

**Registered No: 05726343**  
**Charity No: 1113776**

**James Square Plymouth Limited**  
**(a company limited by guarantee)**

**Report and financial statements**

**For the year ended 31 August 2020**

**James Square Plymouth Limited**  
**Report and financial statements**  
**for the year ended 31 August 2020**

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# **James Square Plymouth Limited**

## **Report of the Trustees**

### **for the year ended 31 August 2020**

The Trustees are pleased to present their report together with the audited financial statements of the charity for the year ended 31 August 2020.

#### **Reference and administrative details**

|                                   |   |
|-----------------------------------|---|
| Charity number:                   | 1113776   |
| Company number:                   | 05726343  |
| Registered &<br>Principal Office: | First Floor, 12 Arthur Street, London, EC4R 9AB                       |
| Auditors:                         | KPMG LLP, Chartered Accountants and Statutory Auditor                 |
| Bankers:                          | Barclays Bank plc, 1 Churchill Place, London, E14 5HP                 |
| Solicitors:                       | Addleshaw Goddard, Milton Gate, 60 Chiswell Street, London, EC1Y 4AG. |

The Trustees consider the Board of Trustees as comprising the key management personnel of the charity in charge of directing and controlling the charity and running and operating the charity on a day to day basis. All Trustees give of their time freely and no Trustee remuneration was paid in the year.

#### **Directors and Trustees**

The directors of the charitable Company (the Charity) are its Trustees for the purpose of charity law and throughout this report are collectively referred to as the Trustees.

The Trustees serving during the year ended 31 August 2020 are as follows:

|                          |  |
|--------------------------|--|
| <b>Elected Trustees:</b> | Martin Blakey<br>Clive Crawford<br>Sarah Jones (resigned 22 January 2020)<br>Martinus Maria Berkien<br>Amanda Johnson (appointed 22 January 2020)<br>Julian True (appointed 22 January 2020) |
| <b>Secretary:</b>        | UPP Secretarial Services Limited   |

#### **Management Services Contract**

The Trustees have delegated the day to day administration of the charity (via a Management Services Contract) to UPP Residential Services Limited. UPP Residential Services Limited is responsible for company secretarial services, revenue and cost management and all aspects of the financial administration of James Square Plymouth Limited. The operation of this contract is monitored by the Trustees on a regular basis.

#### **Governing document**

James Square Plymouth Limited is a company limited by guarantee, incorporated on 1 March 2006 and registered as a charity with the Charity Commission on 18 April 2006.

The company was established under a Memorandum of Association which established the objects and powers and is governed under its Articles of Association. In the event of the company being wound up, members are required to contribute an amount up to £1 towards the costs of dissolution and the liabilities incurred by the Charity whilst he or she were a member.

# **James Square Plymouth Limited**

## **Report of the Trustees (continued) for the year ended 31 August 2020**

### **Appointment of Trustees**

The Directors of the Company are also Charity Trustees for the purposes of charity law and under the Company's Articles are known as members. Under the requirements of the Memorandum and Articles of Association the Trustees after appointment or re-appointment must sign a declaration of willingness to act as a Charity Trustee of the Charity before he or she may vote at any meeting of the Trustees and by way of an ordinary resolution.

New trustees are appointed by the existing trustees and serve for five years after which they may put themselves forward for re-appointment.

The trustees seek to follow the good practice 'Charity Trustees Guide' issued by The Chartered Governance Institute (ICSA).

### **Risk management**

The Board of Trustees has conducted a review of the major risks to which the charity is exposed. Where appropriate, systems and procedures have been established to mitigate the risks the Charity faces.

The Charity uses a financial instrument in the form of a long term loan. The main purpose of this financial instrument is for the finance of the charity's operations. This financial instrument is of sterling denomination. The Charity does not trade in financial instruments or derivatives.

The existence of this financial instrument exposes the Charity to a number of financial risks, which are described in more detail below. The Trustees review and agree policies for managing each of these risks and they are summarised below.

### **Governance risk**

The Board of Trustees seek to mitigate any governance risk by ensuring regular meetings and briefings on governance issues to ensure the Trustees have the relevant skills and that the appropriate organisational structure is in place.

### **Operational risks**

The Charity seeks to manage operational risks through the use of the Management Services Agreement with UPP Residential Services Limited to ensure that suitably qualified persons are in place to manage the payment of rents from the University and servicing of debt to the senior lender. The operation of this contract is monitored by the Trustees on a regular basis.

The University is entitled to bring the term of the headlease to an end after the fifth year of the term by paying the early termination sum.

### **Compliance with law and regulation**

Advice is taken where necessary from the legal profession to ensure that the Charity is compliant under charity law and that the Trustees are fully briefed and up to date with any law and regulation changes.

### **Interest rate risk**

The Charity finances its operations through bank borrowings. There is no exposure to interest rate fluctuations as the Charity has taken out a fixed rate loan at the rate of 5.172%.

# **James Square Plymouth Limited**

## **Report of the Trustees (continued) for the year ended 31 August 2019**

### **Liquidity risk**

The Charity seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and debt servicing. The maturity of borrowings is set out in note 14 to the financial statements. The bank borrowings are also managed by the use of non-recourse debt whereby the payments of principal and interest to the bank are non-recourse to the assets of the Charity other than the extent of the receivables.

### **Reserves policy**

A key element in the management of financial risk is the setting of the reserves policy. The Trustees seek to mitigate this through regular review of the policy.

The reserves are not required to meet the working capital requirements of the Charity as the rental monies received in provision of an academic facility to the University of Plymouth will adequately cover the financing and operational costs of the Charity. Any surplus funds are then available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity.

The reserves at the end of the year were £37,000 (2019 - £45,000).

### **Organisational structure**

The Board of Trustees administers the Charity. The Board meets regularly to discuss financial and operational issues. At present the Board has five members from a variety of professional backgrounds relevant to the work of the Charity.

A Chairman is appointed by the Trustees to preside over each meeting. If the Chairman is unable or unwilling to do so another Trustee is chosen. The Trustees have delegated the day to day administration of the Charity via the Management Services Contract detailed on page 1.

The Trustees remain responsible for ensuring compliance with the requirements of the Companies and Charities Acts as to keeping financial records.

### **Related parties**

The Charity has a close relationship with the University of Plymouth, a Higher Education Corporation which shares the Charity's commitment for providing the facilities required to support and aid learning and research. Both organisations actively strive to maximise educational opportunities for all able to benefit and are committed to developing an effective community working in partnership with others.

During the year, three of the Trustees, Sarah Jones, Julian True and Amanda Johnson worked/have worked for the University of Plymouth.

Sarah Jones who was instrumental in the development of the bursary arrangements at the University of Plymouth resigned as trustee on 22 January 2020 as she was leaving the University to take up a post at another university.

The representation of a diverse background within the Trustees has proved invaluable to the Charity in relation to the management and administration of the Charity.

Decisions which the Board of Trustees formulate must be agreed on a majority basis and therefore the Trustees employed by the University of Plymouth are unable to unduly influence the actions of the Charity.

Trustees' expenses of £nil (2019: £nil) are borne by UPP Residential Services Limited under the Management Services Agreement.

# **James Square Plymouth Limited**

## **Report of the Trustees (continued) for the year ended 31 August 2020**

### **Financial and performance review**

Investment income of £1,508,000 (2019: £1,470,000) was received from the University for the year ended 31 August 2020. This was in line with budget and the Trustees expectations.

This rental income is apportioned in the Statement of Financial Activities between rental receipts to cover the governance costs of the Charity and investment income.

This apportionment reflects the fact that the Charity generates resources through its financing activity rather than on its academic facility activity.

During the year there was a £8,000 reduction in funds (2019 – £6,000).

### **Objectives and principal activities**

The Charity's objectives are contained in the company's memorandum. The objectives, relevant to this report are to further the provision and advancement of education by:

- purchasing or otherwise acquiring, constructing, refurbishing, providing and managing facilities of higher and further education, including but not limited to research centres, laboratories, libraries, sports facilities, lecture theatres and academic facilities;
- providing associated amenities, services, advice or assistance to students of the University of Plymouth in need of education and training or other courses or events at the University of Plymouth or within Devon.

The Charity also has a number of other objectives in relation to the provision of accommodation but, over the course of the current year, the charity has concentrated solely on the objectives above.

### **How the Charity's activities deliver public benefit**

In furtherance of its objectives the Charity provides an academic building (refer note 2) occupied by a number of academic departments at the University of Plymouth. The building has been maintained and run in good condition and is both used and fully accessible to all those studying the relevant courses at the University and also for academic conferences. The building is not owned by the Charity and therefore has not been recognised on the balance sheet.

As well as providing an important educational facility for use by the students of the University of Plymouth the Charity:

- Uses the small surplus it generates to support a University of Plymouth initiative with Marine Academy Plymouth. The Charity offers scholarships to students from the Academy who progress to the University of Plymouth, to support them in their studies;
- In 2019/20 the total value of the awards was £9,000 and payments were made to 6 students. The funds were used to support the costs of living including travel, books, software and equipment associated with their courses;
- Has commissioned and completed a piece of public art for the benefit of those at the University, and others.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Charity's aims and objectives and in planning future activities.

# **James Square Plymouth Limited**

## **Report of the Trustees (continued)**

### **for the year ended 31 August 2020**

#### **Achievements during the year**

The following objectives were stated for the Charity in the prior year's accounts:

1. To continue to provide the academic building.
2. To pay the University the agreed sum to enable the awards for students.
3. To review the beneficial use of available cash balances.

Measurement of these is shown below:

1. The academic building continued to be operational for the 2019/2020 academic year.
2. Students have received their awards during 2019/20 and new entrants in 2020/21 have been selected under the scholarship scheme for the next academic year.
3. An interest rate of 0.10% was received on cash reserve balances.

#### **Objectives for the forthcoming year**

1. To continue to provide the academic building.
2. To pay the University the agreed sum to enable the awards for students.
3. To continue reviewing the beneficial use of available cash balances.

#### **Trustees responsibilities statement**

The trustees are responsible for preparing the Report of the Trustees' and the financial statements in accordance with applicable law and regulations.

Company law requires the trustees to prepare financial statements for each financial year. Under that law they have are required to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

Under company law the 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 charitable company and of the excess of expenditure over income for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- 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; and
- assess the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the charitable company or to cease operations or have no realistic alternative but to do so.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions and 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. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the charitable company and to prevent and detect fraud and other irregularities.

In so far as each of the Trustees is aware:

- there is no relevant audit information of which the charitable company's auditor is unaware; and
- the Trustees have taken all steps that they ought to have taken as Trustees in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

# **James Square Plymouth Limited**

## **Report of the Trustees (continued) for the year ended 31 August 2020**

### **Auditor**

KPMG LLP was appointed in the year as auditor of the company in accordance with section 485 of the Companies Act 2006.

### **On behalf of the Trustees:**

A handwritten signature in black ink, appearing to read 'Clive Crawford'.

**Clive Crawford  
Trustee**

21 April 2021



# **James Square Plymouth Limited**

## **Independent auditor's report to the members of James Square Plymouth Limited**

### **Opinion**

We have audited the financial statements of James Square Plymouth Limited ("the charitable company") for the year ended 31 August 2020 which comprise the Statement of Financial Activities (including Income & Expenditure Account), the Balance Sheet, the Statement of Cash Flows and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 August 2020 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the charitable company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **Going concern**

The trustees have prepared the financial statements on the going concern basis as they do not intend to liquidate the charitable company or to cease its operations, and as they have concluded that the charitable company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the trustees' conclusions, we considered the inherent risks to the charitable company's business model and analysed how those risks might affect the charitable company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the charitable company will continue in operation.

### **Other information**

The trustees are responsible for the other information, which comprises the Report of the Trustees. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge.

# **James Square Plymouth Limited**

## **Independent auditor's report to the members of James Square Plymouth Limited (continued)**

Based solely on that work:

- we have not identified material misstatements in the other information;
- in our opinion the information given in the Report of the Trustees, which constitutes the directors' report for the financial year, is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- the charitable company has not kept adequate accounting records or returns adequate for our audit have not been received from branches not visited by us; 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

We have nothing to report in these respects.

### **Trustees' responsibilities**

As explained more fully in their statement set out on page 1, 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities**

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

# James Square Plymouth Limited

## Independent auditor's report to the members of James Square Plymouth Limited (continued)

### The purpose of our audit work and to whom we owe our responsibilities

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. 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 its members as a body, for our audit work, for this report, or for the opinions we have formed.



Craig Steven-Jennings (Senior statutory auditor)

for and on behalf of

**KPMG LLP**

Chartered Accountants

Statutory Auditor

15 Canada Square

London

E14 5GL

Date: 22.04.2021

# James Square Plymouth Limited

## Statement of Financial Activities (including Income & Expenditure Account) for year ended 31 August 2020

|   |       | Unrestricted<br>funds | Total<br>Funds | Unrestricted<br>and Total<br>Funds |
|---|-------|-----------------------|----------------|------------------------------------|
|   |       | 2020                  | 2020           | 2019                               |
|   | Notes | £'000                 | £'000          | £'000                              |
| <b>Incoming resources</b>                             |       |                       |                |                                    |
| <b>Incoming resources from generated funds:</b>       |       |                       |                |                                    |
| Investment Income                                     | 9     | 1,126                 | 1,126          | 1,136                              |
| <b>Incoming resources from charitable activities:</b> |       |                       |                |                                    |
| Rental receipts                                       |       | 72                    | 72             | 74                                 |
| <b>Total incoming resources</b>                       |       | <b>1,198</b>          | <b>1,198</b>   | <b>1,210</b>                       |
| <b>Resources expended</b>                             |       |                       |                |                                    |
| <b>Cost of generating funds:</b>                      |       |                       |                |                                    |
| Interest payable and similar charges                  | 10    | (1,134)               | (1,134)        | (1,143)                            |
| <b>Cost of charitable activities:</b>                 |       |                       |                |                                    |
| Student sponsorship                                   | 11    | (9)                   | (9)            | (15)                               |
| Governance costs                                      | 12    | (63)                  | (63)           | (58)                               |
| <b>Total resources expended</b>                       |       | <b>(1,206)</b>        | <b>(1,206)</b> | <b>(1,216)</b>                     |
| <b>Net movement of funds in the year</b>              |       | <b>(8)</b>            | <b>(8)</b>     | <b>(6)</b>                         |
| Reconciliation of funds:                              |       |                       |                |                                    |
| Total funds brought forward                           |       | 45                    | 45             | 51                                 |
| <b>Total funds carried forward</b>                    | 19    | <b>37</b>             | <b>37</b>      | <b>45</b>                          |

All incoming resources and resources expended derive from continuing activities.

The accompanying notes on pages 13 to 21 form part of these financial statements.

# James Square Plymouth Limited

## Balance sheet

### as at 31 August 2020

|   |       | 2020          | *Restated     |
|---|-------|---------------|---------------|
|   | Notes | £'000         | 2019<br>£'000 |
| <b>Current assets</b>                                   |       |               |               |
| Debtors subject to non-recourse finance                 | 13    | 24,556        | 24,870        |
| Sundry debtors  | 14    | 2             | 2             |
| Cash at bank and in hand                                |       | 567           | 210           |
|   |       | <u>25,125</u> | <u>25,082</u> |
| Creditors: amounts falling due within one year          | 15    | (738)         | (324)         |
| <b>Net current assets</b>                               |       | <u>24,387</u> | <u>24,758</u> |
| Creditors: amounts falling due after more than one year | 16    | (24,350)      | (24,713)      |
| <b>Net assets</b>                                       |       | <u>37</u>     | <u>45</u>     |
| <b>Unrestricted funds</b>                               |       |               |               |
| General funds   | 19    | 37            | 45            |
| <b>Total funds</b>                                      |       | <u>37</u>     | <u>45</u>     |

These financial statements were approved by the Trustees and authorised for issue on and were signed on their behalf by:



Clive Crawford  
Trustee

21 April 2021

Registered No: 05726343  
Charity No: 1113776

Prior year restatement is disclosed in note 20.

The accompanying notes on pages 13 to 21 form part of these financial statements.

# James Square Plymouth Limited

## Statement of cash flows as at 31 August 2020

|  | 2020<br>£'000  | 2019<br>£'000  |
|--|----------------|----------------|
| <b>Cash flows from operating activities</b>                          |                |                |
| Loss for the year  | (8)            | (6)            |
| Adjustments for:   |                |                |
| Interest payable   | 1,134          | 1,142          |
| Interest receivable  | (1,126)        | (1,136)        |
| Decrease in debtors  | -              | 1              |
| (Decrease)/increase in creditors                                     | (2)            | 47             |
| <b>Net cash (outflow)/inflow generated from operating activities</b> | <b>(2)</b>     | <b>48</b>      |
| <b>Cash flows from investing activities</b>                          |                |                |
| Interest received  | 1,435          | 1,351          |
| <b>Net cash generated from investing activities</b>                  | <b>1,435</b>   | <b>1,351</b>   |
| <b>Cash flows from financing activities</b>                          |                |                |
| Interest paid  | (899)          | (1,211)        |
| Scheduled repayment of senior secured notes                          | (177)          | (191)          |
| <b>Net cash flow used in financing activities</b>                    | <b>(1,076)</b> | <b>(1,402)</b> |
| <b>Net increase/(decrease) in cash and cash equivalents</b>          | <b>357</b>     | <b>(3)</b>     |
| Cash and cash equivalents at beginning of year                       | 210            | 213            |
| <b>Cash and cash equivalents at the end of the year</b>              | <b>567</b>     | <b>210</b>     |

The accompanying notes on pages 13 to 21 form part of these financial statements.

# **James Square Plymouth Limited**

## **Notes to the financial statements**

### **for the year ended 31 August 2020**

#### **1. General information**

James Square Plymouth is a company limited by guarantee incorporated in England with company number 05726343 and charity number 1113776. The registered office is 1<sup>st</sup> Floor, 12 Arthur Street, London, EC4R 9AB.

#### **2. Principal accounting policies**

##### **(a) Basis of preparation of financial statements**

The financial statements have been prepared in accordance with Accounting and Reporting by 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) and the Companies Act 2006.

The Charity has chosen to apply transitional relief under Section 35.10 (i) Service concession arrangements – Accounting by operators and as a result its principal asset which meet the definition of service concession arrangements under Section 34 but where the contract was entered into before the date of transition will continue to be accounted for using the same accounting policies being applied at the date of transition to FRS 102.

The financial statements are presented in Sterling (£), which is the Charity's functional currency, rounded to the nearest thousand.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Charity's accounting policies (see note 3).

The Charity is a Public Benefit Entity.

The following principal accounting policies have been applied:

##### **(b) Going concern**

In preparing these financial statements, the Trustees have considered the impacts of the Covid-19 pandemic on the ability of the Charity to continue as a going concern by preparing a cash flow forecast through to 31 August 2022, modelling a severe but plausible downside scenario which demonstrates that the Charity is expected to have sufficient funds to meet its liabilities as they fall due over the period of 12 months from the date of approval of the financial statements.

A key feature of the Charity's contractual arrangements is that it has an unconditional contractual right to receive cash from the university in return for constructing or upgrading the public sector asset. The Charity must then operate and maintain the asset for the specified period of time. The Trustees anticipate that the Charity's university counterparty will meet its payment obligations as they fall due even in the severe plausible downside and, as a result, credit and revenue risks for the 2020/21 year remain low. The Trustees consider that the Charity's costs are reasonably controllable and while there are likely to be increased costs arising from changes to the operating practices to respond to Covid-19, these may be offset by cost savings elsewhere and are not sufficient to threaten the viability of the business.

# James Square Plymouth Limited

## Notes to the financial statements (continued) for the year ended 31 August 2020

### 2. Principal accounting policies (continued)

#### (b) Going concern (continued)

The Trustees believe that the fundamentals of the market for student accommodation remain supportive to the long-term success of the business and while Covid-19 and similar risks have the potential to impact upon future years, the Charity, universities, the Government and the public are likely to be better prepared for such events such that the impact is less severe than it was in 2020.

On this basis, the Trustees are confident that the Charity will have sufficient funds to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements, and therefore have prepared the financial statements on a going concern basis.

#### (c) Fund accounting

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity. There are no restricted funds.

#### (d) Resources expended

Expenditure is recognised on an accruals basis as a liability is incurred. Expenditure includes any VAT which cannot be fully recovered and is reported as part of the expenditure to which it relates whether legal or construction obligation to make a payment, probable that settlement is required and obligation can be measured.

- Cost of generating funds includes interest payable and similar charges.
- Charitable expenditure comprises those costs incurred by the Charity in the delivery of its activities and services for its beneficiaries. It includes both direct costs and support costs relating to these activities.
- Governance costs include those costs associated with meeting the constitutional and statutory requirements of the Charity e.g. the audit fees (for audit costs refer to note 6), Trustees' expenses, sundry legal fees and other costs linked to the strategic management of the charity. These costs are borne by UPP Residential Services Limited under the Management Services Agreement. Governance costs are shown as charitable expenditure.

#### (e) Finance receivable and interest receivable

The Charity has elected to take the exemption under FRS 102 paragraph 35.10 (i) to continue to apply its previous accounting treatment in respect of Service Concession Arrangements entered into prior to the date of transition to FRS 102. Therefore, the Charity continues to adopt the provisions of FRS 5 (Application Note F) in determining the appropriate treatment of the principal asset of the Charity.

During the construction phase, all attributable expenditure including net finance costs are included in the cost of the finance asset. The finance receivable assets are subsequently valued using the internal rate of return method calculated on the basis of net present value of future cash flows throughout the operational phase, which vary from year to year.

This method of amortisation has been chosen as the profile of profit recognition is principally in line with the debt costs incurred over the life of the project. The amortisation charge or credit is then credited or debited to finance receivable.



# James Square Plymouth Limited

## Notes to the financial statements (continued) for the year ended 31 August 2020

### 2. Principal accounting policies (continued)

#### (f) Income resources

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received, and the amount of income receivable can be measured reliably.

Income is recognised on a straight-line basis of the amount receivable in respect of the rental period. Amounts received in advance are included within deferred income.

Income received is apportioned in the Statement of Financial Activities between rental receipts to cover the governance costs of the Charity and investment income.

This apportionment reflects the fact that the Charity generates resources through its financing activity rather than on its academic facility activity. If the Charity generates an operating loss in the period, no adjustment is made.

#### (g) Interest bearing loans and borrowings

Senior debt is initially measured at fair value, net of transaction costs. They are then subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash flows through the expected life of the financial liability, or (where appropriate) a shorter year, to the net carrying amount on initial recognition.

#### (h) Finance costs

Financing costs, comprising interest payable on loans and the costs incurred in connection with the arrangement of borrowings are recognised in the statement of financial activities using the effective interest method. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument unless the capital instrument is subsequently carried at fair value in which case the initial issue costs are expensed in the statement of financial activities.

#### (i) Borrowing costs

Borrowing costs directly attributable to the acquisition and construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

# **James Square Plymouth Limited**

## **Notes to the financial statements (continued) for the year ended 31 August 2020**

### **2. Principal accounting policies (continued)**

#### **(j) Debtors**

Debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Impairment is determined by making an estimate of the likely recoverable value of debtors by considering factors such as the credit rating, the aging profile and the historic experience of the respective debtor in the period in which they occur.

#### **(k) Cash at bank**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### **(l) Creditors**

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

# James Square Plymouth Limited

## Notes to the financial statements (continued) for the year ended 31 August 2020

### 3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements requires management to exercise judgement in applying the Charity's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities, income and expenses. However, the nature of estimation means that actual outcomes could differ from those estimates.

Estimates and assumptions are reviewed on an on-going basis with revisions recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving the most sensitive estimates and assumptions that are significant to the financial statements are set out below:

Presentation of the finance receivable (Note 13)

Rent receivable is generated from the Charity's interests in university accommodation. These interests fall within the scope of Section 34 of FRS 102, however, due to the transitional relief adopted in relation to service concession arrangements, the Charity continues to account for all its principal assets applying the policies under the extant UK GAAP, FRS 5 (Application Note F).

Each year the Charity applies judgement in assessing the status of these interests, in accordance with the provisions of FRS 5 (Application Note F), assessing the balance of the significant risks and rewards of ownership of the asset. The appropriate balance sheet treatment of these interests is to treat the asset as a finance receivable asset where the company does not have the majority of significant risks and rewards.

Where it does, the asset is treated as a tangible fixed asset.

The directors consider the balance of risks and rewards does not lie with the Charity due to the Charity not taking the key demand risk and therefore the principal asset is treated as a finance receivable.

### 4. Investment income

All of the Charity's investment income arises from income on the finance receivable asset.

### 5. Trustees' remuneration and related party transactions

Trustees consider the Board of Trustees as comprising the key management personnel of the charity in charge of directing and controlling the charity and running and operating the charity on a day to day basis. All Trustees give of their time freely and no Trustee remuneration was paid in the year (2019 - £nil).

No Trustee, Director or other person related to the Charity had any personal interest in any contract or transaction entered into by the charity during the year.

# James Square Plymouth Limited

## Notes to the financial statements (continued) for the year ended 31 August 2020

### 6. Audit fees

The audit fees for the year ended 31 August 2020 were £14,000 (2019 - £11,000) and were borne by UPP Residential Services Limited under the Management Services Agreement.

### 7. Employee information

There were no persons employed or remunerated by the Charity at any time during the period.

### 8. Taxation

The Charity is a registered charity and no provision is considered necessary for taxation.

### 9. Investment income

|                                | 2020<br>£'000 | 2019<br>£'000 |
|--------------------------------|---------------|---------------|
| Interest on finance receivable | 1,126         | 1,136         |
|                                | <u>1,126</u>  | <u>1,136</u>  |

### 10. Interest payable and similar charges

|                    | 2020<br>£'000 | 2019<br>£'000 |
|--------------------|---------------|---------------|
| Bank loan interest | 1,134         | 1,143         |
|                    | <u>1,134</u>  | <u>1,143</u>  |

### 11. Charitable activities

|                     | 2020<br>£'000 | 2019<br>£'000 |
|---------------------|---------------|---------------|
| Student sponsorship | 9             | 15            |
|                     | <u>9</u>      | <u>15</u>     |

During the year the Charity awarded 6 Marine Academy Plymouth students a total of £9,000 (2019 - £15,000). The funds were used to support the costs of living including travel, books, software and equipment associated with their courses.

# James Square Plymouth Limited

## Notes to the financial statements (continued) for the year ended 31 August 2020

### 12. Governance costs

|                | 2020<br>£'000 | 2019<br>£'000 |
|----------------|---------------|---------------|
| Management fee | 55            | 53            |
| Bank charges   | 8             | 5             |
|                | <u>63</u>     | <u>58</u>     |

The management fee is payable to UPP Residential Services Limited to manage the payment of rents from the University and servicing of debt to the senior lender. Bank charges include the annual bank agency fee payable to the senior lender.

Trustees' expenses of £nil (2019 - £nil) are borne by UPP Residential Services Limited under the Management Services Agreement described on page 1.

### 13. Debtors subject to non-recourse finance

|                    | 2020<br>£'000 | 2019<br>£'000 |
|--------------------|---------------|---------------|
| Finance receivable | <u>24,556</u> | <u>24,870</u> |

The finance receivable asset includes net finance costs of £1,037,000 (2019 - £1,037,000).

The finance receivable balance is split between £1,541,000 (2019 - £1,508,000) falling due within one year and £23,015,000 (£23,362,000) falling due more than one year.

The terms of the finance agreement provide that the lender will seek repayment of the finance only to the extent that sufficient funds are generated by specific assets financed and will not seek recourse to the charity in any other form. The charity is not obliged to support any losses, nor does it intend to do so.

### 14. Debtors: amounts falling due within one year

|                                   | 2020<br>£'000 | 2019<br>£'000 |
|-----------------------------------|---------------|---------------|
| Sundry debtors and accrued income | <u>2</u>      | <u>2</u>      |

### 15. Creditors: amounts falling due within one year

|                              | 2020<br>£'000 | 2019<br>£'000 |
|------------------------------|---------------|---------------|
| Bank loans (note 16)         | 344           | 236           |
| Trade creditors              | -             | 4             |
| Accruals and deferred income | 394           | 84            |
|                              | <u>738</u>    | <u>324</u>    |

# James Square Plymouth Limited

## Notes to the financial statements (continued) for the year ended 31 August 2020

### 16. Creditors: amounts falling due within one year

|   | 2020<br>£'000 | 2019<br>£'000 |
|---|---------------|---------------|
| Senior debt   | <u>24,350</u> | <u>24,713</u> |
| <b>Maturity of debt</b>   |               |               |
| Repayable within one year or on demand                          | 344           | 236           |
| Repayable in more than one year but less than two years         | 336           | 285           |
| Repayable in more than two years but less than five years       | 1,356         | 1,179         |
| Repayable in more than five years                               | <u>22,658</u> | <u>23,249</u> |
|   | <u>24,694</u> | <u>24,949</u> |
| Less: included in creditors amounts falling due within one year | (344)         | (236)         |
|   | <u>24,350</u> | <u>24,713</u> |

#### Senior debt

The senior debt is repayable by 13 December 2041 with principal repayments commencing on 30 November 2008. The Charity has a fixed rate loan with an interest rate of 4.425% per annum until August 2013 and 5.172% thereafter.

### 17. Reconciliation of net debt

|  | At start<br>of year<br>£'000 | Cash-flows<br>£'000 | Impact of<br>effective<br>interest rate<br>£'000 | At end of<br>year<br>£'000 |
|--|------------------------------|---------------------|--|----------------------------|
| Loans falling due within one year          | 236                          | 108                 | -  | 344                        |
| Loans falling due after more than one year | 24,713                       | (285)               | (78)   | 24,350                     |
| <b>Total</b>                               | <u>24,949</u>                | <u>(177)</u>        | <u>(78)</u>                                      | <u>24,694</u>              |

### 18. Financial instruments

|   | 2020<br>£000  | 2019<br>£000  |
|---|---------------|---------------|
| <b>Financial assets</b>                         |               |               |
| Financial assets measured at amortised cost     | <u>25,123</u> | <u>25,080</u> |
| <b>Financial liabilities</b>                    |               |               |
| Financial liabilities measure at amortised cost | <u>24,694</u> | <u>24,949</u> |

Financial assets measured at amortised cost comprise finance receivable and cash at bank and in hand.

# James Square Plymouth Limited

Financial Liabilities measured at amortised cost comprise senior debt.

## Notes to the financial statements (continued) for the year ended 31 August 2020

### 19. Movements in fund

|                                   | Incoming<br>resources<br>£'000 | Outgoing<br>resources<br>£'000 | Total<br>resources<br>£'000 |
|-----------------------------------|--------------------------------|--------------------------------|-----------------------------|
| <b>Unrestricted funds</b>         |                                |                                |                             |
| Total funds 31 August 2019        | 13,818                         | (13,773)                       | 45                          |
| Unrestricted funds                | 1,198                          | (1,206)                        | (8)                         |
| <b>Total funds 31 August 2020</b> | <b>15,016</b>                  | <b>(14,979)</b>                | <b>37</b>                   |

### 20. Prior year adjustment

The Charity previously presented the non-current portion loan within current assets under the linked presentation method permitted by FRS 5, *Reporting the substance of transactions*.

However, this presentation is no longer applicable when the Charity transitioned to FRS 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland.

The restatement only has an impact on the balance as at 31 August 2019 as set out below:

|  | As previously<br>reported<br>£'000 | Adjustments<br>£'000 | As<br>restated<br>£'000 |
|--|------------------------------------|----------------------|-------------------------|
| <b>Current assets</b>  |                                    |                      |                         |
| Debtors subject to non-recourse<br>finance                     | 24,870                             | -                    | 24,870                  |
| Less non-recourse finance                                      | (24,713)                           | 24,713               | -                       |
|  | 157                                | 24,713               | 24,870                  |
| <br>Creditors: amounts falling due after<br>more than one year | <br>-                              | <br>24,713           | <br>24,713              |