# COWES HARBOUR COMMISSION ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2022

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# COMMISSION INFORMATION FOR THE YEAR ENDED 31 DECEMBER 2022

**COMMMISSIONERS:** 

C Blount

(Appointed 2020) (Appointed 2019)

V Clifford J Evans

(Appointed 2018)

F Fitzherbert-Brockholes

(Appointed 2021)

P Hagen G Hall (Appointed 2020, Chairman) (Appointed 2021, Chief Executive)

J Losty

(Appointed 2020)

S Sheridan

(Appointed 2019)

HARBOUR MASTER:

E Walker

**REGISTERED OFFICE:** 

Harbour Office

Town Quay

Cowes Isle of Wight PO31 7AS

**AUDITORS:** 

Harrison Black Limited

Statutory Auditor

East Quay Kite Hill

Wootton Bridge Isle of Wight PO33 4LA

**BANKERS:** 

Lloyds Bank Plc

22 St Thomas' Square

Newport Isle of Wight PO30 1SQ

#### STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

The Commissioners present their strategic report for the year ended 31 December 2022.

#### MISSION STATEMENT

Cowes Harbour Commission (CHC) will manage the harbour, its safety and sustainable improvement and deliver the Commission's strategic objectives.

#### STRATEGIC OBJECTIVES

The Commissioners have the following key strategic objectives for 2022-2027:

- Manage the Harbour in accordance with the principles in the DfT's Ports Good Governance Guidance document.
- Promote and deliver a safety-first culture ensuring the highest standards in health and safety for CHC employees and Harbour users whilst complying fully with the Port Marine Safety Code
- Commit to the sustainable management and conservation of the Harbour, estuary, and local environment
- Promote and deliver sustainable Harbour development policies to safeguard existing, and support new, business, services, investment, and employment
- Ensure that commercial and financial management is robust, market-led and enables CHC to deliver its statutory duties and strategic objectives and to fund Harbour improvements
- Create long-term value for CHC by aligning our business development activities, key stakeholder relationships and communications strategy with our strategic goals
- Support and maximise the potential of our employees by implementing policies and procedures that align to our strategic goals and addresses the needs of our employees and CHC
- Continue to communicate and engage with key stakeholders on the strategic development of the Harbour
- Support and develop marine employment

#### **GOVERNANCE**

The governance of the Commission is based on the Department of Transport Modernising Trusts Ports' and Combined Code. The Board met eight times in 2022 and sub-committees meet as required (Appointments, Finance, Audit, and Remuneration). Biographical details of each Commissioner and a register of interests is published on our website www.cowesharbourcommission.co.uk.

#### **BUSINESS REVIEW 2022**

Turnover increased 16% to £3,919,743 (2021: £3,380,823) mainly due to increases in commercial, leisure and fuel income. Total expenditure increased 19% to £3,563,440 (2021: £2,988,398), a third of this increase due to higher fuel purchase prices. Following the triennial actuarial valuation of the Cowes Harbour Commission defined benefit pension scheme liability an updated deficit reduction payment plan was agreed which included an additional £100,000 payment this year. Operating surplus fell 10% to £356,303 (2021: £399,189).

Surplus before tax amounted to £327,026 (2021: £166,058 which included a deficit on the revaluation of investment properties). Following the departure of the last major tenant and receipt of planning approval to regenerate Kingston Wharf the investment property has been transferred to fixed assets.

The balance sheet totals for the year stood at £9,474,237 compared to £8,459,237 in the previous year

#### STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

#### KEY PERFORMANCE INDICATORS

Profitability (Earnings before interest, tax and depreciation/turnover) 0.18 (2021: 0.21).

Current ratio (current assets/current liabilities) 2.92 (2021: 2.43).

#### BUSINESS RISK

The Commissioners approach to risk management is to identify key risks which are believed could be a threat and then develop policies to manage, to an acceptable level, the impact and likelihood of those risks.

General risk: Some factors which affect the harbour are beyond the control of the Commissioners for example the national economy. The business is also very seasonal and weather dependent.

Compliance risk: Cowes Harbour Commission operates a safety management system that includes preparation for emergencies. A comprehensive staff training programme is maintained to ensure the Harbour is compliant with the requirements of the Port Marine Safety Code.

Governance risk: The Commissioners have a strategic plan which sets out the key aims, objective and policies. Before recruitment of a new commissioner a review is undertaken of skills required for an effective Board.

Financial risk: Budgets are set annually to monitor financial performance. Budgetary and financial reports are produced and interpreted in a timely and accurate way.

Pollution risk: The Commission invests in specific oil spillage training for it's staff and has contracted to have expert support and advice in the event of an incident.

Reliance upon key customers: We maintain a strong relationship with our existing customers and work hard to build good relationships with new customers based on quality and value. We continue to seek new business with the expansion of our mooring contract work to increase the diversification of our trading base.

#### FORWARD LOOK

CHC is actively working and exploring opportunities to work in partnership with other key stakeholder organisations including the Isle of Wight Council to maximise the potential of Cowes Harbour and its key strategic harbour sites for marine employment and the development of harbour and yachting facilities in the interests of all stakeholders.

Plans for a major investment project at Kingston Wharf in East Cowes to create a marine industrial park with new purpose-built commercial units and an expanded boat storage facility will continue to be developed.

ON BEHALF OF THE BOARD:

P Hagen - Commissioner/Chairman

Date: 28 /04 /2023

### REPORT OF THE COMMISSIONERS FOR THE YEAR ENDED 31 DECEMBER 2022

The Commissioners present their report with the financial statements of the Commission for the year ended 31 December 2022.

#### CONSTITUTION

Cowes Harbour Commission (CHC or "the Commission") is the Statutory Harbour Authority for Cowes Harbour and the River Medina as far south as the Folly Inn. It is an independent Trust Port constituted by the Cowes Harbour Acts and Orders 1897 to 2012.

As a Trust Port any surpluses made by the Commission are retained for the benefit of stakeholders and invested in a variety of projects that benefit harbour users. Every person, company or other organisation that has an interest in Cowes Harbour or the River Medina is a stakeholder in the Commission.

#### PRINCIPAL ACTIVITY

The principal activities of the Commission in the year under review were acting as the Statutory Harbour Authority and the provision of harbour facilities, including yacht and commercial moorings and fuel.

#### COMMUNICATION WITH STAKEHOLDERS

The Commission is accountable to its stakeholders and ultimately to the Secretary of State for transport. The Commissioners encourage comments, questions and suggestions from its stakeholders and factor this input into their decision-making process. Methods used to communicate on a regular basis with stakeholders include:

- An annual public meeting held in May or June
- A website (www.cowesharbourcommission.co.uk) with a section explaining the operation of the Commission
- A monthly e-newsletter
- An Advisory Committee
- An "open door" policy for stakeholders to raise issues

#### COMMISSIONERS

The Board of Commissioners consists of ten Commissioners together with a maximum of 2 Commissioners co-opted for specific purposes for a maximum period of one year. Commissioners are appointed by the Commissioners on the recommendation of an appointments panel consisting of the Chairman, a Stakeholder representative, an independent member and advised by the chief executive. Commissioners are appointed by an openly advertised recruitment process for an initial term of 3 years and usually serve 2 terms. Commissioners are required to have knowledge, experience or ability in a number and complementary range of matters relevant to the efficient, effective and economic discharge by the Commission of its functions.

The chairman of the Commissioners is appointed by the Commissioners from among their number for a term of 3 years.

The Commissioners meet 8 times a year (2021: 10 meetings) with ad hoc meetings held when necessary. A quorum of Commissioners is 5.

#### REPORT OF THE COMMISSIONERS FOR THE YEAR ENDED 31 DECEMBER 2022

The year of appointment of the current Commissioners is shown on the Commission information page. The performance of each Commissioner is evaluated annually. The post of Commissioner is not remunerated.

The Commissioners are collectively and individually responsible for the proper exercise of the Commission's Statutory Duties.

The following held office as Commissioners and their attendance at regular meetings during the year.

C Blount - 8/8 or 100% V Clifford - 7/8 or 88% J Evans - 7/8 or 88% F Fitzherbert-Brockholes - 6/8 or 75% P Hagen (Chairman) - 8/8 or 100% G Hall (Chief Executive) - 7/8 or 88% R Hennessy - 4/6 or 67% J Losty - 8/8 or 100% D Riley - 6/8 or 75% S Sheridan - 8/8 or 100%

R Hennessy resigned as Commissioner on 9 September 2022 and D Riley resigned as Commissioner on 30 April 2022 and co-opted on 1 June 2022 for a further 12 months.

#### STATEMENT ON CORPORATE GOVERNANCE

The Commission is committed to operating a system of corporate governance that follows the principles and guidance laid down in "Modernising Trust Ports (second edition)" published in 2009 by the Department of Transport, to the extent considered appropriate to the size and nature of the Commission.

The Commission has developed its governance procedures including the establishment of a remuneration committee and an audit committee.

The latest statement of governance can be found on the Cowes Harbour Commission website www.cowesharbourcommission.co.uk.

#### REPORT OF THE COMMISSIONERS FOR THE YEAR ENDED 31 DECEMBER 2022

#### STATEMENT OF COMMISSIONERS' RESPONSIBILITIES

The Commissioners are responsible for preparing the Strategic Report, the Report of the Commissioners and the financial statements in accordance with applicable law and regulations.

Company law requires the Commissioners to prepare financial statements for each financial year. Under that law the Commissioners have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Commissioners 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 Commission and of the surplus or deficit of the Commission for that period. In preparing these financial statements, the Commissioners are required to:

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

The Commissioners are responsible for keeping adequate accounting records that are sufficient to show and explain the Commission's transactions and disclose with reasonable accuracy at any time the financial position of the Commission 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 Commission and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the Commissioners are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Commission's auditors are unaware, and each Commissioner has taken all the steps that he or she ought to have taken as a Commissioner in order to make himself or herself aware of any relevant audit information and to establish that the Commissioner's auditors are aware of that information.

ON BEHALF OF THE BOARD:

P Hagen – Commissioner/Chairman

Date: 28/04/2023

#### **Opinion**

We have audited the financial statements of Cowes Harbour Commission (the 'Commission') for the year ended 31 December 2022 which comprise the Income Statement, Other Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows and Notes to the Statement of Cash Flows, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Commission's affairs as at 31 December 2021 and of its surplus for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of Section 42 of the Harbours Act 1964 (as amended by the Transport Act 1981) which requires the financial statements to be prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Commission in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Commissioners' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Commission's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Commissioners with respect to going concern are described in the relevant sections of this report.

#### Other information

The Commissioners are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Commissioners, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Report of the Commissioners for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Commissioners have been prepared in accordance with applicable legal requirements.

#### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Commission and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Report of the Commissioners.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

#### Responsibilities of Commissioners

As explained more fully in the Statement of Commissioners' Responsibilities set out on page six, the Commissioners are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Commissioners determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

#### Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

In identifying and assessing the risks of material misstatement in respect of irregularities, we have considered the following:

- The nature of the industry in which the entity operates, gaining an understanding of the legal and regulatory frameworks applicable. We consider the most significant laws and regulations which have a direct impact on the financial statements are FRS 102, Section 42 of the Harbours Act 1964 (as amended by the Transport Act 1981), the Companies Act 2006, Health and Safety and tax compliance regulations. We considered non-compliance of such regulatory requirements and designed our work accordingly, enquiring of management how they ensured compliance with such legislation and discussing the outcome of such procedures. External specialists were relied upon, where necessary in areas such as pension actuarial legislation.
- The management structure and control environment. We considered whether remuneration or bonus levels would give rise to incentive for fraud and in which audit areas gave the greatest potential for such fraud. We designed our testing to focus on areas such as complex transactions, unusual journals and recognition of income. We are also required to perform specific procedures to respond to the risk of management override, as is common in all audits under ISAs (UK).
- The appropriateness of the accounting policies used and the reasonableness of accounting estimates and related disclosures. We considered the consistency of such policies and estimates and whether they were still appropriate, who performed the work and their expertise in doing so, whether any adjustments were made in according with the relevant accounting framework.

Our work was carried out using systematic testing methods, analytical review, results of communication with management, professional scepticism, observation of controls and systems, and our experience and knowledge of the entity.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements. The risk increases the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements as we are less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

#### Use of our report

This report is made solely to the Commission's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Commission's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Commission and the Commission's members as a body, for our audit work, for this report, or for the opinions we have formed.

A S Garner BA(Hons) FCA (Senior Statutory Auditor)

for and on behalf of Harrison Black Limited

Statutory Auditor

East Quay

Kite Hill

Wootton Bridge

Isle of Wight

PO33 4LA

Date: 5 May 2023

# INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2022

		202	22	202	1
	Notes	£	£	£	£
TURNOVER	3		3,919,743		3,380,823
Cost of sales			2,832,804		2,267,998
GROSS SURPLUS			1,086,939		1,112,825
Administrative expenses			730,636		720,400
			356,303		392,425
Other operating income	4				6,764
OPERATING SURPLUS	6		356,303		399,189
Deficit from changes in fair value of investment property	7		_		204,000
			356,303		195,189
Interest receivable and similar income			4,687		485
			360,990		195,674
Interest payable and similar expenses	8	22,964		16,616	
Other finance costs	21	11,000	33,964	13,000	29,616
SURPLUS BEFORE TAXATION			327,026		166,058
Tax on surplus	9		67,526		182,689
SURPLUS/(DEFICIT) FOR THE FINANCIAL YEAR			259,500		(16,631)

#### OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2022

Notes	2022 £	2021 £
SURPLUS/(DEFICIT) FOR THE YEAR	259,500	(16,631)
OTHER COMPREHENSIVE INCOME		
Actuarial gain/loss on pension scheme	1,008,000	448,000
Income tax relating to other		
comprehensive income	(252,500)	(48,640)
OTHER COMPREHENSIVE		
INCOME FOR THE YEAR, NET OF		200.260
INCOME TAX	755,500	399,360
TOTAL COMPREHENSIVE		
INCOME FOR THE YEAR	1,015,000	382,729
III COME I OR THE I EM	2,020,000	202,722

# STATEMENT OF FINANCIAL POSITION 31 DECEMBER 2022

-			1.000		
	NI	20		20	
FIXED ASSETS Tangible assets Investment property	Notes 10 11	£	£ 11,113,812	£	£ 10,086,945 1,012,000
			11,113,812		11,098,945
CURRENT ASSETS					
Stocks Debtors Cash at bank and in hand	12 13	46,442 282,566 2,629,319		52,129 295,750 2,597,016	
CREDITORS Amounts falling due within one year	14	2,958,327 		2,944,895 1,206,167	
NET CURRENT ASSETS			1,920,305		1,738,728
TOTAL ASSETS LESS CURRENT LIABILITIES			13,034,117		12,837,673
CREDITORS Amounts falling due after more than o					<b>74.75</b>
year	15		(3,239,132)		(3,371,941)
PROVISIONS FOR LIABILITIES	19		(741,748)		(417,495)
PENSION ASSET/(LIABILITY)	21		421,000		(589,000)
NET ASSETS			9,474,237		8,459,237

# **STATEMENT OF FINANCIAL POSITION - continued 31 DECEMBER 2022**

		202	22	202	21
DECEDVEC	Notes	£	£	£	£
RESERVES Retained earnings	20	9,474,237		8,459,237	
	25		9,474,237		8,459,237

P Hagen – Commissioner/Chairman

G Hall - Commissioner/Chief Executive

# STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022

	Retained earnings	Total equity
Balance at 1 January 2021	8,076,508	8,076,508
Changes in equity Total comprehensive income  Balance at 31 December 2021	382,729 8,459,237	382,729 8,459,237
Changes in equity Total comprehensive income	1,015,000	1,015,097
Balance at 31 December 2022	9,474,237	9,474,334

#### STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022

	Votes	2022 €	2021 £
Cash flows from operating activities Cash generated from operations Interest paid Tax paid	1	545,702 (22,964) (101,267)	530,465 (16,616) (57,217)
Net cash from operating activities		421,471	456,632
Cash flows from investing activities Purchase of tangible fixed assets Sale of tangible fixed assets Provisions Interest received Net cash from investing activities		(371,849) 10,299 30,000 4,687	(99,590) (52,348) 485 (151,453)
Cash flows from financing activities Loan repayments in year  Net cash from financing activities		(62,305) (62,305)	(63,836) (63,836)
Increase in cash and cash equivalents Cash and cash equivalents at beginning of year	2	32,303 2,597,016	241,343 2,355,673
Cash and cash equivalents at end of year	2	2,629,319	2,597,016

# NOTES TO THE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022

# 1. RECONCILIATION OF SURPLUS BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2022	2021
	£	£
Surplus before taxation	327,026	166,058
Depreciation charges	343,173	324,214
Deficit on disposal of fixed assets	3,510	-
Difference on pension charge & cash contribution	(13,000)	(7,000)
Deficit on revaluation of invest property	-	204,000
Finance costs	22,964	16,616
Pension costs	11,000	13,000
Finance income	(4,687)	(485)
	689,986	716,403
Decrease/(increase) in stocks	5,687	(7,559)
Decrease/(increase) in trade and other debtors	13,184	(3,659)
Decrease in trade and other creditors	(163,155)	(174,720)
Cash generated from operations	545,702	530,465

#### 2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Statement of Cash Flows in respect of cash and cash equivalents are in respect of these Statement of Financial Position amounts:

#### Year ended 31 December 2022

Cash and cash equivalents	31.12.22 £ 2,629,319	1.1.22 £ 2,597,016
Year ended 31 December 2021	31.12.21	1.1.21
Cash and cash equivalents	£ 2,597,016	£ 2,355,673

# NOTES TO THE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022

#### 3. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.1.22 £	Cash flow £	At 31.12.22 £
Net cash Cash at bank and in hand	2,597,016	32,303	2,629,319
	2,597,016	32,303	2,629,319
Debts falling due within 1 year Debts falling due after 1 year	(65,105) (572,955)	5,404 56,901	(59,701) (516,054)
	_(638,060)	62,305	(575,755)
Total	1,958,956	94,608	2,053,564

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

#### 1. INFORMATION ON THE COMMISSION

Cowes Harbour Commission is an Independent Trust Port constituted by the Cowes Harbour Acts and Orders 1897 to 2012 and its principal place of business and registered office is Harbour Office, Town Quay, Cowes, Isle of Wight, PO31 7AS.

#### 2. ACCOUNTING POLICIES

#### Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

#### **Turnover**

Turnover represents net invoiced sales of goods, facilities and services, excluding value added tax.

A sale of goods is recognised on despatch of the goods to the customer which is the point at which all the risks and rewards of ownership of the goods pass to the customer.

Turnover is respect of services is recognised when the Commission obtains the right to receive consideration for the services rendered to its customer.

#### Tangible fixed assets

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

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Freehold property - 2-4% on cost
Cowes breakwater - 2% on cost
Eastern Channel dredge - 4% on cost
Harbour equipment - 10% on cost
Vessels - 5% on cost
Office equipment - 33% on cost

Freehold land is not depreciated.

#### Grants

Grants are credited to deferred revenue under the accruals method. Grants towards capital expenditure are released to the income statement using the straight line method over the expected useful life of the assets. Grants towards revenue expenditure are released to the income statement as the related expenditure is incurred.

Government grants which do not impose specified future performance related conditions (including Coronavirus Job Retention Scheme and Retail, Hospitality and Leisure Grant) are recognised when received or receivable.

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### NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 2. ACCOUNTING POLICIES - continued

#### Stocks

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

Cost is based on the cost of purchase on a first in, first out basis.

#### Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax is recognised at the amount of tax payable using the tax rates and laws that that have been enacted or substantively enacted by the statement of financial position date.

#### Deferred tax

Deferred tax is provided in full on timing differences which result in an obligation at the statement of financial position date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and laws. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the accounts. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

#### Pension costs and other post-retirement benefits

The Commission participates in the Isle of Wight Council Pension scheme, a defined benefit statutory scheme. Scheme assets are measured at fair values. Scheme liabilities are measured on an actuarial basis using the projected unit method. The net surplus or deficit is presented separately from other net assets on the statement of financial position. The current service costs and costs from settlements and curtailments are charged against operating surplus. Past service costs are spread over the period until the benefit increases vest. Interest on the scheme liabilities and the expected return on the scheme assets are included net in other finance costs/income. Actuarial gains/losses are reported in the statement of other comprehensive income. Entry for new members to this pension was stopped in May 2008.

The Commission also operates a defined contribution pension scheme. Contributions payable to the Commission's pension scheme are charged to the income statement in the period to which they relate.

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### NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 2. ACCOUNTING POLICIES - continued

#### Financial instruments

#### (i) Financial assets

Basic financial assets, including trade and other receivables, cash and bank balances are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Such assets are subsequently carried at amortised cost using the effective interest method.

#### (ii) Financial liabilities

Basic financial liabilities, including trade creditors and other payables including bank loans are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

Trade payables 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 payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

#### **Provisions**

Provisions are recognised when the Commission has a present obligation (legal or constructive) as a result of a past event, it is probable that the Commission will be required to settle the obligation and a reliable estimate can be made of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

#### **Employee benefits**

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received.

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### NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 2. ACCOUNTING POLICIES - continued

#### Critical accounting judgements and estimation uncertainty

The Commission makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

In preparing these financial statements, the commissioners have made the following judgements:

- Determine whether leases entered into by the Commission either as a lessor or a lessee are operating leases or finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the lessee on a lease by lease basis
- Determine whether there are indicators of impairment of the Commission's tangible assets. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cashgenerating unit, the viability and expected future performance of that unit.
- Determine whether the Commission has a present obligation (legal or constructive) as a result of a past event, if it is probable that the Commission will be required to settle such obligation and if a reliable estimate can be made of the amount of such obligation.

#### Key estimation uncertainties are:

- Tangible fixed assets, other than investment property, are depreciated over their useful lives taking into account residual values where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.
- The amount the Commission recognises as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.
- Defined Benefit pension scheme. The Commission has an obligation to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors, including; life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Managements estimates these factors in determining the net pension obligation in the statement of financial position. The assumptions reflect historical experience and trends. See note 21 for the disclosures relating to the defined benefit pension scheme.

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# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 3. TURNOVER

The turnover and surplus before taxation are attributable to the one principal activity of the Commission.

An analysis of turnover by class of business is given below:

	Harbour dues Pilotage Fuel sales Capital grant released Other commercial operations	2021 £ 807,931 141,997 983,714 63,120 1,922,981 3,919,743	2021 £ 755,069 117,616 700,462 63,120 1,744,556 3,380,823
4.	OTHER OPERATING INCOME	such the record	
	Coronavirus Job Retention Scheme	2022 £	2021 £ <u>6,764</u>
5.	EMPLOYEES		
	Wages and salaries Social security costs Other pension costs	2022 £ 882,674 87,374 185,388 1,155,436	2021 £ 843,974 75,914 89,434 1,009,322
	Except for the Chief Executive, Commissioners are not remunerated.		
	The average number of employees during the year was as follows:	2022	2021
	Harbour staff	30	30

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

5.	EMPLOYEES - continued		
	The number of Commissioners to whom retirement benefits were accruin	g was as follow	s:
	Defined contribution scheme	1	1
	Except for the Chief Executive, Commissioners are not remunerated.		
6.	OPERATING SURPLUS		
	The operating surplus is stated after charging/(crediting):		
	Depreciation - owned assets Deficit on disposal of fixed assets Chief Executive's remuneration Auditors' remuneration Auditors' remuneration (non audit) Capital grant released	2022 £ 343,173 3,510 98,712 4,850 2,600 63,120	2021 £ 324,213 - 109,684 4,200 2,600 (63,120)
7.	EXCEPTIONAL ITEMS	2022	2021
	Deficit from changes in fair value of investment property	£ 	£ (204,000)
8.	INTEREST PAYABLE AND SIMILAR EXPENSES	2022 £	2021 £
	Bank loan interest	22,964	16,616
9.	TAXATION		
	Analysis of the tax charge The tax charge on the surplus for the year was as follows:	2022 £	2021 £
	Current tax: UK corporation tax	25,773	101,253
	Deferred tax	41,753	81,436
	Tax on surplus	67,526	182,689

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 9. TAXATION - continued

#### Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

		2022	2021
		£	£
Surplus before tax		327,026	166,058
Surplus multiplied by the standard rate of corporation tax in	the UK		
of 19% (2021 - 19%)		62,135	31,551
Effects of:			10.011
Expenses not deductible for tax purposes		7,771	10,844
Income not taxable for tax purposes		(11,993)	(11,993)
Capital allowances in excess of depreciation		(32,140)	-
Depreciation in excess of capital allowances		-	32,091
Revaluation of investment property		-	38,760
Deferred tax		41,753	81,436
Total tax shares		67 536	192 690
Total tax charge		<u>67,526</u>	182,689
Tax effects relating to effects of other comprehensive inco	ome		
Tax effects relating to effects of other comprehensive med	onic		
		2022	
	Gross	Tax	Net
	£	£	£
Actuarial surplus/deficit on pension scheme	1,008,000	(252,500)	755,500
======================================			
		2021	
	Gross	Tax	Net
	£	£	£
Actuarial surplus/deficit on pension scheme	448,000	(48,640)	399,360

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# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

10.	TANGIBLE FIXED ASSETS				Eastern
			Freehold property £	Cowes breakwater £	Channel
	COST At 1 January 2022 Additions		2,710,048	7,333,990	337,800
	Disposals Reclassification/transfer	,	1,012,000		
	At 31 December 2022		3,722,048	7,333,990	337,800
	DEPRECIATION At 1 January 2022 Charge for year Eliminated on disposal		264,042 20,293	897,298 146,527	36,032 13,512
	At 31 December 2022		284,335	1,043,825	49,544
	NET BOOK VALUE At 31 December 2022	,	3,437,713	6,290,165	288,256
	At 31 December 2021	,	2,446,006	6,436,692	301,768
		Harbour equipment £	Vessels £	Office equipment £	Totals £
	COST	ž.	a.	2	2
	At 1 January 2022	3,348,133	926,379	86,098	14,742,448
	Additions	362,180	-	9,669	371,849
	Disposals Reclassification/transfer	(137,674)	(39,261)	-	(176,935) 1,012,000
	Reclassification/transfer			<del></del>	1,012,000
	At 31 December 2022	3,572,639	887,118	95,767	15,949,362
	DEPRECIATION				
	At 1 January 2022	2,795,901	578,085	84,145	4,655,503
	Charge for year	117,516	41,975	3,350	343,173
	Eliminated on disposal	(135,643)	(27,483)	_	(163,126)
	At 31 December 2022	2,777,774	592,577	87,495	4,835,550
	NET BOOK VALUE				
	At 31 December 2022	794,865	294,541	8,272	11,113,812
	At 31 December 2021	552,232	348,294	1,953	10,086,945

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 10. TANGIBLE FIXED ASSETS - continued

During the year a change of use on the investment property resulted in a transfer to Property, Plant & Equipment at deemed cost under the Alternative Accounting Rules Section 1. The historical cost of this asset was £1,322,000.

Tangible fixed assets with a carrying value of £1,191,949 (2021: £1,191,949) are pledged as security for the bank loan.

#### 11. INVESTMENT PROPERTY

			£
	FAIR VALUE At 1 January 2022 Reclassification/transfer		1,012,000 (1,012,000)
	At 31 December 2022		
	NET BOOK VALUE At 31 December 2022		_
	At 31 December 2021		1,012,000
12.	STOCKS		
		2022 £	2021 £
	Fuel	32,802	43,789
	Goods for resale	13,640	8,340
		46,442	52,129
10			
13.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2022	2021
		£	£
	Trade debtors	196,232	216,628
	Other debtors	14,408	26,149
	VAT	_	3,032
	Prepayments	<u>71,926</u>	49,941
		282,566	295,750

Total

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

14.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2022	2021
		£	£
	Bank loans and overdrafts (see note 16)	59,701	65,105
	Trade creditors	102,755	242,963
	Corporation tax	25,759	101,253
	Social security and other taxes	21,223	22,668
	VAT	4,098	-
	Other creditors	162,787	160,892
	Accruals & deferred income	598,579	550,166
	Deferred capital grants	63,120	63,120
		1,038,022	1,206,167
15.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
		2022	2021
		£	£
	Bank loans (see note 16)	516,054	572,955
	Other creditors	78,296	91,084
	Deferred capital grants	2,644,782	2,707,902
		3,239,132	3,371,941

Included in "other creditors" in both notes 14 and 15 is an amount of £91,148 payable in instalments over the next 6 years to the Trustees of the Pilots National Pension Fund (PNPF) representing PNPF's estimates of CHC's share of the deficit in the Fund. PNPF have stated that amount payable may not be the final liability. It has not been possible to quantify the amount of the additional liability, if any.

#### 16. LOANS

An analysis of the maturity of loans is given below:

	2022 £	2021 £
Amounts falling due within one year or on demand: Bank loans	59,701	65,105
Amounts falling due between one and two years: Bank loans	63,289	66,819
Amounts falling due between two and five years: Bank loans	213,615	211,192

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

16	LOANS - continued		
16.	LOANS - continued	2022 £	2021 £
	Amounts falling due in more than five years:	~	~
	Repayable by instalments	220.150	204.044
	Bank loans	239,150	294,944
17.	LEASING AGREEMENTS		
	Minimum lease payments under non-cancellable operating leases fall due		2 No.
		2022 £	2021 £
	Within one year	59,470	56,970
	Between one and five years	262,660	252,370
	In more than five years	393,800	378,800
		715,930	688,140
	Lease payments recognised as an expense in the year were £56,971 (2021	£51,098).	
18.	SECURED DEBTS		
	The following secured debts are included within creditors:		
		2022	2021
	Don't looms	£ 575 755	£
	Bank loans	<u>575,755</u>	638,060
	The bank loan is secured by a 1st legal charge over the land on the South the land adjoining Shepherds Wharf Marina.	West of King	ston Road and
19.	PROVISIONS FOR LIABILITIES		
		2022 £	2021 £
	Deferred tax	~	~
	Gain rolled over	351,634	353,207
	Pension deficit Investment property revaluation	105,250 (77,500)	(147,250) (77,500)
	Accelerated capital allowances	263,890	220,564
		643,274	349,021

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### NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

Other provisions	2022 £ 98,474	2021 £ 68,474
Aggregate amounts	741,748	417,495
Balance at 1 January 2022 Charge to Income Statement during year Maintenance dredge provision Charge to other comprehensive income	Deferred tax £ 349,021 41,753 - 252,500	Other provisions £ 68,474 - 30,000
Balance at 31 December 2022	643,274	98,474

As a result of the Finance Act 2021 increasing the UK Corporation Tax rate from April 2023, the rate of 25% (2021: 25%) has been used in the deferred tax calculations.

The net deferred tax liability expected to reverse in 2023 is £38,612. This primarily relates to the reversal of timing differences on capital allowances.

#### Maintenance dredge provision

The maintenance dredge provision is calculated by considering the likely cost of such dredging as a result of the condition of the harbour at the end of the financial year. The expenditure is expected to be incurred during 2023/24.

#### 20. RESERVES

	Retained earnings
At 1 January 2022 Surplus for the year	8,459,237 259,500
Other recognised gains  Movement on deferred tax relating to pension liability	1,008,000 (252,500)
At 31 December 2022	9,474,237

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# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 21. EMPLOYEE BENEFIT OBLIGATIONS

The commission operates a defined benefit pension scheme in the UK. A full actuarial valuation was carried out at 31 March 2019 and updated to 31 December 2022 by a qualified independent actuary.

The amounts recognised in the statement of financial position are as follows:

	Defined by pension 2022	
Present value of funded obligations Fair value of plan assets	(2,532,000) 2,953,000	(3,748,000) 3,159,000
Present value of unfunded obligations	421,000	(589,000)
Net surplus/(liability)	421,000	(589,000)
The amounts recognised in surplus or deficit are as follows:		
		l benefit n plans 2021 £
Current service cost Net interest from net defined benefit asset/liability Past service cost	13,000	25,000 13,000
	24,000	38,000
Actual return on plan assets	(138,000)	341,000

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 21. EMPLOYEE BENEFIT OBLIGATIONS - continued

Changes in the present value of the defined benefit obligation are as follows:

	Define	d benefit
	pension plans	
	2022	2021
	£	£
Opening defined benefit obligation	3,748,000	3,910,000
Current service cost	13,000	25,000
Contributions by scheme participants	2,000	5,000
Interest cost	70,000	50,000
Actuarial deficit	(1,205,000)	(144,000)
Benefits paid	(96,000)	(98,000)
	2,532,000	3,748,000

Changes in the fair value of scheme assets are as follows:

	Defined benefit	
	pension plans	
	2022	2021
	£	£
Opening fair value of scheme assets	3,159,000	2,879,000
Contributions by employer	26,000	32,000
Contributions by scheme participants	2,000	5,000
Expected return	59,000	37,000
Actuarial (deficit)/surplus	(197,000)	304,000
Benefits paid	(96,000)	(98,000)
	2,953,000	3,159,000

The amounts recognised in other comprehensive income are as follows:

		d benefit on plans
	2022	2021
Actuarial surplus	£	£
	1,008,000	448,000
	1,008,000	448,000

### NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

#### 21. EMPLOYEE BENEFIT OBLIGATIONS - continued

The major categories of scheme assets as a percentage of total scheme assets are as follows:

		Defined benefit pension plans	
	2022	2021	
Equities	70%	72%	
Bonds	16%	19%	
Property	6%	6%	
Cash	8%	_3%	
	100%	100%	

Principal actuarial assumptions at the balance sheet date (expressed as weighted averages):

	2022	2021
Discount rate	4.75%	1.90%
Future salary increases	3.55%	3.70%
Future pension increases	3.05%	2.90%

#### Mortality

Life expectancy is based on the Fund's VitaCurves with improvements in line with the CMI 2021, with a 0% weighting of 2021 (& 2020) data, standard smoothing (Sk7) initial adjustment of 0.25% and a long term rate of improvement of 1.5% p.a. Based on these assumptions, average future life expectancies at age 65 are summarised below.

	Males	Females
Current pensioners	23.1 years	25.6 years
Future pensioners	22.3 years	25.6 years

#### Commutation

An allowance is included for future retirements to elect to take 50% of the maximum additional tax-free cash up to HMRC limits for pre-April 2008 and 50% of the maximum tax-free cash for post-April 2008 service.

#### **Defined contribution scheme**

The Commissioners operate a defined contribution pension scheme. The assets of the scheme are held separately from those of the Commission in an independently administered fund. The pension cost charge represents contributions payable by the Commission to the fund.

The defined contribution scheme costs for the year amounted to £72,744 (2021: £64,134) and £449 (2021: £565) was outstanding at the year end.

### NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2022

22.	CAPITAL COMMITMENTS		
		2022	2021
		£	£
	Contracted but not provided for in the		
	financial statements	2,583	221,272

In 2022 contracts were placed for the purchase of a weather station and boat cradles. These commitments will be completed in 2023.

#### 23. RELATED PARTY DISCLOSURES

During the year the Commissioners occupied boat storage and mooring facilities provided by the Commission amounting to £9,949 (2021: £8,646). All transactions were carried out on normal commercial terms save for key management who received the normal staff discount. The total outstanding at the balance sheet was £nil (2020: £nil).

#### 24. ULTIMATE CONTROLLING PARTY

There is no ultimate controlling party.

#### 25. RECONCILIATION OF MOVEMENTS IN RESERVES

	2022	2021
	£	£
Surplus/(deficit) for the financial year	259,500	(16,631)
Other comprehensive income relating to the year (net)	755,500	399,360
Net addition to reserves	1,015,000	382,729
Opening reserves	8,459,237	8,076,508
Closing reserves	9,474,237	8,459,237

#### 26. PERMITTED BORROWING

Cowes Harbour Commission's permitted borrowing under the Cowes Harbour Acts and Orders 1897 to 2012 is 1.25 x reported net assets. In addition the Commission has temporary borrowing powers of £1,107,000 rising to £1,256,000 in July 2023.