



THE KENT & EAST SUSSEX RAILWAY COMPANY LIMITED

Minutes of the 51st Annual General Meeting

The 51st Annual General Meeting of the Kent & East Sussex Railway was held on Saturday 12th November 2022 at St Mildred's Church Tenterden commencing 13:33.

Directors Present:

Simon Marsh – Chairman
Geoff Crouch – Deputy Chairman
Neil Sime – Safety Director
Andy Papworth
David Nibloe
Matt Hyner
Ian Legg
Robin Moira White
Philip Shaw
Paul Vidler

Also Present:

John Cobbett - Company Secretary
Robin Coombes – General Manager
Kevin Bulled – Director, CSRE Ltd (Minutes)
Susan Robinson, Auditor, Kreston Reeves
86 Members of the Kent & East Sussex Railway

0. Welcome

The Chairman welcomed members to the meeting and advised of housekeeping arrangements

A moments silence was held in memory of members and volunteers who have passed away in the last year.

The Chairman introduced the members of the board and its officers.

1. Approval of minutes of the 50th Annual General Meeting

The minutes of the 50th Annual General Meeting held on 20 November 2021 were put forward for approval.

Proposed by Mr Peter Lamont, Seconded by Mr Freddie Soper. Minutes were approved by the members present

2. Receipt and Adoption of Accounts

Full accounts were not sent to all members this year. A summary version was sent out instead and full accounts were made available on request; one copy was requested. This has saved the company between £2000 and £3000 pounds.

KESR welcomed 37,297 visitors in 2020/2021 compared with 31,009 the previous year, and 80-90,000 pre-Covid-19.

Net Cash in hand at 31st October was £764,150, up from £76,082 the previous year. Deferred income was £454,106 which represented cash in respect of Santa bookings for Christmas 2020 carried forward to 2021 Santa season, or refunded. A similar situation took place with Pullman bookings.

There was one correction to notify on Page 44: The phrase “Deficit before legacy income” should read “surplus before legacy income”.

The overall surplus for the year was £590,877, including legacies of £302,133. The company was also in receipt of £449,829 in government Covid-19 support.

The financial year to 31 October 2022 has just ended and the draft profit & loss figures are not yet available. Cash stood circa a relatively healthy £793,000. Visitor numbers have been slow to recover and stood at 55,000.

The 2022/2023 financial year with Santa receipts set to top £500,000 for the first time.

Questions on the accounts:

Mr Kevin Blakiston: Declared interest. Interest in P class, 6619, 4253, Terrier Trust and the Locomotive Trust.

No provision is made in the statement of accounts (page 21) for commitments to restore locomotives. Mr Blakiston requested that the auditor ask the board to comment on this issue. The Auditor was not be able to answer the question without first looking into the matter. The auditor undertook to do so and provide an answer.

Mr Blakiston followed this with a supplementary question: part of the issue is that it was stated by that the costs of restoration are indeterminable. Mr Blakiston raised the point that costs of repairs are roughly known. Costs can be between £250k to £450k. Therefore, the company has a liability in this regard. Mr Shaw confirmed that the railway has always used its best endeavoured to meet its obligations regarding its hiring agreements and contract. Mr Blakiston questioned this assertion as the company is spending money on hiring in locomotives. It was responded that the combined costs of hire do not approach the costs of one overhaul.

Mr Blakiston felt it was disingenuous to say that the company doesn't have money to resolve this.

There being no further questions, the accounts were proposed for adoption by Mr Philip Shaw, and seconded by Mr Geoff Crouch.

A vote by hands was undertaken in which 6 votes against and 5 abstentions were recorded, all others were in favour of adoption. The motion was carried on a majority vote.

The Chairman noted the comments regarding locomotive strategy, and pointed out that it is not just a matter of finance, but organisational bandwidth and resource. The company is getting to

grips with this, and the General Manager, Dr Robin Coombes, has been tasked with taking this forward.

3. Appointment of Auditors

A resolution was put forward for the board of directors to appoint auditors and to fix their remuneration.

The motion was proposed by Mr Tom White and seconded by Mr Normal Brice. A vote by show of hands was undertaken; no votes against or abstentions were recorded, all were in favour. The motion was carried unanimously.

The chairman invited the members to show their thanks to all those involved in preparing the accounts, including the auditors, accountants, directors, and the finance staff.

4. Appointment to the board

The Chairman introduced the three trustees standing for re-election to the board. These were David Nibloe, Paul Vidler and Andy Papworth. Voting papers having been issued on arrival, were collected and the company secretary, supported by the membership secretaries retired to count ballot papers.

5. Chairman's Report

Mr Simon Marsh delivered his Chairmans Report, which is summarised below.

It has been another busy year for the railway with much hard work by many people. The post covid environment is challenging and uncertain. The economic situation is grim and has the potential to worsen, which will impact both our income and costs. This is likely to have an impact on the whole sector.

For example, on the income side, the August 2022 passenger figures were down 24% from the pre-covid 2019 figure. On the expenditure side, costs are rising on items from cooking oil to insurance, and coal, which has increased significantly in price.

August this year saw extraordinary weather where the railway was unable to run steam trains, necessitating the hire in of a mainline diesel locomotive.

During the past year, Mr Shaun Dewey has retired from the railway after 7 years and the Chairman expressed his thanks to Mr Dewey for his contribution to the railway.

Dr Robin Coombes was welcomed as the new General Manager. Dr Coombes will be leading the railways response to the challenges that face it. Looking at pricing, timetables, marketing and product offer amongst other things.

Working in partnership with others is seen as an area where the railway needs to go further and where possible, share ideas and facilities with other railways.

The Chairman noted the work of the Volunteering Committee, under Mrs Sarah Tagart's leadership, who had won a national award for her work.

It was emphasised that as well as being a business, the railway is also a charity and needs to raise funds to maintain its assets and core purpose in a sustainable way. The heritage railways that survive will be those that are an attraction that people want to visit and experience. It is not about moving people from A to B.

As a business, the railway needs to be agile, responsive to circumstances and not do things because we have always done them that way. The Chairman expressed confidence that this can happen but stressed to important factors for the railways ongoing success:

- A 'One Railway' approach that goes above personal agendas and without seeking to favour one project over another
- 'Human Capital' is managed well to ensure that the railway gets the best results it can without overstretching people and jeopardising people's wellbeing.

It was recognised that some things could have gone better in the past 12 months and acknowledged that this is often due to the limitations in bandwidth at all levels of the organisation.

The Chairman concluded his report by saying that the 2022/2023 year can be successful, but focus must be maintained on increasing revenue, controlling costs and developing the organisation; even if this means that there may occasionally need to be difficult or unpopular decisions.

6. Safety Directors Report

Mr Neil Sime delivered his safety report, which is summarised below.

The 2020 and 2021 operating years were reduced years of operating compared with 2019 therefore incidents were naturally down on 2019 levels. However, there is still room for improvement. Slips trips and falls saw an increase after a period of improvement. Cuts and bruises are also a concern.

There has been an increase of near miss reports, and this is seen as a positive consequence of a new reporting system. Further work needs to take place on honing this.

There was one reportable incident in 2021 where a train split occurred in transit. There were no injuries. There was one serious personal injury in the car park and Brian Richards is currently making changes to the car park to reduce the risk of a recurrence.

There was no inspection by the Office of Rail and Road (ORR) in 2021, but good communication and relations were maintained with them throughout the year. They were welcomed to the K&ESR when the railway hosted a meeting between the ORR and the Heritage Railway Association (HRA).

COVID-19 affected training regimes, and these are now recovering, but there is a risk in a few years' time. There is a challenge to train up the number of new volunteers and get them out onto the railway.

RM3 is an ORR tool for continuous improvement in safety. A couple of exercises have been undertaken and we are working through the results of those and the Safety Management System/Safety Standard Manuals.

Looking ahead to 2022/2023, we need to ensure that safety doesn't suffer as a result of the tightened financial position. There is a need to bolster the support and compliance across disciplines to assist managers. Volunteer positions are due to be advertised in the new year.

We are working more closely with the HRA and to share and work together as a sector. For railways to cooperate and share resources rather than work independently of each other.

7. General Managers Report

Dr Robin Coombes introduced himself and thanked people for the warm welcome he has received at the railway.

Dr Coombes talked about governance arrangements in the heritage railway sector and expressed his confidence in the governance arrangements at the K&ESR.

Dr Coombes made observations regarding his first 90 days of his tenure and talked through some of the photos he has taken since taking office, and the picture of the railway they present.

8. Volunteering Report

Mr Philip Wiles, member of the volunteering committee gave a report about the volunteering committee.

In the previous 12 months, the committee have reviewed and reissued recruitment materials and made improvements to the recruitment process, organised social activities, reviewed and celebrated long service awards.

The committee undertook a volunteer survey which had an impressive 198 responses; from this a number of recommendations to the board have/will be made.

This work will continue for the 2022/2023 season, along with work on volunteer retention and also aim to introduce “cross-over days”, where volunteers have the opportunity to sample working in other departments.

9. Sustainability Report

Philip Noakes, member of the sustainability working group gave a report about the work being undertaken by the group to improve the railways environmental and sustainability credentials.

10. Results of the election of directors

115 votes were cast, of which 16 were postal votes.

Name	Votes for	Votes against	Abstentions
David Nibloe	111	4	0
Paul Vidler	113	2	0
Andy Papworth	109	4	2

All nominees were duly elected to the board

11. Any other pre-notified business

Covered accommodation for platform staff for the Santa season – question submitted via Mrs Carol Mitchell

Thanks to work by Mr Brian Richards for his work on this. The board has signed off on this work and this should be in place for the Santa season.

A temporary building will be placed by the mess room. This is a moveable facility that can be moved around the railway as required

Rother Valley Railway update on Robertsbridge Connection – Mr Mike Hart

The two-mile missing link remains in the 3.5 miles between Bodiam Robertsbridge. A 5-week public enquiry took place last year by the planning expectorate, who went away to write the report for the Secretary of State for Transport. As of a few weeks ago, the planning inspectors report has not yet reached the Department for Transport.

East Sussex County Council are content with the proposed level crossings on their land and Highways England have withdrawn their previous objection to the level crossing on the A21.

It is now just a case of awaiting the result of the public inquiry and, if successful, the resultant Transport and Works Act Order. Subject to a positive response from the inquiry, the RVR would hope to have the extension ready to operate by the end of 2025.

To date, the project has cost in the region of £3.5 million.

Ms Robin White asked members to exercise restraint in making comments on social media regarding the RVR enquiry process and potential outcome to protect the RVR and KESR's position.

Santa – Mr Graham Bridge

Last years revised product was a significant success. Over the nine-days this year 14,000 people have booked to travel. There have been some tweaks to the product to incorporate recommendations for improvement from the 2021 season.

Staffing is currently looking better than at the same point last year. We still need some support for catering mid-week and on Sundays. Help also required for platform, cleaners, car park, present store, marquee stewards and shop. There is a new role of sleigh coordinator this year.

There being no further notified items, formal business was concluded at 15:25 and a question and an information question and answer session was held. The Chairman concluded the sessions with a statement regarding the future of the railway and expressed his thanks to the company secretary and membership secretaries for their organisation and support in organising the AGM, and to St Mildred's Church for hosting us.

The meeting was fully concluded at 15:47.