

Charity Registration No 280389

Company Registration No 1488690 (England and Wales)

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
THE BOARD'S REPORT AND ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2013



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

Members Of The Board

Mr S Bentley
Mr D J Glasser
Mr K Graham
Mr M Posen

Secretary

Mr K Graham

Charity number

280389

Company number

1488690

Registered office

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

Auditors

H W Fisher & Company
Acre House
11-15 William Road
London
NW1 3ER
United Kingdom

Bankers

Danske Bank London Branch
75 King William Street
London
E C4N 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 & 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 2013

Welcome to the Ben Uri Gallery and Museum Limited Annual Report for the financial year ended 31 March, 2013.

Positioning and branding.

ART, IDENTITY & MIGRATION

In 1995/6 when The Ben Uri Art Society closed its gallery in London's Dean Street in Soho it was exactly as its name said – an 80 year old Art Society, albeit with full museum registration, with a fine collection and a remarkable heritage in both London's Jewish community and Britain's 20th century art history.

When we re-launched in January 2001 as part of the complete overhaul we rebranded as The London Jewish Museum of Art accurately reflecting our émigré heritage and a fully encompassing future. Our intention was to establish Ben Uri as a proud Jewish Museum but of Art with no boundaries except for quality rather than of religious heritage

That established - Stage 2 in 2006 was to upgrade our sub brand line 'The Art Museum for Everyone' to the fore so the wide secular world around us, particularly fellow émigré communities, could recognise Ben Uri was their property and the doors were their doors to open. Our research confirmed that c 90% of non-Jews are reticent about coming to a London Jewish anything including a Museum of Art as the 'religious' connotation suggested it was not for them and, given the multitude of alternative options in London, such a venue was not high on their visiting list.

That established – Final Stage 3 was to confirm the, by now firmly established, focus of our exhibitions, learning, overall programming and of course our world class collection which is the source of our inspiration, by introducing first as a sub brand and then in 2012 the final positioning defined by **ART, IDENTITY & MIGRATION**.

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

Location. Location, Location

We have reported for the last decade that all our investment revolved around building a programming menu and operating structure that simply required expanding to fill a proper sized purpose built museum building. We established ten years ago that for an independent museum to survive and prosper it had to be located within a larger cluster of like-minded visitor attractions and within an easy short walk of a major National Gallery or Museum to benefit from their shipstream and visitor traffic

We continue to resist going for an available option as to date all but two have been in the wrong location and not matching the established criteria. The country is not short of museum buildings which opened to a great fanfare but a few years on hurt from the reality that it is principally location that accesses traffic.

In the early months of 2012 Ben Uri had a significant bid underwritten for the 35,000 sq. ft. Design Museum at Butlers Wharf on the banks of the River Thames by Tower Bridge on the South Bank, which to our huge and on-going regret was trumped by a cash bid on behalf of the distinguished architect Zaha Hadid.

Another year has passed and we remain in search of a building in the right location that can attract over 100,000 visitors and not be reliant on the inevitable shrinking volumes of school trips to visit.

The year's achievements and our challenges ahead

Each year the museum's activities and reputation grow in strength and stature and this year has seen another significant shift up in reputation.

It has no easy task to transform what was, in the year 2000 a 85 year old Jewish community art institution into a young vibrant national and international art museum which maintains its heritage in the Jewish community simultaneously with first: amplifying its distinguished heritage in British, European 20th Century and contemporary art history and second embracing our cultural

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

heritage alongside other émigré communities to London and exploring their artistic achievements alongside our own.

Today, 13 years on from our rebirth Ben Uri is recognised as a very proud representative of the Jewish community in Britain's mainstream cultural and artistic sector. We are the only British (and we believe in Europe and further afield) Jewish community institution that has made the quantum leap and not just maintained but enhanced its identity in both

What we still find is that it is not always such an easy or simple story to tell and that our dual message remains one of our main advocacy challenges going forward.

The Josef Herman survey on the unknown early years of 1938-1944 was a triumph of old style exhaustive research and scholarship The exhibition unearthed over 40 works rarely if ever seen in public before and the catalogue is a must for those who are interested in this émigré artist's story.

In October 2012 we opened a celebratory exhibition titled 'from Russia to Paris ~ Chaim Soutine and his contemporaries' displaying over 40 collection works from the Russian Ecole de Paris artists including of course our wonderful new painting by Soutine 'La Soubrette'. This exhibition is planned to go on tour during 2013.

November 2012 saw our most ambitious exhibition yet open to considerable acclaim and unprecedented levels of favourable national press coverage. 'Transatlantic Dialogue' addressed womanhood in all its contexts including birth, abortion, menstruation, masturbation, accident, ill health and much autobiography based around the extraordinary career of the iconic American Feminist artist Judy Chicago contextualised with the work of Louise Bourgeois, Helen Chadwick and Tracey Emin Four distinguished women artists who each have shifted the paradigm in post war art history This controversy was different to the controversy from the edges of all religions surrounding the Museum's survey of the use of the Crucifixion motif in the past century solely within an 'Art' context However like 'Cross Purposes' the excellence of the exhibition won through and our positioning within the mainstream art museum sector is now recognised and accepted by more of the national and

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CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

international press and varying audiences from across the growing landscape of our public

Finance & Sustainability

The financial tsunami of 2007 has receded within the financial markets and market traded asset values are on their way back to all-time highs but confidence and sentiment has not followed in parallel. The combination of poor sentiment and ever increasing demands on private and corporate funds leave the small and emerging institutions at the bottom of the interest / giving ladder and thus even more vulnerable

This past financial year ended 31 March 2013 saw the results of an on-going sustained focus on costs without diluting quality or programming. Our ability to find innovative ways of making every £ count and stretch continues. Our results however continue to demonstrate the need for every Board member to engage and ask for financial support either through philanthropy or our uniquely devised Preferred Partner scheme for the business world.

Again as last year we remain very clear that we need to invest and develop in high quality and fully experienced executives to head up our fundraising/development department. However, it is a Catch 22 as a team of this calibre requires time to become established before they start to generate incremental income and that requires an investment which currently we do not have the resources to support on-going. The harsh reality is that this executive category are in huge demand and in inadequate quality supply and the major institutions have first, second and tenth pick leaving the emerging forces desperately short of the calibre needed to succeed

We only part succeeded by end of March 2012 and have not improved much in the year ending 2013 not I stress for the want of huge effort trying. We have changed tack and now have our department heads responsible for grant applications and have a new focus on Preferred Partners we hope will start to bear fruit. The second success was with Manya Igel Fine Art who has generously allowed us to remove all entrance fees from April 13 initially for a year in her company's name which should increase visitor numbers

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

significantly. We hope and need more Preferred Partners which is a principal Board responsibility

However for all our impatience in building our income streams to create a surplus the reality is our focus on growing substantially our 'earned income' to reduce the reliance on gifted income continues strongly and imaginatively. It is not yet sufficient to generate a surplus in unrestricted funds (before transfers), but in comparison to most other comparable institutions our performance is credit-worthy in this regard and demonstrates we are ahead of the curve.

2013-2015 Key Objectives

- 1] Recruitment of new enlarged diverse 'executive' Board who can and will deliver against their selected operational portfolio.**
- 2] Generate and raise sufficient revenue funds to survive and prosper**
- 3] Find the circa 50,000 sq. ft. building to include c 20,000 sq. ft. for significant income generation**
- 4] Engage sufficient philanthropic and corporate believers in our mission to support**
- 5] Extend our operating and support network across the principal émigré communities to London who will be partners in the new Art, Identity & Migration Museum we are determined to create in central London.**

Programmes and Activities

Programming was as ever dominated by exhibitions, learning and sharing our scholarship at conferences in this country and abroad.

We continue to operate locally, nationally and internationally which reflects our vision and reputation.

Our exhibitions were incredibly well received and we have now established two levels of scholarly catalogues for each exhibition – a 60-120 page soft back and a 200-240 page hard back. Our catalogues are distributed internationally and are an important earned income stream.

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

Collection and Acquisitions

We executed in 2010 a longstanding objective to find and then move the collection out of central London to a sustainable long term location as the costs of museum storage had become prohibitive

We took the opportunity to condition report every work and identified when each part of a portfolio or series was included the museum actually had some 1270 works by some 380 artists. We restored some 60 works and had each digitally photographed on site. The whole complex exercise was executed with military precision and took 13 people over 12 weeks to complete in a purpose converted museum store 100 miles out of London.

We continue to acquire over ten works a year to strengthen the collection and there is now one of our four galleries showing highlights almost permanently through the year.

After 4 years of huge endeavour we have succeeded in our ambition to have the collection on line with comparatively minimal external grants and on schedule we launched a bespoke museum to museum loan scheme in June 2013.

We have this year followed the guidance notes on SORP and FRS 15 & FRS 30 with regards to including the value of Donated Heritage Assets accessioned since April 2001 of which we have benefited from over 200 works and the valuation of works purchased for the collection since the same starting date

The Board along with our auditors have consulted and considered in great detail the most appropriate method of valuation to apply The Board have concluded it is most appropriate to value at the considered cost to purchase at auction which is traditionally lower than the cost to buy retail from a gallery This maintains a consistency of recording with the actual cost of acquiring Heritage Assets which is majority purchased by the museum through auction and in our opinion most accurately reflects the guidance provided in FRS 15

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CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

published in 1999 and FRS 30 which solely addresses Heritage Assets published in 2009

This current valuation of all Heritage Assets accessioned since April 2001 has added £303,688 to the balance sheet for Donated items and £2,964,469 for revalued Heritage Assets purchased. It should be understood these values are not intended to suggest a net sales value. Heritage assets of the 1000 works accessioned pre April 2001 are not included in the balance sheet and the Board do not consider it serves any particular purpose to change its policy at this time albeit this part of the collection has very considerable financial value and is insured accordingly.

Education – National coverage across the UK is a reality through the National Education Network and the London Grid for Learning.

Our distinctive Art in the Open programme grew exponentially across the country under the guidance and energies of Alix Smith. Schools across England are now fully engaged teaching Art through our bespoke school packs based on our growing collection

The partnership between the Museum and The London Grid for Learning and the National Education Network preparing our learning programmes to be immediately available on the web to schools across London is truly exciting and productive.

Our investment in our fledgling but hugely important Art and Wellbeing continues which includes a strong focus on those with early stages of dementia

Web and Social Media

We are now engaging some 200,000 people a year on our web site and social media. www.benuri.org.uk is worth looking at!

We now have at least two experienced people actively involved in Facebook, Twitter, Blogs and Pinterest and we are generating new audiences as a result.

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

Finance

We report a surplus of some £ 316,000 but it is deceptive as the surplus only part reflects the acquisition of the extraordinary painting by Soutine at a significant reduction to market value thanks to the cooperation of The Art Fund, Sotheby's and the Private Treaty Department of the Arts Council England. This year remained hugely challenging as we have no guaranteed income to rely on and we have had to rebuild from a very much lower base. This we have done with some measurable success. The Board continually reviews the potential needs of our strategy against the financial risks involved and the ongoing financial deficit and believes it right to sustain it until we have the human resources in place to generate surpluses or we are convinced we cannot succeed. A new enlarged Board has to address and positively engage in Fund Raising.

The Board remains convinced that the intellectual asset that has been built over these past twelve years, (ignoring the increase in value of over £3 million to the collection) outweighs the short term financing risk. However, this subject is reviewed monthly and managed with great care and responsibility. If we cannot raise sufficient funds from Patrons, Charitable Foundations and Business we will have to re-assess the future.

Conclusion

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. No amount of spin or advertising will ever substitute for a robust and quality product that continually delivers what it promises and is distinctive and offers incremental value compared to its competitors.

This is exactly the principle that we have built Ben Uri, The London Jewish Museum of Art – The Art Museum for Everyone – over these past twelve years. We always aim for excellence and always endeavour to exceed expectations.

BEN URI GALLERY AND MUSEUM LIMITED

CHAIRMAN'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

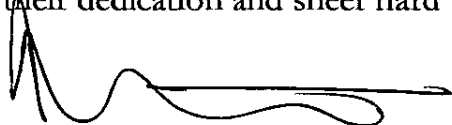
earned income / profit from the range of commercial activities outside the traditional and aligned activities. This may include renting offices and shops – conference centre – trade fair facilities – it almost does not matter as long as the commercial activity is honourable and legal as its core requirement is to generate profit to be directed to the museum and reduce the growing demand on philanthropy.

The product continues to grow in content and impact and our reputation continues to widen. The Board is in the process of implementing a Development Strategy that will engage and involve new leaders from across the spectrum to take the museum forward so that we can achieve a new home in the centre of London by our centenary in 2015.

The future is incredibly exciting for this remarkable and unique museum but we need an enlarged freshly energised and relevantly skilled and experienced Board to generate funds and lead the institution to a viable central London location and space.

Finally, for all I have described our limitations and our awareness of what needs to be done to succeed, I believe there are few other examples of institutions of our size developing at this speed delivering the quality and relevance of product that we have so carefully create.

I pay huge tribute to all our team of passionate and pro-active professionals for their dedication and sheer hard work.



David J Glasser
Chairman and Chief Executive

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
THE BOARD'S REPORT

FOR THE YEAR ENDED 31 MARCH 2013

The Members of the Board present their report and accounts for the year ended 31 March 2013

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

Structure, governance and management

The Charity, which is a company limited by guarantee is constituted by its Memorandum and Articles of Association adopted in April 1980 and amended in 1983, 1986 and 1998

The Members of the Board, who are also the directors for the purpose of company law, and who served during the year were
Mr S Bentley
Mr D J Glasser
Mr K Graham
Mr M Posen

The governing body comprises the members of the Board, including the Honorary Officers, namely the Chairman, Deputy-Chairman and up to two honorary treasurers and honorary secretary, the President and up to three Vice Presidents. The Board operates by means of committee and executive who report to the Board on a timely basis

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 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 implementation. The Board meets regularly

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 manage exposure to the major risks

The Board continually reviews the achievements to date and the potential within the organisation against the financial risks involved in the financing. There is a deficit in the unrestricted reserves fund (before transfers) which continues to demonstrate it is easier raising funds to acquire artistic assets than it is to raise funds for our social and educational remit. Consequently the Board is convinced that the intellectual asset that has been built up over the past twelve years (ignoring the increase in value of the collection acquired since 2001 of over £3m - see Statement of Financial Activities on Page 7 and Balance Sheet on Page 9 for detail) far outweighs the short-term financing risk. However, this subject is reviewed at regular Board meetings and managed with great care and responsibility

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
THE BOARD'S REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2013

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. The Ben Uri Gallery and Museum Limited has been 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 as the Ben Uri Gallery, the London Jewish Museum of Art positioning itself for the new millennium at the heart of London's mainstream museum and offer

Its new mission was to effectively communicate the Jewish experience in the visual arts to the largest possible audiences from the widest possible communities. Its objectives were to create a unique museum that bridged communities through art - create a museum for everyone. Programming throughout the year continued to reflect the objective and strategy to achieve. With some thirteen hundred paintings, sculptures, drawings and prints, the Ben Uri Museum is custodian of the largest collection of its kind in the world and has a duty to show it and exploit the 1300 stories to be told to new immigrant communities to demonstrate this country offers the potential to enjoy the responsibilities of citizenship in equal measure to the enjoyment of maintaining different cultural heritages.

The Board in preparation for this final strategic enlargement of its engagement across all emigré communities to London from 1900 to the current has carefully revised its 33 year old Memorandum and Articles from 1980 to bring it up to date in all regards. This proposal will be discussed with the Charity Commission and approval is hoped within the first half of the financial year 2014-2015.

The Ben Uri Gallery and Museum Limited is a fully registered museum and provides a showcase for exhibitions of contemporary artists as well as from its permanent collection. The collection includes works by the foremost Jewish artists of this century including Marc Chagall, Chaim Soutine, David Bomberg, Mark Gertler, Jacob Epstein, Leon Kossoff, Frank Auerbach, R B Kitaj and there have been further important additions to our collection as detailed in the Chairman's Report.

The final part of a decade long strategy was announced in September 2012 publicly changing the branding to Art, Identity and Migration which accurately reflects the enlarged exhibition and learning remit.

The collection is also used as a vital source of information for students researching the work of Jewish artists. The Ben Uri Gallery and Museum Limited provides a number of facilities for assisting teachers, students and researchers, promoting understanding of both the rich culture and artistic diversity of Jewish artists. 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.

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

- 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 and social dialogues. Full details are reported in the Chairman's Report on pages (i) to (vi).

We remain fortunate to have the help of many volunteers to run and manage our exhibition and education programmes. Their support and involvement is crucial as we build the operating model and brand recognition as the tool and platform for the Board to fulfil their responsibility in raising finance to add expert enlightened professional executives to run the institution. We are indebted to our volunteers,

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
THE BOARD'S REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2013

Achievements and performance

Full details are included in the Chairman's Report on pages (i) to (vii)

Asset cover for funds

Note 17 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.

Disclosure of information to auditors

Each of the directors has confirmed that there is no information of which they are aware which is relevant to the audit, but of which the auditor is unaware. They have further confirmed that they have taken appropriate steps to identify such relevant information and to establish that the auditors are aware of such information.

Auditors

A resolution proposing that H W Fisher & Company be reappointed as auditors of the company will be put to the members.

On behalf of the board of Members of the Board



Mr D J Glasser

Trustee

Dated

23 Dec 2013

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF THE BOARD'S RESPONSIBILITIES

The Members of the Board, who are also the directors of Ben Uri Gallery & 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 charity 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 charity will continue in operation

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

**BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
INDEPENDENT AUDITORS' REPORT**

TO THE MEMBERS OF BEN URI GALLERY & MUSEUM LIMITED

We have audited the accounts of Ben Uri Gallery & Museum Limited for the year ended 31 March 2013 set out on pages 7 to 19. 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 charitable company'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 charitable company'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 charitable company and its members 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 The Board's Responsibilities Statement on page 4, the Members of the Board, who are also the directors of the charitable company 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.

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 trustees, and the overall presentation of the accounts. In addition, we read all the financial and non-financial information in the The Board's Report to identify material inconsistencies with the audited accounts. 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 2013, 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 Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the The Board's Report for the financial year for which the accounts are prepared is consistent with the accounts.

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
INDEPENDENT AUDITORS' REPORT (CONTINUED)
TO THE MEMBERS OF BEN URI GALLERY & 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 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 accounts are not in agreement with the accounting records and returns, or
- certain disclosures of the Board's remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

David Breger (Senior Statutory Auditor)
for and on behalf of H W Fisher & Company

Chartered Accountants

Statutory Auditor

Acre House

11-15 William Road

London

NW1 3ER

United Kingdom

Dated

23rd December 2013

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF FINANCIAL ACTIVITIES

FOR THE YEAR ENDED 31 MARCH 2013

	Notes	Unrestricted funds £	Restricted funds £	Total 2013 £	Total 2012 £
<u>Incoming resources from generated funds</u>					
Donations and legacies	2	196,195	414,835	611,030	285,138
Activities for generating funds		126,398	-	126,398	69,998
Total incoming resources		322,593	414,835	737,428	355,136
<u>Resources expended</u>					
Costs of generating funds					
General fund-raising & marketing	3	82,691	17,000	99,691	49,842
Charitable activities					
Artistic programme		288,508	27,668	316,176	323,427
Governance costs		5,000	-	5,000	5,000
Total resources expended		376,199	44,668	420,867	378,269
Net (outgoing)/incoming resources before transfers		(53,606)	370,167	316,561	(23,133)
Gross transfers between funds	7	359,907	(359,907)	-	-
Net incoming/(outgoing) resources		306,301	10,260	316,561	(23,133)
Other recognised gains and losses					
Revaluation of heritage assets		2,964,469	-	2,964,469	-
Net movement in funds		3,270,770	10,260	3,281,030	(23,133)
Fund balances at 1 April 2012					
As originally reported		154,381	-	154,381	178,139
Prior year adjustment	8	248,063	-	248,063	247,438
As restated		402,444	-	402,444	425,577
Fund balances at 31 March 2013		3,673,214	10,260	3,683,474	402,444

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
SUMMARY INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2013

	2013	2012
	£	£
Total income	737,428	355,136
Total expenditure from income funds	420,867	378,269
Net income/(expenditure) for the year	316,561	(23,133)

The summary income and expenditure account is derived from the statement of financial activities on page 7 which, together with the notes on pages 10 to 19, provides full information on the movements during the year on all funds of the charity

STATEMENT OF RECOGNISED GAINS AND LOSSES

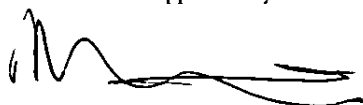
Net income/(expenditure) for the year	316,561	(23,133)
Revaluation of tangible fixed assets held by income funds	2,964,469	-
	3,281,030	(23,133)

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
BALANCE SHEET

AS AT 31 MARCH 2013

	Notes	2013 £	£	2012 £	£ as restated
Fixed assets					
Tangible assets	9		10,628		12,017
Heritage assets	10		3,988,063		608,062
Investments	11		1		1
			<u>3,998,692</u>		<u>620,080</u>
Current assets					
Stocks		114,164		72,077	
Debtors	12	17,168		37,896	
Cash at bank and in hand		1,151		3,537	
		<u>132,483</u>		<u>113,510</u>	
Creditors: amounts falling due within one year	13	<u>(285,661)</u>		<u>(214,676)</u>	
Net current liabilities			<u>(153,178)</u>		<u>(101,166)</u>
Total assets less current liabilities			<u>3,845,514</u>		<u>518,914</u>
Creditors: amounts falling due after more than one year	14		<u>(162,040)</u>		<u>(116,470)</u>
Net assets			<u><u>3,683,474</u></u>		<u><u>402,444</u></u>
Income funds					
Restricted funds	16		10,260		84,917
Unrestricted funds					
Unrestricted income funds		708,745		317,527	
Revaluation reserve		2,964,469		-	
		<u>3,673,214</u>		<u>317,527</u>	
			<u><u>3,683,474</u></u>		<u><u>402,444</u></u>

The accounts were approved by the Board on 23 Dec 2013



Mr D J Glasser
Trustee

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2013

1 Accounting policies

1.1 Basis of preparation

The accounts have been prepared under the historical cost convention modified to include the revaluation of certain heritage assets

The charity meets its day to day working capital requirements through an overdraft facility which is guaranteed by the trustees and repayable on demand and also a trustee loan which has no fixed repayment terms

The nature of the charity's activities are such that there can be considerable unpredictable variation in the timing of cash inflows. On the basis of cash flow information and discussions with the charity's bankers, the Members of the Board consider that the charity will continue to operate within the facility currently agreed and within that which they expect will be agreed with the charity's bankers for a further year. The Board have also received assurances from the trustee providing additional finance that he will not withdraw his financial support to the detriment of the charity for a period of at least 12 months from the date the accounts are approved.

On this basis, the Members of the Board consider it appropriate to prepare the accounts on the going concern basis. The accounts do not include any adjustments that would result from a withdrawal of the overdraft facility by the charity's bankers.

The charity 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 charity.

The accounts have been prepared in accordance with applicable accounting standards, the Statement of Recommended Practice, "Accounting and Reporting by Charities", issued in March 2005 and the Companies Act 2006.

1.2 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Short leasehold property	Over the period of the lease
Equipment	25% straight line
Furniture	15% reducing balance

1.3 Investments

Investments are stated at cost less provision for diminution in value.

1.4 Stock

Catalogues for resale are valued at the lower of cost and net realisable value.

1.5 Pensions

The pension costs recognised in the financial statements represent a pension paid to a former employee's widow.

1.6 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 & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2013

1 Accounting Policies

(Continued)

1.7 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 IFRS 30. Works of Art consist of paintings, sculptures and prints acquired by purchase and or accepted to be accessioned into the through donation and bequest. The Collection of some 1300 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 revalued at current commercial market value following exactly the same process as those works donated or bequest.

In accordance with the Trustee's understanding of the guidance and illustrations detailed in IFRS 30 published in 2009 '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 to initially 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.

Preservation costs

The Museum continues to have an ongoing restoration and preservation programme to preserve or clearly prevent deterioration of individual collection works and this cost is recognised in the Income and Expenditure account when it is incurred.

2 Donations and legacies

	Unrestricted funds £	Restricted funds £	Total 2013 £	Total 2012 £
Donations and gifts	196,195	414,835	611,030	285,138

Unrestricted funds include the following amounts received as gifts in kind in the year ended 31 March 2013: Rent £13,125 (2012: £13,125) and rates £1,310 (2012: £1,310).

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2013

3 Total resources expended

	Staff costs	Depreciation	Other costs	Total 2013	Total 2012
	£	£	£	£	£
Costs of generating funds					
General fund-raising & marketing	15,208	-	84,483	99,691	49,842
Charitable activities					
<u>Artistic programme</u>					
Activities undertaken directly	85,282	3,053	227,841	316,176	323,427
Governance costs	-	-	5,000	5,000	5,000
	<u>100,490</u>	<u>3,053</u>	<u>317,324</u>	<u>420,867</u>	<u>378,269</u>

Governance costs includes payments to the auditors of £5,000 (2012 £5,000) for audit fees and £nil (2012 £nil) for other services

Expenditure includes the following amounts received as gifts in kind in the year ended 31 March 2013 Rent £13,125 (2012 £13,125) and rates £1,310 (2012 £1,310) Other costs include an interest charge of £4,116 (at 3%) which has been charged on a Trustee loan as permitted by the articles of the charity which will be fully gifted back to the charity and £200 on other loans

4 Activities undertaken directly

	2013 £	2012 £
Other costs relating to artistic programme comprise		
Artistic programme	186,173	255,492
Operating lease rentals	14,000	14,000
Other costs	27,668	27,319
	<u>227,841</u>	<u>296,811</u>

5 Members of the Board

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 £157,925 at the year end 2013 from £116,470 at year end 2012 The loan is subject to interest, allowable under the charity's 1980 Memorandum and Articles and the sum is donated back by the trustee to the charity once received

The Charity benefits from the provision, without charge, of a variety of skills and other services by the members of Council including the chair who continues to provide his services full time at no remuneration The benefit is not reflected in these accounts as it is not possible to attribute a monetary value

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2013

6 Employees

Number of employees

The average monthly number of employees during the year was

	2013	2012
	Number	Number
Administration and programmes	<u>6</u>	<u>4</u>

Employment costs

	2013	2012
	£	£
Wages and salaries	92,092	39,186
Social security costs	7,148	5,427
Other pension costs	1,250	1,250
	<u>100,490</u>	<u>45,863</u>

7 Transfers

	2013	2012
	£	£
From restricted to unrestricted funds	<u>359,907</u>	<u>4,300</u>
	<u>359,907</u>	<u>4,300</u>

Restricted funds provided to make acquisitions for the collection are transferred to unrestricted funds once the restriction has been met by purchasing the relevant item. Shortfalls in funding for such acquisitions are met by a transfer from unrestricted funds

8 Prior year adjustment

Previously only the cost of heritage assets purchased after 1 April 2001 was recognised in the balance sheet. The Board felt it timely this year to recognise the value of all donated heritage assets acquired since 1 April 2001 in the balance sheet. An estimate of the value of the donated assets has now been made as detailed in note 10 and this is reflected within heritage assets by way of a prior year adjustment.

BEN URI GALLERY & MUSEUM LIMITED
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NOTES TO THE ACCOUNTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2013

9 Tangible fixed assets

	Short lease property	Equipment	Furniture	Total
	£	£	£	£
Cost				
At 1 April 2012	21,589	20,685	4,218	46,492
Additions	-	1,569	460	2,029
At 31 March 2013	21,589	22,254	4,678	48,521
Depreciation				
At 1 April 2012	16,625	14,915	3,300	34,840
Charge for the year	833	2,058	162	3,053
At 31 March 2013	17,458	16,973	3,462	37,893
Net book value				
At 31 March 2013	4,131	5,281	1,216	10,628
At 31 March 2012	4,964	6,135	918	12,017

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2013

10 Heritage assets - the collection

	Purchased	Donated	Total
	£	£	£
		as restated	
At 1 April 2012	359,999	248,063	608,062
Additions	359,907	55,625	415,532
Revaluations	2,964,469	-	2,964,469
At 31 March 2013	3,684,375	303,688	3,988,063

As at 31 March 2013, 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 totalling £3,988,063

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 consult 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 have been re-valued as at 31 March 2013 internally 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 & MUSEUM LIMITED
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NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2013

11 Fixed asset investments

	£
Market value at 1 April 2012 and at 31 March 2013	<u>1</u>
Historical cost	
At 31 March 2013	<u>1</u>
At 31 March 2012	<u>1</u>

The charity owns the entire ordinary share capital of The London Jewish Museum of Art Limited (1 ordinary share of £1). This company was dormant during the year ended 31 March 2013 and is incorporated in England.

12 Debtors	2013	2012
	£	£
Other debtors	4,455	2,696
Prepayments and accrued income	12,713	35,200
	<u>17,168</u>	<u>37,896</u>

13 Creditors: amounts falling due within one year	2013	2012
	£	£
	as restated	as restated
Bank overdrafts	87,248	153,611
Trade creditors	24,636	10,305
Taxes and social security costs	1,846	1,481
Other creditors	165,331	39,301
Accruals	6,600	9,978
	<u>285,661</u>	<u>214,676</u>

The bank overdraft is secured by personal guarantees provided by each of the trustees up to a maximum of £35,000 each.

BEN URI GALLERY & MUSEUM LIMITED
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NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2013

14	Creditors: amounts falling due after more than one year	2013	2012
		£	£
		as restated	as restated
	Other creditors	162,040	116,470

Other creditors includes loans of £162,040 (2012 £116,470) due to D Glasser who was a trustee during the year. During the year, an interest charge of £4,116 (at 3%) has been charged on this loan as permitted by the articles of the charity which will be fully gifted back to the charity. The lender has increased his annual giving to the charity by the full total of the interest charged. The loans have no fixed repayment term.

15 Pension and other post-retirement benefit commitments
Defined contribution

	2013	2012
	£	£
Contributions payable by the company for the year	1,250	1,250

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2013

16 Restricted fund

The income funds of the charity include restricted funds comprising the following unexpended balance of donations and grants held on trust for specific purposes

	Movement in funds			
	Balance at 1 April 2012	Incoming resources	Resources expended	Transfers
	£	£	£	£
Catalogue	-	17,000	(17,000)	-
Collection acquisitions	-	359,907	-	(359,907)
Education	-	3,380	(3,380)	-
Exhibitions	-	4,548	(4,548)	-
Development	-	30,000	(19,740)	-
	-	414,835	(44,668)	(359,907)
				10,260

The collection acquisition fund is used to acquire works of art for the Ben Uri Collection. As the items are purchased, the restriction ends and the fund, which represents capitalised expenditure, is transferred to unrestricted funds.

The catalogue fund represents amounts received to support the costs of specific catalogues.

The Education Fund provides funds to support various education projects.

The Development fund provides funds to support the project "Development Infrastructure - Funding Future Programming".

BEN URI GALLERY & MUSEUM LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2013

17 Analysis of net assets between funds

	Unrestricted funds	Restricted funds	Total
	£	£	£
Fund balances at 31 March 2013 are represented by			
Tangible fixed assets	10,628	-	10,628
Heritage assets	3,988,063	-	3,988,063
Investments	1	-	1
Current assets	122,223	10,260	132,483
Creditors amounts falling due within one year	(285,661)	-	(285,661)
Creditors amounts falling due after more than one year	(162,040)	-	(162,040)
	<u>3,673,214</u>	<u>10,260</u>	<u>3,683,474</u>
Unrealised gains included above			
On tangible fixed assets	2,964,469	-	2,964,469
	<u>2,964,469</u>	<u>-</u>	<u>2,964,469</u>
Reconciliation of movements in unrealised gains			
Net gains on revaluations in year	2,964,469	-	2,964,469
Unrealised gains at 31 March 2013	<u>2,964,469</u>	<u>-</u>	<u>2,964,469</u>