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2019 AGM

Martin Fisher, the Company Secretary reports: A similar number of people attended the Spring Meeting and formal AGM as the year before. About 120 people signed in and around 70 members attended the AGM itself. Engineering work on the Midland main line meant those coming from London had had a longer journey. But the fact that the event was deliberately held across the road from the Austrian Railway Society's AGM meant their members could attend our exhibition and vice versa. The general consensus was that an April meeting is best and, in fact, it will next take place on the 4th of April 2020 at the Hallmark in Derby.

The weekend began with a talk on the Friday evening by Paul Russenberger. Everything was on a sunny day with not a cloud in the sky! A delightful collection of views of Switzerland, be they town or country, and ranging from well-known locations to the quirky.

Five layouts were on view in Saturday's exhibition. Mike and Steve Ausden presented the HOm "Bärental". Axel Klozenbuecher once again presented a layout, this time "Wolfsberg", an HO layout based in Carinthia. Paul Russenberger, having a busy weekend, presented his "Chlâtère", an HO-scale branch terminus set on the French-Swiss border. There were two unusual layouts. David Ward showed his narrow gauge "SGK-Bahn", set in Saxeten, which employs rack-equipment and approximates to S scale. John Huddleston offered "Cronenberg", trolleybuses in HO scale running amidst a German townscape.

There were several trade and Society stands. The former included Contikits, NScaleCH, Golden Valley Hobbies, Hornby International, Gerald Savine, Perren DVDs and the Swiss Travel Centre. The Italian Railway Society had a stand (with a layout) and, of course the SRS had its customary Bring and Buy and Sales stands, the latter including the new Postbus book. Unfortunately, Platform 5 were unable to bring their book stall, having to cancel at short-notice because of family commitments.

The formal AGM marked the retirement of much of the editorial team for *Swiss Express*. Malcolm Bulpitt stood down after 12 years. Also moving on were Tony Bagwell and Bryan Stone - although Bryan hopes to continue to provide some information. The Board - and indeed all those present - expressed their thanks, not only to these three but also to Gerald Savine and Chris and Lesley Johnston-Senior who are to continue their current roles. Bill Salter was appointed as the new Editor.

I said it had been realised the process for making nominations to join the Board was no longer appropriate and a new system would be set out in the June *Swiss Express*; indeed it appears on this page. As part of that process, I said the three posts for which nominations would be sought in time for the 2020 AGM were those of Chairman, Membership Secretary and Director of Publicity and Exhibitions. In fact, John Jesson took that opportunity to state he would not seek re-election. Duncan McKay suggested the new procedure should include job descriptions for each of the Board posts. These will be drawn up as each post falls due for re-filling.

Yet again, there were very few questions from members

during the AGM. Roger Keyworth suggested the cover of *Swiss Express* might remind people when the Society was founded; this was agreed. The Board thanked everyone who had attended the event and made it such a success. This included those providing layouts and stands, not least Andreas and Karin Perren who had travelled from Switzerland. Special thanks were given to Glyn Jones for organising the event and to Pam Jones for staffing the reception desk and taking a note of the AGM proceedings.

32 sat down for the Saturday evening dinner, a considerable increase on recent years. The meal was enjoyed by all, not least by the addition of 10 bottles of wine provided free of charge by the hotel in lieu of the problems we had encountered on the Friday evening. Andreas Perren gave an entertaining talk after the meal about his childhood love of trains and how that developed into his project to film all the railway lines within Switzerland. 42 out of the eventual 53 DVDs have now been produced. Neil Wheelwright then followed with a wide ranging quiz on Switzerland and its transport system.

2020 AGM

The 2020 Society AGM and Spring Meet will again be held at the Hallmark Midland Hotel, Derby, on Saturday 4th April, and will be organised by the East Midlands Branch. The event will follow the customary format with a branch meeting on the Friday evening and a dinner on the Saturday. It is hoped the usual traders will attend and we expect to have five or six predominantly Swiss layouts. Any offers of layouts, demonstrations or displays will be gratefully received.

Full details will be in September's *Swiss Express* and the website will be updated as information becomes available. For any queries, please contact Glyn Jones (agm@swissrailsoc.org.uk).

A new way to process nominations to join the SRS Board

Current Position

The Board comprises 10 Directors all of whom are normally in office for three-year terms. In principle, a third of the Board posts fall due for re-election at each AGM (four in one year). The Board normally meets four times a year and, of course, Board Directors are expected to attend all meetings, unless there are very good reasons why they cannot in a particular instance.

The process under which nominations for posts on the Board are sought and made is set out in paragraph 34.2 of the Memorandum & Articles of Association (M&AofA), but was in force for many years before that under the Society's earlier Constitution. The key part of 34.2 says:

"Nominations for Management Committee posts shall be received by the Secretary fourteen days before the Annual General Meeting. The nominations must be proposed and seconded by current members and be accompanied by written confirmation of the nominee's willingness to stand. Members seeking nomination as well as their proposers and seconders must have paid their membership for the current

year prior to submitting the nomination.”

It is perhaps worth reminding members at this point that paragraph 6.1 of the M&AofA says the Board must act within the law. Paragraph 9.1 limits the liability of any Society member to £1 and paragraph 31.2 clarifies that no extra liability falls upon the Board's directors.

“Subject to the provision of the Act but without prejudice to any indemnity to which a member of the Management Committee may otherwise be entitled every member of the Management Committee or other officer of the Company shall be indemnified out of the assets of the Company against any liability incurred by him or her in defending any proceedings whether civil or criminal in which judgement was given in his or her favour or in connection with any application in which relief is granted to him or her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Company and against all costs, charges, losses, expenses or liabilities incurred by him or her in the execution and discharge of his or her duties or in relation thereto.”

Explanation

In part, the present system exists to prevent the Board from simply being a self-perpetuating hierarchy and has worked well enough, but there are reasons why the process may no longer be considered fit for purpose.

First, an applicant must be proposed and seconded by a paid-up Society member. That is fine if you have access to one of the Branches but only a small percentage of the Society's membership attend such meetings. You may happen to know other Society members because of tours or model railway exhibitions but, again, the chances are relatively slim. So, the process is stacked against the majority of members. In an era when the very minimum of members seek nomination to the Board, this has to be a concern. Second, although the need for applications to be endorsed by two existing members could guard against an application by someone unsuitable for the role, there is no guarantee; the applicant's backers might be unaware of (or indifferent to) the person's unsuitability. If no one else submitted a nomination, then that nominee would automatically get the job.

The need for a trial

Of course, changing a process which has been understood for many years means that any replacement must be fair and have adequate safeguards. If there is to be a new way of working, it would be good to test it before the Board asks the membership to agree a formal amendment to the M&AofA. So, the Board proposes to trial the following system with immediate effect for the nominations which will be invited later this year for the three posts due to be filled (or re-filled) at the AGM in 2020 – Chairman, Membership Secretary and Exhibitions & Publicity. Formal notice to amend the M&AofA will appear in the December edition of *Swiss Express* in order to give adequate notice. However, the nomination process for the 2020 AGM will still be under way at that point. If experience with the latter part of the trial demonstrates that the new procedure is not fit for purpose,

then at the 2020 AGM the previously announced amendment would not be moved, though the Board reserves the right to instigate a second trial from the 2020 AGM, this time with an amended procedure with a view to formal adoption at the 2021 AGM.

The new process

The process we have in mind will be set out in the June edition of *Swiss Express* and is as follows:

1. At an AGM, there will be an announcement about the three/four posts which will fall due for re-election at the following AGM. That message will be repeated in the June edition of *Swiss Express*.
2. The September edition of *Swiss Express* will include the formal notice (which previously has appeared in the December edition), inviting members – including existing Board members seeking re-election - to notify the Company Secretary by the 31st of December that they wish to apply for a particular role. For the trial period only, any Society member applying for a role on the Board will still need to be proposed and seconded, because the existing procedure remains in force until a General Meeting agrees otherwise. However, to facilitate the new way of working, if a member needs assistance in securing a proposer and seconder, he/she should inform the Company Secretary, who will arrange for the Board to identify two members who could provide the necessary backing. Once the new system is approved at a General Meeting, the requirement for a proposer and seconder will cease forthwith.
3. If a current Board member wishes to seek re-election to the same role, that notification will be taken as a formal self-nomination.
4. If the applicant has not previously served on the Society's Board (or Committee), the Company Secretary will provide him/her with a document summarising the basic requirements needed to be met by a company director. The applicant will also be given the opportunity to attend the Board's October meeting (if their notification to the Company Secretary has been very prompt), or the January meeting – see below. Such attendance would be as an observer – i.e. able to contribute to the discussion should they wish to do so but without any voting rights.
5. If the applicant is a current Board member seeking a different role, or is a previous Board/Committee member, or is a Society member with no prior experience on the Board/Committee, then he/she will be asked to meet a panel of Board members directly after the January Board meeting. The panel would probably comprise the Chairman, Company Secretary and one other Board member (perhaps the person standing down), unless the Board decided that in a particular circumstance a different composition would be appropriate. The panel would want to be satisfied that there was nothing to rule out a candidate because of inadequate knowledge/skills/ experience for the proposed role; concerns that the applicant might not be a team player or concerns that he/she did not understand the obligations

placed on company directors referred to earlier. Applicants for the same post would not be interviewed together.

6. If the panel felt there were good reasons for the Board not to support a particular application, it would advise the full Board accordingly. If there were no such concerns then the panel would recommend to the Board that the application should proceed without adverse criticism. Having said that, if any applicant had not already paid his/her membership for the new year in question, their nomination would not be validated until their subscription had been received.

7. Any nomination to be considered at an AGM, regardless of whether it is from an existing Board member or not, and regardless of whether it is uncontested or in competition, will be the subject of a short supporting statement provided by the applicant to the Company Secretary, by such deadline as the Company Secretary will provide, so that it may be printed as part of the AGM brochure.

8. As before, if there is only one valid nomination for a particular post by the time of the AGM then that person would, in effect, get the job automatically although the appointment would need to be endorsed formally by those present at the AGM. If there was more than one valid nomination per post, then tellers would be appointed and an election would take place amongst members present at the AGM. According to the circumstances, the Board might indicate at the AGM if it did not support a particular candidate (and why) but it would not be obliged to offer a view on candidates. For the avoidance of doubt, all nominations (unless withdrawn by the nominee) would be considered by the AGM.

9. Although there is an assumption that Board Directors serve three-year terms, personal circumstances might mean a Director has to leave the post earlier than planned. If a full year's notice can be given, then that post would be added to the list of forthcoming vacancies announced at the preceding AGM. If the need to find a replacement is identified between that AGM and finalisation of the September *Swiss Express*, then the formal notice in that issue will be expanded accordingly.

10. Paragraph 37.1 of the M&AofA gives the Board authority to co-opt a member to the Board.

11. "The Management Committee can appoint anyone to fill a vacancy in the membership of the Management Committee. They will hold office until the next Annual General Meeting, will have the right to vote at meetings of the Management Committee and will be eligible for subsequent election."

This power could be used to fill a short-term vacancy that might perhaps have arisen unexpectedly. It could also be used if the AGM failed to endorse any applicant.

The draft amendment to the Memorandum & Articles of Association

Subject to the outcome of the trial, the Board will be proposing at the AGM in 2020 that paragraph 34.2 of the M&AofA be replaced with the following words:

"Nominations for Management Committee posts shall be

received by the Secretary by the 31st of December. Unless the nomination is made by a current Board member seeking to extend his or her term of office in the same role, all nominees will be required to meet representatives of the Board by the 31st of January so they have an opportunity to learn more about the post and can discuss their suitability to fulfil the role in question.

"All nominees will be asked to submit a statement in support of their application to the Company Secretary by the 28th of February in order that it can be included in the printed brochure for the Annual General Meeting. All nominations will be considered at the Annual General Meeting, but the Board reserves the right to offer a view on some or all of them where appropriate."

John Jesson

Chairman

SRS at Model Railway Exhibitions

The Society stand will be at the following exhibitions. If you are attending any of these events, please support the stand or at least drop by for a chat.

Globalrail 2019 – Didcot Civic Hall, Britwell Road, Didcot, Oxfordshire on Saturday 15th June.

European Railways Association – The H Suite, 100 Icknield Port Road, Edgbaston, Birmingham on Saturday 28th September.

Warley Model Railway Show – The NEC, Birmingham on Saturday/Sunday 23rd/24th November.

SRS on Facebook

The SRS has a Facebook page at: <https://www.facebook.com/swissrailwaysociety/>

It is hoped that being on Facebook will promote the Society and will be a vehicle where we can put announcements at short notice. We also have a Facebook Group page at: <https://www.facebook.com/groups/swissrailwaysociety/>. Members can join, ask questions, post photos and videos. Please 'like' our Facebook page and join this closed group and make use of it.

Letters to the Editor

FROM: Stefan Unholz - by Email.

In his article on the Gold Coast EMUs, author Neil Wheelwright wonders why the RABDe 8/16 sets were awarded their nickname "*Chiquita*".

The explanation is easy: Because these four-car sets were built very lightly using aluminium, the individual elements (especially the powered driving cars) soon developed a banana-like bending (described in your article as vertical flexing). On the other hand, their yellow and violet livery resembled the colours of the well-known Chiquita banana brand (see <https://www.chiquita.com>). The popular nickname was hence quite consequential and not predominantly associated with the Spanish word for "*little girl*".

FROM: Gordon Bannister- by Email.

Further to Michael Donovan's email in the March *Swiss*

Express, there is also a voltage switch sign on Platform 7 at St Moritz. I also photographed a voltage change signal at Aigle on the TPC in February 2018. The alternatives here are 850V or 1500V DC although I did not see the sign change and I am not sure if it does actually change now given recent alterations on TPC lines.



Selected voltage indicator at St. Moritz.

1500V DC indicator at Aigle.

Photos: Gordon Bannister


Caption corrections

Thanks also to those readers who pointed out the unfortunate error in the cover caption for our March issue. Airolo is of course situated on the erstwhile Gotthard Bergstrecke, not the old Lötschberg route. Judging by the position of the blind in the windscreen I think we can also safely assume the loco was propelling rather than hauling the train!

Members' advertisements

For sale:

Surplus books on the ASD, BRB, DFB, MGB and MOB and Welsh Narrow gauge. HOnZ BRB rack train and track, unused Kibri Chalet kits, Bemo HOm track (both types).

For lists email peterbowen2@me.com or call 01625 861987 (evenings and weekends). 

Are you sitting comfortably

- Part 2 Jason Sargerson continues his review of Swiss railway seating.

All photos: Jason Sargerson

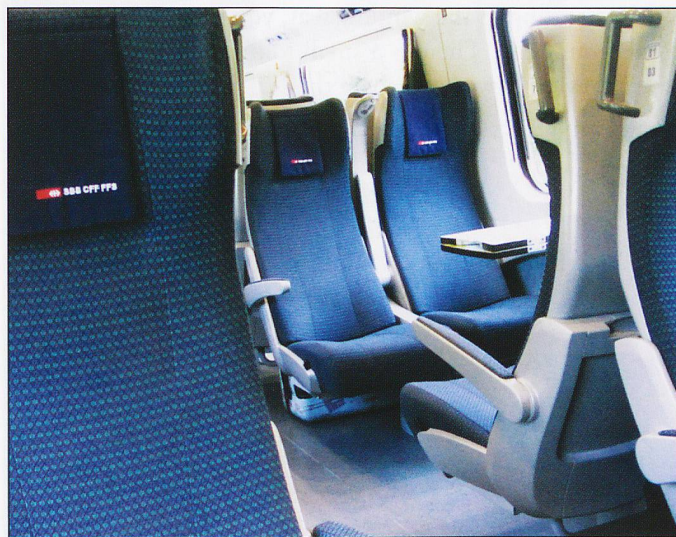
This is a follow on from my first article about seats on the trains in Switzerland. As I indicated previously, I am of average build and height, so if you are a large or tall person you may disagree with my opinions. On at least one of my trips to Switzerland I have a 1st Class pass, but usually I travel 2nd Class, and seats in both classes are covered here where I discuss not only the seat, but also the surrounding environment.



1. Class 500, 2nd Class.

The first seat is 2nd Class in the SBB ICN Class 500. It is a substantial, comfortable seat, with solid armrests, although with the narrower body of the coach - to allow for tilting - it is not as wide as others. The seats match the windows that

have a blind to reduce glare from the sun. The environment is relatively quiet, even though the train is motorised throughout. There is room for luggage beneath the seat or in between the seats and there is a sensible small folding table available.



2. Class 503, 2nd Class.

The second seat is a 2nd Class one in the SBB Pendolino Due Class 503. I find these seats a bit pretentious, they promise to be comfortable, but are not as good as standard seats. It is a tilting train, so the seats are narrower, but they also appear to be either lower or the windows are higher, so not as enjoyable as the Class 500 seat. The environment is basically quiet but there is some motor noise. There is no room for luggage under the seat, and limited space between