

COMPANY REGISTRATION NUMBER: 05460619

CHARITY REGISTRATION NUMBER: 1110869

**The Society of Botanical Artists Limited**  
**Company Limited by Guarantee**  
**Unaudited Financial Statements**  
**31 July 2017**

**PARKER O'REGAN TANN & CO**

Chartered Certified Accountants  
Bangor Business Centre  
2 Farrar Road  
Bangor  
Gwynedd  
LL57 1LJ

# **The Society of Botanical Artists Limited**

**Company Limited by Guarantee**

**Financial Statements**

**Year ended 31 July 2017**

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# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Trustees' Annual Report (Incorporating the Directors' Report)**

**Year ended 31 July 2017**

The trustees, who are also the directors for the purposes of company law, present their report and the unaudited financial statements of the charity for the year ended 31 July 2017.

#### **Reference and administrative details**

**Registered charity name**            The Society of Botanical Artists Limited

**Charity registration number**       1110869

**Company registration number**    05460619

**Principal office and registered office**    1 Knapp Cottages  
Wyke Road  
Gillingham  
Dorset  
SP8 4NQ

#### **The trustees**

S Armitage  
P Stenning  
S Christopher-Coulson  
Simon J Williams  
G Sellwood  
A S Halsall  
B M Green  
G Showell

**Company secretary**                P Henderson

**Accountants**                        Parker O'Regan Tann & Co  
Chartered Certified Accountants  
Bangor Business Centre  
2 Farrar Road  
Bangor  
Gwynedd  
LL57 1LJ

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Trustees' Annual Report (Incorporating the Directors' Report) *(continued)***

**Year ended 31 July 2017**

#### **Structure, governance and management**

##### **Governing Document**

The Society of Botanical Artists Limited is a charitable company limited by guarantee, incorporated on 23 May 2005. It is governed by its Memorandum and Articles of Association dated May 2005 and amended April 2006. It registered as a charity with the Charity Commission on 15 August 2005, number 1110869.

##### **Appointment of trustees**

All trustees are elected for three years and then they must retire but shall be eligible for re-election.

##### **Trustee induction and training**

Potential trustees are usually co-opted for a year in the first instance. This is part of their induction and each person undergoes orientation to brief them on: their legal obligations under charity and company law, the Charity Commission guidance on public benefit, and inform them of the content of the Memorandum and Articles of Association, the Council and decision-making processes, the business plan and recent financial performance of the charity. Subject to how this co-option works out, each individual is appointed as a trustee for a three-year period, the co-option period counting as the first year.

##### **Organisation**

The board of trustees administers the charity. The board meets periodically, up to four times per year. The board works on an on-going basis via e-mail, telephone and ad-hoc meetings to ensure the charity is managed effectively and efficiently throughout the year and to ensure it delivers its corporate governance responsibilities. It is anticipated that there be sub-committees in place in the coming year which will cover areas such as development, membership and finance. They will meet periodically as required by the programme of work and to meet the charity's objectives. Day to day tasks are performed by the Executive Secretary and other tasks of management and leadership are performed by various members of the team of trustees, led by the President and the Director of the Distance Learning Diploma Course.

##### **Related party**

The charity's wholly-owned subsidiary, Botanical Enterprises Limited (BEL), was established to retail botanical art related goods. BEL gift aids the majority of its profits to the charity (see note 18 to the accounts).

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Trustees' Annual Report (Incorporating the Directors' Report) *(continued)***

**Year ended 31 July 2017**

#### **Objectives and activities**

##### **Our purposes and activities**

The purposes of the charity are:

- To advance and provide the education of the public in aspects of the fine art of botanical painting or any allied art;
- Providing facilities for the exhibition of works by artists practising such art;
- Promoting the protection, appreciation, conservation and nature of plants and natural habitats of plant life with special reference to endangered species.

The annual activities remain the promotion and fostering of knowledge and appreciation of the fine art of botanical painting or any allied arts by the provision of education.

We have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing our aims and objectives and in planning our future activities.

#### **Achievements and performance**

During this year there has not been an open Exhibition held centrally. However there were two smaller regional exhibitions; one in Finchingfield in the East of England and one in Bloomsbury, London. Both were only open to a limited number of members. These were held on an experimental basis both to develop a 'blueprint' for holding such exhibitions again in the future and also to assess whether additional regional exhibitions might be of interest in the future.

What has transpired to be a biennial exhibition in Palmengarten, Frankfurt, took place in autumn 2016. This members only event has become a fixture in the Society's timetable and was again well received with income exceeding costs.

Therefore during this year there were no costs associated with a large central exhibition and instead there was an opportunity to reflect and take stock of the exhibiting situation for the Society for the future and this was reflected in the presentations and discussion at the Annual General Meeting.

Distance Learning Diploma Course 12 completed and graduated in April 2017. Courses 13 and 14 were still in progress at the end of the financial year. The new intake for Course 14 in January 2017 was reasonable and student feedback remains very good.

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Trustees' Annual Report (Incorporating the Directors' Report) *(continued)***

**Year ended 31 July 2017**

#### **Financial review**

##### **Income generation**

The Society's income for the year shows an increase in income over the expenditure, which is due both to the success of the Distance Learning Diploma Courses, and to the fact that there were not the costs associated with a large central exhibition.

The Society's main sources of income were from: membership subscriptions; exhibition fees; donations; a gift-aided donation from Botanical Enterprises Limited (from the exhibition held in April 2016) and the fees for the Distance Learning Diploma Course.

Profits made from the Distance Learning Diploma Course is only used to finance the continuation and improvement of the courses and support other educational activities. Income from the Distance Learning Diploma Course is not used to support other activities of the charity.

The charity's wholly owned trading subsidiary, Botanical Enterprises Limited, generated a profit of £643 which was gift aided to the Society.

##### **Investment policy**

The Society has adopted a risk-free investment policy. Funds not required in the short term are held on instant access deposit with the bankers.

#### **Resources expended**

During the year there has been expenditure on the further development of the Society's website.

The charity depends heavily on volunteer help from its members and friends, from all over the country and overseas, headed by the Council, which consist wholly of trustees and co-optees. There are no employees: any goods and services which members are not able to provide are paid for. The administration and book-keeping for the general activities and the Distance Learning Diploma Courses is carried out on a fee-paying basis by an Executive Secretary who also acts as the Company Secretary.

##### **Reserves policy**

The trustees have reviewed the reserves of the Society. The review covered the nature of the income and expenditure streams, the need to match variable income with fixed commitments, and the nature of the reserves. The trustees concluded that the present level of unrestricted funds should be maintained to ensure the continued aims of the charity.

The trustees continue to maintain that funds relating to the Distance Learning Diploma Courses should remain as designated funds. As at the 31 July 2017 the designated funds relating to the Distance Learning Diploma Courses amounted to £107,035 (2016 - £86,250). The purpose of the funds are to supply and facilitate education and are reinvested for the purpose of long term benefit and development of the diploma courses.

##### **Risk management**

The trustees are responsible for the overseeing of the risks faced by the Society. Detailed considerations of risk are delegated to the trustees. Risks are identified, assessed and controls established throughout the year. A formal review of the charity's risk management processes is undertaken periodically.

Risk is managed under the headings of financial sustainability, health and safety of volunteers, artist and visitors to the exhibitions. Through the risk management processes established for the Society,

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Trustees' Annual Report (Incorporating the Directors' Report) *(continued)***

#### **Year ended 31 July 2017**

the trustees are satisfied that the major risk identified have been adequately mitigated where necessary. It is recognised that systems can only provide reasonable but not absolute assurance that major risks have been adequately managed.

#### **Plans for future periods**

The Society continues to advance the education of the public by promoting the fine art of botanical painting by providing facilities for education, exhibition of works, and promoting the protection, appreciation, conservation and nurture of plants and natural habitats of plant life with special reference to endangered species.

Opportunities for artist development through exhibition and sales of artwork and other related items will be actively pursued by the Council. Such exhibitions are planned to be held in the future at various venues in the UK and overseas.

The trustees have become increasingly concerned about the increasing costs of delivering a large central annual exhibition and are considering ways to restructure the costs of this as well as looking at alternative venues and the frequency of exhibitions. This matter was discussed at length with all members at the Annual General Meeting in May 2017 and it was indicated at that stage that the preference of members will be to exhibit less frequently and in a more cost effective way, rather than to increase the cost of membership to members.

#### **Small company provisions**

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

The trustees' annual report (incorporating the directors' report) was approved on 27 January 2018 and signed on behalf of the board of trustees by:



S Armitage  
Director and Trustee

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Independent Examiner's Report to the Trustees of The Society of Botanical Artists Limited**

**Year ended 31 July 2017**

I report on the financial statements for the year ended 31 July 2017, as set out on pages 8 to 21.

#### **Respective responsibilities of trustees and examiner**

The trustees (who are also the directors of the company for the purposes of company law) are responsible for the preparation of the accounts. The charity's trustees consider that an audit is not required for this year under section 144(2) of the Charities Act 2011 (the 2011 Act) and that an independent examination is needed.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to:

- examine the accounts under section 145 of the 2011 Act;
- to follow the procedures laid down in the general Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act; and
- to state whether particular matters have come to my attention.

#### **Basis of independent examiner's report**

My examination was carried out in accordance with the general directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and the seeking of explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and, consequently, no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the statement below.



# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Independent Examiner's Report to the Trustees of The Society of Botanical Artists Limited *(continued)***

**Year ended 31 July 2017**

#### **Independent examiner's statement**

In connection with my examination, no matter has come to my attention:

(1) which gives me reasonable cause to believe that in any material respect the requirements:

- to keep accounting records in accordance with section 386 of the Companies Act 2006, and
- to prepare accounts which accord with the accounting records, comply with the accounting requirements of section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice: Accounting and Reporting by Charities

have not been met, or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.

Mr G Tann FCCA



PARKER O'BEGAN TANN & CO  
Chartered Certified Accountants

Bangor Business Centre  
2 Farrar Road  
Bangor  
Gwynedd  
LL57 1LJ

27 January 2018

# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Statement of Financial Activities (including income and expenditure account)

31 July 2017

		2017		2016
		Unrestricted	Total funds	Total funds
	Note	funds	£	£
<b>Income and endowments</b>				
Donations and legacies	5	16,459	<b>16,459</b>	13,954
Charitable activities	6	177,137	<b>177,137</b>	177,262
Investment income	7	171	<b>171</b>	111
Other income	8	2,345	<b>2,345</b>	1,339
<b>Total income</b>		<u>196,112</u>	<u><b>196,112</b></u>	<u>192,666</u>
<b>Expenditure</b>				
Expenditure on charitable activities	9,10	137,003	<b>137,003</b>	173,891
<b>Total expenditure</b>		<u>137,003</u>	<u><b>137,003</b></u>	<u>173,891</u>
<b>Net income and net movement in funds</b>		<u>59,109</u>	<u><b>59,109</b></u>	<u>18,775</u>
<b>Reconciliation of funds</b>				
Total funds brought forward		125,544	<b>125,544</b>	106,770
<b>Total funds carried forward</b>		<u>184,653</u>	<u><b>184,653</b></u>	<u>125,545</u>

The statement of financial activities includes all gains and losses recognised in the year.  
All income and expenditure derive from continuing activities.

The notes on pages 11 to 21 form part of these financial statements.

# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Statement of Financial Position

31 July 2017

		2017		2016
		£	£	£
<b>Fixed assets</b>				
Tangible fixed assets	16		750	–
Heritage assets	17		–	1,000
Investments	18		1	1
			<u>751</u>	<u>1,001</u>
<b>Current assets</b>				
Stocks	19	800		800
Debtors	20	53,043		42,912
Cash at bank and in hand		<u>295,615</u>		<u>234,153</u>
		<u>349,458</u>		<u>277,865</u>
<b>Creditors: amounts falling due within one year</b>	21	<u>165,556</u>		153,321
<b>Net current assets</b>			<u>183,902</u>	<u>124,544</u>
<b>Total assets less current liabilities</b>			<u>184,653</u>	<u>125,545</u>
<b>Net assets</b>			<u>184,653</u>	<u>125,545</u>
<b>Funds of the charity</b>				
Unrestricted funds			<u>184,653</u>	<u>125,545</u>
<b>Total charity funds</b>	23		<u>184,653</u>	<u>125,545</u>

For the year ending 31 July 2017 the charity was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

#### Directors' responsibilities:

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

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The statement of financial position  
continues on the following page.

The notes on pages 11 to 21 form part of these financial statements.

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Statement of Financial Position *(continued)***

**31 July 2017**

These financial statements were approved by the board of trustees and authorised for issue on 27 January 2018, and are signed on behalf of the board by:

A handwritten signature in black ink, appearing to read 'S Armitage', with a stylized, cursive script.

S Armitage  
Director

Company Registration Number: 05460619

The notes on pages 11 to 21 form part of these financial statements.

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Notes to the Financial Statements**

**Year ended 31 July 2017**

#### **1. General information**

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is 1 Knapp Cottages, Wyke Road, Gillingham, Dorset, SP8 4NQ.

#### **2. Statement of compliance**

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', the 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) (Charities SORP (FRS 102)) and the Charities Act 2011.

#### **3. Accounting policies**

##### **Allocation of support costs**

Support costs are those functions that assist the work of the charity but do not directly undertaken charitable activities. Support costs include office costs, finance and governance costs which support the charity's activities. These costs have been allocated between cost of expenditure on charitable activities. The bases on which support costs have been allocated are set out in note 11.

##### **Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through income or expenditure.

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

##### **Going concern**

There are no material uncertainties about the charity's ability to continue.

##### **Transition to FRS 102**

The entity transitioned from previous UK GAAP to FRS 102 as at 1 August 2015. Details of how FRS 102 has affected the reported financial position and financial performance is given in note 26.

##### **Disclosure exemptions**

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. The entity is a small charity and as such, advantage has been taken not to present a cash flow statement for the company.

##### **Consolidation**

The entity has taken advantage of the option not to prepare consolidated financial statements contained in Section 139 of the Charities Act 2011 on the basis that the entity and its subsidiary undertakings comprise a small group.

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Notes to the Financial Statements *(continued)***

**Year ended 31 July 2017**

#### **3. Accounting policies *(continued)***

##### **Judgements and key sources of estimation uncertainty**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

##### **Fund accounting**

Unrestricted funds are available for use at the discretion of the trustees to further the general objectives of the charity and have not been designated for other purposes.

Designated funds are unrestricted funds earmarked by the trustees for particular future project or commitment.

##### **Incoming resources**

All income is included in the statement of financial activities when the charity is entitled to the income, any performance related conditions attached have been met or are fully within the control of the charity, the income is considered probable and the amount can be quantified with reasonable accuracy. The following specific policies are applied to particular categories of income:

Donations and legacy income is received by way of donations, grants and gifts and is included in full in the statement of financial activities when receivable. Grants, where entitlement is not conditional on the delivery of a specific performance by the charity, are recognised when the charity becomes unconditionally entitled to the grant.

Donated services and facilities are included at the value to the charity where this can be quantified. The value of services provided by volunteers has not been included.

Gifts donated for resale are included as incoming resources within activities for generating funds when they are sold.

Income from the exhibitions charity shop and distance learning diploma courses is included in the year in which it is receivable.

Income from investments is included when receivable.

##### **Resources expended**

Expenditure is recognised on an accrual basis as a liability is incurred. Expenditure includes any VAT which cannot be fully recovered, and is reported as part of the expenditure to which it relates.

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

All costs are allocated between the expenditure categories of the Statement of Financial Activities on a basis designed to reflect the use of the resource.

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Notes to the Financial Statements *(continued)***

**Year ended 31 July 2017**

#### **3. Accounting policies *(continued)***

##### **Tangible assets**

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

##### **Depreciation**

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Memorial recognition awards - 25% straight line

##### **Investments**

Unlisted investments are initially recorded at cost, and subsequently measured at fair value. If fair value cannot be reliably measured, assets are measured at cost less impairment.

##### **Impairment of fixed assets**

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

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

##### **Stocks**

Stocks are valued at the lower of cost and net realisable value.

# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

Year ended 31 July 2017

#### 3. Accounting policies *(continued)*

##### Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the amount receivable or payable including any related transaction costs, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised under the appropriate heading in the statement of financial activities in which the initial gain was recognised.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

#### 4. Limited by guarantee

The Society of Botanical Artists Limited is a company limited by guarantee and accordingly does not have share capital.

Every member of the company undertakes to contribute such amount as may be required not exceeding £1 to the assets of the charitable company in the event of it being wound up while he or she is a member, or within one year after he or she ceases to be a member.

#### 5. Donations and legacies

	Unrestricted Funds £	Total Funds 2017 £	Unrestricted Funds £	Total Funds 2016 £
<b>Donations</b>				
Donations	50	50	3,914	3,914
Donations from Botanical Enterprises Limited	15,455	15,455	9,495	9,495
Friends of SBA	954	954	545	545
	<u>16,459</u>	<u>16,459</u>	<u>13,954</u>	<u>13,954</u>



# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

Year ended 31 July 2017

#### 6. Charitable activities

	Unrestricted Funds	Total Funds 2017	Unrestricted Funds	Total Funds 2016
	£	£	£	£
Westminster exhibition	—	—	29,665	29,665
DLDC fees	129,564	129,564	112,970	112,970
Frankfurt exhibition	4,543	4,543	—	—
Finchingfield exhibition	226	226	—	—
Submissions fees	5,656	5,656	—	—
Subscriptions - members and associates	27,685	27,685	25,262	25,262
Subscriptions - students	9,463	9,463	9,365	9,365
	<u>177,137</u>	<u>177,137</u>	<u>177,262</u>	<u>177,262</u>

#### 7. Investment income

	Unrestricted Funds	Total Funds 2017	Unrestricted Funds	Total Funds 2016
	£	£	£	£
Bank interest receivable	128	128	111	111
Other interest receivable	43	43	—	—
	<u>171</u>	<u>171</u>	<u>111</u>	<u>111</u>

#### 8. Other income

	Unrestricted Funds	Total Funds 2017	Unrestricted Funds	Total Funds 2016
	£	£	£	£
Royalties	254	254	115	115
Commission	627	627	154	154
Stewarding contributions	1,053	1,053	1,070	1,070
Licensing agreement	411	411	—	—
	<u>2,345</u>	<u>2,345</u>	<u>1,339</u>	<u>1,339</u>

#### 9. Expenditure on charitable activities by fund type

	Unrestricted Funds	Total Funds 2017	Unrestricted Funds	Total Funds 2016
	£	£	£	£
Exhibitions	5,375	5,375	47,807	47,807
DLDC expenses	102,038	102,038	99,631	99,631
Support costs	29,590	29,590	26,453	26,453
	<u>137,003</u>	<u>137,003</u>	<u>173,891</u>	<u>173,891</u>

# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

Year ended 31 July 2017

#### 10. Expenditure on charitable activities by activity type

	Activities undertaken directly	Support costs	Total funds 2017	Total fund 2016
	£	£	£	£
Exhibitions	5,375	—	5,375	47,807
DLDC expenses	102,038	—	102,038	99,631
Governance costs	—	29,590	29,590	26,453
	<u>107,413</u>	<u>29,590</u>	<u>137,003</u>	<u>173,891</u>

#### 11. Analysis of support costs

The support costs of the charity have been identified and together with the governance costs are apportioned between the main charitable activities undertaken in the year. The support costs below have been allocated between the charity's main activities on the basis of direct costs, reasonable apportionment and governance costs.

	Governance costs	Exhibitions	DLDC	Total 2017	Total 2016
	£	£	£	£	£
General office	14,525	545	1,168	16,238	14,460
Insurance	716	—	715	1,431	1,368
Accountancy fees	1,020	—	3,954	4,974	3,432
Accountancy and other services	2,219	—	509	2,728	980
Bookkeeping and related services	1,160	—	—	1,160	1,127
Consultancy fees	—	—	117	117	—
Costs of trustees' meetings	2,067	—	—	2,067	3,905
Members expenses	46	—	—	46	160
Bank and credit card charges	198	—	381	579	1,021
Depreciation	250	—	—	250	—
	<u>22,201</u>	<u>545</u>	<u>6,844</u>	<u>29,590</u>	<u>26,453</u>

#### 12. Net income

Net income is stated after charging/(crediting):

	2017 £	2016 £
Depreciation of tangible fixed assets	<u>250</u>	<u>—</u>

# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

Year ended 31 July 2017

#### 13. Independent examination fees

	2017 £	2016 £
Fees payable to the independent examiner for:		
Independent examination of the financial statements	4,974	3,432
Other financial services	2,728	980
	<u>7,702</u>	<u>4,412</u>

#### 14. Staff costs

The charity has no employees.

#### 15. Trustee remuneration and expenses

During the year one or more trustees claimed expenses and had their expenses met by the charity.

The Trustees were reimbursed for expenses amounting to £896 (2016 - £1,562). The expenses incurred by the trustees were for travel, subsistence and accommodation. The number of trustees involved was five.

During the year the charity paid fees to Simon J Williams, S Armitage and G Sellwood, trustees.

The fees paid to Simon J Williams were in relation to services supplied to the charity as the Course Director of the Distance Learning Diploma Course. The total amount paid for the year was £22,434 (2016 - £16,829).

The fees paid to S Armitage and G Sellwood was in relation to services supplied to the charity as a tutor on the Distance Learning Diploma Course. The total amount paid for the year was £1,623 (2016 - £916).

#### 16. Tangible fixed assets

	Memorial recognition awards £	Total £
<b>Cost</b>		
At 1 August 2016	—	—
Transfers	1,000	1,000
<b>At 31 July 2017</b>	<u>1,000</u>	<u>1,000</u>
<b>Depreciation</b>		
At 1 August 2016	—	—
Charge for the year	250	250
<b>At 31 July 2017</b>	<u>250</u>	<u>250</u>
<b>Carrying amount</b>		
At 31 July 2017	<u>750</u>	<u>750</u>
At 31 July 2016	—	—

# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

Year ended 31 July 2017

#### 17. Heritage assets

	Heritage assets £
<b>Cost or valuation</b>	
At 1 August 2016	1,000
Additions	-
Transfers	<u>(1,000)</u>
<b>At 31 July 2017</b>	<u>-</u>
<b>Accumulated depreciation</b>	
At 1 August 2016 and 31 July 2017	<u>-</u>
<b>Carrying amount</b>	
At 31 July 2017	<u>-</u>
At 31 July 2016	<u>1,000</u>

The trustees have decided that the above assets should not be classed as heritage assets, as defined by the Charities SORP (FRS 102). They have therefore been transferred to tangible fixed assets.

#### 18. Investments

	Other investments £
<b>Cost or valuation</b>	
At 1 August 2016	1
Additions	-
<b>At 31 July 2017</b>	<u>1</u>
<b>Carrying amount</b>	
At 31 July 2017	<u>1</u>
At 31 July 2016	<u>1</u>

All investments shown above are held at valuation.

# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

Year ended 31 July 2017

#### 18. Investments *(continued)*

The charity holds shares in its wholly owned trading subsidiary Botanical Enterprises Limited which is incorporated in England and Wales and the address of its registered office is 1 Knapp Cottages, Wyke Road, Gillingham, Dorset, SP8 4NQ.

The Society of Botanical Artists Limited owns 100 per cent of the issued share capital of Botanical Enterprises Limited, consisting of the one ordinary share of £1.

Botanical Enterprises Limited's principal activity is the retailing of botanical art related goods.

The summary financial performance of the subsidiary alone is:

	2017 £	2016 £
Turnover	9,430	32,934
Cost of sales and administration costs	(8,790)	(17,329)
Interest receivable	3	3
	<u>643</u>	<u>15,608</u>
Amount gift aided to the charity	(643)	(15,455)
	<u>—</u>	<u>153</u>
Retained in subsidiary		
The assets and liabilities of the subsidiary were:		
Current assets	4,530	16,531
Current liabilities	(4,529)	(16,530)
Total net assets	<u>1</u>	<u>1</u>
	<u>1</u>	<u>1</u>
Aggregate share capital and reserves		

#### 19. Stocks

	2017 £	2016 £
Raw materials and consumables	<u>800</u>	<u>800</u>

#### 20. Debtors

	2017 £	2016 £
Trade debtors	27,278	36,743
Amounts owed by group undertakings and undertakings in which the charity has a participating interest	3,000	—
Other debtors	<u>22,765</u>	<u>6,169</u>
	<u>53,043</u>	<u>42,912</u>

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

	2017 £	2016 £
Trade creditors	3,759	5,499
Other creditors	<u>161,797</u>	<u>147,822</u>
	<u>165,556</u>	<u>153,321</u>

# The Society of Botanical Artists Limited

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

Year ended 31 July 2017

#### 21. Creditors: amounts falling due within one year *(continued)*

Included within Other creditors is an amount of £155,773 (2016 - £144,630) in respect of deferred income, details are given in note 22.

#### 22. Deferred income

	2017 £	2016 £
At 1 August 2016	144,630	154,278
Amount deferred in year	11,143	(9,648)
At 31 July 2017	<u>155,773</u>	<u>144,630</u>

Deferred income comprises course fees paid in advance. The Distance Learning Diploma Courses span over three years and the course fees are deferred over the three years in relation to the expenditure incurred for the running of the courses.

#### 23. Analysis of charitable funds

##### Unrestricted funds

	At 1 August 2016 £	Income £	Expenditure £	At 31 July 2017 £
General funds	37,704	66,445	(28,121)	76,028
Designated Fund - DLDC	86,250	129,667	(108,882)	107,035
Designated Fund - Lucas Memorial fund	1,590	—	—	1,590
	<u>125,544</u>	<u>196,112</u>	<u>(137,003)</u>	<u>184,653</u>

Surplus made in the Distance Learning Diploma Courses (DLDC) is designated to finance the continuation and improvement of the diploma courses and support other educational activities.

#### 24. Analysis of net assets between funds

	Unrestricted Funds £	Total Funds 2017 £
Tangible fixed assets	751	751
Current assets	349,458	349,458
Creditors less than 1 year	(165,556)	(165,556)
Net assets	<u>184,653</u>	<u>184,653</u>

# **The Society of Botanical Artists Limited**

## **Company Limited by Guarantee**

### **Notes to the Financial Statements** *(continued)*

#### **Year ended 31 July 2017**

##### **25. Related parties**

For the year ended 31 July 2017 Botanical Enterprises Limited will gift aid its profits to The Society of Botanical Artists Limited. The total Gift Aided was £643 (2016 - £15,455).

Services provided by the company to Botanical Enterprises Limited during the same period totalled £119 (2016 - £2,258).

The Society of Botanical Artists Limited advanced monies to Botanical Enterprises Limited during the year ended 31 July 2017. The balance outstanding at the 31 July 2017 was £3,000. The Society of Botanical Artists Limited interest charge on this advance is 4.5% per annum, in line with commercial rates, and it is repayable on demand.

##### **26. Transition to FRS 102**

These are the first financial statements that comply with FRS 102. The charity transitioned to FRS 102 on 1 August 2015.

No transitional adjustments were required in the retained funds or income or expenditure for the year.