

Hereford United Supporters Trust AGM Thursday 30th November 2023 19.30

Agenda

Meeting to be held at Richmond Place Club, 69-71 Edgar St, Hereford HR4 9JP

CONTENTS

- 1. AGM Agenda
- 2. Chairman's Statement
- 3. Summary of 2022 AGM
- 4. Elections to HUST Board
 - Supporting Statements
- 5. Resolution to Adopt Accounts
- 6. Resolution to Disapply Audit Requirement
- 7. Resolution on the allocation of surplus Society Funds
- 8. Proxy Voting Instructions
- 9. Supporting Documents
 - HUST 2023 Accounts

<u>1</u>

AGM AGENDA

- 1. Welcome and Introduction from Chairman
- 2. Approval of Summary of 2022 AGM
- 3. Election Results and Affirmative Vote
- 4. Resolution to Adopt Accounts for 2023
- 5. Resolution to Disapply Audit Requirement
- 6. Resolution on the allocation of surplus Society Funds

Chairman's Report to AGM 2023

Last year I said in my report "Mark my words, the funds paid into the Club by HUST have been a welcome additional source of income". The pre-audit Club loss of £45,000 comes on the back of additional unbudgeted FA Cup income of £80,000. We are in perilous times. The Club have now attempted to be more open with Finances and we have called for regular shareholder briefings.

We achieved parity of shareholding and tested the "4v3 issue" (HFC Board of directors) which was the subject of much debate at the Club's foundation. A "4v4" clause was not written into the Articles back then, something highlighted by Supporters' Direct. My understanding at that time was that the goodwill existed to make such an amendment when the time came. That goodwill was not present at the Club General Meeting of 23rd February 2023.

We remain undeterred. Having demonstrated our commitment by raising the funds to match that initial investment, the Supporters' Trust deserves equality in that Club boardroom. We fight on and there are signs the Club do want to be more open with financial information. This is a key requirement for the future.

I pay tribute to our three HUST Nominated Directors (HNDs) on the Club board, appointed via the process agreed by the HUST membership. Mike Langford, Joanie Roberts, and Tony Taylor together bring a variety of skills to the boardroom which the Club needs to better acknowledge and utilise. A major event in HFC's history in many years was Joanie's election to the National League Board. Representing all the clubs in National League North, this is a feather in Joanie's cap, HUST's cap and the Club's cap if they but knew it. Remember back to the ambiguous allocations of National Lottery money? Older fans are saying this is as important an appointment as when Len Weston was elected to the Southern League, and I agree with them.

The Fan Led Review of Football has delivered its White Paper, and a Bill is expected in the King's Speech. The FSA continues its lobbying and I'm playing my part on the FSA National Council. The South-West Supporters Group has grown. It is for supporters across the region, whatever the level a club plays. Frome Town are recent additions and they have worked with their landlords, the Council, to get a 25-year lease. So, these things can be achieved!

Finally, I would like to thank all the HUST board, our independent officers, and our other supporters who have assisted the delivery of another significant year's work.

R G Tomkins Chairman 25 October 2023

<u>3</u>

MINUTES OF THE HEREFORD UNITED SUPPORTERS' TRUST ANNUAL GENERAL MEETING

HELD ON THURSDAY 17TH NOVEMBER 2022

AT 7.30PM AT THE RICHMOND PLACE CLUB, HEREFORD

The meeting was quorate.

1. Welcome and Introduction from the Chairman

Richard Tomkins welcomed members and thanked them for attending. Richard briefly summarised his written report and thanked all those helping HUST this year, whether as HUST board, HNDs or supporting members.

2. Approval of Summary of 2021 AGM

This summary was read through and confirmed as a true record. APPROVED

3. Election Results and Affirmative Vote

The Elections report from the Election Management Group was read through. Two nominations had been received. Therefore, no election was required.

The meeting conducted an affirmative vote for each candidate:	
Justin Ratcliffe	APPROVED
Simon Wright	APPROVED

4. Resolution to adopt the accounts to year ending 31st May 2022

Tony Taylor gave an overview of the Financial Statements and thanked our Independent Examiner for his examination.

A vote was held to approve the accounts. Proposed by Tony Taylor. Seconded by Justin Ratcliffe.

5. Resolution to disapply Audit requirement

Tony Taylor explained that the total income of the Trust was below £100,000 and this falls outside the stipulated requirement for a full audit, which can cost several thousand pounds. An independent examination is carried out instead in line with best practice.

A vote was held to confirm we will continue with an independent examination. Proposed by the HUST Board. Seconded.

APPROVED

APPROVED

6. HFC Share Purchase and allocation of surplus Society funds

It was proposed that the majority of surplus Trust funds be allocated to the Purchase of 'A' ordinary shares in Hereford FC and on occasion donations made in keeping with the objects of the Trust at Trust board discretion.

Proposed by Tony Taylor. Seconded by Russell Scorey.

APPROVED

7. Resolution on the allocation of surplus Society Funds once the maximum number of HFC A Ordinary Shares have been purchased

On achieving 50% of the share capital, the HUST Board believes it is right to move to the Supporters Ownership model referred to as 'the Exeter Model'. The key requirement is for Board Room equality by the appointment of a fourth HND. Until that is achieved, the HUST Board believes that donations, other than from the Matchday Draws, should be discretionary.

Proposed by Tony Taylor. Seconded by Justin Ratcliffe. (For the record this was unanimous).

APPROVED

8. Closure of Meeting

The chairman closed the meeting.

After an interval a Question & Answer session took place.

<u>4</u>

ELECTIONS TO HUST BOARD

About The Election

The Trust's constitution requires HUST to hold an election every year to identify new candidates for the Trust Board. The election process is managed on behalf of the Trust by an Election Management Group appointed by the Trust board. The EMG is chaired by an independent scrutineer and the Trust is grateful to Rob Street of Billericay Town Supporters Society for performing the role this year. The other members of this year's EMG were Trust membership secretary Sarah Hudd, and Trust governance secretary Nick Frith.

Nomination Results

One nominations were received for two vacancies. Therefore, no election is required, and the two nominated candidates will be appointed to the Trust Board subject to an affirmative vote. The nominee is Gerry Harrison. Supporting statements from the candidate are provided below.

Gerry Harrison

I have been a supported of Hereford United since first attending matches in the 1970-71 season and followed them through thick and thin, both home and away until their demise in 2014, apart from the 9 years I was away on Military Service, although I did try to attend games both home and away during this time when it was possible. I have followed Hereford FC both home and away since 2015, becoming a Season Ticket holder in 2016.

I served in the British Army for just over 9 years, attaining the rank of Sergeant in The Royal Army Pay Corps. My role included Pay and Allowances and accounting for both Public and Non-Public Funds. I served in, the former, West Germany, UK, Canada and Cyprus. Whilst on deployment to Cyprus I ran the accounts and management for 3 Bars, The Officers Mess Bar, Sergeants Mess Bar and Junior Ranks Bar. My military service and training taught me and gave me experience of a wide range of roles, managing people, planning small and large events and general logistics.

On leaving the Army my career changed paths and I became a Glazing Estimator for Hereford Glass, Sales at The Prudential, Management at Pontrilas Timber and Builders Merchants and Joinery Sales and Kitchen Design at Magnet Ltd.

In 1997 I decided that I wanted to return to an Accounting role so I enrolled at Night Classes at Hereford Tech College to gain formal Accounting Qualifications, after 3 years of study I attained an NVQ4 in Accounting, this then led to a 23 year career in the Public Sector as an Accountant and Management Accountant in Local Government, Housing Association and the NHS.

During my time in the Public Sector I became involved In the local Trade Union Branch, Unison, within the Branch I was Branch Treasurer, Disabilities Officer and Work Place Steward. I also became involved at a Regional Level, firstly with the West Midlands Region and then with the South West Region when I moved jobs.

When at the West Midlands Region I was elected to represent the Region on the National Disabled Members Committee a role I held for 5 years until I moved Regions.

When I joined the South West Region I was again elected onto the National Disabled Members Committee and also the Regional Committee and the Finance and Resources Committee. I was then elected onto the National Housing Sector Committee where after a year I was elected as Chair of this committee and also on the National Community Sector Committee. I also represented Unison as part of their delegation to 2 Trades Union Congress (TUC) Conferences.

I took early retirement last year.

For the last 3 to 4 years I have been the Independent Examiner of HUST's Accounts, so you can see that I have already demonstrated a willingness to support HUST. So, you can see from my work History and my work within Unison, at local, regional and National levels, that I have considerable experience of many processes and

practises within the workplace and also representing people at various committees and conferences. I was never a "Yes man" and always challenged the status quo, when necessary, I have extensive committee level experience and always represented the views of those I was representing, even when these were in conflict of my own, I was there to represent others.

If I am elected I want to ensure that the Fans Voices are not lost in the Board Room and will ensure that the views of the fans are represented on the Board.

<u>5</u>

RESOLUTION TO ADOPT ACCOUNTS

To adopt the Financial Statements and the Independent Examiners' Report for the year ended 31st May 2023.

The Statement and Report can be seen at the back of this document.

<u>6</u>

RESOLUTION TO DISAPPLY AUDIT REQUIREMENT

The members of the society agree that the accounts for the financial year ending on 31 May 2024 and for which reports will be laid before the following AGM do not require a full audit provided that:

- The total income for that year does not exceed the threshold laid down by Supporters Direct for audit exemption (currently £100,000);
- An independent examination of those accounts is carried out in place of the full audit;
- The independent examination is carried out in line with the best practice of Supporters Direct;
- A report from the independent examination is included within the accounts circulated to members

Proposed by HUST Board

<u>7</u>

RESOLUTION ON THE ALLOCATION OF SURPLUS SOCIETY FUNDS

It is hereby resolved that, subject to the duty of the Trust Board to ensure that the business of the Trust is conducted in accordance with the Trust Rules and in the interests of the community, the majority of surplus Trust funds in the current financial year ending May 2024 can, at the discretion of the HUST Board be donated to HFC. Should further "A" shares become available for purchase, then priority would be given to utilising surplus funds for their purchase.

The Board further propose funds may also donated to causes in keeping with the objects of the trust at the discretion of the HUST board.

<u>8</u>

Proxy Voting Instructions

If you want to vote at our AGM on 30/11/2023 but cannot be there in person you may apply to appoint someone who will be present to vote on your behalf. This is called a proxy vote.

To do this you need to fill in a simple application form. To receive this application form please email <u>nick.frith@hust.org.uk</u>.

When you have filled in your proxy form it must be returned either by email to the Trust secretary at <u>secretary@hufctrust.co.uk</u>. In order to be accepted your email proxy application must be sent from the email address associated with your Trust membership.

Proxy applications by email must arrive not later than 6pm Tuesday 28th November 2023. Applications received after that time will be rejected.

When your proxy arrives for the AGM they should declare that they have been asked to vote on your behalf. If you have asked the Chair to be your proxy the secretary will inform the chairman on your behalf.

Registered Number: IP032131R

Report of Directors and Financial Statements For the Year Ended 31 May 2023 for Hereford United Supporters Society Ltd

Contents of the Financial Statements Year Ended 31st May 2023

Page

Company Information	1
Report of Directors	2
Statement of Responsibilities of Directors	3
Business Review and Future Developments	4
Independent Examiners Report	5
Income and Expenditure Account	6
Balance Sheet	7
Notes to the Financial Statements	8
Trading Income and Expenditure Account	11

Company Information for the Year Ended 31 May 2023

Directors Elected	R Tomkins A Taylor J Roberts M Langford N Nottingham J Ratcliffe S Wright
Governance Secretary	N Frith
Administration & Membership Secretary	S Hudd
Registration	Hereford United Supporters Society Ltd is a registered society under the Co-operative and Community Benefits Act 2014
Registered Number	IP032131R (England and Wales)
Registered Office	HUST 47 Stanhope Street Hereford HR4 OHA
Independent Examiner	Gerry Harrison

Hereford United Supporters Society Ltd (Registered Number IP032131R) Trading Income and Expenditure Account For the Year Ended 31 May 2023 Report of the Directors For the Year Ended 31st May 2023

The directors present their report with the financial statements of the company for the year ended 31st May 2023

DIRECTORS

The directors shown below have held office during the whole period from 1 June 2022 to the date of this report.

R Tomkins A Taylor J Roberts M Langford N Nottingham

Directors elected to the Board at the AGM on $17^{th}\,\text{November}\,2022$

J Ratcliffe (co-opted Director since 9th February 2022) S Wright (co-opted Director since 12th October 2022)

This report has been prepared in accordance with the small entity provisions of Financial Reporting Standard 102 Section 1A

ON BEHALF OF THE BOARD:

Date 30th October 2023

Society Board Members Report for the Year Ended 31st May 2023

Guiding Principles

The Society is run on the following fundamental principles

- Accountability through annual elections to the Society Board in line with Supporters-Direct recommended practice.
- Democracy by fully involving members in key decisions of the Society and operating in an engaging manner
- Inclusive by setting a membership fee which is affordable to all and open to all.
- Open by being transparent in all our activities.

Principal Aims

The Society was set up with the following principal aims

- To preserve and promote professional football in Herefordshire.
- To encourage supporter involvement with dialogue, supporter representation on the Board of the Club and Share ownership.
- To raise sufficient funds to buy a stake in the club in pursuance of the above.

These aims are augmented by the objects set out in Clause 4 of the Constitution

Responsibilities of the Board

Society law requires the Board of Directors to prepare accounts for each financial year which give a true and fair view of the affairs of the society for that period. In preparing those financial statements, the Board of Directors are required to: -

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Board of Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the society and to enable them to ensure that the accounts comply with the Co-operative and Community Benefit Societies Act 2014. They are also responsible for safeguarding the assets of the society and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

R Tomkins – Chairman

N. Frith - Secretary

Date 30th October 2023

Society Board Members Report for the Year Ended 31st May 2023

Business Review & Future Developments

Target achieved! During this period, we achieved what we had forecast, continued the drive for the purchase of Trust shares in Hereford FC and finally matched privately held shares of 289,000 during the 2022-2023 season. To achieve this feat against the backdrop of austerity and cost of living crisis only goes to show the determination of Hereford supporters who value a stake in their own Club and what it means.

This is a big milestone for us and has opened further doors. The Football Supporters' Association, of which HUST is a member, has determined that Hereford FC is now regarded as a Community Owned Club, a key element of the Fan Led Review of Football. To mark the progress we have been making, the FSA sent a delegation to Hereford to meet the HUST board for a Strategy Day during the Summer of 2023.

We have been encouraged to fully engage not just with the Football Club but also with other organisations in the wider community. For example, Edgar Street is an Asset of Community Value (ACV, February 2019), and we want to join the dialogue with Herefordshire Council who granted us that ACV on a community basis. Despite the political uncertainty caused by recent Council elections, we seek to maintain a positive focus in the County Plan to re-develop the Blackfriars Street end for the benefit of Club and community. We very much hope that all parties can be more forthcoming with viable options.

We agreed that by selling our highly popular 50/50 tickets at the ground, and side byside with the 'Golden Goal', makes HUST very visible to all supporters and enables a useful dialogue with them. Funds are now channelled to the Club to help the Club's bottom line. We have shown that we have kept our word on this principle. We do, of course, have other fundraising arms whose funds can be applied to supplement Football Club income at crucial times.

In this Report of Directors and Financial Statements for the year ended 31 May 2023, I continue to draw your attention to Section 1 Accounting Policies where we discuss 'Impairment'. The Football Club can no longer continue to make big losses, and we certainly hope it is better focused on balancing its budget.

We have three HUST Nominated Director (HND) positions on the Football Club board, appointed via the process agreed by the HUST membership. I would like to thank Mike Langford, Joanie Roberts and Tony Taylor who together bring a variety of skills to the Club boardroom. Joanie has been elected to the National League Board, a significant success which I will expand on during my general address to members.

I would also like to thank the HUST officers, and our other supporters who have assisted the HUST board deliver another significant year's work.

Richard Tomkins Chair

30th October 2023

Hereford United Supporters Society Ltd (Registered Number IP032131R) Trading Income and Expenditure Account For the Year Ended 31 May 2023 Independent Examiner's Report

To the Members of the Hereford United Supporters Society Ltd on the accounts for the year ended 31st May 2023 set out on pages 6 to 10.

This report is made solely to the society's members, as a body. My examination work has been undertaken so that I might state to the society's members those matters I am required to state to them in an examiners' report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the society and the society's members as a body, for my work, for this report, or for the opinions I have formed.

Respective responsibilities of Society Board Members and the Examiner

The Society Board Members consider that an audit is not required for this year as an appropriate resolution was approved by members at the last AGM and that an independent examination is therefore appropriate.

It is my responsibility: to:

- examine the accounts
- follow the procedures laid down in the General Directions given by Supporters Direct; and
- state whether particular matters have come to my attention.

Basis of Independent Examiner's Statement

My examination was carried out in accordance with General Directions given by Supporters Direct. An examination includes a review of the accounting records kept by the Society and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from the Society Board Members concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit, and consequently I do not express an audit opinion on the accounts.

Independent Examiners Statement

In the course of my examination, no matter has come to my attention:

- a) which gives me reasonable cause to believe that, in any material respect, the Society Board Members have not met the requirements to ensure that:
 - i) proper accounting records are kept
 - ii) accounts are prepared which agree with the accounting records and comply with generally accepted accounting requirements; or
- b) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached

Signed

Gerry Harrison

Date

30th October 2023

Gerry Harrison

Income and Expenditure For the Year Ended 31 May 2023

101	for the real Ended STIMAY 2025		
	Note	31.5.23 £	31.5.22 £
		L	L
Income		56,122	58,819
Direct Costs		{25,908	{26,294)
Gross Surplus		30,214	32,525
Administrative expenses		(1,735)	(2,065)
Operating Surplus	2	28,479	30,460
Interest receivable and similar income		-	-
Matchday Draw Surplus Donations to HFC	3	(10,103)	
Surplus on ordinary activities before tax		18,376	30,460
Taxation on surplus on ordinary activities	4	-	-
Surplus for the year		18,376	30,460

CONTINUING OPERATIONS

No operations have been discontinued or acquired during the year, and the amounts above relate entirely to continuing operations.

TOTAL RECOGNISED GAINS AND LOSSES

The Society has no recognised gains or losses other than those included in the surplus above and therefore no separate statement of total recognised gains and losses has been presented

There is no material difference between the retained surplus for the year on ordinary activities stated above and it's historical cost equivalent.

The Income and Expenditure Account was approved by the Directors 30th October 2023

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R Tomkins Chairman

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A M Taylor ACMA CGMA Treasurer

N. Frith Secretary

Balance Sheet for the Year Ended 31 May 2023

	Note s	31.5.23 £	31.5.22 £
Fixed Assets			
Investments	5	289,000	275,000
Current Assets			
Debtors and Prepayments	6	696	1,169
Cash at Bank and in hand	7	6,807	1,699
		7,503	2,868
Creditors			
Amounts falling due within one year	8	(3,297)	(3,127)
Net Current Assets		4,206	(259)
Creditors falling due more than one year	9	(1,210)	(1,121)
Total Assets less current liabilities		291,996	273,620
Capital and reserves	10	205	222
Called up share capital Investment Reserve	10 11	385 4,000	323
General Reserve	11	4,000 287,611	- 273,297
Shareholder's Funds	12	291,996	273,620

The financial statements have been prepared in accordance with the small entity provisions of Financial Reporting Standard 102 Section 1A.

The Balance Sheet and Notes were approved by the Directors 30th October 2023

Got 21 A

R Tomkins Chairman

A M Taylor ACMA CGMA Treasurer

N. Frith Secretary

Accounting Policies

1

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard 102 – Section 1A Small Entities.

Turnover

Turnover represents membership subscription fees and funds obtained through fund raising activities

Investment in Associates

Associated companies are entities over which the Society has significant influence, but not control, generally accompanied by a shareholding giving rise to voting rights of 20% and above but not exceeding 50%. Investments in equity shares which are not publicly traded and where fair value cannot be reliably measured are measured at cost less impairment.

Impairme nt

At the balance sheet date, the Society reviews the carrying amount of its investment assets to determine whether there is any indication that any asset has suffered an impairment loss. If any such indication exists, the recoverable amount of an asset is estimated in order to determine the extent of its impairment loss. In the absence of evidence of the indication of impairment, no estimate of the recoverable amount shall be made.

2 Operating Profit

The operating profit is stated after charging

	31.5.23	31.5.22
	£	£
Directors Remuneration and other benefits etc.	-	-

3 Matchday Draw Surplus Donations to HFC

Under an annual license from Hereford FC the Matchday Competitions are operated by HUST. HUST uses the surplus on the Matchday Draws to purchase "A" shares in Hereford FC. When there are no "A" shares to purchase, then HUST donates the surplus to Hereford FC. There are currently not "A" shares to purchase because HUST already holds 50% of the total shares in Hereford FC.

	31.5.23	31.5.22
	£	£
Donations to Hereford FC	10,103	-

4 Taxation

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 31 May 2022 nor for the year ended 31 May 2023.

5	Fixed Asset Investments	Unlisted Investments
		£
	Cost	
	At 1June 2022	275,000
	Additions	14,000
	At 31 May 2023	289,000
	Net Book Value	
	At 31 May 2023	289,000
	At 31 May 2022	275,000

14,000 Ordinary A Shares of £1 each were purchased and paid for in Hereford FC Ltd during the year. The total shareholding is included at cost and is not deemed to represent a market value. Total shareholding on 31 May 2023 was 289,000 Ordinary "A" shares.

The Society ownership of 289,000 Ordinary A Shares in Hereford FC Ltd represents 50% of the voting shares. Under FRS 102 Section 14 the investment is deemed to have significant influence and so are considered an Investment in Associates.

During the year ended 31st May 2023 there were no dividends or other distributions made nor were there any related party transactions.

The asset is recognised at cost with no impairment recognised.

6 **Debtors and Prepayments**

		31.5.23	31.5.22
		£	£
	Prepayments and Accrued Income	696	1,033
	Other Debtors	-	136
	_	696	1,169
7	Cash Balances and Cash in Hand		
		31.5.23	31.5.22
		£	£
	PayPal	3,338	1,399
	Co-operative Bank	63	25
	NatWest Bank	3,406	275
		6,807	1,669
0			
8	Creditors Falling Due within one year		
		31.5.23	31.5.22
		£	£
	Accruals	3,297	3,127
		3,297	3,127
9	Creditors Falling Due in more than one year but less than five.		
,	cicators running buc in more than one year but less than nve.	31.5.23	31.5.22
		£	£

	5115125	JIJIEL
	£	£
Accruals	1,210	1,121
	1,210	1,121

10 Called Up Share Capital

Each full member of the society owns one ordinary £1 share in the Society which is not transferrable. The share is cancelled if an individual ceases to be a member.

Junior members cannot hold shares in the Society nor have any voting rights.

	31.5.23	31.5.22
Full Members	385	323
	385	323
investment Reserve		
	31.5.23	31.5.22
	£	£
At 1 June 2022	-	-
Allocated during year	4,000	
	4,000	

12 General Reserve

11

	31.5.23 £	31.5.22 £
At 1 June 2022	273,297	242,789
Movement in Called Up Share Capital (Note 10)	(62)	48
Surplus for the Year	18,376	30,460
Transferred to Investment Reserves	(4,000)	
At 31 May 2023	287,611	273,297

	TOT THE TEAT ENDED STIMAY 2025		
		31.5.23	31.5.22
		£	£
INCON	ЛF		
		2 226	2 000
	Membership Fees Donations for Share Purchases	3,336 2,879	2,888 4,430
	Matchday Draw	30,535	
	Golden Goal	8,386	29,062 9,772
	Prize Bull 500 Club	9,116	
	Sports Lottery	1,381	9,573
		489	1,558
	Other Fundraising & Donations		1,537
		56,122	58,820
DIRECT	COSTS		
	Matchday Draw	(16 <i>,</i> 309)	(14,300)
	Golden Goal	(4,784)	(6 <i>,</i> 800)
	Less Unclaimed Matchday Prizes	350	-
	Prize Bull 500 Club	(5,160)	(5,195)
	Other Fundraising	(5)	
		(25,908)	(26,295)
GROSS SURPLUS		30,214	32,525
Other	Income		
	Deposit account interest	-	-
		30,124	32,525
Expenditure			
•	Post and Stationery	(109)	(136)
	Elections & AGM	(117)	(135)
	Computer expenses	(29)	(17)
	Licences and subscriptions	(20)	(20)
	Accountancy, Audit & Fees	(200)	(200)
	Legal Fees	-	(120)
		(475)	(628)
Finance costs			
	PayPal fees	(1,250)	(1,437)
	Bank Charges	(1,230)	(1,437)
	Darik Cilai ges	(1,260)	(1,437)
		(1,200)	(+,-3/)
Operating surplus / (deficit)		28,479	30,460