







A TRAIN FOR ALL SEASONS

2013 ANNUAL REPORT





"CVSR truly has something for all stages – from Thomas for the little ones, educational Student Explorer programs, Bike Aboard!, Afternoon Teas to an upscale dinner train, reminiscent of the golden age of rail travel. It is a train for all seasons."

Craig Tallman
President/CEO





Letter to Our Stakeholders

In the well-known tale of the blind men and the elephant, each touches a different part of the beast and comes to a different conclusion as to what it is like — a rope (the tail), a spear (the tusk), a fan (the ears) and so on.

While seldom blind, our passengers often base their impressions of Cuyahoga Valley Scenic Railroad on the type of train they ride and even on the season of the year. A young couple on an autumn wine-tasting train, a grandfather and granddaughter on November-December's Polar Express, a family enjoying brunch on a spring excursion train, a mother and son in mid-summer looking at the National Park's resident eagles from our vista dome car ... each sees a different side of CVSR.

We are indeed a train for all seasons and for many different reasons, and you will find examples throughout this year's Annual Report.

With each season comes its own set of challenges: spring floods, summer heat, wet fall leaves and winter snow. During 2013, we experienced them all — not to mention first-quarter track closures for bridge repairs between Peninsula and Akron, the Federal government's October shutdown of the National Park (and hence our rail service) and unexpected flooding from torrential rains on the final night of the Polar Express. The government closure and the cancellation of Polar's final night caused us to refund over \$224,000 in online ticket sales.

Yet, despite all the challenges, 2013 was an amazingly good year with strong revenues. CVSR had large turnouts for its two signature events — Day Out with Thomas™ and the Polar Express — and saw attendance continue to grow on wine and beer-tasting trains, while introducing sold-out weekend brunch and dinner trains that were promoted solely through social media. Families continued to be fascinated by our Underground Railroad experience, murder-mystery trains and other special excursions. Cyclists and runners took advantage of our Bike Aboard! and Run Aboard! cars in record numbers. And our weekday education trains enabled more and more school-age children to ride a train and see the National Park for the first time. The end result was to offer more than 186,000 passengers a range of reasons to ride the rails with Cuyahoga Valley Scenic Railroad.

During 2013, we also reorganized our Development operation, resulting in increased foundation and corporate support for a number of capital improvements — most notably our "green" locomotive project that will transform our fleet by dramatically reducing fuel consumption and air emissions. The first new engine arrives this summer, and we are well on our way to funding a second for delivery in late 2015. At the same time, we have refurbished the interiors of our coach cars, renovated the older of our two wheelchair-accessible cars and introduced two gleaming new dining cars. Riders wanting a premium experience have access to our domed observation car, which provides a different view of the National Park in every season of the year.

In closing, we mourn the tragic and unexpected loss of our Past Chairman, Charles A. "Arnie" de la Porte, who died from injuries suffered during a fall while on vacation. We extend our continued sympathies to Arnie's wife and sons and are naming our first green engine in his memory and honor.

As always, sincerest thanks to all our employees, volunteers, donors, other supporters and riders – without whom Cuyahoga Valley Scenic Railroad would not be entering its 42nd year of service.

Craig Tallman
President & CFO

George Snider

2013 Highlights





The Polar Express™

"Yeah – We got it. Hot Hot Hot – Hot Chocolate!" Almost 39,000 sang along with the Hot Chocolate song during The Polar Express this holiday season. Riders climbed aboard for the journey to the North Pole (CVSR's is the largest North Pole of all official Polar Express licensed train rides in the country) while creating lasting memories with their families, the elves and of course, Santa!



Steam in the Valley

CVSR welcomed the historic steam engine: The Nickel Plate Road 2-8-4 Berkshire No. 765 in September. This locomotive is a high-stepping, fourteen-wheeled magnificent machine that stands 15 feet tall, weighs 404 tons and goes over 60 miles per hour. It has been restored to the way it looked and sounded when it was built by the Lima Locomotive Works in 1944. It is the largest operating steam locomotive east of the Mississippi, and is the pride of the Fort Wayne Railroad Historical Society.

Thousands of railfans came out to ride behind this special guest during the variety of events.



Dinner Along the Cuyahoga & Brunch Along the Cuyahoga

The Deluxe dining cars were very popular – offering up brunch and dinner options for guests to enjoy while traveling through the valley.

Brunch Along the Cuyahoga is offered weekends from either Rockside Station or Akron Northside. Catered by Creekside Restaurant of Brecksville, a 5-course meal is served during the scenic excursion. Mother's and Father's Day saw record crowds, but it was certainly a popular choice most weekends.

Dinner Along the Cuyahoga made its inaugural run in July and became a choice seat for the bi-monthly evening excursion. Catered by Kirbie's Meats and Catering of Stow, riders enjoy a delicious meal and great service.



Day Out With Thomas™ - The Go Go Tour 2013

Thomas the Tank Engine pulled in to the Cuyahoga Valley, as it has for the past 16 years, the last two weekends in May. Thomas brings with him lots of small fans, anxious to take a ride behind the little blue engine, meet Sir Topham Hatt and enjoy the many other family activities. Ridership in 2013 was the highest it has been since 2008!

CVSR Volunteers

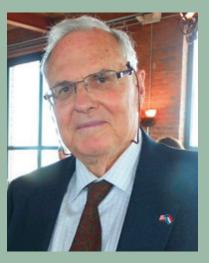
Volunteers have been the foundation of Cuyahoga Valley Scenic Railroad since its beginning in 1972.

These tireless men and women give so much of their time and efforts to make CVSR one of the top ten excursion railroads in the country. Serving as conductors, engineers, brakemen, maintenance help at Fitzwater, trainmen, group ambassadors, concession staff and trustees. For special events, volunteers serve as elves, Santa, temporary tattoo artists, readers and more! Volunteers provide our passengers with a safe, enjoyable, educational and memorable experience every time the train operates.



2225 individual volunteers in 2013

In Memoriam: Arnie de la Porte



CVSR lost an extraordinary friend on October 30, 2013 when Charles A. "Arnie" de la Porte passed away unexpectedly. Arnie served on CVSR's Board of Trustees from 2002-2013 and as Chairman from 2008-2010. Arnie challenged CVSR's board, staff, and volunteers to "think big" in terms about what this organization could accomplish. He was fond of CVSR's Student Explorer Program, and after his death the De la Porte family established the Charles A. de la Porte Student Explorer Education Fund at CVSR. More than \$8.500 was contributed by 60+

donors in Arnie's memory; these donations will support increased staffing costs for the program in 2014 due to National Park Service budget cuts.

Everyone at CVSR extends our heartfelt condolences to the De la Porte family and will always be grateful to Arnie for his dedication, leadership, energy and generosity. Thanks to his enduring support, CVSR has become one of the finest passenger excursion rail services in the country.

152 with 100 or more hours.

Student Explorer



Record Number of Students Participate in CVSR Education Programs

CVSR served a record 15,289 students from 249 schools in 2013 through our various education programs operated in conjunction with the National Park Service. Our Student Explorer Program provides a unique "moving classroom" experience for school-age children, preschool through eighth grade, on board the train. Students learn about local wildlife, the Cuyahoga Valley, the history of transportation, and the struggles and triumphs of the Underground Railroad, among other topics.

Thanks to foundation funding, CVSR was able to offer the Student Explorer Program to 3,004 students from underserved school districts free of charge. For many of these students, it was their first time riding a train or seeing Cuyahoga Valley National Park. For those that seldom — if ever — get to leave their neighborhoods, this program provides the opportunity to learn more about their national park, the valley, river and area they call home.

The ultimate goal of the Student Explorer Program is to encourage students to return to Cuyahoga Valley National Park, where each visit becomes a further learning experience.

Below are the results of our Teacher Evaluations for the Student Explorer Program during the National Park Service's fiscal year 2013 (October 1, 2012-September 30, 2013). Teachers were asked to rate each of the following on a scale of 1 -10 with 10 being the highest rating.

PRE-TRIP MATERIALS	9.07
CVSR CONTACTS	9.23
MET ACADEMIC STANDARDS	9.36
OVERALL OLIALITY	9.6

In addition, teachers were asked if they would recommend the program to others and if they would participate again.

Would you recommend the program: 100% yes Would you participate again: 100% yes

"The students and staff loved the program. The children enjoyed learning about the park and the animals that live there. This trip was part of Right to Read Week for the children. The children were able to see the things that they had read about come to life while riding the train."

-Andrew Wilson, Principal Evamere Elementary School, Hudson



CVSR Partners

Countryside Conservancy

The year 2013 marks the 15th anniversary of the creation of the Countryside Conservancy — and launch of the Countryside Initiative program to rehabilitate and revitalize the old farms still surviving within the boundaries of CVNP, and link them to communities around the Park. It is happening: The 11 farms rehabilitated and operational in 2013 recorded over 100,000 visitors/customers, and \$1,000,000 in sales — for the first time. Countryside Farmers' Markets (two in CVNP, and one in Akron) recorded over 50,000 customers, and nearly \$1,000,000 in sales — for the first time — while serving over 70 local/regional farmers and food entrepreneurs.

Countryside Conservancy staff and stakeholders can look back at 2013 as a year of important achievements and milestones. Their new 2013-18 Strategic Plan notes that the Countryside Conservancy's purpose is to connect people, food, and land by increasing public awareness of how food and farming impact personal, community, and environmental health; and by inspiring personal commitment to building a resilient, sustainable food culture. It pursues its mission across Northeast Ohio through numerous regional collaborations — especially its unique partnership with CVNP. The new Strategic Plan envisions that partnership producing a major 20th anniversary achievement/milestone — full launch of a Countryside Center, an administrative and programming hub for the Countryside Conservancy and the Countryside Initiative.





Cuyahoga Valley National Park

Cuyahoga Valley National Park (CVNP) is rated as the eleventh most visited national park with 2,103,010 visits in 2013.

CVNP is welcoming a new superintendent in May, 2014. Craig Kenkel who began his career with the National Park Service in 1983 as a cooperative education student working at the Denver Service Center, the agency's major planning, design and construction office will be the new superintendent. Following his graduation from Iowa State University in 1985, he returned to DSC, and assisted with historic preservation projects in national parks of Alaska, the Pacific Northwest, and the West Coast. In 1988, Kenkel transferred to the NPS Western Regional Office in San Francisco, and served first as a project architect and then as Regional Historical Architect for the national parks of Hawaii, California, Nevada, Arizona and the U.S. territories of the Pacific.

He transferred to the Midwest in 1992 and served as the Midwest Regional Historical Architect until agency restructuring in October 1995. Between then and October 1997, Kenkel was Senior Historical Architect with the Great Plains Systems Office, and provided leadership for the NPS historic preservation programs involving national parks, National Historic Landmarks, and historic properties in North Dakota, South Dakota, Nebraska, Kansas, Iowa, Missouri, and Arkansas. Following another restructuring in October 1997, he became Chief of the Cultural Resources Division, Midwest Regional Office. In this position, Kenkel supervised a staff of 30, including historical architects, historical landscape architects, historians, curators, archivists and cultural anthropologists that provided inventory, research, planning, design, technical assistance and consultation services to national parks and cultural resources program partners of the 13-state Midwest Region.

Ohio & Erie Canalway

Within the footprint of the Ohio & Erie Canalway National Heritage Area (NHA), there are approximately 26 million visits taking place annually to key venues in culture, history, recreation and nature. As the country gets ready to celebrate the 30th Anniversary of the first NHA in 2014, the Canalway is proud to celebrate travel along three key routes - by Towpath Trail, Cuyahoga Valley Scenic Railroad, and in drives on the America's Byway.

Since the Ohio & Erie Canalway's designation as an NHA in 1996, it has awarded over \$10M in congressionally designated funds, attracted over \$35M in local match, and is able to track close to \$1B in related cascade-effect building.

In 2014, Canalway visitors can look forward to the opening of a \$9M Towpath & riverfront improvement along Cleveland's riverfront, the ability to take the Towpath from Tuscarawas four counties north to Cuyahoga County, thanks to the opening of the Aqueduct Bridge between Tuscarawas and Stark Counties, and the planning for a nationally significant Canal Basin Park at the Towpath's historic terminus in Cleveland. This year also marks the 25th Anniversary of Ohio Canal Corridor's RiverSweep, which engages volunteers to clear areas where future NHA trails will appear. To date, over 16,000 NEO volunteers have joined this effort.

Conservancy for CVNP

CVSR's longstanding relationship with Cuyahoga Valley National Park and the National Park Service is one steeped in mutually-beneficial programming and strategic collaborations through The Conservancy for Cuyahoga Valley National Park—a non-profit organization which engages public support for the Park. Collaborative efforts between CVSR and the Conservancy during 2013 include entering into a financial partnership in Trail Mix Peninsula (a retail store offering park-related merchandise), ongoing joint marketing efforts; and presenting a joint donor/member stewardship event—Cabin Fever Express—on our train in February.

"Cuyahoga Valley Scenic Railroad is a valued partner that helps make our park one of the most interesting national parks in the country. We love helping promote the train and the variety of programs they offer. CVSR is a key park asset and a ride on the train should be part of everyone's park experience."

-Deb Yandala, CEO, Conservancy for CVNP

Challenges

2013 did bring its fair share of challenges to CVSR:

- The 16-day federal government shutdown in October 2013 resulted in significant revenue loss for CVSR as the train was not able to operate during one of the "prime seasons" for fall foliage excursions and other special events.
- In addition, Mother Nature did not cooperate during the final Polar Express runs that unfortunately had to be cancelled due to flooding.
- Finally, closures of the track south of Peninsula for the replacement of three separate bridges reduced CVSR's excursion offerings during the first two quarters of 2013.

Despite these challenges, CVSR is pleased with all that was accomplished in 2013 and looks forward to an even more successful 2014.

Ridership Breakdown: Total passengers: 186,270

■ Bike Aboard!: 19,461

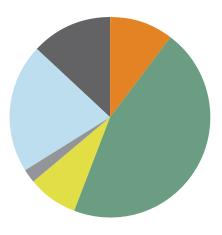
Scenic passengers: 84,560

Education: 15,289

Beer and wine tastings: 4,068

Polar Express: 38,916

■ Day Out With Thomas[™] 23,976



December 31, 2013 and 2012	2013	2012
CURRENT ASSETS		
Petty cash on hand	\$2,100	\$2,100
Cash - checking	1,458,582	1,449,139
Grants receivable	78,000	106,000
Pledges receivable	50,000	-
Inventory - concessions	86,546	41,996
Prepaid insurance	24,735	24,623
Employee advance	<u> </u>	288
TOTAL CURRENT ASSETS	1,699,963	1,624,146
INVESTMENTS - ENDOWMENT	425,743	376,197
PROPERTY AND EQUIPMENT		
Rolling stock	5,089,035	3,980,380
Machines and equipment	169,939	236,215
Track truck	116,931	116,931
Office equipment	37,309	34,800
Furniture	124,015	124,014
Leasehold improvement	40,000	40,000
Seasonal fixtures	136,762	128,762
Construction in progress	510,735	
	6,224,726	4,661,102
Less accumulated depreciation and amortization	3,071,736	2,785,551
	3,152,990	I,875,551
	\$5,278,696	\$3,875,894
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Gift certificate liability	33,617	36,735
Accrued payroll, payroll taxes and withholding	51,914	55,092
TOTAL CURRENT LIABILITIES	85,531	91,827
NET ASSETS		
Unrestricted	4,512,246	3,144,694
Temporarily restricted	255,176	263,176
Permanently restricted	425,743	376,197
TOTAL NET ASSETS	5,193,165	3,784,067
TOTAL LIABILITIES AND NET ASSETS	\$5,278,696	\$3,875,894

STATEMENTS OF FINANCIAL POSITION

For a copy of our full audit report, please contact us at 330-657-1906.

Funding Major Grants

CVSR Awarded Diesel Emissions Reduction Grant



In May 2013, the Ohio EPA awarded CVSR a Diesel Emissions Reduction Grant (DERG) to cover 80% of the cost (\$748,000) of the development of a second green locomotive. CVSR Locomotive #4241 will be rebuilt with technology that will allow for a 60% reduction in fuel consumption and a 85% reduction in emissions. CVSR is raising the remaining 20% (\$187,000) of the

total project cost from individual, corporate, and foundation funders. CVSR expects to take delivery of this second green locomotive in mid-2015.

Kent H. Smith Charitable Trust Continues Extraordinary Support of CVSR

In August 2013, the Kent H. Smith Charitable Trust awarded CVSR a \$100,000 challenge grant, whereby the Trust agreed to match dollar-for-dollar any new or increased general operating gifts made by June 30, 2014. The Kent H. Smith Charitable Trust has been a long-time generous supporter of CVSR and we extend our most sincere appreciation to the Trust for helping us raise critical general operating funds.



Siegfried F. Buerling Car Christened

In honor and recognition of CVSR founder Siegfried F. Buerling, CVSR renamed newly refurbished Car #163 the "Siegfried F. Buerling" at a dedication event at Fitzwater Yard on September 13, 2013. More than 60 donors contributed \$50,500+ toward this effort

Siegfried played an integral role in the founding, development, and growth of Cuyahoga Valley Scenic Railroad. He served on the Board of Trustees for nearly 30 years (including multiple terms as President) and was named Honorary Chairman in 2008. From the smallest task to the largest undertaking, his insights, leadership and enthusiasm have steered CVSR to become one of the top excursion railroads in the country. With the christening of Car #163, CVSR's Board of Trustees resolved that there will be a "Siegfried F. Buerling" car in the CVSR fleet in perpetuity.



(\$1.500 AND ABOVE)

Members of Cuyahoga Valley Scenic Railroad's Saint Lucie Sound Founders Society are our most ardent and generous supporters, comprising individuals, corporations, foundations and organizations whose leadership gifts total \$1,500 or more. Among the very special benefits and perks of being a member of this prestigious Society, donors at this level may reserve our Saint Lucie Sound luxury car for their use one day each year for up to 20 guests. We are proud to extend special recognition to the following members of our Saint Lucie Sound Founders Society for 2013.

Akron Community Foundation Curt T. Buerling Cindy and Peter Buerling Mr. and Mrs. Siegfried Buerling Karen and Douglas O. Cooper Cuvahoga Arts & Culture Cyndee and John P. Debo, Jr. The Dominion Foundation **GAR** Foundation Sandra Haslinger Stella Ann and John Hetzer Roland Horst Pam and Thomas Johnston KevBank Foundation Rohin Kirk Christina L. & Christopher Kmetko Cynthia Knight The Avis E. Singleton Lappin Fund Jean Thomas Lambert Foundation The Lehner Family Foundation G. Richard Lezius The Edward A. & Catherine L. Lozick

Foundation

Craig Moore

The Lubrizol Foundation

Conrad A. Mamaiek

Materion Corporation

For more information on how you can ioin CVSR's Saint Lucie Sound Founders Society and help provide heritage railroad and educational experiences, please contact Peter Grossetti at

800.468.4070

John A. McAlonan Fund of Akron **Community Foundation** Margaret Clark Morgan Foundation Murch Foundation Ohio & Erie Canalway Association Ohio & Erie Canalway Coalition The O'Neill Brothers Foundation Parker Hannifin Foundation The Perkins Charitable Trust April and Jerry Peyton Charles E. & Mabel M. Ritchie Memorial Foundation Kelvin & Eleanor Smith Foundation The Kent H. Smith Charitable Trust Lloyd L. & Louise K. Smith Foundation Nora and George Snider Diane and Craig Tallman Thompson Hine LLP Lydia and James Virost Connie and Steven Wait The Welty Family Foundation

THANK YOU 2013 DONORS AND MEMBERS

It is through our donors and members—those generous individuals, foundations, corporations and organizations listed here—that Cuvahoga Valley Scenic Railroad is able to provide the very best passenger service and programs by supporting our mission of providing educational, recreational, and heritage railroad experiences and providing alternative transportation to and within Cuvahoga Valley National Park and the Ohio & Erie Canalway.

While space limits our ability to list each and every supporter, we are extremely appreciative of all financial support, no matter the size of the gift.

Giving levels listed are representative of total contributions made between January 1, 2013 and December 31, 2013 regardless of the purpose or intent of any specific gift. CVSR has made every effort to ensure accuracy in listing all supports at the \$50 and above levels.

Sandra L. See

Christine Styka

Van Bergen

Irene Warner

Bishop

Alexandra and Johannes F.

Karen and Walter Walburn

Deb Yandala and Sherman

\$1,000 to \$1,499 Belden Brick Company

Charitable Trust Glenn R. and Alice V. Boggess Memorial Foundation The Henry V. and Frances W. Christenson Foundation Maureen and William M. Cromling II Cuyahoga Valley Scenic Railroad Volunteer Association Gretchen and R. Thomas Green Maryanne and Thomas Jackson Jo-Ann Stores, Inc. Pam and Thomas Johnston Susan and George Klein The Albert B. & Audrey G. Ratner Family Foundation Stacev and Mark Rusher Christine and John Scheatzle, Jr. Tracy F. and John C. Scott

Illmer & Rerne II P

\$500 to \$999 Acro Tool & Die Co., Inc. Betty and Albert Augustus II David Ballantyne Dee and Jeff Charvat Salv and Henry Chisholm Maud and Charles De La Porte Dr. Joan Dolinak The Eaton Charitable Fund Philip Fracassa Danielle Freeman Grainger Matching Charitable Gifts Program Frederick and Jane Griech Rose Heathcote Pitter and Patrick Holland Matt Litzler Chip Maggio Scott Mueller Karen and Cliff Stadler Martha and Kenneth E. Taylor Susan and Mark Tichinel

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9

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WELCOME ABOARD!



Tracy Francescone came to CVSR in August 2013 as a part-time Grant Writer and was appointed Manager of Foundation Relations in January 2014. In this role, Tracy is responsible for identifying sources of funding, preparing written proposals, and monitoring and tracking reporting requirements. Tracy has over ten years of experience in fundraising. having most recently served as the Director of Development at Catholic Charities of Summit County and, prior to that, as Director of Development at Diabetes Partnership of Cleveland. Tracy holds a bachelor's degree in Communications and a master's degree in Nonprofit Administration, both from John Carroll University.



Ashley D. Davenport joined CVSR as Event Coordinator in August 2013. His first major project was the successful run of the 2013 Polar Express which saw ridership of nearly 40,000 passengers and the interaction of over 1,200 CVSR Volunteers. Prior to CVSR, Ashley has worked in event management and planning for other local not-for-profit organizations while maintaining a catering and party planning business that spans four states and more than 15 years of experience. In addition to event and benefit planning, Ashley is an avid patron of the theatre holding a BA in Theatre from Drury University with a focus in costuming and costume design. Accomplishments in costuming led to a three year position as an Entertainment Costumer with Walt Disney Entertainment and Disney Cruise Line, building and perfecting costumes for many levels of entertainment, dressing and costuming many of today's well known stars from Academy Award winner Jennifer Hudson all the way up to Mickey Mouse.

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Peter Grossetti joined Cuyahoga Valley Scenic Railroad as Director of Development in November 2013. Peter oversees all fundraising activities for CVSR, including Membership drives, Annual Fund campaigns, sponsorship programs, special capital campaigns, as well as donor/members relations and stewardship. He attended Central Connecticut State University majoring in Elementary Education before joining the United States Coast Guard in 1979. Peter served the nation for 10 years as a Public Affairs Specialist and was stationed at Coast Guard Academy (New London, CT); Coast Guard Headquarters Public Affairs Division (Washington DC) and Ninth Coast Guard District Office (Cleveland, OH). He was awarded two Coast Guard Achievement Medals for excellence in public affairs. Peter has held a variety of development and fundraising positions in the Northeast Ohio not-for-profit arena over the past 24 years, including Beck Center for the Arts, Geauga Humane Society, Ohio Ballet and Western Reserve Historical Society. He and his wife, Jeanne, make their home in Lakewood with their two cats. Peter is very civically active, including serving terms on Lakewood Animal Safety & Welfare Advisory Board and Lakewood Community Vision Commission. He is also an on-court youth mentor/ coach for Lakewood Outdoor Basketball Committee. Peter, a self-professed "Mother Nature's Son," is delighted to bring his skills, experience and sense of wonder to CVSR as it helps people engage our Cuyahoga Valley National Park.

