



N Gauge Society Annual General Meeting



N Gauge Society

Annual General Meeting

Tuesday 21st July 2026



Video Recording

This meeting is being recorded using the Zoom® 'Video Recording' facility. This recording is vital to help in the compilation of the notes and minutes of meeting.

We would ask that all members please keep their camera switched on. However, if you are not comfortable with this we do understand.



Agenda

1. **Self-introduction by the Directors, Committee Members & Presidential Team**
2. **Minutes of the last AGM (held 23rd June 2025) – Circulated with this meeting's documentation**
3. **Chairman's address / presentation – A copy of this slide pack will be circulated with the Draft Minutes**
To be followed by any questions on subject matter
4. **Treasurer's address / presentation - A copy of this slide pack will be circulated with the Draft Minutes**
To be followed by any questions on subject matter
5. **N Gauge Society in Year Appointments**
6. **Election of Directors & Officers of the Committee**
7. **Election of Committee Members**
8. **Situations Vacant - Vacancies/ Nominations**
9. **Election of Presidents and Vice Presidents**
10. **Resolutions/Motions for discussion – Circulated with this meeting's documentation**
11. **Any Other Business**
12. **Date of next AGM**



1. Introductions

Directors

- Chairman – Arthur Frost
- Secretary – Tony Woodruff
- Treasurer – Ian Kendall

Committee Members

- Shop Manager – Andrew Welsh
- Journal Editor – John Clifford
- Trade Liaison – Robin Grubba
- Kit Production – David Forshaw
- Webmaster – Andy Buxton
- Product Development – Roy Seaward

President and Vice Presidents

- President – Richard Bardsley
- Vice Presidents
 - Bob Symmons
 - Mike le Marie



1. Officers

- | | |
|------------------------------|--|
| • Modelmasters | Richard Brown |
| • Handbook | Doug Maclean |
| • Classified Ads | Richard Hance (Standing Down 12/26 – Volunteer Req'd) |
| • Decals | Noel Leaver |
| • Helpline | Robert Gregory |
| • Publicity | Scott Stitchell |
| • Journal Advertising | Martin Frost |



2. Minutes of the 2025 AGM

- These were circulated with the agenda.
- To be approved as being a true record of said meeting.
- Proposer -
- Secunder -



3. Chairman's Report - Introduction

This report aims to record the progress of the NGS in 2025 but will also update members on the year to date.

Committee Meetings

- Regular monthly meetings are held via Zoom – thereby removing the need for “face to face” meetings and, thereby reducing overall operating costs.
- Regular meetings of sub-committees held, with onward reporting to the Committee on the results of such meetings.

This thereby streamlines the full Committee meetings and allows more informed decisions to be made.



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Chairman's Report - Action Plan

The primary aims of the Society's management team are as follows :

- To improve the Society's financial position
- To improve and increase membership
- The continued improvement of the Society website
- To continue to introduce new products – funds depending
- To improve service to members within the limits of our volunteers' ability

To continue to provide the best possible service to our members as we approach our 60th Anniversary



N Gauge Society Limited (Update)

- The Society was incorporated on 7th December 2018
- The main benefit of this was the reduction of liability of each member to £1 (GBP), should the company close with outstanding debts.
- The downside is:
 - As a Registered Company there are Legal & Financial Obligations to be met
 - Your elected Directors take on this day-to-day responsibility
 - As a company run by volunteers this requires significant effort to maintain
- Since 2018 the society's Articles of Association have not been reviewed since incorporation
- Resolutions will be tabled later in this AGM to address this situation



Membership

A new Membership Secretary is **URGENTLY** needed – role being covered by the Chairman

Membership continues to decline slowly

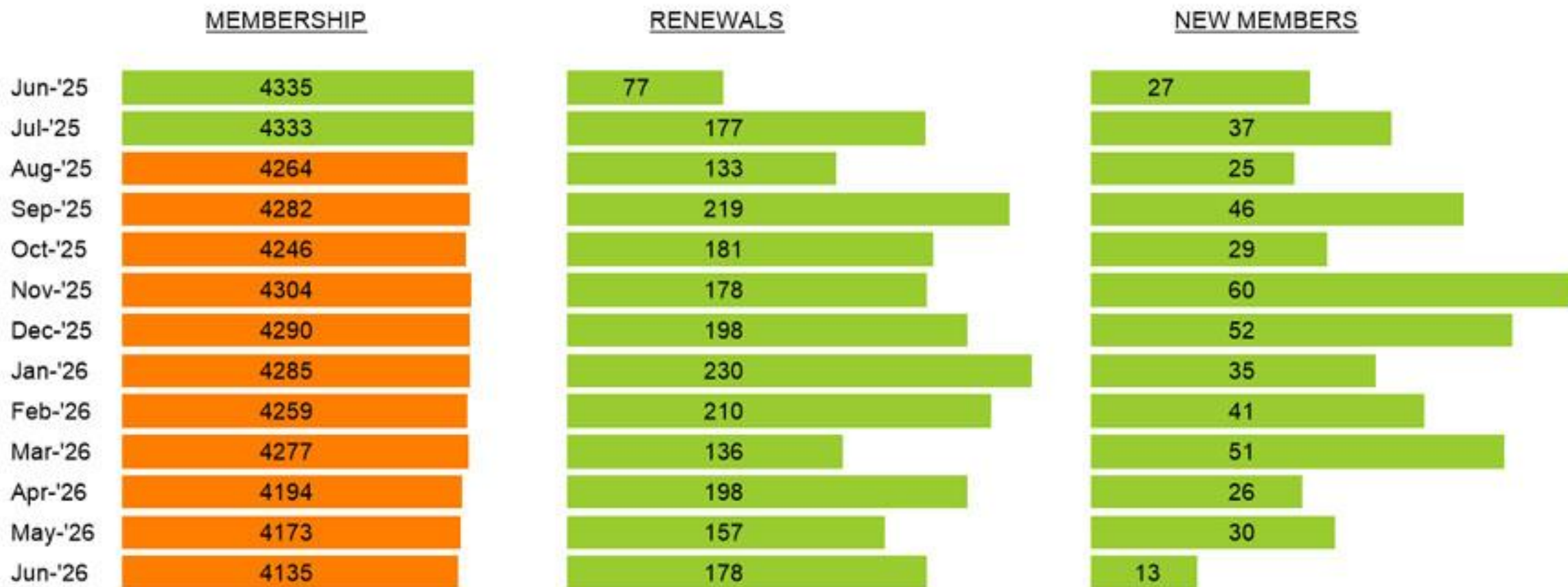
Actions to arrest this decline :-

- Improved advertising campaign
- Renewal Reminders
- Direct Debit System initiated
- Increased focus on recruiting via social media and shows / exhibitions.



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Membership - Statistics





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The Journal

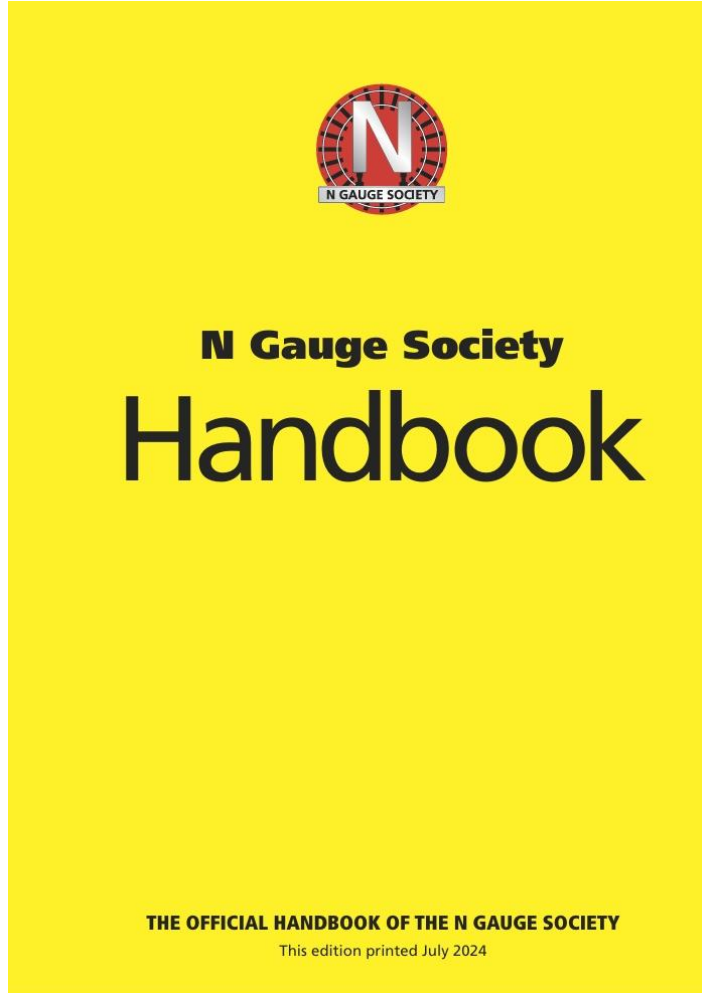


- Continues to be our “flagship”
- Comparable in quality to mainstream publications
- **Printing and postage costs rising constantly**
- Increased take-up of E-Journal would be much better for both the Society and our members (esp. overseas)
- Incorporating newsletter into main Journal seems to have been successful.
- **Members are encouraged to submit articles – no matter what their skill level, there is always something to be learned.**



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The NGS Handbook

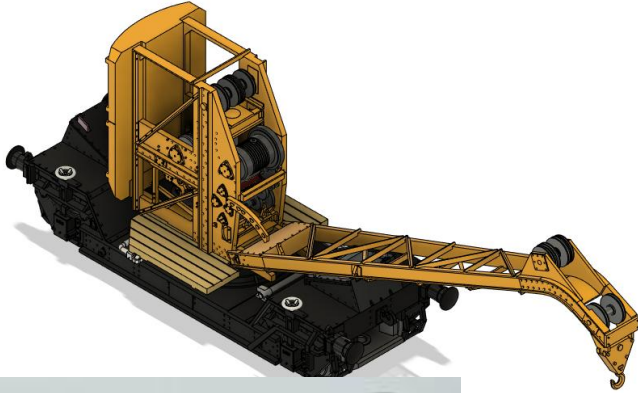


- Available either electronically or as “hard copy”
 - The Handbook is provided free to ‘New Members’ as part of the joining pack.
 - Additional Copies are available from the Membership Secretary if required at £2 per copy.
- Future “hard copy” revisions will be based on “page updates” rather than a reprint of the entire Handbook, thereby reducing costs.
- Suggestions for improvements or additions are always welcome – **please email the Handbook co-ordinator.**



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New Products



- Cowan's Sheldon Crane is progressing – and will **hopefully** be available later this year.
- Your Committee is constantly pressing for the completion of this project.
- We have had upwards of 900 contributions towards the Crane so far.
- New kits (VCA and VDA) introduced
- Further new kits planned but all **will be dependent on finances watch the Journal and website for announcements.**
- Survey of members to evaluate a “wish list” of future products is in progress.



Kit Production

- Product Development Team has been formed to propose, design, evaluate and cost any future projects undertaken by the Society.
- A number of new projects are being developed with the potential for release over the next few years.
- Investigating new production methods (e.g. 3D printing) to reduce the outlay required for a project and to reduce the MOQ (minimum order quantity)
- Suggestions for new projects are always welcomed, although of course nothing can be guaranteed. However, each suggestion will be considered by the team.
- Every new project will be carefully considered on the grounds of viability, cost and anticipated demand by our members.



Product Development

- Roy Seaward has taken on the role of PDO and titular lead of the Product Development team, which has been formed to look at future projects (Both kit and RTR)
- However, difficulties in realising such projects continue – especially the crane!
- Cowans & Sheldon Crane
 - Latest samples delivered February 2026
 - Committee are constantly “chasing” suppliers for completion of the project
 - Total quantity and number of variants have been reduced on cost grounds
 - Estimated availability **later this year**



NGS Shop Headlines

- The shop and the stands have been running a variety of sales over the past year, which have been largely successful and resulted in boosted sales. The headline event was the “discontinued RTR sale” in February 2026 which saw an unprecedented number of orders over a short space of time.

The winter sale in October 2025 also drove increased sales

- Several kits have now been “retired” (Kits 30, 32, 52, 53 and 54a) – there are a few Kit 53 available but once these are sold, that will be the last we see of them
- New items added to the shop and stands include full kits for the VCA and VDA vans and a “totem style” fridge magnet
- All available cosmetic spares for the Hunslet locos, plus defective Hunslets, added to the Shop
- Some kit spares (mainly kit 30) added to the shop and others to add as and when time permits
- New variants of our “starter kit” (kit 29) have been added to the range
- The shop has been, as always, ably supported by the unsung heroes who make up the kit packing team – they have packed hundreds of kits in the past year and have kept pace with the demands that the sales have placed on the Shop and Stands, to keep orders moving to our members.



NGS Shop – Next period

- Once existing stocks of digital media are consumed, the individual “Journals by year” offer will be discontinued.
- From 1st January 2027, there will instead be available a “compendium” that covers the entire period from 1968 to the end of the year which is prior to the current year. This will be available either on DVD or USB.
- Some of the items from the former “Ultima” range will be transferred to the Society Display Stands, to be placed into a “rummage box” at exhibitions / shows.
- Continue to work with the Society Webmaster in the development of the online Shop website.



NGS Shop Statistics – Volumes & Values

- The number of orders received per month remains fairly constant at 90. Feb was a peak due to RTR sale.
- A peak was seen in the winter months members stocked up on items for the darker nights.
- The same pattern is repeated in the Shop takings with a typical value of about £4,900 per month

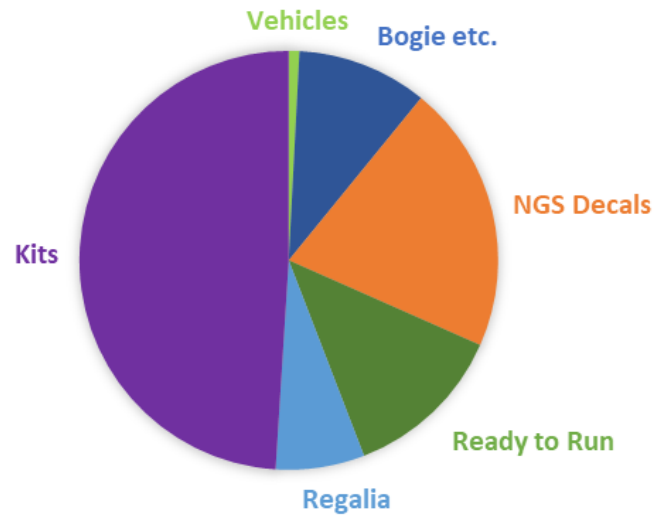




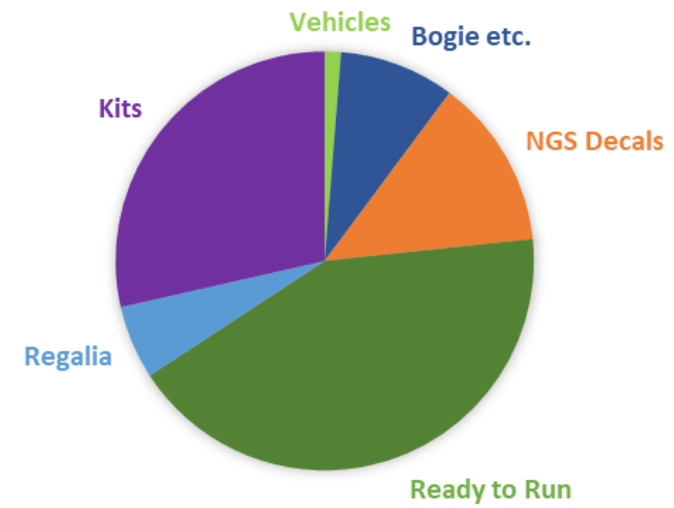
NGS Shop Statistics – Items Sold

In 2025 a total of 5378 items were sold. Kits were almost half the total items. In 2026 so far 2151 items have been sold, the sale of discontinued RTR stock in Feb has skewed the RTR numbers

ITEMS SOLD BY TYPE -2025



ITEMS SOLD BY TYPE - 2026 YTD (31ST MAY)





NGS Stands – A Year of Change

- The end of 2025 saw the resignation of Tim Hitch from the committee as the Main Display Stand Manager.
 - Tim provided over 16 years of service to the society as the Display Stand Manager and eight years as a Director.
 - Tim will be missed and he deserves the thanks of all society members who still ask for him at the shows.
 - In recognition of his service Tim was awarded Honorary Life Membership.
- In 2025 both the Main Stand & Mini Stand attended a total of 26 Shows
 - 14 Main Stand & 12 Mini Stand



Stand Developments

- For 2026 the stands have been redesignated as follows:
- Main Display Stand
 - The Main Display Stand is now called the '**Exhibition Stand**' and will attend the major events of the year such as Doncaster, Glasgow, Ali Pally, Bristol, TINGs, NEC & Manchester.
 - The **Exhibition Stand**, being the larger of the two stands, will be supported by Committee Members at these events
- Mini Stand & Members Shop
 - The Mini Stand is now called the '**Show Stand**' and will attend the smaller Club orientated events throughout the year.
 - The **Show Stand** is generally a 'One Man Show' however committee members may be present on the stand during events and Area Groups local to the events might be asked to help if required.
- In 2026 the stands have 18 events in the calendar and are currently booking events for 2027
- Tony Woodruff who ran the Mini Stand now Show Stand has taken on the running of the stands for 2026.



Area Groups

The role of Area Groups Co-Ordinator is currently vacant and is being covered by the General Secretary

If anyone is interested in this role contact the General Secretary for more information.

Area & Interest Groups

- 36 UK groups
- 4 Overseas
- 2 Newsletter or online

Looking for New Area Groups:

- Scotland
- NE England
- NW England
- West Midlands
- East Anglia
- SW England
- Kent

Emerging Groups:

- Cambridge & District



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N Gauge Society Diamond Jubilee 2027 (NGSDJ27)



Diamond Jubilee
Event Logo

- The NGS turns 60 in the week of 26th October 2027
- Planning is well underway for this event - more details will be posted in the Journals and on the website.
- The event will take place at the Derby Conference Centre which is the old LMS and BR Signalling Training College.
- The event is being planned by an Event Sub Committee lead by Tony Woodruff (General Secretary)
- The contact email address for all Event Related Matters is: events@ngaugesociety.com



NGSDJ27 – Outline Plan (Subject to Confirmation)

- The event dates are confirmed as the weekend of **30th & 31st October 2027**.
- The event will focus on NGS Members and Area Groups Layouts primarily and will hopefully accommodate up to 30 to 40 layouts.
- Major Manufacturers have been invited to attend and sponsor the event and to date we have Peco, Bachmann & Kato signed up to sponsor the event.
- There will be a selection of N Gauge Specific Traders and N Gauge Specific Cottage Industries invited.
- Demonstrations of model making and other N Gauge Modelling Techniques.
- **Watch the Journal, Website, IO Group and Facebook for more information.**



NGSDJ27 – Other Plans (Subject to Confirmation)

- Limited Edition Commemorative NGS Lapel Badge
- Limited Edition Commemorative R-t-R Wagon which will also be available in Kit Form. **Check-Out the website for more details and to register your interest in this Special Edition Wagon**
- Journal 5/27 will be a special 60th Anniversary Full Colour Commemorative Edition
- Exclusive Members Only Prize Draw
- Full programme of Lectures and Presentations on the Saturday which will be repeated on the Sunday.
- Lessons have been learnt from the last NGS Event in 2023, and those lessons have been implemented in this event.
- **Watch the Journal, Website, IO Group and Facebook for more information.**



Trade Liaison

- The current financial uncertainty around the world is causing costs and thereby prices to increase “across the board”. This is inevitable and sadly means that the impact on our hobby cannot be underestimated.
- However, the past year has seen many new models released, although the high quality of the models produced has meant that retail prices continue to increase.
- Many new traders, esp. “Cottage Industries” are producing N gauge models.
- New production techniques are taking over from the more traditional methods.
- Contacts made with all major N gauge manufacturers and we are continuing to progress closer liaison with both major manufacturers and “Cottage Industries”.



Webstore Overhaul - Why are we doing this?

Too many manual processes cause a severe demand on volunteer time

- Streamline through automation
- Reduce the expectation on volunteers

Deliver a better User Experience for members

- Make purchasing easier and less error prone
- Encourage purchasing through effective content design

Reduce webstore costs, by approximately 90%

- Improve NGS visibility by having our content in one place – not split across two websites
- Contribute to retaining and growing membership

All development work is done by the volunteer WebMaster and subject to the usual draws on his time.

- Anticipated “Go Live” in 2026



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Webstore Roadmap

Tasks	Status
Manual and automated import of products	DONE
Tagging and Search	DONE
Create and style product pages	DONE
Create home page and product categories	DONE
Set up kit discounts	DONE
Set up Post & Packaging	WIP
Configure purchase notifications and automatic splitting and routing of orders	TO DO
Payment Gateway	TO DO
Design, implement and test the subscription and member sign in model; probably the most complex part	TO DO
Continuous testing, documentation & re-work as needed	ONGOING
Go Live activities	TO DO
Continuous improvement and maintenance	TO DO



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And finally

FIRSTLY,

I would like to thank all of our members for your support of the Society and hope that you will continue to enjoy the services that we provide to

“promote and encourage modelling in N Gauge”

SECONDLY (and probably more importantly)

I would like to thank all our volunteers within the Society, be they Presidential roles, Committee members, Officers, Kit Packers and indeed Area Group members for the stellar services that they provide to ensure that our Society members can continue to reap the benefits of their membership

A HEARTFELT THANK YOU TO ALL OF YOU



Any Questions for the Chairmans:





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N Gauge Society Limited 2026 Annual General Meeting Treasurer's Report



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2025 – Financial Highlights

- Overall annual deficit reported in 2025 improved by almost £5,000 over 2024
- Deficit driven primarily by the cost of stands attending a continued broad range and number of shows during the year
- A focus on restoring cash balances saw a material increase in cash available at year end compared with 12 months previously
- Stock values have reduced, both by reviewing valuations and the levels of stocks held by the stands, and by identifying and offering discounted sales on slower moving stocks.
- Work will continue to improve financial management, increase the cash resource available for developments, and to reduce Society liabilities. This will firstly help to protect and subsequently allow the continued improvement of Society services available to Members



2025 Accounts: Income & Expenditure

Income	2025	2024	Expenditure	2025	2024	
	£	£		£	£	
Subscriptions	93,385	89,786	Journal Production (including Handbook	40,389	57,162	Excludes handbook costs incurred in 2024
Advertising	4,875	4,629	Postage	28,906	27,201	Increased postage costs in 2025
NGS Shop	(4,986)	10,037	Area Group Grants	1,874	2,344	
NGS Main (Exhibition) Stand	(15,370)	(8,040)	Area Group Coordinator Expenses	616	663	
NGS Mini (Show) Stand	(1,242)	(3,014)	Credit Card & Paypal Charges	4,496	4,289	
Other Income	873	899	Accountancy	1,072	922	
TOTAL NET INCOME	77,535	94,297	Insurance	3,982	4,684	Renegotiated coverage rates
			Computer Costs	3,436	3,207	
			Advertising	1,628	2,134	
			Meetings		5,098	No face to face meetings in 2025
			Depreciation	6,621	6,436	
			Kit Production Costs	1,247	2,034	Maintaining stock levels
			Other expenses	535	309	
			TOTAL EXPENDITURE	94,802	116,483	
			NET SURPLUS/(DEFICIT)	(17,267)	(22,186)	

Lower turnover due to stand deficits but expenditure materially reduced (no handbook or F2F meetings in 2025)



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2025 Accounts

Shop Trading Account

	£	£
Sales		49,571
Less: Cost of Sales		38,183
Gross Surplus		11,388
Overheads		
Hunslet Tooling Cost	11,109	
Postage	5,265	
Other	-	
Total Expenses		16,374
Net Surplus/(Deficit)		(4,986)

Main (Exhibition) Stand Trading Account

	£	£
Sales		16,139
Less: Cost of Sales		14,448
Gross Surplus		1,691
Overheads		
Travel & Subsistence	13,705	
Rent	998	
Other	2,358	
Total Expenses		17,061
Net Surplus/(Deficit)		(15,370)

Mini (Show) Stand Trading Account

	£	£
Sales		4,590
Less: Cost of Sales		1,310
Gross Surplus		3,280
Overheads		
Travel & Subsistence	3,877	
Rent	-	
Other	644	
Total Expenses		4,522
Net Surplus/(Deficit)		(1,242)

Shop performance impacted by review of ModelMaster stock value. Main Stand sales down compared 2024 despite a wider range of show attendances (and associated costs of attendance).



2025 Accounts: Balance Sheet

Assets	2025 £	2024 £	
Intangible Assets (net)	-	-	Goodwill fully amortised
Tangible Assets (net)	4,696	3,309	Purchase of new Stand displays
Hunslet Tooling (net)	8,332	20,367	Will be fully written down during 2026
Ferry Van Tooling (net)	2,667	9,104	Will be fully written down during 2026
Stock	210,447	250,632	
Debtors and Prepayments	38,297	39,663	Annual prepaid services and CS crane development costs
Cash at Bank	46,123	7,752	Includes bank and Paypal balances
Total Assets	310,561	330,827	
Liabilities			
Subscriptions in Advance	87,288	86,500	Value of membership subs not yet expired
Director Loan Payable	-	10,185	Repaid in full in 2025
Hunslet Deposits	2,930	2,930	Balance of deposits not reclaimed by lapsed members
Cowans Sheldon Crane Contributions	11,034	9,651	Contributions towards cost of CS crane development
Other Creditors	8,495	3,442	Tax (VAT) and trade creditors
Total Liabilities	109,747	112,708	
NET ASSETS	200,814	218,119	
RESERVES	(200,814)	(218,119)	



Any Questions for the Treasurers:





5. N Gauge Society Appointments

- The current Articles of Association for the N Gauge Society require:
 - That all new Director and Committee appointments during the year be approved at the AGM
 - That all Directors & Committee Members resign from their current roles and stand for re-election.
 - Any member of the society who wishes to stand for a role within the society should make his intention clear prior to the AGM and be proposed and seconded by two members of the society. This can also be done at the AGM.



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In Year 2025 Committee Appointments

We are required under the Articles of Association to bring forward the names of any Committee Members appointed by the Committee since the last AGM to be confirmed at this AGM.

During the current year the committee has appointed:

- General Secretary **Tony Woodruff**
- Product Development Officer **Roy Seaward**

- **Vote Required to Approve these nominations**



6. Election of Director and Officers of the Committee

- As required by the A of A the current Board of Directors and Officers of the Committee have resigned from their roles within the N Gauge Society
- There being no nominations for the role of Director or Committee Members all the previous incumbents have elected to volunteer to remain in their previous roles.
- Therefore, an individual vote is required for each Appointment:
 - Chairman Nominee **Arthur FROST**
 - General Secretary Nominee **Tony WOODRUFF**
 - Treasurer Nominee **Ian KENDALL**



7. Election of Committee Members

- As required by the A of A the current Committee Members have resigned from their roles within the committee of the N Gauge Society
- There being no nominations for any of the current Committee Roles all the previous incumbents have elected to volunteer to remain in their previous roles.
- Therefore, a vote is required to approve the following:

• Shop Manager	Andrew Welsh	Journal Editor	John Clifford
• Trade Liaison	Robin Grubba	Kit Production	David Forshaw
• Webmaster	Andy Buxton	Product Dev	Roy Seaward
- **VOTE REQUIRED**



8. Situations Vacant

- **Membership Secretary – URGENT** – Without a dedicated Membership Secretary the society's ability to function normally is severely reduced
- **Area Groups Coordinator – Vital** – This role is the direct link for the Area Groups to provided input to the committee. The AGC is the members representative on the committee.
- **Are there Any Volunteers?**



9. Presidents and Vice-Presidents

- **President:**

- The current President is Richard Bardsley whose current tenure ends in 2028

- **Vice Presidents**

- The current Vice Presidents are:
 - Robert Symmons
 - Mike Le Marie
- Their tenure as VP ends with this AGM
- There have been no nominations to replace the out-going VPs
- Both VPs have signalled a desire to continue in the Role:
- **VOTE REQUIRED**



10. Resolutions & Motions for debate - Procedure

The rules for debate, (based on Citrine's ABC of chairmanship).

All contributions should address the resolution/motion as written or be deemed out of order.

- The mover has 10 minutes to explain their resolution/motion.
- The motion may then be seconded, and the seconder may speak for 3 minutes in support of the resolution/motion.
- Speakers will alternate against and for - a maximum of 3 minutes each.
- Speakers may speak only once.
- At the end of the debate, the mover has 2 minutes to sum up. (If Req'd)
- A vote will then be taken by use of the "raise hand" procedure within Zoom



Resolutions & Motions for debate

There were no Motions for Debate.

There have been two resolutions proposed for this meeting:

- **Resolution One**

- Proposed by Tony Woodruff (Gen-Sec)
 - Reduction of Directors from four(4) to Three(3)
 - A full copy of the resolution has been supplied with the AGM documentation
 - **VOTE Required**

- **Resolution Two**

- Proposed by Tony Woodruff (Gen-Sec)
 - Review and update of the current Articles of Association to provide better clarity over the running of the Society
 - A full copy of the resolution has been supplied with the AGM documentation
 - **VOTE Required**



11. Future AGM's

- Society AGMs will continue to be held virtually for the foreseeable future.
 - **This reduces the societies operating costs** and therefore the personal costs to members wishing to attend the AGM.
 - Holding a Virtual AGM also enables more members to attend the AGM and therefore does not exclude our overseas members.
 - It is hoped that in the future we may be able to return to an in person attendance for the AGM. However, a date has not yet been set for this.
 - The date of the next AGM will be decided by the committee in late 2026, early 2027.
-
- **The time frame for the next AGM is 21 June 2027 to 31st July 2027**