

MIDDLETON RAILWAY TRUST

Minutes of the Special General Meeting held at Kitson College of Technology, Leeds on Thursday 27th May 1971 commencing at 7.30p.m.

Present:- Mr. J.K. Lee (in the Chair)
Mr. S.H.P. Higgins (Trustee)
Mr. I.R. McDougall (Trustee)
and 34 other members.

Apologies for absence:- had been sent by: Dr. R.F. Youell (Trustee), B.W. Ashurst, R.J. Bareham, Dr. A.L. Barnett, D.C. Dews and D.J. Hebden.

The Chairman opened the meeting by inviting Mr. N.A. Brampton, former Treasurer to the Trust, to outline the reasons for calling the meeting and the purpose of the resolutions which had been circulated in draft to members.

Mr. Brampton referred to Dr. Youell's attempts over a number of years to secure registration of the Trust as a charity. The need to register, to avoid income tax on bank deposit interest and possibly corporation tax, was now more urgent than ever, and Mr. Brampton had drafted the resolutions to satisfy the requirements which had recently been indicated to him by the Charity Commissioners.

Since the circulation of the draft resolutions, Dr. Youell and others had made helpful suggestions for amendments and additions.

Resolution 1 (constitutional amendments):

Mr. Brampton recommended that the draft resolution as circulated should be amended in clause (b) by excluding the Transport Trust and Leeds Corporation, and by adding a further clause (e) to substitute 'Trust' for 'Society' throughout the Constitution. After a short discussion, the following amended resolution was moved by Mr. Brampton, seconded by Mr. Carr, and carried unanimously:

"That the Constitution of this Trust be amended:-

- (a) in clause 2 by inserting, after the opening phrase "Its aims shall be", the wording "to preserve, maintain, keep in repair and working condition the historic Middleton Colliery Railway, Leeds for the benefit of the public, and thus".
- (b) by removing the entire existing clause 13 and substituting the following: "In the event of dissolution of the Trust, the Trustees shall ensure as far as possible the continuation of the Trust's work in the public interest. To this end they shall offer the assets of the Trust to the National Trust, for places of Historic interest or Natural Beauty, or failing acceptance to such other registered charity as they nominate.

- (c) in clause 15, by adding after the word "meeting" the wording "but no such revision may jeopardise the charitable status of the Trust".
- (d) in clause 17, by inserting the word "registered" before the word "charities".
- (e) ⁱⁿ that the word "Society" shall be changed to "Trust" in all relevant parts of the Constitution."

Resolution 2: the following, which had been circulated in draft to members, was proposed by Mr. Carr and seconded by Mrs. Youell:-

"That this meeting records that the aims of this Trust, as defined in the Trust's Constitution, have always been for the public benefit, and that such has been the understanding of all members of the Trust since its inception."

There being no discussion, the resolution was put to the vote and carried unanimously.

Resolution 3: Mr. Brampton, seconded by Mr. Carr, proposed:-

"That the Trustees and Committee are hereby authorised to make such minor changes in wording to the Constitution as may be necessary to satisfy the Charity Commissioners providing that the objectives of the Trust shall not be changed in any material way. Such amendments or alterations shall be the subject of advice to all members through the Trust publications or special mailing, and the members shall be given the opportunity of commenting or objecting before such changes are carried into effect, a reasonable time being allowed for this reply. This authority shall remain with the Trustees and Committee for a period of three calendar months after which time the Authority shall lapse unless renewed by a General Meeting."

There was discussion of the proposed duration of the authority; some members thought that the period should be long enough to allow for any difficulties with the Commissioners to be resolved, others that such authority should only be delegated for three months at most. After the withdrawal of an amendment by Mrs. Youell and Mr. Bushell to the effect that the authority should lapse on 1st November 1971 unless extended by a further General Meeting, a vote was taken on an amendment proposed by Mr. McDougall and seconded by Mr. Hunter that the last sentence of the resolution should read: "This authority shall remain with the Trustees and Committee until the next Annual General Meeting."

The amendment was carried by 31 votes to 3.

The amended resolution was then put to the vote and carried with one vote against and one abstention.