

## **Unconfirmed Minutes of the Annual General Meeting of the Rugby Model Engineering Society Ltd held at Rainsbrook on Saturday 29 March 2025 at 2.00 pm**

The Chairman opened the meeting and welcomed all those in attendance.

### **1.0 Present:**

#### *1.1 Attendance*

The secretary had generated a list and those members in attendance had signed in (all committee members were present); a total of 54 members attended (50 voting).

#### *1.2 Apologies*

Apologies were received from: Derek Ainscow, Rhys Bevan, Sandra Burchell, Alain Foote, Clive Foote, Stephen Gosling, Dianne Hill, Michael Huddart, Shirley Huddart, Stuart Hughes, Adam Morgan, Ben Morgan, Ellen Penney, Peter Stanworth, Robert Whitfield and Patricia Whitfield.

### **2.0 Minutes of the Annual General meeting held on 23 March 2024**

The minutes of the 2024 AGM had been circulated by the secretary to members on email prior to the meeting and copies were available at the meeting for non-email members. This arrangement has been conducted at past AGM's and avoids having the minutes read at the meeting. Those present were then asked to approve the minutes as a true record. The meeting accepted the minutes without change.

Proposer: Phil Hancock      Seconded: John Wildblood.

### **3.0 Matters Arising:**

None

### **4.0 Chairman's Report:**

The chairman welcomed everyone to the 2025 AGM.

The chairman said he was now finishing his 19<sup>th</sup> year as chairman, after first taking on the role in 2006 and after joining the club in 2004. We have seen many changes over the past 19 years, and he was pleased with the progress made to get to where we are now. When he took on the role, we had a much smaller site of 4.5 acres and didn't at the time run the raised track for public running. He remembers his first job at the club when the then Chairman David Eden asked him to install the clubs first lift table for the ground level track and then weld up the second set of 100 series carriages. We have put on many events over the years and promoted this club to be known as a great place to visit. He said the biggest change was in 2010 when he led the club to expand our site to what we have now. Over the last 15 years many hours of hard work has got us to where we are now, a large site with good facilities that cater for our visitors and members alike.

The chairman summarised last year's events. Our summer was a bit of a mixed bag weather wise but this did not negatively affect too many events, so we had a successful Open weekend in May, the 2 ½" Gauge Society rally in June and September and our Narrow-Gauge event in July. Our main event was our hosting of the 7.25 AGM which went extremely well with many members helping make it one of their best events so far. We also gained as a club with financial input to improve some of our infrastructure for the event and he wished to thank the sub-committee and all members who made this a great success. The 7.25" Society gave us high praise for hosting this event which went down very well with all its visiting members, particular praise was for this building and the excellent work of our ladies did for putting on the splendid food. All of us should thank those involved headed up by Gill Nelson and her team for their great efforts, thank you! (The meeting applauded)

On to our projects last year on site, these were mainly 7.25" AGM focused with a new point to a concrete crossing by the workshop containers with some temporary track for stock sidings, a new steaming bay road to the main line and a larger siding by the side of the old carriage shed. We also finished off the new facilities building with some more toilets and roof insulation all of these helped this event and will benefit all future events. The other thing that was built was the new 5" carriage storage shed that will mean we don't have to put on and unload carriages after each session! He thanked everyone who had helped get all these projects done.

Another project that we had wanted to do last year was to replace the roof on number 2 carriage shed but with all the other projects going on for the AGM and being a year of repaying the majority of the loans for this building we decided to get it done this coming year. The committee has approved the expenditure, and we are just waiting for better weather before work starts.

The chairman thanked Tony Milne and Steve Bouchard who have continued to look after the Raised track and have done a great job with ongoing repairs. We are looking for someone who can assist Steve going forward.

Peter Hill continues to look after the signalling system and has recently had a couple of additional helpers of Adrian Pell and John Thomas to learn and help assist with the work needed. They have recently started installing the signals on the raised track which will enable more locos to run on public running. The chairman thanked all for their help.

He wished to again thank David Parrott for the free loan of his digger to the club which has vastly helped progressing many of our projects.

The chairman thanked Howard, Tony, Rolf and Don and team continue to keep the track in good running order and replacing a lot of rotten sleepers. The main job this past winter was the washing of gravel, regrading and renewing with plastic sleepers the stretch of track between the second crossing and the gardening container on the old part of the site, this has vastly improved this and hope the new method of holding the rail to the sleepers stops the gauge widening that we often experience.

The grounds work team continue to do a great job on keeping the place tidy and clearing up the foliage and keeping the trees in good shape, Phil Hart is continuing doing a great job on the mowing and he also services and repairs our smaller equipment.

The chairman thanked Conor for looking after our website.

He thanked Gill and John Nelson for keeping the clubhouse clean and tidy and urged everyone to look after what we have and not rely on others to clean up for us.

The chairman thanked all the ladies who have worked on our flowerbeds as they have done an excellent job. We are always looking for new people to get involved with this task as it really improves the look of many areas around the site.

Rolf has done a great job on looking after our health and safety role and thanked him for his efforts. With Rolf looking to take on the Chairman's role we have persuaded Don Currie to take this on and he supported him to do this.

He thanked Howard for his continued work on our monthly newsletters that keep us all updated on what has been going on.

Last year we had the very sad passing of long-term member Doug Pell who had served this club for many years as treasurer as well as driving for many public events. Before his passing he had mentioned that he would like to leave a legacy to the club but didn't manage to change his will before his passing. His son Adrian knew of his wishes and wanted to ensure they were carried out. We wanted this to go to specific projects so knowing that in Doug's early years at the club he had several raised track locomotives and our steaming bay services are in need of renewal we have agreed that half the amount would go to this and the other half to fund a boiler for one of the Baldwin locomotives and help fund to finish it off. The club intend to name this locomotive in Doug's memory due to his support and enthusiasm in running his locos for public running on the ground level track. The chairman on behalf of the club thanked Adrian and Doug's Widow Valerie for their generous legacy of £20,000.

The chairman then thanked everyone for their support over the last 19 years which has, most of the time, been a pleasure to lead you all. He was not leaving the club and hoped to still be heavily involved in a lot of things. He will support the new chairman as he was sure that over the years that some things were in his head and not written down! Looking ahead we as a club have many aspirations and plans to improve our facilities and site and he hoped that we would all work together to achieve these and keep it an enjoyable hobby for all.

Lastly, he thanked the committee for all its hard work over the past year and years past and wished everyone the best for the coming year ahead.

Report accepted – Proposer: Rolf Thomas

Seconded: Jason Dakin

## **5.0 Treasurer's Report:**

Copies of the statement of financial position taken from the audited accounts for the year ended 31 December 2024 were circulated to members in attendance and the treasurer expanded on significant items as follows:

### Financial Position

With help from John Thomas, we are now depreciating our fixed assets at 5% per year for buildings and 10% per year for other assets. For this reason, the Fixed Asset line shows a decrease compared to 2023. Current Assets, the amount of money we have available has also reduced, partly due to the repayment of £6,900 in loans last year. "Reserves" shows the total of this figure and the fixed assets.

### Detailed Income Statement

This shows that, building work aside, the society received £8109 more than it spent last year. Running Costs, these have increased on 2023 and we have a new line for depreciation of assets. The increase in the line Rates, in the fixed cost, was due to a large increase in our water bill.

### Statement of Income and Expenditure

This shows how much we held the bank and in cash at the start and at the end of the year. It also shows, under Surplus of Income of Expenditure, that after the expenses of the building work and the repayment of some loans, the society spent £4,128 more than it received.

### Where the income came from

Details of where the society income came from. Ticket sales were down on the previous year. This could be due to not running at Christmas, as Christmas 2023 did result in over £4,000 of ticket sales.

Last year was the first full year that we ran refreshments from the new building and we saw over £6,900 of income. This figure also includes the refreshments income from the 7 ¼ event, including fish and chips and a hog roast. As a comparison, the refreshments income figures for

2018 and 2019, were in the region of £3,000 per year. Children`s party income was lower than last year, but slightly higher than 2019.

We are very grateful for the donations we received last year. Without these donations, we would have not been able to expand the railway further. We reclaimed the gift aid on donations received in 2021, 2022 and 2023, this resulted in a payment from HMRC of £2,955.

#### Breakdown of Spending

The council did not charge us for the rent of the parking field last year. We think this is due to an oversight by someone in the council. The water bill had increased by over £1,500 because of a large water leak on the extension to the new station area. We used more electricity last year than in 2023. We used more coal due to the 7 ¼ AGM. We spent more on existing buildings and the site area and we spent a lot on repair and extensions to the ground level track. This included the replacement of a bridge and additions for the 7 ¼ AGM. Money was also spent from the steam fund for repair of locomotives. We did not use St John`s Ambulance last year and we spent over £4,700 on refreshments stock, including fish and chips, and a hog roast for the 7 ¼ AGM.

We repaid £6,000 of the loans that we received for the new building and we also spent over £9,400 to finish off the new building. For the record, the total amount spent on the new building, up until the end of 2024 was £64,814.

We spent over £1,900 on workshop tools and sundries. We needed to repair the mowers and the tractor again. We spent nearly £1,200 on installing paths around the new building, we spend just over £600 to prepare for the 7 ¼ AGM and we spent over £900 replacing our fire extinguishers. On the ground track, we spent over £2,500 on sleepers, nearly £2,300 on extensions for the 7 ¼ AGM, £988 on the repair of a bridge and over £800 on the wheel drop pit. Work also started on the new raised track carriage storage.

We switched our online ticketing provider from EventBrite to TryBooking in August. This saved us about £30 per running session and saved the public about 75p per ticket.

#### In summary

We spent more than we received last year. We conducted necessary repairs to the railway infrastructure; we increased the length of the ground level track; we started selling refreshments from the new building and we also paid off £6,900 of loans. However we do need a stable year this year in order to build up our cash reserves and look towards new projects.

**Q:** Where is the money received from the 7¼" AGM listed?

**A:** This is accounted for as part of the donations.

**Q:** Why do we need to depreciate our assets?

**A:** This is a legal requirement (from the floor).

The above answer was disputed by several meeting members. The argument being that we operate cash accounting not profit and loss. We pay no corporation tax so we cannot offset this against depreciation like a normal company would. Whilst we need to know the value of our assets, it was generally felt by the meeting that depreciation of assets is an unnecessary complication that makes the treasurers` job more onerous. It was agreed to leave this with the committee to check the rules and if not a requirement it will be dropped from future financial reports.

Proposed: Peter Hill Seconded: Tony Shoobridge

It was proposed by Phil Hancock and seconded by Peter Hill that the Treasurers report and audited accounts be accepted by the meeting and this was carried.

**5a Review of annual subscriptions:**

The Committee had recommended to the membership that subscriptions for all members remain at their current levels. This proposal was accepted by the meeting.

Proposed: Mervyn Evans      Seconded: John Wildblood.

**6.0 Election of Committee of Management: Rugby Model Engineering Society Ltd.**

The chairman is standing down at this meeting as he stated at the 2024 AGM. The secretary explained to the meeting that he had circulated to members a request for nominations as chairman. Rolf Thomas had put his name forward for this position and was nominated by Tony McGeechan. There being no other candidates, Rolf Thomas was elected RMES Chairman by default, this being backed by a show of hands in agreement. Rolf Thomas then took over the chair for the rest of the meeting.

The Vice-Chairman was willing to continue in this role if elected.

Proposed: Aubyn Mee      Seconded: Mike Hughes

The Secretary was willing to continue in this role if elected.

Proposed: Phil Hancock      Seconded: Mervyn Evans

The Treasurer also wished to stand down but no one has come forward to take on this role. This being the case he agreed to continue until a candidate was found. This was applauded by the meeting and the Chairman added that ways of lightening the job would be actively pursued.

Proposed: Jason Dakin      Seconded: Phil Hart

Two of the committee members wished to stand down at this AGM and a request for nominations had resulted in three candidates for the two positions. This had triggered a paper vote for ordinary committee members (i.e. 5 candidates for 4 positions). Paper voting slips were then handed out to eligible members to vote for up to 4 candidates. The results were then counted by the elected adjudicators - Aubyn Mee and Liz Ingram as below:

Jason Dakin	30
Phil Hart	32
Edward Parrott	27
Mike Morgan	37
Phil Hancock	38

Therefore the **2025** RMES Committee of Management consists of:

Chairman:      **Rolf Thomas** (elected).

Vice-Chairman:  
                  **Tony McGeechan** (re-elected)

Secretary:  
                  **Howard Brewer** (re-elected).

Treasurer:  
                  **Stephen Byatt** (re-elected).

Four Committee Members:  
                  **Jason Dakin** (re-elected)  
                  **Phil Hancock** (re-elected)  
                  **Phil Hart** (elected)  
                  **Mike Morgan** (elected)

**7.0 Appointment of Auditors:**

The treasurer recommended that our existing auditor "Cube Accounting" be appointed. They have both provided audit facilities and have submitted our tax return. This has been done free of charge as the firm wished to contribute back into the local community.

Acceptance of the recommendation for the appointment of auditors was proposed by Dave Parrott and seconded by Phil Hancock.

**8.0 A.O.B****a. Renewal of loan for 'Mount Kilimanjaro'**

Edward Parrott had the floor and explained to the meeting the history of the locomotive. It was built in 1973 as a challenge to prove that a locomotive in this scale would have a boiler capable of providing enough steam to power four large cylinders. Its sister is in the NRM as an exhibit and will probably never steam again. When we took it on it was in a sorry state, we had re-built it with the owner paying all repair costs (we provided labour) including the commercial boiler certification. Loco is now in a good state of repair and is a reliable performer and has only had about 10 hours work undertaken over two winters. We pay half the loco insurance costs and he (Edward) would cover this. The club pays for coal and other consumables.

This was put to a paper vote to those in attendance; again voting slips were handed out to eligible members. Completed slips were then counted by the elected adjudicators Aubyn Mee and Liz Ingram with the following results:

For renewal	35
Against renewal	13

The renewal of the loan agreement for a further two years will be sought with the owner Paul Norman on the basis of the above result.

**Q:** What about the operational difficulties with a long loco and train.

**A:** This is mitigated by restricting the train to 6 carriages.

**b. Extra running days?**

We have 28 days per annum on the parking field for use of vehicles.

**Q:** Can we have up to 28 public events to increase our revenue?

**A:** No, we are restricted to 12 public events by our planning permission.

**Q:** What about more parties in the summer – adults rather than children?

**A:** Possible, if members are available to staff it.

**Q:** With the new PR operating arrangements won't the revenue be down?

**A:** Only the length of sessions has been reduced, tickets are still £6, so purely down to number of tickets sold for the level of revenue.

**Q:** Can we run at Christmas this year?

**A:** That is possible but many members do not like the cold and wet and we have had car parking problems in the past. If members are willing it could be done.

**Q:** Wristbands, are they working?

**A:** The new operating procedure puts the station staff in control of checking wristbands this will be done before entering the queue and the platform entrance to stop spectators riding the trains as was experienced last year.

There being no other items raised, the formal AGM closed at **3.30 pm**

**Forum**

After a short break for tea discussions continued on the future of the Society in a general open forum as shown by the following notes:

**1. Safety Matters**

As the outgoing Safety Officer our new chairman introduced Don Currie to the meeting. Don will be taking over the safety role from Rolf over the coming weeks. Rolf summarised the safety system he was handing over:

- A robust competency policy and register in place for safety critical roles related to Public Running.
- It forms an integral part of the club's Safety Management System which includes the Operations Manual and Railway Rule Book, all of which contain procedures and forms that have to be completed at Public Running events.
- Dismiss the school of thought that suggests that if you don't have policies, procedures and systems in place 'officialdom' can't hold you accountable for anything. This is nonsense as not having such things in place would be negligent – and there is no defence in law for negligence.
- As an example, last year there was a serious incident during the Public Running event where four passengers and a child fell from a train. Although the ORR did not require the club to report the incident to them (less than 350mm gauge & not crossing a public highway) they strongly recommended a full investigation and report be prepared. This was duly done, all procedures and forms had been properly completed on the day, all staff involved were competent as recorded in the register. Investigations and report were completed and recommendations made. The report was commended by our insurers – who closed their file after three months as no personal injury claims had been lodged by the passengers injured during the incident.
- Since then the Workshop team has done a great job on getting the speedometers sorted on the guard's carriages. The track gang has fixed the cant angle on the section of track and we have included speed awareness training in the annual Operations Briefing.
- However - The child involved can have a personal injury claim lodged on his behalf any time up to his 18th birthday – and he could then, himself lodge a claim any time up to his 21st birthday. A sobering thought!

**Q:** Who would be liable in future if, for instance, we changed insurers?

**A:** The insurance company covering us at the time of the incident.

**2. Support from Members for Club Events**

The chairman emphasised the need for members to get involved at non-public club events. Comments around the room from members who support these events showed how rewarding this can be. It is also a chance to show off what we have achieved and get good feedback from fellow model engineers. We have an open weekend in May; Narrow Gauge in July, Standard Gauge in August and FMES rally in September all of which need supporting. It is also important to support MMEE in October, both the exhibition and exhibits for our stand – now one of the few Model Engineering shows left.

**3. Smaller Gauge Layouts**

Edward Parrott brought the meeting up-to-date with progress on the Gauge 1 track. Enough track had been obtained from a member to allow one full circuit to be laid. A site had been agreed and the structure will be built wide enough to allow a further full circuit to be added at a later date. Although built for members pleasure and use it could provide an added attraction to public events.

#### 4. Future Projects

- a) *Bridges*  
The chairman emphasised the need for passenger bridges to avoid crossings at rail level. This would avoid the need for crossing keepers and be a good safety feature.
- b) *Roundhouse*  
This member financed project is being led by Bob Whitfield and it is hoped will get under way in the near future.
- c) *Raised Track steaming Bays*  
With the kind legacy from Doug Pell's family this project will start very soon and Aubyn Mee has agreed to lead it.
- d) *Boat Pond*  
Another for our future enjoyment, this could bring many more members into the club but is lacking finance and a project leader.
- e) *New Loco Build*  
It is hoped to make good progress this year on the Baldwin Loco, helped enormously by the legacy from Doug Pell.

Forum closed at **4.05 pm**

Howard Brewer – Secretary  
31 March 2025