

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2021

FOR

JOSEPH WILLIAMSON SOCIETY

(A company limited by guarantee)

**CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2021**

	Page
Legal and Administrative Information	1
Trustees' Report	2
Statement of Financial Activities	3
Balance Sheet	4
Notes forming part of the Financial Statements	5
Independent Examiner's Report	8
Detailed Income and Expenditure Account	9

LEGAL AND ADMINISTRATIVE INFORMATION
FOR THE YEAR ENDED 31 JANUARY 2021

TRUSTEES:

A C Walker
L M Cruickshank
B I Jones

SECRETARY:

A C Walker

REGISTERED OFFICE:

Williamson Tunnels Heritage Centre
The Old Stableyard
Smithdown Lane
Liverpool
Merseyside
L7 3EE

COMPANY NUMBER:

03231164 (England and Wales)

CHARITY NUMBER:

1062091 (England and Wales)

INDEPENDENT EXAMINER:

David S Glover FCA
John Kerr - Chartered Accountants
375 Eaton Road
West Derby
Liverpool
Merseyside
L12 2AH

JOSEPH WILLIAMSON SOCIETY**TRUSTEES' REPORT
FOR THE YEAR ENDED 31 JANUARY 2021**

The trustees, who are the directors for the purpose of company law, present their annual trustees' report with the financial statements of the charitable company for the year ended 31 January 2021 which are also prepared to meet the requirements for a directors' report and accounts for Companies Act purposes. The legal and administrative information set out on page 1 forms part of this report.

The financial statements comply with the Charities Act 2011, the Companies Act 2006, the Memorandum and Articles of Association and the Charities: Statement of Recommended Practice (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102)) issued in October 2019.

OUR PURPOSES AND ACTIVITIES

The purposes of the charity are to advance the education of the public in the life and philanthropic achievements of Joseph Williamson together with the operation and management of a heritage centre dedicated to this task. In addition, the charity is involved with the restoration and preservation of the tunnels, structures and buildings created by Joseph Williamson.

In shaping our objectives for the year and planning our activities, the trustees have considered the Charity Commission's guidance on public benefit, including the guidance 'public benefit: running a charity (PB2)'. The society relies on the income from fees and charges to cover its operating costs. Affordability and access to our facilities is important to us and is reflected in our pricing policy.

ACHIEVEMENTS, PERFORMANCE AND PLANS FOR THE FUTURE

The Government Coronavirus control measures put in place from March 2020, and which were still in place at year end, meant that for a significant proportion of the year the heritage centre was not able to open. The results for the year and financial position of the charity are as shown in the annexed financial statements. During the year the charity continued to develop the operation of the heritage centre. The trustees continue to seek further funding to enable them to improve and expand the facilities offered and to enable them to continue to open up further tunnels and structures for public access.

The trustees take this opportunity of recognising the contributions of time and effort made by the many friends, volunteers and supporters without whom the achievements to date would not have happened.

RESERVES POLICY AND GOING CONCERN

Reserves are needed to bridge the gap between the spending and receiving of income and to cover unplanned emergency repairs and other expenditure. The trustees consider that the ideal level of reserves would be in the region of £350,000. The charity had no reserves after allowing for the resources represented by tangible assets. This situation is largely attributable to past operating deficits and the need to finance the interest and debt repayments on the funding loans.

The trustees acknowledge the continued financial support and patience of the lenders and consider that, providing the financial support continues, the charity should be able to continue operations for the foreseeable future. The trustees continue to consider ways in which additional unrestricted funds can be raised.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Joseph Williamson Society is a company limited by guarantee, incorporated on 30 July 1996 and registered as a charity on 25 April 1997. Members of the charitable company guarantee to contribute an amount not exceeding £10 in the event of the charity winding up.

The company is governed by the policies made from time to time by the trustees together with the terms of its Memorandum and Articles of Association which set out the objects and powers of the company. The procedures for the appointment, retirement and removal of trustees are set out in the Articles. Trustees are encouraged to attend appropriate external training events where these will facilitate the undertaking of their role.

The day-to-day operational aspects of the charity have been delegated to the Manager Dave Bridson and his team.

RELATED PARTIES

None of the trustees receive remuneration or other financial benefit from their work with the charity and any contractual relationship with a related party must be disclosed to the full board of trustees. In the current year, no such related party transactions were reported.

The charity's wholly owned subsidiary, JWS Trading Limited, was established to operate the shop, refreshment, catering and performance facilities at Williamson Tunnels Heritage Centre and donates all of its profits to the charity.

JOSEPH WILLIAMSON SOCIETY**TRUSTEES' REPORT
FOR THE YEAR ENDED 31 JANUARY 2021 (CONTINUED)**

RISK MANAGEMENT & COVID-19

The trustees have a risk management strategy which comprises an annual review of the principal risks and uncertainties that the charity and its subsidiary undertaking face and, the establishment of policies, systems and procedures to mitigate those risks identified in the annual review; and the implementation of procedures designed to minimise or manage any potential impact on the charity should those risks materialise.

This work has identified that financial sustainability is the major financial risk for both the charity and its subsidiary. A key element in the management of financial risk is a regular review of available liquid funds to settle debts as they fall due and active management of trade debtors and creditor balances to ensure sufficient working capital is available to the charity and its subsidiary company.

Attention has also been focused on non-financial risks arising from fire, health and safety and food hygiene. These risks are managed by ensuring accreditations are up to date, having robust policies and procedures in place, and regular awareness training for staff and volunteers working in these operational areas.

The COVID-19 outbreak has created a major challenge with a high level of uncertainty for many charities. The companies took prompt action to protect cash flow including reducing outgoings and taking advantage of government support grants.

Whilst the impact of the COVID-19 situation cannot be accurately predicted, and it is not possible to assess all possible implications for the group, based on the assessments carried out, the company believes that it has a financial position that will enable it to navigate through the disruptions to the operation of the heritage centre.

TRUSTEES' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The charity trustees (who are also the directors of Joseph Williamson Society for the purposes of company law) are responsible for preparing a trustees' annual report and financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires that the charity trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of its income and expenditure for the year. In preparing the 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 judgements 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue on that basis.

The trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charity and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

BY ORDER OF THE BOARD OF TRUSTEES:

A C Walker – Trustee

JOSEPH WILLIAMSON SOCIETY

STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING INCOME AND EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 JANUARY 2021

	Unrestricted Funds	Restricted Funds	31.1.2021 Total Funds	31.1.2020 Total Funds
	£	£	£	£
Income:				
Operation of heritage centre - admissions and sales	5,780	-	5,780	26,601
Donations	944	-	944	3,535
Gift Aid distribution from subsidiary undertaking	1,947	-	1,947	9,397
Coronavirus Job Retention Scheme	13,811	-	13,811	-
Government grants	18,335	-	18,335	-
Big Issue grant	6,000	-	6,000	-
Total income	46,817	-	46,817	39,533
Expenditure:				
Costs of operation of heritage centre	36,183	-	36,183	41,410
Governance costs: examination, accountancy and statutory filing fees	883	-	883	883
Interest payable (note 4)	14,287	-	14,287	14,028
Total expenditure	51,353	-	51,353	56,321
Net (expenditure) / income and net movement in funds for the year (note 3)	(4,536)	-	(4,536)	(16,788)
Reconciliation of funds				
Total funds brought forward	182,580	-	182,580	199,368
Total funds carried forward	178,044	-	178,044	182,580

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure derive from continuing activities.

The notes form part of these financial statements

JOSEPH WILLIAMSON SOCIETY

BALANCE SHEET
31 JANUARY 2021

	Notes	31.1.2021 £	£	31.1.2020 £	£
FIXED ASSETS					
Tangible assets	6		498,799		503,504
Investments	7		<u>-</u>		<u>-</u>
TOTAL FIXED ASSETS			498,799		503,504
CURRENT ASSETS					
Debtors	8	2,302		2,356	
Cash at bank and in hand		<u>10,249</u>		<u>465</u>	
TOTAL CURRENT ASSETS		12,551		2,821	
LIABILITIES					
Creditors falling due within one year	9	<u>333,306</u>		<u>323,745</u>	
NET CURRENT LIABILITIES			(320,755)		(320,924)
TOTAL ASSETS LESS CURRENT LIABILITIES			178,044		182,580
Creditors falling due after more than one year	10		<u>-</u>		<u>-</u>
NET ASSETS			<u>178,044</u>		<u>182,580</u>
THE FUNDS OF THE CHARITY					
Unrestricted income funds	12		<u>178,044</u>		<u>182,580</u>
TOTAL CHARITY FUNDS			<u>178,044</u>		<u>182,580</u>

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 January 2021.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 January 2021 in accordance with Section 476 of the Companies Act 2006.

The trustees acknowledge their responsibilities for:

- ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its income and expenditure for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and constitute the annual accounts required by the Companies Act 2006 and are for circulation to members of the company.

The financial statements were approved by the Board of Trustees and authorised for issue on
signed on its behalf by:

and were

A C Walker - Trustee

The notes form part of these financial statements

JOSEPH WILLIAMSON SOCIETY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2021

1. ACCOUNTING POLICIES

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

Basis of preparation

The financial statements have been prepared in accordance with the Charities: Statement of Recommended Practice (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)) (issued in October 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006. Joseph Williamson Society meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy notes.

Preparation of the accounts on a going concern basis

In preparing the accounts, the trustees have taken account of the continued financial support and patience of the lenders and consider that, providing this financial support continues, the charity should be able to continue operations for the foreseeable future. The trustees continue to consider ways in which additional unrestricted funds can be raised.

Exemption from preparing consolidated financial statements

The financial statements contain information about Joseph Williamson Society as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken the option under Section 398 of the Companies Act 2006 not to prepare consolidated financial statements.

Income

Income is recognised when the charity has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that the income will be received and the amount can be measured reliably. The value of services provided by volunteers has not been included in these accounts.

Expenditure

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

Pensions

The charity operates a defined contribution pension scheme. Contributions payable to the charity's pension scheme are charged to the statement of financial activities in the period to which they relate.

Tangible fixed assets

Fixed assets are depreciated over their estimated useful economic lives on a straight line basis:
Long leasehold premises and tunnels - over the 125 year lease term

2. ANALYSIS OF STAFF COSTS AND STAFF NUMBERS

	31.1.2021	31.1.2020
	£	£
Salaries and wages (No employees had employee benefits in excess of £60,000)	23,120	26,760
Employers National Insurance – Social security costs	-	-
Employers contributions to defined contribution pension schemes	363	422
	<u>23,483</u>	<u>27,182</u>
The average monthly head count during the year was as follows:	31.1.2021	31.1.2020
Administration, marketing and heritage centre operation	<u>2</u>	<u>3</u>

3. NET (EXPENDITURE) /INCOME

	31.1.2021	31.1.2020
	£	£
This is stated after charging:		
Depreciation - owned assets	<u>4,705</u>	<u>4,705</u>

The charity trustees were not paid, nor did they receive any other benefits from employment with the Society or its subsidiary in the year (2020: £nil) neither were they reimbursed expenses during the year (2020: £nil). No charity trustee received payment for professional or other services supplied to the Society or its subsidiary (2020: £nil).

JOSEPH WILLIAMSON SOCIETY

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 JANUARY 2021

4. INTEREST PAYABLE

	31.1.2021 £	31.1.2020 £
Loan interest	14,287	14,028
Other interest	-	-
	<u>14,287</u>	<u>14,028</u>

5. CORPORATION TAX

The charity is exempt from tax on income and gains to the extent that these are applied to its charitable objects.

6. TANGIBLE FIXED ASSETS

	Long leasehold structures £	Totals £
COST		
At 1 February 2020	588,174	588,174
At 31 January 2021	<u>588,174</u>	<u>588,174</u>
DEPRECIATION		
At 1 February 2020	84,670	84,670
Charge for year	4,705	4,705
At 31 January 2021	<u>89,375</u>	<u>89,375</u>
NET BOOK VALUE		
At 31 January 2021	<u>498,799</u>	<u>498,799</u>
At 31 January 2020	<u>503,504</u>	<u>503,504</u>

7. FIXED ASSET INVESTMENTS

The charity holds the following investments at the balance sheet date in its wholly owned trading subsidiary which is incorporated in the United Kingdom:

JWS Trading Limited (a company limited by guarantee and wholly controlled by Joseph Williamson Society).
Registered office: Williamson Tunnels Heritage Centre, The Old Stableyard, Smithdown Lane, Liverpool L7 3EE.

Nature of business: Operation of a café and performance space with associated sales of merchandise to support the charitable activities of Joseph Williamson Society.

Gift aid donations totalling £1,947 (2020: £9,397) were recognised from JWS Trading Limited. This represented the whole of the profits for each year. The aggregate amount of its assets, liabilities and funds at 31 January 2021 and 31 January 2020 was nil. The company's turnover and expenditure for each year (including the amounts donated to Joseph Williamson Society) was £2,285 (2020: £10,533).

8. DEBTORS

	31.1.2021 £	31.1.2020 £
Trade debtors	26	91
Amounts due from subsidiary undertaking - JWS Trading Limited	848	821
Prepayments and accrued income	<u>1,428</u>	<u>1,444</u>
	<u>2,302</u>	<u>2,356</u>

JOSEPH WILLIAMSON SOCIETY

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 JANUARY 2021

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.1.2021 £	31.1.2020 £
Loan from Big Issue Invest	-	3,391
Loan from Liverpool City Council	331,411	317,140
Trade creditors	76	1,527
Other creditors	82	87
Social security and other taxes	854	592
Accruals and deferred income	883	1,008
	<u>333,306</u>	<u>323,745</u>

10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	31.1.2021 £	31.1.2020 £
Loan from Big Issue Invest	-	-
Loan from Liverpool City Council (including accrued interest) Repayable by annual instalments of £23,145	331,411	317,140
Less due within one year	<u>331,411</u>	<u>317,140</u>
	<u>-</u>	<u>-</u>

11. SECURED DEBTS

The following debts included within creditors are secured by a mortgage debenture over the long leasehold property which has a net book value of £498,799.

	31.1.2021 £	31.1.2020 £
Loan from Big Issue Invest	-	3,391

12. ANALYSIS OF CHARITABLE FUNDS

	General unrestricted fund £
At 1 February 2020	182,580
Incoming resources	46,817
Outgoing resources	(51,353)
At 31 January 2021 – represented by net assets	<u>178,044</u>

13. FRC ETHICAL STANDARD - PROVISIONS AVAILABLE FOR SMALL ENTITIES

In common with many other charities of our size and nature we use our Independent Examiner to assist with the preparation of the financial statements.

14. LEGAL STATUS OF THE SOCIETY

The Society is a private company, limited by guarantee, registered in England & Wales and has no share capital. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £10 per member of the charitable company. The company's registered number and registered office address can be found on page 1.

**INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF
JOSEPH WILLIAMSON SOCIETY**

I report to the charity trustees on my examination of the accounts of the charitable company for the year ended 31 January 2021 which are set out on pages 3 to 7.

This report is made to the charity's trustees, as a body, in accordance with the terms of the engagement. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the charitable company and the trustees, as a body, for my work or for this report.

Responsibilities and basis of report

As the charity's trustees of the company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011 (the '2011' Act). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

Independent examiner's report

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

- accounting records were not kept in respect of the company as required by section 386 of the 2006 Act; or
- the accounts do not accord with those accounting records; or
- the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a 'true and fair view' which is not a matter considered as part of an independent examination; or
- the accounts have not been prepared in accordance with the methods and principles of the Charities: Statement of Recommended Practice (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)) (issued in October 2019).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

David S Glover FCA
John Kerr - Chartered Accountants
375 Eaton Road
West Derby
Liverpool
Merseyside
L12 2AH

JOSEPH WILLIAMSON SOCIETY

DETAILED INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 JANUARY 2021

	31.1.2021		31.1.2020
	£	£	£
Fund raising, grants, donations & admission fees		46,817	39,533
Expenditure			
Water charges	508		821
Rates	41		251
Insurances	3,963		3,860
Light and heat	1,283		1,748
Wages and salaries	23,120		26,760
Pension contributions	363		422
Telephone and internet	675		595
Post and stationery	-		82
Advertising and promotions	41		91
Repairs, security & cleaning	1,373		1,416
Statutory filing fees	13		13
Loan interest	14,287		14,028
Depreciation - long leasehold property	4,705		4,705
Accountancy fees	870		870
Card and payment processing fees	111		659
		51,353	<u>56,321</u>
Net expenditure		<u>(4,536)</u>	<u>(16,788)</u>