Company registration number: 03643586 Charity registration number: 1072322

# Off the Record - Bath and North East Somerset

(A company limited by guarantee)

Annual Report and Financial Statements

for the Year Ended 31 March 2023



Milsted Langdon LLP 4 Queen Street Bath BA1 1HE



# Contents

Reference and Administrative Details		1
Trustees' Report		2 to 11
Statement of Trustees' Responsibilities		12
Independent Examiner's Report		13
Statement of Financial Activities		· 14
Balance Sheet		15
Statement of Cash Flows		16
Notes to the Financial Statements		17 to 34

#### Reference and Administrative Details

Chairman Mark Ames

**Trustees** Paul Bergin, resigned 26 September 2023

Rachael Feilden, resigned 27 January 2023 Susan Morgan, resigned 22 August 2022

Tessa Hibbert

James Harrison, resigned 27 January 2023

Alice Payne

Alisha Lobo, resigned 27 January 2023

Mark Ames

Paul Austin, appointed 26 September 2023
Annie Legge, appointed 26 September 2023

Georgina Newham, appointed 26 September 2023

Angela Scott, appointed 26 September 2023
Daisy Newsome, appointed 26 September 2023
Michael Tichelar, appointed 10 November 2022

Helen Gromley, appointed 10 November 2022 and resigned 31

May 2023

**Director** P Walters

**Charity Registration Number** 1072322

Company Registration Number 03643586

The charity is incorporated in England and Wales.

Registered Office

Open House Centre Manvers Street

Bath BA1 1JW

**Independent Examiner** 

Milsted Langdon LLP

4 Queen Street

Bath BA1 1HE

**Bankers** 

CAF Bank

25 Kings Hill Avenue

West Malling

Kent

**ME19 4JQ** 

#### **Trustees' Report**

The trustees, who are directors for the purposes of company law, present the annual report together with the financial statements of the charitable company for the year ended 31 March 2023.

#### A word from the trustees

The world in which our young people have been living over the last year has continued to be challenging and uncertain. The adverse impacts of world and national events on the economy, public finances, families, healthcare, educational attainment, societal fairness and general wellbeing have intensified. We are proud that Off The Record continues to be a vital resource and source of support for many of the young people living in Bath and North East Somerset.

In 2022/23, the staff and volunteers at Off The Record have:

- delivered nearly 15000 sessions
- · worked with about 2000 young people
- · worked directly with 17 schools, Bath College & University of Bath

#### As a result:

- 95% of young people reported increased confidence due to the support we gave them
- 85% of young people reported feeling more positive about their relationships with friends & family
- 98% of young people would recommend us to a friend

Just some of our many successes this year were:

- We have focused on progressing the organisational development priorities of our five-year strategy to underpin our ambition to serve a greater proportion of the most vulnerable groups of young people using our services.
- Continuing to see a high number of young people in our wellbeing services.
- Meeting higher levels of demand from our student population, both in our contracted work with the universities and through our community provision.
- Advocacy, Independent Visiting and support services that helped children and young people facing especially demanding circumstances, either in care, as a care experienced young person or with special educational needs.
- Participation and LGBTQ+ services that have delivered exceptional work to make sure young people are supported and heard on issues that affect them and influenced how OTR works with them.
- The recruitment of six new Trustees who have increased the diversity of the Board, as well as bringing their own areas of specialism which will help steer the charity through the next phase of its development and ensure good governance.

In our strategy we renewed and redoubled our commitment to working with young people facing disadvantage, whether by poverty, racism or disability. We also committed to increasing the proportion of young people we work with who identify as boys or young men in our wellbeing service. We will be monitoring service user profiles, to establish a reliable baseline from which we can confidently set targets for improving our reach to target groups and our efficiency.

We have worked with our Your OTR group to help make sure the language we are using to describe the young people we want to reach is accessible and relevant to them. We will continue to work with young people on how best to present our services and communicate about them.

#### **Trustees' Report**

We have been exploring potential projects, partnerships, and resources through which OTR could address the current service user underrepresentation of boys and young men, as well as seeking ways to increase the proportion of service users who are living in poverty and/or are black or of colour. For example, in our existing partnership with Youth Connect South West we provide Listening Support to young people on their alternative education programmes. We are exploring ways to work collaboratively and provide more of our services in Twerton and Whiteways in Bath, as well as setting up a group for Black and young people of Colour. Other key partnerships and collaborations include our ongoing involvement with the Race Equality Partnership in B&NES, where we've been involved in implementing the Race Equality Charter for schools.

Also, in our strategic plan for this year:

- We have started to evaluate and plan the next stage in the development of our LGBTQ+ project, with a survey to over 100 young people that will guide us on what we do next together.
- We will continue to establish our new organisational structure, supporting the growth of the new senior management team and establish clear management accountabilities.
- We will work proactively against racism and towards racial justice. We've set up an Equity, Diversity and Inclusion working group to lead and guide us through this work, and have membership from trustees, SMT, staff, volunteers and young people.
- We are developing a digital strategy that strengthens our services and internal effectiveness, and we will identify and build partnerships to help us deliver our strategic outcomes.
- We continue to review governance arrangements, resource management, reporting and key policies to fully support effective decision-making, delivery and monitoring of our new strategy.

We have a funding strategy that focuses on growing and diversifying our long-term income. Financially we were delighted to end the year with a small surplus. Our unrestricted reserves now stand at just under £140k, which is closer to the Trustees' target of 3 months running costs. We are planning to continue increasing the amount in our reserve by the end of the coming year.

We will continue to collaborate with and rely on the support of the public services, businesses, community groups, colleges, universities, schools and individuals who support us in so many ways for which we are very grateful. We are also launching our 30th Anniversary Young Futures Appeal with a particular focus on raising funds and collaborating with other third sector organisations to reach and support some of the most vulnerable groups of young people in Bath and North East Somerset. Finally, a note on the staff team without whose expertise and care we would not be able to achieve the incredible results we've seen this year. We are proud of the diversity and skills of our team and seek to support them in their roles, including taking into account the impact of the cost of living on them. Thank you to each and every one for their commitment and support.

Mark Ames
Chair of the Board of Trustees

#### **Trustees' Report**

#### Objectives and activities

#### Objects and aims

Our vision is for every young person in Bath and North East Somerset and beyond to be emotionally healthy, being confident and empowered in themselves.

Off the Record exists to improve the emotional health and wellbeing of young people by providing them with a safe space to be themselves.

#### Why we exist:

- 58,668 children and young people under 25 in Bath and North East Somerset
- Mental health problems affect 1 in 10 young people in BANES around 6,000
- 50% of lifetime mental health problems established by age 14 and 75% by 24
- 45% of LGBT+ young people experience harassment/threats or physical assault

Off the Record is an independent Registered Charity and Company Limited by Guarantee, which has evolved as a direct response to the needs of young people in the Bath & North East Somerset area.

The objectives of Off the Record are as follows:

- To empower children and young people to make informed choices about their emotional and mental well-being.
- To strengthen emotional resilience by enabling young people to improve their confidence and self-esteem as well as develop skills that help build positive relationships with their peers, parents, carers and other appropriate people and agencies.
- To enable children and young people to be actively involved in decision making processes, including in the planning, review, and improvement of services in the organisation and support them in expressing their views and experiences of other services that they may use.

The range of services currently provided by Off the Record – Bath & North East Somerset includes:

- Listening services to include Listening Support and Counselling services in the community, schools, college and universities
- Advocacy and Independent Visiting service
- LGBT+ service
- Participation and youth voice work

#### Through these services we deliver:

- 1. One to One Support, counselling, listening support, advocacy and independent visiting: These take place in a venue young people feel comfortable with; this could be their home, community venue of their choice, on the phone or online.
- 2. Positive Activities: Activities provide the opportunity for young people to develop self-esteem and confidence, share experiences and skills, support each other, develop social skills, try things they have never done before, and make new friends.
- 3. Support for children and young people by influencing and inspiring change: All our services encourage and support young people to get involved in evaluating the services they receive, planning activity programmes, designing publicity and staff and volunteer recruitment. Our Participation Service work with CAMHS (Child and Adolescent Mental Health Service) and the Local Authority Children's Services to increase the involvement of young people in improving their services.
- 4. Information and Education Awareness: Presentations and workshops developed both by and for young people in a range of settings to include schools and other partners and organisations. They cover topics such as LGBT+, mental health, and youth voice. These are delivered for a range of statutory and voluntary agencies.

#### **Trustees' Report**

Volunteers are core to the delivery of support provided for young people at OTR. In 2023 we had an average of 23 volunteers, and together provided over 2850 hours of support to young people. Most of our volunteers provide listening support and counselling in our community projects or as part of our, offering a safe space for children and young people to be heard; or our Independent Visiting service, providing IV's for children and young people that are in care.

Young people come to us use our services for a range of support issues, including but not limited to: depression, anxiety, family and relationship breakdown, bullying, abuse, mental health issues, low self-esteem, low school attendance, isolation, difficulties with education, suicidal thoughts, self-harm, homelessness, debt, and dealing with anger.

Children and young people aged 11-25, living, studying or working in Bath and North East Somerset use our services. They are also actively involved in evaluating service delivery, planning activity programmes, designing publicity and recruiting staff.

Trustees and Senior Management Team review all services, formally in line with funding cycles, on a quarterly basis.

#### Public benefit

Our services support Bath and North East Somerset Council in meeting objectives set out in its Local Area Plans relating to children and young people and young adults, young parents, young people in and leaving care, and disabled children and young people.

Off the Record also supports the B&NES, Swindon and Wiltshire Integrated Care Board (BSW ICB) in achieving its vision of 'Working together to empower people to lead their best life'.

Off the Record contributes to wider public objectives including: emotional health and wellbeing of children and young people, safety, and community involvement.

The young people who use our services report increased confidence, resilience, relationship skills, leadership skills & communication skills. All of these outcomes will lead to young people being more engaged members of the community better able to challenge and stand up for their own and others rights.

#### **Trustees' Report**

#### Values and benefits

The Trustees have considered the Charity Commission guidance on public benefit from section 17 of the Charities Act 2011. We believe that the work of Off the Record has been of direct benefit to people and operates in linewith its values of:

Equality - in every way we believe the importance of being equal, especially in status, rights, or opportunities

Youth led - we strive for young people to take the lead across the organisation, being genuinely needs led and responsive to what young people tell us works

Person Centred - We believe that each of us can choose and define our own way forward with the right support

Free, confidential, and independent - we believe young people should freely access our services, as well as having the right to confidentiality, and with confidence that we're independent

Collaborative - working together we can achieve more

Inclusive & accessible - we strive to be truly inclusive and accessible

#### Confidentiality

The rule is that nothing said will be passed on outside Off the Record without the agreement of the individual user of the service, except in exceptional circumstances where there is an immediate risk of serious harm to self and/or others.

#### Strategic report, achievements and performance

#### Achievements and performance

The results for the year and the charity's financial position at the end of the year are shown in the attached financial statements. Services have met funding targets and children and young people using our service said they are:

- · More aware, confident and able to make informed choices
- Emotionally more resilient
- More in control of their own lives, their overall enjoyment of life, their confidence, feelings about their future, and their relationships
- · More able to problem solve and using coping strategies to deal with the difficulties they face
- More able to engage in education and/or employment
- · Less likely to engage with risky behaviour
- · Less isolated
- · Listened to and that their opinions and suggestions are taken seriously and acted upon
- More confident to influence improvements in the services they receive.

In 2023 Off the Record worked with nearly 2000 young people and delivered around 15000 sessions with children and young people across Bath and North East Somerset. Ninety eight percent of young people that were supported by us said they would recommend us to a friend.

In 2021/22 we developed a new five-year strategy and worked with all our stakeholders to develop new areas of emphasis and tools to equip us to make an even bigger difference. This work is now under way, and is summarised by in the Chair of Trustees introduction.

#### **Trustees' Report**

#### Financial review

The Organisation's income increased slightly during the year by £49,784 across all income streams resulting in a total income for the year of £872,555 compared with £822,771 in 2022. The breakdown of the income streams in the year is detailed below:

Contracts £567,681 (2022 - £407,242) Grants £240,876 (2022 - £142,781) Donations and other income £63,998 (2022 - £272,748) Total £872,555 (2022 - £822,771)

The charity spent £844,317 (2022 - £753,139) on charitable activities during the year of which £820,917 related to the delivery of the activities undertaken directly by the charity. The charity has an overall net surplus of £23,050 (2022: £66,803). Included in this overall surplus was a surplus in the year of £28,776 in respect of unrestricted reserves, this has decreased from last years unrestricted reserves surplus of £44,292.

The charity continues to make agreed payments under the deficit recovery agreement with Avon Pension Fund as detailed in note 16 of the accounts.

#### Policy on reserves

Reserves are needed to cover the difference between the spending of the charity and the income received and to cover any unexpected expenditure. The overall reserves of the charity at 31 March 2023 are in surplus of £204,240 (2022: surplus £181,190).

At 31 March 2023 the unrestricted reserves of the charity are in surplus of £148,931 (2022: surplus £120,155) and restricted funds are in surplus by £55,309 (2022 - £61,035). At 31 March 2023, £139,553 (2022: £109,774) was held in free reserves, the breakdown of which can be seen below.

#### Free Reserves

2023	2022
£	£
148,931	120,155
(9,378)	(10,381)
139,553	109,774
	£ 148,931 (9,378)

Included within the unrestricted reserves surplus is the balance of the pension deficit amounting to £89,435 (2022: £100,532) which has been converted to a long-term loan as detailed in note 15 and 16.

The trustees consider an optimum level of unrestricted reserves would be equivalent to 3 months of the charity's operating costs as at 31 March 2023 (excluding the balance of the pension deficit). Trustees continue to be encouraged by the impact of current actions in moving from a deficit position in unrestricted reserves in 2019 to a credit position in 2021 without impacting the operational efficiency of the services provided. While there is an expectation that funding may be more constricted in the year to 31 March 2024, trustees are hopeful of reaching the target of 3 months charity operating costs in unrestricted reserves within the next 2 years. Trustees continue to monitor the performance and activities of the charity to ensure that their services continue to be delivered effectively.

#### **Trustees' Report**

#### Plans for future periods

#### Aims and key objectives for future periods

The charity plans to continue the activities outlined above in forthcoming years, subject to satisfactory funding arrangements.

Areas of activity that have been approved by the Trustees for future development and that will also enhance the capacity of the organisation include:

- · We'll evaluate and plan the next stage in the development of our LGBTQ+ project.
- · We'll continue to establish our new organisational structure, supporting the growth of the new senior management team and establish clear management accountabilities.
- We will continue to proactively work against racism and towards racial justice, led by our Equity, Diversity and Inclusion working group.
- · We'll drive forward with our Young Futures Appeal to increase our reach with young people living in poverty, black and people of colour and boys and young men.
- We'll develop a digital strategy that strengthens our services and internal effectiveness, and we will identify and build partnerships to help us deliver our strategic outcomes.
- · We will continue reviewing governance arrangements, resource management, reporting and key policies to fully support effective decision-making, delivery and monitoring of our new strategy. Making sure to continue onboarding our newly recruited trustees in 2023.

Off the Record has successfully implemented a Senior Management Team structure to support our teams and core functions. Sound governance, staff wellbeing and development and financial sustainability remain essential to future success. Our focus going forward is on sustaining our core services, while developing our targeting and outreach to boys and young men and young people living in poverty and black and young people of colour.

#### Structure, governance and management

#### Nature of governing document

The Memorandum and Articles of Association of Off the Record - Bath & North East Somerset are considered to be the Governing Documents of the charity. The directors of the company are also charity trustees for the purposes of charity law and under the company's Articles of Association the members of the Board of Directors are elected from its membership by its members either at its AGM or, where a vacancy exists, at any time between AGM's. If there are not suitable or sufficient individuals to take on the roles as required, it is not unusual to advertise externally for appropriate experienced and qualified individuals or for the trustees' co-option of others.

An induction pack is in operation and designed to provide an effective and informative induction process for all new trustees. The information gives individuals a clear introduction to Off the Record and includes visits to the operational side of the organisation, detailed information about the charity and further information drawn from the Charity Commission publications, as well as other partner bodies like NCVO.

#### **Trustees' Report**

#### Recruitment and appointment of trustees

Off the Record - Bath & North East Somerset has a Board of Trustees of at least 6 Trustees and may co-opt further Trustees at any time. Trustees are responsible for providing support and guidance to Off the Record - B&NES and ensure compliance with the objects, purposes, values and governing document; and with relevant laws and regulations; approve strategic plans and budgets; ensure solvency, financial strength and good performance; appoint the Director; set and maintain a framework of delegation and internal control; agree all policies and decisions on matters which might create significant risk. All trustees have due regard to the Charity Commission's public benefit guidance when exercising any powers or duties to which the guidance is relevant.

The Trustees achieve this by approving the:

- · Annual Budget
- Annual Statutory Accounts
- Appointment of an Independent Examiner
- Organisational Structure and appointment of key managers
- Risk Management and Reserves

Trustees also comment upon the management accounts, the Examiner's Letter of Comment, service plans and progress against those plans and the financial controls and procedures.

The Board of Trustees oversee the arrangements for setting the pay and remuneration of the charity's key management personnel and any benchmarks, parameters or criteria used in setting their pay. Off the Record operates with a structure led by Phil Walters, the CEO.

Trustees carry out an annual Staff Wellbeing Survey, which this year showed improvements across all areas, and identified how highly staff regard Off the Record as an employer and in relation to its impact.

The trustees have identified and reviewed the major risks to which the charity is exposed and consider that there are adequate systems and procedures to manage those risks.

#### Principal risks facing the organisation

The following are some of the identified risks to the organisation and are factors that could affect the charity reaching its objectives.

- Not securing funding to maintain the present levels of activity, or increased levels of demand due to factors such as the Coronavirus pandemic and its impact on public and charitable funding
- Increase in competition from national and local organisations competing for the same funding stream
- · Not recruiting suitably qualified and experienced staff
- Operating with insufficient contingency resources
- · Reputational damage

#### **Trustees' Report**

#### Pension deficit

Following discussions with Avon Pension Fund (APF, which was the fund for which the charity was an admitting body) over exiting the scheme. It was agreed between the two parties that Off the Record - Bath and North East Somerset could exit the scheme. Consequently, from July 2015 the Pension Fund was closed and the revised liability of £165,000 converted into a 15-year term loan. This is being repaid annually as part of our longer term financial resilience approach.

The Board are happy that with the absence of the pension deficit on the Balance Sheet, there will be no immediate liability, and that the charity will be able to continue to operate as a going concern.

#### **Financial instruments**

#### Objectives and policies

The charity's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk. The use of financial derivatives is governed by the charity's policies approved by the board of trustees, which provide written principles on the use of financial derivatives to manage these risks. The charity does not use derivative financial instruments for speculative purposes.

#### Cash flow risk

The charity's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The charity uses foreign exchange forward contracts and interest rate swap contracts to hedge these exposures.

Interest bearing assets and liabilities are held at fixed rate to ensure certainty of cash flows.

#### Credit risk

The charity's principal financial assets are bank balances and cash, trade and other receivables, and investments.

The charity's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

The charity has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers.

#### Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the charity uses a mixture of long-term and short-term debt finance. Further details regarding liquidity risk can be found in the Statement of accounting policies in the financial statements.

## Trustees' Report

The annual report was approved by the trustees of the charity on  $\frac{15}{12\sqrt{23}}$  and signed on its behalf by:

Paul Austin

#### Statement of Trustees' Responsibilities

The trustees (who are also the directors of Off the Record - Bath and North East Somerset for the purposes of company law) are responsible for preparing the trustees' report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

Company law requires the trustees to prepare financial statements for each financial year. Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including its income and expenditure, of the charitable company for that period, in preparing these financial statements, the trustees are required to:

- · select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Charities SORP:

Paul Austin

- · make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 charitable company will continue in business.

The trustees are responsible for keeping proper accounting records that can disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The trustees are responsible for the maintenance and integrity of the corporate and financial information included on the charitable company's website. Legislation governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Approved by the trustees of the charity on 15/12/23, and signed on its behalf by:

# Independent Examiner's Report to the trustees of Off the Record - Bath and North East Somerset ('the Company')

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 March 2023.

#### Responsibilities and basis of report

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

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

#### Independent examiner's statement

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

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

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

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

G J Freeman ACA

ピンチ

4 Queen Street Bath BA1 1HE

20 December 2023

# Statement of Financial Activities for the Year Ended 31 March 2023 (Including Income and Expenditure Account and Statement of Total Recognised Gains and Losses)

	Note	Unrestricted funds	Restricted funds £	Total 2023 £	Total 2022 £
		~	~	~	~
Income and Endowments	from:		•		
Donations and legacies	3	58,173	1,565	59,738	45,071
Charitable activities	4	325,207	487,342	812,549	777,700
Investment income	5	268		268	
Total income		383,648	488,907	872,555	822,771
Expenditure on:					
Raising funds	6	(1,685)	(3,503)	(5,188)	(2,829)
Charitable activities	7	(348,925)	(495,392)	(844,317)	(753,139)
Total expenditure		(350,610)	(498,895)	(849,505)	(755,968)
Net income/(expenditure)		33,038	(9,988)	23,050	66,803
Transfers between funds	19	(4,262)	4,262		
Net movement in funds		28,776	(5,726)	23,050	66,803
Reconciliation of funds					
Total funds brought forward		120,155	61,035	181,190	114,387
Total funds carried forward	19	148,931	55,309	204,240	181,190

All of the charity's activities derive from continuing operations during the above two periods. The funds breakdown for 2022 is shown in note 19.

#### (Registration number: 03643586) Balance Sheet as at 31 March 2023

	Note	2023 £	2022 £
Fixed assets			
Tangible assets	12	9,378	10,381
Current assets			
Debtors	13	138,263	55,970
Cash at bank and in hand	14	196,382	248,868
		334,645	304,838
Creditors: Amounts falling due within one year	15	(61,901)	(44,594)
Net current assets		272,744	260,244
Total assets less current liabilities		282,122	270,625
Creditors: Amounts falling due after more than one year	16	(77,882)	(89,435)
Net assets		204,240	181,190
Funds of the charity:			
Restricted income funds			
Restricted funds		55,309	61,035
Unrestricted income funds			
Unrestricted funds		148,931	120,155
Total funds	19	204,240	181,190

For the financial year ending 31 March 2023 the charity was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

#### Directors' responsibilities:

- The members have not required the charity to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements on pages 14 to 34 were approved by the trustees, and authorised for issue on  $\frac{15}{12}$  and signed on their behalf by:

Paul Austin Trustee

The notes on pages 17 to 34 form an integral part of these financial statements.

#### Statement of Cash Flows for the Year Ended 31 March 2023

	Note	2023 £	2022 £
Cash flows from operating activities			•
Net cash income		23,050	66,803
Adjustments to cash flows from non-cash items			
Depreciation	7	4,081	4,287
Investment income	5 _	(268)	
		26,863	71,090
Working capital adjustments			
Increase in debtors	13	(82,293)	(50,346)
Increase/(decrease) in creditors	15	9,942	(5,852)
Increase in deferred income	16 _	6,909	_
Net cash flows from operating activities	_	(38,579)	14,892
Cash flows from investing activities			
Interest receivable and similar income	5	268	-
Purchase of tangible fixed assets	12	(3,542)	(1,656)
Sale of tangible fixed assets	_	464	
Net cash flows from investing activities		(2,810)	(1,656)
Cash flows from financing activities			
Repayment of loans and borrowings	15 _	(11,097)	(10,640)
Net (decrease)/increase in cash and cash equivalents		(52,486)	2,596
Cash and cash equivalents at 1 April	_	248,868	246,272
Cash and cash equivalents at 31 March	=	196,382	248,868

All of the cash flows are derived from continuing operations during the above two periods.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### 1 Charity status

The charity is limited by guarantee, incorporated in England and Wales, and consequently does not have share capital. Each of the trustees is liable to contribute an amount not exceeding £1 towards the assets of the charity in the event of liquidation.

The address of its registered office is: Open House Centre Manvers Street Bath BA1 1JW

These financial statements were authorised for issue by the trustees on 15 December 2023.

#### 2 Accounting policies

#### Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### Statement of compliance

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102). They also comply with the Companies Act 2006 and Charities Act 2011.

#### **Basis of preparation**

Off the Record - Bath and North East Somerset meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy notes.

#### Going concern

The financial statements have been prepared on a going concern basis.

The Trustees have reviewed and stress tested projections and budgets for the next twelve months.

The charity has a contract due to end in August 2024, which we are currently waiting for confirmation of extension. If the contract is not extended, the charity will take the appropriate action to the management structure.

Following this review, the Trustees consider there to be little impact on the charity's ability to act as a going concern.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### Income and endowments

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of the income receivable can be measured reliably.

#### Donations and legacies

Donations are recognised when the charity has been notified in writing of both the amount and settlement date. In the event that a donation is subject to conditions that require a level of performance by the charity before the charity is entitled to the funds, the income is deferred and not recognised until either those conditions are fully met, or the fulfilment of those conditions is wholly within the control of the charity and it is probable that these conditions will be fulfilled in the reporting period.

#### Grants receivable

Grants are included in the Statement of Financial Activities on a receivable basis. The balance of income received for specific purposes but not expended during the period is shown in the relevant funds on the balance sheet. Where income if received in advance of meeting any performance-related conditions there is not unconditional entitlerment to the income and its recognition is deferred and included in creditors as deferred income until the performance-related conditions are met. Where entitlement occurs before income is received, the income is accrued.

Government grants are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate.

#### Deferred income

Deferred income represents amounts received for future periods and is released to incoming resources in the period for which, it has been received. Such income is only deferred when:

- The donor specifies that the grant or donation must only be used in future accounting periods; or
- The donor has imposed conditions which must be met before the charity has unconditional entitlement.

#### Donated services and facilities

Where services or facilities are provided to the charity as a donation that would normally be purchased from our suppliers, this benefit is included in the financial statements at it's fair value unless it's fair value cannot be reliably measured, then at the cost to the donor or the resale value of goods that are to be sold.

#### Investment income

Interest is recognised on a receivables basis.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### **Expenditure**

All expenditure is recognised once there is a legal or constructive obligation to that expenditure, it is probable settlement is required and the amount can be measured reliably. All costs are allocated to the applicable expenditure heading that aggregate similar costs to that category. Where costs cannot be directly attributed to particular headings they have been allocated on a basis consistent with the use of resources, with central staff costs allocated on the basis of time spent, and depreciation charges allocated on the portion of the asset's use. Other support costs are allocated based on the spread of staff costs.

#### Raising funds

These are costs incurred in attracting voluntary income, the management of investments and those incurred in trading activities that raise funds.

#### Charitable activities

Charitable expenditure comprises those costs incurred by the charity in the delivery of its activities and services for its beneficiaries. It includes both costs that can be allocated directly to such activities and those costs of an indirect nature necessary to support them.

#### **Support costs**

Support costs include central functions and have been allocated to activity cost categories on a basis consistent with the use of resources, for example, allocating property costs by floor areas, or per capita, staff costs by the time spent and other costs by their usage.

#### **Governance costs**

These include the costs attributable to the charity's compliance with constitutional and statutory requirements, including audit, strategic management and trustees meetings and reimbursed expenses.

#### **Taxation**

The charity is considered to pass the tests set out in Paragraph 1 Schedule 6 of the Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 of the Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

#### Tangible fixed assets

Individual fixed assets are initially recorded at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

#### **Depreciation and amortisation**

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life at 25% per annum on the straight line basis for all items.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the charity will not be able to collect all amounts due according to the original terms of the receivables.

#### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

#### Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the charity does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

#### **Borrowings**

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Statement of Financial Activities over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the charity has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

#### **Fund structure**

Unrestricted income funds are general funds that are available for use at the trustees discretion in furtherance of the objectives of the charity.

Designated funds are unrestricted funds set aside for specific purposes at the discretion of the trustees.

Restricted income funds are those donated for use in a particular area or for specific purposes, the use of which is restricted to that area or purpose.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### Pensions and other post retirement obligations

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the Company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

#### Financial instruments

#### Recognition and measurement

The charity only holds basic financial instruments as defined in FRS 102. The financial assets and financial liabilities of the charity and their measurement basis are as follows;

Financial assets - trade and other debtors are basic financial instruments and are debt instruments measured at amortised cost. Prepayments are not financial instruments.

Cash at bank - is classified as a basic financial instrument and is measured at face value.

Financial liabilities - trade creditors, accruals and other creditors are financial instruments, and are measured at amortised cost. Taxation and social security are not included in the financial instruments disclosure definition. Deferred income is not deemed to be a financial liability, as the cash settlement has already taken place and there is an obligation to deliver services rather than cash or another financial instrument.

#### 3 Income from donations and legacies

	Unrestricted funds General £	Restricted funds	Total 2023 £	Total 2022 £
Donations and legacies;				
Donations from companies, trusts and similar proceeds	28,335	1,565	29,900	31,948
Donations from individuals	26,338	-	26,338	11,873
Donated services and facilities	3,500	<del>-</del> -	3,500	1,250
	58,173	1,565	59,738	45,071

£58,173 (2022 - £44,735) of the income above was attributable to unrestricted funds and £1,565 (2022 - £336) attributable to restricted funds.

### Notes to the Financial Statements for the Year Ended 31 March 2023

#### 4 Income from charitable activities

	Unrestricted funds General £	Restricted funds	Total 2023 £	Total 2022 £
LGBT	-	80,310	80,310	111,740
Participation	-	62,000	62,000	62,000
MSN/Keynsham	-	40,057	40,057	51,846
BANES - SEND	-	-	-	28,000
BANES - Schools	-	81,800	81,800	98,747
BANES - Advocacy	-	122,477	122,477	92,237
Counselling	109,569	-	109,569	17,516
Schools	212,580		212,580	185,714
18-25	-	100,698	100,698	97,947
Core	3,058	-	3,058	23,522
Rank Foundation	<u> </u>	<u> </u>		8,431
	325,207	487,342	812,549	777,700

£325,207 (2022 - £226,752) of the income above was attributable to unrestricted funds and £487,342 (2022 - £550,948) attributable to restricted funds.

#### 5 Investment income

	Unrestricted funds	Total	Total
•	General	2023	2022
	General	2023	2022
	£	£	£
Interest receivable and similar income;			
Interest receivable on bank deposits	268	268	

All of the income above was attributable to unrestricted funds in 2023.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### 6 Expenditure on raising funds

#### a) Costs of generating donations and legacies

		Total	Total
	Direct costs	2023	2022
	£	£	£
Costs of generating donations and legacies	5,188	5,188	2,829

£1,685 (2022 - £318) of the expenditure above was attributable to unrestricted funds and £3,503 (2022 - £2,511) attributable to restricted funds.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### 7 Expenditure on charitable activities

	Activity undertaken directly	Activity support costs	2023	2022
	£	£	£	£
Wages	673,855	-	673,855	609,055
Travel	10,478	-	10,478	9,252
Training	7,892	-	7,892	5,704
Volunteers	2,032	-	2,032	1,560
Recruitment	782	-	782	1,727
Supervision and sessional fees	34,502	-	34,502	26,076
Advertising	760	-	760	291
Independent examination	2,340	-	2,340	1,740
Accountancy fees	3,924	-	3,924	8,161
Cleaning	-	5,052	5,052	4,190
Miscellaneous	3,878	923	4,801	3,963
Insurance	-	4,068	4,068	2,418
Professional fees	2,212	-	2,212	5,873
Rent and rates	21,960	-	21,960	21,295
Repairs and maintenance	-	1,941	1,941	1,142
IT and Website	21,641	3,410	25,051	14,411
Printing, postage and stationery	2,033	-	2,033	2,699
Non-capitalised equipment	845	-	845	193
Telephone and internet	7,862	-	7,862	8,082
Gas, electricity and water	-	3,461	3,461	3,577
Publications, subscriptions and	•			
affiliations	1,656	-	1,656	1,340
Loan interest	3,357	-	3,357	3,813
Staff expenses	2,832	-	2,832	3,075
Donated services	3,500	-	3,500	1,250
Venue hire	12,576	-	12,576	7,854
Depreciation	-	4,081	4,081	4,287
Trustee expenses	-	-	-	111
Loss on disposal of tangible				
fixed assets		464	464	
	820,917	23,400	844,317	753,139

£348,925 (2022 - £221,375) of the expenditure above was attributable to unrestricted funds and £495,392 (2022 - £531,764) attributable to restricted funds.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

In addition to the expenditure analysed above, there are also governance costs of £6,264 (2022 - £10,012) which relate directly to charitable activities. See note 8 for further details.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### 8 Analysis of governance and support costs

#### Support costs allocated to charitable activities

	Basis of allocation	Finance costs £	Information technology £	Premises costs including depreciation £	Other support costs	Total 2023 £	Total 2022 £
MSN/ Keynsham	1%	-	-	-	20	20	-
Advocacy B&NES contract	14%	-	-	1,594	1,856	3,450	322
Big Lottery Fund grant LGBT		-	-	-	-	-	3,976
Participation - B&NES contract		-	-	-	-	-	1,817
Unrestricted	85%	84	3,410	13,405	3,031	19,930	15,733
		84	3,410	14,999	4,907	23,400	21,848

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### **Governance costs**

	Unrestricted funds General £	Total 2023 £	Total 2022 £
Independent examiner fees			
Examination of the financial statements	2,340	2,340	1,740
Other fees paid to examiners	3,924	3,924	8,161
Trustees remuneration and expenses	<u> </u>		111
	6,264	6,264	10,012

#### 9 Trustees remuneration and expenses

During the year the charity made the following transactions with trustees:

#### Susan Morgan

£10 (2022: £53) of expenses were reimbursed to Susan Morgan during the year.

#### Louise Protherough-Jones

£Nil (2022: £58) of expenses were reimbursed to Louise Protherough-Jones during the year.

#### Michael Tichelar

£12 (2022: £Nil) of expenses were reimbursed to Michael Tichelar during the year.

#### **Tessa Hibbert**

During the year T Hibbert made donations totalling £120 (2022 - £120) to the charity.

During the year Trustees were reimbursed expenses of £22 (2022 - £111). Trustees' expenses represents the reimbursement of refreshments to 2 (2022 - 2) members.

No trustees, nor any persons connected with them, have received any remuneration from the charity during the year.

No trustees have received any other benefits from the charity during the year.

#### 10 Staff costs

The aggregate payroll costs were as follows:

	2023 £	2022 £
Staff costs during the year were:		
Wages and salaries	622,751	565,264
Social security costs	39,409	33,933
Pension costs	11,695	9,858
	673,855	609,055

#### Notes to the Financial Statements for the Year Ended 31 March 2023

The monthly average number of persons (including senior management / leadership team) employed by the charity during the year was as follows:

	2023	2022
	No	No
Average head count	40	41

The monthly average number of persons employed by the charity expressed as full time equivalent during the year was 24 (2022 - 24).

No employee received emoluments of more than £60,000 during the year.

The total employee benefits of the key management personnel of the charity were £91,555 (2022 - £64,544).

#### 11 Independent examiner's remuneration

•	2023 £	2022 £
Examination of the financial statements	2,340	1,740
Other fees to examiners All other services	3,924	8,161

#### 12 Tangible fixed assets

rangible investigation		
	Furniture and equipment £	Total £
Cost		
At 1 April 2022	74,445	74,445
Additions	3,542	3,542
Disposals	(825)	(825)
At 31 March 2023	77,162	77,162
Depreciation		
At 1 April 2022	64,064	64,064
Charge for the year	4,081	4,081
Eliminated on disposals	(361)	(361)
At 31 March 2023	67,784	67,784
Net book value		
At 31 March 2023	9,378	9,378
At 31 March 2022	10,381	10,381

#### Notes to the Financial Statements for the Year Ended 31 March 2023

13 Debtors		
	2023	2022
	£	£
Prepayments	3,260	2,375
Accrued income	40,919	22,205
Other debtors	94,084	31,390
	138,263	55,970
Other debtors relate to grants receivable at the year end.		
14 Cash and cash equivalents		
	2023	2022
	£	£
Cash on hand	2,050	724
Cash at bank	194,332	248,144
	196,382	248,868
15 Creditors: amounts falling due within one year	·	
	2023 £	2022 £
Trade creditors	17,345	13,843
Other loans	11,553	11,097
Other taxation and social security	13,717	8,890
Other creditors	4,507	2,153
Accruals	7,870	8,611
Deferred income	6,909	
	61,901	44,594
		·
16 Creditors: amounts falling due after one year		
	2023	2022
Other loans	<b>£</b> 77,882	<b>£</b> 89,435

The charity has a deficit recovery agreement with the Avon Pension Fund for a pension deficit of £165,000. This deficit was converted into a long term loan with 7 years of the term remaining. Interest paid on the loan during the year amounted to £3,357 (2022 - £3,813). The amount of interest payable on the loan after 5 years is £1,370 (2022 - £2,740).

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### 17 Obligations under leases and hire purchase contracts

#### **Operating lease commitments**

Total future minimum lease payments under non-cancellable operating leases are as follows:

	2023 £	2022 £
Land and buildings		
Within one year	19,833	18,625
Between one and five years	88,160	4,375
After five years	7,640	
	115,633	23,000
Other		
Within one year	181	181

Included in the lease agreement for the commitment above there is a break clause which can be actioned on the anniversary each year of the commencement of the lease and requires a three month notice period. As at the year end the financial commitment to the break clause is £5,833.

#### 18 Pension and other schemes

#### Defined contribution pension scheme

The charity operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the charity to the scheme and amounted to £11,695 (2022 - £9,858).

## Notes to the Financial Statements for the Year Ended 31 March 2023

#### 19 Funds

	Balance at 1 April 2022 £	Incoming resources £	Resources expended £	Transfers £	Balance at 31 March 2023 £
Unrestricted funds					
General Unrestricted funds	120,155	383,648	(350,610)	(4,262)	148,931
Restricted funds MSN/Keynsham Advocacy BANES	-	40,173	(42,656)	2,483	-
contract	-	122,477	(124,256)	1,779	-
Total BANES Contract - Schools	9,124	86,283	(93,801)	· -	1,606
Big Lottery Fund grant LGBT	31,223	81,759	(84,346)	-	28,636
Participation - BANES contract	13,284	62,000	(64,869)	-	10,415
SEND Advocacy - BANES contract 18-25	5,710 1,694	- 96,215	- (88,967)	· -	5,710 8,942
Total restricted funds	61,035	488,907	(498,895)	4,262	55,309
Total funds	181,190	872,555	(849,505)		204,240

# Off the Record - Bath and North East Somerset Notes to the Financial Statements for the Year Ended 31 March 2023

	Balance at 1 April 2021 £	Incoming resources	Resources expended £	Transfers £	Balance at 31 March 2022 £
Unrestricted funds					
General Unrestricted funds	68,933	271,487	(214,763)	(5,502)	120,155
<b>Designated</b> Designated fund	6,930	<u> </u>	(6,930)		
Total unrestricted funds	75,863	271,487	(221,693)	(5,502)	120,155
Restricted					
MSN/Keynsham	1,136	51,846	(57,802)	4,820	-
Advocacy BANES contract	7,400	92,377	(99,780)	3	-
Total BANES Contract - Schools	6,325	98,747	(95,948)		9,124
Big Lottery Fund grant LGBT	2,436	111,936	(83,149)	- -	31,223
Participation - BANES contract	3,993	62,000	(52,709)	-	13,284
SEND Advocacy - BANES contract	118	28,000	(22,408)	-	5,710
18-25	9,739	97,947	(106,453)	461	1,694
Rank Foundation	7,377_	8,431	(16,026)	218	
Total restricted funds	38,524	551,284	(534,275)	5,502	61,035
Total funds	114,387	822,771	(755,968)		181,190

#### Notes to the Financial Statements for the Year Ended 31 March 2023

The specific purposes for which the funds are to be applied are as follows:

Designated fund - In readiness for the work to be completed on the charity's internal database, which is highlighted in our plans for the future.

MSN/Keynsham - Community counselling and listening service. During the year £2,483 was transferred from unrestricted funds to the MSN/Keynsham fund to finance a deficit in the fund.

Advocacy BANES contract – Delivering Advocacy support to children and young people in Care, going through child protection proceedings or with a disability in BANES. During the year £1,779 was transferred from unrestricted funds to the Advocacy BANES contract fund to finance a deficit in the fund.

Total BANES Contract - Schools - Providing counselling in schools across BANES.

Big Lottery Fund grant LGBT – working with young people that identify as Lesbian, Gay, Bisexual, Trans, Asexual, and /or questioning their sexuality and/or gender identity, and delivering weekly LGBT+ youth group sessions called SPACE and a range of other support.

Participation - BANES contract - delivering BANES Youth Forum, Youth Parliament and In Care Councils.

SEND Advocacy - BANES contract - Advocacy for young people with special educational needs.

18-25 - Provides specific services for this group that includes counselling, listening support, as well as groups and safe place to be themselves.

Rank Foundation - Improve the lives of people and their communities across the UK.

#### Notes to the Financial Statements for the Year Ended 31 March 2023

#### 20 Analysis of net assets between funds

•	Unrestricted funds General £	Restricted funds £	Total funds at 31 March 2023 £
Tangible fixed assets	9,378	<b>-</b> .	9,378
Current assets	279,076	55,569	334,645
Current liabilities	(61,641)	(260)	(61,901)
Creditors over 1 year	(77,882)	_	(77,882)
Total net assets	148,931	55,309	204,240
	Unrestricted funds General £	Restricted funds £	Total funds at 31 March 2022 £
Tangible fixed assets	10,381	-	10,381
Current assets	243,803	61,035	304,838
Current liabilities	(44,594)	· -	(44,594)
Creditors over 1 year	(89,435)	<u>-</u>	(89,435)
Total net assets	120,155	61,035	181,190
21 Analysis of net funds			
	At 1 April 2022 £	Financing cash flows £	At 31 March 2023 £
Cash at bank and in hand	248,868	(52,486)	196,382
Net debt	248,868	(52,486)	196,382
	At 1 April 2021 £	Financing cash flows	At 31 March 2022
Cash at bank and in hand	246,272	2,596	248,868
	<del>-</del>	<del></del>	

#### 22 Related party transactions

Net debt

There were no related party transactions in the year, other then those disclosed in note 9.

2,596

248,868

246,272