

# **The Raeburn Place Foundation**

**Consolidated report and financial statements for  
the year ended 31 March 2021**

**Scottish Charitable Incorporated  
Organisation No: SC044826**

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## Reference and administrative information

<b>Trustees</b>	 OBE (Acting Chairman) Peter Macdonald Claire Cruickshank
<b>Address</b>	11-15 Thistle Street Edinburgh EH2 1DF
<b>Bankers</b>	Clydesdale Bank 30 St Vincent Street Glasgow G1 2HL
<b>Auditors</b>	Geoghegans 6 St Colme Street Edinburgh EH3 6AD
<b>Solicitors</b>	Turcan Connell LLP Princes Exchange 1 Earl Grey Street Edinburgh EH3 9EE  CMS Cameron McKenna LLP Saltire Court 20 Castle Terrace Edinburgh EH1 2EN
<b>Charity registration number</b>	SC044826

## **Trustees' report** *for the year ended 31 March 2021*

### **Objectives and activities**

The Foundation's main objectives to date have been to secure a long lease of the ground at Raeburn Place and commence the capital fundraising to redevelop it and equip it with new facilities. The granting of the long lease was secured in June 2018.

The development plan for the site comprises three phases:

- The construction of a main building with a new spectator stand, and nine retail units along the Comely Bank Road frontage
- The construction of a Museum building adjoining the east end of the main building, to house a Museum of International Rugby
- Construction of additional sporting facilities along Portgower Place

The plans also include the improvement of drainage and pitches.

A structured fundraising programme targeting individuals, commercial organisations, charitable organisations and government agencies, was put in place and commenced in February 2018.

On completion, the redeveloped facilities will provide a sustainable income stream for the Raeburn Place Foundation for the foreseeable future. This self-financing model will enable the charity to preserve the historic ground and its use for sport, and to fund on-going provision of sport and sports programmes as well as the maintenance of the new modern sporting facilities, directly promoting public participation. It will also fund a Museum of International Rugby for the advancement of heritage. Together these will meet the objectives of the charity.

### **Achievements and performance**

The charity continues to focus on capital fundraising to fund its wholly-owned subsidiary, Raeburn Place Development Limited (RPDL), which is managing the redevelopment of Raeburn Place, a sports facility that was no longer fit for purpose.

Following the appointment of Robertson Construction as the main contractor and the completion of the initial enabling works, the charity's fundraising staff completed the £8.6m capital fundraising for construction of the main building, which includes the retail units providing the sustainable income stream for the Foundation. With strong interest in the units, RPDL was able to secure loan from the Bank of Scotland, and work began in early February 2019.

Completion was expected in March 2020 but a slippage in the schedule, and then the shutdown of construction work by COVID-19 restrictions, led to handover of the building on 21<sup>st</sup> August 2020.

## **Trustees' report (continued)** **for the year ended 31 March 2021**

### **Achievements and performance (continued)**

Letting agreements were entered into in respect of eight out of the nine retail units, to provide the Foundation's income stream, and the quality of the retail offer and the building have been very well received by the local community in north Edinburgh. The COVID-19 pandemic had a significant impact on the development in early 2020, with two tenants withdrawing and a delay to completion of the main building due to the nationwide shutdown of construction work.

Despite the difficult business conditions resulting from the COVID pandemic, additional tenants were found for the vacated space and completion of the last of the retail unit leases is expected to complete in March 2022.

The fit-outs of the two changing rooms and the EAFC clubhouse were completed in the summer of 2021, allowing the return of sport to the ground, including: the Trust Rugby charity; Flora Stevenson Primary School, Edinburgh Academy and other schools; and the School of Hard Knocks charity. Three choirs also used the stand at the ground, allowing them to practice outdoors in compliance with COVID restrictions.

The 150<sup>th</sup> anniversary of the first rugby international was marked at Raeburn Place on 27<sup>th</sup> March 2021. The Foundation was able to use this to raise awareness of the global significance of this match as the birth of international rugby and of international team sports. Scottish Rugby and the Scotland team coaches visited the ground for interviews, bringing the Calcutta Cup and Auld Alliance Trophy with them and Accies Minis played on the pitch where the 1871 match took place, with the video footage shown by BBC Scotland.

To mark the anniversary, the Foundation entered into an agreement with Encaptivate Films to make a feature-length documentary telling the story of the 1871 match and its global significance. The £120,000 budget was raised from commercial sponsors, and donations from charitable trusts and individuals. Crowdfunding of the last £20,000 of the budget was very successful in raising the charity's public profile.

Filming is progressing on schedule, with the project expected to be completed in November 2021. It will then be shown at film festivals and marketed to broadcasters and streaming services, with the resulting income being applied to fundraising for the Museum of International Rugby, supporting approaches to The National Lottery Heritage Foundation, major charitable trusts, companies and individuals.

### **Financial review**

During the financial year the Trustees used regular cash flow forecasts to assess the financial position of the charity and to monitor planned commitments against this. The consolidated statement of financial activities for the year is set out on page 11 of the Financial Statements. A summary of the financial results of the charity is given below.

The income for the year of the charity was £427,827 (2020: £672,781) (as detailed in note 2) and expenditure was £45,340 (2020: £177,571). This produced an excess of income over expenditure of £382,487 (2020: £495,210).

In the year to 31 March 2021 the subsidiary company recorded rental income of £367,735 with nine leases having been completed and made a loss of £948,996 (2020: loss of £1,240,703) and had negative reserves of £2,668,151 (2020: Negative £1,719,155).

## **Trustees' report** *(continued)* *for the year ended 31 March 2021*

### **Financial review** *(continued)*

The loss in the subsidiary is after recording an impairment on the value of the development. A formal valuation of the development concluded the market value of the retail development to be £9.8 million at the time of the valuation. This valuation will be kept under review as the development matures.

The main source of income for the charity has been donations from high net worth individuals who support the charity's aims and objectives. During the year the focus has been fundraising for the construction of the main building and the commencement of those works.

The trustees believe that the going concern basis of preparation is appropriate for the reasons set out in note 1 to the accounts.

### **Reserves policy**

As the charity is still in the fundraising and development stage, there is no reserve policy as such. The appropriate policy will be established once the development has been completed and the income stream secured.

### **Risk management**

RPDL did not qualify for either of the government loan schemes related to the COVID pandemic, as the main building was not yet complete and included in the Valuation Roll, nor did RPDL have any historic turnover. The Trustees therefore responded through a number of self-help initiatives.

The impact of the COVID-19 pandemic on hospitality businesses led to a review of RPDL's exposure to this sector. Following this, it was agreed that Edinburgh Academical Football Club (EAFC), the proposed tenant for the upper floor of the building, would lease a smaller space for its clubhouse facility, and that the remaining space would be subdivided to provide two additional commercial lets and two changing rooms for sport. The resultant uplift in rental income will increase significantly the financial resilience of RPDL and the Foundation, while the changing facilities will accelerate return of sports to the ground. These additional works were funded from additional donations and, in the light of the projected income from the upper floor lettings, a restructured bank loan from the Bank of Scotland.

### **Plans for future periods**

The Foundation's plan for the future is to build a financially independent organisation that will provide sport, support for sports programmes, a vibrant hub for the community and a Museum of International Rugby. Its intention is to:

- Build state of the art sports facilities at Raeburn Place.
- Redevelop and modernise the grounds at Raeburn Place.
- Build commercial units to generate revenue and ensure financial sustainability, protecting the heritage of the ground and preserving its use for sport.
- Provide financial support to selected dynamic grassroots sports organisations.
- Build a Museum of International Rugby dedicated to the historic, cultural and social legacy of Raeburn Place.

The charity has split the appeal into smaller elements. The first element enabled commencement of the site enabling works in February 2018 and the main build comprising the commercial units is now complete. The next element is the Museum of International Rugby with planning and design work expected to begin in mid-2022.

## **Trustees' report (continued)** **for the year ended 31 March 2021**

### **Structure, governance and management**

The information on page 1 forms part of this report.

### **Governing document**

The Foundation was established on 25 April 2016 as a Scottish Charitable Incorporated Organisation (SCIO) (SC044826) that is governed by a Constitution. The Foundation has established a subsidiary undertaking which will undertake commercial activities in support of the charity's objectives.

### **Recruitment and appointment of Trustees**

The Trustees have the power to appoint new Trustees. The minimum number of Trustees is three and shall include a chairman. The Trustees shall endeavour to recruit to the Board individuals with appropriate and relevant experience and skills as required. On induction, new trustees are given a copy of the Constitution, a copy of the current OSCR guidance for Charity Trustees and they are brought up to date with the Organisation's plans and progress on these.

### **Management**

The Foundation shall be managed by the Trustees with relevant professional advice sought from the charity's advisors.

The Trustees who have served during the year were as follows:

██████████ OBE

██████████

██████████ (resigned 31 December 2020)

### **Subsidiary**

RPF has a wholly-owned subsidiary, Raeburn Place Development Limited. As recommended by the charities' trust lawyers, Turcan Connell, there is one independent director of RPD and one independent trustee of RPF. A full development funding agreement has been entered into between RPF and RPD, following advice from appropriate professional consultants.

### **Statement of trustees' responsibilities**

Charity law requires the Trustees to prepare financial statements for each financial year which show a true and fair view of the state of affairs of the charity and its financial activities for that period. In preparing those financial statements, the Trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP 2019 (FRS 102);
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards and statements of recommended practice had been followed, subject to any 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 charity will continue in operational existence.

**Trustees' report** *(continued)*  
**for the year ended 31 March 2021**

**Statement of trustees' responsibilities** *(continued)*

The Trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charity and to enable them to ensure that the financial statements comply with the Charities and Trustee Investment (Scotland) Act 2005 and the Charities Accounts (Scotland) Regulations 2006 (as amended). They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Approval of the Trustees report**

At the time of approving this report, the trustees are aware of no relevant audit information of which the charity's auditors are unaware and have taken all steps that they ought to have taken as a Trustee in order to make themselves aware of any relevant audit information and to establish that the charity's auditors are aware of that information.

The financial statements on pages 10 to 24 were approved by the Trustees on 29 March 2022 and signed on their behalf by:



 OBE

*Trustee*

## **Independent auditors' report to the trustees of The Raeburn Place Foundation**

### **Opinion**

We have audited the financial statements of The Raeburn Place Foundation (the 'parent charity') and its subsidiary (the 'group') for the year ended 31 March 2021 which comprise the group and parent charity statements of financial activities, the group and parent charity balance sheets, the group and parent charity statements of cashflows and notes to the financial statements, including 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 group's and parent charity's affairs as at 31 March 2021, and of the group's and parent charity's incoming resources and application of resources, including its income and expenditure, 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 the Charities and Trustee Investment (Scotland) Act 2005 and regulation 6 and 8 of the Charities Accounts (Scotland) Regulations 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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group and parent charity 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 trustees' 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 group's or parent charity'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 trustees with respect to going concern are described in the relevant sections of this report.

## **Independent auditors' report to the trustees of The Raeburn Place Foundation (continued)**

### **Other information**

The other information comprises the information included in the trustees' annual report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained within the annual report. 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. 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 course of 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.

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

We have nothing to report in respect of the following matters in relation to which the Charities Accounts (Scotland) Regulations 2006 requires us to report to you if, in our opinion:

- the information given in the financial statements is inconsistent in any material respect with the trustees' report; or
- proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for our audit.

### **Responsibilities of trustees**

As explained more fully in the trustees' responsibilities statement, the trustees 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 trustees 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 trustees are responsible for assessing the group's and parent charity'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 trustees either intend to liquidate the group or the parent charity or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

We have been appointed as auditor under section 44(1)(c) of the Charities and Trustee Investment (Scotland) Act 2005 and report in accordance with regulations made under that Act.

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 trustees of The Raeburn Place Foundation (continued)**

### **Auditor's responsibilities for the audit of the financial statements (continued)**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and then design and perform audit procedures to respond to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we consider the following:

- The nature of the industry, control environment and business performance of the group and parent charity
- The requests of our enquires with management and the Trustees about their own identification and assessment of the risks of irregularities
- The matters discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we consider the opportunities and incentives that may exist within the group and parent charity for fraud. In common with all audits under ISAs (UK), we perform specific procedures to respond to the risk of management override and inappropriate income recognition.

We also obtain an understanding of the legal and regulatory environment in which the group and parent charity operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements and those which may be fundamental to the group and parent charity's ability to operate. The key laws and regulations we considered in this context included the Statement of Recommended Practice: Accounting for Charities FRS 102 (2019), the Charities and Trustee Investment (Scotland) Act 2005, and the Charities Accounts (Scotland) Regulations 2006.

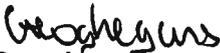
Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx>. This description forms part of our auditor's report.

## **Independent auditors' report to the trustees of The Raeburn Place Foundation (continued)**

### **Use of our report**

This report is made solely to the charity's trustees, as a body, in accordance with Regulation 10 of the Charities Accounts (Scotland) Regulations 2006. Our audit work has been undertaken so that we might state to the charity's trustees those matters we are required to state to them in an auditor's 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 charity and the charity's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

  
**Geoghegan**  
Chartered Accountants and Statutory Auditor  
6 St Colme Street  
Edinburgh  
EH3 6AD

*Geoghegan is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006.*

29 March 2022

**Consolidated statement of financial activities**  
*for the year ended 31 March 2021*

	Note	Unrestricted Year ended 31 March 2021 £	Restricted Year ended 31 March 2021 £	Total £	Unrestricted Year ended 31 March 2020 £	Restricted Year ended 31 March 2020 £	Total £
<b>Income from:</b>							
Donations and legacies	2	74,434	353,372	427,806	662,446	10,000	672,446
<i>Income from trading operation:</i>							
Rental income		367,735	-	367,735	26,187	-	26,187
Investments		-	21	21	3,050	32	3,082
<b>Total income</b>		<b>442,169</b>	<b>353,393</b>	<b>795,562</b>	<b>691,683</b>	<b>10,032</b>	<b>701,715</b>
<b>Expenditure on:</b>	3						
<i>Cost of raising funds:</i>							
Raising funds		21,804	-	21,804	105,926	-	105,926
Commercial trading operations		228,537	-	228,537	464,563	-	464,563
Interest paid		112,594	-	112,594	55,006	-	55,006
		362,935	-	362,935	625,495	-	625,495
Charitable activities		77,858	-	77,858	71,645	-	71,645
Impairment of subsidiary's fixed asset		921,277	-	921,277	750,069	-	750,069
<b>Total expenditure</b>		<b>1,362,070</b>	<b>-</b>	<b>1,362,070</b>	<b>1,447,209</b>	<b>-</b>	<b>1,447,209</b>
<b>Net (expenditure)</b>		<b>(919,901)</b>	<b>353,393</b>	<b>(566,508)</b>	<b>(755,526)</b>	<b>10,032</b>	<b>(745,494)</b>
Transfers between funds		-	-	-	-	-	-
<b>Net movement in funds</b>		<b>(919,901)</b>	<b>353,393</b>	<b>(566,508)</b>	<b>(755,526)</b>	<b>10,032</b>	<b>(745,494)</b>
Total funds brought forward	10	2,046,389	10,032	2,056,421	2,801,915	-	2,801,915
<b>Total funds carried forward</b>	10	<b>1,126,488</b>	<b>363,425</b>	<b>1,489,913</b>	<b>2,046,389</b>	<b>10,032</b>	<b>2,056,421</b>

All income and expenditure derive from continuing activities.

The statement of financial activities includes all gains and losses recognised in the year.

**Charity statement of financial activities**  
*for the year ended 31 March 2021*

	Note	Unrestricted Year ended 31 March 2021 £	Restricted Year ended 31 March 2021 £	Total £	Unrestricted Year ended 31 March 2020 £	Restricted Year ended 31 March 2020 £	Total £
<b>Income from:</b>							
Charitable income	2	74,434	353,372	427,806	662,446	10,000	672,446
Investments		-	21	21	303	32	335
<b>Total income</b>		<b>74,434</b>	<b>353,393</b>	<b>427,827</b>	<b>662,749</b>	<b>10,032</b>	<b>672,781</b>
<b>Expenditure on:</b>							
Raising funds	3	21,804	-	21,804	105,926	-	105,926
Charitable activities		23,536	-	23,536	71,645	-	71,645
<b>Total expenditure</b>		<b>45,340</b>	<b>-</b>	<b>45,340</b>	<b>177,571</b>	<b>-</b>	<b>177,571</b>
<b>Net income</b>		<b>29,094</b>	<b>353,393</b>	<b>382,487</b>	<b>485,178</b>	<b>10,032</b>	<b>495,210</b>
Transfers between funds		-	-	-	-	-	-
<b>Net movement in funds</b>		<b>29,094</b>	<b>353,393</b>	<b>382,487</b>	<b>485,178</b>	<b>10,032</b>	<b>495,210</b>
Total funds brought forward	10	3,774,744	10,032	3,784,776	3,289,566	-	3,289,566
<b>Total funds carried forward</b>	10	<b>3,803,838</b>	<b>363,425</b>	<b>4,167,263</b>	<b>3,774,744</b>	<b>10,032</b>	<b>3,784,776</b>

**Consolidated and charity balance sheets**  
*as at 31 March 2021*

	Note	Group 31 March 2021 £	Charity 31 March 2021 £	Group 31 March 2020 £	Charity 31 March 2020 £
<b>Fixed assets</b>					
Tangible assets	5	10,842,279	1,042,279	10,842,279	1,042,279
Investments	6	-	5,001	-	5,001
<b>Total fixed assets</b>		<b>10,842,279</b>	<b>1,047,280</b>	<b>10,842,279</b>	<b>1,047,280</b>
<b>Current assets</b>					
Debtors	7	360,610	3,094,619	116,143	2,816,792
Cash at bank and in hand		158,649	70,615	86,640	40,476
		<b>519,259</b>	<b>3,165,234</b>	<b>202,783</b>	<b>2,857,268</b>
<b>Creditors</b>					
Amounts falling due within one year	8	(6,912,812)	(45,251)	(5,962,188)	(119,772)
<b>Net current (liabilities)/assets</b>		<b>(6,393,553)</b>	<b>3,119,983</b>	<b>(5,759,405)</b>	<b>2,737,496</b>
<b>Total assets less current liabilities</b>					
		<b>4,448,726</b>	<b>4,167,263</b>	<b>5,082,874</b>	<b>3,784,776</b>
Amounts falling due after more than one year	9	(2,958,813)	-	(3,026,453)	-
<b>Net assets</b>		<b>1,489,913</b>	<b>4,167,263</b>	<b>2,056,421</b>	<b>3,784,776</b>
<b>Funds</b>					
Unrestricted funds	10	1,126,488	3,803,838	2,046,389	3,774,744
Restricted funds	10	363,425	363,425	10,032	10,032
<b>Total funds</b>		<b>1,489,913</b>	<b>4,167,263</b>	<b>2,056,421</b>	<b>3,784,776</b>

The financial statements were approved by the trustees on 29 March 2022 and signed on their behalf by



 OBE  
Trustee

The notes on pages 15 to 24 form part of these financial statements.

**Consolidated and charity statements of cash flows**  
*for the year ended 31 March 2021*

	Group 31 March 2021 £	Charity 31 March 2021 £	Group 31 March 2020 £	Charity 31 March 2020 £
<b>Cash flows from operating activities</b>				
Net income/(expenditure)	(566,508)	382,487	(745,494)	495,210
Income from investments	(21)	(21)	(3,082)	(335)
Decrease/(increase) in debtors	(244,466)	(277,827)	85,646	(678,888)
(Increase)/decrease in creditors	327,724	(74,521)	(3,435,206)	99,459
Impairment charge	921,277	-	750,069	-
<b>Cash (used in)/provided by operating activities</b>	<b>438,006</b>	<b>30,118</b>	<b>(3,349,067)</b>	<b>(84,554)</b>
<b>Cash flows from investing activities</b>				
Investment income	21	21	3,082	335
Payments to acquire fixed assets	(921,277)	-	(7,503,698)	(101,141)
Proceeds from transfer of fixed assets	-	-	-	56,540
<b>Cash (used in)/provided by investing activities</b>	<b>(921,256)</b>	<b>21</b>	<b>(7,500,616)</b>	<b>(44,266)</b>
<b>Cashflows from financing activities</b>				
New loans	688,806	-	8,235,102	-
Loan repayments	(133,547)	-	-	-
<b>Cash provided by financing activities</b>	<b>555,259</b>	<b>-</b>	<b>8,235,102</b>	<b>-</b>
<b>Change in cash and cash equivalents in the reporting period</b>	<b>72,009</b>	<b>30,139</b>	<b>(2,613,581)</b>	<b>(128,820)</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>86,640</b>	<b>40,476</b>	<b>2,700,221</b>	<b>169,296</b>
<b>Total cash and cash equivalents at the end of the year</b>	<b>158,649</b>	<b>70,615</b>	<b>86,640</b>	<b>40,476</b>
<b>Cash and cash equivalents comprise:</b>				
Cash at bank	158,649	70,615	86,640	40,476
Cash held as part of investment portfolio	-	-	-	-
	<b>158,649</b>	<b>70,615</b>	<b>86,640</b>	<b>40,476</b>

## Notes to the financial statements

### 1 Accounting policies

The financial statements have been prepared on a going concern basis in accordance with applicable accounting standards and under the historical cost convention. The charity is a Public Benefit Entity and a Scottish charitable incorporated organisation with the registered office as noted on page 1. The financial statements are presented in Sterling, which is the functional currency of the charity, rounded to the nearest £.

The financial statements are compliant with the charity's constitution, the Charities and Trustee Investment (Scotland) Act 2005, the Charities Accounts (Scotland) Regulations 2006 (as amended), the Statement of Recommended Practice (SORP) FRS 102 "Accounting and Reporting by Charities", in accordance with Financial Reporting Standard 102 (FRS 102) issued in October 2019 and United Kingdom Generally Accepted Accounting Practice. The consolidated financial statements include the financial statements of The Raeburn Place Foundation and its subsidiary undertaking made up to 31 March 2021. The acquisition method of accounting has been applied.

#### Going concern

The Trustees consider that the accounts should be drawn up on a going concern basis. The trustees undertook a thorough medium to long term budgeting process to review the cash flows of the business. Based on the current operations of the charity, the Trustees have no reason to believe that this basis is not appropriate.

#### Charity status

The charity is a Scottish Charitable Incorporated Organisation (SCIO) and is exempt from corporation tax which is applied for charitable purposes commensurate with that status. The charity trustees and members have no liability to pay any sums to help to meet the debts (or other liabilities) of the SCIO if it is dissolved.

#### Fixed assets

Assets over £500 are capitalised at cost. Depreciation is provided at the following rates in order to write off each asset over its estimated useful life;

Computer equipment – 50% straight line

The asset is in the course of construction which represents work done to date on the stadium development will cumulate depreciation on completion of the development.

#### Impairment of fixed assets

At each reporting end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication arises the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the reasonable amount of the individual asset, the company estimates the recoverable amount of the cash-generation unit in which the asset belongs.

#### Investments

Quoted investments are stated at market value.

Unquoted investments represent the holding in the subsidiary companies and are held at cost.

#### Debtors

Other debtors are recognised at the settlement amount due. Prepayments are valued at the amount prepaid net of any trade discounts due.

#### Cash

Cash at bank and in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar.

## Notes to the financial statements *(continued)*

### 1 Accounting policies *(continued)*

#### **Creditors and provisions**

Creditors and provisions are recognised where the charity has a present obligation resulting from a past event that will probably result in a 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.

#### **Fund accounting**

Funds held by the charity are:

##### *Unrestricted funds*

These are funds that can be used in accordance with the charitable objects at the discretion of the Trustees.

##### *Designated funds*

Designated funds represent unrestricted funds allocated for particular purposes within the objects of the charity at the discretion of the Trustees.

##### *Restricted funds*

These are funds that can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular purposes or for specifically funded projects.

#### **Income**

All incoming resources, including donations and investment income, are included in the accounts when there is legal entitlement to the income, probability of receipt and when the amount can be quantified with reasonable accuracy.

##### *Operating lease income*

Rental income received from property losses is recognised on a straight line basis over the period of the lease.

Incentives given to tenants to enter into operating leases are debited to the profit and loss account to reduce the rental income on a straight line basis over the period of the lease.

Service charge income and expenditure is recognised on an accruals basis relevant to the period under review.

#### **Expenditure**

All expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all costs related to the category.

#### **Raising funds**

Expenditure on raising funds represent those fundraising costs incurred in generating donations and legacies.

#### **Charitable activities**

Charitable activities costs represent those costs incurred in carrying out activities to achieve the charitable activities as outlined in the trustee report. These include governance costs which represent those costs associated with the governance arrangements of the charity including independent examination fees, legal fees for advice for trustees and costs associated with meeting constitutional and statutory requirements.

## Notes to the financial statements (continued)

### 1 Accounting policies (continued)

#### **Judgements in applying key sources of estimation uncertainty**

In the application of the charity's accounting policies, the trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

- Determine whether leases entered into by the charity as a lessee are operating 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.
- Tangible fixed assets are depreciated over a period to reflect their estimated useful lives. The applicability of the assumed lives is reviewed annually, taking into account factors such as physical condition, maintenance and obsolescence.
- Fixed assets are also assessed as to whether there are indicators of impairment. This assessment involves consideration of the economic viability of the purpose for which the asset is used.

#### **Financial instruments**

The charity only enters into basic financial instruments. Financial assets are initially measured at transaction price and subsequently held at cost, less any impairment. Financial liabilities are initially measured at transaction price and subsequently held at amortised cost.

### 2 Income analysis

	Group Year ended 31 March 2021 £	Charity Year ended 31 March 2021 £	Group Year ended 31 March 2020 £	Charity Year ended 31 March 2020 £
<b>Donations and legacies</b>				
Donations from individuals	272,806	272,806	296,090	296,090
Donations from trustees	141,000	141,000	365,381	365,381
Donations from trusts and foundations	14,000	14,000	10,975	10,975
	<u>427,806</u>	<u>427,806</u>	<u>672,446</u>	<u>672,446</u>
<b>Other trading income</b>				
Rental income from commercial units – subsidiary	367,735	-	26,187	-
	<u>21</u>	<u>21</u>	<u>3,082</u>	<u>335</u>
<b>Interest income</b>	<u>21</u>	<u>21</u>	<u>3,082</u>	<u>335</u>

## Notes to the financial statements (continued)

### 3 Expenditure analysis

	Group Year ended 31 March 2021 £	Charity Year ended 31 March 2021 £	Group Year ended 31 March 2020 £	Charity Year ended 31 March 2020 £
<b>Raising funds</b>				
Fundraising consultancy and related expenses	12,068	12,068	81,516	81,516
Support costs	9,736	9,736	24,410	24,410
Commercial trading operations (see note 6)	228,537	-	464,563	-
Interest on development	112,594	-	55,006	-
	<u>362,935</u>	<u>21,804</u>	<u>625,495</u>	<u>105,926</u>
<b>Charitable activities</b>				
Sports Stadium development	59,587	5,265	19,300	19,300
Museum development	-	-	18,200	18,200
<i>Governance costs</i>				
Audit and accountancy fees	8,535	8,535	9,670	9,670
Trustees meeting costs	-	-	65	65
Support costs	9,736	9,736	24,410	24,410
	<u>77,858</u>	<u>23,536</u>	<u>71,645</u>	<u>71,645</u>
<b>Support costs</b>				
Professional fees	-	-	3,470	3,470
Telephone and IT	5,680	5,680	7,098	7,098
Marketing	-	-	-	-
Staff costs	13,544	13,544	37,978	37,978
Bank charges	245	245	258	258
Depreciation	-	-	-	-
Office costs	3	3	16	16
	<u>19,472</u>	<u>19,472</u>	<u>48,820</u>	<u>48,820</u>
	Group Year ended 31 March 2021 £	Charity Year ended 31 March 2021 £	Group Year ended 31 March 2020 £	Charity Year ended 31 March 2020 £
<b>Allocated to:</b>				
Raising funds	50			
	<b>50</b>			
<b>Basis</b>				
Estimation of time spent				
	9,736	9,736	24,410	24,410
Charitable activities	50			
	<b>50</b>			
<b>Basis</b>				
Estimation of time spent				
	9,736	9,736	24,410	24,410
	<u>19,472</u>	<u>19,472</u>	<u>48,820</u>	<u>48,820</u>

## Notes to the financial statements (continued)

### 4 Staff emoluments and numbers

	Group Year ended 31 March 2021 £	Charity Year ended 31 March 2021 £	Group Year ended 31 March 2020 £	Charity Year ended 31 March 2020 £
Wages and salaries	24,258	24,258	98,780	98,780
Employer NI	-	-	7,352	7,352
Pension costs	463	463	2,928	2,928
	<u>24,721</u>	<u>24,721</u>	<u>109,060</u>	<u>109,060</u>
	No	No	No	No
Average number of employees	<u>1</u>	<u>1</u>	<u>3</u>	<u>3</u>

The trustees are considered to be key management. None of the Trustees (or any person connected with them) received any remuneration or reimbursement of expenses. There were no employees (2020: None) whose emoluments exceeded £60,000.

### 5 Fixed assets – Charity

	Assets under the course of construction £	Computer equipment £	Total £
<b>Cost</b>			
At 31 March 2020	1,042,279	3,290	1,045,569
Additions	-	-	-
	<u>1,042,279</u>	<u>3,290</u>	<u>1,045,569</u>
At 31 March 2021	1,042,279	3,290	1,045,569
<b>Depreciation</b>			
At 31 March 2020	-	3,290	3,290
Depreciation charge	-	-	-
	<u>-</u>	<u>3,290</u>	<u>3,290</u>
At 31 March 2021	-	3,290	3,290
<b>Net book value</b>			
At 31 March 2021	<u>1,042,279</u>	<u>-</u>	<u>1,042,279</u>
At 31 March 2020	<u>1,042,279</u>	<u>-</u>	<u>1,042,279</u>

## Notes to the financial statements (continued)

5 Fixed assets (continued) - Group	Assets under the course of construction £	Computer equipment £	Total £
<b>Cost</b>			
At 31 March 2020	11,592,348	3,290	11,595,638
Additions	921,277	-	921,277
	<hr/>	<hr/>	<hr/>
At 31 March 2021	12,513,625	3,290	12,516,915
<b>Depreciation</b>			
At 31 March 2020	750,069	3,290	753,359
Impairment charge	921,277	-	921,277
	<hr/>	<hr/>	<hr/>
At 31 March 2021	1,671,346	3,290	1,674,636
<b>Net book value</b>			
At 31 March 2021	<b>10,842,279</b>	<b>-</b>	<b>10,842,279</b>
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
At 31 March 2020	10,842,279	-	10,842,279

6 Investments	Charity 31 March 2021 £	Charity 31 March 2020 £
Investment in Raeburn Place Development (Sport) Limited	1	1
Investment in Raeburn Place Development Limited	5,000	5,000
	<hr/>	<hr/>
	<b>5,001</b>	<b>5,001</b>
	<hr/> <hr/>	<hr/> <hr/>

The charity owns 100% of the share capital of both companies.

Raeburn Place Development Limited is a company registered in Scotland (company registration number SC403946) and is involved in the development of a sports stadium.

The financial results of Raeburn Place Development Limited are summarised below:

	2021 £	2020 £
Turnover	-	101,141
Cost of sales	<b>(228,537)</b>	<b>(101,141)</b>
	<hr/>	<hr/>
Gross loss	<b>(228,537)</b>	-
Administrative expenses	<b>(54,322)</b>	(464,562)
Other operating income – rental	<b>367,735</b>	26,187
Impairment charge on fixed assets	<b>(921,277)</b>	(750,069)
	<hr/>	<hr/>
Operating (loss)	<b>(836,401)</b>	(1,188,444)
Interest receivable	-	2,747
Interest payable	<b>(112,595)</b>	(55,006)
	<hr/>	<hr/>
Loss for the financial year	<b>(948,996)</b>	(1,240,703)
	<hr/> <hr/>	<hr/> <hr/>
Net (liabilities)	<b>(2,668,151)</b>	(1,719,155)
	<hr/> <hr/>	<hr/> <hr/>

## Notes to the financial statements (continued)

### 6 Investments – Group (continued)

Raeburn Place Development (Sport) Limited is a company registered in Scotland (company registration number SC601802). It is currently dormant and has net assets of £1.

Group investments exclude the investment in Raeburn Place Development Limited and Raeburn Place Development (Sport) Limited.

### 7 Debtors

	Group 31 March 2021 £	Charity 31 March 2021 £	Group 31 March 2020 £	Charity 31 March 2020 £
Trade debtors	57,582	-	8,478	-
Amounts due from subsidiary	-	3,075,950	-	2,791,388
Other debtors	303,028	18,669	107,665	25,404
	<u>360,610</u>	<u>3,094,619</u>	<u>116,143</u>	<u>2,816,792</u>

### 8 Creditors

	Group 31 March 2021 £	Charity 31 March 2021 £	Group 31 March 2020 £	Charity 31 March 2020 £
<i>Amounts falling due within one year</i>				
Bank loans and overdraft	2,344,061	-	1,621,649	-
Trade creditors	764,450	6,871	376,179	11,125
Accruals and deferred income	304,814	38,380	364,032	7,319
Other creditors	12,000	-	13,328	1,328
Other loans	3,487,487	-	3,587,000	100,000
	<u>6,912,812</u>	<u>45,251</u>	<u>5,962,188</u>	<u>119,772</u>

Deferred income comprises £30,000 of sponsorship income for the film fund for an agreement arising in May 2021.

### 9 Creditors: Amounts due after more than one year

	Group 31 March 2021 £	Charity 31 March 2021 £	Group 31 March 2020 £	Charity 31 March 2020 £
Bank loans 2- 5 years.	2,958,813	-	3,026,453	-

The subsidiary has an overdraft facility of £300,000 which is secured by a personal guarantee by one of the directors. The Banks loans are secured by a standard security over phase 1 of stadium development and floating charge over the assets of Raeburn Place Development Limited.

## Notes to the financial statements (continued)

### 10 Funds

Group	Balance at 31 Mar 2020 £	Income £	Expenditure £	Transfer between funds £	Balance at 31 Mar 2021 £
<b>Unrestricted funds</b>					
General fund	2,046,389	442,169	(1,362,070)	-	1,126,488
<b>Restricted funds</b>					
Museum fund	10,032	(10,000)	-	-	32
Film fund	-	29,643	-	-	29,643
Changing Room fund	-	333,750	-	-	333,750
	<u>2,056,421</u>	<u>795,562</u>	<u>(1,362,070)</u>	<u>-</u>	<u>1,489,913</u>
Charity	Balance at 31 Mar 2020 £	Income £	Expenditure £	Transfer between funds £	Balance at 31 Mar 2021 £
<b>Unrestricted funds</b>					
General fund	3,774,744	74,434	(45,340)	-	3,803,838
<b>Restricted funds</b>					
Museum fund	10,032	(10,000)	-	-	32
Film fund	-	29,643	-	-	29,643
Changing Room fund	-	333,750	-	-	333,750
	<u>3,784,776</u>	<u>427,827</u>	<u>(45,340)</u>	<u>-</u>	<u>4,167,263</u>

The Museum fund represents funds received to assist with the fit out of the Museum when the second phase of the development commences. The Film Fund represents funds raised to produce the Event Game Documentary film about the first Rugby International held at Raeburn Place in 1871. The Changing Room Fund was specific funds raised to assist with the fit out of the changing room facilities in Phase 1 of the development.

Group	Restated Balance at 31 Mar 2019 £	Income £	Expenditure £	Transfer between funds £	Balance at 31 Mar 2020 £
<b>Unrestricted funds</b>					
General fund	2,801,915	691,683	(1,447,209)	-	2,046,389
<b>Restricted funds</b>					
Museum fund	-	10,032	-	-	10,032
	<u>2,801,915</u>	<u>701,715</u>	<u>(1,447,209)</u>	<u>-</u>	<u>2,056,421</u>
Charity	Restated Balance at 31 Mar 2019 £	Income £	Expenditure £	Transfer between funds £	Balance at 31 Mar 2020 £
<b>Unrestricted funds</b>					
General fund	3,289,566	662,749	(177,571)	-	3,774,744
<b>Restricted funds</b>					
Museum fund	-	10,032	-	-	10,032
	<u>3,289,566</u>	<u>672,781</u>	<u>(177,571)</u>	<u>-</u>	<u>3,784,776</u>

## Notes to the financial statements (continued)

### 11 Analysis of net assets between funds

	Tangible fixed assets £	Investments £	Net assets £	Total £
<b>2021</b>				
<b>Group</b>				
Restricted funds	-	-	363,425	363,425
Unrestricted funds	10,842,279	-	(9,715,791)	1,126,488
	<u>10,842,279</u>	<u>-</u>	<u>(9,352,366)</u>	<u>1,489,913</u>
<b>Charity</b>				
Restricted funds	-	-	363,428	363,428
Unrestricted funds	1,042,279	5,001	2,756,556	3,803,836
	<u>1,042,279</u>	<u>5,001</u>	<u>3,119,984</u>	<u>4,167,264</u>
	Tangible fixed assets £	Investments £	Net current assets £	Total £
<b>2020</b>				
<b>Group</b>				
Restricted funds	-	-	10,032	10,032
Unrestricted funds	10,842,279	-	(8,795,890)	2,046,389
	<u>10,842,279</u>	<u>-</u>	<u>(8,785,858)</u>	<u>2,056,421</u>
<b>Charity</b>				
Restricted funds	-	-	10,032	10,032
Unrestricted funds	1,042,279	5,001	2,727,464	3,774,744
	<u>1,042,279</u>	<u>5,001</u>	<u>2,737,496</u>	<u>3,784,776</u>

### 12 Analysis of charges in net debt - Group

	1 April 2020 £	Cash Flow £	Non-cash Movements £	31 March 2021 £
Long term borrowings	(3,026,453)	-	67,640	(2,958,813)
Short term borrowings	(5,208,649)	(555,259)	(67,640)	(5,831,548)
	<u>(8,235,102)</u>	<u>(555,259)</u>	<u>-</u>	<u>(8,790,361)</u>
Cash and cash equivalents	86,640	72,009	-	158,649
	<u>(8,148,462)</u>	<u>(483,250)</u>	<u>-</u>	<u>8,631,712</u>
<b>Analysis of charges in net debt - Charity</b>				
Cash and cash equivalents	40,476	30,139	-	70,615

## Notes to the financial statements (continued)

### 13 Leasing commitments

Raeburn Place Foundation has an agreement with Edinburgh Academical Club to lease ground for 98 years for £1 per annum when requested.

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

	31 March 2021 £	31 March 2020 £
Not later than one year	1	1
	<u>          </u>	<u>          </u>
Group capital commitments	<b>91,179</b>	208,000
	<u>          </u>	<u>          </u>

### 14 Related party transactions

Related party	Relationship	Donations received by RPF		Loans received by group in year		Balance owing at	
		31 March 2021 £	31 March 2020 £	31 March 2021 £	31 March 2020 £	31 March 2021 £	31 March 2020 £
Ronald McNab	RPF Trustee/ RPDL Director	<b>106,000</b>	295,760	-	50,000	<b>1,967,500</b>	1,967,500
George Henderson	RPDL Director	<b>20,000</b>	20,000	-	-	<b>180,000</b>	180,000
Brian Leggat	RPF Trustee/ RPDL Director	-	24,871	-	-	-	-
Peter McDonald	RPF Trustee	<b>15,000</b>	24,750	-	-	<b>40,000</b>	40,000
		<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>

The loans provided are unsecured and have no fixed date of repayment.

Raeburn Place Development Limited: wholly owned subsidiary.

During the year, £Nil (2020: £101,141) of development costs were recharged from the subsidiary to Raeburn Place Foundation. At 31 March 2021, there was a balance of £3,075,950 owing from the subsidiary to the parent (2020: £2,791,388).

Raeburn Place Limited: a company in which [REDACTED] is a director.

During the previous year, a loan of £1,299,500 was granted to Raeburn Place Development Limited by Raeburn Place Limited. This remains outstanding at the year end. Interest is payable at 1% over base and £14,299 (2020: £22,359) was charged in the year. At the year end £46,018 (2020: £31,719) of interest was accrued on the loan and remained payable.

### 15 Control

The charity is under the control of the trustees.