**Report of the Trustees and**

**Financial Statements for the year ended 31 August  2019**

**for**

**Swindon Town Community Mutual Limited**



**Swindon Town Community Mutual Limited**

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**Swindon Town Community Mutual Limited**

Society Information for the year ended 31 August 2019

**TRUSTEES:** S Mytton

A Jones

J Spencer

H Clinch

R Angus

A Pollock

M McQueen

D Hunt

A Tanner

K Coatsworth

**SECRETARY:** C Ponting

**REGISTERED OFFICE:** 42 Elmina Road

Swindon

Wiltshire

SN1 2BG

**REGISTERED NUMBER:** 29254R (England and Wales)

**INDEPENDENT ASSESSOR:** A Flesher

**Swindon Town Community Mutual Limited**

Report of the Board of Trustees for the year ended 31 August 2019

The trustees present their report with the financial statements of the company for the year to 31 August 2019.

**PRINCIPAL ACTIVITY**

The principal activity of the company in the period under review was to:

1. Strengthen the bonds between the Club and the community which it serves and to represent the interests of the community in the running of the club.
2. Benefit present and future members of the community served the by Club by promoting, encouraging and furthering the game of football as a recreational facility, sporting activity and focus for community involvement.
3. Provide and maintain facilities for the enjoyment of professional football.
4. Promote coaching schemes to develop the football skills of young people and to widen interest in football regardless of the sec or ethnic origin of those involved.
5. To further the development of the game of football nationally and internationally and the upholding of its rules.
6. To encourage and promote the principle of supporter representation on the board of the club and ultimately to be the vehicle for democratic elections to the board of the Club.

**TRUSTEES**

The trustees during the period under review were:

A Jones

S Mytton

J Spencer

D Hunt

J Phipps (Stood down March 2019)

A Tanner

K Coatsworth

R Angus

A Pollock

M McQueen

H Clinch (Joined February 2019)

The beneficial interests of the directors holding office on 31 August 2019 in the issued share capital of the company were as follows:

31.8.19

**Ordinary £1 shares**

S Mytton 1

A Jones 1

R Angus 1

M McQueen 1

J Spencer 1

H Clinch 1

A Pollock 1

D Hunt 1

A Tanner 1

K Coatsworth 1

**STATEMENT OF TRUSTEES' RESPONSIBILITIES**

The Friendly and Industrial and Provident Society law requires the trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the society and or the surplus or deficit of the society for that period. In preparing those financial statements, the trustees are required to:

|  |  |  |
| --- | --- | --- |
| - | select suitable accounting policies and then apply them consistently; | |
| - | make judgments and estimates that are reasonable and prudent; | |
| - | prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business. |

The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the society and to enable them to ensure that the financial statements comply with the Co-operative and Community Benefit Societies Act 2014. They are also responsible for safeguarding the assets of the society and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Swindon Town Community Mutual Limited**

Report of the Trustees for the year ended 31 August 2019

**AUDITOR/INDEPENDENT ASSESSOR**

Mr. Andrew Flesher was proposed to act as the Auditor/Independent Assessor in accordance with the Co-operative and Community Benefit Societies Act 2014.s385 of the Companies Act 1985.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

**ON BEHALF OF THE BOARD:**

...............................................................................

C Ponting - Secretary

Date:   .............................................

**Swindon Town Community Mutual Limited**

Report of the Board of Trustees for the year ended 31 August 2019

Chairman’s Report and Review of the period.

In March 2019 we came together with Swindon Town Football Club and Swindon Borough Council to announce our intention to purchase the County Ground in a joint venture with the club. Fast forward through a whole year of legal paperwork and development, and we arrived in February 2020 having made great progress: the key documents agreed in principle, and the JV company formed.

The legal process has not been easy to report on, as with multiple stakeholders involved it gets complicated. There was always the fear that people would become fatigued by the apparent lack of progress, so we’ve pushed on through in a silent but efficient way.

Behind the scenes we issued weekly reports to all parties and ensured that discussions stayed on track - it’s fair to say that deals such as this can get very complicated without ongoing management.

With many different angles to consider, the conversations between lawyers representing the Football Club, the Trust and the Council have taken time. There have been hundreds of emails and dozens of meetings and telephone calls, and everyone involved has had to compromise at times to keep things moving forward.

That said, our aim has always been to ensure that we come out of this series of negotiations with a deal that enables the football club to progress and grow, and also a deal that keeps supporters interests secure for the future.

Throughout the year we have had tremendous support from the local legal team at Royds Withy King on the Sale Agreement and Lease, along with David Bresnick from our long-term legal advisors Cooley of London who have helped us with the JV.

Agreements have been debated endlessly and both firms have worked tirelessly on behalf of supporters. The legal work is almost over, and we would like to thank them for their help.

We would also like to extend a massive thank you to every single one of our Red Army Fund contributors – although some of the professional work is being provided pro-bono, we do have costs to consider and without this support and the support of other local companies, we would never have got this far.

Hopefully the conditional exchange of the freehold will happen soon, and then purchase costs will be met by both the club and supporters over the next twelve months - we are looking for thousands of supporters to back up our external funding by purchasing a community share in the joint venture.

These shares will have a minimum price of £19.69 and in order to provide supporters with a clear picture of the deal being offered – we are seeking to produce a Community Share Offer that is backed by ‘The Community Shares Standard Mark’ – this is awarded to offers that meet national standards of good practice.

These standards ensure that the offer document and application form are easy to understand, and that supporters are provided with all the facts they need to make an informed decision, the facts are supported by the annual accounts and/or business plan for the society and nothing in the documents is purposefully incorrect, confusing or misleading. Our society – Swindon Town Community Mutual – will be asked to sign a Code of Practice requiring us, among other things, to give the public a right of complaint to the Community Shares Unit.

The completion of the legals has always been a bottleneck to this process and some elements of the contract and sale agreements mean that this Standard Mark will take a while to attain. We are doing everything we can to push this through, but it means that after exchange, Community Shares will not be on offer until everything is watertight and ready.

A few minor details are still being worked through (nothing to worry about), and exchange is now expected to happen in Spring 2020 – although at time of writing there is a lot of uncertainty facing everyone amid the progression of the of the Coronavirus disease (COVID-19).

On this - after careful consideration and consultation, the TrustSTFC Board took the decision to postpone the Annual General Meeting, originally planned for Friday 20th March 2020.

It’s disappointing as a lot of the hard work and event planning had been completed, but we feel it makes sense given the global uncertainty. A rescheduled date will be announced as soon as possible, and any future event will still include a celebration of the 50th Anniversary of our famous 1970 Anglo-Italian Cup win!

Difficult times for everyone, so in the meantime we wish our fellow Town fans all the best – please do what you can to stay safe and healthy.

Kind Regards,

Steve Mytton

Chairman, TrustSTFC

Swindon Town Community Mutual Ltd

**Report of the Independent Assessor to the Shareholders of Swindon Town Community Mutual Limited**

I have audited the financial statements of Swindon Town Community Mutual Limited for the period ended 31 August 2019 on pages six to eleven.

This report is made solely to the society’s members, as a body, in accordance with the Co-operative and Community Benefit Societies Act 2014. The audit work has been undertaken so that I might state to the company's members those matters which I am required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the society and the society’s members as a body, for my audit work, for this report, or for the opinions I have formed.

**Respective responsibilities of Trustees and auditors**

The Trustees responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out on page two.

My responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

I report to you my opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Co-operative and Community Benefit Societies Act 2014. I also report to you whether in my opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition, I have reported to you if, in my opinion, the society has not kept proper accounting records, if I have not received all the information and explanations required for the audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

I have read the Report of the Trustees and considered the implications for the report if I become aware of any apparent misstatements within it.

**Basis of audit opinion**

I conducted the audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

I planned and performed the audit so as to obtain all the information and explanations which I considered necessary in order to provide me with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming my opinion I also evaluated the overall adequacy of the presentation of information in the financial statements.

**Opinion**

In my opinion:

|  |  |
| --- | --- |
| - | the financial statements give a true and fair view, in accordance with United Kingdom Generally  Accepted Accounting Practice of the society’s affairs as at 31 August 2019 and of its income for the  period then ended; |
| - | the financial statements have been properly prepared in accordance with the Co-operative and Community  Benefit Societies Act 2014 |
|  |  |
|  |  |

Andrew Flesher

Chippenham

Signed………………………………

**Swindon Town Community Mutual Limited**

**Income and Expenditure Account for the year ended 31 August 2019**

**Year ended Year Ended**

**31.8.19 31.8.18**

Notes £ £ £ £

**NET INCOME** 19,406 65,452

Administrative expenses (16,439) (20,929)

|  |  |  |  |
| --- | --- | --- | --- |
|  |  |  |  |

2,967 44,521

Other operating income - -

|  |  |  |
| --- | --- | --- |
|  |  |  |

2 2,967 44,521

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| Interest receivable and similar income | - | | | - | | | | | |
|  | - | | | |  |  | - | | | |
| 2,967 |  | | | | | 44,521 |
|  |  | | | | |  |

**Swindon Town Community Mutual Limited**

**Balance Sheet as at 31 August 2018**

**2019 2018**

Notes £ £ £ £

**FIXED ASSETS**

Tangible assets 4 - -

Investments 5 110 110

|  |  |  |
| --- | --- | --- |
|  |  |  |

110 110

**CURRENT ASSETS**

Stocks - -

Debtors 6 530 -

Cash at bank 65,246 63,035

|  |  |  |
| --- | --- | --- |
|  |  |  |

65,776 63,035

**CREDITORS**

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| Amounts falling due within one year | 7 | 2,628 | | | 2,844 | | |
|  |  | |  |

**NET CURRENT ASSETS** 63,14860,191

|  |  |  |
| --- | --- | --- |
|  |  |  |

**TOTAL ASSETS LESS CURRENT**

**LIABILITIES** 63,258 60,301

|  |  |  |  |
| --- | --- | --- | --- |
|  |  |  |  |

**CREDITORS**

|  |  |  |  |
| --- | --- | --- | --- |
| Amounts falling due after more than one year | 7 | - | - |

63,258 60,301

|  |  |  |
| --- | --- | --- |
|  |  |  |

**CAPITAL AND RESERVES**

Called up share capital 8 282 292

Retained surplus 9 62,976 60,009

|  |  |  |  |
| --- | --- | --- | --- |
|  |  |  |  |

**SHAREHOLDERS' FUNDS** 63,258 60,301

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  |  |  |  |

# ON BEHALF OF THE BOARD OF TRUSTEES

............................................................................... ...............................................................................

S Mytton - Chairman A Jones - Treasurer

...............................................................................

C Ponting - Secretary

**Swindon Town Community Mutual Limited**

Notes to the Financial Statements for the year ended 31 August 2019

1. **ACCOUNTING POLICIES**

**Accounting convention**

The financial statements have been prepared under the historical cost convention.

**Income**

Income represents the donations, subscriptions and other fundraising events during the period appropriage.

Lifetime memberships are taken to income and expenditure account over a period of twenty five years.

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lese, over the lease term, whichever is the shorter. .

Office equipment - 25% on reducing balance

Fixtures and fittings - 25% on reducing balance

Property improvements - 25% on reducing balance

**Stocks**

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

2. **NET INCOME**

The net income is stated after charging:

**Year Ended Year Ended**

**31.8.19 31.8.18**

£ £

Depreciation - owned assets -

Auditors' remuneration 0 0

|  |  |  |
| --- | --- | --- |
|  |  |  |

Directors' emoluments and other benefits etc - -

|  |  |  |
| --- | --- | --- |
|  |  |  |

3. **TAXATION**

The society is exempt from corporation tax.

**Swindon Town Community Mutual Limited**

Notes to the Financial Statements – continued for the year ended 31 August 2019

4. **TANGIBLE FIXED ASSETS**

Swindon Town Community Mutual has no tangible fixed assets.

£

|  |  |
| --- | --- |
|  |  |

5. **FIXED ASSET INVESTMENTS**

Unlisted

investments

£

**COST**

At 31 August 2019 11,418

|  |  |
| --- | --- |
|  |  |

**NET BOOK VALUE**

At 31 August 2018 110

|  |  |
| --- | --- |
|  |  |

At 31 August 2019 110

|  |  |
| --- | --- |
|  |  |

The investment is in Swindon Town Football Club.

The shares have been revalued due to the revaluation of shares from 50p per share, to 1p announced at the

Swindon Town AGM on 25th October 2008.

An additional 11,000 shares were purchased in June 2010.

Another revaluation took place at the Swindon Town FC AGM in July 2012, after the club passed a resolution to

sub-divide each existing share of £1 into one new-ordinary share of 1p and one deferred share of 99p

(sub-division). With the new deferred shares having no voting rights, and no new share certificate issued, the

deferred shared will be, for practical purposes, valueless, so have been written down in the accounts.

|  |  |
| --- | --- |
| 6. | **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR** |

**2019 2018**

£ £

Other debtors 530 -

|  |  |  |
| --- | --- | --- |
|  |  |  |

|  |  |
| --- | --- |
| 7. | **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR** |

**2019 2018**

£ £

Accruals and deferred income (Workings see note 10) 2,628 2,844

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  |  |  |  |

£10,500 of long term creditor receipts converted into STFC shares in June 2010.

8. **CALLED UP SHARE CAPITAL**

Authorised:

Number: Class: Nominal **2019 2018**

value: £ £

5,000 Ordinary £1 5,000 5,000

|  |  |  |
| --- | --- | --- |
|  |  |  |

Allotted, issued and fully paid:

Number: Class: Nominal **2019 2018** value: £ £

282 Ordinary £1 282 292

|  |  |  |
| --- | --- | --- |
|  |  |  |

The shares of the Trust have the nominal value of £1 each and may not be transferred or withdrawn. No member may hold more than one share individually or jointly. The Called Up Share Capital was increased from 1,000 to 5,000 in agreement of the Trust board.

If a member ceases to be a member, the share registered in the name of that member is cancelled and the amount subscribed for the share become the property of the Trust. Shares do not carry any right to interest, dividend or bonus.

The members have the rights and powers available to them under the law relating to Industrial and Provident Societies and are to decide in particular the issues specifically reserved to them by the Trust’s rules.

9. **RETAINED SURPLUS**

Retained

Surplus

£

**At 31 August 2018** 60,009

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | Net surplus/(deficit) for the period | 2,967 | | |
|  |  | |

**At 31 August 2019** 62,976

|  |  |
| --- | --- |
|  |  |

10. **LIFE MEMBERS**

As at 31st August 2019, there were 57 life members, of which 2 are children, which were part of the family deal, and

there was also a Supporters Direct Corporate membership, so there were 54 paid life members, with receipts spread over

25 years.

2003 19 life members joined ( 17 years used @ £4) £32 x 19 = £ 608

2004 3 life members joined ( 16 years used @ £4) £36 x 3 = £ 108

2005 2 life members joined ( 15 years used @ £4) £40 x 2 = £ 80

2006 5 life members joined ( 14 years used @ £4) £44 x 5 = £ 220

2007 10 life members joined ( 13 years used @ £4) £48 x 10 = £ 480

2012 1 life member joined ( 8 years used @ £4) £68 x 1 = £ 68

2013 6 life members joined ( 7 years used @ £4) £72 x 6 = £ 432

2014 2 life members joined ( 6 years used @ £4) £76 x 2 = £ 152

2015 6 life members joined ( 5 years used @ £4) £80 x 6 = £ 480

Total creditors to be b/f £2,628

**Swindon Town Community Mutual Limited**

**Profit and Loss Account for the year ended 31 August 2019**

**Year Ended Year Ended**

**31.8.19 31.8.18**

£ £ £ £

**Turnover**

Subscriptions received 467 570

Fund raising income - -

Donations received 18,939 64,880

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | 19,406 |  |  |  | 65,450 | 86 |

**Other income**

Sundry receipts - -

Deposit account interest - -

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | - | | |  |  | - | | |
|  |  | | | |  |

19,406 65,450

**Expenditure**

Donations - -

Printing, post, stationery and other admin 98 177

CG proposal costs 10,150 18,900

Sundry expenses 6,123 1,140

RAF costs - 563

Membership Fees 67 148

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | 16,438 | | |  |  | 20,928 | | |
|  |  | | | |  |

2,968 44,522

**Finance costs**

Bank charges 1 1

|  |  |  |
| --- | --- | --- |
|  |  |  |

2,967 44,521

**Depreciation**

Improvements to property - -

Plant and machinery - -

Fixtures and fittings - -

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | - | | | |  |  | - | |
| 2,967 | |  | | | | 44,521 | |
|  | |  | | | |  | |
|  |  | | | | |  | |