

## **THE DARJEELING HIMALAYAN RAILWAY SOCIETY**

(A company limited by guarantee, registered in England and Wales, no.7406570.)

### **Minutes of the Eighth Annual General Meeting held at 12.00 noon at the Kidderminster Railway Museum, Station Road, Comberton Hill, Kidderminster, DY10 1QX, on Saturday 28<sup>th</sup> April 2018.**

#### **Present:**

Directors:

David Barrie Chairman

Paul Whittle Vice-Chairman and Public Relations Officer

Martin Collins Secretary

David Mead Engineering and DRCS Liaison

David Charlesworth Editor

Michael Melbourne Webmaster.

Peter Jordan Treasurer

Officers:

Janine Bird - Membership Secretary and Events Organiser;

David Churchill -Technical and Modelling Coordinator

A total of 53 members were present, including the Directors and Officers listed above and also 4 guests were present. Apologies had been received from Peter Barnes – director – and 4 other members. In addition, 19 proxy forms had been received from members nominating the Chairman to vote in their stead. (A full list of Members attending the meeting and Notices of Proxy is held by the Secretary and filed with the Minutes.)

Having called the meeting to order, the Chairman addressed the meeting as follows:

“I am pleased to welcome you all to our AGM and in particular Adrian Shooter our President who continues to give great support to the Society in all that we do”.

Reverting to the formal business of the meeting, the Chairman welcomed those present to the eighth Annual General Meeting of the Society, as incorporated as a company limited by guarantee.

The Chairman said that due notice to Members had been given by the Notice of Meeting published as an insert in the November 2017 issue of The Darjeeling Mail.

### **2. Minutes of Seventh Annual General Meeting held on 1<sup>st</sup> July 2017**

The Chairman referred to the Seventh Annual General Meeting of the Society, as a company limited by guarantee, which had been held on 1<sup>st</sup> July 2017. A summary of the Minutes of this meeting had been provided in the August 2017 issue of The Darjeeling Mail. Concurrently, the full Minutes had been published on the Society's website with provision being made for those Members without internet access to obtain copies.

The Chairman further advised that the full minutes of the Seventh Annual General Meeting had been circulated to Members as an insert in the November 2017 issue of The Darjeeling Mail together with the Notice of the 2018 AGM. The Secretary had received no comments on the Minutes and there were no queries forthcoming at the meeting. The Chairman therefore put the Resolution to approve the Minutes of the Seventh Annual General Meeting to the meeting. That the Resolution be approved was proposed by John Knapton, seconded by John Clemmens and carried unanimously.

### **3. Reports of the Directors and the Annual Accounts – Year Ended 31<sup>st</sup> December 2017**

The Chairman then addressed the meeting as follows:

“The Accounts and Directors' Report and the Report of the Reporting Accountant were circulated to Members as an insert in the February 2018 issue of The Darjeeling Mail.

At the AGM in 2011, I told Members present that, although the Society was now a company limited by guarantee, your Board would continue to provide a detailed insight into the operations of the Society in addition to the formal Report and Accounts.

This we have done in the form of an Activity Report which, although not forming part of the statutory Accounts and Directors' Report, has nevertheless been included with your meeting documents and was previously available on the Society's web site.

Before considering the formal Directors' Report and Accounts, and the Report of the Reporting Accountant, we will take a moment to consider significant aspects of the work of the Society, as described in detail in the Activity Reports.

Members have had the opportunity to read the Activity Report provided today, and in addition a number of the Directors wish to highlight specific points, after which I will, of course, give you an opportunity to ask questions of all the Directors.

In addition, an Activity Report on the work of the Society which, although not forming part of the statutory Accounts and formal Directors' Report, has nevertheless been included with the meeting documents and was previously available on the Society's web site.

"For myself, I have a number of points.

2017 was a tumultuous year for Darjeeling and the railway. Just as it was looking as though the future of the line was looking more secure, and working toward greater financial security, political unrest resulted in a complete bandh or general strike that lasted over 100 days. But, as always, it is two steps forward, one back, and we have to take the long view. This I did at length in my DHRS story article in the February 2018 issue of our magazine. So let me focus on the positives.

Firstly, the line again is open throughout and the CCMP has recommenced, due for completion later this year.

Secondly, the region is attracting more tourists, with more flights than ever before arriving at Bagdogra.

Thirdly, with the appointment of Ashwani Lohani, a very able IR officer, as Chairman of IR, we can anticipate much forward movement where the DHR is concerned. Shri Ashwani visited the UK many years ago as a junior IR officer to research our heritage railways, and Paul and I have enjoyed a warm relationship with him over this time. Ashwani will champion heritage and the DHR. Indeed, he has already made a visit and announced several initiatives. In addition, in place as Heritage Director Subrato Nath, who also has visited the UK to see how heritage lines operate, (and with the appointment of Shri Ranjit Viridi, past GM of NFR, very supportive of heritage, as President of the ISRS,) the stars are indeed aligned for forward movement on the DHR.

Fourthly, as you know, being our 20<sup>th</sup> Anniversary, we wish to mark this with a very special occasion. It will be at The Beeches Light Railway on July 1st. The project is being headed by Janine and I would like to take this opportunity to thank her and all those who have been devising something rather special, and to thank Adrian and Barbara for agreeing to host it.

Fifthly, at this event, we will launch the definitive book on the DHR 'B' Class, eagerly awaited by many, and I would like to thank the two David's, Churchill, and Charlesworth for their sterling work on this.

Sixthly, and finally, in their bumper April issue, the house magazine of Indian Railways – who employ 1 ½ million people – has a substantial article, not dissimilar to that written in the February 'Mail', charting the DHRS story and its achievements.

So, 2017 was quite a year for the DHR and our role in its future, but in the long view, we continue, onwards and upwards.

A final point. You may have heard about the new General Data Protection Regulations (GDPR) soon to come into force. I can assure you that any personal data of yours that we hold is accessible to a very few people and we will not make the data available to anyone else – we certainly don't intend to sell any data to Cambridge Analytica or the like! We are developing a policy for the society on GDPR which will be posted on the Society Website. If you have any concerns about the policy or how we hold your personal data please get in touch with Martin Collins, our Company Secretary.

Also on behalf of all members I would like to express my appreciation and thanks to all my colleagues. They are all extremely dedicated, give a great deal of their time, and serve the Society well.

The Chairman then called upon a number of the Directors to elaborate on their Activity Reports.

**Peter Barnes, Sales Director**, provided a report that the sales in the first half of 2018 had continued to disappoint as they had in 2017, but that the launch of the B Class book in 2018 should greatly improve things. The new guide book to the railway 'Darjeeling's Wonderful Railway' had been well received: if there was a problem it was that it was too inexpensive: and a good quantity needed to be sold to make it worthwhile! Members were encouraged to buy a copy at the AGM.

**David Charlesworth - Editor** advised that the definitive book on the 'B' Class was planned to be launched at the 20<sup>th</sup> Anniversary of the DHRS event on 1 July 2018.

Attempts to get Iron Sherpa 2 republished had not succeeded but David Charlesworth believed that the book on No 19, the 'B' Class book, together with the books to follow; coaches & wagons and Up the Line with detail maps, stations plans and places of interest, will do much more than just replicate and update the content of Iron Sherpa 2. In fact, due to additional research carried out by David Churchill, who we believe to be the world's foremost authority on DHR locomotives, the 'B' Class book would cover more detail on the 'B' (and 'A') Class locomotives than has ever been published before. In addition, the DHRS now had what is probably the largest collection of DHR images to be found anywhere.

Work continued on the serialised "Up the line" in the Darjeeling Mail as this form allows for corrections and additions – however, it was pointed out to David, slightly tongue-in-cheek, by Vice-Chairman Paul Whittle, that as it had taken almost five years to reach halfway, he ought to speed up as no-one was getting any younger - the point was noted!

The DHRS aim is to produce the finest possible books.

**Janine Bird - Membership Secretary and Events Manager** reported that membership was 688 at the end of 2017 and she was optimistic that the figure would be much the same at the end of 2018

2018 was to be the 20<sup>th</sup> Anniversary of the founding of the Society and was to be celebrated by a special event at The Beeches on Sunday July 1<sup>st</sup> 2018 hosted by Adrian and Barbara Shooter and for which the Society was very grateful. The planning was at an early stage but included a marquee for speeches, the launch of the B class book, heritage displays, etc. Guests from India and the railway press would be invited. It was hoped that Rishra, the Baguley locomotive originally supplied to Calcutta for shunting coal and now owned by Leighton Buzzard Railway, would be the Most Special Guest. Current thinking was that it should be an Indian-themed event with Indian food provided.

In addition to the Directors' activity reports, reports had been provided on allied organisations, **Darjeeling Railway Community Support (DRCS)** and **Darjeeling Tours Ltd. (DTL)** it being stressed that both were separate legal entities apart from the Society.

**David Mead**, in his capacity as Director responsible for liaison with the DRCS, gave his report on the work carried out; noting in particular that support was being given to providing a hostel for the homeless in Darjeeling. Support for the Rohini school continued with the provision of computer equipment. Two nurses sponsored by DRCS had now completed their training and returned to Darjeeling.

**Peter Jordan** as Director responsible for liaison with Darjeeling Tours Ltd described their recent programme which had included a comprehensive tour of the DHR in January 2018 supported by Steam Railway magazine. There was exciting news of the possibility of recreating the original Darjeeling Mail in 2019 now that rail links via Bangladesh were being re-established.

The Chairman asked the meeting if there were any questions to be put to the directors and officers on the Activity Reports. There being none, the meeting then turned to the formal Annual Accounts and Director's Report presented by Peter Jordan, DHRS Treasurer. It was noted that the accounts had been given a clean bill of health by the Reporting Accountant. There being no questions from the meeting, the Chairman put the

proposal to receive the Annual Accounts and Report to the meeting. Christophe Fernandez proposed that the proposal be carried. This was seconded by Barry Fitzpatrick and carried unanimously.

#### **4. Appointment of a Reporting Accountant**

The Chairman reminded the meeting that to assist the Board of Directors to fulfil their duties under the Companies Act 2006, the Reporting Accountant reviews the formal Annual Accounts and reports to the Board. Derek Williamson of Goddards Accountants had acted as Reporting Accountant for the Society for the 2017 Accounts and had signified his willingness to continue in office.

The DHRS Board therefore recommended to the AGM the Resolution to re-appoint Derek Williamson of Goddards Accountants as Reporting Accountant to the Society, to serve until the conclusion of the next Annual General Meeting. The approval of the Resolution was proposed by John Clemmens, seconded by Hugh Smith and carried unanimously.

#### **5. Re-election of Directors**

Article 29 of the Society's Articles of Association provided that at each Annual General Meeting (other than the first) one-third of the Directors must retire from office. In accordance with this Article, two directors were retiring and, being eligible, offered themselves for re-election. The profiles of David Charlesworth and Martin Collins had been provided in the insert to the November 2017 issue of The Darjeeling Mail.

In recommending the re-election of David Charlesworth, David Barrie reminded the meeting that David was one of the founding members of DHRS.. Not only that, but the Society are indebted to David for his skill and artistic flair which means that the Society's publications were second to none and better than most. His dedication to ensuring the accuracy of the content of many publications was a huge asset, soon to be seen in the eagerly awaited definitive B Class book. The Resolution to re-elect David Charlesworth was proposed by Peter Baker, seconded by Mike Weedon, and carried unanimously.

Martin Collins had volunteered to be Company Secretary when Eddie Lang stepped down. Martin has long experience of working at Board level both in private companies and also a registered charity. These roles made him a good choice to be a trustee and also Company Secretary. The Resolution to re-elect Martin Collins was proposed by Tony Barkham, seconded by John Clemmens, and carried unanimously.

The Chairman said that the formal business of the Annual General Meeting was now concluded and the meeting was formally closed. There were a few announcements to be made before the meeting dispersed for lunch.

The Beeches Anniversary Event – a reminder of the chance to see No 19 in operation at The Beeches, Steeple Aston, on July 1<sup>st</sup> together with a number of other attractions at the event to celebrate the 20<sup>th</sup> Anniversary of the founding of DHRS.. Tickets were still available.

Following lunch it was announced that the DRCS raffle had raised £203. Special thanks to John Clemmens for providing the main prizes – two photographs of the DHR.

Those attending were then given presentations by:-

Introduction - Adrian Shooter – President DHRS

Paul Whittle – line update plus significant changes in Indian Railways regarding the DHR.

Peter Jordan – experiences from the tours.