

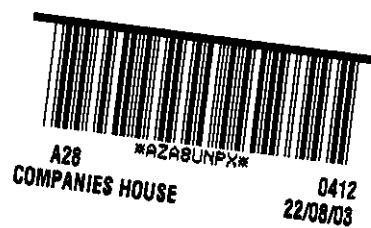
PENGUIN
COLLECTORS
SOCIETY



O/P
C900238/LS

REPORT AND ACCOUNTS

30 APRIL 2003



Company number 4261702

PENGUIN COLLECTORS SOCIETY**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the Second Annual General Meeting of the Penguin Collectors Society (company no 4261702, 'the company') will be held at the Main Seminar Room, Oxfam Headquarters, 274 Banbury Road, Oxford on Saturday 13 September 2003 at 11.30 am to transact the following business:-

ORDINARY BUSINESSResolution 1

To receive the company's accounts and the report of the directors thereon for the year ended 30 April 2003.

Resolution 2

THAT Michael Fowle, a director retiring by rotation, be re-appointed as a director of the company with immediate effect.

Resolution 3

THAT Jo Lunt, a director retiring by rotation, be re-appointed as a director of the company with immediate effect.

Resolution 4

THAT Jim Rayner, a director retiring by rotation, be re-appointed as a director of the company with immediate effect.

ANY OTHER BUSINESS

Including presentation, discussion and consideration of the Society's publications, meetings and website programme.

Note: Any annual member of the company whose annual subscription has been paid in respect of the calendar year 2002 may attend and vote at the meeting.



Michael Fowle, Secretary
18 May 2003

BRIEF DETAILS OF THE DIRECTORS AND TRUSTEES**Russell Edwards**

Age 74, retired headmaster. A collector of Penguins since schooldays, a member of the Society since almost the beginning and an officer since 1978. Secretary of the Society from 1993, he was in 2001 persuaded by his colleagues in the interests of continuity to become the first chairman of the board of the company.

Michael Fowle CBE

Age 63, chartered accountant; formerly senior partner of KPMG London office; now Chair of Place to Be and director of a building society. Treasurer since 1996 and Company Secretary since 2001. Retiring by rotation and standing for re-election.

Tim Graham

Age 56, a publisher for fifteen years and a bookseller for 20. Started collecting Penguins with his father to add to the latter's original 6d purchases and has now spread his interest to most series. Membership Secretary since 2000.

Steve Hare

Age 51, editor with a London based publisher specialising in the creative arts, in print and online. A collector for 30 years and a distinguished author on Penguin history. The Society's Editor from 1993 to 2000 and still an enthusiastic supporter as Publisher, with personal responsibility for special publications.

Jo Lunt

Age 55, former teacher and a book-dealer since 1993. Eclectic life-long collector, an enthusiastic promoter of matters Penguinary and the well-being and growth of the Society. Editor since 2000. Retiring by rotation and standing for re-election.

Joe Pearson

Age 50, currently teaching SEN students. Has a continuing interest in graphics, English modernism, the roots of American music and country pubs – with an extraordinary ability to find old and rare Penguin books. Researching a biography of Noel Carrington.

Jim Rayner

Age 56, a teacher until 1997, joined Oxfam 1998, still working for them. Interests: sport, the arts and books about books. Retiring by rotation and standing for re-election.

Martin Yates

Age 59, former management consultant. A collector since the early 1970s, PCS member since the early 1980s, contributor to PCS publications since the early 1990s and publications officer since 2002.

PENGUIN COLLECTORS SOCIETY CHAIRMAN'S STATEMENT

Last year you received the first report of this Society as a limited company and this year is the first report as a registered charity. As last year, this report is reserved for the formal financial and legal information that we need to circulate – things about study, research and books and preservation will be in the *Collector*.

The formal annual general meeting notice is the first page of this leaflet – the venue details are in the *Collector*. Please note that the time of the formal agm is 11.30 am.

One third of the trustees retire by rotation at the annual general meeting and are entitled to stand for re-election. Those retiring this year (chosen by lot) are Michael Fowle, Jo Lunt and Jim Rayner and they are standing for re-election.

The Charity Commission

As you will know from the *Collector*, in Autumn 2002 the Charity Commission registered the Society as a charity, having accepted that our objects and our activities are charitable, for the advancement of education and the preservation of archive and similar historical material in public collections.

We have no intention of becoming a fundraising charity. Our funds come from three sources: the *pro bono* work of our trustees and other volunteers which does our research, creates our books, runs our events and provides our administration; members' subscriptions; and the sale of publications to members and others.

Since the year end we have held a most successful and scholarly Penguin Study Day on 17 May at the Artworkers' Guild, the majority of delegates not being members. A full report appears in the *Collector*.

Membership

The numbers of paid up members in recent years have been:

2003	404	1999	377
2002 April	361	1998	406
2001 July	383	1997	429
2000	325	1996	420

There are 25 members who paid a subscription in 2002 who have not yet rejoined for 2003.

Over 200 members, half, have sent in new standing orders for their subscription. This benefits the Society, the Treasurer and themselves. Please, more of you, start using a standing order.

Finances

The financial result for the year has been excellent. A number of matters have contributed to this, although the fact that the comparative figures in the accounts are only for seven months makes surface comparisons difficult. First, as a charity we have recovered gift aid for the first time and nearly £2,000 of gift aid is included in subscriptions – in future the amount will be nearer to £1,000 each year. Second, 2002's Miscellany, a facsimile of the booklet of *Tributes* published after the 1970 Service of Thanksgiving for Allen Lane's Life and Work, an excellent and interesting booklet, was very inexpensive, especially when compared with the previous year's *Penguin Modern Painters*. And third, our membership numbers are up.

As was agreed at the last AGM, subscriptions have been increased. For existing members who were up to date, this will impact from 1 January 2004 – the first increase for six years. I hope that it will be the last for as long a period.

We are in excellent shape financially. Our cash position is good and we have invested funds not currently needed with the COIF Deposit Fund, which provides charities with money market rates, more than a small organisation like PCS can get on a bank deposit. We have decided to set aside a sum of £5,000, being approximately one year's expenses, as a base fund to ensure that the Society has adequate resources to fulfill its mission.

Russell Edwards, 18 May 2003



Penguin Collectors Society

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30 APRIL 2003

This is the formal report of the Society's directors and trustees. The Society was founded in 1974 by a small band of enthusiasts and was re-organised in 2001 as a charitable company limited by guarantee (registered number under the Company's Act 1985 4261702). On 30 September 2002 the Company was entered by the Charity Commission on the Central Register of Charities (number 1093965).

The directors (who are the charity trustees and are referred to as 'the trustees') are:

Russell Edwards – Chairman	Jo Lunt – Editor
Michael Fowle – Secretary & Treasurer	Joe Pearson
Tim Graham – Membership Secretary	Jim Rayner
Steve Hare – Publisher	Martin Yates – Publications Officer

There are two classes of members of the company: Companies Act members and annual members. The directors are the only Companies Act members and have each guaranteed that if the company is wound up he/she will contribute a sum of £10 each if it is insolvent. All other members are annual members. The rights of Companies Act members and annual members are identical and are limited to voting at general meetings. Since the company is limited by guarantee having no share capital, none of the directors has an interest in the company.

Activities and Objectives

The Society has no staff. It depends entirely on the trustees and other volunteers to pursue its objectives, including publishing a twice-yearly magazine, *The Penguin Collector*, as well as other occasional works. Its objectives are:

- to encourage and promote the study of and research into the design, history and content of printed books and other art in the twentieth century, particularly paperback books and books and art published by Penguin Books Limited and by Sir Allen Lane and
- to acquire and assist the acquisition of archive and similar historical material, particularly relating to paperback design, printing and publishing, for gift or long term loan to university libraries and collections and similar institutions where they will be available for educational and research purposes.

Organisation and policies

The trustees are responsible for the governance and management of the Society and ensure that Penguin Collectors Society pursues the objectives for which it was founded. The trustees are responsible for selecting the policies of the Society including the accounting policies. The accounting policies are included in Note 1 to the financial statements.

Risk management

The trustees have considered the risks to which the Society is subject and are satisfied that they are properly managed.

Directors' responsibilities

The following statement is made in order to set out the responsibilities of the directors in relation to the accounts. Company law requires the trustees to prepare accounts for each financial period which give a true and fair view of the Society's state of affairs at the end of the year and of the results for that period. In preparing those accounts, the trustees are required to: select suitable accounting policies and apply them consistently; make judgements and estimates that are reasonable and prudent; follow applicable accounting standards, subject to any material departures as explained in the accounts; and prepare the accounts on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Society and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the Society and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities and to provide reasonable assurance that the Society is operating efficiently and effectively, that its assets are safeguarded against unauthorized use or disposition and that the Society complies with relevant laws and regulations.

Because of the size of the Society, there is no obligation to appoint auditors. The members confirmed at the 2002 annual general meeting that they do not wish to do so.

Funds and results for the period

The Society's funds are unrestricted. The trustees have decided that it is proper to set aside a sum of £5,000, being approximately one year's expenses, as a base fund to ensure that the Society has adequate resources to fulfill its mission. The Chairman's statement comments on the results for the period.

The directors and trustees have taken advantage of the special exemptions applicable to small companies conferred by Part VII of the Companies Act 1985 in the preparation of the directors' report.

By order of the Board of Trustees



Michael Fowle CBE FCA, Secretary, 18 May 2003

Penguin Collectors Society
(a company incorporated by guarantee)

Statement of financial activities

	<i>Note</i>	Year to 30 April 2003 £	7½ months to 30 April 2002 £
<i>Incoming resources during the period</i>			
Subscriptions etc receivable	1	7,476	3,387
Publications sales and other income from meeting charitable objectives	2	1,614	2,059
Interest receivable		285	185
		<u>9,375</u>	<u>5,631</u>
<i>Resources expended during the period</i>			
Costs of furthering charitable activities	3	3,832	5,362
Management and administration	4	631	666
		<u>4,463</u>	<u>6,028</u>
Net incoming (outgoing) resources for the period		4,912	(397)
Balance brought forward		5,167	
Transfer to Base Fund	1	(5,000)	
Gift received of the net assets of the predecessor unincorporated Penguin Collectors' Society			6,172
Company formation expenses			(608)
Balance on income and expenditure account at closing		<u>5,079</u>	<u>5,167</u>

Penguin Collectors Society
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Balance sheet

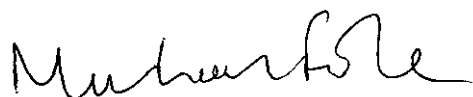
	<i>Note</i>	30 April 2003	30 April 2002 £
Publications stock (token value)	<i>1</i>	250	250
Debtors (accrued interest)		40	120
Investments – COIF Deposit Fund		16,000	-
Cash at bank		1,371	12,177
		<u>17,661</u>	<u>12,547</u>
Creditors due within one year			
Amounts payable		482	195
Accrual for printing & posting	<i>1</i>	3,400	3,924
Subscriptions received in advance	<i>1</i>	3,700	3,261
		<u>7,582</u>	<u>7,380</u>
<i>Net assets</i>		<u>10,079</u>	<u>5,167</u>
Unrestricted funds			
Balance on income and expenditure account		5,079	5,167
Base fund		5,000	
		<u>10,079</u>	<u>5,167</u>

Approved by the board and signed on its behalf on 18 May 2003

Signed



Russell Edwards – *Chairman*



Michael Fowle CBE FCA – *Treasurer*

Penguin Collectors Society
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Notes to the 2003 financial statements

1. Accounting policies

In accordance with Section 226 Companies Act 1985 the trustees have departed from the standard descriptions of the profit and loss account as set out in schedule 4 of that Act on the grounds that it is appropriate to give all the information required in the income and expenditure account in the format of a statement of financial affairs as required by the Statement of Recommended Practice for charities. The Society has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

The accounts are prepared under the historical cost convention. Income is taken to credit only if in the Treasurer's hands by the balance sheet date. Subscriptions receivable are those related to the period of the statement of financial affairs arrived at by time apportionment. Printing and postage costs for a twelve-month period normally include two *Penguin Collectors* and one *Miscellany*. Printing costs for shorter periods are arrived at by estimation and time apportionment but ensuring that full accrual is made for any actual liabilities at the balance sheet date. Publications stock represents the backlist and is stated at a token figure.

The trustees have set aside a sum of £5,000, being approximately one year's expenses, as a base fund to ensure that the Society has adequate resources to fulfill its mission.

2. Publications sales and other income from meeting charitable objectives

	Year to 30 April 2003 £	7½ mths to 30 April 2002 £
The Buildings of England – a Celebration	168	556
The Buildings of England, Ireland, Scotland & Wales	217	326
Mary Starts to Cook	148	313
The Penguin Modern Painters – A History	514	102
A Collector's Companion	82	87
Other back list & sundry	485	675
	<u>1,614</u>	<u>2,059</u>

3. Costs of furthering charitable activities

	Year to 30 April 2003 £	7½ mths to 30 April 2002 £
Printing and similar costs	2,704	4,419
Postage, packing & stationery	1,128	943
	<u>3,832</u>	<u>5,362</u>

4. Management and administration

	Year to 30 April 2003 £	7½ mths to 30 April 2002 £
AGM and meeting costs	147	304
Printing membership papers etc	449	99
Other corporate expenses	15	3
Website costs	20	260
	<u>631</u>	<u>666</u>

The trustees receive no remuneration but provide *pro bono* services to the Society. Total expenses re-imbursed to trustees amounted to £633 (2002 £524), being mostly postage, packaging and stationery (included in costs of furthering charitable activities), though the 2002 figure included £275 paid to a company incorporation agent included in company formation expenses.

As a charity, the Society does not suffer income tax or corporation tax.