



West Somerset Railway Association

**Registered Office:
The Railway Station, Bishops Lydeard, Taunton,
Somerset, TA4 3BX**

**A Company Limited by Guarantee
Registered Charity No.1041901
Vat. No. 682 2810 33**

19th April 2015

Dear Member,

Your Trustees are legally and morally bound to maintain the charitable status of the Association and protect its funds and assets under charitable law, and run the Association in accordance with its charitable, heritage and educational objectives. As Chairman, I have responsibility to protect the interests of the Association as does your Board of Trustees. These objectives are clearly set out in the Articles and available at www.wsra.org.uk

As you will be aware, a group of members gained sufficient support (legally, five per cent of the membership) to call for a General Meeting of your Association. Some members of this group propose that all of the Association's commercial activities be transferred to the Plc. We consider that this demonstrates a lack of understanding of the charity's financial structure, and we do not believe that this is in the charity's best interests.

If you believe in the West Somerset Railway as much as I believe you do, please do not support this group in their call for undefined change towards undeclared ends. All of the facts given in this communication are known to those leading this group but they have omitted any of this detail from their increasingly aggressive electioneering/campaign message, ignoring the very real hard work being undertaken and the positive achievements being made by your Association as a whole, led by its current highly committed volunteer Board of Trustees, staff and volunteers.

This group, wants an 'Emergency' General Meeting, demands a review of the WSRA Articles (fully updated in 2010 and revised as recently as the 2013 Annual General Meeting) and wants three of the Trustees to be 'removed' and replaced by certain key members of their group.

This group is acting in the full knowledge and understanding that if the Association Board were acting in any way unlawfully or breaching the rules and obligations vested in it under company or charity law, that we could be reported directly to Companies House and/or the Charity Commission. They have tried reporting us to the Charity Commission and their claims were dismissed on the basis that there were no grounds for such action.

We ask you to consider the evidence that, as your elected Trustees, we have done all that those governing and auditing us expect us to do. Further, we respectfully ask if any member knows of any breach of duty or obligation they should write formally to the Association Secretary expressing what the breach is and giving the evidence supporting that breach. This group has made consistent claims of improper conduct against some of the Trustees, but despite having been challenged on many occasions to provide evidence, they are unable to do so.

The group makes much of so-called 'irregularities' concerning Trustee elections, but bear in mind that these elections took place in the presence of both our legal advisors and our auditors and were counted and verified by members independent of the Trustees. All of those Trustees whom this group seeks to remove have been properly and recently elected within the last two years - one, Peter Chidzey, was elected at the last AGM with 79% of the vote, so it is hard to see how members can be anything other than happy with his performance. Neither I nor my fellow Trustees have done anything other than manage the charity within the boundaries set out under the Articles and charitable law, and that is what we will continue to do.

Who is this group?

Robin Moira White, one of the main leaders of this group, spent a brief and tempestuous spell as Association Chairman in 2008. She left within twelve months, having upset a considerable number of members and volunteers over controversial decisions and quitting without even informing her fellow Trustees or making any provision for a suitable handover to new leadership. Ms White has also walked away from at least two previous positions with the WSR Plc, one as an employee and one as a member of the Board. She likewise left the West Somerset Steam Railway Trust Board, again with little or no

notice, leaving the Railway encumbered with more heritage coaches than could be restored in a lifetime; the coaches are now stored in the Association-leased yard at Williton, courtesy of the Trustees she seeks to remove. Ms White also stood for election as a Trustee at the 2014 Annual General Meeting, and was not elected by the membership.

Another member of the group, Mr Ken Davidge, was elected to the Board two years ago, and, in our opinion, his contribution was negligible. He quit after just four months; he has a WSR career littered with similar short-term bursts of activity then walking away. A further group member, Brian Fraser, a recently-joined member of just seven months, moving from another part of the country entirely, still considers himself qualified to make decisions about a Railway of which he appears to have little knowledge or experience; I think this will give many long-standing members much pause for thought.

The criticism that has been levelled at the current Trustees is totally unjustified, as is demonstrated by their considerable achievements, and I would ask you to keep this in mind when making your decisions.

So far, we have maintained a dignified silence and allowed to go unchallenged the aggressive campaigning tactics of some members of this group. This has included confronting WSR members on trains and making unwelcome telephone calls to Trustees at home. Therefore, it is my duty as Association Chairman to draw these matters to members' attention in the interests of balance and fairness. The group has promoted false accusations about the actions and policies of your Trustees through a series of leaflets, meetings and relentless comments on social media platforms based on personal denigration, innuendo, and considerable misrepresentation - I do not believe this is the sort of behaviour members condone. To set the record straight, firstly here are some things that the current Trustees will **NOT** be doing...

- 1) Seeking to become involved in the day to day running of the operational Railway. The Association Trustees strongly believe that this is a function of West Somerset Railway Plc, and would want this to continue.
- 2) Straying beyond the boundaries of the charity's legal remit to fund projects, as governed by its objectives and charitable law.
- 3) Seeking to remove the charitable status of the Association, as we believe this would jeopardize the funds and assets of the Association currently protected under charitable law.
- 4) Refusing to co-operate with other railway groups; our continuing and expanding co-operation with the Railway's many other organizations is demonstrated by the facts outlined under the section detailing the significant progress achieved.

The Trustees' stated and agreed practical objectives are...

- 1) Completing the restoration of 'Small Prairie' No.4561 (currently well under way at Williton, with oversight from the WSR Plc Chief Engineer).
- 2) Completing a running agreement that will allow No.4561 to operate on the West Somerset Railway as required, based on a stated Plc intention to hire and use the locomotive, once overhaul is complete.
- 3) Return No.7821 *Ditcheat Manor* to the Railway from the STEAM Museum at Swindon
- 4) Continue fundraising towards the overhaul of No.7821
- 5) Commence and complete restoration of No.7821
- 6) Complete a running agreement for the future hire of 7821 to the Plc for use on the West Somerset Railway.
- 7) To continue to participate in the working groups on the Railway planning for the future including the Partnership Development Group (a WSR conceived idea initially presented to Somerset County Council in May 2014), the Taunton to Bishops Lydeard Rail Link Group and the Bishops Lydeard Site Development Group to reach a co-ordinated plan for the WSR in the years ahead.
- 8) To continue to maintain and operate the Quantock Belle dining train (in collaboration with WSR Plc on projects such as Galas and Murder Mystery trains) and the Observation Saloon as a popular attraction for visitors to the West Somerset Railway
- 9) To maintain West Somerset Restoration as an engineering facility, including the renewal of the current licence on the Williton shed from WSR Plc for the training of apprentices, maintenance and restoration of vehicles and equipment used on the West Somerset Railway, using a modest amount of commercial work to offset the costs to the charity, including maintaining the Association-owned/funded engineering infrastructure in use at Williton shed.

- 10) To continue to actively support the wider West Somerset Railway in line with the Association's charitable objectives, particularly in the areas of railway heritage and education.
- 11) To continue and enhance the ever-popular annual Steam Fayre and Vintage Vehicle Rally held on Association land at Norton Fitzwarren.
- 12) To continue to operate and improve the Association-built and owned shop and café at Bishops Lydeard Station.
- 13) Continue to maintain and enhance the three WSRA-owned and funded chords of the turning triangle, situated on WSRA-owned land at Norton Fitzwarren.
- 14) Continue to cooperate in/part fund the successful operation of the ballast recycling site, based on Association-owned land at Norton-Fitzwarren with our partners - the WSR Plc, John Luffman Trading and Network Rail, resulting in valuable income for all parties, particularly the two WSR partners).

Whilst there have been tough decisions to take, and doubtless more will need to be taken in the future, the Trustees have made some hard choices, ensured that revenue generation continued well in what have been difficult times over recent years, and acted in the best interests of the charity and the wider Railway family. We hope, therefore, that the vast majority of members will recognize this and our recent achievements by supporting the existing Trustees as they lay down the realistic foundations of long-term prosperity for the Association on its mission to generally support and enhance the heritage and integrity of the West Somerset Railway as a whole.

Over the last six months, significant progress has been made, and members should consider the following points...

- 1) The Association has been invited to join the Partnership Development Group and has accepted the invitation. This is made up of representatives of the ten major stakeholders in the Railway including the three local councils; the Association is represented on this group by its Chairman, David Williams.
- 2) The Association is again part of the recently-reconvened group formed to plan the future development of Bishops Lydeard station. This was formed originally in 2012 to plan the development of the Station Farm site, but has now had its remit expanded to include the future improvement of the whole of the Bishops Lydeard station site. The Association is represented by its Chairman, David Williams, and fellow trustee Peter Chidzey represents the charity on educational matters. This involves working closely with both Plc and Steam Trust.
- 3) In connection with its ownership of the Norton Fitzwarren site, the Association has been invited to join the Taunton to Bishops Lydeard Rail Group which is looking at the establishment of regular train services from Taunton to connect with WSR services; the Association is particularly pleased to accept this invitation, as there is great potential for development of a larger and more permanent station at Norton, in conjunction with local planners and the needs of the wider Railway.
- 4) Restructuring of the Restoration Works at Williton has been ongoing for some time and a new Commercial Manager has been advertised for and appointed; more commercial work is being attracted which will help offset the costs of operation and allow continuation of the facility for the benefit of the Railway as a whole and for the training of apprentices. The Association develops the engineering facilities at the Williton Shed for the benefit of the Railway as a whole, with a number of functions which are not available in the space limited facilities in Minehead.
- 5) Consistent mediation efforts have seen a new three-year running agreement for the Quantock Belle dining train and the Observation Saloon. The Quantock Belle volunteers have staffed the Plc Murder Mystery Train, provided on train catering facilities for the Special Events Planning Team attached to service trains on three days of the Spring Steam Gala, and will also provide catering during the Mixed Traffic Gala in June.

From a personal point of view, I have been an Association Director since January 1996 and have edited your Journal since December 1995; I have been a member since 1991 and a supporter of the Railway since 1987. In addition, I have been secretary of West Somerset Steam Railway Trust since 2011. If members consider I should no longer be involved, that is entirely your decision. However, I hope that decision will be based upon the facts of what I and the other Trustees have achieved and the reality of the policies we have adopted and believe in. The Association has needed to be put onto a firmer footing based on the realities of the present and we are three years through a five-year programme to achieve this ambition. This has of necessity involved, and continues to involve, making sure the Association and its assets are fit for purpose in the medium to longer term which will never be entirely popular with every element of the membership. However, it would be irresponsible to take the easy route and allow matters to drift without taking positive action.

The level of commitment required to run your Association is huge, and we do not discourage those with a genuine desire to help, and suitable talents to match that desire, from coming forward in a normal and time-honoured way to offer their services. However, we cannot and will not react to undue pressure from those whom we do not believe have at heart the best interests of the Association.

I therefore ask you as members to support your Trustees to continue managing your Association and continuing it in a meaningful form. I urge you to stand strong in the interests not just of the Association, but in the long-term viability and heritage of the West Somerset Railway as a whole. In my capacity as Journal Editor, I have done my absolute best for twenty years to report the activities of ALL of the major groups based on the Railway. The Journal not only covers the activities of the Association, though the charity pays in full for its production, publication and mailing. It covers the work of the Association, the West Somerset Steam Railway Trust, the Somerset & Dorset Railway Trust, the Diesel & Electric Preservation Group, 5542 Limited, 4160 Limited and, despite what some are attempting to portray, the work of West Somerset Railway Plc along the full length of the line; I do not think you will find recent Journals any different in this respect to those that have preceded it over the past twenty years.

Over the years, I have found that members generally are not politically inclined. Like me, they want to see the Railway succeed and fulfil its true potential. Members want to know what is happening to the locomotives, rolling stock, stations, track, signalling and infrastructure. Most members join the Association because of their interest in and fondness for the West Somerset Railway; they do NOT join to become involved with internal politics and the ambition of factions and individuals. Except in exceptional circumstances, we try to report the positive achievements of the staff and volunteers on the Railway. If members would like to check back through their recent Journals, they will find extensive and comprehensive coverage of the policies of the Trustees, with full explanations of which projects are being prioritized and why; it is there in black and white.

There is a bottom line - we wish the Association to continue supporting the whole Railway. If the Association were to give away its charitable status, this would expose the assets (4561, 7821 and much more) which are currently protected under charitable law. It is a great privilege for the Association to enjoy charitable status and the current Trustees believe this should be guarded like gold dust. Some of those opposing the Trustees are in no way committed to maintaining the charitable status of the Association - quite the reverse, in fact - and we do not believe that this is in the best long-term interests of either the Association or the wider Railway. This is why the Trustees fundamentally oppose the actions of this group and their 'alternative vision' for the Association.

Please support your Trustees and ensure that the Association continues to exist as a Registered Charity supporting the WHOLE Railway with a worthwhile future; otherwise, there may be no charity to support, and that is a very real possibility if the current Trustees are not there to ensure protection of the assets. There is considerably more at stake than the future of individuals, and only supporting the current Trustees will definitely ensure the survival of the Association in a meaningful form for the future.

Yours sincerely,

David

David Williams
Chairman
West Somerset Railway Association