

# Minutes of the First Annual General Meeting of The Steam Car Club of Great Britain

Venue: Coventry Transport Museum, CV1 1JD

Date: Saturday 27<sup>th</sup> February 2010

Time: 14:00

Meeting was declared open at 14:09 by Chairman, Basil Craske.

Apologies received from: Mike Mutters, Peter Turvey, Thomas Rees, Jerry Everard, Peter & Liz Cookson, John Blackford, John Tilley, Bryan Richmond-Dodd, John Cockayne, David Bartrop, Mark Drake, Jim King, Ray Clark & John Dyke.

The meeting paused in contemplation to remember our friends & fellow Steam Car enthusiasts who passed away in 2009. Ian Broadbent, Jim Calder, Roger Newbery and John True.

Although not mentioned in the meeting 35 proxy forms were received; one in favour of Bob Dyke, one in favour of Jeff Theobald, the residue in favour of chairman. Of those, two attended the meeting in person.

## **Chairman's Address & Report**

I would like to thank everybody here present for coming along to this, the first annual general meeting of The Steam Car Club of Great Britain.

During the 2009, our club put on two very successful events. Thanks to Pat & Les Nelson for organising the Cotswold tour. It was just what the club needed. It was a great success, and we're all back to the club we used to know. A group of friends enjoying a good happy time without any troubles whatsoever.

Richard & Jenny Pink, and Peter & Liz Cookson organised another tour, the Purbeck Tour, and it was very much back to what we do best.

At this point Les Nelson proposed a vote of thanks for our chairman, Basil Craske. Everybody expressed their appreciation.

Continuing ... You may note that we now have a different, more complex application form for attending club tours. We have listened to advice from the Federation of British Historic Vehicle Clubs, our insurers, professional advisers and our committee. Basically, the message is "It's your car. It's your responsibility. We require your undertaking that you have appropriate insurance cover for your vehicle, and that your vehicle is safe and legal."

We also have an indemnity form to be signed by event organisers.

Our club has taken out public liability and professional indemnity insurance cover to the same standard as other similar organisations.

During the year you will be aware of the British team broke the 103 year old land speed record for steam cars. This has been a high profile Steam Car project. We would like to say a big thank you to Bill Rich. He was really the instigator of the original project.

Also, you might be aware of the Steam Traction World "Lykamobile" run from John O'Groats to Lands End. They did it! It was done in aid of Hearing Dogs for the Deaf, and our club sponsored the team.

Our committee attended a meeting with the executive committee of the NTET. Following the meeting, we thought we had come away with an agreed way forward. We thought we would deliver mutually agreed minutes and a joint statement for general publication. Unfortunately, this action remains with them, and has done for some time. Maybe something more productive will happen in the coming year. We do have some hope that we will be able to make some contribution.

Turning to the relationship between our club and The Steam Car Club of Great Britain Limited, I put forward a suggestion to Gareth Jones in writing. I suggested splitting magazines, website & funds in an equitable manner, and leaving them with freedom to retain the company. Initially, this proposal was seen as a constructive proposal, but ultimately he wrote to me rejecting it.

Following the EGM of the limited company, where there was a 98% vote in favour of dissolving it. Barry Herbert & Greg Walker were put in charge of carrying that out. They immediately discovered that the company was, indeed insolvent. Steps were taken by our club and with the help of two private individuals to honour undertakings that had previously been made by the company. Our club agreed to accept the £800 obligation to the Energy Trust, and acquired rights to the name and physical assets of the company. Two private individuals have settled other bills of the company on the basis that they are reimbursed if the company is successful in certain claims that it is pursuing. If the company is unsuccessful, those individuals will get nothing.

So, we've got back the old club. All that's missing is a handful of people.

In the end, we got the company computer back. Unfortunately, when we got it back it had been wiped clean of all records. All our history on that computer had been lost only to our club.

Our committee has decided to award honorary membership to Art Hart, in America. He has been in ill health. He has made a vast contribution to getting & keeping steam cars on the road over a period of many decades.

We are in the process of preparing a DVD that's to be called "Insight into Steam". Barry Herbert & I have been working on this over the last few months in America. We will be asking people in the UK for their help. I have agreed to break down my Stanley Model K into a kit of parts for the video. Naturally, we'll be chasing Mr White (Bob Dyke) &/or Mr White (Arthur Thomson) for similar help on Whites.

Having seen what will be in the video, it would have saved me tremendous time & money by avoiding making mistakes.

I would like to see what support we have from the floor for this venture.

Unanimous vote in favour by a show of hands.

I would also like to express my thanks to the fellow members of our committee – Greg, Chris, Arthur, Jeff & Bill for their contributions over the last year.

In particular, Jeff. Where do you start? Fantastic magazine, fantastic website. Pauline & Jeff have been to hell & back over the last several years at the hands of the others. I hadn't realised, and I expect that applies to most of you too.

And Arthur. Always here. Always giving good advice. We have changed his title to Registration Officer on legal advice. The title Authentication Officer is inappropriate, because he must not be expected to vouch for the authenticity of a vehicle simply because of the possibility of him being misled by a fraudulent application.

We have done some work on preparing a constitution for the club. We will come to that later.

### **Treasurer's Report (Greg Walker)**

I would like to start by thanking every member for the faith they have shown in The Steam Car Club of Great Britain in its new guise, following its separation from the limited company.

You will have received copies of our financial statement with the notice for this meeting, but further copies have been distributed today in case you didn't bring those copies with you.

It has been gratifying to have received £3,181 in donations from a total of 16 individuals who wanted to provide the new club with a solid foundation on which to launch the club. I'm sure they wouldn't thank me for naming & shaming them, but, to each of you I say you provided us with the security & confidence to continuing with all that was good about the old club.

From there, about 260 people have committed to paying their subscriptions, joining our club, and adding £6,258 to our balance sheet.

You will see a net surplus of £205 that relates to the Purbeck Tour. I'm sure we are all grateful to Peter & Liz Cookson, Richard & Jennie Pink for doing a great job with the organisation & for bringing in a profit. Those of you who attended this tour will appreciate the generosity & hospitality extended to us by our fellow member, Richard Knott. Your committee felt it appropriate to make a donation from club funds to Richard's charity for Prostate Cancer.

We also decided to sponsor the John O'Groats to Lands End Lykamobile run in favour of Hearing dogs for the deaf. Well done to the guys from Steam Traction World.

You will see that a spend of £162 is shown for website delivery. The domain name “steamcar.net” is owned by Jeff Theobald, and he pays for that out of his own pocket, as well as doing all the work developing & maintaining the website. The expenditure shown is the cost of delivering the website content to the world. I hope we all realise the yield that our club gets in return for this modest £162 expenditure. I’m sure we do all recognise the debt of thanks we owe to Jeff for his generosity and his unstinting work on our behalf.

Our club entered into an agreement with the limited company to honour an obligation to deliver magazines to bona fide academic institutions. It acquired rights to the name “The Steam Car Club of Great Britain”, and certain physical assets for the notional consideration of £1. Although a computer, a fax machine, some 40 brass badges, magazine binders and some 10,000 historic Steam Car magazines, the decision was made not to capitalise any of these. Frankly, were it not for the good will of Jeff in storing the magazines, the cost of storing these magazines would exceed the revenue we obtain from sales, so it would be very hard to justify any cash value in these. The brass badges bear the text “The Steam Car Club of Great Britain Ltd”, so it’s hard to justify more than scrap value for these, and it would not be normal accounting practice to capitalise anything under £100. As for the notorious computer, this equipment would normally be written down at a rate of 33 1/3 % per annum straight line depreciation, and they would now be old enough to have been written off. Writing them off in our accounts does not mean they cease to exist, but we can see no benefit providing a significant sum for their value in our accounts.

This brings me to the issue of whether or not these accounts should have been audited. This matter was discussed by our committee, and we did seek the advice a chartered accountant, informally. The fact is that, had we been limited liability company there would have been no requirement for an audit. The cost of an audit would hit our balance sheet. I have all details of all accounting transactions with me, and would be very happy to answer questions from the floor on any aspect. It is for you, the members of our club to decide whether accounting statement is sufficiently transparent to satisfy you. If you would like to see better verification of my figures I would not treat that as criticism of my actions. I would be very happy to have my figures subjected to whatever arms length examination you, our members think appropriate.

I would be happy to take your questions.

There were no questions.

### **Vote to adopt published Financial Statements.**

Proposed: Richard Hounslow. Seconded: Bob Ward – carried, unanimous.

Web / Magazine Editor’s Report (Jeff Theobald)

It has been a bumpy ride, to say the least. I had always thought the idea was to have fun, but we had rather been losing sight of that. I do feel we’ve got back on the right track with the start of this club.

Plans are afoot to celebrate our 21<sup>st</sup> year after Alun Griffiths started the magazine “Steam Car” in 1988. We are planning a bumper issue in October.

Chairman proposed a £500 honorarium for Jeff. Carried, unanimous.

### **Proposal for Quarterly Subscription Renewal Dates (Chris Busk)**

Present situation is that the club has 12 monthly renewal dates. The end of each calendar month. It would make my job easier if we could reduce that to 4 quarterly renewal dates, namely April, July, October & January. Four quarterly renewal dates would suit me better than a single date. In particular, having to do everything for 31<sup>st</sup> December would be very difficult. So, we have to decide whether to have monthly, quarterly or annual renewal dates, and we also have to decide whether to lengthen or shorten membership to accommodate the re-organisation.

Proposal from the floor to adopt renewals 4 times a year, & leave to to Chris to decide whether to extend or shorten. Carried – unanimous.

### **The Club’s Constitution (Chairman)**

Our committee, and some other members, have been drafting a constitution for the club. You will have received copies today. We are asking for your approval to use this document as the basis for running the club in the coming year, given that we welcome feedback from the membership during the coming year with a view to putting forward any amendments that might be needed at our next AGM.

Carried on a show of hands – unanimous.

Bob Ward asked if we might recognise our wish, and the need to minimise bureaucracy. Chairman confirmed this as a highly desirable sentiment.

Norma Griffiths enquired whether the constitution might be published on our website.

Chairman said that should be left to the committee to decide. We might need to get legal advice as to whether we should, or should not do so.

Les Nelson asked “Haven’t we just given the committee carte blanche to modify the constitution as they think fit.

Chairman. No. We’ll run with this for the coming year. Amendments will be considered at the next AGM. But if professional legal advice tells us this is illegal, we’ll have to amend it and advise the membership.

Mike Clark: Should we obtain an undertaking from a new member to provide a signature accepting our constitution.

Some discussion ensued, but the conclusion was no. A member who is not prepared to accept it can resign.

Bob Ward: I would like to propose that our constitution should not be made available to the general public.

Chairman: Please can we leave this to the committee to decide.

### **Any Other Business**

Chairman advised that a US bank account has been set up with the Bank of America in the name of our club, with Basil as the sole signatory. The account will be available for full disclosure to the committee. The club has been properly registered in America. This will minimise losses that we presently incur in handling US subscriptions.

Chris Busk raised the issue of PayPal funded subscriptions. In view of the fact that a £25 subscription payment via PayPal delivers £23.95 into club funds, should we increase the charge for payment by PayPal? It was proposed that £26 be charged instead. Carried – unanimous.

Chairman: We would like to propose two further honorary members of our club. Alun Griffiths & Ray Clark. Both were in at the founding of our club, and, as you have heard earlier, it was Alun who published the magazine initially, before handing it on to Bob Dyke.

Carried – unanimous.

Les Nelson: I would like to bring your attention to the Jay Leno’s Garage website. One of his cars was originally prepared by David Beale.

Tours – Les & Pat Nelson will be running another Cotswold tour in July. Vicki & Basil Craske will be running a Norfolk tour in September. Campers will be provided for at the Aylesham Hotel.

Harold Bell, who was present, is organising a 21<sup>st</sup> anniversary tour for the Driffield steam club. They are planning 21 buckets, aiming to raise £2100 in support of a cancer charity. Six to eight steam cars can be accommodated. Basil Craske & Barry Herbert will be attending, but they hope others will come along too. Can we ask members to consider this in their plans for the coming year?

Les Nelson said the Cotswold tour is coming together nicely. Quite a few children are already booked in, so a trip to the Cotswold Wild Life Park will be incorporated. The venue is booked for the blow down dinner, but it’s limited to 35 seats. We will be visiting the GWR – that’s the Gloucester & Warwickshire Railway. Organising this is like organising a family outing.

Alun Griffiths thanked the meeting for the very great honour of being selected as an honorary member.

David Harding: We have just agreed that Jeff will continue as web & magazine editor. Is there any provision if he’s unable to do so? Jeff said he was hopeful that, in due course, George Hounslow might be encouraged to get involved with this.

David Harding expressed concerns about the transfer of rights in this situation. Jeff said he would provide for it in his will.

Harold Bell advised that his proposed event is not a traction engine event. There is a limit to numbers because of the limited size of the agricultural site. There may be further scope if the demand is there.

Richard Pink asked if we should consider another honorarium, or more than one.

Chairman asked if there was a precedent. Jeff Theobald advised that with the old club it had been customary to award an honorarium to him & to the secretary.

Chairman declined because of the drain on our limited funds.

Bob Dyke asked why nobody was manning a stand at the Great Dorset Steam Fair. Les Nelson asked what he had been doing there!

John Waynham asked if the club is open to all applicants.

Basil – we will check that out and send out invitations as a final push.

Bob Dyke – I think it's important that we do avoid too much politics on the website. Jeff does need to monitor that.

Les Nelson – we can't ask Jeff to moderate the website.

Jeff Theobald – The American forum does have moderation, where it's not uncommon for the moderator to “pull” inappropriate postings.

Bob Dyke – if Jeff sees something that he thinks is inappropriate, he might take action to eradicate it.

Chairman – Perhaps.

Bob Ward – In the past, Philip Hopes sought to be the one & only recommended boiler inspector by our club. Has Tony Reene got into that position?

Chairman – No. He's just the only one, so far, who has sought promotion on our website. We do expect there will be others.

Bob Ward – Isn't it simply that the inspector needs to be a Chartered Engineer?

Brian McMorran – How do we safeguard against trouble makers?

Chairman – I don't know.

Bill Rich – I would just like to tell the meeting that T shirts & other regalia from the Land Speed Record team were stolen when they were at the NEC. If anybody sees any of these on sale, I would advise you to contact the police or me.

### **Election of New Committee**

Chairman advised the meeting that he had received no proposals from anybody to stand for office on the committee ahead of the meeting.

Chairman called for any other nominations from the floor. There were none.

Richard Hounslow proposed that, if the committee is prepared to stand, then we shall vote them all in.

Seconded – Tony Doyles

Carried, unanimous on a show of hands.

Norma Griffiths – shouldn't there be separate treasurer & secretary?

Chairman – no.

Chairman – we would like to distance the job of Web Editor from the process of periodically retiring & seeking re-election, although we would recommend that whoever does it should automatically be a member of the committee.

Chairman – Finally, please can I ask everybody, if you have a comment or suggestion, would you communicate it to a member of our committee?

Meeting was closed at 16:00