

# ***Railway Preservation Society of Ireland***

## **REPORT OF THE ANNUAL GENERAL MEETING**

**Online Meeting, Monday 13<sup>th</sup> December 2021**

Dr Joan Smyth chaired the meeting and 19 members participated.

### ***Welcome***

Dr Smyth welcomed everyone and stated the purpose of the meeting was to adopt the reports and accounts for 2020 only.

She said our Patron, Lord O'Neill, had been in touch and offered his best wishes.

### ***Apologies***

I.Sinclair, J.Richardson, R.Weatherup.

### ***Minutes of the AGM on 22<sup>nd</sup> February 2021***

The minutes, previously circulated, were adopted on the proposal of D.Houston, seconded by J.McCullagh.

### ***Chairman's Report***

The Chairman paid thanks to L.Adair, and her staff, and all the volunteers who assisted them through another difficult year. He was encouraged to see a strengthened Finance Committee in recent times. He also wished to thank the President for her encouragement and support, and to the members of the Board who continue to work well together.

The report, previously circulated, was adopted on the proposal of J.McKeown, seconded by P.Scott.

### ***Secretary's Report***

The report, previously circulated, was adopted on the proposal of P.Rigney, seconded by J.McKeown.

### ***Treasurer's Report***

M.Bailey said it had been a challenging year, with more to follow. He was encouraged that the new Committee members had hit the ground running.

D.Humphries noted that the report gave the confused impression that he, B.Carse, J.Linehan and K.McShera had served together on the Finance Committee. The record should show that D.Humphries and B.Carse served only to the end of the period under review, with J.Linehan and K.McShera serving thereafter.

The report, previously circulated, was adopted on the proposal of P.Rigney, seconded by J.McCullagh.

### ***Appointment Of Auditors***

Finegan Gibson were appointed on the proposal of M.Bailey, seconded by P.Rigney.

It was agreed that, to maintain good practice, the Board should look at appointing new auditors at the next AGM.

### ***Reports Of Operations Officers***

The reports, previously circulated, were adopted on the proposal of R.Morton, seconded by J.Friel.

## ***Reports Of Locomotive And Carriage Officers***

P.Scott said that not a lot had changed since his report: No.131 is in traffic at Whitehead and worked recent Halloween and Christmas trains; No.85 is in Dublin and ready for action; No.3BG continues to work on train rides and shunts at Whitehead. No.171 is the major overhaul project and most of the required purchases have been made, further expenditure to be confined mostly to labour. Work on No.105 continues as time permits, with some temporary trial assembly of available components. No.4 will be the major project following No.171.

The reports, previously circulated, were adopted on the proposal of D.Houston, seconded by J.McKegney.

The President thanked everyone for their reports and, on behalf of the members, for their hard work.

## ***Election Of Board and Office Bearers***

P.McCann said that apart from the candidates already notified, no further nominations had been received.

There being no nominations from the meeting, the following were elected to serve on the incoming Board on the proposal of B.Carse, seconded by D Houston:

<b>Chairman:</b>	John McKegney	<b>Directors:</b>	Mark Bailey	Fergus McDonnell
<b>Vice-Chairman:</b>	(vacant)		Mervyn Darragh	Phillip Newell
<b>Secretary:</b>	Paul McCann		Sue Harpur	Peter Rigney
<b>Treasurer:</b>	(vacant)		Mark Kennedy	Joe McKeown
		<b>External:</b>	Dermot O'Hara	

The Chairman said:

*One of the founding members of the Society who has served for many years as our Locomotive Officer has announced his retirement as a Board member. Peter Scott MBE has been a lifelong member of the Society having been a keen member of the RBAI Railway Society many of whose members were responsible for the conception and birth of the RPSI.*

*As a Board member Peter was diligent in reading papers and contributing to the meetings both from his experience as an engineer but also his memory as an active volunteer. He was awarded the MBE in 2008 for his services to Railway Restoration; this was a richly deserved recognition of all that he has done for the Society and especially as its Locomotive Officer for many years. Ten years later he was part of the RPSI delegation to the National Heritage Railway Association Dinner when the Society received the HRA's top award 'Manisty Award for Excellence', this was further recognition of Peter's work at the heart of the Society, and then last month he became an angel (!) - when he received the prestigious 'Heritage Angel Award' from the Ulster Architectural Society in the 'Best Craftsmanship on a Heritage Rescue Project' category for his lead role in the restoration of GNR(I) locomotive No.131. In October Peter had the honour of showing his dream project, the NCC Mogul No.105 which is now under construction, to the well-known television presenter Michael Portillo for a BBC programme to be shown next year.*

*Peter is virtually synonymous with the RPSI and, though he is stepping down from the Board, I am delighted that he will still be an active engineering volunteer at Whitehead and beyond, hopefully for many years to come.*

*It gives me great pleasure as Chairman on behalf of everyone in the Society to thank Peter for his years of service on the Board and to wish him a long and busy retirement.*

P.Scott thanked the Chairman for his kind words and said it was his intention to keep working for the Society, but to blend into the background.

## ***Special Resolution***

It was proposed that the text of Article 37 be amended from:

*Until otherwise determined by a General Meeting the Directors of the Board shall consist of the President and the Chairman, Honorary Secretary, Honorary Treasurer and not more than twenty*

*other elected members; the Chairman, Honorary Secretary, Honorary Treasurer and other elected members to be elected by the members of the Company as hereinafter provided.*

to:

*Until otherwise determined by a General Meeting:*

- (a) The Directors of the Board shall consist of the Chairman, Honorary Treasurer and not more than ten other elected members; to be elected by the members of the Company as hereinafter provided. The Board shall, at the first meeting after the Annual General Meeting, appoint a Company Secretary. The Board may co-opt not more than three independent members and the term of office for each will be specified at the time of appointment. This will not exceed the provisions which apply to other members, as set out in clauses 37(b) and 37(c).*
- (b) Save as provided in clause 37(c) the term of office of a board member shall be three years. No member may serve more than two consecutive terms from the General Meeting when this clause comes into effect. Each board member not having served six consecutive years shall be eligible to be nominated to the Board.*
- (c) Transitional measure. When nominations are received for board vacancies at the first General Meeting after this article comes into effect, the Secretary shall arrange for the nominations to be given to the President who shall in the presence of the Society's legal advisor draw lots to ensure that at least one third of the nominations shall be for one year, one third for two years and one third for three years. In determining fractions, the President shall err on the side of continuity of the board membership.*
- (d) The Board may entrust the conduct of current business to a Committee (to be known as the General Purposes Committee) consisting of the Chairman, the Secretary and two other appointed members of the Board; one being from the Belfast Management Committee and one being from the Dublin Management Committee with the General Manager in attendance. This committee will determine the agenda for Board meetings.*

The Chairman explained that the Articles needed to be updated to meet current best practice and recommendations from the charity regulators in both jurisdictions. The thinking is to initiate a continued turnover of fresh ideas and to increase the pool of volunteers experienced in Society management. The General Purpose Committee will be set up to focus Board business.

J.McCullagh was told that serving a term on the Board will not prevent someone from being elected again at some future date.

The resolution was proposed by J.McKegney, seconded by P.Rigney, and agreed without dissent, there being 13 votes for the proposal.

### ***Any Other Business***

There being no further business, the President thanked those participating. She said she was proud of all those who enabled the Society to continue: the General Manager and her staff; the Board for continuing to function well via Zoom; all the volunteers who worked under trying circumstances. It was her hope that the posts of Vice-Chairman and Treasurer would soon be filled.

***Signed:*** \_\_\_\_\_ ***Chairman***      ***Date:*** \_\_\_\_\_