

South Bank Engineering UTC Trust

Decision of South Bank Engineering UTC Trust
by email on Friday, 3 February 2017

<i>No.</i>	<i>Item</i>	<i>Pages</i>	<i>Presenter</i>
1.	Minutes from previous meeting	(Pages 3 - 4)	Richard Flatman
2.	UTC Trust Bank Account Information	(Pages 5 - 6)	Dan Smith
3.	Striking Off and Dissolution paper	(Pages 7 - 8)	Pervena Singh
4.	Strike off form	(Pages 9 - 12)	Pervena Singh

Members: Richard Flatman (Chair), Rao Bhamidimarri and James Stevenson

In attendance Dan Smith, Michael Broadway, and Pervena Singh

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**Minutes of the meeting of the South Bank Engineering UTC Trust
held at 12.40 pm on Friday, 16 December 2016
South Bank Engineering UTC, 56 Brixton Hill SW2 1QS**

Present

Richard Flatman (Chair)
Rao Bhamidimarri
James Stevenson

In attendance

Dan Smith
Michael Broadway
Dan Smith
Pervena Singh (Clerk)

1. Welcome and apologies

The Chair welcomed members to the meeting.

2. Declarations of Interest

No member of the meeting declared an interest in any item on the agenda.

3. Minutes of previous meeting

The Board approved the minutes of the meeting of 4 February 2016.

4. Matters arising

The Board noted the matters arising from the previous meeting which had all been completed.

5. Audit Findings

The Board noted Kingston Smith's audit findings for both the South Bank Engineering UTC Trust and South Bank Academies report which had been discussed in detail by the South Bank Academies Audit Committee. There were no issues arising from the audit that needed to be brought to the attention of the Board.

6. Letter of Representation

The Board noted the letter of representation to the external auditors. It was noted that there were no representations specific to South Bank Engineering UTC Trust or as a result of any matters arising during the course of the audit. The CEO confirmed that all material matters had been disclosed to the auditors and that the representations were accurate and reasonable.

The Board approved the letter and authorised any director to sign the letter on behalf of the Board.

7. Final Annual Report & Accounts

The Board discussed the proposed annual report and financial statements for year ended 31 August 2016. The Board noted that the transfer of undertaking to South Bank Academies, which had been agreed at the Board meeting of 4 February 2016, had been legally complete on 1 July 2016.

The accounts had not been prepared on a going concern basis, due to the intended voluntary winding up of the Company. Subsequently there was a zero balance within the accounts.

After careful consideration the Board approved the annual report and financial statements for the year ended 31 August 2016, and authorised any two directors including the CEO to sign on behalf of the Board, subject to typographical amendments.

The Business Manager confirmed that the accounts would be filed with the Education Funding Agency before the New Year.

{Secretary's note: Final accounts with minor amendments were approved by the Board on 21 December 2016 and signed by James Stevenson and Rao Bhamidimarri on behalf of the Board on the same date.}

8. Striking Off and Dissolution report

The Board approved the winding up of the Company, subject to clarification of the bank account transactions up to 10 October 2016.

The Board discussed the proposed winding up of the Company and noted that the criteria for winding up had been met. The Board requested clarification from the Business Manager on the nature of the transaction since 1 September 2016. The Board approved the winding up subject to this assurance.

{Secretary's note: After receiving assurance from the Business Manager that no transactions had occurred within the Company in the last 3 months the Board resolved by email dated 3 February 2017, to wind up the Company. The Company Secretary would inform the relevant stakeholders and file the DS01 form with Companies House.}

Confirmed as a true record

..... (Chair)

South Bank Engineering UTC Bank Account Information

Current Standing

South Bank Engineering UTC used the following account with Lloyds Bank:

Name: South Bank Engineering UTC Trust

Sort Code: 30.65.41

Account No: 32820960

As at the 24th January 2017 the balance of the account is £1.24, this balance is made up of bank charges and interest.

Transactions after 1st September 2016

There were five BACS runs made after the 1st September 2016

Date	Value
28/09/16	£ 4,774.69
03/10/16	£ 5,579.26
06/10/16	£ 896.00
10/10/16	£12,075.33
10/10/16	£29,008.63

These payments consisted of invoices for work completed and items purchased prior to the opening of the Academy on the 1st September. There were also £488.15 of payments included in the 28/09/16 amount of £4,774.69 of expenses re-imbursing staff.

No salary payments have been made from this account after the 1st September 2016, although Teacher's Pension and PAYE payments relating to August were made in September.

The balance was brought down to £nil on the 14th October 2016 and only bank charges, bank interest and an old cheque paid in by the supplier have been posted on to the account since.

Date	Description	Amount	Balance
14/10/2016	Transfer from 36021568	893.99	0.00
24/10/2016	Service Charge	(11.60)	(11.60)
03/11/2016	000081 Chq 10.00	(10.00)	(21.60)
03/11/2016	Refunded Charges	20.00	(1.60)
03/11/2016	Refunded Charges	11.60	10.00
03/11/2016	Refunded Charges	10.00	20.00
09/11/2016	Bank Interest	0.01	20.01
25/11/2016	Service Charges	(2.40)	17.61
09/12/2016	O/Draft Interest	(1.37)	16.24
09/12/2016	Service Charges	(15.00)	1.24

There are no plans to use the account again and it can be closed and the balance transferred.

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South Bank Engineering UTC Trust

	CONFIDENTIAL
Paper title:	Striking Off and Dissolution
Board/Committee:	South Bank Engineering UTC Trust
Communicated:	Via email 3 February 2017
Sponsor:	CEO
Author:	Michael Broadway
Purpose:	To note
Recommendation:	The Board of Directors discussed the dissolution of the UTC Trust Company and for the directors to sign the DS01 form at the meeting of 29 November 2016.

Executive Summary

In order to apply to strike off a company, the directors need to satisfy themselves that the following criteria have been met:

Criteria	Satisfied
Must not have traded or otherwise carried on business in the previous 3 months	Yes
Must not have changed its name in the previous 3 months	Yes
Must not have provided services or sold goods in the previous 3 months	Yes
Must not have engaged in any other activity in the previous 3 months	Yes

The evidence of these criteria has been completed and is shown within the Company's annual report and financial statements (include within pack) and management accounts for 20/06/2017 (appendix 1 of report).

The Company's annual report and financial statements show that all assets and liabilities have been transferred out of the Company. 2016/2017 management accounts show no transactions have taken place between 01/09/2016 and the date of this meeting.

The Company Secretary confirms that the Company has not changed its name in the previous 3 months.

Preparing for strike off

The following matters need to be satisfied by the Company before dissolution.

All records at Companies House have been updated and any mandatory documents have been filed.	Complete. The latest yearend accounts will be filed with Companies House at the same time as the submitting the DS01 form.
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South Bank Engineering UTC Trust

The Directors should identify the assets and liabilities of the Company to determine how best to deal with them.	All assets & liabilities of the Company were transferred to South Bank Academies on 1 July 2016. The yearend and management accounts confirm that there are no remaining assets or liabilities.
All contracts and other agreements should be assigned, novated or terminated.	All contracts were transferred to South Bank Academies on 1 July 2016.

Under section 1006 of the Companies Act 2006, the Company has an obligation to notify the following persons:

Members	Will be notified by email
Any creditors	Not applicable
Employees	Not applicable. The Company's two employees have been transferred to South Bank Academies on completion of the transfer of undertaking on 1 July 2016.
Manager or trustees or any employee pension fund	Not applicable
Any trustees who have not signed the form	Not applicable
A VAT registered company must, in all cases, notify the relevant VAT office	Not applicable. The Company is not VAT registered

Objections

Directors need to be aware that any interested party may object to the dissolution of the Company. Any objection to the dissolution of South Bank Engineering UTC Trust is unlikely.

Striking off register

The Registrar of Companies will publish a notice in the London Gazette advising of the proposed striking off and inviting any objections. Should there be no objections the Registrar will strike the Company off the Register in not less than three months after the date of the London Gazette.

Offences and Penalties

Please note that it is an offence to:

- apply when the Company is ineligible
- provide false or misleading information in, or in support of, an application
- not to copy the application to all relevant parties within seven days

The board is asked to approve the dissolution of the Company and for the directors to sign the DS01 form.

DS01

Striking off application by a company



A fee is payable with this form

Please see 'How to pay' on the last page.

✓ What this form is for

You may use this form to strike off a company from the Register.

✗ What this form is NOT for

You cannot use this form to strike off a Limited Liability Partnership (LLP). To strike off an LLP please use form LL DS01 'Striking off application by a Limited Liability Partnership (LLP)'.

For further information, please refer to our guidance at www.gov.uk/companieshouse

Warning to all interested parties

This is an important notice and should not be ignored. The company named has applied to the Registrar to be struck off the Register and dissolved. Please note that on dissolution any remaining assets will be passed to the Crown. The Registrar will strike the company off the register unless there is reasonable cause not to do so. Guidance is available on grounds for objection. If in doubt, seek professional advice.

1

Company details

Company number

Company name in full

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2

The application

Warning to all applicants

It is an offence to knowingly or recklessly provide false or misleading information on this application.

It is an offence to apply for strike-off under this section if the company has bearer shares in issue. ❶

You are advised to read Section 4 and to consult the guidance available from Companies House before completing this form. If in doubt, seek professional advice.

I/We as director(s) / the majority of directors apply for this company to be struck off the Register and declare that none of the circumstances described in section 1004 or 1005 of the Companies Act 2006 (being circumstances in which the directors would otherwise be prohibited under those sections from making an application) exists in relation to the company. ❷

This form must be signed by the sole director if only 1, by both if there are 2, or by the majority if there are more than 2.

→ **Go to Section 3** 'Name(s) and Signature(s) of the directors'

❶ Bearer shares are shares represented by a warrant and which have no registered holder.

❷ Please read the guidance on our website or see section 1003 or 1004 of the Companies Act 2006 for circumstances under which an application may not be made.

Please note that on dissolution all property and rights etc will be passed to the Crown.

Further guidance

Guidance on striking off is available from our website.

DS01
Striking off application by a company

3 Name(s) and signature(s) of the director(s)

Name (Print clearly)								
Signature	Signature X							X
Signature date	d	d	m	m	y	y	y	y
Name (Print clearly)								
Signature	Signature X							X
Signature date	d	d	m	m	y	y	y	y
Name (Print clearly)								
Signature	Signature X							X
Signature date	d	d	m	m	y	y	y	y
Name (Print clearly)								
Signature	Signature X							X
Signature date	d	d	m	m	y	y	y	y

Warning to all applicants
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It is an offence to apply for strike-off under this section if the company has bearer shares in issue.

Please note that on dissolution all property and rights etc will be passed to the Crown.

You are advised to read Section 4 and to consult the guidance notes available from Companies House before completing this form. If in doubt, seek professional advice.

Name and date
Please ensure that you complete the name and signature date

Signatures
This form must be signed by the sole director if only 1, by both if there are 2, or by the majority if there are more than 2.

Further signatures
Please use a continuation page if you need to enter further signatures.

4 What to do next

Notify all parties
Please ensure that you send copies of this application to all notifiable parties e.g. creditors, employees, shareholders, pension managers or trustees and other directors of the company within 7 days from the day on which the application is made.

Please also send copies to anyone who later becomes a notifiable party within 7 days of this taking place. This applies from the day of application and before the day on which the application is finally dealt with or withdrawn. Please check the guidance notes which contain a full list of those who must be notified. Failure to notify interested parties is an offence. It is advisable to obtain and retain some proof of delivery or posting of copies to notifiable parties.

Withdrawal of striking off application by a company
If the company ceases to be eligible for striking off at any time after the application is made, and before the application is finally dealt with, as specified in section 1009 of the Companies Act 2006, then the application must be withdrawn using form DS02 'Withdrawal of striking off application by a company' available from our website: www.gov.uk/companieshouse

DS01

Striking off application by a company



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



Checklist

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- The company name and number match the information held on the public Register.
- The correct number of current directors have signed and dated the form – 1 director if there is only 1 director, both if there are 2, and the majority if there are more than 2 e.g. Out of 6 directors, 4 must sign.
- You have included a printed name and date for the signature(s)
- You have included a continuation sheet (available from www.gov.uk/companieshouse) if applicable.
- You have enclosed the correct fee.



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £10 is payable to Companies House in respect of a striking off application.

Make cheques or postal orders payable to 'Companies House.'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

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