Company registration number: 310627

# THE WICKLOW UPLANDS COUNCIL COMPANY LIMITED BY GUARANTEE (A Company Limited by Guarantee and not having Share Capital)

Financial Statements

for the financial year ended 31 December 2022

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# THE WICKLOW UPLANDS COUNCIL COMPANY LIMITED BY GUARANTEE Company limited by guarantee

### Directors and other Information

**Directors** 

Mr. Louis O'Byrne (Chairman) Philip Maguire (Vice Chair)

Geoffrey Seymour (Treasurer)

Thomas Byrne Garvan Hickey Decian O'Neili Sean Matone Dairine Nuttati Sean Byrne

Pat Dunne Claire Chambers Donal Anderson Carmel Kealy Joseph Morrissey Eugene Stephens

Owen Brady
Denis Halpin
Daniel P Molloy
Robert Galvin
Russell Boland
John Flynn
Michael Keegan

Pauline Fahy Jim Sheehan Aideen Klauer Resigned 20/07/2022 Resigned 23/11/2022 Appointed 20/07/2022

Mary Catherine Murphy Appointed 13/10/2022

Secretary

Dairine Nuttell (Resigned as secretary 20/07/2022) Aldeen Klauer (Appointed as secretary 20/07/2022)

Company number

310627

Registered office

Wicklow Uplands Council Ltd The Community Centre

Main Street Roundwood Co Wicklow

**Business address** 

The Community Centre

Main Street Roundwood Co Wicklow

Auditor

Ifac Audit Services Limited Danville Business Park

Ring Road Kilkenny

# THE WICKLOW UPLANDS COUNCIL COMPANY LIMITED BY GUARANTEE Company limited by guarantee

### Directors and other information (continued)

Bank of Ireland

Main Street Rathdrum Co. Wicklow

Solicitors Galligan Johnson

Suite 305, The Capel Building

Mary's Abbey Dublin 7

### **Directors** report

The directors present their annual report and the audited financial statements of the company for the financial year ended 31st December 2022.

#### **Directors**

The names of the persons who at any time during the financial year were Directors and Secretary of the company are listed on page 1.

The Directors retire from the board by rotation in accordance with the Articles of Association and being eligible, offers themselves for re-election.

### Principal activities

The Company's principal activities are to Improve, protect and conserve for the benefit of local communities and the public, the area known as the Wicklow Uplands, in partnership with the people who live, work, and recreate there. It is limited by guarantee and is required by its constitution to apply all of its income and property to pay expenses incurred for the purposes noted above.

The company's activities are funded mainly by government grants and project funding schemes, and a small amount of income from members and donations.

The company has charitable status for these operations, and is therefore not subject to tax on its income. It is essentially a not for profit organisation, and targets a break even position.

The directors are satisfied with the performance for the year.

The company has a 100% owned subsidiary undertaking called WUC-SUAS Company Limited by Guarantee which is engaged in the implementation of a pilot programme as part of the Suistainable Uplands Agri-Environment Scheme approved and funded by the Department of Agriculture, Food, and the Marine under the European Innovations Partnership (EIP) initiative. The pilot scheme was expected to last for five years from commencement in 2018, and is due to be completed in Q1 2023.

### Principal risks and uncertainties

The company's main risk would be a cut in grant funding.

### Likely future developments

The directors are not expecting to make any significant changes in the nature of the company's activities in the near future.

### Results and Dividends

The results for the year are set out in the profit and loss account on page 8, and the financial position at the end of the year in the balance sheet on page 10. The constitution of company does not permit distribution of dividends.

### Events after the end of the reporting period

There have been no significant events affecting the company since the year end.

### Research and development

The company did not engage in any research and development activities during the year.

### **Political donations**

The company did not make any political donations during the financial year.

### Directors report (continued)

### Accounting records

The measures taken by the directors to secure compliance with the requirements of sections 281 to 285 of the Companies Act 2014 with regard to the keeping of accounting records are the implementation of necessary policies and procedures for recording transactions, the employment of competent accounting personnel with appropriate expertise and the provision of adequate resources to the financial function. The accounting records of the company are located at The Community Centre, Main Street, Roundwood, Co Wicklow.

### Going Concern

The company generated a surplus of €23,037 for the year ended 31st December 2022 and is in a net asset position as of that date. Funding has continued in the period. The directors have a reasonable expectation that the company has sufficient resources to continue in operational existence for the forseeable future. As a result they continue to adopt the going concern basis of accounting in preparing the financial statements.

#### Relevant audit information

In the case of each of the persons who are directors at the time this report is approved in accordance with section 332 of Companies Act 2014:

- · so far as each director is aware, there is no relevant audit information of which the company's statutory auditors are unaware, and
- each director has taken all the steps that he or she 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 statutory auditors are aware of that Information.

### Small companies exemptions

The entity has availed of the small companies exemption contained in the Companies Act 2014 with regard to the requirements for exclusion of certain information in the directors report.

### **Auditors**

The Auditors IFAC Audit Services Ltd, have expressed their willingness to continue in office in accordance with Section 380 to 385 of the Companies Act 2014.

This report was approved by the board of directors on

and signed on behalf of the board

Geoffrey Seymour

Louis O'Byme

Director Director

### Directors responsibilities statement

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

Irish company law requires the directors to prepare financial statements for each financial year. Under the law, the directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company as at the financial year end date and of the profit or loss of the company for the financial year and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- 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 ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and directors report comply with the Companies Act 2014 and enable the financial statements to be audited. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

This Director's responsibilities statement were approved by the director's of the company on and signed by

Louis O'Byrne

Director

Geoffrey Seymou

Director

## Independent auditor's report to the members of THE WICKLOW UPLANDS COUNCIL COMPANY LIMITED BY GUARANTEE

### Report on the audit of the Financial statements

#### Opinion

We have audited the Financial statements of THE WICKLOW UPLANDS COUNCIL COMPANY LIMITED BY GUARANTEE (the 'company') for the financial year ended 31/12/22 which comprise the profit and loss account, statement of income and retained earnings, balance sheet and notes to the Financial statements, including a summary of significant accounting policies set out in note 3. The financial reporting framework that has been applied in their preparation is Irish law and Accounting standards including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland issued in the United Kingdom by the Financial Reporting Council.

In our opinion, the Financial statements:

- give a true and fair view of the assets, liabilities and financial position of the company as at 31/12/22 and of
  its Surplus for the financial year then ended;
- have been properly prepared in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- · have been properly prepared in accordance with the requirements of the Companies Act 2014.

### Basis for oplnion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) 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 Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), 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 the date 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 directors are responsible for the other information. The other information comprises the information included in the annual report, other than the Financial statements and our auditor's report thereon. Our opinion on the Financial statements does not cover the other information and, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the Financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

# Independent auditor's report to the members of THE WICKLOW UPLANDS COUNCIL COMPANY LIMITED BY GUARANTEE (continued)

## Opinions on other matters prescribed by the Companies Act 2014

In our opinion, based solely on the work undertaken in the course of the audit, we report that:

- 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.

We have obtained all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit.

In our opinion the accounting records of the company were sufficient to permit the Financial statements to be readily and properly audited, and Financial statements are in agreement with the accounting records.

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

Based on 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.

The Companies Act 2014 requires us to report to you if, in our opinion, the requirements of any of sections 305 to 312 of the Act, which relate to disclosures of directors' remuneration and transactions are not complied with by the company. We have nothing to report in this regard.

### Respective responsibilities

### Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the Financial statements in accordance with the applicable financial reporting framework that 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 management either intends 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 company's 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 (Ireland) 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.

As part of an audit in accordance with ISAs (Ireland), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- 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. 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.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

## Independent auditor's report to the members of THE WICKLOW UPLANDS COUNCIL COMPANY LIMITED BY GUARANTEE (continued)

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial statements, including the
  disclosures, and whether the Financial statements represent the underlying transactions and events in a
  manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

### The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the company's members, as a body, in accordance with section 391 of the Companies Act 2014 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.

Dermot Carey

Detroit Conce

For and on behalf of IFAC Audit Services LTD

Certified Public Accountants and Statutory Audit Firm (CP8036)

Danville Business Park

Ring Road

Kilkenny

Co Kilkenny

Date 6 They 2023

# Profit and loss account Financial year ended 31 December 2022

	Note	2022 €	2021 €
Income	5	295,260	295,726
Administrative expenses Other operating income	6	(302,223) 30,000	(274,964) 12,000
Operating Surplus	7	23,037	32,762
Surplus before taxation		23,037	32,762
Tax on surplus	9	_	
Surplus for the financial year		23,037	32,762

All the activities of the company are from continuing operations.

The company has no other recognised items of income and expenses other than the results for the financial year as set out above.

# Statement of income and retained earnings Financial year ended 31 December 2022

	2022 €	2021 €
Surplus for the financial year	23,037	32,762
Retained earnings at the start of the financial year	167,502	134,740
Retained earnings at the end of the financial year	190,539	167,502

### Balance sheet As at 31 December 2022

		202	22	202	21
	Note	€	€	€	€
Fixed assets Tangible assets	10	1,558	1,558	1,970	1,970
Current assets					
Debtors Cash at bank and in hand	12	38,644		47,054	
Cash at Dank and III hand		223,023		189,566	
		261,667		236,620	•
Creditors: amounts falling due					
within one year	13	(72,686)		(71,088)	
Net current assets			188,981		165,532
Total assets less current liabilities			190,539		187,502
Net assets			190,539		167,502
Capital and reserves					
Profit and loss account			190,539		167,502
Members funds			190,539		167,502

These financial statements were approved by the board of directors on \_\_\_\_\_ and signed or behalf of the board by:

Mr. Louis O'Byrne

Director

Mr Geoffrey Seymour

Director

## Notes to the financial statements Financial year ended 31 December 2022

#### 1. General information

The company is a private company limited by guarantee, registered in Ireland. The address of the registered office is Wicklow Uplands Council Ltd, The Community Centre, Main Street, Roundwood, Co Wicklow.

### 2. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', and Companies Act 2014.

### 3. Accounting policies and measurement bases

### Basis of preparation

The financial statements have been prepared on the going concern basis under the historical cost convention.

The financial statements are prepared in Euro, which is the functional currency of the entity.

### **Going concern**

The financial statements have been prepared on the going concern basis. The directors are confident the company has sufficient resources to continue in operational existence for the foreseeable future. The company generated a surplus of €23,037 for the year ended 31st December 2022 and is in a net asset position as of that date. Funding has continued in the period. The directors have a reasonable expectation that the company has sufficient resources to continue in operational existence for the forseeable future. As a result they continue to adopt the going concern basis of accounting in preparing the financial statements.

### Cash Flow Statement

In accordance with Section 7.1(b) of FRS102, the company has availed of the exemption of providing a cash flow statement.

### Consolidation

The company is exempt by virtue of Section 293 (1A) of the Companies Act 2014 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

### Income

Revenue grants in respect of which the company is in compliance with qualifying conditions are accounted for in the period to which they relate.

Membership income and income from project involvement are accounted for on the accruals basis.

### Taxation

No provision is made in respect of taxation, as the company has secured from Revenue Commissioners, per correspondence dated 3th May 2000, exemption from Income tax, Corporation tax, Capital Gains Tax, and Deposit Interest Retention Tax, as provided by Sections 207, 266 & 609 of Consolidated Tax Act 1997. This has been granted under reference number CHY 13346.

### Notes to the Financial Statements (continued) Financial year ended 31 December 2022

### Tangible assets

Tangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated depreciation and impairment losses.

### Depreclation

Plant and machinery - 20% straight line Fittings fixtures and equipment - 20% straight line

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

#### Impairment

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is Impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

When it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

### Government grants

Government grants are recognised at the fair value of the asset received or receivable. Grants are not recognised until there is reasonable assurance that the company will comply with the conditions attaching to them and the grants will be received.

Government grants are recognised using the accrual model and the performance model.

Under the accrual model, government grants relating to revenue are recognised on a systematic basis over the periods in which the company recognises the related costs for which the grant is intended to compensate. Grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the entity with no future related costs are recognised in income in the period in which it becomes receivable.

Grants relating to assets are recognised in Income on a systematic basis over the expected useful life of the asset. Where part of a grant relating to an asset is deferred, it is recognised as deferred income and not deducted from the carrying amount of the asset.

Under the performance model, where the grant does not impose specified future performance-related conditions on the recipient, it is recognised in income when the grant proceeds are received or receivable. Where the grant does impose specified future performance-related conditions on the recipient, it is recognised in income only when the performance-related conditions have been met. Where grants received are prior to satisfying the revenue recognition criteria, they are recognised as a liability.

### Notes to the Financial Statements (continued) Financial year ended 31 December 2022

### 4. Limited by guarantee

As the Company is limited by guarantee it does not have a share capital. The liability of each member in the event of a winding up of the company is limited to €1.

#### 5. Income

Income arises from:

	2022	2021
	€	€
Core Funding	50,000	47,000
Grants	44,000	45,000
Members Fees	1,410	1,300
Project Involvement	199,850	202,426
	295,260	295,726

The whole of the turnover is attributable to the principal activity of the company which is wholly undertaken in Ireland.

The Heritage Council and the sponsoring department i.e The Department of Housing, Local Government & Heritage advanced the sum of €50,000 in respect of the Heritage Capacity Funding 2022 for the project entitled Wicklow Uplands Council Core Funding 2022. The funds were deployed in respect of payment of wages & salaries and general administration.

The above noted sum was taken to income in the current financial statements.

The company is compliant with relevant Circulars Including Circular 44/2206 Tax Clearance Procedures Grants, Subsidies and Similar type payments.

### 6. Other operating income

7.

	2022 €	2021 €
Management charges receivable for subsidiary undertaking	30,000	12,000
Operating Surplus		
Operating Surplus is stated after charging/(crediting):	2022	2021

	2022	2021
	€	€
Depreciation of tangible assets	718	1,984

## Notes to the Financial Statements (continued) Financial year ended 31 December 2022

### 8. Staff costs

The everage number of persons employed by the company during the financial year, including the directors, was as follows:

directors, was as julicies:		
Administrative	2022 Number 4	2021 Number 3
The aggregate payroll costs incurred during the financial year were:		
. Wages and salaries Social insurance costs	2022 € 132,846 14,304 147,150	2021 € 125,798 13,620 139,418
The number of employees whose total employee benefits for the year within from €60,000 upwards as are set out below:	each band of €	10,000
€70,000 to €80,000  No employer pension contributions were paid during year.	2022	<b>2021</b> 1

No remuneration was paid to directors of the company during the year.

### 9. Tax on profit

No provision has been made in respect of taxation, as the company has secured from Revenue Commissioners, per correspondence dated 3th May 2000, exemption from Income tax, Corporation Tax, Capital gains Tax and Deposit Interest Retention Tax as provided by Sections 207, 266 & 609 of Taxes Consolidated Act 1997. This has been granted under reference number CHY 13346.

### Notes to the Financial Statements (continued) Financial year ended 31 December 2022

### 10. Tangible assets

=	Plant and machinery	Fixtures, fittings and equipment	Total
	€	€	€
Cost	_	_	-
At 01/01/22	1,965	16,008	17,973
Additions	da	306	306
At 31/12/22	1,965	16,314	18,279
Depreciation			
At 01/01/22	1,965	14,038	16,003
Charge for the financial year		718	718
At 31/12/22	1,965	14,756	16,721
Carrying amount		====	
At 31/12/22	•	1,558	1,558
At 31/12/21	-	1,970	1,970

### 11. Investment in Subsidiary

The company is the sole member of WUC-SUAS company limited by guarantee. WUC-SUAS CLG has its registered office at The Community centre, Main Street, Roundwood, Co Wicklow. The company regards WUC-SUAS CLG as a subsidiary undetaking. WUC-SUAS has recorded a profit of €0 for the year ended 31 December 2022 ( 2021 €0). It has not assets of €0 at 31 December 2022(2021:€0).

### 12. Debtors

	2022	2021
	€	€
Trade debtors	450	-
Amounts due from group Company	_	3,000
Other debtors	4,000	5,000
Project Debtors	17,231	24,153
Prepayments	16,369	14,595
Accrued income	594	306
	38,644	47,054

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

## Notes to the Financial Statements (continued) Financial year ended 31 December 2022

## 13. Creditors: amounts falling due within one year

	2022	2021
Amounts owed to credit institutions	€	€
Trade creditors	2,226	78
Other creditors	-	172
Tax and social insurance: PAYE and social welfare	55,407	60,131
Accruais	6,250	6,007
	8,803	4,700
	72,686	71,088

Cash at Bank & Other Creditors Include €36,563 being amounts held in trust on behalf of third parties.

### 14. Related party transactions

The Wicklow Uplands Council Company limited by Guarantee is the sole member of WUC -SUAS company limited by guarantee. During the year the company received €30,000 (2021 - €12,000) In respect of the provision of administrative services to its subsidiary. The provision of these services was at arm length prices.

### 15. Capital commitments

The company did not have any capital commitments at the year end.

## 16. Events after the end of the reporting period

There have been no significant events affecting the company since the year end.

### 17. Ethical standards

In common with many other businesses of our size and nature, we use our auditors to assist with the preparation of the financial statements.

### 18. Approval of financial statements

The board of directors approved these financial statements for issue on .