

BLUEBELL RAILWAY PRESERVATION SOCIETY

A Company Limited by Guarantee. Registered in England. Number 13745313

Notice of the Annual General Meeting to be held on Saturday 13th June 2026 at Sheffield Park Station, commencing at 4pm, and call for Nominations and Motions for discussion

In accordance with Article 11, Notice is hereby given that the 5th Annual General Meeting of the company will be held on **Saturday 13th June 2026 at Sheffield Park Station, commencing at 4pm** for the purpose of approving the company accounts for 2025, electing Trustees, and any other relevant company business. After the formal meeting, Members will have the opportunity to ask questions and to raise matters of interest to the members.

All Adult Members (18+) who are not in default are entitled to vote by proxy in the election of the Trustees, as well as voting on any resolutions and special resolutions. The proxy voting form will be sent with the Agenda and AGM papers nearer the time and published on the Society web pages 15 clear days before the meeting.

Electronic Communications

Printing and postage costs for the 2025 AGM amounted to £18,000 of which postage was £16,000 - a significant increase on 2024. Most of this was because we had to use 2nd Class instead of a bulk mail rate which, whilst cheaper, takes up to 5 working days to be delivered. We struggled to get the AGM documents in the post at least 17 days before the AGM to allow enough time for any proxy votes to be returned, as we were waiting for the Plc accounts to be signed off. Copies were placed on the Society webpages at the time of posting. The recent decision by Royal Mail to limit 2nd Class deliveries to no more than three days a week and excluding Saturdays, exacerbates this situation and is also likely to affect bulk mail deliveries.

Our Articles of Association allow us to use email to circulate official documents to Members if they have consented. Sending the AGM documents by email wherever possible and also publishing the documents on the Society webpages will allow us to reduce the postage costs. At the present time, only about a third of the Society Membership have registered their email address with us and there is scope to improve on this. Reducing the postage costs would make a significant saving. If you have not already done so, please provide an email address to the Membership Office at membership@bluebell-railway.com and consent to received Society Notices by email. Bluebell News will still be posted unless you request otherwise.

A Change of Direction

It was just over four years ago that the Society voted to change its status from an unincorporated Society to a Company Limited by Guarantee and the transfer was completed on 1st January 2022. This was some six years after being proposed in the draft Governance Review of 2016. While we are still a very young company, the world has moved on, and the Trustees have a duty to keep our Governance under review. We have watched as other Heritage Railways have consolidated, refined and reduced their management structures. At the same time, we are very concerned at the rising annual financial losses of operating the railway, despite a lot of effort to attract new visitors to the railway and boost revenue, a situation which is not sustainable even in the short term.

The Society has been leading a Structural Review Group, including Plc Directors and Trust Governors which has looked at what other railways have done or are doing. Their findings regarding the railway as a whole (Society, PLC and Trust) were presented to Trustees, Directors and Governors at the beginning of December and, at the last Society Board meeting, it agreed unanimously to proceed with

their recommendation for us, which is to convert to a Community Benefit Society; this is intended to be part of a larger package of changes. Over the coming months more information will be circulated to members and a presentation of the proposals will be made at the AGM, before an EGM in the Autumn.

CALL FOR NOMINATIONS – deadline 31st March 2026

Members are invited to submit nominations for the posts identified below. All candidates must be Adult (18+) members of the Society not in default of their subscription and have at least three years continuous membership of the Society before the date of nomination. Nor must they be disqualified from standing for election under Article 23 (see below). They must be proposed and seconded by Members who are not in default of their subscription. Job descriptions for these posts are on the Society pages on the website. Candidates must submit a statement of no more than 200 words to support their nomination and are also invited to submit a passport style photograph. The 200 word statement will be published in the AGM document and sent to all members. **No other supporting statements should be issued outside of the formal AGM arrangements.**

ALL Nominations, election statements and photographs MUST be received by the Secretary no later than 6pm on 31st March 2026, either by post, addressed to me at Sheffield Park Station, Sheffield Park, Uckfield, TN22 3QL or by email to gavin.bennett@bluebell-railway.com. A scanned copy or a photograph of a signed nomination form may be submitted by email but the signed original must be sent to the Secretary. The Nomination Form is on the next page

Chairman

Nominations are invited for the post of Chairman. Mr Roy Watts MBE is retiring for the final time.

Vice Chairman

Nominations are invited for the post of Vice Chairman. The post is currently held by Mr Keith Leppard who was appointed from amongst the Trustees by the Board in 2025.

Membership Trustee

Mr Don Brewer is standing down, having been in post since 2010. Nominations are invited for the post of Membership Trustee.

Trustees (FOUR to be elected).

Nominations are invited for FOUR Trustees. Mrs Annette Courtenage-Dennis retires by rotation and there are three vacancies caused by the appointment of Mr Keith Leppard as Vice Chairman and the resignations of Mr Howard Strongitharm in October 2025 and Mr James Young in January 2026.

The Nomination Form is on the next page

Other Resolutions

Members wishing to submit other resolutions for debate must do so in writing to the Secretary at the address given above and no later than 31st March 2026. Resolutions should be succinct and focussed, and the proposer must be present at the AGM to briefly propose the Resolution otherwise it will be considered to be withdrawn.

Returning Officer

The Trustees need to appoint a Returning Officer to oversee the election process and vote counting. You may appoint an assistant to help with this task.

Anyone interested should email the Secretary at gavin.bennett@bluebell-railway.com

Gavin Bennett, Secretary

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ANNUAL GENERAL MEETING 2026 – NOMINATION FORM

Article 23 is reproduced below for information

23 Disqualification and Removal of Trustees

23.1 A Trustee shall cease to hold office if he:

23.1.1 Ceases to be a Trustee by virtue of any provision in the 2006 Act or is prohibited by law from being a Trustee;

23.1.2 Ceases to be a Member;

23.1.3 Becomes incapable by reason of mental disorder, illness or injury from managing and administering his own affairs;

23.1.4 Resigns as a Trustee by notice to the Society (but only if at least two Trustees will remain in office when the notice of resignation takes effect); or

23.1.5 Is absent without the permission of the Trustees from all their meetings held within a period of six consecutive months and/or fails to attend a minimum of four meetings of the Trustees per year and the Trustees resolve that his office be vacated.

NOMINATION FORM

I (print full name) agree to stand for the post of

(state post)

*I do not have a financial interest in Bluebell Railway plc) * Please delete

*I have a financial interest in Bluebell Railway plc as follows:) as appropriate

.....

(You have a financial interest in Bluebell Railway plc if you are a shareholder, employee, contractor, supplier or commercial customer.)

(signed)..... Date:

Proposed by (signed) Print Name.....

Seconded by (signed) Print Name.....

Remember! The closing date for all nominations, written statements and photographs in 31st March 2026