

Alford Valley Community Railway Ltd - A Community Benefit Society (No 8486)

Minute of 1<sup>st</sup> Annual General Meeting on Monday 25<sup>th</sup> April 2022 at 7.30pm - Blended Meeting

Present: John Fincham (Chair) Lewis Buchan (Vice Chair)  
Yvonne Buckingham (Secretary) Gloria Malcolm (Treasurer)  
Neil Howie (Director)  
Carol Sinclair (Associate Member) Jan Bewick (Associate Member)  
Nick Mardall (Project Officer, Aberdeenshire Council)  
Rosy McKenzie (Member of Public) Wyndham Williams (Member of Public)  
Guy Bewick (Member) Clive Marsden (Rotary) (Member of Public)  
Roy Leggett (Member) John Main (Member)  
Patrick Keef (Guest) Iain Affleck (Alford Golf Club) (Guest)

Apologies: Sue Howie (Member) Ishbel Mollison (Member)  
Jason Dorey (GTMT) (Member) John Rahtz (Guest)  
Chris Rae (Director) Karl Stevens (Director)  
Kate Bolsover (Member)

1 Welcome

John Fincham welcomed everyone to the 1<sup>st</sup> AGM for AVCR and apologised for the late start due to technical issues.

Introductions were made by everyone who was present.

2 Trustees Report (John Fincham)

A warm welcome to the Trustees Report for the first 18 months of the Alford Valley Community Railway Ltd. (AVCR).

I will start by giving a brief update on how we have arrived at the current position.

A meeting took place in February 2019 hosted by Aberdeenshire Council Marr Area and Donside Community Council to ascertain if there was enough support to get the old Alford Valley Railway up and running again. As good support was shown at the meeting, further meetings then took place through out 2019 culminating in a feasibility study to determine its viability. By March 2020 we had the results of the feasibility study and a community meeting was held to discuss the findings concluding that the project was viable and a small group was formed to take things forward.

Then Covid arrived and meetings moved on-line, this proved to be a benefit as long distance discussions became easier.

With help from Development Trust Association Scotland (DTAS) and Shares Scotland a Community Benefit Society was setup and successfully registered in October 2020. (A BenCom conducts business for the benefit of their community. Profits are not distributed among members or external shareholders but returned to the community.)

The first board meeting took place on Tuesday 27<sup>th</sup> October 2020 at which the major posts were filled by members from the small group. At this meeting the help and support given by Donside Community Council was acknowledged. It was at this point that the hard work would really start in securing an Asset Lease Transfer and other associated agreements.

A grant application was made to the Marr Area Committee Group towards repairs of the station roof. Due to Covid the deadline for spending the grant was extended.

By February 2021 an application for the Asset Lease Transfer had been submitted to Aberdeenshire Council and talks were taking place between AVCR and Grampian Transport Museum Trust on working together. The group had lengthy discussions on how the project would be managed and implemented with the project eventually being split into four phases, station refurbishment, engine shed and surrounding area, Haughton Park station and the track. Funding applications were made for the refurbishment of Alford station.

In April 2021 the Asset Transfer Group at Aberdeenshire Council had validated our application meaning we were now able to put in a formal application for the lease. Funding for the station refurbishment was approved. An application was also made for AVCR to become a registered charity with the charity commission and this was approved in July 2021.

We appointed solicitors Blackadders to work for us on the agreements required for the leases and on an operation agreement.

Architect Heather Smith was appointed to draw plans for the refurbishment of the station. These plans were approved by the board and subsequently a planning application and building warrant was applied for. Zero Waste Scotland surveyed the building and advised how to make the building carbon neutral.

Following advice the Business Plan was reviewed and a four year cash flow forecast was added, this was then submitted to Economic Development.

January 2022 Aberdeenshire Council approved our lease and it is now in the final stages of completion. Approval of the lease was significantly influenced by Economic Developments ratification and recommendations of the Business Plan. With this good news tenders were issued for the refurbishment of the station.

In February 2022 with time running out on one of our grants (GTMT) kindly gave us permission for our contractor A&B Buchan to carry out roof repairs. This now makes the station water tight again.

March 2022 saw the approval of the building warrant and after the tender process a contract was awarded and signed before the end of March for work to start as soon as the lease is approved. Further grant applications have been made to fund the next stages of the refurbishment.

Can I take this opportunity on behalf of the board to thank Donside Community Council for their continued support, Aberdeenshire Council Marr Area for their unwavering support.

Nick Mardall - Area Project Officer (Marr) whose support has been invaluable and continues to be. Janelle Clark - Area Manager (Marr) for all her help and guidance with the project and Heather Macrae - Business Development for her help and guidance with the business plan and helping us secure the lease.

I would like to thank my fellow board members for their sterling work often in difficult circumstances and to very stringent deadlines in making the project the success it is so far and keeping us on track!

### 3 Treasurers Report (Gloria Malcolm)

This report has been created in relation to the financial period 1<sup>st</sup> October 2020 to 31<sup>st</sup> March 2022. Opening Balance as at 1<sup>st</sup> October 2020 was zero, quickly followed by a transfer from Donside Community Council of £335.81 which constituted monies left over from a joint grant in the initial value of £10,000 from Marr Area Committee and Economic Development which was used to commission a feasibility study. Income for the period totalled £28,042.85 and Expenditure totalled £16,238.07. Closing balance as at 31/3/22 was £11,804.78.

From that initial opening income transaction, treasury activities have advanced at a significant pace. In terms of income received, many ad-hoc donations have been made in the value for the period of £12,673.04. A proportion of this sum was received from Co-Op Community Fund in the value of £4,980.25 and also included a crowd-funding exercise which raised £4070.95 plus £836.84 in associated gift aid. The remainder of these donations in the value of £2,785.00 were made by members of our local Community and other interested individuals further afield. The Board would like to thank each and every one of these individuals for their donations and support which has been very much appreciated.

In terms of grants, following on from the initial residual monies from Marr Area Committee and Economic Development, grant monies were amounted to £20,816.06 over the year and were received from organisations such as Donside Community Council, Awards for All and Marr Area Large Grants. A further significant grant was awarded to AVCR from Aberdeenshire Council Place Based Investment Programme in the value of £113,500 which was signed off as at 30/3/22 with the plan to drawn down funds early April 2022 - the current financial year. As above, AVCR are very grateful for these grant monies and would like to thank these organisations for their support.

Over the course of the year, in progression of AVCR aims, many activities were undertaken in practical terms such as data protection registration, land searches, bat surveys, building warrant and planning applications, architects drawings commissioned and roof repairs. AVCR also engaged with Zero Waste Scotland to review the carbon footprint of the station. A report from Zero Waste Scotland with recommendations was received, which would allow the station to reduce its carbon footprint, should all recommendations be undertaken, by 180%. These recommendations have been included in future plans for the refurbishment of the station and an associated grant application to Zero Waste Scotland will be submitted for the associated costs.

Given AVCR cannot generate income from the station itself at this point, the above grants and donations are crucial and have allowed the organisation to function and fund the required activities needed to get the railway up and running. As before, AVCR are very grateful for the support of the Community and the Grant funding Bodies, without which none of these activities could be undertaken.

In addition to the practical element of income and expenditure, governance activities were undertaken by Treasury such as charitable registration with Office of the Scottish Charities Regulator (OSCR) and charitable recognition with HMRC.

Towards the end of the financial period, attention was focussed on Community Asset Transfer (CAT) and significant treasury resources were brought to bear along with other Board Members to submit an appropriately robust Business Plan and 4 year Cashflow Forecast to Economic Development in support of AVCR's CAT. This submission resulted in the

recommendation by Economic Development to progress a lease between AVCR and Aberdeenshire Council for the Station, Engine Shed and Track which was granted in principle on the 25<sup>th</sup> January 2022. This was a huge milestone for the Board. Many thanks go to Yvonne Buckingham, AVCR Secretary and Nick Mardell and Heather Macrae, Aberdeenshire Council for their support and assistance during this activity.

All efforts have since then been concentrated in the negotiation of the lease including individual agreements with Grampian Transport Museum Trust and Alford Golf Course. These negotiations are ongoing. In tandem with these negotiations, a sub-committee was formed to carry out a procurement process in relation to the refurbishment of the station building tied into the Grant received from Place Based Investment previously mentioned. This activity culminated in the signing of a contract with Brudon Joinery Ltd for these works in late March 2022. It is hoped that the lease will be signed and/or the station refurbishment can begin 1<sup>st</sup> May 2022.

Also in tandem with the above lease and procurement process, a grant application was submitted to Place Based Investment in the value of £245,000 for Phase 2 of the refurbishment which encompasses the Engine Shed and Turntable. We await the outcome of this application May 2022. Several other grant applications are in progress to similarly support this phase of the project.

Overall, the period covered in this report has been an exceptionally busy one for Treasury with many plates spinning concurrently. Much has been achieved to create appropriate governance and funding required to move the project forward. Major milestones to look forward to are the successful signing of the lease with Aberdeenshire Council, the start of the refurbishment work of the Station. Many thanks are given to all who have supported these and future activities.

#### 4 Consideration of Accounts

Gloria reported that the accounts had been independently verified by Gordon Gunn, Bridgeton Bookkeeping. These were signed off by John Fincham, Chair. The accounts will now be submitted to OSCR and HMRC (**Action: Gloria**)  
The accounts are available for anyone who requests them.

#### 5 Elections /Re-Elections

Under our Rules the maximum number of Directors is 12 and the minimum is 6. Under the Rules, 3 Directors have to stand down, however they are eligible for Re-election. John Fincham, Lewis Buchan and Yvonne Buckingham agreed to stand down.

Gloria Malcolm proposed John Fincham as Chair and Lewis Buchan seconded.  
John Fincham proposed Lewis Buchan as Vice Chair and Neil Howie seconded.  
Lewis Buchan proposed Yvonne Buckingham as Secretary and John Fincham seconded.

Gloria Malcolm confirmed she was affirmed to remain as Treasurer.  
Neil Howie confirmed he was affirmed to remain as a Director.

John agreed to write to Karl Steven and Chris Rae to seek their confirmation that they Were happy to remain as Directors. **Note: John received confirmation from Karl and Chris on 26<sup>th</sup> April 2022.**

Carol Sinclair and Jan Bewick confirmed they were happy to stay on as Associate Members.

Wyndham Williams asked how could someone become a director. Rules state that you must be a Member of AVCR in order to do so. Wyndham requested a membership form. **Note: Carol sent a membership form to Wyndham on 26<sup>th</sup> April 2022.**

6 Any Other Competent Business

Yvonne went round the attendees to ask if they wished to comment/ask any questions.

Patrick Keef wished the project all the best and if AVCR wanted any advice to get in touch.

Roy Leggett: well done so far and the railway was important for Alford. He also requested a copy of the accounts (**Action: Yvonne → Carol → Roy**)

Guy Bewick: well done and wished AVCR all the best.

Jason Dorey and John Rahtz (as per email): wished AVCR all the best.

Gloria: Although the Lease has been approved by Aberdeenshire Council, AVCR have to wait until the Lease has been finalised before volunteers can be onsite. Once this has been done volunteers will be informed and will be able to get going.

John: big thank you to Nick. Lots of meetings/work done over Zoom. Thanks to everyone for coming along to the first AGM.

AGM closed at 8.20pm