



**CHARITY COMMISSION  
FOR ENGLAND AND WALES**

**Trustees' Annual Report for the period**

**From 1 April 2023**

**To 31 March 2024**

**Appleby Frodingham Railway-Scunthorpe**

**Charity registration number: 1196958**

**OBJECTIVES AND ACTIVITIES**

To advance education for the benefit of the public in the history, construction, engineering, and operation of the Scunthorpe Railway site by;

- (a) The acquisition, restoration, preservation, and operation of heritage railway locomotives, rolling stock, equipment, artefacts and other associated heritage infrastructure: And
- (b) The establishment and maintenance of a museum.

The trustees confirm they understand what the Charity Commission mean by 'Public Benefit' and at all times when making any decisions concerning the operation of the charity, they have had due regard to the guidance.

**ACHIEVEMENTS AND PERFORMANCE**

**Advancing education**

As this report is written, Scunthorpe Steel works will soon be the only UK steel manufacturing site using traditional blast furnaces. For this reason, the operation of rail tours remains very popular and continues to be unique in the UK and allow members of the public to gain benefit by seeing at first hand how iron and steel is manufactured. Each tour includes an in-depth commentary by a member of the charity most of whom are either former or current employees. They provide a personal and in-depth explanation which is tailored to the audience and answers at first hand many of the questions the public pose.

During the period of this report the charity advanced education for the benefit of the public in the history, construction, engineering, and operation of the Scunthorpe Railway site by delivering rail tours using its brake vans. Because of the non-availability of a steam locomotive during the season all 13 of these were diesel hauled using the charity's own heritage diesel. In addition, 'night pacer' rail tours were delivered on 4 occasions using the charity's class 144 pacer. The class 144 was also used to deliver a tour for local school children allowing them to see at first hand the operation and history of the steel works as part of their curriculum studies and for a Santa Special provided to take the children of steel workers on a tour of the site. Additional income was generated by the hire of the pacer unit for 37 'driver experience' tours of 2 hours during the year. Supervised by an experienced driver, members of the public are

permitted to driver the pacer unit around the site. A total of 1,317 passengers were carried in 2023-24 [because last years trustees report covered a period of 18 months it is not possible to make direct year to year comparisons on passenger numbers].

In addition to rail tours, and subject to appropriate safety measures, several guided tours were delivered to members of the public allowing them to see at first hand the workshops where locomotives and rolling stock are overhauled and maintained.

In support of the purposes of the charity a buffet lounge and shop continue to be staffed by volunteers and provides on-site catering and sales. As well as valuable sustenance for the public the buffet and shop generates additional income in support of the charity.

The charity continues to deliver a high profile through marketing media such as Facebook, Google and Tripadvisor. The following cross section of comments taken from social-media reviews help demonstrate how the charity is delivering against its aims and objectives.

*Brake van tour. The time flew! Remarkable and unique experience, a mixture of engineering, history, trains and wildlife! Great hosts, amazing value [Nicola]*

*A delightful volunteer railway around Scunthorpe steel works. The tours are very interesting and the guides have vast knowledge of the trains and the steel works. The refreshment van is lovely and the toilets are very clean and well kept. I'd highly recommend a trip here! [Jodie]*

*Very much worth a visit. Great to see what was once a common sight in the UK. Go and see it whilst its still in use. Staff very informative. Nothing to much for them. The ride around the works is fantastic. Would go back in a heartbeat [Richard].*

### **The acquisition, restoration, preservation, and operation of heritage railway locomotives, rolling stock.**

Last year the charity identified several priorities which it set out to deliver in 2023-24 to enhance and improve its activities for the benefit of the public. The number one priority of the trustees is to ensure the safety and wellbeing of working volunteers and members of the public who use rail tours and visit the site. To this end the charity continues to engage an external consultant to work with the operations and steam and diesel leads to review and improve the safety management system [SMS]. Work on the SMS has proved more challenging than expected, however as the year closes work has commenced on re-assessing drivers and firemen so that steam services can resume in 2024-25. Because of a delay in completing the rule book, the safe working practices guidance to volunteers has been reviewed and reissued and it is hoped the SMS and rule book will be launched in the first half of the 2024-25 season.

The charity has not disposed of any locomotives and rolling stock during 2023-24. However, the private owner of two steam locomotives formally used and kept on the site made the decision to remove these from the site and lease them to other heritage railways during the season to help fund the rebuilding of another steam locomotive kept here. This meant that, once again, no steam locomotives were available for the 2023-24 operating season. Work

continues to overhaul two privately owned steam locomotives based at the site and it is hoped that when this work is complete [likely to be in 2025 or 2026] one or both will be available to haul rail tours. No progress has been made on the restoration of the society's own 0-6-0 former Polish Railway steam locomotive. During early 2024, the charity concluded negotiations to lease a freshly overhauled and operational Andrew Barclay steam locomotive [No 54]. This will enter service for the 2024-25 season.

The charity's diesel locomotive No1 therefore remains the main stay of operations. This remains a series issue and if No1 became unserviceable then some rail tours would have to be cancelled. Thankfully a significant acquisition during the period of this report was the donation of No 58 an 0-6-0 Hunslet diesel locomotive from British Steel. This locomotive requires some work to be carried out and a repaint before it can be put into traffic. The trustees would like to record their appreciation to British Steel for this generous donation of this locomotive and for the continued support they provide to the charity. This includes the use of the engine shed, the yard and access to the railway lines on the site together with support in several other ways without which the charity could not deliver its objectives.

As well as locomotives, the charity is reliant upon the availability of rolling stock to deliver rail tours. Last year the charity agreed a rolling stock strategy. A significant achievement during 2023-24 was the delivery of one of the priorities within the strategy: the overhaul of the 'Shark' brake van. This has been fitted with a brand-new body and work has been undertaken on the repair of the chassis. As this report is written volunteers have just completed work on painting and lettering the van so that it can return to traffic in the new season. Now that work on the Shark is complete, the focus of the charity will be upon delivery of the second leg of the strategy which is the completion of the repairs and repainting of the officers' inspection saloon followed by return to traffic of the two DMU trailer cars.

### **The establishment and maintenance of a museum.**

Last year it was reported that no progress had been made on the museum because of a lack of volunteer capacity. The trustees are pleased to report that this year capacity and capability has been found for this work which has commenced with preparing the museum to receive its first visitors hopefully in 2024-25. A significant amount of work has been undertaken on fitting out displays of material including pictures, artefacts and memorabilia which trace the history of iron steel and rail on the site. Archival research has continued with the cooperation of both North Lincolnshire Museums and British Steel. A potential challenge is that the amount of material that has been donated may exceed the capacity to display it, although the trustees see this as more a benefit than draw back.

### **The contribution made by volunteers**

The charity continues to operate without any employees and [except for some specialist tasks that are sub-contracted out] it relies entirely on the dedication of volunteer members. The charity continues to be supported by a core of around 15-20 volunteers undertaking work at the site mainly on Wednesday and Saturday. The main areas of their activities are; restoring and maintaining locomotives and rolling stock; operating rail tours; supporting operations by

providing catering and retail services; undertaking support functions such as social media, marketing, finance, and secretarial functions.

Each volunteer day is usually 6-8 hours long and, [except for Christmas and New Year] volunteers are usually on site for 50 weeks of the year. Using these broad parameters, it is estimated that during the 12-month period of this report volunteers contributed over 4,500 hours of their own time to the charity. Using the ONS calculator the value of that work to the charity was around £51,500.

The trustees wish to place on record their sincere thanks to all those who have volunteered in any capacity during the last 12 months. Without their contribution the charity would not be able to function.

## **FINANCIAL REVIEW**

The trustees continue to be confident the charity is in a strong financial position as it concludes its second year of operation. The annual accounts of the charity appear at Appendix A below.

The charity did not receive any government or local government grants during the period of this report.

Donations to the charity continue to increase and were about 51% more than the previous year which reflects the strong visitor interest. Although gross income this year appears to be around 25% less than last year, this can be explained by the fact that last year was unusual as it was the first year the charity was in operation: revenue in 2022-23 included the movement of balances from the previous society's account which skewed income.

Expenditure this year [£47,446] was significantly higher than in 2022-23 [£17,067]. There are several reasons for this. The most significant of which was £17,067 that was spent on the refurbishment of the Shark. This included £15,750 paid to contractors and £1,317 for paint and sundries. The contractor payment was made to Theaker Joinery Ltd. This is a connected party organisation by the fact [at the time of the award] two of the trustees were directors of that company. The award of the contract was made strictly in accordance with guidance issued by the Charity Commission concerning payments to connected persons and parties.

Because last year was a 'part year' and spanned the formation of the charity from the previous society, some costs are not comparable as last year they were only pro rata. For example, insurance appears to have increased significantly [£2,850 vs £8,190 this year] when in fact they were not significantly different. Another noteworthy item of expenditure this year was £1,920 for the transport of the hired in steam locomotive No 54. It is hoped this will be recovered by means of additional donations secured through the running of the locomotive which it is anticipated will be popular with the public. The charity was able to complete the completion of the payment of the interest free loan for the repair of the shed roof that was made by the Peckett Fund. Trustees wish to place on record their thanks to the Fund for supporting the charity in this way. This means the only creditors the charity now has are the payment of the monthly insurance premiums and accruals for the pre-payment of trips or foot plate events.

Many other heritage railways continue to feel the squeeze from increased costs such as fuel and staff wages and reduced passenger levels. The trustees believe this charity has been fortunate to experience a reversal of that position with an increase in passenger donations. As mentioned last year, the profile of many visitors continues to be towards the 'retired' sector who traditionally have more disposable income to donate than families. However, the trustees believe it is important to encourage visitor participation from all sectors and for this reason continue to provide and promote events such as the 'night pacer' which generate lower levels of donations, but which encourages much greater diversity and family participation.

Despite the significant increase in donations, the trustees are not complacent and recognise this trend may not necessarily continue in an upward trajectory. For this reason, they continue to carefully monitor the rises in fuel, materials and insurance aiming always to maintain a surplus position where possible. The trustees are content the charity is solvent and remains a going concern.

The policy of the charity for 2023-24 was once again to hold sufficient in reserve to

[a] Meet its obligation to any creditors;

[b] Meet planned maintenance and replacement costs for locomotives and rolling stock; and

[c] Provide a reasonable financial margin for unplanned and unforeseen costs.

As at 31 March 2024 the charity held balances of £18,872 in its accounts and cash, of which £11,000 was earmarked as a reserve.

#### **Funds held as custodian trustees on behalf of others**

The charity holds a bank account on behalf of the shareholders of the Bagnall Locomotive owners group. The Bagnall Locomotive owners group are a group of volunteers and members of AFR-S who have purchased shares in a Bagnall diesel locomotive which is being overhauled at the locomotive sheds used by AFR-S. AFR-S also holds some shares in this locomotive. The funds are held in a separate bank account in the name of the Bagnall Locomotive Group and administered by the Treasurer of AFR-S on their behalf.

#### **STRUCTURE, GOVERNANCE AND MANAGEMENT**

The charity is a Charitable Incorporated Organisation [CIO] and has adopted a constitution.

Clause 13 of the constitution sets out the selection method for trustees as follows.

- (1) At the first annual general meeting of the members of the CIO all the charity trustees shall retire from office;
- (2) At every annual general meeting of the members of the CIO, one-third of the charity trustees shall retire from office. If the number of charity trustees is not three or a multiple of three, then the number nearest to one-third shall retire from office, but if there is only one charity trustee, he or she shall retire;



- (3) The charity trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment. If any trustees were last appointed or reappointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot;
- (4) The vacancies so arising may be filled by the decision of the members at the annual general meeting; any vacancies not filled at the annual general meeting may be filled as provided in sub-clause (5) of this clause;
- (5) The members or the charity trustees may at any time decide to appoint a new charity trustee, whether in place of a charity trustee who has retired or been removed in accordance with clause 15 (Retirement and removal of charity trustees), or as an additional charity trustee, provided that the limit specified in clause 12(3) on the number of charity trustees would not as a result be exceeded;
- (6) A person so appointed by the members of the CIO shall retire in accordance with the provisions of sub-clauses (2) and (3) of this clause. A person so appointed by the charity trustees shall retire at the conclusion of the next annual general meeting after the date of his or her appointment and shall not be counted for the purpose of determining which of the charity trustees is to retire by rotation at that meeting.

There are no constitutional provisions beyond those above and no member may cast more than one vote. On appointment charity trustees are provided with a copy of this constitution and any amendments made to it and a copy of the CIO's latest trustees' annual report and statement of accounts. In addition, the secretary provides them with copies of Charity Commission guidance on other important matters [i.e. conflicts of interest, payments to related parties etc]. The secretary receives updates and guidance from time to time from the Charity Commission which they provide to trustees as well as a briefing if necessary. Because it is a small charity there is currently no need for any sub committees. The trustees usually meet every month and hold an annual general meeting each autumn and designate posts that are filled from within their number. The charity continues to be an active member of the Heritage Railway Association [HRA]. The charity has renewed its membership of the local voluntary action umbrella organisation 'Voluntary Action North Lincolnshire' [VANL].

#### **REFERENCE AND ADMINISTRATIVE DETAILS**

Charity name	Appleby Frodingham Railway-Scunthorpe
Other name the charity uses	Nil
Registered charity number	1196958

Charity's principal address	Brigg Road Scunthorpe North Lincolnshire DN16 1BP
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### NAMES OF THE CHARITY TRUSTEES WHO MANAGE THE CHARITY

	Trustee name	Office (if any)	Dates acted if not for whole year	Name of person (or body) entitled to appoint trustee (if any)
1	Glen Britcliffe	Operations coordinator		The membership
2	Paul Cheeseman	Secretary		The membership
3	Christopher Childs	Diesel coordinator		The membership
4	John Dunn	Steam coordinator		The membership
5	Andrew Plumtree	Chairman and Media & marketing coordinator		The membership
6	Michael Sugden	Vice Chairman	From 6/9/23	The membership
7	Christopher Theaker	Former Chairman	Resigned 6/9/23	The membership
8	Simon Theaker	Rolling stock coordinator		The membership
9	Keith Waterland	Treasurer		The membership

Corporate trustees – names of the directors at the date the report was approved

<b>Director name</b>		
Nil		



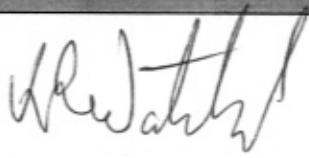
Name of trustees holding title to property belonging to the charity

<b>Trustee name</b>	<b>Dates acted if not for whole year</b>	
Nil		

## Declarations

The trustees declare that they have approved the trustees' report above.

Signed on behalf of the charity's trustee

Signature	
Name	Paul Cheeseman
Position	Secretary
Signature	
Name	Andrew Plumtree
Position	Chairman
Signature	
Name	Keith Waterland
Position	Treasurer

Date	21/8/2024
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## APPLEBY FRODINGHAM RAILWAY - SCUNTHORPE

## ACCOUNTS FOR YEAR ENDING 31 MARCH 2024

INCOME			EXPENDITURE	
£			£	
Shop Sales in	765.95		Roof loan repayments	6,100.00
	267.01		Expenditure	10,110.17
out		498.94	Equipment	482.62
Coach Sales in	2,545.55		Stationery/Postage	183.75
out	1,592.65		Shark rebuild	15,750.00
		952.90	Eyewatch	117.60
Donations in	32,218.67		Brake Van Hire	170.00
refund	377.00		Bank charges	81.75
		31,841.67	Crew Teas	154.29
Interest	45.48		Disposables	293.89
Subs	911.18		Insurance	8,190.70
			Card Machine Charges	101.10
			Internet	342.96
			Shark exp	1,317.49
			Shop roof	1,500.00
			Transport 54	1,920.00
			Lottery lice.	20.00
			Santa trip exp.	423.86

To Bagnal/acc	15.00
Sage	171.60

**34,250.17**

**47,446.78**

Balances @  
31/03/2023

Balances @  
31/03/2024

Cash	2,392.01
Barclays	1,005.38
Barc.saving	166.19
Caf. Account	28,506.00

Cash	432.04
Barclays	closed
Barc saving	closed
Caf    Account	18,440.93

**£66,319.75**

**£66,319.75**

Running  
Expen  
include

Coach  
repair    £2640.00

Pacer cost    £1,050.28

Loco 1    £888.00

Non Slip    £1,363.63

APPLEBY FRODINGHAM RAILWAY - SCUNTHORPE

I have examined the books of the Appleby Frodingham Railway-Scunthorpe for the year ending 31st March 2024 and found them to be correct in accordance with cash book, receipts, invoices, and bank statements presented to me.

P W Evans

11, Tenters Green, Worsbrough, Barnsley, 570 5JY

5th August 2024