

Charity registration number 1154346

Company registration number 08398177 (England and Wales)

THE NEW SAINTS FC FOUNDATION LIMITED
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2022

THE NEW SAINTS FC FOUNDATION LIMITED

LEGAL AND ADMINISTRATIVE INFORMATION

Trustees	Mr M K Harris Ms H M Harris Mr I Williams Mrs G M T Jones
Charity number	1154346
Company number	08398177
Registered office	Hollis House Maesbury Road Oswestry Shropshire United Kingdom SY10 8NR
Independent examiner	Azets Column House London Road Shrewsbury Shropshire United Kingdom SY2 6NN

THE NEW SAINTS FC FOUNDATION LIMITED

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THE NEW SAINTS FC FOUNDATION LIMITED

TRUSTEES REPORT (INCLUDING DIRECTORS' REPORT)

FOR THE YEAR ENDED 30 NOVEMBER 2022

The Trustees present their report and accounts for the year ended 30 November 2022.

The financial statements have been prepared in accordance with the accounting policies set out in note 1 to the financial statements and comply with the Foundation's governing document, the Companies Act 2006 and "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 (FRS 102) (effective 1 January 2019)".

Objectives and activities

The Foundation's objects are to make physical activity available, accessible and affordable to as wide a cross section of the community as possible, with the aim of improving health and social wellbeing.

The Trustees have paid due regard to guidance issued by the Charity Commission in deciding what activities the Foundation should undertake.

The Foundation began its activities during the 2015 financial year.

The Foundation's activities extend across many areas such as: Education, Health, Social Inclusion and Equalities, underlining their commitment to making a positive difference in Oswestry and the surrounding areas.

- Creating an activity programme that meets the strategic principles of The New Saints FC and supports local and national Government policy.
- Increasing opportunities for young people to participate in football, sport and educational projects through effective partnership working with the Public, Private and Voluntary sector to ensure The New Saints FC are integral to its local community.
- Creating lifelong association with The New Saints FC to hopefully increase the next generation of fans and encouraging all sections of the community to its fan base by encouraging wider participation from all sectors of the community in match day activities.
- Delivering a programme of Football and Sports Participation, as well as Education, Health, Social Inclusion and Equality projects.
- Providing diversionary activities, ensuring that all the community have the opportunity to participate adding enrichment to their lives regardless of gender, disability, age or social-economic factors.
- Providing a comprehensive disability project that increases self-esteem, health, personal and social skills of all participants.
- Providing an effective volunteer, training and development programme to increase the quality and quantity of coaches and volunteers.
- Increasing access opportunities to quality facilities available at the club through the Community Club Partnership Programme and the Education Partnership Scheme.
- Supporting The New Saints FC's Corporate Social Responsibility agenda.

THE NEW SAINTS FC FOUNDATION LIMITED

TRUSTEES REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED) FOR THE YEAR ENDED 30 NOVEMBER 2022

Public benefit

For the objects listed above, the perceived public benefits are as follows:

- Opportunities for young people for participating in sport and educational projects.
- Providing a variety of services and opportunities to the public that some may not otherwise be able to benefit from.
- Making the opportunities available to all which should promote interaction between groups that may not otherwise meet.
- Through the increased interaction between differing groups of people those participating should benefit from expanding their social skills and horizons.
- Coaches and volunteers involved should develop their skills and then have the opportunity to use them for the benefit of other local community projects.
- Providing access to the facilities of the club.
- Helping to promote a sense of community by encouraging local people to support their local football team.
- The programmes we intend to deliver should be meaningful in that they provide a sense of achievement to those who participate.
- Support local and national Government policy.

Achievements and performance

This has been the eighth full year of operation of the Foundation (having been established in October 2013, but not fully operational until February 2014), and during this time, we have again continued to build our activity programme and community profile. We have worked with Partners such as Shropshire Council, FAW Trust, Shropshire FA, the local County Sports Partnership, and local parish and town councils to:

- Ensure our activity programme aligns wherever possible with local and national strategic priorities to improve community health and wellbeing.
- Understand local health and physical activity needs.
- Ensure we have an appropriately skilled workforce to deliver our activity programmes.

Following the disruption to our activities caused by the Covid-19 pandemic in 2020 and early 2021, we have been encouraged by the growth in our activity provision during 2021/22 and we are increasingly viewed by local stakeholders as a trusted partner, with a reputation for quality, reliable, accessible activity provision/delivery for the local community regardless of age, background or ability. We have this year been asked to provide activities for partners such as Energize STW County Sports Partnership, Three Parishes Big Local (in their last year of funding/operation in the locality), Shropshire Council, Oswestry Town Council, Whittington Parish Council, Selattyn & Gobowen Parish Council, Weston Rhyn Parish Council, St Martins Parish Council and Ellesmere Town Council – all of which have been well received, and have led to discussions about further enhanced joint working during 2022/23. We have also been able to grow/enhance our youth engagement programme, thanks to support during the year from Parish Councils and from the Helena Foundation - operating youth clubs/cafes in Gobowen and Weston Rhyn, Whittington and with plans to develop further initiatives in Ellesmere and Oswestry in the coming financial year.

Schools provision

We have re-established and consolidated our school PE and 'out of school' club contracts/provision during 2021/22. Out of school clubs have gradually returned, with a return to full provision in September 2022. Unfortunately, we were advised at the end of this year that one large school contract will be terminated in early 2023. However, other smaller school's contracts have already been secured. We continue to work positively with all local schools and are confident of an ongoing market for our provision during 2022/23.

THE NEW SAINTS FC FOUNDATION LIMITED

TRUSTEES REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

Holiday activities

The advent of the DfE funded Holiday Activities and Food (HAF) programme has been a key contributor to the Foundation's work and income during 2021/22, and has enabled us significantly to enhance our previous free holiday activity provision. The Foundation was commissioned in Summer 2021 as a 'Core Provider' of this programme and is working closely with the local authority and other stakeholders to ensure successful implementation in North-West Shropshire. The Foundation is represented on the County HAF Stakeholder group which oversees the strategic direction of this provision. HAF funding is intended to benefit children who are eligible for free school meals (about 20% of the local children's population). In order to maximise the benefits of this funding, and to meet our charitable objectives of making physical activity as available and accessible to as wide a cross-section of the community as possible, the Foundation has worked hard with other local funders and stakeholders to 'match' the DfE funding available to meet the core costs of activity provision to enable a free universal access provision of school holiday activities. We are very grateful to all those local funders and stakeholders who have recognised the local need for and importance of free holiday activity provision for children and young people, and who have contributed to our programme, which has received much local recognition as a contributor to local community well-being. The HAF programme includes opportunities to educate children and families about the benefits of healthy eating, managing budgets through reducing food waste, etc., and the Foundation has worked with other local Charities (including OsNosh CIC and Oswestry Community Action (Qube)) to enable a 'best practice' programme of activities.

Community football

The Foundation offers weekly term-time low-cost fun football skills sessions for children and young people – providing children with opportunities to meet new friends, gain confidence, and keep active, regardless of ability. Sessions during 2021/22 have been provided for boys and girls aged 18 months to 14 years – Diddi Saints, Mini Saints, Junior Saints, Teen Saints, Wildcats and Huddle. Numbers at almost all sessions have grown significantly during 2021/22, and we envisage this continuing during 2022/23.

SEND provision

We continue to be particularly proud of a programme which offers a term-time programme of activity for young people aged 4 to 9 years, and 10 to 16 years with special educational needs and/or disabilities – enabling their families to take a 'short break' from their caring responsibilities. We have received very positive comments from the commissioner, participants and parents/carers of the participants about the difference the programme has made to the individuals concerned – offering affordable, accessible activities and environments which those young people are normally restricted from enjoying. We secured a further contract from the Actio Consortium (overseen by Energize County Sports Partnership) to continue/grow our provision between March 2022 to April 2023. In September 2022 we appointed a senior officer responsible for overseeing all safeguarding, inclusion, disability and participation aspects of our provision. This appointment has been and will be key in developing our SEND provision, and other aspects of inclusivity across all Foundation programmes.

Female participation

Female participation continues to be a focus of the Foundation. The New Saints FC women's provision continues to sit within the Foundation and 2021/22 saw the Women's First Team participating in the Football Association of Wales (FAW) Genero Adran Premier League - securing its place in that league also for the 2022/23 season. Unfortunately, we lost the services of the Head of Women and Girls football in September 2022, as he moved on to work for a larger organisation. Interim arrangements are in place, and recruitment arrangements are in hand for the appointment of a replacement Head of Women and Girls Football.

Whilst the Foundation is very proud of the success so far of the Women's First Team, sustaining and growing women's football at this level requires significant investment and the Foundation has had to fund the costs of establishing and progressing the Womens First Team from within its reserves this year. Future costs are anticipated to increase significantly if the Team is to progress further, and having got to this stage, Trustees now feel it is appropriate to transfer this section of our provision to The New Saints Football Club in order to minimise any future financial risk to the Foundation. It is planned that the elite women's football element of provision will transfer during 2023/24 to The New Saints FC, with some transitional financial support being provided to the Foundation by the Football Club during 2022/23 to enable its continuation. The Foundation's focus in terms of this aspect of its business will then return purely to provision which supports inclusion and engagement of girls of all abilities.

With this in mind, the success of the England Women's Team in the 'Euros' has led to an increasing interest in girls' participation in football, and the Foundation offers two girls only affordable 'fun football' sessions per week during term time - one at Park Hall, Oswestry, and one in partnership with Welshpool Ladies Football Club in Welshpool. Participation in both these sessions has grown during 2021/22 and we anticipate the growing further in 2022/23.

THE NEW SAINTS FC FOUNDATION LIMITED

TRUSTEES REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

Youth clubs/youth cafes

The need for young people's provision is particularly evident in our rural location – where there is very little local provision for young people, and where public transport is extremely limited. We have worked during 2021/22 with Three Parishes Big Local, and local parish councils to provide weekly term time youth clubs/youth cafes in the villages of Gobowen, Weston Rhyn and Whittington. We are also part of a collaborative contract with Shropshire Youth Association to provide weekly youth club provision in Oswestry town centre and are currently in discussion with Ellesmere Town Council to build on our youth engagement work there to establish further youth club provision.

The youth clubs/cafes offer young people a safe meeting place in their village/town, where they can socialise with their friends, discuss matters of concern with our team – subjects covered and discussed include peer on peer abuse, loneliness, personal safety, healthy choices, looking after our mental health, self-reliance, etc. The provision is open to all children and young people aged 10 – 16 years and offers activities which otherwise would be inaccessible and unavailable locally. The provision offers food for those whose families may be struggling with household budgets. Being part of a group helps young people develop important personal and interpersonal skills, and can also help young people gain self-confidence and self-esteem, supporting them to become positive and valued members of their community. Young people involved in our youth provision can develop job and life skills, including organisation, the ability to run meetings, and leadership skills. Young people can bring a tremendous amount of life to local communities – often their energy, enthusiasm, creativity and perspective are invaluable to the local community if harnessed positively, and the aim of our youth provision is to ensure local communities view their young people positively and give young people access to opportunities they otherwise may not have. We were delighted towards the end of this financial year to receive the support of the Helena Foundation, who have made a commitment towards the costs of our rural youth provision in 2022, 2023 and 2024.

Work programme 2022/23

We continue to work with all local partners to understand local community needs and priorities and identify appropriate funds and partners to support and develop our activities. This includes early discussions during this financial year about the potential to partner with another local Charity to establish a 'community hub' within Oswestry Town Centre. The Foundation has reached a point where it requires dedicated space to develop and grow its potential in terms of regular community wellbeing provision in partnership with key local stakeholders, young people's activities, equipment storage, 'brand recognition' within the locality, etc. Trustees will therefore be working further during 2022/23 to progress these early discussions, with a view to securing a permanent Town Centre base for the Foundation.

Financial review

As at 30 November 2022, the Foundation has made a deficit of £24,761 (2021: surplus of £59,575) for the financial year and also has net assets of £57,361 (2021: £82,122), made up of unrestricted funds of £57,361 (2021: £74,273) and restricted funds of £Nil (2021: £7,849).

The deficit in the 2021/22 year has arisen as a result of a reduction in the level of funding received, combined with an increase in staff costs.

The Trustees consider that the Foundation is a going concern and has the support of the Trustees and its associated company The New Saints FC Limited.

It is the policy of the Foundation that unrestricted funds which have not been designated for a specific use should be maintained at a level equivalent to three month's expenditure. The Trustees consider that reserves at this level will ensure that, in the event of a significant drop in funding, they will be able to continue the Foundation's current activities while consideration is given to ways in which additional funds may be raised.

This policy has assisted the cash flow in the period under review, when unrestricted funds have fallen below a level equivalent to three month's expenditure. The Trustees consider that reserves will grow in the forthcoming year, due to improved performance and new sources of funding.

THE NEW SAINTS FC FOUNDATION LIMITED

TRUSTEES REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED) FOR THE YEAR ENDED 30 NOVEMBER 2022

The Trustee Board will collectively review its performance at regular intervals, again preferably quarterly. It should also review the performance of the Chair person.

The Trustee Board will use resources available from Government Governance Support Agencies to support this process.

Risk management

The Trustees have a duty to identify and review the risks to which the charity is exposed and to ensure appropriate controls are in place to provide reasonable assurance against fraud and error.

Risks identified

The emergence of Covid19 was a risk that presented concern for the Charity sector and the economy as a whole in 2019/20 and 2020/21.

This has had an impact on the prior years, with activities being ceased due to lockdown restrictions and required limitation of group activities. However, we have been encouraged by the growth in our activity provision during the 2021/22 year.

Structure, governance and management

The Foundation is controlled by its governing document, a deed of trust, and constitutes a limited company, limited by guarantee, as defined by the Companies Act 2006.

The Board of Trustees, at their annual meeting in January of each year, receive information about the UK Sport/ Sport England Code of Good Governance, together with a summary of structures, policies and procedures in place and in development to ensure Board compliance with the above code of good governance, and agree:

- To approve the summary as an addendum to the Foundation's Governance documents.
- To review compliance with the Code on an annual basis.

The Trustees, who are also the directors for the purpose of company law, and who served during the year and up to the date of signature of the financial statements were:

Mr M K Harris

Ms H M Harris

Mr I Williams

Mrs G M T Jones

THE NEW SAINTS FC FOUNDATION LIMITED

TRUSTEES REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED) **FOR THE YEAR ENDED 30 NOVEMBER 2022**

Recruitment and appointment of Trustees

For The New Saints FC Foundation, the Charity Trustees are the Board of Directors of the Organisation and are known as The New Saints FC Foundation Trustee Board. Co-opted members do not have voting rights, but are invited to join the board for their areas of specialist interest. Although they do not have the same legal responsibilities as Trustees, they will be recruited and inducted in the same manner and would be required to adhere to the same code of conduct.

Rules governing the appointment of Trustees

In the governing documents of The New Saints FC Foundation (memorandum and articles of association) there is no maximum number of Trustees set, but there should, at any one time, be in place a minimum of three Trustees which represents the quorum. A Trustee must be over 18 years of age.

The Trustees form the membership of the organisation, and are entitled to vote. A third of the Trustee board retires at each Annual General Meeting, but can be re-elected if there is a proposer, seconder and majority vote in their favour.

Eligibility to become a Trustee

It is a criminal offence for an individual to serve as a Trustee if disqualified from doing so. Rigorous checks will be carried out to ensure that all persons applying to become a Trustee are eligible. These checks will include:

- A criminal records bureau disclosure.
- Two references (one from a current employer and one from an individual who has known the applicant for over two years and is not a relative). If the potential trustee is retired, one reference should come from someone who has known them on a professional level.

Process for appointment of Trustees

Potential Trustees can be recruited through:

- Recommendation
- Referral from a recruiting organisation (e.g. Council for Voluntary Services)
- Self-Referral
- Advertisement, following a skills audit which identifies gaps

Potential Trustees will, in the first instance, be met by the nominated Trustee and given an overview of the organisation from an operational perspective. They will be given background written information about the organisation and invited to meet with two representatives of the Board.

The subsequent meeting with two members of the Board will ascertain the following information:

- Skills and their background
- Experience of working in a governance role and with people with learning disabilities.

It is a two-way process and the discussion should present the prospective trustees with an opportunity to find out more about being a Trustee for The New Saints FC Foundation and decide whether or not they are still interested. They will be asked to complete, at this stage, an application form and a DBS form if they wish to continue the process of appointment. Two references will be followed up, directly following this meeting.

Following this meeting and on receipt of the references and DBS check, recommendations will be made to the board of Trustees and, if agreed, the new candidate will be invited to attend the next available board meeting.

The new Trustee will be asked to: complete and sign the declaration of interest form; sign a declaration that they are eligible to serve as a Director; agree and sign two copies of the code of conduct, to be retained by the nominated Trustee.

The new Trustee will be elected at a Board meeting and the Trustee will be sent a letter of appointment. The nominated Trustee will notify Companies House of the appointment.

THE NEW SAINTS FC FOUNDATION LIMITED

TRUSTEES REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED) FOR THE YEAR ENDED 30 NOVEMBER 2022

Induction and training of Trustees

All Trustees should receive:

- An organisational chart
- Outline of current boards skills and experience
- A copy of the previous year's annual report and financial report
- A copy of the memorandum and articles of association
- A copy of the previous board meeting minutes (once agreement for appointment has been made by the Trustees)
- A copy of the business plan
- Charity Commission CC3 - The essential trustee: What you need to know
- Charity Commission CC60 - The hall marks of an effective charity
- Current newsletter
- Volunteer handbook
- Copies of all current up to date policies (once agreement for appointment has been made by the Trustees)

All new Trustees will be invited to attend:

- Vulnerable Adults Training
- Safeguarding Children's Training
- Staff and Volunteer Induction Training

All new Trustees will be encouraged to visit, at least, one of the leisure projects provided by The New Saints FC Foundation and will be invited to meet the staff at the registered office.

Ongoing Support and Training

Trustees will be offered ongoing training opportunities and be kept up to date with Charity Commission guidance and policy news through the board meetings and via email.

They will be invited to attend relevant training pertinent to their role, such as:

- Health and Safety
- Employment Law
- Financial Management

The Trustees report was approved by the Board of Trustees.



Mrs G M T Jones

Dated: 21 November 2023

THE NEW SAINTS FC FOUNDATION LIMITED

STATEMENT OF TRUSTEES RESPONSIBILITIES

FOR THE YEAR ENDED 30 NOVEMBER 2022

The Directors/Trustees acknowledge their responsibilities for ensuring that the Foundation keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its incoming resources and application of resources, including its income and expenditure, for the financial year in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make 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
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Foundation will continue in operation.

The Trustees are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the Foundation 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 Foundation and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

THE NEW SAINTS FC FOUNDATION LIMITED

INDEPENDENT EXAMINER'S REPORT

TO THE TRUSTEES OF THE NEW SAINTS FC FOUNDATION LIMITED

I report to the Trustees on my examination of the financial statements of The New Saints FC Foundation Limited (the Foundation) for the year ended 30 November 2022.

Responsibilities and basis of report

As the Trustees of the Foundation (and also its directors for the purposes of company law) you are responsible for the preparation of the financial statements in accordance with the requirements of the Companies Act 2006 (the 2006 Act).

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

Independent examiner's statement

Since the Foundation's gross income exceeded £250,000 your examiner must be a member of a body listed in section 145 of the 2011 Act. I confirm that I am qualified to undertake the examination because I am a member of ACCA, which is one of the listed bodies.

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

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

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

AZETS

Helen Tinsley FCCA
Column House
7 London Road
Shrewsbury
SY2 6NN

Dated: 28 November 2023

THE NEW SAINTS FC FOUNDATION LIMITED

STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT FOR THE YEAR ENDED 30 NOVEMBER 2022

	Notes	Unrestricted funds £	Restricted funds £	Total 2022 £	Total 2021 £
<u>Income and endowments from:</u>					
Donations and legacies	3	19,568	2,292	21,860	23,767
Charitable activities	4	91,330	129,028	220,358	212,618
Other trading activities	5	8,400	-	8,400	6,000
Investments	6	13	-	13	3
Other income	7	-	-	-	15,414
Total income		119,311	131,320	250,631	257,802
<u>Expenditure on:</u>					
Charitable activities	8	129,005	139,169	268,174	192,604
Other	12	7,218	-	7,218	5,623
Total resources expended		136,223	139,169	275,392	198,227
Net movement in funds		(16,912)	(7,849)	(24,761)	59,575
Fund balances at 1 December 2021		74,273	7,849	82,122	22,547
Fund balances at 30 November 2022		57,361	-	57,361	82,122

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

All income and expenditure derive from continuing activities.

The statement of financial activities also complies with the requirements for an income and expenditure account under the Companies Act 2006.

THE NEW SAINTS FC FOUNDATION LIMITED

BALANCE SHEET

AS AT 30 NOVEMBER 2022

	Notes	2022 £	£	2021 £	£
Current assets					
Debtors	15	114,574		93,102	
Cash at bank and in hand		33,490		5,089	
		<u>148,064</u>		<u>98,191</u>	
Creditors: amounts falling due within one year	16	<u>(90,703)</u>		<u>(18,089)</u>	
Total assets less current liabilities			<u>57,361</u>		<u>82,122</u>
Income funds					
Restricted funds			-		7,849
Unrestricted funds			<u>57,361</u>		<u>74,273</u>
			<u>57,361</u>		<u>82,122</u>

The company is entitled to the exemption from the audit requirement contained in section 477 of the Companies Act 2006, for the year ended 30 November 2022.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

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

The financial statements were approved by the Trustees on 28 November 2023


Ms H M Harris
Trustee

Company Registration No. 08398177

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 NOVEMBER 2022

1 Accounting policies

Charity information

The New Saints FC Foundation Limited is a private company limited by guarantee incorporated in England and Wales. The registered office is Hollis House, Maesbury Road, Oswestry, Shropshire, SY10 8NR, United Kingdom.

1.1 Accounting convention

The financial statements have been prepared in accordance with the Foundation's governing document, the Companies Act 2006 and "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 (FRS 102) (effective 1 January 2019)". The Foundation is a Public Benefit Entity as defined by FRS 102.

The Foundation has taken advantage of the provisions in the SORP for charities applying FRS 102 Update Bulletin 1 not to prepare a Statement of Cash Flows.

The financial statements are prepared in sterling, which is the functional currency of the Foundation. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

The Trustees consider that the Foundation is a going concern and has the support of the Trustees and its associated company The New Saints FC Limited.

The emergence of Covid19 was a risk that presented concern for the Charity sector and the economy as a whole in 2019/20 and 2020/21.

This has had an impact on the prior years, with activities being ceased due to lockdown restrictions and required limitation of group activities. However, we have been encouraged by the growth in our activity provision in the 2021/22 financial year.

1.3 Charitable funds

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of their charitable objectives.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

Endowment funds are subject to specific conditions by donors that the capital must be maintained by the Foundation.

1.4 Income

Income is recognised when the Foundation is legally entitled to it after any performance conditions have been met, the amounts can be measured reliably, and it is probable that income will be received.

Cash donations are recognised on receipt. Other donations are recognised once the Foundation has been notified of the donation, unless performance conditions require deferral of the amount. Income tax recoverable in relation to donations received under Gift Aid or deeds of covenant is recognised at the time of the donation.

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

1 Accounting policies

(Continued)

Legacies are recognised on receipt or otherwise if the Foundation has been notified of an impending distribution, the amount is known, and receipt is expected. If the amount is not known, the legacy is treated as a contingent asset.

Government grants, including coronavirus job retention scheme grants, are recognised when the Foundation is legally entitled to them, and after any performance conditions have been met.

1.5 Expenditure

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

Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges are allocated on the portion of the asset's use.

Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all costs related to the category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of resources.

1.6 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.7 Financial instruments

The Foundation has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the Foundation's balance sheet when the Foundation becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

1 Accounting policies

(Continued)

Basic financial liabilities

Basic financial liabilities, including creditors and bank loans are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of operations from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the Foundation's contractual obligations expire or are discharged or cancelled.

1.8 Employee benefits

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the Foundation is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.9 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.10 Taxation

The Foundation is exempt from corporation tax on its charitable activities.

1.11 Fund accounting

Unrestricted funds can be used in accordance with the charitable objectives at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

1.12 Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered. Prepayments are valued at the amount prepaid after taking account of any trade discounts due.

2 Critical accounting estimates and judgements

In the application of the accounting policies, the Trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

3 Donations and legacies

	Unrestricted funds	Restricted funds	Total
	2022 £	2022 £	2022 £
Donations and gifts	19,568	2,292	21,860
For the year ended 30 November 2021	16,552	7,215	23,767

4 Charitable activities

	Coaching activities 2022 £	Coaching activities 2021 £
Coaching activities	220,358	212,618
Analysis by fund		
Unrestricted funds	91,330	139,269
Restricted funds	129,028	73,349
	220,358	212,618

5 Other trading activities

	Unrestricted funds 2022 £	Unrestricted funds 2021 £
Sponsorships and social lotteries	8,400	6,000

6 Investments

	Unrestricted funds 2022 £	Unrestricted funds 2021 £
Interest receivable	13	3

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

7 Other income

	Unrestricted funds	Unrestricted funds
	2022	2021
	£	£
Coronavirus job retention scheme grant	-	15,414

8 Charitable activities

	2022	2021
	£	£
Wages	100,318	58,741
Administration expenses	9,220	20,140
Coaching activities	115,723	58,286
Hire of training facilities and equipment	10,305	33,790
Coaching equipment and expenses	25,608	8,313
Sundries	7,000	1,334
Rent	-	12,000
	268,174	192,604
	268,174	192,604
Analysis by fund		
Unrestricted funds	129,005	
Restricted funds	139,169	
	268,174	
For the year ended 30 November 2021		
Unrestricted funds		119,889
Restricted funds		72,715
		192,604

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

9 Support costs

	Support costs	Governance costs	2022	Support costs	Governance costs	2021
	£	£	£	£	£	£
Insurance	2,032		2,032	1,860		1,860
Independent Examiner's fees	-	3,384	3,384	-	3,000	3,000
Accountancy	-	1,577	1,577	-	640	640
	<u>2,032</u>	<u>4,961</u>	<u>6,993</u>	<u>1,860</u>	<u>3,640</u>	<u>5,500</u>

10 Trustees

None of the Trustees (or any persons connected with them) received any remuneration during the year.
One trustee was reimbursed £6,050 (2021: 18,000) in expenses.

11 Employees

Number of employees

The average monthly number of employees during the year was:

	2022 Number	2021 Number
Coaching	<u>8</u>	<u>4</u>
Employment costs	2022 £	2021 £
Wages and salaries	95,155	55,331
Social security costs	3,820	2,725
Other pension costs	1,343	685
	<u>100,318</u>	<u>58,741</u>

There were no employees whose annual remuneration was £60,000 or more.

12 Other

	Unrestricted funds	Unrestricted funds
	2022 £	2021 £
Other costs	2,032	1,860
Accountancy	4,961	3,640
Bank interest	225	123
	<u>7,218</u>	<u>5,623</u>

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

13 Taxation

The charity is exempt from tax on income and gains falling within section 505 of the Taxes Act 1988 or section 252 of the Taxation of Chargeable Gains Act 1992 to the extent that these are applied to its charitable objects.

14 Financial instruments	2022 £	2021 £
Carrying amount of financial assets		
Debt instruments measured at amortised cost	145,060	95,451
Carrying amount of financial liabilities		
Measured at amortised cost	90,703	16,069

Financial assets measured at amortised cost consists of trade debtors, cash at bank and in hand and amounts due from related party.

Financial liabilities measured at amortised cost consists of bank overdrafts, deferred income, trade creditors, amounts due to associated company, other creditors and accruals.

15 Debtors

Amounts falling due within one year:	2022 £	2021 £
Trade debtors	35,556	21,977
Due from related party	76,014	68,385
Prepayments and accrued income	3,004	2,740
	114,574	93,102

16 Creditors: amounts falling due within one year

	Notes	2022 £	2021 £
Other taxation and social security		2,011	-
Deferred income	17	59,074	7,849
Trade creditors		26,110	5,063
Other creditors		124	157
Accruals		3,384	3,000
		90,703	16,069

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

17 Deferred income

Deferred income represents donations received during the year which relate to services to be provided in the following year:

	2022 £	2021 £
Arising from Creditors due within one year	59,074	7,849
Included within deferred income is restricted funds as follows:	2022 £	2021 £
Staffordshire Community Foundation	-	-
Connexus Housing Grant		500
Selattyn & Gobowen Parish Council	500	404
Weston Rhyn Parish Council	667	642
Helena Foundation	52,708	-
Shropshire Council - HAF Provision - Summer	994	-
St Martins Parish Council Grant - Holiday Activity provision	250	-
Wrekin Housing Trust - holiday activity		400
Sport Wales Grant - coaching		-
Connexus Housing Group Community Fund	833	-
Three Parishes Big Local - Holiday activity	917	1,000
Oswestry Town Council & Borderland Rotary - football panna arena		-
Shropshire Youth Association		2,718
Ellesmere Town Council	400	-
Whittington Parish Council	1,000	-
Energise STW	805	658
Whittington Parish Council - youth activity		500
Ladies/girls activity programme		1,027
	59,074	7,849

All income deferred at the previous year end has been released into the current year and all income deferred at the current year end will be released in the 2023 year end.

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

17 Movement in funds

	Brought forward £	Income £	Expenditure £	Carried forward £
Unrestricted funds				
General fund	74,273	119,311	(136,223)	57,361
Restricted funds				
Three Parishes Big Local - Holiday activities	1,000	8,337	(9,337)	-
Shropshire Council -Easter HAF	-	16,762	(16,762)	-
Shropshire Council - Winter HAF	-	10,221	(10,221)	-
Shropshire Council -Summer 21 HAF	-	62,631	(62,631)	-
Shropshire Council - youth activities	2,718	2,718	(5,436)	-
Connexus Housing Group - holiday activity	500	500	(1,000)	-
Selattyn & Gobowen Parish Council - youth club & holiday activities	404	1,404	(1,808)	-
Helena Foundation	-	2,292	(2,292)	-
Selattyn & Gobowen Roundabout	-	363	(363)	-
Oswestry Town Council	-	778	(778)	-
Weston Rhyn Parish Council	642	1,975	(2,617)	-
Whittington Parish Council	-	2,000	(2,000)	-
Whittington weekly youth club	500	500	(1,000)	-
Grant from Connexus Housing Group Community Fund	-	1,667	(1,667)	-
Easter Holiday Club	-	1,539	(1,539)	-
Energize STW	658	9,070	(9,728)	-
Ellesmere Town Council	-	1,200	(1,200)	-
Wrekin Housing Trust - holiday activity	400	400	(800)	-
St Martins Parish Council Grants towards holiday activity	-	500	(500)	-
Ladies/girls activity programme	1,027	1,027	(2,054)	-
Shropshire Youth Association	-	5,436	(5,436)	-
	7,849	131,320	(139,169)	
Total funds	82,122	250,631	(275,392)	57,361

The restricted funds relate to the following:

Three Parishes Big Local - grant towards summer holiday activity provision in Gobowen, St Martins and Weston Rhyn

Shropshire Council - Holiday Activities & Food (HAF) programmes, Winter 21, Easter 21 and Summer 21

Shropshire Council - youth activities

Connexus Housing Group - funding towards holiday activity

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

17 Movement in funds

(Continued)

Selattyn & Gobowen Parish Council - youth club & holiday activities

Helena Foundation - rural youth provision 2022 - 2024

Selattyn & Gobowen Roundabout - youth club & holiday activities

Oswestry Town Council - commissioned youth activity and coach costs

Weston Rhyn Parish Council

Whittington Parish Council - grant towards holiday provision

Whittington weekly youth club

Connexus Housing Group Community Fund

Easter Holiday Club

Energize STW funding support

Ellesmere Town Council - grant towards holiday activity provision

Wrekin Housing Trust - grant towards weekly holiday activities in Gobowen, Weston Rhyn, St Martins, Ellesmere, Whittington and Oswestry

St Martins Parish Council - Grants towards holiday activity

Shropshire Youth Association - youth activities

19 Analysis of net assets between funds

	Unrestricted funds £	Restricted funds £	Total £
Fund balances at 30 November 2022 are represented by:			
Current assets/(liabilities)	57,361	-	57,361
	<u>57,361</u>	<u>-</u>	<u>57,361</u>

THE NEW SAINTS FC FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

20 Related party transactions

Key management personnel

The Foundation is controlled by its members: Mr M K Harris, Ms H M Harris, Mr I M Williams and Mrs G M T Jones as Directors and Trustees. Details of the remuneration of the Trustees are provided in note 8.

Associated companies

During the year transactions took place between The New Saints FC Foundation Limited and associated companies that are beneficially owned by Mr M K Harris. All such transactions are on an arms length basis. During the year transactions took place with the following companies:

The New Saints FC Limited (Mr M K Harris is 100% beneficial owner)
Hog Parks Limited (Mr M K Harris holds a 100% shareholding)

During the year The New Saints FC Limited gave a unrestricted donation to The New Saints FC Foundation Limited of £16,541 (2021: £15,000)

Also, The New Saints FC Foundation Limited paid rent of £Nil (2021: £12,000) to The New Saints FC Limited.

The New Saints FC Limited

Associated company

	2022	2021
	£	£
Amount due to/(from) related party at the balance sheet date	(64,014)	(68,385)
	=====	=====

Hog Parks Limited

Associated company

	2022	2021
	£	£
Amount due to/(from) related party at the balance sheet date	(12,000)	-
	=====	=====