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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)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

2012

Open to Public Inspection

A For the 2012 calendar year, or tax year beginning 01-01-2012 , 2012, and ending 12-31-2012

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
ROOM/SUITE 400

City or town, state or country, and ZIP + 4
PHILADELPHIA, PA 19102

D Employer identification number
23-7053004

E Telephone number
(215) 557-6606

G Gross receipts $ 958,725

F Name and address of principal officer
GREGORY P MOLLOY
100 N 20TH ST SUITE 400
PHILADELPHIA, PA 191031462

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	25
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	25
5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	225
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b	Net unrelated business taxable income from Form 990-T, line 34	7b	

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	499,516	451,553
	9	Program service revenue (Part VIII, line 2g)	25,400	478,920
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	14,530	18,773
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	6,270	6,079
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	545,716	955,325
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	38,500	50,040
	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)	8,728	9,646
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶55,861		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	548,957	1,169,238
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	596,185	1,228,924
	19	Revenue less expenses Subtract line 18 from line 12	-50,469	-273,599

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	779,669	495,286
	21	Total liabilities (Part X, line 26)	382,998	370,710
	22	Net assets or fund balances Subtract line 21 from line 20	396,671	124,576

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

****** | 2013-08-13
Signature of officer | Date

GREGORY P MOLLOY PRESIDENT
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
NICHOLAS S HUNTINGTON		2013-08-13		

Firm's name ▶ PADDEN GUERRINI & ASSOCIATES PC | Firm's EIN ▶

Firm's address ▶ 91 CUMBERLAND PARKWAY
MECHANICSBURG, PA 170555676 | Phone no (717) 790-9333

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 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 $ 525,035 including grants of $) (Revenue $ 447,078)

CONVENTION A NATIONAL CONVENTION IS HELD ANNUALLY AT A LOCATION OF RAIL HISTORY SIGNIFICANCE AND ATTENDED BY SEVERAL HUNDRED PEOPLE CONVENTION ACTIVITIES INCLUDE SEMINARS, FIELD TRIPS TO VISIT RAILROAD HISTORICAL RAILROAD SITES, INSPECT RAIL FACILITIES, OBSERVE OPERATION OF PRESERVED RAILROAD EQUIPMENT AND RAIL EXCURSIONS, OFTEN ON RAIL LINES WHICH RARELY HAVE PASSENGER TRAIN SERVICE THE SOCIETY'S CONVENTIONS ARE OPEN TO MEMBERS OF THE GENERAL PUBLIC INTERESTED IN RAILWAY HISTORY THE 2012 CONVENTION WAS HELD IN CEDAR RAPIDS, IOWA AND ATTENDED BY OVER 800 PEOPLE

4b (Code) (Expenses $ 180,277 including grants of $) (Revenue $)

PUBLICATIONS NRHS ISSUES TWO PUBLICATIONS FOUR ISSUES OF THE "NRHS BULLETIN" ARE DISTRIBUTED EACH YEAR TO OVER 12,000 MEMBERS OF THE SOCIETY THIS PUBLICATION 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 EACH ISSUE HAS 36 TO 44 PAGES AND INCLUDES COLOR AND BLACK AND WHITE PHOTOGRAPHS SIX ISSUES OF "NRHS NEWS" ARE DISTRIBUTED EACH YEAR TO OVER 12,000 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

4c (Code) (Expenses $ 81,171 including grants of $) (Revenue $ 31,842)

RAILCAMP DURING 2012, THE SOCIETY OPERATED TWO ONE-WEEK SESSIONS OF RAILCAMP A TRAINING PROGRAM OF SEMINARS AND FIELD TRIPS OPEN TO HIGH SCHOOL STUDENTS FROM 9TH TO 12TH GRADE TO PROVIDE BACKGROUND IN RAIL HISTORIC PRESERVATION, RAILROAD HISTORY INTERPRETATION (WHICH INVOLVES LEARNING HOW TO TELL THE STORY OF RAILROAD HISTORY TO THE GENERAL PUBLIC) RAILROAD OPERATION AND TRANSPORTATION CAREER OPPORTUNITIES ONE SESSION, WAS HELD IN SCRANTON, PA IN COOPERATION WITH THE NATIONAL PARK SERVICE, THE OTHER WAS HELD IN TACOMA, WASHINGTON

(Code) (Expenses $ 182,143 including grants of $ 50,040) (Revenue $)

GRANTS SINCE 1994, THE NATIONAL RAILWAY HISTORICAL SOCIETY HAS AWARDED GRANTS FOR PROJECTS THAT PRESERVE, RESEARCH, EDUCATE, OR PUBLISH RAILWAY HISTORY EXAMPLE 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 501C3 TAX EXEMPT ORGANIZATIONS THE MAXIMUM AWARD IS 5,000 PER YEAR PER PROJECT MEMBERSHIP RECORDS MEMBERSHIP RECORDS EXPENSES INCLUDE THOSE RELATED TO MAINTAINING A DATABASE OF THE MEMBERS OF THE SOCIETY AND OF EACH CHAPTER OF THE SOCIETY AS WELL AS THOSE FOR PREPARING AND DISTRIBUTING DUES BILLS INCLUDING CHAPTER DUES, MAILING ENVELOPES AND OTHER DUES RENEWALS AND DONATION SOLICITATION MATERIAL ALSO INCLUDES EXPENSES RELATED THE USE OF THE DATABASE TO SUPPORT PROGRAM SERVICE ACTIVITIES SUCH AS PUBLICATIONS OTHER EXPENSES INCLUDE THOSE RELATED TO THE NRHS LIBRARY, TRAVEL EXPENSES AND MISCELLANEOUS PROGRAM SERVICES THE NRHS LIBRARIES CONTAIN A LARGE COLLECTION OF RAILROAD BOOKS, VIDEO TAPES, FILMS, AND ARCHIVAL MATERIAL LIBRARY EXPENSES INCLUDE THOSE FOR OPERATING THE LIBRARY, ACQUIRING AND PRESERVING HISTORIC BOOKS, JOURNALS, FILMS, VIDEO TAPES AND OTHER MATERIALS RELATED TO RAILWAY HISTORY PERMANENT EQUIPMENT USED IN THE LIBRARIES INCLUDES FIRE PROOF STORAGE CABINETS THE LIBRARY MATERIALS ARE CURRENTLY STORED IN THREE RIVERS, MASS AND PHILLIPSBURG, NJ TRAVEL EXPENSES INCLUDE THOSE TO ARRANGE ANNUAL CONVENTION WITH ATTENDANCE OF UP TO 900 MEMBERS AND GENERAL PUBLIC TRAVEL EXPENSES ALSO INCLUDE THOSE INCURRED TO PROVIDE TECHNICAL CONSULTATION SERVICES TO THE VOLUNTEER LEADERS OF THE SOCIETY'S CHAPTERS MISCELLANEOUS EXPENSES INCLUDE AWARDS AND RECOGNITION PLAQUES TO RAILWAYS, MEMBERS AND GENERAL PUBLIC BY THE SOCIETY AND ALSO TRAINING MATERIALS FOR USE BY THE SOCIETY'S CHAPTERS AND OTHER VARIOUS EXPENSES

4d Other program services (Describe in Schedule O)

(Expenses $ 182,143 including grants of $ 50,040) (Revenue $)

4e **Total program service expenses** ▶ 968,626

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*	1	Yes	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2		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*	3		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*	4		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*	5		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*	6		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*	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8	Yes	
9	Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, 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*	9		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*	10		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.*	11a	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*	11b		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*	11c		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*	11d		No
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	Yes	
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*	11f	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a	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 and XII is optional*	12b		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		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, Parts I and IV*	14b		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 United States? *If "Yes," complete Schedule F, Parts II and IV*	15		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 United States? *If "Yes," complete Schedule F, Parts III and IV*	16		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 (see instructions)*	17		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*	18		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*	19		No
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	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? *If "Yes," complete Schedule I, Parts I and III*	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	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? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25*	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? *If "Yes," complete Schedule L, Part 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? *If "Yes," complete Schedule L, Part I*	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	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? *If "Yes," complete Schedule L, Part IV*	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	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 direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		No
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	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? *If "Yes," complete Schedule R, Part I*	33		No
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		No
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		No
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	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? *If "Yes," complete Schedule R, Part VI*	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b 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	8			
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, Transmittal of Wage and Tax Statements, 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, securities account, or other financial 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 as charitable contributions?			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?			12a		
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.** See the instructions for additional information the organization must report on Schedule O			13a		
b	Enter the 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 amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		No
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			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	25		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O				
b	Enter the number of voting members included in line 1a, above, who are independent	1b	25		
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		No
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 this 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 ☐ Other (explain in Schedule O)

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 during the tax year

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

▶TRUDIE BRUNER 100 N 20TH ST SUITE 400 PHILADELPHIA, PA (215) 557-6606

Part VII **Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

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

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

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 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 organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
See Additional Data Table										

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(continued)*

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position: Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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

		(D)	(E)	(F)
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 listed above) who received more than $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? *If "Yes," complete Schedule J for such individual*	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? *If "Yes," complete Schedule J for such individual*	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? *If "Yes," complete Schedule J for such person*	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	182,872

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**

Check if Schedule O contains a response to any question in this Part VIII . . . . ☐

Section	Line	Description	Sub-col 1	Sub-col 2	(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	831				
	b	Membership dues	1b	365,860				
	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	84,862				
	g	Noncash contributions included in lines 1a-1f $						
	h	**Total.** Add lines 1a-1f ▶			451,553			
Program Service Revenue				Business Code				
	2a	CONVENTION			447,078	447,078		
	b	RAILCAMP			31,842	31,842		
	c							
	d							
	e							
	f	All other program service revenue						
	g	**Total.** Add lines 2a–2f ▶			478,920			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶			11,680	11,680		
	4	Income from investment of tax-exempt bond proceeds ▶						
	5	Royalties ▶						
			(i) Real	(ii) Personal				
	6a	Gross rents						
	b	Less rental expenses						
	c	Rental income or (loss)						
	d	Net rental income or (loss) ▶						
			(i) Securities	(ii) Other				
	7a	Gross amount from sales of assets other than inventory		7,093				
	b	Less cost or other basis and sales expenses						
	c	Gain or (loss)		7,093				
	d	Net gain or (loss) ▶			7,093	7,093		
	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	3,943				
	b	Less cost of goods sold	b	3,400				
	c	Net income or (loss) from sales of inventory ▶			543	543		
		Miscellaneous Revenue		Business Code				
	11a	OTHER EVENTS			4,960	4,960		
	b	OTHER SALES			576	576		
	c							
	d	All other revenue						
	e	**Total.** Add lines 11a–11d ▶			5,536			
	12	**Total revenue.** See Instructions ▶			955,325	503,772		

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)

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	50,040	50,040		
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 accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9	Other employee benefits				
10	Payroll taxes				
11	Fees for services (non-employees)				
a	Management	198,351	109,093	69,423	19,835
b	Legal	23,778		23,778	
c	Accounting	13,051		13,051	
d	Lobbying				
e	Professional fundraising services See Part IV, line 17	9,646			9,646
f	Investment management fees				
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	10,406		10,406	
12	Advertising and promotion	12,292	12,292		
13	Office expenses	72,123	33,852	15,202	23,069
14	Information technology	16,046	16,046		
15	Royalties . .				
16	Occupancy	6,124	6,124		
17	Travel	67,105	40,159	26,946	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings	399,709	392,673	7,036	
20	Interest				
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	3,006	3,006		
23	Insurance	70,816	69,482	1,334	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a	PUBLICATIONS - BULLETIN	99,071	99,071		
b	PUBLICATIONS - NEWS	42,521	42,521		
c	OTHER PROGRAM SERVICES	36,042	36,042		
d	RAILCAMP	35,450	35,450		
e	All other expenses	63,347	22,775	37,261	3,311
25	**Total functional expenses.** Add lines 1 through 24e	1,228,924	968,626	204,437	55,861
26	**Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X . . . . ☐

Section	Line	Description			(A) Beginning of year	Line	(B) End of year
Assets	1	Cash—non-interest-bearing			274,778	1	231,166
	2	Savings and temporary cash investments			5,058	2	
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net			522	4	48,569
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L				5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L				6	
	7	Notes and loans receivable, net				7	
	8	Inventories for sale or use			22,314	8	20,397
	9	Prepaid expenses and deferred charges			19,712	9	5,730
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a	17,209			
	b	Less accumulated depreciation	10b	14,829	5,386	10c	2,380
	11	Investments—publicly traded securities			442,740	11	184,629
	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			9,159	15	2,415
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)			779,669	16	495,286
Liabilities	17	Accounts payable and accrued expenses			11,940	17	28,856
	18	Grants payable				18	
	19	Deferred revenue			371,058	19	318,716
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D				21	
	22	Loans and other 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				25	23,138
	26	**Total liabilities.** Add lines 17 through 25			382,998	26	370,710
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ ☑ and complete lines 27 through 29, and lines 33 and 34.**					
	27	Unrestricted net assets			319,122	27	49,822
	28	Temporarily restricted net assets			60,150	28	57,355
	29	Permanently restricted net assets			17,399	29	17,399
		Organizations that do not follow SFAS 117 (ASC 958), 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			396,671	33	124,576
	34	Total liabilities and net assets/fund balances			779,669	34	495,286

Part XI **Reconcilliation 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	955,325
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,228,924
3	Revenue less expenses Subtract line 2 from line 1	3	-273,599
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	396,671
5	Net unrealized gains (losses) on investments	5	1,504
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	124,576

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?	2a		No
	If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
	If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☑ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes," to line 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?	2c		No
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O			
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?	3a		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	3b		

Additional Data

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

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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee) Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
WILLIAM SCOTT ANDES DIRECTOR	0 00	X						0	0	0
CHARLES WM ANSELL DIRECTOR		X						0	0	0
JOHN D ANSELL DIRECTOR		X						0	0	0
STEPHEN E AUSTIN DIRECTOR		X						0	0	0
RAYMOND A AXELROD DIRECTOR		X						0	0	0
WILLIAM BAIN DIRECTOR		X						0	0	0
E STEVEN BARRY DIRECTOR		X						0	0	0
RICHARD J BARTON DIRECTOR		X						0	0	0
MICHAEL H BAUER JR DIRECTOR		X						0	0	0
WILLIAM T BAXTER DIRECTOR		X						0	0	0
RICHARD W BELL JR DIRECTOR		X						0	0	0
EDWARD M BERNTSEN DIRECTOR		X						0	0	0
THOMAS A BIERY DIRECTOR		X						0	0	0
RICHARD M BILLINGS DIRECTOR		X						0	0	0
LEE D BISHOP DIRECTOR		X						0	0	0
DONALD F BISHOP II DIRECTOR		X						0	0	0
RALPH ROBERT BITZER TREASURER	10 00	X		X				0	0	0
JOHN C BLACK DIRECTOR		X						0	0	0
GEORGE WILLIAM BLESSING DIRECTOR		X						0	0	0
S J BOLDRICK DIRECTOR		X						0	0	0
RICHARD B BOUSHELL JR DIRECTOR		X						0	0	0
DANIEL BRIGGS DIRECTOR		X						0	0	0
DAVID E BRIGHTERS DIRECTOR		X						0	0	0
ROBERT D BRUBAKER DIRECTOR		X						0	0	0
RON BRUNDAGE 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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(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			
DAVE BYERS DIRECTOR		X						0	0	0
THOMAS L CAUDILL DIRECTOR		X						0	0	0
WILLIAM CHAPMAN DIRECTOR		X						0	0	0
M RICHARD CHARLESWORTH DIRECTOR		X						0	0	0
FREDERICK CIOCCIOLA DIRECTOR		X						0	0	0
ANTHONY GRANT COLE DIRECTOR		X						0	0	0
MELVIN W COLLINS DIRECTOR		X						0	0	0
MITCHELL E DAKELMAN DIRECTOR		X						0	0	0
ROBERT J DASH DIRECTOR		X						0	0	0
RICHARD C DAVIDSON JR DIRECTOR		X						0	0	0
JOHN DE ROO DIRECTOR		X						0	0	0
GERARD R DEILY DIRECTOR		X						0	0	0
HOWARD C DICKINSON III DIRECTOR		X						0	0	0
RONALD L DIEDRICH DIRECTOR		X						0	0	0
CLAUDE R DOANE DIRECTOR		X						0	0	0
WILLIAM W DREDGE DIRECTOR		X						0	0	0
LEON B DUMINIAK DIRECTOR		X						0	0	0
DUANE D DURR DIRECTOR		X						0	0	0
KENNETH W DURRUA DIRECTOR		X						0	0	0
LARRY S DYER DIRECTOR		X						0	0	0
ROBERT L EASTWOOD JR DIRECTOR		X						0	0	0
W YANCEY ELLIS DIRECTOR		X						0	0	0
ROBERT J ERNST DIRECTOR		X						0	0	0
MARK S EYER DIRECTOR		X						0	0	0
NEIL E E BAERMAN 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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(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 E E JOHNSON DIRECTOR		X						0	0	0
KEN FAIRCLOTH DIRECTOR		X						0	0	0
MARJORIE WILLIAMS FIORILLA DIRECTOR		X						0	0	0
DAVID FLINN DIRECTOR		X						0	0	0
JEFFREY D FOSTER DIRECTOR		X						0	0	0
WILLIAM H FRANTZ DIRECTOR		X						0	0	0
HOWARD E FREED DIRECTOR		X						0	0	0
ROBERT FREEMAN DIRECTOR		X						0	0	0
H CHARLES FURST DIRECTOR		X						0	0	0
EDWARD F F GRAHAM DIRECTOR		X						0	0	0
REBECCA A GERSTUNG DIRECTOR		X						0	0	0
ARTHUR E GIARDINO DIRECTOR		X						0	0	0
CHARLES GIRARD DIRECTOR		X						0	0	0
RICHARD K GORDDARD DIRECTOR		X						0	0	0
RAY GRABOWSKI JR DIRECTOR		X						0	0	0
HAL R GREENLEE DIRECTOR		X						0	0	0
CLYDE E GUTHROW JR DIRECTOR		X						0	0	0
RICHARD HABERMANN DIRECTOR		X						0	0	0
JOHN M HART DIRECTOR		X						0	0	0
DICK HELMKE DIRECTOR		X						0	0	0
WALLACE H HENDERSON DIRECTOR		X						0	0	0
PAUL E HESS DIRECTOR		X						0	0	0
JOHN D HOLLOWAY DIRECTOR		X						0	0	0
M PAUL HOPKINS DIRECTOR		X						0	0	0
CHARLES B HOWARD 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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee) Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
MARK R IRVIN DIRECTOR		X						0	0	0
ROY C JACKSON DIRECTOR		X						0	0	0
CARL S JENSEN DIRECTOR		X						0	0	0
DONALD A JILSON DIRECTOR		X						0	0	0
REV O FRANKLIN JOHNSON DIRECTOR		X						0	0	0
THOMAS M JOHNSON SR DIRECTOR		X						0	0	0
WILLIAM R JOHNSTON DIRECTOR		X						0	0	0
ROBERT E JOYCE DIRECTOR		X						0	0	0
RONALD W KEEVIL DIRECTOR		X						0	0	0
EDWARD A KLINGER DIRECTOR		X						0	0	0
J HARVEY KOEHN DIRECTOR		X						0	0	0
WILLIAM D KOVACS DIRECTOR		X						0	0	0
M GRAY LACKEY DIRECTOR		X						0	0	0
MARK W LAZUR DIRECTOR		X						0	0	0
EDWARD T LEVAY JR DIRECTOR		X						0	0	0
RONALD L LUNDSTROM DIRECTOR		X						0	0	0
JOSEPH C MALONEY JR SECRETARY	10 00	X		X				0	0	0
MALCOLM MATHER DIRECTOR		X						0	0	0
MIA MATHER DIRECTOR		X						0	0	0
YOSHITAKA MATSUO DIRECTOR		X						0	0	0
DONALD R MAXWELL DIRECTOR		X						0	0	0
KENNETH A MAYLATH DIRECTOR		X						0	0	0
ROBERT F MAYS JR DIRECTOR		X						0	0	0
MEL MC FARLAND DIRECTOR		X						0	0	0
BOB MCCORMICK 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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee) Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
ALAN MARSHALL MCCUTCHEN DIRECTOR		X						0	0	0
FRANK J MCKEOUGH DIRECTOR		X						0	0	0
PHILIP A MCMEINS DIRECTOR		X						0	0	0
ROBERT S MESITE DIRECTOR		X						0	0	0
PETER J MESSINA DIRECTOR		X						0	0	0
LOUIS J MILLER III DIRECTOR		X						0	0	0
G PATRICK MOLLOY DIRECTOR		X						0	0	0
THOMAS R MOSS DIRECTOR		X						0	0	0
DANIEL J MULHEARN DIRECTOR		X						0	0	0
ROBERT J MURRAY JR DIRECTOR		X						0	0	0
DE LOY NELMS DIRECTOR		X						0	0	0
ROBERT L NEMAN DIRECTOR		X						0	0	0
EUGENIA G NUSSBAUM DIRECTOR		X						0	0	0
MATTHEW S NUSSBAUM DIRECTOR		X						0	0	0
TIMOTHY E O'MALLEY DIRECTOR		X						0	0	0
CARL E OLSEN JR DIRECTOR		X						0	0	0
MARTIN P OWEN DIRECTOR		X						0	0	0
HAROLD B OWENS DIRECTOR		X						0	0	0
JIM PAHRIS DIRECTOR		X						0	0	0
E MACDOUGALL PALMER DIRECTOR		X						0	0	0
JAMES PEKAREK DIRECTOR		X						0	0	0
JAMES MARTIN PHILLIPS DIRECTOR		X						0	0	0
JOHN M POWELL DIRECTOR		X						0	0	0
STEVE RANKIN DIRECTOR		X						0	0	0
RANDALL D REICHENBACH 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 (list any hours for related organizations below dotted line)	(C) Position: Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
PHILIP C RENTZ DIRECTOR		X						0	0	0
BERTON A ROBINSON DIRECTOR		X						0	0	0
WESLEY F ROSS DIRECTOR		X						0	0	0
CHARLES A RUSSELL DIRECTOR		X						0	0	0
WILLIAM H SANDER DIRECTOR		X						0	0	0
GLENN SANDERS DIRECTOR		X						0	0	0
BARRIE W SANFORD DIRECTOR		X						0	0	0
RICHARD M SCHROEDER DIRECTOR		X						0	0	0
HAROLD L SHAAK JR DIRECTOR		X						0	0	0
WILLIAM H SHANNON DIRECTOR		X						0	0	0
RICHARD B SHULBY DIRECTOR		X						0	0	0
JOHN P SIMANTON DIRECTOR		X						0	0	0
BARRY O SMITH SENIOR VP	13 00	X		X				0	0	0
JEFFREY SMITH VP	20 00	X		X				0	0	0
TED J SMITH DIRECTOR		X						0	0	0
PATRICK E STETINA DIRECTOR		X						0	0	0
FRED STIGALE DIRECTOR		X						0	0	0
BJ STIGALL DIRECTOR		X						0	0	0
ROLLAND STREET DIRECTOR		X						0	0	0
WILLIAM B STRONG DIRECTOR		X						0	0	0
JOHN D SWEIGART DIRECTOR		X						0	0	0
LARRY TIFFANY DIRECTOR		X						0	0	0
ROBERT TOPHAM DIRECTOR		X						0	0	0
JAMES TORGESON DIRECTOR		X						0	0	0
DONALD E VAUGHN 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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee) Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
RONALD L VILE DIRECTOR		X						0	0	0
DONALD F WALTER JR DIRECTOR		X						0	0	0
GEORGE L WEBER DIRECTOR		X						0	0	0
HARRY AL WEBER DIRECTOR		X						0	0	0
JERE A WENDT DIRECTOR		X						0	0	0
DOUGLAS R WHITE DIRECTOR		X						0	0	0
TONY WHITE DIRECTOR		X						0	0	0
EARL WHITELEY DIRECTOR		X						0	0	0
MICHAEL C WIKMAN DIRECTOR		X						0	0	0
SANFORD C WILLIAMSON DIRECTOR		X						0	0	0
CHRISTINE WINTER DIRECTOR		X						0	0	0
DONALD W WINTERS DIRECTOR		X						0	0	0
WILLIAM E WOOD DIRECTOR		X						0	0	0
JAMES N WURGLER DIRECTOR		X						0	0	0
ROBERT W W YAPLE DIRECTOR		X						0	0	0
BENJAMIN T YOUNG JR DIRECTOR		X						0	0	0
WALTER ZULLIG DIRECTOR		X						0	0	0
HARLA LAZUR DIRECTOR		X						0	0	0
DONALD WINTER DIRECTOR		X						0	0	0
GREGORY P MOLLOY PRESIDENT	30 00			X				0	0	0

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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

2012

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 described in **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 See **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 - Non-functionally integrated

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?

		Yes	No
(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 supported organization?	**11g(i)**		
(ii) A family member of a person described in (i) above?	**11g(ii)**		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	**11g(iii)**		

h Provide the following information about the supported organization(s)

(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 monetary support
			Yes	**No**	**Yes**	**No**	**Yes**	**No**	
Total									

Part II **Support Schedule for Organizations Described in Sections 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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(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 Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
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 2012 (line 6, column (f) divided by line 11, column (f)) | 14 |

15 Public support percentage for 2011 Schedule A, Part II, line 14 | 15 |

16a **33 1/3% support test—2012.** 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—2011.** If the organization did not check a 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—2012.** 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—2011.** 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 III **Support Schedule for Organizations Described in Section 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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")	511,721	763,235	515,131	499,516	451,553	2,741,156
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	73,423	304,368	44,301	47,169	500,079	969,340
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5	585,144	1,067,603	559,432	546,685	951,632	3,710,496
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts 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	67,427	293,659				361,086
c Add lines 7a and 7b	67,427	293,659				361,086
8 **Public support** (Subtract line 7c from line 6)						3,349,410

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6	585,144	1,067,603	559,432	546,685	951,632	3,710,496
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	14,442	3,252	7,625	13,310	11,680	50,309
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	14,442	3,252	7,625	13,310	11,680	50,309
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 **Total support.** (Add lines 9, 10c, 11, and 12)	599,586	1,070,855	567,057	559,995	963,312	3,760,805

14 **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

15	Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	89 060 %
16	Public support percentage from 2011 Schedule A, Part III, line 15	16	78 660 %

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2012** (line 10c, column (f) divided by line 13, column (f))	17	1 000 %
18	Investment income percentage from **2011** Schedule A, Part III, line 17	18	2 000 %

19a **33 1/3% support tests—2012.** 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 ▶☑

b **33 1/3% support tests—2011.** 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 ▶☐

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

Facts And Circumstances Test

Explanation

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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, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

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 can 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 education)
☐ Preservation of an historically important land area
☐ Protection of natural habitat
☐ Preservation of a certified historic structure
☐ Preservation of open space

2 Complete lines 2a through 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, and not on a historic structure listed in the National Register	**2d**	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax 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 section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, 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 (ASC 958), 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 XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), 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 (ASC 958) 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 acquisition, 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 XIII

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 XIII and complete the following table

			Amount
c	Beginning balance	1c	
d	Additions during the year	1d	
e	Distributions during the year	1e	
f	Ending balance	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 XIII Check here if the explanation has been provided in Part XIII . . . . ☐

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

		(a) Current year	(b) Prior year	b (c) Two years back	(d) Three years back	(e) Four years back
1a	Beginning of year balance					
b	Contributions					
c	Net investment earnings, gains, and 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 current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ▶

b Permanent endowment ▶

c Temporarily restricted endowment ▶

The percentages in lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

			Yes	No
	(i) unrelated organizations	3a(i)		
	(ii) related organizations	3a(ii)		
b	If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIII 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	14,829	2,380
e Other				
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				2,380

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
Other		
Total. *(Column (b) must equal Form 990, Part X, col (B) line 12)* ▶		

Part VIII Investments—Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. *(Column (b) must equal Form 990, Part X, col (B) line 13)* ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
Total. *(Column (b) must equal Form 990, Part X, col.(B) line 15.)* . . . . ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

1 (a) Description of liability	(b) Book value
Federal income taxes	
ACCRUED EXPENSES	23,138
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25)* ▶	23,138

2. Fin 48 (ASC 740) Footnote In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII ☑

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	960,229
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a	1,504		
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII)	2d			
e	Add lines **2a** through **2d**			2e	1,504
3	Subtract line **2e** from line **1**			3	958,725
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 XIII)	4b	-3,400		
c	Add lines **4a** and **4b**			4c	-3,400
5	Total revenue Add lines **3** and **4c.** (This must equal Form 990, Part I, line 12)			5	955,325

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	1,232,324
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 XIII)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	1,232,324
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 XIII)	4b	-3,400		
c	Add lines **4a** and **4b**			4c	-3,400
5	Total expenses Add lines **3** and **4c.** (This must equal Form 990, Part I, line 18)			5	1,228,924

Part XIII Supplemental 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, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b Also complete this part to provide any additional information

Identifier	Return Reference	Explanation
COLLECTIONS AND RELATION TO EXEMPT PURPOSE	SCHEDULE D, PAGE 2, PART III, LINE 4	PRESERVATION OF RAILWAY 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 THE IRS FORM 990 FOR THE YEARS ENDED DECEMBER 31, 2011, 2010 AND 2009 REMAIN OPEN FOR AN EXAMINATION BY THE IRS
REVENUE AMOUNTS INCLUDED ON RETURN - OTHER	SCHEDULE D, PAGE 4, PART XI, LINE 4B	COST OF GOODS SOLD -3,400
EXPENSE AMOUNTS INCLUDED ON RETURN - OTHER	SCHEDULE D, PAGE 4, PART XII, LINE 4B	COST OF GOODS SOLD -3,400

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

2012

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. Part II can be duplicated 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. Part III can be duplicated 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, Part III, column (b), and any other additional information

Identifier	**Return Reference**	**Explanation**

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493226042693

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

2012

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	GRANTS SINCE 1994, THE NATIONAL RAILWAY HISTORICAL SOCIETY HAS AWARDED GRANTS FOR PROJECTS THAT PRESERVE, RESEARCH, EDUCATE, OR PUBLISH RAILWAY HISTORY EXAMPLE 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 501C3 TAX EXEMPT ORGANIZATIONS THE MAXIMUM AWARD IS 5,000 PER YEAR PER PROJECT MEMBERSHIP RECORDS MEMBERSHIP RECORDS EXPENSES INCLUDE THOSE RELATED TO MAINTAINING A DATABASE OF THE MEMBERS OF THE SOCIETY AND OF EACH CHAPTER OF THE SOCIETY AS WELL AS THOSE FOR PREPARING AND DISTRIBUTING DUES BILLS INCLUDING CHAPTER DUES, MAILING ENVELOPES AND OTHER DUES RENEWALS AND DONATION SOLICITATION MATERIAL ALSO INCLUDES EXPENSES RELATED THE USE OF THE DATABASE TO SUPPORT PROGRAM SERVICE ACTIVITIES SUCH AS PUBLICATIONS OTHER EXPENSES INCLUDE THOSE RELATED TO THE NRHS LIBRARY, TRAVEL EXPENSES AND MISCELLANEOUS PROGRAM SERVICES THE NRHS LIBRARIES CONTAIN A LARGE COLLECTION OF RAILROAD BOOKS, VIDEO TAPES, FILMS, AND ARCHIVAL MATERIAL LIBRARY EXPENSES INCLUDE THOSE FOR OPERATING THE LIBRARY, ACQUIRING AND PRESERVING HISTORIC BOOKS, JOURNALS, FILMS, VIDEO TAPES AND OTHER MATERIALS RELATED TO RAILWAY HISTORY PERMANENT EQUIPMENT USED IN THE LIBRARIES INCLUDES FIRE PROOF STORAGE CABINETS THE LIBRARY MATERIALS ARE CURRENTLY STORED IN THREE RIVERS, MASS AND PHILLIPSBURG, NJ TRAVEL EXPENSES INCLUDE THOSE TO ARRANGE ANNUAL CONVENTION WITH ATTENDANCE OF UP TO 900 MEMBERS AND GENERAL PUBLIC TRAVEL EXPENSES ALSO INCLUDE THOSE INCURRED TO PROVIDE TECHNICAL CONSULTATION SERVICES TO THE VOLUNTEER LEADERS OF THE SOCIETY'S CHAPTERS MISCELLANEOUS EXPENSES INCLUDE AWARDS AND RECOGNITION PLAQUES TO RAILWAYS, MEMBERS AND GENERAL PUBLIC BY THE SOCIETY AND ALSO TRAINING MATERIALS FOR USE BY THE SOCIETY'S CHAPTERS AND OTHER VARIOUS 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
CLASSES OF MEMBERS OR STOCKHOLDERS	FORM 990, PAGE 6, PART VI, LINE 6	NRHS HAS MEMBERS WHO ELECT THE PRESIDENT, VICE PRESIDENT AND MEMBERS OF THE GOVERNING BODY/ BOARD OF DIRECTORS BY MAIL THE SECRETARY AND TREASURER ARE 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 THE PRESIDENT, VICE PRESIDENT AND MEMBERS OF THE GOVERNING BODY/ BOARD OF DIRECTORS BY MAIL THE SECRETARY AND TREASURER ARE ELECTED BY THE BOARD OF DIRECTORS THE BOARD OF DIRECTORS OF THE SOCIETY MEETS AT LEAST FOUR TIMES A YEAR AN EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS IS EMPOWERED TO PROVIDE THE FULL BOARD OF DIRECTORS ACTION, COUNSEL AND GUIDANCE TO THE OFFICERS OF THE SOCIETY ON URGENT MATTERS BETWEEN MEETINGS OF THE FULL BOARD THE AUTHORITY OF THE EXECUTIVE COMMITTEE IS LIMITED TO ACTIONS SUCH AS APPROVAL OF CONTRACTS AND LEGAL ACTIONS, MAJOR CHANGES TO BUDGETS AND CONVENTION ARRANGEMENTS AND IS REQUIRED TO REPORT ITS ACTIONS TO THE FULL BOARD OF DIRECTORS THE EXECUTIVE COMMITTEE CONSISTS OF FIVE MEMBERS OF THE BOARD OF DIRECTORS WHO HAVE ONE VOTE EACH
DECISIONS SUBJECT TO APPROVAL OF MEMBERS	FORM 990, PAGE 6, PART VI, LINE 7B	ANY ACTION OF THE BOARD OF DIRECTORS MAY BE REVIEWED BY THE MEMBERS AS A WHOLE AT THE SOCIETY'S ANNUAL MEETING IN ADDITION, ANY CHANGES TO THE SOCIETY'S BYLAWS MUST BE APPROVED BY THE MEMBERS AT SUCH A MEETING
DOCUMENTATION BY COMMITTEE	FORM 990, PAGE 6, PART VI, LINE 8B	FORMAL MINUTES OF THE MEETINGS OF THE MEETINGS/ WORK SESSIONS OF THE SOCIETY'S COMMITTEES ARE NOT TAKEN, BUT APPROPRIATE WRITTEN REPORTS ARE PROVIDED TO THE BOARD OF DIRECTORS IF FURTHER ACTION BY THE BOARD IS REQUIRED SUCH AS APPROVAL OF BUDGETS
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 ANYONE 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
ADDITIONAL INFORMATION	FORM 990, PART VII	IN JUNE 2011, THE MEMBERS OF THE SOCIETY RATIFIED A NEW SET OF BYLAWS THAT WERE IMPLEMENTED DURING 2012 THE CORE OF THESE CHANGES IS A SMALLER BOARD CONSISTING OF 25 MEMBERS, ALL ELECTED BY THE MEMBERS OF THE SOCIETY UNDER THE PREVIOUS SET OF BYLAWS, THE BOARD CONSISTED OF 168 MEMBERS
RECONCILIATION OF CHANGES - OTHER	FORM 990, PART XI, LINE 9	COST OF GOODS SOLD 3,400 COST OF GOODS SOLD -3,400