Charity registration number SC026043 (Scotland)

Company registration number SC173262 (Scotland)

FIFE HISTORIC BUILDINGS TRUST (A COMPANY LIMITED BY GUARANTEE) ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023



FIFE HISTORIC BUILDINGS TRUST (A COMPANY LIMITED BY GUARANTEE) MESSAGE FROM THE CHAIRMAN

FOR THE YEAR ENDED 31 MARCH 2023

I am delighted to introduce to you again this year's annual report and accounts from Fife Historic Buildings Trust (FHBT). It is pleasing to reflect on another year of significant achievements, albeit with some challenges, and to have this opportunity to thank all who have contributed to this. Our work is for the benefit of people and places in Fife – creating viable futures for heritage buildings and their communities by inspiring and enabling visionary conservation projects across Fife.

Our annual report summarises our work across a range of initiatives. I am delighted at the success of the partnership funding bids with Fife Council to develop a heritage regeneration scheme for Buckhaven. FHBT began its work in 1997 with a ground-breaking scheme in nearby West Wemyss. We are excited to be returning to this part of Fife to celebrate the long and varied history of Buckhaven, and to work with local people to develop its historic environment for the benefit of all who live there.

Looking ahead to plan future projects is core to FHBT's work – it has been satisfying, and incredibly important, to spend time this year developing our approach to a long term project pipeline. This enables us to work with partners over time to develop potential future projects, whilst also remaining nimble to react when need/opportunity arises.

The talented and versatile staff team have done tremendous work again on these and many other projects under the continued leadership of our valued manager. All have played their part with their knowledge, experience, vision and dedication – I thank them wholeheartedly, and express the continuing appreciation of the Trustees for their efforts.

During another year of financial uncertainty, we remain extremely grateful to all our funders for their advice and financial support – in particular to Fife Council, Historic Environment Scotland, National Lottery Heritage Fund, Scottish Government and Architectural Heritage Fund.

I would also like to record my gratitude to FHBT's external auditors, Thomson Cooper, for their work and advice on this year's annual report and accounts.

I am as ever very grateful to my colleagues on the FHBT Board for their own dedication, advice and support at this continued challenging time. The support of our Patron is also gratefully acknowledged.

Thank you finally to all who support and collaborate with FHBT. I hope you find much of interest in this year's report and encourage you to join our mailing list to be kept up to date with FHBT activities throughout the year.

Christine May
FHBT Chairman

Date: 12 September 2023

FOR THE YEAR ENDED 31 MARCH 2023

The trustees present their annual report and financial statements for the year ended 31 March 2023.

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 trust's governing document, the Charities and Trustee Investment (Scotland) Act 2005, the Charities Accounts (Scotland) Regulations 2006 (as amended), 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 principal activity of the company is the conservation and re-use of historic buildings at risk and related education activity. The objects for which the Trust is established are to promote and encourage, either on its own or in conjunction with others, the maintenance and improvement of the amenity of the geographical area of Fife and the protection and preservation of its landscape, architectural and historical heritage by any means and, in particular, by the acquisition of such lands and buildings of historical, architectural or constructional interests as the Board of the Trust may select for the purpose of restoration and sale or lease, subject to such legal valid restrictions as will ensure the future preservations of such lands and buildings.

Achievements and Future Plans

During the year FHBT continued to deliver its interim strategy, developed to guide our work through the coronavirus pandemic.

Building Restoration Projects

Flax Mill, Silverburn Estate, Leven

The Trust continues to work with Fife Employment Access Trust (FEAT) to restore the at risk B listed former Flax Mill in Silverburn Park, Leven - to create a café, visitor hostel and workshop space to generate income to sustain Silverburn Park. FEAT's vision is to use this under-explored building, archive and natural landscape to help people develop skills, build confidence and gain employment; whilst creating a facility that encourages many more visitors to this part of Fife, boosting the local economy.

FHBT continued to support FEAT as construction project managers, working alongside design team leads Sinclair Watt Architects. During the year, detailed design work was completed and a staged building warrant secured. Main contractor tenders were returned in March 2023, with a contractor subsequently appointed and works due to begin on site in August 2023.

St Andrew's Church, Lochgelly

Practical completion was achieved in September 2021 on the conversion of the former St Andrew's Church in Lochgelly, including a large extension to create the planned Fife Regional Indoor Climbing & Bouldering Centre.

We have continued to liaise with Fife Council, who are supporting social enterprise Rockgelly in their plans to complete the climbing and bouldering wall fit-out of the centre; and have worked with the design team (ECD Architects) and the main contractor (Clark Contracts) to address works required at the end of the defects liability period. Both elements have been subject to delays during the year, and we are working with partners to support the opening of the facility in the coming year.

FOR THE YEAR ENDED 31 MARCH 2023

St Margaret's House, Dunfermline

FHBT managed conservation repairs for Fife Council at St Margaret's House, adjacent to Dunfermline Abbey – funded by the Scottish Government. Main contractors Laing Traditional Masonry led a scheme of repairs and improvements agreed with conservation surveyors Adams Napier Partnership to repair external fabric and reinstate lost architectural details – e.g. replacement traditional timber windows. Whilst on site during the year, new details were uncovered and reinstated – e.g. painted blank windows and lined out pointing joints. These works have transformed the exterior of this significant, but unlisted property and raised its profile in the heart of the Dunfermline Conservation Area. We supported a bid by Fife Council to the UK Levelling Up fund for this building - whilst unsuccessful, we continue to liaise with Fife Council to establish a long term sustainable use for this building.

Historic Churches at risk in Fife

With support from Historic Churches Scotland, FHBT was awarded a viability grant from the Architectural Heritage Fund to explore new uses for historic churches in Fife, at risk of disposal by the Church of Scotland. The scale of disposals planned by the Church is a priority issue for communities and heritage across Scotland. In Fife, the Church established an Historic Churches Working Group to review A-listed churches designated for disposal, and to consider the value of their historic environment to the Church's mission. The grant from AHF brings an opportunity for us to work with 2 or 3 congregations and communities during 2023 — on early stage work to identify viable alternative uses for some of these important buildings.

Historic Environment Regeneration Schemes

Inverkeithing Townscape Heritage/Conservation Area Regeneration Scheme

FHBT continued to manage the Inverkeithing Heritage Regeneration scheme in partnership with Fife Council, funded by Historic Environment Scotland, National Lottery Heritage Fund and Fife Council. Achievements during the year included:

- Progressing Inverkeithing Town House working with ARC Architects, contractors Ashwood Scotland Ltd were
 on site throughout the year to carry out repairs and adaptations to this A-Listed building for Fife Council, to
 create an accessible community hub managed by local people. With support from Community Enterprise, local
 people formed a new charity The Old Townhouse Inverkeithing to manage the building on completion. A
 challenging contract due to limited space at this town centre site, with delays experienced due to the scale of
 archaeological work needed to sensitively work in the graveyard to the rear of the building. Hard hat tours of the
 site were extremely popular, generating excitement about the traditional skills required to conserve the building
 and about its new use.
- Support for third party building owners in Inverkeithing, whose proposals for building repairs and small grant
 applications continue to be affected by external circumstances, including rising costs. A first grant-funded
 scheme has now been completed (window repairs). Two further grant awards have been made for larger
 schemes of work anticipated on site in 2023.
- A busy programme of training and heritage activities, taking advantage of the return to in person events. Highlights include an archaeological dig at the Friary gardens with community and schools participation, drafting the volume for the Burgh Survey including research from volunteers, private view for participants of the completed *Inverkeithing Stitching in Time* textile panels for the Town House, research and consultation to inform new interpretation in the town, provision of training bursaries to support a range of tradespeople with craft skills, and delivering train the trainer support to construction tutors at Fife College with a focus on traditional skills for historic buildings. It was also possible this year to engage Inverkeithing High School offering a small group the opportunity to develop their skills by re-imagining future uses of the Friary Gardens, and delivering a hands-on construction skills taster session for a larger group.
- Annual formal evaluation of the scheme continues, led by Social Value Lab offering a welcome opportunity to refine our work in response to feedback received, to ensure we achieve planned outcomes.
- We supported a bid by Fife Council to the UK Levelling Up fund for the Friary Hospitium and Gardens. Whilst unsuccessful, we continue to seek opportunities for alternative funding.

FOR THE YEAR ENDED 31 MARCH 2023

Buckhaven Heritage Regeneration Scheme

During the year we worked in partnership with Fife Council to submit bids to Historic Environment Scotland and National Lottery Heritage Fund to support the development of a vibrant and sustainable Buckhaven, through community-led regeneration of its historic environment. Both initial bids were successful and we are excited to be developing the scheme with local people and with partners – before second stage bids are submitted, planned for 2024. If successful, this five-year scheme will include:

- Repairs and improvements to key community buildings to safeguard the heritage value, improve energy
 efficiency and climate resilience, and support their long-term sustainability.
- A grant scheme (Community Grants) for privately owned traditional buildings to support repairs, energy
 efficiency and shopfront improvements.
- Public realm and green space improvements in the historic centre of Buckhaven.
- An ambitious traditional skills training, capacity building, and community heritage activities programme to
 engage with all sections of Buckhaven's population, including those in the most disadvantage communities.

Other projects in development

- We supported a bid by Fife Council to the UK Levelling Up fund for Burntisland Burgh Chambers. Whilst unsuccessful, we continue to liaise with Fife Council to seek opportunities for alternative funding.
- FHBT continued to work with The National Trust for Scotland (NTS), Architectural Heritage Fund (AHF) and Heritage Trust Network to explore ways for building preservation trusts to support NTS find solutions for their buildings at risk, with potential funding from AHF. We developed proposals for feasibility work at Sailor's Walk in Kirkcaldy, assisting NTS who have now established a local office in the building.
- We managed survey work for derelict buildings at Ravenscraig Park, to support Fife Council's bid to the Scottish Government for Vacant & Derelict Land funding.
- We continue to work with Fife Council to develop a long term historic environment strategy for Fife and hope to see this completed in 2023.

Property Management

The Trust continues to manage a small portfolio of properties - together providing additional income to the Trust, but also providing day-to-day opportunities for people to enjoy and experience these historic buildings.

Historic Holiday Apartments

Our three historic holiday lets - Kinghorn Town Hall, Cupar Burgh Chambers and John McDouall Stuart View in Dysart – performed well during the year with strong occupancy in all apartments and bookings recovering well as pandemic restrictions ended.

The Platform, Burntisland

FHBT continues to manage the former Platform building at Burntisland Railway Station as five units for the creative industries. This fascinating building with exceptional views across the Forth to Edinburgh provides inspirational working space to high profile and award winning painters, textile artists, jewellers, and craftspeople. See more at: www.facebook.com/platformstudiosburntisland.

West Wemyss Community Lodge

The Trust retained a small shop front unit for community use in West Wemyss Main Street at the end of the West Wemyss THI (1999 – 2004). Our tenants Scottish Paranormal, the Fife-based paranormal and historical researchers, continue to lease the premises as their base.

FOR THE YEAR ENDED 31 MARCH 2023

Management and Acknowledgements

We are extremely grateful to Fife Council for its continuing partnership and funding support for FHBT and for individual projects; underpinned by the Fife Council/FHBT Collaboration Agreement. Manager Lorraine Bell's secondment from Fife Council also continued.

Project Officer Fiona Stenke continued to oversee the Inverkeithing Heritage Regeneration Scheme, providing leadership and confidence to the project team and project partners. Fiona also led the development of the anticipated £4.6m Buckhaven heritage regeneration scheme and the successful bids to HES and NLHF – working with Fife Council and community partners to shape this exciting new scheme.

Holiday Letting & Marketing Officer Beth Bell continued to manage FHBT's holiday lets, in particular monitoring development of the Scottish Government's Short Term Let licensing scheme, for which FHBT will now need to apply. Beth also developed FHBT's approach to content planning for marketing, working alongside team colleagues to ensure our work is better promoted to reach key audiences.

Inverkeithing Training & Development Officer, Emma Griffiths, continued to lead the delivery of a wide-ranging heritage and skills programme – raising the profile of this important part of our work and moving quickly to deliver the extensive activity plan when pandemic restrictions eased. Emma also developed initial activity plan ideas to support the Buckhaven bids.

We welcomed new Project Officer Deborah Kent this year, bringing capacity and skills to the team to develop and deliver new projects. Deborah led on the conservation repairs at St Margaret's House and on the AHF bid for the churches at risk feasibility work; as well as on proposal for Sailor's Walk and Burntisland Burgh Chambers. She has also developed a new pipeline approach for FHBT to develop and assess potential future projects.

We are especially grateful to Robert Gibson, who returned to the organisation to manage FHBT finances during periods of extended staff turnover/absence. His time and expertise has ensured continued good financial management at a time of considerable external financial volatility. His good will in coming out of retirement to support the organisation has been instrumental to all of FHBT's work this year.

We have also been so grateful for the continuing support of our volunteers. Jim McLeish has continued to support us throughout the year on many aspects of our work, including support on our utility accounts, assets register and on a range of management issues at The Platform. Derek Allen has supported activities in Inverkeithing, with school groups in particular.

Trustees continued to play an important role in the management of the Trust and its projects, as well as supporting the team and providing governance oversight of all FHBT activities. The welcome support that all Trustees have given – and the proactive work of our Chairman Christine May in particular - is integral to the success and financial stability of the Trust and is greatly valued.

The Trust is grateful for the support it receives from all its partners, from its Patron and from all the funding agencies mentioned in this report. Such support is very much appreciated.

Financial review

Revenue Account Performance

The Revenue Account for the Trust is reported in the Statement of Financial Activities (SOFA) on page 15 of these accounts. The SOFA shows a surplus of £30,527 against an approved break-even budget. In terms of general running costs there was a surplus of £19,230 mainly because of additional project management fees and lower than expected salary costs. In terms of holiday lettings activity, the holiday lets business showed a particularly strong performance with booking income well ahead of budget despite the continuing impact of Covid. The holiday lets produced a healthy surplus of £11,297 despite higher than anticipated energy and housekeeping costs.

Fixed Assets

Accounting rules require assets be valued on a regular basis and when material circumstances may impact on the value of assets. The Trust commissioned D M Hall to carry out a valuation as fixed assets – buildings of March 2020. The results of the valuation process are reflected in these accounts.

A more detailed explanation of the results follows:

FOR THE YEAR ENDED 31 MARCH 2023

A more detailed explanation of the results follows:

Unrestricted Reserves

The overall position within the Statement of Financial Activities is summarised as follows:

	2022-23	2021-22
	£	£
Surplus (Deficit) for the Year	30,527	(6,932)
Total Increase (Decrease) in Unrestricted Funds	30,527	(6,932)
Gain on revaluation of Fixed Assets	-	185,500
Funds Brought Forward	659,247	480,679
Unrestricted Reserves at 31 March	689,774	659,247
The position at the year-end was as follows	2022-23	2021-22
	£	£
Designated Renewal and Repairs Fund	12,867	12,867
Revaluation Reserve	185,500	185,500
Unrestricted Reserves	491,407	460,880
Total Unrestricted Reserves	689,774	659,247

The Board will review the level of balance within the designated Renewal and Repair Fund this year.

Restricted Reserves

The Trust currently holds six restricted reserve funds. Total income in the year was £Nil (2021-22 £84,429) with expenditure of £35,840 (2021-22 £131,013) The funds held at 31 March 2023 were as follows:

	2022-23	2021-22
	£	£
Fife Council/FHBT Partnership Fund	130,490	153,540
Dysart Townscape Heritage Initiative	27,913	27,913
Fife Traditional Buildings Health Check	4,436	8,909
Inverkeithing Built Heritage Projects	29,646	33,463
Silverburn Park Project	920	920
Donibristle Chapel	19,500	24,000
Total Restricted Reserves Funds on 31 March	212,905	248,745

FOR THE YEAR ENDED 31 MARCH 2023

In relation to the Fife Council/FHBT Partnership Fund these reserves will be used to fund feasibility studies and project development costs to pump prime potential joint projects. The reserves will also be used to develop a Fife Built Heritage Strategy and are available to underwrite shortfalls on joint projects by agreement.

The project at the Dysart Townscape Heritage Initiative is complete and the Trust is working with Fife Council to agree the final financial position statements for this project and the use of any residual funds which the Trust hold.

The funds held for the Silverburn Project are to cover professional fees.

There are two other restricted funds one being funding received from Fife Council towards a project at Donibristle Chapel and the other being funding from Historic Environment Scotland towards the examination of Fife Traditional Buildings Feasibility project.

Total restricted reserves as of 31 March 2023 therefore totalled £212,905 (2021-22 £248,745). Further detail on these funds is shown on page 22 of the accounts.

Balance Sheet

The Trust's Balance Sheet as of 31 March 2023 is shown on page 16. Fixed assets owned by the Trust are now £387,779 (2021-2022 £386,000) made up as follows:

	2022-23	2021-22
	£	£
Platform Building, Burntisland	106,000	106,000
Kinghorn Town Hall Apartment, Kinghorn	120,000	120,000
Kinghorn Town Hall Office/Archive	35,000	35,000
John McDouall Stuart View, Dysart	80,000	80,000
Bob Watt Studio, Kinghorn	25,000	25,000
48 Main Street, West Wemyss	20,000	20,000
Fixtures amd Fittings and Equipment	1,579	-
	387,779	386,000

The Trust's properties were revalued as of 31st March 2022 by D M Hall Chartered Surveyors. This resulted in an overall increase in the value of the Trust's Assets of £185,500 compared to the 2014 valuation.

A separate valuation was brought into the accounts for the Office/Archive to show the distinction in use and value from the Holiday Let Apartment.

Cash and bank balances were £473,507 (2021-22: £495,703) including £75,000 (2021-22 £145,000) invested temporarily to generate some income from interest albeit interest rates are very low. Money owed to the Trust was £85,669 (2021-22 £82,483) mainly due from Fife Council the bulk of which was received in April 2023.

Money owed by the Trust at the balance sheet date was £44,276 (2021-22: £59,194) which in the main were suppliers of goods and services including utilities to the Trust, HMRC for Vat and Occupational Pension providers.

Net assets stood at £902,679 (2021-22: £907,992) represented by unrestricted funds of £689,774 (2021-22: £659,247) restricted funds of £212,905 (2021-22: £248,745) including the gain on the revaluation of assets of £185.500 details of which are shown above.

The figures reported above are supplemented by the notes to the accounts on pages 17 to 26.

FOR THE YEAR ENDED 31 MARCH 2023

Statement on Risk Management

FHBT continues to operate in a complex environment, developing projects that often have inherent risk, but with appropriate professional safeguards. The complexity of the risk environment in which we are working grows greater each year, and as a Board we have always taken risk management seriously. During the year we have begun to overhaul our approach in light of recent and ongoing external challenges – e.g. Brexit, pandemic, energy and supply cost rises, cost of living challenges, cyber security, etc. We have formed a new risk management sub-committee to guide this work. Our risk management policy and risk register is being updated, to underpin the Board's regular review of these issues.

Trust's Policy on Reserves

The Trust is aware of the need to continually assess the potential financial risks to the ongoing activities of the Trust and to have in place sound risk management arrangements including ensuring that these risks are removed or mitigated against.

Designated Fund - Renewal and Repair Fund

The Board decided that a proportion of unrestricted reserves should be set aside and designated for use in funding major repairs to its properties. As the age of the properties increases then so too does the potential for major fabric repairs and for renewal of heating systems etc. The Trust currently has £12,867 set aside and designated for the funding of significant repairs costing in excess of £1,000. This sum is reviewed at the end of each financial year.

General Unrestricted Reserves

The Trust is committed to building up and maintaining unrestricted reserves sufficient to meet the Trust's cash flow requirements, ongoing running costs and liabilities in any financial year as well as meeting any potential unforeseen or emergency expenditures.

We also require sufficient reserves to develop future projects, and to invest in the delivery of FHBT's strategy. This will sometimes require upfront investment, to develop initiatives or enterprises that will deliver our charitable purposes and generate revenue income in the future.

The most significant financial risk to the Trust would be the loss of its funding streams particularly the Partnership Funding from Fife Council and Management Fees from projects. The Trust also operates in an extremely challenging external funding environment, with competition for grant funding intense. Recent experience during pandemic lockdowns demonstrated the risk of sudden loss of trading income – i.e. from FHBT's holiday apartments.

In a worst case scenario where the Trust potentially has to be wound up either because of funding being withdrawn or where the running costs of the Trust exceed the funding available on an ongoing basis then a structured and organised exit strategy would have to be agreed with Fife Council and other partners having regard to the projects in progress and the timescales for completion of these. If such an event were to transpire the Trust would require potentially to meet redundancy costs and all other outstanding liabilities at that time. The winding up process could take some time therefore the Board have agreed to maintain reserves equivalent to at least three months running costs as a minimum for this purpose.

FOR THE YEAR ENDED 31 MARCH 2023

Structure, governance and management

The Trust is incorporated under the Companies Act as a company limited by guarantee (SC173262) and the date of incorporation was 6th March 1997. The company is governed by its Memorandum and Articles of Association. The company is a recognised Scottish Charity under number SC026043.

The company is run by a Board of Trustees who meet on a regular basis to conduct the affairs of the company, within the terms of the company's Memorandum and Articles of Association. The full time manager, Lorraine Bell, is responsible for the day to day operations of the company; and gives new Trustees a detailed briefing on the work of the Trust.

One third of the Trustees (other than the nominated Trustees) shall retire from office at the Annual General Meeting. Retiring Trustees are eligible for re-election. At this time Colin Fowler & Brian Wood retire and are eligible for re-election.

Christine May is Chairman of the Board of Trustees and Colin Fowler is the Company Secretary and Treasurer.

The Executive Committee comprises Christine May, Colin Fowler, David Chisholm, Ros Taylor, and Brian C T Wood. General Meetings of the Trustees are held four times a year, or as required for specific purposes. Executive Committee meetings are generally held 5 times a year, or as required for specific purposes. The Manager and a small staff team undertook the day to day administration and management of Trust business, with all strategic decisions on matters of expenditure, policy and funding applications being made by the Trustees.

FOR THE YEAR ENDED 31 MARCH 2023

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:

Trustees

CEM May

Chairman

C Fowler

Secretary and Treasurer

BCT Wood

Trustee

J Birrell

Trustee

D Chisholm

Trustee

Dr RDA Evetts

Trustee Trustee

R J Taylor N Wilkinson

Trustee

Cllr J Wincott

Trustee (to 5 May 2022)

Cllr J Muir

Trustee (to 5 May 2022)

Cllr D Ross

Trustee (to 5 May 2022)

Cllr L Backhouse

Trustee (from 25 August 2022)

Cllr K Leslie

Trustee (from 25 August 2022)

Patron

The Right Honourable Gordon Brown

Company registered number

SC173262

Charity registered number

SC026043

Registered office

Kinghorn Town Hall

St. Leonard's Place

Kinghorn

Fife

KY3 9TL

Company secretary

C Fowler

Auditors

Thomson Cooper 3 Castle Court Carnegie Campus Dunfermline Fife KY11 8PB

Thomson Cooper

FOR THE YEAR ENDED 31 MARCH 2023

Statement of trustees' responsibilities

The trustees, who are also the directors of Fife Historic Buildings Trust for the purpose of company law, are responsible for preparing the Trustees' Report and the 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 which give a true and fair view of the state of affairs of the trust and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that year.

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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the trust 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 trust and enable them to ensure that the financial statements comply with the Charities and Trustee Investment (Scotland) Act 2005, the Charities Accounts (Scotland) Regulations 2006 (as amended) and the Companies Act 2006. They are also responsible for safeguarding the assets of the trust and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditor

In accordance with the company's articles, a resolution proposing that Thomson Cooper be reappointed as auditor of the company will be put at a General Meeting.

Disclosure of information to auditor

Each of the trustees has confirmed that there is no information of which they are aware which is relevant to the audit, but of which the auditor is unaware. They have further confirmed that they have taken appropriate steps to identify such relevant information and to establish that the auditor is aware of such information.

The trustees' report was approved by the Board of Trustees.

Mr C Fowler

Company Secretary and Treasurer

12 September 2023

FIFE HISTORIC BUILDINGS TRUST (A COMPANY LIMITED BY GUARANTEE) INDEPENDENT AUDITOR'S REPORT

TO THE TRUSTEES OF FIFE HISTORIC BUILDINGS TRUST

Opinion

We have audited the financial statements of Fife Historic Buildings Trust (the 'trust') for the year ended 31 March 2023 which comprise the statement of financial activities, the balance sheet and notes to the financial statements, including 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 charitable company's affairs as at 31 March 2023 and of its incoming resources and application of resources, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
 and
- have been prepared in accordance with the requirements of the Companies Act 2006, the Charities and Trustee Investment (Scotland) Act 2005 and regulation 8 of the Charities Accounts (Scotland) Regulations 2006 (as amended).

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 trust 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 relating 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 trust's ability to continue as a going concern for a period of at least twelve 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 other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. 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.

FIFE HISTORIC BUILDINGS TRUST (A COMPANY LIMITED BY GUARANTEE) INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE TRUSTEES OF FIFE HISTORIC BUILDINGS TRUST

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Charities Accounts (Scotland) Regulations 2006 (as amended) require us to report to you if, in our opinion:

- the information given in the financial statements is inconsistent in any material respect with the trustees' report; or
- proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees

As explained more fully in the statement of trustees' responsibilities, the trustees, who are also the directors of the trust for the purpose of company law, 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 trustees 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 trust'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 charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditor under section 44(1)(c) of the Charities and Trustee Investment (Scotland) Act 2005 and report in accordance with the Act and relevant regulations made or having effect thereunder.

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. 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.

The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Extent to which the audit was considered capable of detecting irregularities, including fraud

We considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following areas: existence and timing of recognition of income, posting of unusual journals along with complex transactions and non-compliance with laws and regulations. We discussed these risks with management, designed audit procedures to test the timing and existence of revenue, tested a sample of journals to confirm they were appropriate and inspected minutes from meetings held by management and trustees for any reference to breaches of laws and regulations. In addition, we reviewed areas of judgement for indicators of management bias to address these risks.

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our sector experience through discussion with the officers and other management (as required by the auditing standards).

We reviewed the laws and regulations in areas that directly affect the financial statements including applicable charity and company law and considered the extent of compliance with those laws and regulations as part of our procedures on the related financial statement items.

With the exception of any known or possible non-compliance with relevant and significant laws and regulations, and as required by the auditing standards, our work in respect of these was limited to enquiry of the officers and management of the charity.

FIFE HISTORIC BUILDINGS TRUST (A COMPANY LIMITED BY GUARANTEE) INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE TRUSTEES OF FIFE HISTORIC BUILDINGS TRUST

We communicated identified laws and regulations and potential fraud risks throughout our team and remained alert to any indications of non-compliance or fraud throughout the audit. However the primary responsibility for the prevention and detection of fraud rests with the trustees.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

These inherent limitations are particularly significant in the case of misstatement resulting from fraud as this may involve sophisticated schemes designed to avoid detection, including deliberate failure to record transactions, collusion or the provision of intentional misrepresentations.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and to the charity's trustees, as a body, in accordance with Section 44(1) (c) of the Charities and Trustees Investment (Scotland) Act and regulation 10 of the Charities Accounts (Scotland) Regulations 2006. Our audit work has been undertaken so that we might state to the charity's trustees 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 charity and the charity's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Andrew Croxford

(Senior Statutory Auditor)

For and on behalf of

Thomson Cooper, Statutory Auditors

Dunfermline

12 September 2023

FIFE HISTORIC BUILDINGS TRUST (A COMPANY LIMITED BY GUARANTEE) STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2023

	Notes	Unrestricted funds 2023 £	Restricted funds 2023	Total Ui 2023 £	nrestricted funds 2022 £	Restricted funds 2022	Total 2022 £
Income from:		_	_	_	_		
Donations and legacies	2	420	-	420	474	_	474
Charitable activities	3	259,236	-	259,236	263,140	84,429	347,569
Investments	4	77,414		77,414	61,236		61,236
Total income		337,070		337,070	324,850	84,429	409,279
Expenditure on: Charitable activities	5	306,543	35,840	342,383	331,782	131,013	462,795
Net income/(expenditure	e)	30,527 [.]	(35,840)	(5,313)	(6,932)	(46,584)	(53,516)
Net gains/(losses) on investments	9				185,500		185,500
Net movement in funds		30,527	(35,840)	(5,313)	178,568	(46,584)	131,984
Fund balances at 1 April 2	2022	659,247	248,745	907,992	480,679	295,329	776,008
Fund balances at 31 Ma 2023	rch	689,774	212,905	902,679	659,247	248,745	907,992

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.

FIFE HISTORIC BUILDINGS TRUST (A COMPANY LIMITED BY GUARANTEE) BALANCE SHEET

AS AT 31 MARCH 2023

		202	2023		
	Notes	£	£	£	£
Fixed assets Tangible assets	10		387,779		386,000
rangible assets	, 0		007,770		000,000
Current assets		05.000		00.400	
Debtors	11	85,669		82,483	
Cash at bank and in hand		473,507		495,703	
		559,176		578,186	
Creditors: amounts falling due within					
one year	12	(44,276)		(56,194)	
Net current assets		<u> </u>	514,900		521,992
Total assets less current liabilities			902,679		907,992
Income funds					
Restricted funds	13		212,905		248,745
Unrestricted funds					
Designated funds	15	198,367		198,367	
General unrestricted funds		491,407		460,880	
			689,774		659,247
			902,679		907,992

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 12 September 2023

Mr C Fowler

Company Secretary and Treasurer

Company registration number SC173262

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

Charity information

Fife Historic Buildings Trust is a private company limited by guarantee incorporated in Scotland. The registered office is Kinghorn Town Hall, St Leonard's Place, Kinghorn, KY3 9TJ.

1.1 Accounting convention

The financial statements have been prepared in accordance with the trust's governing document, the Charities and Trustee Investment (Scotland) Act 2005, the Charities Accounts (Scotland) Regulations 2006 (as amended), the Companies Act 2006, FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the Charities SORP "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 trust is a Public Benefit Entity as defined by FRS 102.

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

The charity constitutes a public benefit entity as defined by FRS 102.

1.2 Going concern

The Trustees are satisfied that the Trust has adequate unrestricted resources, of which a high percentage is held in cash, to continue its objectives for the foreseeable future, and therefore has adopted the going concern basis in preparing these financial statements. The Trustees have considered a period of 12 months from the date of approval of the financial statements.

1.3 Charitable funds

Unrestricted income funds comprise those funds which the Trustees are free to use for any purpose in the furtherance of the charity objectives. Unrestricted funds include designated funds where the Trustees, at their discretion, have created a fund for a specific purpose.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by the donor.

1.4 Income

Items of income are recognised and included in the accounts when all of the following criteria are met:

- · The charity has entitlement to the funds;
- Any performance conditions attached to the item(s) of income have been met or are fully within the control of the charity;
- There is sufficient certainty that receipt of the income is considered probable; and
- · The amount can be measured reliably.

Income tax recoverable in relation to investment income is recognised at the time the investment income is receivable.

Uncommitted reserves are temporarily invested either in fixed interest term deposits or in on call deposits. This generates additional interest for the Trust. These investments are reflected in the Cash at bank and in hand line in the Balance Sheet.

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(Continued)

1.5 Expenditure

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

Governance and support costs are those incurred in connection with administration of the charity and compliance with constitutional and statutory requirements and include the audit fees and costs linked to the strategic management of the charity.

Charitable expenditure comprises those costs incurred in the delivery of the charity's activities and services. It included both costs that can be allocated directly to such activities and those costs of an indirect nature necessary to support them.

All costs are allocated between the expenditure categories of the Statement of Financial Activities on a basis designed to reflect the use of resource. Costs relating to a particular activity are allocated directly, others are apportioned on an appropriate basis.

1.6 Tangible fixed assets

Tangible fixed assets are stated at cost less depreciation. The costs of minor additions under £1,000 are not capitalised.

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Fixtures and fittings Equipment Straight line over 3 years Straight line over 3 years

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the statement of financial activities.

1.7 Investment properties

Investment properties are measured at fair value at each reporting date with changes in fair value recognised in net gains/(losses) on investments in the Statement of Financial Activities.

1.8 Impairment of fixed assets

At each reporting end date, the trust reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

1.9 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.

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(Continued)

1.10 Financial instruments

The trust 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 trust's balance sheet when the trust 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.

Basic financial liabilities

Basic financial liabilities 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.

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.

1.11 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 trust is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

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

1.13 Cash Flow

The financial statements do not include a cash flow statement because the charitable company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the SORP (FRS102).

2 Donations and legacies

Total 2022 £	Total 2023 £
474	420

Donations

FOR THE YEAR ENDED 31 MARCH 2023

3	Charitable activities		
		Total 2023 £	Total 2022 £
	Management fees and costs recovered Grants from other sources Grants - Fife Council	155,636 40,100 63,500 259,236	146,217 80,352 121,000 347,569
	Analysis by fund Unrestricted funds Restricted funds	259,236 	263,140 84,429 ======
4	Investments	Total 2023 £	Total 2022 £
	Rental income - Furnished Holiday Lets and Commercial Lets Bank interest receivable	75,214 2,200 ———— 77,414	61,031 205
		=======================================	

FOR THE YEAR ENDED 31 MARCH 2023

5	Charitable activities				
				Total	Total
				2023	2022
				£	£
	Kinghorn Town Hall			17,586	12,271
	Dysart John McDouall Stuart View			9,080	8,388
	Cupar Burgh Chambers			15,620	20,639
	Burntisland Platform Building			11,914	9,691
	West Wemyss 48 Main Street			255	225
	Inverkeithing CARS/TH			3,817	9,000
	Inverkeithing Friary			-	8,500
	Strategic Review			-	26,423
	Fife Buildings Health Check			4,473	11,091
	HES Kinghorn Town Hall Repairs			-	75,999
	Trust - Direct Costs			238,937	271,491
	Donibristle Chapel			4,500	_
	FC/FHBT Partnership Fund			23,050	
				329,232	453,718
	Share of governance costs (see note 6)			13,151	9,077
				342,383	462,795
	Analysis by fund				
	Unrestricted funds			306,543	331,782
	Restricted funds			35,840	131,013
				342,383	462,795
	Allocation of cost is based on project specific expenditure.				
6	Support costs				
		Support costs	Governance costs	2023	2022
		£		£	£
				4.000	2 222
	Audit fees	-	4,300	4,300	3,800
	Other professional fees	-	8,441	8,441	4,799
	Accountancy fees		410	<u>410</u>	478
			13,151	13,151	9,077

7 Trustees

None of the trustees (or any persons connected with them) received any remuneration or benefits from the trust during the year.

FOR THE YEAR ENDED 31 MARCH 2023

8 Employees

The average monthly number of employees during the year was:

The die age mentally number of employees daming the year mass.	2023 Number	2022 Number
FHBT Manager (seconded from Fife Council)	1	1
Project Officer	1	1
Finance and Administration Officer	2	1
Training and Development Officer	1	1
Holiday Letting and Marketing Officer	1	1
		
Total	6	5
Employment costs	2023	2022
	£	£
Wages and salaries	177,022	160,093
Social security costs	12,380	15,748
Other pension costs	30,565	24,855
		·
	219,967	200,696

The FHBT Manager (who is on secondment from Fife Council) salary is also included within wages and salaries above.

The total remuneration for key management during the year was £Nil (2022: £Nil).

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

9 Net gains/(losses) on investments

	Total	Unrestricted funds
	2023	2022
	£	£
Gain/(loss) on sale of investment properties	-	185,500

FOR THE YEAR ENDED 31 MARCH 2023

10	Tangible fixed assets					
		Freehold Property	Fixtures and fittings	Equipment	Investment Property	Total
		£	£	£	£	£
	Cost					
	At 1 April 2022	60,000	31,327	12,709	326,000	430,036
	Additions			2,668		2,668
	At 31 March 2023	60,000	31,327	15,377	326,000	432,704
	Depreciation and impairment					
	At 1 April 2022	-	31,327	12,709	_	44,036
	Depreciation charged in the year			889		889
	At 31 March 2023	-	31,327	13,598	-	44,925
				-	 :	
	Carrying amount					
	At 31 March 2023	60,000	-	1,779	326,000	387,779
			====			
	At 31 March 2022	60,000	-	-	326,000	386,000

The Trust's fixed assets were revalued on a fair value basis by Michael Court MRCIS, Registered Valuer with D M Hall Chartered Surveyors in the accounts for the year ended 31 March 2022. The Board are of the view that no material changes to the value of the Trust's fixed assets has occurred during the period from March 2022 and due to the very long useful life of the Freehold Property no depreciation provision has been made on these assets.

11 Debtors

		2023	2022
	Amounts falling due within one year:	£	£
	Other debtors	50,806	75,519
5	Prepayments and accrued income	34,863	6,964
		85,669 ————	82,483
12	Creditors: amounts falling due within one year		
		2023	2022
		£	£
	Other taxation and social security	8,514	11,161
	Trade creditors	-	600
	Accruals and deferred income	35,762	44,433
		44,276	56,194

FOR THE YEAR ENDED 31 MARCH 2023

13 Restricted funds

The income funds of the charity include restricted funds comprising the following unexpended balances of donations and grants held on trust for specific purposes:

		Movement i	in funds			
	Balance at 1 April 2021	Incoming resources	Resources expended	Balance at 1 April 2022	Resources expended 31	Balance at March 2023
	£	£	£	£	£	£
Dysart THI	27,913	-	_	27,913	-	27,913
Leven Silverburn Park	920	_	-	920	-	920
Inverkeithing	42,463	-	(9,000)	33,463	(3,817)	29,646
FC/FHBT Partnership Fund	153,540	5,000	(5,000)	153,540	(23,050)	130,490
NLHF Resilient Heritage						
Funding	15,473	5,950	(21,423)	-	-	-
HES Grant KTH Major						
Repairs	55,020	20,979	(75,999)	-	-	-
Inverkeithing Friary	-	8,500	(8,500)	-	-	-
Fife Buildings Health Check	-	20,000	(11,091)	8,909	(4,473)	4,436
Donibristle Chapel	-	24,000	-	24,000	(4,500)	19,500
						
	295,329	84,429	(131,013)	248,745	(35,840)	212,905

For clarification of the restricted funds, see the Trustees' Report, which gives further detail on each project.

14 Unrestricted funds

These are unrestricted funds which are material to the trust's activities made up as follows:

	Movement in funds					
	Balance at 1 April 2022	Incoming resources	Resources expended	Transfers 31	Balance at March 2023	
	£	£	£	£	£	
General Fund	460,880	337,070	(306,543)	-	491,407	
	====			=====		
		Movement in funds				
	Balance at 1 April 2021	Incoming resources	Resources expended	Transfers 31	Balance at March 2022	
	£	£	£	£	£	
General Fund	450,462	324,850	(294,432)	(20,000)	460,880	

FOR THE YEAR ENDED 31 MARCH 2023

15 Designated funds

The income funds of the charity include the following designated funds which have been set aside out of unrestricted funds by the trustees for specific purposes:

			Balance at 1 April 2022	Resources expended	Transfers	Revaluations, Balance at gains and 31 March 2023 losses	
			£	£	£	£	£
	Designated Renewal & Rep	air Fund	12,867	-	-	-	12,867
	Revaluation Reserve		185,500				185,500
			198,367				198,367 ———
			Balance at 1 April 2021	Resources expended	Transfers	Revaluations, gains and losses	Balance at 31 March 2022
			£	£	£	£	£
	Designated Renewal & Rep Revaluation Reserve	air Fund	30,217 -	(37,350)	20,000	185,500	12,867 185,500
			30,217	(37,350)	20,000	185,500	198,367
16	Analysis of net assets bet	ween funds					
	_	nrestricted funds	Restricted funds	Total	Unrestricted funds	Restricted funds	Total
		2023	2023	2023	2022	2022	2022
		£	£	£	£	£	£
	Fund balances at 31 March 2023 are represented by:						
	Tangible assets	387,779	-	387,779	386,000	-	386,000
	Current assets/(liabilities)	301,995	212,905	514,900	273,247	248,745	521,992
		689,774	212,905	902,679	659,247	248,745	907,992
	•	====			====		

17 Contingencies

The company is in receipt of grant funding from public bodies. Some grants have contractual terms and conditions and in the event of the company failing to comply with all of the terms and conditions then all or some of the grants may be repayable.

FOR THE YEAR ENDED 31 MARCH 2023

18 Related party transactions

The company was not under the control of any one individual throughout the current and previous year.

The Trustees received no remuneration or expenses in the year ended 31 March 2023 (2022: £Nil).

19 Company limited by Guarantee

Every member of the company undertakes to contribute a maximum of £1 to the assets of the company should it be wound up while they are a member or within one year of them ceasing to be a member.

The Memorandum of Association does not permit the payment of dividends or the distribution of the surpluses to members.