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

REFERENCE T12/2006

FINAL

MINUTES OF MEETING #12 OF THE TRUSTEES OF THE RAILWAY CORRESPONDENCE & TRAVEL SOCIETY. Held via Video Conferencing on Saturday 13th June, 2020.
Commencing at 1500hrs

TRUSTEES PRESENT AT VIDEO CONFERENCING MEETING

ACM	Callum MacLeod	(Acting Chairman)
ARW	Reg Wood	(Treasurer)
GTA	Geoff Adams	(Acting Secretary)
MSR	Mike Robinson	
DPG	David Goddard	
APD	Andy Davies	
ILR	Irene Rabbitts	
DB	David Bird	
PC	Paul Chancellor	
JR	John Redgate	
DK	David Kelso	

INVITED TO THE MEETING

DJ	David Jackman	(Webmaster)

MENTIONED BUT NOT PRESENT

WGD	Gordon Davies	(Former Chairman)
WRG	Bob Green	(Former Secretary)

2006.01 CHAIRMAN'S OPENING REMARKS.

ACM welcomed everyone to the meeting, which was held via the Zoom 'Video Conferencing' facility, and once he had confirmed all were online, he commenced the meeting at 1504 hrs.

2006.02 APOLOGIES

None required as all Trustees in attendance.

2006.03 TO CONFIRM MINUTES OF MEETING T11/2004 (dated 15th April 2020)

There were no additional comments from the Trustees, so ACM would sign the last page, scan and then email to GTA, pending the time when he could hand over the original document for filing. ACM & GTA to liaise regarding any required redactions prior to posting on the Society website – **see Action Point (AP)1(a & b)**.

<u>2006.04 MATTERS ARISING FROM T11/2004 & MC MEETING 2002 (1st February,2020)</u>

An 'Action' paper had been circulated prior to the meeting, and is attached as **Appendix 1**. For those 'Action' items not yet done:-

MC 2002.06 ARW requested to carry forward - see item 2002.09 (External Funding) below.

MC 2002.07.02 APD advised that these were not being currently worked upon and it was believed Rodger Green was busy on the Epping Ongar Railway. Action therefore Outstanding.

MC 2002.08.02 PC had submitted details at the T11 meeting - a longer face to face discussion required to progress this item further.

T11/2004.06 Completed.

Other items had been dealt with as per the 'Action' paper (Appendix 1), with any additional comment required covered by this meeting and shown below.

<u>2006.05 CHARITY COMMISSION REPORT</u>

GTA explained that WGD had finalised the 2019 Report and that WRG had posted it onto the Charity Commission website; no further changes whatsoever can now be made. WRG had asked GTA to add this item to the agenda for the T12 meeting, and circulate a copy of the Report, so that the Trustees could note this and that the required action had been finalised by WGD & WRG prior to their retirements. Duly noted by the Trustees and a copy of the Report in question is attached to these Minutes as **Appendix 2**.

<u>2006.06 VOLUNTEER NEEDED TO BE DEPUTY CHAIRMAN</u>

ACM pointed out that as he was now Acting Chairman, there was a vacancy for Deputy Chairman; also, a need to have someone south of the border to cover him, should he be unable to travel due to differentiated covid-19 related travel restrictions, or any other reason. DB was put forward as a possible candidate and he raised no objections. Proposed by MSR, seconded by DPG, DB was unanimously appointed as Deputy Chairman. DK pointed out that ideally two Deputies were needed, one for Admin and the other for Technical – this not to be progressed at this time.

<u>2006.07 CONFIRMATION OF THE FOUR PROPOSED HLMs. AND PRESENTATION OF THE CERTIFICATES</u>

WGD had emailed ACM concerning this matter. The MC decision was for HLM to be presented to REDACTED – the Trustees agreed to ratify this earlier MC decision. WGD was currently preparing the required Certificates and ACM would then write to all four recipients accordingly, but would need addresses for the first two – **see AP2a/b**. DPG requested to be advised when this was done, so that he could suitably amend his records – **see AP2c**.

2006.08 POSSIBLE AGM DATE

ACM stated that he thought it unlikely the AGM could even be held on the suggested delayed date of 19th Sept. Whilst a venue, etc., might be possible to arrange, doubts remained as to whether a quorum would be in attendance, 50 being the minimum number required. Additionally, restrictions in travel may be lifted in England but might still be in force for Scotland and Wales. An alternate date of 24th October was now proposed, that being the Saturday of the planned (now cancelled) Members' Weekend. Other suggestions for holding an AGM included a mix of Postal and Online voting, or via Zoom - this latter one was favoured. MSR would need advanced warning if he was to include an AGM Supplement with the September *RO*, though he confirmed that he had all the necessary information (reports, etc.) ready to include. ACM/MSR/GTA to liaise as required – **see AP3**.

2006.09 FINANCE UPDATE

ARW advised that the Society's Financial half-year had now passed. In the first half-year cash net inflow had been £48,000 with members' renewals of £70,000, better than the previous year, but these figures only appear in the first half year of course. The Publication Sales budget for the first half-year was £12,000 but sales of only £3,300 had been achieved. Donations were £3,400 for the first half-year. He pointed out that donations of £9,000 had been achieved in the past for the Library, so it was clear we get more money when there is a specific theme. Gift Aid had been £1,800 in the half-year, with an additional £600+ in the last few days. As we can never be confident that HMRC will accept our gift aid claims in full at year-end, accruals of gift aid claimed but not yet paid are not applied; claims are accounted for when the funds are received. The gift aid potential from 2020 membership renewals had not yet been calculated. The extra volunteer he may be seeking will help the Society prepare Gift Aid claims faster as well as considering potential new funding possibilities.

Expenses: the *RO* was £2,000 to £3,000 underspent, as some printing has been delayed by the virus. Membership Promotion had spent £4,600 against a budget of £8,000. Library Rent: still none paid, so not yet in the cash flow figures but it would eventually make a big difference. Operating costs were estimated to be £22,000 in the first half year but this would be £25,000 to £30,000 if Library rent included. On the capital side, a further investment of £700 had been made in the Image Library and any spare money the Society had was only attracting 0.75% interest.

ARW also stated that he could make no forecast for the year as he could not predict the effect of the covid-19 lockdown, etc. Off the cuff: his original budgeted £3,000 deficit for the year is still considered robust. Leatherhead will impact the Society finances, and unless we can achieve the waving of some costs, all those anticipated must be put into the Accounts in order to ring-fence them.

On the subject of Bank Signatories, he needed to take WGD & WRG off the banking Mandate, and add ACM and GTA but he was not sure the bank would be willing to make the changes whilst they were in an Acting capacity. Both WGD & WRG were happy for ARW to use the pre-signed cheques he had in hand. Once he, ACM & GTA can meet up, and the two latter formally appointed, then the necessary forms, etc., can be completed.

ARW had authorised the £420 purchase by GTA of a laptop for his use in his new role of Acting Secretary, said item of course remaining the property of the RCTS; the Trustees gave their approval.

External Funding: This had not been looked at much, as obviously establishing ourselves as a CIO, claiming Gift Aid and so on had been the priority. However, ARW reminded the Trustees that as a CIO we can apply for such things as grants, etc. It had been mooted that a Think Tank be set up to look at the whole question of external funding and also to see if Gift Aid could be simplified. This would enable the Society to look at other areas of funding as well as extending its external image. ARW agreed to lead and would pursue the topic and call for volunteers – **see AP4**.

On the subject of Heritage Lottery funding, DK advised that if such funds were to be applied for in respect of the Library/Archive, then “Archive Accreditation” would be needed, with a professionally qualified archivist in place. APD was not so qualified but Peter King was a retired qualified librarian. It was also suggested that the services of West Midland’s Branch member Peter Robinson could be used and therewas also a Mr. Avery who had joined the Society (Croydon & South London Branch) in October of last year. To progress this matter, DPG would advise APD of members showing Archive on their application forms and APD would look at possibly placing an advert in the *RO* for volunteers – **see AP5(a & b)**.

2006.10 *RO* UPDATE

MSR stated that there was an editorial conference planned for Wednesday 17/06; also, that the Amadeus Press MD had contacted him to advise that they were now hoping to get people back to work. However, the normal support team were not yet back, so MSR had a few reservations. The May *RO* had been signed off and was being printed; the June edition will follow if the May edition looked okay. July would follow that and then those three editions could be posted out together; this would mean postage savings of some £2,500 when compared with them being posted individually. All being well, the publication of the August *RO* onward would be on the planned dates. MSR suggested DJ should leave it a few days before posting this information onto the website. DPG suggested that only 2,500 copies be printed of each of these *RO*s, as opposed to the usual 2,700, as he already had more than sufficient spare copies on hand for recruitment, etc., purposes.

2006.11 MENSING COLLECTION UPDATE

MSR & DB had been looking at the Collection the Society inherited and MSR had now found more photos - he thought he only had about 10% of the total. Mensing had left 76 notebooks, a new film meant a new notebook. MSR has seen some 3,500 colour negatives and approximately 1,000 black & white ones. APD added that he had 6 large metal filing cabinet trays of Mensing material at Leatherhead, MSR saying he thought there should be some 20,000 b&w negatives in the collection. Mensing owned 8 different cameras during the 40 to 50 years of his active photographic lifetime and his 76 books accounted for about 16,000 b&w images and a number of colour negatives. Work was progressing on scanning and captioning the colour images and when completed, MSR’s holdings would be sent to the Archive/Library – someone will need to take forward the ongoing management of the scanning and caption process. John Broughton had scanned some 300 images. DB was looking at producing a book of Mensing photos.

2006.12 BRANCH LIAISON UPDATE

a. **Best Practice Guide for Branches:** A draft of this document had been circulated around the Development Committee and subsequent changes made. It was now being sent to Branches for comment. When this was all completed, ILR would finalise the document for presentation to a Trustee meeting, hopefully in September.

b. **Officers Directory (OD):** DK had requested that his "roimages@rcts.org.uk" email address be reserved for use with his Joint Imaging Editor role only, and not for RCTS Trustee, etc. purposes. ILR pointed out that as we were attempting to move away from the use of personal email addresses in the Officers' Directory (OD), DK would require another official email address. Agreed DJ would set up "d.kelso@rcts.org.uk" and similarly "j.redgate@rcts.org.uk" for JR's use – **see AP6a**. However, ILR expected that the practise of using of personal addresses between Trustees would remain.

On this subject, MSR suggested moving the publication of the OD with the *RO* from July to January, especially as a number of alterations could soon be expected. ILR agreed to this but would prepare an interim version to send to Branches in a Newsletter. DJ would add details to the website. **See AP6(b & c)**.

2006.13 DEVELOPMENT UPDATE

a. **Members' Survey:** As the survey form had now been completed, PC said he would like it to go out with the July RO, though MSR said he would prefer it to be with the September *RO*. ACM supported the delay, as there were already three *RO*s waiting to go out together in July. PC added that he would not therefore be able to present an analysis off the survey at the September Trustee meeting, as envisaged. One or two Trustees queried the content and timing of this survey, but ACM reminded the meeting that the issuing of a Members' Survey had been previously agreed by the MC, so the Trustees ought to respect that decision. However, ACM asked if PC could amend the wording to make it clear that the survey was a Development Committee initiative and was not necessarily endorsed by the Trustees. PC agreed to do this and to recirculate – **see AP7a**.

b. **Recruitment advertising and New Members Offer:** PC said he would like to place one month of advertising (in magazines) to promote a "new members" offer, as in previous years, with half the price of the existing rate being again being made available. New members could also potentially enjoy up to 15 months of membership for the (reduced) price of 12. PC estimated the cost to be £1,500 to £2,000 but ARW requested that these figures be reduced to £1,000 and this was approved by the Trustees.

JR advised PC to play 'hardball' with the magazines and see, for instance, if a '2 for 1' deal, or a combined advert to include the new RCTS book due to be marketed in September could be arranged.

c. **Restarting Branch Meetings:** JR advised that Directors of large companies were being advised that Risk Assessments were to be conducted prior to the opening of facilities, else they could potentially be charged with manslaughter if anything were to go wrong; for Directors, read Trustees. He advised that Branches must talk to venue owners as to what arrangements are or will be put in place and that the Trustees need to advise them to do this. Provided HMG protocols were followed, this would be a defence against any possible H&S claim. JR said he would forward any HMG guidance to ILR for her to advise the Branches accordingly – **see AP7(b & c)**. ACM added that both Scotland and South Wales/De Cymru Branches would need to heed the advice from their respective devolved Governments!

2006.14 PUBLICATIONS UPDATE

DB advised that a new book, entitled "A Journey" was almost ready, only the issue of image grey tones balance to be resolved (between DK and Cowlishaw); it would be finalised in one week, all being well. DB & PC to liaise in respect of advertising this book in conjunction with the 'year-end membership offer' – **see AP8**.

2006.15 MEMBERSHIP UPDATE

DPG had issued the latest Membership Statistics & Breakdown (June 2020) prior to the meeting and these appear as **Appendix 3** to these Minutes. The latest total membership figure was 2722, 22 down on the same time last year but still 250+ up than before the big membership promotion push.

2006.16 WEBSITE UPDATE

DJ had circulated to the Trustees a document entitled "Web News" prior to the meeting – this appears as **Appendix 4** to these Minutes – to explain the continuing move from the concrete5 platform to WordPress. The membership pages were very recently transferred, and he is crossing his fingers that these are now all on the new system.

2006.17 ARCHIVE / LIBRARY UPDATE

APD's update was, as anticipated, very brief: "it is shut!" He was checking the premises once a week, as per the insurance requirements, and had good reason to believe one of the Leatherhead station staff had also been keeping a close eye on the building.

2006.18 RESIGNATIONS / NON-RENEWALS

A Statistics paper on this subject had been circulated prior to the meeting and is reproduced here as **Appendix 5** to these Minutes. The Trustees briefly discussed the figures but concluded that not a lot could be learnt.

2006.19 ZOOM MEETINGS & POSSIBLE BRANCH USE

ILR had recently issued a Newsletter covering this topic but reported that to date there had been little feedback from Branches.

2006.20 MATTHEW SHAW'S 'DIGITISATION OF WTTs' PROPOSAL

Papers relating to this topic had been circulated prior to the meeting and are attached as **Appendix 6** to these Minutes.

APD stated that Working Timetables (WTT) were freely available from Network Rail and as far as he was aware, could be reproduced provided no profit was made. DK advised that in some circumstances it might be necessary to advise the Lord Chancellor's Office (LCO); pre-BR WTTs were Crown Copyright, which precluded anyone else doing anything with them without permission of the LCO. Before approving any proposal, it was agreed that we needed to see the authorisations Matthew Shaw said he held in respect of these records; APD to pursue – **see AP9a**. MSR added that the views of Terence Jenner ought to be sort and he undertook to do this – **see AP9b**.

As Matthew Shaw was now a RCTS member, and obviously was well versed in computer matters, it was mooted that he might be a suitable candidate to take over as Webmaster when DJ stands down.

2006.21 PREPARATION FOR NEW GOVERNANCE, ETC

Assuming the new Governance proposals were accepted at the AGM, vacancies for the following two posts would arise: i) Minutes Secretary, and ii) Strategic Planning Officer.

ACM asked the Trustees to let him know of any likely candidates and/or any ideas on how we could fill these vacancies; PC to consider a possible candidate for post ii) from within the ranks of his Development Committee. ACM would re-circulate relevant papers – **see AP10**.

2006.22 REDACTED

REDACTED

2006.23 CHANGING 'SUB-COMMITTEES' TO 'COMMITTEES'

ACM said there had been prior discourse on whether we had Committees or Sub-Committees – could we now agree on the designation to be used? All the Trustees agreed that the 'Sub' prefix be dropped and that we would just have 'Committees' in future.

2006.24 DATE OF NEXT MEETING

It was initially agreed that the 19th September date already scheduled for a meeting at the STCH be retained, but that the venue booking be cancelled; as WGD retained the papers for the STCH bookings, he was to be asked to action accordingly – **see AP11**.

However, DPG reminded the Trustees that any new Membership Rates needed to be agreed by the end of September, earlier if at all possible. It was considered necessary for a Zoom meeting to be held before the 19th September and 15th August at 1400hrs was agreed, upon, and for the meeting to be scheduled to last 2½ hours. ACM and GTA to organise the agenda – **see AP12**.

2006.25 ANY OTHER BUSINESS

DK advised the Trustees that the Historical Model Railway Society (HMRS), which for many years has been an Educational Charity, changed to become a CIO at the same time as we gained CIO status. In the most recent HMRS Members Newsletter they advised the membership that they had agreed with the Charity Commissioners that their Trustees could accept the same benefits as those available to all members. RCTS member Alan Rhodes of the Watford Branch and also an HMRS Trustee, led the conversion of the HMRS to a CIO and DK feels that he will have had a hand in this change. DK undertook to contact Alan for further details – **see AP13**.

As there were no other items for discussion the meeting concluded at 1740hrs.

G T Adams – Acting Society Secretary

APPENDICES ATTACHED TO THESE MINUTES

1. **Actions from previous meetings**
2. **2019 Annual Report to the Charity Commission**
3. **Membership Statistics, June 2020**
4. **Web News**
5. **Resignation Statistics**
6. **WTT Proposal**
7. **REDACTED**