

Charity Registration No. 280389

Company Registration No. 1488690 (England and Wales)

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2016

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
LEGAL AND ADMINISTRATIVE INFORMATION

Members Of The Board	David Glasser Mike Posen Hilary Bauer Simon Bentley	(Appointed 31 May 2016)
Charity number	280389	
Company number	1488690	
Registered office	108a Boundary Road St. John's Wood London NW8 0RH	
Auditors	Westbury 2nd Floor 145-157 St John Street London EC1V 4PY	
Bankers	Danske Bank London Branch 75 King William Street London United Kingdom EC4N 7DT HSBC Bank Plc Coventry DSC Harry Weston Road Binley Coventry CV3 2TQ	
Solicitors	Reed Smith LLP Broadgate Tower 20 Primrose Street London EC2A 2RS	

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
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BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2016

Welcome to the Ben Uri Gallery and Museum Limited Annual Report for the financial year ended 31 March, 2016.

This past year under review centered on the remarkable occasion of the museum / charity's Centenary in July 2015 – no small feat!

The highlight of highlights in another year of consistent achievement in progressing our strategic aims and growing our audiences across London through positively connecting with other émigré communities was the acclaimed exhibition 'Out of Chaos'. This was held at Somerset House and generated some 30,000 visitors from across London and afar. The exhibition addressing the history of the museum through its collection received universal critical acclaim in national and international media.

The exhibition costing some £450,000 was 88% funded by the Heritage Lottery Fund and this is a perfect example of the huge incremental value generated by the HLF. Bringing to London's notice, in such a public fashion, the history and artistic experience of Jewish émigré artists to this country alongside the reality and potential of other émigré communities would not have been possible without their total commitment. Words of thanks are inadequate to express our and the 30,000 visitors' gratitude.

It is signal of the importance of the exhibition that it toured in May 2016 to Christie's London and in November 2016 to the splendid Laing Gallery in Newcastle continuing our tradition of touring our exhibitions nationally and internationally.

We were fortunate in enjoying the support and of Jonathan Symons who generously sponsored the main (of three) catalogues, 'Out of Chaos' for the Centenary and we thank him greatly. It was my privilege to dedicate the book 'Ben Uri, 100 Years in London; Art, Identity Migration' in honour of my late parents and all my friends and colleagues who have worked so hard to transform this institution over the past 15 years.

Other centenary year exhibitions curated and presented were 'No Set Rules' works on paper from the Ben Uri and Southampton City Art Gallery collections (plus catalogue); 'Art in Harmony' in partnership with and at The Royal College of Music; 'Sir William Rothenstein and his circle' (plus catalogue); 'Unexpected' addressing works by a diverse representation of contemporary and established émigré and refugee artists to London.

The list of Trustees, employees and close colleagues, philanthropists and trusts are too long to thank individually for their contribution to the past fifteen year journey in establishing Ben Uri as a serious qualitative member of London's cultural arena addressing issues of Art, Identity and Migration within the umbrella of Social Integration through, as we describe it, 'Using Art Differently'.

However special mention must be made of three; Mike Posen, Trustee for some 25 years; Rachel Dickson, Head of curatorial services and with us for the past 14 years; Sarah MacDougall, Head of Collections and Eva Frankfurter Fellow for the research on émigré artists, who likewise has been with us for the past 14 years and crucial to the success of the journey. I and the Board pay due tribute to them and bestowed on them the title of 'Honorary Patron' at the opening of 'Out of Chaos' at Christie's in May 2015.

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2016

We continued to add to the collection with a further c20 works principally by émigré artists. This focus including émigré artists from other, often younger, émigré communities continues as the major facet of our Collecting policy.

Our future is a Ben Uri led Museum of Art, Identity and Migration addressing the journeys to London and art by artists from across the wide ethnic arena since the start of the 20th century – a modern and contemporary focus that people can readily engage.

The fundamental principle of building a robust, long term business is to focus on developing a product of excellence, distinctiveness and of value to the user.

This is exactly the principle that we have built 'Ben Uri, The Art Museum for Everyone' over these past 16 years focusing on and through Art, Identity and Migration. We commit to excellence and always seek to exceed expectations.

Before I report on the year-in year-out issues facing the institution I think it is timely to reflect on the past 16 years' journey to reach and share our Centenary year.

The transformation from a domestic Jewish community art institution into a recognised Museum within London and the country's landscape has been based on the following;

A wider vision of the role of a museum and its place in the complex jigsaw of society.

Repositioning Ben Uri from operating for and within the Jewish community to proudly representing the community in the heart of the mainstream museum sector.

Re-craft our charitable objectives to expand our envelope and focus on Art, Migration and Identity.

Developing programming across Exhibitions, Learning and very importantly Wellbeing that impact all communities around us.

Build through consistent quality programmes a wide diverse audience and an appetite for more.

Take considered risks to break new ground for Ben Uri and Museums in general. Don't wait until every potential initiative is funded as we could wait forever - if it is right then do it and prove the potential value to funders going forward based on the understanding that if necessary we can fund through a more beneficial and productive reallocation of assets.

In the 16 years since we continuously address and refine what meaningful incremental value Ben Uri has the capacity to bring to London and how it can build an ongoing distinctive brand and brand values. Without the brand reputation we are not considered as serious contenders for the right space, always within easy walking distance to a major cultural institution, to ensure sufficient on-site visitors of a minimum of c 100,000 per annum as a minimum to ensure cultural and financial sustainability within the world's most competitive city for the public's cultural and art attention.

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2016

The starting point was 1995/96 when Ben Uri lost its 4th floor gallery space in the West End Great Synagogue in Dean Street, Soho W1, as the building was sold.

By September 2000, when a new Board led by me was elected to take responsibility for the future of the museum, it was located in an office on the third floor of a building within The Reform Judaism campus in East End Road, Finchley, London N2.

In these first years we invested serious time and debate to understand why Ben Uri declined in the last quarter of the 20th century and how we could reinvent the purpose and positioning to create at least a chance of a successful meaningful future. We inspected and analysed the collection as it was and remains our core asset. The result in these early years was close to 1000 works by some 380 artists, 67% émigré, 24% women with many masterworks of the highest quality.

We recognized the Jewish community, by evidence of the financial reports of the 1980s and 1990s, had never meaningfully supported the institution. It clearly never established itself as 'core' within its charitable giving. This coupled with the demographics as at the 1991 and 2001 census, where it was clear the secular segment of the Jewish community who may have interest in the visual arts was shrinking, illustrated that there was no justification to expect a transformation of support from our home community even if we transformed standards of presentation and scholarship to national museum standards. Visual arts will always be a minority interest and we accepted far down the priority order of community worthy causes.

The combination of collection characteristics and the reality of domestic funding coupled with the need for the institution to have a meaningful distinctive contribution to make directed us to reposition the museum in the center of London's mainstream sector with a strong focus on émigré artists and 'Using Art Differently' to engage with immigrant communities across London to share experiences.

In summary over the past 16 years we have;

Leased our own temporary gallery space in 2002 in Boundary Road, St John's Wood.

Curated over 80 exhibitions.

Toured exhibitions to 17 venues across 3 continents.

Published some 50 catalogues distributed nationally and internationally.

Acquired some 350 works for the Collection including master works by Auerbach, Bomberg, Chagall, Epstein, Gertler, Grosz, Herman, Levy, Liebermann, Soutine and Wolmark amongst others.

Digitised the 1350 strong collection and all on-line and easily searchable.

Chronicled our 100 year archive and developing it into an incredible on-line social history and

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CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2016

art history resource.

Built the Ben Uri library to over 500 art reference books principally on Jewish artists, mostly émigré.

Produced extensive school Learning programmes as part of the National Education Network accessible by some 20,000 schools nationwide.

Produced some 60 videos about artists, exhibitions and the Ben Uri philosophy for BUTV and Youtube.

Developed three separate well-being programmes for the elderly living with early stage dementia - two of which have been internationally recognised.

In total we now engage and connect either physically or virtually with over 400,000 people each year and growing.

It is interesting to reflect on the financial picture over the period.

Income:

- 6 years 1995-2000:- £293,000 (excluding compensation for vacating Dean Street gallery) -- average of some £49,000 per annum.
- 16 years 2001-2016:- £5m -- average of some £310,000 per annum.

Expenses:

- 6 years 1995-2000:- £419,000 -- average of £70,000 per annum.
- 16 years 2001-2016:- £5.128m -- average of £321,000 per annum.

Surplus / (Deficit):

- 6 years 1995-2000:- (£126,000) -- average deficit of £21,000 per annum.
- 16 years 2001-2016:- (£172,000) -- average deficit of £11,000 per annum.

Collection acquisitions:

- 6 years 1995-2000:- none recorded in the financial accounts.
- 16 years 2001-2016:- £780,000 -- average of £49,000 per annum.

Creditors at year end:

1995:- £3,500
2000:- £6,000

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2016

2016:- £976,000

Net asset value at year end reflecting assets acquired since 2001 and excluding un-valued c1000 heritage assets acquired between 1915 and 2000.

1995:- £116,000

2000:- £282,000

2016:- £5.96m

(We wish to publicly and fully recognise the invaluable support and generosity of the Art Fund, the HLF, the V&A Purchase Grant Fund and many like-minded individuals and family foundations in contributing to our collection acquisition programme.)

Overall Ben Uri is a completely different and stronger institution against all measures.

However, having built the cultural, social impact and financial foundations we are still facing important issues of long term sustainability including succession, board composition, refinancing the current creditor level primarily made up of Trustee and interested party loans, and future location / partnership.

The Board has been aware of my unreliable health since October 2014 and the situation became further aggravated in the summer of 2015. The Board convened an expansive Options Review and met in November 2015 and plans were subsequently put in place to accelerate action to address all the above strategic issues. Refinancing was a necessary part of the strategy and we concluded that if there was no option we would commission the curators to undertake an exhaustive review of the 1350 strong collection to identify non-core works that are seldom exhibited which could be sold at minimal or no loss of impact. The Arts Council England and the Museum's Association were consulted at every stage in this process through 2016.

The judgment of the Board was and remains that it is infinitely more beneficial for our growing 400,000 annual audience for Ben Uri to continue to grow in impact minus carefully selected artworks of little or no relevance to our revised and committed strategy rather than any alternative that could be identified or offered. Sustainability is a conundrum facing the Museum Sector at large with growing numbers of closures year on year. Your Board made its very carefully considered decision based on the options open and offered to us. As we were unsuccessful in raising the additional monies required to tidy our balance sheet, a very limited de-accession was commenced in November 2016. This does not affect or change every other policy within museum best practice and ethos to which we remain fully committed.

Property:

We remain in discussions for two alternative sites – one in the City of London and the other in East London.

Partnerships / mergers:

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CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2016

We continue to explore compatible merger opportunities with Universities where our scholarship on Migration studies and the Artistic experience can be absorbed and enhanced by the academic structure alongside greater presentation of the collection.

2015-2016 Financial Year was in many ways an extraordinary experience for all at the museum and our visitors. A record year in terms of visitor numbers; historically important catalogues produced; historically important films made about Ben Uri past present and future including interviews with Sir Nicholas Serota, Sandy Nairne, Alan Yentob, Jackie Wullschlager, Dianne Abbot MP amongst others; our Well-being programmes internationally recognised; our school learning programmes increasingly accessed nationally; and our curators' scholarship published in books and periodicals and internationally recognised.

Once refinanced the institution is ready to recruit executive management across the income generation focus and alongside start to develop its three principal business concepts as a means of ensuring sustainability in a future c50,000 sq. ft. location.

We have achieved much as a 'start-up' in 2001 and the future is in our hands – London's hands - maybe your hands – to exploit the infrastructure we have built for the benefit of London, émigré artists and communities, within the overall umbrella of social integration in our society.

On behalf of the Board we recognise and pay tribute to our predecessors. I pay the greatest tribute to all my current colleagues and supporters for facilitating an extraordinary 16 year journey enabling Ben Uri to contribute widely and effectively across many levels with the potential for a large, impactful, sustainable Ben Uri Museum of Art, Identity and Migration.

David J Glasser
Executive Chair
December 2016

**BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
THE BOARD'S REPORT (INCLUDING DIRECTORS' REPORT)
FOR THE YEAR ENDED 31 MARCH 2016**

The Members of the Board present their report and accounts for the year ended 31 March 2016.

The accounts have been prepared in accordance with the accounting policies set out in note 1 to the accounts and comply with the charity, the Companies Act 2006 and the Statement of Recommended Practice, "Accounting and Reporting by Charities", issued in March 2005.

Objectives and activities

The charity is a company limited by guarantee and was founded in 1915 and named after Bezalel Ben Uri, the craftsman-builder of the Tabernacle, who is mentioned in Exodus 31. Ben Uri Gallery and Museum Limited was at the heart of the artistic and cultural life of Anglo-Jewry since its foundation. The institution effectively closed at the end of 1995 and was re-launched under the direction of a new board in October 2000, led by David Glasser, as Ben Uri, The Art Museum for Everyone, properly contextualising the Jewish Artistic experience within the wider cultural milieu rather than within any religious confines. It was very deliberately and strategically positioned at the heart of London's mainstream museum and cultural offer for the new millennium.

Its new mission was to effectively communicate the Jewish experience in the visual arts within the principal contexts of Art, Identity and Migration reflecting and directly relevant to the greatest social cohesion challenges of the 21st century. The story of Ben Uri artists was / remains universal and not singularly a Jewish experience so it remains logical to share the stage with other émigré communities. The strategy was and remains clearly designed to engage the largest possible audiences from the widest possible communities. Its objectives were / are to create a unique museum that bridged communities through art - create a 'museum for everyone'. Programming throughout the year continued to reflect the objectives and strategy to achieve. With over thirteen hundred paintings, sculptures, drawings and prints, Ben Uri is custodian of the largest and widely recognised as the most important specialist collection of its kind in the world and has a duty to show it and share the 1300 stories to be told of creativity and citizenship with newer immigrant and long standing British communities in London across the country.

Ben Uri Gallery and Museum Limited is a fully registered museum and provides a showcase for exhibitions of contemporary as well as historically important artists from inside and outside its collection. The collection includes works by the foremost Jewish artists of modern times including world class examples by Frank Auerbach, David Bomberg, Jacob Epstein, Mark Gertler, Josef Herman, R.B. Kitaj, Leon Kossoff, Arthur Segal, Alfred Wolmark who although almost all are émigré are considered British and from abroad, Marc Chagall, George Grosz, Chaim Soutine, Max Liebermann and Lesser Ury.

The collection is also used as a vital source of information for students researching the work of Jewish artists in their own right and as the museum presents them within the broader academic milieu. Ben Uri Gallery and Museum Limited provides a number of facilities for assisting teachers, students and researchers, promoting understanding of both technique and context. A review of the progress for the year and the financial report for the year are included in the Chairman's report

Directors of a charity have a duty to report in their Annual Report on their charity's public benefit. The Directors of the charity have considered the requirements which are explained on the Charity Commission website.

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THE BOARD'S REPORT (CONTINUED)(INCLUDING DIRECTORS' REPORT)
FOR THE YEAR ENDED 31 MARCH 2016

Public benefit statement

The sections of this report above entitled "Objectives and Activities" sets out the charity's objectives and reports on the activity and successes in the year as well as explaining the plans for the current financial year. The Directors have considered this matter and concluded that the underlying mission to further social integration remains a robust and important use of charitable funds and energies:

1. That the aims of the organisation continue to be charitable;
2. That the aims and the work done give identifiable benefits to the charitable sector and both indirectly and directly to individuals;
3. That the benefits are for the public, are not unreasonably restricted in any way and certainly not by ability to pay; and
4. That there is no detriment or harm arising from the aims or activities.

The charity continued to extend its mission to wider and more diverse audiences through exhibitions, education, well-being programmes and social dialogues. Full details are reported in the Chairman's Report.

We remain indebted to the many volunteers who assist us to manage our well-being, exhibition and learning. Their support and involvement is crucial as we build the operating model and brand recognition as the platform for the Board to fulfil their responsibility in raising finance to recruit expert professional executives to run the institution. The Chairman has continued to lead the renaissance of the museum, working full time on a pro bono basis, since elected in October 2000.

The Members of the Board have paid due regard to guidance issued by the Charity Commission in deciding what activities the charity should undertake.

The company's policy is to consult and discuss with employees, through unions, staff councils and at meetings, matters likely to affect employees' interests.

Information of matters of concern to employees is given through regular staff meetings, information bulletins and reports which seek to achieve a common awareness on the part of all employees of the financial and economic factors affecting the company's performance.

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort would be made to ensure that their employment within the company's continues and that the appropriate training is arranged. It is the policy of the company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

Achievements and performance

Full details are included in the Chairman's Report.

Financial review

It is the policy of the charity that unrestricted funds which have not been designated for a specific use should be maintained at a level equivalent to between three and six month's expenditure. The Members of the Board considers that reserves at this level will ensure that, in the event of a significant drop in funding, they will be able to continue the charity's current activities while consideration is given to ways in which additional funds may be raised. This level of reserves has been maintained throughout the year.

The Members of the Board have assessed the major risks to which the charity is exposed, and are satisfied that systems are in place to mitigate exposure to the major risks.

BEN URI GALLERY AND MUSEUM LIMITED
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THE BOARD'S REPORT (CONTINUED)(INCLUDING DIRECTORS' REPORT)
FOR THE YEAR ENDED 31 MARCH 2016

The Board continually reviews the achievements to date and the potential within the organisation against the financial risks involved in financing what has been an annual deficit this year. Although the Ben Uri Gallery and Museum is not in a position to build up reserves due to the deficit this year the Board is convinced that the intellectual asset that has been built up over the past thirteen years (ignoring the increase in value of the collection of well over £3m) far outweighs the short-term financing risk. However, this subject is reviewed at regular Board meetings and managed with great care and responsibility.

Structure, governance and management

The Charity, which is a company limited by guarantee, was constituted by its Memorandum and Articles of Association adopted in April 1980. However, these were considered by the Board to be long out of date in language, clarity and purpose. The Board embarked on an extensive redrafting of the M&A to accurately reflect the current and future direction of the charity with the expert assistance of Reed Smith LLP, solicitors. The Charity Commission accepted the revisions and the new M&A was legally binding in July 2014. This change was a further strategic achievement in establishing the platform for a central London museum encompassing the widest outreach focussing on Art, Identity and Migration.

The Members of the Board, who are also the directors for the purpose of company law, and who served during the year were:

David Glasser

Mike Posen

Hilary Bauer

Amanda Lewis

David Herman

Simon Bentley

(Resigned 27 January 2016)

(Appointed 1 July 2015 and resigned 10 December 2015)

(Appointed 31 May 2016)

The governing body is the company Board of Directors / Trustees of the Charity being one and the same. The Board is the 'executive' and meets monthly. The management of the company / museum is operated through department heads reporting, within a collegiate structure, through the Chief Executive or in person to the Board. Particular thanks are due to members of the Collection, Acquisitions and Exhibitions committees.

None of the Members of the Board has any beneficial interest in the company. All of the Members of the Board are members of the company and guarantee to contribute £1 in the event of a winding up.

The company's current policy concerning the payment of trade creditors is to follow the CBI's Prompt Payers Code (copies are available from the CBI, Centre Point, 103 New Oxford Street, London WC1A 1DU).

The company's current policy concerning the payment of trade creditors is to:

- settle the terms of payment with suppliers when agreeing the terms of each transaction;
- ensure that suppliers are made aware of the terms of payment by inclusion of the relevant terms in contracts; and
- pay in accordance with the company's contractual and other legal obligations.

The affairs of the Ben Uri Gallery and Museum Limited are directed by the Board, all the members of which are formally appointed as directors of the Ben Uri Gallery and Museum Limited. The Board is involved in the determination of policy and in monitoring its implication. The Board meets monthly whenever possible.

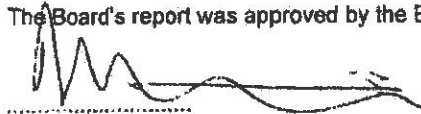
Note 15 sets out an analysis of the assets attributable to the various funds and a description of the trusts. These assets are sufficient to meet the charity's obligations on a fund by fund basis.

**BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
THE BOARD'S REPORT (CONTINUED)(INCLUDING DIRECTORS' REPORT)
FOR THE YEAR ENDED 31 MARCH 2016**

Auditors

In accordance with the company's articles, a resolution proposing that Westbury be reappointed as auditors of the company will be put at a General Meeting.

The Board's report was approved by the Board of Members Of The Board.



David Glasser

Trustee

Dated: 29/12/16

**BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
DIRECTORS' RESPONSIBILITIES STATEMENT**

FOR THE YEAR ENDED 31 MARCH 2016

The Members of the Board, who are also the directors of Ben Uri Gallery and Museum Limited for the purpose of company law, are responsible for preparing the The Board's Report and the accounts in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Members of the Board to prepare accounts for each financial year which give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that year.

In preparing these accounts, the Members of the Board are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the will continue in operation.

The Members of the Board are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the accounts comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
INDEPENDENT AUDITOR'S REPORT**

TO THE MEMBERS OF BEN URI GALLERY AND MUSEUM LIMITED

We have audited the financial statements of Ben Uri Gallery and Museum Limited for the year ended 31 March 2016 set out on pages 8 to 21. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102.

This report is made solely to the charity's trustees, as a body, in accordance with section 144 of the Charities Act 2011 and regulations made under section 154 of that Act. Our audit work has been undertaken so that we might state to the charity's trustees those matters we are required to state to them in an auditors' 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 charity and its trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of Members of the Board and auditors

As explained more fully in the statement of The Board's responsibilities set out on pages 1 - 4, the Members of the Board, who are also the directors of Ben Uri Gallery and Museum Limited for the purposes of company law are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view.

The Members of the Board have elected for the accounts to be audited in accordance with the Charities Act 2011 rather than the Companies Act 2006. Accordingly we have been appointed as auditors under section 144 of the Charities Act 2011 and report in accordance with regulations made under section 154 of that Act.

Our responsibility is to audit and express an opinion on the accounts in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the accounts

An audit involves obtaining evidence about the amounts and disclosures in the accounts sufficient to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the charitable company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Members of the Board, and the overall presentation of the accounts. In addition, we read all the financial and non-financial information in the The Board's Annual Report to identify material inconsistencies with the audited accounts and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on accounts.

In our opinion the accounts:

- give a true and fair view of the state of the charitable company's affairs as at 31 March 2016 and of its incoming resources and application of resources, including its income and expenditure, 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.

**BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

TO THE MEMBERS OF BEN URI GALLERY AND MUSEUM LIMITED

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Charities Act 2011 requires us to report to you if, in our opinion:

- the information given in the The Board's Report is inconsistent in any material respect with the accounts; or
- the accounts are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

Other matter

Your attention is drawn to the fact that the charity has prepared accounts 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 (FRS 102) in preference to the Accounting and Reporting by Charities: Statement of Recommended Practice issued on 1 April 2005 which is referred to in the extant regulations but has now been withdrawn.

This has been done in order for the accounts to provide a true and fair view in accordance with Generally Accepted Accounting Practice effective for reporting periods beginning on or after 1 January 2015.



Keith Graham (Senior Statutory Auditor)
for and on behalf of Westbury

29 December 2016

Chartered Accountants
Statutory Auditor

2nd Floor
145-157 St John Street
London
EC1V 4PY

Westbury is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF FINANCIAL ACTIVITIES
INCLUDING INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2016

	Notes	Unrestricted funds £	Restricted funds £	Total 2016 £	Total 2015 £
<u>Income from:</u>					
Donations and legacies	3	226,282	384,853	611,135	204,997
Activities for generating funds	4	61,702	-	61,702	51,662
Total income		287,984	384,853	672,837	256,659
<u>Expenditure on:</u>					
Raising funds	5	182,398	-	182,398	100,123
Charitable activities	6	81,498	384,853	466,351	422,494
Total resources expended		263,896	384,853	648,749	522,617
Net incoming/(outgoing) resources		24,088	-	24,088	(265,958)
<u>Other recognised gains and losses</u>					
Revaluation of tangible fixed assets		2,559,653	-	2,559,653	57,700
Net movement in funds		2,583,741	-	2,583,741	(208,258)
Fund balances at 1 April 2015		3,369,484	-	3,369,484	3,577,742
Fund balances at 31 March 2016		5,953,225	-	5,953,225	3,369,484

The statement of financial activities also complies with the requirements for an income and expenditure account under the Companies Act 2006.

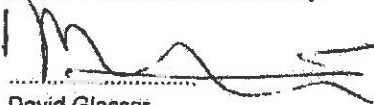
BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
SUMMARY INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2016

	All income funds	
	2016	2015
	£	£
Gross income	672,837	256,659
Total expenditure from income funds	648,749	522,617
Net income/(expenditure) for the year	24,088	(265,958)

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
BALANCE SHEET
AS AT 31 MARCH 2016

	Notes	2016 £	£	2015 £	£
Fixed assets					
Tangible assets	14		34,632		12,564
Heritage assets			6,653,197		4,074,947
Investments	15		1		1
			<u>6,687,830</u>		<u>4,087,512</u>
Current assets					
Stocks	17	103,122		58,113	
Debtors	18	136,264		54,268	
Cash at bank and in hand		2,155		3,431	
		<u>241,541</u>		<u>115,812</u>	
Creditors: amounts falling due within one year	20	<u>(687,250)</u>		<u>(397,569)</u>	
Net current liabilities			<u>(445,709)</u>		<u>(281,757)</u>
Total assets less current liabilities			<u>6,242,121</u>		<u>3,805,755</u>
Creditors: amounts falling due after more than one year	21		<u>(288,896)</u>		<u>(436,271)</u>
Net assets			<u><u>5,953,225</u></u>		<u><u>3,369,484</u></u>
Income funds					
General unrestricted funds		314,620		320,687	
Revaluation reserve		<u>5,608,450</u>		<u>3,048,797</u>	
			<u>5,953,225</u>		<u>3,369,484</u>
			<u><u>5,953,225</u></u>		<u><u>3,369,484</u></u>

The financial statements were approved by the board of directors and authorised for issue on 24/12/16 and are signed on its behalf by:



David Glasser
Trustee

Company Registration No. 1488690

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

Company information

Ben Uri Gallery and Museum Limited is a private company limited by guarantee incorporated in England and Wales. The registered office is 108a Boundary Road, St. John's Wood, London, NW8 0RH.

1.1 Accounting convention

These accounts have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102"), "Accounting and Reporting by Charities" the Statement of Recommended Practice for charities applying FRS 102, the Companies Act 2006 and UK Generally Accepted Accounting Practice as it applies from 1 January 2015. The charity is a Public Benefit Entity as defined by FRS 102.

The accounts are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The accounts have been prepared on the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

1.2 Going concern

The Board reviews its finances monthly and is conscious that a refinancing of current debt will be necessary through a combination of donations and the sale of non-core assets. Given the asset value declared and the material value of Heritage Assets acquired between 1920 and 2001 of some 1000 works the Board are comfortable in its ability to refinance and continue to finance the development of the institution for the foreseeable future. The Board has also agreed to repay D Glasser, the principal creditor, one half of his outstanding loan, as detailed in note 21, within the next 12 months as soon as the charity is in a position to do so. Mr Glasser has agreed not to demand repayment of the balance of his loans for at least 12 months from the date of approval of these accounts. Thus the Board is satisfied that it is appropriate to continue to adopt the going concern basis of accounting in preparing the accounts.

1.3 Charitable funds

Unrestricted funds are available for use at the discretion of the Members of the Board in furtherance of their charitable objectives unless the funds have been designated for other purposes.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the accounts.

1.4 Incoming resources

Income is recognised when the charity is legally entitled to it after any performance conditions have been met, the amounts can be measured reliably, and it is probable that income will be received.

Cash donations are recognised on receipt. Other donations are recognised once the charity has been notified of the donation, unless performance conditions require deferral of the amount. Income tax recoverable in relation to donations received under Gift Aid or deeds of covenant is recognised at the time of the donation.

Legacies are recognised on receipt or otherwise if the charity has been notified of an impending distribution, the amount is known, and receipt is expected. If the amount is not known, the legacy is treated as a contingent asset.

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.5 Resources expended

Liabilities are recognised as soon as there is a legal or constructive obligation committing the charity to the expenditure. All expenditure is accounted for on an accruals basis and has been classified under headings that aggregate costs related to the category.

Staff and support costs are allocated to the particular activity where the costs relate to that activity.

1.6 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Short Lease Property	Over the period of lease
Plant and machinery	25% straight line
Fixtures, fittings & equipment	15% reducing balance
The Collection - recent acquisitions	Nil

1.7 Impairment of fixed assets

At each reporting end date, the charity reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss.

1.8 Stocks

Stocks are stated at the lower of cost and net realisable value. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition. Items held for distribution at no or nominal consideration are measured at cost.

1.9 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.10 Financial instruments

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the charity becomes party to the contractual provisions of the instrument.

Financial assets are offset, with the net amounts presented in the accounts when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

The trust only has financial assets and financial liabilities of a kind that qualifies as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.11 Employee benefits

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Governance Costs

Governance costs include costs of the preparation and examination of the statutory accounts, the costs of trustee meetings and the cost of any legal advice to the Council members on governance or constitutional matters.

1.13 Pensions

The pension costs recognised in the financial statements represent a pension paid to a former employees widow.

1.14 Accumulated funds

Restricted funds are subject to specific conditions by donors as to how they may be used. Expenditure which meets these criteria is charged to the fund, together with an appropriate allocation of management and support costs.

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.15 Heritage assets: Works of art - "The Collection"

The Trustees consider the works of art - "The Collection" – to be heritage assets as defined by the SORP and FRS 102 Section 34. Works of Art consist of paintings, sculptures, photographs, videos, prints and other works produced in editions acquired by purchase and or accepted to be accessioned into the collection through acquisition, donation and bequest. The Collection of some 1,300 works is held and exploited for historical, artistic and educational purposes in support of the Museum/Charity's objects.

Additions to the Collection acquired by purchase since April 2001 have been capitalised and recognised in the balance sheet at cost on an annual basis. Following the SORP regarding donated heritage assets, from this financial year all works accessioned into the Collection through donation and bequest from April 2001 have now been reported in the Balance Sheet at commercial market value using recent transaction information from auctions as the basis of assessment. Following advice and given the very considerable increase in value of the works accessioned into the collection via outright purchase since April 2001 the Trustees have agreed to have those works re-valued at current commercial market value following exactly the same process as those works donated or bequest whenever values have shifted materially up or down.

In accordance with the Trustees' understanding of the guidance and illustrations detailed in FRS 102, 'Market value' has been defined by the Trustees for this purpose as being the lower of the comparable assessed cost to acquire at auction using recent transaction information compared to that charged at an appropriate retail art gallery. The valuations have been assessed with great care by the Museum's resources at no cost.

The artworks are deemed to have indeterminate lives and a high residual value; hence the Trustees do not consider it appropriate to charge depreciation.

Going forward, all artworks purchased for the Collection will continue initially to be recorded in the Balance Sheet at cost and the Trustees will, if considered appropriate, have them re-valued at any point in the future if meaningful changes of current commercial market value, either increase or decrease, are recognised or advised. Collection artworks acquired by donation or bequest will be recorded in the Balance Sheet at current market value as previously defined being the lower of auction transaction or gallery prices using recent transaction at auctions and appropriate gallery prices.

There are over 1,000 Heritage Assets within the collection, acquired by whatever means in the years between 1915 and end March 2001, that are in accordance with the same SORP not valued and not reflected with any financial value in these accounts.

Preservations costs:

The Museum continues to have an on-going restoration and preservation programme to preserve or clearly prevent deterioration of individual collection works and these costs are recognised either as revenue in the income or expenditure accounts if minor, or capitalised within the Heritage Assets if of significance.

2 Critical accounting estimates and judgements

In the application of the charity's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

3 Donations and legacies

	Unrestricted funds £	Restricted funds £	Total 2016 £	Total 2015 £
Donations and gifts	226,282	384,853	611,135	145,788
For the year ended 31 March 2015	84,011	61,777		145,788

Ben Uri benefited from services provided free by D Glasser , The value of these cannot be quantified and therefore no figures have been included in these financial statements. The charity also also benefited from generous grants given by way of discounts by Google estimated at £72,000 which have been included in the accounts.

4 Activities for generating funds

	Unrestricted funds £	Total 2015 £
Fundraising activities	61,702	110,871
For the year ended 31 March 2015	110,871	110,871

5 Raising funds

	Unrestricted funds £	Total 2015 £
<u>Fundraising and publicity</u>		
Costs of activities for generating funds	61,831	47,944
Other fundraising costs	25,162	15,783
Staff costs	23,405	36,396
Fundraising and publicity	110,398	100,123
	182,398	100,123
For the year ended 31 March 2015		
Fundraising and publicity	100,123	100,123

BEN URI GALLERY AND MUSEUM LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

6 Charitable activities

	Artistic programme £	Total £	2015 £
Depreciation and impairment	11,542	11,542	4,494
Staff costs	185,974	185,974	157,030
Leasing	14,000	14,000	14,000
Charitable direct expenditure	254,835	254,835	294,914
	<u>466,351</u>	<u>466,351</u>	<u>470,438</u>
	<u>466,351</u>	<u>466,351</u>	<u>422,494</u>
Analysis by fund			
Unrestricted funds	81,498	81,498	
Restricted funds	384,853	384,853	
	<u>466,351</u>	<u>466,351</u>	
For the year ended 31 March 2015			
Unrestricted funds	360,717		360,717
Restricted funds	61,777		61,777
	<u>422,494</u>		<u>422,494</u>

7 Support costs

	Support costs £	Governance costs £	2016 £	2015 £	Basis of allocation
Depreciation	11,542	-	11,542	4,494	
Audit fees		4,250	4,250	2,500	Governance
	<u>11,542</u>	<u>4,250</u>	<u>15,792</u>	<u>6,994</u>	
Analysed between Charitable activities	<u>11,542</u>	<u>4,250</u>	<u>15,792</u>	<u>6,994</u>	

BEN URI GALLERY AND MUSEUM LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

9 Auditors' remuneration

The analysis of auditor's remuneration is as follows:

	2016 £	2015 £
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	4,250	2,500
	<u>4,250</u>	<u>2,500</u>

10 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2016 Number	2015 Number
	6	4
	<u>6</u>	<u>4</u>

Their aggregate remuneration comprised:

	2016 £	2015 £
Wages and salaries	200,884	187,136
Social security costs	7,243	5,039
Pension costs	1,250	1,250
	<u>209,377</u>	<u>193,425</u>

There were no employees whose annual remuneration was £60,000 or more.

11 Trustees

None of the Members of the Board (or any persons connected with them) received any remuneration during the year. One trustee, David Glasser, increased his loans to £577,792 at the year end 2016 from £436,271 at year end 2015. The loan is subject to interest of a maximum of 3% under the charity's Memorandum and Articles. The Trustee has in recent years charged such interest and according to the records ensured his annual monetary donations have exceeded this amount.

The Charity benefits from the provision, without charge, of a variety of skills and other services by the members of Council including the executive chair who, since elected in October 2000, continues to provide his services full time at no remuneration. It is estimated that the value of his services is in the region of £100,000 per year but this benefit is not reflected in these accounts.

BEN URI GALLERY AND MUSEUM LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

13 Heritage Assets

	Purchased £	Donated £	Total £
At 1 April 2015	3,701,009	373,938	4,074,947
Revaluations at 31 March 2016	2,530,000		2,530,000
Additions	18,597	-	18,597
Revaluation of acquisitions during the year	-	29,653	29,653
	<u>6,249,606</u>	<u>403,591</u>	<u>6,653,197</u>

As at 31 March 2016, heritage assets comprising of purchased and donated artwork accessioned to the collection since April 2001 has been valued at current commercial market value by the museum's internal resources, using their considerable expertise, at £6,653,197. The Government Indemnity Scheme has increased the value of two works in the collection by £2,500,000 and £30,000 respectively and the Board has agreed to increase the insurance value accordingly.

Ben Uri adheres to a strict acquisitions process, which considers a range of factors including the cultural and historical relevance and importance of an artwork and its condition. The Collection and Acquisition Committee approve additions to the collection. The committee is guided by the museum's acquisition policy and regularly consults with other experts in the specialist field under scrutiny. Every work is researched for provenance between the Nazi era of 1933-1945 prior to acquisition.

The charity maintains a register of heritage assets and also maintains an online catalogue on its website.

Heritage assets accessioned in this financial year have been re-valued internally as at 31 March 2016 as detailed above. Following key factors have been taken into consideration:-

- (i) Artist,
- (ii) Image,
- (iii) Medium,
- (iv) Date,
- (v) Dimensions,
- (vi) Provenance,
- (vii) Auction records of similar,
- (viii) Date of sale analysis against current market,
- (ix) Category (quality/ appeal/scarcity/ rarity),
- (x) Commercial art galleries' current offer/pricing.

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

14 Tangible fixed assets

	Short Lease Property	Plant and machinery	Fixtures, fittings & equipment	Total
	£	£	£	£
Cost				
At 1 April 2015	21,589	24,024	14,282	59,895
Additions	-	28,716	4,895	33,611
At 31 March 2016	21,589	52,740	19,177	93,506
Depreciation and impairment				
At 1 April 2015	19,124	21,537	6,670	47,331
Depreciation charged in the year	833	8,759	1,951	11,543
At 31 March 2016	19,957	30,296	8,621	58,874
Carrying amount				
At 31 March 2016	1,632	22,444	10,556	34,632
At 31 March 2015	2,465	2,487	7,612	12,564

16 Financial instruments

	2016 £	2015 £
Carrying amount of financial assets		
Debt instruments measured at amortised cost	110,788	31,702
Equity instruments measured at cost less impairment	1	1
	110,789	31,703
Carrying amount of financial liabilities		
Measured at amortised cost	965,789	829,591

17 Stocks

	2016 £	2015 £
Books and Catalogues	103,122	58,113

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

18 Debtors

	2016	2015
	£	£
Amounts falling due within one year:		
Trade debtors	659	-
Other debtors	126,062	32,779
Prepayments and accrued income	9,543	21,489
	<u>136,264</u>	<u>54,268</u>

19 Loans and overdrafts

	2016	2015
	£	£
Bank overdrafts	53,691	94,665
	<u>53,691</u>	<u>94,665</u>
Payable within one year	53,691	94,665
	<u>53,691</u>	<u>94,665</u>

The bank overdraft is secured by personal guarantees provided by two members of the board.

20 Creditors: amounts falling due within one year

	2016	2015
	£	£
	Notes	
Loans and overdrafts	19	53,691
Other taxation and social security		3,342
Trade creditors		72,676
Other creditors (see note 21 below)		550,526
Accruals and deferred income		7,015
		<u>687,250</u>
		<u>397,569</u>

21 Creditors: amounts falling due after more than one year

	2016	2015
	£	£
Other creditors	288,896	436,271
	<u>288,896</u>	<u>436,271</u>

Other creditors includes loans of £577,792 (2015: £436,271) due to D. Glasser who was a trustee during the year. Of that total half has been included in current liabilities. The loans have no fixed repayment term but the Board has agreed to repay one half of that loan to him during the twelve months following the approval of these financial statements as soon as the charity is able. During the year, an interest charge of £16,351 (2015: £8,931) at 3% has been charged on this loan as permitted by the articles of the charity.

BEN URI GALLERY AND MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2016

22 Retirement benefit schemes

Defined contribution schemes

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

The charge to profit and loss in respect of defined contribution schemes was £1,250 (2015: £1,250).

23 Analysis of net assets between funds

	Unrestricted funds	Total
	£	£
Fund balances at 31 March 2016 are represented by:		
Tangible fixed assets	34,632	34,632
Heritage assets	6,653,197	6,653,197
Investments	1	1
Current assets/(liabilities)	(445,709)	(445,709)
Creditors falling due after more than one year	(288,896)	(288,896)
	<u>5,953,225</u>	<u>5,953,225</u>