



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990  Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)	OMB No 1545-0047 2011 Open to Public Inspection
	The organization may have to use a copy of this return to satisfy state reporting requirements	

A For the 2011 calendar year, or tax year beginning 01-01-2011 and ending 12-31-2011		D Employer identification number 23-7053004	
B Check if applicable ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending	C Name of organization NATIONAL RAILWAY HISTORICAL SOCIETY INC Doing Business As Number and street (or P O box if mail is not delivered to street address) Room/suite 100 N 20TH ST SUITE 400 City or town, state or country, and ZIP + 4 PHILADELPHIA, PA 191031462		E Telephone number (215) 557-6606
		G Gross receipts \$ 577,740	
		H(a) Is this a group return for affiliates? ☐ Yes ☒ No	
		H(b) Are all affiliates included? ☐ Yes ☐ No If "No," attach a list (see instructions)	
		H(c) Group exemption number ▶	
I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () ◀ (insert no) ☐ 4947(a)(1) or ☐ 527			
J Website: ▶ NRHS.COM			
K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶		L Year of formation 1935	M State of legal domicile MD

Part I	Summary
---------------	----------------

Activities & Governance	1 Briefly describe the organization's mission or most significant activities THE NATIONAL RAILWAY HISTORICAL SOCIETY PROMOTES RAILWAY HERITAGE PRESERVATION AND EDUCATES ITS MEMBERS AND THE PUBLIC ABOUT RAIL TRANSPORTATION, ITS HISTORY AND IMPACT, WITH A FOCUS ON NORTH AMERICA			
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets			
	3	Number of voting members of the governing body (Part VI, line 1a)	3	181
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	178
5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	0	
6	Total number of volunteers (estimate if necessary)	6	200	
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0	
7b	Net unrelated business taxable income from Form 990-T, line 34	7b		
Revenue			Prior Year	Current Year
	8	Contributions and grants (Part VIII, line 1h)	515,131	499,516
	9	Program service revenue (Part VIII, line 2g)	41,875	25,400
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	7,694	14,530
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	4	6,270
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	564,704	545,716
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	30,000	38,500
	14	Benefits paid to or for members (Part IX, column (A), line 4)		0
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)		0
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	5,123	8,728
	b	Total fundraising expenses (Part IX, column (D), line 25) ☒ 33,915		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	560,637	548,957
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	595,760	596,185
	19	Revenue less expenses Subtract line 18 from line 12	-31,056	-50,469
	Net Assets or Fund Balances			Beginning of Current Year
20		Total assets (Part X, line 16)	665,703	779,669
21		Total liabilities (Part X, line 26)	253,097	382,998
22		Net assets or fund balances Subtract line 21 from line 20	412,606	396,671

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	***** Signature of officer			2012-08-13 Date	
	GREGORY P MOLLOY PRESIDENT Type or print name and title				
Paid Preparer's Use Only	Preparer's signature	NICHOLAS S HUNTINGTON	Date 2012-08-13	Check if self-employed ☐	Preparer's taxpayer identification number (see instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4	PADDEN GUERRINI & ASSOCIATESPC 3425 SIMPSON FERRY ROAD CAMP HILL, PA 17011			EIN ☐
					Phone no ☐ (717) 763-1644

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

☐

☒

1

Briefly describe the organization’s mission

THE NATIONAL RAILWAY HISTORICAL SOCIETY PROMOTES RAILWAY HERITAGE PRESERVATION AND EDUCATES ITS MEMBERS AND THE PUBLIC ABOUT RAIL TRANSPORTATION, ITS HISTORY AND IMPACT, WITH A FOCUS ON NORTH AMERICA

2

Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

☐ Yes ☒ No

If “Yes,” describe these new services on Schedule O

3

Did the organization cease conducting, or make significant changes in how it conducts, any program services?

☐ Yes ☒ No

If “Yes,” describe these changes on Schedule O

4

Describe the organization’s program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a

(Code) (Expenses \$ 218,621 including grants of \$) (Revenue \$)

PUBLICATIONS RESEARCH, PREPARATION, LAYOUT, PRINTING AND DISTRIBUTION BY MAIL OF FOUR ISSUES OF THE "NRHS BULLETIN" TO THE 13,200 MEMBERS OF THE SOCIETY, TWO COLOR ON ENAMEL PAPER WITH COLOR AND BLACK AND WHITE PHOTOGRAPHS, APPROXIMATELY 40 TO 64 PAGES PER ISSUE PROVIDES HISTORICAL DATA AND INFORMATION NOT LIKELY TO BE COVERED IN COMMERCIAL PUBLICATIONS AND PROVIDES A SHOWCASE FOR NEW WRITERS IN THE RAILWAY HISTORICAL FIELD SIX ISSUES OF "NRHS NEWS" ARE DISTRIBUTED BY MAIL TO THE 13,200 MEMBERS OF THE SOCIETY THE PURPOSE OF THIS PUBLICATION IS TO KEEP THE MEMBERS ABREAST OF CURRENT EVENTS AND ACTIVITIES TAKING PLACE IN THE SOCIETY AND IN THE FIELD OF RAILWAY HISTORY

4b

(Code) (Expenses \$ 43,326 including grants of \$ 38,500) (Revenue \$)

GRANTS SINCE 1994, THE SOCIETY HAS AWARDED GRANTS FOR PROJECTS THAT PRESERVE, RESEARCH, EDUCATE, OR PUBLISH RAILWAY HISTORY TYPICAL PROJECTS INCLUDE RAILROAD STRUCTURE AND EQUIPMENT STABILIZATION, MECHANICAL REPAIRS, PRESERVATION AND RESTORATION, BOOK PUBLICATION, CATALOGING OF ARCHIVAL MATERIALS, AND ORAL HISTORY PRODUCTIONS THE PROGRAM IS OPEN TO NRHS CHAPTERS AND OTHER ORGANIZATIONS THE MAXIMUM AWARD IS 5,000 PER YEAR PER PROJECT

4c

(Code) (Expenses \$ 42,623 including grants of \$) (Revenue \$ 5,000)

CONFERENCES AND CONVENTION THREE CONFERENCES AND A NATIONAL CONVENTION ARE HELD EACH YEAR AT LOCATIONS OF RAIL HISTORY SIGNIFICANCE AND ATTENDED BY UP TO SEVERAL HUNDRED PEOPLE EVENTS AND ACTIVITIES INCLUDE FIELD TRIPS TO VISIT RAILROAD HISTORIC SITES, INSPECT RAIL FACILITIES, OBSERVE OPERATION OF PRESERVED RAILROAD EQUIPMENT, RAIL EXCURSIONS AND SEMINARS ACTIVITIES AT THESE EVENTS ARE OPEN TO MEMBERS OF THE GENERAL PUBLIC

(Code) (Expenses \$ 100,600 including grants of \$) (Revenue \$ 20,400)

RAILCAMP - FOURTH ACHIEVEMENT IN CONJUNCTION WITH THE NATIONAL PARK SERVICE, THE SOCIETY OPERATED A ONE WEEK TRAINING SESSION FOR 25 TEENAGERS IN SCRANTON, PA IT CONSISTED OF SEMINAR AND FIELD TRIPS TO PROVIDE BACKGROUND IN RAIL HISTORIC PRESERVATION, RAILROAD OPERATION, TRANSPORTATION CAREER OPPORTUNITIES AND HISTORY INTERPRETATION WHICH INVOLVES LEARNING HOW TO TELL THE STORY OF RAILROAD HISTORY TO THE GENERAL PUBLIC LIBRARY - FIFTH ACHIEVEMENT THE NRHS LIBRARIES CONTAIN A LARGE COLLECTION OF RAILROAD BOOKS, FILMS, AND ARCHIVAL MATERIAL USED BY NRHS STAFF AND MEMBERS OF THE GENERAL PUBLIC WITH INTEREST IN RAILWAY HISTORICAL RESEARCH COVERS EXPENSES OF ACQUIRING AND PRESERVING HISTORICAL BOOKS, JOURNALS, FILMS, VIDEO TAPES AND OTHER MATERIALS RELATED TO RAILWAY HISTORY ALSO INCLUDES EXPENSE FOR STORAGE AND OPERATION OF THE LIBRARIES PERMANENT EQUIPMENT AND MATERIALS OWNED BY THE SOCIETY INCLUDE FIRE PROOF STORAGE CABINETS, COMPUTER AND FILM/SLIDE SCANNER EQUIPMENT THE LIBRARY MATERIALS ARE HOUSED IN THREE RIVERS, MA AND PHILLIPSBURG, NJ MISCELLANEOUS INCLUDES AWARDS AND RECOGNITION PLAQUES TO RAILWAYS, SOCIETY MEMBERS, NRHS CHAPTERS, AND THE GENERAL PUBLIC, EXPENSES RELATED TO PREPARING AND DISTRIBUTING CHAPTER DUES RENEWAL BILLS, CHAPTER DONATION SOLICITATIONS AND RETURN ENVELOPES FOR MORE THAN 12,000 MEMBERS OF THE SOCIETY WHO BELONG TO CHAPTERS, TRAVEL EXPENSES TO PROVIDE TECHNICAL CONSULTATION SERVICES TO VOLUNTEER LEADERS OF THE SOCIETY'S CHAPTERS AND VARIOUS OTHER PROGRAM SERVICE RELATED EXPENSES

4d

Other program services (Describe in Schedule O)

(Expenses \$ 100,600 including grants of \$) (Revenue \$ 20,400)

4e

Total program service expenses \$ 405,170

Part IV

Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A.	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		No
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I.		No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II.		No
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III.		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I.		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II.		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III.	Yes	
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV.		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V.		No
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.		No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.		No
e	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.		No
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X.	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII.	Yes	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E.		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Part I.		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U.S.? If "Yes," complete Schedule F, Part II and IV.		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U.S.? If "Yes," complete Schedule F, Part III and IV.		No
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I.		No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II.		No
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III.		No
20a	Did the organization operate one or more hospitals? If "Yes," complete Schedule H.		No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? Note. All Form 990 filers that operated one or more hospitals must attach audited financial statements.		

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23		No
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b–24d and complete Schedule K. If "No," go to line 25</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	34		No
35a	Is any related organization a controlled entity of the filing organization within the meaning of section 512(b)(13)?	35a		No
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b		No
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance						
Check if Schedule O contains a response to any question in this Part V ☐						
			Yes	No		
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a	5			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0			
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c			
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return	2a	0			
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).			2b			
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?			3a		No	
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O			3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)?			4a	No	
b If "Yes," enter the name of the foreign country  _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts						
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a	No	
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?					5b	No
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T?					5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?			6a	No	
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?					6b	
7 Organizations that may receive deductible contributions under section 170(c).						
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?					7a	
b If "Yes," did the organization notify the donor of the value of the goods or services provided?					7b	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?					7c	
d If "Yes," indicate the number of Forms 8282 filed during the year			7d			
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?					7e	
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?					7f	
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?					7g	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?					7h	
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?						
8						
9 Sponsoring organizations maintaining donor advised funds.						
a Did the organization make any taxable distributions under section 4966?					9a	
b Did the organization make a distribution to a donor, donor advisor, or related person?					9b	
10 Section 501(c)(7) organizations. Enter						
a Initiation fees and capital contributions included on Part VIII, line 12			10a			
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities			10b			
11 Section 501(c)(12) organizations. Enter						
a Gross income from members or shareholders			11a			
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)			11b			
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?						
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year			12b			
13 Section 501(c)(29) qualified nonprofit health insurance issuers.						
a Is the organization licensed to issue qualified health plans in more than one state? Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state.					13a	
b Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans			13b			
c Enter the aggregate amount of reserves on hand			13c			
14a Did the organization receive any payments for indoor tanning services during the tax year?						
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O					14a	No
					14b	

Part VI

Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.
Check if Schedule O contains a response to any question in this Part VI ☒

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
1a	181		
b	Enter the number of voting members included in line 1a, above, who are independent	1b	178
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	Yes
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	Yes
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	Yes
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a	The governing body?	8a	Yes
b	Each committee with authority to act on behalf of the governing body?	8b	No
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	Yes
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	Yes
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
b	Describe in Schedule O the process, if any, used by the organization to review the Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	15a	No
b	Other officers or key employees of the organization	15b	No
	If "Yes," to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	No
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed PA
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. ☐ Own website ☐ Another's website ☒ Upon request
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization. PA DENNIS SPRINGER 100 N 20TH ST SUITE 400 PHILADELPHIA, PA 191031462 (215) 557-6606

Check if Schedule O contains a response to any question in this Part VII

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons

☒ Check this box if neither the organization nor any related organizations compensated any current or former officer, director, or trustee

[illegible]

Part VII

1b	Sub-Total	▼			
c	Total from continuation sheets to Part VII, Section A	▼			
d	Total (add lines 1b and 1c)	▼			

2 Total number of individuals (including but not limited to those \$100,000 of reportable compensation from the organization) ■

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	No
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4	No
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
FERNLEY & FERNLEY 100 NORTH 20TH STREET SUITE 400 PHILADELPHIA, PA 191031462	MANAGEMENT	165,283

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ▶1

Part VIII

Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . .	1a	14,077				
	b	Membership dues	1b	389,136				
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	96,303				
	g	Noncash contributions included in lines 1a-1f \$ _____						
	h	Total. Add lines 1a-1f			499,516			
Program Service Revenue			Business Code					
	2a	RAILCAMP		20,400	20,400			
	b	CONVENTION		5,000	5,000			
	c							
	d							
	e							
	f	All other program service revenue						
	g	Total. Add lines 2a-2f			25,400			
Other Revenue	3	Investment income (including dividends, interest and other similar amounts)		13,310	13,310			
	4	Income from investment of tax-exempt bond proceeds . .						
	5	Royalties						
	6a	(i) Real		(ii) Personal				
	b	Less rental expenses						
	c	Rental income or (loss)						
	d	Net rental income or (loss)						
	7a	(i) Securities		(ii) Other				
				31,055				
				29,835				
				1,220				
	d	Net gain or (loss)		1,220	1,220			
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18		a				
	b	Less direct expenses		b				
	c	Net income or (loss) from fundraising events . .						
	9a	Gross income from gaming activities See Part IV, line 19		a				
	b	Less direct expenses		b				
	c	Net income or (loss) from gaming activities . .						
	10a	Gross sales of inventory, less returns and allowances		a				
b	Less cost of goods sold		b					
c	Net income or (loss) from sales of inventory . .			-251	-251			
Miscellaneous Revenue		Business Code						
11a	OTHER			6,521	6,521			
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d			6,521				
12	Total revenue. See Instructions			545,716	46,200			

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)
Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21	38,500	38,500		
2	Grants and other assistance to individuals in the United States See Part IV, line 22				
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees				
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages				
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9	Other employee benefits				
10	Payroll taxes				
11	Fees for services (non-employees)				
a	Management	162,130	72,959	81,065	8,106
b	Legal	12,833		12,833	
c	Accounting	12,112		12,112	
d	Lobbying				
e	Professional fundraising See Part IV, line 17	8,728			8,728
f	Investment management fees				
g	Other				
12	Advertising and promotion				
13	Office expenses	45,420	14,998	14,926	15,496
14	Information technology	7,424	7,424		
15	Royalties				
16	Occupancy	5,627	5,627		
17	Travel	50,481	30,347	20,134	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings	13,063	9,749	3,314	
20	Interest				
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	3,267	3,104	163	
23	Insurance	8,993	6,853	2,140	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	PUBLICATIONS	161,276	161,276		
b	RAILCAMP	22,511	22,511		
c	MEMBERSHIP RECORDS	19,808	16,638	1,585	1,585
d	OTHER PROGRAM SERVICES	15,184	15,184		
e					
f	All other expenses	8,828		8,828	
25	Total functional expenses. Add lines 1 through 24f	596,185	405,170	157,100	33,915
26	Joint costs. Check here ☐ if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X

Balance Sheet

					(A)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing			160,585	1	274,778
	2	Savings and temporary cash investments			45,119	2	5,058
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net			15,219	4	522
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L				5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L				6	
	7	Notes and loans receivable, net				7	
	8	Inventories for sale or use			20,899	8	22,314
	9	Prepaid expenses and deferred charges			8,872	9	19,712
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	17,209			
	b	Less: accumulated depreciation	10b	11,823	7,201	10c	5,386
	11	Investments—publicly traded securities			399,898	11	442,740
	12	Investments—other securities. See Part IV, line 11				12	
	13	Investments—program-related. See Part IV, line 11				13	
	14	Intangible assets				14	
	15	Other assets. See Part IV, line 11			7,910	15	9,159
	16	Total assets. Add lines 1 through 15 (must equal line 34)			665,703	16	779,669
Liabilities	17	Accounts payable and accrued expenses			1,600	17	11,940
	18	Grants payable				18	
	19	Deferred revenue			233,361	19	371,058
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parties				23	
	24	Unsecured notes and loans payable to unrelated third parties				24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D			18,136	25	
	26	Total liabilities. Add lines 17 through 25			253,097	26	382,998
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ☒ and complete lines 27 through 29, and lines 33 and 34.						
	27	Unrestricted net assets			354,738	27	307,416
	28	Temporarily restricted net assets			40,172	28	71,856
	29	Permanently restricted net assets			17,696	29	17,399
	Organizations that do not follow SFAS 117, check here ☐ and complete lines 30 through 34.						
	30	Capital stock or trust principal, or current funds				30	
	31	Paid-in or capital surplus, or land, building or equipment fund				31	
	32	Retained earnings, endowment, accumulated income, or other funds				32	
	33	Total net assets or fund balances			412,606	33	396,671
	34	Total liabilities and net assets/fund balances			665,703	34	779,669

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	545,716
2	Total expenses (must equal Part IX, column (A), line 25)	2	596,185
3	Revenue less expenses Subtract line 2 from line 1	3	-50,469
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	412,606
5	Other changes in net assets or fund balances (explain in Schedule O)	5	34,534
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	396,671

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		No
b	Were the organization's financial statements audited by an independent accountant?	Yes	
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		No
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separated basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization NATIONAL RAILWAY HISTORICAL SOCIETY INC	Employer identification number 23-7053004
--	--

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

1

☐

A church, convention of churches, or association of churches **section 170(b)(1)(A)(i).**

2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)

3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state

5

☐

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)

6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7

☐

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II)

8

☐

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)

9

☒

An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)

10

☐

An organization organized and operated exclusively to test for public safety Se**section 509(a)(4).**

11

☐

An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Other

e

☐

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f

☐

If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box

g

☐

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i)

a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?

(ii)

a family member of a person described in (i) above?

(iii)

a 35% controlled entity of a person described in (i) or (ii) above?

h

☐

Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II

Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support						
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public Support. Subtract line 5 from line 4						

Section B. Total Support							
Calendar year (or fiscal year beginning in)		(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7	Amounts from line 4						
8	Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9	Net income from unrelated business activities, whether or not the business is regularly carried on						
10	Other income (Explain in Part IV) Do not include gain or loss from the sale of capital assets						
11	Total support (Add lines 7 through 10)						
12	Gross receipts from related activities, etc (See instructions)					12	
13	First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						

Section C. Computation of Public Support Percentage		
14	Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	14
15	Public Support Percentage for 2010 Schedule A, Part II, line 14	15
16a	33 1/3% support test—2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	☐
b	33 1/3% support test—2010. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	☐
17a	10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization	☐
b	10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization	☐
18	Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions	☐

Part IIISupport Schedule for Organizations Described in IRC 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	373,991	511,721	763,235	515,131	499,516	2,663,594
2Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	329,587	73,423	304,368	44,301	47,169	798,848
3Gross receipts from activities that are not an unrelated trade or business under section 513						
4Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5The value of services or facilities furnished by a governmental unit to the organization without charge						
6Total. Add lines 1 through 5	703,578	585,144	1,067,603	559,432	546,685	3,462,442
7aAmounts included on lines 1, 2, and 3 received from disqualified persons						
bAmounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year	322,229	67,427	293,659			683,315
cAdd lines 7a and 7b	322,229	67,427	293,659			683,315
8Public Support (Subtract line 7c from line 6.)						2,779,127

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9Amounts from line 6	703,578	585,144	1,067,603	559,432	546,685	3,462,442
10aGross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	32,202	14,442	3,252	7,625	13,310	70,831
bUnrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
cAdd lines 10a and 10b	32,202	14,442	3,252	7,625	13,310	70,831
11Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13Total support (Add lines 9, 10c, 11 and 12.)	735,780	599,586	1,070,855	567,057	559,995	3,533,273
14First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here	☐					

Section C. Computation of Public Support Percentage

15Public Support Percentage for 2011 (line 8 column (f) divided by line 13 column (f))	15	78.660 %
16Public support percentage from 2010 Schedule A, Part III, line 15	16	76.900 %

Section D. Computation of Investment Income Percentage

17Investment income percentage for 2011 (line 10c column (f) divided by line 13 column (f))	17	2.000 %
18Investment income percentage from 2010 Schedule A, Part III, line 17	18	2.000 %
19a33 1/3% support tests—2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization	☒	
b33 1/3% support tests—2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization	☐	
20Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions	☐	

Part IV **Supplemental Information.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation

Additional Data

Software ID:
Software Version:
EIN: 23-7053004
Name: NATIONAL RAILWAY HISTORICAL SOCIETY
INC

Form 990, Special Condition Description:

Special Condition Description

Form 990, Part III - 4 Program Service Accomplishments (See the Instructions)

4d. Other program services
(Code) (Expenses \$ 100,600 including grants of \$) (Revenue \$ 20,400)
RAILCAMP - FOURTH ACHIEVEMENT IN CONJUNCTION WITH THE NATIONAL PARK SERVICE, THE SOCIETY OPERATED A ONE WEEK TRAINING SESSION FOR 25 TEENAGERS IN SCRANTON, PA IT CONSISTED OF SEMINAR AND FIELD TRIPS TO PROVIDE BACKGROUND IN RAIL HISTORIC PRESERVATION, RAILROAD OPERATION, TRANSPORTATION CAREER OPPORTUNITIES AND HISTORY INTERPRETATION WHICH INVOLVES LEARNING HOW TO TELL THE STORY OF RAILROAD HISTORY TO THE GENERAL PUBLIC LIBRARY - FIFTH ACHIEVEMENT THE NRHS LIBRARIES CONTAIN A LARGE COLLECTION OF RAILROAD BOOKS, FILMS, AND ARCHIVAL MATERIAL USED BY NRHS STAFF AND MEMBERS OF THE GENERAL PUBLIC WITH INTEREST IN RAILWAY HISTORICAL RESEARCH COVERS EXPENSES OF ACQUIRING AND PRESERVING HISTORICAL BOOKS, JOURNALS, FILMS, VIDEO TAPES AND OTHER MATERIALS RELATED TO RAILWAY HISTORY ALSO INCLUDES EXPENSE FOR STORAGE AND OPERATION OF THE LIBRARIES PERMANENT EQUIPMENT AND MATERIALS OWNED BY THE SOCIETY INCLUDE FIRE PROOF STORAGE CABINETS, COMPUTER AND FILM/SLIDE SCANNER EQUIPMENT THE LIBRARY MATERIALS ARE HOUSED IN THREE RIVERS, MA AND PHILLIPSBURG, NJ MISCELLANEOUS INCLUDES AWARDS AND RECOGNITION PLAQUES TO RAILWAYS, SOCIETY MEMBERS, NRHS CHAPTERS, AND THE GENERAL PUBLIC, EXPENSES RELATED TO PREPARING AND DISTRIBUTING CHAPTER DUES RENEWAL BILLS, CHAPTER DONATION SOLICITATIONS AND RETURN ENVELOPES FOR MORE THAN 12,000 MEMBERS OF THE SOCIETY WHO BELONG TO CHAPTERS, TRAVEL EXPENSES TO PROVIDE TECHNICAL CONSULTATION SERVICES TO VOLUNTEER LEADERS OF THE SOCIETY'S CHAPTERS AND VARIOUS OTHER PROGRAM SERVICE RELATED EXPENSES

SCHEDULE D

(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b**
▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
NATIONAL RAILWAY HISTORICAL SOCIETY
INC

Employer identification number
23-7053004

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	☐ Yes	☒ No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit	☐ Yes	☒ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or pleasure)

☐ Preservation of an historically importantly land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2 Complete lines 2a–2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☒ No

6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? ☐ Yes ☒ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3

Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a

☐

Public exhibition

b

☒

Scholarly research

c

☒

Preservation for future generations

d

☐

Loan or exchange programs

e

☐

Other

4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☒ No

Part IV

Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☒ No

b

If "Yes," explain the arrangement in Part XIV and complete the following table

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance

	Amount
1c	
1d	
1e	
1f	

2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☒ No

b

If "Yes," explain the arrangement in Part XIV

Part V

Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a)Current Year	(b)Prior Year	(c)Two Years Back	(d)Three Years Back	(e)Four Years Back
1a	Beginning of year balance				
b	Contributions				
c	Investment earnings or losses				
d	Grants or scholarships				
e	Other expenditures for facilities and programs				
f	Administrative expenses				
g	End of year balance				

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶

b

Permanent endowment ▶

c

Term endowment ▶

3a

Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i)

unrelated organizations

(ii)

related organizations

b

If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

	Yes	No
3a(i)		No
3a(ii)		No
3b		No

4

Describe in Part XIV the intended uses of the organization's endowment funds

Part VI

Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b)Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a	Land			
b	Buildings			
c	Leasehold improvements			
d	Equipment	17,209	11,823	5,386
e	Other			
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) ▶				5,386

Part XIReconciliation of Change in Net Assets from Form 990 to Financial Statements			
1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	545,716
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	596,185
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	-50,469
4	Net unrealized gains (losses) on investments	4	34,534
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 - 8	9	34,534
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	-15,935

Part XIIReconciliation of Revenue per Audited Financial Statements With Revenue per Return			
1	Total revenue, gains, and other support per audited financial statements	1	582,439
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	34,534
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	34,534
3	Subtract line 2e from line 1	3	547,905
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	-2,189
c	Add lines 4a and 4b	4c	-2,189
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)	5	545,716

Part XIIIReconciliation of Expenses per Audited Financial Statements With Expenses per Return			
1	Total expenses and losses per audited financial statements	1	598,374
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	598,374
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	-2,189
c	Add lines 4a and 4b	4c	-2,189
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	596,185

Part XIVSupplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b Also complete this part to provide any additional information

Identifier	Return Reference	Explanation
TERMS FOR NOT REPORTING ASSETS PER SFAS 116	SCHEDULE D, PAGE 1, PART III, LINE 1A	THE COLLECTIONS CONSIST OF HISTORICAL FILM AND PHOTOGRAPHS, WHICH WERE ACQUIRED THROUGH PURCHASES AND CONTRIBUTIONS SINCE THE SOCIETY'S INCEPTION, ARE NOT RECOGNIZED AS ASSETS ON THE STATEMENT OF FINANCIAL POSITION PURCHASES OF COLLECTION ITEMS ARE RECORDED AS DECREASES IN UNRESTRICTED NET ASSETS IN THE YEAR IN WHICH THE ITEMS ARE ACQUIRED OR AS TEMPORARILY OR PERMANENTLY RESTRICTED NET ASSETS IF THE ASSETS USED TO PURCHASE THE ITEMS ARE RESTRICTED BY DONORS CONTRIBUTED COLLECTION ITEMS ARE NOT REFLECTED ON THE FINANCIAL STATEMENTS
COLLECTIONS AND RELATION TO EXEMPT PURPOSE	SCHEDULE D, PAGE 2, PART III, LINE 4	PRESERVATION OF RAILROAD HISTORY THROUGH PURCHASES AND/OR RESTORATIONS OF BOOKS, FILMS, MAPS, TIMETABLES, PHOTOGRAPHS, AND OFFICIAL RAILROAD COMPANY DOCUMENTS
LIABILITY UNDER FIN 48 FOOTNOTE	SCHEDULE D, PAGE 3, PART X	INCOME TAXES - THE SOCIETY IS EXEMPT FROM ALL FEDERAL AND STATE INCOME TAXES, IN ACCORDANCE WITH SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE IN JULY 2006, THE FINANCIAL ACCOUNTING STANDARDS BOARD (FASB) ISSUED FINANCIAL ACCOUNTING STANDARDS BOARD CODIFICATION NO 740-10-05, INCOME TAXES (FASC 740-10-05) FASC 740-10-05 CLARIFIES THE ACCOUNTING OF UNCERTAINTY IN INCOME TAXES BY PRESCRIBING THE RECOGNITION THRESHOLD A TAX POSITION IS REQUIRED TO MEET BEFORE BEING RECOGNIZED IN THE FINANCIAL STATEMENTS IT ALSO PROVIDED GUIDANCE ON DERECOGNITION, CLASSIFICATION, INTEREST AND PENALTIES, ACCOUNTING IN INTERIM PERIODS, DISCLOSURE, AND TRANSITION FASC 740-10-05 IS EFFECTIVE FOR FISCAL YEARS BEGINNING AFTER DECEMBER 15, 2008, AND WAS ADOPTED BY THE SOCIETY FOR THE YEAR ENDED DECEMBER 31, 2009 THE SOCIETY HAS REVIEWED THE IMPACT OF FASC 740-10-05 ON THE FINANCIAL STATEMENTS AND HAS DETERMINED THERE IS NO MATERIAL UNCERTAIN TAX POSITIONS OR UNRECOGNIZED TAX BENEFITS AND THERE IS NO MATERIAL IMPACT ON THE STATEMENTS OF FINANCIAL POSITION, STATEMENTS OF OPERATIONS AND CHANGES IN NET ASSETS OR CASH FLOWS
RECONCILIATION OF CHANGES - OTHER	SCHEDULE D, PAGE 4, PART XI, LINE 8	COST OF GOODS SOLD 2,189 COST OF GOODS SOLD - 2,189
REVENUE AMOUNTS INCLUDED ON RETURN - OTHER	SCHEDULE D, PAGE 4, PART XII, LINE 4B	COST OF GOODS SOLD -2,189
EXPENSE AMOUNTS INCLUDED ON RETURN - OTHER	SCHEDULE D, PAGE 4, PART XIII, LINE 4B	COST OF GOODS SOLD -2,189

Schedule I
(Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations,
Governments and Individuals in the United States

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization
NATIONAL RAILWAY HISTORICAL SOCIETY
INC

Employer identification number
23-7053004

Part I

General Information on Grants and Assistance

- 1

Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ Yes

☐ No
- 2

Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II

Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed ▶ ☒

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance

2

Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶

3

Enter total number of other organizations listed in the line 1 table ▶

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance

Part IV

Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Identifier	Return Reference	Explanation
------------	------------------	-------------

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization NATIONAL RAILWAY HISTORICAL SOCIETY INC	Employer identification number 23-7053004
--	--

Identifier	Return Reference	Explanation
ALL OTHER ACCOMPLISHMENT DESCRIPTION	FORM 990, PAGE 2, PART III, LINE 4D	RAILCAMP - FOURTH ACHIEVEMENT IN CONJUNCTION WITH THE NATIONAL PARK SERVICE, THE SOCIETY OPERATED A ONE WEEK TRAINING SESSION FOR 25 TEENAGERS IN SCRANTON, PA IT CONSISTED OF SEMINAR AND FIELD TRIPS TO PROVIDE BACKGROUND IN RAIL HISTORIC PRESERVATION, RAILROAD OPERATION, TRANSPORTATION CAREER OPPORTUNITIES AND HISTORY INTERPRETATION WHICH INVOLVES LEARNING HOW TO TELL THE STORY OF RAILROAD HISTORY TO THE GENERAL PUBLIC LIBRARY - FIFTH ACHIEVEMENT THE NRHS LIBRARIES CONTAIN A LARGE COLLECTION OF RAILROAD BOOKS, FILMS, AND ARCHIVAL MATERIAL USED BY NRHS STAFF AND MEMBERS OF THE GENERAL PUBLIC WITH INTEREST IN RAILWAY HISTORICAL RESEARCH COVERS EXPENSES OF ACQUIRING AND PRESERVING HISTORICAL BOOKS, JOURNALS, FILMS, VIDEO TAPES AND OTHER MATERIALS RELATED TO RAILWAY HISTORY ALSO INCLUDES EXPENSE FOR STORAGE AND OPERATION OF THE LIBRARIES PERMANENT EQUIPMENT AND MATERIALS OWNED BY THE SOCIETY INCLUDE FIRE PROOF STORAGE CABINETS, COMPUTER AND FILM/SLIDE SCANNER EQUIPMENT THE LIBRARY MATERIALS ARE HOUSED IN THREE RIVERS, MA AND PHILLIPSBURG, NJ MISCELLANEOUS INCLUDES AWARDS AND RECOGNITION PLAQUES TO RAILWAYS, SOCIETY MEMBERS, NRHS CHAPTERS, AND THE GENERAL PUBLIC, EXPENSES RELATED TO PREPARING AND DISTRIBUTING CHAPTER DUES RENEWAL BILLS, CHAPTER DONATION SOLICITATIONS AND RETURN ENVELOPES FOR MORE THAN 12,000 MEMBERS OF THE SOCIETY WHO BELONG TO CHAPTERS, TRAVEL EXPENSES TO PROVIDE TECHNICAL CONSULTATION SERVICES TO VOLUNTEER LEADERS OF THE SOCIETY'S CHAPTERS AND VARIOUS OTHER PROGRAM SERVICE RELATED EXPENSES
RELATED PARTY INFORMATION AMONG OFFICERS	FORM 990, PAGE 6, PART VI, LINE 2	MARK LAZUR HARLA LAZUR DIRECTOR DIRECTOR HUSBAND & WIFE GREGORY P MOLLOY G PATRICK MOLLOY PRESIDENT DIRECTOR 1ST COUSINS DONALD WINTER CHRISTINE WINTER DIRECTOR DIRECTOR HUSBAND & WIFE WESLEY ROSS SHIRLEY ROSS DIRECTOR DIRECTOR HUSBAND & WIFE
SIGNIFICANT CHANGES TO ORGANIZATIONAL DOCUMENTS	FORM 990, PAGE 6, PART VI, LINE 4	IN JUNE 2011, THE MEMBERS OF THE SOCIETY RATIFIED A NEW SET OF BYLAWS TO BE IMPLEMENTED IN 2012 THE NEW BYLAWS MADE MAJOR CHANGES TO THE GOVERNANCE OF THE SOCIETY AND PROVIDED A SIGNIFICANT NUMBER OF CLARIFICATIONS, SIMPLER NOMENCLATURE AND GRAMMAR AND TERMINOLOGY UPGRADES THE CORE OF THESE CHANGES IS A SMALLER BOARD OF DIRECTORS CONSISTING OF 25 MEMBERS ALL ELECTED BY THE MEMBERS OF THE SOCIETY TWO OF THE SEATS ON THE BOARD WILL BE HELD BY THE PRESIDENT AND VICE PRESIDENT, FIVE BY DIRECTORS ELECTED BY THE ENTIRE MEMBERSHIP, AND THE REMAINING EIGHTEEN SEATS DIVIDED BETWEEN CHAPTER AND AT-LARGE MEMBERS ALLOCATED BY GEOGRAPHIC DISTRICTS WITH APPROXIMATELY THE SAME NUMBER OF MEMBERS IN EACH DISTRICT UNDER THE NEW BYLAWS, THE SECRATARY AND TREASURER WILL BE ELECTED BY THE BOARD OF DIRECTORS THE BYLAWS REQUIRE STAGGERED TERMS AND SET TERM LIMITS OF TEN CONSECUTIVE YEARS OF SERVICE ON THE BOARD OF DIRECTORS OTHER GOVERNANCE RELATED CHANGES ESTABLISH SEVERAL STANDING COMMITTEES, BETTER DEFINE THE DUTIES OF THE OFFICERS, REDUCE THE NUMBER OF OFFICER POSITIONS AND SET MINIMUM QUALIFICATIONS FOR SERVING AS DIRECTOR OR OFFICER IN ADDITION THE NEW BYLAWS ESTABLISH AN ADVISORY COUNCIL TO FOSTER OPEN COMMUNICATIONS BETWEEN THE BOARD OF DIRECTORS AND THE MEMBERSHIP EACH CHAPTER OF THE SOCIETY MAY DESIGNATE ONE OF ITS MEMBERS TO SERVE AS ITS NATIONAL REPRESENTATIVE, WHO WILL BE THE OFFICIAL SPOKESMAN FOR THE CHAPTER ORGANIZATION ON THE ADVISORY COUNCIL THE COUNCIL WILL HOLD THREE MEETINGS A YEAR AND THE BOARD OF DIRECTORS FOUR
CLASSES OF MEMBERS OR STOCKHOLDERS	FORM 990, PAGE 6, PART VI, LINE 6	NRHS HAS MEMBERS WHO ELECT MEMBERS OF THE BOARD OF DIRECTORS, THE OFFICERS ARE IN TURN ELECTED BY THE BOARD OF DIRECTORS
ELECTION OF MEMBERS AND THEIR RIGHTS	FORM 990, PAGE 6, PART VI, LINE 7A	NRHS HAS MEMBERS WHO ELECT MEMBERS OF THE BOARD OF DIRECTORS, THE OFFICERS ARE IN TURN ELECTED BY THE BOARD OF DIRECTORS
DECISIONS SUBJECT TO APPROVAL OF MEMBERS	FORM 990, PAGE 6, PART VI, LINE 7B	THE MEMBERS ELECT THE BOARD OF DIRECTORS AT THE ANNUAL MEETING ANY BYLAW CHANGE MUST ALSO BE APPROVED BY THE MEMBERS AT SUCH A MEETING IN ADDITION, ANY ACTION OF THE BOARD OF DIRECTORS MAY BE REVIEWED BY THE MEMBERS AS A WHOLE AT THE ANNUAL MEETING
DOCUMENTATION BY COMMITTEE	FORM 990, PAGE 6, PART VI, LINE 8B	FORMAL MINUTES OF THE MEETINGS/WORK SESSIONS OF THE SOCIETY'S COMMITTEES ARE NOT TAKEN, BUT AS APPROPRIATE, WRITTEN REPORTS OF THESE MEETINGS ARE PROVIDED TO THE BOARD OF DIRECTORS, PARTICULARLY IF FURTHER ACTION AND OR APPROVAL BY THE BOARD IS REQUIRED
ORGANIZATION'S PROCESS USED TO REVIEW FORM 990	FORM 990, PAGE 6, PART VI, LINE 11B	THE SOCIETY POST THE DRAFT FORM 990 ON A PASSWORD PROTECTED SECTION OF ITS WEBSITE AND NOTIFIES ITS BOARD MEMBERS THAT THE RETURN IS AVAILABLE FOR REVIEW
ENFORCEMENT OF CONFLICTS POLICY	FORM 990, PAGE 6, PART VI, LINE 12C	EACH MEMBER OF THE SOCIETY'S GOVERNING BODY IS REQUIRED TO SIGN A CONFLICT OF INTEREST FORM ONCE EVERY THREE YEARS AT EACH MEETING OF THE SOCIETY'S BOARD OF DIRECTORS THERE IS AN OPPORTUNITY FOR ANY ONE IN ATTENDANCE TO STATE WHETHER THEY HAVE A NEW CONFLICT OF INTEREST AND THESE STATEMENTS ARE DOCUMENTED IN THE SOCIETY'S MINUTES
GOVERNING DOCUMENTS DISCLOSURE EXPLANATION	FORM 990, PAGE 6, PART VI, LINE 19	1) THE SOCIETY'S BYLAWS ARE AVAILABLE UPON REQUEST AND CAN BE OBTAINED FROM THE SOCIETY'S SECRETARY 2) A COPY OF THE SOCIETY'S CONFLICT OF INTEREST POLICY IS PROVIDED TO EACH MEMBER OF THE SOCIETY'S BOARD OF DIRECTORS AND IS MADE AVAILABLE UPON REQUEST, AND CAN BE OBTAINED FROM ANY MEMBER OF THE BOARD, OR THE SOCIETY'S SECRETARY 3) THE SOCIETY'S FINANCIAL STATEMENTS ARE INCLUDED IN ITS ANNUAL REPORT WHICH IS PRESENTED AT THE ANNUAL MEETING

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
BARRY O SMITH SENIOR VP	25 00	X		X				0	0	0
JEFFREY SMITH VP	20 00	X		X				0	0	0
JOESEPH MALONEY JR SECRETARY	10 00	X		X				0	0	0
RICHARD M BILLINGS DIRECTOR		X						0	0	0
RALPH BITZER TREASURER	10 00	X		X				0	0	0
HARRY A WEBER DIRECTOR		X						0	0	0
ARTHUR GIARDINO DIRECTOR		X						0	0	0
JOHN SWEIGART DIRECTOR		X						0	0	0
CHARLES CHILDLESS DIRECTOR		X						0	0	0
WALTER ZULLIG JR DIRECTOR		X						0	0	0
CARL JENSEN DIRECTOR		X						0	0	0
THOMAS MOSS DIRECTOR		X						0	0	0
WILLIAM WOOD DIRECTOR		X						0	0	0
DAVID FLINN DIRECTOR		X						0	0	0
EDWARD BERNTSEN DIRECTOR		X						0	0	0
WESLEY ROSS DIRECTOR		X						0	0	0
EDWARD GRAHAM DIRECTOR		X						0	0	0
LARRY DYER DIRECTOR		X						0	0	0
ROBERT ERNST DIRECTOR		X						0	0	0
SAM BOLDRICK DIRECTOR		X						0	0	0
WILLIAM CHAPMAN DIRECTOR		X						0	0	0
WILLIAM GILL DIRECTOR		X						0	0	0
JACK HILBORN DIRECTOR		X						0	0	0
DONALD WINTER DIRECTOR		X						0	0	0
AL GREENSTEIN DIRECTOR		X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
TED SMITH DIRECTOR		X						0	0	0
RICHARD J BARTON DIRECTOR		X						0	0	0
CHARLES GIRARD DIRECTOR		X						0	0	0
KENNETH MAYLATH DIRECTOR		X						0	0	0
DONALD WINTERS DIRECTOR		X						0	0	0
HOWARD WALKER DIRECTOR		X						0	0	0
E NORRIS DEYERLE DIRECTOR		X						0	0	0
PHILLIP NEWBERG DIRECTOR		X						0	0	0
NEIL BAERMAN DIRECTOR		X						0	0	0
EDWARD T LEVAY DIRECTOR		X						0	0	0
BARRIE SANFORD DIRECTOR		X						0	0	0
MICHAEL H BAUER DIRECTOR		X						0	0	0
STEPHEN WASBY DIRECTOR		X						0	0	0
RICHARD JOHNSON DIRECTOR		X						0	0	0
WYANCEY ELLIS DIRECTOR		X						0	0	0
CHARLES WANSELL DIRECTOR		X						0	0	0
RONALD VILE DIRECTOR		X						0	0	0
JOHN D ANSELL DIRECTOR		X						0	0	0
MARK IRVIN DIRECTOR		X						0	0	0
CARL E OLSEN JR DIRECTOR		X						0	0	0
WILLIAM SANDER DIRECTOR		X						0	0	0
ROY JACKSON DIRECTOR		X						0	0	0
WILLIAM H SHANNON DIRECTOR		X						0	0	0
WILLIAM ANDES DIRECTOR		X						0	0	0
DONALD MAXWELL DIRECTOR		X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
MEL MCFARLAND DIRECTOR		X						0	0	0
JOHN HOLLOWAY DIRECTOR		X						0	0	0
CLYDE E GUTHROW DIRECTOR		X						0	0	0
RAYMOND A AXELROD DIRECTOR		X						0	0	0
JAMES TORGESON DIRECTOR		X						0	0	0
STEVE RANKIN DIRECTOR		X						0	0	0
RICHARD SCHROEDER DIRECTOR		X						0	0	0
LEON DUMINIAK DIRECTOR		X						0	0	0
CHARLES A RUSSELL DIRECTOR		X						0	0	0
FRANK J MCKEOUGH DIRECTOR		X						0	0	0
DAVID DE VAULT DIRECTOR		X						0	0	0
RONALD DIEDRICH DIRECTOR		X						0	0	0
MICHAEL BROOKS DIRECTOR		X						0	0	0
H CHARLES FURST DIRECTOR		X						0	0	0
HARRY P CLAPP DIRECTOR		X						0	0	0
LESTER COLLINS DIRECTOR		X						0	0	0
GALE MCKINLEY DIRECTOR		X						0	0	0
HARLA LAZUR DIRECTOR		X						0	0	0
DOUGLAS WHITE DIRECTOR		X						0	0	0
JAMES F KNIGHT DIRECTOR		X						0	0	0
EDWARD A KLINGER DIRECTOR		X						0	0	0
MARTIN OWEN DIRECTOR		X						0	0	0
ROLLAND STREET DIRECTOR		X						0	0	0
M RICHARD CHARLESWORTH DIRECTOR		X						0	0	0
THOMAS JOHNSON DIRECTOR		X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
RICHARD GORDDARD DIRECTOR		X						0	0	0
CHARLES B BUELL DIRECTOR		X						0	0	0
YOSHITAKA MATSUO DIRECTOR		X						0	0	0
MITCHELL DAKELMAN DIRECTOR		X						0	0	0
CHARLES MARTIN DIRECTOR		X						0	0	0
TIMOTHY O'MALLEY DIRECTOR		X						0	0	0
RAY GRABOWSKI JR DIRECTOR		X						0	0	0
HAROLD SHAAK DIRECTOR		X						0	0	0
MARK LAZUR DIRECTOR		X						0	0	0
BENJAMIN YOUNG DIRECTOR		X						0	0	0
ALAN MARSHALL MCCUTCHEN DIRECTOR		X						0	0	0
EARL WHITELEY DIRECTOR		X						0	0	0
WILLIAM STRONG DIRECTOR		X						0	0	0
WILLIAM KOVACS DIRECTOR		X						0	0	0
JOHN M HART DIRECTOR		X						0	0	0
DE LOY NELMS DIRECTOR		X						0	0	0
GEORGE W BLESSING DIRECTOR		X						0	0	0
PETER MESSINA DIRECTOR		X						0	0	0
MIA MATHER DIRECTOR		X						0	0	0
REBECCA GERSTUNG DIRECTOR		X						0	0	0
G PATRICK MOLLOY DIRECTOR		X						0	0	0
MARJORIE FIORILLA DIRECTOR		X						0	0	0
DALE WILKEN DIRECTOR		X						0	0	0
BRIAN CARLSON DIRECTOR		X						0	0	0
WILLIAM DREDGE DIRECTOR		X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
KEN FAIRCLOTH DIRECTOR		X						0	0	0
ROBERT BRUBAKER DIRECTOR		X						0	0	0
ROBERT FREEMAN DIRECTOR		X						0	0	0
ARTHUR POOLE DIRECTOR		X						0	0	0
B J STIGALL DIRECTOR		X						0	0	0
WILLIAM JOHNSTON DIRECTOR		X						0	0	0
PATRICK STETINA DIRECTOR		X						0	0	0
ROBERT EASTWOOD JR DIRECTOR		X						0	0	0
RICHARD SHULBY DIRECTOR		X						0	0	0
DONALD WALTER DIRECTOR		X						0	0	0
DANIEL J MULHEARN DIRECTOR		X						0	0	0
JOHN LUTZ DIRECTOR		X						0	0	0
RICHARD DAVIDSON JR DIRECTOR		X						0	0	0
HOWARD FREED DIRECTOR		X						0	0	0
MATTHEW NUSSBAUM DIRECTOR		X						0	0	0
ROBERT MESITE DIRECTOR		X						0	0	0
DUANE DURR DIRECTOR		X						0	0	0
CHARLES B HOWARD DIRECTOR		X						0	0	0
JERE WENDT DIRECTOR		X						0	0	0
PAUL EHESSE DIRECTOR		X						0	0	0
O FRANKLIN JOHNSON DIRECTOR		X						0	0	0
DANIEL STARK DIRECTOR		X						0	0	0
ROBERT MURRAY JR DIRECTOR		X						0	0	0
DAVID BRIGHTERS DIRECTOR		X						0	0	0
JAMES PEKAREK DIRECTOR		X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JOHN M POWELL DIRECTOR		X						0	0	0
THOMAS THORNQUIST DIRECTOR		X						0	0	0
WILLIAM FRANTZ DIRECTOR		X						0	0	0
DONALD JILSON DIRECTOR		X						0	0	0
RICHARD BACON DIRECTOR		X						0	0	0
DAVE BYERS DIRECTOR		X						0	0	0
LOUIS MILLER DIRECTOR		X						0	0	0
HAROLD OWENS DIRECTOR		X						0	0	0
RICHARD BOUSHELL DIRECTOR		X						0	0	0
ANN MILLER DIRECTOR		X						0	0	0
ROBERT RING DIRECTOR		X						0	0	0
DONALD BISHOP DIRECTOR		X						0	0	0
RONALD KEEVIL DIRECTOR		X						0	0	0
JAMES PAHRIS DIRECTOR		X						0	0	0
FREDERICK CIOCCIOLA DIRECTOR		X						0	0	0
JAMES LINDHOLM DIRECTOR		X						0	0	0
DICK HELMKE DIRECTOR		X						0	0	0
TONY WHITE DIRECTOR		X						0	0	0
WALLACE HENDERSON DIRECTOR		X						0	0	0
THOMAS BIERY DIRECTOR		X						0	0	0
E MACDOUGALL PALMER DIRECTOR		X						0	0	0
RAY MURDOCK DIRECTOR		X						0	0	0
ROBERT CLARK DIRECTOR		X						0	0	0
J HARVEY KOEHN DIRECTOR		X						0	0	0
E STEVEN BARRY DIRECTOR		X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
BERTON ROBINSON DIRECTOR		X						0	0	0
JACK SALT DIRECTOR		X						0	0	0
DANIEL ADAMS DIRECTOR		X						0	0	0
ROBERT JOYCE DIRECTOR		X						0	0	0
THOMAS CAUDILL DIRECTOR		X						0	0	0
JIMM WEBB DIRECTOR		X						0	0	0
ROBERT S SAYES DIRECTOR		X						0	0	0
JOHN SIMANTON DIRECTOR		X						0	0	0
JOHN SWEIGART DIRECTOR		X						0	0	0
CHRISTINE WINTER DIRECTOR		X						0	0	0
WILLIAM BAIN DIRECTOR		X						0	0	0
WILLIAM BAXTER DIRECTOR		X						0	0	0
LEE BISHOP DIRECTOR		X						0	0	0
JOHN R STEWART DIRECTOR		X						0	0	0
JOHN BLACK DIRECTOR		X						0	0	0
DANIEL BRIGGS DIRECTOR		X						0	0	0
CHARLES CHILDS DIRECTOR		X						0	0	0
JOHN DEROO DIRECTOR		X						0	0	0
HOWARD DICKINSON DIRECTOR		X						0	0	0
CLAUDE DOANE DIRECTOR		X						0	0	0
KENNETH DURRUA DIRECTOR		X						0	0	0
ROBERT FERRELL DIRECTOR		X						0	0	0
JEFFREY D FOSTER DIRECTOR		X						0	0	0
RICHARD HABERMANN DIRECTOR		X						0	0	0
M PAUL HOPKINS DIRECTOR		X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
RONALD L LUNDSTROM DIRECTOR		X						0	0	0
BOB MCCORMICK DIRECTOR		X						0	0	0
ROBERT F MAYS DIRECTOR		X						0	0	0
SHIRLEY ROSS DIRECTOR		X						0	0	0
PETER SMYKLA JR DIRECTOR		X						0	0	0
MICHAEL WASHENKO DIRECTOR		X						0	0	0
MICHAEL C WIKMAN DIRECTOR		X						0	0	0
SANFORD WILLIAMSON DIRECTOR		X						0	0	0
JAMES WURGLER DIRECTOR		X						0	0	0
GREGORY P MOLLOY PRESIDENT	30 00			X				0	0	0