Company Number: IP11676R Registered Social Landlord number: L1405

Audited Financial Statements

For the year ended 31 October 2018

Year ended 31 October 2018

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Year ended 31 October 2018

The Board of Management submit their annual Report and Financial Statements for the year ended 31 October 2018.

Reference and Administrative Details

| Reference and Administrative Details | |
|---|---|
| Homes and Communities Agency Registration Number: | L1405 |
| Company Registration Number: | IP11676R |
| Board of Management: | C Sangster - Chairman J Boon - Vice Chairman J Kidd M Land N Parsons W Taylor G Tewson C Hasted (appointed 20 March 2018) G Sargent (appointed 20 March 2018) G Davis (appointed 20 March 2018) |
| Registered Office: | 13 Bracondale Norwich Norfolk NR1 2AL |
| Chief Executive: | M Allen |
| Property Services Manager: | A Broom |
| Bankers: | HSBC 18 London Street Norwich NR2 1LG |

25 Gresham Street

The Charity Bank Limited 182 High Street Tonbridge

Lloyds Plc 3rd Floor

London EC2V 7HN

Kent TN9 1BE

Year ended 31 October 2018

Reference and Administrative Details (continued)

Solicitors: Spire Solicitors LLP

38 Prince of Wales Road

Norwich NR1 1HZ

Auditor: Lovewell Blake LLP

Bankside 300 Peachman Way

Broadland Business Park

Norwich NR7 0LB

Report of the Chairman

Year ended 31 October 2018

The financial year of 2017/18 was another action packed experience for us all. Since the AGM in March 2018 there have been ten members on the Board of Management of Norwich Housing Society, which is the Corporate Trustee for the Stuart Court Memorial Charity. To fulfil our duty to both charities we address the business of each at every Board Meeting, and at the various sub-committee meetings, focusing on each in turn. Board succession is now planned according to the National Housing Federation Model Rules 2011, which was adopted by the Society at the AGM in March 2014. We have a rolling programme of two or three members seeking re-election or standing down after each three-year period of service, until the ninth year when they are obliged to stand down; although they can reapply after one year's absence. As Chairman of the Board I am most fortunate to serve with people who have an amazing range of skills and expertise, which they readily apply to all aspects of Board business and discussion.

After the 2018 AGM the sub-committee structure was changed to better address the needs of the Society and deploy the expertise of the Board members involved. These sub-committees meet at regular intervals, and are expertly led by people who are well qualified for the task; this makes the work of the Board more effective and efficient and reduces the need for lengthy debates at full Board meetings, while giving time for clear decision making. Board members are encouraged to attend workshops and conferences in order to help us learn new ways of achieving our goals, and gain more contacts and a greater awareness of other organisations and the work they do.

Our joint enterprise with McCarthy and Stone went well, and we watched with interest the final stages of the building of this new scheme, which we call Leander Court, on the Bluebell Road site at Eaton, Norwich, although the wet weather between the construction of the main building and the topping off process gave us some cause for concern. We opened the new scheme on 21st February 2018, supported by a local councillor, and various people who helped us achieve this goal by guiding us to additional sources of funding etc., which in turn meant it was funded without drawing down on the two million pound loan we had arranged, a most satisfactory outcome. Letting these excellent flats took a little more time than we had anticipated, but we learnt from this experience and have a better idea of the way we should approach such a task in future.

Mike Allen our current CEO, who has been in post since March 2014, continues to work hard for the good of the Society, and in the leadership of the staff. He is supported by a very competent group of people who work well together, while being encouraged to develop and use their individual skills resulting in a more motivated, flexible and efficient team. The sale of some of our general needs housing stock, and the new development, has meant that we have all acquired many new skills, and learnt new procedures, which will make any future developments easier to work through. Mike's time-line charts for such endeavours are being deployed once again as we are beginning another project in the same area of Norwich, but more of that later. Mike and I work well together and enjoy a very open and honest exchange of ideas, which in turn leads to good working arrangements between the Board and Staff, as the Board continues to keep a watching brief over all aspects of staff deployment, and the working environment within the office, and the Scheme Managers' accommodation and work-places. All this applies not only to the Norwich Housing Society, but also to the Stuart Court Memorial Charity for which the Society is the Corporate Trustee, monitored by the Board. The day-to-day work of the Society has continued to provide a high level of service to our tenants, and our property portfolio has been well managed and maintained.

The tenant satisfaction survey conducted by Acuity in 2016, highlighted the fact that our level of service, and attention to detail, had improved in many areas, from the previous survey conducted in 2013. This is rewarding, but we shall continue to check and double check what we do and why, in order to maintain this high level of tenant satisfaction, while endeavouring to find new ways of service provision and communication before the next survey in 2019.

The Elder, having been reinstated in 2018, continues to serve us well as everyone has come to the new release with fresh ideas and greater tenant involvement. The Society now has a twitter account which adds an additional perspective to those who appreciate this form of communication. The tenant meetings are held at nine monthly intervals in the hope that we shall be made more aware of issues which affect the various schemes at different times of the year, while keeping us in touch in an informal way with the views of our tenants. These meetings are extremely helpful as they promote dialogue between staff, tenants, board and contractors; which is good as it reduces speculation and gossip, and helps us all to work together from an informed base.

Report of the Chairman (continued)

For the year ended 31 October 2018

The Society's website has been upgraded to make it more 'user friendly', which we hope will attract the attention of a wider range of people. We endeavour to maintain and monitor a healthy tenant waiting list by revisiting the people's interest at regular intervals, in order to keep voids low at all times. Occasionally a property may be left empty for a longer period of time in order to make improvements to either the unit or the scheme. We are in the process of selling the one remaining property in Starling Road to the original developer, with the tenant in situ, as she had no desire to leave even when offered a new two bedroom flat at Leander Court, and her tenancy precludes us from moving her on. We are doing this now in order to help fund the new building project we are hoping to achieve in 2019.

The twenty flats in Leander Court were fully funded by the sale of twelve general needs houses plus a 'Right to Buy' grant from Norwich City Council, our financial position is strong, with all the loan covenants satisfied. The contact we now have at Norwich City Council for any Right to Buy grants, and advice on locations for such future projects, is proving invaluable as we seek to replace our general needs housing with purpose built stock for housing the over 60s. We are very conscious of the need to gain value for money in all our dealings, and the replacement of boilers and other service equipment, plus improved insulation and window replacements on a rolling programme will help us achieve this and reduce our tenants' outgoings. Contracts for work are routinely reviewed and tendered for where necessary. Our tenants' views on contractors and their work are taken into consideration where appropriate. We will continue to use our income wisely, in order to maintain our properties to provide efficient, comfortable accommodation for our tenants. We will also endeavour to bring our more aged housing stock up to date where this is cost effective, which we are doing at St. Barnabas Court and Nelson Street. Where it is not financially beneficial we will sell, as was the case in Starling Road. In the light of the Grenfell Tower disaster we have reviewed the cladding, building materials and fire precaution systems in all our schemes, in line with any Government directives or National Housing Federation advice, and as in the past we shall regularly check and monitored these. At the time of the disaster we were in the process of planning and renewing the curtain wall at Westwood House, which gave us the opportunity to improve the fire escapes leading from each landing included in this section of the property. We are also working on partitioning the void area above the Stuart Court flats to reduce the risk of a fire in one flat moving through the whole property.

We are hoping to achieve a joint Norwich Housing Society and Stuart Court development project on Bluebell Road, Norwich in the near future while keeping the funding of each aspect of this clearly delineated between the said charities, as we need to progress the service provision for both our charities while being mindful of the need to sustain and maintain all our housing stock. In order to achieve this we must continue to seek any funding available to us, while taking time at the planning stage in order to avoid long periods of lost income or tenant displacement. Once again these patterns can be applied to Stuart Court Memorial Charity. One major concern is of course Brexit and what this will mean for us and our service provision, with that in mind we shall all remain vigilant as the process unfolds and hope that we can continue with our work without too much disruption.

I believe the Norwich Housing Society, and Stuart Court Memorial Charity, are more than ready to move forward into the future thanks to the continuing dedication of both Staff and Board. Sadly, Norwich Housing Society still has to factor in the government decision in April 2016 to apply a one per cent decrease in rents over a four year period for all Housing Associations, which will continue until November 2020 for us. Fortunately, as Stuart Court belongs to the Almshouse Association they are exempt, as this Association lobbied the government at the time and won. It is our duty to stay abreast of national legislation changes, plus national trends, in order to thrive and compete within this much needed area of service provision in the social housing sector

Carol A Sangster Board Chairman

22 January 2019

Report of the Board of Management

For the year ended 31 October 2018

Board of Management members

The board members who served during the year are shown on page 1.

M Land is associated with REAL Consulting, an advisor to the Society and C Haystead is an officer of Norwich City Council. No potential or actual conflicts of interest have been declared by members during this financial year. All members served during the year and up to the date of this report. Each member of the board owns a £1 share in the society.

Nature of the Society, Objectives and Strategies

The Society exists in order to provide, within the city of Norwich, affordable good quality rented accommodation for those over 60 years of age currently without a self-contained home or living in other circumstances unsuitable to their needs.

The ongoing objective is to acquire by means of development or otherwise, sufficient self-contained residential units so as to accommodate all current and future applicants in genuine need of rehousing; whilst at the same time ensuring the proper maintenance, modernisation and management of all existing properties.

Financial Review and Position at Year-End including factors affecting that position

The Society has completed another successful year.

Rent and Service Charge income has increased from £1,450k (2017) to £1,511k after voids, due to the opening of Leander Court in the year.

Operating costs are higher than the previous year amounting to £1,293k (2017: £1,213k).

A surplus, including the gain on disposal of general needs houses, of £131,120 (2017: £1,335,476) has been added to reserves. During the year we invested £1,234,964 (2017: £1,547,430) in capital expenditure, which includes expenditure on Leander Court, the new development in Eaton.

Rent policy

The Society's rent policy is in accordance with the government's Rent Influencing Regime (Rent Restructuring).

Reserves policy

It is the policy of the Society to reinvest all surpluses in the maintenance and improvement of its properties and additional development.

Future developments including factors and influences on future performance

The Board of Management continues to review the Society's development future and the areas within the existing stock where improvements could be made.

Value for money

The Society's assets are managed in order to deliver the best possible service as efficiently, effectively and economically as possible. The Board's sub-committees and the full Management Board all meet regularly throughout the year and review operational results against set objectives.

The condition of the Society's portfolio is regularly reviewed in order to maintain properties to a high standard. New schemes are developed to replace old properties, where appropriate and any grant funding available is maximised.

Report of the Board of Management (continued)

For the year ended 31 October 2018

Tenants' satisfaction with property repairs is regularly measured and monitored. 96% of tenants who had a repair carried out in the year to October 2018 were either satisfied or very satisfied with the work done and the way it was undertaken. 4% were either dissatisfied or had no opinion.

Performance indicators are benchmarked against other small housing providers for older people.

In 2016 Acuity, a firm of consultants, was commissioned to carry out the triennial tenants' satisfaction survey during the year. A high response rate of 72% was obtained. Overall satisfaction with the services provided by the Association is at 95%, with very high ratings also awarded for the quality of the home (96%) and the neighbourhood (94%). The satisfaction ratings found are evidence of strong performance at the Society and a credit to staff, management and the Board. The next survey is due in 2019.

Around nine out of ten tenants are satisfied with the value for money of the rent (93%) and with their service charges (88%). One in fourteen is dissatisfied with the VFM of their service charge (7%). VFM satisfaction has increased slightly since 2013 for rent (3% higher) and the service charges (5% higher).

The Regulator of Social Housing (RSH) has published a new value for money standard which must be adhered to by registered Providers. This includes the need to publish nine measures in a standard form to enable comparison across the sector, accepting that there will be variances associated with each business's policies, strategy and focus. The Society has been developing and improving its property stock and a number of houses were sold in 2017 to help fund this.

| | VFM metric | 2018 | 2017 |
|----|---|--------|--------|
| 1. | Reinvestment % | 10.4% | 14.3% |
| 2. | New supply delivered (social housing units %) | 6.8% | 0 |
| 3. | New supply delivered (non- | - | - |
| | social housing units %) | | |
| 4. | Gearing % | 13.4% | 9.5% |
| 5. | EBITA MRI interest cover % | 7.5% | 93.6% |
| 6. | Headline social housing cost per unit | £5,011 | £4,874 |
| 7. | Operating margin (social housing) % | 13.3% | 15.9% |
| 8. | Operating margin (overall) % | 14.5% | 16.4% |
| 9. | ROCE % | 1.9% | 18.2% |

The Society's new development at Leander Court, which was contracted for in 2016 was completed during 2018, providing an additional 20 flats. This is a major investment for the Society, the various stage payments covering both financial years are reflected above. It is the Society's policy to spend any surplus funds on maintaining the property stock. Significant expenditure was made in both years, but more improvement works were capitalised during 2018, which is reflected in the changes to the Interest cover and cost per unit metrics above. The ROCE % metric reflects the sale proceeds from the house disposals in 2017.

Both the Tenants' satisfaction and Value for Money reports are available within the "About Us" area of the Society's website http://www.norwichhousingsociety.org

Statement of compliance

In preparation of the financial statements, Norwich Housing Society has complied with all aspects of the HCA's Governance and Financial Viability Standard.

Code of governance

The National Housing Federation Model Rules 2011 were adopted by the Society at the AGM in March 2014.

Report of the Board of Management

For the year ended 31 October 2018

Statement on the Registered Social Housing Provider's Internal Control Systems

The Board of Management acknowledges its ultimate responsibility for ensuring that the Society has in place a system of controls that is appropriate to the business environment in which it operates and for the review of the effectiveness of that system during the year. These controls are designed to identify and manage rather than eliminate risks which may prevent the organisation from achieving its objectives. The system is designed to give reasonable rather than absolute assurance with respect to:

- the reliability of information used within the Society or for publication;
- maintenance or proper accounting and management records; and
- the safeguarding of assets against unauthorised use or disposal.

The Board of Management has identified the significant risks attaching to the Society and has procedures in place to minimise the exposure. Such procedures are regularly reviewed during the year.

Key elements of the system of control include ensuring that:

- formal policies and procedures are in place, which allow the monitoring of controls and restrict the unauthorised use of the Society's assets;
- experienced and suitably qualified staff take responsibility for important business functions;
- forecasts and budgets are prepared which allow the Board, Committees and management to monitor the key business risks and financial objectives, and progress towards financial plans set for the year and the medium term; regular management accounts are prepared promptly, providing relevant reliable and up to date financial and other information and significant variances from budgets are investigated as appropriate;
- all significant new initiatives, major commitments and investment projects are subject to formal authorisation procedures;
- the Finance & Operations sub-committee reviews reports from management as and when required by the Board of Management and from the external auditors to provide reasonable assurance that control procedures are in place and are being followed. The Finance & Operations sub-committee makes reports to the Board of Management following each time it meets;
- the Board of Management adopts appropriate procedures or takes appropriate action to correct weaknesses identified from the above reports.

The Board of Management acknowledges that their responsibility applies to the complete range of risks and controls within the Society's activities.

On behalf of the Board of Management, the Finance & Operations sub-committee has reviewed the effectiveness of the system of internal control procedures in existence in the Society. No weaknesses were found in the internal controls which resulted in material loss, contingencies, or uncertainties which require disclosure in the financial statements or in the auditors' report on the financial statements.

Political donations and expenditure

The Society has neither made nor received any donations during the course of this financial year.

Report of the Board of Management

For the year ended 31 October 2018

Equal opportunities

The Society believes it has a "fair housing programme" which does not discriminate on the grounds of colour or race, sex or disability in each of the five following categories - Access to housing; Quality of housing; Security of tenure; Influence over management; and Redress when things go wrong.

It is also intended that this policy should extend to the Society's employees, consultants and contractors and to the composition of the Board of Management.

Board's responsibilities statement

The Board of Management is responsible for preparing the report and financial statements in accordance with applicable law and regulations.

The Co-operative and Community Benefit Societies Act 2014 and registered social housing legislation require the Board to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Society and of its income and expenditure for that period.

In preparing these financial statements, the Board of Management is required to:

- select suitable accounting policies and then apply them consistently;
- 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The Board of Management is responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Society and enable them to ensure that the financial statements comply with the Co-operative and Community Benefit Societies Act 2014, the Housing and Regeneration Act 2008, and the Accounting Direction for private registered providers of social housing in England 2015. It has general responsibility for taking reasonable steps to safeguard the assets of the Society and to prevent and detect fraud and other irregularities.

The Board of Management is also responsible for the maintenance and integrity of the corporate and financial information included on the Society's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement of Disclosure of Information to Auditor

We, the Board members of Norwich Housing Society Limited, who held office at the date of approval of these financial statements as set out above, confirm, so far as we are aware, that:

- there is no relevant audit information of which the Society's auditor is unaware; and
- we have taken all the steps that we ought to have taken as Board members to make ourselves aware of any relevant audit information and to establish that the Society's auditor is aware of that information.

On behalf of the Board

Carol Sangster Chairman

22 January 2019

Independent auditors' report to the members of Norwich Housing Society Limited

Year ended 31 October 2018

Opinion

We have audited the financial statements of Norwich Housing Society Limited for the year ended 31 October 2018 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Cash Flows and 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 association's affairs as at 31 October 2018 and of its income and expenditure for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been properly prepared in accordance with the requirements of the Co-operative and Community Benefit Societies Act 2014, the Housing and Regeneration Act 2008 and the Accounting Direction for private registered providers of social housing in England 2015.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the association 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the board's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the board has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the association's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Independent auditors' report to the members of Norwich Housing Society Limited (continued)

Year ended 31 October 2018

Other information

The board is responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and 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 there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Co-operative and Community Benefit Societies Act 2014 requires us to report to you if, in our opinion:

- The association has not kept proper books of account, and not maintained a satisfactory system of control over its transactions, in accordance with the requirements of the legislation; or
- The revenue account, any other accounts to which our report relates, and the balance sheet are not in agreement with the association's books of account; or
- We have not obtained all the information and explanations necessary for the purposes of our audit.

Responsibilities of the board

As explained more fully in the board's responsibilities statement, set out on page 7, the board is 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 board determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the board is responsible for assessing the association'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 board either intends to liquidate the association or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

Independent auditors' report to the members of Norwich Housing Society Limited (continued)

Year ended 31 October 2018

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

Use of our report

This report is made solely to the housing association's members, as a body, in accordance with section 87 of the Co-operative and Community Benefit Societies Act 2014. Our audit work has been undertaken so that we might state to the association's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the association and the association's members as a body, for our audit work, for this report, or for the opinions we have formed.

Lovewell Blake LLP Statutory Auditor Bankside 300 Peachman Way Broadland Business Park Norwich NR7 0LB

28 January 2019

Statement of Comprehensive Income

For The Year Ended 31 October 2018

| | Note | 2018 £ | 2017 £ |
|---|------|----------------|------------------|
| Turnover | 2 | 1,511,411 | 1,449,761 |
| Operating expenditure | 2 | (1,292,757) | (1,212,672) |
| Operating surplus | | 218,654 | 237,089 |
| Gain on disposal of tangible fixed assets | 5 | - | 1,193,601 |
| Interest receivable | 3 | 4,223 | 438 |
| Interest and financing costs | 4 | (91,757) | (95,652) |
| | | | |
| Total comprehensive income for the year | | <u>131,120</u> | <u>1,335,476</u> |

The only recognised gain is the surplus for the year of £131,120.

There is no difference between the reported surplus for the year and historical cost surpluses or deficits.

The results relate wholly to continuing activities.

The financial statements were approved by the board on 22 January 2019.

C Sangster J Boon M Allen (Chairman) (Vice Chairman) (Secretary)

The accompanying accounting policies and notes form an integral part of these financial statements.

Balance Sheet

31 October 2018

| | Note | £ | 2018 £ | | 2017 £ |
|---|--------|------------------------|------------------|------------------------|------------------|
| Fixed assets Tangible fixed assets | 10, 11 | | 11,809,723 | | 10,824,031 |
| Current assets Trade and other debtors Cash and cash equivalents | 12 | 44,609 421,183 | | 47,454 963,070 | |
| | | 465,792 | | 1,010,524 | |
| Creditors: amounts falling due within one year | 13 | <u>(601,562)</u> | | (398,740) | |
| Net current assets | | | (135,770) | | 611,784 |
| Total assets less current liabilities | | | 11,673,953 | | 11,435,815 |
| Creditors: amounts falling due after more than one year | 14 | | (3,808,813) | | (3,701,796) |
| Total net assets | | | <u>7,865,140</u> | | 7,734,019 |
| Capital and reserves Called up share capital Income and expenditure reserve | 15 | 30 <u>7,865,110</u> | | 29 <u>7,733,990</u> | |
| Total reserves | | | 7,865,140 | | <u>7,734,019</u> |

The financial statements were approved and authorised for issue by the Board on 22 January 2019 and are signed on its behalf by:-

| C Sangster | J Boon | M Allen |
|------------|-----------------|-------------|
| (Chairman) | (Vice Chairman) | (Secretary) |

The accompanying accounting policies and notes form an integral part of these financial statements.

Statement of Changes in Equity / Reserves

For The Year Ended 31 October 2018

| | Called up Share capital | Income and expenditure reserve | Total |
|---|----------------------------|--------------------------------|-----------|
| | £ | £ | £ |
| At 1 November 2016 | 33 | 6,398,514 | 6,398,547 |
| Total comprehensive income for the year | - | 1,335,476 | 1,335,476 |
| Share capital issued | - | - | - |
| Share capital cancelled | _(4) | _ | (4) |
| At 31 October 2017 and 1 November 2017 | 29 | 7,733,990 | 7,734,019 |
| Total comprehensive income for the year | - | 131,120 | 131,120 |
| Share capital issued | 3 | - | 3 |
| Share capital cancelled | <u>(2)</u> | - | (2) |
| At 31 October 2018 | 30 | 7,865,110 | 7,865,140 |

Statement of Cash Flows

For The Year Ended 31 October 2018

| | Note | 2018 £ | 2017 £ |
|--|------|---|--|
| Net cash flow from operating activities | 17 | <u>767,588</u> | <u>853,203</u> |
| Cash flow from investing activities Payments to acquire tangible fixed assets Proceeds from disposals of tangible fixed assets Interest received | | (1,234,964) <u>4,223</u> | (1,547,430), 1,573,352 <u>438</u> |
| Net cash flow from investing activities | | (1,230,741) | <u>26,360</u> |
| Cash flow from financing activities Repurchase of shares Cash inflows from new borrowing Repayment of long term loans Interest paid | | 250,000 (236,977) <u>(91,757)</u> | (4) - (184,894) <u>(95,652)</u> |
| Net cash flow from financing activities | | <u>(78,734)</u> | (280,550) |
| Net increase in cash and cash equivalents | | (541,887) | 599,013 |
| Cash and cash equivalents at 1 November 2017 | | 963,070 | 364,057 |
| Cash and cash equivalents at 31 October 2018 | | <u>421,183</u> | <u>963,070</u> |
| Cash and cash equivalents consists of: | | | |
| Cash at bank and in hand Short term deposits | | 83,931 <u>337,252</u> | 85,571 <u>877,499</u> |
| Cash and cash equivalents at 31 October 2018 | | <u>421,183</u> | <u>963,070</u> |

Notes to the Financial Statements

For The Year Ended 31 October 2018

1. Accounting policies

The significant accounting policies used in the preparation of these financial statements are: -

a. Introduction and accounting basis

Norwich Housing Society Limited is governed under the Cooperative and Community Benefit Societies Act 2014 and is a Registered Provider of Social Housing in the United Kingdom. The address of the registered office is given in the reference and administrative information on page 1 of these financial statements. The nature of the Society's operations and principal activities are to provide (by means of development or otherwise), sufficient self-contained residential units to accommodate all current and future applicants in genuine need of rehousing.

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

The financial statements have been prepared in accordance with applicable accounting standards including Financial Reporting Standard 102 *The Financial Reporting Standard Applicable in the UK and Republic of Ireland* (FRS 102), the Statement of Recommended Practice for Social Housing Providers 2014, and with the Accounting Direction for private registered providers of social housing in England 2015. The financial statements are also prepared under the requirements of the Housing and Regeneration Act 2008 and the Cooperative and Community Benefit Societies Act 2014. The financial statements have been prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value. The financial statements are prepared in sterling, which is the functional currency of the Society, and rounded to the nearest £.

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.

b. Turnover

Turnover is measured at the fair value of the consideration received or receivable. The policies adopted for the recognition of turnover are as follows:

Turnover represents rental income and service charges income receivable in the year net of rent and service charge losses from voids, revenue grants from the government (local authorities) and the Homes and Communities Agency.

c. Tangible Fixed Assets

Tangible fixed assets, except freehold land, are stated at cost less accumulated depreciation. Cost includes costs directly attributable to making the asset capable of operating as intended such as the cost of acquiring land and buildings, development costs, interest charges on loans during the development period and expenditure on improvements. Expenditure on improvements will only be capitalised when it results in incremental future benefits such as increasing rental income, reducing maintenance costs or resulting in a significant extension of the useful economic life of the property.

Notes to the Financial Statements

For The Year Ended 31 October 2018

1. Accounting policies (continued)

Depreciation is charged on a straight line basis at rates anticipated to write off the cost of each asset over the expected useful economic lives of the assets at the following annual rates:

| Boilers/Fires | 6.66% |
|---------------|-------|
| Kitchen | 5.00% |
| Lift | 5.00% |
| Plumbing | 3.33% |
| Bathroom | 3.33% |
| Windows/Doors | 3.33% |
| Electrics | 2.50% |
| Roof | 1.43% |
| Walls | 1.00% |

The useful economic lives of all tangible fixed assets are reviewed annually.

d. Housing Properties

Housing properties are properties held for the provision of social housing or to otherwise provide social benefit. Housing properties are principally properties available for rent and are stated at cost less accumulated depreciation and impairment loss (representing a diminution in the recoverable service potential of the asset below its carrying value in the balance sheet). Cost includes the cost of acquiring land and buildings, development costs, interest charges incurred during the development period.

Improvements are works to existing properties which result in an increase in the net rental income, including a reduction in maintenance costs or result in a significant extension of the useful economic life of the property.

Housing properties in the course of construction are stated at cost and are not depreciated.

Major components of housing properties, such as lifts and warden alarm systems, have been accounted for and depreciated separately from the connected housing property, over their expected useful economic lives.

The disposal proceeds from properties owned outright are included in turnover and the surplus or deficit is accounted for in the income and expenditure account of the period in which the disposal occurs as the difference between the net sale proceeds and the net carrying value.

e. Other tangible fixed assets

Other tangible fixed assets (other than housing properties), are measured at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is provided evenly on the cost of other tangible fixed assets to write them down to their estimated residual values over their expected useful lives. The principal annual rates used for other assets are:

Fixtures, fittings and equipment 20.00% Computer equipment 33.33%

f. Government grants

Government grants include grants receivable from the Homes and Communities Agency (the HCA), local authorities, and other government organisations. Government grants received for housing properties are recognised in income over the useful life of the housing property structure and, where applicable, its individual components (excluding land) under the accruals model.

Notes to the Financial Statements

For The Year Ended 31 October 2018

1. Accounting policies (continued)

g. Cyclical repairs and maintenance

The Society has established regular programmes of repair and maintenance covering each scheme. The Society does not make provision for future works but charges actual costs incurred to the income and expenditure account.

h. VAT

The Association is not VAT registered. Income and expenditure, where applicable, is therefore shown inclusive of VAT in the financial statements.

i. Interest

Interest is charged to the income and expenditure account as it is incurred. Interest in relation to development projects is not capitalised.

j. Current assets

Debtors are recognised and carried forward at invoiced amounts less provisions for any doubtful debts. Bad debts are written off when identified.

Cash and cash equivalents are included in the balance sheet at cost. Cash and cash equivalents comprise cash at bank and in hand.

k. Creditors and provisions

Creditors and provisions are recognised when the Society has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

I. Financial instruments

The Society only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

m. Subsidiary undertaking

The Society is corporate trustee of Stuart Court Memorial Charity, a Registered Social Landlord. It is the opinion of the Board of Management of the Society that it would be of no real value to the members of the Society to produce group financial statements because of the amounts involved. This opinion has been formally approved by the Registrar of Friendly Societies in accordance with Section 99 of the Co-operative and Community Benefit Societies Act 2014. Consequently, these financial statements present information about the Society as an individual undertaking and not about its group.

n. Pensions

The Society operates a defined contribution pension scheme and the pension charge represents the amounts payable by the Society to the fund in respect of the year.

Notes to the Financial Statements (Continued)

For The Year Ended 31 October 2018

1. Accounting policies (continued)

o. Supporting People contracts

Supporting People income and expenditure relating to services is accounted for on an accruals basis, matching income and expenditure, and disclosures are made in accordance with the relevant standards and legislation.

p. Going concern

The Society's activities, its current financial position and factors likely to affect its future development are set out in the Report of the Board of Management. The Society has in place long-term debt facilities which provide adequate resources to finance committed reinvestment and development programmes, along with the society's day to day operations. The Society also has a long-term business plan which shows that it is able to service these debt facilities while continuing to comply with lenders' covenants.

On this basis, the Board has a reasonable expectation that the Society has adequate resources to continue in operational existence for the foreseeable future, being a period of at least twelve months after the date on which the report and financial statements are signed. For this reason, it continues to adopt the going concern basis in the financial statements.

Notes to the Financial Statements

For The Year Ended 31 October 2018

| 2. | Turnover and o | perating surp | lus | | | | |
|----|--|--|-------------------------|-----------------------------------|------------|---|---|
| | | Turnover £ | Operating Costs £ | 2018 Operating Surplus £ | Turnover £ | Operating Costs £ | 2017 Operating Surplus £ |
| | Supported housing lettings (note 7) | 1,490,259 | (1,292,757) | 197,502 | 1,429,592 | (1,212,672) | 216,920 |
| | Activities other than social housing activities | 21,152 | - | 21,152 | 20,169 | - | 20,169 |
| | | 1,511,411 | (1,292,757) | 218,654 | 1,449,761 | (1,212,672) | 237,089 |
| 3. | Interest and oth | er finance inc | ome and charg | jes | | | |
| | | | | | | 2018 £ | 2017 £ |
| | Bank interest rec | eivable | | | | <u>4,223</u> | <u>438</u> |
| 4. | Interest payable | e and similar o | charges | | | 2018 £ | 2017 £ |
| | Bank loans and o Other financing o | | | | | 90,038 1,719 | 93,933 1,719 |
| | | | | | | <u>91,757</u> | 95,652 |
| 5. | Disposals of ho | using propert | ies held as tan | gible fixed as | sets | 2018 £ | 2017 £ |
| | Proceeds from th Carrying value of | | | es | | - | 1,573,352 (379,751) |
| | | | | | | | <u>1,193,601</u> |
| 6. | Operating surpl | us | | | | | |
| | The operating su | rplus is stated | after charging/(| crediting): | | 2018 £ | 2017 £ |
| | Depreciation of ta Key managemen Auditor's remune Auditor's remune Rent losses from Government gran | nt personnel re- eration for audit eration for non- bad debts | muneration (see t | note 8) | | 249,272 105,075 6,850 938 (984) (45,636) | 215,512 101,282 6,780 810 5,909 (34,764) |

Notes to the Financial Statements (Continued)

For The Year Ended 31 October 2018

7. Particulars of turnover and administrative expenditure

| | 2018 General needs housing £ | 2018 Supported housing and housing for older people £ | 2018 Total £ | 2017 General needs housing £ | 2017 Supported housing and housing for older people £ | 2017 Total £ |
|--|--|---|--------------------------------|--|--|--------------------------------|
| Income | | | | | | |
| Rents receivable net of identifiable service charges Service charge income Government grants taken to income | 77,230 2,418 - | 1,114,641 215,066 45,636 | 1,191,871 217,484 45,636 | 87,235 1,583 - | 1,065,629 213,746 34,764 | 1,152,864 215,329 34,764 |
| Turnover from social housing lettings Other income | 79,648 | 1,375,343 35,268 | 1,454,991 35,268 ——— | 88,818 | 1,314,139 26,635 | 1,402,957 26,635 |
| Total income Operating expenditure | <u>79,648</u> | <u>1,410,611</u> | <u>1,490,259</u> | <u>88,818</u> | <u>1,340,774</u> | <u>1,429,592</u> |
| Management | (16,651) | (307,487) | (324,138) | (33,618) | (330,694) | (364,312) |
| Service charge costs | (2,422) | (199,892) | (202,314) | (3,801) | (197,096) | (200,897) |
| Routine maintenance | (6,984) | (246,846) | (253,830) | (6,622) | (192,773) | (199,395) |
| Planned maintenance Major repairs expenditure | (2,004) (5,202) | (141,084) (115,897) | (143,088) (121,099) | (123) (41,620) | (113,868) (71,036) | (113,991) (112,656) |
| Bad debts | (5,202) | 984 | 984 | (41,020) | (5,909) | (5,909) |
| Depreciation | - | (249,272) | (249,272) | (8,672) | (206,840) | (215,512) |
| | | | | | | |
| Total operating expenditure costs on social housing lettings | (33,263) | (1,259,494) | (1,292,757) | <u>(94,456)</u> | (1,118,216) | (1,212,672) |
| Operating (deficit) / surplus on social housing lettings | <u>46,385</u> | 148,964 | <u>197,502</u> | <u>(5,638)</u> | 222,558 | <u>216,920</u> |
| Void losses | (6,850) | (90,344) | (97,194) | (18,900) | (58,714) | (77,614) |

The Government grants taken to income relate to Housing Association grants and Local Authority Right To Buy (RTB) grants, which are released over the expected useful life of the properties to which they relate.

Notes to the Financial Statements (Continued)

For The Year Ended 31 October 2018

7. Particulars of turnover and administrative expenditure (continued)

Turnover from non-social housing lettings:

| | 2018 £ | 2017 £ |
|---------------------|---------------|---------------|
| Commercial lettings | <u>21,152</u> | <u>20,169</u> |

8. Board and key management personnel remuneration

None of the board members received emoluments.

The aggregate remuneration for key management personnel charged in the year is:

| | 2018 £ | 2017 £ |
|---------------------------------------|------------------------|-----------------|
| Basic salary Pension contributions | 95,614 <u>9,461</u> | 92,075 9,207 |
| | <u>105,075</u> | <u>101,282</u> |

The Chief Executive is a member of the Society's defined contribution pension scheme. He is an ordinary member of the pension scheme and no enhanced or special terms apply. During the period the total amount contributed to his individual pension arrangement was £5,366 (2017: £5,222).

£1,031 travel expenses were reimbursed to the senior management team (2017: £1,063).

No travel expenses were reimbursed to the Board of Management (2017: £76).

9. Staff costs

The average number of persons, including the Chief Executive, employed by the Society during the year was as follows:

| | Number o 2018 | Number of employees 2018 2017 | | |
|---|------------------|----------------------------------|--|--|
| Management and administration Housing, support and care | 8 3 | 7 3 | | |
| | _ | | | |
| Total | <u>11</u> | <u>10</u> | | |

The average number of employees, including the Chief Executive, calculated on a full-time equivalent basis was 9 employees (2017: 9).

The aggregate remuneration of such employees was as follows:

| | 2018 £ | 2017 £ |
|--|-----------------------------|-----------------------------|
| Wages and salaries Social security costs Pension costs | 245,189 19,409 22,332 | 230,507 18,308 21,313 |
| | | |
| | <u>286,930</u> | <u>270,128</u> |

There are no employees who received more than £60,000 as their employee package.

Notes to the Financial Statements (Continued)

For The Year Ended 31 October 2018

| 10. | Tangible fixed assets - housing properties | |
|-----|---|--------------------------|
| | | Housing Property £ |
| | Cost | _ |
| | At 1 November 2017 | 13,646,969 |
| | Additions: construction scheme completion | 805,430 |
| | Additions: works to existing properties Disposals | 419,657 |
| | At 31 October 2018 | 14,872,056 |
| | Depreciation | |
| | At 1 November 2017 | 2,822,963 |
| | Charge for year | 248,259 |
| | Eliminated on disposals | - |
| | At 31 October 2018 | 3,071,222 |
| | Net book value at 31 October 2018 | 11,800,834 |
| | | |
| | Net book value at 31 October 2017 | <u>10,824,006</u> |

All properties are freehold and available for let. Land is not depreciated. The land element totals £2,095,446 (2017: £2,095,446).

Assets noted as being under construction in the prior year of £1,218,645 have been transferred into cost as a result of the completion of the construction in the 2017/18 financial year.

Expenditure on works to existing properties

| | 2018 £ | 2017 £ |
|--|----------------------|----------------------|
| Improvement works capitalised Amounts charged to income and expenditure (note 7) | 419,657 518,017 | 328,785 426,042 |
| | <u>937,674</u> | 754,827 |
| Social housing assistance | 2018 £ | 2017 £ |
| Total accumulated social housing grant received or receivable at 31 October 2018 | <u>2,754,357</u> | <u>2,109,854</u> |
| Recognised to date in the Statement of Comprehensive Income Held as deferred income (notes 13 and 14) | 646,783 2,107,574 | 601,147 1,508,707 |
| | 2,754,357 | <u>2,109,854</u> |

Notes to the Financial Statements (Continued)

For The Year Ended 31 October 2018

| 11. | Tangible fixed assets - fixtures, fittings and equipment | | Total £ |
|-----|--|--|---|
| | Cost At 1 November 2017 Additions | | 79,826 9,877 |
| | | | 89,703 |
| | Depreciation At 1 November 2017 Charge for year | | 79,801 1,013 |
| | At 31 October 2018 | | 80,814 |
| | Net book value at 31 October 2018 | | 8,889 |
| | Net book value at 31 October 2017 | | 25 |
| 12. | Debtors | | |
| | | 2018 £ | 2017 £ |
| | Trade debtors (gross social housing rent arrears) Less provision for bad and doubtful debts Other debtors Prepayments and accrued income | 27,985 (1,000) 4,231 13,393 | 33,956 (4,000) 292 17,206 |
| | | <u>44,609</u> | <u>47,454</u> |
| 13. | Creditors: Amounts falling due within one year | | |
| | | 2018 £ | 2017 £ |
| | Bank loans and overdrafts Trade creditors Rents paid in advance Other creditors Accruals and deferred income Other tax and social security Government grants | 254,396 81,389 42,239 6,285 167,174 4,443 45,636 | 210,396 53,891 49,102 6,360 39,683 4,544 34,764 |
| | | <u>601,562</u> | 398,740 |

Notes to the Financial Statements (Continued)

For The Year Ended 31 October 2018

| 2018 £ | 2017 £ |
|------------------------|------------------------|
| 1,746,875 2,061,938 | 1,777,853 1,923,943 |
| 2 000 012 | 3,701,796 |
| | £ 1,746,875 |

The bank loans include aggregate amounts of £615,870 (2017: £866,755) which fall due after five years and which are payable by instalments.

The loans are all secured by fixed charges on the Society's housing properties. Of the loans at the year end, £550,000 (2017: £620,000) was subject to a floating rate of 0.65% over the Bank of England base rate, £550,000 (2017: £620,000) was subject to fixed rates of interest at 5.315%, £303,394 (2017: £334,125) at 6.175% and £298,437 (2017: £330,262) at 6.185%. The remainder is at various fixed rates of interest, ranging from 9.125% to 10.75%.

15. Share capital

| | 2018 £ | 2017 £ |
|--|----------------|------------------|
| Allotted, called up and fully paid: At 1 November 2017 | 29 | 33 |
| Shares issued during the year Shares cancelled during the year | 3 (2) | - (4) |
| onales cancelled during the year | (2) | (+) |
| At 31 October 2018 | <u>30</u> | <u>29</u> |

Each member of the Board of Management holds a share of £1 in the Society. There are limited rights regarding receipt of dividends, redemption, distribution and winding up attached to the shares. On a ballot every shareholder present in person or by proxy shall have one vote. In the case of an equality of votes the chair of the meeting shall have a second or casting vote.

16. Accommodation owned and in management

| | Number of units | |
|--------------------------|-----------------|------------|
| | 31 Oct 18 | 31 Oct 17 |
| Social housing | | |
| General needs housing: | | |
| Let at social rent | 15 | 15 |
| Housing for older people | 277 | 257 |
| Non-social housing | | |
| Commercial lettings | 2 | 2 |
| | | |
| | <u>294</u> | <u>274</u> |

Norwich Housing Society also manages 25 properties for Stuart Court Memorial Charity, for whom it is the sole trustee. See note 19.

Notes to the Financial Statements (Continued)

For The Year Ended 31 October 2018

| 17. | Reconciliation of or | perating surplus | to net cash | inflow from | operating activities |
|-----|----------------------|------------------|--------------|----------------|----------------------|
| 11. | i icconcination of o | ocialing surpius | to nict casn | IIIIIOW IIOIII | |

| | 2018 £ | 2017 £ |
|---------------------------------------|----------------|----------------|
| Operating surplus | 218,654 | 237,089 |
| Depreciation of tangible fixed assets | 249,272 | 215,512 |
| Decrease / (Increase) in debtors | 2,845 | 26,023 |
| Increase / (Decrease) in creditors | 296,817 | 374,579 |
| | | |
| | <u>767,588</u> | <u>853,203</u> |

18. Related party transactions

Under the definitions of FRS 102, Stuart Court Memorial Charity is considered a related party of Norwich Housing Society Limited (see note 19). Transactions between the two entities can be summarised as follows:

| | 2018 £ | 2017 £ |
|--|---------------|---------------|
| Management charge receivable from Stuart Court Memorial Charity | <u>17,256</u> | <u>16,800</u> |
| The position at the balance sheet date can be summarised as follows: | | |
| | 2018 £ | 2017 £ |
| Amounts owed by Stuart Court Memorial Charity at 31 October 2018 | <u>2,966</u> | <u>360</u> |

During the year consultancy services to the value of £2,193 (2017: £7,653) were provided to the Society by Real Consulting (Cost and Project Management) LLP, in which M Land is a member. M Land is also a member of the Board of Management of Norwich Housing Society. At the year-end the Society owed £Nil (2017: £816) to the partnership.

19. Subsidiary undertaking

The Society is the corporate trustee of Stuart Court Memorial Charity, a registered social landlord. The principal place of business of Stuart Court Memorial Charity is 13 Bracondale, Norwich, Norfolk, NR1 2AL.

Details of transactions entered into with Stuart Court Memorial Charity are set out in note 18.

The Board of Management have relied upon the exemption provided by S99 of the Co-operative and Community Benefit Societies Act 2014 because of the insignificant amounts involved and have not consolidated the results of the subsidiary in the Society's financial statements. A summary of the subsidiary results for the year ended 31 October 2018 is provided below:

| | 2018 £ | 2017 £ |
|-------------------------------------|---------------|-----------|
| Surplus/(Deficit) for the year | <u>30,296</u> | 30,288 |
| Accumulated reserve at the year-end | 917,901 | 887,605 |

Notes to the Financial Statements (Continued)

For The Year Ended 31 October 2018

20. Capital commitments

| | 2018 £ | 2017 £ |
|--|------------|------------------|
| Capital expenditure that has been contracted for but has not been provided for in the financial statements | <u>-</u> _ | <u>1,218,100</u> |

It is intended that this anticipated capital expenditure will be financed from reserves and grants.

21. Events after the end of the period

Following the year-end, the Society plans to dispose of two general needs houses for £147,000 and £135,000.

22. Pension costs

The Society operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Society in an independently administered fund. The pension cost charge represents contributions payable by the Society to the fund and amounted to £22,332 (2017: £20,838). Contributions totalling £Nil (2017: £Nil) were payable to the fund at the year-end and are included in creditors.

23. Financial instruments

The carrying amounts of the Society's financial instruments are as follows:

| | 2018 £ | 2017 £ |
|---|----------------|------------------|
| Financial assets | £ | L |
| Debt instruments measured at amortised cost: | | |
| Trade debtors net of bad debt provision (note 12) | 26,985 | 29,956 |
| Other debtors (note 12) | 4,231 | <u>292</u> |
| | <u>31,216</u> | 30,248 |
| Financial liabilities | | |
| Measured at amortised cost: | | |
| Bank loans and overdrafts (notes 13 – 14) | 2,001,271 | 1,988,249 |
| Trade creditors (note 13) | 81,389 | 53,891 |
| Other creditors (note 13) | 6,285 | 6,360 |
| Accruals (note 13) | <u>167,174</u> | <u>39,683</u> |
| | 2,256,119 | <u>2,088,183</u> |