REFERENCE T4/1801

Minutes of Meeting #4 of the Trustees of the Railway Correspondence and Travel Society held on 27th January 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)
TAJ	Terence Jenner	(Charity & Legal Overseer)
AJC	Alan Cooke	
MSR	Mike Robinson	
DPG	David Goddard	
APD	Andy Davies	
DK	David Kelso	

As Branch Liaison Office (Elect), on the retirement of AJC, Irene Rabbitts (ILR) was invited to the meeting for observational purposes only and to become involved should the need arise.

.01 APOLOGIES

JR	John Redgate	
ARW	Reg Wood	(Treasurer)

.02 TO CONFIRM MINUTES OF T3/1712 (Dated 2nd December 2017)

APD proposed and AJC seconded that they be accepted.
All agreed and the minutes were signed by the Chairman.

.03 MATTERS ARISING/ACTION POINTS

There were no matters arising. All action points form part of the agenda for this meeting.

.04 PROCEDURAL REVIEW

- Meeting 1712 agreed that the review should be deferred until a decision regarding the take-up of Leatherhead is forthcoming. As this has yet to be confirmed by Network Rail the review will remain in abeyance.

- TAJ remarked that the charitable objectives outlined in Clause 3 of the Constitution were proceeding generally along the right lines in the efforts to suitably serve both the members and the public.

- The relationship between the Trustees and the MC requires to be resolved and any differences clearly defined. It was thought that some suitable neutral member be appointed to adjudicate. Callum MacLeod was the suggested member and that the issue be followed through at a later meeting of the Trustees.

.05 AHL

Under the guidance of TAJ AHL was formally withdrawn at the September MC meeting as a consequence of limitations imposed by CIO. The decision has been questioned by numerous members of the Society. Discussions at the December meeting concluded that MSR should submit proposals for providing some form of recompense to the volunteers whose efforts continue “to keep the wheels on the Society”.

His proposal was presented to the meeting and is illustrated as Appendix 1. It is based upon an idea by TAJ and recorded within the MC minutes of 1712 suggesting that the efforts of the volunteers be rewarded by giving each a free copy of the RO.

The Trustees generally thought this to be the right approach although debate as to whom this should apply to was not fully resolved other than to say that the MC would be the final arbiter.

To move this forward, and to make the Officers aware that something is being done, ILR was asked to circulate MSR's paper via a Newsletter to which a forward by MSR would be added. Complications relating to the interlinked legal and financial considerations (VAT) would be resolved through the auspices of a future meeting consisting of those stated below. Equality between those volunteers who take only the digitised RO as opposed to the printed version requires some level of further consideration. **Action: TAJ/ARW/MSR**

Any changes to the AHL rewards system will take effect from the 2018/19 year end renewals process.

In order to fully make the membership aware of all that is taking place MSR will speak to the AGM on the subject and submit a motion to the AGM seeking approval from the members for implementation.

In total contrast to this the South Wales Branch has submitted an AGM motion to the Secretary seeking that AHL in its original form be reinstated forthwith. In view of the action currently underway and outlined above WGD has been requested to speak to their Chairman and ask that they withdraw this motion.
(WGD has spoken with Branch Chairman Peter Fortune but was unable to obtain agreement that the branch withdraw the motion. However if the proposals for the alternative recognition scheme proposed by MSR is acceptable the SW Branch will withdraw their motion at the AGM.)

.06 <u>AGM</u>

- WGD outlined the detail which is likely to form his statement to the members. It will be very similar to his annual report to the Charity Commissioners. Traditionally this has never previously formed part of the AGM Supplement but WGD thought it appropriate that this should now be included. The meeting endorsed the idea. Appendix 2 defines the broad outline of the statement.

- As the Treasurer was not in attendance no discussion took place on his report. However his unaudited 2016/17 accounts, which were to be presented to the following MC meeting, were accompanied by a written resume of the year's accounts. ARW will be requested to liaise with TAJ in ascertaining the suitability of the report for inclusion in the AGM Supplement. **Action: ARW/TAJ**

- Supplement Reports from the Secretary (WRG), Library/Archive (APD) and the Branch Liaison Officer (AJC/ILR) should be submitted to solely WRG by Friday 16th February, or earlier. WRG will follow up the reports from Paul Chancellor (DSC), David Jackman (Web) and David Bird (Publications).

- The methodology of Trustee election/re-election process which is likely to apply in the short to medium term future AGM's was confirmed by the meeting and is outlined in Appendix 3. Minus Resolutions and any proposed motions the provisional AGM Agenda was tabled and broadly accepted.

- TAJ suggested that the following be added to the meeting Agenda
  i) A presentation by himself to outline “the meaning of being a charity”.
  ii) Via an AGM Resolution, that the delegation of powers from the Charity Trustees to the MC be formalised by the members.

- Following a proposed motion to the AGM originating from the South Wales Branch seeking the publication of MC minutes in either/or the RO and Website. The Trustees were in full agreement that a redacted version should be put in place as soon as is practical. As the MC is already reacting to the issue WGD agreed to contact the Branch and ask that they withdraw their proposed motion.
  (Since the meeting WGD has made contact with the Branch who has agreed to withdraw this motion.)

.07 <u>ANY OTHER BUSINESS</u>

DK was asked to investigate the purchase of suitable audio recording equipment for the possible use at future MC and Trustees meetings.

The next meeting of the Trustees was set for 16th June at Somers Town Coffee House, commencing at 11.00am.

There being no other business the meeting closed at 12.57.

W R Green
Society Secretary

<u>Appendices attached to these Minutes</u>

1. Reward to Volunteers – AHL.
2. Year End Report Proposals by WGD.
3. Trustee Election/Re-election Schedule

Appendix 1

Recognition and Recompense of Semi-Permanent Volunteer Effort

Introduction

It is argued that to encourage and maintain voluntary commitment to key roles in the RCTS, ongoing voluntary effort in specifically designated formal roles over periods of not less than 12 months needs to be recognised by some form of 'societal acknowledgement'.

Such acknowledgement could take the form of specific monetary value paid in cash but it is probably more sensible to reward individuals considered for such consideration by providing them with a full Society membership at a substantially reduced fee during their period of service. For the sake of this proposal I will call it the AVR; or Active Volunteers Rate.

As requested by the MC at the meeting of December 3rd 2017, this paper presents proposals by which this can be readily and cost effectively achieved so as to enhance overall Society cohesion and present a positive message of the Societies of the volunteer efforts carried out on its behalf.

Eligibility

To encourage active involvement in Society activities on Nationwide basis, it is recommended that eligibility for consideration of the AVR will apply to all volunteers, both at National and Branch levels, who make a significant continuing contribution to the Societies day to day operations over the totality of the Societies financial year.

At National level, all occupants of designated 'National Officer' roles sanctioned by the Management Committee and formally endorsed on an annual basis by the Trustees would be eligible. Determination of eligibility for AVR in respect of 'National' level roles will be the responsibility of the appropriate MC budget holder / supervisor. Thus in respect of RO team members the RO Managing Editor will be responsible, Finance team eligibility will be determined by the Finance Officer, and membership team eligibility by the Membership Secretary. National roles not falling into one of these categories will be determined annually by the collective MC members. The MC/Trustees must then endorse this selection on an annual basis.

The question as to whether MC members who hold no designated active personal national responsibilities are eligible is for the MC to decide annually.

Unless designated to a specific National Officer role, members of National Committees - i.e. Pubs, Development, Library etc- would not qualify to receive such recognition unless specifically recommended by the Committee chair and endorsed by the MC.

At Branch level, depending on local circumstances, occupants of the Branch officer roles of Secretary and Treasurer will be eligible if proposed by the Branch Chairman following formal membership endorsement at the annual Branch AGM, and further approved by the MC via the Branch Liaison Officer.

Following completion of the MC's annual review of AVR eligibility the proposal should be passed to the Trustees for approval. Assuming Trust approval all members thus eligible will be entitled to pay the AVR rate annually for the duration of their service as from the next Subscription renewal date.

CIO trustees are in theory debarred from receiving any form of recompense for their work in connection with the Society though whether this applies to other roles they may hold within the Society, including MC level responsibilities, requires further clarification .

In the event of individual claims for AVR recognition not being endorsed by the designated 'responsible officer' an appeal's process possibly involving the Society Trustees needs to be considered and developed.

Funding

Funding of such roles at National Level will be the responsibility of the MC and will be apportioned against the appropriate designated functional budgets i.e. - Railway Observer, Publications, Library / Archive, Membership, Development, Finance / Overheads.

Appendix 1 cont'd

Funding of such roles at Branch level will be a Branch Responsibility covered by Branch Funds. Assuming the AVR approach is adopted Branches may be required to recompense the RCTS National accounts for the amount of membership revenue foregone. However each Branch will be free to determine on the basis of local workload and conditions whether it wishes to adopt volunteer payments and should ratify its decision at the first available Branch AGM.

Methodology of Recognition

It is suggested that the most equitable form of recognition is adoption of an additional AVR membership rate as outlined above.

It has been argued that this could be modified to a form of reduced subscription calculated on the basis of removing the annual per subscription RO magazine fee. In 2018 the magazine fee accounts for a sum of £27.16p which would effectively reduce the AVR subscription to £1.84. However the amount saved by such an approach is so trivial as to be nonsensical and is likely to create an administrative task out of all proportion to the revenue generated. To start the discussion I would recommend that the annual AVR rate subscription should be £10. However this figure should not be tied to the full annual subscription fee and to provide both continuity and confer to volunteers the degree to which we value their service should be reviewed by the MC / Trust on a five yearly basis.

It is considered that any other form of remuneration based on the volume of effort perceived to have been undertaken by 'permanent' volunteer roles would be impossible to effectively control and administer and should therefore be discounted.

Recognition of None Permanent Formal Roles.

It will be argued that the Society occasionally gives payment for certain roles where direct volunteer effort cannot be readily identified. Such tasks have included managing the book store, contributing articles/scripts and authoring publications.

To ensure equity throughout the society if is recommended that if in future such effort is required it must be developed within the framework of a formal contract specifying detailed deliverables, timescales for delivery, expense allotments and payment principals. This then eliminates the possibility of comparing work in different disciplines - e.g. book production and magazine production - as a means of arguing for extra payments elsewhere.

It has been suggested that external resources might be employed for other such tasks which cannot be adequately covered by volunteers - e.g. sales and marketing. Where such resources are employed they should in future be managed, controlled and directed by a designated MC member with a specifically agreed budget to deliver such functional responsibility.

Formal Ratification and Implementation of the Proposals.

To engender confidence in volunteers of the value the Society places on their efforts, the proposed process for volunteer recognition should be reviewed, modified and presented for approval to the Society membership at the April 2018 AGM, and subject to that approval enacted as from the 2019 renewal period.

Associated Recommendations .

Adoption of the broad thrust of these proposals will place the society in a much more coherent strategic position to move forward. However to strengthen the system it is recommended that the holder of each national budget area should a member of the Societies Management Committee in his / her own right. Currently the responsible officers of two of the Societies major budget areas - Publications and Development - are excluded from this situation. It is recommended that to increase both coherence of our overall operation and clarity of both operations and delivery, the heads of both these Committees should ideally be designated as permanent MC members.

Mike Robinson

January 12th 2018

Appendix 2

CIO End of Year Report to the Charity Commissioners plus items (from a. to m.) for the Chairman's report to the AGM in April 2018

1. Current trustees names, addresses and DOB
2. Current charity cost details
3. Web e-mail address
4. Activities
    a. Since inception as a CIO we have held 4 trustees and MC meetings. Trustees agreed that it is hereby resolved by that in accordance with the power given to them under clause 18 of its constitution they do forthwith delegate to the society's management committee all their powers and functions in regard to the management and control of the society.

    b. Procedural and Strategic Review to be enacted.

    c. Library/Archive lease signed. / *Or negotiations still going on*

    d. Ceasing of free membership to officers as per charity rules.

    e. Ceasing distribution of gratis publications to society officers as per charity rules.

    f. Complete revision of Society rules for presentation to the members at the AGM in April 2019

    g. Development of a new website for launch c. Jan 2019

    h. Yearly consultations with our branch officers via five Regional Meetings.

    i. Annual Officers Conference.

    j. Regular Newsletters an all subjects to National & Branch Officers.

    k. New Publication for sale to the public and members -- "Stanier Pacific's". Glowing reviews in the commercial press.

    l. Preparing two new publications for sale in the next 2 years.

    m. Addition photographs for sale to the public on to our web site.
5. Where the charity operates.
6. Charity classification, who/how/what the charity does.
7. Bank details

Appendix 3

2018 AGM

TRUSTEES

WGD	
WRG	Retire by Rotation
AJC	Retire by Rotation
MSR	
DPG	Retire by Rotation
(DJP)	N/A - Stood down April
APD	
TAJ	
ARW	
JR	
DK	
Total = 10	(∴ 3 to Retire)

RE-ELECT AT AGM

WRG	
DPG	
AJC	(To immediately stand down)

JUNE TRUSTEE MEETING CO-OPTIONS

ILR	
PC + DB ?	(following AGM)

Total Trustees after June meeting = 10 or 12

2019 AGM

TRUSTEES

WGD		2020
WRG		
ILR *	Elect at AGM after June co-option	
MSR	Retire by Rotation	
DPG		
APD	Retire by Rotation	
TAJ		2020
ARW	Retire by Rotation	
JR		2020
DK	Retire by Rotation	
PC ?	Elect at AGM after June Co-option	
DB?	Elect at AGM after June Co-option	
Total = 12	(∴ 4 to Retire)	

RE-ELECT AT AGM

MSR
APD
ARW
DK

CONFIRM/ELECT AS TRUSTEES

ILR
PC?
DB?