

## **Seventh-day Adventist Association Limited**

Company No: 89953  
Registered Charity No (England and Wales): 209780  
Registered Charity No (Scotland): SC041242



**REPORT AND ACCOUNTS FOR THE YEAR ENDED  
31 DECEMBER 2016**

# Seventh-day Adventist Association Ltd

## Annual Report

For the year ending December 31, 2016

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### Company Information

#### Trustees

Mr Ian Sweeney	(Chairman)
Mr Victor Pilmoor	(Resigned 02/07/2016)
Mr Paul Lockham	(Resigned 02/07/2016)
Mr Brian Davison	(Resigned 02/07/2016)
Mr Lorange Johnson	(Resigned 24/07/2016)
Mr Richard Jackson	(Appointed 12/09/2016)
Mr John Surridge	(Appointed 12/09/2016)
Mr Eglan Brooks	(Appointed 12/09/2016)
Mr Earl Ramharacksingh	(Appointed 12/09/2016)
Dr Michael Mbui	
Dr Richard De Lisser	
Mrs Sharon Platt-McDonald	(Resigned 02/07/2016)

#### Company Secretary

Mr Stephen Okelo

#### Chief Executive Officer

Mr Stephen Okelo

#### Bankers

HSBC, 17 High Street, Watford WD17 2DS

#### Solicitors

Anthony Collins LLP, 134 Edmund Street, Birmingham BR3 2ES  
Sydney Mitchell Chattock House, Shirley, Solihull B90 3DN

#### Independent Examiner

Silvia Vitiello, Kingston Smith LLP, 105 St. Peter's St, St. Albans AL 1 3EJ

#### Registered Office

BUC Office, Stanborough Park, Watford WD25 9JZ

# Seventh-day Adventist Association Ltd

## Trustees' and Directors' Annual Report For the year ended 31 December, 2016

The Trustees (who are also directors of the Charity for the purposes of the Companies Act) submit their annual report and the financial statement of the Seventh-day Adventist Association Limited (the Company) for the year ended 31 December 2016. The Trustees confirm that the annual report and financial statement of the company comply with current statutory requirements, the requirements of the Company's governing document and the provisions of the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS102) and Charities Act 2011.

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

#### **Constitution**

The company is constituted under a Memorandum of Association dated 24 August, 2006 and is a Registered charity number 209780.

The principle object of the Company is to provide support for the diffusing of religious and moral instruction, in accordance with the philosophy of the Seventh-day Adventist Church.

The company acts as Trustee Corporation for the various administrative entities and local congregations of Seventh-day Adventist, holding title to their land and buildings. The historic cost of these assets is shown in the financial statements of the relevant entities and so omitted from these financial statements.

There have been no changes in the objectives since the last annual report.

#### **Method of Appointment or Election of Directors**

The Management of the Company is the responsibility of the Directors who are elected annually by the executive committee of the British Union Conference of Seventh-day Adventists.

#### **Organisational Structure and Decision Making**

The Company acts in accordance with the operating policies of the British Union conference of Seventh-day Adventists. It is governed by its Board of Directors, which meets at least four times a year.

#### **Related Party Relationships**

The company has relationships with the following constituent bodies of the Seventh-day Adventist Church in Britain:

British Union Conference of Seventh-day Adventist - its parent body South England Conference of Seventh-day Adventists, North England Conference of Seventh-day Adventists Seventh-day Adventist Trust Company Ltd, the subsidiary, acts as executor of the wills of deceased members of local congregations of the Seventh-day Adventist Church in Britain.

#### **Objectives, Activities and Public Benefit**

The Trustees confirm that they have complied with the duty in section 5.17 of the Charities Act 2011 to have due regard to the Charity Commission's general guidance on public benefit.

#### **Policies and objectives**

The objective of the Company is to support the activities of the parent and its associated charities.

# Seventh-day Adventist Association Ltd

Trustees' and Directors' Annual Report (Continued)

For the year ended 31 December, 2016

## Activities for achieving objectives

The Company holds title to the land and building owned by the associated charities, and administers the purchase and sale of these properties. The Company also administers the estates of members of the Seventh-day Adventist church and disburses legacies falling due to the denomination.

## Grant Making Policies

Legacies are granted to associated charities in accordance with the expressed wishes of the donors, or, if nonspecific, in accordance with the geographical regions in which the donors were living.

## Achievement and performance

### Review of Activities

The Company continued to act as the trustee property holding body for the Seventh-day Adventist Church in the United Kingdom. In addition to custody of deeds and attending to queries raised, the following contracts were signed:

### Purchase of Properties

1. Workshop and Garage at Cuckoo Hall Lane Edmontont, N9 8DH
2. 10 Cremlyn Road Reading RG1 8NQ
3. 1 Highbridge Street, Waltham Abbey Essex EN9 1BD
4. 3 Sandown Road Swandown, Isle of Wight, PO36 9JL

### Sale of Properties

1. 66 Wellesley Road, Clacton on Sea CO15 3PL
2. 27 Paddock Wood Close, Calverton, Nottingham, NG14 6GJ

### Due diligence on renovations/Contracts

Chapel Porth – Cornwall - Ongoing  
Ravenhurst Houses - Birmingham  
142 Ridge Lane - Watford  
Chiswick Church - Ongoing  
Reading West Church - Ongoing

North Wembley Church - Ongoing  
Southall Church - Ongoing

Swansea - Wales - Ongoing  
Chemsley Wood Church - On going

### Other Contracts

1. Ravenhurst Houses - Birmingham

### Legal Resolutions

The Subsidiary company successfully completed the administration of several estates and deceased members of the Seventh-day Adventist Church.

# **Seventh-day Adventist Association Ltd**

Trustees' and Directors' Annual Report (Continued)

For the year ended 31 December, 2016

## **Financial review**

### **Reserves Policy**

The Directors have considered the level of reserves necessary for continuing operations, and consider that the minimal amount of reserves in hand is sufficient for that purpose.

### **Plans for Future Periods**

The Company plans to continue its activities as the trustee property holding body for the Seventh-day Adventist Church in the United Kingdom for the forthcoming future.

### **Funds held as custodian**

The Company acts as property holding trustee for associated charities, and acts in accordance with the wishes of these charities.

### **Risk mitigation**

The Company's directors have given consideration to the major risks to which the charity is exposed and established systems or procedures in order to manage those risks.

# Seventh-day Adventist Association Ltd

## Statement of Trustees' Responsibilities

### For the year ended December 31, 2016

The trustees (who are also directors of Seventh-day Adventist Association Limited for the purposes of company law) are responsible for preparing the Trustees' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice.)

Company law requires the trustees to prepare financial statements for each financial year which give a true and fair view of the state of the 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 period. In preparing these financial statements, the trustees 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in business.

The trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006 and the Charities and Trustee Investment (Scotland) Act 2005 and the Charities Accounts (Scotland) Regulations 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.

This report has been prepared in accordance with the special provisions relating to small companies within part 15 of the Companies Act 2006.

Approved by the Trustees and Directors of Seventh-day Adventist Association Limited and signed on their behalf by:



Mr E. Ramharacksingh

Date: 12/6/17

# **Independent Examiners' Report**

## To the Trustees of Seventh-day Adventist Association Ltd

I report on the accounts of the Seventh-day Adventist Association Limited for the year ended 31 December 2016, which comprise the Statement of Financial Activities, Balance Sheet and related notes.

### **Respective Responsibilities of Trustees and Examiner**

The charity's trustees 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 company 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 Examiners 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 seeking explanation 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.

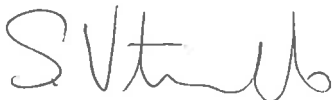
### **Independent Examiner's Statement**

In accordance 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 Reporting by Charities have 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.



**Silvia Vitiello**

**For and on behalf of Kingston Smith LLP**

Chartered Accountants

Date: 16.06.17

# Seventh-day Adventist Association Limited

## Statement of Financial Activities

For the year ended December 31, 2016

	Notes	Unrestricted Funds £	Restricted Funds £	Total 2016 £	Total 2015 £
<b>Income and endowments from:</b>					
Donations and legacies	2	-	19,409	19,409	444,371
Investment income		2	-	2	-
Other		1,499	-	1,499	4,092
		<u>1,501</u>	<u>19,409</u>	<u>20,910</u>	<u>448,463</u>
<b>Expenditure on:</b>					
Charitable activities:		108	-	108	449,631
Grants made		-	17,484	17,484	-
Governance costs	4	753	-	753	3,635
		<u>861</u>	<u>17,484</u>	<u>18,345</u>	<u>453,266</u>
<b>Net Income/ Expenditure</b>		<u>640</u>	<u>1,925</u>	<u>2,565</u>	<u>(4,803)</u>
<b>Net Movement in Funds</b>		640	1,925	2,565	(4,803)
Fund balances brought forward	9	<u>9,828</u>	<u>-</u>	<u>9,828</u>	<u>14,631</u>
Fund balances carried forward at		<u>10,468</u>	<u>1,925</u>	<u>12,393</u>	<u>9,828</u>

There were no recognised gains and losses other than those included in the statement of financial activities.



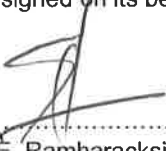
# Seventh-day Adventist Association Ltd

## Balance Sheet

At the year ended December 31, 2016

	Notes	2016 £	2015 £
<b>Fixed Assets</b>			
Investments	6	100	100
		100	100
<b>Current Assets</b>			
Debtors	7	25,288	12,151
Cash at bank and in hand		311,584	11,192
		336,872	23,343
Creditors: Amounts falling due within one year	8	324,579	13,615
		324,579	13,615
<b>Net Current Assets</b>		12,293	9,728
<b>Net Assets</b>		12,393	9,828
<b>Funds</b>			
Unrestricted		10,468	9,828
Restricted		1,925	-
		12,393	9,828

Approved and authorised for issue by the Board of Trustees on: 12 / 06 / 2017  
and signed on its behalf by:

  
 .....  
 Mr. E. Ramharacksingh

Company number 89953

The notes on pages 9 to 13 form part of these accounts.

# Seventh-day Adventist Association Ltd

## Notes to the Accounts for the year ended 31 December 2016

### 1. Accounting Policies Basis of preparation

The accounts have been prepared under the historical cost convention, with items recognised at cost or transaction value unless otherwise stated in the relevant notes to these accounts. The financial statements have been prepared in accordance with the Statement of Recommended Practice Accounting and reporting by charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) issued on the 16 July 2014 and the financial reporting standard applicable in the United Kingdom and Republic of Ireland (FRS102) and Charities Act 2011.

The association constitutes a public benefit entity as defined by FRS102.

The trustees consider that there are no material uncertainties about the Association's ability to continue as a going concern.

### Basis of consolidation

The financial statements, being the statements of a small entity, do not consolidate the financial statements of Seventh-day Adventist Trust Company Limited, as permitted by section 415A of the Companies Act 2006.

### Company status

The charity is a company limited by guarantee. The members of the company are the trustees. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity.

### Incoming resources

Voluntary income by way of donations and gifts to the charitable company is included in full in the statement of financial activities when received.

Legacies are monitored from the time of notification to their final receipt. They are only included in the financial statements when there is sufficient evidence that the legacy will be received and the value can be measured with sufficient reliability.

### Fund accounting

Restricted funds are those which are to be used for the specified purposes as laid down by the donor. Expenditure which meets these criteria is allocated to the appropriate fund.

Unrestricted funds are donations and other income received or generated for the furtherance of the objects of the charitable company without specified purposes and, therefore, is available for general use.

### Grant-making policies

The trustees allocate grants in accordance with the objects set out in the Memorandum and Articles of Association of the charitable company, which are summarised in the Trustees' Annual Report.

### Resources expended

Staff costs and overhead expenses are allocated to activities on the basis of time spent on those activities. Resources expended are included in the Statement of Financial Activities on an accruals basis.

**Governance costs** are those incurred in connection with administration of the charitable company and compliance with constitutional and statutory requirements.

All costs include value added tax where applicable.

### Risk mitigation

The charitable company's directors have given consideration to the major risks to which the charity is exposed and have established systems or procedures in order to manage those risks.

## Seventh-day Adventist Association Ltd Notes 2 - 4 to the Accounts

For the year ended December 31, 2016

2. Income from donations and legacies	Unrestricted Funds £	Restricted Funds £	Total 2016 £	Total 2015 £
Legacies	-	19,409	19,409	444,342
	-	<b>19,409</b>	<b>19,409</b>	<b>444,342</b>

### 3. Grants made

Grants to Seventh-day Adventist entities during the period were as follows:

	Total 2016 £	Total 2015 £
British Union Conference	17,484	447,051
South England Conference and Churches	-	2,580
<b>Total Grants</b>	<b>17,484</b>	<b>449,631</b>

### 4. Total Resources Expended

	Total 2016 £	Total 2015 £
Auditors remuneration	-	3,060
Professional fees	-	420
Support of local congregations	108	-
Governance costs	753	-
Other	-	155
<b>Total Expenditure</b>	<b>861</b>	<b>3,635</b>

# Seventh-day Adventist Association Ltd

## Notes 5 - 6 to the Accounts

For the year ended December 31, 2016

### 5. Staff Costs

The average number of employees during the year was NIL (2015 - NIL)

No trustees received remuneration or expenses during the year

### 6. Fixed Asset Investments

The investment held by the charitable company consists of an investment in the subsidiary company at cost.

The charitable company holds 100% of the issued ordinary share capital of the Seventh-day Adventist Trust Company Limited (a company acting principally as executor of the wills of members of affiliated local congregations of Seventh-day Adventists)

Relevant financial information regarding the Seventh-day Adventist Company Ltd is as follows:

	<b>Total 2016 £</b>	<b>Total 2015 £</b>
Turnover	1,588	239
Cost of sales	-	-
	<hr/>	<hr/>
Gross profit	1,588	239
Administrative expenses	(1,588)	(511)
	<hr/>	<hr/>
Net profit before taxation	-	(272)
Corporation tax	-	-
	<hr/>	<hr/>
Net profit/Loss after taxation	-	(272)
Transferred to Seventh-day Adventist Association Ltd:	<hr/>	<hr/>
Retained in subsidiary	-	(272)
	<hr/>	<hr/>
Aggregate capital and reserves	100	100
	<hr/>	<hr/>

# Seventh-day Adventist Association Ltd

## Notes 7 - 8 to the Accounts

For the year ended December 31, 2016

7. Debtors	Total 2016 £	Total 2015 £
Due from subsidiary undertaking	24,685	11,548
Other debtors	603	603
	25,288	12,151

### 8. Creditors: Amounts falling due within one year

Due to parent charity	191,636	8,303
Due to other associated charities	-	1,323
Accrued expenses	3,000	3,000
Loan from benefactor	989	989
Other Creditors	128,954	-
	324,579	13,615

## Seventh-day Adventist Association Ltd Notes 9 - 12 to the Accounts

For the year ended December 31, 2016

9. Analysis of funds	Balance at January 1st 2016 £	Movement Incoming £	Resources Outgoing £	Balance at December 31st 2016 £
Restricted funds	-	19,409	17,484	1,925
General funds	9,828	1,501	861	10,468
<b>Total funds</b>	<b>9,828</b>	<b>20,910</b>	<b>18,345</b>	<b>12,393</b>

10. Total funds	Unrestricted Funds £	Restricted Funds £	Total Funds £
Investments	100	-	100
Net current assets	10,368	1,925	12,293
	<b>10,468</b>	<b>1,925</b>	<b>12,393</b>

11. Related Party Transactions	British Union Conference	Subsidiary Company	Total 2016	Total 2015
Grants to parent charity	-	-	-	449,631
Amounts due from related entity	-	24,685	24,685	11,548
Amounts due to related entity	-	-	192,625	10,615

### 12. Controlling Party

The parent charity is the British Union Conference of Seventh-day Adventists, by virtue of its Executive Committee's power to appoint the directors of the company.