

# Report and Accounts For the Year Ending 31<sup>st</sup> December 2012



#### **BRITISH ALLIED TRADES FEDERATION Directors, Officers and Professional Advisers**

Directors: M Hughes (President)

M Olsen (Deputy President)

R S Burman CBE

G Williams (elected 31/5/12) M Sweeney (elected 31/5/12) S Parkes (elected 31/5/12) M Burgess (elected 31/5/12)

K Owen R Wills

S Chandhok

A Illingworth

**G** Williams

R Burslem

G H Williams (retired 31/5/12) D Metcalfe (retired 31/5/12) J M Joyce (retired 31/5/12) P Thandi (co-opted 27/9/12)

#### **Chairmen of Trade Associations:**

Giftware Association British Jewellers' Association Surface Engineering Association Jewellery Distributors' Association

J Milligan British Travelgoods and Accessories Association D Nathan

#### Solicitors:

George Green LLP 195 High Street Cradley Heath Warley West Midlands B64 5HW

#### **Investment Managers:**

**UBS AG** 1 Finsbury Avenue London

Cazenove Capital Management Ltd

12 Moorgate London EC2V 6DA

#### Bankers:

EC2M 2AN

The Co-operative Bank Plc 118-120 Colmore Row Birmingham **B3 3BA** 

#### Auditors:

Crowe Clark Whitehill LLP Black Country House Rounds Green Road Oldbury West Midlands B69 2DG

#### **Insurance Brokers:**

T H March Insurance 10a Vyse Street Birmingham B18 6LT

## BRITISH ALLIED TRADES FEDERATION Report of the Directors

To be presented to the Members at the Annual General Meeting to be held on Thursday 6<sup>th</sup> June 2013.

#### **Members of the Board of Directors**

The Directors and Officers are shown on page 1. The Officers have served since the Annual General Meeting held in May 2012. All the Directors have served throughout the year except for Mr D Metcalfe, Mr G H Williams and Mr J Joyce who retired on 31st May 2012, Mr M Sweeney, Mr G Williams, Mr S Parkes and Mr M Burgess who were appointed on 31st May 2012 and Mr P Thandi who was co-opted by the Board on 27th September 2012.

In accordance with Article 13 of the Federation's Articles of Association, in 2012 the Board elected Mr M Hughes and Mr. M Olsen to be President and Deputy President respectively for the ensuing two years.

#### Statement of Directors' Responsibilities in Respect of the Accounts

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards) and applicable law.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Federation and of the profit or loss of the company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **Provision of Information to Auditors**

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that;

- so far as that Director is aware, there is no relevant audit information of which the Federation's auditors are unaware, and
- each Director has taken all the steps that ought to have been taken as a Director in order to be aware of
  any information needed by the Federation's auditors in connection with preparing their report and to
  establish that the Federation's auditors are aware of that information.

#### **Auditors**

The re-appointment of Crowe Clark Whitehill LLP as auditors for 2013/14 will be proposed at the Annual General Meeting.

#### **Activities and Business Review**

The activities of the Federation consist of the provision of services to members, these principally being the development of Members' trade at home and overseas. In addition, the Federation develops overseas trade for non-members within its industry sectors.

It obtains discounts on stand space fees at several trade fairs in the United Kingdom and provides meeting and conference facilities at Federation House. The Federation also provides central services to its five constituent Trade Associations such as accounting, IT and office accommodation. The Directors are of the opinion that the current market value of the building is higher than that disclosed in the accounts.

#### **Review of Trading Results and Taxation**

The Federation has a pre tax profit of £34,323 and a post tax profit of £97,160.

	Trade Associations	Central Services	TOTAL
	£	£	£
Trading (loss) /profit	(11,007)	45,330	34,323
Tax recoverable		62,837	62,837
Profit after Taxation	(11,007)	<u>108,167</u>	<u>97,160</u>

The trading profit does not include realised or unrealised gains and losses on the portfolio. The net loss on disposals during the year is shown in the Statement of historical cost profits and losses on page 5.

#### **Review of Investment Performance**

Our investment portfolio continues to be managed by two leading firms of investment managers and overseen by our own investment sub-committee who meet regularly with the managers to review investment policy and monitor investment performance against agreed benchmarks. As will be seen, investment income makes an important contribution to the Federation's operational revenue and the managers are tasked with ensuring that the annual budgeted level of income is achieved.

Note 8 to the accounts indicates the current composition of our investments and reflects the changes to asset allocation which have been made during the year.

#### Membership

Set out below is a record of the Federation's membership (excluding Associate Members) over the last five years as at 31st December in the years stated:

	GA	BJA	SEA	JDA	BTAA	TOTAL
2008	729	592	246	77	95	1739
2009	711	596	230	71	98	1706
2010	702	623	205	69	106	1705
2011	678	686	197	67	104	1732
2012	671	712	199	68	99	1749

The Federation's membership including Associate Members at 31st December 2012 was:

GA	BJA	SEA	JDA	BTAA	TOTAL
1027	1053	238	68	113	2,499

#### **Charitable Donations**

The Federation made charitable donations of £635 (2011: £400) during the year.

#### **Thanks**

The year ending 31st December 2012 has been a particularly busy year and the Board records its gratitude for the support and hard work which has been given by the Chairmen and Committees of the Federated Associations and by the staff at all levels.

**Registered Office:** 

Federation House 10 Vyse Street Birmingham, B18 6LT By Order of the Board

R S Singleton

Company Secretary

21st March 2013

### BRITISH ALLIED TRADES FEDERATION Report of the Auditors

#### Independent Auditors' Report to the Members of the BRITISH ALLIED TRADES FEDERATION

We have audited the financial statements of the British Allied Trades Federation for the year ended 31 December 2012 set out on pages 5 to 13.

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).

This report is made solely to the Federation's Members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Federation's Members 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 company and the Federation's Members as a body, for our audit work, for this report, or for the opinions we have formed.

#### Respective Responsibilities of Directors and Auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements 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 financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Federation's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

#### **Opinion on financial statements**

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its profit for the year then ended;
- have been properly prepared in accordance with the United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Annual Report for the financial year for which the financial statements are prepared is consistent with the financial statements. The Annual Report comprises only the Directors' report.

#### Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

21st March 2013

CROWE CLARK WHITEHILL LLP

Statutory Auditors
Black Country House
Rounds Green Road
Oldbury
West Midlands
B69 2DG

Helen Drew Senior Statutory Auditor For and on behalf of:

# BRITISH ALLIED TRADES FEDERATION PROFIT AND LOSS ACCOUNT YEAR ENDED 31 DECEMBER 2012

	Notes	2012 £	2011 £
TURNOVER Cost of Sales	2	1,636,694 (476,216)	1,537,844 (433,038)
Gross Profit Administrative expenses Other operating income	3 2	1,160,478 (1,508,439) <u>60,899</u>	1,104,806 (1,515,912) 75,237
OPERATING LOSS Income from fixed asset investments Other interest receivable	2 5	(287,062) 320,727 658	(335,869) 309,426 <u>884</u>
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION  Tax recoverable on profit on ordinary activities	6	34,323 62,837	(25,559) 60,488
PROFIT FOR THE FINANCIAL YEAR		<u>97,160</u>	34,929
All amounts relate to continuing operations.  STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSE	:s		
YEAR ENDED 31 DECEMBER 2012	.0		
Profit for the financial year Increase /(Decrease) in valuation of investments	8	97,160 <u>680,275</u>	34,929 (347,053)
Total recognised (losses)/gains for the year		<u>777,435</u>	(312,124)
STATEMENT OF HISTORICAL COST PROFITS AND LOSSE YEAR ENDED 31 DECEMBER 2012	:s		
Reported profit/(loss) on ordinary activities before taxation Realisation of investment revaluation profits /(loss) Depreciation adjustment on revaluation of freehold property		34,323 (51,889) (4,952)	(25,559) 39,412 (4,952)
Historical cost profit on ordinary activities before taxation		<u>(22,518)</u>	<u>8,901</u>
Historical cost profit for the year		<u>40,319</u>	<u>69,389</u>

The notes on pages 7 to 13 form part of these accounts

## BRITISH ALLIED TRADES FEDERATION Company Registration number 69391

#### **BALANCE SHEET**

#### YEAR ENDED 31 DECEMBER 2012

	Notes		)12	201	
FIXED ASSETS Tangible assets Investments	7 8	£	£ 583,314 <u>9,510,409</u> 10,093,723	£	£ 616,463 <u>8,507,757</u> 9,124,220
CURRENT ASSETS Debtors Cash at bank and in hand	9	407,787 218,248 626,035		503,715 463,741 967,456	
<b>CREDITORS:</b> Amounts falling due within one year	10	(547,986)		(693,224)	
NET CURRENT ASSETS			78,049		274,232
TOTAL ASSETS LESS CURRENT LIABILITIES	5		10,171,772		9,398,452
PROVISIONS FOR LIABILITIES  Deferred Taxation	11		<u>(7,712)</u> <u>10,164,060</u>		<u>(11,827)</u> <u>9,386,625</u>
GENERAL RESERVE	12		7,464,888		7,408,610
REVALUATION RESERVE	13		1,083,492 8,548,380		351,328 7,759,938
RESERVES ALLOCATED TO TRADE ASSOCIATIONS	14		<u>1,615,680</u>		1,626,687
MEMBERS' INTERESTS			<u>10,164,060</u>		9,386,625
The accounts were approved and authorised 21st March 2013.	for issue	by the board	and were sigr	ned on its beh	alf on

The notes on pages 7 to 13 form part of these accounts

M Olsen

(Deputy President)

M Hughes

(President)

#### **BRITISH ALLIED TRADES FEDERATION**

#### NOTES TO THE ACCOUNTS

#### YEAR ENDED 31 DECEMBER 2012

#### 1. ACCOUNTING POLICIES

#### 1.1 Basis of Accounting

The accounts are prepared under the historical cost convention, modified to include the revaluation of freehold property and investments, and in accordance with applicable accounting standards. The Directors continue to adopt the going concern basis of accounting based on the cash balance, significant investment portfolio and stable membership base.

#### 1.2 Cash Flow

The company has taken advantage of the exemption in Financial Reporting Standard No.1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

#### 1.3 Fixed Assets

The Federation owns a silver collection, badges, maces and regalia, the cost of which is written off in the year of acquisition. Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is calculated to write off the cost or valuation of tangible fixed assets, less their estimated residual values over their expected useful lives on the following bases:

Freehold buildings 2% straight line Fixtures and fittings 10-25% straight line Computer equipment 25% straight line

No depreciation has been provided on freehold land.

The directors have taken advantage of the transitional arrangements of Financial Reporting Standard No.15 and have retained the brought forward valuations of freehold land and buildings.

#### 1.4 Investments

Listed investments are recorded at market value. The excess over cost is credited to the revaluation reserve. Unlisted investments are held at cost less any provision for permanent diminution in value.

#### 1.5 Turnover

Turnover represents the total amount receivable for membership subscriptions and services provided exclusive of Value Added Tax.

#### 1.6 Deferred Tax

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets and investments in the financial statements. A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse. Deferred tax assets and liabilities are not discounted.

#### 1.7 Pensions

The Federation contributes to a defined contribution group personal pension plan for members of staff, contributions being charged against profits as incurred.

#### 1.8 Government Grants

Government grants are credited to the profit and loss account as and when receivable.

#### 1.9 Foreign Currency Transactions

Transactions in foreign currencies are translated into sterling at the rate of exchange ruling on the date when the transaction occurred

#### 1.10 Operating Leases

Rentals payable under operating leases, where substantially all of the benefits and risks of ownership remain with the lessor, are charged to the profit and loss account as incurred.

#### 1.11 Other Operating Income

Other operating income represents rents and fees on a receivable basis.

#### 2. TURNOVER AND OPERATING LOSS

	Turr	nover	Operati	ng Loss
Description of class of business: International services	2012 £ 388,504	2011 £ 401,000	2012 £ (18,835)	2011 £ (31,821)
Trade associations and members' services Other operating income (see below)	1,248,190 	1,136,844 <u>-</u> <u>1,537,844</u>	(329,126) 60,899 (287,062)	(379,285) <u>75,237</u> <u>(335,869)</u>
Other operating income: Rents receivable The majority of turnover arose in the United Kingdom.			60,899	75,237
ADMINISTRATIVE EXPENSES				
Administrative expenses include: Staff costs:			2012 £	2011 £
Salaries			734,517	735,781
Social security costs Pension costs			74,587 <u>46,007</u>	76,464 <u>35,967</u>

Mr D Metcalfe received remuneration from the Federation during the year of £60,000 (2011: £55,000), of this £60,000 (2011: £55,000) was recharged to Emap.

855,111

848,212

President's fee Depreciation of fixed assets Operating lease rentals of equipment Audit fee Charitable Donations	5,000 42,344 3,758 9,200 <u>635</u>	5,000 36,842 5,841 8,850 400
The average number of employees during the year was: International services Trade Associations Central Services	No. 4 14 <u>9</u> <u>27</u>	No. 4 16 <u>8</u> 

#### 4. TRANSACTIONS WITH DIRECTORS

During the year the Federation has undertaken transactions with a company owned by a Director totalling £2,782 (2011 £1,235). These transactions were undertaken at arms length and £nil remained outstanding at the year end.

3.

5.	INCOME FROM FIXED ASSET INVESTMENTS	2012 £	2011 £
	Dividends on listed investments	320,727 320,727	309,426 309,426
6.	TAX PAYABLE ON PROFIT ON ORDINARY ACTIVITIES	2012 £	2011 £
	Corporation tax reclaimable Prior year adjustment Total Current Tax	(48,271) (10,451) (58,722)	(67,322) 1,404 (65,918)
	Deferred Tax Origination and reversal of timing differences	<u>(4,115)</u>	<u>5430</u>
	Total Deferred Tax (see note 11)	(4,115)	<u>5430</u>
	Tax on profit on ordinary activities	(62,837)	(60,488)
	Factors affecting tax charge for the year		
	The tax assessed is lower than the relevant standard rate of corporation tax in the are explained below:	UK (24%). T	he differences
	·	UK (24%). T 2012 £	the differences  2011 £
	·	2012	2011
	are explained below:	2012 £	2011 £
	are explained below:  Profit/(Loss) on ordinary activities before tax  Profit on ordinary activities multiplied by relevant standard	2012 £ 34,323	2011 £ (25,559)
	Profit/(Loss) on ordinary activities before tax  Profit on ordinary activities multiplied by relevant standard Rate of corporation tax in the UK of 24.5% (2011: 26.49%)	2012 £ 34,323	2011 £ (25,559)

There are capital losses carried forward of £590,199.

uter nent Total £
,513 1,524,986 ,200 9,195
<u>1,534,181</u>
,891 908,523
768 42,344
950,867
<u>583,314</u>
.622616.463

The freehold land and buildings were revalued to £735,000 by Simon Murphy (ARICS), an independent valuer, on 31 December 1998 at open market value.

The depreciated historical cost of the freehold property, which exceeds the valuation of £529,200 by £173,160 is as follows:-

	£
Historical cost	1,057,610
Accumulated depreciation	(355,250)
Net Book Value	<u>702,360</u>

#### **Heritage Assets**

The Federation owns a silver collection, badges, maces and regalia, the cost of which is written off in the year of acquisition. The Directors policy on acquisition is to commission pieces to commemorate specific events and to support the industry. They have no plans to dispose of any items. The collection is recorded by written description and photograph, and is insured at estimated replacement value of £460,050. There is no public access to the collection.

8.	INVESTMENTS		2012 £	2011 £
	Listed investments at market value: Ordinary Shares Preference Shares Unit Trusts Bonds		4,637,462 454,688 659,319 2,582,345	4,014,502 616,000 554,496 2,212,141
	Alternative investments		722,730 9,056,544	814,839 8,211,978
	Unlisted investments:			
	Deposit with Investment Managers		<u>453,865</u>	295,779
			<u>9,510,409</u>	<u>8,507,757</u>
	Movements during year:	Listed Investments £	Unlisted Investments £	
	1 January 2012	8,211,978	295,779	
	Additions	1,924,832	158,086	
	Disposals	(1,760,541)	-	
	Increase in value	680,275		
	31 December 2012	<u>9,056,544</u>	<u>453,865</u>	

The historical cost of Investments as at 31 December 2012 was £ 8,426,917 (2011: £8,156,429).

9.	DEBTORS	2012	2011
		£	£
	Amounts falling due within one year:		
	Trade debtors	194,530	273,761
	Other debtors	3,653	7,842
	Corporation Tax recoverable	48,271	67,322
	Prepayments and accrued income	<u>161,333</u>	154,790
		407,787	503,715

10.	CREDITORS	2012 £	2011 £
	Amounts falling due within one year: Trade creditors Other taxes and social security Pensions Other creditors Accruals and deferred income	55,161 46,705 5,380 77,340 363,400 547,986	95,619 60,889 5,196 76,576 454,944 693,224
11.	DEFERRED TAXATION LIABILITY	2012 £	2011 £
	1 January 2012 Charge to profit and loss account	11,827 <u>(4,115)</u>	6,397 <u>5,430</u>
	31 December 2012	<u>7,712</u>	<u>11,827</u>
	The deferred tax liability is made up as follows:		
	Accelerated capital allowances	<u>7,712</u>	<u>11,827</u>

The deferred tax liability of £47,330 (2011: £35,242) relating to the unrealised revaluation gains on investments has not been provided for in accordance with FRS19.

12.	GENERAL RESERVE	20′	2012		
		£	£	£	
	1 January 2012 loss attributable to Trade Associations, per note 14	(11,007)	7,408,610	7,353,125	
	Profit attributable to Central Services	108,167	108,167	16,073	
	Profit for the financial year	97,160			
	Transfer from Revaluation Reserve 31 December 2012		(51,889) 7,464,888	39,412 7,408,610	

The transfer between Revaluation and General Reserve represents net realised surpluses on disposal of investments.

#### **BRITISH ALLIED TRADES FEDERATION**

#### **NOTES TO THE ACCOUNTS – continued**

#### YEAR ENDED 31 DECEMBER 2012

13.	REVALUATION RESERVE	2012	2011
		£	£
	1 January 2012	351,328	737,793
	Increase /(Decrease) in value of investments	680,275	(347,053)
	Transfer to General Reserve	<u>51,889</u>	(39,412)
	31 December 2012	<u>1,083,492</u>	<u>351,328</u>

#### 14. RESERVES DESIGNATED TO TRADE ASSOCIATIONS

	BJA	BTAA	GA	JDA	SEA	Total
	£	£	£	£	£	£
INCOME						
Subscriptions	269,683	38,952	286,077	18,016	95,303	708,031
Share of investment income	1,833	36	1,960	58	4,170	8,057
Other income generated	<u>75,680</u>	10,418	30,987	4,828	<u>296,451</u>	418,364
	<u>347,196</u>	49,406	319,024	22,902	395,924	<u>1,134,452</u>
EXPENDITURE						
Staff Costs	169,249	33,004	148,441	-	174,621	525,315
Other direct expenses	<u>177,793</u>	18,474	<u>182,278</u>	22,076	<u>219,523</u>	<u>620,144</u>
	347,042	<u>51,478</u>	<u>330,719</u>	22,076	<u>394,144</u>	<u>1,145,459</u>
Net (loss)/profit	154	(2,072)	(11,695)	826	1,780	(11,007)
Balance 1 January 2012	372,056	5,398	<u>397,432</u>	11,279	840,522	<u>1,626,687</u>
Balance 31 December 2012	<u>372,210</u>	<u>3,326</u>	<u>385,737</u>	<u>12,105</u>	<u>842,302</u>	<u>1,615,680</u>

#### 15. OTHER FINANCIAL COMMITMENTS

There was no capital expenditure contracted for at 31 December 2012 (2011: £13,663).

There is an outstanding claim against the BATF for dilapidations to a building which was the BATF office. The Directors have been advised that the amount payable cannot be reliably estimated as required by Financial Reporting Standard No. 12 (Provisions, Contingent Liabilities and Contingent Assets) and consequently no provision has been made in these accounts. However, the Directors can confirm that the maximum amount that could be payable can be met from the Federations funds and would not affect the ongoing operations of the Federation. Negotiations to resolve this matter are ongoing.

#### 16. OPERATING LEASES

At 31 December 2012 the Federation had annual commitments under non-cancellable operating leases of office equipment amounting to £3,758 (2011: £5,841) expiring between two and five years