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Independent Shareholder Review

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This report is the Final Report. It was produced in July 2022 and unites all the evidence gathered across the Review.

It has been researched and written by Durnin Research Ltd, with support from Jenni Waugh Consulting Ltd. All graphics supplied by Severn Valley Railway (Holdings) PLC.

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Introduction and background to the Review

The **Severn Valley Railway** is one of the best, and best known, heritage railways in the UK, and one of the largest and best-known visitor attractions in the West Midlands, with a significant profile. This includes a score of 4.5 out of 5 on TripAdvisor; 77k Facebook, 26.6K Instagram, and 16.4K Twitter followers.

The 16-mile line runs along the Severn Valley from Bridgnorth to Kidderminster, following the course of the River Severn for much of its route, and crossing the river on the historic Victoria Bridge. It is the sixth-longest standard gauge heritage line in the United Kingdom. Opened in 1862 after a nine-year building project, the Severn Valley Railway was originally part of the much longer Shrewsbury to Hartlebury line. The original line contained 15 stations and lacked the Bewdley to Kidderminster section, until the loop line was constructed and opened in June 1878 by GWR, who ran most of the railways in South and mid-Wales.

In 1963 British Railways stopped all passenger services, and then, in February 1966, agreed to sell part of the line for £25,000. On 23rd May 1970, the first official train of the Severn Valley Railway ran between Bridgnorth and Hampton Loade.

Train services are hauled predominantly by steam locomotives, with vintage diesel locomotives hauling occasionally. Diesel locomotives are also used for engineering trains, to replace failed steam locomotives at short notice, and during periods of high fire risk. The railway hosts numerous special events throughout the year, including both steam and diesel galas.

In a 'typical year', the Railway welcomes over 250,000+ visitors, with a turnover of £8m per year, and 130 full time equivalent staff.

Severn Valley Railway (Holdings) PLC is a Company with Shareholders, although no dividend is paid, with all profit used to support the running of the Railway. It owns the infrastructure and assets of the SVR, employs the paid staff, and is responsible for the operation, finance, governance, planning, customer service and management of the SVR.

Introducing the Review

[Durnin Research Ltd](#) was appointed to conduct an independent shareholder review for the Severn Valley Railway in March 2022. This followed discussion and debate at the 2021 PLC Annual General Meeting around proposed changes to Shareholder benefits for 2022.

Severn Valley Railway (Holdings) PLC (SVR) has been selling shares in the company April 1972 at £1 each and have received over £10.4m in investments to date¹. There are nearly 11 million shares, and nearly 17,000 shareholders in the SVR. Shareholdings in the Railway range from one share, to nearly 2 million, and nearly 70% of Shareholders are based in the West Midlands.

Over decades, Shareholders have stepped up to support, and on occasion save, the Railway.

As a thank you for investing in the SVR there is a benefits scheme allowing people complimentary travel, discounts at catering and retail outlets and offers on booking charters and observation saloons.

¹ The Company was incorporated under its original name of Severn Valley Railway (Holdings) Limited on 15 March 1972. It was re-registered as a Public Limited Company (PLC) on 15 March 1982.

Shareholding has been a regularly used method of generating finance when the Railway has urgently needed it but has created several issues and challenges as well, mostly concerning Shareholder benefits. Many of these issues are not new and have been a subject of ongoing discussion and debate in SVR forums for well over 10 years.

The SVR's ability to communicate efficiently and effectively with the Shareholding community has been inconsistent, and the challenges of 2020 and 2021 have exposed tensions that should have been managed many years ago.

In 2021, changes to shareholder benefits were announced prior to the Annual General Meeting (AGM) for the year ahead. As Shareholder benefits had not changed significantly for quite some time, the news was badly received by many Shareholders. The 2021 AGM involved a very difficult question and answer session prompted by the proposed changes for 2022, and use of Shareholder travel passes during the restricted running during the pandemic (2020-2021). As a result, the Railway gave a commitment to explore these issues in greater depth, a commitment that led to this Review.

The review was tasked with establishing through independent research:

- ❶ Why do people buy shares in the Railway?
- ❷ How do shareholders engage with the Railway?
- ❸ How might shareholders perceive changes to their benefits?
- ❹ What other benefits would be of interest to shareholders?

Summary of approach

The review consisted of a series of interconnected tasks.

- ❶ **Focused desk research** informed the Review's understanding and appreciation of the role of Shareholders to the SVR, based on previous relevant management and board reports and communications.
- ❷ **Selected consultations** with staff, board members and volunteers were carried out using a combination of in person, online and telephone interviews. This provided the opportunity to gain valuable information and examples about the how the benefits package has evolved over time, and how previously proposed changes have been received. A list of consultees is set out in Annex 1.
- ❸ A **survey of Shareholders** to understand perspectives from SVR shareholding community. The survey was carried out electronically, allowing respondents to complete the survey in their own time and submit the completed survey direct to Durnin Research.
- ❹ Following the closure of the survey, four **workshops** (three in person at Kidderminster Golf Course, and one online) were convened in late May to consider the emerging findings of the survey and the review and discuss in greater depth the issues and opportunities around shareholder engagement and benefits to support the sustainable future of the Railway.

A presentation of findings was made on 11th June 2022 to the SVR's AGM.

Gathering perspectives from SVR shareholding community

The **survey of Shareholders** was designed to understand perspectives from the SVR shareholding community on:

- d Their relationship with the railway, both currently and historically.
- d Their motivation/reasons for becoming a shareholder.
- d Their perceptions of shareholder entitlements, both currently and in the future, and the importance of these benefits as a shareholder.

The survey was carried out electronically, allowing respondents to complete the survey in their own time and submit the completed survey direct to Durnin Research. This approach is an effective and cost-efficient consultation approach, but it was recognised that it might well present some difficulties for some shareholders.

To mitigate this issue, Shareholders were able to contact Durnin Research directly, and a number were helped both directly by Durnin Research and by SVR staff to ensure Shareholders could respond. In a few instances Durnin Research arranged to take responses by telephone.

All communication around the survey was managed by SVR, and Shareholders had to supply a valid Shareholder number as part of their reply.

All individual responses were treated in complete confidence, all views are anonymous, and results from the survey are presented in aggregated form so that no individual can be identified. There was a prize draw for two tickets for the launch event for 4930 Hagley Hall for those that completed the survey, and a winner was selected at random.

There were 1865 responses to the survey, with a completion rate of 87% (which means 87% of respondents finished the survey answering all the questions). This was an excellent response and highlights the level of engagement that the Shareholding community has with the Railway.

Over a quarter of respondents (444, 26.6%) wanted to attend the workshops, and to account for this the number of workshops was doubled from two to four.

Table 1 below compares the survey responses to the wider Shareholding in the Railway, highlighting the representativeness of the survey.

Category	Number of Shares* (%)	Number of Shareholders*(%)	Survey Responses**(%)	Survey Representation of Shareholders**
Less than 124	5%	56%	16%	3%
125 to 1,599	26%	36%	55%	16%
1,600 to 3,999	24%	7%	22%	35%
4,000 to 10,999	11%	1.2%	5%	47%
11,000 plus	34%	0.3%	1.3%	45%
Totals	10,965,506	16,908	1,796	

Source: Durnin Research analysis of Shareholder survey**, and SVR plc data*, June 2022

16% of respondents had holdings of less than 124, and this represents 3% of all Shareholders in this category. Representation increases markedly in the larger Shareholding categories, and both the

overall response, and the representativeness across categories means that both the Shareholding community and the Railway can be confident in the validity of the survey.

The four **workshops** were convened in late May to consider the emerging findings of the survey and the review and discuss in greater depth the issues and opportunities around shareholder engagement and benefits to support the sustainable future of the Railway.

444 (26.6%) of survey respondents had indicated a desire to attend the workshops, both a remarkable response and far more than could be accommodated. The number of planned workshops was doubled, and participants were chosen at random to attend and asked to choose a meeting time that worked for them. For those that could not attend on the dates given, further participants were chosen at random.

Whilst there is always a propensity for follow up sessions to best engage those that have strong concerns or issues, there were a range of different perspectives at all the workshops.

“I’ve had my share only about four or five years and I didn’t expect it to stay the same forever. But I did not expect it to change so much in so short a time”.

Attendees included those that were frustrated and disappointed about the benefit changes, with a significant proportion of these being relatively recent investors who then were asked to increase their shareholding to retain their desired benefit levels.

“I’ve been involved in the Railway for 60 years and they don’t seem to care”.

Other attendees either had longstanding frustrations with the direction of the Railway, having been Shareholders for many years and feeling unvalued and disenfranchised.

“...the reason for buying shares in the Railway is to support the Railway. Period”.

Finally, there were some participants were generally satisfied as Shareholders and supportive of the current management of the Railway (*“I have nothing but admiration for Helen and her team”*).

The survey asked Shareholders to specify their home location, and results are set out in Table 2.

Table 2: Please specify your home location		
Region	Number of responses	%
West Midlands	1187	64.1%
South East	141	7.6%
South West	119	6.4%
North West	98	5.3%
East Midlands	91	4.9%
Wales	67	3.6%
East of England	51	2.8%
Yorkshire and The Humber	32	1.7%
London	31	1.7%
Scotland	25	1.4%
North East	10	0.5%
Northern Ireland	0	0.0%
Source: Durnin Research analysis of Shareholder survey, June 2022, n=1852		

Just under two thirds of respondents reside in the West Midlands, with no other region having more than 10%.

Table 3 below shows that length of time that respondents have been Shareholders, with 43% holding shares for over 20 years. Whilst this demonstrates that many Shareholders have been committed to the Railway for a long time, nearly 15% of respondents are relatively recent investors. It is this group that has been most disadvantaged by the change to the lowest level of Shareholding that provides an unlimited travel pass rather than complimentary tickets (from 1200-1799 shares to 1600-2390)².

Table 3: How long have you been a shareholder in the Severn Valley Railway?		
	Number of responses	%
Less than five years	267	14.8%
More than five years, but less than 10	430	23.8%
More than 10 years, but less than 20	262	14.5%
Over 20 years	772	42.8%
Other	73	4.1%
Source: Durnin Research analysis of Shareholder survey, June 2022, n=1804		

Those respondents who answered 'other' typically took the opportunity to provide a little more detail about when they first bought shares, with many highlighting that they first became Shareholders in 1972.

² The change in benefits for 2022 is summarised in Annex 2 at the end of this report.

Table 4 captures how many times respondents visited the Railway in a typical year.

Table 4: How many times do you visit the Railway in a typical year?		
	Number of responses	%
At least once a week	65	3.7%
More than once per month	235	13.3%
Less than once a month	541	30.5%
Once per year	305	17.2%
Less than once per year	301	17.0%
Other	327	18.4%
Source: Durnin Research analysis of Shareholder survey, June 2022, n=1774		

Those respondents who answered 'other' went into more detail about their visiting patterns.

There was a consensus across the workshops that it would be a mistake to make decisions about visitor patterns based on the demand in 2020/21.

There is a real spread of visit patterns to the SVR by Shareholders, but over half typically visit once per month or less. This does not mean that during restricted opening in 2020/21 there was not heightened demand to visit the Railway and led to some capacity issues at peak times, but neither does it mean that 2020/21 was 'normal'.

Many of the workshop participants mentioned that they missed being able to visit the Railway during lockdowns. Given the depth of enthusiasm of the Shareholding community, and the thoughtful and controlled way reopening was managed, a visit to the line was a priority for many. Some mentioned that they were aware of the need for the Railway to maximise revenue during this period and paid for their visits despite having valid travel passes.

"Responsible shareholders (like me) will only travel on days when the SVR is not busy"

Most respondents typically travel along the full line (85%).

On balance, most workshop attendees agreed that there are times when the SVR needs to maximise revenue raising capacity.

Why do people buy shares in the Railway?

Table 5 presents the main reason respondents purchased shares in the Severn Valley Railway

Table 5: What was the main reason you purchased shares in the Severn Valley Railway?		
	Number of responses	%
To support the Railway	1089	60.1%
To receive shareholder benefits	197	10.9%
To support specific appeals / projects	174	9.6%
To belong to/be associated with the Railway	105	5.8%
To invite friends/family to enjoy the Railway with me	95	5.2%
I inherited my shares	71	3.9%
To influence the management and development of the Railway	9	0.5%
Other	72	4.0%

Source: Durnin Research analysis of Shareholder survey, June 2022, n=1812

Table 5 shows that over three quarters bought shares to support the SVR, including special projects and specific appeals, and a desire to belong or be associated with the Railway.

“I for one wouldn’t have bought so many shares if it wasn’t for the benefits”.

Table 5 also shows that 11% bought shares specifically to receive benefits. The breakdown of the duration of shareholding for these 197 respondents shows that just under half have been Shareholders for more than 10 years, challenging any assumption that there is a tendency for newer Shareholders to invest to receive benefits.

- ⓓ Less than five years (20%).
- ⓓ More than five years, but less than 10 (29%).
- ⓓ More than 10 years, but less than 20 (11%).
- ⓓ Over 20 years (37%).
- ⓓ Other (3%).

“I bought them to support the Railway and also to share with my grandchildren”.

Workshops discussions concerning these findings highlighted that there are a range of motivations for becoming a Shareholder, and that benefits are really important to most shareholders.

Table 6 overleaf provides further insight about the relationship Shareholders have with the Railway.

Table 6: Aside from being a Shareholder, which of these categories best describes your relationship with the Severn Valley Railway?		
	Number of responses	%
A member	536	30.3%
A casual supporter	532	30.1%
A keen supporter	316	17.9%
A working member	173	9.8%
A regular traveller	94	5.3%
Other	117	6.6%
Source: Durnin Research analysis of Shareholder survey, June 2022, n=1768		

57% of responding Shareholders are also members, working members or describe themselves as 'keen supporters'. Those respondents who answered 'other' went into more detail about their relationship with the Railway.

Valuing benefits

77% of responding Shareholders use their Shareholder benefits. The main reasons given by those who did not use their benefits include distance from the Railway, an inability to use them during the pandemic, and the diminished value of the benefits for those with smaller Shareholdings.

Table 7 shows the importance placed on benefits by respondents.

Table 7: How important to you are the benefits you receive each year from being a Severn Valley Railway Shareholder?		
	Number of responses	%
Very important	777	44.0%
Important	605	34.3%
Neutral	267	15.1%
Not important	77	4.4%
Unimportant	40	2.3%
Source: Durnin Research analysis of Shareholder survey, June 2022, n=1766		

Over three quarters feel benefits are 'very important' or 'important', and nearly two thirds (63%) use their benefits every time they visit the SVR.

Those that don't use their benefits on each visit cited a range of reasons, including:

- ⓓ The rising cost of living (both in terms of days out and needing to buy further shares to retain benefits).
- ⓓ Distance from the Railway.
- ⓓ Reductions in benefit entitlements leading to less visits.
- ⓓ Travelling on services outside of benefits.
- ⓓ Visiting the bars and shops.
- ⓓ Visiting as a volunteer.

Based on this, it is reasonable to conclude that the key driver for most shareholders is to support the SVR, but benefits are really important.

Engaging with and valuing Shareholders

Table 8 shows the extent to which responding Shareholders feel engaged with the Railway, highlighting that well over a third are 'well engaged' with the Railway.

Table 8: How engaged do you feel with the Railway?		
	Number of responses	%
I always know what is going on!	274	15.6%
A great deal	394	22.4%
A moderate amount	738	42.0%
A little	283	16.1%
Not at all	70	4.0%

Source: Durnin Research analysis of Shareholder survey, June 2022, n=1759

"The scale of the change to benefits was a real shock – suddenly I really didn't feel valued"

Less than half (47%) currently feel valued by the Railway, and Table 9 shows the ways in which responding Shareholders might feel more valued.

Table 9: What would make you feel more valued as a Shareholder by the Railway?		
	Number of responses	%
Improved communications with Shareholders	262	15.3%
Shareholder specific events	251	14.6%
Recognition of your status as a Shareholder when you visit the Railway	300	17.5%
All of the above	442	25.7%
Other	462	26.9%

Source: Durnin Research analysis of Shareholder survey, June 2022, n=1717

Many of those that selected 'other' felt the restoration of the previous benefit levels would make them feel more valued by the Railway.

12% of responding Shareholders had not heard of the SVR Charitable Trust. Some workshop participants conveyed a vagueness or lack of knowledge about the Trust, which suggests it might be valuable to improve awareness about the work of the Trust and its relationship with the rest of the Railway.

One workshop participant suggested that the Railway could do more fundraising through the Trust rather than asking for more from Shareholders.

How might shareholders perceive changes to their benefits?

Table 10 sets out a range of potential changes to Shareholder benefits, and the reaction of responding Shareholders

Table 10: How would you perceive the following changes to Shareholder benefits			
	Positive	Neutral	Negative
Changing the approach to benefits from free to discounted travel	11.4%	18.5%	70.1%
Improving the approach to looking after and communicating with Shareholders	56.0%	41.7%	2.3%
Introducing exclusive Shareholder events	41.5%	51.6%	6.9%
Giving Shareholders priority access for events	40.5%	51.0%	8.5%
Changing the way the Railway communicates with shareholders from post to email/online	39.1%	45.2%	15.8%
Source: Durnin Research analysis of Shareholder survey, June 2022, n=1742			

- d Over 70% reacted negatively to **changing the approach to benefits from free to discounted travel**.
- d 56% reacted positively to **improving the approach to looking after and communicating with Shareholders**, and most of the rest were neutral.
- d Most were either neutral or positive about **introducing exclusive Shareholder events**, and also to **giving Shareholders priority access for events**.
- d 16% were negative about **changing how the Railway communicates with shareholders from post to email/online**, but the rest were either positive or neutral.

82% of responding Shareholders are happy to be subscribed to SVR's Shareholder email newsletter 'Branchlines', supplied their email addresses and gave permission for the SVR to subscribe them.

The workshop participants were supportive of a move towards online communication, but there was a consensus from most participants that a process was needed (*"they just can't change it overnight"*), and that there needed to be someone that Shareholders could talk to.

What other benefits would be of interest to shareholders?

Table 11 overleaf shows the interest from responding Shareholders to other benefits.

Table 11: What other benefits do you think might be of interest to Shareholders?		
	Number of responses	%
Discounts and offers from other railways and heritage groups	662	39.4%
Discounts and offers from local businesses	78	4.7%
Discounts in the Railway's retail shops	588	35.0%
Other	351	20.9%
Source: Durnin Research analysis of Shareholder survey, June 2022, n=1679		

Other suggestions included those referring to the need to restore benefits to previous levels, and reintroduce free parking. This was balanced out by a number who felt that the benefits were reasonable.

Some other suggestions included:

- d. *“Ability to buy discounted travel tickets for companions travelling on the day with the Shareholder”.*
- d. *“Some kind of children's leaflet/award to acknowledge of the role of Shareholder families as the future of SVR”.*

Conclusions and recommendations

It is unusual to find such deep engagement from a congregation as large as the Shareholding community of the SVR. The review received a wide range of comments and communications outside the survey and the workshop participants were thoughtful, detailed and often passionate.

Both the survey and the four workshops were clear on the most important challenges facing the Railway. Some are longstanding, others are relatively recent, and all are, in descending order of importance according to the survey:

- d Funding.
- d Sustainability/survival of the Railway.
- d Availability of coal.
- d Engaging interest and enthusiasm in younger generations.
- d Affordability, and the cost-of-living crisis.
- d Improving relationships with shareholders and local communities.

It is in this context that the conclusions and recommendations should be considered.

Recommendations from the Review fall into five natural groupings:

- d The Railway needs to improve its relationship with the Shareholding community.
- d The Railway should produce a 'Shareholders' Handbook'.
- d Move to photo ID and look at key event capacity.
- d Managing Shareholder benefits.
- d All need to allow the SVR to survive and thrive.

These recommendations are based on the review process, with evidence from the survey and from initial consultations being tested and challenged by the workshops. It is ultimately a matter for the Directors to accept or reject these recommendations.

The Railway needs to improve its relationship with the Shareholding community

"I used to be really proud of being a Shareholder, encouraged other people. I've not given up, but I feel really sad about the decline – I get no answers, and nobody knows any answers".

A key theme that emerged from the survey and the workshops was communication. Meaningful engagement with 17,000 supporters is a major undertaking, and this needs to be more responsive and much better managed. Much of this is a consequence of the longstanding use of paper and post when the Railway communicates with the Shareholding community.

This is expensive and easily costs more than £9,000 each time the Railway wants to send information to Shareholders. As a result, a great deal of information is packed into each mailout, which tends to be formal, and can be either difficult to digest or be easily ignored (as one workshop attendee put it "...not timely, not often, too formal, negative rather than positive").

It is important the Railway find, and Shareholders accept, a more responsive and efficient approach to communicating. 82% of respondents are happy to receive 'Branchlines' by email. A move towards

a predominantly online approach to communicating will allow for less dense and more frequent engagement.

To improve the relationship between the Railway and the Shareholding community, the following specific recommendations are made:

- ❶ A named person on the SVR staff should be given a **Shareholder Relationship Manager** role, managing communications and become the first point of contact for the Shareholding community with the Railway.
- ❷ A **'Shareholder Panel'** be created. This would be consultative and non-binding, but allow for testing of new ideas and initiatives, and gauge reaction to potential future changes to Shareholder benefits.
- ❸ The Railway should look to move towards **communications becoming online/email by default**, with postal being 'opt in' by request.
- ❹ **Communications to shareholders should become shorter and more frequent**, with digests available for those that chose not to engage online.

An improved relationship with the Shareholding community is likely to result in many becoming positive and passionate advocates for the SVR, introducing others and giving recommendations to those thinking of visiting or deepening their engagement.

The Railway should produce a 'Shareholders' Handbook'

The workshops highlighted some marked variances in awareness and knowledge about holding shares in SVR (Holdings) PLC. There was confusion around a range of issues, including:

- ❶ The status of SVR (Holdings) PLC as unlisted company.
- ❷ Voting at Annual General meetings.
- ❸ Transferability of shares.
- ❹ The duties of Directors.
- ❺ How funds raised for specific purposes are ringfenced and managed.
- ❻ That SVR (Holdings) PLC is not subject to a range of listing rules or regulations that apply to companies with securities admitted to, or traded on, an investment exchange.
- ❼ Company is not subject to the Listing Rules of the UKLA, the AIM Rules for Companies, the UK Corporate Governance Code or any other similar rules or regulations.

"We need greater clarity about our rights as Shareholders"

There needs to be greater clarity and ease of accessibility to key Shareholder information. If this is achieved, it will serve to answer many of the questions that Shareholders have and make the management and governance of the Railway much more transparent.

A **Shareholder's Handbook** should be a definitive, clear and accessible guide to terms and conditions, benefit entitlements, voting procedures and the AGM, transfer and all other matters relevant to shareholding. It should be kept up to date and annually reviewed.

Move to photo ID, and look at key event capacity

“There are currently three different passes!”

The Railway has made previous attempts to introduce Photo ID for shareholders, but these have only been partially successful, and have since been withdrawn. More generally, there are a range of different passes in circulation, including photo passes, paper passes, paper vouchers and some Edmundson tickets remain in circulation without an expiry date.

Photo ID for Shareholders must be implemented as a priority to limit the extent to which passes are shared. They will also markedly improve the data the Railway has available to inform its decision making.

It is understood that the Railway will be implementing a Customer Relationship Management (CRM) system over the summer of 2022. This will allow SVR better to understand how Shareholders, and all passengers, interact with the Railway, and to assess circumstances where it needs to focus on revenue raising capacity. This could include the reintroduction of ‘Shareholder special’ days around key events.

The Railway needs to accept that secondary spending by Shareholders can be significant and is to the benefit of both the Railway and to local businesses around it. The Railway could consider quantifying the impact of secondary spend in the future.

Managing Shareholder benefits

Managing a complex business in a crisis exacerbates fault lines, and mistakes were made in the review of benefits in 2021, and in their communication to Shareholders. This has been publicly acknowledged by both Directors, and senior staff.

Conflict between Shareholders and the PLC around benefits and other matters is not new, is very divisive and is to the detriment of the Railway.

Shareholders appoint Directors to run SVR (Holdings) PLC. The PLC employs the paid staff, and is responsible for the operation, finance, governance, planning, customer service and management of the SVR. As part of its responsibilities, the Board of Directors of the PLC have a responsibility to review benefits, and this needs to be accepted by all.

As a principle, the SVR should honour commitments made to Shareholders, but all should accept that there are circumstances when change is necessary for the good of the Railway. The SVR needs to ensure that any changes, and rationale behind changes, are tested before they are announced, and are well communicated with the Shareholder community.

All need to allow the SVR to survive and thrive

The Review has highlighted a range of views and perspectives about shareholding and Shareholder benefits, and also about wider issues concerning the operation and future strategy of the Railway, and how it responds to the challenges of recovering from the pandemic and managing the dramatic escalation in fuel costs.

The detailed nature of comments and communication received during this review, both through the survey and the workshops, and also directly via correspondence, shows the depth of passion and enthusiasm and knowledge that many Shareholders possess. This **commitment and attachment to the Severn Valley Railway needs to be respected by those managing the Railway.**

- ⓓ **Shareholders must let the SVR get on with running the Railway in its 2022 context**, taking the decisions necessary to survive and thrive.
- ⓓ **Shareholders need to accept that there will on occasions be decisions that they do not agree with.**
- ⓓ Those involved with decision making and operations at the Railway need to **support and respect Board and senior management decisions.**
- ⓓ **All need to communicate and engage with respect and courtesy.**

It is important to note that SVR staff are often anxious when dealing with Shareholder queries. Reports of terse comments and bad language, suggestions of conspiracy and impropriety, and (thankfully rarely) verbal abuse were highlighted during the Review. As a responsible organisation the Railway needs to protect both those that it employs and those that volunteer time and expertise.

The Review has received a number of accounts regarding the tone of the 2021 Annual General Meeting, and it is clear that it was a difficult meeting for many involved.

Shareholder AGMs are always likely to be lively (*“it’s a necessary matter of scrutiny which must be expected at any such meeting”*), but should the Railway choose to implement the recommendations above, particularly concerning communications, a Shareholder Handbook, and ‘survive and thrive’, then all should be better briefed and informed, and the tone of such meetings might be more collective with the Railway and the Shareholding community having a shared understanding of the issues facing the SVR and a shared vision for its future.

Annex 1: Consultees and Workshops

Table A1.1: Consultees	
Name	Role
Mike Ball	Chairman, SVR (Holdings) PLC
Karen Bromell	Visitor Services Manager, SVR (Holdings) PLC
Tony Bending	Director, SVR (Holdings) PLC
Lesley Carr	Head of Communications, SVR (Holdings) PLC
Jim Seaton	Volunteer (Train Crew Manager and Travelling Ticket Inspector (TTI))
Helen Smith	Managing Director, SVR (Holdings) PLC
David Williams	Vice Chairman of the Severn Valley Railway Co. Ltd, former Director of SVR (Holdings) PLC.
Louise Whitehouse	Head of Finance, , SVR (Holdings) PLC

Table A1.2: Workshops		
Workshops		Participants
Monday 23 rd May 2022, Kidderminster Golf Club	2pm	16
	4.30pm	10
	7pm	9
Wednesday 25 th May 2022, by Zoom		12

In addition, the Review was fortunate to benefit from a number of conversations with Shareholders who got in touch whilst the survey was live, and also from those that emailed the Review directly with specific points, and in many cases suggested solutions.

Annex 2: Summary of Shareholder benefit changes

The Table below summarises the change in Shareholder benefits from 2021. Proposed benefit changes for 2023 have been suspended at the time of writing.

Categories		Summary of benefits
Shareholding up to 2021	Shareholding 31.12.21 for benefits in 2022	
100 – 224	125 – 264	1 x Third Class “Freedom of the Line” ticket
225 – 399	265 – 474	2 x Third Class “Freedom of the Line” tickets
400 – 799	475 – 899	4 x Third Class “Freedom of the Line” tickets
800 – 1,199	900 – 1,599	8 x First Class “Freedom of the Line” tickets
1,200 – 1,799	1,600 – 2,399	A non-transferable Silver Pass giving unlimited Third Class travel on the SVR for the holder and up to three guests.
1,800 – 2,999	2,400 – 3,999	A non-transferable Silver Pass giving unlimited First Class travel (when available) on the SVR for the holder and up to three guests
3,000 – 5,999	4,000 – 6,999	A non-transferable Gold Pass giving unlimited First Class travel (when available) on the SVR for the holder and up to three guests.
6,000 – 9,999	7,000 – 10,999	A non-transferable Gold Pass giving unlimited First Class travel (when available) on the SVR for the holder and up to three guests, plus an online voucher for 2 free bottles of selected wine when purchasing a Sunday lunch for 4 guests.
10,000 – 14,999	11,000 – 16,499	A non-transferable Gold Pass giving unlimited First Class travel (when available) on the SVR for the holder and up to three guests, an online voucher for 2 free bottles of selected wine when purchasing a Sunday lunch for 4 guests, plus 10% off Charter Train Hire and Footplate Experience Days
15,000 – 29,999	16,500 – 32,499	A non-transferable Platinum Pass giving unlimited First Class travel (when available) on the SVR for the holder and up to three guests, 10% off Charter Train Hire and Footplate Experience Days, plus an online voucher for 2 free bottles of selected champagne when purchasing a Sunday lunch for 4 guests.
30,000 plus	32,500 plus	A non-transferable Platinum Pass giving unlimited First Class travel (when available) on the SVR for the holder and up to three guests, 10% off Charter Train Hire and Footplate Experience Days, plus an online voucher for 2 free bottles of selected champagne when purchasing a Sunday lunch for 4 guests. An invitation for two guests to attend the Gala Lunch with the Chairman and other VIP guests.