

2737421

**Whale and Dolphin
Conservation Society**
(Limited by guarantee)

Directors' report and financial statements

Year ended 31 March 1995

Registered number 2737421

Registered charity number 1014705



Whale and Dolphin Conservation Society

(Limited by Guarantee)

Directors' report and financial statements

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Whale and Dolphin Conservation Society (Limited by Guarantee)

Independent advisers at 31 March 1995

Auditors

KPMG
Richmond Park House
15 Pembroke Road
Bristol
BS8 3BG

Bankers

Midland Bank plc
45 Milsom Street
Bath
BA1 1DU

Solicitors

Stone King & Wardle
13 Queen Square
Bath
BA1 2HJ

Whale and Dolphin Conservation Society

(Limited by Guarantee)

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 March 1995.

Principal activity

The principal activity of the Society is to help conserve and protect whales and dolphins. This is largely achieved through research, public awareness and education, particularly in developing countries.

Business review

The directors are satisfied with the results of the year which are shown in the statement of financial activities on page 7.

1994/95 was yet another year of substantial growth with an increase in overall supporter base of some 30%. The very considerable help the Society has had this year from its donors and supporters despite the continuing recession has enabled it to put some 50% more into conservation, campaigning and public education.

WDCS continued to extend its influence in the conservation of whales and dolphins internationally and is fast becoming the recognised authority in a number of areas. Examples of the conservation projects carried out during the year are the harbour porpoise rescue programme and the continuing study of Cornish bottlenose dolphins, together with other important and ongoing work with river dolphins in South America and various parts of Asia. The Society approved funding and commitment to a number of exciting new projects including a blue whale project in Mexico and a northern right whale project in the US. During the year we have also initiated a number of important education and public awareness projects worldwide, including Columbia and India.

Campaigning has played an important part in our activities this year. The society was largely instrumental in persuading the individual countries making up the International Whaling Commission, that whale watching could be as commercially viable, if not more so, than whaling itself. We campaigned heavily during the year against keeping belugas and orcas in captivity. The Montreal Biodome has pledged not to catch any more belugas from the wild. We have also brought to the attention of the public the potential dangers of seismic testing in the oil and gas industries.

Sean R Whyte, who has been closely associated with the society ever since its inception resigned as Chief Executive on 30 November 1994 and as a director on 31 January 1995. Adrian Boswell also resigned as a director on 31 January 1995. Two new directors have been appointed - Ian Buxton and Andrew Chivers. Peter West, who was appointed acting chief executive on 1 December 1994, was appointed chief executive with effect from 30 March 1995.

Whale and Dolphin Conservation Society (Limited by Guarantee)

Directors' report

Changes in fixed assets

Information relating to fixed assets is given in notes 10 and 11 to the financial statements.

Charitable status

The company is a registered charity number 1014705.

Directors and directors' interests

The directors who held office during the year were as follows:

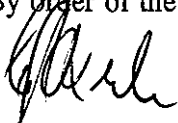
AP Boswell (resigned 31 January 1995)
T Dickinson (chairman)
SR Whyte (resigned 31 January 1995)
I Buxton (appointed 20 February 1995)
A Chivers (appointed 20 February 1995)

Auditors

On 6 February 1995 our auditors changed the name under which they practise to KPMG and, accordingly, have signed their report in their new name.

In accordance with Section 384 of the Companies Act 1985, a resolution for the re-appointment of KPMG as auditors of the company, is to be proposed at the forthcoming Annual General Meeting.

By order of the board



T Dickinson
Director

Alexander House
James Street West
Bath
Avon

6 July 1995

Whale and Dolphin Conservation Society

(Limited by Guarantee)

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the statement of financial activities for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



Richmond Park House
15 Pembroke Road
Clifton
Bristol BS8 3BG

Report of the auditors to the members of Whale and Dolphin Conservation Society (Limited by Guarantee)

We have audited the financial statements on pages 7 to 15.

Respective responsibilities of directors and auditors

As described on page 4 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board except that the scope of our work was limited as explained below.

An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. This charity, in common with others of a similar size and organisation, derives a proportion of its income from voluntary donations which, as they are collected on behalf of the charity and remitted to it by third parties, cannot be fully controlled until they are entered in the accounting records. The evidence available to us was limited because £800 of the charity's recorded income comprises such voluntary donations over which there can be no system of control until they are entered in the accounting records. There were no audit processes that we could adopt to confirm satisfactorily that such voluntary donations were complete.

Qualified opinion arising from limitation in audit scope

Except for any adjustments that might have been found to be necessary had we been able to obtain sufficient evidence concerning voluntary donations, in our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 March 1995 and of its excess of income over expenditure for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG
Chartered Accountants
Registered Auditors

6 July 1995





Richmond Park House
15 Pembroke Road
Clifton
Bristol BS8 3BG

Report of the auditors to the directors of Whale and Dolphin Conservation Society (Limited by Guarantee) pursuant to section 248 of the Companies Act 1985

We have examined the relevant accounts of the Whale and Dolphin Conservation Society (Limited by Guarantee) and of its subsidiary undertaking WDCCS (Trading) Limited. The scope of our work for the purpose of this report was limited to ascertaining whether the Whale and Dolphin Conservation Society (Limited by Guarantee) is entitled to the exemption from the requirement to prepare group accounts for the year ended 31 March 1995.

In our opinion, the group consisting of the Whale and Dolphin Conservation Society (Limited by Guarantee) and its subsidiary undertaking is a small group in respect of the year ended 31 March 1995 and the Whale and Dolphin Conservation Society (Limited by Guarantee) is therefore entitled to the exemption from the requirement to prepare group accounts under section 248 of the Companies Act 1985.

KPMG
Chartered Accountants
Registered Auditors

6 July 1995

Whale and Dolphin Conservation Society

(Limited by Guarantee)

Statement of financial activities (incorporating the income and expenditure account)

for the year ended 31 March 1995

	Note	Unrestricted funds £	Restricted funds £	Total funds 31.3.95 £	Total funds 31.3.94 £
Incoming resources					
Subscriptions and donations	7	678,613	131,872	810,485	689,149
Adopt a whale		280,527	-	280,527	229,934
Adopt a dolphin		289,255	-	289,255	133,906
Interest receivable	8	32,023	-	32,023	16,670
Covenant income		110,000	-	110,000	140,000
Total incoming resources		1,390,418	131,872	1,522,290	1,209,659
Resources used					
Direct charitable expenditure					
Conservation projects		317,823	42,984	360,807	249,486
Conservation education projects		215,625	-	215,625	136,173
		533,448	42,984	576,432	385,659
Other expenditure					
General membership		186,409	-	186,409	100,224
Adopt a whale		162,197	-	162,197	173,343
Adopt a dolphin		224,909	-	224,909	180,638
Fundraising		131,623	14,666	146,289	136,688
Administration		141,497	-	141,497	118,309
		846,635	14,666	861,301	709,202
Total resources used		1,380,083	57,650	1,437,733	1,094,861
Net movement in funds and excess of income over expenditure					
	4-6	10,335	74,222	84,557	114,798
Balances brought forward		233,013	90,803	323,816	209,018
Balances carried forward		243,348	165,025	408,373	323,816

Whale and Dolphin Conservation Society

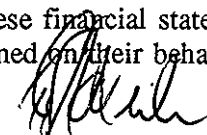
(Limited by Guarantee)

Balance sheet

at 31 March 1995

	Note	1995		1994	
		£	£	£	£
Fixed assets					
Tangible assets	10		71,658		72,039
Investment	11		2		2
			<u>71,660</u>		<u>72,041</u>
Current assets					
Debtors	12	62,488		86,323	
Cash at bank and in hand		704,228		588,903	
		<u>766,716</u>		<u>675,226</u>	
Creditors: amounts falling due within one year	13	(480,003)		(473,451)	
		<u>766,716</u>		<u>675,226</u>	
Net current assets					
Due within one year			286,713		201,775
Debtors due after one year	12		50,000		50,000
			<u>336,713</u>		<u>251,775</u>
Total net current assets			<u>336,713</u>		<u>251,775</u>
Net assets			<u>408,373</u>		<u>323,816</u>
Funds					
Unrestricted			243,348		233,013
Restricted	14		165,025		90,803
			<u>408,373</u>		<u>323,816</u>
	15		<u>408,373</u>		<u>323,816</u>

These financial statements were approved by the board of directors on 6 July 1995 and were signed on their behalf by:


T Dickinson
Director

Whale and Dolphin Conservation Society

(Limited by Guarantee)

Notes

(forming part of the financial statements)

1 Company status

The Whale and Dolphin Conservation Society is a company limited by guarantee, not having a share capital. The liability of the members in the event of winding up is limited to an amount not exceeding £1 per member. At 31 March 1995 there were three members.

2 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to these financial statements.

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention rules and in compliance with Statement of Recommended Practice No 2 - Accounting by Charities.

The directors consider that the statement of financial activities presented contains all the information of income and expenditure requested by the Companies Act and is more appropriate to the activities of the company than the formats for profit and loss as laid down in the Companies Act 1985.

Fixed assets and depreciation

Depreciation is provided to write off the cost of tangible fixed assets over their estimated useful economic lives as follows:

Fixtures, fittings, and equipment	-	20 % straight line
Motor vehicles	-	25 % straight line
Computer equipment	-	25 % straight line
Boat	-	33 % straight line

Cashflow

The company is exempt from the requirement of Financial Reporting Standard No 1 to prepare a cashflow statement as it is entitled to the filing exemptions as a small company under sections 246 to 249 of the Companies Act 1985 when filing accounts with the Registrar of Companies.

Income

Subscription and appeal income is allocated to the accounting period to which it relates. Other income is included in the financial statements according to its date of receipt.

Whale and Dolphin Conservation Society (Limited by Guarantee)

Notes (continued)

2 Accounting policies (continued)

Leases

All leases entered into are operating leases. The rental charges are charged to the profit and loss account on a straightline basis over the life of the lease.

Pensions

The company contributes to individual personal pension schemes. The assets of such schemes are held separately from those of the company in independently administered funds. The amount charged against profits represents the contributions payable to the schemes in respect of the accounting period.

Administration and fundraising costs

General administrative and fundraising expenses are charged on an accruals basis to their respective headings. These costs are incurred solely for the purpose of running the charity and raising funds.

3 Covenants

All covenant income included in the financial statements, which is stated gross of tax, was received from WDCS Trading Limited, the Society's trading subsidiary.

4 Net movement in funds for the financial year

	1995 £	1994 £
<i>The net movement in funds is stated after charging:</i>		
Auditors' remuneration		
Audit	2,000	2,000
Other services	3,600	-
Depreciation	31,668	21,694
Rent payable under operating lease	19,231	23,112
Hire of plant and machinery - rentals payable under operating leases	2,388	2,388

5 Remuneration of directors

One of the directors, Mr SR Whyte, received emoluments during the year totalling £41,718 (1994:£40,876). The other directors received no remuneration.

Whale and Dolphin Conservation Society (Limited by Guarantee)

Notes (continued)

6 Staff numbers and costs

The average number of persons employed by the company (including directors) during the year was 18 (1994:19).

The aggregate payroll costs of these persons were as follows:

	1995 £	1994 £
Wages and salaries	226,678	184,209
Social security costs	21,905	20,184
Pension costs (note 17)	11,147	9,863
	<u>259,730</u>	<u>214,256</u>

7 Subscriptions and donations

	1995 £	1994 £
General subscriptions	274,970	247,615
Unrestricted donations	403,643	350,731
Restricted donations	131,872	90,803
	<u>810,485</u>	<u>689,149</u>

8 Interest receivable

	1995 £	1994 £
Bank interest	28,052	16,670
Interest on loan to WDCS Trading Limited	3,971	-
	<u>32,023</u>	<u>16,670</u>

9 Taxation

The company has the benefit of charitable status and is registered with the Charity Commissioners. As such it is entitled to the exemptions from tax offered in section 505 ICTA 1988 in so far as it applies its income and capital gains for charitable purposes only. Consequently there is no charge to taxation for the year.

Whale and Dolphin Conservation Society

(Limited by Guarantee)

Notes (continued)

10 Tangible fixed assets

	Fixtures, fittings and equipment £	Motor vehicles £	Computer equipment £	Boat £	Total £
<i>Cost</i>					
At beginning of year	24,584	10,464	69,193	9,500	113,741
Additions	18,630	-	13,124	-	31,754
Disposals	(564)	-	-	-	(564)
At end of year	42,650	10,464	82,317	9,500	144,931
<i>Depreciation</i>					
At beginning of year	12,590	1,874	24,625	2,613	41,702
Charge for year	7,056	2,616	18,861	3,135	31,668
Disposals	(97)	-	-	-	(97)
At end of year	19,549	4,490	43,486	5,748	73,273
<i>Net book value</i>					
At 31 March 1995	23,101	5,974	38,831	3,752	71,658
At 31 March 1994	11,994	8,590	44,568	6,887	72,039

11 Fixed asset investment

	Shares in subsidiary £
<i>Cost</i>	
At beginning and end of year	2

The company owns the entire issued ordinary share capital of WDCS Trading Limited, a company incorporated in Great Britain and registered in England and Wales.

The principal activity of WDCS Trading Limited, is to raise income for the company through merchandising, corporate sponsorship and the running of competitions.

Whale and Dolphin Conservation Society (Limited by Guarantee)

Notes (continued)

11 Fixed asset investment (continued)

The capital and reserves of WDCS Trading Limited at 31 March 1995 and its profit after tax for the year ended on that date are as follows:

	1995 £	1994 £
Called up share capital	2	2
Profit and loss account	4,728	3,937
Net assets	4,730	3,939
	£	£
Profit before taxation	886	650
Profit after taxation	791	518
Profit for year attributable to the group	791	518

12 Debtors

	1995		1994	
	Due within one year £	Due after one year £	Due within one year £	Due after one year £
Loan to WDCS Trading Limited	-	50,000	-	50,000
Amount owed by subsidiary undertaking	294	-	19,691	-
Income tax recoverable	27,500	-	35,000	-
VAT	11,863	-	13,517	-
Prepayments and sundry debtors	22,831	-	18,115	-
	62,488	50,000	86,323	50,000

The loan of £50,000 to WDCS Trading Limited is to be repaid after more than five years and bears interest at 2% over the base rate of Midland Bank plc.

Whale and Dolphin Conservation Society (Limited by Guarantee)

Notes (continued)

13 Creditors: amounts falling due within one year

	1995 £	1994 £
Trade creditors	37,563	22,647
Social security	6,049	6,227
Accruals	36,562	43,432
Subscriptions received in advance	399,829	401,145
	<u>480,003</u>	<u>473,451</u>

14 Restricted funds

Restricted funds comprise the following unexpended balances of donations and other income received to be applied for specific purposes:

	1995 £	1994 £
Faroes campaign	137,957	76,530
Harbour porpoise appeal	18,571	5,791
Norway appeal	4,497	4,482
Right whale appeal	4,000	4,000
	<u>165,025</u>	<u>90,803</u>

The above funds are to be applied for the specific purposes for which the various appeals were run.

15 Reserves

	£	£
Balance at beginning of year	323,816	-
Transfer from WDCS (charity)	-	209,018
Surplus for year (page 7)	84,557	114,798
	<u>408,373</u>	<u>323,816</u>
Balance at end of year		

Whale and Dolphin Conservation Society (Limited by Guarantee)

Notes (continued)

16 Commitments

- i) The directors are of the opinion that at the year end it was morally obliged to provide further funds totalling approximately £250,000 in respect of conservation projects. The provision of this funding is dependent upon suitable progress reports being received from the various projects by the Charity demonstrating the effective use of funds.
- ii) Annual commitments under non-cancellable operating leases are as follows:

	1995		1994	
	Land and buildings	Other	Land and buildings	Other
	£	£	£	£
Operating leases which expire:				
Within one year	-	1,118	-	-
In the second to fifth years inclusive	21,500	3,068	20,700	2,388
	<u>21,500</u>	<u>4,186</u>	<u>20,700</u>	<u>2,388</u>

17 Pension scheme

The company contributes to individual personal pension schemes. The charge for the year represents contributions payable by the company to such schemes and amounted to £11,147 (1994: £9,863). There were no outstanding or prepaid contributions at either the beginning or end of either financial year.