# DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2010



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(A company limited by guarantee)

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## REPORT OF THE NATIONAL COUNCIL FOR THE YEAR ENDED 31 DECEMBER 2010

The members of the National Council present their report and the financial statements for the year ended 31 December 2010

#### PRINCIPAL ACTIVITIES

The Federation of Master Builders is a company limited by guarantee and has no share capital. The principal activity continues to be that of an employers' association in the construction industry. The Federation owns 100% of the share capital of four subsidiary companies, whose function is to offer ancillary services to members of the Federation.

#### **BUSINESS REVIEW**

The combined results for the year of the Federation and its subsidiaries are presented in the Consolidated Profit and Loss Account The group achieved a net loss before tax of £70,385 (2009 profit £120,568), after taxation, the result was a loss of £69,960 (2009 profit £80,046)

The directors are confident about the future prospects of the Federation

#### **RISKS**

As a result of the economic conditions and their effects on the construction industry, membership numbers continue to fall. If the economic conditions continue to affect the construction industry, membership will continue to fall and a further review of costs will become necessary

#### FINANCIAL INSTRUMENTS

The Federation finances operations through bank balances, plus debtors and creditors. Cash flow is regularly monitored.

#### **FIXED ASSETS**

Details of the fixed assets of both the company and of the group are in note 8 to the financial statements

#### REPORT OF THE NATIONAL COUNCIL FOR THE YEAR ENDED 31 DECEMBER 2010

#### **DIRECTORS**

The directors who served during the year, being members of the National Council, were

L A Allen

J Barton

D Bentley

R Billingham D G Bostock

W T D Croft

AN I D CLOU

P J Dancy (resigned 19 July 2010)

N Etchells (deceased 13 March 2011)

K G R Farnham

J M Gilmour

P D Harris

G J Lewis (appointed 22 March 2010)

**GH** Lister

A McArdle

J McKechnie

G Mellor

S Mulligan

A Murrell (appointed 16 August 2010)

A C Nash

R Pennycook

M J Quickfall

HWG Rackham

K Smith

G Snow

R F Storer

D D Stowell (resigned 22 March 2010)

B J Sutherland

P Sample

B G Tierney MBE

S Tuthill MBE (resigned 22 March 2010)

G Webb (appointed 16 August 2010)

J Weightman

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 the group and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### REPORT OF THE NATIONAL COUNCIL FOR THE YEAR ENDED 31 DECEMBER 2010

#### PROVISION OF INFORMATION TO AUDITORS

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

- so far as that director is aware, there is no relevant audit information of which the company and the group's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of
  any information needed by the company and the group's auditors in connection with preparing their
  report and to establish that the company and the group's auditors are aware of that information

#### **AUDITORS**

The auditors, haysmacintyre, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

By arder of the Managing Board on 14 June 2011

N A Haji Secretary

(A company limited by guarantee)

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FEDERATION OF MASTER BUILDERS LIMITED

We have audited the financial statements of Federation of Master Builders Limited for the year ended 31 December 2010, set out on pages 6 to 19. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

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 Auditors' 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

#### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As explained more fully in the Statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

### SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

#### **OPINION ON FINANCIAL STATEMENTS**

In our opinion the financial statements

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 December 2010 and of the group's loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

#### **OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006**

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FEDERATION OF MASTER BUILDERS LIMITED

### MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

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

- adequate accounting records have not been kept by the parent company or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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

Simon Wilks (Senior statutory auditor)

for and on behalf of haysmacintyre

Statutory Auditors

Fairfax House 15 Fulwood Place London WC1V 6AY

14 June 2011

## CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2010

		2040	2000
	Note	2010 £	2009 £
TURNOVER	1,2	4,957,539	4,814,523
Cost of sales		(877,125)	(621,648)
GROSS PROFIT		4,080,414	4,192 875
Administrative expenses		(4,279,081)	(4,195,669)
OPERATING LOSS	3	(198,667)	(2,794)
Rent receivable		114,848	118,525
Interest receivable and similar income		13,434	5,109
Interest payable and similar charges	5	<u>-</u>	(272)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE			
TAXATION		(70,385)	120,568
Tax on (loss)/profit on ordinary activities	6	425	(40,522)
(LOSS)/PROFIT FOR THE FINANCIAL YEAR	12	(69,960)	80,046

All amounts relate to continuing operations

There were no recognised gains and losses for 2010 or 2009 other than those included in the Profit and Loss Account

(A company limited by guarantee) REGISTERED NUMBER 368163

## CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2010

		201	10	200	9
	Note	£	£	£	£
FIXED ASSETS					
Tangible assets	7		4,174 638		4,255,621
CURRENT ASSETS					
Debtors	9	359,948		504,637	
Cash at bank and in hand		1,451,211		1,326,096	
		1,811,159		1,830,733	
CREDITORS amounts falling due within one year	10	(2,100,158)		(2,130,755)	
NET CURRENT LIABILITIES			(288,999)		(300,022)
TOTAL ASSETS LESS CURRENT LIABILI	TIES		3,885,639		3,955,599
CAPITAL AND RESERVES					
Revaluation reserve	12		509,090		509,090
Profit and loss account	12		3,376,549		3,446,509
			3,885,639		3,955,599

The financial statements were approved and authorised for issue by the Managing Board on behalf of the National Council on 14 June 2011 and were signed below on its behalf by

D G Bostock

Director

J M Gilmour Director

## COMPANY BALANCE SHEET AS AT 31 DECEMBER 2010

		201	10	200	9
	Note	£	£	£	£
FIXED ASSETS					
Tangible assets	7		4,174,638		4,255,621
Investments	8		6,102		6,102
			4,180,740		4,261,723
CURRENT ASSETS					
Debtors	9	359,398		486,910	
Cash at bank and in hand		1,435,451		1,344,157	
		1,794,849		1,831,067	
CREDITORS amounts falling due within one year	10	(2,213,403)		(2,262,047)	
NET CURRENT LIABILITIES			(418,554)		(430,980)
TOTAL ASSETS LESS CURRENT LIABILE	ITIES		3,762,186		3,830,743
CAPITAL AND RESERVES					
Revaluation reserve	12		509,090		509,090
Profit and loss account	12		3,253,096		3,321,653
			3,762,186		3,830,743

The financial statements were approved and authorised for issue by the Managing Board on behalf of the National Council on 14 June 2011 and were signed below on its behalf by

D G Bostock

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J M Gilmour Director

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2010

	Note	2010 £	2009 £
Net cash flow from operating activities	13	150,068	160,211
Returns on investments and servicing of finance	14	128,282	123,362
Taxation		(38,547)	60,764
Capital expenditure and financial investment	14	(114,688)	(66,652)
INCREASE IN CASH IN THE YEAR		125,115	277,685
RECONCILIATION OF NET CASH FLOW TO MOVEMENT FOR THE YEAR ENDED 31 DECEMBER 2010	NT IN NET FUNDS		
	NT IN NET FUNDS	2010	2009
	NT IN NET FUNDS	£	£
FOR THE YEAR ENDED 31 DECEMBER 2010	NT IN NET FUNDS		£
FOR THE YEAR ENDED 31 DECEMBER 2010  Increase in cash in the year	NT IN NET FUNDS	£	
	NT IN NET FUNDS	£ 125,115	£ 277,685

(A company limited by guarantee)

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

#### 1. ACCOUNTING POLICIES

#### 1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention as modified by the revaluation of freehold land and buildings and in accordance with applicable accounting standards

#### 1.2 Basis of consolidation

The financial statements consolidate the accounts of Federation of Master Builders Limited and all of its subsidiary undertakings ('subsidiaries')

The company has taken advantage of the exemption contained within 408 of the Companies Act 2006 not to present its own Profit and loss Account

The profit and loss account for the year dealt with in the accounts of the company was a loss after tax of £68,557 (2009 - profit £40,031)

#### 1.3 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied, exclusive of Value Added Tax and trade discounts

Income represents subscriptions received from members apportioned on a time basis from the date of receipt, together with arrears and admission fees

#### 1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation of fixed assets, less their estimated residual value, over their expected useful lives on the following bases.

Freehold buildings

2% of cost

Equipment and Vehicles

15-33 1/3% straight line

Land is not depreciated and comprises 50% of the valuation shown

#### 1.5 Investments

Investments in subsidiaries are valued at cost less provision for impairment

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

#### 1. ACCOUNTING POLICIES (continued)

#### 1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

Deferred tax is not provided on timing differences arising from the revaluation of fixed assets in the financial statements

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

#### 17 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

#### 2. TURNOVER

An analysis of turnover by class of business is as follows

	2010 £	2009 £
Subscription Income	4,279,756	4,395,572
Sales of Goods	5,991	12,637
Sales of Services	210,032	259,571
Seminar Income	461,760	146,743
	4,957,539	4,814,523

All turnover arose within the United Kingdom

Following a significant increase in Seminar Income, the gross amount receivable from this source of income has been included in Turnover and the related expenditure included in Cost of Sales. In previous years, since the Federation did not make a significant profit on the seminars, the related expenditure had been netted off income within Sale of Services.

The figures for 2009 have been adjusted to ensure consistency with this treatment

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

3.	OPERATING LOSS		
	The operating loss is stated after charging		
		2010 £	2009 £
	Depreciation of tangible fixed assets - owned by the group Auditors' remuneration	195,671 17,200	215,567 17,200
4.	STAFF COSTS		
	Staff costs were as follows		
		2010 £	2009 £
	Wages and salaries Social security costs Other pension costs	1,948,113 211,359 195,770	2,095,666 237,812 204,107
		2,355,242	2,537,585
	The average monthly number of employees, including t	he directors, during the year was a	s follows
		2010 No 62	2009 No 65
		<del></del>	
5.	INTEREST PAYABLE		
		2010 £	2009 £
	On bank loans and overdrafts	-	272

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

6	TAXATION		
		2010 £	2009 £
	Analysis of tax credit in the year		
	Current tax (see note below)		
	UK corporation tax charge on (loss)/profit for the year	-	37,783
	Deferred tax (see note 11)		
	Origination and reversal of timing differences	(425)	2,739
	Tax on (loss)/profit on ordinary activities	(425)	40,522

#### Factors affecting tax credit for the year

The tax assessed for the year is higher than (2009 - higher than) the standard rate of corporation tax in the UK of 28% (2009 - 28%). The differences are explained below

	2010 £	2009 £
(Loss)/profit on ordinary activities before tax	(70,385)	120,568
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2009 - 28%)	(19,708)	33,759
Effects of:		
Expenses not deductible for tax purposes, other than goodwill		
amortisation and impairment	4,346	2,205
Depreciation for year in excess of capital allowances	14,937	25,386
Utilisation of tax losses	-	(9,513)
Timing differences relating to pension charges	425	(442)
Marginal relief	-	(12,848)
Adjustment in respect of prior years	-	(764)
Current tax charge for the year (see note above)	-	37,783

#### Factors that may affect future tax charges

There were no factors that may affect future tax charges

The Federation's depreciation charge continues to be in excess of the capital allowances which it can claim in it's corporation tax computation

In years when the Federation reports a loss in the financial statements it will normally be higher than it's taxable loss and in years when it reports a profit in it's financial statements it will normally be lower than it's taxable profit

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

TANGIBLE FIXED ASSETS			
	Land and	Equipment and	Tatal
Group	Buildings £	vehicles £	Total £
Cost or valuation	~	~	~
At 1 January 2010 Additions	4,271,073 81,164	1,547,154 33,524	5,818,227 114,688
Disposals	-	(10,850)	(10,850)
At 31 December 2010	4,352,237	1,569,828	5,922,065
Depreciation			
At 1 January 2010	290,486	1,272,120	1,562,606
Charge for the year	42,828	152,843	195,671
On disposals		(10,850)	(10,850) ————
At 31 December 2010	333,314	1,414,113	1,747,427
Net book value			
At 31 December 2010	4,018,923	155,715	4,174,638
At 31 December 2009	3,980,587	275,034	4,255,621
Cost or valuation at 31 December 2010 is as follows		-	
			Land and
Group			buildings £
At cost			1,182,237
At valuation:			
June 1999			1,200,000
April 2005			1,970,000
			4,352,237

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

7	TANGIBLE FIXED ASSETS (continued)			
	Company	Land and Buildings £	Equipment and Vehicles £	Total £
	Company	£	L.	L
	Cost or valuation			
	At 1 January 2010	4,271,073	1,547,154	5,818,227
	Additions	81,164	33,524	114,688
	Disposals		(10,850)	(10,850)
	At 31 December 2010	4,352,237	1,569,828	5,922,065
	Depreciation			
	At 1 January 2010	290,486	1,272,120	1,562,606
	Charge for the year	42,828	152,843	195,671
	On disposals	-	(10,850)	(10,850)
	At 31 December 2010	333,314	1,414,113	1,747,427
	Net book value			
	At 31 December 2010	4,018,923	155,715	4,174,638
	At 31 December 2009	3,980,587	275,034	4,255,621
	Cost or valuation at 31 December 2010 is as follows			
				Land and buildings
	Company			£
	At cost			1,182,237
	At valuation:			
	Valuation June 1999			1,200,000
	Valuation April 2005			1,970,000
				4,352,237

In accordance with the exemption afforded to Not for Profit organisations by Financial Reporting Standard 15 Tangible Fixed Assets, National Council decided that the benefits of undertaking the five-yearly full valuation of all properties at 31 December 2004 were outweighed by the costs of performing the valuation. Hence, a full valuation of all properties was not undertaken as at 31 December 2004, although the Federation's largest property was revalued in April 2005.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

#### 8. FIXED ASSET INVESTMENTS

Company	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2010 and 31 December 2010	6,102
Net book value	
At 31 December 2010	6,102
At 31 December 2009	6,102

Details of the principal subsidiaries can be found in note 16

### 9. DEBTORS

	<u></u>	Group		Company
	2010 £	2009 £	2010 £	2009 £
Trade debtors	181,390	135,306	181,390	135,306
Other debtors	19,066	43,672	18,516	25,945
Prepayments and accrued income	153,479	320,071	153,479	320,071
Deferred tax asset (see note 11)	6,013	5,588	6,013	5,588
	359,948	504,637	359,398	486,910
	<del></del>			

#### 10. CREDITORS:

Amounts falling due within one year

		Group		Company
	2010 £	2009 £	2010 £	2009 £
Trade creditors	106,623	124,951	106,623	124,951
Subcriptions in advance	1,141,053	1,202,987	1,021,538	1,065,885
Amounts owed to group undertakings	-	-	377,905	435,719
Corporation tax	•	38,547	-	28,918
Social security and other taxes	210,610	189,512	210,610	189,512
Other creditors	157,620	153,264	131,936	121,270
Accruals and deferred income	484,252	421,494	364,791	295,792
	2,100,158	2,130,755	2,213,403	2,262,047

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

11. DEFERRED TAX A	SSET
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	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
At beginning of year Released during/(charge for) the year	5,588	8,327	5,588	8,327
	425	(2,739)	425	(2,739)
At end of year	6,013	5,588	6,013	5,588

The deferred tax asset is made up as follows

	Group		Company	
	2010 £	2009 £	2010 £	2009 £
Origination of timing differences	6,013	5,588	6,013	5,588

### 12. RESERVES

Group	Revaluation reserve £	Profit and loss account £
At 1 January 2010 Loss for the year	509,090	3,446,509 (69,960)
At 31 December 2010	509,090	3,376,549
Company	Revaluation reserve £	Profit and loss account £
Company At 1 January 2010 Loss for the year	reserve	account

(A company limited by guarantee)

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

13.	NET CASH FLOW FROM OPERATION	NG ACTIVITIES					
				2010	2009		
	Operating loss Depreciation of tangible fixed assets Decrease/(increase) in debtors Increase/(decrease) in creditors			£ (198,667) 195,671 145,114 7,950	£ (2,794) 215,567 (30,535) (22,027)		
	Net cash inflow from operating act	ivities	-	150,068	160,211		
14.	ANALYSIS OF CASH FLOWS FOR	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT					
				2010 £	2009 £		
	Returns on investments and service	Returns on investments and servicing of finance					
	Interest received			13,434	5,109		
	Interest paid Rent receivable			114,848	(272) 118,525		
	Net cash inflow from returns on investments and servicing of finance			128,282	123,362		
			·	2010 £	2009 £		
	Capital expenditure and financial is	nvestment		~	~		
	Purchase of tangible fixed assets			(114,688)	(66,652)		
15.	ANALYSIS OF CHANGES IN NET F	UNDS					
				Other			
				non-cash			
		1 January 2010	Cash flow	changes	31 December 2010		
		£	£	£	£		
	Cash at bank and in hand	1,326,096	125,115	-	1,451,211		
	Net funds	1,326,096	125,115		1,451,211		

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

### 16. PRINCIPAL SUBSIDIARIES

		Percentage	
Company name	Country	Shareholding	Description
National Register of Warranted Builders (FMB) Limited	England and Wales	100%	Trading
Building Industry Certification Scheme Limited	England and Wales	100%	Dormant
Construction Industry Services Limited	England and Wales	100%	Dormant
Trade Debt Recovery Services Limited	England and Wales	100%	Dormant