

**Approved Minutes of the 15th Annual General Meeting of Railfuture Ltd
Held at the Sport Wales National Centre in Cardiff
On Saturday 18th May 2019 – 11:00 to 15:30**

Lists of those present, apologies for absence, and proxy votes received, are tabled as appendices.

Following feedback from members, this AGM saw the swapping around of the guest presentations (moved to the afternoon) and company business (moved to the morning).

Because of the COVID-19 pandemic, no AGM was held in 2020. Therefore, any post-meeting notes cover the two years between the 2019 and 2021 AGMs.

Morning Session

1. National Chairman's Welcome
The National Chairman, Chris Page, welcomed members to the meeting and thanked the Wales Branch for organising the day.
2. Procedures
The Chairman briefly reminded members of the standing orders for Railfuture's company meetings (www.railfuture.org.uk/display1216) and how they affect the running of the AGM.
3. Minutes of the previous AGM held in Edinburgh on 12 May 2018
There were two amendments. At Item 7, the number voting against was 0. Item 8 should have referred to N. Somerset, not Somerset. Proposed a true record by Allison Cosgrove, seconded by Chris Bates, and agreed with 43 for, three abstentions and no objections from those present.
4. Matters Arising from the minutes
Ian Brown advised that the European Passenger Group was now fully staffed and had a regular agenda for meetings.
5. Honorary President 's Address
Christian Wolmar remarked on the good news that had occurred during the year – funding for Portishead, improvements in Scotland and good progress in Blyth, saying that all those who campaigned on these and in other areas should be applauded. He referred to Railwatch magazine, praising those who contributed towards it and noting it was important for an organisation to have such a good outlet and was a real benefit of membership. On Wales, he described progress as "pretty amazing", emphasising the big input of investment and radical change.

However, on a more sombre note, he felt that the railway was currently in a mess, with good players but not gelling together. For the future, he suspected (as some predicted) a move towards management contracts rather than franchises and he was unsure about the future of HS2. He also felt that more funding ought to go to rail in the North to make improvements there, and once Crossrail opened, there would be pressure for more work to be undertaken away from London.

He concluded by saying that it would be good to have less uncertainty and there were lots of opportunities for development.

6. Railfuture National Chairman's Report

Chris Page re-assessed the work of the past year, saying that Railfuture would know when we had "arrived" by being approached by the industry. This position was taken by building alliances, taking realistic views and taking campaigning effectively. Reputations were easily lost, and we should guard ours, being careful to speak with one voice. Everything was based on members working in harmony, and more active campaigning by members was required.

POST-MEETING NOTE: Railfuture's submissions to consultations have continued to receive very positive feedback from several senior players in the rail industry and Railfuture is increasingly being contacted directly by rail organisations including the Department for Transport. As an example of building alliances, in 2021 Railfuture was one of 17 industry and campaigning organisations signing a letter to the Secretary of Transport endorsing the 'Why Electrification?' report. We received widespread publicity.

7. Annual Report and Financial Statements

Jerry Alderson, Director of Finance & IT, was working abroad and unable to attend. The annual report and financial statement were presented on his behalf by Wendy Thorne. She thanked all those officers who contributed to the financial report and the compilation of the accounts, and also thanked Branch Treasurers for their work.

Total income was down by £8,700, owing to less conference income during the year and no legacies received. The Board wished to improve marketing and to update our visual appeal. Investments would also be reviewed to ensure best value.

The accounts were proposed by John Hassall and seconded by Ian Brown.

| | Those present | Proxy votes | Total |
|------------|---------------|-------------|-------|
| In support | 47 | 157 | 204 |
| Against | 0 | 0 | 0 |
| Abstain | 0 | 2 | 2 |

8. Appointment of Independent Examiner

The company paid Newsham Hanson of North Somerset to examine the accounts prepared by Trevor Davies. This was considered good value for money and unlikely to be bettered. Wendy Thorne proposed that the existing examiner remain in post, seconded by Philip Bisatt.

| | Those present | Proxy votes | Total |
|------------|---------------|-------------|-------|
| In support | 45 | 156 | 201 |
| Against | 0 | 0 | 0 |
| Abstain | 0 | 2 | 2 |

9. Results of the election ballot for Directors

The results of the 2019 election for Directors were announced by the Electoral Returning Officer, Chris Bates. There were six candidates for the three full terms and two vacancies with a shorter term arising from resignations. 362 valid voting papers had been submitted (about 18% of members), of which 206 were online and 156 by post.

| | | |
|------------------|--|---------------------|
| Roger Blake | 301 votes (177 online votes, 124 postal) | Elected for 3 years |
| Allison Cosgrove | 324 votes (192 online votes/132 postal) | Elected for 3 years |
| Graham Ellis | 277 votes (165 online votes, 112 postal) | Elected for 1 year |
| Chris Hyomes | 292 votes (177 online votes, 115 postal) | Elected for 3 years |
| Trevor Garrod | 139 votes (60 online votes, 79 postal) | Not elected |
| William Whiting | 289 votes (172 online votes, 117 postal) | Elected for 1 year |

Chris Bates also noted there were no spoilt ballot papers, but two had arrived too late.

When the new board slide was shown, Chris Page welcomed Graham and William. POST-MEETING NOTE: Insurers were informed of change of directors.

10. Appointment of Honorary President and Vice Presidents

Christian Wolmar was asked if he would be prepared to continue as President, and he agreed, saying he was honoured to continue in this post. The meeting unanimously concurred with this. The appointment of Vice-Presidents 50 for, 0 against, 0 abstentions. Proposed by Bruce Williamson, seconded by Trevor Jones.

See www.railfuture.org.uk/vice-presidents for the current list. The directors are conscious that there are very few women who are Vice-Presidents, and welcome suggestions (please contact Chris Page).

11. Motion on Changes to Annual Subscription Rates

Details of the company's financial situation and proposed changes were included in the AGM notice (see page 3 on <https://www.railfuture.org.uk/display2033>). Wendy Thorne spoke for the motion, proposed by the Board, advising that the student rate of £14 would be extended to anyone under 26. The new rate, effective from 1 July 2019, would be £20, with the joint membership rate being £22, and RUGs at £25; however, renewal could be made up to 30 June 2020 at the previous rate if paying for two years.

The motion was seconded by Peter Travis.

| | Those present | Proxy votes | Total |
|------------|---------------|-------------|-------|
| In support | 50 | 146 | 196 |
| Against | 0 | 10 | 0 |
| Abstain | 0 | 2 | 6 |

12. Other motions

Motions on matters of policy and organisation are discussed at the AGM.

Two motions had been received. Neither motion had its proposer or seconder present, which normally means that the motions would be raised. However, as the matters were of topical interest, and there was time, the Chair ruled that these would be discussed.

a) Climate change

The first motion, on Climate Change, had been slightly amended by the Board to be as follows:

It is proposed that Railfuture should be even more pro-active in promoting rail-based alternatives for transport than by more polluting modes, such as motorway and major by-pass construction and airport expansion. This should involve campaigning for even greater investment in the railways, including further substantial electrification and line re-openings, and for higher quality rail freight provision, inter-city passenger, and international rail services for both freight and passengers, so as to reduce the demand for destructive road-based solutions and short haul flights. More frequent use of the media is needed to get our persuasive message across. More direct approaches should be made to politicians at all levels, seeking their support and demands for meaningful policies and actions, in pursuit of these objectives as soon as possible, and we should work more closely with other organisations which share our objectives and ethos, campaigning positively for rail. The planet really cannot wait much longer for effective policies to

slow and reverse the damage, with the UK playing its part in this role. Railfuture should be able to show that it is playing its part too, at this time of vastly increased public awareness of the dire problems we face.

Ian Brown, Railfuture's Policy Director, spoke on this, noting the improvements to roads and that air travel was increasing fuel efficiency. In contrast, rail was doing nothing and the potential advantage of rail could be lost. The four areas of campaigning should be:

- A bigger, better railway
- Making the business case for rail by including climate change
- Research into fuel efficiency, which was not being carried out at the moment
- Electrification of the rail network.

Several members contributed views on housing developments, including working with Transport for New Homes and similar organisations, engaging with younger people, and including the environmental message in all campaigning.

The Motion went forward in the name of the Board, and of those present, 47 were in agreement, with one opposing.

b) recruitment and selection to National groups and sub-groups

Motion 2, on recruitment and selection to national groups and sub-groups, had also been amended by the Board and was put forward in the name of the Board as follows:

The Board will instigate a review during the current Board cycle, to be carried out by the Governance Group, to look at the processes for recruitment, selection and dismissal of members of all Groups operating within Railfuture.

Wendy Thorne spoke for the motion, advising that the Governance sub-group would take this on, and she invited the proposer, in absentia, to attend the sub-group when this was discussed.

The motion was seconded by William Whiting and agreed by 49 members present, with none against and no abstentions.

POST-MEETING NOTE: the Board has acted on both motions.

13. Discussion groups

14. Looking forward and discussion groups

Chris Page asked those present to vote on 'Looking Forward' key issues. Results were:

- | | |
|--|----------------------------|
| ■ Franchising (industry structure) | 6 |
| ■ Climate change | 12 (3 rd place) |
| ■ Electrification and the alternatives | 16 (2 nd place) |
| ■ Access | 5 |
| ■ Fares | 9 |
| ■ Reliability | 7 |
| ■ HS2 | 4 |
| ■ Crossrail | 0 |
| ■ Industrial relations | 1 |
| ■ New stations and routes – Portishead success | 18 (1 st place) |

| | |
|---|---|
| ■ Freight | 2 |
| ■ The little things that matter | 4 |
| ■ Devolution | 0 |
| ■ Public awareness – attracting new users to rail | 3 |

Members then took part in discussion groups to identify key issues. A summary of the discussions is shown in Appendix F.

15. Railfuture Transformation Presentation

Wendy Thorne gave an update of work done to date, emphasising that members should go out and meet people to tell them what Railfuture is doing. New banners were being produced and a media package with Rail Business Daily, where items of interest were made available to a potential 21,000 users, had been put in place.

She reported that an Annual National Conference would replace conferences organised by branches and gave information on the new merchandise available.

POST-MEETING NOTE: The conference was held on 21 September 2019. However, COVID-19 pandemic has prevented Railfuture from meeting its members and the public face-to-face. However, a successful single-topic Webinar was staged in October 2020, and it is intended to conduct more of these, subject to volunteers being found to help organise and operate them.

16. Award for Campaigner of the Year

The first winner of this award was Ariadne Tampion, Chair of East Midlands Branch, who had organised the Inter-City Kitty Campaign and had been a leading campaigner in her area. The award was presented by Christian Wolmar.

Afternoon Session

There were two speakers.

Colin Lea, Commercial and Customer Experience Director, Transport for Wales Rail, gave an insight into the new franchise operator in Wales. Since the AGM, although not intended at the time, the Welsh Government has terminated the franchise and taken rail operations in to public ownership, although the contractors are still responsible for the infrastructure enhancement work.

Professor Mark Barry, Professor of Practice in Connectivity, Cardiff University, spoke about the South Wales Metro.

Both gave PowerPoint presentations and these can be viewed on the Railfuture website at www.railfuture.org.uk/display2170 and www.railfuture.org.uk/display2109 respectively.

Appendix A - Members & Visitors Present

This list is available only in the full minutes given to members.

Appendix B - Apologies for Absence

This list is available only in the full minutes given to members.

Appendix C - Election of Directors

See item 9 on the minutes for the results.

362 ballots submitted - 206 electronically and 156 postal - votes cast = 1,622 out of possible 1,810.

Two of those postal ballots arrived too late to be considered. Deadline was 30th April.

No postal ballots were spoiled (not possible with electronic voting).

No ballots were duplicated (i.e. voting both by post and online).

Previous years as a comparison:

| | <i>submitted</i> | <i>electronically</i> | <i>postal</i> |
|------|------------------|-----------------------|---------------|
| 2018 | 458 | 271 | 187 |
| 2017 | 365 | 212 | 153 |
| 2016 | 355 | 200 | 155 |
| 2015 | 348 | 179 | 169 |
| 2014 | 419 | 178 | 241 |

Appendix D - Appointment of Railfuture Vice Presidents

All existing Vice Presidents who wished to continue were re-appointed. New VPs are appointed only by the AGM. The Railfuture web-site at www.railfuture.org.uk/vice+presidents is updated after the AGM for any new appointments and during the year if VPs resign.

The Board is eager to have a more diverse range of VPs and welcomes suggestions from members: please contact the Chairman, Chris Page (chris.page@railfuture.org.uk).

Appendix E - Proxy Votes

This list is available only in the full minutes given to members.

Appendix F - Summary of Workshop Discussions

At the end of the morning session, attendees split off into three groups, with two groups being set the task of considering how Railfuture should aim to influence the railway, and the third on different ways of operating the railway.

A summary is shown on the next page.

Group 1 - Influencing franchise bids

Work to contact relevant parties should start early (before start of formal tender process) and widely.

The DfT, Local Enterprise partnerships (LEPs), Network Rail, local MPs and prospective bidders should be considered for communicating Railfuture aspirations.

Wide local agreement should be sought.

A 'full' case should be submitted but be prepared to be iterative (update/amend) as appropriate.

The 'asks' should focus on outcomes and not specify how the objectives should be delivered (e.g. specify train features expected but do not specify the preferred rolling stock).

Group 2 - Developing an urban conurbation transport strategy with significant rail component

Railfuture needs to adopt a 'big tent' approach by working with other players in the transport planning scene. This will involve sitting in many 'dry as dust' meetings.

Work should start at an early a stage as possible.

Keep others such as local MPs informed of the work and aspirations.

A County Council area (where this exists) is one suitable geographical area to use as County Councils have transport planning responsibilities.

Group 3 - Vertical integration (of track and trains) - Pros and cons

Areas of relatively self-contained passenger services with minimal use by other operators from the most suitable locations for vertical integration.

There are examples from elsewhere in Europe where track and trains are effectively under the same ownership even though there may be a legal split for the purposes of meeting EU requirements.

Minutes were approved at the Railfuture Ltd AGM in Birmingham on **17/07/2021**.

Railfuture – Campaigning for better services over a bigger railway

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