

**COMPANY REGISTRATION NUMBER: 5334551**  
**CHARITY REGISTRATION NUMBER: 1126403**

**Waterfront Gallery**

**Company Limited by Guarantee**

**Unaudited Financial Statements**

**28 February 2022**

**Waterfront Gallery**  
**Company Limited by Guarantee**  
**Financial Statements**  
**Year ended 28 February 2022**

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# **Waterfront Gallery**

## **Company Limited by Guarantee**

### **Trustees' Annual Report (Incorporating the Director's Report)**

#### **Year ended 28 February 2022**

The trustees, who are also the directors for the purposes of company law, present their report and the unaudited financial statements of the charity for the year ended 28 February 2022.

#### **Reference and administrative details**

<b>Registered charity name</b>	Waterfront Gallery
<b>Charity registration number</b>	1126403
<b>Company registration number</b>	5334551
<b>Principal office and registered office</b>	The Old Sail Loft Discovery Quay The Docks Milford Haven Pembrokeshire SA73 3AF

#### **The trustees**

Mr DRS Clarke	
Mr DA Randell	
Mr AE Sangster	
Mr TC Arthur	(Appointed 31 March 2021)
Mr RWC Thompson	(Appointed 31 March 2021)
Mr PD Edgington	(Appointed 31 March 2021)
Mrs TJ Prior	(Appointed 31 March 2021)

**Company secretary** Mr DA Randell (Resigned 31/3/21) Mr AE Sangster (Appointed 31/03/21)

**Independent examiner** EVENS & CO LTD Chartered Accountants  
Hamilton House  
Hamilton Terrace  
Milford Haven  
Pembrokeshire  
SA73 3JP

#### **Structure, governance and management**

##### **Governing document**

The charity is controlled by its memorandum and articles of association adopted 15 December 2004 and constitutes a limited company, limited by guarantee as defined by the Companies Act 2006.

##### **Trustees**

In accordance with the constitution, members of the executive are elected annually and all executive committee members are elected Trustees of the charity. Trustees holding office during the year are included in this report.

# **Waterfront Gallery**

## **Company Limited by Guarantee**

### **Trustees' Annual Report (Incorporating the Director's Report) *(continued)***

#### **Year ended 28 February 2022**

##### **Structure, governance and management *(continued)***

###### **Risk Management**

The trustees have a duty to identify and review the risks to which the charity is exposed and to ensure appropriate controls are in place to provide reasonable assurance against fraud and error.

###### **Objectives and activities**

The charitable objectives of the organisation are to promote, maintain, improve and advance education by the encouragement of the arts including, without limitation, the arts of drama, mime, dance, singing and music.

The benefits that flow from the above objectives and activities include providing all participants with an enhanced quality of life achieved through the understanding and participation in the arts. Such understanding is promoted by bringing people together and achieving greater social cohesion and community life.

###### **Achievements and performance**

This was a difficult year for the gallery where, yet again, as in 2020-2021, we suffered lockdowns due to Covid limiting our ability to trade, other than online through the website. Our regular artists kept us supplied with work and we achieved some online and telephone sales.

Disappointingly, we were again unable to put on our usual month of February Pembrokeshire schools exhibition.

###### **Website**

The charity has a website, [www.thewaterfrontgallery.co.uk](http://www.thewaterfrontgallery.co.uk). It is intended that the website gives information of activities at the gallery and promotes it to a wider customer base.

###### **Financial review**

The reserves held at the year end are £37,192 surplus (2021 - £44,740 surplus). The gallery utilises its funds to maximise its application to meet the objectives in promoting the arts. The gallery does not hold unnecessary funds but is able to meet its obligations due to the kind contributions by its benefactors.

###### **Plans for future periods**

In the coming year we plan to continue developing the Wales Contemporary International Exhibition, launching in Spring 2022, judging in Summer 2022, and exhibiting the shortlisted entries in Milford Haven at the Waterfront Gallery, followed by an exhibition at the OXO Gallery in London in early December 2022. At the same time a Christmas exhibition is planned for the Waterfront between late November and the end of December 2022.

Working with the schools we plan to resurrect the Pembrokeshire Schools Exhibition to show in the month of February 2023.

###### **Small company provisions**

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

# **Waterfront Gallery**

**Company Limited by Guarantee**

**Trustees' Annual Report (Incorporating the Director's Report) *(continued)***

**Year ended 28 February 2022**

The trustees' annual report was approved on 19 November 2022 and signed on behalf of the board of trustees by:

A handwritten signature in black ink, appearing to read 'DA Randell', with a long horizontal stroke extending to the right.

Mr DA Randell  
Trustee

# **Waterfront Gallery**

## **Company Limited by Guarantee**

### **Independent Examiner's Report to the Trustees of Waterfront Gallery**

#### **Year ended 28 February 2022**

I report to the trustees on my examination of the financial statements of Waterfront Gallery ('the charity') for the year ended 28 February 2022.

#### **Responsibilities and basis of report**

As the charity's trustees of the Company (who are also the directors of the company for the purposes of company law), you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006.

Having satisfied myself that the accounts of the Company are not required to be audited for this year under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011. In carrying out my examination, I have followed the Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.


My examination was carried out in accordance with the general Directions given by the Charity Commission. 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 seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the next statement.

#### **Independent examiner's statement**

I have completed my examination. I can confirm that no material matters have come to my attention which gives me cause to believe that:

- accounting records were not kept in accordance with section 386 of the Companies Act 2006; or
- the accounts do not accord with such records; or
- the accounts do not comply with relevant accounting requirements under section 396 of the Companies Act 2006 other than any requirement that the accounts give a 'true and fair' view which is not a matter considered as part of an independent examination; or
- the accounts have not been prepared in accordance with the Charities SORP (FRS102).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



EVENS & CO LTD  
Chartered Accountants  
Independent Examiner

Hamilton House  
Hamilton Terrace  
Milford Haven  
Pembrokeshire  
SA73 3JP

19 November 2022

# Waterfront Gallery

## Company Limited by Guarantee

### Statement of Financial Activities (including income and expenditure account)

Year ended 28 February 2022

		2022		2021
	Note	Unrestricted funds £	Total funds £	Total funds £
<b>Income and endowments</b>				
Donations and legacies	5	10,381	10,381	60,928
Other trading activities	6	40,527	40,527	76,427
<b>Total income</b>		<u>50,908</u>	<u>50,908</u>	<u>137,355</u>
<b>Expenditure</b>				
Expenditure on raising funds:				
Costs of other trading activities	7	(55,910)	(55,910)	(80,698)
Expenditure on charitable activities	8,9	(2,546)	(2,546)	(14,453)
<b>Total expenditure</b>		<u>(58,456)</u>	<u>(58,456)</u>	<u>(95,151)</u>
<b>Net (expenditure)/income and net movement in funds</b>		<u>(7,548)</u>	<u>(7,548)</u>	<u>42,204</u>
<b>Reconciliation of funds</b>				
Total funds brought forward		44,740	44,740	2,536
<b>Total funds carried forward</b>		<u>37,192</u>	<u>37,192</u>	<u>44,740</u>

The statement of financial activities includes all gains and losses recognised in the year.  
All income and expenditure derive from continuing activities.

The notes on pages 7 to 13 form part of these financial statements.

# Waterfront Gallery

## Company Limited by Guarantee

### Statement of Financial Position

28 February 2022

	Note	2022 £	£	2021 £
<b>Fixed assets</b>				
Tangible fixed assets	14		5	6
<b>Current assets</b>				
Debtors	15	1,105		1,105
Cash at bank and in hand		<u>53,190</u>		<u>59,685</u>
		54,295		60,790
<b>Creditors: amounts falling due within one year</b>	16	<u>(17,108)</u>		<u>(16,056)</u>
<b>Net current assets</b>			<u>37,187</u>	<u>44,734</u>
<b>Total assets less current liabilities</b>			<u>37,192</u>	<u>44,740</u>
<b>Net assets</b>			<u>37,192</u>	<u>44,740</u>
<b>Funds of the charity</b>				
Unrestricted funds			<u>37,192</u>	<u>44,740</u>
<b>Total charity funds</b>	18		<u>37,192</u>	<u>44,740</u>

For the year ending 28 February 2022 the charity 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 financial statements for the year 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 financial statements.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

These financial statements were approved by the board of trustees and authorised for issue on 19 November 2022, and are signed on behalf of the board by:



Mr DA Randell  
Trustee

The notes on pages 7 to 13 form part of these financial statements.



# **Waterfront Gallery**

## **Company Limited by Guarantee**

### **Notes to the Financial Statements**

#### **Year ended 28 February 2022**

##### **1. General information**

The charity is a public benefit entity and a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is The Old Sail Loft Discovery Quay, The Docks, Milford Haven, Pembrokeshire, SA73 3AF.

##### **2. Statement of compliance**

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', the 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) (Charities SORP (FRS 102)) and the Companies Act 2006.

##### **3. Accounting policies**

###### **Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through income or expenditure.

The financial statements are prepared in sterling, which is the functional currency of the entity.

###### **Going concern**

There are no material uncertainties about the charity's ability to continue.

###### **Judgements and key sources of estimation uncertainty**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

###### **Fund accounting**

Unrestricted funds are available for use at the discretion of the trustees to further any of the charity's purposes.

Designated funds are unrestricted funds earmarked by the trustees for particular future project or commitment.

Restricted funds are subjected to restrictions on their expenditure declared by the donor or through the terms of an appeal, and fall into one of two sub-classes: restricted income funds or endowment funds.

# **Waterfront Gallery**

## **Company Limited by Guarantee**

### **Notes to the Financial Statements** *(continued)*

#### **Year ended 28 February 2022**

#### **3. Accounting policies** *(continued)*

##### **Incoming resources**

All incoming resources are included in the statement of financial activities when entitlement has passed to the charity; it is probable that the economic benefits associated with the transaction will flow to the charity and the amount can be reliably measured. The following specific policies are applied to particular categories of income:

- income from donations or grants is recognised when there is evidence of entitlement to the gift, receipt is probable and its amount can be measured reliably.
- legacy income is recognised when receipt is probable and entitlement is established.
- income from donated goods is measured at the fair value of the goods unless this is impractical to measure reliably, in which case the value is derived from the cost to the donor or the estimated resale value. Donated facilities and services are recognised in the accounts when received if the value can be reliably measured. No amounts are included for the contribution of general volunteers.
- income from contracts for the supply of services is recognised with the delivery of the contracted service. This is classified as unrestricted funds unless there is a contractual requirement for it to be spent on a particular purpose and returned if unspent, in which case it may be regarded as restricted.

##### **Resources expended**

Expenditure is recognised on an accruals basis as a liability is incurred. Expenditure includes any VAT which cannot be fully recovered, and is classified under headings of the statement of financial activities to which it relates:

- expenditure on raising funds includes the costs of all fundraising activities, events, non-charitable trading activities, and the sale of donated goods.
- expenditure on charitable activities includes all costs incurred by a charity in undertaking activities that further its charitable aims for the benefit of its beneficiaries, including those support costs and costs relating to the governance of the charity apportioned to charitable activities.
- other expenditure includes all expenditure that is neither related to raising funds for the charity nor part of its expenditure on charitable activities.

All costs are allocated to expenditure categories reflecting the use of the resource. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs are apportioned between the activities they contribute to on a reasonable, justifiable and consistent basis.

##### **Tangible assets**

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

# Waterfront Gallery

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

#### Year ended 28 February 2022

#### 3. Accounting policies *(continued)*

##### **Tangible assets *(continued)***

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other recognised gains and losses, unless it reverses a charge for impairment that has previously been recognised as expenditure within the statement of financial activities. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other recognised gains and losses, except to which it offsets any previous revaluation gain, in which case the loss is shown within other recognised gains and losses on the statement of financial activities.

##### **Depreciation**

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Plant and machinery etc	- 25% reducing balance
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##### **Impairment of fixed assets**

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

##### **Government grants**

Government grants are recognised at the fair value of the asset received or receivable. Grants are not recognised until there is reasonable assurance that the charity will comply with the conditions attaching to them and the grants will be received.

Where the grant does not impose specified future performance-related conditions on the recipient, it is recognised in income when the grant proceeds are received or receivable. Where the grant does impose specified future performance-related conditions on the recipient, it is recognised in income only when the performance-related conditions have been met. Where grants received are prior to satisfying the revenue recognition criteria, they are recognised as a liability.

# Waterfront Gallery

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

#### Year ended 28 February 2022

#### 3. Accounting policies *(continued)*

##### Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the amount receivable or payable including any related transaction costs, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Current assets and current liabilities are subsequently measured at the cash or other consideration expected to be paid or received and not discounted.

Debt instruments are subsequently measured at amortised cost.

#### 4. Limited by guarantee

The company is limited by guarantee.

#### 5. Donations and legacies

	Unrestricted Funds £	Total Funds 2022 £	Unrestricted Funds £	Total Funds 2021 £
<b>Grants</b>				
Government grant income	<u>10,381</u>	<u>10,381</u>	<u>60,928</u>	<u>60,928</u>

#### 6. Other trading activities

	Unrestricted Funds £	Total Funds 2022 £	Unrestricted Funds £	Total Funds 2021 £
Gallery income	<u>40,527</u>	<u>40,527</u>	<u>76,427</u>	<u>76,427</u>

#### 7. Costs of other trading activities

	Unrestricted Funds £	Total Funds 2022 £	Unrestricted Funds £	Total Funds 2021 £
Fundraising trading - Gallery costs	<u>55,910</u>	<u>55,910</u>	<u>80,698</u>	<u>80,698</u>

#### 8. Expenditure on charitable activities by fund type

	Unrestricted Funds £	Total Funds 2022 £	Unrestricted Funds £	Total Funds 2021 £
Support costs	<u>2,546</u>	<u>2,546</u>	<u>14,453</u>	<u>14,453</u>

# Waterfront Gallery

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

#### Year ended 28 February 2022

#### 9. Expenditure on charitable activities by activity type

	Support costs	Total funds 2022	Total fund 2021
	£	£	£
Governance costs	<u>2,546</u>	<u>2,546</u>	<u>14,453</u>

#### 10. Net (expenditure)/income

Net (expenditure)/income is stated after charging/(crediting):

	2022	2021
	£	£
Depreciation of tangible fixed assets	<u>1</u>	<u>3</u>

#### 11. Independent examination fees

	2022	2021
	£	£
Fees payable to the independent examiner for: Independent examination of the financial statements	<u>680</u>	<u>648</u>

#### 12. Staff costs

The total staff costs and employee benefits for the reporting period are analysed as follows:

	2022	2021
	£	£
Wages and salaries	<u>1,800</u>	<u>13,527</u>

The average head count of employees during the year was 2 (2021: 3). The average number of full-time equivalent employees during the year is analysed as follows:

	2022	2021
	No.	No.
Number of staff	<u>2</u>	<u>3</u>

No employee received employee benefits of more than £60,000 during the year (2021: Nil).

#### 13. Trustee remuneration and expenses

Payments totalling £821 (2021 - £5,683) were made to Mr DA Randall (Trustee) for services provided to the Charity.

##### Trustees' Expenses

Payments totalling £2,751 (2021 - £1,200) were made to Mr DA Randall (Trustee) to reimburse expenses incurred in carrying out his duties for the Charity.

Payments totalling £608 (2021 - £nil) were made to Mr TC Arthur (Trustee) to reimburse expenses incurred in carrying out his duties for the Charity.

# Waterfront Gallery

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

#### Year ended 28 February 2022

#### 14. Tangible fixed assets

	Plant and machinery etc £	Total £
<b>Cost</b>		
At 1 March 2021 and 28 February 2022	502	502
<b>Depreciation</b>		
At 1 March 2021	496	496
Charge for the year	1	1
At 28 February 2022	497	497
<b>Carrying amount</b>		
At 28 February 2022	5	5
At 28 February 2021	6	6

#### 15. Debtors

	2022 £	2021 £
Other debtors	1,105	1,105

Other debtors include an amount of £nil (2021 - £nil) due after more than one year.

#### 16. Creditors: amounts falling due within one year

	2022 £	2021 £
Trade creditors	2,000	747
Accruals and deferred income	680	648
Social security and other taxes	—	308
Other creditors	14,428	14,353
	17,108	16,056

#### 17. Government grants

The amounts recognised in the financial statements for government grants are as follows:

	2022 £	2021 £
Recognised in income from donations and legacies:		
Government grants income	10,381	60,928

# Waterfront Gallery

## Company Limited by Guarantee

### Notes to the Financial Statements *(continued)*

#### Year ended 28 February 2022

#### 18. Analysis of charitable funds

##### Unrestricted funds

	At 1 March 2021	Income	Expenditure	At 28 February 2022
	£	£	£	£
General funds	<u>44,740</u>	<u>50,908</u>	<u>(58,456)</u>	<u>37,192</u>

	At 1 March 2020	Income	Expenditure	At 28 February 2021
	£	£	£	£
General funds	<u>2,536</u>	<u>137,355</u>	<u>(95,151)</u>	<u>44,740</u>

#### 19. Analysis of net assets between funds

	Unrestricted Funds £	Total Funds 2022 £
Tangible fixed assets	5	5
Current assets	54,295	54,295
Creditors less than 1 year	(17,108)	(17,108)
<b>Net assets</b>	<u>37,192</u>	<u>37,192</u>

	Unrestricted Funds £	Total Funds 2021 £
Tangible fixed assets	6	6
Current assets	60,790	60,790
Creditors less than 1 year	(16,056)	(16,056)
<b>Net assets</b>	<u>44,740</u>	<u>44,740</u>

#### 20. Related parties

No transactions with related parties were undertaken such as are required to be disclosed under the Charities SORP Financial Reporting Standard 102.

# **Waterfront Gallery**

**Company Limited by Guarantee**

**Management Information**

**Year ended 28 February 2022**

**The following pages do not form part of the financial statements.**



# Waterfront Gallery

Company Limited by Guarantee

## Detailed Statement of Financial Activities

Year ended 28 February 2022

	2022 £	2021 £
<b>Income and endowments</b>		
Donations and legacies		
Government grant income	<u>10,381</u>	<u>60,928</u>
<b>Other trading activities</b>		
Gallery income	<u>40,527</u>	<u>76,427</u>
<b>Total income</b>	<u>50,908</u>	<u>137,355</u>
<b>Expenditure</b>		
<b>Costs of other trading activities</b>		
Purchases	(38,410)	(65,252)
Rent	(10,333)	(6,991)
Light and heat	(1,076)	(1,402)
Repairs and maintenance	(2,779)	(1,593)
Insurance	(902)	(680)
Telephone	(963)	(1,009)
Other office costs	(80)	(1,293)
Depreciation	(1)	(3)
Bank charges	(976)	(1,100)
Sundry cost	(390)	(1,375)
	<u>(55,910)</u>	<u>(80,698)</u>
<b>Expenditure on charitable activities</b>		
Wages and salaries	(1,800)	(13,527)
Legal and professional fees	(746)	(926)
	<u>(2,546)</u>	<u>(14,453)</u>
<b>Total expenditure</b>	<u>(58,456)</u>	<u>(95,151)</u>
<b>Net (expenditure)/income</b>	<u>(7,548)</u>	<u>42,204</u>