

UNDERGROUND ELECTRIC RAILWAYS COMPANY OF LONDON LIMITED

At a Board Meeting held at the Offices of the Company, 55, Broadway,
Westminster, London S.W.1.

on

Thursday, 7th February 1929

PRESENT

The Rt. Hon. Lord Ashfield, In the Chair
Mr. H. A. Vernet, Deputy Chairman
Brigadier General the Hon. A. M. Asquith, D.S.O.
The Rt. Hon. Earl of Bessborough, C.M.G., J.P., D.L.
Sir James Devonshire, K.B.E.
The Rt. Hon. Lord Farrer
The Rt. Hon. Sir R. S. Horne, G.B.E., K. C., M.P.
Col. Sir Herbert Jekyll, R.E., K.C.M.G.
The Viscount Knutsford
Mr. Gordon Leith, C.B., C.B.E.
The Rt. Hon. Lord Newton, P.C., J.P., D.L.
Mr. E. R. Peacock
Mr. F. Pick
Mr. C. J. Cater Scott
The Rt. Hon. Lord Southborough, G.C.B.

IN ATTENDANCE

Chief Engineer (Railways), Chief Stores Superintendent (Operating Companies), Commercial Manager (Operating Companies), Operating Manager (Railways), Comptroller & Accountant, Solicitor, and Secretary & Treasurer of the Company.

3777 The Minutes of the Board Meeting held on the 3rd January 1929, were confirmed and signed.

3778 Apologies for absence were reported from the Rt. Hon. Lord Colwyn.

3779 ASSOCIATED ACCEPTANCES LIMITED

The Chairman referred to Minute No. 3741 of the 1st November 1928 and reported that "Associated Acceptances Limited" had been duly

incorporated, and that in connection with the formation of that Company this Company had financed the following:-

7 Shares of £1 each (fully paid) registered in the names of the Company's nominees (transferred from the subscribers to the Memorandum)

£ 7

300 Shares of £1 each (fully paid) registered in the names of the Directors – the Company's nominees

£300

£307

He further reported that Associated Acceptances Limited now required to be provided with working capital with which to commence business, and suggested that this Company apply for the allotment of 693 Shares of £1 each fully paid and 50,000 Shares of £1 each ten shillings paid, making a total investment of 51,000 Shares and the cost £26,000.

It was RESOLVED that the arrangements be approved and confirmed: that an application be sealed for the 693 fully paid Shares and 50,000 Shares ten shillings paid, and that the Secretary be and he is hereby authorised to pay the amount due on allotment and the further calls in respect of the 50,000 Shares as and when required by Associated Acceptances Ltd.

3780 RETIREMENT OF EXECUTIVE OFFICERS APPOINTED TO BOARDS OF DIRECTORS

The Chairman mentioned the fact that during recent years Officers have been appointed to the Boards of Directors of various Companies and have continued under the terms of their appointments to exercise full Executive functions, and indicated that it was desirable that the question of their position when retiring as Executive Officers should be definitely determined.

He therefore recommended and it was RESOLVED;-

- (1) That any sums paid to such Officers for their services shall be regarded entirely as salary no portion of their remuneration being in the nature of ordinary Directors fees.
- (2) That for the purpose of accounting only it will be in order for an agreed percentage of the salary to be debited to Directors Fees Account.
- (3) That the amount of salary shall be used for the purpose of calculating the superannuation payment.

(4) That any Executive Officer appointed to a Board of Directors shall conform in every respect to the rules and regulations of the Superannuation or Endowment Funds of which he may be a member and especially shall resign his appointment as an Officer on reaching the specified age for retirement. In addition he will also resign from his Directorship in accordance with an undertaking entered into at the time of the appointment as a Director. Nothing shall prevent the Boards from re-electing as a Director an Executive Officer who has retired and become a superannuitant, and in this event the Officer on re-election as a Director shall be entitled to such fees as are usually applicable to the office.

3781 LONDON & SUBURBAN TRACTION COMPANY LIMITED

The Chairman proposed that in regard to the London & Suburban Traction Co. Ltd. a similar practice should be followed as with the Common Fund Companies during past years, viz. that the Chairman of the Underground Electric Railways Company of London Ltd. in addition to being Chairman of the London & Suburban Traction Co. Ltd. should also be Chairman of its subsidiaries, the present Chairmen of the subsidiary Companies to become Deputy Chairmen.

In regard to Sir James Devonshire, who would become Deputy Chairman of the North Metropolitan Electric Power Supply Company, the Chairman explained that Sir James would retire from his appointment as Managing Director of that Company and that a suitable pension would be arranged for him in this respect.

It was RESOLVED to approve.

The Chairman took the opportunity of congratulating Sir James Devonshire on the creditable record of progress and development which had been achieved whilst that Company had been under his control.

3782 CO-ORDINATION OF LONDON TRAFFIC

The Chairman referred to the Bills of the London Electric Railway Companies and the London County Council for the co-ordination of London traffic and indicated that considerable opposition would have to be faced in the House of Commons, but he hoped the matter would be brought to a successful issue: that the Main Line Railway Companies were at present in opposition to the scheme, but Sir Herbert Walker had indicated that so far as the Southern Railway Company is concerned they would not oppose the Bills, and would be prepared to enter into an agreement. The suggested basis was that the Underground Group of

Companies should have complete freedom of action in the Metropolitan Police area and that outside that area and within the London traffic boundary the operation of the traffic should be controlled by a separate Company on partnership terms, the Directors of such Company being appointed as to one half by the Southern Railway Company and as to the other half by the Underground Group of Companies.

3783. OPERATING RESULTS OF ALL COMPANIES TO 31ST DECEMBER 1928

A statement was submitted showing the results of the working of the associated Companies for the year ended 31st December 1928, together with the various rates of dividends which had been recommended for payment by the Boards of the respective Companies, and also Provisional Certificate from the Company's Auditors.

A letter dated 7th February 1929 from the Auditors was also submitted drawing attention to a statement accompanying such letter in regard to outstanding Discounts, Commissions, etc. in the Company's books, which was noted for future action.

The Chairman having discussed the year's operations:-

It was RESOLVED that a final dividend for the year ended 31st December 1928 on the Ordinary Shares of the Company of 4 per cent be recommended for payment on the 15th March 1929, making with the interim dividend of 3 per cent paid on the 3rd August 1928, a dividend for the year 1928 of 7 per cent.

It was FURTHER RESOLVED that for the payment of the dividend the transfer books of the Ordinary Shares of the Company be closed from the 21st February to the 7th March 1929, both days inclusive.

3784. PRELIMINARY NOTICE TO STOCK EXCHANGES AND THE PRESS

It was RESOLVED that in view of the period which will elapse before the confirmation of dividends by the various Companies in General Meeting, a communication be made to the Stock Exchanges and the Press to the effect that, subject to audit this Company will be able to meet the full interest on the 6% First Cumulative Income Debenture Stock and 6% Income Bonds, and further, to recommend the payment of a final dividend on the Ordinary Shares of the Company of 4 per cent and carry forward £262,504.

3785. SPECIAL BOARD MEETING

It was RESOLVED that a special meeting of the Board be held on Thursday the 21st February 1929 after the conclusion of the Annual Meetings of the Common Fund Companies for the purpose of passing the formal resolutions in regard to the interest on the 6% First Cumulative Income Debenture Stock and 6% Income Bonds, and the payment of a dividend on the Ordinary Shares.

3786 TRAFFIC STATISTICS

A statement was submitted showing traffic statistics for the 45/7th weeks to the 2nd February 1929 compared with the corresponding period of the previous year.

3787 ESTIMATED FINANCIAL RESULTS – ASSOCIATED EQUIPMENT CO. LTD.

A statement was also submitted showing the estimated financial results and general statistics of the Associated Equipment Co. Ltd. for the five weeks to the 31st December 1928 and for the aggregate of 53 weeks to that date compared with the corresponding period of the previous year and also showing the cash position and capital position at 31st December 1928.

3788 CASH STATEMENT

The Secretary & Treasurer submitted Cash Statement (No. 157) from the 31st December 1928 and to the 29th January 1929 showing Cash Accounts and Treasury Bills amounting to £5,158 and other investments (book value) £16,801,385: loan to the Associated Equipment Co. Ltd. £255,000: loan to the London & Suburban Traction Co. Ltd. £14,000: loan to the Union Construction Co. Ltd. £8,571,6,8: Loan to the Union Surplus Lands Co. Ltd. £58,000: loan from the London General Omnibus Co. Ltd. £1,010,000.

It having been reported that the Certificates from the Bankers agreed in every instance with the balances shown on the Cash Statement –

It was RESOLVED that the Cash Statement be received and that the drawing of cheques as indicated thereon be and the same is hereby approved and confirmed.

3789 CAPITAL STATEMENT

A statement showing the capital position of the Company as at 31st January 1929 was also submitted.

3790. DOCUMENTS SEALED

The Secretary & Treasurer reported that the Seal of the Company had been affixed to the following document, for which approval was asked:-

This Company and the London General Omnibus Co. Ltd. Agreement to secure advances.

Also to Stock Certificates for -

£783,985 5% First Mortgage Debenture Stock

14,386 6% First Cumulative Income Debenture Stock

887,665 Ordinary Shares of £1 each

as per details shown in the Certificates Cancelled and Issued Books which had been signed by the Directors.

It was RESOLVED that the sealing of the abovementioned documents be and the same is hereby approved and confirmed.

3791 5% FIRST MORTGAGE DEBENTURE STOCK – REPORT OF ALLOTMENTS

The Secretary & Treasurer referred to Minute No. 3737 of the 1st November 1928 and reported that between the 28th December 1928 and 25th January 1929, £769,222 of 5% First Mortgage Debenture Stock had been allotted, Nos. 1611 to 2257 on Allotment Sheets, making with the £1,939,400 reported at the last meeting, £2,708,622 allotted to date.

3792 EXCHANGE OF INCOME BONDS FOR ORDINARY SHARES

With reference to Minute No. 3773 of the 3rd January 1929, the Secretary & Treasurer reported that up to the 1st February 1929 6% Income Bonds to the value of £2,089,140 had been deposited and 1,989,317 Ordinary Shares of £1 each had been allotted in exchange, and cash payments made totalling £357,300.

3793 LOST COUPONS OFF 6% INCOME BONDS

The Secretary & Treasurer reported that Mr. Harry Frank of 215 Willesden Lane, London N.W.6. had reported the loss of Coupon No. 37 off 6% Income Bonds Nos. 40210, 40221, 45844, 46665/74, 50115/31, 69656, 73397 for £20 each and No. 2065 for £200, and asked that the value of the lost coupons might be paid to him. That Statutory Declaration and Letter of Indemnity duly completed had been received.

It was RESOLVED that the value of the lost coupons be paid by cheque.

Newton [signed]

Ashfield [signed]
CHAIRMAN.