b> 1978  <b>Occupation:</b> Railroader (Vermont Rail System)</p>	<p><b>Candidate's Statement:</b> I like to share my knowledge of the railroad industry with others. It is nice to see younger people become members of Mass Bay and work the train Show Crew or car host on one of our train trips.</p>
<p><b>Name:</b> Everett Reynolds      <b>Home:</b> Rutland, MA  <b>RRE offices Held:</b> Director (2017-) <b>Age:</b> 76  <b>Mass Bay RRE member since:</b> ~2008  <b>Occupation:</b> Retired</p>	<p><b>Candidate's Statement:</b> The President would like young candidates, with lots of computer skills. I don't fit this mold - I'm a worker. I've been a car host for 8 years and am on the Show Crew. I'm a ferroequinologist and a deltiologist (person who collects post cards) and a collector of railroad items. Of all the organizations I know of, we are all the same - getting older and dying off.</p>
<p><b>Name:</b> Sue Sample      <b>Home:</b> Plantsville, CT  <b>RRE offices Held:</b> Director (~2003-)  <b>Age:</b> (baby boomer)  <b>Mass Bay RRE member since:</b> 1991  <b>Occupation:</b> Many occupations, including Tourist RR engineer, conductor, etc.</p>	<p><b>Candidate's Statement:</b> There is much need to preserve and present railroad history. I hope to share my knowledge of this through my experience of many years with active tourist railroad and museums. Another point is to inform people of what the RRE has to offer, and to encourage their participation in the organization's various presentations and excursions.</p>



# Massachusetts Bay Railroad Enthusiasts, Inc.

The undersigned appoints Charles W. Jack and Steven Butterworth, or either of them acting singly, with power of substitution, to attend and vote on his/her behalf at the Annual Meeting of Members of Massachusetts Bay Railroad Enthusiasts, Inc. (Mass Bay RRE), to be held at the Union Church in Waban, 14 Collins Road, Waban, Massachusetts at 7:30 PM on Thursday, November 15, 2018, and at any adjournments thereof, hereby revoking all previous proxies. This proxy, when properly signed, will be voted as directed below.

## 1. Election of Officers and Directors of Mass Bay RRE:

### For PRESIDENT:

David W. Brown .....   
\_\_\_\_\_ .....

### For VICE-PRESIDENT:

Richard Fralick .....   
\_\_\_\_\_ .....

### For SECRETARY:

William Crawford .....   
\_\_\_\_\_ .....

### For TREASURER:

Charles Jack .....   
\_\_\_\_\_ .....

### For MASS BAY RRE DIRECTOR:

*(Vote for not more than 11)*

David Astorian .....   
Alan Butler .....   
Steve Butterworth .....   
Tom Chase .....   
John Ehrlich .....   
Tom Engel .....   
Loring Lawrence .....   
Bob Popovac .....   
Everett Reynolds .....   
Sue Sample .....   
\_\_\_\_\_ .....   
\_\_\_\_\_ .....

## 2. Election of a National Vice-President and of Division Directors and Alternate Division Directors of The Railroad Enthusiasts, Inc. (the National RRE):

### For RRE NATIONAL VICE-PRESIDENT:

David W. Brown .....   
\_\_\_\_\_ .....

### For NATIONAL RRE DIVISION DIRECTOR:

*(Vote for not more than 10)*

Alan Butler .....   
Steve Butterworth .....   
William Crawford .....   
John Ehrlich .....   
Tom Engel .....   
John Ehrlich .....   
Richard Fralick .....   
Charles Jack .....   
Bob Popovac .....   
Sue Sample .....   
\_\_\_\_\_ .....   
\_\_\_\_\_ .....

### For ALTERNATE NATIONAL RRE DIVISION DIRECTOR: *(Vote for not more than 1):*

Len Bachelder .....   
\_\_\_\_\_ .....

MEMBER'S NAME: \_\_\_\_\_

MEMBER NO.: \_\_\_\_\_

SIGNATURE: \_\_\_\_\_

DATE: \_\_\_\_\_

**Please complete, sign and date this proxy promptly.**

Then re-fold so the proxy teller's address is on the outside, tape and mail to:

**MASS BAY RRE PROXY TELLER, PO Box 4245, Andover, MA 01810-0814**

*Proxy must be received not later than Saturday, November 10, 2018 to be counted!*

**Save time and effort! Cast your proxy ballot on line at [www.massbayrre.org/proxy2018](http://www.massbayrre.org/proxy2018)**



**Massachusetts Bay  
Railroad Enthusiasts, Inc.  
Box 4245  
Andover MA 01810-0814**

First Class  
U.S. Postage  
**PAID**  
Mass Bay  
RRE, Inc.  
Permit #21

**FIRST CLASS MAIL**



**MASSACHUSETTS BAY RAILROAD ENTHUSIASTS, INC.  
Notice of the Annual Meeting of Members, Thursday, Nov. 15, 2018, 7:30 PM**

The **Massachusetts Bay Railroad Enthusiasts, Inc.** (Mass Bay RRE) will hold its Annual Meeting of Members at 7:30 PM on Thursday, November 15, 2018 at the Union Church in Waban, 14 Collins Road, Waban, Massachusetts. At the meeting, members will elect officers and Directors of Mass Bay RRE, and a National Vice President and Division Directors and Alternate Division Directors of The Railroad Enthusiasts, Inc. (the "National RRE"), and conduct any other business properly brought before the meeting. All members of Mass Bay RRE as of September 30, 2018 are entitled to attend and vote at the Annual Meeting.

A Proxy for the Annual Meeting is on the other side of this sheet. The Proxy contains information for electing Mass Bay RRE officers and Directors and for electing a National RRE Vice President, Division Directors and Alternate Division Directors. Your Mass Bay RRE officers and Board of Directors urge you to cast your proxy ballot for this important election. If you wish to write in any names you may do so in the spaces provided. The Board encourages all members to cast their proxy ballot on line at [www.massbayrre.org/proxy2018](http://www.massbayrre.org/proxy2018).

Please mark, sign and date your Proxy as soon as possible, then mail it to: **Mass Bay RRE Proxy Teller, PO Box 4245, Andover, MA 01810-0814**. All Proxy Ballots must be received not later than Saturday, November 10, 2018. Instead of submitting a Proxy Ballot, you may attend the meeting on November 15 and vote in person.

**By order of the Board of Directors  
William Crawford, *Secretary***

MASS BAY RRE PROXY TELLER  
PO Box 4245  
Andover, MA 01810-0814

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Place First  
Class  
Postage  
Here

From: