



The Gauge O Guild Limited

**ANNUAL REPORT
2022**



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NOTICE OF A MEETING

Notice is hereby given that the 31st Annual General Meeting of the Gauge O Guild Limited (the 67th Annual General Meeting of the Gauge O Guild) will be held on Sunday 4th September 2022 at 1300 hours for the following purposes:

1. To receive apologies for absence.
2. To approve the minutes of the 30th Annual General Meeting Appendix 1. (Resolution 1) on page 9.
3. Matters arising from the minutes of the meeting referred to in paragraph 2. (Such matters must be notified to the Secretary in writing not less than 7 days prior to the meeting i.e., by 1300 hours Monday 29th August 2022).
4. To receive the Treasurer's Report, the Annual Accounts and Accountant's Report for the financial year 1st March 2021 to 31st December 2021 (See Appendix 3 on page 14).
5. To receive the Chairman's report for the year 2021/22. See page 4.
6. To receive the Directors' Reports. (See page 5).
7. To appoint the Reporting Accountants and authorise the Directors to fix their remuneration. (Resolution 2 on page 8).
8. To appoint the President as set out in Appendix2. (Resolution 3).
9. To appoint the Chairman as set out in Appendix2. (Resolution 4).
10. To appoint the Secretary as set out in Appendix2. (Resolution 5).
11. To appoint the Membership and Forum Manager as set out in Appendix 2. (Resolution 6)
12. To appoint the Regional Manager - Midlands as set out in Appendix 2. (Resolution 7).
13. To appoint the Regional Manager – South East as set out in Appendix 2. (Resolution 8).
14. To elect any nominated Honorary Members (Resolution 9) see page 8
15. To receive election results for Constituency Representatives.
16. To receive notification of the Management Committee's award of The Gauge O Guild Order of Merit see page 8.
17. To consider and if thought fit to pass amendment to the registered company name (Resolution 10) see page 8
18. To receive the President's address.
19. To consider any other business thought relevant by either the Chairman of the meeting or a majority of members present.

**Guild Secretary. Richard Clark (3448), Ruby Wood, Common Hill, West Chiltington,
West Sussex, RH20 2NR**

Members may vote electronically by going to the Gauge O Guild website and following the instructions on the electronic voting page. Electronic voting will close at 13.00 hours on Friday 2nd September 2022.

Any member is entitled to appoint a proxy, who must be a member, to vote on his or her behalf and a form for this purpose is provided at the end of this document.

To be valid any form appointing a proxy (together with evidence of the authority of the signatory where the form is not signed by the member personally) must be received by the Returning Officer at the address on the return envelope provided not later than 48 hours prior to the proposed time of the meeting, i.e., by 13.00 hours on Friday 2nd September 2022.

ANNUAL REPORTS

DIRECTORS' ANNUAL REPORT

The Directors present their annual report with financial statements of the Company for the year ended 31st December 2021. ***(Please note that the financial year now runs from the 1st Jan to the 31st December.)***

PRINCIPAL ACTIVITIES

The principal activities of the company in the year under review were those of promotion and advancement of railway modelling in scales and gauges associated with the designation O.

DIRECTORS

The Directors shown below have held office during the whole of the period from 1st March 2021 to the date of this report.

President, John Kneeshaw	appointed 1st September 2019
Secretary, Richard Clark	appointed 4th September 2016
Treasurer, Malcolm Hector	appointed 30th August 2020
Charles Oldroyd	appointed 2nd September 2018
Geoffrey Goddin	appointed 30th August 2020
Jackie Kneeshaw	appointed 30th August 2020
James Aitken	appointed 30th August 2020
Chris Fry	appointed 1st September 2019
Paul Honey	appointed 1st September 2019
Keven Cartwright	appointed 1st September 2019
Robin Taylor	appointed 5th September 2021

RESIGNED DIRECTORS

John Birch	appointed 30th August 2020 <i>resigned 25th January 2022</i>
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APPOINTED DIRECTORS

Interim Chairman Charles Oldroyd
appointed 27th January 2022

CHARTERED ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE UNAUDITED FINANCIAL STATEMENTS OF THE GAUGE O GUILD LIMITED

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of The Gauge O Guild Limited for the period ended 31 December 2021 which comprise the Income Statement, Balance Sheet and the related notes from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed

within the ICAEW's regulations and guidance at <http://www.icaew.com/en/membership/regulations-standards-and-guidance>.

This report is made solely to the Board of Directors of The Gauge O Guild Limited, as a body, in accordance with our terms of engagement. Our work has been undertaken solely to prepare for your approval the financial statements of The Gauge O Guild Limited and state those matters that we have agreed to state to the Board of Directors of The Gauge O Guild Limited, as a body, in this report in accordance with ICAEW Technical Release 07/16AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than The Gauge O Guild Limited and its Board of Directors, as a body, for our work or for this report.

It is your duty to ensure that The Gauge O Guild Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of The Gauge O Guild Limited. You consider that The Gauge O Guild Limited is exempt from the statutory audit requirement for the period.

We have not been instructed to carry out an audit or a review of the financial statements of The Gauge O Guild Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

Kemps Accounting Solutions

Limited Chartered Accountants

42A High Street, Broadstairs, Kent CT10 1JT

Date: 24th January 2022

CHAIRMAN'S REPORT FOR THE YEAR 2021-22

I moved into the Chair on an interim basis at the start of February this year with a clear objective: To implement initiatives that were already in progress or that had stalled. As I stated at the time, I had no intention of remaining in the chair beyond the AGM and consequently have not attempted to instigate any new initiatives.

What has been delivered is as follows:

- A questionnaire for new members about their interests, modelling scales and what they expect from the Guild. We shall use this information to inform magazine content, show demos, 'An Evening With' sessions and website content. We also hope it will help us to improve new member retention.
- A website redesign and user guide, providing a simplified menu structure, reduced number of pages and one-click navigation from the home page to the areas of the greatest interest based on page access counts. The on-line Knowledge Base has also been expanded enormously with technical content.
- Two face-to-face shows with detailed accounts of direct and indirect costs which will enable us to accurately forecast what we can do next year within given budgets.
- Re-engagement of the previous Strategy Group. This will deliver its recommendations for the next 3-5 years to the existing MC prior to the AGM, for consideration by the new committee in September.
- A Communications Assistant has been appointed to provide monthly updates for the website and quarterly reviews for

Guild News. This ensures that members will be kept up to date with what's happening within the Guild in a timely manner and is not dependent on the written communications skills of elected officers.

- An agreed approach and provisional time-line for moving the Guild's back-end IT systems from an ageing Microsoft Access database system to SQL Server. This product is much more capable of handling the increasing amount of information available to members, is future-proof and should be a more reliable platform. We have secured the assistance of additional members in the IT team to help facilitate this and to reduce the reliance on any single individual. This is very much a work in progress.

All the above has been delivered by groups of dedicated and incredibly talented members who have given their time and effort willingly and deserve a big vote of thanks.

Regarding the future and as you will read elsewhere, there have been no nominations for the post of Chairman for the forthcoming year. Consequently, I have agreed to stand for a further one year to provide continuity for the new MC members. I'd like to finish by thanking my fellow MC members for their support and assistance over the past few months, and their encouragement to stand for one further year.

Charles Oldroyd (15685)
Guild Chairman.

TREASURER'S ANNUAL REPORT

This report covers the ten months ended on 31st December 2021

Why ten months you may ask? – Well does it make sense to have the year-end a few days before a major show? Absolutely not, and this change should have been made a long time ago. This gives two months to sort out one year's accounts before the major accounting exercise that occurs with a show. Probably the change was not made as the membership year ended on 28th / 29th February, but it's far easier to apportion the membership fees than accrue for all the expenses of a show.

The results show a very healthy surplus which has been aided by no show losses, much reduced travel costs by management as all meetings were by internet, very little travel by constituency reps and very few hotel stays. In addition, I managed to make several cost savings on credit card facilities and several other recurring invoices.

The one factor that is still outstanding is our VAT filing. We are registered for MTD (make tax digital) but due to an error in registering we are unable to access the system. HMRC have admitted the problem is with their software so at the moment at the end of each quarter I send in our VAT return to an officer at HMRC who then has to update our figures manually. It's a pain for me and for him but that is where we are with VAT.

Outside of this problem things are running fairly smoothly, at the time of writing this report we are slightly ahead of the budget for the current year but there is a long way to go.

I am grateful for all the help I have had in getting to understand the mechanics of how the Guild functions. There are quite a few areas that need addressing and essentially in all areas we have to get into the habit of producing a budget and monitoring performance against that budget. This is an essential part of keeping control of costs, the Achilles heel of most organisations that have financial issues.

I would be delighted to answer any questions (preferably on the accounts), please do use the forum, or e-mail, or call me on 01983 652024.

Treasurers report on the accounts for the first half of 2022

This has been a fairly difficult year in that costs are rising especially in some areas such as printing and so the budget prepared last December is in some respects a bit behind the times. However it's the basis from which we can view progress. The half year management accounts are available on the Guild website. Overall we are £9k down on budget and Gazette printing costs are £10k higher than budget, but there are also many other smaller ups and downs. In the circumstances I think the position is satisfactory. We have the show at Stafford in September (which is one of the major areas in which losses have occurred in previous years) but as some might have noted we are keen to keep costs down to the budgeted level even if this means some hard decisions have to be made.

Predicting the future is a dangerous game for an accountant as there are a large number of variables and almost certainly some unexpected things will occur. However I think it's fair to say that we are on course to have a healthy surplus this year and thus an increase in our reserves. We continue to attract new members which is very encouraging, the figures in the first six months are higher in every month than any in the previous five years. We are also introducing new products into the Guild shop and these are beginning to contribute to the bottom line. With this I would like to acknowledge the work put in by Kevin and Judy as they make all the difference. I have placed some brief notes against a number of items by way of explanation.

Sometimes we have to make tough decisions to keep the finances on track but we are seeking to control our costs and this may lead to some changes in the future. I will try and re-arrange some cost codes in the accounts at the year end to improve presentation, our accounting system has many clever features but changing account codes is not one of them

Malcolm Hector (21265)
Guild Treasurer

ANNUAL REPORTS OF COMMITTEE CHAIRMEN: CHAIRMAN OF EVENTS

In 2021, the Events Team also took the opportunity to carry out a survey to find out what members wanted from our events. The questionnaire was sent out with the *Gazette* and *Guild News* with a total of seven questions covering face to face shows, virtual shows and 'An Evening With' Sessions. Members were asked to rank the content included at our Guild events on a scale of 1 – 4. Where 1 is not important and 4 is very important

5249 *Gazettes* were sent out with questionnaires enclosed in the bag. 720 questionnaires were returned so the return rate was 13.7%. The key results were that:

Members really value live events and have also appreciated the virtual events. Both should continue. Without doubt, traders, layouts and demonstrations (in that order), are seen as the most important attractions at shows. Having more layouts at the one-day shows is desirable but would require additional space.

Geographical location of shows is really important to members too. Increasing the number of shows around the country is possible, if, clubs or O gauge groups step forward to work with us. It is not feasible nor financially sound to have a central team organising local shows. The North East O Gauge group have scheduled a Northern Show in October 2022 and discussions are also underway about a Southern Show.

The success of virtual shows and the 'Evening With' seminars, was very apparent in the survey feedback and even those who do not currently participate, recognised that they should continue for those who enjoy this style of presentation. It was noted that virtual events have certainly facilitated an

increase in member engagement, both as video providers and audience members so if you have a layout at home or in the garden you are willing to share with others, we can offer advice for producing a video and likewise, if you have a skill you are willing to demonstrate during a live or virtual show, please contact us.

In terms of attracting new attendees at our events, there were several ideas and opinions so I would recommend reading all the comments as it is very hard to collate them into themes without losing the detail of some ideas. The full report is on the Guild website under Members/Downloads/Notices and General

Face-to-face events finally resumed with the Spring Show in March 2022. Just under 1000 paying visitors @ 990 attended, but by the time you add any partners who come with a ticket holder, I know we topped 1000. It was certainly very busy and a very nice atmosphere. Much like an O gauge modellers' reunion.

At the time of writing, we know that the Summer Show in Doncaster also had a healthy attendance of 736. Footfall will have exceeded 750 when you include those accompanying the ticket holders. The financial loss was considerably less than our projection. The atmosphere was lovely and we saw many visitors leaving with bags of goodies to enhance their O gauge modelling experience.

Unfortunately, the sad reality for face to face shows in 2022 is that costs are rising rapidly but income is declining slightly. We have been hit by significant price increases for hotel rooms, furniture hire, catering, security, first aiders, van hire, insurance cover and printing. Income from ticket sales remains unchanged because post Covid, we made the conscious decision not to increase prices and could not have foreseen the war in Ukraine and the huge impact on the worldwide economy. Income from traders is reducing because some have stopped attending and others are reducing their stand size but, I want to acknowledge the huge support our traders give us and I know that without them, we would not have the number of visitors we get. The consequence of increased expenditure and restricted income is a negative balance and we have been open with members about the challenges ahead.

Having events is a core members' service which we know is important to you. We want to showcase what can be achieved in O gauge modelling, how to do it and the amazing range of products now available. We will making changes to avoid making significant losses in 2023, I really value all of the comments and ideas we have received.

Meantime, we are being positive and looking forward to a new venue for Guildex.

There will be plenty of traders, layouts and demonstrations to enjoy, the modelling and small layout competitions are back, the Guild stands will be there as usual plus the exciting addition of seminars, opportunities for special interest groups to meet and some live streaming to enjoy.

Jackie Kneeshaw (18510)
Chairman, Events

CHAIRMAN OF PUBLICATIONS

The Publications team continues to perform strongly and consistently provides quality journals. The *Gazette* is one of the principal benefits of membership for many members and each issue generates appreciative emails which it is always pleasing to receive. The range of articles displays the range of interest in the scale and the editor Philip Willis is to be commended on the breadth of the magazine's appeal. Looking forward, we have agreed to trial a new format for 'how

to' articles over the forthcoming year, with step-by-step photos and less dense blocks of text. Expect these to start appearing as stocks of existing articles are used up.

The big change in *Guild News* this year has been the style update and the move to full colour, doing justice to the pictures of models sent in by our members and making the journal more attractive and eye-catching. With modern print processes, the increase in cost was very small and, again, feedback from members to Editor Nick Baines indicates that it has been very warmly received.

After the runaway success of *Small Layout Vol 3*, things have been quiet on the secondary publications front. Having been acting Guild Chairman since the beginning of February, there has been no time to consider any further additions to the range of books on offer. I'd also like to see what information comes back from the new questionnaire that prospective members now complete as part of their application process. This will help inform our choice about possible future topics.

Finally, a I'd like to give a big 'thank you' to the other members of the team - the TLOs Bob Lawrence and Keith Tiplady, and not forgetting our long-suffering production team at Artytype: Kelly, Lesley and Ade. None of this would happen without them.

Charles Oldroyd (15685)
Chairman, Publications

MEMBERSHIP DIRECTOR AND FORUM MANAGER

Guild Membership has been made much more accessible this year as we anticipated a return to a 'New normal', including real model railway shows, and the Guild shows at Kettering & Doncaster. The previous uniform 1st March subscription year start date, with the 1st November '16 for 12 months subscription' starter offer, has been replaced by a full 'rolling calendar' year's subscription whichever month you choose to start Guild membership, also since November 2021 a 'Free month's trial offer', which allows undecided but interested modellers the opportunity to view what the Guild website offers, (but not including receiving the *Gazette*, or discounted show tickets.)

This year's analysis of members joining is encouraging, between 35 and 62 new members have joined each month, without the previous 'tail off' in monthly applications from late spring through to November, as the perceived 'value for money' of the first year's subscription declined. Our Guild always benefits from an increase in its membership, there are economies of scale in *Gazette* publications, (and greater certainty of the quarterly print requirement as 'back issues' are no longer required for new members), more potential show-goers, new volunteers, and more interest from traders.

The 'Free trial' offer is attracting monthly application numbers in the mid-teens, currently slightly less than half are converting to full Guild membership, so I do request feedback from non-converters on their perceptions on what the Guild needs to offer them. I would like to particularly thank Nigel Nelson for setting up the systems required to offer 'Rolling Year' and 'Free Trial' membership, it has been well worthwhile.

Guild management has discussed how the Guild can get more 'market feedback' on what our members value, there is now a questionnaire filled in by applicants joining online or by form, and I would like to set up a process of contacting members in their second year when they have had opportunity to assess Guild membership benefits. Also in March I canvassed reasons from those 'not renewing' membership.

My other 'membership' tasks, apart from ongoing queries and requests about cards or contacts, involve contacting overseas Guild representatives about their 'area 14'

representation, and arranging annual 'Order of Merit' trophies for well deserving recipients.

The Guild Code of Behaviour was approved at our last AGM, thus an ethos of consideration for fellow members, and their personal situations, when posting on the forum, has replaced a series of 'Do not' rules which some had criticised. The team of Guild moderators carry out a sometimes unappreciated role in keeping tone on the forum reasonable, they are independent and impartial when dealing with post reports, and always try to resolve disputes courteously, I thank David Magill, Mick Grantham, Steve Luck and Alan Rhodes for their work. Our moderators, are unlikely to be thanked for how our Guild Forum functions but do remember an impressive amount of assistance and information is exchanged between members on it, and only very occasionally is moderation necessary, usually when Guild affairs are being discussed. Please do use the Guild forum as a modelling resource, I find it excellent. Moderators would always appreciate more members joining them, to allow them time for modelling, family life and vacations, just like yourselves! so please contact me to talk about helping.

Geoffrey Goddin (22066)
Membership Director

CHAIRMAN OF TECHNICAL & IT

The technical committee attended the Guild show at Kettering in early March 2022 with a stand demonstrating loco building, rolling stock construction, and 3D printing. The stand was kept busy all day with many members coming along to talk to us and ask questions.

The Wiki has been renamed to the Knowledge Base and continues to expand. We have implemented some new features including the ability to search our various databases for magazine content, both for the *Gazette* and the general model railway magazines.

The website has been redesigned and now presents a more modern look and feel, bringing the website up to date. The online shop is live and contains many new products, including the track gauges we were designing, plus Dingham couplings, which we were able to obtain the rights to after the retirement of the previous business owner.

Virtual events have been run in a way which removes a lot of the work from the IT team and onto the Events team who have been trained to enter and edit content. This has been very successful, and this platform will continue to be used for future virtual shows.

We have begun to work closely with O gauge manufacturers, offering a service to evaluate products and feedback suggestions. We hope that this will be a popular service to the trade.

James Aitken (9628)
Chairman Technical & IT

ACTING REGIONAL MANAGER - NORTH

The Covid-19 virus gave us some problems but these are being overcome leading us into some different and better ways of doing things. "Virtual shows" and "Evenings with" have been of great benefit opening up new channels of communication. That is not to say we have forgotten how important it is to once again meet face-to-face as figures for our two more recent shows this year have proven. As area manager I have met groups in areas 2 and 4 I have met many groups in my own area 3. Many thanks to you all who made me most welcome. There is strength in local groups many to which I have been able to introduce new members. My full term of office as a Con rep ends at the 2022 AGM. New area

representatives have come forward to take on areas 1, 2 and 3. We still seeking an area representative for area 4 (N. Wales). I will always be available to offer any help and support the new reps may need and I look forward to meeting with them all again later this year.

I have to say that being an area representative has been a rewarding job I have learned a lot from meeting other groups I will continue visiting them when they hold open days.

Many thanks to all.

Robin Taylor (3356)

REGIONAL MANAGER - MIDLANDS

My 3 year term as Midland Region Manager comes to an end this September. I would like to thank the three other Representatives that report to me for their assistance whilst I have held the post.

The region has had a steady stream of new members joining over the year, I have managed to speak with a number of new and old members at Kettering, Doncaster and also at our Virtual shows.

We have held a number of Midland Regional Meetings so far this year and another is provisionally planned for the 15th September. As before all members in the region will be invited by e-mail to see if they wish to attend. These are informal chats between members talking about various topics, in the same way that we would if we were meeting at a local club.

If you want to ask me anything or have a query that you would like answered please feel free to e-mail me ChrisFryGOG@outlook.com.

Chris Fry (21666)
Regional Manager – Midlands

REGIONAL MANAGER – SOUTH WEST.

The Guild Con Reps are reporting very busy model railway shows across the whole of the country. This has also been my own experience of the seven shows I have exhibited at this year. This continues despite, increases in entry prices and the cost of everything for sale.

It has also been noticed by myself and other con reps across the country that some Guild members are being more vocal with their views on how they perceive the Guild should be run. This includes their opinions on the website and the Forum.

Chris Fry has sent a questionnaire to all con reps requesting all the shows they have been invited to, and are attending, in order to provide feedback information to the MC.

My local groups are all very busy with planning local events, and new projects being undertaken.

There seems to be a steady flow of new members.

Sales

The online shop is running very well, and we have sold a lot of Dingham couplers.

Model Railway Estates

Is also running very well, clients are very pleased and appreciative of the new advisory service. I have a small list of names from the old E&T Service as well as Con Reps who have helped with some Estates.

so do come and say hello. Fingers crossed it will go ahead.

Kevin Cartwright (20850)
Regional Manager – South West
Sales Manager & Model Railway Estates Manager

REGIONAL MANAGER - SOUTH EAST.

The southeast region has recovered from the Covid-19 pandemic. Shows have resumed across area and Clubs are meeting again. Ken Gray and members of the eastern counties have come up with a plan to produce a wagon that was common to their area to which the Management Committee have given a green light for it to go ahead. Open days are of particular importance as it allows O gauge groups to show their facilities and work, these happened at West Essex MRC, East Kent OGG and East Sussex OGG. The East Kent O gauge group has two O gauge layouts: Sarre and Edington Junction, built and operated by members that are taken to mixed gauge shows all over the region and further afield. Their test track is being enlarged with two longer straights which will fill the meeting room, one straight will consist of

Lenham Junction station which was near the meeting room on the Maidstone to Ashford West extension, the other straight being a fiddle yard.

The East Sussex O gauge group meetings mainly revolves around their test track. There is also a construction and running day on Saturdays of alternate months. There is much discussion on a Guild Southern Show with the demise of the Reading and Bristol shows, but a venue is proving elusive.

Other upcoming mixed gauge shows are Bexhill 13th August, Folkestone 1st/2nd October and Beckenham and West Wickham 15th October where there will be O gauge representation.

Paul Honey (16682)
Regional Manager – South East

RESOLUTIONS

RESOLUTION 2 APPOINTMENT OF THE REPORTING ACCOUNTANTS That the Directors re-appoints the Accountants Kemps Accounting Solutions Limited for another year..

Proposed by **Malcolm Hector (21265)**. Seconded **R. Clark (3448)**.

RESOLUTION 9 APPOINTMENT OF HONORARY MEMBER

Proposed by **Richard Clark (3448)** and seconded by **John Hobden (20762)** that **John Kneeshaw (5699)** be made an Honorary Member of the Guild

John has been a railway modeller for most of his adult life. He joined the Guild when he graduated from smaller scales in the early 1980s. He became the *Gazette* Editor in 2007 a post which he held for six years. In 2013 he joined the Board of Directors as the Publications Chairman a role which involved managing all the Guilds publications. In 2015 he became the Guild Vice Chairman until his resignation for personal reasons in mid- 2017. In 2018 he was co-opted to the role of Guild President, the role he still holds today. John has been a great asset to the Guild and always maintained an open mind and friendly non-confrontational style during his long years of service.

Notification of the Management Committee's award of the Guild's Order of Merit.

The Management Committee's awards for 2022 go to:-

Geoffrey Roberts (7242) for his long service to the Guild in many roles.

Peter Reynolds (22269) for his work as YouTube/Video Library Administrator and Virtual shows.

Julian Best (21139) for his work as the Webmaster and on the Guild's Virtual shows

Ian Allen (13694) for his work as the Overseas Representative and with the Guild's Virtual shows.

Colin French (5182) & Mrs Margaret French for their many years of service to Guild Events

RESOLUTION 10 AMENDMENT TO THE REGISTERED COMPANY NAME.

To consider and if thought fit to approve the amendment of the registered name of the Company by the removal of the double quotation marks from the O in the Guilds registered name at Companies House.

The simplified version has been in use in all communications and publications for some time.

The current registered name is The Gauge "O" Guild Limited. The revised name will be

The Gauge O Guild Limited.

Proposed by **Richard Clark (3448)** and Seconded by **Malcolm Hector (21265)**

Notification of the Returning Officers for this year's AGM.

The Directors have appointed John Kneeshaw (5699) and Richard Clark (3448) to act as the returning officers for this year's election. The forms will be collected unopened from the reply address and collated by the above.

Appendix 1

MINUTES OF 2021 ANNUAL GENERAL MEETING

The minutes of the **30th Annual General Meeting** of the Gauge O Guild Ltd (the 66th AGM of the Gauge O Guild). Held by internet video conference on Sunday 5th September 2021. Although only the named officers were able to participate, the meeting was streamed live for Guild members.

Present:

John Kneeshaw (5699)

Guild President & Chairman of the meeting

John Birch (2928) Guild Chairman

Richard Clark (3448) Company Secretary

12 other Guild members viewed the live stream.

The Guild Chairman welcomed everybody attending on the internet to watch the meeting. He introduced the three named members present at this the 30th AGM. He then passed the Chair to the Guild President to conduct the meeting.

The President welcomed those watching. He reminded members that there would be a question and answer session following the meeting at 2pm at which members would have the opportunity to ask questions. He then went on to conduct the meeting agenda as on page 3 of the Annual Report.

AGM 01/21 To approve the minutes of the 2020 AGM

(Resolution 1) Proposed by: R. Clark (3448)

For 346 Against 3 Abstain 39 Carried

AGM 02/21 Matters Arising

none had been received by the Secretary.

AGM 03/21 To receive the Treasurer's Annual Report and Accountants Report 2020/21

The annual accounts are in Appendix 1 of the Annual Report. We are aware that while the totals in the columns in the report are correct some of the internal numbers need amending. He then asked John Birch to give the meeting the corrections. John Birch reported that on page 12 of the management accounts items of expenditure shown against the Doncaster show should be under the Kettering show expenditure. Other corrections were in 'Guild expenses' items £1463 related to future Stafford shows, and £575 to other general show expenditure. He confirmed that the totals of all columns were correct.

The President then confirmed the corrected numbers would be published on the web site under Membership/Finance within 48 hours.

AGM 04/21 To receive the Chairman's Report 2020/21

This had been published in the annual report.

AGM 05/21 To receive the Directors Reports 2020/21

These had been published in the annual report.

AGM 06/21 Appointment of Accountants (Resolution 2)

To appoint the Reporting Accountants and authorise the Directors to fix their remuneration. Kemps Accounting Services Proposed by Malcolm Hector (21265)

For 373 Against 4 Abstain 13 Carried

This also permitted the Directors to fix the accountants' remuneration.

AGM 07/21 To appoint the Chairman of the Publications Committee (Resolution 3)

Charles Oldroyd (15685)

For 359 Against 19 Abstain 12 Carried

AGM 08/21 To appoint the Regional Manager - North (Resolution 4)

Robin Taylor (3356)

For 337 Against 8 Abstain 40 Carried

Both candidates were duly appointed as Directors of the Guild.

AGM 09/21

To appoint Chris Simpson (13147) a Vice-President (Resolution 5a)

For 324 Against 22 Abstain 38 Carried

To appoint Nigel Smith (9571) a Vice-President (Resolution 5b)

For 318 Against 21 Abstain 41 Carried

To appoint John Hobden (20762) a Vice-President (Resolution 5c)

For 326 Against 20 Abstain 33 Carried

The candidates are duly appointed Vice-Presidents for their services to the Guild.

AGM 10/21 To receive the election results for Constituency Representatives

Chris Fry (21666) being the only candidate for Area 9 was duly elected as the Area Representative.

AGM 11/21 To receive notification of the Management Committee's award of the Guild's Order of Merit.

This is an award to thank members who have given service to the Guild and to O gauge modelling. This award does not give any benefits other than a thank you for their service. Four members were listed in the Annual Report were:

Alan Redgwick (20622)

Kerry Baylis (15131)

John Edwards (11333)

Fred Lewis (12674)

These members were recognised for the work they have done for the Guild over many years.

The same award had been made in April 2021 to the late David LO Smith who had generously given a lot of time to sharing his knowledge and helping Guild members. David had been very happy to receive the award.

AGM 12/21 To adopt the Code of Behaviour Policy (Resolution 6)

For 300 Against 55 Abstain 31 Carried

The Guild has therefore adopted the document of the Code of Behaviour as Guild Policy.

AGM13/21 To consider and if thought fit to pass changes to Rule 14 (Resolution 7)

For 300 Against 56 Abstain 31 Carried 78%

AGM14/21 To consider and if thought fit to pass changes to Rule 17 (Resolution 8)

For 299 Against 54 Abstain 33 Carried 77%

These two rule changes were required to enable the Code of Behaviour to be enacted.

AGM15/21 To consider and if thought fit to pass changes to Rule 11.2 (Resolution 9)

This rule change is not connected with the Code of Behaviour Policy. It is to allow a 1-month grace period at the end of the membership year.

For 334 Against 26 Abstain 26 Carried 86%

AGM16/21 To consider and if thought fit to pass changes to Rule 13 & 13.2 (Resolution 10)

This rule change is not connected with the Code of Behaviour Policy. It changes the wording in both rules.

For 317 Against 26 Abstain 32 Carried 84.5%

The President reminded the meeting that in order to change a Guild Rule there must be a 2/3rds majority in favour. The four rule changes above have passed by a greater than 2/3rds majority.

The Code of Behaviour Policy will appear on the Guild website today.

A summary of the votes cast at the AGM was read out by the President.

Total number of members voting on all the motions to the AGM	395
Votes cast online	191
Directed postal proxies	183
Undirected postal proxies allocated to the Chairman	19
Spoilt postal papers	2

The Guild Chairman explained how he used the undirected proxies. He allocated them in proportion to all of the votes that had been cast by members. This meant that the undirected proxies could not affect the outcome of any resolution.

The President reminded all present that the Question and Answer session would start at 2pm and encouraged members to log on and put questions to members of the Management Committee.

The President thanked the AGM returning officer, Nigel Nelson, for his work in ensuring the fairness and accuracy of all of the vote counts.

There being no further business the Meeting Chairman closed the meeting at 13:20 hours.



Signed: Meeting Chairman, John Kneeshaw

Date: 10 September 2021

Appendix 2

Appointment of Directors

President. Resolution 3

Nigel Nelson (1299)

Proposed by **Jim Hollom (3921)** and seconded by **Peter Bevan (3266)** that he be elected as President of the Guild.

I was introduced to the Guild whilst still at school and attended my first AGM at Keen House (MRC headquarters) in 1963 as a guest. The AGM, with 60-70 members, was then the primary meeting of the Guild where most of the members would attend. Shortly after joining in the early 1970's I volunteered as Membership Secretary and have been involved in the management of the Guild in various forms ever since.

As such I would be classed as one of the 'has beens' by some members but I am definitely not against change. Changes that I have initiated include the computerisation of the membership records in the 1970's, more recently making advance event tickets available online and the introduction of barcode scanning to reduce queuing times at Guild events. The appointment of communicators is yet another innovation which I am delighted to see.

Many of you will be aware that I have previously held the post of both Chairman and President. When my term as President ended I undertook to run the Bring and Buy stand. 23 years later I am hoping somebody else might like to give it a go!

What do I offer as President? As a trained commercial mediator and a lifetime working in IT I would balance experience in the Guild with the rapid technological developments of today, a variant of the steam versus diesel/electric debate. Both are good, neither is wrong, let's just make the most of every aspect of 7mm modelling.

Martin Long (2309)

Proposed by **John Kneeshaw (5699)** and seconded by John Hobden **(20762)** that he be elected as President of the Guild.

I first joined the Guild in the early 1970s previously having been a 4mm follower. I became convinced that the detail and reliability shown by followers of the scale was the modelling road that I wanted to follow. In this I was encouraged by member 1966 whom I met at Central Hall exhibition where he was running his layout and we have been firm friends ever since. I made several good friends as a result of that decision many sadly no longer with us but fondly remembered. Work and family commitments did not allow me to undertake an active role in those early years but I managed to construct few models which were presentable.

I was a founder member of the Ipswich Model Railway Association which started in 1964 and I was Secretary of that club for many years and organised their annual exhibition which continues to his day although I have long since moved away from the town.

In the late 1970's, work stabilised and allowed me to put down some roots house wise. I and another recent convert to 7mm then founded what was to become the North East Essex Group which remains a successful organisation to this day and 50 odd members regularly attending the monthly meetings.

The group is stable and solvent and will shortly have been around for some 40 years.

I have had several attempts at layouts over this time, the most successful being exhibited at Guildex being based on a light railway of the type readily found in the Eastern Counties. I have

always been a follower of the Great Eastern Railway and its successors being born and raised in Suffolk though I do confess to a soft spot for the Southern due to family holidays taken on the south coast. As time passes I find all railways interesting especially overseas ones which are fascinating.

I started helping the Guild by assisting Events as a steward which involved the set up and take-down of the show. The show time was spent manning the Sales Stand with Jackie Kneeshaw, as a result of this I came to know many more members who were not local to where I lived. One of my favourite Events jobs was booking in the Trade Exhibitors which was always enjoyable even if we sometimes. I also used to man the ticket desk at the Northern Show which introduced me to many more members.

I then became involved with the then new Guild Treasurer who wanted assistance as he was using the accounting system which I was very familiar with having worked for the company that produced it. This continued throughout his tenure and I was able to maintain the accounts data and produce reports for him using the knowledge I had acquired. This post also involved running the events cash office during events which meant that I really saw the show!

I was also elected to be the area representative for the Eastern Counties which role I carried out for some five years. I hope that my efforts as far as recruitment in the area was such that we had one of the largest concentrations of members in Norfolk, Suffolk and Essex. Again I value the friends made in this time both nationally and locally and they have proved to be a major factor in my desire to improve my modelling skills as they have always provided encouragement.

In this time I continued to assist the next Treasurer in his duties and looked after the Events back office and cash. For those events we were able to balance the takings ready for banking within an hour of the doors closing thanks to the system which I developed.

Back in the area I am one of the organisers of the very successful East Anglian Get Together show which is held each autumn for the last few years and which has raised a considerable sum for local charities. I continue to serve on the organising committee for this.

I have written many articles for the *Gazette*. I value the magazine and feel that it is the flagship of the Guild so to speak through I appreciate the more recent work being done to broadcast our endeavours on social media which I greatly enjoy. If elected I would use my best endeavours to develop and grow these digital means of communication. I regularly use the Guild Forum and find like many both inspiration and frustration there.

I continue to assist the GOG when asked in pretty much any capacity that I can and want to

see the organisation grow and prosper so that others can enjoy the camaraderie and encouragement that I achieved over the years that I have been a member.

Chairman Resolution 4

There being no nominees for this position, the following is unopposed and willing to be elected for a period of 1 year only.

Charles Oldroyd (15685)

Proposed by **Malcolm Hector (21265)** and seconded by **Geoffrey Goddin (22066)**

A graduate of the University of Leeds, I started my working life in 1978 as an English teacher in secondary education. After eight years, I moved into IT training, presenting courses and providing consultancy in a wide variety of software products. These

include electronic publishing, project management, data warehousing and corporate reporting tools. My work, particularly with IBM management reporting software, has taken me throughout the UK, Scandinavia and Europe working in both the public and private sectors.

I also designed and delivered a project in partnership with MP Barry Sheerman's regeneration company Urban Mines, to refurbish redundant PC equipment for use in UK schools and overseas education projects.

I joined the Keighley MRC in around 2000, becoming Chairman about three years later. Since then, I have negotiated two changes of premises, reconstituting the Club as a Company Limited by Guarantee. I also re-negotiated the rateable value of our current premises with the Rates Office to take advantage of the Government's business rates relief for small businesses. I recently successfully applied for COVID-19 business relief on behalf of the Club, gaining thousands of pounds of financial support to cover the periods of closure and lack of events. Finally, I ran the successful Keighley 7mm Festival for a number of years.

I have been a member of the Guild for around 20 years and about 8 years ago volunteered to become a Trade Liaison Officer. I joined the Board 4 years ago as Chair of Publications and Marketing, and have subsequently been acting as an interim Chairman since February this year. As well as publications, my work for the Guild encompasses piloting the online shop, commissioning the design study that has culminated in the recent website refresh and negotiating the acquisition of the Dingham Autocoupler. I also chair the current Strategy Group which will be reporting to the MC prior to the AGM.

Whilst I had no intention of standing for election at the AGM, there have been no other nominations. Consequently, I am willing to continue for one further year to provide some continuity for the new members of the Management Committee.

2023 is going to be a challenging year for the Guild as we seek to balance finances with the increasing cost of printing, events and simply running a business. In addition, the RTR market is growing rapidly and the Guild needs to be working with manufacturers to help set common standards. Finally, we need to establish the Guild in the eyes of railway modellers as the 'go to' place for anything O Gauge in the face of forum memberships that are free.

I hope to be able to provide useful input into these areas and, just possibly, find time to pursue my interest modelling British pre-group and US narrow gauge railways.

Charles Oldroyd

Company Secretary Resolution 5

John Russell Evans (13004)

Proposed by **Chris Fry (21666)** and seconded by **Richard Clark (3448)** be elected as Secretary of the Guild.

Fellow members,

Since joining the Guild many years ago I have benefitted a lot through my membership. So I decided that, when starting to approach retirement a few years back, I would like to give something back to the community. I therefore applied and became the Con Rep for the London Area and after that for Wessex. I have also been the Con Rep secretary for a few years and, as I should finally be retiring at the end of this year, I have been nominated and seek to become the Guild Secretary.

Career wise I have always been a mariner from apprentice up to Captain on board and the last 25 years in management ashore. I am currently a director, of two companies.

My aim would be to maintain the balance of running the Guild as an efficient company within the correct and required legal framework, whilst remembering that we are a community of modellers.

We all have an opportunity to share and contribute to our Guild so that we can mutually benefit in one way or another. That is what I seek to promote.

What else do I want to do? Well to get the ball rolling: Continue: Events, printed *Gazettes*, the website including the Forum, Sales and Wants.

Change: Make the company management more efficient and less time-consuming, with a lot more time and focus on promoting modelling.

Develop: MRE (which replaced E&T) to give the best advice and assistance we can within our volunteer framework.

Support: The growth of our digital capability; hands-up - this is not my skill set, but a key one to recognise and to build.

John Evans

Membership and Forum Manager Resolution 6

Christopher Fry (21666)

Proposed by **Ian Allen (13694)** and seconded by **Jeffrey Langham (3630)** be elected as the Membership & Forum Director.

I have modelled in a number of scales over the years and I joined the Guild about ten years ago, putting myself forward for election four years ago to become the Chiltern area Con Rep. This was because I wanted to try to give something back to the Guild and to the hobby. With the change to the management structure three years ago I became the Regional Manager for the Midlands Area and have served on the MC throughout that period. When we were unable to meet face to face, I started a quarterly midland region zoom meeting, so that I could still interact and get members views of what they wanted the Guild to become.

Within the Con Rep community I have been the Chair of the meetings working to ensure the voice of the membership is gathered and passed to the MC. With many other changes to the MC at this time, I believe my presence by transferring from being a Regional Manager to Membership and Forum Director will assist in continuity within the MC.

If elected I would like to see the Guild become a friendlier place, particularly less animosity on the forum, and I will give every effort to support the moderators in that. In addition, I would also try to see what other ways our membership could be increased and how we implement what our members say they want.

Chris Fry

Geoffrey Goddin (22066)

Proposed by **John Arundel (12418)** and seconded by **Robert Fletcher (8121)** be elected as the Membership and Forum Manager.

Guild Membership has been made much more accessible this year as we anticipated a return to a 'New normal', including real model railway shows, and the menu of Guild shows Kettering 2022 onwards. The previous uniform 1st March subscription year start date, with the 1st November '16 for 12 months subscription' starter offer, has been replaced by a full 'rolling calendar' year's subscription whichever month you choose to start Guild membership, also since November 2021 a 'Free month's trial offer', which allows undecided but interested modellers the opportunity to view what the Guild website offers, (but not including receiving the *Gazette*, or discounted show tickets.)

This year's analysis of members joining is encouraging, between 62 and 35 new members are joining each month, without the previous 'tail off' in monthly applications from late spring through to November, as the perceived 'value for money' of the first year's subscription declined. Our Guild always

benefits from an increase in its membership, there are economies of scale in *Gazette* publications, (and greater certainty of the quarterly print requirement as 'back issues' are no longer required for new members), more potential show-goers, new volunteers, and more interest from traders.

The 'Free trial' offer is attracting monthly application numbers in the mid-teens, currently slightly less than half are converting to full Guild membership, so I do request feedback from non-converters on their perceptions on what the Guild needs to offer them. I would like to particularly thank Nigel Nelson for setting up the systems required to offer 'Rolling Year' and 'Free Trial' membership, it has been well worthwhile.

Guild management has discussed how the Guild can get more 'market feedback' on what our members value, there is now a questionnaire filled in by applicants joining online or by form, and I would like to set up a process of contacting members in their second year when they have had opportunity to assess Guild membership benefits. Also in March I canvassed reasons from those 'not renewing' membership.

My other 'membership' tasks, apart from ongoing queries and requests about cards or contacts, involve contacting overseas Guild representatives about their 'area 14' representation, and arranging annual 'Order of Merit' trophies for well deserving recipients.

The Guild Code of Behaviour was approved at our last AGM, thus an ethos of consideration for fellow members, and their personal situations, when posting on the forum, has replaced a series of 'do not' rules which some had criticised. The team of Guild moderators carry out a sometimes unappreciated role in keeping tone on the forum reasonable, they are independent and impartial when dealing with post reports, and always try to resolve disputes courteously, I thank David Magill, Mick Grantham, Steve Luck and Alan Rhodes for their work. Our moderators (and possibly myself), are unlikely to be thanked for how our Guild Forum functions, but do remember an impressive amount of assistance and information is exchanged between members on it, and only very occasionally is moderation necessary, usually when Guild affairs are being discussed. Please do use the Guild forum as a modelling resource, I find it excellent. Moderators would always appreciate more members joining them, to allow them time for modelling, family life and vacations, just like yourselves! so please contact me to talk about helping.

Geoffrey Goddin

Regional Manager – Midlands. Resolution 7

Paul Stokes (15787)

Proposed by **P.O.H. Jones (7351)** and seconded by **Nigel Smith (9571)** be elected as the Regional Manager – Midlands.

I model to Scale 7 standards and have run the S7 stores for almost 20 years, this includes a place on the S7 committee, in fact I am the longest serving S7 committee member. During this period, I have exhibited at most of the GOG shows manning the Scale 7 Group Stand, I was elected the Con Rep for Area 5 Midlands just before the Covid-19 outbreak, unfortunately this has limited shows attended since with only one Guild show, this being the 2022 Kettering show again on the S7 stand, within the Guild I am part of the marketing team.

I am a member of the Warley Model Railway Club, within the club I am the members' representative and organise the demonstration area at our annual show in November at the NEC, Birmingham.

Modelling wise I was one of the founder members of the Scale 7 Layout Ellerton Road and also worked on Dewsbury as a member of the East Staffs S7 Area Group.

My background is I did an engineering apprenticeship at the

then Joseph Lucas Limited with a few jobs in between finally running a small bearing manufacturing company ultimately owned by Tufnol Composites limited, I am recently retired.
Paul Stokes

Regional Manager – South East Resolution 8

Kenneth Gray (14782)

Proposed by **Martin Long (2309)** and seconded by **Julian Best (21139)** be elected as the Regional Manager - South East.

For those that don't know me I'm 63 with three grown up children.

My first railway model kit was an Airfix 16ton mineral wagon, at the age of about 6. I have modelled I various scales including N, 009, 016.5, 00 and O gauges. There was a significant gap in my modelling when my family was young due to pressures on time, and money. For about the last 18years I have been modelling in O Gauge.

For the last few years I have been helping Martin Long, and John Flower run the NEEGOG group doing things like putting up the test track, repairs to the test track, making the tea etc. My layout "Stiffkey" has been to a few local shows, and I have helped transport erect and run the test track at the Bury St Edmunds 'get together' event. My contribution to the *Gazette* has been about one article a year for the last three years.

I have been the Constituency Representative for the Estern Counties area for the last 18 months.

After becoming Constituency Representative I was unable to visit many clubs until this year due to Covid-19 restrictions. So far this year I have visited roughly one club or group a month and attended the Alexandra Palace show with Bob Lawrence.

I have also taken part in the Code of Behaviour working group. Something that many wish was not needed but which I believe is necessary in the politically correct legalistic age to protect the Guild.

In terms of working with others my career hs involved both dealing with staff, and with working with various parties within Network Rail, contractors, and train operating companies. As you can imagine many contentious issues have arisen over the years.

I have volunteered with the East Anglia Transport Museum, Corris Railway, and currently volunteer with the North Norfolk Railway. This work has involved working with other volunteers which is quite different to managing staff.

Ken Gray

NOTIFICATION OF THE APPOINTMENT OF CONSTITUENCY REPRESENTATIVES

In accordance with the Rules, as there were no other nominations for the posts listed below, the following will serve as Constituency Representative until 2025:

Area No:	Area name	Representative
1	Scotland	Harry Dodd (14359)
2	North West	Philip Garner (23042)
3	North East	David Howlett (17435)
4	Vacant	
10	Vacant	

14 Overseas Representative Steve Lamb (21113)

Proposed by **Keith Tiplady (11222)** Seconded by **P. J. Honey (16682)** following consultation with the Country Representatives the Directors can confirm the appointment of Steve as the Overseas Representative.

Appendix 3

INCOME STATEMENT FOR YEAR FOR PERIOD 1 MARCH TO 31 DECEMBER 2021

	Notes	Period 1.3.21 to 31.12.21 £	Year Ended 28.2.21 £
TURNOVER		154,610	208,404
Cost of sales		106,345	168,739
GROSS SURPLUS		<u>48,265</u>	<u>39,665</u>
Administrative expenses		3,025	7,120
OPERATING SURPLUS	4	<u>45,240</u>	<u>32,545</u>
Interest receivable and similar income		6	42
SURPLUS BEFORE TAXATION		<u>45,246</u>	<u>32,545</u>
Tax on surplus/(deficit)	5	1	8
SURPLUS/(DEFICIT) FOR THE FINANCIAL YEAR		<u><u>45,245</u></u>	<u><u>32,587</u></u>

BALANCE SHEET 28 FEBRUARY 2021

	Notes	Period 1.3.21 to 31.12.21 £	£	Year Ended 28.2.21 £	£
FIXED ASSETS					
Tangible assets	6		2		2
Investments	7		<u>1</u>		<u>1</u>
			3		3
CURRENT ASSETS					
Stocks		1,819		2,355	
Debtors	8	16,901		26,876	
Cash at bank and in hand		<u>222,880</u>		<u>178,722</u>	
		241,600		207,953	
CREDITORS					
Amounts falling due within one year	9	<u>39,505</u>		<u>51,103</u>	
NET CURRENT ASSETS		202,095		156,850	
TOTAL ASSETS LESS CURRENT LIABILITIES			<u><u>202,098</u></u>		<u><u>156,853</u></u>
RESERVES					
Income and expenditure account	10		<u>202,098</u>		<u>156,853</u>
			<u><u>202,098</u></u>		<u><u>156,853</u></u>

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the period ended 31 December 2021.

The members have not required the company to obtain an audit of its financial statements for the period ended 31 December 2021 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

- ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each

financial year and of its surplus or deficit for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue 19th April 2022 and were signed on its behalf by:

R Clark - Director

INCOME STATEMENT FOR YEAR FOR PERIOD 1 MARCH TO 31 DECEMBER 2021

	Period 1.3.21 to 31.12.21		Year Ended 28.2.21	
Notes	£	£	£	£
Turnover				
Membership subscriptions	124,883		147,693	
Gazette advertising	22,798		40,440	
Goods	731		-	
Video sales	-		7	
Spring show	2,218		11,372	
Clothing sales	687		990	
Donations	1,290		2,039	
Commission from E&T	-		4,437	
Commission from Bring & Buy	-		1,426	
Autumn shows	2,003		-	
		154,610		208,404
Cost of sales				
Opening stock	2,355		2,355	
Other costs	105,809		168,739	
Closing stock	108,164		171,094	
	(1,819)		(2,355)	
		106,345		168,739
GROSS SURPLUS		48,265		39,665
Other income				
Deposit account interest		6		42
		48,271		39,707
Expenditure				
Accountancy	1,580		1,425	
Bookkeeping fees	1,445		5,600	
		3,025		7,025
		45,246		32,682
Depreciation				
Computer equipment		-		95
NET SURPLUS		45,246		32,587

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 1 MARCH 2021 TO DECEMBER 2021

1. STATUTORY INFORMATION

The Gauge O Guild Limited is a private company, limited by guarantee, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Fixtures and Fittings - 25% on cost

Computer equipment - 33% on cost

Investments in subsidiaries

Investments in subsidiary undertakings are recognised at cost.

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Taxation

Taxation for the period comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was NIL (2021 - NIL).

4. OPERATING SURPLUS/(DEFICIT)

The operating surplus (2021 - operating deficit) is stated after charging:	Period 1.3.21-31.12.21	28.2.21
	£	£
Depreciation - owned assets	-	95
	<u> </u>	<u> </u>

5. TAXATION

Analysis of the tax charge

The tax charge on the surplus for the year was as follows:

	Period 1.3.21-31.12.21	28.2.21
Current tax:	£	£
UK corporation tax	1	8
Tax on surplus/(deficit)	<u> </u>	<u> </u>
	1	8

6. TANGIBLE FIXED ASSETS

	Fixtures and fittings £	Computer equipment £	Totals £
COST			
At 1 March 2021 and 31 December 2021	<u>5,217</u>	<u>11,015</u>	<u>16,232</u>
DEPRECIATION			
At 1 March 2021 and at 31 December 2021	<u>5,216</u>	<u>11,014</u>	<u>16,230</u>
NET BOOK VALUE			
At 31 December 2021	<u>1</u>	<u>1</u>	<u>2</u>
At 28 February 2021	<u>1</u>	<u>1</u>	<u>2</u>

£

7. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
At 1 March 2021 and at 31 December 2021	<u>1</u>
NET BOOK VALUE	
At 31 December 2021	<u>1</u>
At 28 February 2021	<u>1</u>

8. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.21 £	28.2.21 £
Trade debtors	4,385	7,115
VAT	6,364	14,132
Prepayments	6,152	5,629
	<u>16,901</u>	<u>26,876</u>

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.21 £	28.2.21 £
Trade creditors	3,919	13,946
Amounts owed to group undertakings	1	1
Tax	39	38
Subscriptions in advance	27,019	24,177
Income in advance: shows	6,925	11,149
Due to widows	-	223
Accrued expenses	<u>1,602</u>	<u>1,569</u>
	<u>39,505</u>	<u>51,103</u>

10. RESERVES

	Income and expenditure account £
At 1 March 2021	156,853
Surplus for the period	<u>45,245</u>
At 31 December 2021	<u>202,098</u>

Appendix 4

Guild Honours (current)

The honour's list this year contains only members & former members who are still alive who had been honoured in some way for their services to the Guild. The lists may contain errors if anyone can suggest any omissions or corrections, please contact the Secretary.

Honorary Members

Name		Number	Name		Number	Name		Number
Allen	Richard	53	Harper	Sandy	12013	Glading	Dan & Jean	2755
Bevan	Peter	3266	Hobden	John	20762	Gledhill	Shirley	
Birch	John	2928	Hoather	Steve	683	Gorski	Sandy	5350
Bowen	KJ	56	Hooper	Lionel	2214	Green	Mike	3125
Doggett	RH	6928	Jones	Paul	7351	Hargreaves	John	
Evans	John	1657	Keen	Nelson	3934	Hollom	Jim	3921
Gorski	Sandy	5350	Kneeshaw	John	5699	Honeybone	Peter	6777
Hollom	Jim	3921	Marritt	Mike	3837	Hooper	Lionel	2214
Hutchinson	DJ	15	Mackie	RI	1142	Howe	Geoffrey	10758
Neale	DH	9	Mundy	Derek	8765	Lamb	Stephen	21113
Nelson	Nigel	1299	Nelson	Nigel	1299	Lewis	Fred	12674
Peacock	D	1772	Pinchbeck	Bruce	14201	Long	Martin	2309
Taylor	PJA	64	Saville	JF	690	Marritt	Mike	3837
Thomas	RG	27	Simpson	Chris	13147	Matthys	Peter	14856
Williams	Sarah	18552	Smith	Nigel	9571	Mclay	Robert	
			Stanley	Mike L	1255	Owen	Noel	10015
			Trigwell	Peter	8993	Redgwick	Alan	10622
			Wood	Les	2744	Simpson	Chris	13147

Vice Presidents

Name		No:	Name		No:	Name		No:
Bevan	Peter	3266	Baylis	Kerry	15131	Thomas	Chris & Janet	13641
Birch	John	2928	Barnes	Bill	5361	Thomas	Douglas	1818
Bradley	Cecil	8730	Bell	Alan	15544	Thomas	Mike	1964
Brown	Joe	339	Birch	John	2928	Tiplady	Keith	11222
Clark	Richard	3448	Bloxsom	Martin	1444	Towler	Rod	6940
Davies	Richard	5479	Bradley	Hugh	7104	Weir	Charles	5249
Dredge	Philip	6745	Cheshire	Martin	474	Williams	Gethin	11195
Evans	John	1657	Edwards	John	11333	Williams	Mike	7862
Gorski	Sandy	5350	Evans	Lyn	1657	Williams	Sarah	18552
Glading	Dan	2755				Walls	Barry	1966
						Webb	David W	2174

Appendix 5

Annual General Meeting Form of Proxy

The Gauge O Guild Limited

I Membership No
 [FULL NAME IN BLOCK CAPITALS] [Guild Membership Number]

ADDRESS

being a member of the Company appoint:-

NAME [Guild Membership Number]

Or the Chairman of the meeting or (see note 3 overleaf) as my proxy to vote on my behalf at the Annual General Meeting of the Company to be held on **4th September 2022 at 1pm** and at any adjournment of the meeting.

I direct my proxy to vote on the following resolutions as I have indicated by marking the appropriate box with an 'X'. Please see note 4 overleaf..

Or I do not wish to direct my proxy and in so doing leave the appropriate box or boxes blank. Please see note 5 overleaf.

	<i>Item</i>	<i>Vote</i>
1	To approve the minutes of the Annual General Meeting held on 5th September 2021.	For <input type="checkbox"/> Against <input type="checkbox"/> Abstain <input type="checkbox"/>
2	To appoint the Reporting Accountant and authorise the Directors to fix their remuneration.	For <input type="checkbox"/> Against <input type="checkbox"/> Abstain <input type="checkbox"/>
3	President, appointment of	
	a) Nigel Nelson (1299) proposed by Jim Hollom (3921) and seconded by Peter Bevan (3266)	For <input type="checkbox"/>
	b) Martin Long (2309) proposed by John Kneeshaw (5699) and seconded by John Hobden (20762)	For <input type="checkbox"/>
	Vote for one candidate only or your vote will be void	
4	Chairman, appointment of Charles Oldroyd (15685) proposed by Malcolm Hector (21265) and seconded by Geoffrey Goddin (22066)	For <input type="checkbox"/> Against <input type="checkbox"/> Abstain <input type="checkbox"/>
5	Secretary, appointment of John Russell Evans (13004) proposed by Chris Fry (21666) and seconded by Richard Clark (3448)	For <input type="checkbox"/> Against <input type="checkbox"/> Abstain <input type="checkbox"/>
6	Membership & Forum Director, appointment of	
	a) Chris Fry (21666) proposed by Ian Allen (13694) and seconded by Jeffrey Langham (3630)	For <input type="checkbox"/>
	b) Geoffrey Goddin (22066) proposed by John Arundel (12418) and seconded by Robert Fletcher (8121)	For <input type="checkbox"/>
	Vote for one candidate only or your vote will be void	
7	Regional Manager – Midlands, appointment of Paul Stokes (15787) proposed by P.O.H. Jones (7351) and seconded by Nigel Smith (9571)	For <input type="checkbox"/> Against <input type="checkbox"/> Abstain <input type="checkbox"/>
8	Regional Manager – South East, appointment of Kenneth Gray (14782) proposed by Martin Long (2309) and seconded by Julian Best (21139)	For <input type="checkbox"/> Against <input type="checkbox"/> Abstain <input type="checkbox"/>
9	To appoint John Kneeshaw (5699) as an Honorary Member proposed by Richard Clark (3448) and seconded by John Hobden (20762)	For <input type="checkbox"/> Against <input type="checkbox"/> Abstain <input type="checkbox"/>

Continued over

10	To consider and if thought fit to approve the amendment of the registered name of the Company by the removal of the double quotation marks from the O in the Guilds registered name at Companies House. The revised name will be The Gauge O Guild Limited.	For <input type="checkbox"/> Against <input type="checkbox"/> Abstain <input type="checkbox"/>
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It is mandatory to complete this section of the form below:-

Signature:

Date:

Guild Number:

NOTES

FORM OF PROXY

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to vote at this year's general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.

APPOINTMENT

2. A proxy does need to be a member of the Company to represent you. If you wish to appoint a proxy other than the chairman of the meeting, insert their full name in the box and membership number. If you leave this space blank, the chairman of the meeting will be appointed your proxy.

VOTING DIRECTIONS

3. To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". If no voting indication is given, your proxy will vote or abstain from voting at their discretion.
4. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other resolution not directed, which is put before the meeting.
5. There are no other resolutions or special resolutions other than those above, a poll vote will be taken on all resolutions. Your proxy vote will be counted in the decision of the meeting and towards the meeting quorum.

RETURNING YOUR FORM OF PROXY

6. To appoint a proxy using this form, the form must be:
 - Completed and signed.
 - Sent or delivered to the Collecting Address: c/o Richard Clark, Orchardleigh, Beech Road, Frimley Green, Camberley, Surrey, GU16 6LQ or by using the pre-paid envelope provided;
 - **Received by the Returning Officer no later than Friday 2nd September 2022.**
7. As an alternative (for Non-UK based members only) to completing this hard-copy proxy form, you can appoint a proxy electronically by email to secretary@gaugeoguild.com. For an electronic proxy appointment to be valid, your proxy must be received by the Company's Returning Officer **no later than 13.00hrs Friday 2nd September 2022.**
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.