

Railway Paths Limited

Report and financial statements for the year ended 31 March 2021

Charity and company limited by guarantee

Charity registration numbers 1070003 & SC039256

Company registration number 3535618

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Trustees' report

The Trustees, who are also Directors of the Charity for the purposes of the Companies Act, submit their annual report and audited financial statements for the year ended 31 March 2021.

The Trustees have adopted the provisions of *Charities SORP (FRS 102)* (second edition - October 2019), the statement of recommended practice for charities preparing their accounts in accordance with the financial reporting standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019), and the Companies Act 2006 and the Charities Act 2011.

Objectives and activities

The purposes and charitable objects of the Charity are summarized as:

1. Providing routes suitable for cycling, walking, horse riding, and wheelchair use.
2. Providing recreational facilities for social welfare.
3. Preserving and restoring heritage structures.
4. Environmental education and protection.
5. Supporting Sustrans (registered charity 326550).

The main activities of the Charity centre on ex-railway assets comprising just under 800 structures located on approximately 950 hectares of land. The Charity raises funds to maintain and improve the assets and, working with partners, uses them to provide public paths and preserve heritage.

The Charity's strategy is to:

- Sublet land to partners who construct and maintain the paths, manage access, and maintain fencing and vegetation.
- Dispose of land not needed for a path or likely to be needed for future paths.
- Grant easements, wayleaves, servitudes, and sell marginal strips of land adjacent to paths without detriment to its charitable objects.
- Have core competencies in bridge & structures inspection & maintenance, estates management, land surveying & development, and project & charity management.
- Work closely with Sustrans and the Historical Railways Estate team at National Highways and the Department for Transport.

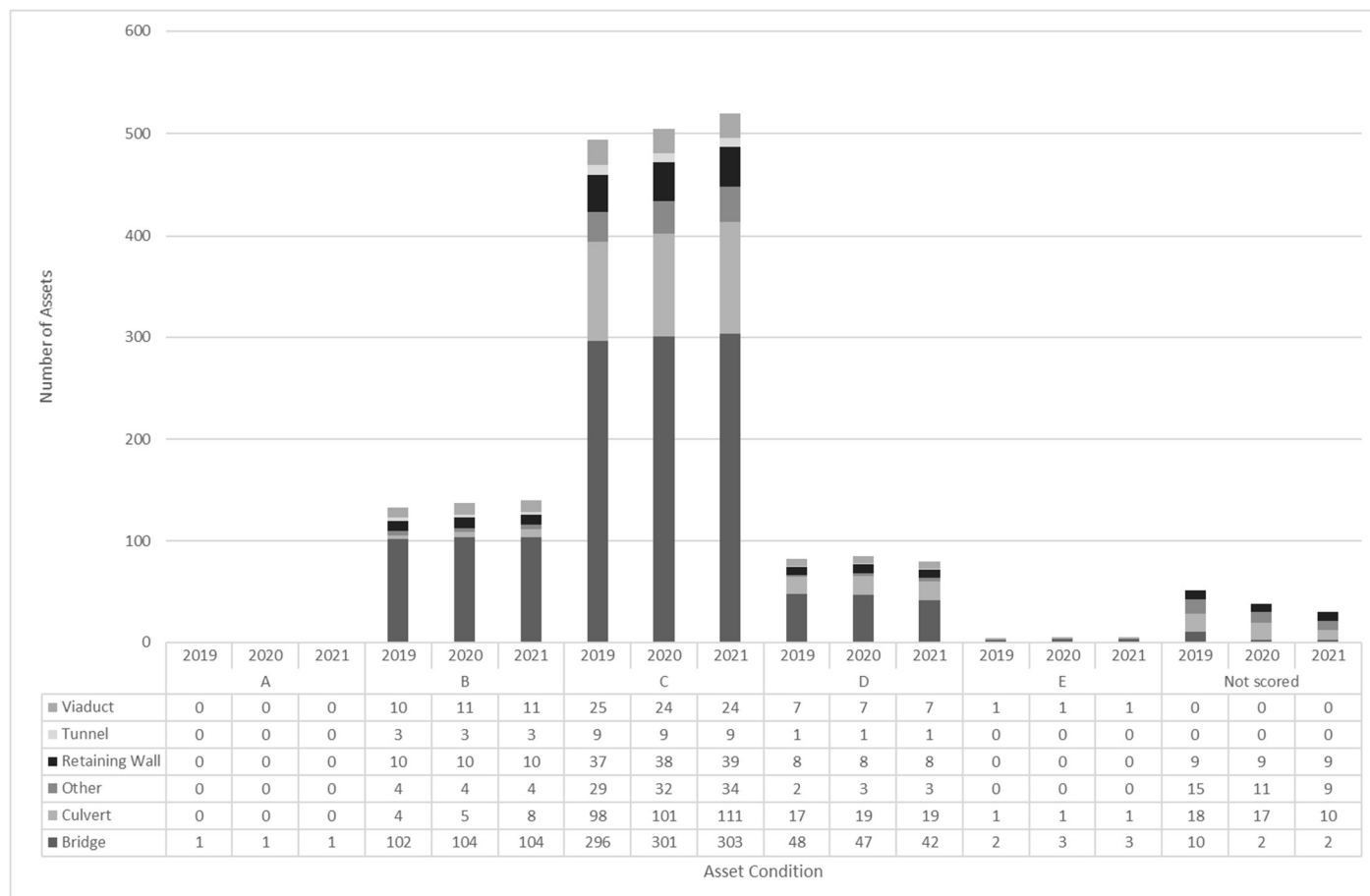
The Charity judges its success in terms of the length of land in use for paths, and the condition and safety of its structures.

According to best practice, the Trustees have conducted an exercise to ensure that public benefit criteria for charities, set out in the Charities Act 2011, are met. The Trustees have concluded that: Railway Paths Limited's purposes remain charitable; and Railway Paths Limited satisfies the public benefit test.

Achievements and performance

The Charity owns 159 parcels of land (2020: 161) approximately 950 hectares in area and 350 kilometres in length. 90 parcels of land (2020: 90) are being used for paths by Sustrans or another partner, approximately 755 hectares in area, and 280 kilometres in length.

The Charity inspected its 776 structures (2020: 772) in line with the Management of Highway Structures Code of Practice (2005). Structure condition is rated in five grades ranging from A to E. These grades, and the consequence of failure assessments, are used to help prioritise works.



A - Very Good - Full strength. In near 'as built' condition, well maintained. Examples include good paint, pointing, surfaces.

B - Good - Full strength. Superficial non-structural defects. Examples include effective paint protection, only minor cracks/spalls, mainly good joints, no movement, minor vegetation.

C - Fair - Within 90% of original strength. BE4 pass (the first standard to cover highway bridge assessment, BE4, was introduced to allow for 32 tonne vehicles). Defects affecting durability or marginally affecting strength. Safety not compromised. Examples include vegetation, open joints, paint failure, corrosion but only slight section loss, settlement.

D - Poor - Significant strength loss from original but still serviceable for current loadings. Marginal BE4 assessment. Defects significantly affecting strength and durability or marginally affecting safety. Examples include deep/extensive spalling, perishing, leakage, structural cracking, deformation, significant corrosion section losses, sub-standard parapets or safety fencing.

E - Bad - Requires a specific mitigation and management plan. Understrength for current loadings. Unstable or failed structure with significant risks. Significant safety risk if not managed appropriately. Examples include assessment failure, critical section loss, arch failure, gross settlement, no parapets.

During the financial year the Charity spent £1,070,590 (2020: £597,287) on maintenance across a large number of structures where expenditure had been prioritised. The Charity has a detailed analysis of all maintenance expenditure required, which it has prioritised for the next 2 years. £433,289 (2020: £649,362) was spent on estate management and maintenance this year.

The Charity completed the majority of the work on Levenshulme Station, spending £70,140 (2020: £333,900), and bringing the total expenditure on the refurbishment to £681,566. The Charity signed an

agreement to lease the building to Station South, a community interest company (company number 10942848).

Working with the Friends of Bennerley Viaduct (charity number 1187044) and funded by Broxtowe Borough Council, the Charles Hayward Foundation, the HB Allen Charitable Trust, The Headley Trust, Historic England, the National Lottery Heritage Fund, the Pilgrim Trust, the Railway Heritage Trust, Railway Ramblers, the Sylvia Waddilove Foundation UK, the World Monuments Fund and American Express, the Charity has been working to restore Bennerley Viaduct and open it as a high-level walkway.

During 2020-21, repairs were started and completed to the pier bases and eastern abutment, and work started and was ongoing to build an accessible ramp at the western abutment: £741,504 (2020: £134,036) was spent on these and other works and costs associated with the project.

During the year the Charity received proceeds of £121,470 (2020: £145,100) for sales of land and other assets (nil net book value). Rental income of £130,940 (2020: £121,461) was received in the year.

The Charity undertook a public consultation on its future mission, a review of its land, analysed its previous sources of funding, and commenced an exercise to map its assets alongside those of Sustrans and the Historical Railways Estate owned by the Department for Transport.

The public consultation showed that its stakeholders placed a high value on the work of the Charity and refuted the proposition that it has achieved its mission.

The land review identified: 66 parcels of unused land approximately 110 hectares in area, and 40 kilometres in length for which, because of its discontinuous nature, there was no likely future use as a route; and 5 parcels of unused land approximately 85 hectares in area, and 30 kilometres in length, which may be suitable for a route.

Analysis of funding since 1998 found the majority of income came from repeatable sources such as rents, grants, easements, and interest. Whilst the charity does dispose of land, the majority of disposals are small parcels of land on the margins of its routes, and less than £1m of historic income has been derived from the sale of entire parcels. A key aspect of prior income was the patient development of land to achieve maximum value from a disposal or easement.

The Charity has continued to make dormant railway assets available to Sustrans and others for the development of routes for walking and cycling. The Charity does not contribute financially to the construction of these routes. In the course of these developments some maintenance work on structures owned by the Charity is undertaken by others in order to make routes safe for public use.

Financial review

Income for the year was £1,241,463 (2020: £968,235), an increase of £273,228 from prior year (Note 2). Expenditure for the year was £1,503,879 (2020: £1,246,649), an increase of £257,230 (Note 3). Both the income and expenditure increases are principally related to the project restricted funds for Bennerley Viaduct (Note 11).

The present funds of the Charity are all restricted funds. This restriction arises from the agreement between the Charity and British Railways Board (Residuary) Limited (BRBR) dated 26th September 2013. The description and purpose of the restricted funds is provided in Note 11. The Charity's income is derived from the assets transferred to it by BRBR and the Charity is therefore not presently in a position to build unrestricted reserves. The Trustees nonetheless recognise their responsibility to preserve and maintain bridges, tunnels and other structures which will have a useful life of some considerable time - certainly decades, possibly centuries.

At 31 March 2021 the Charity's reserves, all of which are restricted, were £1,008,424 (2020: £1,270,840).

The Trustees' policy on the restricted reserves of the Charity is to:

- Apply the reserves to maintain the assets and the estate.

- Hold sufficient reserves (approximately £1m) to conduct an orderly wind-up of the charity.
- Add to the reserves through the granting of easements, and the sale of assets not required for charitable purposes.

The Trustees monitor carefully the movement and trend of General restricted funds. At 31 March 2021, General restricted funds were £809,515 (2020: £1,168,853) a decrease of £359,338. The trustees have implemented a programme of sales of unused assets to increase general restricted funds.

The Charity sets future budgets to meet all planned costs from agreed grants, contractual rental income, and utilising its reserves. It does not plan on the basis of receipts from disposals and easements, when these occur they are added to the reserves and utilised in future years. Costs are controlled and routine maintenance planned on a long cycle. If unexpected costs were to exceed 10% of the Charity's reserves, there is a settled practice agreement for these exceptional costs to be funded by the Department for Transport. Consequently, the Trustees have a reasonable expectation that the Charity has adequate resources to continue in operation for the foreseeable future. The accounts have therefore been prepared on the basis that the Charity is a going concern.

The impact of COVID-19 on the Charity to 31 March 2021 was negligible and it is anticipated that it will remain small in 2021-22. The Charity's income is principally from grants, rents, disposals, and easements; these have not been affected by COVID-19. The Charity's administrative and estates staff work from home, the inspection team works outdoors. The Charity remains alert to the potential for COVID-19 to adversely impact the economy and the health risk to its employees.

The Trustees regularly review the investment policy to be applied to any cash deposits held by the Charity. Cash balances are largely required for working capital and to meet short-term obligations. Owing to the volatility of equity and other markets, the Trustees have for many years adopted a 'no market risk' investment strategy to safeguard the Charity's cash assets. Over the year the Trustees sought to minimise the exposure of the Charity by holding funds with more than one bank.

The Trustees acknowledge their responsibility to identify, manage, and, in so far as is practically possible, mitigate the risks to which the Charity is exposed. Current risks are reviewed at all board meetings, and a full update of the risk register happens annually. In seeking to identify risk, the Trustees consider the operations of the charity in five broad categories: strategic, external, governance, financial, and compliance. Risk are recorded in the Charity's risk register, scored for impact & probability, and mitigated with actions & controls.

The Charity's major residual risks, after mitigations, are:

- Scour and slip of land resulting from extreme weather impacting structures and paths.
- Asset condition leading to failure, disaster or accident which results in injury to a member of the public.
- Bridge strength assessments indicating that assets do not have adequate strength which is then viewed by our insurers as voiding our public liability insurance cover.
- Failure to generate sufficient income to cover proper maintenance and keep our reserves at a level which reasonably assures our ability to meet all our commitments.

The most significant factor likely to affect the financial performance of the Charity in 2021-22 is the requirement for the Department for Transport to approve the sale of the Charity's unused assets. The process has become more protracted with the addition of further approval stages including the Rebuilding Your Railway initiative, increasing devolution of transport policy, and the Active Travel Commissioner.

Plans for future periods

When the charity was founded in 1998, it received ex-railway land from the British Rail (Residuary) Board Limited. This land was part of what was then characterized as the 'burdensome estate', the land left over from the privatization process and not needed for the operational railway. The Charity received approximately one eighth of the burdensome estate, the remaining seven eighths is now known as the Historical Railways Estate (HRE), owned by the Department for Transport (DfT) and managed by National Highways (NH).

In the last year the Charity has sought to build on its good working relationship with DfT and NH. The Charity plans to collaborate with the Department for Transport to review the utilization of dormant railway assets for active travel routes. The Charity is in discussions to swap unusable assets from its portfolio for assets from the Historical Railway Estate where there is a reasonable prospect for use.

Structure, governance and management

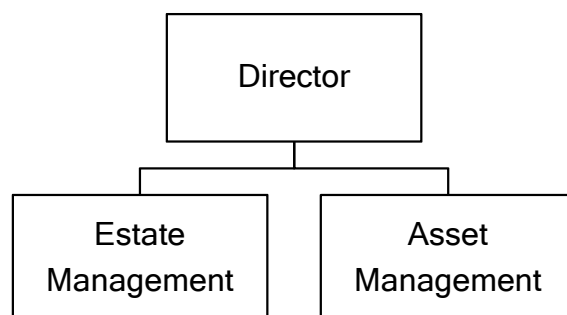
The governing document of the Charity is its Articles of Association dated 16 February 2016. The Charity is constituted as a Company Limited by Guarantee. Three organizations have rights to appoint trustees: the Secretary of State for Transport appoints one trustee, currently Richard Marshall; the Railway Heritage Trust appoints one trustee, currently Michael De Voil; Sustrans appoints two trustees, currently Michael Babbitt and Xavier Brice. Other trustees are appointed through a process of public advertisement, and selected by decision of the board of trustees to ensure a range and balance of trustee skills and experience.

The induction for prospective trustees includes: briefing using Charity Commission guidance; interviews with key people; and attending board meetings where the detailed work programmes of the Charity and discussions concerning Trustees' roles and responsibilities are covered. The Trustees receive periodic updates and guidance on their role as Trustees of the Charity.

The Trustees met as a board 4 times during the year (2020: 3). Trustees monitor and have overall responsibility for:

- approving the strategy and operating plans of the organisation, together with the allocation of the necessary resources to achieve the defined objectives;
- ensuring that the Charity has appropriate systems of controls, financial and otherwise;
- keeping proper accounting records which comply with the Companies Act 2006 and the Charities' SORP;
- safeguarding the assets of the Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities;
- providing assurance that the Charity is operating efficiently and effectively, carrying out a risk assessment to identify possible risks to the achievement of the Charity's objectives and establishing procedures, actions and systems to mitigate them.

The day to day operation of the charity is undertaken by its staff working within a schedule of delegation. At 31 March 2021 the year the Charity employed 11 staff (2020: 9), on average during the year this was the equivalent of 8.3 full time staff (2020: 8.3).



The estate management team employed three qualified chartered surveyors. The asset management team employed or sub-contracted eleven experienced bridge inspectors.

An object of the Charity is the support, promotion, and encouragement of the charitable activities of Sustrans (registered charity 326550). Accordingly, it works in close cooperation with Sustrans and chooses to adopt, from time to time, the finance, HR, and IT policies of Sustrans. This includes the pay scales and job evaluation framework relating to the remuneration of the Charity's staff.

The financial statements of Railway Paths Limited and Sustrans are not consolidated because neither organisation can exert control over the other. See Note 1n for the transactions between Railway Paths Limited and Sustrans.

Reference and administrative details

Charity name:	Railway Paths Limited, also referred to as Railway Paths.
Charity registration numbers:	1070003 (England & Wales) and SC039256 (Scotland).
Company registration number:	3535618.
Principal office:	c/o Sustrans, 58 Oxford Street, Digbeth, Birmingham, B5 5NR.
Registered office:	2 Cathedral Square, College Green, Bristol, BS1 5DD.
Trustees:	Michael Babbitt; Xavier Brice; Jonathan Chesebrough (Treasurer); Stephen Colclough; Michael De Voil; Lindsay Flood; Terry Levinthal (Deputy Chair); Richard Marshall; Jeffrey Vinter (Chair).
Company secretary	Andy Appleby
Senior/key management:	Peter Green (Estate Manager); David Pemberton (Director); Paul Thomas (Asset Manager).
Main bankers:	Lloyds Bank plc, Bristol City Centre Branch, PO Box 1000, BX1 1LT.
Other bankers:	HSBC Bank plc, 3 Temple Quay, Bristol, BS1 6DZ; and Triodos Bank, Deanery Road, Bristol, BS1 5AS.
Independent auditors:	Crowe U.K. LLP, Fourth Floor, St James House, St James' Square, Cheltenham, GL50 3PR
Solicitors (England & Wales):	Browne Jacobson LLP, Mowbray House, Castle Meadow Road, Nottingham, NG2 1BJ.
Solicitors (Scotland):	McCartney Stewart, 1B Paisley Road, Renfrew, PA4 8JH.

Trustees' responsibilities in the preparation of the financial statements

The Trustees (who are also the directors of Railway Paths Limited for the purposes of company law) are responsible for preparing the Trustees' Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in business.

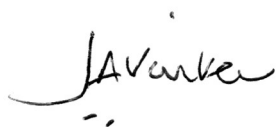
The Trustees are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006, the Charities and Trustee Investment (Scotland) Act 2005, the Charities Accounts (Scotland) Regulations 2006 (as amended) and the provisions of the charity's constitution. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

As permitted by the Articles of Association, the Trustees have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year Trustees' and Officers' liability insurance in respect of itself and its Trustees.

In so far as the Trustees are aware there is no relevant audit information of which the charitable company's auditors are unaware. The Trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption provided by the Companies Act 2006.

The report on pages 3 to 9 were approved by the Board of Directors on 13 September 2021 and were signed on its behalf by:



Jeff Vinter
Chair

Independent auditor's report to the members and trustees of Railway Paths Limited

Opinion

We have audited the financial statements of Railway Paths Limited ('the charitable company') for the year ended 31 March 2021 which comprise the Statement of Financial Activities, the Balance Sheet, the Statement of Cash Flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 March 2021 and of its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006 and the Charities and Trustee Investment (Scotland) Act 2005 and Regulations 6 and 8 of the Charities Accounts (Scotland) Regulations 2006 (amended).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustee's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise

appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit

- the information given in the trustees' report, which includes the directors' report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report included within the trustees' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the directors' report included within the trustees' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 and the Charities Accounts (Scotland) Regulations 2006 requires us to report to you if, in our opinion:

- adequate and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the Trustees' Report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditor under section 44(1)(c) of the Charities and Trustee Investment (Scotland) Act 2005 and under the Companies Act 2006 and report in accordance with the Acts and relevant regulations made or having effect thereunder.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006, the Charities Act 2011 and The Charities and Trustee Investment (Scotland) Act 2005, together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company for fraud.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

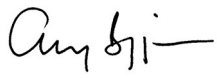
We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be within the timing of recognition of income, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Trustees about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, reviewing accounting estimates for biases, reviewing regulatory correspondence including that with the Charity Commission and Scottish Charity Regulator, designing audit procedures over the timing of income, and reading minutes of meetings of those charged with governance.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, and to the charitable company's trustees, as a body, in accordance with Regulation 10 of the Charities Accounts (Scotland) Regulations 2006. Our audit work has been

undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body and the charitable company's trustees as a body, for our audit work, for this report, or for the opinions we have formed.



Guy Biggin
Senior Statutory Auditor

For and on behalf of Crowe U.K. LLP Statutory Auditor
Fourth Floor
St James House
St James' Square
Cheltenham
GL50 3PR
17 September 2021

Statement of financial activities for the year ended 31 March 2021

(Including Income and Expenditure account)

Note ref.		Total Restricted Funds 2021 £	Total Restricted Funds 2020 £
	Income from:		
	Charitable activities	838,426	303,397
	Investments	403,037	664,838
2	Total income	1,241,463	968,235
	Expenditure on:		
	Charitable activities	1,503,879	1,246,649
3	Total expenditure	1,503,879	1,246,649
5	Net expenditure	(262,416)	(278,414)
	Reconciliation of funds:		
	Total funds brought forward	1,270,840	1,549,254
11	Total funds carried forward	1,008,424	1,270,840

All gains and losses recognised in the year are included in the Statement of Financial Activities. All income and expenditure relates to continuing operations.

There is no difference between the net (expenditure) for the years stated above and its historical cost equivalent.

The notes on pages 17 to 26 form part of these financial statements.

Balance sheet as at 31 March 2021

Note ref.		Total Restricted Funds 2021 £	Total Restricted Funds 2020 £
	Fixed Assets:		
7	Tangible assets	-	593
	Current Assets		
8	Debtors	102,314	127,261
	Investments	312,498	413,681
	Investments - cash equivalents on deposit	821,211	1,003,019
	Total current assets	1,236,023	1,543,961
9	Creditors: amounts falling due within one year	(227,599)	(273,714)
	Net current assets	1,008,424	1,270,247
	Total net assets	1,008,424	1,270,840
	The funds of the charity:		
11	Restricted funds	1,008,424	1,270,840

The notes on pages 17 to 26 are an integral part of these financial statements.

The financial statements have been prepared in accordance with the provisions applicable to the companies subject to the small companies' regime.

The financial statements on pages 14 to 26 were approved by the Board of Directors on 13 September 2021 and were signed on its behalf by:



Jonathan Chesebrough
Treasurer

Statement of cash flows for the year ended 31 March 2021

	2021 £	2020 £
Net expenditure for the reporting period (as per the statement of financial activities)	(262,416)	(278,414)
Adjustments for:		
Depreciation charges	-	1,377
Loss on disposal of fixed assets	593	430
Interest from investments	5,459	11,600
Decrease / (increase) in debtors	30,613	(53,010)
(Decrease) / increase in creditors	(51,781)	47,610
Net cash (provided by) operating activities	(277,532)	(270,407)
Cash flows from investing activities:		
Interest from investments	(5,459)	(11,600)
Decrease in investments	101,183	399,062
Net cash provided by investing activities	95,724	387,462
 Change in cash and cash equivalents in the reporting period	 (181,808)	 117,055
Cash and cash equivalents at the beginning of the reporting period	1,003,019	885,964
Cash and cash equivalents at the end of the reporting period	821,211	1,003,019
 Analysis of cash and cash equivalents	 2021 £	 2020 £
Cash at bank and in hand	549,613	731,941
Notice deposits (less than 3 months)	271,598	271,078
	821,211	1,003,019

Notes to the financial statements for the year ended 31 March 2021

1. Principal accounting policies

a) Basis of Preparation

The financial statements have been prepared under the historical cost convention in UK pounds sterling. The financial statements have been prepared in accordance with the Statement of Recommended Practice (SORP) for charities, which is based on the Financial Reporting Standard (FRS) 102 effective from 1st January 2019, the Charities Act 2011, the Companies Act 2006, the Charities Accounts (Scotland) regulations 2006 and Charities and Trustee Investment (Scotland) Act 2005. The financial statements have been prepared on a going concern basis and accounting policies have been applied consistently. The financial statements have been prepared on the basis that Railway Paths Limited is a public benefit entity under FRS102.

b) Going Concern

After making enquiries, the Trustees have a reasonable expectation that the charity has adequate resources to continue in operational existence for the foreseeable future. The charity therefore continues to adopt the going concern basis in preparing its financial statements. The Trustees are not aware of any material uncertainties that cast doubt on the going concern assumption.

c) Fund Accounting

The funds of the Charity are all restricted funds - they can only be used for specific purposes and this is not at the Trustees' discretion.

The Charity was established in 1998 to take ownership of disused railway lines from BRB (Residuary) Ltd, formerly Rail Property Ltd. This responsibility was accompanied by a "capital bond" with the intention that the property, which includes many structures, bridges, etc. be maintained to an appropriate standard.

These transfers were all concluded at a nominal value recognising the longer term financial liabilities which became the responsibility of the Charity on acquisition. The Trustees have decided not to re-value land holdings because of the complexity and the resulting on-going costs which would be incurred.

The Charity has and will continue to make these disused railway lines and structures available to Sustrans Limited and others for the development of walking and cycling routes.

Notes to the financial statements for the year ended 31 March 2021

d) Incoming Resources

Income is recognised in the statement of financial activities (SoFA) when a transaction or other event results in an increase in the charity's assets or a reduction in its liabilities. Income is only recognised when all of the following criteria are met:

- Entitlement - control over access to the economic benefit has passed to the charity.
- Probable - it is more likely than not that the economic benefits associated with the transaction or gift will flow to the charity.
- Measurement - the monetary value or amount of the income can be measured reliably and the costs incurred for the transaction and the costs to complete the transaction can be measured reliably.

Grants receivable - Grants from government bodies and other sources are received for specific projects and are recognised in accordance with their individual terms and conditions. Income is recognised when the charity has entitlement to the funds which is when any performance conditions attached are met, it is probable that the income will be received and the amount can be reliably measured. Grant income will be deferred if received in advance of meeting performance conditions or if the funder specifically states that the income must be spent in a future accounting period.

Rental and advertising income is recognised in line with the period to which it relates.

e) Resources Expended

All expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all costs related to the category. Support costs are allocated on the basis of Full Time Equivalent (FTE) staff numbers.

f) Financial instruments

The charity only has financial assets and financial liabilities that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

g) Tangible assets

Tangible fixed assets costing more than £2,000 are capitalised and included at cost. Freehold land and buildings were acquired at no cost. Depreciation is calculated to write off the cost of tangible fixed assets over their expected useful lives on a straight-line basis. The rate of depreciation for IT equipment is 25% per annum.

Notes to the financial statements for the year ended 31 March 2021

h) Key sources of estimation uncertainty

The company makes estimates and assumptions concerning the future. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are:

Useful economic lives of tangible assets - The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets.

Provision for bad debts - Full provision is made where management consider the recoverability of trade debts to be low.

i) Maintenance

The Charity has a maintenance obligation over a number of disused railways where it owns the land and structures upon it. A planned maintenance policy is adopted with routine maintenance expenditure being funded from restricted funds. Significant short-term maintenance liabilities are provided for as and when they are identified.

j) Taxation

The Company is a non-profit making organisation and a registered charity with the Charity Commission. It is generally exempt from Corporation Tax and there is no tax charge for the year.

k) Pension costs

The Charity makes contributions to a defined contribution pension scheme on behalf of certain staff members. The cost of these contributions is charged to the SOFA as incurred. This scheme is available to all staff.

l) Current Asset Investments

Funds are invested for terms greater than three months and not exceeding 12 months as UK sterling bank deposits.

m) Address and country of incorporation

Legal and administrative information is shown on page 8 of this document.

Notes to the financial statements for the year ended 31 March 2021

n) Related Party Transactions

As explained in the Report of the Trustees, Railway Paths Limited collaborates with Sustrans (Charity No 326550). In the interests of efficiency and cost minimisation, Sustrans is contracted by Railway Paths to provide services to Railway Paths and vice versa. Charges are based upon the calculated marginal cost incurred in the provision of these services. Although the two organisations are not legally connected entities we have disclosed the transactions between the two organisations below in the interests of transparency.

During the year costs were incurred and recharged between the two charities as follows:

	2021 £	2020 £
<u>Income</u>		
Services provided to Sustrans	75,076	37,572
Bought-in expense recharged at cost	4,630	2,678
Total	79,706	40,250
Outstanding as trade debtor at 31 Mar	24,127	40,250
<u>Expenditure</u>		
Services purchased from Sustrans	28,408	17,632
Bought-in expense repaid at cost	68,531	79,473
Total	96,939	97,105
Outstanding as trade creditor at 31 Mar	25,373	30,293

Two Trustees of Railway Paths Ltd were also employees of Sustrans and so remunerated by Sustrans in line with Sustrans' pay policy. These are included in the financial statements of Sustrans as part of their personnel remuneration total.

As explained in the Report of the Trustees, the Railway Heritage Trust has exercised its right to appoint one Trustee. During the year a total of £280,000 (2020: £100,000) was received from Railway Heritage Trust.

There were no related party transactions during the year ended 31 March 2021.

Notes to the financial statements for the year ended 31 March 2021

2. Income

	Restricted Funds 2021 £	Restricted Funds 2020 £
Income		
Income from charitable activities		
Grants for the preservation of structures, buildings, and land	838,426	303,397
Income from investments		
Realised gains on disposal of land and other assets	121,470	145,100
Rental income	130,940	121,461
Advertising income	2,175	12,551
Interest received	5,459	11,600
Income from Easements	19,250	300,000
Recovery of legal costs	29,037	33,876
Recharge to Sustrans	94,706	40,250
	403,037	664,838
Total income	1,241,463	968,235

3. Analysis of expenditure on charitable activities

	Activities undertaken directly £	Staff costs £	Support costs £	Total 2021 £	Total 2020 £
Bridge maintenance and management	917,045	128,002	25,543	1,070,590	597,287
Estate maintenance and management	202,685	193,795	36,809	433,289	649,362
	1,119,730	321,797	62,352	1,503,879	1,246,649
Total 2020	894,758	291,185	60,706	1,246,649	

Notes to the financial statements for the year ended 31 March 2021

4. Support costs

	Bridge maintenance and management £	Estate maintenance and management £	Total 2021 £	Total 2020 £
Insurance	17,331	24,976	42,307	35,181
Governance	247	355	602	12,416
Audit	1,004	1,446	2,450	1,800
Finance, HR & IT	6,961	10,032	16,993	11,309
	25,543	36,809	62,352	60,706
Total 2020	20,479	40,227	60,706	

5. Net expenditure

	2021 £	2020 £
This is stated after charging:		
Governance costs (the Trustees of the Charity are not paid):		
Travel and associated expenses incurred by 9 (2020: 11) Trustees for attendance at meetings	602	6,151
Fees payable for statutory audit	2,450	1,800
Provision of trustee liability insurance	1,000	1,000
Depreciation of tangible fixed assets	-	1,377

Notes to the financial statements for the year ended 31 March 2021

6. Employee information

Average full time equivalent (FTE) number of employees	2021 number	2020 number
Charitable Activities		
Bridge maintenance and management	3.4	2.8
Estate maintenance and management	4.9	5.5
	<u>8.3</u>	<u>8.3</u>

At 31 March 2021 the year the Charity employed 11 staff (2020: 9).

Staff costs (for the above persons):	2021 £	2020 £
Wages and Salaries	274,803	251,987
Social Security costs	25,523	23,467
Employer's pension contributions	21,471	15,731
	<u>321,797</u>	<u>291,185</u>

All roles are scored according to the Hay Job Evaluation system and graded accordingly. No employee earns more than £60,000 per annum.

The aggregate amount paid to the senior/key management personnel was £127,331 (2020: £113,232).

Outstanding pension contributions at the year-end were nil (2020:nil)

Under the Articles of Association, members of the Board are not permitted to receive remuneration from the Charity.

Notes to the financial statements for the year ended 31 March 2021

7. Tangible Assets

	IT Equipment £
Cost	
At 1 April 2020	7,680
Additions	-
Disposals	(7,680)
At 31 March 2021	<u>-</u>
Accumulated depreciation	
At 1 April 2020	7,087
Charge for year	-
Disposals	(7,087)
At 31 March 2021	<u>-</u>
Net book amount	
At 31 March 2021	<u>-</u>
At 31 March 2020	<u>593</u>

8. Debtors

	2021 £	2020 £
Trade debtors	73,018	79,950
Accrued income	-	676
Taxation	5,804	25,180
Sundry debtors and prepayments	<u>23,492</u>	<u>21,455</u>
	<u>102,314</u>	<u>127,261</u>

Notes to the financial statements for the year ended 31 March 2021

9. Creditors: amounts falling due within one year

	2021 £	2020 £
Trade creditors	94,310	106,622
Accruals and other creditors	89,223	134,499
Deferred income - rental income invoiced in advance	37,355	27,345
Taxation and social security	6,711	5,249
	227,599	273,714

	2021 £	2020 £
Deferred income brought forward	27,345	28,200
Income deferred in the year	37,355	27,345
Amounts released from previous reporting periods	(27,345)	(28,200)
Deferred income carried forward	37,355	27,345

10. Financial Instruments

	2021 £	2020 £
<u>Financial Assets</u>		
Cash	821,211	1,003,019
Trade debtors (settlement amount after trade discount)	73,018	79,950
Bank deposits / investments	312,498	413,681
<u>Financial Liabilities</u>		
Trade creditors (settlement amount after trade discount)	(94,310)	(106,622)
Accruals and other creditors	(89,223)	(134,499)

Notes to the financial statements for the year ended 31 March 2021

11. Restricted funds

	Balance 1 April 2020	Income	Expenditure	Balance 31 March 2021
	£	£	£	£
General restricted funds	1,168,853	403,037	(762,375)	809,515
Project restricted funds	101,987	838,426	(741,504)	198,909
	<u>1,270,840</u>	<u>1,241,463</u>	<u>(1,503,879)</u>	<u>1,008,424</u>

	Balance 1 April 2019 (restated)	Income (restated)	Expenditure (restated)	Balance 31 March 2020 (restated)
	£	£	£	£
General restricted funds	1,521,119	760,347	(1,112,613)	1,168,853
Project restricted funds	28,135	207,888	(134,036)	101,987
	<u>1,549,254</u>	<u>968,235</u>	<u>(1,246,649)</u>	<u>1,270,840</u>

General restricted funds comprise the capital bond and subsequent income and expenditure related to the assets transferred to the charity in 1998 by BRB (Residuary) Ltd, formerly Rail Property Ltd, and subsequently the Department for Transport, in various tranches and phases.

Project restricted funds are the income and expenditure where the funder has restricted the grant or donation to a distinct project or activity.

The charity has no unrestricted income, expenditure, or reserves.

12. Limitation by guarantee

The Company is limited by guarantee and does not have any share capital. The liability for members in the event of winding up is limited to an amount not exceeding £1 per member.