REFERENCE T6/1812

A Charitable Incorporated Organisation Registered with the Charity Commission
Registered Number: 1169995

Minutes of Meeting #6 of the Trustees of The Railway Correspondence and Travel Society held on 1st December 2018 at the Somers Town Coffee House, 60 Chalton Street, London NW1 1HS Commencing at 11.00 am

TRUSTEES PRESENT AT MEETING

WGD	Gordon Davies	(Chairman)
WRG	Bob Green	(Secretary)
ARW	Reg Wood	(Treasurer)
DPG	David Goddard	
APD	Andy Davies	
ILR	Irene Rabbitts	
JR	John Redgate	
DK	David Kelso	

Following their co-option as members of the Management Committee at MC meeting 1806 David Bird (DB) and Paul Chancellor (PC) were in attendance as their appointments as Trustees were to be confirmed within the Agenda. WGD welcomed them both to the meeting and informed them that until they were formally appointed as Trustees they would not be allowed to contribute to the meeting unless requested by the Chairman.

.01 APOLOGIES

MSR Mike Robinson

.02 TO CONFIRM MINUTES OF T5/1806 (DATED 16th JUNE 2018)

Subject to a couple of minor amendments the minutes were agreed to be a true record of the meeting.
Their acceptance was proposed by ARW and seconded by JR. All confirmed their agreement.

.03 MATTERS ARISING

1806.06: In search for a replacement Legal representative WGD reported that he had yet to make an approach to the MCNW member. The member in question would be contacted should an issue arise when advice is required. In light of future experience the need for such an appointment will therefore be reviewed at a later date.
There were no other matters arising.

.04 2019 AGM

01. AGM Notice: WRG tabled the notice for the meeting that would appear in the January RO seeking the Trustees' agreement that it is suitable for publication. All agreed and the notice is shown as Appendix 1.

02. Trustee Appointments:

REDACTED

03. Management Committee: This is also covered within Appendix 2.
ARW/APD/MSR are all due for re-election to the Management Committee. The meeting also agreed that David Bird, who is currently co-opted to the MC, takes up the vacant MC position on an initial one year term of office. The reasoning behind the 1 year term was questioned and how this comes about is explained in the attached Appendix 3.

.05 CONFLICT OF INTEREST

The Trustees confirmed that this issue is adequately covered within Clause 7 of the Constitution which quotes:

*"**Conflicts of Interest and Conflicts of Loyalty***
A charity trustee must:

(1) declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the CIO or in any transaction or arrangement entered into by the CIO which has not previously been declared; and

(2) absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the CIO and any personal interest (including but not limited to any financial interest).

Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustees on the matter."

This however needs to be reinforced via the writing of a formal Policy Document which will be put together by ILR as an element within the SPRC review. Additionally Trustees and Management Committee Agendas will, at the outset of their meetings, ask of the attendees that any Conflicts of Interest that lie within the respective Agendas be declared.

.06 TRUSTEE APPOINTMENTS

- Following the co-option of DB to the Management Committee at the September meeting, his appointment as a Trustee of the Society was confirmed by the meeting and will therefore be formally put before the members at April's AGM.
  DB's appointment was proposed by WGD and seconded by DPG.
  All were in favour.

- Having concluded that the Society has adequately covered the "Conflict of Interest" issue (see 1812.05 above) PC's appointment as a Trustee was agreed by the Trustees and, along with that of DB, will also be formally put to the members at the AGM. WGD proposed his appointment which was seconded by WRG.
  All were in agreement.

For the purposes of the record DB's and PC's consent forms to become Trustees have been filed alongside those of the current and former Trustees. Their details will also be posted on the Charity Commission website. **Action: WRG**

.07 PROCEDURAL REVIEW

Discussion relating to this important review was deferred to the following meeting of the Management Committee. The second report from the SPRC contains many meaningful and significant issues all of which require serious consideration.

The Trustees noted that the Revision to the Rules which is currently underway comes secondary to the Procedural Review, hence discussions were held over to take place within the following meeting of the MC.

.08 **AVR (AHL)**

At April's AGM the general principles for a replacement of the monetary reward system for volunteers was accepted but in need of some minor modifications. MSR and ARW presented their updated version of the proposals to the Management Committee at meeting 1809, the details of which are given in Appendix 4. They were broadly accepted by the MC. Comments supported the recommendation that the volunteers' subscription should be set at £5 and the MC was further of the view that all AVR subscriptions should be paid by Centre thus negating any transfers of money between branch and Centre. Hence the modified proposals were therefore presented at the Officers' Conference which were very widely accepted (3 Officers did not give their agreement). This latest and modified version will therefore be put before the members for their approval at the 2019 AGM.

.09 **CHARITY COMMISSION REPORTS**

For reasons of completeness the Annual Report to the Charity Commission is recorded in Appendix 5. These were submitted last August, since when no adverse comments or feedback have been forthcoming from the Charity Commission.

.10 **TRUSTEES' TRAINING**

This has been programmed for 2nd February 2019 commencing at 10.30.
The detail of that which is to be covered is shown as Appendix 6.
Any Trustee wishing to ask questions of the Trainer in the final Q & A section is asked to give notice of their question to WGD before 19th January.

.11 **ANY OTHER BUSINESS**

Nothing was brought up and the meeting therefore closed at 12.05

W R Green
4th January 2019

NB Due to the size of the Appendices they are not published along with these minutes.
Copies can be provided, on application, to the Secretary but will only be supplied subject to any redactions that might apply.