

MIDDLETON RAILWAY TRUST

Minutes of the Special General Meeting held at Cookburn High School, Burton Road, Leeds 11 on Saturday 17th November 1973.

Present: 26 members.

Apologies for absence: had been received from Dr. A.L. Barnett, Messrs. S.H. Pearce Higgins, J.K. Lee, T.W.J. Apperley, B.W. Ashurst, W.E. Holliday, P. Rowe, G.D. Crapper, M.J. Leah, M.D. Croot, D.J. Hebden, P. Hebden, and Mrs. Hebden.

In the absence of the Chairman and Deputy Chairman, the meeting agreed that the chair should be taken by Mr. J.D. Edwards, who welcomed to the meeting Mr. F.W. Hellewell who was handling for the Trust the negotiations for incorporation as a limited company.

1. Motion to amend the existing Constitution of the Trust by adding to Clause 13 the following words: "Provided that this clause shall not be applicable to a dissolution of the Trust following upon a transfer of its assets to a company formed for the purpose of carrying out its aims, and the Trust may make a transfer of its assets to such a company." It was explained to the meeting that the need for this amendment had been pointed out by the Charity Commissioners, in order to enable the Trust's assets to be transferred to the Company rather than offered to the National Trust. The motion was carried unanimously.

2. Motion to announce the dissolution of the Trust and to authorise the transfer of the assets to the Company: Mr. F.W. Hellewell advised the meeting that this motion was premature. Rather, it should be dealt with at a meeting after the incorporation of the Company. In reply to a question from Mr. A.E. Thorndike, as to when the latter would be achieved, he referred to the correspondence that he had over the last several months with the authorities and to their slowness in replying. It was therefore difficult confidently to give a date. He proposed that the motion be withdrawn and replaced by the following: "That if and when the proposed new company shall be duly incorporated, all the assets of the Trust be transferred to such company and when such transfers shall all have taken place the Trust shall forthwith be dissolved." The proposal was agreed by the meeting, and the substitute motion was put to the vote and carried unanimously.

3. Approval of amendments to the Memorandum and Articles of Association:
(a) In accordance with the request of the Annual General Meeting held on 17th March 1973, Mr. Hellewell had drafted two amendments thus:

Article 25: add at end - "Provided that if the person or persons demanding the poll so require the poll shall be a postal ballot of all the membership".

Article 30: after "member duly registered" insert "and present at the meeting (except in the event of a postal ballot)".

It was moved, and carried nem. con., that these two amendments be adopted.

- (b) The Charity Commissioners had now required the following five amendments:

Memorandum Clause 3: immediately after the opening words "The objects for which the Trust is established are:" insert the following: "to preserve, maintain, keep in repair and working condition the historic Middleton Colliery Railway, Leeds for the benefit of the public. In furtherance of the above but not otherwise".

Memorandum Clause 3, subclause (e): delete.

Memorandum Clause 3, subclause (i): after the words "other aspects thereof" in the third line add "and to disseminate the results of such study and research to the public".

Memorandum Clause 3, subclause (k): add the word "charitable" before "trusts" in the first line.

Memorandum Clause 3, subclause (r): delete the words "incidental or conducive to" in the first line and replace with "necessary for".

Several members were concerned that the deletion of subclause (e) might preclude the continued operation of freight traffic for reward. Mr. Hellewell referred the meeting to the provisions of several other subclauses in Clause 3, and advised that variously and in combination they provided adequate authority to continue the operation in furtherance of the Trust's charitable objects. Mr. Hellewell's advice was accepted, and it was carried unanimously that the five amendments be adopted.

4. Progress towards construction of a depot: Mr. Nettleton reported that tenders had been received and were in the order of £8,000, with another £2,000 approximately to be added for the laying of trackwork. The Trust currently did not have the funds to enable it to proceed.

Various suggestions were then made by members for the raising of funds:

- Applications for loans and grants to public bodies such as Tourist Boards.
- More support for Mr. Nettleton's "25p a week" scheme.

- Greater publicity in 'The Old Run'.
- A new public appeal with leaflet distribution.
- Further sponsored canal walks.
- Prize draw or lottery.
- Public film shows.
- Appointment of a "full-time" fund raising officer.

Mr. Edwards undertook to pass these suggestions to the Committee.

The meeting closed at 15.55.

Minutes recorded by J.D. Edwards, Secretary.