

# **British Sub-Aqua Club**

## **Annual Report & Financial Statements 2021**



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### **Company Registration Numbers:**

British Sub-Aqua Club      1417376  
BSAC International Ltd      2084663

### **Registered Office:**

**British Sub-Aqua Club & BSAC International Ltd**  
Telford's Quay  
South Pier Road  
Ellesmere Port  
Cheshire  
CH65 4FL

### **Auditors**

Azets Audit Services Ltd  
Chartered Accountants  
Statutory Auditors  
Brynfod House  
Brynfod Street  
Holywell  
Flintshire  
CH8 7RD

### **Bankers**

HSBC Bank plc  
94 Whitby Road  
Ellesmere Port  
Cheshire  
CH65 0AE

### **Solicitors**

M & S Solicitors  
20 Newton Road  
Heather  
Leicestershire  
LE67 2RD

The Members of Council present their annual report on the affairs of the British Sub-Aqua Club (BSAC) together with the financial statements and auditors' report for the year ended 31<sup>st</sup> December 2021. The Group position reported is for BSAC and its wholly owned subsidiary, BSAC International Limited. The Company position reported is for BSAC only.

## Principal Activity

The principal activity of the group in the year under review continued to be that of promoting underwater sport, exploration and science and related studies, safety in those activities, to maintain the highest standards therein, to co-operate with related organisations, and to sustain recognition as the National Governing Body.

## Summary of 2021

Like many organisations, BSAC was hit hard by the global pandemic in 2020. Diving and snorkelling are practical, communal and group-based activities, and as such were hit particularly hard by the Covid restrictions. Additionally, many branches lost access to their pools and were unable to train new members.

While the impact of the pandemic continued to be felt in the early part of the year, 2021 was a much better year than 2020 for BSAC. Many members were able to go diving and enjoy the underwater world, and unlike 2020 we were also able to recruit a significant number of new members: 3,439 compared to just 1,976 in 2020. More existing members than anticipated also renewed, contributing to a year-end fully paid membership number of 22,047, an increase of 453 on 2020. (2020: 21,594; 2019: 24,859).

As well as an increase in new members, training pack sales were significantly up, as were Instructor Training Scheme (ITS) events. This increase in ITS was largely due to the success of a Sport England funded project to develop Open Water Instructors and Dive Leaders. Consequently, our operating income increased by 6% from £1.40m in 2020 to £1.48m in 2021.

Covid also forced us to rethink the way we deliver some activities. Some of these changes, such as online Theory Instructor Exams, digital training, and an online AGM have proved so successful that we have changed our operating model to include these new ways of delivering services to our members. We were keen to keep us all connected during the pandemic months and our webinars and evening talks proved popular. We have continued this into 2021/2022 and produce a lively and interesting webinar programme for months to come.

We continue to maintain effort on our core business of supporting clubs to train new members and go diving. For example, we are particularly proud of the way different parts of BSAC came together to recruit significant numbers of new university students in challenging circumstances. We have also launched our branch+centre partnership programme which offers branches help and support in training where they are unable to do this themselves.

SCUBA magazine is much appreciated by the membership, and when Covid led to the collapse of advertising budgets it was with great reluctance that we moved to an online only version of SCUBA. 2021 saw SCUBA return to a printed format, albeit bimonthly, and we are pleased that from 2022 we will return to a fully printed version of ten editions per year.

As well as providing support directly to our members, we continue to use our role as the National Governing Body to work with the Department for Digital, Culture, Media and Sport to enable safe diving. Working with the charter boat industry, inland diving sites, BSAC Centres, and other agencies we use vehicles such as the National Safety Forum to encourage and promote safe practices.

2021 also saw the launch of BSAC's new strategy which is focused on four key aims: Diving & Training; Community; Environment; and Delivery. We are already seeing the impact of this strategy in initiatives such as the launch of our new Egyptian partnership and the first version of our new App.

The new strategy represents an exciting time for BSAC and we are looking forward to the year ahead. 2022 will deliver a range of initiatives for both new and existing members, and we would like to thank you for being part of that journey.

## ***Income and expenditure***

**As at 31-Dec-21**

	<b>2021</b>	<b>2020</b>
Membership*	23,893	23,912
Fully-paid up members	22,047	21,594
New members	3,439	1,976
* Membership includes those who are up to two months late in paying their subscriptions		

	£000	£000
Subscriptions	1,104	1,129
Total income (excluding grant income)	1,483	1,403
Total expenditure	1,489	1,561
<b>Operating (deficit)</b>	<b>(6)</b>	<b>(158)</b>
Bank interest receivable	-	-
Exceptional income – grant funding	107	250
<b>Surplus on Ordinary Activities (before taxation)</b>	<b>101</b>	<b>92</b>
<b>Total comprehensive surplus for the year (after taxation)</b>	<b>100</b>	<b>88</b>
<b>Accumulated fund</b>	<b>498</b>	<b>398</b>

Income increased by £79k (6%) on 2020 to £1,483k, and costs reduced by £72k (5%) to £1,489k. Overall this resulted in an operating deficit of £6k. Given that the pandemic still impacted 2021 until July, Council is satisfied with this as it demonstrates a move towards a more sustainable financial position. In 2020 we successfully applied for a grant from Sport England. Some of this grant was used to support our operating costs in 2021, and so is recognised in this year, leading to a total comprehensive surplus for the year of £100k, up 15% on 2020 (£88k).

## ***Financial position and going concern***

The impact to BSAC's balance sheet in 2021 is an improvement of £100k (2021: £498k, 2020: £398k), with net current assets increasing from £74k to £131k at the balance sheet date. Cash at bank decreased from £560k to £537k in 2021.

The directors of BSAC have a fiduciary duty to assess and report on whether the organisation is a going concern. In normal times this is a relatively straightforward question, however given the global pandemic, like many organisations the Board thought it appropriate to consider the matter in this context. The position at the end of 2021 is stronger than at the end of 2020, and the directors are cautiously optimistic that the situation will continue to improve. The directors are pleased to report that having done so it is considered appropriate for the financial statements to be drawn up on a going concern basis.

BSAC also owns a long-leasehold property, which was used as its principal office. Like many organisations, we were forced by the pandemic to move to home-working. Given the success of this home-based approach, BSAC took the decision in November 2020 to actively market the property. A plausible and viable offer was received, and the directors voted to accept this offer, subject to the usual conditions associated with selling an asset of this nature. Unfortunately, this transaction fell through, and the property has been remarketed. A sale is anticipated in the current financial year.

## Risks

The major risk facing the organisation remains another period of lockdown with the associated negative impact on membership numbers. We continue to contingency plan against a range of scenarios both optimistic and pessimistic, and hope that our increased digital offering, clear guidance on diving in a Covid-safe way, as well as the wider benefits of BSAC membership continue to be a persuasive offering to members.

## Strategic direction and outlook

2021 was a better year for BSAC than 2020, however the pandemic is not over, and we remain vigilant. 2021 saw the launch of our new strategy that will transform the organisation.

At its very core BSAC is about people. BSAC's purpose is to enrich people's lives through growing, developing and protecting underwater sport and its community. This strategy requires BSAC to transform itself into an organisation that is both agile and responsive to a broader community of member interests. The aim is to create a National Governing Body fit for the future that will deliver better training and diving experience for all, alongside the opportunity to make lasting and positive impacts on both the underwater environment and wider society.

The strategy sets out five values, and four key aims:

Our values:

- 1) Integrity - we work in a transparent and sincere manner, making balanced and impartial decisions
- 2) Togetherness - we are one team working towards our vision to be the 'go to' community for anyone wanting to learn about, enjoy and protect the underwater world
- 3) Excellence - we strive to attain the highest standards and help others to do the same
- 4) Inclusivity - we ensure diving is accessible and attractive to the most diverse audience possible
- 5) Conservation - we lead by example, promoting environmental stewardship for future generations:

Our four key aims:

- 1) Diving & Training: Increase the quality, consistency and relevance of training and increase access to diving and training opportunities, enhancing BSACs leadership role in underwater sport.
- 2) Community: Utilise enhanced communication methods and technology to understand, mobilise, and connect the BSAC community; ensuring that community is accessible to all.
- 3) Environment: Strengthen our active contribution in the protection and conservation of the underwater environment.
- 4) Delivery: Increase the capacity and capability of BSAC to achieve its strategic ambitions.

The new strategy can be found at [bsac.com/strategy](http://bsac.com/strategy).

Having launched the strategy in the summer of 2021, the directors are pleased with progress to date. The recruitment of a Head of Diving and Training has sped up a range of initiatives, including the launch of the new Advanced Ocean Diver course.

Council would like to thank HQ staff, all volunteers, at national, regional and club level, for their time and effort. We would also like to thank our centres, overseas licensees and trade partners, who help to take BSAC to a wider audience. We would not have been able to survive 2021 and its challenges without you, and you are equally essential to the success of the new strategy and the future of BSAC.

Thank you.

## Reporting to members

In order to protect its members, the British Sub-Aqua Club is run as a company limited by guarantee. This is a common structure for organisations like ours and means that in the event of the Club being dissolved, members are liable for no more than £1 each. The legal document that sets out how BSAC operates and answers to its members is known as the 'Articles of Association' and refers to the Companies Act.

## **Board effectiveness**

Council is collectively responsible for promoting the success of the British Sub-Aqua Club by directing, supervising, developing and implementing policy and strategy, and is responsible to members for the group's financial and operational performance. Day-to-day management issues are delegated by Council to the Chief Executive. For the year under review, Maria Harwood was responsible for the leadership of Council. During 2021, Council met 10 times formally and held a number of smaller working group meetings throughout the year.

## **Appointments and Members of Council**

Officers and ordinary council members are voting members of Council who have been elected or co-opted as per the Articles of Association and are registered as directors of both the Group and BSAC International. Vice-Presidents are non-voting members who are re-appointed annually by a vote of Council. All members of Council are volunteers and as such receive no remuneration. The table below shows those individuals who were members of Council at any time between 1<sup>st</sup> January 2021 and 31<sup>st</sup> December 2021.

<b>Name</b>	<b>Position</b>	<b>From</b>	<b>To</b>	<b>Attendance</b>
M Harwood	Chair			7/10
R Quinn	Vice Chair			9/10
D Atkins	National Diving Officer			8/10
JJA Suto	Ordinary member Honorary Treasurer	Elected 22/05/2021	Resigned 22/05/2021	10/10
R Sharp	Honorary Secretary		Resigned 22/05/2021	2/2
E Haynes	Ordinary member Honorary Secretary	Elected 22/05/2021	Resigned 22/05/2021	10/10
G Anderson	Ordinary member			10/10
DRP Brander	Ordinary member			10/10
R Brown	Ordinary member			10/10
Prof. B Cumming	Ordinary member			9/10
G Duggen	Ordinary member	Elected 22/05/2021		5/8
C Howard	Ordinary member		Resigned 31/07/2021	2/3
M Lovesey	Ordinary member		Resigned 16/05/2021	1/2
C Marlowe	Ordinary member	Appointed 31/07/2021		6/7
J Mudge	Ordinary member			10/10
L Shafe	Ordinary member	Appointed 31/07/2021		3/7
A Shenstone	Ordinary member			10/10
P Tarn	Ordinary member	Elected 22/05/2021		5/8
P Harrison MBE	Vice-President	Reappointed 23/05/2021	Resigned 02/10/2021	6/8
J Maddocks	Vice-President	Reappointed 23/05/2021		8/10
A Marshall	Vice-President	Reappointed 23/05/2021		8/10
Prof. C Peddie	Vice-President	Reappointed 23/05/2021		5/10

The movement in Directors, post balance sheet date, is as follows:

<b>Name</b>	<b>Position</b>	<b>Effective date</b>
G Anderson	Ordinary member	Resigned 05/02/2022
J Mudge	Ordinary member	Resigned 05/02/2022
J Maddocks	Ordinary member	Appointed 09/02/2022
J Maddocks	Vice-President	Resigned 09/02/2022

## **Audit committee**

The Audit Committee acts independently of, but reports to, Council. Meetings of the Audit Committee, for the year under review, were attended, in whole or in part, by Nigel Rogers (Chair), Phil Harrison (resigned 02/10/2021), Prof. Brian Cumming, Tony Marshall, Prof. Clare Peddie and Wendy Meadows, BSAC Chief Operating Officer, and by invitation the Auditors, the Honorary Treasurer and the Chief Executive.

This year the work of the committee included:

- monitoring the integrity of the BSAC's financial statements and reviewing significant financial reporting decisions, reviewing internal system control activities;
- the review and recommendation to Council regarding the appointment of the external auditors and approval of their remuneration and terms of engagement, and monitoring the external auditors' independence, objectivity and effectiveness.

## **Report of Council**

The members of council present their annual report, together with the financial statements of the company and the group for the year ended 31 December 2021 on pages 1 to 19.

## **Council**

Council are the directors of BSAC and BSAC International Ltd, and details of the individuals and positions held during 2021 are included on page 4 of the report and accounts.

## **Statement of Directors' Responsibilities**

The directors are responsible for preparing the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law, the directors have elected to prepare the financial statements in accordance with United Kingdom General Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and the group and of the surplus or deficit of the company, and the group for that period. In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The directors are also responsible for the maintenance and integrity of the corporate and financial information included on the company's website.

## **Statement as to disclosure of information to auditors**

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

## **Charitable Donations**

There were no charitable donations made during the year.

## **Subsidiary Undertakings**

The company has one wholly owned subsidiary, BSAC International Limited. The principal activities of this subsidiary are the promotion of BSAC's systems and techniques of training in the UK and overseas markets.

## **Auditors**

The auditors, Azets Audit Services Limited, will be proposed for re-appointment, at the forthcoming Annual General Meeting.

## **Special Provisions Relating To Small Companies**

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and groups.

By order of the Board 19th March 2022.

**M Harwood**  
**Chair**

**JJA Suto ACMA CGMA**  
**Hon Treasurer**

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF THE BRITISH SUB-AQUA CLUB**

**Opinion**

We have audited the financial statements of the British Sub-Aqua Club for the year ended 31 December 2021 which comprise the statement of income and retained earnings, the balance sheet 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 FRS 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 31 December 2021 and of its surplus for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 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 where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of 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 take advantage of the small companies' exemption from the requirement to prepare a strategic report.

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF THE BRITISH SUB-AQUA CLUB (CONTINUED)**

**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.

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.

**Extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above and on the Financial Reporting Council's website, to detect material misstatements in respect of irregularities, including fraud.

We obtain and update our understanding of the entity, its activities, its control environment, and likely future developments, including in relation to the legal and regulatory framework applicable and how the entity is complying with that framework. Based on this understanding, we identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. This includes consideration of the risk of acts by the entity that were contrary to applicable laws and regulations, including fraud.

In response to the risk of irregularities and non-compliance with laws and regulations, including fraud, we designed procedures which included:

- Enquiry of management and those charged with governance around actual and potential litigation and claims as well as actual, suspected and alleged fraud;
- Reviewing minutes of meetings of those charged with governance;
- Assessing the extent of compliance with the laws and regulations considered to have a direct material effect on the financial statements or the operations of the company through enquiry and inspection;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management bias and override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for indicators of potential bias.

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 of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

**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.

Melanie Langton-Davies FCA  
(Senior Statutory Auditor)  
For and on behalf of Azets Audit Services Ltd  
Brynfod House, 21 Brynfod Street, Holywell, Flintshire, Wales, CH8 8NJ.

**Group Income Statement  
For the year to 31 December 2021**

	Notes	2021	2020
		£	£
<b>Income</b>			
Subscriptions		1,103,837	1,129,200
Retail sales, exhibitions & related events		181,195	166,839
Diver training/ Instructor courses		142,012	86,765
Overseas royalties & fees		46,436	12,676
Sponsorship		7,000	5,000
Other income		2,280	3,261
		<hr/> 1,482,760	<hr/> 1,403,741
<b>Expenditure</b>			
Membership direct costs		(538,164)	(567,133)
Retail, exhibitions & related events		(115,009)	(147,766)
Diver training/ Instructor courses & development		(311,161)	(236,481)
HQ, Council, NDC, AGM, IT & other administration costs		(492,947)	(560,305)
BSAC International & other overseas activities		(2,789)	(22,897)
Sponsorship utilised		(10,000)	(5,000)
Depreciation		(19,117)	(21,725)
		<hr/> (1,489,187)	<hr/> (1,561,307)
<b>Operating (deficit)</b>	<b>3</b>	<b>(6,427)</b>	<b>(157,566)</b>
Exceptional income from grant funding	<b>4</b>	<b>107,590</b>	<b>249,567</b>
		101,163	92,001
Bank interest receivable		<hr/> 2	<hr/> 389
<b>Surplus from ordinary activities before taxation</b>		<b>101,165</b>	<b>92,390</b>
Taxation	<b>6</b>	<b>(1,145)</b>	<b>(4,873)</b>
<b>Surplus from ordinary activities after taxation &amp; transferred to reserves</b>	<b>13</b>	<b>100,020</b>	<b>87,517</b>
<b>Total comprehensive income for the year</b>		<b>100,020</b>	<b>87,517</b>

**CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current year or previous year.

**TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the gains for the current year and the losses for the previous year.

Notes 1 to 16 form part of these financial statements.

British Sub-Aqua Club  
Annual Report and Financial Statements for the year ended 31 December 2021

**Group and Company Statement of Financial Position  
At 31 December 2021**

	Notes	2021		2020	
		Group £	Company £	Group £	Company £
<b><u>Fixed assets</u></b>					
Property, plant and equipment	7	366,246	366,246	376,448	376,448
Financial assets	8	8	10	8	10
		<u>366,254</u>	<u>366,256</u>	<u>376,456</u>	<u>376,458</u>
<b><u>Current assets</u></b>					
Inventories		198,756	198,756	189,904	189,904
Debtors	9	176,231	188,978	151,119	155,119
Cash at bank & in hand		537,156	489,864	559,618	523,143
		<u>912,143</u>	<u>877,598</u>	<u>900,641</u>	<u>868,166</u>
<b><u>Current liabilities</u></b>					
Creditors: Amounts falling due within one year	10	(780,824)	(774,199)	(826,466)	(816,078)
<b>Net current assets</b>		<u>131,319</u>	<u>103,399</u>	<u>74,175</u>	<u>52,088</u>
<b>Total assets less current liabilities</b>		497,573	469,655	450,631	428,546
<b><u>Non current liabilities</u></b>					
Creditors: Amounts falling due after one year	10	-	-	(53,078)	(46,297)
<b>Net assets</b>		<u>497,573</u>	<u>469,655</u>	<u>397,553</u>	<u>382,249</u>
<b><u>Funded by Reserves:</u></b>					
Income & expenditure reserve	13	497,573	469,655	397,553	382,249
<b>Accumulated fund</b>		<u>497,573</u>	<u>469,655</u>	<u>397,553</u>	<u>382,249</u>

These financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 applicable to small companies and groups and with the provisions of FRS 102 section 1A small entities.

Approved by Council on 19th March 2022 and signed on its behalf by:

M Harwood  
Chair

JJA Suto  
Director

Notes 1 to 15 form part of these financial statements.

**Group Statement of Cash Flow  
for the year ended 31 December 2021**

	Cashflow Notes	2021 £	2020 £
<b>Net cash (outflow) / inflow from operating activities</b>	<b>A</b>	(8,676)	328,038
<b>Returns on investments and servicing of finance</b>	<b>B</b>	2	389
<b>Taxation</b>	<b>B</b>	(4,873)	(2,645)
<b>Capital expenditure</b>	<b>B</b>	(8,915)	(4,365)
<b>(Decrease) / increase in cash in the period</b>		<b><u>(22,462)</u></b>	<b><u>321,417</u></b>

Cashflow notes A to C form part of these cashflow statements

**Notes to the group statement of cash flow  
for the year ended 31 December 2021**

**A. Reconciliation of operating shortfall to net cash (outflow)/ inflow from operating activities**

	2021 £	2020 £
Operating (deficit)	(6,427)	(157,566)
Local authority support	-	25,000
Furlough Support	-	27,407
	<hr/>	<hr/>
	(6,427)	(105,159)
 Sport England Grant	-	304,750
Depreciation charges	19,117	21,725
(Increase)/decrease in inventories	(8,852)	10,500
(Increase) in debtors	(25,112)	(25,132)
Increase in creditors	12,598	121,354
	<hr/>	<hr/>
<b>Net cash (outflow) / inflow from operating activities</b>	<b><u>(8,676)</u></b>	<b><u>328,038</u></b>

**B. Analysis of cashflows for headings netted in the cashflow statement**

	2021 £	2020 £
<b>Returns on investments and servicing of finance</b>		
Interest received	<hr/>	<hr/>
	2	389
<b>Net cash inflow from returns on investments and servicing of finance</b>	<b><u>2</u></b>	<b><u>389</u></b>
 <b>Taxation</b>		
Corporation tax paid	<hr/>	<hr/>
	(4,873)	(2,645)
 <b>Capital expenditure</b>		
Receipts from sales of property, plant and equipment	-	-
Payments to acquire property, plant and equipment	(8,915)	(4,365)
	<hr/>	<hr/>
<b>Net cash (outflow) for capital expenditure and financial investment</b>	<b><u>(8,915)</u></b>	<b><u>(4,365)</u></b>

**C. Reconciliation of net cashflow to movement in net funds**

	At 1.1.21 £	Cashflow £	Other non-cash changes £	At 31.12.21 £
Net cash:				
Cash at bank and in hand	<hr/>	<hr/>	<hr/>	<hr/>
	559,618	(22,462)	-	537,156

## Notes to the financial statements

### 1. Accounting Policies

#### {a} Basis of Accounting

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The group financial statements consolidate those of the holding company, the British Sub-Aqua Club, and its wholly owned subsidiary, BSAC International Limited.

In accordance with the exemption granted by Section 408 of the Companies Act 2006, no separate income statement is presented for the parent company. The pre tax surplus for the company was £87,406 .

The financial statements have been prepared on a going concern basis.

The impact of COVID-19 to the operation of the Club has been material, however Members of Council have taken practical and timely action to preserve the financial strength of the Club and are not aware of any material uncertainties which would warrant a change to this basis of accounting.

#### {b} Subscriptions

Subscriptions received in advance of performance are reflected as an obligation in the statement of financial position and released to the income statement over the period to which the subscription relates.

#### {c} Property, Plant and Equipment

Long leasehold properties are stated at cost or valuation where relevant.

All long leasehold properties are externally valued at least every 5 years subsequent to acquisition. In the period between external valuations Council review the value of the properties. Any impairment/gain in the value of a long leasehold property is recognised in the income statement. All other fixed assets are stated at cost.

Depreciation has been charged in the year at the following rates:

Computer Equipment:	25% straight line
Motor Vehicles:	25% reducing balance
Fixtures & Fittings:	15% straight line

#### {d} Inventories

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

#### {e} Foreign Currency Translation

Foreign currency assets and liabilities are translated at the rate of exchange ruling at the statement of financial position date and any gain or loss arising on exchange is included in the income statement. Income and expenditure transactions in foreign currencies are translated into sterling at the exchange rate in operation on the date of receipt or payment.

#### {f} Leased Assets

Rentals paid under operating leases are charged to the income statement when incurred.

## Notes to the financial statements continued

### {g} Development Costs

Research and development expenses are charged to the income statement in the year in which they are incurred.

### {h} Pension Contributions

The group operates a defined contributions pension scheme. Contributions payable are charged to the income statement in the year to which they relate.

### {i} Campaign Sponsorship

Income is accounted for within the income statement in the year of receipt.

### {ii} Grant Funding

Income is accounted for within the income statement in the period of the project. See note 4.

## 2. The Status of the Company

The company is limited by guarantee without share capital. The Council members control the activities of the Company. Under the terms of the Memorandum and Articles of Association, the liability of the members is limited and every member undertakes to contribute to the assets of the Company, in the event of a winding up, an amount not greater than £1.

As at 31 December 2021, there were 23,893 members (2020: 23,912) this includes due members. The fully paid member numbers for the corresponding periods are 22,047 (2020: 21,594).

## 3. Operating Deficit

The following items have been charged in calculating the operating deficit:

	2021 Group £	2021 Company £	2020 Group £	2020 Company £
Auditors remuneration	8,000	5,000	8,000	5,000
Directors emoluments	-	-	-	-
Depreciation	<u>19,117</u>	<u>19,117</u>	<u>21,725</u>	<u>21,725</u>

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**Notes to the financial statements continued**

**4. Grant income**

	2021 Group £	2021 Company £	2020 Group £	2020 Company £
Sport England	107,590	107,590	197,160	197,160
Local Authority	-	-	25,000	25,000
Furlough Support	-	-	27,407	27,407
	<u>107,590</u>	<u>107,590</u>	<u>249,567</u>	<u>249,567</u>

Grant income was secured in 2020 from Sport England's emergency fund. As some of the grant related to insurance costs for 2021, £107,590 was deferred to 2021, the total grant received was £304,750.

**5. Staff Costs**

	2021 Group £	2021 Company £	2020 Group £	2020 Company £
Salaries	535,392	535,392	591,590	591,590
Social security costs	53,749	53,749	57,113	57,113
Pension costs	30,851	30,851	29,734	29,734
	<u>619,992</u>	<u>619,992</u>	<u>678,437</u>	<u>678,437</u>

The average number of employees of the group during the year was 16 (2020: 16), the FTE is now 14 (2020: 12). Redundancies were made in October 2020.

The Members of Council, as directors, did not receive any remuneration for their services in that elected capacity, except reimbursed expenses as detailed in note 15.

**6. Taxation**

	2021 Group £	2021 Company £	2020 Group £	2020 Company £
UK Corporation Tax:				
Current year provision	1,145	1,145	4,873	4,873
	<u>1,145</u>	<u>1,145</u>	<u>4,873</u>	<u>4,873</u>

**Notes to the financial statements continued**

**7. Property, Plant and Equipment**

	<b>Long Leasehold Premises</b>	<b>Computer Equipment</b>	<b>Motor Vehicles</b>	<b>Fixtures &amp; Fittings</b>	<b>Total</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
<b>Cost or valuation</b>					
At 1 January 2021	340,000	99,080	8,880	279,656	727,616
Additions	-	6,847	-	2,068	8,915
Disposals	-	-	-	-	-
At 31 December 2021	<b>340,000</b>	<b>105,927</b>	<b>8,880</b>	<b>281,724</b>	<b>736,531</b>
<b>Depreciation</b>					
At 1 January 2021	-	81,484	7,871	261,813	351,168
Charge for the year	-	9,937	252	8,928	19,117
Eliminated on disposals	-	-	-	-	-
At 31 December 2021	<b>-</b>	<b>91,421</b>	<b>8,123</b>	<b>270,741</b>	<b>370,285</b>
<b>Net book value</b>					
<b>At 31 December 2021</b>	<b>340,000</b>	<b>14,506</b>	<b>757</b>	<b>10,983</b>	<b>366,246</b>
<b>At 31 December 2020</b>	<b>340,000</b>	<b>17,596</b>	<b>1,009</b>	<b>17,843</b>	<b>376,448</b>

The property is subject to a leasehold period of 123 years expiring in 2114 and was initially purchased in 1989 for £362,588.

The property was valued by Beresford Adams Commercial in line with Accounting Policy as part of the 2017 audit process, on an open market basis, at £340,000, as a commercial property.

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**Notes to the financial statements continued**

**8. Financial Assets**

	<b>Group</b> £	<b>Company</b> £
At 1 January & 31 December 2021:		
Shares in subsidiary undertakings	-	2
Unlisted investments at cost	8	8
	<hr/> <hr/>	<hr/> <hr/>
	8	10
	<hr/> <hr/>	<hr/> <hr/>

The investment in subsidiary undertakings at 31 December 2021 represents 100% of the ordinary issued share capital of BSAC International Limited.

The unlisted investment at 31 December 2021 is 15% of the ordinary share capital of Telford's Quay (Management Company) Limited.

**9. Debtors - Amounts falling due within one year**

	<b>2021</b> <b>Group</b> £	<b>2021</b> <b>Company</b> £	<b>2020</b> <b>Group</b> £	<b>2020</b> <b>Company</b> £
Trade debtors	4,300	4,300	13,604	13,604
VAT	28,432	28,432	18,490	18,490
Prepayments	138,496	138,496	119,025	119,025
Accrued income	5,003	-	-	-
Due subsidiary undertaking	-	17,750	-	4,000
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
	176,231	188,978	151,119	155,119

**Notes to the financial statements continued**

**10. Creditors**

**Amounts falling due within one year**

	2021 Group £	2021 Company £	2020 Group £	2020 Company £
Trade creditors	163,366	163,366	79,284	79,284
Corporation tax	1,145	1,145	4,873	4,873
Taxation & social security	16,172	16,172	13,744	13,744
General accruals	20,663	18,163	47,748	42,248
Other creditor	3,870	3,870	22,194	22,194
Bank loans	-	-	4,466	3,703
Deferred grant income	-	-	107,590	107,590
Deferred royalty income	4,125	-	4,125	-
Deferred course income	120,204	120,204	104,736	104,736
Deferred membership income	451,279	451,279	437,706	437,706
	<hr/> <u>780,824</u>	<hr/> <u>774,199</u>	<hr/> <u>826,466</u>	<hr/> <u>816,078</u>

**Amounts falling due after one year**

	2021 Group £	2021 Company £	2020 Group £	2020 Company £
Bank loans	-	-	53,078	46,297
	<hr/> <u>-</u>	<hr/> <u>-</u>	<hr/> <u>53,078</u>	<hr/> <u>46,297</u>

**Bank loans**

The Bounce back loans were repaid in full during 2021.

**Secured debts**

The bank facilities are secured by a debenture over the assets of the group.

**11. Operating Lease Commitments**

At 31 December 2021 the company had annual commitments under non-cancellable operating leases for assets other than land and buildings expiring as follows:

	2021 Group £	2021 Company £	2020 Group £	2020 Company £
Within one year	8,587	8,587	9,148	9,148
Within two to five years	32,202	32,202	13,722	13,722
	<hr/> <u>40,789</u>	<hr/> <u>40,789</u>	<hr/> <u>22,870</u>	<hr/> <u>22,870</u>

**Notes to the financial statements continued**

**12. Reconciliation of Movements in Members' Funds**

	2021 Group £	2021 Company £	2020 Group £	2020 Company £
Opening Members' funds	397,553	382,249	310,036	274,402
Surplus for the financial year	100,020	87,406	87,517	107,847
<b>Closing Members' funds</b>	<b>497,573</b>	<b>469,655</b>	<b>397,553</b>	<b>382,249</b>

**13. Income & expenditure reserve**

	2021 Group £	2021 Company £
<b>Accumulated Fund</b>		
As at 1 January 2021	397,553	382,249
Retained surplus for year	100,020	87,406
<b>Surplus carried forward</b>	<b>497,573</b>	<b>469,655</b>

## Notes to the financial statements continued

### 14. Guarantees and Financial Commitments

The company has a contractual commitment with regard to the publication of SCUBA Magazine. The terms of the contract provide for its termination with six months notice in writing by either party. Should such notice not be given a contractual payment by the company would be due of £50,220 (2020: 6 months notice = £27,000).

### 15. Details of Directors' and Vice Presidents' Expenses

The directors had no beneficial interest in the capital of the company.

This note details the individual Directors' expenses for the financial year during the time served as a Director of BSAC and BSAC International Limited as appropriate. It also details individual Vice Presidents' expenses.

As some are also involved in other activities and hold other positions as a volunteer, on behalf of the club, the total value is not directly attributable to Council business alone.

Name	Amount £	Name	Amount £
G Anderson	-	C Howard	-
D Atkins	1,880	M Lovesey	-
D Bell	-	J Maddocks	-
D Brander	-	A J H Marshall	-
R Brown	-	K McKnight	-
Prof. B Cumming	-	J Mudge	126
N Flemming	-	Prof C Peddie	-
H Gould	-	R Quinn	730
P Harrison MBE	-	L Shafe	-
M Harwood	297	R Sharp	410
G Hide	-	A Shenstone	127
E Haynes	-	JJA Suto	929

### 16. Related party disclosure

Included within the company's creditors is a balance of (£17,250) (2020: £4,000) due to BSAC from its subsidiary undertaking. The movement includes a management charge of £20,000 (2020: £4,000).

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**BSAC President**

HRH The Duke of Cambridge KG KT PC ADT	2014 - present
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**Past Presidents**

HRH The Prince Philip, Duke of Edinburgh KG KT	1960 - 1963
The Earl Granville MC	1964 - 1966
Lord Wakefield of Kendal	1967 - 1970
Lord Ritchie - Calder of Balmashannar	1971 - 1974
HRH The Prince of Wales KG KT PC GCB	1974 - 2014

**Life Vice-Presidents**

N Oscar Gugen (Founder)  
H Gould OBE JP BA DL FCA  
M K Todd  
I A N Irvine FCA  
E F Crook

**Vice-Presidents - in order of appointment**

**Past and Present**

Major Sir Patrick Wall MC MP  
Sir John Wedgwood  
Colin H McLeod  
Surgeon Rear-Admiral Stanley Miles CB  
Alexander Flinder MBE  
D M F Cockbill  
Dr J Betts  
Kendal McDonald  
Dr N C Flemming OBE  
Phil Harrison MBE  
Prof Brian Cumming  
Anthony Marshall  
Prof Clare Peddie  
Jane Maddocks

**BSAC Honorary Life Members - in order of appointment  
Past and Present**

Commander Jimmy Hodges RN  
Captain Jacques Yves Cousteau  
Peter Small (Founder)  
Dr Hans Hass  
Dr Edwin Link  
Commander W Shelford RN  
Sir George Deacon CBE  
HRH The Prince Philip, Duke of Edinburgh KG KT  
Oscar Gugen (Founder)  
G F Brookes  
Colin McLeod  
The Earl Mountbatten of Burma  
Major Hume Wallace  
Lord Wakefield of Kendal  
Lord Ritchie-Calder of Balmashannar  
C D Balaam  
Dr D Boyd  
A Ridout  
Lt Cdr Jackie Warner DSC OBE  
Lt Cdr Matthew Todd MBE  
H Gould OBE JP BA DL FCA  
Sir Arthur C Clarke  
Phil Rogers  
Vane Ivanovic  
Surgeon Rear-Admiral Stanley Miles CB  
Fred Briscoe  
F D Leete III  
Dr David Bellamy  
J B Meredith  
Surgeon Vice-Admiral Sir John Rawlins KBE  
D M F Cockbill  
E F Crook  
W Burdett  
M F Busuttili  
J Myers  
M K Todd  
Lionel Blandford  
HRH Sheikh Hamad bin Khalifa al-Thani KCMG  
Lady Philippa Scott  
Stanley Thomas  
Bernard Scott  
Jim Corry  
Alan Forster  
M Holbrook  
Margot Parker  
Dr Sylvia Earle  
Lotte Hass  
Jerry Hazzard  
I A N Irvine FCA  
N Hashitani  
Shunici Hosokawa  
Phil Harrison MBE  
Prof Brian Cumming  
Anthony Marshall  
HRH The Prince of Wales KG KT PC GCB  
Mike Rowley  
Deric Ellerby