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Nottingham
City Council

Nottingham City Council Trusts and Charities Committee

Date: Monday, 27 September 2021

Time: 1.00 pm

Place: Ground Floor Committee Room - Loxley House, Station Street, Nottingham,
NG2 3NG

Councillors are requested to attend the above meeting to transact the following business

Director for Legal and Governance

Governance Officer: Mark Leavesley

Direct Dial: 0115 8764302

- 1 Apologies for absence**
- 2 Declarations of interests**
- 3 Minutes** 3 - 6
To confirm the minutes of the meeting held on 7 June 2021
- 4 Bridge Estate Audited Accounts 2020/21** 7 - 46
Report of the Corporate Director for Finance and Resources
- 5 Bridge Estate Charity - Property Update Report** 47 - 52
Report of the Director of Economic Development and Property
- 6 Exclusion of the public**
To consider excluding the public from the meeting during consideration of the remaining item(s) in accordance with Section 100A(4) of the Local Government Act 1972 on the basis that, having regard to all the circumstances, the public interest in maintaining the exemption outweighs the public interest in disclosing the information.
- 7 Exempt minutes** 53 - 54
To confirm the exempt minutes of the meeting held on 7 June 2021
- 8 Transfer of Nottingham Tennis Centre to Lawn Tennis Association** 55 - 70
Report of Director of Sport and Culture
- 9 Bridge Estate Charity - Property Update Report - Exempt Appendix** 71 - 82

If you need any advice on declaring an interest in any item on the agenda, please contact the Governance Officer shown above, if possible before the day of the meeting

Citizens attending meetings are asked to arrive at least 15 minutes before the start of the meeting to be issued with visitor badges

Citizens are advised that this meeting may be recorded by members of the public. Any recording or reporting on this meeting should take place in accordance with the Council's policy on recording and reporting on public meetings, which is available at www.nottinghamcity.gov.uk. Individuals intending to record the meeting are asked to notify the Governance Officer shown above in advance

In order to hold this meeting in as Covid-safe way as possible, all attendees are:

- asked to maintain a sensible level of social distancing from others as far as practically possible when moving around the building and when entering and leaving the meeting room. As far as possible, please remain seated and maintain distancing between seats throughout the meeting
- strongly encouraged to wear a face covering when entering and leaving the meeting room and throughout the meeting, unless you need to remove it while speaking to enable others to hear you. This does not apply to anyone exempt from wearing a face covering
- make use of the hand sanitiser available and, when moving about the building follow signs about traffic flows, lift capacities, etc

Nottingham City Council

Trusts and Charities Committee

Minutes of the meeting held at Loxley House, Nottingham on 7 June 2021 from 1.10 pm - 2.53 pm

Membership

Present

Councillor Sajid Mohammed (Chair)
Councillor Samuel Gardiner
Councillor Rosemary Healy
Councillor Anne Peach
Councillor Ethan Radford
Councillor Audra Wynter

Absent

Councillor Angharad Roberts
Councillor Sue Johnson
Councillor Andrew Rule

Colleagues, partners and others in attendance:

Bevis Mackie - Principal Estates Surveyor
Dionne Screamon - Solicitor
Thomas Straw - Senior Accountant, Capital Programmes
Phil Wye - Governance Officer

1 Appointment of Vice-Chair

Resolved to appoint Councillor Angharad Roberts as Vice-Chair of this Committee for this municipal year (May 2021 to April 2022)

2 Apologies for Absence

Councillor Sue Johnson – personal reasons
Councillor Angharad Roberts – work commitments
Councillor Andrew Rule – work commitments

3 Declarations of Interest

None.

4 Minutes

The Committee confirmed the minutes of the meeting held on 22 March 2021 as a correct record.

5 Bridge Estate - Draft Accounts 20/21

Thomas Straw, Senior Accountant (Capital Programmes) introduced the report detailing the draft 2020/21 outturn for the Bridge Estate and detailing any variance from 2019/20., highlighting the following:

- (a) the Trust's income has reduced by almost £300,000 compared to the previous year, mainly due to Covid-19 and additional voids at Woolsthorpe Close. The budget outturn also reflects the significant spend on bridge repairs of £665,731;
- (b) the Trust has three reserves: the Bridge Repair Fund, the Asset Repair Fund and the Un-Earmarked Reserve. Unless further capital receipts are realised debt repayment for 21/22 and beyond will be required to be covered from the Bridge Estate revenue account reducing the grant paid to Nottingham City Council.

Resolved to

- (1) note the draft outturn for 2020/21;**
- (2) delegate authority to be granted to the Chair to sign the audited accounts on behalf of the Committee subject to (3) below and the circulation of the final outturn to all members for comment before it is signed off;**
- (3) hold a further meeting of the Committee should material changes to the draft outturn arise that require further discussion before sign off;**
- (4) provide the final version of the accounts at a later meeting;**
- (5) invite the external auditors to the next committee meeting.**

6 Bridge Estate Charity - Property Update Report

Bevis Mackie, Principal Estates Surveyor, introduced the report setting out the key property events that have taken place or are proposed for the Bridge Estate since the date of the last meeting, highlighting the following:

- (a) 34 Lister Gate, 24-30 Castle Gate, the upper floors of Century House and the former E-On offices remain available on the market 'to let' with and officers continue to explore all options for re-letting;
- (b) terms for lease have been agreed with a prospective tenant at the governor's house and judge's retiring rooms on Low Pavement. Solicitors are instructed with the lease expected to complete following the completion of various works;

Members of the Committee were asked to consider a tour of premises located within the City Centre to be held later in year.

Resolved to

- (1) note the updates relating to the individual Bridge Estate properties;**
- (2) agree organisation of a tour of city centre premises only in light of current circumstances, particularly for new members.**

7 Exclusion of the public

The Committee decided to exclude the public from the meeting during consideration of the remaining agenda items in accordance with Section 100A(4) of the Local Government Act 1972 on the basis that, having regard to all the circumstances, the public interest in maintaining the exemption outweighed the public interest in disclosing the information, as defined in Paragraph 3 of Part 1 of Schedule 12A to the Act.

8 Exempt Minutes

The Committee confirmed the exempt minutes of the meeting held on 22nd March 2021 as a correct record and they were signed by the Chair.

9 Bridge Estate Charity Property Update - Exempt Appendix

Resolved to note the contents of the exempt appendix.

10 Dates of future meetings

The Committee agreed to meet at 1.00pm on the following Mondays:

27 September 2021

20 December 2021

28 March 2022

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Trusts and Charities Committee – 27 September 2021

Title of paper:	Bridge Estate Post-Audit Financial Outturn and External Auditors Memorandum 2020/21	
Corporate Director:	Clive Heaphy Corporate Director of Finance & Resources	Wards affected: All
Report author:	Thomas Straw – Senior Accountant (Capital Programmes)	
Other colleagues who have provided input:		
Relevant Council Plan Key Theme:		
Nottingham People		<input type="checkbox"/>
Living in Nottingham		<input type="checkbox"/>
Growing Nottingham		<input type="checkbox"/>
Respect for Nottingham		<input type="checkbox"/>
Serving Nottingham Better		<input type="checkbox"/>
Summary of issues (including benefits to citizens/service users):		
This report brings the final accounts back to the Committee alongside the Audit Memorandum.		
Recommendation:		
1	To note the final signed accounts and Audit Memorandum 2020/21.	

1 Reasons for recommendation

- 1.1 There is a statutory requirement for all charities registered with the Charity Commission to produce an annual report and financial statements, for that report to be audited or independently examined as appropriate, and submitted to the Charity Commission prior to the 31 January 2021 following the approval by the trustees.
- 1.2 The 2020/21 draft accounts were presented to the Committee in June and as per the reporting process the final accounts are presented alongside the Audit Memorandum.

2 Background (including outcomes of consultation)

- 2.1 As Trustee, the Council has responsibility for making recommendations on the management of the Charities. The financial outturn is a key part of the framework for the financial management of the trusts and any subsequent recommendations.

3 Other options considered in making recommendations

- 3.1 None.

4 Finance colleague comments (including implications and value for money/VAT)

- 4.1 The table below confirms that there has been no movement in the Statement of Financial Activities between draft presented to the Committee in June and the final accounts:

Table 1: Bridge Estate Income and Expenditure Comparison Draft to Final			
Statement Reference	Detail	2020/21 Final Accounts £	2020/21 Draft Accounts £
Income post Loss Allowance adjustment	External Income	(2,025,424)	(2,025,424)
	Expenditure		
Raising Funds	Direct Property Costs	127,258	127,258
Charitable Activities	Support Services	169,350	169,350
Other	Debt Costs	60,844	60,844
Charitable Activities	Bridge Repairs	665,731	665,731
	Surplus before NCC Grant / Reserves	(1,002,241)	(1,002,241)
Transfer to NCC	Less Grant to NCC	1,545,000	1,545,000
Part of Transfer between funds	Transfer from Bridge Reserve	(665,731)	(665,731)
	Net (Surplus) / Deficit	(122,972)	(122,972)

4.2 As detailed in the Audit Memorandum the final accounts have an unqualified position and no significant accounting issues arose as part of the audit. During the audit some immaterial misstatements have been identified and not corrected due to the value c£30k, please refer to page 5 of the Audit Memorandum for further details.

5 Legal and Procurement colleague comments (including risk management issues, and legal, Crime and Disorder Act and procurement implications)

Trustees have a fiduciary duty to protect their charity's assets and resources and to make sure they are only used to further the charity's aims. This report updates Trustees on the financial outturn for the Bridge Estate Trust for 2020/21.

It provides Trustees with the opportunity to see the current financial position of the Bridge Estate, scrutinise and make any appropriate recommendations regarding the future management of the Trust.

The Bridge Estate Trusts Financial Statements are part of the Council's Financial Statements and so signed accounts must be provided to the Council to ensure compliance with relevant timescales for finalising its accounts.

The accounts were presented in draft to the Committee in June 2021 in order to meet required completion deadlines and this report presents the updated accounts and the auditors memorandum of association, showing no movement from those presented in draft form.

Authority to sign the accounts was delegated to the Chair at the last meeting (7 June 2021) subject to the final accounts coming back to the Committee.

6 Strategic Assets & Property colleague comments (for decision relating to all property assets and associated infrastructure) (Area Committee reports only)

6.1 None.

7 Equality Impact Assessment (EIA)

7.1 An EIA is not required because this report does not establish a new service or function.

8 List of background papers other than published works or those disclosing confidential or exempt information

8.1 Budget and final account working papers.

9 Published documents referred to in compiling this report

9.1 None.

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BRIDGE ESTATE



ANNUAL REPORT for the year ended 31 March 2021

Registered Charity Number: 220716

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REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31ST MARCH 2021

The trustees present their annual report and financial statements of the charity for the year ended 31st March 2021. The financial statements have been prepared in accordance with the accounting policies set out in note 1 to the accounts and comply with the charity's trust deed, the Charities Act 2011 and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standards applicable in the UK and Republic of Ireland.

OBJECTIVES AND ACTIVITIES FOR THE PUBLIC BENEFIT

The maintenance and repair of Trent Bridge and approaches remains the primary objective of the charity. Trent Bridge is the major vehicle communication route from the south of the City and is critical in bringing economic benefit to the City. This is increasingly important in light of the downturn in the global and national economy. The bridge is open to the public at large, assuring public benefit on an open access basis. There are no restrictions regarding the members of the public who may use the bridge and no fees are charged.

The Trustees' Annual Report for the year ending 31 March 2021 confirms that any residual income would be applied to the improvement of the City of Nottingham in support of the Council's aims and objectives, as set out in the Council Plan and Medium Term Financial Strategy. This is delivered through the maintenance and protection of the Trust's portfolio of income producing assets.

The surplus income generated by the charity is transferred to Nottingham City Council's (NCC) General Fund and is used for the benefit of the citizens of Nottingham. As referred to above, the surplus contributes directly to the delivery of Nottingham's priorities as set out in the Council Plan and enables the Council to provide the citizens of Nottingham with effective and efficient services.

The Bridge Estate fixed asset portfolio will be actively managed to secure new investment properties, increase income and reduce risk in an uncertain market.

The Bridge Estate's transfer to NCC's General Fund also represents an equivalent saving for Nottingham citizens who pay council tax on a Band D property of £18.29 (£22.95 2019/20).

The trustees confirm that they have referred to the Charity Commission's guidance on public benefit when reviewing the Trust's aims and objectives.

Objectives

The initial sole objective of the Bridge Estate was the provision of funds for the maintenance and repair of Trent Bridge. However, by the late nineteenth century the income generated by the Estate was in excess of that required for maintenance of Trent Bridge and consequently the objectives of the Estate were extended by virtue of section 78 of the Nottingham Corporation Act 1882.

The Bridge Estate's charitable objectives are now threefold:

1. To provide for the efficient maintenance and repair of Trent Bridge and the approaches to it.
2. To provide a contingency fund for the possible construction of such new bridge or bridges over the River Trent as may be found necessary or desirable.
3. To apply the residue of any income as the trustees thinks best for the improvement of the City of Nottingham and the public benefit of its inhabitants.

Main objectives for the financial year 2021/22 -

1. To ensure the necessary financial provision is available if required to provide a vehicle and pedestrian communication link for the City of Nottingham via Trent Bridge.
2. Surplus revenue generated by the Charity to be invested through NCC to support the City Council's aims and objectives for the city as set out in the Council Plan and the Medium Term Financial Strategy.
3. The continued development of the Trust's property portfolio with a view to minimizing the risk of exposure to adverse economic conditions and protecting and increasing its income and capital value of its assets.

Strategies adopted in the management of the property portfolio

The Bridge Estate's stated objectives of setting up a contingency fund for the maintenance and repair of Trent Bridge and to accumulate a fund to build a new bridge, should this be necessary, is effectively met by the management of the property portfolio. In practice, although properties could either be sold or mortgaged to fund such expenditure, the current local government context means that there are more efficient and effective ways of raising the funds required to maintain or to replace Trent Bridge. NCC is able to earmark funds from the Local Transport Plan for this purpose and substituting Bridge Estate funds would unnecessarily run down the value of the portfolio. Trent Bridge forms part of the adopted highway network, with maintenance and repairs overseen by the Highway Authority, with the Bridge Estate providing funds as necessary for the carrying out of these works.

Funds generated by the Bridge Estate holding, either through day-to-day operations or sale/mortgage would, in this context, only be applied where other funding routes have been exhausted. For the latter option, Trustees recognise that the ability to generate the level of sales required to replace the Trent Bridge would be difficult to achieve in the short-term and in any case could not meet the full cost of replacing the structure – further confirming the need of working, where possible, within the current local government financial context. There is a further restriction on the ability to generate funds in this way through the possibility that historic restrictions on the disposal of specific 'endowed' properties may exist.

The property portfolio includes a number of commercial properties including: retail; office; industrial; ground leases; agricultural holdings; and a miscellaneous range of other properties.

Investment risk whilst held in a single investment class (except money held on interest awaiting reinvestment) is in effect spread through the diverse range of property type, location and tenure.

To maximise return on investment, the Charity is obliged to let properties at full market rent and lettings on full repairing and insuring terms where it is practical to do so. In the case of multi occupied premises where the landlord is responsible for external repairs, heating, cleaning common parts, insurance etc., the costs are generally recovered by way of additional service charge.

The rents of properties leased for a term of years are reviewed in accordance with the terms of the agreement and current market conditions and short term 'periodic' tenancies are generally reviewed every 3 years. In the case of expiring leases, these are either renewed on negotiated terms or marketed for re-letting where the original lessee does not wish to continue. In all cases, terms will be negotiated to secure the best outcome for the Charity including where possible an increased rent unless there are other objectives that the Trustees wish to secure.

ACHIEVEMENTS and PERFORMANCE

The sole activity of the Bridge Estate is investing, through property ownership, to generate income that is utilised for the objectives of the Charity and to increase rental income and to grow the capital value of its assets, to further the charitable purposes to maintain Trent Bridge and for the benefit of the citizens of Nottingham. Strategic Assets and Property, a division of NCC's Development and Growth Department, manage the property portfolio on behalf of Bridge Estate. A dedicated Chartered Surveyor is assigned to this role.

In summary, the following has been undertaken over the past 12 months:

- Unit 25 Whitemoor Court - terms for a new lease have been agreed with completion expected early 2021/2022
- 140 Vernon Road – terms for a new short-term lease have been agreed with completion expected early 2021/2022
- Part of Building No. 2, Woolsthorpe Depot, Woolsthorpe Close – terms agreed for a 5 year agreement with completion expected early 2021/2022
- Alexander Fleming Building – terms have been agreed for a new lease with completion anticipated early 2021/2022
- Upper Floors, Century House, 8-16 Chapel Bar – expenditure approved for refurbishing the WC facilities with the works expected to be carried out during 2021/2022
- Governors House & Judges Retiring Rooms, High Pavement – refurbishment works remain ongoing and terms for lease have been agreed with a prospective tenant with completion on both matters expected early 2021/2022.
- Land situated off Wigman Road, Bilborough – terms have been agreed to re-gear part of an existing long ground lease subject to a premium payment with completion anticipated early 2021/2022
- Trent Bridge – the re-painting and undertaking of conservation reinstatement works were completed in September 2020.

There is an ongoing review of the portfolio to identify older assets held by the Trust which could be sold and generate investment capital. Should disposals be approved by the Trustees, total capital reserves will provide the Trust with the opportunity to secure positive reinvestment in the portfolio, either through the acquisition of new assets or the improvement or refurbishment of existing properties.

The Strategic Property service has continued to secure tenant demand for investment properties, although in common with the market generally, there has been little by way of rental growth during the last year. The policy remains, however, to achieve market rates for rental, ensuring the charity receives value for money.

FINANCIAL REVIEW

The financial statements of the Bridge Estate are included in the following pages. The statements include comparative figures for the previous year and consist of the following:

- **Statement of Financial Activities (SoFA)** is a single accounting statement with the objective of showing all incoming resources and resources expended by the charity in the year on all its funds.

- **Balance Sheet** setting out the assets, liabilities and funds of the Trust;
- **Notes to Financial Statements** explaining the accounting policies adopted and explanations of information contained in the Financial Statements.

The Trustees confirm that the Trust's assets are available and adequate to fulfill the obligations of the Trust. Nottingham City Council is required to publish International Financial Reporting Standards (IFRS) compliant accounts. The Bridge Estate forms part of NCC's Group Accounts, and therefore the accounts have been consolidated on this basis. No adjustments were required to these accounts upon consolidation.

Covid-19 Pandemic

The Government declared a public health emergency on 16th March 2020 and enacted legislation to regulate society and help the country weather the impact of the pandemic and lead to recovery. This legislation was in place for the whole of 2020/21 in various forms with measures changing in line with the scale and effects of the pandemic.

Bridge Estate has sufficient reserves to cover any short-term effects of Covid-19, any longer term impact from Covid-19 could reduce the Charity's annual surplus which will mean that the amount transferred to NCC's General Fund will be reduced accordingly.

Policy on reserves

The Charity may hold reserves or funds to even out the financial impact of significant costs for any particular year. The Charity's objectives state that any residue of any income should be used for the improvement of the City of Nottingham and the public benefit of its inhabitants, therefore any remaining surplus of income over expenditure during the year is transferred to NCC's General Fund.

The actual Surplus transferred was £1,545,000 for 2020/21 (£1,545,000 2019/20). Further details on reserves can be found in the notes to the accounts.

Investment Policy

The Investment Policy is to seek to achieve an absolute return over the long term in order to meet increases in expenditure and maintain the Trust's fund in real terms. Any funds generated by the sale of property are temporarily invested until a new investment opportunity is identified by the property manager, in consultation with the Trusts and Charities Committee. When investing surplus Bridge Estate Funds, NCC adhere to their Investment Strategy which complies with the Local Government Act 2003 in support of obtaining the best yield for the Trust.

Risk Management

The Bridge Estate adopts the NCC's Risk Management Policy, tailored as appropriate for the Trust. The Trustees are committed to a programme of risk management to protect the Charity's assets. A Risk Register is held which identifies the key risks and the measures in place to mitigate such risks. Procedures are also in place to ensure that appropriate advice and support is provided to Trusts and Charities Committee as and when required.

Review of financial position

Below is a summary of the income generated and resources expended:

	2020/21 (£)	2019/20 (£)
INCOMING RESOURCES	(2,147,027)	(2,390,780)
RESOURCES EXPENDED		
Surplus transferred to NCC General Fund	1,545,000	1,545,000
Raising Funds	127,258	254,874
Charitable Activities	835,081	168,278
Other	60,844	65,713
Increase / (Decrease) in Loss Allowance	121,603	68,380
Net Contribution to / (from) reserves	(542,759)	288,535
	2,147,027	2,390,780

PLANS FOR FUTURE PERIODS

A property investment portfolio is a dynamic resource and needs to be actively managed if it is to develop and resist the effects of economic change. The principal focus should be on proactive management of the portfolio's income profile, maximising income from existing properties, acquiring prime assets in favour of secondary stock where possible and developing a mix of investments aimed at creating stability, secure income, capital and revenue growth and minimised risk.

The current portfolio includes some of these elements:

- A diverse range of assets offering some security against the decline of a specific market sector
- Revenue supported by a range of income generating investments including the modern industrial units, some quality office and retail space
- Secure ground lease investments providing strong capital growth and strategic control of land use.
- An opportunity to buy in leases within its own assets, securing the benefit of marriage value

In recent years the Portfolio has been partially rebalanced with the disposal of a number of management intensive, low income producing assets and the acquisition of two prime investments. In times of economic recession, the portfolio will still be susceptible to loss of income through a stagnated rental market and the risk of voids but the range of investments helps to mitigate this risk.

The Trust holds some good quality assets evidenced by the Alexander Fleming Building at the Nottingham Science Park, retail premises on Lister Gate/Wheeler Gate and offices at Century House on Chapel Bar and Castle Marina.

The strategy is based on the following principles:

- A dedicated investment resource of circa £0.5m to fund acquisitions and capital investment. This is sourced from existing capital and receipts from selected disposals.
- All assets in the portfolio to be rated on their potential for retention or disposal with a view to actively pursuing early disposal in selected cases.
- That specific opportunities be identified for using additional investment resources for the improvement of existing assets where it can be demonstrated the investment will generate

increased income or maintain income otherwise at risk. This might include the refurbishment of offices or workspace or buying in leasehold interests to provide an asset that is more attractive to a potential tenant.

- That opportunities for strategic acquisitions be brought to future committees for consideration where it can be demonstrated they will:
 - Secure income generation
 - Good potential for rental growth
 - Resilience to changing economic conditions
- An annual review of the policy for disposals and acquisitions looking at projections for the forthcoming year and the influence of opportunities secured in the previous year.
- The exploration of opportunities within the portfolio where value can be secured through strategic acquisition of third party interests, securing planning consent where it is beneficial and is considered to add value to potential disposals
- Maintaining and developing existing income through selective investment in assets identified for retention.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Organisational structure of the charity

Bridge Estate is a charity of which NCC elected members are representing the Council as sole trustee of the Bridge Estate Charity.

All transactions relating to the Bridge Estate are subject to the same Financial Regulations and procedures as those relating to land and property held by NCC. The Annual Report and Financial Statements are reported to and approved by Councillors of the Trusts and Charities Committee each year.

Governing document

Royal Charter Dated 21 February 1551.

The earliest mention discovered of the Bridge Estate is in 1302. From that date various bequests of land and property were made, the income from which was devoted to the maintenance of bridges over the River Trent.

In 1550, Edward VI made a grant by charter of the "lands, tenements and hereditaments" of two monasteries which had been dissolved by his father Henry VIII. The grant was made to the "Mayor and Burgesses of the town of Nottingham, and to their successors for ever", and was stated to be to fulfill a promise of Henry VIII "in consideration of the great charges and expenses daily sustained by his well-beloved the Mayor and Burgesses of his town of Nottingham in and about the mending, sustaining and repairing of their bridges over the water of Trent".

Bridge Estate was thus created by Royal Charter on 21 February 1551 with the then Corporation as sole

trustee.

It was established in 1945 that Bridge Estate was and had from the beginning been a Charity. Consequently, the property of the Estate and the Council elected members as Trustees, are subject to the law affecting charitable trusts, the jurisdiction of the Charity Commissioners and the provisions of the Charities Act 2011, various statutes and the provisions of Charity Law.

Trustees' selection methods

Nottingham City Council (NCC) elected members are the Council's representatives for the Bridge Estate.

NCC has elected members who are elected on a 4 year cycle. The following table details the councillors / trustees for the financial year 1 April 2020 to 31 March 2021 and also includes any post year trustee movements:

Councillor Adele Williams	Councillor Leslie Ayoola
Councillor AJ Matsiko	Councillor Linda Woodings
Councillor Andrew Rule	Councillor Maria Joannou
Councillor Angela Kandola	Councillor Maria Watson
Councillor Angharad Roberts	Councillor Merlita Bryan
Councillor Anne Peach	Councillor Michael Edwards
Councillor Audra Wynter	Councillor Mohammed Saghir
Councillor Audrey Dinnall	Councillor Neghat Khan
Councillor Azad Choudhry	Councillor Nick Raine
Councillor Carole McCulloch	Councillor Nicola Heaton
Councillor Cate Woodward	Councillor Patience Ifediora
Councillor Chantal Lee	Councillor Pavlos Kotsonis
Councillor Cheryl Barnard	Councillor Phil Jackson
Councillor Dave Liversidge	Councillor Rebecca Langton
Councillor David Mellen	Councillor Roger Steel
Councillor David Trimble	Councillor Rosemary Healy
Councillor Ethan Radford	Councillor Sajid Mohammed
Councillor Eunice Campbell-Clark	Councillor Sally Longford
Councillor Georgina Power	Councillor Salma Mumtaz
Councillor Graham Chapman	Councillor Sam Webster
Councillor Gul Khan	Councillor Samuel Gardiner
Councillor Hassan Ahmed	Councillor Shuguftah Quddoos
Councillor Jane Lakey	Councillor Steve Battlemuch
Councillor Jawaid Khalil	Councillor Sue Johnson
Councillor Jay Hayes	Councillor Toby Neal
Councillor Kevin Clarke	Councillor Wendy Smith
Councillor Kirsty Jones	Councillor Zafran Khan
Councillor Lauren O'Grady	

Trusts and Charities Committee

Councillors are appointed to membership of the Trusts and Charities Committee by full Council to fulfil the Council's responsibilities as Trustees. The Constitution allows that where in-year changes are required to memberships, either at the request of the relevant political group or because a member has resigned or ceased to be eligible for membership, the Corporate Director of Finance and Resources has the authority to action those changes subject to political balance being preserved where applicable and to the changes made being reported to the next meeting of Council. Details of membership will be updated and published on the Council's website on an ongoing basis. The following is the current list of the Trusts and Charities Committee appointed members who approve the Annual Report and financial statements for the financial year 1 April 2020 to 31 March 2021:

Councillor Sajid Mohammed (Chair)
Councillor Sam Gardiner
Councillor Rosemary Healy
Councillor Sue Johnson
Councillor Anne Peach
Councillor Ethan Radford
Councillor Angharad Roberts
Councillor Audra Wynter
Councillor Andrew Rule

Induction and training of Trusts and Charities Committee

Following appointment, councillors are invited to attend an induction which includes training on their role and responsibilities on behalf of the Trustees, with particular regard to the public benefit requirement. The historical background, policies and procedures of Bridge Estate are also covered and the councillors receive copies of Charity Commission published guidance.

REFERENCE AND ADMINISTRATIVE DETAILS

Charity Name	Bridge Estate
Charity Number	220716
Registered Address	Nottingham City Council Loxley House Station Street Nottingham NG2 3NG
Charity's Trustees	Councillors of Nottingham City Council
Day to Day Management	Director of Economic Development & Property Directorate Loxley House Station Street Nottingham NG2 3NG
Auditors	Rogers Spencer Newstead House Pelham Road Nottingham NG5 1AP
Financial Advisor	Corporate Director of Finance ad Resources Nottingham City Council Loxley House Station Street Nottingham NG2 3NG
Bankers	Lloyds Bank Parliament Street Nottingham 12-16 Lower Parliament Street Nottingham NG1 3DA

RESPONSIBILITIES OF THE TRUSTEES**The Trustees' Responsibilities**

The trustees are responsible for preparing the Trustees' Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

The law applicable to charities in England & Wales requires the trustees to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the charity and of the incoming resources and application of resources of the charity for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities 2019 SORP (FRS 102);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in operation.

The trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Charities Act 2011, the Charities (Accounts and Reports) Regulations 2008 and the provisions of the governing document. They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The trustees confirm, so far as they are aware, that:

- there is no relevant audit information of which the charity's auditors are unaware; and
- we have taken all the steps that we ought to have taken as trustees in order to make ourselves aware of any relevant audit information and to establish that the charity's auditors are aware of that information.

Approved by the Trusts and Charities Committee and signed on behalf of Nottingham City Council by:



Date: 21/07/2021

CLLr Sajid Mohammed (Chair), Signed for the Trustees

The notes form part of these accounts.

Statement of Financial Activities for the year ending 31 March 2021

	2020/21			2019/20		
	Unrestricted Funds £	Endowment Funds £	Total Funds £	Unrestricted Funds £	Endowment Funds £	Total Funds £
Income and endowments from:						
Other Trading Activities	(2,124,020)	-	(2,124,020)	(2,301,525)	-	(2,301,525)
Investments	(1,017)	-	(1,017)	(9,950)	-	(9,950)
Other	(21,990)	-	(21,990)	(79,305)	-	(79,305)
Total	(2,147,027)	-	(2,147,027)	(2,390,780)	-	(2,390,780)
Expenditure on:						
Raising Funds	-	127,258	127,258	-	254,874	254,874
Charitable Activities	50,220	784,861	835,081	50,665	117,613	168,278
Charitable Activities - Transfer to NCC	1,545,000	-	1,545,000	1,545,000	-	1,545,000
Increase / (Decrease) in Loss Allowance	121,603	-	121,603	68,380	-	68,380
Other	-	60,844	60,844	-	65,713	65,713
Total	1,716,823	972,963	2,689,786	1,664,045	438,200	2,102,245
Net (income) / expenditure	(430,204)	972,963	542,759	(726,735)	438,200	(288,535)
Transfer between Funds	1,033,058	(1,033,058)	-	923,622	(923,622)	-
Other Recognised (Gains)/Losses						
(Gains)/losses on Revaluation of Investment Properties	-	311,179	311,179	-	(111,051)	(111,051)
(Gains)/losses following Fair Value assessment of Financial Investments	-	(123,686)	(123,686)	-	1,741	1,741
Other (gains)/losses	-	-	-	-	(31,046)	(31,046)
Net Movement in Funds	602,854	127,398	730,252	196,887	(625,778)	(428,891)
Reconciliation of Funds						
Total Funds Brought Forward	(976,318)	(28,537,711)	(29,514,029)	(1,173,205)	(27,911,933)	(29,085,138)
Total Funds Carried Forward	(373,464)	(28,410,313)	(28,783,777)	(976,318)	(28,537,711)	(29,514,029)

Balance Sheet as at 31st March 2021

	Note	2020/21 (£)	2019/20 (£)
Fixed Assets			
Property Investments	6	29,818,293	29,952,336
Investments at Fair Value through Statement of Financial Activities	7	651,087	527,401
Total Fixed Assets		30,469,380	30,479,737
Current Assets			
Debtors (net of Bad Debt Provision)	8	927,800	779,304
Cash at Bank	8	495,641	1,341,228
Total Current Assets		1,423,441	2,120,532
Liabilities			
Creditors - Amounts falling due within one year	9	(1,085,055)	(881,958)
Net Current Assets		338,386	1,238,574
Total Assets Less Current Liabilities		30,807,766	31,718,311
Creditors - Amounts falling due after one year	9	(40,879)	(40,879)
Long Term Borrowing	9	(1,983,110)	(2,163,403)
NET ASSETS		28,783,777	29,514,029
The Funds of the Charity			
Endowment Fund		(28,410,313)	(28,537,711)
Unrestricted Funds		(373,464)	(976,318)
TOTAL CHARITY FUNDS		(28,783,777)	(29,514,029)

Approved by the Trusts and Charities Committee and signed on behalf of Nottingham City Council by:



Date: 21/07/2021

Clive Heaphy - Corporate Director of Finance and Resources



Date: 21/07/2021

CLlr Sajid Mohammed (Chair), Signed for the Trustees

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting Policies

General Principles

The Annual Report summarises the Bridge Estate transactions for 2020/21 financial year together with its financial position at 31 March 2021.

This section explains the accounting policies applied in producing the Annual Report for the Bridge Estate. Accounting policies are the principles, bases, conventions and rules by which transactions are recognised, measured and presented in the accounts.

Basis of preparation and assessment of going concern

The accounts have been prepared in accordance with the charity's governing document, the Charities Act 2011 and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) issued in October 2019, the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and UK Generally Accepted Accounting Practice. The trustees consider that there are no material uncertainties about the Trust's ability to continue as a going concern.

The cash flow statement forms part of the Nottingham City Council's group accounts.

The Trust constitutes a public benefit entity as defined by FRS102.

The financial statements are prepared in sterling which is the functional currency of the charity and rounded to the nearest £1.

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

Income Recognition

Income receipts are accrued and accounted for in the period to which they relate. Payments received in advance are recognised as a liability on the balance sheet within creditors.

Rental income is recorded when the invoices are raised and become due for payment.

Expenditure Recognition

All expenditure is accrued and accounted for in the period during which they are consumed or received. Accruals have been made for all material sums unpaid at the year-end for goods or services received or work completed. Receipts received in advance are recognised as an asset on the balance sheet within debtors. Expenditure is classified under the following activity headings:

Raising Funds

Costs of raising funds includes premises expenses, which includes day to day maintenance, insurance and external audit fees. These are initially charged against the Endowment Fund in the SoFA, as recommended in the Charities SORP, but transferred to Unrestricted Funds within Gross Transfer between Funds.

Charitable Activities

The costs of governance arrangements, which relate to the general running of the charity, as opposed to direct management functions inherent in generating funds, service delivery and programme. These activities provide the governance infrastructure, which allows the charity to operate and to generate the information required for public accountability.

Charitable Activities – Transfer to NCC

The net expenditure or income of the Bridge Estate is transferred to NCC's General Fund for the benefit of the citizens of Nottingham.

Other

Expenditure which does not fall into any of the above categories, such as interest and principal loan repayments.

Irrecoverable VAT

Irrecoverable VAT is charged against the expenditure heading for which it was incurred.

Other recognised Gains/(losses)

The gains/(losses) on investment assets, represents the differences between proceeds received on disposals and their market value at the beginning of the year.

The gains/(losses) on revaluation of investment assets represents material changes in property valuations.

Fixed AssetsInvestment properties

Investment properties are those used solely to earn rentals and/or for capital appreciation for the Bridge Estate. Investment properties are measured initially at cost. They are not depreciated but are revalued annually according to market conditions at year-end.

Due to the current pandemic the 2020/21 valuations have been carried out in accordance with current RICS guidance and any subsequent effect on valuations will be undertaken in 2021/22. Gains and losses on revaluation and on disposal are shown within the SOFA. However as revaluation and disposal gains and losses are not allowed by statute to impact on the financial activities of the Bridge Estate, they do not form part of the income and expenditure totals, but provide details within the SOFA of the movement on the Endowment Fund. Any sale proceeds are posted to the Endowment Fund.

Rental income from investment properties is credited to investment income within the SOFA.

Where land or property is held as a community asset, dedicated for the enjoyment of the public in perpetuity they are given a value of £NIL.

Other investments

Other investments are included in the Balance Sheet at market value and include loans and government stocks.

Accruals of Expenditure and Income

The accounts of the Bridge Estate are maintained on an accruals basis. This means that sums due to or from the Bridge Estate during the year are included whether or not the cash has actually been received or paid in the year. Where income and expenditure has been recognised but cash has not been received or paid, a debtor or creditor for the relevant amount is recorded in the balance sheet. Cash received or paid and not yet recognised as income or expenditure is shown as a creditor (receipt in advance) or debtor (payment in advance) in the balance sheet and the SOFA adjusted accordingly. Fees, charges and rents due from customers are accounted for as income at the date that the Bridge Estate provides the associated goods or services.

This policy is not followed for certain quarterly payments, including gas and electricity, where expenditure is recorded at the date of meter reading rather than being apportioned between financial years. This policy is consistently applied each year and, therefore, does not have a material effect on the year's accounts.

Where it is doubtful that a debt will be settled, the balance of debtors is written down and a charge made to the SoFA for the income that might not be collected. This bad debt provision is offset against the debtor

balance on the balance sheet.

Due to the current pandemic Bridge Estate has increased its bad debt provision by c35%, to take into account any amounts which Bridge Estate will be unable to collect from tenants in financial difficulty. In many cases, the value to be entered in respect of accrued transactions will be certain.

In others, this value has to be estimated and reference is then made to past transactions and trends in order to determine the likely value.

Cash

Cash is represented by deposits held within the Bridge Estate bank account.

Funds of the Charity

Endowment fund

The capital of the Bridge Estate is held as a permanent endowment fund. There is no power to convert the capital into income; the fund must generally be held indefinitely.

Unrestricted income fund

This fund has been established so that the cost of repairing Trent Bridge was spread out and does not impact on the finances of the Charity in a particular year. In 2006/07 an additional Renewal and Repairs Fund was set up to meet the cost of repairs to the housing stock held by the Bridge Estate. Annual contributions are made to the fund and repairs costs are charged to the SoFA in the year they are carried out, with transfers being taken from the fund.

The income from the fund is unrestricted income but it is expendable at the discretion of the active trustees in the furtherance of the charity's objectives.

2. Tax status of the Bridge Estate

Bridge Estate is a registered charity and is therefore exempt from income tax and capital gains tax on income and gains falling within S531 ITA 2007 and S256 CGA 1992. Nottingham City Council is the sole trustee of the Bridge Estate and, in accordance with VAT notice 749, is entitled to recover VAT incurred on the expenditure of the Bridge Estate under section 33 of the VAT Act 1994.

3. Summary of Fund Movements

	2020/21			2019/20		
	Endowment Fund £	Unrestricted Funds £	TOTAL £	Endowment Fund £	Unrestricted Funds £	TOTAL £
Balance B/fwd	(28,537,711)	(976,318)	(29,514,029)	(27,911,933)	(1,173,205)	(29,085,138)
Incoming Resources	-	(2,147,027)	(2,147,027)	-	(2,390,780)	(2,390,780)
Outgoing Resources	972,963	1,716,823	2,689,786	438,200	1,664,045	2,102,245
Transfers	(1,033,058)	1,033,058	-	(923,622)	923,622	-
Gains and Losses	187,493	-	187,493	(109,310)	-	(109,310)
Other Movements	-	-	-	(31,046)	-	(31,046)
Balances C/fwd	(28,410,313)	(373,464)	(28,783,777)	(28,537,711)	(976,318)	(29,514,029)

Incoming Resources

As a general rule, incoming capital resources to the Bridge Estate are generated by the sale of investment properties or the payment of premiums in respect of the re-gearing of long leaseholds. The Bridge Estate capital fund is a permanent endowment fund which means that it cannot usually be spent as income. Thus, any income generated by the sale of freehold land or buildings, or the re-gearing of long leaseholds on payment of a premium, must be reinvested in the purchase or improvement of freehold land and buildings.

At the discretion of the Charity Commission, funds may be spent on infra-structure assets but any sum spent will have to be recouped and the capital fund replenished.

Other Recognised (Gains)/Losses

The annual revaluation of the property portfolio has been completed in 2020/21 resulting in a loss on revaluation of assets of £311,179.

Unrestricted income fund

During 2020/21 the Bridge Repairs Fund was fully drawn down to pay for the works carried out in year, meaning a drawdown of £590,463 (£72,000 contribution 2019/20), while the unrestricted funds had a contributions of 47,702 (£216,535 2019/20).

4. Income and Expenditure Detailed Analysis

	2020/21 £	2019/20 £
<u>INCOME</u>		
Rent (net of movement in Loss Allowance)	(1,903,994)	(2,172,935)
Service Charges	(98,423)	(60,210)
Interest Received	(1,017)	(9,950)
Other	(21,990)	(79,305)
	(2,025,424)	(2,322,400)
<u>EXPENDITURE</u>		
<u>Raising Funds</u>		
<i>Agency and Contracted Services</i>		
Cleaning	597	7,448
Grounds Maintenance	18,365	22,749
<i>Investment Management Costs</i>		
Business Rates	17,708	108,362
Energy Costs	42,826	50,375
Insurance	20,760	20,760
Property Maintenance	1,095	7,029
Rent Collection	27,428	23,326
Supplies and Services	34,641	33,172
Water Charges	4,798	623
<u>Charitable Activities</u>		
Surplus transferred to NCC General Fund	1,545,000	1,545,000
Property Repairs (inc Bridge)	624,772	(18,970)
Audit Costs	10,150	10,950
<i>Support Costs</i>		
Management and Administration	159,200	157,328
<u>Other</u>		

Interest Payable	60,845	65,713
Movement to Funds		
Contribution to / (from) Repairs Fund	(590,463)	72,000
Contribution to / (from) Unrestricted Fund	47,702	216,535
	2,025,424	2,322,400

5. Allocation of governance and support costs

The breakdown of support costs and how these were allocated between governance and other costs is shown below:

2020/21					
	Total	Governance Related (*)	Other Support Costs	SOFA Category	Basis of Apportionment
	£	£	£		
Audit Fees	10,150	10,150	-	Charitable Activities	External Provider's Annual Fee
Computer Costs	17,100	-	17,100	Charitable Activities	Software Usage
Recharged Staff Costs	55,140	23,548	31,592	Charitable Activities	Staff Time
Valuation Fees	86,960	16,522	70,438	Charitable Activities	Asset Valuation Costs/Staff Time
	169,350	50,220	119,130		

2019/20					
	Total	Governance Related (*)	Other Support Costs	SOFA Category	Basis of Apportionment
	£	£	£		
Audit Fees	10,950	10,950	-	Charitable Activities	External Provider's Annual Fee
Computer Costs	17,100	-	17,100	Charitable Activities	Software Usage
Recharged Staff Costs	55,140	23,548	31,592	Charitable Activities	Staff Time
Valuation Fees	85,088	16,167	68,921	Charitable Activities	Asset Valuation Costs/Staff Time
	168,278	50,665	117,613		

(*) Governance Related Costs are met entirely from Unrestricted Funds.

6. Investment Property

Investment property represents assets owned by the Bridge Estate, primarily property and buildings all situated in the United Kingdom. The portfolio of property is mainly investment properties which are valued by Nottingham City Council Property Service Chartered Surveyor (member of the Royal Institution of

Chartered Surveyors) and in accordance with the Royal Institute of Chartered Surveyors Appraisal and Valuation Standards Manual (the Red Book). Properties held by the Bridge Estate are non-operational properties and as such, the valuation is on the basis of open market value. This area is managed by the Director of Economic Development and Property.

Investment properties in the portfolio are valued at market value in accordance with the Charities SORP. Some properties have a de-minimis value of £NIL as they are community assets, dedicated for the enjoyment of the public in perpetuity.

Assets that are sold are re-valued pending sale and written out of the accounts at this value.

Analysis of the movement in Investment Property	2020/21 (£)	2019/20 (£)
Carrying value (market value) at beginning of year	29,952,336	29,841,285
Add: Additions to investments at cost	-	-
Add: Capital Expenditure Incurred	177,136	-
Less: Disposals at carrying value	-	-
Add/deduct: Net gains/(losses) on revaluation	(311,179)	111,051
Carrying value (market value) at end of year	29,818,293	29,952,336

The following properties whose value is greater than £1m, are considered to be material in the context of the investment property list:

Property	Value 2020/21 £	Value 2019/20 £
Century House, 8-18 Chapel Bar	1,501,632	1,358,026
Woolsthorpe Close, Off Wigman Road, Bilborough	3,655,902	3,866,084
Eastcroft Depot, London Road	2,900,000	2,900,000
The Alexander Fleming Building, Nottingham Science and Technology Park, University Boulevard	2,000,000	1,496,235
34-38 Lister Gate	1,795,000	3,706,007
Units 21-29, Whitemoor Court, Nuthall Road	3,458,353	3,259,238
14-16 Wheeler Gate	995,535	1,125,000

7. Other Investments

	2020/21 £	2019/20 £
Government Stocks	1,385	1,385
COIF Accumulation Units	649,702	526,016
	651,087	527,401

	2020/21	2019/20
	£	£
Analysis of the movement in Other Investments		
Carrying value (market value) at beginning of year	527,401	529,142
Add/deduct: Net gains/(losses) on revaluation	123,686	(1,741)
Carrying value (market value) at end of year	651,087	527,401

8. Analysis of current assets

Debtors	2020/21	2019/20
	£	£
Trading Activities	370,685	461,662
Amounts due from subsidiary and associated undertakings	557,115	317,642
	927,800	779,304

Cash	2020/21	2019/20
	£	£
Cash at bank	495,641	1,341,228

9. Analysis of current liabilities and long term creditors

	2020/21	2019/20
	£	£
Amounts due to subsidiary and associated undertakings (including subsidiary Receipts in Advance)	(713,589)	(487,125)
Other creditors	(153,728)	(308,287)
Receipts in Advance	(217,738)	(86,546)
	(1,085,055)	(881,958)

	2020/21	2019/20
	£	£
Rent Bonds	(40,879)	(40,879)
Long Term Borrowing	(1,983,110)	(2,163,403)
	(2,023,989)	(2,204,282)

10. Analysis of Lessor Operating Leases

	2020/21	2019/20
	£	£
Not later than one year	1,115,530	1,674,952
Between one and five years	1,858,536	2,833,420
Later than five years	11,503,029	11,674,306
Total	14,477,095	16,182,678

11. Analysis of net assets between funds

	2020/21		2019/20	
	Endowment	Unrestricted	Endowment	Unrestricted
	Fund	Funds	Fund	Funds
	£	£	£	£
Investment Properties	29,818,293	-	29,952,336	-
Other investments	-	651,087	-	527,401
Debtors (net of Bad Debt Provision)	-	927,800	-	1,019,536
Cash at Bank	755,413	(259,772)	929,061	412,167
Creditors - Amounts falling due within one year	(180,283)	(904,772)	(180,283)	(941,907)
Creditors - Amounts falling due after one year	-	(40,879)	-	(40,879)
Long Term Borrowing	(1,983,110)	-	(2,163,403)	-
	28,410,313	373,464	28,537,711	976,318

12. TRANSACTIONS WITH RELATED PARTIES

NCC elected members are representing the Council as sole trustees of the Bridge Estate and any related party transactions must be disclosed in accordance with Charity SORP.

A loan of £3,922,881 was approved in 2012/13 to assist in the purchase of an investment property, this loan is for a period of 20 years and for accounting purposes is treated as long term borrowing. The payment started annually on the 31 March 2014. The payments will be made up of £180,283 principal and 2.70% pa interest on the average loan balance in the year. In 2020/21 the Bridge Estate paid £60,845 interest (£65,713 2019/20), which is shown within the SoFA under Other Expenditure and short term creditors, while the outstanding long term borrowing at the 31 March 2021 is £1,983,110 (£2,163,403 2019/20) which is shown in the balance sheet.

Monies due from NCC and other group entities (Robin Hood Energy and Nottingham City Homes) at the end of the financial year to the Bridge Estate was £557,115 (£317,642 2019/20). Monies owed to NCC and group entities was £713,589 (£487,125 2019/20).

In addition to transactions involving investments and cash balances, there are other transactions between the Charity and the City Council in respect of the day-to-day operations of the Charity.

In the year to 31 March 2021 various City Council departments and other Council group entities paid a sum of £627,370 (£577,434 2019/20) in respect of investment properties let by the Charity at current market rents subject to periodic reviews and related service charges. This income is included in the SoFA.

NCC charged the Bridge Estate £159,200 in the year to 31 March 2021 (£157,328 2019/20) in respect of officers' time and management and maintenance of properties. Of this total it is estimated that £40,070 (£39,715 2019/20) is attributable to the governance of the Charity. These costs relate to the preparation of the final accounts, valuation fees, legal fees and attendance and preparation for the Trusts and Charities Committee meetings.

The Charity had a charge of £18,962 (£30,197 2019/20) for grounds maintenance and contract cleaning, while insurance costs of £20,760 (£20,760 2019/20) was paid to NCC. These transactions are shown within Raising Funds in the SoFA.

Surplus of income over expenditure during the year is transferred to NCC's General Fund for the improvement of the City of Nottingham and the public benefit of its inhabitants £1,545,000 (£1,545,000 2019/20).

During the current financial year, trustees received remuneration of £nil (£nil 2019/20) and had expenses reimbursed of £nil (£nil 2019/20).

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Bridge Estate

Audit Highlights Memorandum

Year ended 31 March 2021



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Executive Summary

Audit Conclusion

- Unqualified audit opinion proposed on financial statements.

Accounting Matters

- No significant accounting issues arose during the course of our audit.
- The annual report has 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).
- Accounting policies appropriate for the annual report and the financial statements are in accordance with disclosure requirements of relevant charities legislation, UK GAAP and the Statement of Recommended Practice.

Auditing Matters

- We have completed the audit subject to:
 - Agreement of the final approved set of accounts
 - Receipt of the signed management representations letter
- No significant audit issues arose during the course of our audit of the Charity.

Systems and Controls

- No major weaknesses in the financial systems were identified during the course of the audit.

Regulatory and Tax Matters

- No significant regulatory or tax matters came to our attention during the course of our normal audit work.

Audit Approach

Our audit planning identified two key risk areas which we have addressed through our audit.

Issue

How addressed during the audit

Investments

Highly material area, the majority of assets consist of investment properties, however other investments are also held.

Investment properties and other investments held by the charity were reviewed during the audit.

Specific audit work performed included:

- Agreeing the property valuation disclosed in the financial statements to the valuation report at the year end.
- Agreement of a sample of property valuations to the valuations provided by Nottingham City Council.
- Confirmation of ownership of a sample of properties to title deeds documentation.
- Other investments were verified to third party confirmations.

Related Parties

Possible non-identification or incorrect disclosure of related parties and transactions in the financial statements

Nottingham City Council, Robin Hood Energy & Nottingham City Homes Limited represent the only related parties of the charity. Significant balances exist at the year end in the balance sheet and a substantial payment to NCC of £1,545,000 is disclosed in the statement of financial activities.

Specific audit work performed included:

- Confirmation of the year end balances disclosed in the balance sheet and the income and expenditure transactions disclosed in the statement of financial activities to the Nottingham City Council working papers for the year ending 31st March 2021.
- In respect of the above mentioned payment, verification that the payment is consistent with the objectives of the charity and in accordance with public benefit requirements.

Other matters

Fraud

Auditing standards require us to explicitly consider fraud as part of our audit procedures.

We planned our audit so that we had a reasonable expectation of detecting material misstatements in the financial statements or accounting error (including any material misstatements resulting from fraud, error or non-compliance with law or regulations). Our examination should not be relied upon to disclose all such material misstatements or frauds, errors or instances of non-compliance as may exist.

The responsibility for safeguarding the assets of the charity and for the prevention and detection of fraud, error and non-compliance with laws or regulations rests with management and the trustees.

We have discussed fraud and fraud risk with management and the controls surrounding the detection and prevention of fraud.

We have not identified any material frauds during our audit procedures.

Independence

In accordance with the requirements of ISA 260, we confirm that, in our view, there are no matters that would impact our independence and objectivity as auditors to the charity.

We confirm that appropriate safeguards remain in place in respect of all non-audit work and that in our professional judgement, as at the date of this report, we are independent accountants with respect to the charity, within the meaning of UK regulatory and professional requirements and that the objectivity of the audit engagement partner and the audit staff is not impaired in any way.

Summary of misstatements

Auditing standards require us to prepare a summary of uncorrected items that are not considered to be “clearly trivial” for the Audit Committee’s consideration.

The summary includes adjustments that we have noted during the course of our audit which have been adjusted so that the balance sheet and statement of financial activities conform fully to accounting standards and are free from factual error.

Nature of misstatement	Factual	Surplus	Balance Sheet	Unadjusted
Brought forward per draft accounts		(730,252)	28,783,777	
COIF balance overstated	(4,840)			(4,840)
Bad debt written off mis posted	27,504			27,504
Bad debt provision included at gross	8,121			8,121
Total errors				
adjusted		-	-	
unadjusted				<u>30,785</u>
Final accounts		<u>(730,252)</u>	<u>28,783,777</u>	

There are no material uncorrected misstatements.

Appendix I : Letter of representation

Rogers Spencer
Chartered Certified Accountants
Newstead House
Pelham Road
Nottingham
NG5 1AP

Dear Sirs

The following representations are made on the basis of enquiries of management and staff with relevant knowledge and experience such as we consider necessary in connection with your audit of the charity's financial statements for the year ended 31 March 2021. These enquiries have included inspection of the supporting documentation where appropriate. All representations are made to the best of our knowledge and belief.

General

- 1 We have fulfilled our responsibilities as trustees as set out in the terms of your engagement letter, under the Charities Act 2011 for preparing financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), for being satisfied that they give a true and fair view and for making accurate representations to you.
- 2 All the transactions undertaken by the charity have been properly reflected and recorded in the accounting records.
- 3 All the accounting records have been made available to you for the purpose of your audit. We have provided you with unrestricted access to all appropriate persons within the charity, and with all other records and related information requested, including minutes of management and trustee meetings and correspondence with The Charity Commission.
- 4 The financial statements are free of material misstatements, including omissions.
- 5 The effect of uncorrected misstatements is immaterial both individually and in total.

Internal control and fraud

- 6 We acknowledge our responsibility for the design, implementation and maintenance of internal control systems to prevent and detect fraud and error. We have disclosed to you the results of our risk assessment that the financial statements may be misstated as a result of fraud.
- 7 We have disclosed to you all instances or known or suspected fraud affecting the entity involving management, employees who have a significant role in internal control or others that could have a material effect on the financial statements.
- 8 We have also disclosed to you all information in relation to allegations of fraud or suspected fraud affecting the entity's financial statements communicated by current or former employees, analysis, regulators or others.

Assets and liabilities

- 9 The charity has satisfactory title to all assets and investments and there are no liens or encumbrances on the charity's assets, except for those that are disclosed in the notes to the financial statements.
- 10 All actual liabilities, contingent liabilities and guarantees given to third parties have been recorded or disclosed as appropriate.
- 11 We have no plans or intentions that may materially alter the carrying value and where relevant the fair value measurements or classification of assets and liabilities reflected in the financial statements.

Appendix I : Letter of representation (continued)

12 We confirm that the value of investment properties as at 31 March 2021 is £29,818,293.

Accounting estimates

13 Significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable.

Loans and arrangements

13 The charity has not granted any advances or credits to, or made guarantees on behalf of trustees.

Legal claims

14 We have disclosed to you all claims in connection with litigation that have been, or are expected to be, received and such matters, as appropriate, have been properly accounted for, and disclosed in, the financial statements.

Law and regulations

15 We have disclosed to you all known instances of non-compliance or suspected non-compliance with laws and regulations whose affects should be considered when preparing the financial statements.

Related parties

16 Related party relationships and transactions have been appropriately accounted for and disclosed in the financial statements. We have disclosed to you all relevant information concerning such relationships and transactions and are not aware of any other matters which require disclosure in order to comply with legislative and accounting standards requirements.

Subsequent events

17 All events subsequent to the date of the financial statements which require adjustment or disclosure have been properly accounted for and disclosed.

Going concern

18 We believe that the charity's financial statements should be prepared on a going concern basis on the grounds that current and future sources of funding or support will be more than adequate for the charity's needs. We have considered a period of twelve months from the date of approval of the financial statements. We believe that no further disclosures relating to the charity's ability to continue as a going concern need to be made in the financial statements.

Grants and donations

19 All grants, donations and other income, the receipt of which is subject to specific terms or conditions, have been notified to you. There have been no breaches of terms or conditions in the application of such income.

Appendix I : Letter of representation (continued)

Transactions with Nottingham City Council

- 20 At the year ending 31 March 2021, the following balances were outstanding between Bridge Estate and Nottingham City Council:
- Included in debtors - £557,115
 - Included in creditors – amounts falling due within one year - £713,589
 - Included in creditors – amounts falling due after one year - £1,983,110
- 21 Included in the Statement of Financial Activities for the year ending 31 March 2021 is a payment of £1,545,000 from Bridge Estate to Nottingham City Council. This payment is consistent with the objectives of the charity and in accordance with public benefit requirements.

We acknowledge our legal responsibilities regarding disclosure of information to you as auditor and confirm that so far as we are aware, there is no relevant audit information needed by you in connection with preparing your audit report of which you are unaware.

Each trustee has taken all steps that they ought to have taken as a trustee in order to make themselves aware of any relevant audit information and to establish that you are aware of that information.

Yours faithfully



.....
Cllr Sajid Mohammed (Chair) signed on behalf of the board of Bridge Estate

Date: 21st July 2021

Appendix II : Management letter

Our Ref: MB / B299

melvin@rogers-spencer.co.uk

Bridge Estate
Nottingham City Council
Loxley House
Station Street
Nottingham
NG2 3NG

12 July 2021

Dear Sirs

Audit matters to be communicated / Findings from the audit

The following issues arose during the course of our audit for the year ended 31 March 2021: -

- (a) No matters came to light during the course of our normal audit tests which are designed to assist us in forming our opinion on the financial statements. Our tests may not necessarily disclose all errors or irregularities and should not be relied upon to do so. However, if any irregularity did come to our attention during our audit tests, we would, of course, inform you immediately.
- (b) A draft letter of representation is attached to this letter and we would be grateful if you could sign and approve the contents.
- (c) The effect of uncorrected misstatements is immaterial both individually and in total.
- (d) There are therefore no expected modifications to our audit report.
- (e) We have not identified any material weaknesses in internal control during the audit.
- (f) This report has been prepared for the sole use of the trustees of Bridge Estate and must not be shown to third parties without our prior consent. No responsibilities are accepted by Rogers Spencer towards any party acting or refraining from action as a result of this report.

Finally, we would like to express our thanks to all members of the charity's staff who assisted us in carrying out our work.

Yours faithfully

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Trusts and Charities Committee 27th September 2021

Title of paper:	Bridge Estate Property Update Report	
Director(s)/ Corporate Director(s):	Nicki Jenkins – Director of Economic Development and Property	Wards affected: Various
Report author(s) and contact details:	Bevis Mackie – Principal Surveyor 01115 876 3635 Bevis.Mackie@nottinghamcity.gov.uk	
Other colleagues who have provided input:	Dionne Screator – Solicitor (Contracts and Commercial Team) Tom Straw – Senior Accountant – Capital Programmes (Technical Accounting)	
Date of consultation with Portfolio Holder(s) (if relevant)		
Relevant Council Plan Key Theme:		
Nottingham People		<input type="checkbox"/>
Living in Nottingham		<input type="checkbox"/>
Growing Nottingham		<input checked="" type="checkbox"/>
Respect for Nottingham		<input type="checkbox"/>
Serving Nottingham Better		<input type="checkbox"/>
Summary of issues (including benefits to citizens/service users):		
The report sets out the key property events that have taken place or proposed for the Bridge Estate since the date of the last meeting.		
Recommendation(s):		
1	That the committee notes the updates relating to the individual Bridge Estate properties and approves the recommended actions as set out in the Appendix to this report.	

1 Reasons for recommendations

- 1.1 Appended to this report is a schedule setting out the recent activity or proposed actions relating to the individual properties within the Bridge Estate Portfolio. Where appropriate, specific legal and financial considerations are detailed alongside the surveyor's update to Trustees.

2 Background (including outcomes of consultation)

- 2.1 Not applicable

3 Other options considered in making recommendations

- 3.1 Not applicable as the report is for information only

4 Finance colleague comments (including implications and value for money/VAT)

- 4.1 Finance comments are contained within the appendices as required.

5 Legal and Procurement colleague comments (including risk management issues, and legal, Crime and Disorder Act and procurement implications)

5.1 Charity Commission guidance states that the Trust may purchase and lease property for the Charity to generate income to meet its purposes, but Trustees must make sure that it is in the Charity's best interests. Trustees are responsible for protecting the Charity's money and assets. Therefore, Trustees should satisfy themselves that: -

- the property is suitable for its needs
- the price is fair, or even discounted, compared with similar properties to the market;
- they understand any legal obligations relating to the land, such as planning restrictions;
- any loan or mortgage terms are reasonable and competitive

6 Strategic Assets & Property colleague comments (for decision relating to all property assets and associated infrastructure) (Area Committee reports only)

6.1 Not applicable.

7 Equality Impact Assessment (EIA)

7.1 Has the equality impact of the proposals in this report been assessed?

No



An EIA is not required because:

(Please explain why an EIA is not necessary)

In accordance with Sections A and B under the Guidance Note – carrying our equality impact assessment (EIA) 2.11.11 as it does not involve a change of policy, services or functions and some aspects for information only.

8 List of background papers other than published works or those disclosing confidential or exempt information

8.1 None

9 Published documents referred to in compiling this report

9.1 None

Bridge Estate Portfolio Update

Item No.	Property name and address	Surveyors Update	Finance Comments	Legal, Procurement and/or Risk considerations	Action required by Trustees
1 Page 49	150 th Anniversary of the opening of Trent Bridge	<p>The 25th July marked the 150th Anniversary of the opening of Trent Bridge, with several online press releases made by the Council, which for ease of reference are listed below:</p> <ul style="list-style-type: none"> • https://www.mynottinghamnews.co.uk/iconic-gateway-to-nottingham-celebrates-150th-anniversary/ • https://www.transportnottingham.com/bridging-generations-150-years-since-iconic-trent-bridge-opened/ • https://twitter.com/Transport_Nottm/status/1418584249041657856 • https://twitter.com/Transport_Nottm/status/1419285053075386372 • https://twitter.com/Transport_Nottm/status/1419313490066612233 <p>The news was covered by the following:</p> <ul style="list-style-type: none"> • https://www.nottinghampost.com/news/nottingham-news/look-historic-trent-bridge-images-5693343 • https://www.bbc.co.uk/news/uk-england-nottinghamshire-57923989 • https://westbridfordwire.com/trent-bridge-incredible-facts-and-photos-as-nottinghams-famous-bridge-turns-150/ • https://westbridfordwire.com/pictures-trent-bridge-celebrates-150th-birthday-olympic-torch-and-sheep-herding-among-key-memories/ <p>In addition Vice-Chair Angharad Roberts was interviewed by ITV News (ITV Central East) on 28th July to commemorate the 150th anniversary and highlighted the importance of Trent Bridge to the residents of Nottingham together with its wider social, economic and historic significance.</p>	No additional finance comments.	For noting, no additional legal comments.	For noting

2	34 Lister Gate, NG1 7DD	The ground floor retail premises are under offer.	Forecasts will be refreshed accordingly as negotiations progress.	For noting, no additional legal comments.	For noting.
3	24-30 Castle Gate, NG1 7AT	The premises remain on the market available 'to let' with Innes England.	No additional finance comments.	For noting, no additional legal comments.	For noting.
4	Governor's House & Judges Retiring Rooms, High Pavement, NG1 1HN	Terms for lease have been agreed with a prospective tenant, solicitors are instructed with the lease expected to complete following the completion of various works.	Forecasts will be refreshed accordingly.	For noting, no additional legal comments.	For noting
Page 50	1 st , 2 nd and 3 rd Floor Premises, Century House, 8 – 18 Chapel Bar, NG1 6JD	The premises are being marketed 'To Let' by HEB Surveyors.	No additional finance comments.	For noting, no additional legal comments.	For noting
6	Part of Ground Floor, Building 2 Woolsthorpe Close, Woolsthorpe Depot	The letting to the occupier will complete in due course.	Forecasts will be refreshed accordingly.	For noting, no additional legal comments.	For noting
7	Former Eon Offices, Building 1, Woolsthorpe Close, Woolsthorpe Depot	The premises remain on the market available 'to let' with Innes England.	No additional finance comments.	For noting, no additional legal comments.	For noting
8	140 Vernon Road, NG6 0AD	The lease renewal has been completed.	No additional finance comments.	For noting, no additional legal	For noting

				comments.	
9	Ground Floor 5 Castle Bridge Office Village, Lawrence Way, NG7 1GE	The premises are marketed available 'to Let' by HEB surveyors.	No additional finance comments.	For noting, no additional legal comments.	For noting

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