

COMPANY NUMBER: 02498018

BRITISH COUNCIL FOR OFFICES
(A COMPANY LIMITED BY GUARANTEE)
REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019



BRITISH COUNCIL FOR OFFICES (A COMPANY LIMITED BY GUARANTEE) FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019

CONTENTS	Page
Directors' Report Draft	1 - 4
Auditor's Report Draft	5 - 7
Statement of Comprehensive Income	8
Statement of Financial Position ,	9
Notes to the Financial Statements	10 - 14

BRITISH COUNCIL FOR OFFICES (A COMPANY LIMITED BY GUARANTEE) DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2019

The directors present their report and audited financial statements for the year ended 31 March 2019.

PRINCIPAL ACTIVITIES

The company is an organisation providing services and facilities for its members. It is dedicated to promote best practice and a better mutual understanding between businesses engaged in the development, construction, management and occupation of offices and business space, together with their professional advisers.

BUSINESS REVIEW

The deficit for the year ended 31 March 2019 was £65,178 (2018: surplus £11,852) after taxation.

As in previous years, the British Council for Offices (BCO) has held many events for members and their guests. These have included the Annual Conference, President's Luncheon, Annual and Awards Dinners together with a broad range of regional events. Many research and policy documents were also published, some of which were launched nationally through the assistance of the BCO's regional chapter structure.

Each September the BCO publishes its Annual Review highlighting the BCO's full programme of events and publications. The BCO's membership is over 3,000.

The state of the company's affairs is regarded by the directors as satisfactory.

BRITISH COUNCIL FOR OFFICES (A COMPANY LIMITED BY GUARANTEE) DIRECTOR'S REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

BOARD OF MANAGEMENT

The following were directors during the year:

IMMEDIATE PAST PRESIDENT
Ken Shuttleworth BA(Hons), DipArch(Dist), ARB,
RIBA, FRIAS, HonDDes, HonDSc
Make Architects Limited
JUNIOR VICE PRESIDENT
Robin Brodie Cooper BSc FRICS
Gleeds
HONORARY TREASURER
James Clark BSc MRICS
Core Five
Andy Heath BSc (Hons) MRICS
Cushman & Wakefield
Mark Kowal BA (Hons) DipArch RIBA MAPM
Sheppard Robson
Benjamin Lesser MBA DipProjMan (RICS) RIBA
DipArch MA (Hons)
Derwent London
Michelle Marwood LLB (Hons) Law MRICS
Blackstone Group (since 11.07.18)
Caroline Maude LLB (Hons)
CMS
Mat Oakley
Savills
Danny Parmar, Overbury
Overbury (since 18.01.19)
James Pellatt MRICS
Great Portland Estates
Neil Pennell Btech (Hons) CEng MCIBSE Landsec
David Phillips BA (Hons) HM Courts and Tribunals
Peter Wynne Rees BSc BArch BTP RIBA FRTPI
FRSA The Bartlett, UCL
Andrew Reynolds BSc MRICS (until 11.07.18)
Trildiew regridus Dec Wirtles (until 11.07.10)
Christopher Richmond Dip. Val. Surv. MBA MRICS
PricewaterhouseCoopers
Bill Ritchie BSc Hons MSc CEng FCIBSE
Atelier Ten
Melvin Rose MSc Project Management, BEng
(Hons) Civil & Structural Engineering, MICE, CEng
KPMG
Elaine Rossall BA MRICS
JLL
Andrew Tyler BSc MRICS
Knight Frank
Ray Upjohn (HNC Building Services (Electrical) FIIE)
ChapmanBDSP

BRITISH COUNCIL FOR OFFICES (A COMPANY LIMITED BY GUARANTEE) DIRECTOR'S REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

MANAGEMENT EXECUTIVE

In accordance with Article 60, the business of the Council is managed by the Executive which comprises:

PRESIDENT	IMMEDIATE PAST PRESIDENT
Katrina Kostic Samen, BlntArch (Hons) NCIDQ	Ken Shuttleworth BA(Hons), DipArch(Dist), ARB,
KKS Strategy	RIBA, FRIAS, HonDDes, HonDSc
	Make Architects Limited
SENIOR VICE PRESIDENT	JUNIOR VICE PRESIDENT
Paul Patenall Dip Arch (Hons) RIBA	Robin Brodie Cooper BSc FRICS
U and I Group Plc	Gleeds
CHIEF EXECUTIVE	HONORARY TREASURER
Richard Kauntze BSc (Hons)	James Clark BSc MRICS
British Council for Offices	Core Five
MEMBERS	
Guy Battle CEng MCIBSE FRIBA	Danny Parmar, Overbury
The Social Value Portal	Overbury (since 18.01.19)
Philip Doyle BA (Hons) BArch (Hons)	Neil Pennell Btech (Hons) CEng MCIBSE
5plus architects	Landsec
John Forrester BSc (Hons) FRICS	Bill Ritchie BSc Hons MSc CEng FCIBSE
Cushman & Wakefield (until 11.07.18)	Atelier Ten
Carl Giles BSc (Hons) Quantity Surveying	Melvin Rose MSc Project Management, BEng
Consultancy, MRICS	(Hons) Civil & Structural Engineering, MICE, CEng
Alinea Consulting LLP	KPMG
Robert Groves (IEng FIHIE MCIHT)	Elaine Rossall BA MRICS
Argent (until 18.01.19)	JLL
Andrew Heath BSc (Hons) MRICS	Cristiano Testi BA (Hons) Interior Design
Ćushman & Wakefièld	tp bennett
Mark Kowal BA (Hons) DipArch RIBA MAPM	Duncan Trench BSc (Hons) ARICS Chartered PM
Sheppard Robson	U and I Group Plc (until 8.10.18)
	·

Page 3

BRITISH COUNCIL FOR OFFICES (A COMPANY LIMITED BY GUARANTEE) DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

Directors' responsibilities statement

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 Company 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 for the Company's financial statements and then apply them consistently;
- make judgments 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.

Disclosure of information to auditor

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

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware
 of any relevant audit information and to establish that the Company's auditor is aware of that
 information.

Auditor

The auditor, Crowe U.K. LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 30 may 2019

and signed on its behalf.

Richard Kauntze Director

BRITISH COUNCIL FOR OFFICES (A COMPANY LIMITED BY GUARANTEE) INDEPENDENT AUDITOR'S REPORT

Opinion

We have audited the financial statements of British Council For Offices for the year ended 31 March 2019 which comprise the Statement of Comprehensive Income, Statement of Financial Position and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 and of its deficit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that
 may cast significant doubt about the company's ability to continue to adopt the going concern basis
 of accounting for a period of at least twelve months from the date when the financial statements are
 authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in directors' report.

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

- adequate accounting records have not been kept by the company, 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the directors report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the 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 company's members those matters we are required to state to them in an auditor's 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 company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Janette Joyce

Senior Statutory Auditor

For and on behalf of

Crowe U.K. LLP

Statutory Auditor

Aquis House 49-51 Blagrave Street

Reading

RG1 1PL

Date: 12-7.19

BRITISH COUNCIL FOR OFFICES (A COMPANY LIMITED BY GUARANTEE) STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2019

	Notes		2019	2018
OPERATING INCOME		£	£	£
Subscriptions		724,340		684,381
Events		2,446,678		2,132,417
Interest receivable		8,414		3,159
Publications		38,797		45,084
Research sponsorship		37,394		32,787
Miscellaneous income		13,734		0
			3,269,357	2,897,828
OPERATING EXPENDITURE				
Direct events expenditure		1,980,115		1,546,314
Wages and salaries		531,734		478,875
Staff pension		33,526		34,304
Printing and Stationery		7,069		10,485
Rent and Rates		146,758		122,170
Other operating expenditure		351,887		357,627
Research		286,384		331,721
Forex (gain)/ loss		(2,938)		5,029
			(3,334,535)	(2,886,525)
DEFICIT OF INCOME OVER EXPENDITURE BEFORE TAXATION			(65,178)	11,303
Taxation	4		0	549
DEFICIT FOR THE YEAR			(65,178)	11,852
Accumulated fund brought forward			1,558,843	1,546,991
ACCUMULATED FUND CARRIED FORWARD			1,493,665	1,558,843

There were no recognised gains and losses for 2019 or 2018 other than those included in the statement of comprehensive income.

The notes on pages 10 to 14 form part of these financial statements

BRITISH COUNCIL FOR OFFICES (A COMPANY LIMITED BY GUARANTEE)

COMPANY NUMBER: 02498018

STATEMENT OF FINANCIAL POSITION 31 MARCH 2019

	Notes	2019 £	2018 £
FIXED ASSETS Tangible assets	5	14,899	10,493
CURRENT ASSETS Stocks Debtors Cash at bank	6 7	2,470 1,155,893 2,866,783 4,025,146	2,511 1,318,037 2,582,150 3,902,698
CREDITORS: Amounts falling due within one year	8	(2,546,380)	(2,354,348)
NET CURRENT ASSETS		1,478,766	1,548,350
NET ASSETS		1,493,665	1,558,843
ACCUMULATED FUND	° ₂ 9	1,493,665	1,558,843

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 Section 1A – small entities.

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 11 2019

Katrina Kostic Samer

...... James Clark

1. GENERAL INFORMATION

The British Council for Offices is a private company limited by guarantee, which was incorporated in England and Wales on the 2 May 1990.

The principal activity of the company is that of providing services and facilities for its members.

The address of the registered office is 78-79 Leadenhall Street, London, EC3A 3DH.

2. ACCOUNTING POLICIES

a) Basis of accounting

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence and meet its liabilities as they fall due for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. The directors do not consider there to be any key sources of estimation and uncertainty when applying the accounting policies.

The following principal accounting policies have been applied:

b) Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

c) Tangible assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on all tangible fixed assets in use at rates calculated to write off the cost or valuation less estimated residual value over their expected useful lives as follows:

Computer and office equipment - 25% straight line
Leasehold improvements - Straight line method over the lease period

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of comprehensive income.

2. ACCOUNTING POLICIES (continued)

d) Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

e) Debtors

Short term debtors are measured at transaction price, less any impairment.

f) Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

g) Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

h) Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties.

i) Foreign currencies

Transactions denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences arising in the ordinary course of business are transferred to the income and expenditure account. Assets and liabilities denominated in foreign currencies are translated into sterling at the exchange rates ruling at the Statement of Financial Position date.

j) Research costs

Research costs are charged to the income and expenditure account as they are incurred and as the research is undertaken.

2. ACCOUNTING POLICIES (continued)

k) Pension costs

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Company in independently administered funds.

I) Government Grants

Grants of a revenue nature are recognised in the Statement of comprehensive income in the same period as the related expenditure.

3. EMPLOYEES

The average monthly number of employees, including directors, during the year was 8 (2018: 8).

4. TAXATION

The income from the Council's activities for its members is not considered to be subject to corporation tax on the grounds that it is mutual trading. Corporation tax however, is chargeable on investment and non-mutual income.

A corporation tax charge on investment income does not arise this year as it is covered by a current year non-mutual trading loss. A non-mutual trading deficit of £272,035 is carried forward at 31 March 2019 (2018 £222,152), which can be utilised against further non-mutual trading surpluses.

No deferred tax asset has been recognised in respect of tax losses available for offset against future taxable profits as they are not expected to be utilised in the foreseeable future.

5. TANGIBLE FIXED ASSETS

	Leasehold Improvements £	Office Equipment £	Computer Equipment £	Total £
Cost	_	_	_	_
1 April 2018	142,304	40,525	60,314	243,143
Additions	-	269	9,390	9,659
Disposals			<u>-</u>	
31 March 2019	142,304	40,794	69,704	252,802
Depreciation				
1 April 2018 .	142,304	36,907	53,439	232,650
Charge for the year Disposals	-	978 -	4,275 -	5,253
31 March 2019	142,304	37,885	57,714	237,903
Net book value		2.000	44.000	44.000
31 March 2019		2,909	11,990	14,899
31 March 2018	<u> </u>	3,618	6,875	10,493

6. STOCKS

2	019	2018
	£	£
Stock of publications held at the year end 2,	<u>470</u>	2,511

7. DEBTORS

	2019 £	2018 £
Trade debtors Other debtors Prepaid expenses and accrued income	414,653 12,240 729,000	445,211 15,046 857,780
	1,155,893	1,318,037

8.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2019	2018
		£	£
	Trade creditors	149,470	296,095
	Other taxes and social security	304,936	126,852
	Other creditors and accruals	65,093	53,413
	Subscriptions and fees received in advance	2,026,881	1,877,988
		2,546,380	2,354,348

9. ACCUMULATED FUND

The policy of the British Council for Offices is to accumulate a reserve which would be sufficient, should the need ever arise, for the Council to settle its affairs in an orderly fashion prior to a solvent liquidation and in addition to enable the Council to continue to function during periods of lower income due to economic climate or other difficulties. Further as the Council grows, there are demands for more activities and commitments. Whilst all activities should be self-financing, prior commitments often have to be met and strong finances are needed for the Council to be able to take such risks.

10. COMMITMENTS

There were commitments at the year end totaling £NIL (2018: £NIL).

At 31 March 2019, the company has future minimum lease payments under non-cancellable operating leases as follows:

	Land and	l Buildings	Othe	r
	2019	2018 £	2019	2018
Operating leases < one year Operating leases 1 – 5 years	88,545 157,683	88,545 246,228	4,708 2,850	5,089 6,270
operating leaded 1 o years	246,228	334,773	7,558	11,359