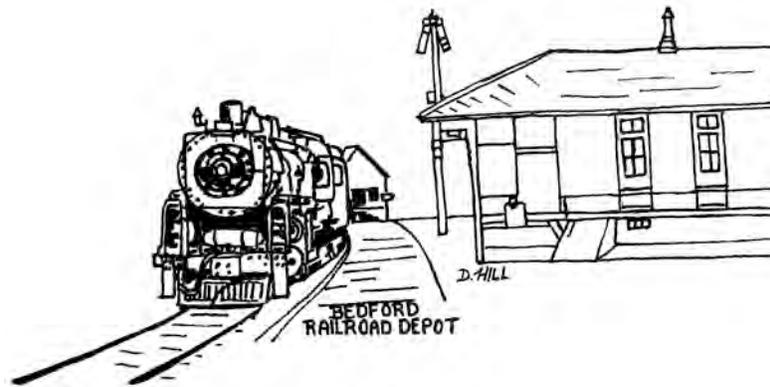


**FRIENDS OF
BEDFORD DEPOT PARK, INC.**



2011 ANNUAL REPORT

**Presented at the Annual Meeting
Saturday, October 1, 2011**

**Rail Diesel Car 6211
Bedford Depot Park
Bedford, Massachusetts**

October 1, 2011

Dear Friends:

Welcome members and guests to the 17th **Annual Meeting** of Friends of Bedford Depot Park, Incorporated. This meeting is conducted pursuant to Article Seven of the *FBDP Bylaws*, as amended on October 4, 1997, October 2, 2004, and October 2, 2010.

On the next page is a proposed **agenda** for today's meeting. After the officer and committee reports are given, officer elections occur, and other official business is conducted, any other business that is properly presented by members in good standing will be entertained. (See *Miscellaneous New Business*.)

Continued operation of the Freight House by FBDP has been an important topic of discussion at recent directors meetings. Support from volunteer cashiers has been lacking on weekends; and it appears that the expense to employ part-time cashiers is beyond the organization's means. This subject is to be discussed at today's meeting.

After the business portion of the meeting, **William Deen**, one of FBDP's two Directors At-Large, will speak about his recent trip to Wales and the two-foot-gauge railways there. Comparisons may be made between these "two-footers" and the Billerica & Bedford Railroad. Next, we'll see a photographic chronology of the cosmetic restoration of **Rail Diesel Car 6211**.

I appreciate your attendance today, particularly the people who traveled significant distances or postponed their Saturday afternoon activities to be with us. After the meeting, please take an opportunity to visit the Freight House and enjoy refreshments!

Sincerely,

Jim Shea
President

2011 ANNUAL MEETING

AGENDA

- 1. Call to order of the business portion of the meeting
- 2. Reports and updates:
 - a. President
 - b. Treasurer
 - c. Clerk
 - d. Hobby Show Committee
 - e. MacLean Model Railroad Committee
 - f. other?
- 3. Officer elections:
 - a. Clerk
 - b. Treasurer
 - c. Vice President
 - d. President
- 4. Future operation of the Freight House by FBDP:
 - a. Employ part-time cashiers?
 - b. Discontinue FBDP's operation of the Freight House?
- 5. Miscellaneous new business
- 6. Information and entertainment:
 - a. William Deen: The two-foot-gauge railways of Wales
 - b. Pictorial essay: The restoration of ex-B&M RDC 6211
- 7. Adjourn

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Report of the President

by James A. Shea

Depot Park Project

Although the multi-phased Depot Park project formally concluded when renovation of the Freight House wrapped up in 2009, Bedford continues to undertake smaller tasks to improve the Depot Park complex. Carl Silvestrone of the DPW fabricated and installed four replacement “Bedford” signs for the Depot roof fascia. Next, the Depot exterior is to be painted in the same B&M “cream and maroon” color scheme as the Freight House. A local scout plans to mount a switch stand from the old Bedford Yard on a concrete pad at Depot Park.

A medium-range goal is to renovate the Depot exterior so that it better resembles its original appearance and to add a ramp for improved accessibility. Possibly longer term, Bedford will be successful in obtaining funds to fully restore the building.

Freight House

Under a non-exclusive license issued by the Town of Bedford, FBDP has opened the Freight House on weekends between 10:00 A.M. and 6:00 P.M., April through October, and on an informal basis during Farmers’ Market on Monday afternoons. The license stipulates that proceeds from the sale of food items be conveyed to Bedford to help pay for Depot Park’s operating expenses. This year, Jim Shea provided cashier coverage on the weekends.

Many visitors give us positive remarks about the Freight House, the Depot Park complex, the railroad car and the historical displays. The Freight House has become a recurring destination for many people who use the bikeway or are simply interested in our local history.

We thank Chase Green and George Bush for installing a 42-inch plasma monitor on the wall about the model railroad. Its displays a repeating sequence of old photos from FBDP’s archives.

What is the future of the Freight House? Help from volunteer cashiers has been insufficient; and it is questionable whether FBDP has the financial resources to employ labor to provide the necessary weekend coverage. The directors are considering, therefore, whether the organization can continue its involvement with the Freight House next year. They will study this situation thoroughly before reaching a decision.

Rail Diesel Car 6211

The cosmetically restored ex-Boston & Maine Rail Diesel Car continues to be a focal point at Depot Park. It is usually open for the public to tour when the Freight House is open on weekends. Many people have expressed compliments about the car and its historical displays. Number 6211 was chosen by the Massachusetts Bay Railroad Enthusiasts and Boston & Maine Railroad Historical Society for their joint meeting in April. Also, Bedford has rented it several times for private functions.

Last spring, FBBDP created a large mural that highlights the significance of the Budd Rail Diesel Car and lists the suppliers of its various components. It is displayed inside the car's baggage room. Other recent additions are photos of #6211 in Lexington and Arlington during the early 1970s and an enlargement of a 1905 passenger train schedule for the Lexington and Reformatory Branches.

Depot Park Revolving Fund

At Annual Town Meeting in March, voters approved an article to continue a revolving fund for Depot Park. This account is under the control of the Facilities Department and is intended for Depot Park expenses and future enhancements. The fund's income comes from rent collected from Depot tenants, proceeds from Freight House food sales and rentals of RDC 6211.

In fiscal year 2010 (1/01/10 through 1/31/10), FBBDP raised \$4,425.75 for the Revolving Fund through food sales and railroad car donations. The fund's current balance is \$35,571.56.

Merchandise Sales

Sales of goods—literature, videos and apparel—are an essential means for raising the money that FBBDP needs to function. Our online store (www.BedfordDepot.org/store) and hobby show sales add to the total proceeds.

Merchandise from the Bedford Historical Society and the Bedford Minuteman Company is sold on a consignment basis at the Freight House. FBBDP retains 15% of each sale to help pay for FBBDP's operating and credit card processing expenses.

A summary of sales figures for the past 12 months appears on page 14.

Newsletter

The *Bedford Depot News* newsletter continues to share interesting articles and research about our local railroad history and news about local rail-trails. Four more issues were published during the past year at a cost of approximately \$400 per issue for printing and postage.

Thanks go to Marcia and Peter Sternberg for preparing each newsletter mailing.

Board of Directors

The Board of Directors is comprised of the four elected officers plus the two directors at-large. Jim Shea is the chairman and Edward Stickney is the secretary. The Board of Directors met five times during the past year to conduct long-term planning and to oversee FBDP's financial and legal affairs. The approved minutes of these meetings are posted on FBDP's web site.

At last year's Annual Meeting on October 2, 2010, the membership approved changes to Article Five of the Bylaws that establish the addition of two director at-large seats on the Board of Directors. (See Appendix A.) On August 1, 2011, president Jim Shea appointed members William Deen and Jeffrey Lucas to one-year terms as directors at-large.

Billerica & Bedford Railroad Interpretive Track

In April, a descriptive plaque was mounted to a granite block and installed adjacent to the Billerica & Bedford Railroad interpretive track at Loomis Street. It was paid for by the Bedford Historic Preservation Commission and donations received from the Amherst Railway Society and members of the Friends. This project was led by Edward Stickney.

Photographic Additions

In August, the Amherst Railway Society gave the organization a \$775.00 grant to acquire more photos for the Freight House video display and publication in the newsletter. Jim Shea has made several trips to the Beverly Historical Society to scan photographs of the Lexington and Reformatory Branches taken by the late Albert G. Hale between the 1930s and early '60s. While this is an ongoing project, two of these images appeared in Volume 17, Issue 2, of the newsletter.

Special Committees

Under Article 6 of the Bylaws, the president may appoint members to "special committees" and "task forces" for a term of up to one year for the purpose of carrying out specific tasks. A brief description and the membership of each special committee or task force follows.

Barry Sampson chairs the **Hobby Show Committee**. The committee's purpose is to represent FBDP at shows and exhibits where our merchandise may be sold. Barry Sampson needs your help if FBDP is to continue attending these shows. Please let him know if you are interested. You will receive a free show pass and our gratitude! See this committee's report on page 15.

Arthur Ellis chairs the **MacLean Model Railroad Committee**. The committee's purpose is to restore and install an HO-scale model railroad layout of Bedford inside the Freight House. This layout was donated to FBDP in 2002 by the family of the late Donald MacLean. Please see Arthur's report on page 16.

William Patton, Jeffrey Lucas and William Deen have expressed interest in publishing a book that chronicles the history of the Lexington and Reformatory Branches and conveys the oral histories that FBDP has gathered. This possible project might cause the formation of a future special committee.

Ongoing Tasks and Future Goals

- ▶ Continue to organize FBDP's financial, Board of Directors and corporate records
- ▶ Catalog historical documents and photographic, video and audio assets
- ▶ Make digital backup copies of photographic, video and audio media
- ▶ Publish a book about the former B&M Lexington and Reformatory Branches
- ▶ Motivate members to become volunteer Freight House cashiers

Membership Report of the Clerk

by Edward C. Stickney

Memberships (as of September 30, 2011)

Classification	Enrollment
Individual	35
Family	20
Senior/Individual	27
Senior/Family	38
Lifetime Individual	27
Lifetime Family	48
Lifetime Senior/Individual	31
Lifetime Senior/Family	20
Total number of members	246

New Activity (October 1, 2010, through September 30, 2011)

Classification	Enrollment
New Memberships	9
Renewals	83
Membership Upgrades	2

Financial Report of the Treasurer
by Marcia L. Sternberg

CITIZENS BANK CHECKING ACCOUNT

OPENING BALANCE - JANUARY 1, 2011.....	5,732.79.....	
Income...25,133.37.....		
Expense ..23,541.26.....		
Total Bank Balance - 9/29/2011		7,324.90
Deposits outstanding	0.00.....	
Checks outstanding	91.15.....	
Bank and check register balance - 9/29/2011.....	7,233.75.....	

Friends of Bedford Depot Park, Inc.

Monthly Financial Report

September 29, 2011

Bank Balance 7,324.90

Deposits outstanding	0.00
Checks outstanding	91.15

Checkbook Balance 7,233.75

Starting Change

In cash drawer	287.00
In safe	287.00

Amounts collected and held in escrow

Massachusetts Sales Tax (paid quarterly)	102.73
Massachusetts Meals Tax (paid monthly)	5.31
Town of Bedford: Food profits and RR car donations (paid annually)	2,999.24
Federal Employment Taxes (paid quarterly)	0.00
State Employment Taxes (paid quarterly)	0.00

Nonprofit consignments (paid quarterly)

Bedford Historical Society	146.89
Friends of Job Lane House	0.00
Friends of Bedford Flag	0.00
Bedford Minuteman Company	27.14
Bedford Garden Club	0.00

TOTAL FUNDS HELD IN ESCROW 3,281.31

TOTAL UNRESTRICTED FUNDS 4,526.44

(Check register balance minus escrowed funds)

**CITIZENS BANK - SAVINGS ACCOUNT
RESTRICTED FUNDS
GRANTS
September 7, 2011**

400	Billerica & Bedford Railroad interpretative track construction H. Albert Webb Railroad Preservation Award	705.51
401	William S. Marsh donation for a sign	1,000.00
402	DPW employees bench donation For a bench in the memory of Burton Coburn	155.00
403	Preservation Fund Money added by members to their annual dues; used for expenditures related to the purchase and display of historical items	174.74
404	Bedford Historical Commission B&B plaque grant(s) For a B&B Interpretive Track sign/plaque	6.78
405	Amherst Railway Society railroad car display grant For historical displays inside RDC 6211	3.90
406	Amherst Railway Society railroad photos display grant For video display of historical photos inside the Freight House	134.89
407	Billerica & Bedford Railroad plaque installation	120.00
408	Interest earned on Savings Account	5.44
409	Amherst Railway Society, Inc., railroad image display system For acquisition of historical photos for display in Freight House	775.00
TOTAL RESTRICTED FUNDS		3,081.26

Report of Freight House, Online Web Store and Mail Order Sales

October 1, 2010 — September 30, 2011

by James A. Shea

Gross Sales Income*

FBDP Merchandise \$	8,787.54	
Shipping	.388.53	
Charitable Contributions	.1,206.00	†
Membership Dues	.2,010.00	
Consignment Merchandise	.763.90	
Food	.7,071.77	
Railroad Car Donations	.151.97	
DPW Bikeway Map	.14.00	††
Total Gross Sales		20,393.71

Gross Profits*

FBDP Merchandise \$	4,226.02
FBDP Sales Commissions	114.63
Food	.3,789.37
Total Gross Profits	8,130.02

* Gross sales and profit figures include revenues collected from external sales events (e.g., hobby shows), the online store (www.BedfordDepot.org/store) and merchandise mail orders.

† The **charitable contributions total** is comprised of (1) donations that were received with membership renewals and (2) donations made by Freight House visitors. This total does not include any grants.

†† This is a new item as of 9/24/11. All proceeds from the sale of the DPW Minuteman Bikeway Map are to be transmitted to the Depot Park Revolving Fund.

Hobby Show Committee Report
October 1, 2010 — September 30, 2011
by Barry E. Sampson

Amherst Big Railroad Hobby Show • West Springfield, Massachusetts
Gross sales: \$1,639.61

I hope to attend these upcoming hobby shows if I can get assistance from members:

- North Shore Model Railroad Club Show • Wakefield, Massachusetts
- Amherst Big Railroad Hobby Show • West Springfield, Massachusetts
- Bedford Day 2012 • Bedford, Massachusetts

MacLean Model Railroad Committee Report

by Arthur E. Ellis

The model display completed its first season of running in October 2010 and then shut down for the winter. Comments from customers and visitors to the Freight House were unanimously favorable. The Railroad operated well throughout the year with minor maintenance problems being serviced by members of the committee. Special thanks to Dave Shamlian and Chase Green for their help on this.

The poor, exhausted model of 6211 which ran for 10 or more years before the Freight house refurbishing, finally stopped running. My inspection showed that it had worn out the gearbox. Special thanks go to Bill Goldwaith, who runs a professional model repair business, for rebuilding the 6211 at no cost to us.

Meanwhile, my 6211 model and a model of 6209, which Jim Shea purchased, filled in for it.

A major winter project was the installation of the TV screen on the wall over the layout. Again, the work of Dave Shamlian and Chase Green made the project possible.

Improvements were made to the track wiring. The guard around the layout was finished resulting in fewer incidents of damage by wandering hands of visitors. A plastic guard was installed in front of the power supplies which has stopped the incidents of tampering with them. Chase Green has taken on the project of designing a permanent solution for the electronics.

Timothy Fillion built and installed a model of the New York Pharmaceuticals building on the layout, greatly adding to the overall appearance. Several other cosmetic improvements were made to some of the existing buildings.

The layout has now completed two years of running for the public's enjoyment. Additional improvements and additions to the scenery are possible to continue to improve the appearance of the layout.

E-mail: ArtEllis@BedfordDepot.org

APPENDIX A

Changes to Article Five of the Bylaws

Approved by the Membership on October 2, 2010

Changes are shown in bold typeface.

- a. The Board of Directors shall be comprised of ~~eight~~ **a maximum of 10** persons:
 - The four officers of Friends of Bedford Depot Park, Incorporated (President, Vice President, Treasurer and Clerk);
 - One member or designee each from the (Bedford, Massachusetts) Board of Selectmen, Historic Preservation Commission, Bicycle Advisory Committee and Chamber of Commerce;
 - **The President may appoint, for a term of one year, as many as two Directors At-Large of individuals qualified to contribute to the goals of Friends of Bedford Depot Park, Inc.**
- b. The Board of Selectmen, Historic Preservation Commission, Minuteman Bikeway Committee and Chamber of Commerce may appoint, for a period of not more than one year at a time, a member from their respective group or a designee to serve as a Director.
- c. In the event a director (that is appointed by the Board of Selectmen, Historic Preservation Commission, Bicycle Advisory Committee or Chamber of Commerce) resigns or is otherwise unable to serve either temporarily or for the remainder of his/her term, the group that made the original appointment may appoint a substitute.
- d. The Board will meet in a place that is open to the public at least once a year, to review the activities and progress of the organization in meeting its goals, to establish initiatives and to oversee the organization's overall welfare.
- e. ~~Action of the Board of Directors requires the affirmative vote of a majority of the members currently serving on the Board.~~
- e. **Action of the Board of Directors requires a minimum of three affirmative votes and a majority of the Board members attending a meeting.**
- f. The Board of Directors will elect a Chairman to call, preside at and prepare agendas for meetings of the Board of Directors. In the event the Chairman is absent from a meeting or is otherwise unable to serve, the Board members may elect a Chairman *pro-tem*.
- g. The Board of Directors will elect a Secretary to record and present minutes at Board meetings. In the event the Secretary is absent from a meeting or is otherwise unable to serve, the Board members may elect a Secretary *pro-tem*.
- h. Members of the Board will be informed of scheduled Board meetings by written or verbal notification, at least seven days in advance, except in cases of emergency.
- i. Meetings will be operated under the general guidelines of *Robert's Rules of Order*.
- j. A quorum must be present at a Board of Directors meeting for official business to be conducted. A quorum is the majority of the number of directors actively serving. **A quorum is a minimum of three directors.**