

Notice of Annual General Meeting 2024



Essex County Football Association Limited

Notice is hereby given that the Annual General Meeting of the Essex County FA Limited will be held on **Thursday 6th June 2024 at 7:30pm** at Chelmsford City FC, Salerno Way, Chelmsford, Essex, CM1 2EH, for the transaction of the ordinary and special business of the company, an agenda of which can be found below. The Chairman of the Association, **A Chaplin**, will preside and the Chief Executive will read the notice convening the meeting.

By order of the Board,



BJ Walshe

Chief Executive and Company Secretary

Only **one representative** of a league, competition or club will be entitled to vote. Proxy Forms must be completed and returned by 7:30pm on Monday 3rd June 2024. A copy of the 2022/23 Annual Report can be downloaded from our website at www.essexfa.com/about.

Registered Office: The County Office, Springfield Lyons Approach, Springfield, Chelmsford, Essex, CM2 5LB. Registered in Cardiff: No 3843186.



AGENDA

Chairman's Remarks
Business of the Meeting

Ordinary Business

1. To consider the accounts and balance sheet of the company for the year ended and to receive the report of the directors.
2. To appoint LB Group as auditors and to authorise the directors to fix their remuneration.
3. Confirmation of the re-appointment of the directors in accordance with the articles.

Special Business

4. To consider and, if thought fit, pass, as a special resolution the amendments to the Articles of Association of Essex County Football Association Limited (as set out later in this document).

Directors' Report

For The Year Ended 30th June 2023

The directors present their annual report and financial statements for the year ended 30 June 2023.

Principal Activities: The principal activity of the company continued to be that of administration and support of football in the county of Essex and is a public benefit entity.

Directors: The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr B Fitzgerald
Mr A Chaplin
Mrs S Macrae
Mr A French
Mr M Clare
Mrs H Patel
Mr C Leverington
Mr A Macdonald (Appointed 11 January 2023)

Auditor: LB Group Limited (Chelmsford) were appointed as auditor to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

Statement of Disclosure to Auditor: So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

Small Companies Exemption: This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board,

Mr A Chaplin
Director



Independent Auditors' Report

Opinion

We have audited the financial statements of Essex County Football Association Limited (Company limited by guarantee) (the 'company') for the year ended 30 June 2023 which comprise the income and expenditure account, the balance sheet, the statement of changes in equity 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 company's affairs as at 30 June 2023 and of its surplus for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under these 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 company 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 directors' 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 company'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 directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors 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.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors 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 directors 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 directors are responsible for assessing the company'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 directors either intend to liquidate the company 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.

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

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Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, incorporated the following:

- The engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- We identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge and experience of the sports industry;
- We focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including the Companies Act 2006, taxation legislation, data protection, money laundering, employment, and health and safety legislation;
- We assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence;
- Identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- Making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- Considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, our work included:

- Performance of analytical procedures to identify any unusual or unexpected relationships;
- Testing journal entries to identify unusual transactions. Investigated the rationale behind significant or unusual transactions;
- Observation and identification of internal controls in place, specifically around unfulfilled orders, refunds, payroll and bank transactions.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- Agreeing financial statement disclosures to underlying supporting evidence;
- Reading the minutes of meetings of those charged with governance;
- Enquiring of management as to actual and potential litigation and claims; and
- Reviewing correspondence with HMRC and reviewing for evidence of correspondence with legal advisors.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://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 company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Stuart Sheldrick
Senior Statutory Auditor
For and on behalf of LB Group Limited (Chelmsford)

14-03-24

Date:

Chartered Accountants
Statutory Auditor

Swift House
Ground Floor
18 Hoffmanns Way
Chelmsford
Essex
UK
CM1 1GU

DocuSigned by:
Stuart Sheldrick
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Income and Expenditure Account

FOR THE YEAR ENDED 30 JUNE 2023

	Notes	2023 £	2022 £
Income		776,936	667,581
Cost of sales		(375,894)	(345,671)
Gross surplus		401,042	321,910
Administrative expenses		(1,016,216)	(860,256)
Other operating income		606,971	547,457
Operating (deficit)/surplus		(8,203)	9,111
Interest receivable and similar income		26,392	19,273
Market value movement of investments		(16,850)	(72,018)
Surplus/(deficit) before taxation		1,339	(43,634)
Tax on surplus/(deficit)	4	(1,335)	(4,065)
Surplus/(deficit) for the financial year		4	(47,699)

The income and expenditure account has been prepared on the basis that all operations are continuing operations.



Balance Sheet

AS AT 30 JUNE 2023

	Notes	2023		2022	
		£	£	£	£
Fixed assets					
Tangible assets	4		651,175		662,411
Investments	5		1,218,086		1,228,383
			<u>1,869,261</u>		<u>1,890,794</u>
Current assets					
Debtors	6	91,271		83,718	
Cash at bank and in hand		1,094,654		993,781	
		<u>1,185,925</u>		<u>1,077,499</u>	
Creditors: amounts falling due within one year	7	<u>(416,763)</u>		<u>(327,861)</u>	
Net current assets			<u>769,162</u>		<u>749,638</u>
Total assets less current liabilities			<u>2,638,423</u>		<u>2,640,432</u>
Creditors: amounts falling due after more than one year	8		(103,866)		(107,679)
Provisions for liabilities			<u>(26,000)</u>		<u>(24,200)</u>
Net assets			<u>2,508,557</u>		<u>2,508,553</u>
Reserves					
Income and expenditure account			<u>2,508,557</u>		<u>2,508,553</u>
Members' funds			<u>2,508,557</u>		<u>2,508,553</u>

The directors of the company have elected not to include a copy of the income and expenditure account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on and are signed on its behalf by:

Mr A Chaplin

Director

Company Registration No. 03843186

Re-Appointment of Directors

Re-Appointment of Directors Recommended by the Board:

Andrew Chaplin (Chair of the Board): Significant experience in the banking industry with financial oversight, protocol development and process improvements. Team-oriented leader with expertise in customer relationship management, time management, conflict resolution and finance management. Qualified match official and significant voluntary experience in grassroots football in club chair and league administration roles, understanding the challenges and opportunities for the grassroots game.

Hafiza Patel (Independent Non-Executive Director (INED) - Finance Expertise): Hafiza is an Assistant Director of Financial Performance with a £250m budget at City of London University. Hafiza is a qualified accountant as well as Trustee of Muslimah Sports Association (MSA), a non-profit organisation committed to empowering Muslim women through the world of sports.

Matt Clare (Independent Non-Executive Director (INED) - Facilities and Safeguarding Champion): Executive Director at Trident Building Consultancy. Qualified Surveyor and Project Manager working on commercial properties. Management of 120 people and ten offices in UK and Ireland. Finance Director and responsible for Business Development. Grassroots Club Welfare Officer and champion of safeguarding matters.

Craig Leverington (Independent Non-Executive Director (INED) (Commercial): Responsible and Accountable for Canon Business Services (CBS). CBS are one of Canon UK's four main business units. CBS employs approximately 300 people across the UK and Ireland and has an annual turnover of £27m. Craig has been a player, referee, coach, and chairman of a grassroots club, providing a deep understanding of the challenges and opportunities within the footballing landscape.

Re-Appointment of Council Member Directors appointed from the Essex County FA Council

Barry Fitzgerald (Council Member): Group Four Open-Age Football Representative role on the Essex County FA Council, with significant experience of grassroots football administration at club and league level up to Regional National Feeder League level in Saturday and Sunday football pathways, as well as growing participation within grassroots football and across County Cup participation.

Sheryl MacRae (Council Member): Group Three Open-Age Football Representative role on the Essex County FA Council, with significant experience of grassroots football administration at club and league level across Saturday and Sunday football pathways, as well as the disability football pathway. Strong knowledge of FA regulations and sanctions and member of FA Regional and National Discipline Case Panel.

Andrew French (Council Member): Essex Referees' Association Representative role on the Essex County FA Council, with over 20 years of experience as a match official and supporting match officials as a mentor and observer, as well as supporting referee appointment processes. Member of FA Regional Discipline Panel and background in business development.

Proposed Changes to Articles 2023

These article changes are to enable the structure of the Association to be updated. Some of these changes are proposed to satisfy The FA's Code of Governance requirements. Existing text deletions are struck through, with revised text additions in bold.

NUMBER OF DIRECTORS

15.1 The number of directors shall be subject to a maximum of 9 (nine).	15.1 The number of directors shall be subject to a maximum of 9 (nine) . 10 (ten) .
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Reason: To increase the number of Directors.

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Essex County Football Association Limited

Annual General Meeting

Admission Slip

To be held on Thursday 6th June 2024 at 7:30pm

Chelmsford City FC, Salerno Way, Chelmsford, Essex, CM1 2EH

Admit

Representative of

(Association, League, Competition or Club)

Essex County Football Association Limited

Annual General Meeting

Proxy Form

**To be held on Thursday 6th June 2024 at 7:30pm at Chelmsford City FC,
Salerno Way, Chelmsford, Essex, CM1 2EH**

1. **Name of Member** (see Note 1)

2. I/we, being a member of the Essex County Football Association Ltd (the “Company”), entitled to attend and vote at the Annual General Meeting (“AGM”) of the company hereby appoint the chair of the meeting or the following person:

Name and Address of Proxy (see Note 2)

.....

as proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the AGM of the Company to be held on Thursday 6th June 2024 and at any adjournment thereof. (See Note 1 below)

3. I/We would like the proxy to vote the resolution(s) proposed at the AGM as indicated on this form. Unless otherwise instructed, the proxy may vote as they see fit or abstain in relation to any business at the meeting.

Agenda Item 1 FOR / AGAINST / VOTE WITHHELD (delete as appropriate)

Agenda Item 2 FOR / AGAINST / VOTE WITHHELD (delete as appropriate)

Agenda Item 4 FOR / AGAINST / VOTE WITHHELD (delete as appropriate)

4. Signed: Date:

Name and Address:

.....

If appointing a proxy, you must complete this form and return a scanned and signed version via E-Mail to info@essexfa.com by 7:30pm on Monday 3rd June 2024.

Alternatively, you may send this to the registered office of the Essex County FA.

Notes on Completion

1. Insert the name of the organisation (i.e. the club) who is the named member.

2. If you insert no name then you will have appointed the chair of the meeting as your proxy. If you wish to appoint a proxy other than the chair of the meeting, please insert that person’s name and address.

Essex County Football Association
The County Office
Springfield Lyons Approach
Chelmsford
Essex
CM2 5LB

Incorporated in Cardiff No. 3843186

