

# Signalling Record Society

(founded 1969 for the study of railway signalling and operation in the British Isles and overseas)

A Charitable Incorporated Organisation registered in England & Wales

Registered Charity Number 1176506

## Annual General Meeting Saturday 13<sup>th</sup> May 2023

### Minutes

#### **Attendance**

The following members took part in the on-line meeting

Keith Benjamin, Michael Brougham, Mike Blake, David Collins, Neil Dickson, Ray Edwards, Andrew Gardiner, Nick Garnham, Stuart George, Peter Gibbons, John Godfrey, Chris Hall, Graham Hardcastle\*, Eric Hayman, Andrew Jones, David Lowe, Simon Lowe, Del Lomas, Hessel Franssen, Ian Scott, John Mair, Robert Mills, Richard Pulleyn, John Roberts, Paul Thompson, Richard Tindale, John Tinkler\*, Mike Wilks, Robert White, Roger Wilkins, John Lacy\*

The following members joined the meeting from Kenilworth, Peter Davenport\*, Richard Foster\*, Reg Instone, Charles Melton\*, and Steve Sharpe\*

\*had submitted voting papers and did not vote during the meeting

In addition the following 80 members (including 7 who took part in the meeting) submitted voting papers in advance. The totals were compiled by the Secretary and verified by Robin Walker.

D J Payne, R D Foster, M Elms, F Voisey, N Mackay, A Elliot, J Francis, R Calasca, A I Davies, R Clarke, D J Pearson, J Jenkins, J Mair, B Hillier, G Hardcastle, A Pym, A V Davis, N Harrison, P Armstrong, R J Caston, D R Davidson, R S E Wilson, C Melton, R D Welfare, J Tinkler, D J Moore, C Potts, G Floyd, K D Hooper, A Overton, C A Robey, M Shaw, I Browning, G G Stott, P Kemp, Thomas, J Wickens, J Sneider, J Swan, A T Wallis, S Sharpe, I D Smith, R M Young, L J Kelly, M G Hodgson, Chapman, P W Littler, I Pusey, I Hughes, A Cornell, P Grant, M Lloyd, R Sawyer, R W Haslett, C Allenby, J Lacy, D Clarke, N Cordery, S D Peplow, I Stemp, C Roffey, K Parkinson, T Moseley, I Blackburn, C Brown, J Summers, Thornber, P Davenport, A Thompson, R Macintyre, S Westwood, K Heath, Rev. M Howarth, E Hayman, M Beard, M Jackson, C Dymond, M C Yates, T Lansdell, and C Philips.

#### **1. Welcome**

Attendees were welcomed to the meeting by the Webmaster, John Lacy. John explained that as there wasn't a Chair present the constitution made provision for the meeting to appoint a Chair. The Trustees wished to nominate John Lacy to act as Chair for the meeting, but the meeting could propose another person if it wished. There were no other nominations and John was appointed as the chairman of the meeting.

Steve Sharpe took over as Zoom manager. Members were asked to mute their microphones and use the chat system to raise any points for discussion. They would need to un-mute themselves when invited to speak.

John explained that Chris Hall had some doubts about continuing as the Chair and had decided to resign and not seek re-election as Chair after the publication of the AGM notice. Chris would be continuing as a member and the Signal Box Register Coordinator. The Trustees wished to place on record their thanks for Chris's contribution to the running of the Society. The Secretary was dealing with any correspondence.

Secondly the Treasurer, Francis Dalrymple Hamilton resigned due to ill health in January and sadly subsequently passed away. This had resulted in vacancies for a Treasurer and an Editor. In the interim John Lacy and Richard Foster had picked up these roles. It was hoped that new volunteers would come forward to fill these roles.

Those members who had voted in advance were asked not to vote during the meeting on any items on the agenda.

The meeting paused to remember those members who had passed away in the last year, Rodney Agutter, Michael Blease, Alan Bullimore, Francis Dalrymple-Hamilton, Robert Dennis, David Harrison, George Huxley, Chris Littleworth, Ian Marsh and Brian Metcalfe.

## **2. Apologies for absence**

Apologies had been received from the following members: M Beard, D Burton, R Chapman, J Cleever, P Grant, J Jenkins, R Maiden, N Mackay, T Moseley R Lemon, C Cock, C Turner, M Rhodes, J Summers, A Thompson, C Togwell, J Wickens, A Beck,

## **3. Minutes**

The minutes of the AGM held on the 14<sup>th</sup> May 2022 were approved. Votes in favour 97 with 7 abstentions.

No matters arising were raised.

## **4. Officers Reports for the year to 31<sup>st</sup> December 2022**

The Officers reports had been circulated in advance with the Spring mailing. The meeting expressed its thanks to all of the Officers for their work during the year. Members were invited to raise any queries that they might have. None were raised.

## **5. Finance**

In his interim role as Treasurer John Lacy introduced the Accounts. He pointed out that the Trustees Annual Report and Accounts were a public document and would be publicly available. They had been included in the notice convening the meeting.

Members attention was drawn to the addition of a provision for the relocation of the Archive. The Archive is used on licence from the London and North Western Society which in turn leases the premises from the owner. The LNWR lease can be terminated at six months' notice, so it is prudent to make provision for any change in circumstances. In addition, the volume of material continues to increase, and additional capacity is being provided off site.

Members were invited to raise any questions. There were none.

The Annual Report and Financial Statement for the year to the 31<sup>st</sup> December 2023 were adopted by the meeting. Votes in favour 102, with 2 abstentions.

The Trustees were responsible for the appointment of an Independent Examiner, and it is customary to inform the AGM of the proposed appointment. As a consequence of the need to recruit a Treasurer it was the Trustees view that the appointment should be delayed this year until a new Treasurer has been appointed.

## **6. Proposed amendment to Rule 8**

To update the Rules to more explicitly reflect the arrangements that had been adopted since COVID the Trustees recommended that Rule 8 be amended to read.

### **8 CALLING OF MEETINGS and CONDUCT OF ELECTIONS**

*8.1 The secretary shall be responsible for calling general and committee meetings, and shall keep proper and accurate minutes of all such meetings.*

*8.2 The secretary shall be responsible for ensuring that elections are conducted in a proper manner and in accordance with these procedures.*

*8.3 Members may be nominated for more than one position. Nominations must have the support of at least two other members who shall be designated proposer and seconder respectively.*

*8.4 The secretary will contact all nominees after the close of nominations set in accordance with Rule 9.2 advising them that there will be a ballot and of the procedure for the election.*

*8.5 The names of each person nominated shall be shown on the agenda for the meeting together with the names of the persons proposing and seconding their nomination.*

*8.6 Scrutineers will be appointed to count the votes and shall ensure that no member is able to vote more than once in each ballot. Scrutineers must be members but must not be seeking election to any of the positions at that meeting or be supporters any of the candidates.*

*8.7 A separate ballot will be held in turn for Chair, Secretary and Treasurer and each of the ordinary trustee positions that is vacant. In each ballot members will be given the option of casting a vote either 'For' or 'Against' or 'Abstain'.*

*8.8 At the meeting, each candidate may be allowed a one-minute speech in support of their candidacy or, if they are not themselves present, the speech may be delivered on their behalf by either their named proposer or seconder or they may provide a written hand-out comprising no more than 100 words. This may be followed by a short period for any questions from the floor.*

*8.9 On completion of each ballot, the scrutineers will advise the result to the Secretary who will announce the result of that ballot and the total numbers of votes 'For', and 'Against' and 'Abstain'.*

*8.10 A candidate can only be elected, even if they are the sole candidate for the position, if the number of votes cast 'For' exceeds the number of votes cast 'Against' them in that ballot. Abstentions are excluded for this purpose.*

*8.11 If the number of candidates for ordinary trustee posts exceeds the number of vacancies, the member(s) with the greatest number of votes cast 'For' shall be elected. In the event that there is a tie amongst the candidates with the lowest number of votes 'For', then the number of votes 'Against' shall be taken into account in determining which candidate(s) is elected. Abstentions are excluded for this purpose.*

*8.12 Pending the announcement of the result of a ballot, the meeting may proceed to the next ballot or item of business unless it is appropriate to wait for the result before proceeding.*

8.13 *If all attendees at the meeting are physically present in the meeting room, the vote shall be taken on a show of hands unless the members present demand a secret ballot. If the meeting agrees to the ballot being 'secret' then either the provisions of Rule 8.16 shall apply or a secure electronic voting system, if available, may be used.*

8.14 *If all attendees at the meeting are attending on-line then the vote shall be taken using an appropriate on-line poll system.*

8.15 *If some attendees are present in person and others are attending on line (hybrid meeting) then the votes cast by those physically present shall be cast using the provisions of Rule 8.13 following which those attending on-line shall vote using an appropriate on-line poll system. The results shall not be announced until all votes have been counted.*

8.16 *When it is appropriate for voting in a ballot in the room to be secret and no secure electronic voting system is in use, the Scrutineers shall provide each member present with a ballot slip allowing them to cast their vote. Completed ballot slips shall be handed to the scrutineers who will proceed in accord with Rule 8.6.*

8.17 *The committee may, at its sole discretion, authorise ballot papers to be distributed in advance of the meeting and make such requirements as may be appropriate for their return in advance of the meeting. Distributed ballot papers returned after the time for their return has expired shall not be counted. Ballot papers returned shall be retained by the Secretary for at least six months after the date of the meeting.*

The changes were designed to allow for voting at general meetings in any of the following circumstances:

1. All members voting are present in the room,
2. All members voting are in attendance on-line,
3. Members voting include some present in the room and others who are on-line,
4. Provision is made for postal voting in advance.

Members discussed the proposal. Richard Pulleyn commented that the proposal was extremely sensible. John Tinkler and Eric Wilkins welcomed the proposals but felt that it was necessary to have physical meetings to allow people to socialise and share ideas in a more personal way.

Richard Foster advised that the Trustees were aware of the desire to have face to face meetings.

The meeting approved the changes to Rule 8. Votes in favour 100, against 1, abstentions 7.

## **7. Election of the Board of Trustees**

For the reasons set out in the welcome the role of Chair had become vacant after the nominations had closed and there had been no other nomination for that role at the time of the AGM.

Secretary – Peter Davenport Votes in favour 103, 1 abstention

Treasurer: No nominations for the post of Treasurer had been received in time for consideration at the AGM, however after a request for assistance in the News five people had expressed an interest in the role and would be contacted to explore their experience and wishes.

Trustee - Steve Sharpe Votes in favour 106, 1 abstention

Trustee- Charles Melton Votes in favour 105, 1 abstention

The meeting thanked all of the Trustees for their work and their efforts on behalf of the Society.

The Trustees would be meeting after the AGM to further consider the volunteers who had come forward in response to the appeals for someone to take on the work of Society Treasurer.

#### **8. Awards**

The John Howard-Turner award is presented biennially for an article on the history, development, and current practice of railway signalling systems published in *The Signalling Record*. It commemorates a respected member of the Society who had worked to preserve examples of signalling equipment particularly with the National Railway Museum.

The judges had agreed that this year the award should be given jointly to Mike Christensen for his article in issue 208 of the *Record* on Tyers No1 Tablet Instruments, and John Young for his article on Walkers Block Instruments in issue 207.

It was hoped that further articles would follow.

#### **9. Date, time, and location of the 2024 AGM**

As a consequence of the need to accommodate time to finalise the accounts whilst avoiding an additional mailing the Trustees recommended to the meeting that the AGM be next held on the 21<sup>st</sup> September 2024. The Officers Reports for the year could continue to be published earlier.

#### **10. Any Other Business**

Richard Pulleyn queried as to whether the financial and reporting year of the Society was changed. He pointed out that the Officers Reports were needed earlier. John Lacy responded that the Officers Reports would be sent out in advance.

Peter Gibbons commented that the Society would be without a Chairperson and Treasurer for 18 months. John Lacy responded that the Trustees were confident that they could deal with the matters throughout the period concerned.

Richard Foster then gave a presentation which promoted some new publications including *Volume 7: North Eastern Railway including Hull and Barnsley Railway*, *Volume 1: Great Western (2022 Edition)*, a compilation DVD, and *Production and Design of Signal Box Diagrams – BR Scottish Region*. All of these publications had taken a lot of work by the people involved. It was hoped that the latter document would be the first in a series of monographs. He asked for volunteers who had potential publications to contact him.

He also mentioned an opportunity for the Society to purchase and sell copies of a book about London and South Western Railway signalling at a discount and asked participants to indicate their interest. The responses were sufficient to provide a basis for going forwards.

John Lacy followed by inviting members to consider becoming part of the production team. In addition, he highlighted the idea of holding more local gatherings of members organised by local groups to supplement the regional meetings. He also

asked if any members were willing to assist in the organisation of regional meetings. Volunteers should contact the Secretary in the first instance.

This prompted a further discussion about the merits of “Zoom” versus physical meetings. A hybrid approach was also discussed, and a number of members expressed a desire to be able to view a meeting after it had occurred. They were advised that steps were being taken to see if this could be done. The overall conclusion was that both had their place, but they all needed organisers and speakers.

Various locations were suggested including the Model Railway Club Kings Cross, and Kidderminster Railway Museum.

The opportunity to utilise emails for communicating with members was raised. At the time of the meeting 700 email addresses were on record but it was noted that members needed to agree to receiving notifications by email first. However, there was more scope for using emails to keep members up to date.

A further suggestion that had been made was that subscriptions should move to Direct Debit. However, whilst this may simplify collection it would incur a fee and currently some members round up their subscriptions as a donation.

The discussion ended at 12:51.

Peter Davenport - Secretary