



## West Somerset Railway Association **CONSULTATION PAPER**

This paper has been written to focus discussion on a series of decisions that need to be made to take the West Somerset Railway Association forward from October 2016. It is intended that responses by members to this paper will enable the trustees to draft a Development Plan for endorsement at the October General Meeting.

### **Responses**

The trustees are keen to receive as full a response as possible from Members. Throughout the paper a series of questions and discussion points are set out. At the end of the paper these are collated together in a summary questionnaire. (This questionnaire is also available in electronic form on the Association website [www.wsra.org.uk](http://www.wsra.org.uk) ) Members can respond using this questionnaire or in any other way they wish. Responses should be sent by e-mail to [consultation@wsra.org.uk](mailto:consultation@wsra.org.uk) or by post to:

Consultation, WSRA, Bishops Lydeard Station, Bishops Lydeard, Taunton TA4 3BX.

A Consultation Meeting for Members will be held on Sunday 24<sup>th</sup> July when Members will have an opportunity to question Association Officers and to make points in person. (Full details of the meeting arrangements have been made available separately to Members.)

Members are requested to give all responses to this paper by **Monday 1<sup>st</sup> August** at the latest.

West Somerset Railway Association  
Bishops Lydeard Station  
Taunton TA4 3BX  
Somerset  
June 2016

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# 1. Introduction

## 1.1. Background

Members will be aware that a new group of Trustees were co-opted after the Emergency General Meeting (EGM) on 27<sup>th</sup> February. (For a short interim period a group of “emergency trustees” were appointed at the 27<sup>th</sup> February meeting. The co-option posts were subsequently advertised and finalised with effect from 4<sup>th</sup> April.)

The present trustees are:

Frank Courtney (Chair)  
Michael Rowe (Vice-Chair)  
Nigel Adams  
Barrie Childs  
Magda Davies  
Will Foster (w.e.f. 8:6:16)  
Rodney Greenway  
Martyn Snell  
Simon Stretton  
Roger Thompson (w.e.f. 8:6:16)

Company Secretary: Paul Whitehouse  
General Manager: Jackie Green

Prior to the EGM, a report had been published entitled *The Road Ahead* produced by a group chaired by an independent consultant Robin Coombes, appointed by the former trustees. The report is referred to generally as the “Coombes Report”. It was widely circulated and is available at: <http://wsra.org.uk/wp-content/uploads/2016/04/WSRA-review-The-Road-Ahead-2015.pdf> The Report included a number of proposals for the development of the Association and reference to this report will be made throughout this paper.

It has taken the present co-opted trustees longer than anticipated to gain full control of the Association, which has had some impact on the amount of background development work they have been able to undertake. However they are now confident that have sufficient information to enable Members to make informed choices about how they want the Association to develop in the future.

Some of the work of the co-opted trustees has been to do with ensuring appropriate governance procedures are fully in place and operational, and also determining what action, if any, needed to be taken to respond to the actions of the former trustees. This Paper includes summaries of the work undertaken in both cases, and Members’ views are sought on the progress that has been made, as well as any views on what else needs to be done. Some of these matters are relatively complex and we have done our best to summarise these as succinctly as possible.

## 1.2 The Consultation Process

Each subsequent section of this Consultation Paper includes, at the end, a short series of discussion points or questions. We are seeking responses on these points, which will be taken into account in drawing up the Development Plan. It is inevitable, and appropriate, that members may differ between themselves as to the way forward on specific matters. It is the role of the trustees to draw these responses together in a coherent way, and then to re-present them to the members in the form of the Development Plan. We need to recognise that we are not going to agree unanimously on every single aspect of development: what the

trustees have to do is to ensure that the Development Plan addresses the aspirations of the majority of the members. They also have to ensure that the Plan is deliverable, and makes coherent sense, without any internal contradictions.

At the back of this document is a tear out form, which members may wish to use for their responses, or they may wish to simply write them on a sheet of paper or in an e-mail. Details of how, when and where to send responses are given on the front cover of this paper.

## 2. The Purpose of the Association

### 2.1 Introduction

A fundamental feature of the Development Plan will need to be clarity about the purpose of the Association. We need to try to achieve some consensus amongst all of us, as to what those are. We need to be careful not to fall into the trap of, on the one hand making the statement of purpose so general that everyone is satisfied whilst, on the other hand, it is so general as to be fairly meaningless. Those directing the Association in the future will need to be held to account on the basis of how far the Association is achieving its agreed purpose.

We need to make sure that any statement of purpose helps to build and develop the Association and does not act as a substantial constraint. (In the past, the comment that “we can’t do that because of the Articles, or the Charities Act,” has been all too familiar.) In other words the statement of purpose needs to be a framework for development, not a close constraint. Equally the purpose should be sufficiently clear that no new management team, in years to come, can move off into areas which were never agreed by the membership.

In drafting a Development Plan, a key question is whether it should *define* the activities that the Association should undertake, or whether it should leave some flexibility for addressing opportunities as they arise. It is important to recognise that many of the difficulties of recent years have arisen because of (mainly well intentioned) opportunistic moves by various groups of former trustees. The question that needs to be resolved is “how much flexibility should they be given from now on?”

This section also includes reference to the processes by which the Association should operate. These need to be explicit and not simply assumed.

The present objects of the Association, as stated in the Articles (see Appendix 1) permit all the activity proposed in the aims listed below, but it may be helpful to reword them so that they are clearer, and in particular refer to the West Somerset Railway rather than “railways in the south west.”

The matter of whether the Association is a charity has been the subject of debate from time to time. The present trustees take the view that it should remain so, not least because the benefits accruing to the Association from charitable status appear to outweigh the disadvantages of removing it. A sensible interpretation of the objects should allow the Association to support the railway.

### 2.2 Proposed Mission, Aims and Objectives

#### Mission

The Mission of the WSRA is to be the primary membership organisation supporting the West Somerset Railway.

#### Aims

1. To enable individuals and external corporate organisations to have a supportive and interactive role with the West Somerset Railway;
2. To channel the support of those individuals and external corporate organisations, so that it is beneficial to the development of the West Somerset Railway;
3. To promote the historical and heritage aspects of the West Somerset Railway, including appropriate support to allow continued running of heritage trains on the line;
4. To engage with young people, and to educate people of all ages, in the potential and excitement of active involvement in a heritage railway;
5. To raise funds, through the members, through appeals, through grant applications and in any other appropriate way to support the development and sustainability of the West Somerset Railway;

6. To work collaboratively, and in a mutually supportive and open way with all other organisations supporting the West Somerset Railway, and in particular the West Somerset Railway PLC, and through the Partnership Development Group together with any other appropriate forum.

### Objectives

1. To grow the membership, including through corporate membership;
2. To identify pro-active ways of working with young people, and of promoting engagement of new individuals in active participation in the railway;
3. To increase “non-membership” income;
4. To determine, guide and monitor the future role and strategy of WSRA (Promotions) Ltd;
5. To ensure there is a continuous process for monitoring the nature and role of assets owned by the Association and to ensure that their ownership and development contributes to the aims of the organisation;
6. To improve all working business practices, including all financial procedures, to make them fit for the purpose of supporting the aims;
7. To ensure that the members are kept fully informed and involved in decision making, in accordance with industry best practice;
8. To ensure that the trustees fully understand their responsibilities and to ensure that there are procedures and protocols in place to ensure that they practice them;
9. To ensure that there is in place a coherent communications strategy which contributes effectively to the achievement of the aims;
10. To ensure that the paid staff are supported in a fully professional fashion, and that where necessary, the roles and functions of staff are regularly reviewed so that they are enabled to make the maximum contribution to the achievement of the WSRA aims.

### **CONSULTATION POINTS ABOUT THE PURPOSE**

1. Do you agree that the Association should remain a charity?
2. Do you agree with the Mission Statement? If you think it should be different, could you please summarise what you think it should say?
3. Do you agree with the Aims? Should there be additional Aims? Are any of the proposed Aims redundant?
4. Do you agree with the Objectives? Should there be additional Objectives? Are any of the proposed Objectives redundant?

## **3. Membership**

### **3.1 Introduction**

The Association only exists because of its members and to serve the wishes of its members. The Association is actually the grouping of members together. To a significant extent this seems to have been forgotten by some generations of trustees, who have become pre-occupied by the management of the organisation or by imposing their own views of how they think the organisation should develop. Demonstrating leadership is different from imposing one's views.

Only the members can answer three related questions, and the answer may be different for each individual. First, why did you join the organisation, second, what do you want from it and third, what are you prepared to give to it? The Association has never carried out an in depth survey of membership motivation, and the present consultation process is probably the most extensive review of members' opinions so far.

It is important to recognise that there are at least two main groups of members. The first are what may be described as those having a general interest in the railway, but no regular active involvement, whilst the second are active volunteers. Over time, members may move from one group to the other. Clearly these groups have different objectives in their membership and, for example, many – if not most – active volunteers have access to low cost or no cost travel on the railway, so do not see this as a significant benefit from the Association.

Members also need to remember that the situation with regard to volunteers has changed over the last few years. The days when almost anyone could turn up and be given a safety critical role have long gone. The PLC has responsibility for the Safety Management System and therefore has to take "ownership" of the volunteer workforce, whether this is operating part of the PLC operation or serving on Association owned property or rolling stock. This means also that the PLC has to have the primary role in volunteer safety related training.

### **3.2 Why do Members join?**

Anecdotal evidence suggests that most members join because they wish to be more closely associated with the West Somerset Railway, and to "support it" in a general way. Some members – in our experience a minority – have joined only to receive the Journal, or only to have free travel. Many members are both members of the Association and shareholders of the PLC.

Successive trustees have worked to keep the subscription levels to relatively modest levels, comparable to other similar organisations. The reclamation of Gift Aid from HMRC is a significant financial benefit to the Association, but there are restrictions on what benefits can be given in return. The Government is currently consulting about these with a view to simplifying the arrangements, so it may be best to wait and see what is proposed.

### **3.3 What do Members want?**

It is clear that the Journal is valued by most if not all members. Each issue costs at least £8000 to print and distribute, which with the current four issues a year totals £32,000. About a third of members have lodged their e-mail address with the Association and are the recipients of an irregular electronic Newsletter. The Association has a website, which contains some news items, and Facebook and Twitter feeds publish information. Some information is also made available through other channels such as the [wsr.org](http://wsr.org) website and occasionally through the National Preservation forum ([www.national-preservation.com](http://www.national-preservation.com)) which carries an exclusive thread for West Somerset Railway Association matters. There is therefore a wide variety of "news" type information available.

This means that the one-time function of the Journal to publish up to date news items has diminished. On the other hand it draws together news and wider perspectives. The high quality production is seen to be an attractive feature. Some suggestions have been made that the Journal should be published electronically but this suggestion appears to appeal only to a minority, at the present time.

As members will know, the provision of free travel on the railway is no longer financially viable, and the Association has moved to a flat rate reduction of 25% of the normal fare. The standard annual Association membership rate is currently £20, whilst the cost of an adult rover ticket is £19. Whilst it is recognised that the provision of privilege tickets is a very contentious issue, it is difficult to see how the Association (or the PLC) could legitimately fund a significantly higher subsidy than at present. Nevertheless this needs to be kept under review, and trustees may need to look at innovative approaches.

As has been already noted, the provision of low cost travel is often of very limited interest to regular volunteers.

There may be other aspects of involvement that Members are interested in. Guided “behind the scenes” visits may be of interest although this tends to be available in any case during special galas. There is more social involvement available through two active groups, in the Taunton area and in the Home Counties, for individuals living in those respective locations. There may be interest in initiating groups in other locations.

It has been suggested that there might be a “tiered” membership, with members receiving a greater number of benefits depending how much they subscribe. This would need further investigation to determine how it would work in the context of the Association.

### **3.4 What are members prepared to give?**

In addition to their regular subscription, members are approached for further donations from time to time. It is important that members do not see themselves as being only of interest to the Association management for their fund giving capability, although it has to be said that many charitable organisations make frequent appeals to their membership for additional funding support.

Members can act as important ambassadors for the railway, making their family, friends and work colleagues aware of what it has to offer. It is perhaps important that we seek to encourage and support this. Over the last few years members have been understandably less enthusiastic about their membership (and some members have resigned), but membership should surely involve an enthusiasm for involving others in the same interest.

One of the most valuable thing that members can give is time. The railway always requires help from people with all sorts of skills, expertise or experience. Sometimes members are interested in developing a new skill (away from the “day job”) to benefit the railway. By no means does this help and support need to be provided physically in West Somerset, although that is always welcome. The Association should have a better way of harnessing and developing this support.

#### **CONSULTATION POINTS ABOUT MEMBERSHIP**

1. Why did you join the Association?
2. Do you want the Journal to continue in its present form? Would you prefer the Journal in electronic form?
3. Should the Association develop a more substantial web and social media presence?
4. Is concessionary travel important to you?
5. Should the Association appeal more often to members for funds?
6. Should the Association do more to encourage active involvement of members?
7. Do you think that consideration should be given to introducing tiered membership?

## 4. Governance and Management

This section summarises the work that is being done to improve the Association's governance since the February General Meeting. The work is based on refining existing or drafting new policies and processes to demonstrate the Association is correctly operated and managed.

The structure and correlation of the WSRA policy and process documents are listed below. The list is evolving as the trustees discover gaps in existing processes or as the board adopts new policies.



Wherever possible policy items will be kept brief and use is made of existing external model documents from The Charity Commission, HRA and other professional bodies.

A typical policy is included below for information and to demonstrate content.

# WSRA Trustees Code of Conduct

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Policy T1 May 2016

*Leadership - It is the board of Trustees who must provide the intrinsic leadership and direction at the top of the Association; establish and maintain its vision, mission and values (the strategy). It is the role of managers to carry through this strategy on behalf of the Trustees.*

1. Trustees role - The board of Trustees are primarily responsible for:
  - 1.1. determining the Association's vision, mission and values
  - 1.2. determining the strategic objectives and policies
  - 1.3. monitoring progress towards achieving the objectives and policies
  - 1.4. appointing senior management and WSRA (Promotions) Directors
  - 1.5. accounting for the Association's activities to its members
  - 1.6. engaging positively with all stakeholders on the railway
  
2. Director's duties – Trustees are Directors of the company and need to be aware that they are personally subject to statutory duties in their capacity as Directors of a company. The seven general duties of Directors are:
  - 2.1. to act within powers in accordance with the company's constitution and to use those powers only for the purposes for which they were conferred
  - 2.2. to promote the success of the company for the benefit of its members
  - 2.3. to exercise independent judgement
  - 2.4. to exercise reasonable care, skill and diligence
  - 2.5. to avoid conflicts of interest (see Appendix A)
  - 2.6. not to accept benefits from third parties
  - 2.7. to declare an interest in a proposed transaction or arrangement
  
3. Collective responsibility - Trustees are equally responsible for the consequences of the decisions taken, they should fully support and abide by the decisions (whether or not he or she participated in the decision making process), otherwise they should resign from the board.
  
4. Delegated Authority – Individual Trustees have no delegated financial authority. All expenditure by the Association will be approved by the Board. This policy includes purchases, contracts, leases and any other form of third party agreement. The roles of Chairman, Vice-Chairman, Company Secretary and General Manager have the following signing authority for expenditure.

Role	Board approved
Chairman plus Company Sec.	Unlimited
Vice-Chairman	Up to £100,000
General Manager	Up to £50,000

5. Decision making between meetings and Chairman's action – the Board has approved a policy to cover this matter. (see Appendix B)
  
6. Public communications – is primarily the role of the Chairman, Vice-Chairman and Company Secretary. Trustees are free to communicate general policy matters where these have been agreed at a Board level.

From time to time specific items under action by the Board will require to be held in confidence until they are concluded.

7. Dealings with Staff and Volunteers - the employment terms, engagement and discipline matters of staff and volunteers will be communicated to the person concerned by their line manager and in the case of the General Manager by the Chairman or their delegated deputy.
8. Dealings with the trading Company – WSRA (Promotions) Ltd must operate with clear boundaries (a 'Chinese Wall') between it and the Company. The trading company will operate in the best interests of the Company at all times. One or more Trustees will be appointed to the trading Board to ensure compliance in this respect. Other Trustees engaged in activities for the trading company do so as volunteers and not as Trustees.

*This policy has been prepared from model documents available from the Heritage Railway Association, the Institute of Directors and the Charity Commission.*

## Appendix 4A – Conflicts of Interest

The following policy was discussed and agreed at the meeting of the Trustees on 15<sup>th</sup> March 2016.  
(Actual contents removed for brevity in this context)

## Appendix 4B - Decision making between meetings and Chairman's action

The following policy was discussed and agreed at the meeting of the Trustees on 15<sup>th</sup> March 2016.

1. Decisions beyond the General Manager's remit which affect the organisation will certainly arise between Board meetings and need to be addressed.
2. The General Manager is responsible for informing the Chair (or in his absence the Vice-Chair) and take his direction.
3. At this point the Chair's role is pivotal; how he chooses to deal with making and taking a decision.  
[Decisions are *made* by a process usually including others, but *taken* by an authorised person or by the Board as a whole.]
4. The Chair makes three basic judgements:
  - 4.1. How urgent is this decision? Now, soon or wait till the next Board meeting?
  - 4.2. How contentious or significant might it be to the Charity Commission, in the public domain or amongst Board members?
  - 4.3. How well-informed and/or sure is he of the facts?
5. In his deliberations, the Chair interprets and applies what are the Board's existing agreed policies from which a logical response may follow.
6. He then steers a process of consultation, usually involving the Vice-Chair and the Company Secretary, and any other trustee with relevant knowledge, but rarely involving the whole Board, and then takes the decision if it should not wait.
7. Finally, the matter is reported back to the Board at its next meeting accompanied by report in advance if necessary.
8. At this point, the Board can express its views and could reprimand the Chair (in the absence of any staff). He could also quite reasonably be asked to "consider his position".

### CONSULTATION POINT ABOUT GOVERNANCE

1. Do you agree with the framework and content? If you think it should be different, could you please summarise what you think it should contain?

## 5. Association Assets

### 5.1 Introduction

Over many years Association members and trustees have worked to acquire various assets which they have seen as potentially beneficial to the West Somerset Railway as a whole, in the short term. After a period of stress in the Association it would be relatively easy in the aftermath to take precipitate actions, which are later regretted. All the Association's assets were acquired because their potential, to enhance the railway, was seen at the time they were acquired.

Nevertheless, times change and situations evolve, so it is sensible to review the purpose and potential of the Association's assets.

It is also sensible to consider the future protection of these assets. The previous trustees appeared to have a somewhat cavalier approach to the Association's various assets, which is demonstrated by their sale of the shares in locomotive 4160 at a level below their independently assessed value. Whilst we all hope that the lessons have been learnt by all of us, at present there is no formal safeguard that some future group of trustees could not follow the same path. They might very well claim they had unique insight into the railway's needs, as did our predecessors, but the judgment of this (we hope fictional) future group might also be flawed. In our view it is very important that we put in place safeguards so that this is entirely ruled out as a possibility. Members will need to consider these options, which we will come back to later in this section.

### 5.2 Locomotives and other Rolling Stock

The WSRA has over the years assembled a collection of rolling stock including two steam locomotives, and several other items.

#### Locomotives

The Association owns two steam locomotives. These are a Manor Class 4-6-0 No.7821 and an ex GWR small Prairie (2-6-2 tank) No.4561. 7821 was purchased more recently with funds raised by the sale of pannier tank No.6412 to the South Devon Railway. 4561 was purchased in the 1970s and is considered by some to be a key part of WSR history.

Key to any decisions by the WSRA concerning the future of these two locomotives are the intentions of the Plc. Several meetings have been held to explore the various issues.

7821 would be of use to the Plc throughout the operating season and there are synergies with the Plc owned 'Manor' number 7828, in terms of maintenance. 7821 currently resides in STEAM Museum, Swindon. It is under cover, and it is currently at the beginning of a five year loan agreement with annual break clauses. The current assessment is that, based on experience with 7828, a general overhaul will cost approximately £800K, depending partly on the amount of volunteer assistance available. The WSRA have an offer of future help in assessing a more accurate figure, hopefully to be available by the AGM. 7821 is a classic Great Western design and ideally suited to reasonable length trains on the steeply graded West Somerset Railway.

4561 is more problematic in terms of potential usage, although the Plc has indicated it would have a use for the locomotive. It has more limited haulage capacity, six coaches (historically it has hauled seven coaches successfully, as have class-mates numbers 5542 & 5553) and water capacity (again in the early days of the WSR it worked Williton to Bishops Lydeard to Williton including stop over without taking water hauling seven coaches.) This is an iconic GW locomotive class that in former days was frequently in use on the Minehead branch.

The small Prairie (4561) has had work carried out (approximately £400K spent) including boiler plate work. The boiler is currently at Buckfastleigh. The present intention is to return the boiler to Williton, pending decisions on future work, particularly fitting of stays. The 'bottom half' is currently at Williton, new frame fitted, but work held up through unavailability of funding. The best estimate for completing outstanding work is £200K. It is considered that the cost to complete the overhaul would be regained and more than if it were then sold.

The current ten year Plc locomotive plan indicates WSRA motive power would be very welcome from c.2017 onwards. It is also becoming more difficult to hire locos and other Heritage Railways have increasingly had to use diesel substitutes. The Plc increasingly seeks to either own locos or have assured long term working agreements.

The Association (as a Charity) can only sell the locos to the Plc at an established commercial price. It is unlikely that the Plc could raise such monies currently.

### Hauled Rolling Stock

There are eleven ex-BR Mark 1 carriages. Five of these are, or have been, part of the "Quantock Belle" set. This currently consists of 1 BSK 35408 ("Jupiter"), 1 RMB 1804 ("Aries"), 1 RU 1909 ("Orion") and 1 FO 3018 ("Meteor"). 1 BCK, W21174 ("Phoenix") is not currently part of the Quantock Belle set and is currently on loan to the Plc who find occasional use for it. The previous Trustees proposed selling the vehicle as being surplus to requirements. (It is configured for both First and Standard Class. Current Plc strategy is to maintain a one class railway, inter alia to minimise stock marshalling.)

There are five ex-BR Mark 1 TSOs currently in service with the PLC. These are numbers 4419 and 4911 and three purchased by the WSRA Home Counties Group, 4435, 4956 and 5024. These are all subject to long term agreements, with the PLC. There is no fee, the PLC is responsible for maintenance. (other than No.4419, currently £50 per day for initial 20 days per annum, effectively £1,000 pa.)

The eleventh is a FO 3131, currently awaiting restoration. The PLC is unlikely to require this unless it changes its policy re First Class and the QB set has no need for it in the foreseeable future. However, until the future of the Quantock Belle is fully agreed, it would seem premature to dispose of them.

The WSRA also owns the former Taunton area inspection saloon, called colloquially the 'Hawksworth saloon'. This vehicle finds occasional hired use and is potentially a major advertisement for the Railway and the WSRA. There is no doubt that this (and the Quantock Belle) require a more robust marketing strategy, and this is considered further in this paper in Section 7.3.

There are other vehicles including two ex SR PMVs and two CCTs one of which is on loan to the Railway's S&T Department. All of these if restored would make an excellent addition to the Railway's freight consist but currently are in the "nice to have" category.

### **5.3 Future Options for Rolling Stock**

As already noted, locomotives and other stock have been carefully acquired over several years, and there would have to be a strong argument to dispose of any item. At the moment the present trustees do not believe the disposal of any item is warranted. Informal approaches have been made to the Association over the last three or four months by other heritage railways to enquire whether the Association is interested in disposing of either locomotive. This in itself reminds us that these locomotives are not easily acquired. It is also worth commenting that there is still regret in certain quarters about the disposal of 6412 by the Association a few years ago, notwithstanding there was a vote to agree this. It would not now be easy for the railway to re-acquire a pannier tank locomotive despite the fact that in GWR and BR days, pannier tank locomotives were a habitual presence on the railway.

The present trustees now have a clear understanding of the approach and objectives of the Plc with regard to rolling stock. There has been extensive and open dialogue and all concerned can see how the Association's vehicles might fit into Plc policy in such a way as to support the present and future operation of the railway.

However it would be naïve to ignore or minimise the challenge this presents. The two locomotives alone will cost a total in the region of £1m (£800K for 7821 and £200K for 4561) to put back into service.

In terms of legal protection of assets an option might be to place the rolling stock assets in a new trust which includes membership of various members of the railway family (such as Plc, WSSRT, DEPG, WSRA etc) with a remit which ensures that disposal only takes place under certain carefully drafted constraints. This could be a way to ensure that all the rolling stock assets are, firstly, available to the railway as a whole, before other options are considered.

In the short term key objectives might be:

- Establish action plans for locomotives 4561 and 7821;
- Establish action plans for carriages W21174 and 3131;
- Ensure that appropriate business plans are in place for all WSRA rolling stock;
- Develop imaginative plans for use of the currently "spare" stock

#### **CONSULTATION POINTS FOR ROLLING STOCK**

1. Should 7821 and 4561 be retained for use on the WSR?
2. Should the existing range of other rolling stock be retained for use on the railway?
3. Should the present trustees examine options for setting up a separate trust to own the present Association rolling stock, in order to safeguard its future on the West Somerset Railway?

#### **5.4 Land Ownership and Tenanting**

The Association currently owns the freehold of approximately 13 hectares (33 acres) of land at Norton Fitzwarren and is the tenant of an area of about 0.2 hectare (0.5 acre) (Sherrings Yard) at Williton adjacent to Williton Works. These will now be considered separately.

##### *Norton Fitzwarren Triangle: Background*

The Norton Fitzwarren land (known as the Triangle) was carefully acquired over a period of a few years by the actions of Association members with a view to its future use by the Railway. The land includes the substrate for the "double triangle" of tracks and area currently used by the stone reclamation plant operated by Luffman's. The land is also used annually by the Steam Fayre.

The tracks on the triangle are owned and maintained by the PLC and there is a running agreement between the WSRA and the PLC governing use of these tracks. There are also contracts in place between the Association and (a) the PLC and (b) Luffman's governing the use of the stone reclamation plant. There is an informal agreement in place with a local farmer concerning use of the land for sheep grazing, in return for which the farmer supports and assists land management arrangements including fencing.

The largest portion of the land is wet pasture and floods in wet winters. The land rises up towards its north-west boundary and several acres, alongside the stone reclamation plant are better drained. The railway track being on a low embankment is not normally susceptible to flooding.

### Norton Fitzwarren Triangle: Consideration

The railway triangle is an enhancement to the operating potential of the railway, enabling locomotives (and whole trains) to be turned at the southern end of the line. At the moment it is only in limited use for this purpose, except at galas. This facility is also available to Network Rail. The stone reclamation plant, so long as it exists, provides a useful facility, and generates income both for the Association and for the PLC.

It is difficult to see how the rest of the land could sensibly for used for any other purpose than it is at present. It lies within the green belt and much of it is poorly drained. It is assumed that the value of the land has risen considerably in recent years, though there has been no recent valuation.

There does need to be a rationale for the WSRA continuing to hold the land and that is not clear at the moment. At some time in the future the value of the land may be such that the Association comes under financial pressure to sell it and the present position is that if it failed to be able to be transferred to another charity, it would need to be sold at the highest price achievable.

Whilst most would agree that the triangle area needs to continue to be owned within the Railway family, this situation needs to be entirely secure. It may be appropriate to consider whether some other not for profit legal entity including representation from some other members of the railway family, and from local community representatives, would provide a safer long term basis for long term ownership of the land, and avoid any possibility of an unacceptable disposal. Advice we have received indicates that a company limited by guarantee with charitable status would fulfill these criteria, and ensure that the land was retained for West Somerset Railway use or benefit in perpetuity.

### Sherrings Yard

The Association holds a lease on an area of land adjacent to the Williton Restorations works, known as Sherrings Yard. The lease runs until September 2023, and there is an annual rent of £14,000 with a rent review due in 2018. There does not appear to be a break clause in this lease, and so the Association is committed to this expenditure for this period. The Plc has indicated that it wishes to see retention of Sherrings Yard for long term use of the railway family.

### The Railway Freehold

In 2014 the former trustees made a proposal to Somerset County Council to purchase the railway freehold. They made this proposal without consulting the Association members or any other members of the railway family. They asked members to endorse this policy at the 2015 Annual General Meeting in a resolution which was passed.

Following the February General Meeting the new trustees took the view that any action in this respect should be progressed through the Partnership Development Group (PDG), and they indicated to members that they would not be taking any action on the 2015 resolution. At the 2016 Annual General Meeting it will be important to regularise the position, and the present trustees propose to put forward a motion which will formalise progression of any discussions about the ownership of the railway freehold through the PDG.

Through the present consultation process, Members views are sought on this matter.

#### **CONSULTATION POINTS FOR LAND OWNERSHIP AND TENANTING**

1. Do you agree that transferring the land at Norton Fitzwarren currently owned by the Association to a new not for profit legal entity involving also other members of the Railway family, so that the land can be retained for Railway use in perpetuity should be investigated in depth?
2. Do you agree that the Association should continue to rent Sherrings Yard?
3. Do you agree that a resolution should be brought forward to the AGM to resolve that any future discussions about the railway freehold, which involve the Association, should be undertaken in the Partnership Development Group?

## **6. Fund Raising**

### **6.1 Background**

The Association has over the last decade raised less money and therefore been able to support fewer initiatives than in the past; the reasons are complex but primarily a lack of focus and/or effort. Traditionally fund raising has depended on Members, and particularly donations made by them when paying their annual membership fee, specific initiatives e.g. raffle and 50:50 club, legacies and somewhat 'half hearted' attempts to solicit funds for particular actions e.g. repair of a locomotive.

We suggest also that there has been a lack of imagination about fund raising. Even after several years of heritage railways, there is still no shortage of people who are willing to commit substantial sums to innovative and exciting projects, though anything which smacks of “more of the same”, or simply funding to support revenue is never an attractive fund raising target. Fund raising works best when there is a defined objective. It is vital that this objective matches the Association's, and that this in turn ties in with the needs of the greater railway family.

It is important that different members of the railway family do not compete with each for the same funds. This is not to suggest that any individual organisation (including the WSRA) should necessarily be constrained, but rather that there should be mutual exchange of information and, if necessary, some co-ordination.

### **6.2 The Fund Raising Approach**

If these objectives are lined up, and if the potential donors can see the attractiveness of the target, then large sums can be raised, and often quite quickly. We believe that it is realistic for the Association to raise the funds necessary to restore the Association's locomotives, broadly in the time it will take to undertake the restoration at an appropriate pace.

The first requirement is, of course, to grow and energise the Membership: a thriving purposeful and enthusiastic organisation plus a raised profile will increase donations. Soliciting new members is dealt with elsewhere in this paper (Section 3).

The Coombes Report recommended that fund raising by the WSRA should be “outside the railway boundary”. Whilst the logic of this is clear, it is predicated on other railway organisations maximising the “take” within the railway boundary. It also implies a discontinuity that may not exist in reality. For example, if an individual or group visits the railway they are very likely to be able to be persuaded to make a donation to the railway. If this is a large donation, then they might receive information about donor options whilst present on the railway, then go home make a decision (perhaps after receiving further information) and then make the donation. It seems to us the important aspect is to make sure the donation happens, rather than argue about who is to receive it. We understand that the Plc will shortly be developing a fund raising policy: we would recommend that the WSRA is fully engaged in that discussion, so that we ensure that throughout the railway all possible sources of funding, including donations, are maximised, using whichever organisation or organisations are most appropriate to solicit the funding.

Fund raising can and should take many forms. The WSR is almost unique amongst Heritage Railways in currently not selling brochures, raffle tickets etc. on trains. There is less encouragement around the Railway than in the past with posters encouraging support for the WSRA. Fund raising on the Railway should be in addition to that raised by the various station groups and other organisations e.g. PLC, DEPG and WSSRT. In addition to large funding packages or legacies, it is the many small donations that will provide the steady stream enabling the WSRA to support the many and varied small funding requirements, particularly educational e.g. support apprentices, the museum etc.

There is a requirement for the greater WSR to access various major funding streams e.g. the Heritage Lottery

Fund (HLF). The HLF is interested in supporting railway projects, not least because they demonstrate a commitment by volunteers which is unmatched elsewhere. The HLF gives priority to applications from charities, and would almost certainly look favourably on a project of less than £100,000 in the first instance. Other organisations which have demonstrated that they can handle small projects well have gone to larger ones with the help of the HLF. The Association is in the process of identifying a small project, with other partners in the railway, which might be suitable for such an application.

### 6.3 Key Objectives

The key objectives might be:

- To increase Membership numbers;
- To identify a small number of large imaginative projects;
- To work to identify large potential donors;
- To work with the Plc and other partners, through the PDG, to develop a coherent railway wide fund raising policy, into which the fund raising of the WSRA will fit;
- Ensure that small fund raising, raffle, brochures etc on trains are not overlooked and that there is a more active presence at Galas;
- Investigate web based funding options, eg "Easyfundraising", cloud funding etc;
- Encourage monthly commitments with a direct debit;
- Ensure that administration costs are constantly monitored and minimised.

To achieve these objectives there needs to be a fund raising plan.

#### CONSULTATION POINTS ABOUT FUND RAISING

1. Do you agree with the funding key objectives?
2. Are there any further objectives which should be included?
3. Do you have a view on whether any boundaries should be set to WSRA fund raising?
4. What would your priority for funds raised by the WSRA be?
5. Do you agree that there should be a fund raising plan?

## **7. WSRA (Promotions) Ltd**

### **7.1 Introduction**

WSRA (Promotions) Ltd is a wholly owned subsidiary of the Association. The net profit is covenanted to the Association each year, and has been until the 2015 financial year at least £100,000 per year. It needs to be recognised that Promotions is a general trading company controlled by its Directors. The Directors are appointed by the Trustees of the Association but are then given the responsibility to determine the policy and approach of the company. At the moment the Chairman of Promotions is also a Trustee (Simon Stretton) but the linkage of dual role is not essential, although good practice would indicate that at least one of its directors should be a trustee.

Promotions has over the last few years inherited or developed certain key areas of activity associated with the railway. Legally the formal constraints on Promotions activity are:

- The 2006 Companies Act;
- Constraints imposed, with agreement, by the PLC who acts as landlord in certain key locations;
- Constraints imposed by the Association, in its role as owner of certain assets, including the Quantock Belle dining car train.

It is perhaps time that the Association specified more precisely, and explicitly, the areas of work of Promotions that are appropriate, and acceptable.

This section of the Consultation Paper has been included for completeness in understanding the Association operation as a whole, and also because member's views on activity would be welcomed. However, for the following sub-sections it will be for the Directors of Promotions to decide how far to take them into consideration.

Members could, of course, decide to close the Promotions company, but the present trustees can see no advantage to the Association of doing this, and consider it would be highly detrimental to the development of the Association.

### **7.2 Restorations**

West Somerset Restoration is managed and funded by the WSRA (Promotions) Ltd. and is based in the Swindon Shed, which is a Grade II Listed building at Williton Station. The Swindon Shed was originally situated on the site of the Swindon Railway Works before it was moved to Williton in 1991. The team moved into the Swindon Shed from Minehead in 1995. Since settling in the engineering team has completed the overhaul of a number of locomotives, carriages and a wide variety of other railway vehicles. Although our core activities are mainly railway based, numerous commercial engineering tasks have been completed for a number of non-railway customers. The majority of our railway based projects are for private owners or other heritage lines.

The team strives continually to maintain and extend a range of traditional skills long thought lost to the UK. It is our intention to develop Williton as a centre of engineering excellence, which will enable future generations to experience and enjoy traditional engineering work as carried out in a bygone age. The machine workshop at Williton is well equipped with a range of traditional machine tools capable of serving our customers well into the future. The versatility, knowledge and skill of the team will enable working examples of our proud industrial heritage to be passed on to future generations.

No job is too small and no job should be considered too difficult. Jobs need not be of a railway origin - in fact the more unusual and challenging the better! The team draws expertise from many years of experience in traditional engineering and fitting skills enabling us to produce a wide range of high quality finished products and vehicles.

The financial performance of Restorations is managed on a commercial basis and each year its trading surplus is handed to the WSRA.

#### CONSULTATION POINTS ABOUT RESTORATIONS

1. Do you agree that WS Restoration should continue to be a commercial engineering facility supporting the Association?
2. Do you agree that its activities should continue to encompass non-railway based engineering restoration projects for commercial customers?

### 7.3 Quantock Belle and Hawksworth Saloon

The Quantock Belle set is owned by the WSRA and comprises 4 coaches, RMB 1804 Aries (bar and 22 seats), FO 3108 Meteor (42 seats), RUB 1909 Orion (Kitchen and 31 seats) and BSK 35408 Jupiter (generator, brake, dishwashing and pantry). It is a unique set of carriages. The Kitchen has recently regained the 5-star hygiene rating it unfortunately lost nearly 2 years ago. Use of the Quantock Belle set on the railway is managed by WSRA (Promotions) and includes but is not limited to: Sunday lunch dining train; Seasonal specials; Murder Mystery catering; GALA catering; Charters. As the only registered kitchen at Bishops Lydeard station it is also in demand for general food preparation, e.g. Cheese & Cider Specials.

Over the past couple of years, use of the Quantock Belle has developed to include joint initiatives with the WSR plc, including Murder Mysteries and Charters. These work well with costs and benefits being shared proportionally. There is potential to enhance and extend this model to more activities and also to increase and add value to the customer experience.

We believe there is scope for developing more activities for the Quantock Belle set and that there is a significant market for shorter duration QB experiences, i.e. less time in Minehead, as is currently being trialed with our Wednesday trains. We also think a different menu on some services might be welcomed, perhaps cold salad meals in high summer. Better marketing and advertising is considered essential.

For the last few years the Association accounts appear to indicate that the Quantock Belle has in effect operated at a loss, when maintenance and rolling stock development costs are fully apportioned. The Coombes Report proposed that the operation (and possibly the ownership) of the stock should be passed to the PLC. Clearly, given the charitable status of the Association, the Association would have to obtain “best value” if the ownership were to be transferred, and this is unlikely to be a financial priority for the PLC at the present time.

The Hawksworth designed Taunton Engineer’s Inspection Saloon (W80976W) was purchased by the WSRA for the railway in May 2012. Its use is managed by WSRA (Promotions) and marketed as a high-end experience, with inclusive food and drink, for up to 20 people. It needs some investment to bring the upholstery up to standard.

Neither of these assets are currently exploited to their full potential and they could be the WSR’s flagship operations. Both have potential to attract the relatively untapped corporate entertainment and high-end private markets. For this to happen there would need to be investment in marketing, training and a programme of upgrading and maintenance.

Some exploration of closer collaboration with regard to these vehicles is currently in progress with the WSR plc. Included in these discussions are several options for ways forward, including an option for the WSR plc to take over the operating contract from Promotions at some point in the future. There would need to be significant discussion around sharing of risk and responsibilities to ensure that both the heritage value and the WSRA’s interest in the vehicles is not diminished. In particular, should the PLC fail to be successful in making the Quantock Belle financially viable, the Association needs to guard against having to bridge the financial gap. The advantage to the railway and in utilising the WSR plc marketing machine, personnel and other operating

resources may bring advantages to the benefit of the overall operation and maintenance of these vehicles that the WSRA alone cannot deliver.

In the immediate future, we believe there is a significant market for shorter duration QB experiences, i.e. less time in Minehead, as currently being trialled with our Wednesday trains. We also think a different menu on some services might be welcomed, perhaps cold salad meals in high summer. Better marketing and advertising is considered essential.

#### **CONSULTATION POINTS ABOUT THE QUANTOCK BELLE AND HAWKSWORTH SALOON**

1. Do you agree that there should be a full marketing plan (including an investment strategy) for the Quantock Belle and the Hawksworth Saloon to enable them to become the flagship operations of the West Somerset Railway?
2. Do you agree that there should be further discussions with the WSR plc including exploring the option of them taking over the operating contract for these vehicles at some point in the future.

#### **7.4 Bishops Lydeard Shop and Café**

The shop on Bishops Lydeard station has come a long way from earlier days of location in a static railway carriage. Today it is a thriving shop and café run by a team of volunteers under the administration of retail manager Kate Beard, responsible to the WSRA Promotions General Manager. The team make excellent use of the limited space available to them and have concentrated on books, diecast and model railway items, especially following the closure of the Taunton Model Railway shop. The shop also carries a range of souvenirs.

The shop buildings are the property of the WSRA, whilst the land is part of the WSR plc lease from Somerset County Council. No ground rent is paid to the plc, but the WSRA funds the majority of the regular Bishops Lydeard general station costs. Additional and occasional station costs, such as lighting rigs for Christmas are jointly funded by negotiation.

The Trustees have noted the Coombes recommendation that this activity be transferred to the WSR plc, but ongoing discussions with the WSR plc directors have indicated that they are unlikely to wish to purchase the business that is the Bishops Lydeard Station shop and café, on the full cost basis that would be necessary. We will continue discussions focussed on trading in cooperation with the WSR plc rather than in competition with them.

The Association is now a full participant in the discussions concerning the development of the “Southern Gateway”, and it may be that in due course there will need to be further negotiated change in retail and catering at Bishops Lydeard, as the proposals evolve.

Current operational relationships with the WSR plc retail and catering department are developing positively. The two teams are now meeting together on a regular basis to ensure that as far as possible the customer gets a seamless experience of retailing on the WSR. Arrangements and policies are aligned for returns and refunds and co-operation is now the key word.

#### **CONSULTATION POINTS ABOUT THE BISHOPS LYDEARD CAFÉ AND SHOP**

1. Bearing in mind the constraints involved, do you think the Board of WSRA (Promotions) and the trustees of the Association should spend further time, at present, in trying to work out how to pass the management of the shop and café to the PLC?
2. Do you agree that all WSR organizations should work together to ensure that catering and retail services across the railway appear seamless to the customer?

#### **7.5 Stone Reclamation**

The Association currently has a contract with John Luffman Trading Ltd concerning the use of a section of the Norton Fitzwarren site. Used ballast is brought in by Network Rail by train, offloaded, and then cleaned and processed and sold by Luffman's for future use. Royalties are paid by Luffman's on every tonne processed, and this is shared between the PLC and the Association, according to an agreed formula. This activity will continue until 2020, when the land has to be restored to its previous use. Provision for the restoration costs has to be made by the Association.

#### **FURTHER CONSULTATION POINTS FOR WSRA (PROMOTIONS) LTD**

1. Should any further constraints be put on the operations of WSRA (Promotions) Ltd?
2. Do you have any comments on the following four areas of activity?
  - 2a Restorations
  - 2b Quantock Belle and Hawksworth Saloon
  - 2c Bishops Lydeard shop and café
  - 2d Stone Reclamation

## 8. Review of former trustee actions

**Note: The matters discussed in this section will not form part of the Development Plan, but are included here because Members' views are sought on actions to be taken.**

The previous trustees undertook various actions which were at worst illegal and at best ill advised, and some of which do not appear to have supported the members' best interest. The present trustees have a legal obligation to undertake various actions, and would themselves be culpable if they did not do so. In particular "serious incident reports" have to be made to the Charity Commission before the 2015 accounts can be signed off by the auditor.

There are two significant actions by the trustees before 27 February 2016, and several after that date. They are as follows:

1. Their failure to follow the requirements of the Association's insurers so that the £47,000 expended on legal fees with Wragge Lawrence Graham was not recoverable, except for a goodwill payment of £8,000.
2. The sale of the Association's shares in Four One Six O Limited for £14,060, when an independent valuation was £132,500.

Both these matters have been referred to the Charity Commission by the Company Secretary who has also asked Bates Wells Braithwaite to quote for advising the Association on our duty to recover this money, and the steps we might take.

Since 27 February 2016 they have:

3. Falsely instructed Gowling WLG (formerly Wragge Lawrence Graham) which has caused considerable difficulties for the Association. The Company Secretary is in correspondence with General Counsel at Gowling WLG.
4. Appropriated documents which are the property of the Association. The Company Secretary has also asked Bates Wells Braithwaite to quote for advising the Association on the next steps in this matter.
5. Caused Lloyds Bank to make payments of about £17,000 which the Association is holding Lloyds Bank to account for.

The minutes of all available trustee meetings, together with any associated documentation have been reviewed in detail to determine whether any other illegal actions have been undertaken. Although the minutes contain evidence that the former trustees and Company Secretary may have misunderstood their respective roles, and may have acted unadvisedly, it is not considered that any actions so far apparent were legally culpable, other than those described in the five examples above. The procedures adopted by the previous trustees during their meetings tend to show that their management was not good. On several occasions, minutes of the immediate previous meeting were not available for ratification and agreement making it difficult to collate hard evidence of unlawful acts. It is recommended that, apart from the five tabulated above, no further time is set aside for looking back. Time is better used looking forward.

it is not considered that any actions so far apparent were legally culpable, other than those described in the preceding paragraphs.

The cost of the Association taking legal action against the former trustees may be considerable and members will need to consider what level of risk it is appropriate to take.

## Appendix 1

### EXTRACT FROM WSRA ARTICLES OF ASSOCIATION

Note: For the full document go to: [www.wsra.org.uk](http://www.wsra.org.uk)

#### 4 OBJECTS

The Association is established to promote education by the restoring, preserving and displaying railway locomotives, carriages, wagons and other artefacts of historical interest and buildings connected therewith in particular but without prejudice to the generality of the foregoing, those connected with the South West of England and the preserving and displaying of books, drawings, records, documents, sound and visual recordings, cinematograph films and photographs relating to such artefacts and vehicles, their history and development.

#### 5 POWERS

The Association has the power to do anything which is calculated to further its Objects or is conducive or incidental to doing so. In particular the Association has power:

1. 5.1 to manage and be responsible for the whole of the assets of the former unincorporated Association known as the West Somerset Railway Association and to enter into such agreements and to take all such steps as may be necessary for the purpose;
2. 5.2 to raise funds. In doing so, the Association must not undertake any substantial permanent trading activity and must comply with any relevant statutory regulations;
3. 5.3 to buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
4. 5.4 to sell, lease or otherwise dispose of all or any part of the property belonging to the Association. In exercising this power the Association must comply with sections 36 and 37 of the Charities Act 1993, as amended by the Charities Act 2006;
5. 5.5 to borrow money and to charge the whole or any part of the property belonging to the Association as security for repayment of the money borrowed or as security for a grant or the discharge of an obligation. The Association must comply with sections 38 and 39 of the Charities Act 1993, as amended by the Charities Act 2006, if it wishes to mortgage land;
6. 5.6 to co-operate with other charities, voluntary bodies, statutory authorities and any company operating the Taunton to Minehead railway or any part thereof and to exchange information and advice with them;
7. 5.7 to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the objects;
8. 5.8 to establish subsidiary companies to provide support and revenue for the activities and objects of the Association;
9. 5.9 to acquire, merge with or to enter into any partnership or joint venture arrangement with any other charity;
10. 5.10 to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
11. 5.11 to employ and remunerate such staff as are necessary for carrying out the work of the Association. The Association may employ or remunerate a Trustee only to the extent it is permitted to do so by article 6 and providing it complies with the conditions in that article;
12. 5.12 to:
  1. deposit or invest funds;
  2. employ a professional fund manager;
  3. arrange for the investments or other property of the Association to be held in the name of a nominee;
  4. in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000;
13. 5.13 to provide indemnity insurance for the Trustees in accordance with, and subject to the conditions in, section 73F of the Charities Act 1993.

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## WEST SOMERSET RAILWAY ASSOCIATION

### SUMMARY OF CONSULTATION QUESTIONS

You may either complete this form, or respond on a separate paper, or send your response by e-mail. There is no need to respond on all points unless you wish. We need you please to complete your name and membership number so that we can be sure that the response is from a member of the Association. We reserve the right to seek clarification from you on any points you make.

This questionnaire is also available in electronic form on the Association website [www.wsra.org.uk](http://www.wsra.org.uk) Members can respond using this questionnaire or in any other way they wish. Responses should be sent by e-mail to [consultation@wsra.org.uk](mailto:consultation@wsra.org.uk) or by post to: Consultation, WSRA, Bishops Lydeard Station, Bishops Lydeard, Taunton TA4 3BX.

Consultation responses need to reach us by **Monday 1st August at the latest**, please.

**Name:**

**Membership No:**

#### **A. CONSULTATION POINTS ABOUT THE PURPOSE**

1. Do you agree that the Association should remain a charity?
2. Do you agree with the Mission Statement? If you think it should be different, could you please summarise what you think it should say?
3. Do you agree with the Aims? Should there be additional Aims? Are any of the proposed Aims redundant?
4. Do you agree with the Objectives? Should there be additional Objectives? Are any of the proposed Objectives redundant?

#### **B. CONSULTATION POINTS ABOUT MEMBERSHIP**

1. Why did you join the Association?
2. Do you want the Journal to continue in its present form? Would you prefer the Journal in electronic form?
3. Should the Association develop a more substantial web and social media presence?

4. Is concessionary travel important to you?
5. Should the Association appeal more often to members for funds?
6. Should the Association do more to encourage active involvement of members?
7. Do you think that consideration should be given to introducing tiered membership?

**C. CONSULTATION POINT ABOUT GOVERNANCE**

1. Do you agree with the framework and content? If you think it should be different, could you please summarise what you think it should contain?

**D. ASSETS: CONSULTATION POINTS ABOUT ROLLING STOCK**

1. Should 7821 and 4561 be retained for use on the WSR?
2. Should the existing range of other rolling stock be retained for use on the railway?
3. Should the present trustees examine options for setting up a separate trust to own the present Association rolling stock, in order to safeguard its future on the West Somerset Railway?

**E. ASSETS: CONSULTATION POINTS ABOUT LAND OWNERSHIP AND TENANTING**

1. Do you agree that transferring the land at Norton Fitzwarren currently owned by the Association to a new not for profit legal entity involving also other members of the railway family, so that the land can be retained for railway use in perpetuity should be investigated in depth?
2. Do you agree that the Association should continue to rent Sherrings Yard?
3. Do you agree that a resolution should be brought forward to the AGM to resolve that any future discussions about the railway freehold, which involve the Association, should be undertaken in the Partnership Development Group?

**F. CONSULTATION POINTS ABOUT FUND RAISING**

1. Do you agree with the funding key objectives?
2. Are there any further objectives which should be included?
3. Do you have a view on whether any boundaries should be set to WSRA fund raising?
4. What would your priority for funds raised by the WSRA be?
5. Do you agree that there should be a fund raising plan?

**G. PROMOTIONS - CONSULTATION POINTS ABOUT RESTORATIONS**

1. Do you agree that WS Restoration should continue to be a commercial engineering facility supporting the Association?
2. Do you agree that its activities should continue to encompass non-railway based engineering restoration projects for commercial customers?

**H. PROMOTIONS - CONSULTATION POINTS ABOUT THE QUANTOCK BELLE AND HAWKSWORTH SALOON**

1. Do you agree that there should be a full marketing plan (including an investment strategy) for the Quantock Belle and the Hawksworth Saloon to enable them to become the flagship operations of the West Somerset Railway?
2. Do you agree that there should be further discussions with the WSR plc including exploring the option of them taking over the operating contract for these vehicles at some point in the future.

**I. PROMOTIONS - CONSULTATION POINTS ABOUT THE BISHOPS LYDEARD CAFÉ AND SHOP**

1. Bearing in mind the constraints involved, do you think the Board of WSRA (Promotions) and the trustees of the Association should spend further time, at present, in trying to work out how to pass the management of the shop and café to the PLC at the present time?

2. Do you agree that all WSR organizations should work together to ensure that catering and retail services across the railway appear seamless to the customer?

**J. FURTHER CONSULTATION POINTS ABOUT WSRA (PROMOTIONS) LTD**

1. Should any further constraints be put on the operations of WSRA (Promotions) Ltd?
2. Do you have any further comments on the work of WSRA (Promotions) Ltd?

**K. DO YOU HAVE ANY FURTHER COMMENTS YOU WOULD LIKE TO MAKE ABOUT THE FUTURE OF THE WEST SOMERSET RAILWAY ASSOCIATION?**

**L. DO YOU HAVE ANY COMMENTS ABOUT THE CONSULTATION PROCESS?**

Thank you for taking time to read through this Consultation Paper and making responses. The Trustees are grateful for all comments and will take them carefully into account when preparing the Development Plan. We regret there will be no further acknowledgement.