**COMMUNITY RAIL NETWORK**

**2025 ANNUAL GENERAL MEETING**

**VIA ZOOM**

**Tuesday 28 January 2025**

1. **Welcome and apologies for absence**

The Chair (Jeremy Whitaker, Chair, Community Rail Network Board) welcomed everyone to the AGM and in particular CRN’s Interim CEO, Bill Freeman.

Apologies had been received from: Warren Birch (Cumbrian Coast Line); Beryl Ezzard (Friends of Wareham Railway Station); Joe Fenwick-Wilson (Creative Isle CRP); Faye Keane (Severnside CRP); John Kenny (Crewe to Manchester CRP and South East Manchester CRP);Julie Levy (South East Lancs CRP); Mark Miller (Hampshire CRP); Tim Owen (Chair Furness Line & Lakes Line CRPs); Eddie Pollock (Chair Cumbrian Coast Line CRP); Jane Stewart (Essex & South Suffolk CRP); and, Ben Walsh (Hereward CRP).

 The Chair advised that the AGM was being recorded for the purposes of minute-taking.

1. **Minutes of the AGM held on 7 November 2023**

The Minutes had been made available on registration and were also on the AGM page on the website.

The Minutes were unanimously adopted on the proposal of Tim Barkley (Southeast Communities Rail Partnership), seconded by Marion Atkinson (Community Rail Network Board).

1. **Community Rail Network Impact Report 2023-24 and discussion on future plans for 2025-26 – Bill Freeman, Interim Chief Executive**

Bill Freeman, Interim Chief Executive, Community Rail Network, presented a summary of the annual impact report for the period April 2023 to March 2024 which had been prepared by Jools Townsend (CEO) and the CRN team and circulated to members prior to the AGM.

The presentation included headlines from the Impact Report 2023-24, key results from the 2024 member survey followed by current and forthcoming priorities and plans. The presentation concluded with a summary of CRN’s process for developing its proposal to adopt charitable status and its main benefits. A copy of the presentation and summary is attached to the minutes as an appendix.

The Chair thanked Bill Freeman for his presentation. He noted that it was very nearly the end of the 2024/25 year which was why, in looking ahead, the focus had been on 2025/26. The results of the 2024/25 year would be reviewed at the next AGM. Meanwhile there had been an impressive set of results for both years.

The presentation was followed by a Q&A session led by the Chair and Senior Leadership Team (SLT).

Malcolm Chainey (Tyne Valley CRP) said that in 2023 they had applied for charitable status - for the reason stated above, that it widened the potential pool of funders. After much back and forth, the Charity Commission decided that Tyne Valley CRP did not qualify. The reason given was that whilst some of Tyne Valley’s activities were deemed charitable, not all the activity was charitable. CRN would need to be able to ensure that its application could demonstrate that 100% of its activity was charitable. During the exchanges with the Charity Commission, Tyne Valley formed the view that they did not really understand what a CRP was. Malcolm Chainey thought it would be helpful if CRN and DfT could explain this to the Charity Commission: this might help both CRN and CRPs who also wished to seek charitable status.

To reassure members, the Chair said that throughout the process the Board had exercised thorough due diligence. A legal firm, experienced in charity registrations, had been retained to help CRN through the application process. As a first step, a complete review of all CRN’s activities was undertaken, and these were found to fit within the Charity Commission’s definition of a charity.

The Articles of Association were reviewed paragraph by paragraph to identify those elements which required some change in order to meet Charity Commission best practice. The revised Articles of Association (already made available to members) now sought to meet Charity Commission best practice.

In terms of the status of individual member bodies, CRN would be very happy to share its experience of going through the process: the Chair noted the comment about outside bodies’ understanding of what a CRP was, and this would be addressed centrally. However, he reminded members that their legal status was in no way affected by CRN’s charitable registration and members could choose whatever constitutional structure they wished. Neither did CRN’s status affect the activities of member organisations. It was important to note this degree of separation.

**Action: CEO**

The Director of People & Funding said that CRN had learnt much going through the process. Regarding charitable activity, it was sometimes a question of how the activities were framed and described rather than the activities themselves. If the AGM voted for, and CRN gained charitable status, it was her intention to look at how CRN could best support members and share its learning with those members who might wish to pursue the same goal.

Steve Hopkins (Friends of Eccles Station)asked if CRN had any aspiration to improve the communication between the Rail Industry and Station Groups – or even between elements of the rail industry. The Chair said CRN always hoped to improve communication within the industry as a whole. The Director of Communications & Policy said that CRN tried to ensure that its insights were shared as widely as possible with industry groups; the rail industry; government – at a local, regional and national level; and, worked with the Support & Development team, on engagement with train operators. There was the newsletter; quarterly meetings with the regional Mayors across the country; social media and other channels. There was a digital toolkit to help members with their own promotion. The Communications & Policy team worked closely with the Support & Development team and members to ‘advocate’ and ‘get the story out’ – the team was happy to work with members on an individual basis if there was something additional that they needed.

Steve Hopkins felt the rail industry (Network Rail) was pretty poor at talking to Friends Groups and letting them know their plans. Better communication and the ability to coordinate work and factor in the other’s plans would avoid unnecessary disruption and frustration. There was no interactive communication. The Director of Communications & Policy said that CRN was aware that this was a problem and at every opportunity tried to ensure that community rail was on the radar and that community rail activities were taken into account. She acknowledged this could be an uphill struggle but would be happy to discuss particular issues Friends of Eccles Station might have and see what extra might be done. The Chair thought that the arrival of a new Director of Support & Development might be an opportunity to reset some of these relationships.

Michael Lee (Friends of Hayles Station) said that he believed there were restrictions on charities giving to other charities and he wondered if this had been addressed. Bill Freeman said that the key questions were: (i) had CRN got the power to do it? CRN was not restricted by its Articles in respect of distributing funds; (ii) did a donation fit with CRN’s charitable purpose? Holding and distributing funds to members and other organisations aligned with CRN’s charitable purpose would be permissible.

Tim Barkley (Southeast Communities Rail Partnership) asked if social value figures had been included in the impact report: he believed these would be impressive. The Southeast Communities Rail Partnership had been using the Rail Social Value Tool, and even locally the numbers back to train operating companies were very impressive regarding the added value of the CRP’s activities. The Director of Communications & Policy said CRN had also used the Rail Social Value Tool for the *Value of Community Rail Report* which was published in Summer 2024. This showed the return of investment to be £18 for every £1 invested – some of this would be reflected in the impact report but the detail was in the *Value of Community Rail Report.* The Chair said he had seen rates of return for other organisations – none of them approached a return of 18:1 – CRN should be extremely proud of what its members’ delivered. Measuring and feeding back to the centre was very important in furthering the cause of community rail.

Tom Painter (Worcestershire CRP) thanked CRN for all the information shared with members for the AGM. He was pleased to see all the engagement that had been taking place with Great British Railways. He asked if there was any indication as to how GBR saw the role of community rail, and CRN, in the reformed railway – and what had been put forward to GBR. Bill Freeman said different members of the team were liaising with different people within GBRTT. CRN was keen to retain the principles in the *National Community Rail Development Strategy* which still had some value even though things had moved on. CRN was also focusing on the established good practice within the TOCs that had already gone under DfT control to see what might be replicated. The next consultation would be around the time of the next Railway Bill – this would be an opportunity to set out how CRN saw the role of community rail. This would largely be to continue as currently but without some of the issues that prevented community rail from doing its best work. The Director of Communications & Policy said that CRN was fortunate that the Rail Minister was a great advocate of community rail and was keen to ensure that community rail had a voice which was not lost in the rail reform agenda.

Chris Mitchell (Wherry Lines CRP) said that the Charity Commission would scrutinise the administration costs of organisations to ensure that salaries and other costs did not exceed 40% of the turnover / annual budget. He wondered if advice had been sought in this area. The Chair said that a complete audit on CRN had been conducted, and this included the published accounts to ensure that CRN complied with the Charity Commission criteria – and no significant issue had been raised by CRN’s lawyers. Bill Freeman did not know of the 40% cap on salaries – he could not see how it would work in practice since the largest expenditure of most (small/medium sized) charities would be on their staff salaries. However, the Director of People & Funding said she would double check this.

1. **Resolution votes – regarding adopting charitable status**

**ORDINARY RESOLUTION**

*To seek charitable status, and to seek registration as a charitable company limited by guarantee with the Charity Commission for England and Wales.*

This would be passed by a simple majority of 51% of the votes cast.

**SPECIAL RESOLUTION**

*That the articles of association circulated with this notice of annual general meeting and marked ‘A’ for identification purposes be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.*

This would require a majority of not less than 75% of the votes cast.

The Chair said that the online voting system had been chosen to ensure a robust verification process. Once the votes had been checked and verified, it was hoped it would be possible to announce the results at the end of the AGM. However, CRN reserved the right not to announce the result should there be a need for further verification.

1. **Adoption of Community Rail Network *Impact Report 2023-24***

The Impact Report was unanimously adopted on the proposal of Tim Barkley (Southeast Communities Rail Partnership), seconded by Marion Atkinson (CRN Board).

1. **Adoption of the Accounts 2023-24**

The Financial Statements for the year ended 31 March 2024 had been made available to members when registering to attend the AGM.

The Financial Statements were unanimously adopted on the proposal of Richard Watts (Community Rail Lancashire), seconded by David Dowbenko (North Staffs CRP).

1. **New Board Members**

*Marion Atkinson (Vice-Chair, CRN Board) chaired the meeting for this item.*

Marion Atkinson said that at the close of nominations there were ten candidates for eight vacancies and so an election was necessary. Members had been given access to the consolidated Board nominee statements, and these should inform members’ votes. Votes would be collated and verified after the AGM and new Board members would be announced publicly via the AGM webpage and the usual member communication channels before the end of Thursday 30 January 2025.

The voting system was the same as used for the resolutions. The ten candidates were:

|  |  |
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| * Kevin Boorman
 | * Michel Lintermans
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| * Richard Burningham
 | * Dawn McGough
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| * Karen Hornby
 | * Himali Patil
 |
| * Christopher Kimberley
 | * Shahiesta Raja
 |
| * Catherine Kingdom
 | * Jeremy Whitaker
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The Chair thanked Marion Atkinson for conducting the vote. He thanked all those who had stood for election – and he hoped that those who were unsuccessful this time would not be deterred from standing for election in the future. He wished to note that Emilie Dawson (Co-opted member of the Board) had stepped down from the Board as she had a new role outside of Community Rail. She was thanked for the contribution she had made during her time on the Board.

1. **Preliminary announcement regarding the resolution votes**

The Director of People & Funding said she could not give an exact percentage result yet, but it looked as if both resolutions had been passed overwhelmingly by more than 90% by the AGM. The formal result would be announced in due course. Assuming the resolutions had both passed, the Chair thanked the Director of People & Funding and the CRN team for the considerable work to get to this stage and to thank fellow Board members for their scrutiny of the Articles of Association. On verification of the vote, the Board would reconvene to plan the next steps which would include preparing a formal application to the Charity Commission. It was not a quick process, and it was hoped that the application would be ready to submit within the next 3-4 months. Again, subject to verification, the Chair thanked members for their support on the two resolutions.

1. **Thanks and farewells**

The Chair thanked all the members within the community rail network, both represented at the AGM and not, for their continued contribution to the cause of community rail: CRN was a membership organisation, and it was the members who made CRN what it was. He thanked his fellow Board members who gave up their time to help with the governance of CRN, and finally he thanked the team at CRN, and those who had managed the meeting today.

In attendance:

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| **Community Rail Network AGM & Board Elections 2024-25** |
| **ATTENDEES** |
|  |  |  |
| **First name** | **Surname** | **ORGANISATION** |
| Charles | Adams | Friends of Sowerby Bridge Railway Station  |
| Tiff | Allen | CR Network |
| Charlene | Arrondeau | Hampshire CRP  |
| Nick | Atkinson | Essex & S Suffolk CRP  |
| Marion | Atkinson | Women in Community Rail  |
| Philip | Ayers | Honorary Member  |
| Tim | Barkley | Southeast Communities Rail Partnership  |
| Kate | Belinis | The New River Line CRP  |
| Sue | Bell | Micheldever  |
| Karen | Bennett | CR Network |
| Kevin | Boorman | Southeast Communities CRP  |
| Steven | Booth | Purbeck CRP  |
| Andy | Buckley | Beds & Herts CRP  |
| Colin | Burcombe | CR Network |
| Richard | Burningham | Devon & Cornwall RP  |
| Peter | Butterfield | Community Rail Cumbria |
| Malcolm | Chainey | Tyne Valley CRP  |
| Roy | Chapman | CR Network Board |
| Sarah | Chilton | CR Network |
| Hannah | Cottrill | CR Network |
| Rick | Craig | North Notts & Lincs CRP  |
| Heather | Cullimore | Severnside CRP  |
| Dave | Darnell | Friends of Brockenhurst |
| Roger | Date | Gobowen Station Community Rail Business  |
| Sheila | Davidson | Friends of Hindley Station |
| Ian | Davison | CR Network |
| Sarah | Davison | Heart CRP |
| Stephanie | Dermott | South East Lancs CRP  |
| Ian | Dinmore | CR Network Board |
| Katie | Douglas | East Lancs CRP (CRL) |
| David | Dowbenko | North Staffs CRP  |
| Rebecca | Dunroe | White Cliffs CRP  |
| Jan | Etches | Brighton Toy and Model Museum |
| Philip | Evans | Conwy Valley & North Wales Coast CRP |
| Hugh | Everett | Friends of Handforth Station  |
| Sarah | Fatica | CR Network |
| Matthew | Fraser | Southeastern  |
| Bill | Freeman | CR Network |
| Chris | Fribbins | Kent CRP (joined late) |
| Luke | Goddard | Gloucestershire Community Rail Partnership |
| Katie | Goldthorpe | The New River Line CRP  |
| Ken | Griffiths | Haslemere Community Station  |
| Sarah | Grove | Meldreth, Shepreth & Foxton CRP  |
| David | Harby | North Notts & Lincs CRP  |
| John | Harrison | Friends of Narborough Station  |
| Steve | Hopkins | Friends of Eccles Station  |
| Osian | Hughes | Ffestiniog & Welsh Highland Railways |
| Ang | Jones | Saints Foundation (Southampton Central Station) |
| Jenni | Jones | CR Network |
| Erin | Kelly | CR Network |
| Chris | Kimberley | North Cheshire Community Rail Partnership |
| Catherine | Kingdom | CRL  |
| Mike | knott | FSRA FARNBOROUGH NORTH STATION  |
| Hazel | Lavery | CR Network |
| Jon | LEIGH | Friends of Hale Station  |
| Namoi | Lilley | CR Network |
| Lucy | Lomax | Hampshire CRP#  |
| Rob | Lowson | CR Network |
| Sandy | Mahon | Southeast Communities Rail Partnership  |
| Justyna | Majer | Robin Hood Line CRP  |
| Alice | Mannion | CR Network |
| Dawn | McGough | CR Cumbria  |
| Liz | Meerabeau | Community Train CRP  |
| Chris | Mitchell | Wherry Lines CRP  |
| Colin | Moore | Tyne Valley CRP  |
| Sarah | Morgan | Crewe to Manchester CRP |
| Chris | Morgan | Friends of Dore & Totley Station |
| Fiona | Morton | Southeast Communities Rail Partnership  |
| Alan | Neville | Greater Anglia |
| Mikey | Nevitt | Hampshire CRP  |
| Rachel | Osborne | Yorkshire Coast CRP  |
| Tom | Painter | Worcestershire CRP  |
| Himali | Patil | Community Train CRP |
| Dave | Pearce | Bittern Line Partnership  |
| Alex | Peel | CR Network |
| Andy | Pope | Southeast Communities Rail Partnership  |
| Rhiannon-Jane | Raftery | CR Network |
| Shahiesta | Raja | Community Rail Lancashire |
| Peter | Roberts | Poacher Line CRP  |
| chris | seaton | Hereward CRP  |
| Dawn | Sexton | Calder Valley Line CRP  |
| Gary | Shipp | CR Network |
| Stephen | Sleight | Marston Vale Community Rail Partnership |
| Sam | Smith | North Staffs CRP  |
| Tim | Sparrow | Southeast Communities RP |
| Mick | Stone | Purbeck CRP  |
| rachel | stoneham | Severnside CRP  |
| David | Stubbins | Friends of Cark Station  |
| Jayne | Sumner | Essex & SS CRP  |
| Roger | Tolson | CR Network |
| Gerald | Townson | Leeds-Morecambe CRP (also FO Bentham) |
| Keith | Walton | Severnside CRP  |
| Richard | Watts | Community Rail Lancashire  |
| Paul | Webster | CR Network |
| Jo | Wells | Grow19 |
| Sarah | Wells | Penistone Line Partnership  |
| Jeremy | Whitaker | CR Network Board |
| Sally | Whitehead | CR Network |
| Keith | Whitmore | SE MCR CRP  |
| Ian | Winston | Friends Of Hyde Loop  |
| Thalia | Woodgate | East Suffolk Lines Community Rail |