

SCHEDULE 1

<i>(1)</i> <i>Existing Fund</i>	<i>(2)</i> <i>Corresponding Section of Amalgamated Fund</i>
London and North Eastern Railway Superannuation Fund.	LNER section
Great Western Railway Superannuation Fund.	GWR section
Southern Railway Superannuation Fund.	SR section
London Midland and Scottish Railway Superannuation Fund.	LMSR section

SCHEDULE 2

THE MANAGEMENT COMMITTEE

1. The Management Committee shall consist of 16 persons, of whom 8 shall be Board's committee-men and and 8 members' committee-men.
2. The Board's committee-men shall be appointed by the Board from time to time.
3. Two members' committee-men shall be appointed from time to time by each Sectional Committee from among the members of the said Sectional Committee who have been elected by the members of that section.
4. The Chairman of the Management Committee shall be one of the Board's committee-men and shall be appointed from time to time by the Board.
5. The procedure of the Management Committee shall, subject to the provisions of this Order, be regulated from time to time by the Management Committee.
6. Six members of the Management Committee (of whom not less than two shall be Board's committee-men and not less than two members' committee-men) shall constitute a quorum and no business shall be transacted at a meeting of the Management Committee unless a quorum be present.
7. The decision of the majority of the Management Committee present at a meeting thereof shall be the decision of the Management Committee. The Chairman shall, in the case of equal division, have a second or casting vote.
8. The Management Committee may exercise its powers during and notwithstanding any casual vacancy in its body.
9. Whenever it is necessary for the Management Committee to decide a question of fact, the Committee may act upon such proof and presumption as the Committee deems satisfactory, whether the same be legally admissible as evidence or not.

SCHEDULE 3

GENERAL MEETINGS OF MEMBERS

1. An Annual Meeting of members of the amalgamated fund shall be held in the month of June in every year, at such time and place as the Management Committee shall from time to time appoint, for

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the purpose of receiving the annual report and accounts and for the conduct of the general business of the fund.

2. Any member desiring to move a resolution at the Annual Meeting relating to the affairs or administration of the amalgamated fund shall not later than the 30th April give to the Secretary notice in writing signed by the member and setting forth the proposed resolution and a copy of such resolution shall be sent by the Secretary to every member not less than 14 days before the date appointed for the Annual Meeting.

3. An Extraordinary Meeting of members may from time to time be convened by the Management Committee but in a case where the business to be transacted at such meeting concerns a particular section of the amalgamated fund, only after the Sectional Committee concerned has had an opportunity to consider that business. An Extraordinary Meeting shall be convened on a requisition (stating the purpose for which the meeting is desired) to the Secretary signed by at least 50 members. An Extraordinary Meeting shall be held at such time and place as the Management Committee shall appoint.

4. The notice convening an Extraordinary Meeting shall specify the business to be transacted and no business shall be transacted thereat which is not so specified.

5.—(1) The Management Committee when convening any General Meeting shall give not less than 14 days' notice by advertisement or otherwise as the Management Committee may determine of the date, place and hour appointed for the meeting.

(2) Not less than 14 days before the date appointed for an Annual Meeting, there shall be sent to every member a copy of the annual report and accounts of the amalgamated fund and of any special report made by the auditors.

(3) The non-receipt by a member of a notice or of a copy of the said report and accounts shall not invalidate the proceedings at any meeting.

6. The chairman of every General Meeting shall be the chairman of the Management Committee or a Board's committee-man.

7.—(1) Twenty members shall form a quorum at a General Meeting and no business (except the adjournment of the meeting) shall be transacted at any such meeting unless a quorum is present when the meeting proceeds to business.

(2) In the case of a General Meeting at which the business due to be transacted includes the election of the contributors' committee-men (or members' committee-men) for one or more Sectional Committees, each such election shall take place only if there are present at least twenty members entitled to vote in respect of the relevant Sectional Committee.

(3) In the case of an Extraordinary Meeting at which the business to be transacted includes the amendment of the rules applicable to a particular section or the confirmation of such amendment, the said business shall only be taken in relation to that section if there are present at least twenty members who belong to that section.

(4) The provisions of this paragraph have effect subject to paragraph 8 below.

8.—(1) If within one hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week at the same time and place, and, if at the adjourned meeting a quorum is not present within one hour from the time appointed for holding the meeting, the members then present shall form a quorum.

(2) If in the case of such a General Meeting as is referred to in subparagraph (2) or such an Extraordinary Meeting as is referred to in subparagraph (3) of the last foregoing paragraph the requisite number of members of the particular section is not present, then (after transacting all business other than that for which such number is required) the meeting shall stand adjourned to the

same day in the next week at the same time and place and if at the adjourned meeting the requisite number of such members is not present within one hour from the time appointed for holding the meeting, then the actual number of members of the section in question present at the meeting shall be a sufficient number for transacting the business relating to that section.

9. Every resolution moved at a General Meeting shall be decided in the first instance by a show of hands of the members present and, unless a poll be demanded by at least 30 members present, or by one half of the members present, a resolution declared by the chairman to have been carried shall be deemed to be the resolution of the meeting.

10.—(1) Each member present at a General Meeting shall have one vote and no person other than a member shall vote thereat:

Provided that a Board's committee-man on the Management Committee or a Sectional Committee shall be entitled to be present and to have a vote (but only one vote) and otherwise to act at a General Meeting as if he were a member, and in case of an equality of votes the chairman shall have an additional or casting vote.

(2) A member who is present at a General Meeting and is proxy for any other member shall in the event of a poll being demanded and taken have in addition to his own vote one vote for each member for whom he is proxy.

11. If a poll be taken, it shall be taken by open voting or, if 30 or more members or one half of the members present so desire, by secret voting. The chairman may adjourn the meeting for a reasonable time for the purposes of taking the poll and the result of the poll shall be deemed to be the decision of the meeting at which the poll was demanded and shall be binding on the members.

12. A member may appoint any other member of the section of which he is a member as his proxy for voting at a General Meeting where a poll is demanded and taken. Such an appointment shall be made by an instrument of proxy in the form hereinafter provided or to the like effect and shall be signed by the member appointing the proxy and shall be left with the Secretary or at his office at least 48 hours before the time appointed for holding the meeting therein specified and shall be available only for that meeting and any adjournment thereof.

13. The following shall be the form of an instrument of proxy:—

14. Every such instrument of proxy shall be valid until it be either revoked by a notice in writing under the hand of the appointing member and left with the Secretary or at his office or by the attendance of the appointing member at the meeting for which the proxy was given.

15. The chairman of a General Meeting at which a quorum is present may with the consent of the majority of the members present thereat adjourn the meeting to any hour of the same or a later day. Whenever a meeting is adjourned for 10 days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting, but save as aforesaid a member shall not be entitled to any notice of an adjournment or of the business to be transacted at an adjourned meeting. No business shall be transacted at an adjourned meeting other than business which might have been transacted at the meeting for which the adjournment took place.

16. The declaration by the chairman of a General Meeting that a resolution has been carried or carried by a particular majority or lost shall be conclusive.

17. Minutes of the proceedings of every General Meeting shall be recorded by the Secretary in a book to be kept for that purpose, and the minutes shall be signed within 14 days of the meeting by the chairman of the meeting or failing him by any three members of the Management Committee present thereat, and the minutes when so recorded and signed shall in the absence of proof of error therein be conclusive evidence of the proceedings.

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18. The members in General Meeting shall have no powers except such as are conferred upon them expressly or by implication by this Order.

SCHEDULE 4

OFFICERS

1.—(1) A Secretary of the amalgamated fund shall be appointed by the Management Committee with the assent of the Board and shall continue in office as the Management Committee and the Board so determine.

(2) The Secretary shall be responsible to the Management Committee or Sectional Committees as appropriate for the general administration of the amalgamated fund and for the keeping of records and accounts.

(3) The Board shall also appoint such other persons as may be necessary to assist the Secretary in the performance of his duties and the salaries of the Secretary and such other persons shall be determined and paid by the Board.

2.—(1) The Auditors of the amalgamated fund shall be such persons as are from time to time appointed as auditors of the accounts of the Board by the Minister and, in addition, a Contributors' Auditor who shall be a member of the amalgamated fund and shall be nominated and elected at the first Annual Meeting to be held after the amalgamation date and thereafter triennially at the Annual Meeting.

(2) In the event of a casual vacancy occurring in the office of Contributors' Auditor by reason of the auditor dying, resigning, ceasing to be a member of the amalgamated fund or otherwise, the vacancy shall be filled by a member of the amalgamated fund appointed by the contributors' or members' committee-men on the Management Committee at a meeting specially convened for the purpose and the person so appointed shall hold office for the remainder of the period for which his predecessor would have held office.

(3) Any Contributors' Auditor appointed under this paragraph shall not be less than 21 years of age.

3. The Management Committee with the assent of the Board shall appoint an actuary or actuaries, being a Fellow or Fellows of the Institute of Actuaries or of the Faculty of Actuaries, to hold office so long as the Management Committee with the like assent shall determine, who shall make an investigation of the financial position of each section of the amalgamated fund separately as at the 31st December 1972 and thereafter at intervals of 5 years or such less interval as the Management Committee with the like assent shall determine, and shall report thereon to the Management Committee who shall furnish a copy of the report to the Board and to the Sectional Committees. For the purposes of this paragraph the part of the LNER section of the amalgamated fund which relates to persons admitted to the London and North Eastern Railway Superannuation Fund before the 1st June 1957 and the remaining part of that section shall be regarded as separate sections of the amalgamated fund.

4. The Medical Officer of the amalgamated fund shall be a medical officer or medical officers appointed by the Management Committee but if no such appointment is made any medical officer or medical officers appointed by the Board shall exercise the functions of the Medical Officer.

SCHEDULE 5

ACCOUNTS AND AUDIT

1. The annual accounts of the amalgamated fund shall be prepared as at the 31st December each year.
2. The annual accounts, together with a report thereon by the Auditors, shall be presented to the Management Committee at a meeting to be held not later than 21 days before the Annual Meeting in each year.
3. The appropriate Sectional Committee may in their discretion on the written request of a member authorise the inspection by him of the records of the amalgamated fund.
- 4.—(1) The accounts shall be made up separately for each section and for the amalgamated fund as a whole.
 - (2) For the purposes of the accounts there shall be credited to each section of the amalgamated fund, as at the amalgamation date, the book value of the assets of the existing fund to which that section corresponds.
 - (3) There shall be debited to each such section from the amalgamation date onwards all the expenditure from the amalgamated fund which is incurred in respect of members and beneficiaries of the section concerned.
 - (4) There shall be credited to each section from the amalgamation date onwards all the income of the amalgamated fund applicable to that section and all the income of the amalgamated fund which arises under Article 8 of this Order and which is certified by the Actuary to relate to that section.
 - (5) All the investment income and other income which arises in respect of the assets of the amalgamated fund shall be apportioned between the sections in such a manner that each section is credited with the income which arises in respect of those assets which are treated by the Board for this purpose as being attributable to that section. In calculating income for the purpose of this subparagraph account shall be taken of the net profit or net loss resulting from the realisation of any of the investments or other assets of the amalgamated fund.
 - (6) All other income and expenditure of the amalgamated fund shall be credited or debited to such sections as the Board shall determine.
5. The accounts for the LNER section of the amalgamated fund shall show separately the figures for the part of that section which relates to persons admitted to the London and North Eastern Railway Superannuation Fund before the 1st June 1957 and the part of that section which relates to persons admitted to that fund on or after that date and to persons admitted to the LNER section of the amalgamated fund on or after the amalgamation date, and for this purpose the provisions of paragraph 4 of this Schedule shall have effect as if those parts were separate sections of the amalgamated fund.