



**West Somerset Railway Association  
Minutes of the Board Meeting  
held at Bishops Lydeard  
on Monday 22 January 2018 at 1800**

**Present:** Geoff Garfield (GG)  
John Glover (JSDG)  
Rodney Greenway (RG)  
Nigel Power (NP)  
Mike Sherwood (MS)  
Simon Stretton (SS)  
Paul Whitehouse (PCW) (Chair)

**In Attendance:** Jacquie Green (JAG), General Manager

**By Invitation:** Mike Lea

**B01/18 Conflicts of Interest**

There were none declared.

**B02/18 Minutes of Meeting of 13 November 2017**

We approve these Minutes.

**B03/18 Matters Arising**

**a. Taunton Model Engineers' Club/Carriage Shed**

PCW reported that he had chased the team in Network Rail responsible for its asset disposal policy.

**b. Actions against Former Trustees**

**Shares Claim:** PCW reported that Bates Wells Braithwaite (BWB) had advised us to send one more letter to Paul Johnson and Mike Crees, in order to make it clear that if they returned the shares they would be reimbursed, but that failure to do so would lead to legal action, and they would be liable for the costs, which will almost certainly be less than the cost of the shares.

**Insurance Claim:** BWB had advised us that we should make an offer to the former trustees and Company Secretary to accept £22,500 in settlement of our claim, in order to demonstrate our willingness to negotiate and also to reduce our costs. We agree with both proposed courses of action.

**Action PCW**

**c. Future of WSRestoration**

PCW updated the meeting on the outcome of the earlier discussions. We agree that the situation needs resolving as soon as possible. We agree that we need to ascertain whether the Plc are able to meet our financial obligations before we take the discussions further.

**Action SS, PCW**

**d. Land Stewardship**

SS reported that he had arranged a meeting with Greenslade Taylor Hunt on Thursday 25 January.

#### **e. Board Membership**

Mike Lea expected imminent confirmation from his firm's compliance team.

#### **B04/18 Meeting with Plc Board 19 January**

We noted this report (for original report, see the Minute Book). We note that the financial position is still unclear but should be resolved during the first week in February when our Chair and the Chair of the Steam Trust will meet Richard Maw and Frank Courtney. We agree to return to this matter when we know the results of those discussions.

#### **B05/18 Plc Board Reciprocal Membership**

We welcome the opportunity to nominate a Director to the Board of the Plc. We do not consider we can ask someone to accept the nomination until we are clear on the financial position and in any case there may be other due diligence which potential nominees will need to undertake. We agree to revisit this matter at our next meeting.

We agree to invite the Plc to nominate a Trustee who will help fill the skills gap on our Board and ask our Chairman to request that they provide the CV of anyone they nominate.

**Action PCW**

#### **B06/18 Adoption of Strategy & Business Plan**

We agree to adopt this strategy (for original report see the Minute Book).

#### **B07/18 General Manager's Report**

We considered this report (for original report see the Minute Book). We agree to underwrite the fundraising of £400 to provide authentic tarpaulins for wagons in the military train. We agree in principle to the purchase of two Commonwealth bogies which would enable the commencement of a rolling refurbishment programme of all the bogies on our rolling stock.

**Budget:** We approve the budget and agree that all our staff should receive a 2% pay increase.

**Sale of BG:** as the original purchaser had pulled out we agree to sell the BG to the Somerset & Dorset Trust, at the equivalent of £2,000 (twice its scrap value).

**Locomotive Restoration Fund:** MS reported that he had been discussing this with Frank Courtney. It seemed likely that the Plc will have insufficient funds to complete the overhaul of some of their locomotives.

**Apprentice Machinist:** We agree that as there is no machinist at Williton we should offer our apprentice to the Plc to work under the supervision of the machinist at Minehead, and ask only that the Plc reimburse his additional travel costs.

#### **B08/18 Getting to One Railway**

We agree to adopt the proposals on this report (for original report see the Minute Book).

#### **B09/18 Dates of Future Meetings**

We note that our Chairman is now unavailable for our meeting planned for Tuesday 17 July. The Vice-Chairman will be available, but we note that we may have to reconsider all the later dates in the year following our AGM on 7 July.

The meeting closed at 2000.