

# THNSW AGM 2019 MINUTES

The sixth Annual General Meeting (AGM) of Transport Heritage NSW Limited was held on Saturday 30 November 2019, at the NSW Rail Museum, 10 Barbour Road, Thirlmere NSW 2572.

Meeting opened at 5:00pm.

**Chair:** Rob Mason.

## **Attendees- Directors/ Voting Members**

Rob Mason	Chair
Brett Fitzpatrick	Elected Director and Company Secretary
Alex Claassens	Elected Director and Deputy Chair
Dale Budd OBE	Elected Director
David Ireland	Elected Director
Howard Collins OBE	Appointed Director.

## **Attendees – Voting Members**

A total of 126 voting members were in attendance, including Directors as listed above. Nine (9) voting members were present who had already voted by proxy.

## **Attendees – Non-Voting Members**

Deanna Varga	Appointed Director
Andrew Moritz,	CEO.

## **Attendees – Non-members**

Wayne Price, Director, Castletons Auditing Services and Chartered Accountants, and THNSW Auditor for EoFY 2018/19.

Members of the THNSW management team and support personnel.

## **Apologies - Voting Members**

Leann Meiers	Appointed Director
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Peter Lowry OAM, John Howe, Les Wilson, Lindsay Lucas, Kim Logan, John Layton, Allan Scott, Col Gilbertson, Paul Rollason, Brian Mantel, Phillip Harman, Matthew Wilson, Robyn Wilson, Leonie Turner, Gerard Thompson, Peter Banks, Patrick Sheil, Warren Rackham, Stephen Williams, Trevor Ford, Graham Kirkby, Ray Beharrell, Peter Lawrence.

## **Apologies – Non-Members**

Nil.

## **1. Welcome & Apologies**

The Chair opened the meeting with an Acknowledgement of Country.

The Chair thanked those in attendance and accepted all of the apologies received.

The Chair advised the meeting that a total of 233 proxies had been received of which 218 were valid. Where the proxyholders have been directed on how to vote, these results have already been counted and will be displayed on the screens at the appropriate agenda items. Where the member has given their proxyholder discretion in how they vote, those individuals are holding small voting cards displaying the number of additional votes they are casting in addition to their own.

The Chair also reminded members that if they had already cast their vote by proxy and were in attendance then they could not vote again. Those individuals have been given a different coloured card enabling them to vote only if other matters were raised that required a vote to be taken.

The Chair sought confirmation that there was a quorum for the meeting – minimum of 25 eligible to vote members. David Griffiths, Membership Registration, confirmed:

- Eligible voting members present = 123; (subsequently corrected to 126)
- Voting members presents who had already voted by proxy = nine (9)

The Chair reminded those present that this was a meeting of Members and only those Members who were financial could vote. Non-members were welcome however were not entitled to be heard or vote. The Chair also reminded members that if they wished to raise a “Point of Order”, they should clearly state “Point of Order”, preferably standing, to identify who has raised the point and then wait until the microphone arrives so that everyone can hear the point being made. If you are moving or seconding a motion, then please make sure that you clearly say your name for the purposes of the minutes of this meeting.

A video message from the Minister for Regional Transport & Roads, The Hon. Paul Toole MP, and the Minister for Transport & Roads, The Hon. Andrew Constance MP, was played.

## **2. Minutes of the Annual General Meeting 2018**

To confirm the Minutes of the Fifth THNSW Annual General Meeting (AGM) held on 24 November 2018.

The Company Secretary, Brett Fitzpatrick, called for any corrections to the Minutes.

It was noted that in the apologies Bruce Merrett appeared twice with different spellings, the second being the correct spelling.

The Company Secretary also advised of a further amendment as to who seconded the motion to confirm the Minutes of the Annual General Meeting 2017, which was Allan Williams not Allan Driscoll.

There were no further corrections to the Minutes.

Moved Bruce Marich; seconded Ian Sheppard.

Motion: **Carried.**

The Company Secretary declared the Minutes of the Annual General Meeting 2018 confirmed and adopted by the members present.

## **3. Reports**

To receive the Annual Report including the Directors’ Report, Financial Statements and Auditor’s Report for the financial year ended 30 June 2019.

The Company Secretary, Brett Fitzpatrick, spoke briefly to the Directors’ Report and the Annual Report and highlighted the many achievements of the organisation in the FY 2018/19.

That the Annual Report for FY 2018/19 be received.

Moved George Baias, seconded Ross McKinnon.

Motion: **Carried.**

The Auditor, Wayne Price, spoke briefly to the Financial Statements and Auditor’s Report, and commended the organisation on the work that it had done over the last three years in the finance area and the successful extension of the funding deed arrangements giving THNSW its current solid financial position.

That the Directors Report, Financial Statements and Auditors Report for the financial year ended 30 June 2019 be received.

Moved David Wills; seconded by both Allan Williams and John Cowper.

Motion: **Carried.**

The Company Secretary declared that the Annual Report, including the Directors' Report, and the Financial Statements and Auditors Report for the financial year ended 30 June 2019 have been received by the membership.

#### **4. Appointment of Auditor**

To approve the recommendation of the Board for the appointment of Castletons Auditing Services and Chartered Accountants as THNSW's Auditor to carry out the FY 2019/20 Audit.

The Chair of the Finance Audit & Risk Committee, Howard Collins, acknowledged the presence of Wayne Price from Castletons Auditing Services in the room. He thanked Wayne and the team at Castletons for their work to date in providing auditing services to THNSW.

Moved Howard Collins; seconded Allan Williams.

Motion: **Carried.**

The Chair of the Finance Audit & Risk Committee declared the appointment of Castletons Auditing Services and Chartered Accountants as THNSW's Auditor to carry out the FY 2019/20 Audit adopted by the membership.

#### **5. Champions of Heritage Transport**

To receive the Champions of Heritage Transport, awarded posthumously, to (*listed in alphabetical order by Surname*):

Hon Tim Fischer AC  
Hon Milton Morris AO

The Chair read a brief summary of each nominee and their significant contribution to heritage transport. He invited representatives present to receive a framed certificate.

#### **6. Life Membership**

To approve the recommendation of the Board that Life Membership be granted to (*listed in alphabetical order by surname*):

Glenn Buckman.	Nominated George Baias	Seconded Leon Rudd
Dale Budd.	Nominated Graham Ahern	Seconded Joy Eyre
David Hunt.	Nominated Andrew Tester	Seconded Terry Matchett and Ray Beharrell
Bruce Merrett	Nominated Ian Sheppard,	Seconded Gary Woodward

The Chair called for a vote by show of hands from the floor in relation to each nominee individually. Proxy votes were displayed on the screen.

Each nomination was **Carried.**

The Chair declared that the granting of Life Membership of Transport Heritage NSW to Glenn Buckman, Dale Budd, David Hunt and Bruce Merrett is adopted by the membership:

All new Life Members were presented with a framed certificate, gold Life Membership badge, gold perpetual Life Membership card and a 2020 calendar and were each congratulated with a round of applause.

## 7. Disposal of Assets

To approve the recommendation of the Board to deaccession 49 types of plates (54 plates in total including duplicates) from the THNSW member owned collection

The Chair of the Collections & Curatorial Committee, Dale Budd, addressed the meeting. If so approved by the members here today then appropriate recipients will be sought for the plates, including original locomotive's owners and other museums.

Moved Dale Budd, Seconded Allan Leaver

Motion: **Carried.**

## 8. Election of Directors.

The Chair advised the meeting that five (5) nominations had been received for the three (3) elected Director vacancies on the Board and thus there had been a requirement to conduct a ballot in accordance with the Constitution. The Chair noted that the transitional provisions as per the updated Constitution adopted by members last year applied to this ballot, namely that the two (2) directors with the highest number of votes would be appointed for three (3) year terms and the director elected with the third highest number of votes would be elected for a two (2) year term.

Before announcing the results of the ballot, the Chair addressed a number of concerns and questions that had been raised via the Questions on Notice received regarding the organisation and conduct of the AGM 2019 and the ballot for the election of Elected Directors.

The Chair confirmed to members that the 2019 election ballot had been conducted in accordance with the THNSW Constitution and has been free from any bias and any interference.

Colin Pursehouse requested to address the meeting prior to the announcement of the results of the ballot indicating what he had to say he wanted to say regardless of the outcome. He expressed his opinion that the conduct of the election was "a disgrace" and that he believes it has been grossly unfair and biased as candidate information (statements and videos) were not available when the ballot papers were first sent to members.

The Chair responded that those concerns had been addressed in his earlier remarks and there would be an opportunity to ask points of clarification during Agenda Item 10, Questions on Notice.

The results of the Ballot were provided by the Independent Returning Officer to the Chair and the Chair only. In front of the meeting the Chair provided a sealed envelope containing the results to the Auditor, Wayne Price, the Chair then read the results to the meeting, Wayne Price confirmed them as per the copy he held, and the results were published on the screen for the membership to also see simultaneously. The confirmed results were announced as follows:

There were 1,562 votes available based on the 'eligible to vote' roll at the time of the closing of the member voting roll at 5:00 pm on 14 November 2019 for the purposes of the postal ballot. A total of 398 formal ballots, 5 informal votes and 127 unexercised votes (where the voter did not exercise all three (3) available votes) were recorded.

Votes received by each candidate (in the order of appearance on the Ballot Paper)

- Janette Ireland 146 votes
- Colin Pursehouse 174 votes
- Dale Budd 294 votes – and thus elected for a three-year term
- David Ireland 208 votes – and thus elected for a two-year term
- Brett Fitzpatrick 245 votes – and thus elected for a three-year term

The Chair declared Dale Budd, David Ireland and Brett Fitzpatrick duly elected as Elected Directors to the THNSW Board and for the terms as noted above.

The Chair thanked all candidates for their interest and for putting themselves forward for election to the THNSW Board.

The meeting congratulated all three individuals on their appointment with a round of applause.

### **9. Appointment of Non-Elected, Appointed Directors**

The Chair advised that two (2) Non-elected, Appointed Director positions fall vacant at this AGM. In accordance with the transitional provisions in the Constitution as adopted by the members last year, one (1) person is to be appointed for a three (3) year term and one (1) for a two (2) year term.

In accordance with the Constitution the nominating panel convened and determined to re-appoint:

- Howard Collins – for a three-year term; and
- Deanna Varga – for a two-year term

to the positions of Non-elected, Appointed Director.

The meeting congratulated both individuals on their appointment with a round of applause.

### **10. General Business**

To reply to any questions on written notice received by the Company Secretary at the Eveleigh Office on or before 5:00pm Thursday 14 November 2019.

Approx. 170 questions were received from nine (9) individual members. Due to the number of questions on notice received, the Board determined to compile questions and answers into a handout for distribution to those members in attendance. See Attachment 1.

The Chair addressed the meeting in relation to questions and concerns regarding the following dominant issues:

- Why the Locomotive 3801 is being transferred to Thirlmere on a date in December;
- The future of the current Locomotive 3801 project workshop space at (Sydney Trains) Chullora; and
- A future project for THNSW volunteers currently working on the Locomotive 3801.

The Locomotive 3801 will now be transferred to Thirlmere on **15 January 2020** on the advice of the Return to Service Program Director, John Snider, and the Project Manager, Craig Mackey, to ensure that it can be properly tested and commissioned and professionally painted ready for its launch and return to service. This date has not been determined by the Board or the CEO, but it has been determined by the project managers responsible for and who are running the project. Those volunteers currently working on the project at Chullora are welcome to continue to support the return to service of the Locomotive at Thirlmere.

Board discussions around another possible project for THNSW volunteers currently working at Chullora have been continuing now that the completion date for the Locomotive 3801 has become clearer. These discussions have taken into consideration the available timeframes, funding, resources and business needs. The Board has discussed a number of options however have made no decision at this time. (Options are outlined in the response to the Questions on Notice – attachment 1.)

The Chair emphasised however that the Board and the Locomotive 3801 team must remain focused on the delivery of 3801 in a timely and safe manner, and reiterated that the transfer date to Thirlmere as set by the R2S Program Director and the Project Manager is 15 January 2020.

The Chair concluded by congratulating all of the volunteers and staff who have contributed tirelessly over the many years of this project and indicated there is a high degree of confidence that we can all look forward to seeing Locomotive 3801 back in service in 2020.

Colin Pursehouse thanked the Chair for his comments but expressed his “utter disgust” for the way in which this was being handled by the Board and management, why it was that it had waited until now and that it had taken the volunteers to stand up for themselves to the Board and management for this issue of another project to be addressed and that the volunteers and staff should not have been put in this position. The Chair reiterated he was attending the Locomotive 3801 project site next week with Board

Director Howard Collins, CEO Andrew Moritz and any other Board Directors who may be available to hear from volunteers currently working on the project.

Nigel Holmes asked about the status of Locomotive 3616 and any decision regarding its future. The CEO advised this had been scoped however no decision has been made.

David Oram acknowledged the importance of the work of the Board Fundraising Strategy Development Working Group as this would be an important way in which future projects may be able to be funded.

A number of members raised questions concerning membership: the declining number of members, the ageing of members, membership structure and fees, and the significant difficulties with the online membership renewal system. The age of children was also raised in the context of NSW Rail Museum entry prices. Brett Fitzpatrick responded on behalf of the Board and indicated these issues would be reviewed. The Chair committed to reporting membership numbers on a regular basis as part of the Board wrap.

Allan Williams asked for an extreme weather policy because there are occasions when THNSW is running trains on days in 40 degrees of heat. Allan also requested that train re-provisioning be better planned so that the buffet and sales carriages can be restocked enroute.

Bruce Saunders advised he was extremely disappointed in the answers provide by the Board to the questions on notice and indicated he felt the Board was “delusional” if it felt these answers were appropriate.

Colin Pursehouse thanked the Chair and the Board for their efforts to improve the AGM and election process however indicated that he still believed the process was “disgraceful” and “deeply unfair” and was biased towards current incumbents. The AGM information was difficult to find on the website, and a Queensland based Returning Officer did not enable scrutineering without considerable expense. The Chair noted that he had already provided a response on these issues earlier in the meeting.

## **10. Meeting Closure**

The Chair confirmed that there was no further business for the AGM that could not be better covered in the following Members' Information Forum immediately following the AGM.

The Chair therefore declared the Annual General Meeting 2019 closed at 6:28pm.

**Rob Mason**  
Chair

**Alex Claassens**  
Deputy Chair

**Brett Fitzpatrick**  
Company Secretary

## **Post AGM Closure Note:**

The Chair noted that there had been some objections raised by a number of members as to the holding of the AGM at THNSW's NSW Rail Museum location and asked those members present for their views. Members present were divided approx. 60:40 as to preferring to hold the AGM at the NSW Rail Museum versus a Sydney location, hence the suggestion was made that the Board consider alternating the holding of the AGM between both the NSW Rail Museum and a suitable Sydney venue in future years.

**AGM 2019 – Questions on Notice Received – Responses 29 Nov 2019** (Responses are to the ‘best of the Board’s knowledge and belief as at 29 Nov 2019’.)

#	Date Received	Received From	Topic	Specific Question	Response
1	12 Oct 19	John McCutcheon (9450)	Volunteer travel subsidy	As the majority of Member-Volunteers are of pension age and the cost of living is now critical in this cohort, we are losing them and quickly. Will the Board consider paying Travel Expenses at the rate of, say, \$0.60 based on the simple raw Km radius, for any given shift, between the member’s home and either Thirlmere, Redfern, Chullora or Valley Heights; e.g: Thirlmere to Corrimal 40-Km @ \$0.60=\$24.00 per trip or Hurstville to Chullora 10-Km @\$0.60=\$6.00 per trip – paid quarterly? Volunteers could opt-out of this arrangement if they so desired.	As reported in the Annual Report THNSW has more than 380 volunteers contributing more than 55,000 hours in 2018/19.  Reimbursing volunteers for the cost of their commute to/from their place of volunteering is not an industry or sector standard practice or common.  The Board has not considered reimbursing volunteers travel costs from/to home and their regular place of volunteering. However, the Board does recognise that volunteers travelling to and from its various sites can incur costs.
2	12 Oct 19	John McCutcheon (9450)	Board Sub-committees	The Board should re-consider reinstating the Business Development and Marketing Board Standing Sub-Committee and what was the reason for disbanding it in the first instance?	Under the THNSW Constitution Board Sub-committees can be established to support the Board and CEO/management by providing an additional level of advice to specific areas. The Board retains ultimate responsibility for the functions delegated to any Board Sub-Committee or Working Group.  The Business Development and Marketing Committee was discontinued in 2017 as the Board determined that the activities/functions of the Committee could better achieved in other ways. An example of this is the establishment and ongoing operation of the Fundraising Strategy Development Working Group.  The need for any further Board Sub-committees or Working Groups is regularly discussed by the Board as witnessed by the recent establishment of two new subcommittees, the Curatorial and Collections Committee and the Rail Operations Support Committee.
3	12 Oct 19	John McCutcheon (9450)	Local Station shuttle bus operation	Will the Board debate and consider acquiring two 30 seat Min-Buses to convey visitors by a free shuttle (especially inbound tourists, domestic and international), from Picton to NSWRM 7 days a week, to meet each Sydney Train between the hours of 9.30 to 13.00 – inbound and returning from 14.00 to 16.00; to be driven by Member-Volunteers or volunteers under the CentreLink program and support this public transport solution with promotion around the major railway stations between Sydney and Picton?	The Board does not consider this a high priority for the expenditure of members’ funds at this time.  It should be noted that shuttle buses have previously been arranged and promoted for major events and had only relatively small uptake by the public. This service will continue to be offered for major events only at the NSW Rail Museum.  Management will continue to advocate for improvements to the regular timetabled public bus services in the Thirlmere area, as well as any emerging alternative ‘on-demand’ public transport options.
4	21 Oct 19	Peter Dudgeon	Volunteers at Chullora	Chullora has a great team of volunteers who work well together and now have a wealth of knowledge	

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		(4514) Life Member		working on a main line locomotive. As a lot of the team are only interested in working at Chullora are there any plans to keep this team together and working as a group on another restoration project that they prepared to do. As a working volunteer, it must be recognised that volunteers are only volunteers when they like the project that they are working on. Different projects require different teams of volunteers to be successful.	The Chair will address this Chullora related question at the AGM. See Attachment.
5	04 Nov 19	Ken Rouvray (7277)	Chair's Wrap (post Board Meetings)	Last AGM November 2018 the Chair, Rob Mason stated he would give a precis on Board Meetings as a Board Rap. Thanks this is happening. With an estimate of 150 to 250 pages of Board Papers per meeting, the precis is condensed to less than one A4 page. Disappointingly details are generally very brief and lack any real information beyond a single Paragraph on a subject. Will the Chair, Rob Mason in his Board Rap, give more substantial information to members, including but not limited to, detailed Board decisions, on Chullora Hub, Loop Line upgrade and Thirlmere Museum, Membership numbers both new and current and annual passes issued.	Board Wrap is intended to communicate key decisions made by the Board and particular highlights to the broad membership audience.  The Chair committed last year to greater transparency and is pleased that this has been acknowledged. The current chair is happy to add relevant richness to the Board Wrap.
6	04 Nov 19	Ken Rouvray (7277)	Annual Board Meetings	The Constitution paragraph 23(3). States there must be a minimum of 6 Board meetings per year. Whilst only 6 Board meetings per year, does the Board believe and accept they can govern efficiently and not have say set monthly meetings.	The Constitution as overwhelmingly approved by members at last year's AGM sets the <u>minimum</u> number of Board meetings per year as being six (6) Board meetings.  As reported in the 2018/19 Annual Report, the Board met a total of 10 times in that year. The schedule of regular Board meetings is set well in advance each year and then supplemented with additional meetings as required for the Board to discuss additional matters, other or urgent business.
7	04 Nov 19	Ken Rouvray (7277)	Board Charter review	In the Board Rap for October 2019. Included was this item of news.  "Board's Charter review The Board has determined to review its Charter to confirm that our purpose and values are aligned to the new Strategic Plan (released in July). As part of the review, the Board is keen to explore opportunities to improve the organisation's culture and behaviours. As part of this process, the Board will be conducting a workshop with The Ethics Centre following the AGM".	The Chair and Deputy Chair of the THNSW Board determined to approach The Ethics Centre after their previous work with Cricket Australia's Culture Review and then met with them with the CEO in attendance.  The Board as a whole discussed and approved the engagement of The Ethics Centre to conduct a workshop on the recommendation of the Board Chair and Deputy Chair.  The Board is aware from various matters raised both with individual Board Directors, and to the Board as a whole, of instances where the ethics and behaviours of members, volunteers and staff are not aligned with those currently outlined in the Code of Conduct and Board Charter.



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				<p>Question is, as the Board has determined to review its Board Charter, who has engaged "The Ethics Centre" one or more of the Board Directors or the CEO?</p> <p>Further under what reasons did the Board determine that a review be done on "Ethics" and "Behaviors," What possible outcomes are sort to align these with the new Strategic Plan?</p> <p>Does the Board believe the current Board Charter needs changing?</p> <p>Will the current Board Charter or as revised be available in total for Members without any excluded paragraphs or sections?</p>	<p>The Board Charter was first adopted by the Board at its July 2016 meeting and with the release of the new Strategic Plan, the further review of the Board Charter is timely. Any updated Board Charter will be published on the THNSW website.</p> <p>The specific delegation details contained with the Board approved Schedule of Delegations will remain commercial-in-confidence.</p>
8	04 Nov 19	Ken Rouvray (7277)	Members' only additional information	<p>On THNSW website why is there not a "Members Only" section entered only by Membership number and password to give addition detail information on current issues.</p> <p>This could include a more detailed Board Rap addressed to Members only.</p>	<p>The Board is keen to share and promote the work of the organisation as widely as possible and with as many people as possible and thus make information available to all members, volunteers, customers, key stakeholders and other interested parties via a variety of channels including Roundhouse, E News, website, social media channels.</p>
9	10 Nov 19	Alan Driscoll (5996) Life Member	Local Station shuttle bus operation	<p>Recently we had some visitors from the UK who came to us via the railways alighting from Tahmoor only to find no taxis available so we're forced to walk to the museum. They stayed for some time they enjoyed everything then when it came to leaving our representative called for a taxi &amp; yes you guessed correctly none were available again. So not to disappoint our visitors our rep. drove them to Tahmoor herself which was appreciated by them.</p> <p>Might I suggest that it is time we made a decision to either purchase or hire a mini bus kept at the museum for the purpose of either picking up or driving our guests from either Picton or Tahmoor stations, the bus could have the museums logo on it as advertising &amp; anyone with a valid licence is able to drive it. Can we please do this as it's time ?</p>	<p>Staff member Anette Ready drove the customers to Tahmoor and is to be commended for her initiative and going above and beyond to assist these customers.</p> <p>It should be noted that shuttle buses have previously been arranged and promoted for major events and had only relatively small uptake by the public. This will continue to be offered for major events only at the NSW Rail Museum.</p> <p>Management will continue to advocate for improvements to the regular timetabled public bus services in the Thirlmere area, as well as any emerging alternative 'on-demand' public transport options.</p>
10	10 Nov 19	Alan Driscoll (5996) Life Member	Advertising channels	<p>Also, these same visitors told us that they inquired at Central Station as to where we were &amp; told they had never heard of us, if we are advertising maybe a rethink should be done it's no good relying on</p>	<p>THNSW uses a variety of marketing and communication channels to promote the NSW Rail Museum, along with all our events and rail heritage experiences across NSW.</p>

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				<p>social media or word of mouth advertising in newspapers &amp; magazines is better as they are still read &amp; more notice is taken from them than from a website. Could this be looked into please?</p> <p>We all want the museum to have more visitors if they see we are trying to be pro-active they will come visit.</p>	<p>The new 'Railway Bookshop' at Central Station carries THNSW's new and highly popular <i>Discover Your Transport Heritage</i> brochure containing a map and list of all heritage transport museums, including the NSW Rail Museum (external company brochures can no longer be carried at stations).</p> <p>While THNSW focusses its advertising dollars primarily in the digital space, THNSW regularly advertises the NSW Rail Museum in targeted print publications including the <i>Destination Southern Highlands</i> annual planner, <i>Escape Southern Highlands</i> quarterly magazine and <i>Highlife</i> bi-monthly magazine. THNSW also places its new NSW Rail Museum brochures at various tourist locations in the region.</p> <p>THNSW believes this approach maximises the use of its advertising dollars in a rapidly changing media landscape. This approach has also helped deliver record visitation to the NSW Rail Museum over the past 2-3 years.</p>
11	11 Nov 19	Max Press (10389)	THNSW membership and THNSW volunteering	<p>Why do we not promote membership on the price list above the Reception Desk at Thirlmere or on the Volunteer application form and why do we only seek volunteers for Event Days and Train Attendants and not for Museum Guides, Reception staff, Trades-people or any other of the vast array of positions volunteers can perform?</p> <p>Why is membership not mentioned on the volunteer application form?</p> <p>Why did the Board remove the Family Class of membership?</p>	<p>Annual pass information is displayed on the screens at the NSW Rail Museum. Promoting membership via this method will be looked at.</p> <p>New brochures were introduced this year promoting both THNSW membership and the NSW Rail Museum annual pass. Both of these brochures can be found at the reception desk / main entry to the NSW Rail Museum.</p> <p>THNSW does utilise volunteers across all areas of its operations and activities. For example, the NSW Rail Museum reception is supported by volunteers typically 2-3 days each week.</p> <p>THNSW, and the NSW RTM before it, recognises that you don't have to be a member to be a volunteer, nor do you have to volunteer if you are a member – these are separate ways in which individuals can be attracted to, engage with and contribute to THNSW. Of course, an individual can be both a member and a volunteer.</p> <p>Individuals at the time of expressing interest in becoming a THNSW volunteer are asked to indicate the area or areas that they are interested in volunteering in.</p> <p>The Board has previously responded very extensively with respect to the introduction of the current membership structure introduced more than two years ago in the questions on notice for both AGM 2017 and AGM 2018.</p> <p>The Board remains of the view that the simpler membership structure introduced from MY 2017/18 is fit-for-purpose and appropriate for growing future membership of interested and engaged individuals.</p> <p>The availability of both the Annual Passes and membership in response to our different audience needs is consistent with the practices of similar</p>

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					organisations (Museums and other attractions) in meeting diverse family groups' needs.
12	11 Nov 19	Max Press (10389)	NSW Rail Museum	Why is the Café not open mid-week? Why do we sub-contract our Café on event days? Why do we not engage volunteers on 'New-Start' to help staff the Café?	<p>Operation of the Café is targeted to days where reasonable visitation is expected such that income from the café operations can at least meet its costs and ideally generate a return.</p> <p>Current mid-week visitation is not yet at a level where this is considered possible. Tea/Coffee, cold drinks, ice creams and a limited range of pre-packaged food is available during the week. Catering is offered to booked groups attending the Museum during the week.</p> <p>On very busy days of operation (such as Day Out With Thomas, Thirlmere Festival of Steam) the café is outsourced to a third-party catering company who is able to effectively resource and deliver high volume operations to meet visitor expectations, and enables THNSW to deploy its people to higher priority activities.</p>
13	11 Nov 19	Max Press (10389)	Charter operations	Why do we lease our 'Long Range' tour trains (including our onboard volunteers) to third party operators?	<p>Train charters have been part of the previous NSW RTM's and now THNSW's mix of rail operations. Train charters provide a guaranteed income to THNSW regardless of patronage, thereby reducing THNSW's commercial risk if it was to market and operate the train tour on its own. Charters also provide the opportunity to increase exposure to our rail heritage and generate interest and future engagement across other customer groups that THNSW could not economically reach on its own.</p> <p>THNSW is focussing its activities towards bringing transport heritage to life and in the rail space that is repeatable short-shuttle (high volume) and the day-long (medium volume) experiences markets to provide maximum engagement and passenger numbers to meet our targets as outlined in our Strategic Plan, and leaving long-range multi-day tours (low volume and impact) to those with established customer databases and more extensive marketing resources to market and promote such tours.</p>
14	11 Nov 19	Max Press (10389)	Loop Line	Why did we not accept the offer from Director Nev Nicholls, in 2015, to engage the John Holland Track Equipment to upgrade the loop line?	This is now superseded by the announcement by the NSW Government of the \$5.5m investment in upgrading the Loop Line.
15	14 Nov 19	Bruce Saunders (1319) Life Member	Sothern Aurora	I have asked previously for a sound business case to be presented for the huge expenditure on the Southern Aurora. So far we have seen the expenditure of (2019 Financial Report) \$419,000 on Southern Aurora uncompleted Stage 1 up to June 2019 yet no business case has been forthcoming. In 2017, members were advised that in answer to questions on notice in 2017, "It is acknowledged	

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				<p>that the Southern Aurora's operation generated substantial income for the former NSWRTM ", but there was no explanation.</p> <p>Q1-Is this still the Board's position that the Southern Aurora operation generates substantial income?</p> <p>Q2-Can the Board see that under present operating frequency and manning and of only a possible 96 passengers that there is no way that these enormous capital costs will ever be recuperated and it is only the charter tour operator that is making the money and not this organisation?</p>	<p>Q1</p> <p>The Southern Aurora is operated mostly for charter customers where the charter fee is guaranteed income to THNSW regardless of patronage. This reduces the commercial risk to THNSW. Operation of the Southern Aurora also incurs costs which are offset by the income.</p> <p>With the refurbishment of the THNSW cars nearing completion and the availability of the privately-owned sleeping cars THNSW is receiving an increasing number of charter requests for the Southern Aurora which is translating into new business and thus increased use of the train.</p> <p>Operation of the Southern Aurora has always been part of the mix of train operations conducted by the NSWRTM and now THNSW. Many people have fond memories of the Southern Aurora and charter customers report passengers enjoy the experience of travelling on the train. Charters also provide the opportunity to increase exposure to our rail heritage and generate interest and future engagement across other customer groups that THNSW could not economically reach on its own.</p> <p>THNSW will continue to charter the Southern Aurora to charter customers where an acceptable return to the organisation can be achieved.</p> <p>Q2</p> <p>The Board agrees it will take a period of time to recover the capital costs associated with upgrades to the Southern Aurora. This is no different to other rolling stock restoration projects such as Locomotive 3801 or Locomotive 3526.</p> <p>THNSW has focussed its Southern Aurora work, primarily towards the power van, lounge/dining cars and crew cars, fitting retention tanks for the toilets and undertaking other upgrades and general improvements, which have the potential to operate as a restaurant train consist. With the addition of the privately-owned sleeping cars THNSW can now operate a full Southern Aurora consist. Investment in upgrading the privately-owned cars was undertaken by the private owner not THNSW.</p> <p>With the refurbishment of the THNSW cars nearing completion and the availability of the privately-owned sleeping cars THNSW is receiving an increasing number of charter requests for the Southern Aurora which is translating into new business and thus increased use of the train.</p>

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				<p>Q3-Is this train not a significant drain on present engineering resources and funds that could be used more wisely elsewhere?</p> <p>Q4-Are we charging enough to the tour operators to cover our overheads and capital costs or are we just covering direct operating costs with no profit and in fact, a substantial capital loss?</p> <p>Q5-As stage 1 has still not yet been completed after expending \$419,000, what is the projected final costs to get the train to operating condition and can these costs ever be recuperated?</p>	<p>Q3 No more so than any other rolling stock that THNSW operate.</p> <p>Q4 Charter rates are always under review and subject to market feedback. As per the answer to Q2 it is recognised that it will take a period of time to recover the capital costs associated with upgrading the train.</p> <p>Q5 The Board approved expenditure of up to \$500k including the initial scoping project from the Glasgow Bequest Funds. Total project expenditure will not exceed that amount.</p>
16	14 Nov 19	Bruce Saunders (1319) Life Member	2019 Board elections - major discrepancies	<p>In 2017, an election was held and from my recollection along with the ballot papers came the election candidate's information packs in the mail with the ballot papers. Videos links were also available at the same time. In 2018, there was no actual election. In the 2019 election we have seen a massive change to election procedures without the membership knowing there was any changes from previous years nor were they consulted on changes to the election processes. THNSW has many elderly members that are not computer literate nor could be bothered trying to find anything on the website. The membership expect to be given a candidate information pack in with the ballot papers as has always happened in the past and advertised in the election procedures issued.</p> <p>The 2019 election had many differences not previously advised: 1-no candidate information at all with the ballot papers. 2- no links to the electronic weblinks to candidate information until four days after the members received the ballot papers and the link was headed "AGM 2019". How are people supposed to find this? 3- No video links available until after 5 weeks since the ballot papers were issued to the candidate's information videos. 4- the web links to candidate information</p>	<p>The Chair will address these election related questions at the AGM.</p> <p>See attachment.</p>

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				<p>was incorrectly identified as “AGM 2019” when the election has nothing specifically related to the election other than announcing the results. This is clearly a very biased election favouring the present incumbents as they are already known to the membership but new candidates are not, especially when the information packs are not given out with the ballot papers. I put it to you that most people will vote shortly after receiving the ballot papers and not wait for five weeks to see the videos. I sent an email to CEO and Board members discussing my disapproval of this ballot back as it stood on 10 October 2019 and was promptly told that they had sort advice and decided to continue with the ballot as is and that the fact that there was no candidate information package included was for paper saving policy.</p> <p>Q6- Why was the election process changed without consultation with the membership first?</p> <p>Q7-Why was the candidate information was not included with the ballot papers for the first time in any election?</p> <p>Q8-Why were the candidate information web links not available until four days after the ballot papers were issued?</p> <p>Q9- Why does it take five weeks between when the ballots were issued before the candidate videos were made available on the web site and why were they not available the same time as the ballot papers were issued?</p> <p>Q10-Why was the web links to the candidate information titled “AGM 2019”?</p> <p>Q11-Why did not the Company Secretary step down for the duration of the election as this is clearly a conflict of interest being the responsible officer for the election and also a candidate?</p>	<p>The Chair will address these election related questions at the AGM. See attachment.</p>

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				<p>Q12-Why has there been so many election anomalies in the past five years that have required new elections, late notice of elections and change of AGM date, re-issue of papers due to wrong dates, etc?</p> <p>Q13- What steps are going to be taken into the future to ensure such election wrongs do not ever take place again?</p> <p>Q14-Should we have a reformation of the constitutional review committee to clearly spell out how an election should be run correctly?</p> <p>Q15-Why is there no moral compass nor ethics left in this organisation to clearly see when something is clearly biased and call for fairer elections?</p> <p>Q16- How did the Board or the company solicitors determine that there was fair and just opportunity for all candidates when clearly this bias and unfairness occurred?</p>	<p>The Chair will address these election related questions at the AGM.</p> <p>See attachment.</p>
17	14 Nov 19	Bruce Saunders (1319) Life Member	Lack of operating Heritage diesels	<p>It has been suggested that the use of hired locomotives on THNSW mainline trains instead of our own heritage diesels is because this reduces the maintenance requirements.</p> <p>Another answer is found at page 35 of winter issue of <i>Roundhouse</i>.</p> <p>“...,all members of THNSW’s diesel fleet are reaching a point where the residual life from previous NSWGR overhauls have run out. This has been the key reason for THNSW hiring locomotives from Craig Prior (42103) and CFCLA for numerous operations.”</p> <p>This is a damning indictment of successive Boards and Management over a very long time.</p> <p>The THNSW operating diesel locomotive fleet actual operations has reduced over the last few years due in large part to a history of failures in strategic fleet planning including inadequate resourcing. As a considerable expenditure has already occurred on the heritage diesel</p>	



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				<p>locomotives yet they are seemingly not fit for much main line work.</p> <p>Q17-What plans exist to also ensure we have appropriate heritage diesel locomotives for our trains in future instead of hired locomotives or are we destined to continue to use hired locomotives into the foreseeable future?</p>	<p>Q17</p> <p>As part of the Total Asset Management Plan the Operating Fleet Plan is developed and reviewed each year dependent on the short- and long-term business needs of the organisation and is approved by the Board and by TfNSW. This document sets out the number of locomotives required in service to meet our strategic goals, and considers the levels of funding available to return items to service and maintain them once in service.</p> <p>THNSW recently completed a significant backlog of steam locomotive repairs and restorations including on locomotives 2705, 3265 and 3526. Now this backlog is close to being addressed THNSW is undertaking more work on its diesel fleet to ensure its availability. This approach has ensured the maintenance team have prioritised work on those assets that are in most demand by our customers and the community.</p> <p>THNSW will continue to use hired diesel locomotives when appropriate for planned operations.</p>
18	14 Nov 19	Bruce Saunders (1319) Life Member	Lack of Heritage Operating Steam Locomotives	<p>The current THNSW owned steam operating fleet is now reduced to 2705, 3526 and 3642 which is greatly restricted to very limited operations. 3801 will be available for main line operation early next year. It is great to see that 3001 overhaul and boiler change has now been started. We have been leasing 3016 that has since returned to Canberra, 3265 PHM and 6029 privately owned as leased to augment our steam operations. At the same time CEO has announced the closure of Chullora steam overhaul workshops in mid December 2019 and the loss of experienced volunteers and experienced dedicated staff.</p> <p>Q18- What are the future plans for the fleet strategy for future overhauls for the steam locomotive fleet?</p>	<p>Q18</p> <p>As part of the Total Asset Management Plan the Operating Fleet Plan is developed and reviewed each year dependent on the short- and long-term business needs of the organisation and is approved by the Board and by TfNSW. This document sets out the number of locomotives required in service to meet our strategic goals, and considers the levels of funding available to return items to service and maintain them once in service.</p> <p>THNSW currently has more operational steam locomotives available and in service than at any time since its inception. The THNSW Operational steam fleet consists of locomotives 2705, 3001, 3265, 3526, 3642, 3801, 6029 and until recently Locomotive 3016. THNSW is required to undertake all routine and major maintenance of these items. The overhaul of Locomotives 3001 and 3801 are nearing completion. Work on Locomotive 2705 is underway. Future works are being considered for Locomotive 3642. Further discussion is being had with MAAS regarding Locomotive 3830.</p> <p>The major overhaul focus and activity now needs to move to carriages to ensure we have suitable vehicles to operate behind both steam and diesel locomotives and provide appropriate capacity and experiences for our passengers.</p>
19	14 Nov 19	Bruce Saunders (1319) Life Member	Glasgow Bequest Money.	We have already seen a membership vote previously taken place several years ago that saw \$500,000 allocated to <i>Southern Aurora</i> for largely routine engineering maintenance that I believe	



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				<p>should have been budgeted and planned for elsewhere or not done at all. I understand that there is still \$637,000 of the bequest yet to be allocated. I believe this money should be used for something special such as a complete restoration of a heritage significant steam locomotive or heritage carriages returned to service after decades and not just used for routine maintenance of the present fleet. These are not funds that the Board can use just to prop up present shortfall in operations or maintenance budgets. The fleet maintenance budget for last year is already (2019 Financial Report) \$2,237,000.</p> <p>Q19-Is the remaining \$641,000 Glasgow Bequest money going to be allocated to the second choice of the previous membership vote or a new vote initiated?</p> <p>Q20-What was the second choice for funding for Glasgow Bequest?</p> <p>Q21-Can we be assured that the membership will have a further say such as a vote on what this Glasgow Bequest money is to be used for and it just does not go into consolidated revenue and used yet again for routine engineering maintenance or operations that should have been budgeted and planned elsewhere?</p>	<p>Q19 The Board has recently given in principle approval to allocating the remaining Glasgow Bequest Funds to refurbishment of a number of DUB Set cars for use on the Loop Line.</p> <p>Q20 The Board of the day met with the Executors and conducted a member survey in 2015 with 413 members responding to identify potential projects for consideration. The Survey results, whilst not binding, indicated the number one suggestion was to invest in Loop Line engines and carriages. This was followed in second place by a group of projects including the upgrading of the Southern Aurora.</p> <p>Q21 As noted in Q20 the Board of the day met with the Executors and conducted a member survey to identify potential projects for consideration. As noted in the response to Q19 the Board has recently determined in accordance with previous membership survey to allocate the remaining Glasgow Bequest funds to refurbishing a number of the DUB Set cars for use on the Loop Line. This decision is consistent with the member survey results as advised at Q20 and the established business need to focus on carriage refurbishments to support our aspirations to increase passenger numbers. <u>No</u> Glasgow Bequest Funds have been used for routine engineering maintenance or operations.</p>
20	14 Nov 19	Bruce Saunders (1319) Life Member	Chullora Volunteers and another project.	Over the last 10 years, an extensive volunteer base built up mostly of tradesman have been generously giving their time and effort into overhauling 3801 including boiler overhaul work. Many delays have occurred through no fault of their own such as ORH, German boiler and slow contractors. The volunteer hours are equivalent to four full time staff over many years. The necessary experience and expertise that has been gained is now giving THNSW a completely overhauled 38 class locomotive to mainline standards. The Chullora Hub has been announced and the volunteers have been given assurances by several	

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				<p>Board members, including Howard Collins, that they are impressed with the Chullora group and that the group will continue in its present location (Chullora Boiler Shop) until the Chullora Hub is up and running and they will be given another steam locomotive overhaul project.</p> <p><u>Q22-Why is it that the CEO has issued instructions to Senior management and passed down to the volunteers that whilst 3801 is undergoing mainline trials, that we must be immediately pack up all tools, machinery, equipment and completely vacate the area and be out of Chullora by 13 December 2019?</u></p> <p>Q23-Why has the CEO and senior management for over the past two years been determined to shut down Chullora at all costs and move everything to Thirlmere?</p> <p>Q24- Can the CEO and senior management not see the value of continuing the Chullora group as a Sydney based group that could be built on and developed into a team that could eventually assist with the creation of an operational Chullora Hub?</p> <p>Q25-Why is there a complete disconnect between what the Board members are saying to the volunteers and what the CEO is actually doing?</p> <p>Q26-Why is the CEO and Senior Management focussed on everything that is happening at Thirlmere and intent on completely shutting down Chullora?</p> <p>Q27- Why after many years of Board Members saying that Chullora will be given another project that after all this time no decision has yet been made ?</p> <p><u>Q28-Does the CEO and Senior Management team understand the amount of distress, low morale, angst and distrust that the CEO announcement of shutting down has made to the Chullora team ?</u></p>	<p>The Chair will address these Chullora related questions at the AGM. See attachment.</p>

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				<p>Q29-If Chullora team is in fact to be given another steam locomotive project, is the Chullora team able to have any input into any project it is likely to be given before it is announced ?</p> <p>Q30-Can the Glasgow bequest money \$641,000 or General Restoration Funds (\$741,000) be used to kick start a new major project and fund one or two staff to oversee such a project at Chullora? Isn't it just a matter of the board prioritising it?</p>	<p>The Chair will address these Chullora related questions at the AGM.</p> <p>See attachment.</p>
21	14 Nov 19	Bruce Saunders (1319) Life Member	Locomotive 4201 total overhaul costs and approvals	<p>Locomotive 4201 has been undergoing heavy maintenance and overhaul since 2011 at UGL and again later at Thirlmere. This locomotive did not appear in the fleet plan for many years whilst undergoing restoration and only appears to have recently been listed after having spent so much money on this exhibit.</p> <p>Q31-Was all this work on 4201 agreed by the Board before expenditure ?</p> <p>Q32-What was the total cost of overhauling this exhibit including contractors and was all this expenditure always approved by the Board all along the way ?</p> <p>Q33-Was there an approved and budgeted scope of works and did we comply with that budgeted expenditure and scope of works ?</p>	<p>Q31</p> <p>The then Board approved the completion of the overhaul of Locomotive 4201 in FY 2016/17. Funding was allocated by the then Board from the Restoration Reserve Funds for this work. This was reported in the FY 2016/17 Annual Report.</p> <p>Q32</p> <p>A total of \$173.9k was spent in overhauling this item of operational rolling stock including contractors. \$53.6k was expended prior to FY 2016/17 from maintenance funds. In FY 2016/17 the Board approved the drawdown of \$120.3k of Restoration Reserve funds to complete the project as reported in the FY 2016/17 Annual Report.</p> <p>Since returning to operation in late 2017 routine maintenance has been undertaken on Locomotive 4201 as part of ongoing maintenance activities funded from the approved fleet maintenance budget.</p> <p>Q33</p> <p>The Board approved a budget associated with the completion of the overhaul of Locomotive 4201. Like most projects variations occur as other things are found which can result in the need for additional works and possibly additional costs. The Board was regularly updated as to the progress of this project</p>
22	14 Nov 19	Bruce Saunders (1319) Life Member	Relationship between Senior Management and members/Volunteers	<p>There is a growing perception from the membership that Senior Management has lost touch with the membership and the staff have grown without necessarily any measurable improvement. This has created a bureaucracy that excluded the membership from having input and that the bureaucracy has grown so big that all the</p>	<p>THNSW is a much bigger and more complex operation than the former NSW RTM, with significant contractual obligations under the funding arrangements with the NSW Government. In addition to providing its members with a range of benefits and opportunities to engage in their interest in transport heritage, THNSW attracts approximately 60,000 visitors to its Museums and 60,000 passengers on its heritage train services per annum and provides volunteering opportunities for over 380 people, cares for 11 sites comprising</p>

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				<p>money is being spent on wages instead of doing the things that are necessary to add value to the organisation. This in turn reflects badly on our Board although they may be unaware.</p>	<p>more than 70 buildings and pieces of associated infrastructure (many of which are listed on the State Heritage Register), around 350 items of rolling stock and 5,000 small objects (many of which are on loan to other groups around the state), and are tasked with supporting the growth and development of a vibrant heritage transport sector in NSW through providing objects on custodial arrangements and loans to heritage groups, delivering sector development days, funding and grants (over \$1.7m in FY 2018/19) to support the care and presentation of those assets, information and advisory services. The environment in which we operate, the expectations of our members, funders and the community and our obligations under Work Health Safety, Rail Safety National Law, and other legislation have all significantly increased the administrative burden on the organisation. The Board understands many of our members wish to explore and engage with their areas of interest in relation to transport heritage and not spend their time on administrative or organisational activities which is the focus for many of the paid roles. The Chair will speak to an opportunity at the AGM.</p> <p>The Board believes that the best way for THNSW to meet its contractual obligations to government as well as the needs of volunteers and members, is through the engagement of volunteers in a team environment, working in partnership with the paid staff to collaborate on ideas and solutions. This is the model that the Board supports right across the organisation and is a work in progress.</p>
				<p>Q34- How many paid full time and part time staff do we now have and what are their individual positions ?</p>	<p>Q34</p> <p>As at 30 June 2019 THNSW had:</p> <ul style="list-style-type: none"> <li>• 28 Full time</li> <li>• 8 Part time</li> <li>• 5 casual employees</li> <li>• 35 people were paid as part of main line RSW crew on the payroll.</li> </ul>
				<p>Q35-How many staff did we have 5 years ago ?</p>	<p>Q35</p> <p>THNSW is a much bigger and more complex operation than the former NSW RTM, with significant contractual obligations under the funding arrangements with the NSW Government. The obligations of Directors and the organisation with respect to compliance with laws and regulations (such as Company law, Work Health Safety and Rail Safety National Law, Working with Children etc) increases the need for skilled staff to undertake roles.</p> <p>THNSW was still in its establishment phase five years ago and any comparison to the number of staff then is not considered useful.</p>

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				<p>Q36-Are all these positions absolutely necessary ?</p> <p>Q37-Does there not need to be a review/ restructure to rationalise the staff ?.</p>	<p>Q36</p> <p>As noted above THNSW is a much bigger and more complex operation than the former NSW RTM, with significant contractual obligations under the funding arrangements with the NSW Government. The Board believes these positions are necessary in order to maintain THNSW's current level of operations, meet its funding/custody obligations and achieve its growth goals and targets as set out in its 5-year Strategic Plan 2019-2024.</p> <p>The Board believes that the best way for the Company to meet its contractual obligations to government as well as the needs of volunteers and members is through the engagement of volunteers in a team environment, working in partnership with the paid staff to collaborate on ideas and solutions. This is the model that the Board supports right across the organisation and is a work in progress.</p> <p>Q37</p> <p>Organisational structure is the responsibility of the CEO and is reviewed from time to time with the Board and changes implemented with respect to business and operational needs.</p>
23	14 Nov 19	Bruce Saunders (1319) Life Member	Recruitment and career paths for volunteers	<p>There seems to be a feeling of the Management actively discouraging people from volunteering in any significant way nor being able to have any input into the running of the company nor the direction the company should be taking. We are being restricted to become carriage attendants and tour guides and anything else we are seemingly not worthy of, and must be left to paid staff only. There is a vast amount of significant experience and knowledge from all sorts of industry or THNSW within the membership that is not being tapped.</p> <p>e.g. if a maintenance background person from Chullora, Valley Heights or Illawarra wants to go on the footplate at Thirlmere, they are told to come shovel ash out of the pit or be a carriage attendant or Guard. This process should be for new people, not those whose volunteering already provides them with significant relevant skill and experience. There is no accounting for (RPL) Recognised Prior Learning or previous experience.</p>	

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				<p>Q 38- What steps are being taken to actively encourage new or existing volunteers and to value their input into the running of the company and strategic planning ?</p>	<p>Q38</p> <p>THNSW undertakes a range of activities to encourage new and existing volunteers. Recently THNSW undertook Loop Line Rail Safe Working (RSW) training which was very positively received by those involved. THNSW anticipates rolling out further training opportunities for RSW crew in the future. The Board welcomes input from members and volunteers to the running of the Company and regularly receives feedback through direct communication with Directors or at Members' Information Forums. Board Directors are also volunteers and currently are all members themselves. Board Directors are elected or appointed in accordance with the THNSW Constitution. Members elect 4 Directors, as representatives of the membership, to the Board and the whole Board are required to act in the best interests of the Company balancing the many competing priorities for resources. The whole Board evaluates any ideas against the published strategic plan and available resourcing and likely outcomes. Unfortunately, not all ideas can or should be implemented.</p>
				<p>Q39-What steps are being taken to ensure that the present Chullora team's experience and expertise in overhauling mainline steam locomotives to return to service is not lost forever ?</p>	<p>Q39</p> <p>Volunteers currently working at Chullora are welcome to volunteer at other THNSW locations. Currently the only other location performing steam locomotive overhauls is at Thirlmere.</p> <p>The Chair will speak about this at the AGM. See attachment.</p>
				<p>Q40-What is being done similarly to ensure the expertise amongst volunteers at Valley Heights and Illawarra is not thrown away ?</p>	<p>Q40</p> <p>Valley Heights conduct a range of volunteer led projects. Illawarra members primarily volunteer at the NSW Rail Museum at Thirlmere as part of the diesel team.</p>
				<p>Q41-Why is Extensive Experience and prior learning not credited to volunteers by the organisation ?</p>	<p>Q41</p> <p>THNSW attempts to match volunteer experience and prior learning with available volunteer roles and opportunities.</p>
24	14 Nov 19	Bruce Saunders (1319) Life Member	General Restoration Funds Allocation	<p>There is a growing perception amongst the membership that the general restoration funds are being used to go into consolidated revenue to fund routine engineering maintenance and operations that should have been planned and resourced elsewhere in the first place.</p>	

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				<p>Q42-General restoration funds are (Financial Report) \$741,000, what specific new restoration work are we going to see this money used for ?</p> <p>Q43-Is The General restoration fund going to be used specific funding to a particular worthy stand out project as was originally intended ?</p> <p>Q44-Will the membership be able to have an input into where these General Restoration funds are expended and not just used for routine maintenance ?</p>	<p>Q42, 43 &amp; 44</p> <p>No specific project has been identified for this funding at this time. The Board believes it is prudent to retain some restoration funding in reserve to address emergency or unplanned maintenance or restoration requirements.</p>
25	14 Nov 19	Bruce Saunders (1319) Life Member	Volunteer coordinators position	<p>There has been a previous position of Volunteer Co-ordinator which has recently been filled after remaining vacant for a considerable period, but many would argue that little of real, or lasting value was contributed by this role in the past. In fact, there are numerous examples where the role interfered with effective and productive arrangements long carried on by volunteers.</p> <p>Volunteers do the projects or jobs that they are interested in, or attracted to, or get with a group of like minded people and usually do not need to be micro-managed - just supported and the projects well managed they are doing. Volunteers need to have a sense of community and self-worth and feel valued and get great camaraderie and usually do not like to be moved as the location or the specific project is what has the meaning to them. In over 50 years of volunteering for this organisation, I personally have never had any involvement with a volunteer coordinator other than a one day OHS course run by an external organisation. I certainly do not wish to denigrate the person at all but I do not see the value of having a volunteer coordinator position in this organisation unless they lead a restoration project or that volunteers can make complaints to, about the running of the organisation and actions happen.</p> <p>Q45-We have managed to do without this volunteer coordinators position for many months if</p>	<p>Q45</p> <p>The All Aboard! Report recommended the need for such a role and the Board supported the establishment of the paid Volunteers Program Co-ordinator role. Successive Boards have continued to support the need for a</p>



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				not years - why was it created and what are the positions tasks ?	dedicated paid role to improve all aspects of volunteer management including but not limited to recruitment and induction, training and development, resolving workplace issues, etc across THNSW.
				Q46-How will we avoid the clashes of the past in this position that led to disaffection amongst volunteers ?	Q46 Based on the learnings from when the role was previously occupied, the position description has been reviewed and revised. The revised role of the People Officer / Volunteers Program Co-ordinator will support all areas of the organisation in matters of people management. Day to day management, supervision and organisation of volunteers remains the responsibility of the managers of specific functional areas.
				Q47-Can you please explain why after 10 weeks since starting, that other than a brief casual visit to DOWT, very few volunteers have formally met the Coordinator at Thirlmere, and none at Valley Heights, Chullora or Illawarra, or have seen her nor had any communications from this position nor any site visitations ?	Q47 The revised role of People Officer / Volunteers Program Co-ordinator is to support all parts of the organisation in matters of people management. Feedback received from both volunteers and staff regarding this role and the lessons learned previously, identified the need to review THNSW's supporting policies, procedures and systems generally and in line with the recognised the National Volunteering Standards. i.e., The first priority of the new role was determined to be to ensure our policies, procedures and systems provide the necessary supports and guidelines for the entire THNSW workforce, both paid and voluntary
				Q48-Is this just creating further bureaucracy ?	Q48 No
				Q49-Is this position truly justified or has she just been absorbed into the general office administration ?	Q49 Yes, the All Aboard! Report recommended the need for such a role and the Board supported the establishment of the paid Volunteers Program Co-ordinator role.  Successive Boards have continued to support the need for a dedicated paid role to improve all aspects of volunteer management including but not limited to recruitment and induction, training and development, resolving workplace issues, etc across THNSW.  The Board recognises that to remain relevant and attractive as a volunteer organisation of choice, volunteering must evolve in THNSW in line with the



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				<p>Q50-What is her immediate supervisor making her do that does not seem to be involving volunteers ?</p> <p>Q51-Would this position not have been better filled by a tradesman looking after various volunteer's projects at Thirlmere and help supervise volunteers part time/ project manage volunteer efforts and maybe office work one day a week ?</p>	<p>recognised National Volunteering Standards. This role will do that by ensuring clear transparent and appropriate policies and processes are in place to assist all areas of THNSW in matters of people management.</p> <p>Q50 The immediate focus has been on ensuring THNSW's compliance in the people management area, undertaking a comprehensive audit and then updating or developing required policies and procedures, particularly those impacted by recently changed legislative requirements. This key project is expected to be completed by the end of the calendar year. Once this work has been completed, focus will transition to working directly with THNSW's business areas to support workforce planning and development with predominant focus on volunteer roles and directly engaging with and supporting volunteers.</p> <p>Q51 No, THNSW engages volunteers across the spectrum of its operations not just in the workshop or trade related positions. The People Officer / Volunteers Program Coordinator role is required to properly support THNSW and its workforce (volunteer and paid) going forward. THNSW has a professional workforce comprising of both volunteer and paid personnel, in a variety of qualified/skilled and unskilled roles. The People Officer role will be supporting volunteers and staff in all of THNSW's various business areas, as well as supporting the planning for our future workforce to achieve our strategic goals and growth targets. These activities will drive THNSW's future recruitment and development plans for its volunteers.</p>
26	14 Nov 19	Bruce Saunders (1319) Life Member	Strategic plan	There was no chance for member input into the creation of the five- year Strategic Plan. There was no analysis of the previous five- year Strategic Plan and whether the aims or goals of this previous plan were ever achieved. The present Strategic Plan was created by staff with no input into its creation by the membership. It was then presented to the membership as a 'fait accompli' and then the membership were later asked to give submissions to the draft plan. I understand that many members gave separate submission that appear to have been largely ignored.	

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				<p>Q52- Were the members submissions even given or submitted directly to the Board for consideration or were they filtered by staff ?</p> <p>Q53- What paper was actually given to the Board in relation to members inputs ?</p> <p>Q54-Why were there not any significant changes to the Strategic Plan before and after member submissions ?</p> <p>Q55-Is this not another example of the disconnect between the membership and the bureaucracy running of the organisation ?</p> <p>Q56-What steps are going to made to remedy this situation in the future?</p>	<p>Q52 &amp; 53</p> <p>The Board reviewed the compiled results of the member survey along with all the free form comments provided and the individual written submissions received at its meeting held on 28 May 2019.</p> <p>Q54</p> <p>The Board took into account all of the submissions and determined the appropriate changes to be made to the draft Strategic Plan.</p> <p>Q55</p> <p>No</p> <p>Q56</p> <p>The Board adopted the 5-year THNSW Strategic Plan in May 2019 and submitted this to TfNSW in support of the extension to the Funding Deed arrangements. It will be up to future Board's to determine any changes to the current THNSW Strategic Plan.</p>
27	14 Nov 19	Bruce Saunders (1319) Life Member	Static Exhibits funding and project management	<p>There is a growing sense amongst some of the membership that the Board has lost the fact of why we were set up in the first place as a rail museum for the preservation of heritage rail exhibits and the creation of a museum worthy of visitation for education purposes. It now appears to be that the Board are all 'about running trains' and nothing other than trickle funding is being spent on the static restoration of rail exhibits for many years to help enhance the display. Projects like the commercial restoration of the eight-wheeled radial 1868-built carriage have been mooted and scoped for many years but never gets a mention of funding.</p> <p>Q57-What future static museum object projects can we see spent being funded into the near future ?</p>	<p>Q57</p> <p>The program of work for the display collection at Thirlmere should be strategically informed by an integrated plan for interpretation, to ensure prioritisation of projects, keeping in mind the specific skill sets and interests of available volunteer resources. While this plan is under development,</p>

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					<p>projects have been approved on the basis that there is a real expectation they will meet an identified need in the interpretation plan and therefore promote the business needs of the museum rather than as 'pet projects' of individuals.</p> <p>Dating from 1885, the locomotive that became J &amp; A Brown No. 5 was built by the famous firm of Beyer, Peacock originally for the Mersey underground suburban railway in Liverpool. Following its redundancy from traffic, the condensing gear that allowed it to be operated underground was removed, the locomotive was configured into the more standard style it is in today, and sold to J&amp;A Brown to operate coal traffic over their Richmond Vale Railway between Pelaw Main and Hexham, which was one of the most significant private colliery railways in Australia from the very early 20th Century. It is historically highly significant in both roles.</p> <p>Following consultation with the relevant volunteer team, consideration will be given to put CHG 16995 forward as a FS#2 funded, volunteer-led project in the New Year.</p> <p>There are two other display museum projects currently underway and nearing completion, the RBX and the MAM, and the teams working on these have been actively engaged with discussions around the proposed new projects. In the past calendar year, smaller interpretation improvements have been delivered at Thirlmere including small exhibitions around break of gauge and the railways' contribution to WWI and a small refresh of a showcase has allowed some signalling equipment to be put on display and interpreted.</p> <p>Support in the Collections space at Valley Heights has seen recent interpretation improvements there, including new interpretive panels, an exhibition on call boys and the development and installation of a simulator in the 46 class.</p> <p>While the Board acknowledges there is a lot of minor work that could be done on the collection to improve its condition and interpretation, the available volunteer resources are fully engaged with their current projects. While FS#2 funding can be used to fund the work to the State-owned display rolling stock, it cannot be used to hire a staff member to carry out that work and so complete it in a shorter timeframe.</p> <p>Focussing the efforts on a small number of projects and seeing them to conclusion has been a successful strategy to see improved collection care and new exhibits at the Museum. The Board believes there are only so many projects especially under the THNSW SMS and safety legislation which can be undertaken at any one time and we should aim to finish projects within reasonable time frames.</p>

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				<p>Q58-Can the eight- wheeled radial 1868-built carriage project or other specific static restoration projects on heritage items get funding for commercial restoration?</p> <p>Q59-What funding can we see into project managing volunteer's efforts for restoration works ?</p> <p>Q60-What funding can be seen for setting up a future carriage woodwork restoration workshops or project management either at Chullora or Thirlmere into the future ?</p>	<p>Q58</p> <p>Yes, however overall funding is limited and must be prioritised.</p> <p>As far as the eight-wheeled radial car is concerned, it is the long-term plan. Other priorities, however, govern the availability of funding and a project manager to drive the project forward through completing scoping works with the chosen contractor and developing a reasonable budget for the work to be carried out.</p> <p>Q59</p> <p>Project managing volunteer efforts happens across the organisation and forms part of day to day operations and activity in all areas such as, but not limited to, events and public programs, membership and volunteering support, train operations, fleet maintenance, heritage and collections, property maintenance, guiding and reception. Specific restoration works happen in the heritage and collections, fleet maintenance and property and facilities spaces.</p> <p>Under the terms of the Funding Deed, FS#2 funds cannot be used to fund paid positions, so any paid position must be funded from our FS#1 operating budget, which means resources would be lost from another area.</p> <p>Q60</p> <p>Carriage restoration is a priority for THNSW to meet our aspirations for growth in passenger numbers. THNSW recognises the limitations of the current facilities available to undertake carriage woodwork restoration. The need for greatly improved restoration and maintenance workshop facilities will be addressed in the full development of the Heritage Hub at Chullora. TfNSW is responsible for establishing the Heritage Hub at Chullora. Stage One of the Heritage Hub has been determined as rolling stock collection storage. Restoration and maintenance workshops facilities will be in a future stage. Funding for carriage restorations is provided either through the funding deed for operational carriages that are part of the operating fleet or through the project funding from various sources for static exhibits.</p> <p>As noted in the response to Q19 and Q21 the Board has recently determined, in principle, to allocate the remaining Glasgow Bequest funds to refurbishing a number of the DUB Set cars for use on the Loop Line. This decision is consistent and the established business need to focus on carriage refurbishments to support our aspirations to increase passenger</p>

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					<p>numbers and with the member survey results as advised at Q20. A suitable facility has not yet been identified to carry out this work.</p> <p>The current Locomotive 3801 workshop space at Chullora is funded by special funding for the Locomotive 3801 project. THNSW receives no operational funding for any aspect of the Heritage Hub at Chullora at this time.</p>
28	14 Nov 19	Bruce Saunders (1319) Life Member	Costs of Train Crews and costs savings by use of Volunteers.	<p>There are many volunteer organisations that run without paid staff in numerous highly professional, technical and responsible positions such as Historic Aircraft Restoration Society that is totally volunteer based and do not pay for pilots, licenced engineers, structural engineers and the like. They manage to operate Super Constellation, Catalina, Convair, Caribous, 3 X DC 3, P3 Orion and 2 X Neptunes and many other aircraft with qualified crew that are not paid. Sydney Heritage Fleet also operate James Craig, steam tug Waratah and steam launch Lady Hopetoun all with experienced, professional, qualified crews without any paid crew members. Many other steam railways throughout Australia use volunteer crews that do not get paid.</p> <p>Q61-Why does THNSW continue to pay its drivers and fireman for many of its trains ?</p> <p>Q62-What percentage of engine crews are volunteers and what percentage are paid ?</p> <p>Q63-How much is the wages bill for enginemen for the year ?</p>	<p>Q61</p> <p>The NSWRTM entered into an agreement with the Union which governs arrangements for crewing its trains. This transferred to THNSW. Crew can donate their wages back to THNSW and many generously do.</p> <p>Q62</p> <p>100% of crews that work on the Thirlmere Heritage Railway are volunteers.</p> <p>The percentage of crews on the main line that are paid is a highly variable figure and difficult to calculate as some crew make a partial donation of their wages. It will be different at any single point in time and subject to variables such as the number of trips undertaken in the selected period and the trip destinations and length.</p> <p>Q63</p> <p>100% of crews that work on the Thirlmere Heritage Railway are volunteers.</p> <p>THNSW paid \$118,564 in FY 2018/19 in main line operating train crew wages including on-costs.</p>

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29	14 Nov 19	Bruce Saunders (1319) Life Member	Maintenance Backlog	<p>Despite the fact that trained volunteers are available or capable of being trained to fulfil roles as train crews, it is well known that full time maintenance staff are apparently required to work on trains as drivers, firemen and travelling fitters.</p> <p>Q64-Is it not the case that this means there are rendered unavailable mid week for their primary role of performing vital maintenance on the operating fleet by reason of fatigue rules ?</p> <p>Q65-Does this not contribute to the backlog in maintenance ?</p> <p>Q66- What steps have management taken to address this issue ?</p>	<p>THNSW has determined through years of operational experience that it is prudent to roster qualified maintenance staff on its trains to oversee the operation of assets as per the asset management plan we have established with TfNSW. These maintenance staff are a mixture of volunteer and paid staff depending on the operation.</p> <p>We operate this heritage equipment in a rail environment that does not have the facilities it once did and is not as supportive of operating this equipment as it was in the days of regular steam operation and we have determined we need redundancy on board to deal with any situation that may arise en route. This is common practice for leading heritage rail operations internationally. The operation of this heritage equipment by competent, knowledgeable and experienced personnel, volunteer or paid, is critical to the longevity and safe operation of this equipment.</p> <p>Q64</p> <p>Very occasionally this may be the case. THNSW is obligated to manage fatigue across its workforce of both paid and volunteer staff in accordance with Rail Safety National Law , regulations and its own fatigue management policy and procedure and takes this obligation seriously. THNSW has sufficient crew, volunteer and paid, to draw from to ensure there is little or no impact to workshop workforce availability during the week – over 90% of workshop employee’s involvement in operations occurs in their own time i.e. as a volunteer on the weekend</p> <p>Q65</p> <p>The backlog in maintenance stems from years of limited resources and capacity prior to the establishment of THNSW. The amount of assets either repaired, restored and/or returned to service in the past two years alone has been significant and is testament to the success of the current team of workshop volunteers and staff based at Thirlmere. As a result, we have been able to increase our operating days and while the backlog is not cleared, this has underpinned THNSW’s record visitation and passenger numbers.</p> <p>Q66</p> <p>THNSW has recently undertaken an intensive loop line crew training program to increase the number of available volunteer crew for loop line and future mainline operations. THNSW needs its workshop staff and volunteers</p>

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					to maintain familiarity and competence in the maintenance and operation of its equipment. THNSW will continue to provide opportunities and support workshop staff and volunteers to work trains in a balanced fashion that meets the needs of the organisation and also supports individual personal development and growth.
30	14 Nov 19	Bruce Saunders (1319) Life Member	Better use of staff resources	<p>The preparation of trains for weekend operations is generally undertaken to a significant extent by full time paid maintenance staff at Thirlmere which impacts on the time <u>they are available to undertake their primary role in maintaining the operating fleet.</u></p> <p>Q67-What steps are being taken by management to remove this burden from the paid staff by training suitable volunteers or even calling for expressions of interest from existing volunteers ?</p>	<p>THNSW is fortunate to have a workshop team of volunteer and paid staff at Thirlmere that are multi-skilled and have multi-faceted roles, which includes - but is not limited to - maintaining the operating fleet. This approach to people management is helping to increase organisational sustainability and resilience.</p> <p>Q67</p> <p>THNSW has recently undertaken an intensive loop line crew training program to increase the number of available crew for loop line operations. Train preparation is often the result of a mixture of volunteer and paid resources, with requests for assistance regularly sent to volunteer crews for duties such as shunting.</p> <p>The Rail Operations Team will work with the crew pool and also the Fleet Maintenance Workshop team to develop a suitable plan for increasing train preparation resources.</p>
31	14 Nov 19	Bruce Saunders (1319) Life Member	Corporate Sponsorship.	<p>We should be eternally grateful of the government funding deed that enables this organisation to continue. Without these funds, we would not be operating as we do. Most voluntary organisations do not rely as heavily on government funding as we do. HARS and SHF rely almost entirely on getting corporate sponsorship to fund their various projects and activities. We constantly hear THNSW saying that there is no funding for this or that, but have you tried?</p> <p>Q68- Does THNSW have any plans or have they made any approaches to try and aggressively lobby for corporate sponsorship to help fund various projects ?</p> <p>Q69-Is there a corporate sponsorship committee ever been envisaged to try and get funds for any specific project ?</p>	<p>Q68</p> <p>Yes, the Board has established the Fundraising Strategy Development Working Group, chaired by Board Director Leann Meiers, which to date has raised over \$35,000 through niche/targeted campaigns since its establishment over a year ago.</p> <p>Q69</p> <p>The Board has established the Fundraising Strategy Development Working Group, chaired by Board Director Leann Meiers. Most recently a trial program to raise funds for Locomotive 3001 was initiated.</p>



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32	14 Nov 19	Bruce Saunders (1319) Life Member	Chullora Hub	<p>We are extremely lucky that the government has announced plans to make the Chullora Workshop into the Chullora Hub for future THNSW operations and be able to turn this area into something special and thus save on all that empty running to and from Thirlmere. The Board have announced planning has taken place with assistance of an outside organisation. Once again, only certain staff are allowed to attend or have any say at all in the plan. You have many staff and volunteers that have run large workshops and engineering projects in their past yet none are even invited to have any input.</p> <p>Q70-Is the board ever going to engage with experienced membership or experienced workshop or management staff on strategic planning for the Chullora Hub ?</p> <p>Q71-I ask what value would many of THNSW office staff that were invited, add to planning a workshop and operation like this ?</p> <p>Q72-Who was on the internal consulting team and how many had large workshop experience to justify a seat at the table ?</p>	<p>Q70 &amp; 72</p> <p>TfNSW are responsible for the delivery of the Heritage Hub at Chullora project. THNSW is a key stakeholder. TfNSW engaged Aurecon to prepare a project concept plan. Key THNSW staff responsible for functional areas participated in a workshop with Aurecon and TfNSW personnel.</p> <p>THNSW staff who participated included:</p> <ul style="list-style-type: none"> <li>• Gordon Strachan, Property &amp; Facilities Manager,</li> <li>• Jennifer Edmonds, Heritage and Collections Manager,</li> <li>• Andrew Moritz, CEO,</li> <li>• Andy McNeill, Head of Finance &amp; Corporate Resources,</li> <li>• John Thorogood Safety Quality &amp; Environment Manager.</li> <li>• Ben Elliot, Fleet Maintenance Workshop Manager was invited but unable to attend on the day. His input heavily influenced layout of workshop area.</li> </ul> <p>Q71</p> <p>The Heritage Hub at Chullora is envisaged to incorporate a broad number of functions including, collection storage for rolling stock and small objects, train staging and operations facilities, workshop and fleet maintenance facilities, office accommodation, IT, property and facilities. Staff attending the workshop are multiskilled with multi-faceted roles and combined have significant collective knowledge and experience and have responsibility across these areas.</p> <p>Q72</p> <p>See above at Q 70.</p>



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				<p>Q73-What is the timetable for this to be up and running ?</p> <p>Q74-The project lost the appointed Project Manager in a few months. How much actual control or input does THNSW have?</p>	<p>Q73</p> <p>TfNSW are project managing the delivery of the Heritage Hub at Chullora. THNSW have been advised by TfNSW that stage 1, being rolling stock storage in the Tank Annex, is planned to be up and running by Dec 2020. The timeline for the remainder of the project has not yet been determined.</p> <p>Q74</p> <p>TfNSW are project managing the delivery of the Heritage Hub at Chullora. The Project Manager is appointed by TfNSW. THNSW is a key stakeholder in the project.</p>
33	14 Nov 19	Bruce Saunders (1319) Life Member	Equal opportunity for crewing/ training	<p>THNSW claims to be an equal opportunity organisation with ethics, yet for many years we constantly see train crew rostering favouritism, unfair training opportunities that are for people only in- the- know. Very little training opportunities exist for people that are not already in-the-know. Considering the strategic plan for the future of an increase in operation by 50 percent in the next five 5 years, we will require a lot more train crews.</p> <p>Q75-What future training opportunities are going to be available to all people for train crewing opportunities for volunteer- maintenance, fireman, drivers and guards into the future ?</p> <p>Q76-Are we going to see an end to favouritism in present crew rostering ?</p>	<p>The Board acknowledges that very few training opportunities have been provided to anyone throughout much of the last decade. We are now turning a corner, first through catching up on compliance and progressing those most suited to some roles. This will be followed by a more comprehensive and expansive approach to training. The Board has recently established the Rail Operations Support Committee, with member representatives to further support the development of plans in this area.</p> <p>Q75</p> <p>THNSW has recently undertaken an intensive loop line crew training program to increase the number of available crew for loop line operations. Further crew training opportunities are anticipated in 2020 based on an understanding of how many train crew are needed to support the planned operations.</p> <p>Q76</p> <p>Crew rostering is only ever based on a number of objective and impartial factors including in-date medicals, WWCC, competency, traction and route knowledge and availability. These requirements form part of our SMS and evidence chain to ONRSR which give THNSW our licence to operate trains.</p>
34	14 Nov 19	Bruce Saunders (1319) Life Member	Funding Deed	<p>We must be very grateful that were able to see another funding deed from TNSW negotiated to secure our future for the next five years.</p> <p>Q77-What component of the funding from government was sought by THNSW for the maintenance and operation of our operating trains ?</p>	<p>Note as reported in the FY 2018/19 Annual Report the Funding Deed extension is for three years only i.e. until 30 June 2022.</p> <p>Q77</p> <p>The Funding Deed provides a guaranteed \$1.0m per annum towards fleet maintenance. The Funding Deed provides no guaranteed funding for operation of trains. As detailed in the Annual Report rail operations activities</p>

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				Q78-Are you able to tell us if any of the funding is to be used for maintenance or operation of THNSW trains and if so what amount ?	<p>generate a surplus and subsidises other areas of activity most importantly Fleet Maintenance.</p> <p>Q78</p> <p>The Funding Deed provides a guaranteed \$1.0m per annum towards fleet maintenance. As reported in the Annual Report THNSW spent \$2.2M (not including expenditure on 3801 restoration) on fleet maintenance in FY 2018/19. Train operations are funded from ticket revenue, charter and hire fees and generate a surplus which contributes back to other areas most importantly Fleet Maintenance.</p>
35	14 Nov 19	Colin Pursehouse (1348)	Material dumped in Thirlmere Quarry	<p>For several years now, questions have been asked at AGM's about recovery of the locomotive boilers and other valuable items left in the quarry at Thirlmere. Answers have never really addressed the issue but have always sought to put the issue off until another day on the basis of lack of resources, higher priorities or lack of suitable storage.</p> <p>Q1 Given that no apparent difficulty was experienced in recovering the new boiler for 3001 and placing it in the Roundhouse at Thirlmere, why was the opportunity not taken to also recover other boilers?</p> <p>Q2 In light of the considerable amount of material stored in the open southwest of the Roundhouse, is there any good reason why the boilers etc could not be relocated to this area, even piggy-backed on other items?</p> <p>Q3 What expert investigations have been undertaken to determine the condition of material stored in the Quarry and the deterioration and damage occurring as a result of items being dumped in this location? Is there a formal system of recording and condition monitoring in place and if so, what form does this take, if not, why not?</p>	<p>Items were relocated to the Quarry by the former Office of Rail Heritage. THNSW lacks any cost effective alternative to this site at present however, has undertaken work recently to stabilise the storage of existing boilers. Resources have been prioritised to address the work health and safety issues for current volunteers and staff at all sites including working at heights, racking and storage in locations such as Dicks Shed and the Diesel shed.</p> <p>Q1 &amp; 2</p> <p>The boiler was recovered for immediate use. Unfortunately, there is insufficient space at the Roundhouse at Thirlmere to accommodate all of the material currently at the Quarry.</p> <p>Opportunity was taken whilst recovering the boiler for use in 3001 to stabilise the storage of the existing boilers and take them out of the dirt.</p> <p>Q3</p> <p>None. Inspection of the Quarry site is undertaken from time to time by staff from the Workshop.</p>
36	14 Nov 19	Colin Pursehouse (1348)	Southern Aurora	Q4 The Southern Aurora is an Australian railway icon and we are very lucky to have the entire train available for conservation, restoration and perhaps operation. It's deterioration and the necessity to	Q4 A requirement of the funding received by THNSW is the preparation of a Total Asset Management Plan (TAMP). The TAMP outlines our

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				<p>meet new standards such as in the case of retention toilets were readily foreseeable by any competent management and not an inevitable consequence if sound fleet maintenance planning was employed with adequate funding, sponsorship or the like. What learning has been gained from the woeful failures in this area, how has the organisation's engineering function been redesigned and how can Members be assured that it will not happen again?</p> <p>If the Southern Aurora is to have an assured operating future it is imperative we have a clear vision and understanding of its potential both as to opportunity and revenue. In Financial Year 2017-2018, the Board approved \$20,000 from the Business Reserve Fund to prepare a detailed business case exploring the opportunities for the future operation of the Southern Aurora which were to be undertaken once the current Stage 1 works have been completed. It is now reported Stage 1 works were progressed during FY 2018/19 however will not be completed until during the following FY 2019/20, therefore as at 30 June 2019 no monies had been spent on preparation of a business case and consequently it is to be assumed no business case exists at this time. The Board previously approved a budget allocation of \$500,000 from the Glasgow Bequest Fund for the Southern Aurora Overhaul Project. Detailed scoping was undertaken and the subsequently approved Stage 1 approval (Critical Safety/Operational) works for Group 1 of the Southern Aurora cars commenced during FY 2018/19. The total expenditure is now reported as \$419k for the project to 30 June 2019. The best part of half a million dollars has now been expended on the Southern Aurora cars but over two years after commencement of the Project there is still no Business Case in the offing.</p> <p>Q5 What is the basis therefore upon which this substantial amount has been spent, what decisions have been made to guide the work</p>	<p>maintenance activities and those we are able to undertake with the available resources and is reviewed annually. THNSW cares for nearly 350 rolling stock items across both the operational and static collections. TfNSW provide a guaranteed \$1.0m per annum for operational fleet maintenance. THNSW has in the last year expended \$2.2m not including the Locomotive 3801 Project on the operating fleet.</p> <p>The NSWRTM operated the entire fleet, including the <i>Southern Aurora</i>, for decades on a limited maintenance budget, and it was acknowledged by workshop staff and management and the NSWRTM Board that, without a substantial investment of funds that the RTM did not have, the fleet would become unusable. The funding deed arrangement with TfNSW has allowed THNSW to start making that investment, but there is a considerable maintenance backlog and work has had to be prioritised on those items of rolling stock that best met the company's immediate business aims. The Board is very pleased to date with the efforts put into the fleet by the workshop volunteers and staff, evidenced by the return to service of a number of key items. This work will continue, as per the approved Fleet Plan and TAMP.</p> <p>It should be noted this situation is not unique to the Southern Aurora. i.e. there is no individual business case for the return to service of other items or groups of items of heritage rolling stock where expenditure is the same or greater. I.e. locomotives 3001, 4201, 3526 and 3801.</p> <p>Q5</p> <p>The Board determined to proceed with the stage one work on the group 1 cars honouring public commitments given by previous Boards to allocate up \$500k of the Glasgow bequest for this purpose.</p>

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				<p>already undertaken and what is the identified end purpose and configuration?</p> <p>Q6 Why has there been no critical examination as in the preparation of a Business Case or even preliminary investigation and reporting? Should this not have occurred before the overhaul began?</p> <p>Q7 The traditional formation of the Southern Aurora included back to back 44 Class on the head end, this is the iconic image of this great train. Over the last several years before its condition precluded operations, motive power rarely reflected this and a variety of classes were employed, frequently without any particular authenticity. As a considerable expenditure has already occurred on the cars making up this train and there will likely be further significant monies spent on it, what plans currently exist to also ensure we have appropriate diesel locomotives for the train in future and in particular sufficient 44 Class?</p>	<p>THNSW has focussed its Southern Aurora work, primarily towards the power van, lounge/dining cars and crew cars, fitting retention tanks and undertake various upgrade works, which have the potential to operate as a restaurant train consist. Together with the cars on loan to THNSW from Vintage Rail Journeys Australia, THNSW can provide a Southern Aurora train including sleeping cars, lounge cars, dining cars, baggage car and power van suitable for multiday experiences.</p> <p>With the refurbishment of the THNSW cars nearing completion and the availability of the privately-owned sleeping cars THNSW is receiving an increasing number of charter requests for the Southern Aurora which is translating into new business and thus increased use of the train.</p> <p>Q6</p> <p>The Board determined to proceed with work to the group 1 cars without the benefit of a Business Case on the basis of commitments given by previous Boards to allocate up to half the Glasgow Bequest funds to this train.</p> <p>Q7</p> <p>As at Nov 2019 locomotive:</p> <ul style="list-style-type: none"> <li>4490 is part of the THNSW operating fleet. This locomotive is currently fit for operations but has a number of identified maintenance issues which will be progressed within the overall priorities of the fleet maintenance program.</li> <li>4403 is part of the government owned asset pool that was returned to THNSW control by the former ARHS ACT when it went into liquidation. THNSW maintains this locomotive pending new custody arrangements / new custody application.</li> </ul> <p>Most Southern Aurora passengers and charter hire-customers traditionally have not expressed significant interest in the motive power used to haul the train.</p>
37	14 Nov 19	Colin Pursehouse (1348)	Diesel Fleet	The THNSW operating diesel fleet has reduced over the last several years due in large part to a long previous history of failures in strategic fleet planning including inadequate resourcing and maintenance. The current situation cannot be explained away by referring to the age of the locomotives as a cause, we are after all an operating railway museum, all of our rolling stock	

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				<p>and locomotives are aged and aging and deterioration due to age and use is a given that is readily foreseeable and addressed by proper maintenance and fleet planning.</p> <p>Q8 What has been the total expenditure on overhaul(s) of locomotive 4201 since 2013 and including money paid to external contractors? Is it the case that the locomotive was sent to an outside firm at one time and the account rendered for the work was in six figures? Were the monies spent on this locomotive budgeted and approved prior to any work being commissioned? What is the current condition of this important locomotive?</p> <p>Q9 It has become standard practice for THNSW to add a diesel to its mainline steam hauled trains, presumably as 'insurance' against failure of the steam locomotive although other Operators do not adopt this practice in every case. Is the use of a 'back-up' diesel required by Network owners and therefore not a matter of choice for THNSW; If this is not the case, does THNSW not have confidence in the reliability of its operating mainline steam locomotives and why? Why are THNSW Diesel locomotives not utilised as 'insurance' power where this is required rather than hired in diesel locomotives? What consideration has been given to the provision of double headed steam locomotives in place of diesel 'insurance' other than where required due to lack of turning facilities?</p>	<p>Q8</p> <p>\$173.9k was spent in overhauling this item of operational rolling stock including contractors of which \$120.3k was drawn down from Restoration Reserve with the approval of the Board as reported in FY 2016/17.</p> <p>Locomotive 4201 is now part of the THNSW operational fleet.</p> <p>Q9</p> <p>THNSW operates a mixture of steam-only and steam+diesel assisted trains. There is no mandated requirement to provide redundancy via diesel assistance. Primary determining factors for diesel assistance include (in no particular order): a) train tonnage exceeding the THNSW determined steam locomotive capacity applicable to the route/locomotive, b) availability of run-around facilities, or the need to achieve a higher frequency of shuttle trains for patronage target.</p> <p>THNSW has every confidence in the operating reliability of its steam locomotives, and a strong track-record of historical reliability in the operation of those steam locomotives.</p> <p>THNSW Diesel locomotives are used where appropriate. Some occasions call for a stronger diesel locomotive with dynamic brakes (a feature some THNSW mainline diesel locomotives don't have).</p> <p>Diesels are not used as insurance - they are used to assist or haul where needed. Double heading steam locomotives is possible and encouraged where route conditions and operational suitability allows. THNSW has operated double-headed steam trains in 2019, and has done so in the past. On some routes, it is no longer permissible to double-head some classes of steam locomotives due to track loading restrictions. Steam locomotive crew availability also plays a factor in the decision to double or triple head. For mainline operations, worldwide practise demonstrates that single steam haulage only, or steam+diesel assist are the most common modes of operating, with double heading being far less common.</p>

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				Q10 Has the potential of the availability of former NSWGR 422 and 442 class locomotives been reported to the Board for consideration as additions to the Collection? If so, what did the Board resolve? If not, is the Board aware that a submission was provided to management in this regard?	Q10 Yes. The Board Collection & Curatorial Committee determined no requirement for these to be added to Museum Collection for static preservation however they may be useful for operational purposes. Current priorities are to invest available resources in upgrading existing locomotives.
38	14 Nov 19	Colin Pursehouse (1348)	2019 Election of Directors	<p>Q11 Pursuant to the THNSW Constitution, a minimum period of twenty-one days is required for the postal ballot for the election of Directors. This year, Ballot Papers were issued more than three times that period, well over sixty days prior to the AGM; Why was such a lengthy period chosen and by whom?</p> <p>The specific wording set out in the information published by THNSW in its document titled THNSW Board Director's Nomination Criteria, reads as follows:  <i>information provided by these candidates in support of their nominations <b><u>will be sent to every eligible to vote member</u></b> for a postal ballot</i>  In the actual Notice of Election of Elected Directors To The THNSW Board issued in August, this advice was stated as follows:  <i>All Prospective Directors will be asked to provide a statement of no more the [sic] two (2) A4 pages in no smaller than Arial 11-point font outlining their skills, knowledge and experience for the consideration by Voting Members when casting their vote, <b><u>which will be provided to the membership</u></b> .</i></p> <p>Q12 Despite the extraordinary length of time over which the current Election of Directors was conducted, when Ballot papers were issued, no Candidate Statements or other supporting information was provided to eligible Voting Members; Who took this decision, when and why?</p> <p>Q13 Why were Candidate Statements withheld from Members for a significant period after the election began and then only made available via the THNSW website and even then not in any</p>	<p>The Chair will address these election related questions at the AGM. See attachment.</p> <p>The Chair will address these election related questions at the AGM. See attachment.</p>



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				<p>clear and obvious way; Who took this decision, when and why?</p> <p>Q14 Does the Board seriously contend that withholding information for a period after the Election has begun and then burying the vital Candidate Statements on the website as the only source of the information satisfies the promises that it <b><u>will be sent to every eligible to vote member</u></b> and that this serves the promise it <b><u>will be provided to the membership</u></b> ?</p> <p>Q15 Has every Voting Member of THNSW provided consent in writing to the service of notices and the like by electronic means and supplied an electronic address for this purpose?</p> <p>Q16 Has the Board resolved to communicate with Members by electronic means only and if so, when was this, what consultation with Members occurred and how has this decision been advised to Members?</p> <p>Q17 Prior to the Election, Candidates were advised they would be provided an opportunity to record a video message to support their candidacy. Why was the filming of this video delayed for several weeks after the commencement of the Election and then a further two weeks elapsed before they were published so that this material was not made available to Members for over 5 weeks after the Election was underway?</p>	<p>Q15 The THNSW Constitution as adopted by the THNSW membership last year provides at clause 25.2 that a notice may be given by to any member by email where a member has nominated an email address.  The Notice of AGM was delivered by Australia Post regular mail to all eligible to vote members.</p> <p>Q16 The Board communicates with Members via a variety of means including <i>Roundhouse</i> (mailed), <i>Members' Information Forums</i>, website, <i>eNews</i> other emails and social media. Increasingly members prefer electronic communication providing THNSW with their email address or signing up to our social media channels to receive communications.  Printing and posting is a relatively expensive method of communicating with members.</p> <p>Q17 The Chair will address this election related question at the AGM.  See attachment.</p>

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				<p>Q18 Clause 20 of the Constitution establishes that rules etc for the conduct of the Election of Directors are the prerogative of the Board. When providing responses to these questions, I specifically request that answers as to who, how and when decisions were taken are to include details of the relevant Board Resolution(s). If decisions were taken outside the Board, I specifically request the name of the person or persons responsible and the details of how any authority was conveyed or discharged?</p>	<p>Q18 The Chair will address this election related question at the AGM. See attachment.</p>
39	14 Nov 19	Colin Pursehouse (1348)	3801 Project Team	<p>In 2017 the 3801 Project Team based at Chullora formally asked that a new Project be identified in preparation for the conclusion of the 3801 Restoration. An appropriate project would be the restoration to operation of a steam locomotive. At a meeting between the whole Project Team, the Chairman and CEO held at Chullora on 13/9/17, the CEO advised that two locomotives had been identified as potential future projects for Chullora, being 3830 and 3642; this was minuted and distributed to all participants at that time. Since that time, there has been no decision to provide a further project for the Chullora Team. The Chullora team has been consistently reassured by the Board that it is valued as a resource and has a future within THNSW. As recently as 19<sup>th</sup> August 2019 we were again told THNSW could not afford to lose the workshop and team we had created and that Sydney Trains did not have any urgent need for return of the workshop space we occupy. Despite this, the CEO has directed that the Chullora Workshop must be shut down and vacated as a matter of urgency after 13/12/19 and has stated this is on the basis the space must be immediately handed back to Sydney Trains. As part of this process it is almost certain that some at least of the paid staff who have been integral to the Team and our success will be terminated, two weeks before Christmas. The handling of this matter and the constant undermining of Chullora over the years has been appalling. The disdain and contempt shown</p>	



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				<p>towards the Volunteers and paid staff engaged on this project is disgraceful.</p> <p>The Chullora Team has a history going back over ten years and several of the Team have been with the Project for the whole of that time whilst others count their service in several years. A considerable quantity of the machinery, equipment and tooling that has contributed to the successful outcome of the Project belongs to some of the long serving Volunteers. The CEO is effectively telling the Team it has no future and the direction now to abandon the workshop will destroy the facility and inevitably cause the break-up of the Team; this has been made clear to the CEO previously.</p> <p>A proposal to retain the Chullora Team as the core of a group to maintain and support the locomotive in operation has not been taken up and instead it is understood 3801 will simply be absorbed into the existing Fleet regime based at Thirlmere.</p> <p>Q19 The Chullora team had previously been assured we would be undertaking and integral to all of the required testing and trialling of the locomotive. Testing and trialling will not be completed by 13/12/19 and we are now told our involvement ceases at that date and we are to hand over all responsibility (after ten years of commitment and achievement) to the Thirlmere Maintenance team. Why are promises so easily abandoned by this management and Volunteers (and paid staff at Chullora) treated so badly? Why cannot Chullora be permitted to finish the job we began ten years ago and have brought to the cusp of completion?</p> <p>Q20 Why is the CEO intent on shutting Chullora down and destroying the facility and Team who have successfully completed the restoration of 3801 including the boiler and demonstrated commitment and expertise over more than ten years?</p>	<p>The Chair will address these Chullora related questions at the AGM.</p> <p>See attachment.</p>

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				<p>Q21 Why has management taken no steps to investigate a new project and source funding and support when there has been a lead time of some years and specific requests for this?</p> <p>Q22 Has management investigated funding and support outside the government Funding Deed and if so when and how, if not why not?</p> <p>Q23 Why is the direction indicated by the CEO's instructions etc so at odds with the reassurances provided by the Board?</p> <p>Q24 In the case of other similar high profile and extensive restorations elsewhere in the world, great care was taken to ensure that commitments to dates for return to service and the like did not drive or compromise engineering principles and ensuring the job was fully complete and especially that the restored locomotive was absolutely well run-in and could be guaranteed as reliable. In the case of 3801, the Team is facing compressed deadlines and time frames because management has as its priority removing the engine to Thirlmere. THNSW management are fixated on this locomotive being delivered into the Fleet at Thirlmere regardless of anything else. The Chullora Team can see no good reason why this must occur with the haste and contempt that characterises the actions of the CEO in this regard. Does the Board see the way this Project and the Chullora Team are being mistreated as the standard for THNSW as to rewarding Volunteers and treating paid support staff?</p>	<p>Q22</p> <p>The Board has established the Fundraising Strategy Development Working Group chaired by Board Director Leann Meiers which to date has raised over \$35,000 through niche/targeted campaigns since its establishment just over a year ago.</p> <p>Q23 &amp; 24</p> <p>The Chair will address these Chullora related questions at the AGM. See attachment.</p>
40	14 Nov 19	Colin Pursehouse (1348)	AGM's & Elections	Q25 Since its inception, the conduct of Annual General Meetings, Elections of Directors etc by THNSW has been marked by error, failure and even controversy arising from incompetent basic procedures such as the giving of notices and the like. Even with the introduction of a contracted	The Chair will address this election related question at the AGM. See attachment.

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				Returning Officer, that part of the current Ballot carried out or the material provided through THNSW management has been less than perfect. It appears the Company Secretary is unable to rely upon competent support in discharging his functions. These issues should be seen as embarrassing and unacceptable. As the conduct of elections and the arrangements for the AGM fall within the responsibility of the Board, can the Board assure Members it will investigate the source of these persistent problems and take appropriate action to ensure the problem is removed?	
41	14 Nov 19	Colin Pursehouse (1348)	Passenger and Visitation Numbers	<p>In the reporting of the passenger and visitation figures in the Annual Report for financial year 2017-2018, there were significant discrepancies in some of the relevant reported numbers. The claim (in the 2017-18 Annual Report) is that in 2017-18 we carried a record 60,270 passengers, an increase of 26.8% over 2016-17's total of 47,537. However, adding up all of the figures provided, the total number of passengers is only 25,003, a difference (shortfall) of 35,267 or 141%! The Appendix does not show Loop Line services but if it is assumed the missing numbers are Loop Line pax, that equates to over 117 trains each carrying 300 people (which suggests the Loop Line is carrying 1½ times what we carry on Mainline services)! In fact to get an idea of what 60,270 pax looks like, it requires 201 trains of 300 pax each, that's just shy of four such trains every week of the year.</p> <p>At the same time there is a further claim of record number of visitors to Thirlmere at 55,907, equivalent to 1,075 each and every week of the year, but if you add all of the events listed, the total comes to just 36,201, a shortfall of 19,706, requiring an extra 379 each and every week of the year.</p> <p>Revenue from rail operations in 2017-18 year was \$1,101,000, an increase of just 8.15% over the previous year although it is claimed pax numbers</p>	

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				<p>were up more than threefold at 26.8%. This compares with rail operations revenue in 2013 of \$1,953,325, so we are carrying more people and earning less. Fare revenue worked out at just \$18.26 per pax for the claimed 60,270 although the fares we charge on tours all seem to start at about or in excess of \$100 per pax. Even supposing the average fare to be just \$40.00 (an adult DOWT combined ticket), revenue would have been \$2,410,800 for 60,270 pax. Accepting there are different accounting methods involved, I also appreciate we are not dealing with a consistent fare structure based on distance travelled or the like and my supposition is just that, but again there seems to be a significant variation between pax carried and revenue earned.</p> <p>It seems figures for passengers carried have been in the 40,000's since 2013 (at least), until 2017-18, although in 2016-17 the claim in the Annual Report was 47,537 but only 23,655 can be identified from the complete listing (minus Loop Line), a deficit of 23,882 or 101%. Nevertheless, on these figures, THNSW has been setting new records in both visitation and passengers carried every year since 2013 which is a remarkable achievement.</p> <p>Included in the pax figures are the major shuttle and big event services like the Expo, Steamfest etc. Similarly the attendances at the big events themselves like DOWT, the Expo and Steamfests are included.</p> <p>In correspondence (with me) the CEO has provided the source data for the reported numbers in last year's Annual Report although that does not fully explain why there was such a discrepancy in the Report itself. It was explained that the Loop Line carries far and away the greatest portion of our total passengers and there are significant weekly visitations to the NSW Rail Museum.</p> <p>In the current Annual Report, visitation is down to 55,711 whilst passenger numbers show a slight</p>	

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				<p>increase over the previous reporting year of 1101 pax with a total of 61,371. Revenue from Rail Operations increased by \$600,000 to \$1,701,000 but is still below the figures reported prior to 2017. and we are therefore still carrying significant extra people but earning less both in total and per person.</p> <p>In the current Annual Report, the figures for visitation and passenger numbers are only provided as a total for each category and it is therefore not possible to review the reported outcome as was possible in the previous year or any prior year. No explanation has been provided in the Report for this omission and change in reporting.</p> <p>Q26 Why has the detailed breakdown for passenger numbers as provided previously not been provided in the current Report?</p> <p>Q27 What impact does the Board perceive on the proposals set out in the Strategic Plan from the drop in visitation and passenger numbers?</p>	<p>Q26</p> <p>The breakdown provided in the previous FY 2017/18 Annual Report provided total <u>engagement</u> numbers for various highlighted events. i.e. not a detailed breakdown of train passenger numbers or visitation numbers.</p> <p>As this question implies, along with feedback last year, the previous table caused some confusion was not useful and thus it was determined not to include a similar table in the FY 2018/19 Annual Report.</p> <p>Q27</p> <p>Nil. As reported THNSW passenger numbers increased slightly in FY 2018/19 and visitation to the NSW Rail Museum / Valley Heights Locomotive Depot Heritage Museum was steady on the previous year. Initiatives outlined in the Strategic Plan are designed to increase both visitation and passenger numbers including increasing Loop Line operations to Saturday and Sunday and returning 3801 to service, over the 5-year period of the Strategic Plan.</p>
42	14 Nov 19	Colin Pursehouse (1348)	Volunteers and Staff Resources	The contribution of Volunteers is essential not just to the success of THNSW but is an intrinsic part of its character. The provision of 55,000 hours in the last year underscores the value in all respects of this core component of the organisation. However, many other similar organisations which place great importance on their Volunteers and strive to recruit, retain, recognise and maximise this	

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				<p>resource can also boast of tremendous benefits. For instance in its last reported year the Sydney Heritage Fleet which is somewhat smaller and does not enjoy the funding support THNSW enjoys from government, was provided with over 120,000 Volunteer hours. It should be a given that recruitment, training and retention of Volunteers ought to be a priority for THNSW.</p> <p>Q28 At the last Day Out With Thomas event, it has been suggested there was no or very little material available with respect to recruitment of Members and Volunteers. What specific programs and initiatives are in place for the recruitment of Members and Volunteers?</p> <p>Q29 What are the costs to THNSW for the provision of paid safeworking crews for rail operations (ie;tours, events, positioning, displays etc)?</p> <p>Q30 What is the breakdown of Volunteer hours by worksite and Operations?</p>	<p>Q28</p> <p>Membership and volunteering information is available at the NSW Rail Museum reception all of the time.</p> <p>An information desk located in a very prominent position with the Main Exhibition Building is staffed by THNSW uniformed volunteer John McCutcheon at all DOWT events and takes enquiries for both membership and volunteering.</p> <p>The audience attending DOWT events is unlikely to be a rich source of new volunteers for THNSW by the very nature of the event. Most of the adults attending are the parents of very young children which we know limits their spare time available for volunteering.</p> <p>Get involved brochures covering both membership and volunteering are available at all THNSW events.</p> <p>Get Involved information for both membership and volunteering is always available on the THNSW website.</p> <p>Q29</p> <p>Total costs including on costs paid to RSW crews in FY 2018/19 was \$118.6k.</p> <p>Q30 Volunteer hours contributed for FY 2018/19 by area/activity:</p>

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					<table border="1"> <thead> <tr> <th>Work Area</th> <th>Hours</th> </tr> </thead> <tbody> <tr> <td>Valley Heights Locomotive Depot Heritage Museum</td> <td>17,895.53</td> </tr> <tr> <td>Rail Operations</td> <td>11,281.25</td> </tr> <tr> <td>NSW Rail Museum - Reception, Events, Programs, Guiding, etc.</td> <td>5,658.92</td> </tr> <tr> <td>Operational Fleet Maintenance</td> <td>5,541.25</td> </tr> <tr> <td>Locomotive 3801 Project</td> <td>4,425.42</td> </tr> <tr> <td>Heritage &amp; Collections</td> <td>4,135.75</td> </tr> <tr> <td>Rail Track &amp; Corridor Maintenance - Loop Line</td> <td>1,982.50</td> </tr> <tr> <td>NSW Rail Museum - Facilities, Grounds Maintenance</td> <td>1,805.75</td> </tr> <tr> <td>Membership</td> <td>1,529.02</td> </tr> <tr> <td>TH Expo 2019</td> <td>640.00</td> </tr> <tr> <td>Volunteers Program Support</td> <td>555.08</td> </tr> <tr> <td>Miscellaneous other small</td> <td>207.75</td> </tr> <tr> <td></td> <td></td> </tr> <tr> <td style="text-align: right;"><b>TOTAL</b></td> <td><b>55,658.22</b></td> </tr> </tbody> </table> <p><b>Annual Report</b> stated "2018-19 saw more than 380 volunteers contributed more than 55,000 hours "</p>	Work Area	Hours	Valley Heights Locomotive Depot Heritage Museum	17,895.53	Rail Operations	11,281.25	NSW Rail Museum - Reception, Events, Programs, Guiding, etc.	5,658.92	Operational Fleet Maintenance	5,541.25	Locomotive 3801 Project	4,425.42	Heritage & Collections	4,135.75	Rail Track & Corridor Maintenance - Loop Line	1,982.50	NSW Rail Museum - Facilities, Grounds Maintenance	1,805.75	Membership	1,529.02	TH Expo 2019	640.00	Volunteers Program Support	555.08	Miscellaneous other small	207.75			<b>TOTAL</b>	<b>55,658.22</b>
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43	14 Nov 19	Colin Pursehouse (1348)	Chullora Heritage Hub Planning	<p>Q31 In addition to the considerable engineering and professional expertise in the Volunteers of the Chullora 3801 Project Team, there are three qualified Engineers on the paid staff, one in particular with considerable experience managing large, complex rail operations including a significant part of the former Chullora Workshops and other major rail workshops. Why were none of these resources called upon to participate in preparing the THNSW submissions on the Chullora Heritage Hub?</p> <p>Q32 Why is maintenance of the existing Chullora facility and Team not seen as appropriate in the transition/development of the Chullora Heritage Hub?</p>	<p>Q31</p> <p>TfNSW are project managing delivery of the Heritage Hub, Chullora. THNSW is a key stakeholder but has limited capacity to influence decision making. The Workshop referred to was organised by Aurecon and was a high level discussion about the functions to be performed at the Heritage Hub, Chullora. It was not a detailed design workshop. TfNSW have advised the first stage of the Heritage Hub, Chullora for delivery will be repurposing the Tank Annex for storage of the static rolling stock collection. Workshop/maintenance facilities are not currently being planned as part of stage 1.</p> <p>Q32</p> <p>THNSW will ultimately need to vacate the Locomotive 3801 workshop area and the Igloo building used for collection storage as part of rationalising occupation of the Chullora site with Sydney Trains. TfNSW are project managing the delivery of the Heritage Hub, Chullora. The timing of the various moves has not yet been determined.</p>																														



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				Q33 Is THNSW actively seeking to accelerate this proposal and all of its components and specifically the workshop and operational aspects; If so, how is this being done and if not, why not?	Q33 TfNSW are the project managers for delivery of the Heritage Hub, Chullora. THNSW is a key stakeholder but not in a position to accelerate works. TfNSW have advised that stage one works will be to make the Tank Annex fit for purpose- being rolling stock storage and that this will be completed by Dec 2020. All other aspects of the project are not timetabled as yet.
44	14 Nov 19	Colin Pursehouse (1348)	Strategic Plan	<p>Consultation with Members on the organisation's Strategic Plan, a key policy document, occurred after the fact of the preparation of a draft without the opportunity for Members to provide input at the outset. Nevertheless a number of Members took the trouble to prepare submissions to the Board on the (then) draft Strategic Plan however they were not provided an opportunity to speak to their submissions or told how or in what form their submissions were reported to the Board by the CEO nor how the Board dealt with their submissions. The outcome of their efforts was not communicated other than in a vague and general way as part of a 'news' item.</p> <p>Q34 Were all submissions of Members to their Board (on the draft Strategic Plan) reported in their entirety?</p> <p>Q35 If Members took the time and trouble to provide submissions, why were they not given the courtesy of seeing how their submissions were dealt with both in any report and the outcome?</p>	<p>Q34 Yes, the Board reviewed the compiled results along with all the free form comments provided in response to the member survey and the individual written submissions received at its meeting held on 28 May 2019.</p> <p>Q35 The final plan incorporating the Board approved changes following feedback received was distributed to members.</p>
45	14 Nov 19	Colin Pursehouse (1348)	Board Charter	Q36 The role of the Board as the primary governance body of the organisation should be well understood however previous Boards have seen fit to expand upon that principle in the so-called Board Charter. As it stands the Charter is unnecessarily complex and prolix, its primary aims can be set out and achieved in a far more straightforward and sensible way than as existing. Arguably the existing document is also at odds with the Board's primacy and unduly restrictive as to how the Board may inform itself and determine what business it wishes to examine. Will the Board initiate a review of the so-called Board Charter that includes dialogue and consultation with Members	Q36 The Chair of the Board has committed to a review of the Board charter and current Board Directors have made comments to the Chair on what changes could be made. On review, the Chair recommended a re-write of the Charter rather than a minor revision. The Board has determined to engage The Ethics Centre to conduct a workshop with the Board, CEO and management team on 10 December 2019.

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				through an open forum or workshops that is consistent with the nature of THNSW as a Membership based organisation as well as the statutory obligations of a Board?	
46	14 Nov 19	Colin Pursehouse (1348)	Rail Conf IV	<p>THNSW recently hosted a conference involving delegates from various rail museums including a number from overseas. As part of the program, THNSW provided trains and other facilities in a comprehensive range of activities.</p> <p>Q37 What was the cost to THNSW of participation in and hosting of Rail Conf IV, including staff costs, provision of trains, transport and any other services or facilities?</p> <p>Q38 Where were the funds for all aspects of THNSW's participation in Rail Conf IV sourced?</p>	<p>Q37 Nett cost associated with Rail Conf IV was \$52.7k (i.e. expenditure less income received.).</p> <p>Q38 THNSW FS#1 and own -generated revenue budget.</p>
47	14 Nov 19	Ian Sheppard (2278) Life Member	Volunteers / Members involvement	<p>In mid-April, THNSW members were asked to provide feedback regarding the organisation's already prepared draft strategic plan for 2019-24. The only opportunity to provide feedback was to</p> <ul style="list-style-type: none"> <li>• View the draft strategic plan</li> <li>• Have your say by completing the online survey</li> <li>• Attend the Member Information Forum on 30 April</li> </ul> <p>The online survey asked for comments on the broad direction and activities of THNSW, which, given their generic and high-level nature, not unexpectedly gained broad approval. For example, major projects for THNSW over the next 5 years were reduced to simple generic statements such as:</p> <ul style="list-style-type: none"> <li>• completing the locomotive 3801 reconstruction;</li> <li>• the Transport Heritage Grants Program and funding program for the maintenance of government-owned heritage assets;</li> <li>• establishing the Heritage Hub at Chullora; and</li> <li>• upgrading the Loop Line at Thirlmere.</li> </ul> <p>However, it appears that few if any members or volunteers had any ability to contribute to the content of this plan, nor raise any issues for inclusion in the plan.</p>	<p>The Board resolved to prepare a draft strategic plan for member comment and sought comment as outlined. Feedback received was tabled and reviewed at the Board meeting held on 26 May 2019 at which point changes were made to the draft plan and the plan then adopted.</p> <p>The Board acknowledges the feedback received from members which overall supported the direction being proposed by the Board in the draft strategic plan for 2019-24.</p> <p>TfNSW are project managing the delivery of the Heritage Hub. THNSW is a key stakeholder but has limited capacity to influence decision making.</p> <p>THNSW is awaiting clarification from TfNSW regarding how the project to upgrade the Loop Line will be undertaken and what exactly the role for THNSW in that project will be. As soon as THNSW is advised it will inform members of those arrangements.</p> <p>The development of the annual business plan for FY 2020/21 will commence early in the new year. The Board anticipates an opportunity for members to contribute to the development of the plan at the Feb Members Information Forum.</p>

#	Date Received	Received From	Topic	Specific Question	Response
				<p>At the Member Information Forum on 30 April, many members, myself included, asked about the more detailed plans and activities, across many areas of our organisation that would underscore the broad tenets of the Strategic Plan, and contribute to achieving the goals of the 5-year strategic plan. <i>We were of the view that, through our knowledge, experience and demonstrated capabilities and commitment extending over 50 years, very valuable and constructive input could be provided.</i></p> <p>We were told by the CEO that this detail would form part of our <u>Annual Business Plan</u>, and <i>when I asked would members and volunteers have the opportunity to contribute towards the development of this plan, the answer was a clear YES.</i></p> <p>Since this time, there has been no invitation or request for members and volunteers to contribute to the development of this, or any future plans for THNSW.</p> <p><i>Why are members and volunteers not being involved and consulted in this planning and development work, but if this is yet to occur, what is the likely process and when will this be done?</i></p>	
48	14 Nov 19	Ian Sheppard (2278) Life Member	Loop Line	<p>We were all surprised and pleased by the announcement by the NSW Government of the \$5.5m grant to re-open the loop line between Buxton and Colo Vale on Friday, 1 March 2019. Recent Member Information Forums have provided a brief update on the NSW Government Budget provision of funding for this project, and the efforts to secure receipt of the funds by THNSW.</p> <p><i>What planning work by THNSW, if any, has commenced to determine the potential scope, content and development for this exciting project? Will keen, interested and/or experienced members and volunteers get the opportunity to participate in the planning development of this project, and if so, when is this likely to occur?</i></p>	<p>The Loop Line is a NSW Government-owned asset for which THNSW has a lease allowing it to conduct train operations.</p> <p>To date negotiations continue with TfNSW regarding this project and despite continued efforts no specific details regarding progressing the project or project management or the actual funding have been made available to THNSW. Once such information is known it can then be communicated.</p> <p>Hence, no planning work has commenced at this time.</p> <p>Separately, THNSW is collaborating with Wollondilly Shire Council to develop a product development plan for the Loop Line. A product development specialist has been appointed in consultation with TfNSW and Wollondilly Shire Council to undertake this project. It's anticipated interested members and volunteers will have an opportunity to participate in a workshop on this work in the New Year.</p>
49	14 Nov 19	Noel Ackland (7275)	AGM 2019	<p>(a) Why is it still not possible to properly organise an Annual General Meeting and Election of Directors without having to issue additions and corrections to the documents as supplied?</p>	<p>The Chair will address these AGM related questions at the AGM.</p> <p>See attachment.</p>

#	Date Received	Received From	Topic	Specific Question	Response
				<p>(b) Why when I write to the Company Secretary (yourself), whose name and signature appear on these documents, I get a reply from one of the salaried employees and not the Company Secretary?</p> <p>(b) Does this mean the Company Secretary still cannot properly and correctly organise the documents needed by Members, or is the whole activity actually being undertaken by someone else using the Company Secretary's name and signature?</p>	
50	14 Nov 19	Noel Ackland (7275)	Chullora	<p>(a) Why have we at Chullora over the years only heard of any proposed plans or rearrangements involving our activities by rumour or hearsay?</p> <p>(b) Why does the administration/CEO allow these rumours to get out of hand before taking steps to control the situation?</p> <p>(c) Why should this not be seen as symptomatic of a general indifference and antipathy to Members, especially those who may have an opinion?</p>	<p>The Chair will address these Chullora related questions at the AGM.</p> <p>See attachment.</p>

## AGM and Director Election Process

Before I announce the result of the Ballot for elected Directors, I'd like to take a moment to respond to some of the Questions On Notice we have received about the 2019 AGM and ballot process.

The Board has progressively improved the conduct of the AGM each year since I became Chair to address members' concerns about the process. This has included:

- Publishing Board director criteria for the forthcoming year well ahead of the Constitutional requirement, i.e. this year it was released in February 2019.
- Appointing an external Independent Returning Officer since 2017 to conduct the Ballot after the nominations were received, and to take proxies and the like.
- Publishing candidate videos (2017 and 2019), where the candidate opted to make one, on the THNSW website so that members can get to know more about the people putting themselves forward for election.
- Providing the opportunity for candidates to speak directly to members at a Member Information Forum, which is a new initiative this year.
- Ensuring member voting eligibility is determined in accordance with the requirement in the Constitution that only current financial members are eligible to vote.

I have been assured by both our Independent Returning Officer and the Company's legal advisor that the 2019 election has been conducted in accordance with our Constitution and has been free from bias or interference.

On behalf of the Board, I would like to take this opportunity to apologise to members for the typographical error in the original Notice of Meeting sent to members. I determined that, in the interests of clarity for members, we should reissue an amended Notice of Meeting, even though the error was deemed not material by our advisers.

There were a number of concerns raised about the availability of candidate profiles and videos and the timing of their release. The Board adopted the process commenced in 2017 which was to make all supporting information for the AGM and election available on our website.

- In 2017, which was an election year, all candidate information was available on the website.
- In 2018, no election was required, however all supporting information relating to the adoption of an updated Constitution was provided on our website.
- This year, the Board committed in the Notice of Meeting to make all supporting information available on the website by 1 November 2019. This commitment was met by the published date, with candidate profiles available on Friday 11 October and candidate videos available on Thursday 31 October, a full month ahead of the meeting.

I can also confirm that those serving Directors standing for re-election this year declared their conflicts of interests in the Ballot to the Board and did not participate in any Board discussion on this matter following their nomination.

Members can be confident that the election results I am about to announce are the outcome of a robust process. The Independent Returning Officer has provided me, and only me, with the results of the ballot and I have not communicated those to anyone else.

I am now pleased to share with you the outcome of this year's Director elections.

## Locomotive 3801 and Chullora

The Board has received a number of questions on notice about:

- Why the Locomotive 3801 is being transferred to Thirlmere on a date in December
- The future of the current Locomotive 3801 project workshop space at Chullora, and
- Another project for THNSW volunteers currently working on 3801.

### Preamble

The Locomotive 3801 reconstruction project is coming to a successful conclusion after many long years. We are all looking forward to seeing the engine back on the tracks in 2020, delighting both enthusiasts and the general public throughout NSW.

While we turn our attention to celebrating 3801's return to service, the Board does understand that there are lots of questions around the future. Those questions concern both the Locomotive 3801 project workshop space and another possible project for the people who currently volunteer at Chullora.

I acknowledge that we spoke, perhaps prematurely, with volunteers at Chullora in 2017, however the Board's discussion about these matters has intensified in the last six months as a delivery date for Locomotive 3801 has finally started to become clearer.

As those working on the project know, and indeed everyone knows, predicting the completion date has been very difficult. Although that date has moved many times, with it now becoming much firmer, it was appropriate for the Board to consider in earnest the questions raised.

### Returning to Thirlmere

The Return to Service Program Director John Snider and Project Manager Craig Mackey have advised the Board and the CEO that the target date to relocate the locomotive to Thirlmere is now 15 January 2020. As noted in many of the questions on notice, the target date was originally 13 December, but that was put back on John and Craig's advice to the 15<sup>th</sup> of January earlier this week.

Many may think this is still an ambitious date, however it is the date that has now been determined by the project leaders John and Craig in conjunction with the rest of the organisation who are involved in delivering the launch and operational program in 2020. It is important that the locomotive is moved on that date to ensure its commissioning can be completed and it can then be professionally painted. However, this timing is of course subject to it being safe and ready to do so.

I will stress that neither the Board nor the CEO have determined the date. It's the date that has been determined by the project team in consultation with other accountable areas of the organisation to ensure the locomotive can be delivered ready for its launch and subsequent operations in early 2020.

Those volunteers currently working at Chullora on Locomotive 3801 are always very welcome here at Thirlmere to continue to be involved in those activities and returning the Locomotive to service.

### Current Locomotive 3801 Project Workshop Space

The current Locomotive 3801 project workshop space was made available for the project back in 2009 by what was then RailCorp as a temporary space and temporary facility. That was because the new workshop or Roundhouse facilities at Thirlmere had not yet been built. This was announced in our *Roundhouse* magazine of May 2009 with the intention that the locomotive would stay for 12-18 months – a timeframe that turned out to be rather optimistic.

We have continued to occupy this space for the past decade thanks to the support of RailCorp and more recently Sydney Trains which is greatly appreciated. Thank you, Howard.

Recently Sydney Trains has verbally indicated that THNSW can continue to occupy the space for the immediate future. However with the establishment of the new Heritage Hub at Chullora and the development of Sydney Trains' new technology training campus at that part of the Chullora site, we will, at some time in the future, need to move out of both the Locomotive 3801 project workshop space and also the Igloo where we store a large number of valuable heritage collection items. The timing to move out of these spaces has not yet been determined as part of the Heritage Hub project timelines.

We anticipate formal confirmation from Sydney Trains that we can continue to use the current Locomotive 3801 project workshop facilities for a bit longer following the transfer of Locomotive 3801 to Thirlmere. After its departure, the workshop should be cleaned and readied for any potential future project.

### Another Project?

That brings me to the discussion about another project at Chullora for the volunteers who work at this site. As I indicated at the start, while there were initial discussions in 2017, the Board's discussion about these matters has intensified in the last six months when a delivery date for Locomotive 3801 has finally started to become clear.

The Board is yet to make a decision about any potential future project for the current volunteers at Chullora following Locomotive 3801's return to Thirlmere.

The Board has been considering options involving both the restoration and refurbishment of boilers and rolling stock for either static display or operational use. These options take into account:

- the skills required for the project and available among our volunteers who currently work at Chullora
- the potential time required, and
- the cost involved and potential funding available to complete any of these projects.

We should be mindful of not starting a project that is unable to be completed within the timeframe that we can continue to use the site, or that cannot be funded or reasonably be expected to be funded into the future. The time criticality and business need of any project must also be considered.

Some of the projects that are being discussed include (but are not limited to):

- Locomotive 3830 – The initial scope of works for this project is understood and discussions continue about how this work could be funded and undertaken with the owner of the locomotive, which is the Museum of Applied Arts and Sciences.
- Refurbishment of a spare boiler for Locomotive 2705 to enable a boiler change during the next year. This project is scoped and funded as part of this year's fleet maintenance program and needs to be completed by the end of the financial year.
- J&A Brown No 5 – This is a static restoration of this very important collection item. As noted elsewhere in the response to the Questions on Notice, the Board must prioritise work on the static or display collection as well as the operating collection. This project is scoped and well understood, however is currently unfunded.
- Locomotive 5711 – This would be as a static exhibit but not precluding the option to possibly make it operational in the future, however there are lots of questions to be answered about this project as the scope and costs are not yet understood.



- DUB Set cars – As noted elsewhere in the responses to the Questions on Notice, the Board recognises the focus of our restoration efforts needs to move to carriages so we have sufficient and suitable cars for our passengers to travel in. This project is scoped and funded following the Board’s recent decision to allocate the remaining Glasgow Bequest funds to this project

I have committed to meeting with volunteers at Chullora next Wednesday along with Board Director Howard Collins, CEO Andrew Moritz, and others of my fellow Directors who are available, to discuss options and hear from volunteers.

The new Board and 3801 team must remain focused on the final delivery of Locomotive 3801 into the public arena. Along with that, the Board will make a decision regarding any future project as soon as possible and communicate that to you all.

To conclude this topic it is important for us to recognise all of the volunteers and staff who have contributed tirelessly to this project over its entire life – many years – including those who have driven the project over the last few months to what will be a successful conclusion.

I think I can finally say with a high degree of confidence, after saying it for quite a number of years now, that we can all look forward to seeing Locomotive 3801 back in service in 2020!