Company Number: 04133294

Charity Number: 1086407

Report and Accounts

for the year ended

30th June 2020

Wenn Townsend

Chartered Accountants

Oxford

# **Charity Information**

Peter G Aspbury

Trustees/Directors:

	Jason Bacon Emily C Bartels Jeffrey W Cason Eamon Delgiacco Marc Gecewicz Pamela D Johnston Erika H Lederman Jayne L W Maxwell David Provost
Company Secretary:	Jayne L W Maxwell
Principal:	Guy Perry
Registered Office:	Middlebury College CMRS Oxford Humanities Program St Michael's Hall Shoe Lane Oxford OX1 2DP
Company Number:	04133294
Charity Number:	1086407
Bankers:	Handelsbanken Oxford
Examiner:	Wenn Townsend 30 St Giles' Oxford

# Report of the Trustees (including the Directors Report) for the year ended 30th June 2020

The Trustees present their report and the financial statements of the charity for the year ended 30th June 2020. The Trustees have adopted the provisions of the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" (FRS 102) in preparing the annual report and financial statements of the charity.

#### Structure, Governance and Management

Middlebury College UK Trust Limited is a charitable company limited by shares and was set up on 27th December 2000. It is governed by its Memorandum and Articles of Association. It is registered as a charity with the Charity Commission (Charity No: 1086407). It has no liability to corporation tax on its charitable activities. Any surplus arising on the winding up of the charity after payment of all debts and liabilities shall be given or transferred to some other charitable body having similar objects to Middlebury College UK Trust Limited.

## **Trustees Induction and Training**

Any new trustees appointed are briefed by the board of Trustees of their legal obligation under charity and company law and the contents of the Memorandum and Articles of Association. They are given copies of the Memorandum and Articles of Association, recent trustees meeting minutes and the latest financial information. They are also directed towards the Charity Commission website, especially to booklets CC3, "The Essential Trustee" and CC3a "Charity Trustee: what's involved". Trustees are encouraged to attend appropriate training events which will help them to know their responsibilities.

#### **Key Management Personnel Remuneration**

The Trustees consider the Board of Trustees and the Principal as comprising the key management personnel of the charity in charge of directing and controlling the charity and running and operating the charity on a day to day basis. All Trustees give of their time freely and no Trustee remuneration was paid in the year. Details of Trustee expenses and related party transactions are disclosed in notes 7 and 15 to the accounts.

Trustees are required to disclose all relevant interests and in accordance with the Trust's policy withdraw from decisions where a conflict of interest arises.

The pay of the Principal is reviewed annually and is normally increased in accordance with average earnings. The remuneration is reviewed to ensure that it is fair and not out of line with similar roles.

## **Organisational and Decision Making Structure**

For the year ended 30th June 2020, the Trustees have been responsible for all aspects of running the Charity.

#### **Risk Management**

The Trustees have conducted their own review of the major risks to which the charity is exposed and systems and policies have been established to mitigate those risks.

# **Objectives and Activities**

The principal aim of the charity is to advance education: in particular, by providing grants to the President and Fellows of Middlebury College, and to their educational institutions, to assist in the advancement of the education of the students attending those institutions.

# Report of the Trustees (including the Directors Report) (continued) for the year ended 30th June 2020

## **Objectives and Activities (continued)**

The main strategy towards achieving this aim is to work closely with Middlebury College, and with the Trust's partners in the UK, so as to permit the continuance, betterment and expansion of the M-CMRS educational programme.

The principal significant activity is the continuance, betterment and expansion of the M-CMRS educational program, which contributes to the advancement of education.

Owing to the levels of professionalism that are required to run such an educational program, the significance of volunteers in the Trust's activities is low. It is confined, mainly, to the Board of Trustees.

#### **Public Benefit Statement**

The Trustees have complied with their duty to have due regard to the guidance on public benefit published by the Charity Commission in exercising their powers and duties.

#### **Achievements and Performance**

The charity received donations totalling £27,656 during this year (2019: £21,717), and grants payable in respect of this year amounted to £25,350 (2019: £18,301).

The main achievement is the continuance, betterment and expansion of the M-CMRS educational programme.

A wide range of criteria have been used to measure success in the reporting period. This includes the institutional and financial health of the educational program; the diversity of the courses and modules available; numbers of students enrolled; levels of student satisfaction; student educational performance; and the expansion of Middlebury's profile, both in the UK and in the US.

The main positive factor, affecting the achievement of the overall aim, is the continued support of Middlebury College. The main negative factor has been the irruption of COVID-19. This necessitated both the early abandonment of the Spring 2020 program in country and its continuation online, and the cancellation of the Museum Studies program later in the summer. This had a significant effect on the charity's operations. However, the financial position has remained stable. This is due firstly to the adoption of suitable strategies to begin the process of recovery, but also, and much more importantly, to the continued financial backing of Middlebury College. As a consequence, there has not been any need for substantial restructuring.

#### **Financial Review**

The results for the year are as shown on page 5.

Any future investments, investment policy and/or objectives would have to be formally approved by the Board of Trustees.

# Report of the Trustees (including the Directors Report) (continued) for the year ended 30th June 2020

# **Reserves Policy**

The charity does not hold free reserves as it is funded by grants from President & Fellows of Middlebury College to meet its obligations to run the Middlebury College CMRS Oxford Humanities Programme and the Bread Loaf School of English at Lincoln College programme. Any funds held at the year end are carried forward to meet the following year's obligations.

#### Plans for future periods

The charity aims to continue with its existing operations as required by Middlebury College.

This report has been prepared having taken advantage of the small companies' exemption in the Companies Act 2006.

Signed by order of the Board

Peter G Aspbury
Trustee

19th November 2020

# Independent Examiner's Report to the Trustees of Middlebury College UK Trust Limited

I report to the charity trustees on my examination of the accounts of the company for the year ended 30th June 2020 which are set out on pages 5 to 15.

#### Responsibilities and basis of report

As the charity trustees of the company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your company's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

#### Independent examiner's statement

Since the company's gross income exceeded £250,000 your examiner must be a member of a body listed in section 145 of the 2011 Act. I confirm that I am qualified to undertake the examination because I am a member of the ICAEW, which is one of the listed bodies.

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

- accounting records were not kept in respect of the company as required by section 386 of the 2006 Act; or
- 2. the accounts do not accord with those records; or
- 3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a 'true and fair view' which is not a matter considered as part of an independent examination; or
- 4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

G L Cole FCA
Partner
Wenn Townsend, Chartered Accountants
Oxford

19th November 2020

# Statement of Financial Activities (including income and expenditure account) for the year ended 30th June 2020

	Note	Unrestricted Funds £	Restricted Funds £	Total 2020 £	Unrestricted Funds £	Restricted Funds £	Total 2019 £
Income from:		_	_	_	_	_	_
Grants from President & Fellows of Middlebury Colleg Donations Government grant received – CJRS Other income	ge 2 3	923,682 5,750 12,579 830	21,906 - -	923,682 27,656 12,579 830	808,814 6,804 - 822	14,913 - -	808,814 21,717 - 822
Total income		942,841	21,906	964,747	816,440	14,913	831,353
Expenditure on:							
Charitable activities Donations made to Middlebury College	4	752,936 3,444	- 21,906	752,936 25,350	674,839 3,388	- 14,913	674,839 18,301
Total expenditure		756,380	21,906	778,286	678,227	14,913	693,140
Net income		186,461	<del></del>	186,461	138,213	-	138,213
Reconciliation of funds carried forward					<del></del>		
Fund balances brought forward Net movements in funds (above)		447,405 186,461	-	447,405 186,461	309,192 138,213	-	309,192 138,213
Funds balances carried forward		633,866	-	633,866	447,405		447,405

All income and expenditure derive from continuing activities.

The statement of financial activities includes all gains and losses recognised during the year.

# Balance Sheet 30th June 2020

	Note	2020 £	2019 £
Fixed Assets Tangible assets	8	541,599	495,721
Current Assets Debtors Cash at bank and in hand	9 10	8,997 227,799	1,216 171,262
Current Assets		236,796	172,478
Creditors: Amounts falling due within one year	11	(144,529)	(220,794)
Net Current Liabilities		92,267	(48,316)
Net Assets		633,866	447,405
Financed by:			<del></del>
Share capital Funds – restricted	12 13	100	100
Funds – unrestricted	13	633,766	447,305
Total Charity Funds	13	633,866	447,405

For the year ending 30th June 2020 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Trustees' responsibilities:

- The members have not required the charitable company to obtain an audit of its accounts for the year in question in accordance with section 476;
- The Trustees acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 applicable to small companies.

Approved by the Board of Trustees on 19th November 2020 and signed on their behalf by :

Peter G Aspbury
Trustee

Company number: 04133294

The notes on page 8 to 15 form part of these financial statements

# Statement of Cash Flows for the year ending 30th June 2020

	Note	2020 £	2019 £
Cash flow from operating activities	14	126,943	178,949
Cash flows from investing activities			
Interest income		321	291
Purchase of tangible fixed assets		(70,727)	(165,912)
Cash used in investing activities		(70,406)	(165,621)
Increase in cash and cash equivalents in the	year	56,537	13,328
Cash and cash equivalents at the beginning of	of the year	171,262	157,934
Total cash and cash equivalents at the end	d of the year	227,799	171,262

# Notes to the Accounts for the year ended 30th June 2020

#### 1 Summary of Significant Accounting Policies

## **Basis of Preparation**

Middlebury College UK Trust Limited is a charitable company in the United Kingdom. The address of the registered office is given in the charity information at the front of these financial statements. The nature of the charity's operations and principal activities are noted in the Trustees Report.

The charity constitutes a public benefit entity as defined by FRS 102. The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland issued in October 2019, the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102), the Charities Act 2011, the Companies Act 2006 and UK Generally Accepted Accounting Practice.

The financial statements are prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value. The financial statements are prepared in sterling which is the functional currency of the charity, and rounded to the nearest  $\mathfrak L$ . The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

#### **Income Recognition**

All income is included in the Statement of Financial Activities (SoFA) when the charity is legally entitled to the income after any performance conditions have been met, the amount can be measured reliably and it is probable that the income will be received.

For donations to be recognised the charity will have been notified of the amounts and the settlement date in writing. If there are conditions attached to the donation and this requires a level of performance before entitlement can be obtained, then income is deferred until those conditions are fully met or the fulfilment of those conditions is within the control of the charity and it is probable that they will be fulfilled.

Grants from the parent entity are recognised with their receipt.

The charity receives government grants in respect of the Coronavirus Job Retention Scheme. Income from this grant is recognised in income on a systematic basis over the periods in which the charity recognises the related costs for which the grant is paid to compensate.

# **Expenditure**

All expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all costs related to the category. Expenditure is recognised where there is a legal or constructive obligation to make payments to third parties, it is probable that the settlement will be required, and the amount of the obligation can be measured reliably. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of those resources.

Charitable expenditure comprises those costs incurred by the charity in the delivery of its activities and services for beneficiaries. It includes costs that can be allocated directly to such activities, and those costs of an indirect nature necessary to support them.

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the charity and include the audit fees and costs linked to the strategic management of the charity.

## **Grants Payable**

Grants are payable to charitable organisations in accordance with the charity's governing instruments. Where unconditional grants are offered, this is accrued as soon as the recipient is notified of the grant, as this gives rise to a reasonable expectation that the grant will be paid.

# Notes to the Accounts (continued) for the year ended 30th June 2020

#### 1 Summary of significant accounting policies (continued)

# **Tangible Fixed Assets and Depreciation**

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Leasehold improvements - 20 years (or term of the lease, whichever is shorter) Fixtures, fittings and equipment - 7 years, straight line

Surpluses arising on the disposal of fixed assets are adjusted for in the depreciation charge for the year. The standard capitalisation threshold for capitalising assets has been established as US \$5,000 following the parent company's Fixed Asset Policy.

#### **Rare Books**

Rare books are capitalised and included at cost or donated value.

These items are not depreciated, as is appropriate to their nature.

#### **Fund Accounting**

Income received for specified purposes is considered to be restricted and may only be applied to those purposes. Income which may be applied to any of the charity's objectives is treated as unrestricted.

## **Foreign Currency**

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the SOFA.

#### **Operating Leases**

Rentals applicable to operating leases are charged to the SOFA over the period in which the cost is incurred.

# Debtors and Creditors Receivable/Payable Within One Year

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in expenditure.

#### Tax

The charity is an exempt charity within the meaning of schedule 3 of the Charities Act 2011 and is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes.

# **Going Concern**

The financial statements have been prepared on a going concern basis as the trustees believe that no material uncertainties exist. The trustees have considered the level of funds held and the expected level of income and expenditure for 12 months from authorising the financial statements. They have included an assessment of the potential impact of COVID-19 on these forecasts. The budgeted income and expenditure is sufficient with the level of reserves held for the charity to be able to continue as a going concern.

Notes to the Accounts (continued) for the year ended 30th June 2020

# 2 Grant income

The grant income of the charity comprises funds transferred from the Presidents and Fellows of Middlebury College at Middlebury, VT, USA to finance the operations of the Oxford programmes.

# 3 Donation income

	Unrestricted	Restricted	Total 2020	Total 2019
	£	£	£	£
Donations Rooms	5,750 -	21,906	27,656 -	18,501 3,216
	5,750	21,906	27,656	21,717

# Notes to the Accounts (continued) for the year ended 30th June 2020

	Basis of Allocation	Staff Costs £	Other Costs £	Support Costs £	Total 2020 £	Total 2019 £
Charitable expenditure		~	~	~	~	~
Academic costs:						
Wages and benefits	Time	154,799	-	-	154,799	154,174
Directors' taxes	Time	-	-	-	-	(25,039)
Tuition and exam fees	Direct	-	102,256	-	102,256	83,831
Bodleian Library	Direct	-	32,885	-	32,885	33,630
Keble Fellowship	Direct	-	36,606	-	36,606	35,712
Field trips & meeting refreshments	Direct	_	17,762	_	17,762	23,455
Dues and membership	Direct	_	8,611	_	8,611	9,970
Library	Direct	_	4,113	_	4,113	3,769
Support costs (note 5)	Usage	44,599	-,110	31,746	76,345	62,073
		199,398	202,233	31,746	433,377	381,575
Accommodation costs:						
Advertising	Direct	_	_	_	_	474
Association fees	Direct	_	72,191	_	72,191	67,761
Repairs and maintenance	Direct	_	32,827	_	32,827	19,525
Rent and rates	Direct	_	53,379	_	53,379	47,747
Project cost	Direct		33,379	_	33,379	1,668
		-	0.001	-	0.001	
Cleaning and laundry	Direct	-	2,321	-	2,321	7,763
Accommodation utilities	Direct	-	22,119	-	22,119	24,402
Insurance	Direct	-	6,992	-	6,992	9,694
Contribution paid to CMRS	Direct		24,000	-	24,000	24,000
Junior Deans' wages and benefits	Direct	29,731	-	-	29,731	27,451
Directors' taxes	Time	-	-	-	-	(942)
Support costs (note 5)	Usage	26,016	-	18,518	44,534	36,210
		55,747	213,829	18,518	288,094	265,753
Governance costs						
	Basis of	Staff	Other	Support	Total	Total
	Allocation	Costs	Costs	Costs	2020	2019
		£	£	£	£	£
Legal and professional Examiner's fees	Direct	-	11,428	-	11,428	10,346
- examination work	Direct	_	4,145	_	4,145	3,948
- other work	Direct	_	6,921	_	6,921	6,467
Wages and benefits	Time	2,609	-	_	2,609	2,520
Directors' taxes	Time	2,000	_	_	2,000	(942)
Support costs (note 5)	Usage	3,716	-	2,646	6,362	5,172
						07.544
		6,325	22,494	2,646	31,465	27,511

# Notes to the Accounts (continued) for the year ended 30th June 2020

# 5 Allocation of support costs

••	60% Charitable Programme £	35% Charitable Accommodation £	5% Governance Costs £	Total 2020 £	Total 2019 £
Administrator's salary & benefits	44,599	26,016	3,716	74,331	67,702
Computer	7,296	4,257	609	12,162	4,908
Travelling	1,698	990	142	2,830	10,159
Office supplies	3,221	1,879	268	5,368	2,215
Other contracted services	4,391	2,562	366	7,319	3,986
Sundry	93	54	8	155	9
Depreciation	14,911	8,696	1,242	24,849	14,375
Bank charges	136	80	11	227	101
	76,345	44,534	6,362	127,241	103,455

#### 6 Staff costs and numbers

	2020	2019
	£	£
Wages and salaries	237,841	200,830
Social security costs	18,150	18,548
Pension costs	5,479	5,546
	061 470	224 024
	261,470	224,924

During the year, the average number of employees and the number of full-time equivalent (FTE) staff, analysed by function was:

	2020		2019	
	FTE	Number	FTE	Number
Education and accommodation	7	10	7	10

There was one employee earning between £60,001-£70,000 during the year (2019: one).

# 7 Trustees and key management personnel remuneration and expenses

The Trustees neither received nor waived any remuneration or reimbursement for expenses during the year (2019: £Nil).

The Trust considers its Key Management Personnel comprise the Board of Trustees and Principal. The total amount of employee remuneration received by key management personnel during the year was £67,792 (2019: £65,276).

# Notes to the Accounts (continued) for the year ended 30th June 2020

# 8 Tangible fixed assets

		Rare Books	Leasehold Improvements & Equipment	Fixtures, Fittings	Total
		£	£	£	£
	Cost At 1st July 2019 Additions	200,000	270,912 70,727	48,664 -	519,576 70,727
	At 30th June 2020	200,000	341,639	48,664	590,303
	<b>Depreciation</b> At 1st July 2019 Charge for the year		12,950 17,896	10,905 6,953	23,855 24,849
	At 30th June 2020	-	30,846	17,858	48,704
	Net book values At 30th June 2020	200,000	310,793	30,806	541,599
	At 30th June 2019	200,000	257,962 ———	37,759	495,721
9	Debtors			2020 £	2019 £
	Prepayments and accrued income Other debtors			2,391 6,606	1,216 -
				8,997	1,216
10	Bank and cash in hand			2020 £	2019 £
	Bank accounts			227,799	171,262

# Notes to the Accounts (continued) for the year ended 30th June 2020

11	Cred	itors
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	2020 £
· · · · · · · · · · · · · · · · · · ·	125,000
·	13,797 5,732
9 220,794	144,529
529 ==	144,5

Deferred income at 30th June 2020 consists of:

• funds covering operating expenses of the Middlebury CMRS program in July and August.

# 12 Share Capital

	2020	2019
A the Seed	£	£
Authorised:	400	100
100 Ordinary shares of £1 each	100	100
Allotted, called up and fully paid:	<del></del>	
100 Ordinary shares of £1 each	100	100
•	<del></del>	

# 13 Statement of funds

Statement of funds	At 30th June 2019	Income	Expenditure	At 30th June 2020
	£	£	3	£
Unrestricted funds	447,405	942,841	(756,380)	633,866
Restricted funds: Scholarship fund	-	21,906	(21,906)	-
Total restricted funds		21,906	(21,906)	-
Total funds	447,405	964,747	(778,286)	633,866
	A+ 20+b			A+ 20+b
	At 30th June 2018	Income	Expenditure	At 30th June 2019
		Income £	Expenditure £	
Unrestricted funds	June 2018		-	June 2019
Unrestricted funds Restricted funds: Scholarship fund	June 2018 £	£	£	June 2019 £
Restricted funds:	June 2018 £	£ 816,440	£ (678,227)	June 2019 £
Restricted funds: Scholarship fund	June 2018 £	£ 816,440 14,913	£ (678,227) (14,913)	June 2019 £

# Notes to the Accounts (continued) for the year ended 30th June 2020

# 14 Reconciliation of net movement in funds to net cash flow from operating activities

	2020	2019
	£	£
Net movement in funds	186,461	138,213
Depreciation charge	24,849	14,375
Interest income	(321)	(291)
(Increase)/decrease in debtors	(7,781)	(36)
Increase/(decrease) in creditors	(76,265)	26,688
Net cash flow from operating activities	126,943	178,949

# 15 Parent undertaking and related party transactions

Since 30th June 2015, the holding company is President & Fellows of Middlebury College Inc., a registered company incorporated in the U.S.A.

Aside from monies transferred from the parent, noted in note 2, there were no related party transactions in the period (2019: none).

#### 16 Financial commitments

Contractual commitments for the acquisition of tangible fixed assets contracted for but not provided in the financial statements amounted to £nil (2019: £57,000).