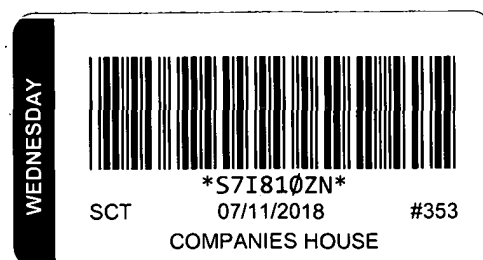


Transform Scotland
(A Company Limited by Guarantee)
Report and Financial Statements
For the Year Ended
31 March 2018



Company Number: SC181648

Charity Number: SC041516

Transform Scotland

Report and Financial Statements For the Year Ended 31 March 2018

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Transform Scotland

Reference and Administrative Information

Company registration: SC181648

Charity registration: SC041516

**Registered office and
principal office address:** 5 Rose Street
Edinburgh
EH2 2PR

Board of Directors

Current members:

P Matthews
S Hay
E Crowther
D Cannon
D Henderson
L Macinnes (appointed 29/6/17)
M Robinson (appointed 7/6/18)

Also serving in the year:

R Bell (resigned 11/10/17)
Cllr. L Hinds (resigned 4/5/17)
A Morrison (appointed 11/10/17, resigned 7/6/18)

Independent Examiner: Stanley Wynd ACIS FCIE
122 Giles Street
Edinburgh
EH6 6BZ

Transform Scotland

Report of the Directors For the Year Ended 31 March 2018

The directors are pleased to present their report and the financial statements for the year ended 31 March 2018.

Structure, Governance and Management

Transform Scotland is a company limited by guarantee, with the liability of members limited to £1 each. The company (referred to as the "Charity") is governed by the terms of its Articles of Association and is a registered Scottish charity. The membership is made up of organisations from public, private and voluntary sectors from each of which a representative is appointed.

The directors are elected by the membership at the AGM. At each AGM, directors who, as at the date of that AGM, have been in office for three years or more shall retire but may be eligible for re-election at that meeting.

The Board of Directors creates a strategic and policy framework for the Charity, focuses on strategic direction and vision and is ultimately responsible for ensuring that the organisation fulfils its statutory requirements.

The names of members of the Board of Directors during the year are shown on page 2 together with other reference and administrative information.

Objectives and Review of Activities

Transform Scotland is the national alliance for sustainable transport. We campaign for walking, cycling and public transport to be the easiest and most affordable options for everyone. Our diverse membership brings together public, private and third sector organisations from across Scotland. We are a registered charity, politically independent and strictly science-based.

The Charity's principal objectives are the promotion of sustainable development policies and practices for transport, and the education of the public on the impact of transport on the environment and society.

During the course of the year, we carried out a range of activities which advanced the case for sustainable transport, focusing mainly on Scottish Government and Scottish Parliament processes. We are represented on a number of working groups of the Government's National Transport Strategy Refresh. We responded to Government consultations regarding the Transport (Scotland) Bill, on topics such as bus services, smart ticketing and pavement parking. We presented evidence in the Parliament on air quality and on City Deals. We provide the secretariat to the Parliament's Cross Party Group on Cycling, Walking & Buses. We continued to press for a more sustainable approach to air travel, and were pleased to see a delay to cuts in Air Passenger Duty. We continued our 'Inter-City Express' campaign calling for greater investment in the Scottish inter-city rail network. Our 'Transform20' campaign celebrated the 20th anniversary of the founding of Transform Scotland whilst encouraging the public to come forward with their views on the improving transport in Scotland.

Our two social enterprises 'Transform Consulting' and 'Transform Creative' continued their work. Transform Consulting prepared research for Cycling Scotland on the economic value that cycling contributes to the Scottish economy, for Virgin Trains into the carbon savings offered by shifting Anglo-Scottish travel from air to rail, and for WWF Scotland on the phase-out of fossil fuel cars; it also assisted ScotRail with its stakeholder commitments. Transform Creative delivered design and creative commissions for a range of clients including the 2050 Climate Group, CBRE, the Church of Scotland, Community Land Scotland, European Transport Safety Council, Living Streets, Scotland's International Development Alliance, Social Enterprise Scotland, Sustrans Scotland and Voluntary Action Scotland.

We have continued to engage in a wide range of sustainable transport policy and practice (including bus, rail and ferry policy; rail freight; land use planning; and the Scottish Budget process). We have responded to numerous policy consultations, provided written and oral evidence to parliamentary inquiries, and met with a wide range of government, industry and voluntary sector stakeholders.

Transform Scotland

Report of the Directors (continued)

Objectives and Review of Activities (continued)

We have engaged in advancing Scottish rail policy via ScotRail's Stakeholder Advisory Panel and the Scottish Government's High Speed Rail Scottish Partnership Group. Furthermore, we remain engaged in a number of other alliances including the European Federation for Transport and Environment, the Healthy Air Campaign, Edinburgh Social Enterprise Network, and Social Enterprise Scotland.

Our work has been accomplished in large part through the voluntary efforts of our Board of Directors plus a range of interns and volunteers who have been instrumental in carrying out our research, campaigns and communications work.

Financial Review

Income and expenditure is detailed in the Statement of Financial Activities on page 6.

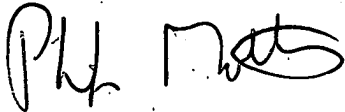
The income for the year was £151,872, considerably higher than the previous year due to an increase in grant and fee income. Expenditure was £140,157 resulting in a surplus of £11,715 at the end of the year.

Transform Scotland has agreed a reserves policy of holding reserves of around £39,000 to cover costs in the event of having to close due to the organisation being no longer financially sustainable. The Board reviews its reserves policy each year with a view to ensuring that the level of reserves held is appropriate. This figure had been achieved by the end of the year and the general fund stood at £64,608 (see note 8).

Small Companies Provisions

This report has been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies' regime.

Approved by the Board of Directors on 5 October 2018 and signed on its behalf:



P Matthews
Director

Independent Examiner's Report To the Directors of Transform Scotland

I report on the accounts of the charity for the year ended 31 March 2018 which are set out on pages 6 to 12.

Respective responsibilities of directors (the 'trustees') and examiner

The charity's Trustees are responsible for the preparation of the accounts in accordance with the terms of the Charities and Trustee Investment (Scotland) Act 2005 and the Charities Accounts (Scotland) Regulations 2006.

The Trustees consider that the audit requirement of Regulation 10(1) (a) to (c) of the Accounts Regulations does not apply. It is my responsibility to examine the accounts as required under section 44(1) (c) of the Act and to state whether particular matters have come to my attention.

Basis of independent examiner's statement

My examination is carried out in accordance with Regulation 11 of the Charities Accounts (Scotland) Regulations 2006. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeks explanations from the Trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit, and consequently I do not express an audit opinion on the view given by the accounts.

Independent examiner's statement

In the course of my examination, no matter has come to my attention

1. which gives me reasonable cause to believe that in any material respect the requirements:

- to keep accounting records in accordance with Section 44(1) (a) of the 2005 Act and Regulation 4 of the 2006 Accounts Regulations, and
- to prepare accounts which accord with the accounting records and comply with Regulation 8 of the 2006 Accounts Regulations have not been met, or

2. to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.



Stanley Wynd ACIS FCIE
122 Giles Street
Edinburgh
EH6 6BZ

Date 5/11/18

Transform Scotland

Statement of Financial Activities (including Income & Expenditure Account)

For the Year Ended 31 March 2018

Income from:	Note	Total 2018 £	Total 2017 £
<i>Donations and legacies:</i>			
Grants	1	81,435	54,000
Donations		70	165
Membership fees		16,320	14,320
Supporters		1,086	1,149
<i>Charitable activities:</i>			
Consultancy and design work income		43,877	30,078
<i>Other trading activities:</i>			
Other design work income		9,065	13,433
<i>Investments:</i>			
Bank interest		19	43
<i>Other Income</i>		-	113
Total		151,872	113,301
Expenditure on:			
<i>Raising funds</i>		13,142	20,763
<i>Charitable activities</i>		127,015	113,425
Total	2	140,157	134,188
Net income / (expenditure) for year		11,715	(20,887)
Net movement in funds		11,715	(20,887)
Funds brought forward		53,881	74,768
Funds carried forward	8	65,596	53,881

All funds in the year were unrestricted funds

The notes on pages 8 to 12 form part of these financial statements.

Transform Scotland

Balance Sheet at 31 March 2018

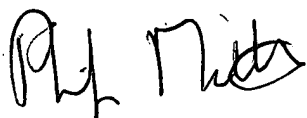
	Note	2018 £	2017 £
Fixed Assets			
Tangible assets	4	<u>988</u>	<u>1,585</u>
Current Assets			
Debtors	5	16,527	8,255
Cash at bank and in hand		<u>55,966</u>	<u>52,196</u>
		<u>72,493</u>	<u>60,451</u>
Creditors:			
<i>Amounts due within one year</i>	6	<u>7,885</u>	<u>8,155</u>
Net Current Assets		<u>64,608</u>	<u>52,296</u>
Net Assets		65,596	53,881
Funds			
Unrestricted funds	8	<u>65,596</u>	<u>53,881</u>
Total Funds	8	65,596	53,881

For the year ending 31st March 2018 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

- the members have not required the company to obtain an audit of its accounts for the period in question in accordance with section 476,
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts
- these accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements on pages 6 to 12 were approved by the Board of Directors on 5 October 2018 and signed on its behalf by:



P Matthews
Director

The notes on pages 8 to 12 form part of these financial statements.

Transform Scotland

Notes to the Accounts

Accounting policies

Basis of accounting

The financial statements have been prepared under the historic cost convention and in accordance with 'Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)' - (referred to as 'the Charities SORP'), the 'Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102), the Companies Act 2006 and UK Generally Accepted Practice as it applies from 1 January 2015. The charity constitutes a public benefit entity as defined by FRS 102.

The charity has applied the alternative structure for smaller charities allowed by paragraph 4.22 of the Charities SORP and has not reported on an activity basis. Similarly, as a smaller charity, a cash flow statement has not been prepared.

Incoming resources

Grants and donations are recognised in full in the Statement of Financial Activities in the period in which they are receivable, provided any conditions for use of the grant or donation have been fulfilled. Where a grant or donation is received for a specific purpose, it is included within restricted income and any unexpended portion carried forward as a restricted fund. Contractual income and performance related grants are only included once the charity has provided the related goods or services or met the performance related conditions.

Expenditure

All expenditure is accounted for on an accruals basis.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is calculated by the straight line method to write off the cost of fixed assets over their estimated useful lives at the following rate:

Office equipment & furniture: 25% per annum

Debtors

Debtors are recognised at the settlement amount due.

Creditors and provisions

Creditors and provisions are recognised, at settlement amount, where the charity has a present obligation resulting from a past event, which is likely to result in the transfer of funds to a third party, and the amount due can be measured or estimated reliably.

Fund Accounting

Unrestricted funds arise from donations without a specified purpose and other income generated and are available to be used for any of the objects of the charity at the discretion of the trustees.

Restricted funds are to be used for specific purposes as laid down by the donor. Expenditure which meets these criteria is charged to the fund, together with a fair allocation of management and support

Pensions

The charity operates a defined contribution pension scheme. Contributions are charged to the income and expenditure account as they become payable in accordance with the rules of the scheme.

Transform Scotland

Notes to the Accounts (continued)

1. Income	Total 2018 £	Total 2017 £
Grants:		
Sustrans	50,000	50,000
Lush Ltd	1,435	4,000
Foundation for Integrated Transport	20,000	-
WWF Scotland	2,000	-
Paths for All	4,000	-
Cycling Scotland	4,000	-
Total grants receivable	81,435	54,000

2. Expenditure	Total 2018 £	Total 2017 £
Raising funds:		
Fundraising consultancy	4,654	2,403
Cost of generating other design work income	8,488	18,360
	13,142	20,763
Charitable activities:		
Staff costs	99,124	91,354
Other human resource costs	676	356
Communications	2,180	2,757
Print and Design	8,190	420
Campaigns	1,212	765
Office expenses	6,681	5,893
Admin support costs	2,227	2,581
Accountancy	750	630
Legal & Professional	13	23
Consultancy	3,350	6,084
Insurance	627	624
Bank charges	122	77
Depreciation	983	944
Sundry expenses	880	917
	127,015	113,425
Total	140,157	134,188

3. Staff costs	Raising funds £	Charitable activities, £	Total 2018 £	Total 2017 £
Wages & salaries	2,050	90,994	93,044	93,462
Social security costs	105	4,013	4,118	4,846
Pensions costs (DC)	82	1,237	1,319	330
Pensions costs (other)	-	2,880	2,880	2,634
Total staff costs	2,237	99,124	101,361	101,272

Transform Scotland

Notes to the Accounts (continued)

3. Staff costs (continued)

The charity operates a Defined Contribution (DC) pension scheme.

The average number of employees in the year was 6 (2017 - 7) and there were no employees with emoluments above £60,000. The total amount paid to key management personnel was £32,613 (2017: £32,613)

Volunteers assisted staff with research, campaigns and communications work.

4. Tangible Fixed Assets

	Office equipment
Cost:	£
At 1 April 2017	6,205
Additions	386
At 31 March 2018	<u>6,591</u>
Depreciation:	
At 1 April 2017	4,620
Charge for period	983
At 31 March 2018	<u>5,603</u>
Net Book Value:	
At 31 March 2018	<u>988</u>
At 31 March 2017	<u>1,585</u>

5. Debtors

	2018	2017
	£	£
Trade debtors	14,868	8,099
Prepayments and accrued income	159	156
Other debtors	1,500	-
	<u>16,527</u>	<u>8,255</u>

6. Creditors

	2018	2017
<i>Amounts falling due within one year:</i>	£	£
Trade creditors	1,297	2,051
Tax & social security	5,274	4,898
Pensions	144	-
Accruals & deferred income	1,170	1,206
	<u>7,885</u>	<u>8,155</u>

7. Independent Examiner

	2018	2017
	£	£
Remuneration of independent examiner	250	250
Accountancy and other services	2,727	3,231

Transform Scotland

Notes to the Accounts (continued)

8. Movement on Funds

	At 01/04/17	Incoming Resources £	Outgoing Resources £	Transfers £	At 31/03/18
<i>Unrestricted funds:</i>					
Fixed assets fund (b)	1,585	-	(983)	386	988
General fund	<u>52,296</u>	<u>151,872</u>	<u>(139,174)</u>	<u>(386)</u>	<u>64,608</u>
Total funds	<u>53,881</u>	<u>151,872</u>	<u>(140,157)</u>	<u>-</u>	<u>65,596</u>

All funds in the year were unrestricted funds

The fixed assets fund represents the net book value of tangible fixed assets. The cost of assets purchased is transferred into the fund and annual depreciation is charged to the fund.

9. Related party transactions

No remuneration was paid to the directors of the company during either year.

Travel expenses of £21 were reimbursed to one director during the year (2017:nil)

Transform Scotland

Notes to the Accounts (continued)

11. Statement of Financial Activities - Comparative figures by class for the year ended 31 March 2017

The following provides an analysis by class of the comparative figures in the SOFA as required by paragraph 4.2 of the Statement of Recommended Practice for Charities.

Income:	Unrestricted Funds £	Restricted Funds £	Total 2017 £
<i>Donations and legacies:</i>			
Grants	50,000	4,000	54,000
Donations	165	-	165
Membership fees	14,320	-	14,320
Supporters	1,149	-	1,149
<i>Charitable activities:</i>			
Consultancy and design work income	30,078	-	30,078
<i>Other trading activities:</i>			
Other design work income	13,433	-	13,433
<i>Investments:</i>			
Bank interest	43	-	43
<i>Other Income</i>	113	-	113
Total	109,301	4,000	113,301
Expenditure on:			
<i>Raising funds</i>	20,763	-	20,763
<i>Charitable activities</i>	109,425	4,000	113,425
Total	130,188	4,000	134,188
Net income / (expenditure) for year	(20,887)	-	(20,887)
Transfers	-	-	-
Net movement in funds	(20,887)	-	(20,887)
Funds brought forward	74,768	-	74,768
Funds carried forward	53,881	-	53,881