RCTS
THE RAILWAY CORRESPONDENCE AND TRAVEL SOCIETY

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

REFERENCE BT25-2611

Final

MINUTES OF MEETING BT25 OF THE BOARD OF TRUSTEES OF THE RAILWAY CORRESPONDENCE & TRAVEL SOCIETY

Held at Somers Town Coffee House

on Saturday 26th November 2022

TRUSTEES PRESENT AT THE MEETING

ACM	Callum MacLeod	Chairman
RLM	Richard Morris	Secretary – via Zoom
MSR	Mike Robinson	*RO* Managing Editor – via Zoom
DPG	David Goddard	Membership Secretary
JM	James Milne	Strategy Group Leader – via Zoom
MS	Matthew Shaw	Digital Officer
APD	Andy Davies	Archivist
ILR	Irene Rabbitts	Branch Liaison Officer
JR	John Redgate	via Zoom
DBB	David Bird	Deputy Chairman

Others present

PJC	Paul Chancellor	Minute Taker

2611.01 – CHAIRMAN'S OPENING REMARKS & COI DECLARATION

The meeting commenced at 11.05 with the Chairman welcoming those present and partially resolving some problems with the Zoom connection. ACM enquired if anything on the agenda was likely to give rise to a Conflict of Interest (COI) for anyone.

REDACTED

2611.02 APOLOGIES FOR ABSENCE. Canon Brian Arman, Reg Wood (ARW)

2611.03 Confirmation of the Minutes of BT 24 and BT24A

The minutes of BT24 (10th September) and BT24a (30th September) were accepted as a correct record of the meetings and approved.

2611.04 Matters arising not covered elsewhere in the agenda

(a) New Member rates (non-UK). DPG advised that, together with JR, these had been reviewed and a revised rate set at £66.

(b) Zoom meeting charges. It was clarified that where a participant made a donation for joining a zoom presentation VAT would not be payable, but if the Society required a payment via registration to join a meeting, then VAT would be payable. The meeting agreed that branches would be allowed to adopt either route, subject to completion of a trial at Windsor & Maidenhead in January. This to be advised to branches. **AP1 ILR**

2611.05 Updates from Action Points of BT 24

RLM had issued an updated list prior to the meeting. All of the actions were discussed, and a further revised copy of the action list is appended as Doc 01. Actions remaining as outstanding are as below.

BT24 AP3 Advise dates for the Society Diary to ACM. None received since the last meeting. **AP2 All**

BT24 AP4 Include length of time to complete financial information on renewals in the finance team meeting agenda. Carry forward for confirmation at BT26. **AP3 ARW**

BT24 AP14 Request answers to accounts queries raised with ARW by JR.
Although reported as discussed at BT24a there was no record of this in the minutes (see Doc 01) Rediscuss at BT26. **AP4 ARW**

BT24 AP15 Chase up requested monthly management account information from ARW (see Doc 01) Rediscuss at BT26. **AP5 ARW**

BT24 AP18 Contact GBRf for guest speaker (see Doc 01). This had so far been unsuccessful but DC had been asked to follow up. **AP6 JM**

BT24 AP20 Progress Photography competition idea with Mortons – ongoing. **AP7 JM/PJC**

BT24 AP23 Publicise the WTT collection in *Running Lines* – this has been requested by JM for MS to supply, but has not yet happened **AP8 JM**

BT24 AP24 Send copy of the Regional Meetings report to branches. **AP9 ILR**

2611.06 Updates from Action Points of BT24A

RLM had issued an updated list prior to the meeting. All of the actions were discussed and a further revised copy of the action list is appended as Doc 01. The action remaining as outstanding is as below.

BT24A AP1 Discussion on Terms of Reference for Commercial group- not yet actioned. **AP10 MSR/ACM**

2611.07 Administration Group Report

See Document 07

(a) Update from the Charity Commission on reporting requirements. See Doc 07a. RLM advised that the Charity Commission had revised their requirements in following the Royal Assent of the Charities Act 2022, with most applying to larger charities. No actions were required by the BoT at this time.

Following the passing of Eric Palmer, a request had been received from Ipswich branch suggesting that a memorial bench be placed in the library at Leatherhead. Agreed that APD would discuss with John Day. **AP11 APD**

2611. 08 Commercial Group Report

As noted under AP9 the terms of reference of the Commercial group had not yet been resolved and thus no meeting of the group had taken place since BT24.

(a) RO Sustainability. See Doc 08a. No volunteers have come forward to fill *RO* editorial roles. MSR felt that the fact that volunteers would be eligible for AVR, subject to adequately fulfilling a role, was not well known and that it should be mentioned in any job advert. The Trustees agreed with the proposal and that it could be extended to any other volunteer advert. There was a discussion about this AVR offer applying after a six-month period.

(b) The Society had recently received advice contrary to that given in the past that the AVR rate could be set at ‘free membership’ and that this should be discussed at BT26. Put on agenda. **AP12 RLM**

2611.09 Digital Services Report
MS gave an update of activities since BT23. The LNER project had gone live and digital sales of £500 had been achieved and 80 books sold via Amazon at a profit of £5 per copy. Due to the algorithms employed by Amazon he expected monthly book sales volumes to rise.
DBB proposed a vote of thanks to MS on behalf of the Publications Group for his work on the LNER series and this was endorsed by the Trustees.
The project to digitise past copies of *The Railway Observer* was progressing with all scanning etc. now done and that this included the indices. The next phase was to build the necessary web pages to allow for its presentation and use. MS advised that the Publications Committee had agreed that access to the ROs should be free. This access would be 'read only'. A charge of £6 per volume would be made for searchable downloads.
MSR said that in his view the Publications committee could only suggest a sales price and that the final decision lay with the Commercial Group.

REDACTED

A meeting should take place before BT26.

REDACTED

A debate on governance issues followed and related back to the terms of reference for the Commercial Group. The item should be discussed by that Group and conclusions/suggestions reported to BT26.
Views were expressed concerning the balance between the Society's education and commercial requirements and also that processes for e.g. commercialising a product, should be simple as complex processes consumed valuable volunteer time. **AP13 MSR**

(b) Governance Group for Digital Officer Role. See Doc 09b. At a meeting held on November 14th it was agreed that the Role of Digital Officer should in future be allocated to the Administration Group and that some duties should be undertaken by other officers. The Digital Officer would support activities in all of the business groups. This would require a small amendment to the Society Rules. **AP14 RLM**

JM also advised that activities had begun on social media with the Society already having 153 followers on Twitter and 772 on Facebook. Frequent posts were being made. Those monitoring the posts had not seen any inappropriate subjects being highlighted.
It was suggested that Tik Tok be monitored as there were a number of rail-related posts that might be of interest.

2611.10 Finance Group Report
See Doc 10. ACM wished to thank ARW for providing the report whilst convalescing. It was noted that the Society had received nearly £6000 in gift aid payments. Sussex branch referred to in the report should have read South East branch.
(a) Financial assistance to Branches. Carry forward to BT 26 agenda. **AP15 RLM**

Concerns were expressed over the lack of agreed deputies for key Society officers in the event of illness etc. and this was particularly appropriate for the Finance Group at this time. It was agreed that an urgent discussion and plan was required in respect of the post of Treasurer. **AP16 JR/ARW/DPG**

2611.11 Strategy Group Report
See Doc 11. JM advised the meeting that in future he would report only project updates, new projects or where a decision was required by the Trustees.

Creation of Educational Governance Group. See Doc 11a. JM had undertaken a review of the education requirements as set out in the Society constitution and concluded that all four governance groups already had a responsibility for Education and that the creation of a new governance group having specific responsibilities was not required at the present time. The Trustees accepted the conclusions/recommendation in the report.

2611.12 Membership Update

DPG referred to Doc 12 that showed that the Society had 16 fewer members than twelve months ago. This was disappointing in view of the large number of new members in 2022. Digital-Only membership was increasing slowly as a proportion of total membership.

(a) Affiliated, Exchange and Gratis Copies of the *RO* were listed in Doc 12a. All trustees named in the report were asked to review the copy list

REDACTED

References to 'GTA' (aka Geoff Adams) would be changed to RLM. **AP17 ALL**

(b) Analysis of renewals 2018 to date. See papers 12b(1) and 12b(2). These analysed renewal/retention rates for the various incentive packages offered by the Society. There was a debate about the retention of free versus paid joiners as the statistics showed that those who paid had better retention rates. PJC advised that the 2018 free membership offer had provided a much higher number of renewals than paying joiners when related to the advertising costs associated with their initial recruitment.
Ways of joining were discussed, especially if and where 'by post' contact details should be given and also if a QR code should appear anywhere. These points to be discussed by the Strategy Group. **AP18 JM**

DPG advised that the 2023 renewal figures were roughly in line with previous years and that reminders would be posted out shortly. There had been approaching 100 members now joining the DD scheme. Some 50% of members had requested a printed membership card. The possible introduction of a charge for these should be considered for 2024.

Donations received totalled £5837.50 of which members had specified £2697 must be used for the digitisation project because all had been donated only following the Appeal letter sent out with 2023 subscription renewals. Those contributing on-line had only the option to donate to the project.
It was agreed that gift aid claims related to these donations should be included if/when Society match funding was applied to the project. **AP19 Finance Group**

2611.13 Library and Archive Report.

See Document 13. AD advised that book and other sales via Leatherhead totalled £4420 for the last financial year with costs of £432. The annual rent, still not requested, was £8000, with the cumulative now likely to be in excess of £32000, plus unknown amounts for services and rates.

2611.14 Digitisation of Images Project

Docs 14, 14a and 14b had been submitted by MSR, 14c by MS and 14d by APD.
A meeting held on 16th November proposed that MSR chair the group to move the project forward, this being on the basis that all work would be carried out by volunteers as funding totals had not reached a level where someone could be employed. However, MS put forward an alternative plan whereby he would lead six named individuals to carry out the project based at Leatherhead. MS also requested immediate authority to spend up to £6000 on the equipment required to implement his proposals. Inflation and lead times were cited as the need for urgent action. APD drew attention to his email of 25 November (Doc 14d) pointing out errors in the documents supporting MSR's plan.

MSR conceded the proposed change of leadership, but considerable debate then ensued, particularly concerning the need for a revised plan before approval of the expenditure.
The immediate spend of up to £6000 was agreed by a vote, with seven trustees in favour two against with one abstention, but it was also agreed that a detailed and revised plan, including workflow, would be submitted to the Trustees at BT26. This would also need to address the issue of copyright as only a limited number of collections had copyright assignment notices with them **AP20 MS/APD**

ARW to be advised of the approval of expenditure. **AP21 ACM**
It would be helpful to prepare a guidance document for use by members to allow them to scan and record their images in accordance with Society requirements, should they be considering donating them to us in due course. **AP22 MS**

<u>2611.15 Railway Observer Nameplates</u>
It was confirmed that the plates from 43014 were at Leatherhead and had been received in ex loco condition and that a certificate of authenticity had been received from Network Rail for both the name and supplementary plates.

<u>2611.16 Working Timetable Collection</u>
MS advised that for the pre 1970 collection the passenger timetables had been disposed of and that the SR WTTs would be put into the care of the Bluebell Railway next week. He still had to action disposal of the rest of the collection. Recipients of WTTs should be required to supply a letter confirming that they would not be seeking to resell any of the timetables.
AP23 MS

<u>2611.17 Any Other Business</u>
ILR advised that if a Member's Weekend was to be held in 2023, a co-ordinator needed to volunteer. Preference was expressed for the event to be in the north of England. Arrange for an advert in the *RO*. **AP24 ILR**

Fraser Pithie was suggested as a suitable AGM speaker. Advise ACM of contact details.
AP25 ILR

JM stated that the sound quality for those on Zoom for the meeting had been extremely poor and that the Society needed to invest in better equipment. DPG advised that he would bring some of his own equipment to trial at the next meeting.

MSR advised that North East branch (Newcastle) looked likely to close down and that Darlington was little better.

<u>2611.18 Date of Next Meeting</u>
This was confirmed as 21st January at STCH (not 14th as shown on the Agenda).

The meeting closed at 15.15

Related Documents
01 Action points from BT24 and BT24A Updated and amended
07 Admin Report
07a Charity Commission Reporting Requirement
08a RO Sustainability Requirements
09b Group Allocation of Digital Officer
10 Finance Report
11 Strategic Action Report
11a Creation of Educational Governance Group
12a Gratis RO copies listing
12b(1) and 12b(2) Analysis of Renewals 2018-2021 and 2022
13 Archive & Library Report
14 Digitising the Society Photo Archive
14a Society Photo Archive (P King)
14b Photo Archive Digitisation (MSR)
14c Photo Archive Equipment Purchase (MS)
Additional Document 14d Comments on docs 14a & 14b APD

Action Points from BT25

AP1	Advise branches of the outcome of Zoom meeting charging trial	**ILR**
AP2	Advise dates for the Society Diary	**ALL**
AP3	Include length of time to complete financial information on renewals in the finance team meeting agenda.	**ARW**
AP4	BT24 AP14 Request answers to accounts queries raised by JR	**ARW**
AP5	Chase up requested monthly management account information	**ARW**
AP6	GBRf guest speaker- DC to follow up with GBRF	**JM**
AP7	Progress Photography competition idea with Mortons	**JM/PJC**
AP8	Publicise the WTT collection in *Running Lines*	**JM**
AP9	Send copy of the Regional Meetings report to branches	**ILR**
AP10	Agree Terms of Reference for Commercial Group	**ACM/MSR**
AP11	Discuss Eric Palmer memorial with John Day	**APD**
AP12	Include AVR rate on BT26 Agenda	**RLM**
AP13	Advise proposals on authority of Publications committee to set prices for digital products by BT26	**MSR**
AP14	Propose rule amendment for move of Digital Officer to the Administration group	**RLM**
AP15	Financial assistance to Branches. Carry forward to BT26 agenda	**RLM**
AP16	Agree deputy for the Treasurer and amend ways of working if appropriate	**ARW/ DPG/JR**
AP17	Review Gratis RO copy list and advise amendments to DPG	**ALL**
AP18	Review advert/website text with respect to having a postal address and QR code for enrolment	**JM**
AP19	Gift Aid claims related to donations to the Image Digitisation Project should be included when Society match funding is applied to the project	**Finance Group to note**
AP20	Prepare revised Digitisation Plan including copyright issues for BT26	**MS/APD**
AP21	Advise ARW of digitisation spend approval	**ACM**
AP22	Prepare Self Help guide for those who may donate image collections to the Society	**MS**
AP23	Require those receiving WTT collections to provide a letter confirming that they will not be resold	**MS**
AP24	Arrange for item in the RO to request an organiser for the 2023 Member’s weekend	**ILR**
AP25	Send Fraser Pithie contact details to ACM	**ILR**