

Registered number: 07569496

**NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST
COMPANY**

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019



NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

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NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

COMPANY INFORMATION

DIRECTORS

D H Baldwin
J A Brown
N J Danks
S J Harding
L Harrison
M Lewis
L M Nash
P J Saunders
J A Turton
H M Young

COMPANY SECRETARY

P E Gillard

REGISTERED NUMBER

07569496

REGISTERED OFFICE

Castlewood
Tickenham Road
Clevedon
North Somerset
BS21 6FW

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
2 Glass Wharf
Bristol
BS2 0FR

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2019

The Directors present the Strategic Report of North Somerset Community Partnership Community Interest Company (the "Company") for the year ended 31 March 2019.

BUSINESS REVIEW

North Somerset Community Partnership Community Interest Company (NSCP) provides a wide range of community health services including community nursing, specialist nursing and therapy services under contract to the NHS, predominantly within North Somerset. Smaller contracts are also held with other NHS organisations for the provision of health related services extending to Bristol and South Gloucestershire.

Working in the health sector, as a staff owned not-for-profit Community Interest Company, NSCP began trading in 2011 following the transfer of staff and services from North Somerset Primary Care Trust. As a community focused Social Enterprise NSCP have benefitted from our staff-shareholder's innovation and passion, not only for the continued delivery of high quality care; but also for bringing innovation to the clinical workplace ensuring the delivery of recurrent savings whilst improving the quality of care provided, (£1.8m in the financial year under review). Our transformation programme board has overseen the key deliverables and provided the governance to ensure that efficiencies are not made at the expense of the quality of service. Some examples of improvements include; the implementation of SMS reminder services, the consolidation of estates and improvements in working environment, the simplification and improvement of our clinical record keeping systems and improving the resources and support available to the administrators that complement our clinical staff, and the continued investment in Information Management and Technology (IM&T).

Our key customers are Public Sector commissioners; including North Somerset Council – who commission Public Health Funded Children's Services, Bristol, North Somerset and South Gloucestershire (BNSSG) Clinical Commissioning Group (CCG) – who commission Adult Community Health Services and NHS England who commission Vaccination Services for children

Together with these commissioners and other providers of NHS services we form part of the local "Healthier Together" STP, which is responsible for bringing long-term clinical and financial sustainability to the local NHS 'system'.

The 'system' has benefited in year from NSCP's innovation in new care models to deliver better quality care at a lower total system cost. This has seen NSCP increase turnover in the year by £1.8m.

During the year our personal health budget (PHB) brand "Partner2Care" continued to grow, through the simplification of its customer offer and the continued delivery of patient outcomes within a lower cost envelope. The increase in caseload has delivered the first small, but encouraging, positive contribution.

The Company has continued its investment into IM&T and delivered several key projects to enhance cyber security; and implemented a new private cloud-based Business Intelligence system. The Business Intelligence system was designed and implemented in line with NHS "Cloud First" strategy and is one of the first implementations within NHS Providers. The technology has linked Management Information systems to the company's enterprise wide systems and provided new capability to both visualise and interrogate data. This has enhanced the roles of our Corporate Business Partners to improve the Quality of Care and provided a deeper understanding of operational performance, and to triangulate data to provide assurance to the Board of Directors and to identify opportunities for improvements.

The Company has reviewed its information governance arrangements to ensure compliance with the Data Protection Act 2018 and has utilised the National Health Service standard Information Asset Ownership model to align accountabilities to the Data Protection Act, and has kept all policies and mandatory targets under close scrutiny. During the year the company achieved an improved score in NHS Digital's Data Security and Information Protection Toolkit registering an independently assessed score of 100% compliance with mandatory requirements and confirmation that a further 40 from 49 (80%) of non-mandatory requirements had also been met.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

BUSINESS REVIEW (continued)

In line with the People Strategy, the Company has continued to support staff to be healthy and happy at work and in life. This has seen the Company providing additional resources to promote wellbeing with the inclusion of additional support and advice, including the introduction of Wellness Recovery Action Plans, Health and Wellbeing Action plans, and Mental Health First-aiders. During 2018/19 83% of frontline healthcare workers have had the Flu vaccination which benefits both our staff and patients; and ran initiatives throughout the year to promote health and wellbeing.

As required under the Health Act 2009, the company has recently published its Quality Account for 2018/19. It is impossible to give a full recital of the detail in this filing; however there are many achievements that are captured in full in the document that can be found on our website. Some notable achievements that it would be remiss to not mention include; achievement in full of our Quality Priorities for the year, 98.5% of patients would recommend our services, and a 100% achievement of our Quality Incentive payments (CQUINs).

The Company received notice from Bristol, North Somerset and South Gloucestershire CCG on 13th March 2019 to terminate its core contract from 31st March 2020.

With the approval of shareholders, the company agreed a strategy of joint tender response to a larger tender for a contract covering the whole of Bristol, North Somerset and South Gloucestershire worth £1,056m over a 10 year term; followed by a legally binding commitment to merge with Bristol Community Health CIC, if it were successful in securing the contract.

On 3rd July 2019 the Company was informed that the joint bid was not successful, confirming the loss of the company's core income stream from 31st March 2020. The Board of Directors are implementing plans to ensure the 'trading out' of the current contract, with a planned wind-down over the same period and have decided that the company will cease to trade on 31st March 2020. The Board of Directors have reviewed the financial position of the company and expect it to liquidate solvently, by way of a Member's Voluntary Liquidation during the year ending 31st March 2021.

Key appointments and Corporate Governance

During the year there were no appointments or resignations of Directors.

PRINCIPAL RISKS AND UNCERTAINTIES

Risk Management

The Company uses an integrated risk management tool that provides a holistic approach covering all the risks of the Company. Risks are delegated for management at the most appropriate level, with progress and changes in scores monitored and risks escalated as appropriate to an overarching Corporate Risk Register. Risks to delivering strategic objectives are managed through a Board Assurance Framework, with oversight by the Audit Committee who receives assurance provided by various sub-committees of the Board.

This approach facilitates visibility and management of risk by the Board of Directors.

Income Risk

The company has received notice to terminate its contract with BNSSG CCG effective from 31st March 2020. The 'Block' nature of the contract that the company holds with the NHS will ensure that the Company will continue to receive the planned income levels for the remainder of the contract year.

Whilst there are expected to be significant costs involved in the transition of services to a new provider, the Company expects to have these costs reimbursed in line with the, "at the reasonable cost and reasonable request", General Conditions of the Standard NHS Contract.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

PRINCIPAL RISKS AND UNCERTAINTIES (continued)

Termination Costs Risk

In line with custom and practice within the local 'Health System' it is the expectation of the Board of Directors that the vast majority of staff will transfer to the new provider of services under TUPE arrangements. It should however be noted that as of the date of signing these accounts it has not been possible to ascertain with absolute certainty those who will transfer.

After considering a number of scenarios the Directors have included a redundancy provision for £1.6m in the accounts, reflecting the potential liability the Directors believe the company may have; based upon their best estimation, albeit without the company being in receipt of the final confirmation from the new provider(s).

Insolvency Risk

The Company has retained the services of Insolvency Advisory professional services to support it in assessing risks and taking corrective action to ensure the company does not enter into insolvency proceedings. The company has set an annual financial plan to ensure continued delivery to its contractual requirements; with current projections indicating that the company will exceed the minimum levels of reserves required to achieve a solvent liquidation, by way of a Member's Voluntary Liquidation (MVL), which is expected during the financial year ending 31st March 2021. The Board of Directors are confident that the current positions provides sufficient headroom, should the actual redundancy position be higher than expected.

Liquidity Risk

The Company has set its annual plan with reference to its reserves policy, which has received additional scrutiny of the Company's Insolvency Advisors. The policy has been kept under constant review throughout the financial year and requires the Company to retain sufficient reserves to cover the higher of the costs of closure + 20% or 30 days working capital. Cash-flow budgets are set each year and reviewed regularly to identify where liquidity may be required. Currently all of the Company's reserves are held liquid with the longest deposit term being 14 days. The Board have oversight of liquidity through the monthly finance report, with this being monitored on a daily basis by the Finance Team and overseen in detail by the Audit Committee.

Clinical and Operational Risk

Clinical risk is managed as part of the Company's integrated governance arrangements, which includes: a comprehensive Board Assurance Framework, risk register, clinical policy control, learning and development framework, clinical supervision and targeted clinical audit programme.

The Director of Operations provides leadership to manage the operational challenges represented by increasing demand and limited financial resources jointly with NHS commissioners. This includes setting out the safe clinical capacity given the resources available and a joint approach to addressing increasing demand where capacity is limited. The Board of Directors receives a monthly performance report giving a detailed overview of the performance compared to contracted measures and NHS constitutional standards.

The Company was rated as 'Good' by the Care Quality Commission following an inspection in November 2016 and under the leadership of the Director of Nursing and Therapies continues to drive improvements in the quality of services provided, aiming for an "Outstanding" rating. The Board of Directors receives assurance regarding the Quality of services provided through a monthly Quality Report and is supported by The Quality Committee, a sub-committee of the Board, who provide more detailed scrutiny and oversight.

In accordance with the Health Act 2009 the Company produces an Annual Quality Account outlining its quality priorities for the coming year and achievements from the prior year. The Company holds an annual celebration event where all staff can celebrate the achievements and receive recognition for the work of their teams and the services provided. For the year under review the Company achieved all of its quality priorities.

The Director of People and Organisational Development oversees our Learning and Development team to support all staff develop. In March 2018 our Learning and Development team won the Education and Training Team of the Year Award at the NHS Health Education England South West Star Awards. The Star Awards recognise the very best in education and training across the health and care sector in the south west. Our success demonstrates our ongoing commitment to continually develop staff.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

PRINCIPAL RISKS AND UNCERTAINTIES (continued)

The Company manages claims, complaints and incidents according to national standards. The Company has clinical negligence indemnity provided by the NHS Litigation Authority. The Company is registered with, and regulated by, the Care Quality Commission, Monitor and the CIC regulator.

Cyber Risk

The Company is dependent upon the resilience of its IT systems for continued safe and effective operation. The responsibility for cyber risk is managed through the Company's Forum for Information Governance at which the Company reviews the results of: cyber security assessments, ethical hacking and penetration testing in order to determine any actions to safeguard its information assets. The Company out-sources its IT provision to NHS England who acts as our Data Processor, via The NHS South Central and West Commissioning Support Unit (SCWCSU). The SCWCSU retains close links with NHS Digital and the National Cyber Security Centre (part of GCHQ) and they proactively monitor all network traffic and intrusion attempts and share information to prevent known vulnerabilities being exploited and to contain risk. Through this arrangement the company benefits from a contracting its IM&T Infrastructure, data storage and retrieval and IT support to a supplier who is Cyber Essentials 'Plus' certified and has the scale of resources to support the Company effectively.

The Company has reported 100% compliance with the mandatory items of the DSP Toolkit and 80% achievement of non-mandatory items. This provides the assurance that the Company is taking reasonable steps to safeguard its cyber risk and information security.

ENVIRONMENTAL, EMPLOYEES, SOCIAL, COMMUNITY AND HUMAN RIGHTS MATTERS

As a Community Interest Company (CIC) NSCP's purpose is to benefit the population of North Somerset. The Company has a Community Forum, which is constituted in line with the Company's Articles of Association, comprising representatives drawn from local charities, voluntary groups and other third sector organisations to represent the views of the local population.

During the year the Company commissioned its first Social Impact report. This independently audited assessment revealed that the company had delivered c. £43m of Social Value to the local economy, the full report is available on www.nscphealth.co.uk and details a wide range in which NSCP adds value to the local economy.

The Company's Articles restrict shareholding to staff only and the Company maintains a high level of shareholding (442 (2018: 413) shareholders who are all members of staff), reflecting the sense of ownership that our staff have of the Company. This is further supported by the Staff Council, whereby representatives are elected by their peers to represent their colleagues. The Chair of Staff Council attends Board meetings in an advisory capacity to ensure the voice of shareholders is considered in decision making.

The Board of Directors is committed to ensuring equality of access and, under the leadership of the Director of People and Organisational Development, regularly reviews its performance against the Equality and Diversity Delivery System. This framework supports services being provided in an equitable way and ensures that the Company recognises and addresses disadvantaged minority or special interests in the way that it conducts its corporate affairs or service delivery.

In line with our social value pledge and our goal of increasing Social Impact the Company has donated a further £25,000 (2018: £25,000) to the Health and Wellbeing focused Charitable Fund, which was established in the prior year. The fund which is administered by Quartet Community Foundation, who oversee the application and distribution of small grants to the local population, at the time of writing this report over £63,000 of applications have been made, for the final decision of the Company's Staff Council.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

FINANCIAL KEY PERFORMANCE INDICATORS

The Company uses the following information to monitor its financial position:

- Trading Position – Actual vs planned expenditure is monitored by cost centres - aligned to different service areas with dedicated budget managers - and by expense type.
- Cash Position – The cash position of the Company is monitored daily against forecast expenditure to ensure that the Company has enough cash to cover its requirements.
- Working Capital – Managed using debtor days and creditor days, with appropriate authorisation levels in place for write offs and issue of credit notes.

Key financial ratios

	2019	2018
Cash Cover (Liquidity) Days	128.24	89.58
Debtor Days (Trade debtor/Turnover x 365)	2.38	4.98
Creditor Days (Trade Creditor/Operating Charges x 365)	42.25	56.63
Pre-exceptional Operating Profit/(Loss) % of Turnover The position is in-line with the annual plan	4.37%	6.35%
ROCE (Return on Capital Employed) (Pre-exception Earnings Before Interest/Total Shareholders' Funds)	(4.77)%	47.17%

This report was approved by the board and signed on its behalf by:



N J Danks
Director

Date: 12/11/2019.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2019

The Directors present their annual report and the audited financial statements of North Somerset Community Partnership Community Interest Company (the "Company") for the year ended 31 March 2019.

PRINCIPAL ACTIVITIES

We currently provide community based healthcare services, free to the people that use them across Bristol, North Somerset and South Gloucestershire. We have over 700 employees who have a wide range of clinical and corporate skills. The range of services we offer includes:

- Community teams – a multi-disciplinary team providing a range of therapy, nursing and diagnostic services to adults to enable them to stay well in their own homes,
- North Somerset Community Hospital – a community hospital resource with a Minor Injuries Unit, Outpatient services and rehabilitation beds,
- Specialist Services comprising nurses and therapists with specialist skills supporting patients with long term conditions,
- Learning Disabilities Services – a joint service with Health and Social Care staff working together to support those people in our population with a Learning Disability,
- Children's services – offering universal and specialist services to 0-19 year olds enabling them to have the best start in life,
- Partner2Care – offering a personal health budget brokering and assessment service to clients who have are eligible to receive their own personal health budget to ensure the delivery of their own care.

The organisation operates as a social enterprise combining the focus and efficiency of a commercial business with the retained values of the NHS. NSCP delivers sustainable investment in the North Somerset area and provides high quality services to its patients, customers and clients.

On 3rd July 2019, the Company was, unfortunately, informed that it was not successful in winning a future contract for the provision of Community Health Services. The Board of Directors have assessed that the Company is not a viable going concern and has implemented plans to windup the operations with the expectation to enter a solvent liquidation, by way of a Member's Voluntary Liquidation during the year ending 31st March 2021.

RESULTS AND DIVIDENDS

The operating loss for the financial year amounted to £182,407 (2018: profit of £1,868,274).

The loss for the financial year amounted to £134,104 (2018: profit £1,452,051).

It is the Directors' recommendation that a dividend is not paid (2018: £Nil).

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2019**

DIRECTORS

The Directors who served during the year and up to the date of signing the financial statements, unless otherwise stated, were:

Non-Executive Directors

D H Baldwin
L Harrison
L M Nash, Chair
P J Saunders
H M Young

Executive Directors

J A Brown
N J Danks
S J Harding
M Lewis
J A Turton

Company Secretary

P E Gillard

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year "Directors' and Officers'" liability insurance in respect of its Directors.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

FINANCIAL RISK MANAGEMENT

The Company's operations expose it to a variety of financial risks including the effects of price risk and liquidity risk. The policies in place to mitigate the potential impact of these financial risks are as follows:

Price Risk

The Company's main income stream is under contract from Bristol, North Somerset and South Gloucestershire CCG (previously North Somerset CCG). The contract takes the form of the NHS Standard Contract, with the arrangement being a 'block' contract. A key feature of a block contract is that the income is fixed, with no penalties associated with non-achievement of activity related targets; the corollary is that there is no additional payment for over-performance of activity levels. It is expected that future contracts will be consistent in this approach.

The Company further mitigates the impact of price reduction through the implementation of efficiency related plans to set future staffing requirements and clinically safe activity levels. These assumptions are reviewed annually to set the following year's workforce plan.

Liquidity Risk

The Company started the year with £6.8m (2018: £6.3m) of cash from the prior period's trading and has continued to receive income as 1/12ths (2018: 1/12ths) of the annual contract value, received in advance of the payment of key expense items. The standard contract under which the Company supplies services to NHS North Somerset CCG does not allow the commissioner to make unilateral changes, unless under exceptional circumstances, thereby assuring the Company of future cash flow. Throughout the financial year the Company has accrued cash by managing expenditure to budget, minimising inventories and careful working capital management.

The Company currently retains all funds on an instant access basis to ensure cash is readily available when needed.

During the year the Directors have ensured that the company maintains liquidity in line with its minimum level of liquidity cover. Short term liquidity is essential to give the flexibility to cope with future working capital requirements, capital investment requirements, late debtor payment, and schemes to create social value for the population of North Somerset, and to retain cash to achieve a solvent liquidation.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

FUTURE DEVELOPMENTS

The Directors confirm that the Company continues to perform satisfactorily against the community health services contract for the delivery of services to the population of North Somerset, however notice to terminate this contract was received from Bristol, North Somerset and South Gloucestershire CCG on 13th March 2019.

The Company pursued a joint tender response, with Bristol Community Health CIC, to a larger contract covering the whole of Bristol, North Somerset and South Gloucestershire worth £1,056m over a 10 year term; followed by a legally binding commitment to merge, if it were successful in securing the contract.

On 3rd July 2019 the Company was informed that the joint bid was not successful, confirming the end of the Company's core income stream on 31st March 2020, one year earlier than expected.'

The Directors have confirmed that following the loss of the contract for the delivery of community health services the Company will cease trading on 31st March 2020. The Directors expect that the company will enter a solvent liquidation during the year ending 31st March 2021 and are taking advice from legal and professional firms. Accordingly, these financial statements are prepared on a basis other than going concern. This has necessitated significant estimates to be made in determining the level of provisions, as there are no firm plans from the providers of the new contract, and there are also several services for which contracts for future provision have not yet been signed but for which, it is understood, services will continue to be provided.

Based upon the best available knowledge the Directors expect the vast majority of staff to transfer to new providers under TUPE regulations, but have made an assessment of where there is a risk that some staff may not transfer and have made appropriate provisions for redundancy costs. As of the date of this report the new provider for Adult Services has not raised any objections to the staff the Directors expect to transfer.

EMPLOYEE INVOLVEMENT

The Company continues to systematically provide employees with information on matters of concern to them, consulting them or their representatives regularly so that their views can be taken into account when making decisions that are likely to affect their interests. Employee involvement in the Company is encouraged, as achieving a common awareness on the part of all employees of the financial and economic factors affecting the Company plays a major role in achieving its objectives. The Company encourages the involvement of employees through its regular "Connect" team brief, Board level service visits and the close working arrangements with our recognised unions through our Joint Union and Management Partnership.

The Staff Council Chair attends the Board in an advisory capacity and has contributed to a wide range of discussions ranging from current performance to future strategic direction. During the year the Board has held meetings that are open for shareholders to attend and ask questions.

DISABLED EMPLOYEES

The Company is committed to employment policies which follow best practice, based on equal opportunities for all employees, irrespective of sex, race, colour, disability, religion or marital status. The Company gives full and fair consideration to applications for employment from disabled persons, having regard to their particular aptitudes and abilities. Appropriate arrangements are made for the continued employment and training, career development and promotion of disabled persons employed by the Company. If members of staff become disabled the Company continues employment, either in the same or an alternative position, with appropriate retraining and adjustments being given if necessary.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, 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 Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006.

The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DISCLOSURE OF INFORMATION TO AUDITORS

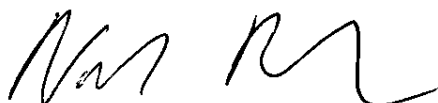
Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

INDEPENDENT AUDITORS

Under section 487(2) of the Companies Act 2006, PricewaterhouseCoopers LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the financial statements with the registrar, whichever is earlier.

This report was approved by the board and signed on its behalf by:



N J Danks
Director

Date: 12.11.2019.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

Report on the audit of the financial statements

Opinion

In our opinion, North Somerset Community Partnership Community Interest Company's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 and of its loss and cash flows for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 March 2019; the Statement of Comprehensive Income, the Statement of Cash Flows, the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Emphasis of matter - financial statements prepared on a basis other than going concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 2.1 to the financial statements which describes the directors' reasons why the financial statements have been prepared on a basis other than going concern. After receiving formal notice to terminate the core revenue contract from Bristol, North Somerset and South Gloucestershire CCG from 31 March 2020, the company agreed a strategy of a joint tender response to a larger contract covering the whole of Bristol, North Somerset and South Gloucestershire over a ten year term; followed by a legally binding commitment to merge with Bristol Community Health CIC if it were successful in winning the contract. On 3 July 2019, the company was informed that the joint bid was not successful, resulting in the loss of the company's core income stream. The Board of Directors are implementing plans to wind down the company, and the company will cease to trade on 31 March 2020. These conditions, along with the other matters explained in note 2.1 to the financial statements, indicate that the financial statements are to be prepared on a basis other than going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY (CONTINUED)

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 March 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

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

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Craig Sullivan (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors

Bristol

Date: 12 November 2019

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2019**

	Note	2019 £	2018 £
Turnover	4	32,624,734	29,407,654
Other operating income	5	91,812	336,522
Other external charges		(8,034,787)	(6,377,638)
Gross profit		24,681,759	23,366,538
Staff costs	9	(23,162,606)	(21,150,616)
Depreciation and amortisation		(92,408)	(347,648)
Exceptional expenses	6	(1,609,152)	-
Operating (loss)/profit	7	(182,407)	1,868,274
Interest receivable and similar income	11	33,637	10,690
(Loss)/profit before taxation		(148,770)	1,878,964
Tax on (loss)/profit	12	14,666	(426,913)
(Loss)/profit for the financial year		(134,104)	1,452,051
Total comprehensive (expense)/income for the financial year		(134,104)	1,452,051

The notes on pages 18 to 33 form part of these financial statements.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY
REGISTERED NUMBER: 07569496

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2019

	Note	2019 £	2018 £
Fixed assets			
Intangible assets	13	-	86,544
Tangible assets	14	-	5,864
		<u>-</u>	<u>92,408</u>
Current assets			
Debtors	15	1,073,909	2,775,282
Cash at bank and in hand	16	10,961,325	6,755,990
		<u>12,035,234</u>	<u>9,531,272</u>
Creditors: amounts falling due within one year	17	(5,861,927)	(4,377,170)
Net current assets		<u>6,173,307</u>	<u>5,154,102</u>
Total assets less current liabilities		<u>6,173,307</u>	<u>5,246,510</u>
Creditors: amounts falling due after more than one year	18	-	(220,565)
Provisions for liabilities			
Deferred tax	20	-	(152,001)
Other provisions	21	(2,346,291)	(912,853)
		<u>(2,346,291)</u>	<u>(1,064,854)</u>
Net assets		<u>3,827,016</u>	<u>3,961,091</u>
Capital and reserves			
Called up share capital	22	442	413
Profit and loss account	23	3,826,574	3,960,678
Total shareholders' funds		<u>3,827,016</u>	<u>3,961,091</u>

The financial statements on pages 14 to 33 were approved and authorised for issue by the board and were signed on its behalf by:



N J Danks
Director

Date: 12.11.2019.

The notes on pages 18 to 33 form part of these financial statements.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2019**

	Called up share capital £	Profit and loss account £	Total shareholders' funds £
At 1 April 2017	470	2,508,627	2,509,097
Comprehensive income for the financial year			
Profit for the financial year	-	1,452,051	1,452,051
Total comprehensive income for the financial year	-	1,452,051	1,452,051
Contributions by and distributions to owners			
Shares redeemed during the financial year	(57)	-	(57)
Total transactions with owners	(57)	-	(57)
At 31 March 2018 and 1 April 2018	413	3,960,678	3,961,091
Comprehensive expense for the financial year			
Loss for the financial year	-	(134,104)	(134,104)
Total comprehensive expense for the financial year	-	(134,104)	(134,104)
Contributions by and distributions to owners			
Net movement in shares during the financial year	29	-	29
Total transactions with owners	29	-	29
At 31 March 2019	442	3,826,574	3,827,016

The notes on pages 18 to 33 form part of these financial statements.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2019**

	2019 £	2018 £
Cash flows from operating activities		
(Loss)/profit for the financial year	(134,104)	1,452,051
Adjustments for:		
Amortisation of intangible assets	86,544	266,709
Depreciation of tangible assets	1,768	80,939
Loss on disposal of tangible assets	4,096	-
Government grants	(87,925)	(333,144)
Interest received	(33,637)	(10,690)
Taxation charge	(14,666)	426,913
Decrease/(increase) in debtors	2,246,382	(207,133)
Increase/(decrease) in creditors	1,381,951	(1,253,454)
Increase in provisions	1,433,438	370,929
Corporation Tax paid	(712,178)	(396,021)
Net cash generated from operating activities	<u>4,171,669</u>	<u>397,099</u>
Cash flows from investing activities		
Interest received	33,637	10,690
Net cash from investing activities	<u>33,637</u>	<u>10,690</u>
Cash flows from financing activities		
Issue of ordinary shares	29	-
Purchase of ordinary shares	-	(57)
Net cash used in financing activities	<u>29</u>	<u>(57)</u>
Net increase in cash and cash equivalents	<u>4,205,335</u>	<u>407,732</u>
Cash and cash equivalents at beginning of financial year	6,755,990	6,348,258
Cash and cash equivalents at the end of financial year	<u><u>10,961,325</u></u>	<u><u>6,755,990</u></u>
Cash and cash equivalents at the end of financial year comprise:		
Cash at bank and in hand	<u><u>10,961,325</u></u>	<u><u>6,755,990</u></u>

The notes on pages 18 to 33 form part of these financial statements.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

1. GENERAL INFORMATION

North Somerset Community Partnership CIC (NSCP) provides nearly 30 different services to the population of North Somerset under contract to the National Health Service (NHS). The services are organised in localities in order to support the varied needs of local communities within North Somerset

- Community teams - providing a range of therapy and nursing services to adults to enable them to stay well in their own homes,
- North Somerset Community Hospital – a community hospital resource with a Minor Injuries Unit, Outpatient services and rehabilitation beds,
- Specialist Services comprising nurses and therapists with specialist skills supporting patients with long term conditions,
- Learning Disabilities Services – a joint service with Health and Social Care staff working together to support those people in our population with a Learning Disability,
- Children's services – offering universal and specialist services to 0-19 year olds enabling them to have the best start in life,
- Partner2Care – offering a personal health budget brokering and assessment service to clients who have are eligible to receive their own personal health budget to ensure the delivery of their own care.

The organisation operates as a social enterprise combining the focus and efficiency of a commercial business with the retained values of the NHS. NSCP delivers sustainable investment in the North Somerset area and provides high quality services to its patients, customers and clients.

The Company is a private company limited by shares and is incorporated and domiciled in England. The address is: Castlewood, Tickenham Road, Clevedon, North Somerset, BS21 6FW.

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

After receiving formal notice to terminate the core contract from 31st March 2020; with shareholder approval the company agreed a strategy of; a joint tender response to a larger contract covering the whole of Bristol, North Somerset and South Gloucestershire worth £1,056m over a 10 year term; followed by a legally binding commitment to merge with Bristol Community Health CIC, if it were successful in securing the contract.

On 3rd July 2019 the company was informed that the joint bid was not successful, resulting in the loss of the company's core income stream, the Board of Directors are implementing plans to ensure the 'trading out' of the current contract, with a planned wind-down over the same period and have decided that the company will cease to trade on 31st March 2020. The Board of Directors have reviewed the financial position of the company and expect it to liquidate solvently, by way of a Member's Voluntary Liquidation during the year ending 31st March 2021.

The financial statements have been prepared on a basis other than going concern. This alternative basis of preparation has resulted in:

- the reclassification of long-term/non-current liabilities as current liabilities;
- the writing down of assets to their recoverable value (that is, lower of cost or recoverable value/fair value); and
- providing for liabilities arising as a result of the decision to cease trading/liquidate the entity for obligations that exist as at the balance sheet date.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

2. ACCOUNTING POLICIES (CONTINUED)

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS (CONTINUED)

Adjustments have been made in these financial statements to reclassify long term liabilities as current liabilities. No adjustments were required in these financial statements to reduce assets to their realisable values, or to provide for liabilities arising from the decision to cease trading.

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

The following principal accounting policies have been applied consistently throughout the year:

2.2 TURNOVER

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.3 INTANGIBLE ASSETS

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years. The useful life of intangible assets is considered to be 10 years.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.4 TANGIBLE ASSETS

Tangible assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives.

Depreciation is provided on the following basis:

Computer equipment	- 3 years straight line
Other fixed assets	- 5 years straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.5 OPERATING LEASES

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

2.6 DEBTORS

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

2.7 CASH AT BANK AND IN HAND

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

In the Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Company's cash management.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

2. ACCOUNTING POLICIES (CONTINUED)

2.8 FINANCIAL INSTRUMENTS

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an 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.

2.9 CREDITORS

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

2.10 GOVERNMENT GRANTS

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to the Statement of Comprehensive Income at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of Comprehensive Income in the same period as the related expenditure.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

2. ACCOUNTING POLICIES (CONTINUED)

2.11 PENSIONS

DEFINED CONTRIBUTION PENSION PLAN

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

2.12 INTEREST INCOME

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

2.13 PROVISIONS FOR LIABILITIES

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of Comprehensive Income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Statement of Financial Position date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of Financial Position.

Dilapidation provisions are made, in accordance with FRS 102, to account for expenditure necessary to ensure leased buildings are returned in accordance with the terms of the lease contract.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

2. ACCOUNTING POLICIES (CONTINUED)

2.14 CURRENT AND DEFERRED TAXATION

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date.

2.15 EXCEPTIONAL ITEMS

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

3. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Directors consider that the following estimates and judgements are likely to have the most significant effect on the amounts recognised in the financial information.

Provisions:

Dilapidation provisions are made to account for expenditure necessary to ensure leased buildings are returned in accordance with the terms of the lease contract.

The Directors have confirmed that following the loss of the contract for the delivery of community health services the Company will cease trading on 31st March 2020. This has necessitated significant estimates to be made in determining the level of provisions, as there are no firm plans from the providers of the new contract, and there are also several services for which contracts for future provision have not yet been signed, but for which it is understood services will continue to be provided. Based upon the best available knowledge the Directors expect the vast majority of staff to transfer to new providers under TUPE - Transfer of Undertakings (Protection of Employment) Regulations 2006. The management have made an assessment of where there is a risk that some staff may not transfer and have made appropriate provisions for redundancy costs.

The value of the provisions has been calculated in line with NSCP's contractual obligations to staff after assessing the likelihood of redundancy using various data sources, which indicate various levels of probability.

Information used to inform the provisioned amount	Estimated Redundancy Impact	Estimated Redundancy Likelihood
Legal advice indicating some posts will definitely not TUPE	£1,041k	100%
Little difference between the workforce requirements to deliver the new service specifications for the new provider's contract Vs NSCP's current contract specification.	£0	100%
Public Health Funded Children's Services are mandatory – A new provider will have to be contracted.	£0	100%
No challenges received 6 months after first TUPE list sent	£0	100%
Some key corporate posts could be challenged as not transferrable.	£299k	50%
For some services there is not a clear commissioning strategy / signed contracts for future service provision	£269k	50%

The total level of provision made is £1,609k, with a minimum level expected of £1,041k, this indicating a range of approximately £568k to the provided amount.

In line with the TUPE regulations to confirm details no later than 28 days before the transfer date, the company may not understand the full liability until 3rd March 2020.

4. TURNOVER

The whole of the turnover is attributable to the principal activity of the Company being the provision of healthcare services.

All turnover arose within the United Kingdom.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019

5. OTHER OPERATING INCOME

	2019 £	2018 £
Other operating income	3,887	3,378
Government grants recognised	87,925	333,144
	<u>91,812</u>	<u>336,522</u>

6. EXCEPTIONAL EXPENSES

	2019 £	2018 £
Redundancy costs	<u>1,609,152</u>	<u>-</u>

7. OPERATING (LOSS)/PROFIT

The operating (loss)/profit is stated after charging:

	2019 £	2018 £
Depreciation of tangible assets	1,768	80,939
Amortisation of intangible assets, including goodwill	86,544	266,709
Operating lease rentals	<u>381,176</u>	<u>631,517</u>

8. AUDITORS' REMUNERATION

	2019 £	2018 £
Fees payable to the Company's auditors for the audit of the Company's annual financial statements	<u>30,495</u>	<u>27,295</u>

FEES PAYABLE TO THE COMPANY'S AUDITORS IN RESPECT OF:

	2019 £	2018 £
Taxation compliance services	13,700	3,000
All other services	<u>186,705</u>	<u>21,650</u>
	<u>200,405</u>	<u>24,650</u>

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

9. STAFF COSTS

Staff costs, including directors' remuneration, were as follows:

	2019	2018
	£	£
Wages and salaries	19,420,827	17,717,623
Social security costs	1,759,451	1,631,920
Other pension costs	1,982,328	1,801,073
	<u>23,162,606</u>	<u>21,150,616</u>

The average monthly full-time equivalent number of employees, including the directors, during the year was as follows:

	2019	2018
	Number	Number
Employees	<u>600</u>	<u>570</u>

	2019	2018
	Number	Number
Total FTE staff group		
Scientific and technical	5	2
Clinical services	131	119
Administrative and clerical	136	128
Allied health professionals	74	72
Estates and ancillary	6	5
Medical and dental	1	2
Nursing and midwifery	242	239
Students	5	3
	<u>600</u>	<u>570</u>

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

10. DIRECTORS' REMUNERATION

	2019 £	2018 £
Aggregate directors' remuneration	509,631	499,316
Company contributions to defined contribution pension schemes	66,235	65,473
	<u>575,866</u>	<u>564,789</u>

During the year retirement benefits were accruing to 5 directors (2018: 5) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £114,637 (2018: £113,300).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £16,483 (2018: £16,293).

The Directors' remuneration reflects a fully established Board of Directors (5 Executive, 5 Non Executive) (2018: 5 Executive : 5 Non Executive).

11. INTEREST RECEIVABLE AND SIMILAR INCOME

	2019 £	2018 £
Other interest receivable	<u>33,637</u>	<u>10,690</u>

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

12. TAX ON PROFIT

	2019 £	2018 £
CORPORATION TAX		
Current tax on profit for the financial year	683,417	504,250
Adjustments in respect of previous periods	(1,072)	52
TOTAL CURRENT TAX	<u>682,345</u>	<u>504,302</u>
DEFERRED TAX		
Origination and reversal of timing differences	(710,266)	(86,494)
Effect of reduced tax rate on opening liability	17,395	9,105
Adjustment in respect of prior years	(4,140)	-
TOTAL DEFERRED TAX	<u>(697,011)</u>	<u>(77,389)</u>
TAX ON PROFIT	<u>(14,666)</u>	<u>426,913</u>

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is lower than (2018: higher than) the standard rate of corporation tax in the UK of 19.00% (2018: 19.00%). The differences are explained below:

	2019 £	2018 £
(Loss)/profit before taxation	<u>(148,770)</u>	<u>1,878,964</u>
(Loss)/profit before taxation multiplied by standard rate of corporation tax in the UK of 19.00% (2018: 19.00%)	(28,266)	357,003
EFFECTS OF:		
Expenses not deductible for tax purposes	18,123	60,753
Adjustments to tax charge in respect of prior years	(5,212)	52
Non-taxable income	(16,706)	-
Tax rate changes	17,395	9,105
TOTAL TAX (CREDIT)/CHARGE FOR THE FINANCIAL YEAR	<u>(14,666)</u>	<u>426,913</u>

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

12. TAX ON PROFIT (CONTINUED)

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

Changes to the UK corporation tax rates were substantively enacted as part of Finance Bill 2016 (on 7 September 2016). These include reductions to the main rate to reduce the rate to 17% from 1 April 2020. Deferred taxes at the Statement of Financial Position date have been measured using these enacted tax rates and reflected in these financial statements.

13. INTANGIBLE ASSETS

	Licences £
COST	
At 1 April 2018	846,647
At 31 March 2019	<u>846,647</u>
ACCUMULATED AMORTISATION	
At 1 April 2018	760,103
Charge for the year	86,544
At 31 March 2019	<u>846,647</u>
NET BOOK VALUE	
At 31 March 2019	<u>-</u>
At 31 March 2018	<u>86,544</u>

The CCG has provided a grant for the development of the EMIS Community Information System. There is a legal charge over this intangible asset and the legal charge will be enforced in the event that the Company does not fulfil the provisions of the Capital Grant Agreement.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019

14. TANGIBLE ASSETS

	Computer equipment £	Other fixed assets £	Total £
COST			
At 1 April 2018	256,029	18,722	274,751
Disposals	(4,096)	-	(4,096)
At 31 March 2019	251,933	18,722	270,655
ACCUMULATED DEPRECIATION			
At 1 April 2018	252,161	16,726	268,887
Charge for the year	(228)	1,996	1,768
At 31 March 2019	251,933	18,722	270,655
NET BOOK VALUE			
At 31 March 2019	-	-	-
At 31 March 2018	3,868	1,996	5,864

15. DEBTORS

	2019 £	2018 £
Trade debtors	213,145	401,507
Prepayments and accrued income	315,754	2,373,775
Deferred taxation	545,010	-
	1,073,909	2,775,282

16. CASH AND CASH EQUIVALENTS

	2019 £	2018 £
Cash at bank and in hand	10,961,325	6,755,990

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

17. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2019 £	2018 £
Trade creditors	930,010	989,538
Corporation tax	474,417	504,250
Other taxation and social security	475,588	407,319
Other creditors	1,451,157	472,619
Accruals and deferred income	2,530,755	2,003,444
	<u>5,861,927</u>	<u>4,377,170</u>

Other creditors includes £220,565 (2018: £88,004) of government grants received.

18. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2019 £	2018 £
Government grants received	-	220,565
	<u>-</u>	<u>220,565</u>

19. FINANCIAL INSTRUMENTS

	2019 £	2018 £
FINANCIAL ASSETS		
Financial assets that are debt instruments measured at amortised cost	<u>249,740</u>	<u>2,742,702</u>
FINANCIAL LIABILITIES		
Financial liabilities measured at amortised cost	<u>(3,598,756)</u>	<u>(2,204,997)</u>

Financial assets that are debt instruments measured at amortised cost comprise trade debtors, other debtors and accrued income.

Financial liabilities measured at amortised cost comprise trade creditors, other creditors and accruals.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019

20. DEFERRED TAXATION

	2019 £
At beginning of the financial year	(152,001)
Charged to profit or loss	697,011
AT END OF THE FINANCIAL YEAR	545,010

The deferred taxation balance is made up as follows:

	2019 £	2018 £
Accelerated capital allowances	197,050	100,802
Short term timing differences	347,960	(252,803)
	545,010	(152,001)

21. PROVISIONS

	Dilapidation provision £	Early lease termination provision £	Redundancy provision £	Holiday pay provision £	Total £
At 1 April 2018	514,924	397,929	-	-	912,853
Charged to profit or loss	-	(397,929)	1,609,152	222,215	1,433,438
AT 31 MARCH 2019	514,924	-	1,609,152	222,215	2,346,291

Dilapidation provisions are made, in accordance with FRS 102, to account for expenditure necessary to ensure leased buildings are returned in accordance with the terms of the lease contract. The provision is expected to be fully utilised by 31st March 2021.

The Company has lost their main contract for the delivery of community health services and consequently will cease trading on 31st March 2020. This has necessitated significant estimates to be made in determining the level of provisions, as there are no firm plans from the providers of the new contract, and there are also several services for which contracts for future provision have not yet been signed, but for which it is understood services will continue to be provided. Based upon the best available knowledge the Directors expect the vast majority of staff to transfer to new providers under TUPE regulations, but have made an assessment of where there is a risk that some staff may not transfer and have made appropriate provisions for redundancy costs. The provision is expected to be fully utilised by 31st March 2021.

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019

22. CALLED UP SHARE CAPITAL

	2019 £	2018 £
Allotted, called up and fully paid		
442 (2018: 413) Ordinary shares of £1 (2018: £1) each	442	413

23. RESERVES

Profit and loss account

The profit and loss account represents the accumulated profits, losses and distributions of the Company.

24. PENSION COMMITMENTS

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £1,982,328 (2018: £1,801,073).

25. COMMITMENTS UNDER OPERATING LEASES

At 31 March, the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2019 £	2018 £
Within 1 year	1,346,825	902,024

26. RELATED PARTY TRANSACTIONS

There were no related party transactions during the year (2018: Nil)

27. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The Company is under the control of the Board of Directors throughout the current year. In the opinion of the directors there is no ultimate controlling party.

700719/15

CIC 34

Community Interest Company Report

For official use
(Please leave blank)

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*Please
complete in
typescript, or
in bold black
capitals.*

**Company Name in
full**

NORTH SOMERSET COMMUNITY PARTNERSHIP COMMUNITY INTEREST COMPANY
--

Company Number

07569496

Year Ending

31 March 2019

Please ensure the company name is consistent with the company name entered on the accounts.

This template illustrates what the Regulator of Community Interest Companies considers to be best practice for completing a community interest company report. All such reports must be delivered in accordance with section 34 of the Companies (Audit, Investigations and Community Enterprise) Act 2004 and contain the information required by Part 7 of the Community Interest Company Regulations 2005. For further guidance see chapter 8 of the Regulator's information and guidance notes.

Please note that you must give details in this report of transfer of assets for less than full consideration e.g. donations to outside bodies, or paid directors at less than market value.

(N.B. A Filing Fee of £15 is payable on this document. Please enclose a cheque or postal order payable to Companies House)

PART 1 – GENERAL DESCRIPTION OF THE COMPANY'S ACTIVITIES AND IMPACT

In the space provided below, please insert a general account of the company's activities in the financial year to which the report relates, including a fair and accurate description of how they have benefited the community.

The Company has provided a wide range of community nursing, specialist nursing, and therapy services, under contract to the NHS, predominantly within North Somerset.

Smaller contracts have also been held with other NHS organisations for the provision of health related services in locations extending to Bristol and South Gloucestershire.

Services provided by the Company have been organised in localities, to support the varied needs of local communities.

(Please continue on separate continuation sheet if necessary.)

Company Number

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Year Ending

31 March 2019

PART 2 – CONSULTATION WITH STAKEHOLDERS

A “stakeholder” is any person or organisation affected by the company’s activities. Indicate what steps the company has taken during the financial year to which the report relates to consult its stakeholders, whether formally or informally. If there has been no consultation, this should be made clear.

Please indicate who the company’s stakeholders are:

- Shareholders of the Company, being those members of staff who have chosen to become shareholders, and who each hold one voting share in the Company;
- NHS Commissioners (the Bristol, North Somerset, South Gloucestershire Clinical Commissioning Group) and NHS England;
- Patients and service users of the Company, their families and friends;
- Regulators, including the Care Quality Commission and NHS Improvement;
- Providers of acute healthcare, including Weston Area Health Trust, University Hospitals Bristol NHS Foundation Trust, NHS North Bristol Trust;
- The local authority, North Somerset Council;
- Local General Practitioners;
- Third Sector Healthcare, social care and social value and voluntary organisations in North Somerset;
- Healthwatch, the independent national champion for users of health and social care services.
- a Social Impact Report assessed that £43m of social value was added to the local economy through the Company’s activities

Please indicate how the stakeholders have been consulted:

- NHS Commissioners – consultations have included discussions and regular meetings;
- Patients and service users of the Company, their families and friends - their views on the services provided to them have been sought through questionnaires and feedback forms;
- Regulators – have been communicated with via electronic communications and by formal meetings;
- Providers of acute healthcare – have been communicated with via electronic communications and by formal meetings;

Continued on separate sheet.

What action, if any, has the company taken in response to feedback from its consultations? If there has been no consultation, this should be made clear.

- Shareholders of the Company – the Company has acted in accordance with shareholder resolutions;

Continued on separate sheet.

(Please continue on separate continuation sheet if necessary.)

Company Number

07569496

Year Ending

31 March 2019

PART 3 –DIRECTORS’ REMUNERATION (See Appendix A)

All community interest companies are required to report certain information about their directors’ remuneration.

The information required is specified in Schedule 3 to the Small Companies and Groups (Accounts and Directors’ Report) Regulations 2008, for companies which are subject to the “small companies regime” under Part 15 of the Companies Act 2006.

All companies are required to provide some of this information in the notes to their annual accounts. **If you have provided all of this information in your accounts, you need not reproduce it here, but you must state where that information can be found.**

1. Total amount of directors’ remuneration etc	
(a)	<p>The overall total amount of remuneration paid to or receivable by directors in respect of qualifying services.</p> <p>Please see notes to the accounts.</p>
(b)	<p>The overall total amount of money paid to or receivable by directors, and the net value of assets (other than money, share options or shares) received or receivable by directors, under long term incentive schemes in respect of qualifying services.</p> <p>Not applicable, there are no long term incentive schemes.</p>
(c)	<p>The overall total value of any company contributions—</p> <p>(i) paid, or treated as paid, to a pension scheme in respect of directors’ qualifying services, and</p> <p>(ii) by reference to which the rate or amount of any money purchase benefits that may become payable will be calculated.</p> <p>Please see notes to the accounts.</p>
(d)	<p>The number of directors (if any) to whom retirement benefits are accruing in respect of qualifying services—</p>

	<p>(i) under money purchase schemes, and</p> <p>(ii) under defined benefit schemes.</p> <p>Five.</p>
<p><i>NB: For the purposes of section 1 above, any reference to a "subsidiary undertaking" of the company, is to an undertaking which is a subsidiary undertaking at the time the services were rendered.</i></p>	
<p>2. Compensation to directors for loss of office</p>	
	<p>The aggregate amount of any payments made to directors, or past directors, for loss of office.</p> <p>Nil.</p> <p><i>NB: For the purposes of this paragraph, any reference to a "subsidiary undertaking" of the company, is to an undertaking which is a subsidiary undertaking immediately before the loss of office as director.</i></p>
<p>3. Sums paid to third parties in respect of directors' services</p>	
	<p>The aggregate amount, and nature, of any consideration (including benefits otherwise than in cash) paid to or receivable by third parties for making available the services of any person—</p> <p>(i) as a director of the company, or</p> <p>(ii) while director of the company—</p> <p style="padding-left: 40px;">(a) as director of any of its subsidiary undertakings, or</p> <p style="padding-left: 40px;">(b) otherwise in connection with the management of the affairs of the company or any of its subsidiary undertakings.</p> <p>None.</p> <p><i>NB: For consideration otherwise than in cash, the reference to its amount is to the estimated money value of the benefit.</i></p> <p><i>NB: "Third party" means a person other than:</i></p> <p style="padding-left: 20px;"><i>(a) the director himself or a person connected with him or body corporate controlled by him, or</i></p> <p style="padding-left: 20px;"><i>(b) the company or any of its subsidiary undertakings.</i></p>

(Please continue on separate continuation sheet if necessary.)

NOTES

General nature of obligations

- (1) Information has to be given only so far as it is contained in the company's books and papers, or the company has the right to obtain it from the persons concerned.
- (2) Any information is treated as shown if it is capable of being readily ascertained from other information which is shown.

Provisions as to amounts to be shown

- (1) The amount in each case includes all relevant sums, whether paid by or receivable from the company, any of the company's subsidiary undertakings or any other person.
- (2) References to amounts paid to or receivable by a person include amounts paid to or receivable by a person connected with him or a body corporate controlled by him (but not so as to require an amount to be counted twice).
- (3) Except as otherwise provided, the amounts to be shown for any financial year are—
 - (a) the sums receivable in respect of that year (whenever paid) or,
 - (b) in the case of sums not receivable in respect of a period, the sums paid during that year.
- (4) Sums paid by way of expenses allowance that are charged to United Kingdom income tax after the end of the relevant financial year must be shown in a note to the first accounts in which it is practicable to show them and must be distinguished from the amounts to be shown apart from this provision.
- (5) Where it is necessary to do so for the purpose of making any distinction required in complying with this Schedule, the directors may apportion payments between the matters in respect of which they have been paid or are receivable in such manner as they think appropriate.

Exclusion of sums liable to be accounted for to company etc

- (1) The amounts to be shown do not include any sums that are to be accounted for—
 - (a) to the company or any of its subsidiary undertakings, or
 - (b) by virtue of sections 219 and 222(3) of the Companies Act 2006 (payments in connection with share transfers: duty to account), to persons who sold their shares as a result of the offer made.
- (2) Where—
 - (a) any such sums are not shown in a note to the accounts for the relevant financial year on the ground that the person receiving them is liable to account for them, and
 - (b) the liability is afterwards wholly or partly released or is not enforced within a period of two years,

those sums, to the extent to which the liability is released or not enforced, must be shown in a note to the first accounts in which it is practicable to show them and must be distinguished from the amounts to be shown apart from this provision.

Money purchase benefits and defined benefits

Where a pension scheme provides for any benefits that may become payable to or in respect of any director to be whichever are the greater of—

- (a) money purchase benefits as determined by or under the scheme; and
- (b) defined benefits as so determined,

the company may assume for the purposes of this paragraph that those benefits will be money purchase benefits, or defined benefits, according to whichever appears more likely at the end of the financial year.

For the purpose of determining whether a pension scheme is a money purchase or defined benefit scheme, any death in service benefits provided for by the scheme are to be disregarded.

Remuneration

Remuneration paid or receivable or share options granted in respect of a person's accepting office as a director are treated as emoluments paid or receivable or share options granted in respect of his services as a director.

Definitions	
Company contributions	means – in relation to a pension scheme and a director, any payments (including insurance premiums) made, or treated as made, to the scheme in respect of the director by a person other than the director
Consideration	includes benefits otherwise than in cash, and in relation to such consideration the reference to its amount is to the estimated money value of the benefit
Defined benefit scheme	means – a pension scheme that is not a money purchase scheme
Defined benefits	means - retirement benefits payable under a pension scheme that are not money purchase benefits
Money purchase benefits	means -

	retirement benefits payable under a pension scheme the rate or amount of which is calculated by reference to payments made, or treated as made, by the director or by any other person in respect of the director and which are not average salary benefits
Money purchase scheme	means - a pension scheme under which all of the benefits that may become payable to or in respect of the director are money purchase benefits
Net value	means – In relation to any assets received or receivable by a director, value after deducting any money paid or other value given by the director in respect of those assets
Payment for loss of office	has the same meaning as in section 215 of the Companies Act 2006
Pension scheme	means – a retirement benefits scheme as defined by section 611 of the Income and Corporation Taxes Act 1988
Qualifying services	means - in relation to any person, that person's services as a director of the company, and that person's services while director of the company— (a) as director of any of its subsidiary undertakings; or (b) otherwise in connection with the management of the affairs of the company or any of its subsidiary undertakings
Remuneration	includes— (a) salary, fees and bonuses, sums paid by way of expenses allowance (so far as they are chargeable to UK income tax), and (b) subject to the exclusion below, the estimated money value of any other benefits received by him otherwise than in cash.

	<p>The expression does not include—</p> <p>(a) the value of any share options granted to a director or the amount of any gains made on the exercise of any such options,</p> <p>(b) any company contributions paid, or treated as paid, in respect of him under any pension scheme or any benefits to which he is entitled under any such scheme, or</p> <p>(c) any money or other assets paid to or received or receivable by him under any long term incentive scheme</p>
Retirement benefits	has the meaning given by section 612(1) of that Act
Share option	<p>means -</p> <p>a right to acquire shares</p>
Shares	<p>means -</p> <p>shares (whether allotted or not) in the company, or any undertaking which is a group undertaking in relation to the company, and includes a share warrant as defined by section 779(1) of the Companies Act 2006</p>
Subsidiary undertakings	<p>Any reference to a subsidiary undertaking of the company, in relation to a person who is or was, while a director of the company, a director also, by virtue of the company's nomination (direct or indirect) of any other undertaking, includes that undertaking, whether or not it is or was in fact a subsidiary undertaking of the company</p>

Company Number

07569496

Year Ending

31 March 2019

PART 4 – TRANSFERS OF ASSETS OTHER THAN FOR FULL CONSIDERATION (EXCLUDING DIVIDENDS)

Community interest companies are only permitted to transfer assets other than for full consideration (i.e. at less than market value) if:

- (i) the assets in question are transferred to an asset-locked body (a community interest company, charity or equivalent body established outside Great Britain) which is specified in the company's constitution, or where the Regulator has consented to the transfer; or
- (ii) the transfer, although not made to an asset-locked body, is nevertheless made for the benefit of the community.

Where transfers of either kind are made, the community interest company report must disclose the amount of the transfer, or, where this cannot be given precisely, a fair estimate of the value of the assets transferred. Please give the following details:

- i) A description of the asset and the amount of the transfer or estimate of its value.
Please state 'none', if applicable and move to section 5

None.

- ii) Details of the recipient, to which the asset was transferred, including whether or not it is an asset-locked body.

None.

- iii) If the recipient is not an asset-locked body, how the transfer will benefit the community.

N/A.

- iv) If the recipient is an asset-locked body, whether it is specified in the company's memorandum or articles of association as a recipient of transfers of the company's assets other than for full consideration.

N/A.

- v) If the recipient is an asset-locked body, but is not so specified, brief details of how the Regulator's consent to the transfer was given.

N/A.

(Please continue on separate continuation sheet if necessary.)

Company Number

07569496

Year Ending

31 March 2019

PART 5 – DIVIDENDS FOR THE FINANCIAL YEAR TO WHICH THE REPORT RELATES

This part of the template should be completed if the company is limited by shares and has declared or proposed to declare a dividend in respect of the financial year to which the report relates or has declared a dividend in respect of any of the four financial years immediately preceding that financial year. If the company is limited by shares but has not declared or proposed any dividends in respect of the financial year to which the report relates, please indicate this.

Before completing this part you should consult Chapter 6.3 and Annex A of the Regulator's information and guidance notes which contain the rules on dividend payments.

For all dividends declared or proposed in respect of the financial year to which the report relates, please supply the following information:

- (i) A description of the class, number and paid up value of the shares on which the dividend has been declared or paid. **Please state 'none', if applicable and move to section 6**

None.

- (ii) The amount of dividend declared or paid per share

- (iii) Whether or not the dividend is an exempt dividend (in essence, a dividend paid directly or indirectly to an asset-locked body where the asset-locked body is either specified in the company's constitution as a possible recipient of its assets, or the Regulator has consented to payment of the dividend.

- (iv) if it is an exempt dividend, why it is an exempt dividend.

(Please continue on separate continuation sheet if necessary.)

Company Number

07569496

Year Ending

31 March 2019

Where a dividend which is not an exempt dividend is declared or proposed in respect of the financial year to which the report relates, the report must explain how it complies with regulations 17 to 20 of the Community Interest Company Regulations 2005 by giving details of:

(i) The maximum dividend per share

(ii) The maximum aggregate dividend

(iii) In addition to the above information, the total amount of (a) all exempt; and (b) all non-exempt dividends declared or proposed in respect of the financial year to which the report relates should be given.

(Please continue on separate continuation sheet if necessary.)

Company Number

07569496

Year Ending

31 March 2019

PART 6 – INTEREST PAID AT A PERFORMANCE-RELATED RATE

This part should only be completed if the company has, at any time during the financial year to which this report relates, had a debt outstanding, or a debenture in issue on which a performance-related rate of interest was payable. A performance-related rate of interest is a rate which varies according to the level of the company's profits or turnover, or any item on its balance sheet. See further Chapter 6.4 of the Regulator's guidance notes.

In order to demonstrate compliance with the rules on performance-related rates of interest, please give the following details:

- (i) The rates of interest paid on any debt or debenture of the company on which a performance-related rate of interest was payable as calculated over a 12 month period ending with the most recent date on which interest became payable in respect of that debt or debenture during the financial year. **Please state 'none', if applicable and move to section 7**
- None.
- (ii) (If the interest cap applied to that debt or debenture) how any such rates of interest were calculated.
- (iii) Either the interest cap applicable to the debt or debenture concerned (with an explanation of how it has been calculated), or an explanation of why the cap does not apply to it (i.e. because the agreement was entered into before the company became a community interest company).

(Please continue on separate continuation sheet if necessary.)

Company Number

07569496

Year Ending

31 March 2019

(N.B. Please enclose a cheque for £15 payable to Companies House)

PART 7 - SIGNATORY

Please ensure that a director or secretary signs the original CIC Report, which should be retained for your records. Please send a copy of the CIC Report to the Registrar of Companies (see below).

Signed

P. E. Quinn

Date

28-11-19

Office held (delete as appropriate) ~~Director~~ Secretary

You do not have to give any contact information in the box opposite but if you do, it will help the Registrar of Companies to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

NSCP CASTLEWOOD	
CLEVEDON NORTH	
SOMERSET BS21 6FW	
Tel 01275 546800	
DX Number	DX Exchange

Please send a completed copy, along with the accounts and a cheque or postal order for the £15 filing fee (payable to Companies House), to one of the following addresses:

Companies registered in England and Wales: Companies House, Crown Way, Cardiff, CF14 3UZ (DX 33050 Cardiff)

Companies registered in Scotland: Companies House, 4th Floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh EH3 9FF (DX235 Edinburgh)

Companies registered in Northern Ireland: Companies House, 2nd Floor, The Linenhall, 32-38 Linenhall Street, Belfast, BT2 8BG

(N.B. The accounts and CIC34 cannot be filed online)

Please ensure the company name is consistent with the company name entered on the accounts.

CIC 34

CONTINUATION SHEET

Please complete in typescript, or in bold black capitals.

Company Name in full	North Somerset Community Partnership Community Interest Company
Company Number	07569496
Year Ending	31 March 2019

PLEASE CLEARLY INDICATE THE PART YOU ARE CONTINUING HERE

PART 2 – CONSULTATION WITH STAKEHOLDERS

Please indicate how the stakeholders have been consulted:

- Shareholders – consultations have taken the form of presentations and formal shareholder meetings;
- North Somerset Council – various meetings and discussions have been held;
- Local General Practitioners – regular discussions have taken place;
- Third Sector healthcare, social care and social value and voluntary organisations in North Somerset, including discussions concerning future collaboration;
- Staff have been encouraged to participate in events and formal consultation processes and regular communications have been sent out by the Company's senior leadership team;
- We have continued to conduct the annual staff survey which asks staff whether they would recommend NSCP to friends and family if they needed care or treatment and whether they would recommend NSCP to friend and family as a place to work;
- The staff council was invited to review and shortlist applications for grants from local charities and community groups under the Company's scheme with the Quartet Foundation;
- Formal and informal meetings have been held with the Acute Trusts.
- We have continued to meet with our Community Forum and our Virtual Community Forum members, to share resources and enable them to give their views on healthcare and wellbeing services in North Somerset.

PART 2 – CONSULTATION WITH STAKEHOLDERS

What action, if any, has the company taken in response to feedback from its consultations? If there has been no consultation, this should be made clear.

- NHS Commissioners, particularly with the Bristol, North Somerset, South Gloucestershire Clinical Commissioning Group – formal response to re-tendering for the contract for provision of adult community health services;
- Patients and service users of the Company, their families and friends - their responses have been considered with a view to ascertaining, and if appropriate making, changes and/or improvements to services;
- Health Education England – held talks about implementing a system of talent management;
- Grants were given to those local charities or community groups chosen by staff from the entries shortlisted by the staff council.