REFERENCE T5/1806

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

Minutes of Meeting #5 of the Trustees of the Railway Correspondence and Travel Society held on 16th June 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)
MSR	Mike Robinson	
DPG	David Goddard	
APD	Andy Davies	
ILR	Irene Rabbitts	
JR	John Redgate	
DK	David Kelso	

.01 APOLOGIES

None.
All current Trustees in attendance.

.02 TO CONFIRM MINUTES OF T4/1801 (DATED 27TH JANUARY 2018)

ARW proposed and APD seconded that they be accepted as a true record.
All were in favour and the minutes were signed off.
As was agreed by the MC at their January meeting under minute 1801.08.02.
They will now be posted on the members' section of the RCTS website.

.03 MATTERS ARISING

None were raised.

.04 TRUSTEE RE-ELECTIONS

At the 2018 AGM the Trustees re-elected by the membership were WRG/DPG/AJC.
All three were correctly proposed and seconded.
However after being re-elected AJC immediately resigned as a Trustee.

.05 TRUSTEE CO-OPTIONS

- Following the election of ILR to the Management Committee at the April AGM her co-option as a Trustee member of the Society was agreed by the Trustees. Her on-going appointment as a formally elected member of the Trustees will be put before the members at the 2019 AGM.
  ILR's co-option as a Trustee was proposed by WGD and seconded by ARW.
  All were in favour.

  For purposes of the record ILR's signed Consent Form to become a Trustee has been filed along with those of current and former Trustees.
  ILR's details have also been posted on the Charity Commission website.

- David Bird and Paul Chancellor were both to be co-opted to the Management Committee at the following meeting of the MC. Following this each will be invited to become a Trustee of the Society at the next meeting of the Trustees. In readiness for this each was given a Consent Statement form (to become a Trustee) for completion ahead of that meeting.

.06 TRUSTEE RESIGNATIONS

- Immediately following April's AGM TAJ informed the Chairman that for health reasons he would be immediately standing down from his position as a Trustee and Honorary Legal Advisor on the Management Committee.
  This will be notified to the membership via a note in the Chairman's Message which will appear in a future edition of "The Railway Observer". **Action: WGD**

  Redacted.

- The meeting also formally confirmed that DJP and AJC have given up their Trusteeships as they are no longer members of the Management Committee. Their names, plus that of TAJ, have been removed from the list of Trustees that are to be found on the Charity Commission's website.

.07 PROCEDURAL REVIEW

The first meeting of the Review Committee has now taken place and an interim report has been issued which is attached to these minutes as an Appendix.
ILR reported that in order to broaden the scope of the Review two younger members are to be invited onto the Committee. Both are computer literate which is most helpful.

The on-going discussion and Appendix have been redacted.

.08 2018 AGM REVIEW

WGD commented that The Welcome Centre, as in previous years, once again served the Society well with no issues. Various members remarked that the refreshments were up to their usual high quality standard.

- Following the circulation of the finalised minutes these were tabled at the meeting and accepted. They will be published in the July RO.

- It became very clear at the AGM that the "Letters to the Editor" which have been appearing in recent editions of the RO do not have the support of the membership who consider that it will very likely damage the image of the Society in the eyes of the "outside world". Frequently the true facts have failed to be given and furthermore does no favours for either the Editor or the Management Committee. Members should not be made aware of conflicts within the MC. It was suggested that "Letters to the Editor" be disbanded or alternatively redirected to the Chairman or Secretary. JR did not favour this approach suggesting that future debate should not be stifled but any such contentious issues that might warrant a letter in the RO should, before publication, be forwarded to the MC thereby enabling a right of reply to be printed alongside. In matters of this nature, rather than abandoning "Letters to the Editor" JR continued saying the Editor has to be trusted to inform either the MC or any implicated member of the issue under debate and seek their response. The Editor agreed that he would adhere to the proposal described by JR. **Action: MSR**

- The omission of a section from the Chairman's Report in the Supplement to the AGM was deemed to be out of order. Before being excluded from the Supplement the Editor should have cleared this with the Chairman as his report sought to clarify matters relating to Leatherhead, Web4 and the upsizing of the RO. WGD demonstrated to the meeting that he had phoned and emailed MSR regarding his report after being

informed by WRG that MSR was unhappy with the contents of the Chairman's report. MSR did not respond to either form of communication.
Via the Minutes of the AGM the omissions have now been fully reported to the members and will be published within the minutes of the AGM.

- Other issues emanating from the review of the AGM suggested that -
  i. Any monies taken on the day (i.e. lunch) be defined as a donation thus enabling Gift Aid to be claimed.
  ii. The lunch break be shortened to one hour. An earlier AGM start of 13.00hrs would be more suitable.
- In putting together the AGM, which was the first as a Charitable Organisation, the Trustees recognised that some mistakes had become apparent. The experience however should be regarded as part of the learning curve. Resulting from this is the need for some formalised training of the key Officers either individually or collectively. This might possibly be organised somewhere around the date of the September MC meeting. **Action: WGD**

- David Walker, who was made an Honorary Life Member, has written to the Chairman to express his thanks for the honour that has been accorded to him.

.09 RULE CHANGES (PROPOSED)

Shortly prior to the January MC meeting a significant change to the Society Rules was sent to the Secretary proposed by MSR and seconded by DK and supported by four other members with the aim of presenting it to the members at the AGM. These were correctly submitted within the timescale specified within the Rules. However the proposal was greatly in conflict with the Resolutions agreed upon by the members at the 2016 AGM. The seriousness of the change clearly indicated that this necessitated a meaningful debate within either the Trustee/MC agendas in order to agree the way forward at the AGM.

MSR made it very clear in on-going correspondence that he and his supporters did not wish for the subject to be discussed by either the Trustees or the MC ahead of the AGM. When asked the reasoning behind this no answer was forthcoming despite heavy pressure from the Trustees. It was however noted by JR that had the proposed changes been put to the AGM this would have resulted in a clear and confrontational split within the MC becoming obvious in front of the membership. JR further commented that it was odd that some of the co-signatories of the proposed rule change were not in attendance at the AGM. Matters of this nature should, and must be, fully discussed and resolved within the MC before being put to the membership at an AGM.
MSR insisted that there is no constitutional requirement that proposals such as these necessitates discussion at either the MC or Trustees meetings before the closing date for Rule Change Submissions. ARW emphasised that whilst it may not be a constitutional requirement to discuss any such proposals at Trustee or MC meetings it needs to be understood and appreciated that we are all colleagues who should be working together.
In the end the motion was never put to the membership at the AGM as the proposal, according to the Rules, should have been announced in the March RO which did not happen.

To avoid any repeat, and to ensure discussions take place on significant AGM matters, the date of the pre-AGM MC meeting should be timed accordingly.

.10 AHL REPLACEMENT

Further to the general acceptance of the ideas debated at the AGM where those members considered to be worthy of AHL be rewarded by a reduction in their Society subscription the on-going details have yet to be finally established by MSR. The suggested meeting, proposed at meeting 1801, between MSR/ARW/TAJ to consider the interlinking of the legal and financial considerations (VAT) has not yet taken place chiefly due to the continued unavailability of TAJ.

In order to move matters forward MSR was asked to present his final recommendations to the September MC and/or Trustee meetings where, hopefully, they can be approved ahead of their being presented to the Officers at October's Officers' Conference.

` **Action: MSR/AWR**

.11 REPORTS TO CHARITY COMMISSION

- Following the AGM the Annual Statement can now be written and put onto the website.
  Action: WGD/WRG

- The Commission has advised that the Financial Statements must be put onto its website by the end of August this year. **Action: ARW**

.12 ANY OTHER BUSINESS

No other matters were raised.

.13 DATE OF NEXT MEETING

Next meeting's date has yet to be decided.

The meeting closed at 13.05hrs.