

# St Andrew's House Corporation as Trustee of St Andrew's House Trust

## Annual Report to the Synod for Year Ending 31 December 2021

### Purpose

In accordance with clause 14 of the *Accounts, Audits and Annual Reports Ordinance 1995* the Board of St Andrew's House Corporation (**SAHC**) provides the following information for the members of the Synod in respect of SAHC as trustee of St Andrew's House Trust (**SAHT**).

### *Constitution and Charter*

SAHC is constituted as a body corporate by the *St Andrew's House Corporation Ordinance 2018* (**SAHC Ordinance**) for the purpose of governing and controlling the management and use of the land on which stands the building known as St Andrew's House (including the Town Hall Square arcade). The land and some other assets held in relation to the management of the land are held in a trust known as SAHT (ABN 81 498 954 541).

Pursuant to the *St Andrew's House Trust Ordinance 2015*, the Synod of the Anglican Church Diocese of Sydney and the Endowment of the See Corporation, as trustee of the Endowment of the See Property Fund each have a 50% interest in the income and capital of the Fund.

### *Management and Structure*

During the year, Sydney Diocesan Services (**SDS**) provided administrative services to the Board under an agreed Service Level Agreement (**SLA**). The SLA is reviewed by the Board on an annual basis and the following year's SLA is approved by the Board together with the cost recovery fee charged by SDS.

Colliers International (**Colliers**) manage the day to day operations of St Andrew's House and provide facilities management services.

### Access

The principal office of SAHT is:

Level 2, St Andrew's House, Sydney Square, Sydney NSW 2000

PO Box Q190, QVB Post Office NSW 1230

Email [corporatesecretary@sydney.anglican.asn.au](mailto:corporatesecretary@sydney.anglican.asn.au)

Telephone 02 9265 1555

The hours of access are Monday - Friday between 8.30am and 5.30pm.

### Membership

Under the SAHC Ordinance, SAHC consists of 11 members, being nine members elected by the Synod; and two members appointed by SAHC.

At least two members are to be ordained clergy licensed in the Diocese of Sydney.

Members are to retire from office every three years (subject to the terms of the SAHC Ordinance) and are eligible to be re-appointed.

Members' attendance at meetings of the Board during 2021 were –

<b>Members</b>	<b>Meetings Eligible to Attend</b>	<b>Meetings Attended</b>
Mr L Jackson <sup>1</sup>	1	0
Dr R Tong AM	5	5
Mr R Freeman	5	5
The Rev L Symons	5	4
Mr C Bertinshaw	5	5
Mr H Bellchambers	5	5
Mr C Teh <sup>2</sup>	2	2
Ms M Yacoel	5	5
The Rev J Sneddon	5	4
Mr M Firek	5	5
Mr A Buckley	5	5

<sup>1</sup> Mr Luke Jackson resigned from the Board on 17 February 2021.

<sup>2</sup> Mr Caleb Teh was elected to the Board on 6 September 2021.

## Annual Financial Statements – clause 14 (b)

The 2021 Annual Financial Report is attached (Attachment 1). The report has been audited by PricewaterhouseCoopers (**PwC**). PwC raised no matters of concern in relation to the Annual financial report.

## Charities Group Status Report – Clause 14 (c)

SAHT (ABN 81 498 954 541) is registered as a large charity with the Australian Charities and Not-for- profits Commission (**ACNC**). The Annual Information Statement for 2021 will be completed and lodged with the ACNC before the due date of 30 June 2022.

SAHT is a Basic Religious Charity under the ACNC Act which means it is exempt from the financial reporting requirements under the ACNC Act.

## Other Matters

SAHC has policies and procedures in place to address the following matters.

### *Liquidity*

SAHC has in place policies to maintain adequate liquidity to fund the activities of the Trust. These policies are reviewed at least annually and management reports are prepared monthly.

### *Risk Management*

The key risks of the Trust are associated with the operation of St Andrew's House. A risk register is maintained by SDS and is reviewed at least annually by SAHC.

The key risks identified by SAHC are –

- *Financial Sustainability* – policies are in place to maintain sufficient liquidity to fund future capital works, rental void and leasing costs and income distributions. The policies are reviewed at least annually. A Sinking Fund is in place to fund certain capital works that is shared with the St Andrew's Cathedral School.

- *Operational Risk* – Reports are provided to the Board in respect of financial and building performance, capital works, tenant lease compliance and building compliance matters such as fire safety. Colliers manage the facilities of St Andrew’s House and provide strategic retail advice in respect of Town Hall Square Arcade.
- *Regulatory and Contractual obligations* – the Board has in place policies for managing its contractual and statutory obligations. Colliers provides facilities management services that includes meeting certain building code certifications.
- *Reputation* – policies are in place to mitigate reputational risk.
- *Safety* - appropriate security and safety measures (e.g., fire evacuation procedures, CCTV and security guards) are in place for St Andrew’s House which are reviewed on an ongoing basis.
- *Strategic Risk* – in 2018, the Board approved a strategic plan for 2020-2023 to mitigate the risk that it fails to meet the objectives of its Ordinance. Regular meetings occur with retail leasing agents from the arcade, the Council of the City of Sydney and St Andrew’s House Cathedral School. Members of the Board are also members of the Standing Committee.

Colliers have risk management procedures in place for the functions they exercise.

## Key Achievements in 2021

The activities of the Board were conducted during 2021 in accordance with the terms of the *St Andrew’s House Corporation Ordinance 2018* and the *St Andrew’s House Trust Ordinance 2015*.

The key achievements in 2021 were –

- Negotiated two new leases on level 2 for Sydney Diocesan Services and the Australian College of Professionals.
- Commenced discussions with St Andrew’s Cathedral School about the options for the school’s desire to secure long term tenure on parts of St Andrew’s House currently occupied under commercial leases.
- Continued to manage the building during the COVID-19 outbreak, with an emphasis on providing rent relief to retail tenants to assist the retention of tenants and maintain viability of the arcade.
- New large format pharmacy opened in the arcade.
- Secured new tenant for a significant space in the secondary arcade.
- Progressed negotiations and feasibility analysis for a significant anchor tenancy in the arcade.
- Undertook several lifecycle equipment maintenance & replacement projects, increasing the energy efficiency of the building.

## Financial results for the St Andrew’s House Trust

<b>\$000’s</b>	<b>2021 Actual</b>	<b>2020 Actual</b>
Net rental income from property	7,225	7,233
Interest Income	41	149
Other Expenses	382	376
<b>Surplus (before increase in value of St Andrew’s House property)</b>	<b>6,884</b>	<b>7,006</b>
Fair value adjustment to St Andrew’s House property increase/(decrease)	<b>(105)</b>	<b>(2,244)</b>
<b>Surplus for the year</b>	<b>6,779</b>	<b>4,762</b>

In summary, the balance sheet of SAHT (including the sinking fund) as at 31 December was –

<b>\$000's</b>	<b>2021</b>	<b>2020</b>
<b>Assets</b>		
Cash, short term investments & term deposits	12,313	12,302
Receivables	1,584	1,640
St Andrew's House (market value)	212,500	213,500
Other	151	227
<b>Total Assets</b>	<b>226,548</b>	<b>227,669</b>
<b>Liabilities</b>		
Payables	908	1,344
Loan from GAB	2,525	5,025
Other	709	538
<b>Total Liabilities</b>	<b>4,142</b>	<b>6,907</b>
<b>NET ASSETS</b>	<b>222,406</b>	<b>220,762</b>

SAHT has a loan facility with the Glebe Administration Board (**GAB**) for \$2.5 million (2020: \$5.0 million). During 2021 debt repayments totalling \$2.5 million were made.

Knight Frank undertook the valuation of St Andrew's House for 31 December 2021. Knight Frank assessed the market yield rate for St Andrew's House commercial (office tower and car park) and the retail arcade, based on market conditions and sales of secondary (B grade) commercial buildings and retail arcades over the last 12 months.

The value of St Andrew's House decreased to \$212.5 million in 2021 from \$213.5 million in 2020.

In brief, the movement in the value of SAH from 2021 can largely be attributed to the following factors –

- a. Slightly lower adopted net market income combined with a slightly lower overall capitalisation rate (office down 0.25% to 5.50% with retail increasing to 5.75%). As a result the value of the office tower and car park increased by \$4.5 million and the value of the retail arcade decreased by \$5.5 million, reflecting the very intensive management required for the retail arcade, and the impact of COVID-19 through rent abatements and vacancies.
- b. No material change in building outgoings.

## Income Distributions

Income distributions made from the St Andrew's House Trust during 2021 were \$5.135 million (2020: \$5.566 million). The income distributions were reduced due to the impact of COVID-19 on income from the retail arcade.

Adopted by SAHC on 22 June 2022.