

**An account of the:**  
**20<sup>th</sup> Annual General Meeting of the West Somerset Railway Association**

**Held at the Village Hall, Bishops Lydeard, 19 July 2014,**

By

Robin Moira White

The meeting was due to start at 14.00 and abandoned at approximately 18.15 after only items 1 to 5 of the Agenda had been completed.

Over 200 members assembled for the meeting, considerably more than have been in attendance in recent years. The start of the meeting was delayed until approximately 14.20 as the complexities of booking members in and registering those who were exercising proxies took time.

Those attending appeared to me to be overwhelmingly Association members who are also active as volunteers on the Railway.

After item 1 (Chairman's welcome) an explanation of the voting system which had been devised for the meeting was given. There were numerous questions about this and by no means was consensus achieved that a sensible system was in place. There was confusion amongst the Trustees about the relative standing of provisions of the Companies Act, and WSRA Memorandum and Articles. It was fortunate that the WSRA solicitor was present to resolve these difficulties, often in dialogue with David Morgan, who was present amongst the members in the Hall.

The Chairman then attempted to move next to item 4 (Chairman's Report). The meeting called him to account and item 3 (minutes of 2013) was taken next.

There was considerable criticism of the 2013 AGM minutes which had only been available in May 2014 and were said by a number of members to be inaccurate and incomplete. The meeting expressed the view that they could not be successfully corrected and a vote (by a show of hands) was taken. By a large majority of those expressing a view as to correctness of the minutes in the Hall, the minutes were rejected (8 for, 66 against), with 83 abstentions. The Trustees then attempted to add in 732 proxy votes in favour of the minutes to have them approved. It was pointed out that this was farcical, as less than 200 persons had attended the 2013 AGM, so how could 732 persons have a useful opinion? The Trustees abandoned the use of proxies on this vote and the 2013 minutes were REJECTED.

Once again the Chairman attempted to move to item 4, and once again had to be reminded that item 2 (apologies and note of proxies) had not been dealt with.

The only specific apologies given were John Wood and Dick Holland (Trustees), no other names were read out. It was confirmed that 741 valid proxies had been received.

The Chairman then read a long address, which spoke of the charitable responsibilities of the Association, suggested development of Norton Fitzwarren as an interchange station and concluded with a lengthy justification of the Association's conduct and position in respect of their attempt to purchase the freehold from Somerset County Council. His remarks were received with some applause.

I then attempted to speak against the Report, was initially told to sit down by the Chairman but in the light of support from the floor for me to be heard, was allowed to speak. I spoke for some 15 minutes, calling on members to reject the Chairman's report on the basis of their improper approach to the freehold, their treatment of members and their Gerrymandering of the election. (The text of my speech is separately available). My remarks were punctuated with applause and concluded with lengthy, sustained applause. There were further, shorter, contributions from Michael Rowe and John Glover. Trustee Nick Nichols, who had attempted to intervene in my speech but had been prevented from doing so by popular acclamation, spoke to justify the Trustees' position but was met by derision from the floor. When put to a vote, the Chairman's Report was rejected by those present in the meeting (37 for and 191 against) but carried when 730 proxy votes in favour were taken into account.

After a refreshment break, the meeting then moved to item 5 (Election of Directors). A further, unsatisfactory explanation of the voting method was given and had to be amended to deal with several suggestions from the floor, pointing out deficiencies in the arrangements.

There was clear dissent amongst members in the hall as it was clear that the Trustees were taking no account of the low regard in which the Trustees were held, following their failure to take any apparent account of the displeasure expressed by the members present by way of rejection of the Chairman's report. The non-Trustee candidates conferred as to the best way to show their displeasure and lack of confidence in the Trustees and the election process. To make such a demonstration, Messrs Crudge, Davis, Randles, Rowe and White withdrew their candidature in favour of Jeff Price, and urged anyone who would have voted for them, to vote for Jeff Price.

The re-electees (Chidzey, Bruce-Robertson and Holland) were elected with only 20 to 30 votes each from the hall (from around 215 available), but several hundred proxies each. The co-optee, (Walters) was confirmed as Trustee, once again, by virtue of the proxy votes held by the Chairman.

Figures from the recording are:

Chidzey	21 votes from the floor, 543 proxies
Bruce-Robertson	28 votes from the floor, 504 proxies
Holland	25 votes from the floor, 523 proxies
Walters	20 votes from the floor, 290 proxies

The chaotic state of the voting system was shown by the fact that Jeff Price, on a first count appeared to have been elected but then it became plain that he had apparently polled 301 personal votes from the Hall in which only just over 200 persons were present. This problem took some minutes to bring to light and some members had left before a re-vote in favour of Jeff Price was taken. He polled 169 votes from the floor,

the highest from the Hall, in which the numbers still present had by then fallen to around 180 (my estimate) and had 89 proxies, a total of 258 votes.

Candidate Steve Edge (who was not present) polled a substantial number of votes, especially from proxies (101 from the floor, 167 proxies, a total of 268 votes) but also was not elected.

It was by now about 18.10

Dick Wood then spoke from the floor and called the meeting a farce and said that members had been treated with contempt by the Trustees and suggested that there was one option left (which supported the stance the 'rebel' candidates had taken) which was for members to 'vote with their feet'. There was general assent to this course and there was a mass exodus from the Hall.

I am informed (I had by then left) that the number of members left in the Hall dropped below the quorum level of 20 (to around 11 only, I believe) and the remainder of the business had to be abandoned. This should have consisted of items 6 (Financial Report and Accounts for 2013), item 7 (Appointment of Auditors) and item 8 (A resolution to increase membership rates).

Outside the meeting, members leaving expressed very negative views of the way in which the Trustees had conducted themselves.

Notes:

- (1) This is a note I have prepared, to the best of my recollection at 10pm on the evening of the AGM. It does not purport to be a minute of the meeting. The meeting was recorded both by the Trustees and by David Randles and it is to be hoped that accurate minutes will be swiftly available.
- (2) Anyone receiving a copy of this note should feel free to pass it on to any interested party.
- (3) This Version 3 of my note has been revised to add in the voting numbers as they are recorded on Dr Randles' sound recording of the AGM, for which I am grateful.

Robin Moira White  
20.7.14