



# Belper Leisure Centre Ltd

(a charitable company limited by guarantee)  
and subsidiary company

## Annual Report and Consolidated Financial Statements

Year ended: 31 March 2023

Registered Charity No. 1129019  
Registered Company No. 06848040

**Belper Leisure Centre Limited**  
(a charitable company limited by guarantee)  
**and subsidiary company**

**Group Annual Report and Financial Statements**

**Year ended: 31 March 2023**

**Registered Charity No. 1129019**  
**Registered Company No. 06848040**

<b>Contents</b>	<b>Pages</b>
<b>Group Annual Report</b>	<b>1 to 10</b>
<b>Consolidated Statement of Financial Activities</b>	<b>11</b>
<b>Consolidated Balance Sheet</b>	<b>12</b>
<b>Company Balance Sheet</b>	<b>13</b>
<b>Consolidated Statement of Cash Flows</b>	<b>14</b>
<b>Notes to the Accounts</b>	<b>15 to 25</b>
<b>Directors'/Trustees' Responsibilities</b>	<b>26</b>
<b>Auditors' Report</b>	<b>27 to 29</b>

**BELPER LEISURE CENTRE LIMITED**  
**(a charitable company limited by guarantee)**  
**and subsidiary company**

**Group Annual Report for the year ended 31 March 2023**

The trustees, who are also directors, are pleased to present their report and group accounts for the year ended 31 March 2023. This report combines the charity trustees' annual report and the directors' annual report as required by company law.

**Constitution**

By virtue of the Memorandum and Articles of Association dated 12 March 2009 the Charity is known as 'Belper Leisure Centre Limited'.

**Registered Charity Number:**

1129019

**Registered Company Number:**

06848040

**Registered Office and Principal Office:**

John O'Gaunts Way  
Kilbourne Road  
Belper  
Derbyshire DE56 0DA

**All Correspondence to:**

Mrs Rachael Vickers  
Chief Executive Officer  
Belper Leisure Centre  
John O'Gaunts Way  
Kilbourne Road  
Belper  
Derbyshire DE56 0DA

**Auditors:**

C J Lucking & Co  
34 Cross Street, Long Eaton, Nottingham NG10 1HD

**Bankers:**

Handelsbanken  
The Arc, 6 Mallard Way, Pride Park, Derby DE24 8GX

**Solicitors:**

Flint Bishop  
St Michael's Court, St Michael's Lane, Derby DE1 3HQ  
  
Knights – from February 2023  
Midland House, West Way, Botley, Oxford OX2 0PH

**Business Advisors**

**& Insolvency Specialists:**

PKF Smith Cooper  
Prospect House, 1 Prospect Place, Pride Park, Derby DE24 8HG

**Subsidiary:**

Belper Sports Centre Services Limited  
John O'Gaunts Way, Kilbourne Road, Belper, Derbyshire DE56 0DA  
Registered company number 03538305

**BELPER LEISURE CENTRE LIMITED**  
**(a charitable company limited by guarantee)**  
**and subsidiary company**

**Group Annual Report for the year ended 31 March 2023 (continued)**

**Members, Directors and Officers serving during the year and since the year end were as follows:**

**Members:**

The Governing Body of Belper School  
Nominated member representative:

Mr S Gregson (resigned 1st August 2023)

Derbyshire County Council  
Nominated member representative:

Councillor J Nelson (removed 31st July 2023)

Trilogy Active Ltd

(Appointed 1<sup>st</sup> August 2023)

Independent members:

Mr A Evans (resigned 1st August 2023)  
Mr B Murphy (resigned 1st August 2023)  
Miss H Burton (resigned 14th October 2022)  
Mrs S Gamblin (resigned 16th February 2023)

Nominated Chair:

Mr A Evans (resigned 1st August 2023)

**Directors and Trustees:**

Mr A Evans (resigned 1st August 2023)  
Mr B Murphy (resigned 1 August 2023)  
Miss H Burton (resigned 14th October 2022)  
Mrs M Wesson (resigned 1st August 2023)  
Mrs S Gamblin (resigned 16th February 2023)  
Mr S Adams (appointed 1st August 2023)  
Mr S Scales (appointed 1st August 2023)

Governing Body of Belper School  
Nominated Director:

Mrs M Wesson (resigned 1 August 2023)

**Officers:**

**Chief Executive Officer:**

Mrs R Vickers

**Finance Manager:**

Mr A Bosley

## **Principal Activity**

The principal activity of the charitable company and its subsidiary company is the provision of facilities for swimming and other educational, sporting and recreational activities for schools and the local community.

## **Structure, Governance and Management**

Belper Leisure Centre Limited is a company limited by guarantee, incorporated in England, and a registered charity governed by the Memorandum and Articles of Association dated 31 July 2023. The Company was formed following a Charity Commission Review Visit during September 2006. When it was confirmed that a fundamental review of the governance of the Charity was required. The Trust subsequently met with all of the requirements of the Review and commenced operations as a charitable company limited by guarantee in April 2009. The company became wholly owned by Trilogy Active Ltd on 1<sup>st</sup> August 2023 (see financial review).

This report includes the activities of the wholly owned subsidiary, Belper Sports Centre Services Limited.

## **Appointment of Directors**

Belper School and Derbyshire County Council each had the right, while they were members of the Charity, to appoint one nominee Director to the board. Other Directors can be appointed by the members at a general meeting or by the Directors. Since 1<sup>st</sup> August 2023 Trilogy Active Ltd have been the sole member of the company.

## **Director Induction and Training**

With the assistance of the Charity's legal advisers, newly appointed Directors are advised of their responsibilities and duties as Directors of a Charitable Company registered under the Companies Act 2006. Newly appointed Directors are also given a breakdown of the activities of the Charity by the Chief Executive Officer of the Company. Ongoing advice and guidance is provided by the Company's legal advisers.

## **Organisation**

The Board of Directors was made up of one nominated Director from each of the Corporate Members (refer to Appointment of Directors) and four independent Directors, who effectively administer the Charity. The Board undertook to meet approximately every twelve weeks. Since 1<sup>st</sup> August 2023 Trilogy Active Limited have become the sole member of the company and they have appointed the directors holding office at the date of this report.

The Chief Executive Officer of the Charity continues to be responsible for all day-to-day operations. In order to facilitate this responsibility, the Chief Executive Officer has delegated authority, within approved parameters, for all operational matters including finance, employment and Charity related activities.

The Chief Executive Officer's remuneration is based on a post carrying similar all-round responsibility for the overall management and development of an organisation within the private sector. Other senior posts are based on similar private/public sector positions in conjunction with added responsibilities conducive to an independent charitable company.

During the year the following organisations provided the Charity with professional assistance:

Legal services were provided by Flint Bishop Solicitors, Knights Solicitors and PKF Smith Cooper Business Advisors and Insolvency Specialists. Personnel services were provided by a Personnel Officer operating with consultancy support from Flint Bishop and Knights Solicitors.

The Charity commissioned a statutory audit during the year that was undertaken by C J Lucking & Co.

## **Related Parties**

The Charity continued to operate under a formal Service Level Agreement with Amber Valley Borough Council (AVBC) for the delivery of referral care for residents of Amber Valley (figures relating to this activity are contained within this report).

AVBC continued to provide a grant for community leisure to the Company, by way of a grant agreement.

The Company maintained a 'Contract for Services' with Derbyshire County Council (for the provision of swimming pool time for Area School Swimming Lessons) and worked towards a Service Level Agreement with Belper School for Physical Education and examination provision.

Belper Town Council (BTC) provided a grant to contribute towards leisure provision for the community, via a Service Level Agreement.

In respect of the above arrangements a summary of the financial transactions with these organisations is contained within the accounts.

A Trading Company, Belper Sports Centre Services Limited continued to provide facilities including catering and vending services, on behalf of the Charity. The licensed bar did not operate during the year. The Trading Company was granted a 'Licence to Occupy' by the Charity and any profits that arise are gift aided to the Charity. The activities of both companies have been consolidated in these accounts.

## **Organisation Structure**

The Charity is controlled by the Board of Directors. Since 1<sup>st</sup> August 2023 the Charity has come under the control of Trilogly Active Limited, a charity which also operates leisure centres.

## **Risk Management**

The Charity recognised that risks arise from operational, non-operational, financial and non-financial risks areas and undertook to mitigate such by way of a comprehensive Risk Management process.

In respect of this the Charity undertook to ensure that all risks as known and understood, in relation to the activities of the Charity, were mitigated by appropriate management systems, practices and procedures. Reviews continued to be undertaken annually or as required on an ongoing basis.

It is to be considered that the focus on risk has continued to ensure better forward planning and has determined a much greater emphasis on service standards, operational policies and procedures.

## **Objects and Activities**

The Charity's Objects continued as being:

*To provide, or assist in the provision of, facilities for education (including but not limited to satisfying the National Curriculum, examination and extra curriculum needs) of Belper School and local schools (including without limitation primary schools and secondary schools); and*

*To provide or assist in the provision of facilities in the interests of social welfare for recreation or other leisure time education of persons who have need of such facilities by reason of their youth, age, infirmity or disablement, poverty or social and economic circumstances with the object of improving their conditions of life.*

*The Charity shall ensure that both objects are pursued with equal importance.*

## **Objects and Activities (continued)**

To this end the Charity continued to:

- Provide Physical Education and Swimming facilities to Belper School and Area Primary Schools.
- Maintain a close working relationship with Belper School (shared campus).
- Offer a varied range of activities for people of all ages, regardless of background or ability.
- Work actively with Partner organisations.
- Provide a leisure discount card facility for residents and non-residents.
- Provide customers with a wide range of club and casual sports/leisure facilities and a varied social programme of events.
- Assist clubs in the provision of junior activities.
- Actively develop facilities for purposes of access and equality.
- Provide a comprehensive Junior and Senior Learn to Swim Programme.
- Provide customers with a varied social programme of leisure activities.
- Lobby customers through a Customer Comments scheme and User Surveys.
- Provide a range of sports development on behalf of AVBC.

## **Strategic Report**

In determining the Charity's strategic aims and activities the Trustees have had regard to the Charity Commission's guidance on public benefit. The Charity's facilities enabled three key areas of activity for the public benefit to be undertaken; education, community and social, however the Charity's primary purpose continued to provide for two key areas of activity which were educational and community leisure. The third area of activity, *social*, is in the main administered by the Trading Company on behalf of the Charity.

Community leisure was undertaken in two ways:

- By way of a Grant Agreement with AVBC and BTC.
- By way of both casual and structured activity programmes.

The grant from AVBC contributes towards leisure/activity availability and a proposal for core activities in line with other leisure organisations within the Borough.

An annual 'Healthy Lifestyle Report' is submitted to AVBC and BTC, which documents activities throughout the year.

## **Community Leisure – Amber Valley Borough Council (Sports Development)**

During 2022/23 the Charity continued to assist Amber Valley Borough Council (AVBC) in meeting community targets for Sports Development. The general requirements of the Sports Development programme continued to focus on the following areas, and were received well throughout the year:

- Inactive adults and children with a disability
- Inactive older people
- Inactive families identified as obese, or at risk of becoming obese
- Those previously engaged in sport but now inactive but wishing to "return" to physical activity

## **Access and Equality**

The Charity continued to operate in accordance with the accreditation received from the Quest award (October 2022) and the Royal Life Saving Society (RLSS). In addition, the Charity maintained a registration with UK Active throughout the year.

With regards to access and equality, the stroke club had a total of 720 visits. Palms Health and Fitness Suite continued to host regular visits from the Holbrook School for Autism and the Whitemoor Day Centre, (an accessible centre with specialist equipment for people with profound and multiple learning disabilities). Providing both facilities with a highly regarded exercise and social benefits programme, 60 visits were made throughout the year.

## **Access and Equality (continued)**

Additionally, 121 visits were made to Palms Health and Fitness from customers living with a registered disability and 2,931 combined junior and adult attendances to the disability football sessions on the 3G FTP.

Since the 2003 capital programme the Centre has been able to provide facilities that added a certain level of *value* plus to customers with disabilities, further works were undertaken to enable a wider access and equality to the facility. The Charity was IFI (Inclusive Fitness Initiative) accredited during 2014.

## **Achievements and Performance**

The 3G pitch and football at Belper Leisure Centre continues to be strong. The agenda of use included a structured pathway of initiatives and programmes which catered for a wide range of the community in terms of age groups, genders, and inclusivity.

Over the course of a 12-month period, 33,017 block booking and casual booking users have used the 3G facility. With 16,183 of these coming from junior bookings.

Walking Football attracted 776 visits, other adult activities 164, other junior activities 58 and the Derby County Community Trust Holiday Camps received 1,441 attendances.

The Charity provided a comprehensive range of casual dry side activities including badminton, squash, 5v5 football (excluding 3G FTP), volleyball, basketball, and table tennis for 10,877 customers.

Additionally, the Health and Fitness Suite continued to be used strongly by the community. The provision of this facility continued to ensure that specific health and fitness-based community leisure time was available for an average of 91 hours per week. The health and fitness package option continued to operate steadily throughout 2022/23, contributing significantly to the income of the Charity.

The Charity's objective relating to education provided physical education facilities for approximately 1,250 students of Belper School, which amounted to approximately 71,590 visits throughout the year from Belper School, along with 2,863 after school activity visits.

Furthermore, approximately 6,341 visits were made from area Schools swimming lessons. Pottery School which operates outside of the Area Schools programme had 1,740 visits.

The Charity's Learn to Swim programme 'Splash Academy' provided a comprehensive learn to swim programme (569 per week individual spaces) throughout the year with 448 per week spaces being taken by children learning to swim.

Additionally, a one-to-one teaching facility also accommodated 1,250 juniors, effectively providing personal training for children and adults with specific needs or those lacking the confidence to commence their formal swimming training within a larger group.

Beyond the 'Splash Academy' programme the Charity provided facilities for the successful 'Belper Marlin' and 'Ripley Rascal' Swimming Clubs, which accommodated competitive swimming training for adults and juniors throughout the year. Alternatively, those customers wishing to take part in water-based activity other than swimming alone were able to join in with the 'Viking Venture' Canoe Club or the '10:20' Triathlon Club on a weekly basis. The combined customer throughput for these clubs throughout the year was approximately 11,614.

Casual swimming sessions enabled 3,812 (under 16 yrs) 5,104 (16-59 yrs) and 1,285 over 60's to swim throughout the year. The Oasis Swimming Pass in conjunction with the Palms members swimming pass continued to offer cost reductions and 17,359 swims were enjoyed as a result of these schemes. 2,219 customers attended the popular family fun sessions and pool exercise classes attracted 804 customers.

Additionally, the Charity made facilities available to a variety of dry-side clubs including three Martial Arts clubs, enabling adult and junior customers to practice Kick Boxing, Tae Kwon Do and Tetsudo.

## **Achievements and Performance (continued)**

Other clubs utilising the Charity's indoor facilities throughout the year included badminton, dodgeball and volleyball. The combined customer throughput for these clubs throughout the year was approximately 9,494.

The Charity continued with the pre-school club Gymkids which accommodated approximately 780 children with introductory Gymnastics training.

The Charity hosted some community activities, including the indoor car boot, nearly new sales and blood donors attracting approximately 6,129 customers.

Children's pool parties continued to be in demand with 318 children attending throughout the year. The Charities Holiday Activity Club attracted 588 visits during the school holidays for children aged 5 to 11.

In addition to the basic provision of community leisure/sporting activities the Charity provided a formal structure of exercise for children by way of the 'Club Fit' activity sessions for children aged 11-15. 'Club Fit' with 4,367 visits throughout the year.

The Charity continued to work in partnership with Derbyshire County Council to deliver the Live Life Better Exercise by Referral Programme. Sessions accommodate a wide range of activities for customers living with long term health issues. 2,321 visits were made throughout the year. Palms Health and Fitness Suite hosted approximately 60,430 individual member visits contributing significantly to the objectives of the Charity. Casual visits to Palms totalled 656, and the soundwave therapy chair was booked 78 times throughout the year.

The Fitness Studios continued to host workout classes when able to do so, these totalled 8,027 visits throughout the year.

## **Financial Review**

The principal funding sources of the Company are the users of the facilities in general e.g., main hall activities, clubs, fitness suite memberships and casual use, the swimming pool and associated recreational, club and teaching activities and the external 3G FTP facility. Amber Valley Borough Council and Belper Town Council pay a grant towards community leisure provision, Belper School pays to use a range of facilities and Derbyshire County Council pays for area school swimming sessions. The combined use of these facilities supports the objectives of the charity as it assists in the education and improved health of the local community.

Prior to Covid-19, the Charity had healthy cash reserves. Unfortunately, Covid resulted in significant closures of the Centre and these closures severely impacted the reserves. Customer confidence started to grow, footfall and turnover were beginning to return to a pre-Covid position.

It was made apparent that there would be a significant increase in utility prices towards the end of 2022 into 2023/2024, which was initially expected to be an increase of c.70%. Whilst it would have been difficult, this level of increase would be absorbed within the cash flow coupled with some potential cost saving initiatives.

However, it wasn't until December 2022 that the increase in utility prices was confirmed resulting in a proposed increase of c.300%. In monetary terms, the utility costs would rise from £112k in 2021/2022 to £480k in 2023/2024.

Having incorporated these revised figures into the budgets, it was determined that there would be insufficient income in the medium term to meet these increased costs, with an estimated deficit of c.£360k for the financial year 2023/2024.

Whilst the Government announced, in their March budget, that there was a Swimming Pool Support Fund (SPSF) the first phase of this would not be available until at least August 2023 and there was no guarantee that the amount of funding would be sufficient to address the funding shortfall.

## **Financial Review (continued)**

In February 2023 Dean Nelson, Business Recovery and Advisory Partner of PKF Smith Cooper was therefore engaged to review the Leisure Centre's financial position and to advise the board of Directors on their options, together with liaising with key stakeholders.

After all other avenues were exhausted, it was decided to market the Charity for sale as a going concern to a purchaser through a merger and acquisition process. This process led to a not for profit, Charity and Social Enterprise -Trilogy Active (TA) successfully acquiring the Charity. This was undertaken by a Change of Control Agreement, on 1<sup>st</sup> August 2023 resulting in TA becoming the sole member of the Charity – Belper Leisure Centre Ltd.

With the financial support of £150k from TA (if required) and presentation of a clear credible Business Plan, financial support from AVBC was achieved for up to £150k, by way of accelerating future grant payments.

In November 2023 the Charity was successful in obtaining c.£180k grant funding from Phase I of Sport England's SPSF and an application was submitted of £250k for Phase II of the SPSF, results of this are to be confirmed.

Net expenditure for the year was £200,000 against a budgeted projection of £106,000 of net expenditure. Actual costs were higher than the budget by £84,000 and income was £10,000 less than the amount budgeted. This resulted in a net increase in deficit of £94,000. A further explanation detailing the key variances is given below.

During the year the pension deficit of £177,000 changed into a surplus of £844,000. This was the result of a new triennial actuarial valuation and the fact that expectations for future interest rates increased dramatically during the year. While future payments into the scheme will fall the surplus will only have a limited impact on the financial position of the company in the short term.

## **Key Areas of Income and Expenditure**

The group had income of £1,147,000 during the year and the cost of running the leisure centre was £1,347,000.

The following are more detailed observations on income and expenditure:

- Income from the health and fitness suite was £23,419 lower than expected as it became apparent that these facilities could close. Similarly, income from the 3G pitch was £11,232 lower than expected.
- Income from programmed use of the pool was £8,304 higher than the budget due to increased bookings by Belper Marlin Swim Club.
- Income from Belper School showed a positive variance to budget of £11,718 as the School accepted price increases to mitigate higher utility costs.
- Employee related costs showed an adverse variation to budget of £39,207. £21,000 of this was a result of the actuarial "current service cost" being higher than the expected payments for the year. Much of the remainder of the variance has arisen because not all budgeted staff cost saving were achieved.
- Buildings and plant maintenance costs showed an adverse variance to budget of £9,881 because expenditure on the car park and the pool plant was higher than expected.
- Legal services costs were £8,033 higher than the budget as a result of extra work required as a result of the prospect of insolvency following the increase in energy costs.

## **Principal Risks and Uncertainties**

2022/23 provided a variety of financial challenges details of which are in the financial review section. Whilst BLC remains an independent charitable organisation, additional support is now present as a result of the formal change of governance and TA being the sole company member.

### **Principal Risks and Uncertainties (continued)**

The Business Plan has been remodelled with a view to drive income and reduce expenditure. A project team consisting of senior operational staff from BLC and TA has been created, with a schedule of monthly meetings to ensure the key actions within the plan are achieved.

In addition to expenditure risks the charity could face unforeseen expenditure if it becomes necessary to carry out unexpected repairs to the buildings or the swimming pool. Not only could such repairs prove to be very expensive, but they could also involve closure of some of the facilities whilst the work is carried out. To manage such risks, the company reviews the ongoing maintenance of the buildings and the pool on a regular basis.

### **Belper Sports Centre Services Limited**

The trading subsidiary of the Charity continued to support the charitable objectives of the group by providing a social environment within the centre.

### **Business Review and Reserves Policy**

Reserves amount to £4.932m excluding the pension reserve. This is £206,000 less than the net book value of the land and buildings and the 3G Football Turf Pitch owned by the company. Consequently, these reserves could only be realised by selling the assets from which the company operates.

£124,000 of these reserves are restricted and can only be used for developing football activities and use of the 3G Football Turf Pitch. Unrestricted reserves are therefore £4,808m.

The directors consider the company's reserves and cash balances to be significantly lower than are required to cover any future increases in costs as a result of major repairs or external factors. As a result, senior operational staff are working with TA to drive income and reduce expenditure.

### **Future plans and objectives**

In the long term the trustees (directors) of the Charity plan to continue to develop and maintain the facilities available for the educational and community purpose for which it was established.

In the short term the Charity is endeavouring to minimise costs and maximise income, whilst managing increasing costs of operating.

No further significant facility capital additions are considered likely to be undertaken in the medium-term future. However, the Charity will look to continue to maintain the current facilities and improve customer service options to maintain/develop current income bases. The trustees do not see the Company deviating from the main charitable objectives as established in 1998.

### **Grant Making Policy**

The Charity continued to operate a Sports Development Policy, which enabled a reduction in the fees and charges of Clubs/Organisations using the facilities with a large percentage of junior users.

### **Fund Raising**

All group income is generated from the provision of sporting and similar facilities or from the bar and catering facilities operated by the trading subsidiary company. The group does not seek charitable donations from the general public or engage any third party to do so.

### **Statement as to Disclosure of Information to Auditors**

The directors of the company who held office at the date of approval of this annual report confirm that:

- So far as they are aware, there is no relevant audit information, information needed by the company's auditors in connection with preparing their report, of which the company's auditors are unaware, and
- They have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This report was approved by the Board on 22 December 2023 and signed on its behalf by:

Signed: .....

S Adams      Director

**Belper Leisure Centre Limited and subsidiary company**

**Consolidated Statement of Financial Activities for the year ended 31 March 2023  
Incorporating an Income and Expenditure Account**

		Unrestricted Funds 2023 £'000	Restricted Funds 2023 £'000	Total 2023 £'000	Unrestricted Funds 2022 £'000	Restricted Funds 2022 £'000	Total 2022 £'000
	Notes						
<b>Income and endowments from:</b>							
Charitable activities	3	1,113	-	1,113	980	-	980
Other trading activities	4	34	-	34	21	-	21
<b>Total income</b>		<b>1,147</b>	<b>-</b>	<b>1,147</b>	<b>1,001</b>	<b>-</b>	<b>1,001</b>
<b>Expenditure on:</b>							
Raising funds	5	33	-	33	22	-	22
Charitable activities	6	1,294	20	1,314	1,254	20	1,274
<b>Total expenditure</b>		<b>1,327</b>	<b>20</b>	<b>1,347</b>	<b>1,276</b>	<b>20</b>	<b>1,296</b>
<b>Net Expenditure</b>		<b>(180)</b>	<b>(20)</b>	<b>(200)</b>	<b>(275)</b>	<b>(20)</b>	<b>(295)</b>
<b>Other Recognised Gains and Losses</b>							
Actuarial gains on defined benefit pension scheme	16	1,042	-	1,042	467	-	467
<b>Net Movement in Funds</b>		<b>862</b>	<b>(20)</b>	<b>842</b>	<b>192</b>	<b>(20)</b>	<b>172</b>
<b>Reconciliation of funds:</b>							
Total funds brought forward at 1 April 2022		4,790	144	4,934	4,598	164	4,762
<b>Total funds carried forward at 31 March 2023</b>	14	<b>5,652</b>	<b>124</b>	<b>5,776</b>	<b>4,790</b>	<b>144</b>	<b>4,934</b>

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

# Belper Leisure Centre Limited and subsidiary company

## Consolidated Balance Sheet as at 31 March 2023

	Notes	2023 £'000	2022 £'000
<b>Fixed Assets</b>			
Tangible Assets	9	5,168	5,291
		<u>5,168</u>	<u>5,291</u>
<b>Current Assets</b>			
Stocks	10	4	3
Debtors	11	20	56
Cash at Bank and in Hand		140	101
		<u>164</u>	<u>160</u>
Creditors: Amounts Falling Due within One Year	12	(246)	(164)
<b>Net Current (Liabilities)</b>		<u>(82)</u>	<u>(4)</u>
<b>Total Assets Less Current Liabilities</b>		<b>5,086</b>	<b>5,287</b>
<b>Creditors: Amounts Falling Due After More Than One Year</b>	13	<b>(154)</b>	<b>(176)</b>
<b>Net Assets excluding Pension Asset/(Liability)</b>		<u><b>4,932</b></u>	<u>5,111</u>
<b>Defined Benefit Pension Scheme Asset/(Liability)</b>	16	<b>844</b>	<b>(177)</b>
<b>Net Assets including Pension Asset/(Liability)</b>		<u><u><b>5,776</b></u></u>	<u><u>4,934</u></u>
<b>Funds</b>			
Unrestricted Income Funds	14	1,016	1,077
Revaluation Reserve	14	3,792	3,890
		<u>4,808</u>	<u>4,967</u>
Unrestricted Income Funds excluding Pension Liability		<b>4,808</b>	<b>4,967</b>
Pension Reserve	14	844	(177)
Restricted Income Funds	14	124	144
		<u>5,776</u>	<u>4,934</u>
<b>Total Charity Funds</b>		<u><u><b>5,776</b></u></u>	<u><u>4,934</u></u>

Approved on 22<sup>nd</sup> December 2023 and signed on behalf of the Trustees

Signed.....  
- S Adams - Director and Trustee

Companies House Registered Number 06848040

# Belper Leisure Centre Limited

## Company Balance Sheet as at 31 March 2023

	Notes	2023 £'000	2022 £'000
<b>Fixed Assets</b>			
Tangible Assets	9	5,168	5,291
		<u>5,168</u>	<u>5,291</u>
<b>Current Assets</b>			
Stocks	10	1	-
Debtors	11	24	66
Cash at Bank and in Hand		134	92
		<u>159</u>	<u>158</u>
Creditors: Amounts Falling Due within One Year	12	<u>(241)</u>	<u>(159)</u>
<b>Net Current (Liabilities)/Assets</b>		<u>(82)</u>	<u>(1)</u>
<b>Total Assets Less Current Liabilities</b>		<b>5,086</b>	<b>5,290</b>
Creditors: Amounts Falling Due After More Than One Year	13	<u>(154)</u>	<u>(176)</u>
<b>Net Assets excluding Pension Liability</b>		<u><b>4,932</b></u>	<u><b>5,114</b></u>
<b>Provision for Liabilities and Charges</b>			
Defined Benefit Pension Scheme Asset/(Liability)	16	844	(177)
<b>Net Assets including Pension Asset/(Liability)</b>		<u><u><b>5,776</b></u></u>	<u><u><b>4,937</b></u></u>
<b>Funds</b>			
Unrestricted Income Funds	14	1,016	1,080
Revaluation Reserve	14	3,792	3,890
Unrestricted Income Funds excluding Pension Liability		<u><b>4,808</b></u>	<u>4,970</u>
Pension Reserve	14	<b>844</b>	<b>(177)</b>
Restricted Income Funds	14	<b>124</b>	<b>144</b>
Total Charity Funds		<u><u><b>5,776</b></u></u>	<u><u><b>4,937</b></u></u>

Approved on 22<sup>nd</sup> December 2023 and signed on behalf of the Trustees

Signed.....

- S Adams - Director and Trustee

Companies House Registered Number 06848040

## Belper Leisure Centre Limited and subsidiary company

### Consolidated Statement of Cash Flows for the year ended 31 March 2023

	2023 £'000	2022 £'000
<b>Cash flows from operating activities:</b>		
Net cash provided by operating activities	61	(63)
<b>Cash flows from financing activities:</b>		
Repayments of borrowing	(22)	(9)
Cash inflows from new borrowing	-	30
Net cash used in financing activities	(22)	21
Change in cash and cash equivalents in the year	39	(42)
Cash and cash equivalents at the beginning of the year	101	143
Cash and cash equivalents at the end of the year	140	101
<b>Reconciliation of net income/(expenditure) to net cash flow from operating activities</b>		
	2023 £'000	2022 £'000
Net expenditure for the year (as per the statement of financial activities)	(200)	(295)
Adjustments for:		
Depreciation charges	123	128
Increase in stocks	(1)	(1)
Decrease in debtors	36	26
Increase in creditors	82	41
Increase in pension liability excluding actuarial changes	21	38
<b>Net cash provided by operating activities</b>	<b>61</b>	<b>(63)</b>
<b>Analysis of cash and cash equivalents</b>		
	2023 £'000	2022 £'000
Cash at bank	140	101
Total cash and cash equivalents	140	101

## **Belper Leisure Centre Limited and subsidiary company**

### **Notes to the Accounts for the year ended 31 March 2023**

#### **1 Going concern**

As a result of the 300% increase in utility costs in March 2023 it appeared that the group was not a going concern at that time. As a result of the injection of funds by Amber Valley Borough Council and grant funding from the Swimming Pool Support Fund, the group has been able to continue trading. The company also received an undertaking to provide funding of £150,000 from Trilogy Active Ltd if required.

The directors have prepared cash flow forecasts for the period of at least 12 months from the date of the approval of these accounts (the going concern assessment period) which indicate that the company will continue to be able to trade if the funding support continues according to agreed terms.

Given the funding support received and promised, management believe that the company will be able to continue as a going concern for the foreseeable future and hence these accounts have been prepared on a going concern basis.

#### **2 Accounting Policies**

##### **General Principles**

The accounts have been prepared in accordance with Financial Reporting Standard 102, the Charities Statement of Recommended Practice (FRS 102) and the Companies Act 2006. The accounts are prepared under the historical cost convention as modified for the revaluation of certain fixed assets. The charity is a public benefit entity. The accounts have been prepared on a going concern basis and the basis for doing this is set out in note 1. The accounts have been prepared in sterling, which is the functional currency of the entity. Amounts have been rounded to the nearest £1,000.

##### **Consolidated Accounts**

The results of Belper Sports Centre Services Limited, a wholly owned subsidiary, have been consolidated on a line by line basis in the Statement of Financial Activities and Consolidated Balance Sheet. No income and expenditure account of the charity has been presented as permitted by the Companies Act 2006.

##### **Company Status**

Belper Leisure Centre Limited is limited by guarantee and a registered charity registered in England. Its registered office is at John O'Gaunts Way, Kilbourne Road, Belper, Derbyshire DE56 0DA. The guarantors were Derbyshire County Council and the Governing Body of Belper School at the year end. The guarantor is now Trilogy Active Ltd. The liability in respect of the guarantee, as set out in the memorandum, is limited to £1 per member of the company. The charity has availed itself of Paragraph 3 (3) of Schedule 4 of the Companies Act and adapted the Companies Act formats to reflect the special nature of the company's activities.

Belper Sports Centre Services Limited has a share capital of two shares of £1 each which are under the control of Belper Leisure Centre Limited under its memorandum and articles of association. These are recorded at their cost of £2 in the parent company's accounting records.

## **Belper Leisure Centre Limited and subsidiary company**

### **Notes to the Accounts for the year ended 31 March 2023 (continued)**

#### **2 Accounting Policies (continued)**

##### **Fixed Assets**

The freehold property shown in the balance sheet was valued at 31 March 2011 in accordance with the Statements of Asset Valuation Practice and Guidance Notes published by the Royal Institution of Chartered Surveyors. On the transition to the FRS102 accounting standard at 1 April 2014 the directors decided to treat this valuation as the “deemed cost” of the buildings for future accounting purposes, as permitted by FRS102. This deemed cost of the leisure centre building is being depreciated on a straight line basis over the estimated life of the building. Impairment reviews are carried out on an annual basis.

Plant and equipment is stated at cost less accumulated depreciation.

Capital expenditure over £10,000 is capitalised. Amounts below this are treated as revenue expenditure.

##### **Financial instruments**

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

##### **Government grants**

All government grants received relate to revenue and are recognised in income in the period in which it becomes receivable.

##### **Depreciation**

Depreciation is provided on fixed assets at rates calculated to write off their cost or valuation, less their estimated residual value, over their expected useful lives on the following bases:

Freehold land	No depreciation is charged
Freehold buildings	2% straight line
Pitch complex	10% straight line
Plant and equipment	10% - 20% straight line

##### **Stocks**

Stocks are stated at the lower of cost and net realisable value on a first-in first-out basis.

##### **Superannuation**

Staff previously employed by AVBC, who were transferred to the Trust upon its formation and then to the Company under the Transfer of Undertakings (Protection of Employment) Regulations 1981, retained their existing pension rights and service under the Derbyshire County Council (DCC) Pension Fund. The Company makes contributions in respect of the staff that are contracted out of the SERPS scheme and into the DCC funded scheme.

##### **Income Recognition**

Income receivable under user agreements is recognised when it is due. Fees and charges for the use of the leisure centre are recognised net of VAT on the earlier of the date an invoice is issued or payment is received. Membership fees received for the use of the fitness suite are recognised over the period for which the membership relates.

## Belper Leisure Centre Limited and subsidiary company

### Notes to the Accounts for the year ended 31 March 2023 (continued)

#### 2 Accounting Policies (continued)

##### Income Recognition (continued)

All sums received for the provision of sporting and leisure facilities are treated as charitable income. Amounts received by the charity's trading subsidiary are treated as other trading income.

##### Analysis of Expenditure

The resources expended by the Company have been analysed based upon the nature of the activities undertaken.

The expenditure on raising funds are staff costs, goods for resale and premises related expenditure incurred by the trading company.

All other expenditure by the Company is in respect of charitable activities as they relate to the provision of sporting and leisure facilities.

Pension costs represent the current service cost as determined by the scheme actuary in accordance with FRS 102.

Irrecoverable VAT on revenue expenditure is treated as an expense in the period to which it relates. Irrecoverable VAT on capital expenditure is capitalised.

##### Creditors and provisions

Creditors and provisions are recognised where the company has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

#### 3 Incoming resources from charitable activities

	2023 £'000	2022 £'000
Swimming pool	228	193
Health & Fitness Suite	471	337
Other indoor and outdoor facilities	186	172
Non-specific income from AVBC	40	80
Non-specific income from members	177	148
Furlough payments, COVID-19 grants and other funding	11	50
<b>Total</b>	<b>1,113</b>	<b>980</b>

The income receivable from the members is towards activities in furtherance of the objects of the charity.

As at 31 March 2023, user agreements were in place between the Company and Belper School, the Company and Derbyshire County Council, and the Company and Amber Valley Borough Council. The level of usage and timing of payments is covered in the agreements.

The level of members' support was as follows:

	2023 £'000	2022 £'000
Belper School	155	139
Derbyshire County Council	22	9
<b>Total</b>	<b>177</b>	<b>148</b>

## Belper Leisure Centre Limited and subsidiary company

### Notes to the Accounts for the year ended 31 March 2023 (continued)

#### 4 Other trading activities

	2023 £'000	2022 £'000
Bar and café income of trading subsidiary	34	21
<b>Total</b>	<b>34</b>	<b>21</b>

#### 5 Resources expended – Raising funds

	2023 £'000	2022 £'000
Bar and café cost of sales	18	11
Bar and café staffing costs	5	2
Bar and café premises costs	-	-
Bar and café other costs	10	9
<b>Total</b>	<b>33</b>	<b>22</b>

#### 6 Resources expended – Charitable activities

	Direct Charitable Expenditure £'000	Support costs £'000	Total 2023 £'000	Total 2022 £'000
Staffing Costs	604	72	676	711
Premises Related Costs	281	-	281	228
Other Running Expenses	172	-	172	150
Depreciation – Owned Assets	123	-	123	128
Interest Payable	11	-	11	6
Governance costs	-	46	46	39
Net Interest on Pension Scheme Liabilities	5	-	5	12
<b>Total</b>	<b>1,196</b>	<b>118</b>	<b>1,314</b>	<b>1,274</b>

#### 7 Net Expenditure for the year

	2023 £'000	2022 £'000
This is stated after charging/(crediting):		
Depreciation	123	128
Auditors remuneration (excluding VAT):		
Audit	9	9
Other services	-	-

#### 8 Staff Costs

	2023 £'000	2022 £'000
Salaries	584	594
Employer's National Insurance Contributions	26	28
Employer's Pension Contributions (see note 16)	68	87
Other costs	3	4
<b>Total</b>	<b>681</b>	<b>713</b>

## Belper Leisure Centre Limited and subsidiary company

### Notes to the Accounts for the year ended 31 March 2023 (continued)

#### 8 Staff Costs (continued)

The average number of employees during the year was 70. Calculated on a full-time equivalent basis, the average number of employees was 26.61.

	2023 Average Number	2023 Full Time Equivalent	2022 Average Number	2022 Full Time Equivalent
Management	3	2.81	3	2.81
Leisure	39	9.69	38	11.16
Bar and Café	2	0.31	2	0.39
Health Suite	7	5.16	7	5.16
Other	19	8.64	17	8.28
<b>Total</b>	<b>70</b>	<b>26.61</b>	<b>67</b>	<b>27.80</b>

Total key management compensation paid during the year amounted to £97,167 (2022 - £90,599).

There were no employees who received total employee benefits in excess of £60,000 (2022 – nil).

The Directors received no remuneration and were not reimbursed for any of their expenses in the year.

#### 9 Tangible Fixed Assets

Parent Company and Group	Freehold Land £'000	Leisure Centre Complex £'000	Artificial Grass Pitch Complex £'000	Plant and Equipment £'000	Total £'000
<b>Cost or valuation</b>					
At 1 April 2022	1,350	4,875	442	149	6,816
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
<b>At 31 March 2023</b>	<b>1,350</b>	<b>4,875</b>	<b>442</b>	<b>149</b>	<b>6,816</b>
<b>Depreciation</b>					
At 1 April 2022	-	1,271	140	114	1,525
Charge for year	-	98	20	5	123
<b>At 31 March 2023</b>	<b>-</b>	<b>1,369</b>	<b>160</b>	<b>119</b>	<b>1,648</b>
<b>Net book value</b>					
<b>At 31 March 2023</b>	<b>1,350</b>	<b>3,506</b>	<b>282</b>	<b>30</b>	<b>5,168</b>
At 31 March 2022	1,350	3,604	302	35	5,291

A revaluation of the entire premises was undertaken during the year ended 31 March 2011. The valuation was undertaken by Chartex Limited, independent external valuers, in accordance with the Royal Institution of Chartered Surveyors Appraisal and Valuation Manual and Financial Reporting Standard 15 (FRS 15). The centre is considered to be a “specialised property”, therefore the valuation was carried out on a “depreciated replacement cost” basis.

## Belper Leisure Centre Limited and subsidiary company

### Notes to the Accounts for the year ended 31 March 2023 (continued)

#### 9 Tangible Fixed Assets (continued)

In 2016 the company decided to treat the 2011 valuation as the “deemed cost” of the Leisure Centre complex for that year and future years. This is permitted by Financial Reporting Standard 102 in the year that the company first adopts the standard.

The freehold land and Leisure Centre complex would be shown at £nil in the accounts if shown at original cost. This is because these assets were given to the company by the predecessor trust.

The centre also holds other items of equipment that belong to other groups or bodies (including Belper School) for their own use, which are not included in this valuation, and are also excluded from the Company’s accounts.

The freehold land and leisure centre complex shown above with a carrying amount at 31 March 2023 of £4,856,000 are pledged as security for the loans from Handelsbanken Bank shown in notes 12 and 13.

#### 10 Stocks

	<b>Group 2023 £'000</b>	<b>Company 2023 £'000</b>	<b>Group 2022 £'000</b>	<b>Company 2022 £'000</b>
Sporting equipment	1	1	-	-
Bar stock	1	-	1	-
Café and vending machine stock	2	-	2	-
<b>Total</b>	<b>4</b>	<b>1</b>	<b>3</b>	<b>-</b>

#### 11 Debtors

	<b>Group 2023 £'000</b>	<b>Company 2023 £'000</b>	<b>Group 2022 £'000</b>	<b>Company 2022 £'000</b>
Due from the Trading Company	-	4	-	10
Trade debtors	20	20	56	56
Due from HM Revenue & Customs	-	-	-	-
Prepayments	-	-	-	-
<b>Total</b>	<b>20</b>	<b>24</b>	<b>56</b>	<b>66</b>

#### 12 Creditors: Amounts falling due within one year

	<b>Group 2023 £'000</b>	<b>Company 2023 £'000</b>	<b>Group 2022 £'000</b>	<b>Company 2022 £'000</b>
Due to Belper School	117	117	13	13
Trade creditors	30	27	23	20
Accruals and deferred income	66	64	91	89
Due to HM Revenue & Customs	6	6	10	10
Handelsbanken Bank loans (see note 13)	22	22	22	22
Other creditors	5	5	5	5
<b>Total</b>	<b>246</b>	<b>241</b>	<b>164</b>	<b>159</b>

## Belper Leisure Centre Limited and subsidiary company

### Notes to the Accounts for the year ended 31 March 2023 (continued)

#### 13 Creditors: Amounts falling due after more than one year

Parent Company and Group	2023 £'000	2022 £'000
Handelsbanken Bank loans (secured)	154	176
<b>Total</b>	<b>154</b>	<b>176</b>

The loans are for a term of 3 years and £30,000 of this is repayable over three years. Repayments for the rest of the loans are being made on the basis of a 15 year repayment period commencing in July 2021. Interest is being charged at a variable rate. The loan agreement is secured by a legal charge held over the freehold property known as Belper Leisure Centre. The total loan outstanding at 31 March 2023 represented 3.6% of the value of the property on which it is charged. The Football Foundation also have a charge over the property in respect of the funding provided for the 3G Football Turf Pitch. Since the year end these loans have become subject to renegotiation following the takeover of the company.

#### 14 Reserves

Group	Restricted Income Funds £'000	Pension Reserve £'000	Revaluation Reserve £'000	Unrestricted Income Funds £'000	Total Reserves £'000
Balances at 1 April 2022	144	(177)	3,890	1,077	4,934
Operating deficit for the year	(20)	-	-	(180)	(200)
Transfer	-	-	(98)	98	-
Pension charge less payments made	-	(21)	-	21	-
Actuarial gain	-	1,042	-	-	1,042
<b>Balance at 31 March 2023</b>	<b>124</b>	<b>844</b>	<b>3,792</b>	<b>1,016</b>	<b>5,776</b>

The restricted income funds represent grant support for the 3G Artificial Grass pitch less accumulated depreciation of that pitch. These funds are to be used for the development of football in the local area.

The transfer of £98,000 from the revaluation reserve to unrestricted income funds reflects the depreciation charged against the revalued leisure centre in the year.

#### 15 Historical Cost Incoming and Outgoing Resources

Group	2023 £'000	2022 £'000
Net outgoing resources	(200)	(295)
Difference between a historical cost depreciation charge and the actual depreciation charge on the fixed assets	98	98
<b>Total</b>	<b>(102)</b>	<b>(197)</b>

## Belper Leisure Centre Limited and subsidiary company

### Notes to the Accounts for the year ended 31 March 2023 (continued)

#### 16 Defined benefit pension scheme

Staff previously employed by AVBC, who were transferred to the Trust upon its formation and now to the Company under the Transfer of Undertakings (Protection of Employment) Regulations 1981, retained their existing pension rights and service under the Derbyshire County Council (DCC) administered pension fund. The Company makes contributions in respect of staff contracted out of the SERPS scheme and into the DCC funded scheme.

The assets of the scheme are held separately from those of the Company in the separately administered scheme for DCC. The last actuarial valuation of the fund was at 31 March 2022. The scheme actuary has rolled forward the value of the company's liabilities to 31 March 2023 allowing for the different financial assumptions required under FRS102 at 31 March 2023.

The amounts recognised in the balance sheet are as follows:

<b>Parent Company and Group</b>	<b>2023 £'000</b>	<b>2022 £'000</b>
Present value of funded obligations	<b>(2,589)</b>	(3,734)
Fair value of scheme assets	<b>3,433</b>	3,557
<b>Recognised asset/(liability) for defined benefit obligations</b>	<b>844</b>	(177)

The amounts recognised in the statement of financial activities are as follows:

<b>Parent Company and Group</b>	<b>2023 £'000</b>	<b>2022 £'000</b>
Current service cost	<b>68</b>	87
Interest cost	<b>100</b>	79
Expected return on assets	<b>(95)</b>	(67)
<b>Total charge to SOFA</b>	<b>73</b>	99

Movement in pension deficit during the financial year.

Changes in fair value of defined benefit pension assets are as follows:

<b>Parent Company and Group</b>	<b>2023 £'000</b>	<b>2022 £'000</b>
Opening fair value of defined benefit pension assets	<b>3,557</b>	3,389
Interest income on plan assets	<b>95</b>	67
Return on assets excluding interest income	<b>(197)</b>	185
Plan participants' contributions	<b>9</b>	11
Employer contributions	<b>52</b>	61
Benefits paid	<b>(96)</b>	(156)
Other experience gains	<b>13</b>	-
<b>Closing fair value of defined benefit pension assets</b>	<b>3,433</b>	3,557

The total return on the fund in market value terms for the year ended 31 March 2023 was (2.9%) (2022 – 7.5%).

**Belper Leisure Centre Limited and subsidiary company****Notes to the Accounts for the year ended 31 March 2023 (continued)****16 Defined benefit pension scheme (continued)**

Changes in fair value of defined benefit pension obligations are as follows:

<b>Parent Company and Group</b>	<b>2023 £'000</b>	<b>2022 £'000</b>
Opening defined benefit pension obligations	<b>3,734</b>	3,995
Current service cost	<b>68</b>	87
Interest cost	<b>100</b>	79
Plan participants' contributions	<b>9</b>	11
Benefits paid	<b>(96)</b>	(156)
Changes in demographic assumptions	<b>(37)</b>	(21)
Changes in financial assumptions	<b>(1,357)</b>	(268)
Other experience gains	<b>168</b>	7
<b>Closing defined benefit pension obligations</b>	<b>2,589</b>	3,734

During the year ended 31 March 2023, pension costs have been paid to the DCC pension fund at a rate of 33.3% (2022 – 33.3%) of pensionable payroll plus a fixed contribution of £1,000 (2022 - £1,000) per annum. In the year ending 31 March 2024 the contribution will be 7.2% of pensionable payroll plus a fixed contribution of £nil. The total amount payable in the year ending 31 March 2024 is expected to be £11,000.

The fair values and split of each main class of assets held by the DCC fund as at 31 March are set out in the following table: -

<b>Pension Fund</b>	<b>31 March 2023 Fair Value £'000</b>	<b>31 March 2023 Share of total assets</b>	<b>31 March 2022 Fair Value £'000</b>	<b>31 March 2022 Share of total assets</b>
Equities	<b>2,266</b>	<b>66.0%</b>	2,312	65.0%
Bonds	<b>789</b>	<b>23.0%</b>	818	23.0%
Property	<b>275</b>	<b>8.0%</b>	285	8.0%
Cash	<b>103</b>	<b>3.0%</b>	142	4.0%
<b>Total</b>	<b>3,433</b>	<b>100.0%</b>	3,557	100.0%

The main financial assumptions used in their calculations are: -

<b>Pension Fund</b>	<b>2023</b>	<b>2022</b>
Rate of increase in Pensions	<b>2.95% p.a.</b>	3.20% p.a.
Rate of increase in Salaries	<b>3.95% p.a.</b>	3.90% p.a.
Discount Rate	<b>4.75% p.a.</b>	2.70% p.a.

## Belper Leisure Centre Limited and subsidiary company

### Notes to the Accounts for the year ended 31 March 2023 (continued)

#### 17. Subsidiary company

The Charity holds the two issued ordinary shares in its only subsidiary Belper Sports Centre Services Limited whose registered number at Companies House is 03538305. This represents 100% of the equity of the company. Its registered office is at John O'Gaunts Way, Kilbourne Road, Belper, Derbyshire DE56 0DA. The principal activity of Belper Sports Centre Services Limited is the operation of café and bar facilities at Belper Leisure Centre.

The results of the trading company are summarised as follows:

	<b>2023</b> <b>£'000</b>	2022 £'000
Turnover	<b>33.8</b>	20.5
Cost of sales	<b>(17.7)</b>	(10.8)
Gross profit	<b>16.1</b>	9.7
Overhead expenses	<b>(12.3)</b>	(7.2)
Operating profit	<b>3.8</b>	2.5
Amount gift aided to charity	<b>-</b>	-
Retained profit for the year	<b>3.8</b>	2.5
Retained losses brought forward	<b>(3.8)</b>	(6.3)
Retained losses carried forward	<b>-</b>	(3.8)
Assets	<b>9.6</b>	11.3
Liabilities	<b>(9.6)</b>	(15.1)
Total net liabilities	<b>-</b>	(3.8)

#### 18. Related party transactions

During the year the group carried out the following transactions with its members:

	<b>Sales and funding received 2023 £'000</b>	<b>Purchases 2023 £'000</b>	<b>Sales and funding received 2022 £'000</b>	<b>Purchases 2022 £'000</b>
<b>Member</b>				
Belper School	<b>155</b>	<b>182</b>	139	120
Derbyshire County Council	<b>22</b>	-	9	-

The purchases from Belper School represent the group's share of the cost of gas, electricity and metered water charged to the whole site. At the year end £116,643 was owed to Belper School in respect of these charges (2022 - £13,202).

No amount was owed to Derbyshire County Council at the year end (2022 - £nil).

## Belper Leisure Centre Limited and subsidiary company

### Notes to the Accounts for the year ended 31 March 2023 (continued)

#### 19. Analysis of group net assets between funds

<b>At 31 March 2023</b>	<b>Unrestricted funds £'000</b>	<b>Restricted funds £'000</b>	<b>Total Funds £'000</b>
Tangible fixed assets	5,044	124	5,168
Net current liabilities	(82)	-	(82)
Creditors falling due after more than one year	(154)	-	(154)
Pension scheme asset	844	-	844
<b>Net assets at the end of the year</b>	<b>5,652</b>	<b>124</b>	<b>5,776</b>

<b>At 31 March 2022</b>	<b>Unrestricted funds £'000</b>	<b>Restricted funds £'000</b>	<b>Total Funds £'000</b>
Tangible fixed assets	5,147	144	5,291
Net current assets	(4)	-	(4)
Creditors falling due after more than one year	(176)	-	(176)
Pension scheme liability	(177)	-	(177)
<b>Net assets at the end of the year</b>	<b>4,790</b>	<b>144</b>	<b>4,934</b>

#### 20. Net debt reconciliation

<b>Group</b>	<b>At 31 March 2022 £'000</b>	<b>Cashflows £'000</b>	<b>Other non- cash changes £'000</b>	<b>At 31 March 2023 £'000</b>
Cash at bank and in hand	101	39	-	140
Bank loan falling due within one year	(22)	22	(22)	(22)
Secured bank loan (falling due in less than 5 years)	(176)	-	22	(154)

## **Belper Leisure Centre Limited**

### **Statement of Directors'/Trustees' Responsibilities**

The trustees (who are also directors of the company for the purposes of company law) are responsible for preparing the trustees' annual report including the strategic report and 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. 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 group and of the incoming resources and application of resources, including income and expenditure, of the group for that period.

In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable accounting standards and statements of recommended practice 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 charity will continue in operation.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charity's transactions and disclose with reasonable accuracy at any time the financial position of the charity and 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **Belper Leisure Centre Limited**

### **Independent Auditors' Report to the Members of Belper Leisure Centre Limited**

#### **Opinion**

We have audited the financial statements of Belper Leisure Centre Limited (the 'parent company') and its subsidiary (the 'group') for the year ended 31 March 2023 which comprise the Group Statement of Financial Activities, the Group and Parent Company Balance Sheets, the Group Statement of Cash Flows and notes to the financial statements, including a summary of 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 group's and of the parent charitable company's affairs as at 31 March 2023 and of the group's incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been properly 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 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 group 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 related to going concern**

In auditing the financial statements, we have concluded that the trustees' 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 group's or the parent's ability to continue as a going concern for a period of at least 12 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 other information comprises the information included in the annual report, including the trustees report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained in the annual report. 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.

## **Belper Leisure Centre Limited**

### **Independent Auditors' Report to the Members of Belper Leisure Centre Limited (continued)**

#### **Other information (continued)**

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 course of 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 the audit:

- the information given in the trustees report, which includes the directors' report and the strategic 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 trustees' report (incorporating the strategic report and the directors' report) have been prepared in accordance with applicable legal requirements.

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

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' Annual Report including the strategic report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, 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 directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

#### **Responsibilities of trustees**

As explained more fully in the directors'/trustees' responsibilities statement (set out on page 26), the trustees (who are also the directors of the company for company law purposes) 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 directors 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the financial statements**

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.

## **Independent Auditors' Report to the Members of Belper Leisure Centre Limited (continued)**

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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We considered the nature of the group's areas of activity and its control environment, and reviewed the group's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and trustees about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the group operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included the UK Charities Act, UK Companies Act, and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the group's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements

To address the risk of fraud through management bias and override of controls, we;

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias

A further description of our responsibilities is available on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities)

### **Use of our report**

This report is made solely to the Charity'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 the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.

M J Lucking  
Senior Statutory Auditor  
For and on behalf of C. J. Lucking & Co.  
Statutory Auditors and Chartered Accountants

34 Cross Street, Long Eaton, Nottingham NG10 1HD

22 December 2023