

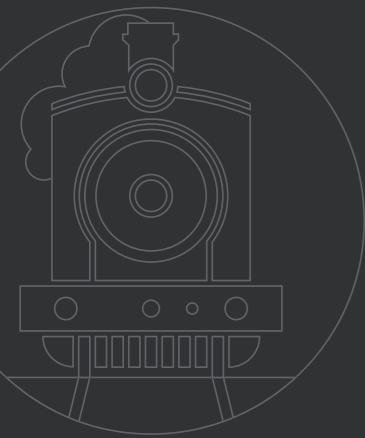
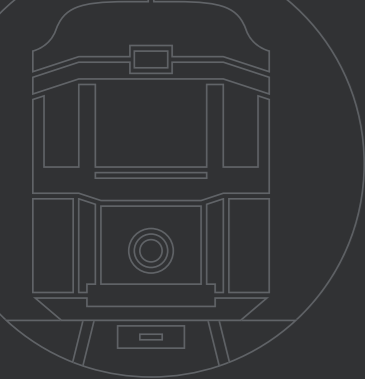
A black and white photograph of a steam locomotive, number 3265, moving along tracks. The locomotive is emitting a large plume of white steam. In the background, there is a large, multi-story building with a prominent clock tower. The clock tower has a large clock face and is topped with a dome. The locomotive has a circular logo on its front that reads "NSW RAIL MUSEUM".

# TRANSPORT HERITAGE

— NSW —

# ANNUAL REPORT 2018-19

SECTION 1: ANNUAL REVIEW



▲ Cover photo credit: Trys Eddy Photos

## CONTENTS

### Section 1 - Annual Review

|   |    |
|---|----|
| Message from the Chair .....                    | 4  |
| Message from the CEO .....                      | 5  |
| 2018-19 highlights .....                        | 6  |
| People .....                                    | 8  |
| In the community .....                          | 10 |
| Sector .....                                    | 12 |
| Museums .....                                   | 14 |
| Collection .....                                | 16 |
| Governance .....                                | 18 |
| Appendix 1 - Stream 2 Funding Allocations ..... | 28 |
| Appendix 2 - Transport Heritage Grants .....    | 29 |
| Appendix 3 - Key people .....                   | 30 |

### Section 2 - Audited Financial Statements

## 2018-19 TOP ACHIEVEMENTS



### MORE THAN 55,000 VISITORS TO THE NSW RAIL MUSEUM

A total of 55,711 people visited the NSW Rail Museum in 2018-19, consistent with 2017-18.



### LARGEST SINGLE HERITAGE TRANSPORT EVENT TO DATE

More than 10,400 tickets were sold during the 3-day *Transport Heritage Expo* featuring heritage trains, buses and boats in the heart of Sydney during the June 2019 long weekend – a record breaking result.



### OVER 55,000 VOLUNTEER HOURS WORKED

From events and restoration projects to daily operations and more, our dedicated volunteers brought their skills and experience to all areas of the organisation contributing over 55,000 volunteer hours.



### RECORD SOCIAL MEDIA ENGAGEMENT

Over 42,000 followers across THNSW and NSW Rail Museum social media channels including Facebook, Instagram and Twitter. One video alone, taken during the Great Train Race in June 2019, reached over 105,000 worldwide.



### HERITAGE HUB SITE ANNOUNCED

The NSW Government and THNSW announced the development of the Heritage Hub at Chullora with its first stage focused on much needed storage for the NSW Government-owned heritage rail rolling stock.



### \$1.7M IN FUNDING ALLOCATED TO HERITAGE TRANSPORT GROUPS

\$1.7m was allocated to heritage transport groups for government-owned heritage assets through the Transport Heritage Grants Program.



### OVER 61,000 PASSENGERS CARRIED ON HERITAGE TRAINS

A total of 61,371 people travelled on our heritage trains along the loop line at Thirlmere and on the main line throughout NSW.



### RECEIVED NATIONAL TRUST HERITAGE AWARD

THNSW, in partnership with Sydney Trains, won a National Trust Heritage Award for the restoration of four WWI Honour Boards that were reinstated at Central Station.



### 117-YEAR-OLD STEAM ENGINE RETURNED TO SERVICE

Locomotive 3265 returned to heritage service after a mechanical overhaul completed by THNSW in partnership with the Museum of Applied Arts & Sciences.



### \$5.5M LOOP LINE COMMITMENT

The NSW Government committed \$5.5m in funding towards future development of the Thirlmere Heritage Railway (loop line).



▲ Beyer-Garratt 6029 departs Sydney's Central Station at the 2019 Transport Heritage Expo. Photo credit: Trys Eddy Photos.

# MESSAGE FROM THE CHAIR



During the past financial year, Transport Heritage NSW has continued to deliver on its vision of bringing transport heritage to life.

As this year's report records, we have sustained record visitor and passenger numbers through an excellent program of events and experiences, whilst continuing to engage and support the wider heritage transport sector through grants and assistance, as well as new promotional programs. Our engagement with the community is helping ensure we lay strong foundations with current and future generations, providing transport heritage with a sense of place and continuity in an ever-changing modern world.

I am very pleased all our hard work and effort has been recognised by the NSW Government who put their confidence in our organisation to continue delivering results by:

- Extending our funding and contractual arrangements for a

further three-year period to 30 June 2022;

- Committing \$8m in initial funding for the establishment of the Heritage Hub at Chullora which will initially provide an integrated storage space and later restoration and maintenance facilities in one location;
- Announcing \$5.5m in funding towards re-opening the loop line to Colo Vale

Engagement with our members has remained one of my highest priorities and I want to thank members for supporting changes to the constitution during this financial year. We continue to have regular dialogue through members' information forums and updates following Board meetings to help keep our members informed of the Board's activities. This in addition

to establishing several Board sub-committees with member representation, I hope is bringing about

a sense of openness with our members, particularly those who are long-standing and highly invested.

I have also been particularly encouraged by our increased focus on safety, not only in our railway operations which involve the movement of people on historic equipment within the confines of a highly regulated, safe and modern railway, but also in our various sites and locations where we welcome our visitors, volunteers, members and staff. We must never underestimate the importance of a safety-first culture.

Well done everyone. Let's continue to work together to achieve great results for the benefit of the community and the advancement of heritage transport in NSW.

**Rob Mason**  
**CHAIR**

# MESSAGE FROM THE CEO



It has been another great year for THNSW, with many achievements we can all be proud of.

In 2018-19 we've:

- Sustained visitors to our museums and passenger numbers on our heritage train services at the record levels achieved in the previous financial year;
- Held our biggest ever *Transport Heritage Expo* event in June 2019 with involvement from a record number of heritage transport groups; and
- Delivered a record amount of funding and support to heritage transport groups throughout NSW.

You can find out more about these and our other achievements in 2018-19 in the following pages.

This year the Board adopted our new five-year strategic plan which outlines our goals and objectives to grow the organisation over the next five years.

In 2019-20, the first year of the new plan, we will focus on:

- Continued safe, reliable and stable operations across all our sites and activities as the national regulator ramps up its focus on tourist and heritage rail operators (as outlined in the Office of the National Rail Safety Regulator's strategic plan);

- Continuing to deliver a vibrant program of engaging heritage rail experiences with a focus on growing visitation at the NSW Rail Museum and the loop line operations and revenue growth across key areas of our operations;
- Returning Locomotives 3801 and 3001 to service;
- Progressing the planning and works for the Heritage Hub and the reopening of the loop line to Colo Vale;
- Developing our people across our sites with a focus on evolving and growing our Volunteers Program and delivering development programs across all of our people;
- Managing and delivering a program of grants support services and works to ensure the care, preservation and appreciation of the NSW Government heritage rail assets in conjunction with the Independent Funding & Advisory Panel (IFAP); and other transport heritage organisations.

Finally, I'd like to both congratulate and thank all our staff and volunteers for all they have done in achieving this year's results. I look forward to working with you all and the wider heritage transport sector as we continue bringing transport heritage to life in 2019-20.

**Andrew Moritz**  
**CHIEF EXECUTIVE OFFICER**

# 2018-19 HIGHLIGHTS



## JULY

The second annual *Models & Miniatures* event welcomed nearly 2,000 visitors over 3 days.

*Day Out With Thomas* – almost 4,800 visitors over 2 days.

## SEPTEMBER

Beyer-Garratt 6029 returned to ACT for a 2-day *Canberra Steam Weekend* – over 2,900 passengers.

*Day Out With Thomas* – almost 4,800 visitors over 2 days.

Four days of steam train trips to Kandos, Rylstone, Lithgow and Bathurst during *Great Western Steam Weekend* – almost 2,500 passengers.



## NOVEMBER

Four honour boards originally created to commemorate the railwaymen who lost their lives during WWI were restored by THNSW and reinstated in their original Central Station location.

*Day Out With Thomas* – almost 5,000 visitors over 2 days.

Due to its growing popularity, the *Hydro Express* was extended to a 2-day event – over 400 passengers.

Locomotive 3265 returned to steam after a 3-year mechanical overhaul, sporting its splendid maroon and black livery.



## JANUARY

*Summer railmotor rides* – close to 750 passengers over several weekend operations at the NSW Rail Museum.

Steam locomotive 3609 was relocated from the NSW Rail Museum to Junee Roundhouse for permanent display under a loan agreement.



## MARCH

*Thirlmere Festival of Steam* – 5,000+ visitors to the museum over 2 days, including a special visit from The Hon. David Hurley AC DSC (Ret'd), Governor of New South Wales, and Mrs Linda Hurley.

*Day Out With Thomas* – over 4,200 visitors over 2 days.

## MAY

*Hydro Express* – over 460 passengers over 2 days of evening and day trips.

*Day Out With Thomas* – more than 4,500 visitors over 2 days.

*The Goulburn 150th Express* – some 250 passengers travelled from Sydney to Goulburn and return behind locomotive 3526 to celebrate 150 years of the railway line to Goulburn.



## AUGUST

*Australian Railway Photography Forum* – more than 70 photographers and enthusiasts.

THNSW provided an exhibition to support the *Bundanoon and Marulan Sesquicentenary*.

101-year-old steam locomotive 3526 operated steam shuttles from Hornsby to Gordon and return – over 1,300 passengers.

THNSW and Sydney Trains partnered once again for Rail Safety Week – more than 1,500 passengers.

*Hydro Express & Southern Highlander* – some 450 passengers over 2 days.

## OCTOBER

Hundreds of little wizards and witches took over the NSW Rail Museum during a new *Wizards & Witches* school holiday event – almost 1,000 visitors over 2 days.

THNSW held a *Sector Development Workshop* to assist community groups with improving volunteer recruitment and grant writing – 36 sector representatives.

More than \$180,000 was awarded to 11 non-profit organisations during the *Transport Heritage Grants Program Presentation*.



## DECEMBER

Hundreds of families met Mr. Claus during 2 days of *Santa's Vintage Electric Train* shuttles – some 1,200 passengers.

## FEBRUARY

*Hydro Express* – over 450 passengers over 2 days of evening and day trips.



## APRIL

*Steamfest Flyer* – over 240 passengers travelled from Sydney to Maitland and/or Maitland to Sydney.

*Hunter Valley Steamfest* – over 3,200 passengers travelled behind locomotives 3526 and 3265 over two days.

*Easter Bunny Steam Train* – close to 900 passengers enjoyed steam train rides behind locomotive 3265 over 3 days.

*Vintage Electric Day Out* – more than 150 passengers enjoyed a vintage electric train ride and a visit to the Sydney Tramway Museum.

## JUNE

*Transport Heritage Expo 2019* – our largest ever ticketed event with more than 10,400 passengers over 3 days, featuring three modes of heritage transport and participation from 10 heritage transport organisations over 3 days.

*Gosford Steam Weekend* – locomotive 6029 operated steam shuttle rides from Gosford Station to the Hawkesbury River and return, hauling close to 3,500 passengers over 2 days.



## PEOPLE

**Transport Heritage NSW members, volunteers and staff underpin our organisation's success. It is through our people that we are able to bring transport heritage to life.**

2018-19 saw more than 380 volunteers contribute more than 55,000 hours, bringing their passion and enthusiasm, along with their skills and expertise across all areas of what we do.

THNSW held its 2018 Annual General Meeting in November, with more than 90 members in attendance. A key outcome of AGM 2018 was the adoption by the members of a refreshed THNSW Constitution. In conjunction with AGM 2018, the Minister for Transport and Infrastructure confirmed the reappointment of Rob Mason as Chair of THNSW for a further 12-month term.



A new *Champions of Heritage Transport* posthumous award was introduced in 2018-19. Four individuals were recognised for their contributions to rail heritage – *Peter Berriman, Neal McCusker, William (Bill) McNiven and Douglas Patterson.*

Life membership, the highest award that THNSW can bestow upon a member, was awarded to 13 individuals who have continued to make exemplary contributions to THNSW – *Geoffrey Allerton, George Baias, Bruce Coxon, Robert Dickey, Alan Driscoll, Peter Dudgeon, John Fisher, Brett Fitzpatrick, John Knotek, Terry Matchett, Bernie McTackett, Leon Rudd and Jeffrey Snedden.*

▲ Staff and volunteers involved in the mechanical overhaul of locomotive 3265 at the engine's relaunch in November 2018.

Five members' information forums were organised throughout the year to keep our members informed about ongoing projects, events and operations, and provide them the opportunity to interact with our Board, the CEO and management team regularly and in person.

A new *Board Wrap Up*, written by the chair of the THNSW Board after each Board meeting and shared online, was introduced and has continued to be well received by our members.

There was one change to the THNSW Board during the year: non-elected, appointed director Nev Nichols resigned from the

Board in March after more than four years of service to the organisation. The Board thanked Nev for his leadership, particularly in establishing and progressing the safety and environment subcommittee. In May, Deanna Varga was welcomed to the Board, filling the vacancy.

We also saw one organisational change during the year, with the previous rail safety and operations manager role and establishing two new roles – a safety, environment and quality manager and rail operations manager. This change not only clarifies responsibilities, it enables greater focus on safety assurance across our organisation.

Finally, new brand videos were produced to highlight the four key areas THNSW is funded to deliver: heritage and collections management; museums; heritage events and experiences; and sector development. Each video featured our volunteers, staff and a number of our sector partners, showcasing THNSW's diverse range and reach of activity.



## IN THE COMMUNITY

**Transport Heritage NSW delivers vibrant events and activities to engage local communities and showcase our rich NSW transport history. Here's a snapshot of major events held out in the community throughout the financial year.**

In August, THNSW once again collaborated with Sydney Trains and TrackSafe for Rail Safety Week 2018. The event held at Central Station featured the NSW Rail Museum's Thomas The Tank Engine on static display, as well as steam train rides featuring locomotive 3526 to Rhodes and return.

The *Australian Rail Photography Forum* was held in August at the Museum of Applied Arts &

Sciences and attended by over 70 rail photographers looking to share and improve their work.

Beyer-Garratt 6029 returned to Canberra in early September for

the *Canberra Steam Weekend*. This sell-out event saw nearly 3,000 passengers enjoy rides behind Australia's largest operating steam locomotive over two days. The local community was thrilled to have the Garratt back in the region with the event attracting widespread local media attention.

During the October long weekend, THNSW returned to regional NSW with Beyer-Garratt 6029 to join with the local community in Kandos to celebrate the

▲ Visitors gather around locomotive 6029 at Kandos during the Great Western Steam Weekend in collaboration with the Kandos Museum. Photo credit: Ross Wall

re-opening of the line from Kandos to Rylstone. *The Great Western Steam Weekend* included four days of day trips and shuttle rides across the western region.

In December 2018, passengers enjoyed two days of shuttle rides from Olympic Park aboard *Santa's Vintage Train*, operated by Sydney's vintage electric train F1.

F1 once again operated during April 2019 as part of the *Vintage Electric Day Out*, a new school holiday event combining electric trains and trams in association with Historic Electric Traction, Sydney Tramway Museum and NSW Rail Museum.

In May, passengers aboard the *Goulburn 150th Express* experienced the golden era of rail

travel from Sydney to Goulburn, and return, for the 150th celebration of the railway line to Goulburn. Along the way, newly appointed Governor of NSW and Patron of THNSW, Her Excellency the Honourable Margaret Beazley AO QC joined the train at Marulan for the onward journey to Goulburn.

Heritage transport came to life during the June long weekend as historic trains, buses and boats operated shuttles rides in the heart of Sydney during the 2019 Transport Heritage Expo. More than 10,400 tickets were sold and thousands of visitors interacted with free heritage exhibits, resulting in Transport Heritage NSW's largest event to date. The scale and success

of this event would not have been possible without our event partners, including the *Australian National Maritime Museum*, *Historic Electric Traction*, *Lachlan Valley Railway*, *NSW TrainLink*, *Rail Motor Society*, *Sydney Bus Museum*, *Sydney Trains*, *Sydney Tramway Museum* and *Sydney Electric Train Society*.

Ending the financial year on a high note, in late June locomotive 6029 operated steam train trips from Gosford to Hawkesbury River and return, with almost 3,500 passengers over two days.

More than 27,000 passengers throughout NSW enjoyed our main line trips and other heritage passenger rail charters during 2018-19.



▲ 2018 Transport Heritage Grants Program recipients.

## SECTOR

**Transport Heritage NSW provides a range of support services to heritage transport organisations on behalf of the NSW Government.**

\$1.7m was provided to State-owned and other heritage assets in 2018-19. Funds were used for portfolio management of the State-Owned Heritage Collection, as well as the Transport Heritage Grants Program.

Recipients of the 2018 Transport Heritage Grants Program were awarded more than \$180,000 to complete 14 heritage transport projects selected by the Independent Funding & Advisory Panel (IFAP). Several community groups completed their grant projects during the 2018-19 financial year, preserving transport history for future generations.

THNSW conducted two sector workshops during the year to help educate and assist heritage transport groups throughout the State. The first was held in October 2018. More than

30 representatives participated in a volunteer recruitment and retention session, as well as receiving effective grant writing tips. The second workshop occurred in March 2019, where key topics consisted of guidelines for the care of complex engineering objects, governance and responsibilities of non-profit volunteer organisations, and work health and safety.

In an effort to further promote the wider heritage transport sector, a refreshed THNSW brand and website was launched in April 2019. The new website features a comprehensive list of heritage transport groups who are open and regularly engage with the community, as well as upcoming events and experiences across NSW. The website was accompanied by a new printed brochure that includes a map and list of key heritage groups and locations across NSW.

Additional sector support included a volunteers Christmas function at the Sydney Tramway Museum as well as promotional support for the 60th anniversary of public buses at the Sydney Bus Museum in partnership with Transit Systems.

Members of our heritage and collections team visited a variety of sector groups throughout the year to check in with volunteers, conduct planning sessions and offer project assistance. One key project completed this year was the cataloguing of Tenterfield Heritage Railway Station's collection.

## MUSEUMS

**Transport Heritage NSW operates the NSW Rail Museum at Thirlmere and the Valley Heights Locomotive Depot Heritage Museum in the Blue Mountains. Both museums tell the story of our State's rich rail history and offer unique heritage experiences for visitors.**

### NSW RAIL MUSEUM

Throughout 2018-19, the NSW Rail Museum hosted a variety of community events. *Day Out With Thomas* continued to be our most successful event, with well over 20,000 people visiting the museum over the five separate weekend events. The annual *Thirlmere Festival of Steam*, in partnership with Rotary Club of Picton, brought 5,000 visitors through the gates with an impressive steam display, including locomotives 2705, 3016, 3265 and 3526 operating shuttle rides along the loop line

and locomotive 3642 in light steam on static display for cab visits. School holiday events, including *Models & Miniatures*, *Wizards & Witches* and the *Easter Bunny Steam Train*, were popular among families and rail enthusiasts.

The museum continued to attract school groups, some of which opted to participate in railmotor ride during the summer months. Additionally, childcare centres and aged-care facilities arranged museum visits and tours throughout the year.

In total, the NSW Rail Museum welcomed 55,711 visitors to the museum and its events in 2018-19, down only slightly from 55,907 in 2017-18 and only just short of our ambitious target of 57,000 for the year. Of those visitors, more than

34,300 (over 61%) enjoyed a heritage train ride along the loop line.

In early 2019, the NSW Government committed \$5.5m in funding towards the future development of the loop line. THNSW awaits further information as to this funding commitment, expected to be available in the coming financial year.

Finally, the NSW Rail Museum experienced unprecedented digital engagement in 2018-19. As of 30 June 2019, the NSW Rail Museum Facebook page had some 26,000 followers, many of whom actively liked, commented on and shared our posts. High engagement levels indicate the significance of rail history and heritage experiences in the community, as well as the importance to THNSW in growing its digital presence as a means of engaging with the general public, particularly younger audiences.

### VALLEY HEIGHTS LOCOMOTIVE DEPOT HERITAGE MUSEUM

Valley Heights Locomotive Depot held regular open days throughout 2018-19, as well as several special events. Hundreds of visitors, many first timers, took part in the museum's Halloween weekend and guests excitedly welcomed Santa to the museum in December. Mid-February saw the return of the annual *Trains, Trams & Ts* event, showcasing the life and times of the Roaring 20s, and the ever-popular *Teddy Bears' Day Out* was a success.

A variety of group tours were arranged at Valley Heights, including visits from members of the Retired Commissioned Officers Association, Corrective Services NSW, Ford Model T Car Club and a group of rail enthusiasts from the Hunter Valley.

Visitation to the Valley Heights Locomotive Depot experienced a slight growth in 2018-19, with 3,776 visitors to the museum compared to 3,713 in 2017-18.

▲ 2019 Thirlmere Festival of Steam at the NSW Rail Museum. Photo credit: Trys Eddy Photos





▲ Representatives of Transport Heritage NSW, Sydney Trains, ARHS NSW, Art and Archival (conservators) and Anton Büchi & Sons (furniture restorers) following the reinstatement of the WWI Honour Boards at Sydney's Central Station.



◀ National Trust Heritage Award

## COLLECTION

**Transport Heritage NSW owns and manages an extensive portfolio of rail heritage assets and sites across the State.**

Several major achievements and announcements were made during 2018-19.

In partnership with Sydney Trains, four honour boards originally created to commemorate the railwaymen who lost their lives during WWI were restored by Transport Heritage NSW and reinstated in their original Central Station location. Later in the year, our team won a National Trust Heritage Award for the restoration of the honour boards.

Our newly acquired Variotram was transferred to the Sydney Tramway Museum in October 2018 under a loan agreement for display.

The overhaul of locomotive 3265, owned by the Museum of Applied

Arts & Sciences, was completed in November 2018. The locomotive was publicly relaunched at the NSW Rail Museum in late November and featured

on loop line and main line trips throughout the remainder of the financial year.

In December 2018, the NSW Government and THNSW announced that a centralised storage, maintenance and operations facility will be developed at Chullora as a new centre for heritage transport. Preliminary planning stages commenced in early 2019.

Historic steam locomotive 3609 was relocated from the NSW Rail Museum to Junee Roundhouse for permanent display under a loan agreement. Additionally, locomotive 7344 was relocated from Eveleigh to the Rail Motor Society at Paterson.

# GOVERNANCE

## Directors’ Report

The Directors present their report together with the consolidated financial statements of Transport Heritage NSW Limited (“THNSW”) for the year ended 30 June 2019 and the Auditor’s report thereon.

### INFORMATION ON DIRECTORS

The names of the Directors in office at any time during the financial year ended 30 June 2019 are as follows:

| DIRECTOR  | QUALIFICATIONS   | EXPERIENCE   |
|---|--|--|
| <b>Rob Mason</b><br>Appointed Chair of the Board<br><i>Board Director since March 2017 (current term commenced 1 March 2017)</i>  | <ul style="list-style-type: none"><li>• MBA Cranfield Management School</li><li>• BSc Land and Hydrographic Surveying Sciences</li><li>• DipM Chartered Institute of Marketing</li><li>• Fellow of the Australian Institute of Company Directors</li></ul>   | <ul style="list-style-type: none"><li>• Over 30 years’ experience in operations, engineering leadership and customer service in both London and Sydney</li><li>• Board Member, London Underground</li><li>• RailCorp CEO 2008 - 2013</li><li>• NSW Trains CEO 2013 - 2017</li><li>• Director – TrackSAFE Foundation</li><li>• Director - Destination Network Country &amp; Outback NSW</li><li>• Member - RTAA and the Permanent Way Institute</li></ul>   |
| <b>Alex Claassens</b><br>Deputy Chair,<br>Elected Director<br><i>Board Director since March 2018 (current term commenced AGM 2018)</i><br><i>Deputy Chair since AGM 2018</i>                      | <ul style="list-style-type: none"><li>• AICD Company Directors Course</li><li>• ACTU Union Governance</li><li>• ASFA Core Governance for Superannuation</li><li>• AM Institute Risk Management</li><li>• ALARA Risk Management</li><li>• Human Factors for Transport Safety Investigators</li><li>• Workcover OH&amp;S Course for Workplace Committees</li><li>• All internal Union training requirements</li><li>• All Railway Certification requirements</li></ul> | <ul style="list-style-type: none"><li>• NSW State Secretary &amp; National Executive Member – Rail, Tram and Bus Union (RTBU) since 2010</li><li>• Elected Director of Endeavour Mutual Bank &amp; Member of Risk Committee</li><li>• Member of NSW Rail Regulator – NSW Branch Operations Forum</li><li>• Employee Representative Board Member, State Super</li><li>• Executive Member of UnionsNSW</li><li>• Member of Australian Institute of Company Directors (AICD), the Australian Institute Superannuation Trustees (AIST) and the Association of Superannuation Funds of Australia (ASFA)</li></ul> |
| <b>Brett Fitzpatrick</b><br>Company Secretary,<br>Elected Director<br><i>Board Director since December 2013 (current term commenced AGM 2017)</i><br><i>Company Secretary since December 2013</i> | <ul style="list-style-type: none"><li>• Human resources professional</li><li>• Graduate Certificate in Customer Service &amp; Case Management</li><li>• Cert IV Workplace Assessment</li><li>• Cert IV Adult Teaching &amp; Learning</li></ul>   | <ul style="list-style-type: none"><li>• RTM Director August 2002 to December 2013</li><li>• RTM Company Secretary August 2006 to December 2013</li></ul>   |
| <b>David Ireland</b><br>Elected Director<br><i>Board Director since December 2013 (current term commenced AGM 2017)</i><br><i>Deputy Chair until AGM 2018</i>                                     | <ul style="list-style-type: none"><li>• Professional geologist</li><li>• Rail operations professional</li></ul>  | <ul style="list-style-type: none"><li>• RTM Director from December 2012 to December 2013</li><li>• RTM Vice Chairman to April 2013</li><li>• RTM Chairman from April to December 2013</li><li>• Deputy Chair from December 2013 to November 2018</li></ul>   |

| DIRECTOR   | QUALIFICATIONS   | EXPERIENCE  |
|--|--|---|
| <b>Dale Budd OBE</b><br>Elected Director<br><i>Board Director since AGM 2015 (current term commenced AGM 2017)</i>   | <ul style="list-style-type: none"><li>• B.E. (Mech) (Hons)</li><li>• Officer of the Order of the British Empire (1978)</li></ul>   | <ul style="list-style-type: none"><li>• Senior project advisor, Melbourne-Brisbane Inland Rail program since 2014</li><li>• Director, Australian Rail Track Corporation 2001-2007</li><li>• Director, Australian Institute of Company Directors 2006- 2008</li><li>• Chairman, Development Advisory Board, Rail Industry Safety &amp; Standards Board (RISSB) 2008-2015</li><li>• Committee member, NSW Rail Transport Museum 1962- 1970 and 1974-1975</li></ul>  |
| <b>Howard Collins OBE</b><br>Non-Elected,<br>Appointed Director<br><i>Board Director since December 2013 (current term commenced AGM 2017)</i>   | <ul style="list-style-type: none"><li>• Master of Business Administration</li><li>• Officer of the Order of the British Empire (2013)</li></ul>  | <ul style="list-style-type: none"><li>• Chief Executive of Sydney Trains</li><li>• Acting Chief Executive of RailCorp</li><li>• Fellow of the Institute of Directors (UK)</li><li>• Former Chief Operating Officer London Underground</li><li>• Former Director of London Transport (Museum)</li><li>• Former member of British Transport Police Authority</li><li>• Lead Director London Underground and London Rail for 2012 London Olympic Games</li><li>• General management, rail operations, rail heritage, pension trustee</li><li>• Director, TrackSafe Foundation</li><li>• Director, Australasian Railway Association (ARA)</li></ul>   |
| <b>Leann Meiers</b><br>Non-Elected,<br>Appointed Director<br><i>Board Director since August 2017 (Current term commenced AGM 2018)</i>   | <ul style="list-style-type: none"><li>• Bachelor of Arts (Communications)</li><li>• Member of the Australian Institute of Fundraising</li></ul>  | <ul style="list-style-type: none"><li>• Over 30 years’ experience in PR, marketing and fundraising success</li><li>• Former Director of Development &amp; External Affairs at Museum of Applied Arts &amp; Sciences (MAAS) 2015-2018</li><li>• Former Director of Advancement/Foundation, Macquarie University 2012-2015</li><li>• Former NSW Committee Member Australian Sponsorship Marketing Association</li></ul>   |
| <b>Nev Nichols</b><br>Non-Elected,<br>Appointed Director<br><i>Board Director since October 2014 (resigned from the THNSW Board March 2019)</i>  | <ul style="list-style-type: none"><li>• B.Sc.(Hons) Technology</li><li>• Post Graduate Diploma Management Incorporated Engineer (I.Eng)</li><li>• HNC Electrical/Electronic Engineering</li><li>• Company Directors Diploma AICD</li></ul> | <ul style="list-style-type: none"><li>• Executive Director, Safety, Environment &amp; Risk – Group Rail (SER) Sydney Trains.</li><li>• Former CEO Country Regional Network John Holland</li><li>• General Manager Northern, John Holland</li><li>• Rail Operations Director, Jarvis Rail PLC</li><li>• JP, MAICD, FIET, FIRSE</li></ul>   |
| <b>Deanna Varga</b><br>Non-Elected, Appointed Director<br><i>Board Director since May 2019 (Invited by the Board to fill the casual vacancy of a Non-Elected, Appointed Director’s position from May 2019 following the resignation of Nev Nichols and until AGM 2019)</i> | <ul style="list-style-type: none"><li>• MBA</li><li>• Master of Management</li><li>• B.A. Tourism Management</li><li>• AICD Governance for Directors</li></ul>   | <ul style="list-style-type: none"><li>• Director and founder of Mayvin Global</li><li>• Consulting projects/clients have included a range of cultural institutions and tourism bodies in Australia and overseas such as Agenda Paris, Los Angeles Tourism &amp; Convention Board, National Parks &amp; Wildlife Service (NSW), Art Gallery of NSW, Museum of Applied Arts &amp; Sciences, Australian National Maritime Museum, China National Convention Centre, Royal Agricultural Society, Sydney Living Museums, Business Events Sarawak and Tourism Australia.</li><li>• Former Assistant Director Commercial &amp; Visitor Services at the Australian National Maritime Museum</li><li>• Former Director of Sales &amp; Marketing, Accor.</li><li>• Member of the AICD</li></ul> |

Directors’ Meetings

During the financial year ended 30 June 2019 a total of ten Board Meetings were held, including regular Board Meetings and Special Board Meetings.

The Board had two established Board Subcommittees during the financial year and established one Board Working Group, all of which are chaired by a nominated Board Director.

All directors have standing invitations to attend subcommittee meetings and directors are expected under the Board’s Charter to attend at least one meeting of each subcommittee, of which they are not the Chair or additional member, each year.

The following tables show the attendance by each of the Directors of THNSW during the

financial year at Directors (Board) Meetings and at meetings of Board Subcommittees and Working Groups.

The Terms of Reference (ToR) for each of these are published on our THNSW website, go to:  
[www.thnsw.com.au/what-we-do](http://www.thnsw.com.au/what-we-do)

Board Meetings

During the financial year ended 30 June 2019 a total of ten Board Meetings were held, including regular Board Meetings and Special Board Meetings.

| Director           | Number of Board meetings held and where eligible to attend | Number of Board meetings attended in full | Number of Board meetings attended in part only |
|--------------------|--|---|--|
| Rob Mason          | 10   | 9   | -  |
| Alex Claassens     | 10   | 8   | -  |
| Brett Fitzpatrick  | 10   | 9   | 1  |
| David Ireland      | 10   | 7   | 1  |
| Dale Budd OBE      | 10   | 9   | -  |
| Howard Collins OBE | 10   | 7   | 1  |
| Leann Meiers       | 10   | 8   | -  |
| Nev Nichols        | 9  | 9   | -  |
| Deanna Varga       | 1  | 1   | -  |

Board Subcommittee Meetings

(A) SAFETY & ENVIRONMENT COMMITTEE (SEC) – chaired by Nev Nichols until his resignation from the Board.

A total of three SEC meetings were held during the financial year ended 30 June 2019.

The SEC supports the Board’s strategic oversight of THNSW’s safety risk management and environmental risk management,

including setting THNSW’s key safety and environmental performance indicators. The SEC also monitors THNSW’s compliance with the applicable rail safety, work health and safety and environmental legislation

and laws. In FY 2018-19 SEC members included the CEO, the previous Rail Safety & Operations Manager, replaced by the Safety, Environment & Quality Manager, and the Property & Facilities Manager.

| Director                | Number of SEC meetings held and where eligible to attend | Number of SEC meetings attended in full | Number of SEC meetings attended in part only |
|-------------------------|--|---|--|
| Rob Mason               | 3  | 2                                       | -  |
| Alex Claassens          | 3  | 1                                       | -  |
| Brett Fitzpatrick       | 3  | -                                       | -  |
| David Ireland           | 3  | -                                       | -  |
| Dale Budd OBE           | 3  | 1                                       | -  |
| Howard Collins OBE      | 3  | 1                                       | -  |
| Leann Meiers            | 3  | -                                       | -  |
| Nev Nichols (SEC Chair) | 3  | 2                                       | -  |
| Deanna Varga            | n/a  | -                                       | -  |

**(B) FINANCE, AUDIT & RISK COMMITTEE (FA&RC) -** chaired by Howard Collins.

A total of five FA&RC meetings were held during the financial year ended 30 June 2019.

The FA&RC supports the Board overseeing the financial position and performance of THNSW, including internal control frameworks, financial management systems, budgeting,

procurement, insurances, reporting and THNSW’s annual financial statements, as well as (non-safety) corporate risk management and THNSW’s external accountability requirements. FA&RC Members include Andrew Elliot, Director of Corporate Resources & Chief Finance Officer, Museum of

Applied Arts & Sciences (MAAS), as an Independent Member; Les Shepherd, FGIA, FCIS, FCPA, GAICD, as a THNSW Members’ Representative Member; the CEO and the Head of Finance & Corporate Resources.

| Director                         | Number of FA&RC meetings held and where eligible to attend | Number of FA&RC Meetings attended in full | Number of FA&RC Meetings attended in part only |
|----------------------------------|--|---|--|
| Rob Mason                        | 5  | 3   | 1  |
| Alex Claassens                   | 5  | 1   | -  |
| Brett Fitzpatrick                | 5  | -   | -  |
| David Ireland                    | 5  | -   | -  |
| Dale Budd OBE                    | 5  | -   | -  |
| Howard Collins OBE (FA&RC Chair) | 5  | 5   | -  |
| Leann Meiers                     | 5  | -   | -  |
| Nev Nichols                      | 4  | -   | -  |
| Deanna Varga                     | n/a  | -   | -  |

**(C) FUNDRAISING STRATEGY DEVELOPMENT WORKING GROUP (FSDWG) -** chaired by Leann Meiers

A total of three FSDWG meetings were held during the financial year ended 30 June 2019.

The FSDWG supports the Board on the development of a fundraising strategy for THNSW, as well as fundraising opportunities

and activities, including both financial and non-monetary (incl. 'in-kind') fundraising opportunities, and their respective merits and viability, and THNSW’s capacity to effectively and efficiently pursue and resource. FSDWG Members

include John Cowper as a THNSW Members’ Representative Member; the CEO, the Marketing & Commercial Services Manager and the Head of Finance & Corporate Resources, and Dale Budd as an Additional Member.

| Director                   | Number of FSDWG meetings held and where eligible to attend | Number of FSDWG meetings attended in full | Number of FSDWG meetings attended in part only |
|----------------------------|--|---|--|
| Rob Mason                  | 3  | 1   | -  |
| Alex Claassens             | 3  | -   | -  |
| Brett Fitzpatrick          | 3  | -   | -  |
| David Ireland              | 3  | 1   | -  |
| Dale Budd OBE              | 3  | 2   | -  |
| Howard Collins OBE         | 3  | -   | -  |
| Leann Meiers (FSDWG Chair) | 3  | 3   | -  |
| Nev Nichols                | 3  | -   | -  |
| Deanna Varga               | n/a  | -   | -  |

**(D) REMUNERATION COMMITTEE (REMC) -** members comprise of Rob Mason, David Ireland, Nev Nichols, and supported by the CEO and the Head of Finance & Corporate Resources. The RemC supports the Board on matters relating to the remuneration of the CEO and key personnel who are direct reports to the CEO, plus consideration of remuneration and compensation of Board Directors. No RemC meeting were held, rather the RemC dealt with matter via email during the financial year ended 30 June 2019.

## New Board Subcommittees

During the financial year ended 30 June 2019 the Board determined to establish two further Board Subcommittees, both of which will be chaired by a nominated Board Director, and for both of which expressions of interest will be called for from interested members and volunteers. Both committees will commence in the first quarter of the new financial year.

### (E) COLLECTIONS & CURATORIAL COMMITTEE (C&CC)

– chaired by Dale Budd, supported by Brett Fitzpatrick

The C&CC supports the Board, CEO and management on collection management and curatorial matters, including making recommendations with respect to Collection policy, acquisition, accessioning, deaccessioning, as well as restoration projects and risk management of the Collection in line with THNSW's strategic directions and annual business plans.

### (F) RAIL OPERATIONS SUPPORT COMMITTEE (ROSC)

– chaired by David Ireland

The ROSC supports the Board, CEO and management on short-, medium- and long-term planning to meet future heritage rail operations delivery in line with THNSW's strategic directions and annual business plans.

#### NOTES:

1. The number of Board and Board Subcommittee/ Working Group meetings held where a director was eligible to attend during the financial year is as per an individual director's term as a director.
2. All directors have standing invitations to attend subcommittee meetings.
3. All Directors requested, and were granted, leave for meetings that they were unable to attend.

## Lead Auditor's Independence Declaration

The lead Auditor's Independence Declaration for the year ended 30 June 2019 has been received and is set out on page 2 of the Financial Statements section of this Annual Report, and forms part of the Directors' Report.

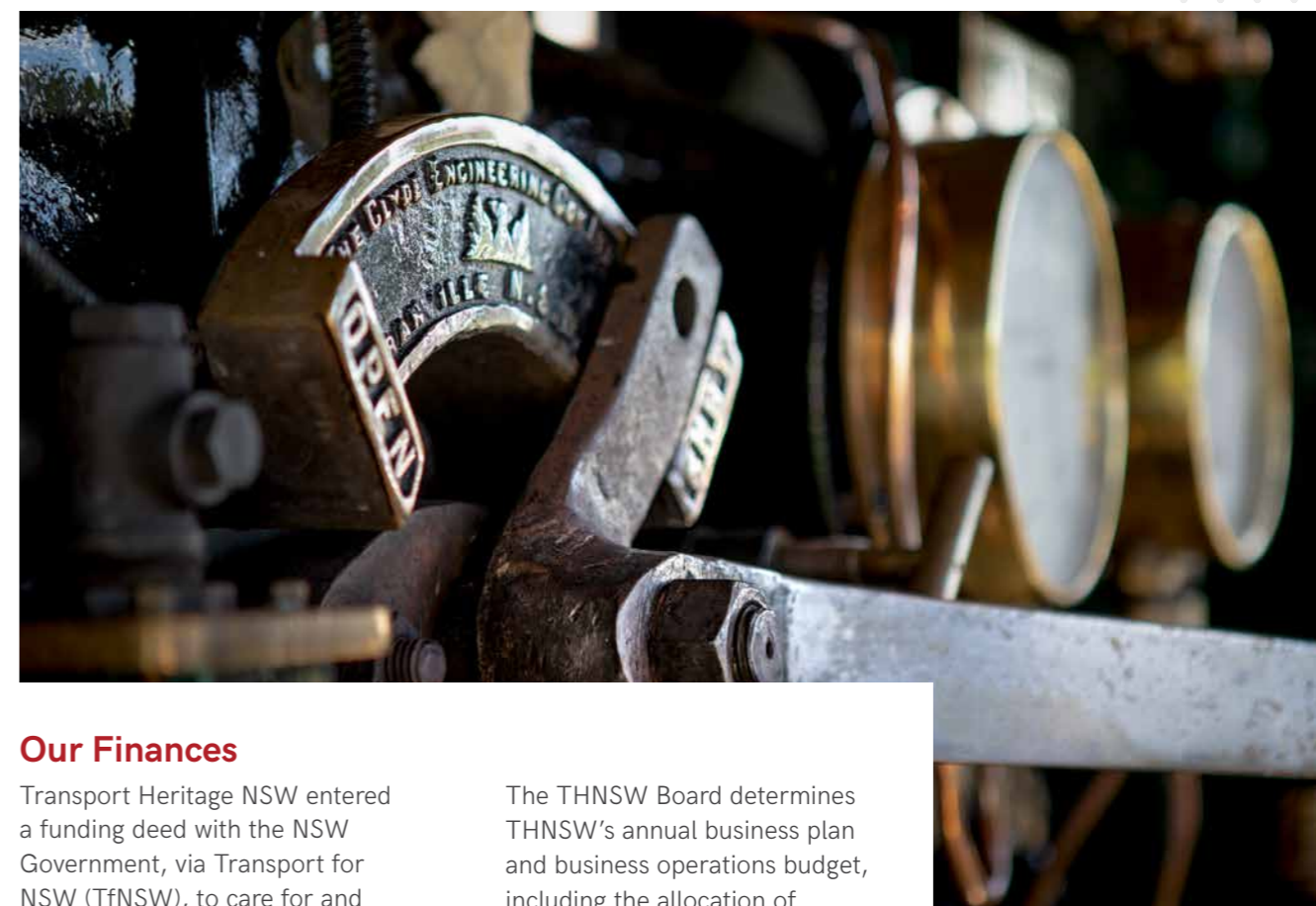
This Report is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors by:

  
Rob Mason  
CHAIR

  
Alex Claassens  
DEPUTY CHAIR

  
Brett Fitzpatrick  
COMPANY SECRETARY

01 October 2019



## Our Finances

Transport Heritage NSW entered a funding deed with the NSW Government, via Transport for NSW (TfNSW), to care for and manage the NSW State-Owned Heritage Collection and to deliver a wide range of activities to support the transport heritage sector in NSW. In addition to the funding from the NSW Government, THNSW raises other revenue through its various activities highlighted elsewhere in this annual report.

The funding deed with the NSW Government provides specific funding to THNSW for the following purposes:

- **TfNSW Funding Stream 1 (FS#1)** – Annual funding allocated specifically to THNSW's business operations, including a minimum of \$1 million that must be used for operational rolling stock fleet maintenance.

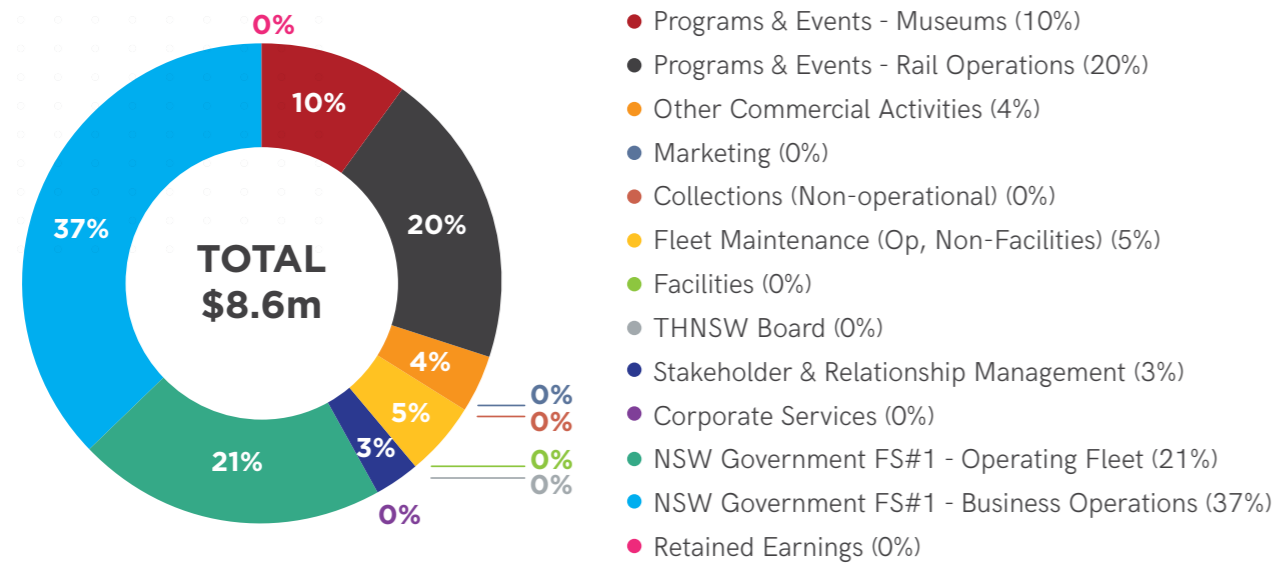
The THNSW Board determines THNSW's annual business plan and business operations budget, including the allocation of FS#1 funds to be used and the use of THNSW's own generated revenue.

- **TfNSW Funding Stream 2 (FS#2)** – Annual funding for the purposes of portfolio management of the NSW Government-owned heritage transport assets. Allocation of the annual funding is determined by the Independent Funding & Advisory Panel (IFAP) appointed by the NSW Government.
- **TfNSW Funding Stream 3 (FS#3)** – Annual funding for the Transport Heritage Grants Program. Allocation of the annual funding is determined by the Independent Funding & Advisory Panel (IFAP) appointed by the NSW Government.

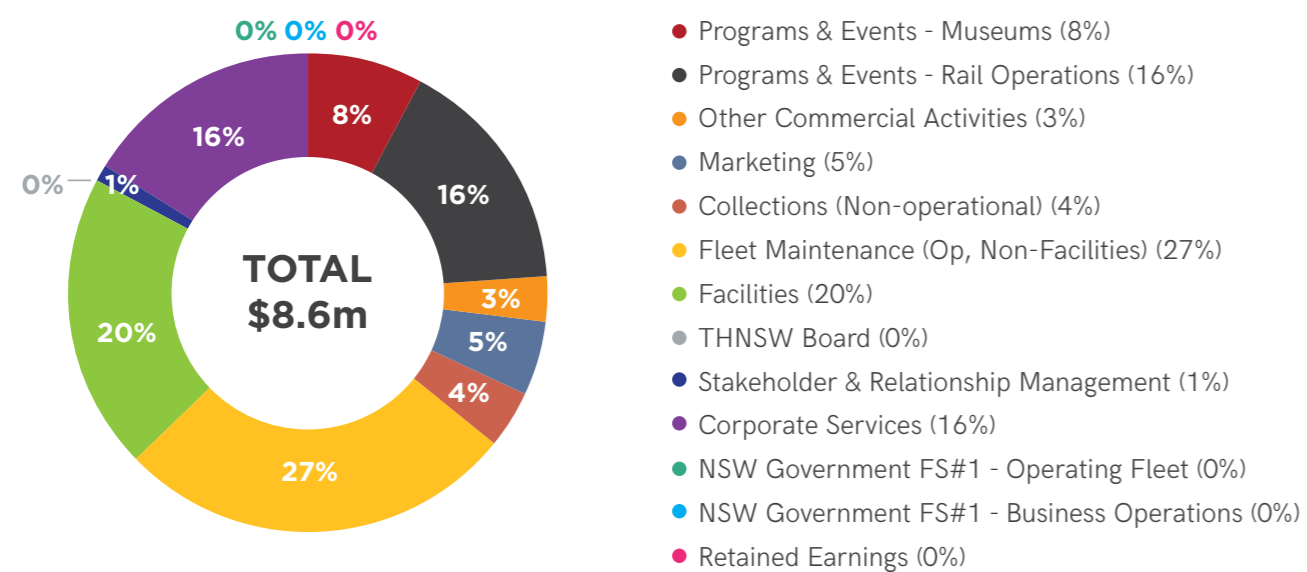
- **TfNSW Special Purpose Funding (SPF)** – THNSW has also entered into a 'special projects funding deed' with the NSW Government, under which specific funding is allocated to specific projects. Allocation of special purpose funds to specific projects is determined by TfNSW. There is currently one approved project – the Locomotive 3801 Reconstruction Project.

Details of the annual funding allocations determined by the IFAP in FY 2018-19 under Funding Stream 2 and the Transport Heritage Grants Program (Funding Stream 3), are provided in appendices 1 and 2, respectively.

## FY 2018-19 Income - FS#1 and Own-Generated



## FY 2018-19 Expenses - FS#1 and Own-Generated



## APPENDICES

# APPENDIX 1 – FULL LIST OF FUNDING STREAM 2 ALLOCATIONS

The following heritage assets in the THNSW portfolio were allocated major periodic maintenance funding during the 2018–19 period:

| APPLICANT                        | PROJECT TITLE  | AMOUNT      |
|----------------------------------|--|-------------|
| ROLLING STOCK PROPOSALS          |  |             |
| Lithgow State Mine Railway       | Refurbish and return 623-723 set to service - additional funding                               | \$52,000    |
| Residual Collection              | Overhaul spare bogies for future use   | \$145,000   |
| Residual Collection              | Overhaul spare engines for future use  | \$145,000   |
| Rail Motor Society               | Repaint locomotive 7344  | \$6,000     |
| Historic Electric Traction       | Repaint W3 set   | \$5,000     |
|                                  | SUB TOTAL:   | \$353,000   |
| BUILT HERITAGE                   |  |             |
| Transport Heritage NSW           | Valley Heights workshop roof replacement   | \$45,000    |
| Transport Heritage NSW           | Valley Heights improvement of fire hydrant system  | \$120,000   |
| All precincts                    | Condition reporting for asset management   | \$250,000   |
| Rail Journeys Museum             | Options for environmental management in a way that is sympathetic to heritage fabric           | \$20,000    |
| All precincts                    | Routine and emergency maintenance  | \$150,000   |
| Transport Heritage NSW           | Resurface platform - Hill Top Station  | \$11,000    |
|                                  | SUB TOTAL:   | \$596,000   |
| HERITAGE & COLLECTION MANAGEMENT |  |             |
| Transport Heritage NSW           | Reconstruct, research, interpret and return Central Station Honour Boards to original location | \$180,000   |
| Tenterfield Railway Museum       | Cataloguing of State Movable Collection at Tenterfield   | \$20,000    |
|                                  | SUB TOTAL:   | \$200,000   |
| SUPPORT AND MISCELLANEOUS        |  |             |
| Transport Heritage NSW           | IFAP administration and sector support   | \$30,000    |
|                                  | SUB TOTAL:   | \$30,000    |
|                                  | TOTAL:   | \$1,179,000 |

# APPENDIX 2 – FULL LIST OF TRANSPORT HERITAGE GRANTS

The following heritage transport organisations were awarded Transport Heritage Grants in 2018:

| APPLICANT  | PROJECT TITLE   | AMOUNT    |
|--|---|-----------|
| RESTORATION, RECONSTRUCTION OR PRESERVATION OF A HERITAGE TRANSPORT ITEM                                       |   |           |
| Gleanreagh Mountain Railway  | Refurbishment of the exterior of the relocated Moorland Station             | \$12,672  |
| Goulburn Crookwell Heritage Railway  | Replacement of radial sleepers for seller turntable                         | \$4,194   |
| The Omnibus Preservation Group   | Atlantean 1016 suspension overhaul  | \$5,280   |
| The Rail Motor Society   | Railmotor CPH1 body repairs   | \$17,251  |
| Richmond Vale Preservation Co-Op   | Restoration of fire damaged wooden coal hoppers                             | \$16,961  |
| Shoalhaven Historical Society  | Digitisation and conservation of the presentation album of Edward Pritchard | \$9,922   |
| Sydney Tramway Museum  | Restoration of heritage Railway Square waiting shed                         | \$17,094  |
| Zig Zag Railway  | Restoration and return to service of Clyburn water tank                     | \$14,961  |
|  | SUB TOTAL:  | \$98,335  |
| EDUCATION, PUBLICATION OR INTERPRETATION OF AN EVENT, ITEM/S OR PERSON/S THAT WILL PROMOTE HERITAGE TRANSPORT. |   |           |
| Zig Zag Railway  | The great Zig Zag Railway educational commentary system                     | \$14,839  |
| Cooma Monaro Railway   | Travel For Pleasure interpretation project                                  | \$42,950  |
| Lachlan Valley Railway Society Co-Op   | Telling The Story - better interpreting the Cowra Rail Heritage Centre      | \$5,664   |
|  | SUB TOTAL:  | \$63,453  |
| STUDY, CONSULTATION, REPORT OR REVIEW THAT WILL ASSIST IN MANAGING A HERITAGE TRANSPORT PLACE OR ITEM.         |   |           |
| Zig Zag Railway  | Conservation management plan  | \$13,492  |
| Byron Bay Historical Society   | Byron Bay rail precinct heritage study                                      | \$8,800   |
|  | SUB TOTAL:  | \$22,292  |
|  | TOTAL:  | \$184,080 |

# APPENDIX 3 – KEY PEOPLE

Below is a summary of key personnel and members as at 30 June 2019.

| PATRON   |  |
|--|--|
| Her Excellency the Honourable Margaret Beazley AO QC |  |

| THNSW BOARD OF DIRECTORS |                   |
|--------------------------|-------------------|
| Rob Mason                | Chair             |
| Alex Claassens           | Deputy Chair      |
| Brett Fitzpatrick        | Company Secretary |
| David Ireland            |                   |
| Dale Budd OBE            |                   |
| Howard Collins OBE       |                   |
| Leann Meiers             |                   |
| Deanna Varga             |                   |

| THNSW MANAGEMENT TEAM |   |
|-----------------------|---|
| Andrew Moritz         | Chief Executive Officer                     |
| Andy McNeill          | Head of Finance & Corporate Resources       |
| Ann Frederick         | Creative Services & Public Programs Manager |
| Ben Elliot            | Fleet Maintenance Manager                   |
| David Bennett         | Marketing & Commercial Services Manager     |
| Jennifer Edmonds      | Heritage & Collections Manager              |
| John Snider           | 3801 Return to Service Program Director     |
| John Thorogood        | Safety, Environment & Quality Manager       |
| Michael Baczynskyj    | Rail Operations Manager                     |

| THNSW LIFE MEMBERS*  |                   |
|----------------------|-------------------|
| Alan Driscoll        | Ian Sheppard      |
| Allan Leaver         | Jeffrey Forrester |
| Andrew Killingsworth | Jeffrey Snedden   |
| Andrew Tester        | John Fisher       |
| Anthony Eyre         | John Harwood      |
| Barry McMahon        | John Knotek       |
| Bernie McTackett     | Joy Eyre          |
| Bob Dickey           | Les Wilson        |
| Brett Fitzpatrick    | Leon Rudd         |
| Brian Woolley        | Mary Wear         |
| Bruce Coxon          | Neil Finey        |
| Bruce Saunders       | Peter Dudgeon     |
| Christine Cuttle     | Philip Robinson   |
| David Kennedy        | Ray Beharrell     |
| David Thurlow        | Raymond Love      |
| Donald Estell        | Richard Butcher   |
| Edward Oliver        | Robert Price      |
| Gary Woodward        | Roslyn Reynolds   |
| Gilbert Wheaton      | Stephen Williams  |
| Geoffrey Allerton    | Ted Dickson       |
| George Baias         | Ted Mullett       |
| Graham Ahern         | Terry Matchett    |
| Ian Cuttle           | Timothy Ball      |
| Ian Dale             | Trevor Ford       |
| Ian Martin           |                   |

\*Does not include deceased life members

| INDEPENDENT FUNDING & ADVISORY PANEL (Appointed by TfNSW) |  |
|---|--|
| Christine Wright  |  |
| John Minchin  |  |
| Judith Coombes  |  |
| Peter Colacino  |  |
| Stuart Coppock  |  |

“ For me it was more about the nostalgia; recalling riding on the ‘red rattlers’ when they were in service. I enjoyed it. The Sydney Tramway Museum is fantastic!

- Passenger aboard Vintage Electric Day Out April 2019

“ Amazing day with fantastic staff... cannot find faults at all... well done to everyone!

- Visitor to Day Out With Thomas March 2019



“ My daughter is only 2.5 years old and she had the best day. Loved every bit off it!

- Visitor to Day Out With Thomas November 2018

“ This is an amazing event and I’m so thankful that this was put on. The volunteers answered all the questions we had about trains and were very informative with their responses.

- Visitor to Transport Heritage Expo 2019

“ The volunteers made our experience so fantastic. Their enthusiasm and want to share knowledge about the carriages and train was fabulous.

- Passenger aboard Hydro Express May 2019

“ A very good event! It attracts people both young and old. Good to learn about transport history from dedicated enthusiasts.

- Visitor to Transport Heritage Expo 2019

“

It was good old-fashioned fun, the whole platform/ride experience was positive - everyone irrespective of their ages were enjoying themselves.

- Visitor to Transport Heritage Expo 2019

“

The whole experience was fabulous the volunteers were very welcoming and friendly.

- Passenger aboard Hydro Express  
November 2018.

“

Thoroughly enjoyed the weekend. The community goodwill was warm, welcoming and very much appreciated.

- Visitor to Thirlmere Festival of Steam 2019

“

It was an incredible opportunity to meet some of the very best railway photographers in the World.

- Australian Rail Photography Forum 2018

## TRANSPORT HERITAGE

— NSW —

Transport Heritage NSW Ltd

ABN 25 000 570 463

**PHONE** (02) 9209 4646

**POST** PO Box K37, Haymarket NSW 1240

**OFFICE** Suite 011, International Business Centre, South Eveleigh,  
2 Cornwallis Street, Eveleigh NSW 2015

**WEB** [thnsw.com.au](http://thnsw.com.au)