



# FINANCIAL STATEMENTS 2019

BAPTIST UNION CORPORATION LTD

YEAR ENDED 31 DECEMBER 2019

## **INTRODUCTION**

The Directors of the Baptist Union Corporation Ltd (“The Corporation”) present their Annual Report together with the audited financial statements for the year ended 31 December 2019 which comply with the Companies Act 2006, Charities Act 2011 and Accounting and Reporting by Charities: Statement of Recommended Practice (SORP) applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1 January 2015).

The Annual Report and Consolidated Financial Statements are structured as follows:

<b>Section</b>	<b>Description</b>	<b>Page Reference</b>
<b>1</b>	Objectives and Activities	Page 2
<b>2</b>	Structure, Governance and Management	Page 3-5
<b>3</b>	Achievements and Performance	Page 6
<b>4</b>	Plans for Future Periods	Page 7
<b>5</b>	Financial Review	Page 8
<b>6</b>	Who We Are	Page 9
	Directors’ Responsibilities	Page 10
	Auditors’ Report	Page 11 - 13
	Financial Statements	Our Finances in detail Page 14 - 25

## **REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31 DECEMBER 2019**

### **SECTION 1 – OUR OBJECTIVES AND ACTIVITIES**

#### **Our Objectives**

The principal object of the Corporation is the advancement of Christian Faith and its Practice, especially by the means of and in accordance with the principles of the Baptist Denomination. Its activity is directed towards helping Baptist churches in their work, not least through encouraging the effective management of their assets and resources.

The Corporation's principal activities are to act as custodian/holding trustee of many Baptist Churches, administering the Baptist Union Loan Fund and operating the Baptist Union Gift Aid Scheme. It also helps churches with guidance on legal, property and charity matters as well as having responsibility for various funds and investments.

The charitable Corporation is part of the family of Baptist organisations serving the needs of many of the Baptist Churches in Great Britain and works especially closely with the Baptist Union of Great Britain.

#### **Public Benefit**

Having regard to the guidance published by the Charity Commission (PB2), the Charity Trustees continued to provide public benefit by seeking to advance the Christian Faith and Practice in accordance with the principles of the Baptist Denomination.

Throughout 2019 the Corporation continued to support the Baptist Union and its member churches, Regional Associations and Colleges in a wide range of activities including:

- Providing a wide range of support services, including legal and general advice, Gift Aid service and acting as custodian trustees.
- Making Loans to churches for new buildings, for extensions and/or refurbishment of church premises as well as the sale and purchase of church manses.
- Helping churches generate income with a range of interest-bearing deposits.
- Supporting the Baptist denomination through the provision of a £20m loan to support the Family Solution to reduce the deficit in the Baptist Pension Scheme.

#### **Our Strategies to achieve success**

The Corporation operates in line with its agreed 5-year strategic plan for 2017 – 2022 which covers the core areas of its work setting objectives, measurable goals and assessing achievements year on year against these. Key features of the strategic plan are

- Delivering high quality legal support to churches
- Supporting churches in property transactions
- Equipping churches and other Baptist bodies through offering loans and deposits that offer market leading rates of interest.
- Managing the Corporation's activities in line with good practice.

The Directors review the strategic plan each year and are planning a refresh in 2020. The Corporation monitors the quality of services delivered through church satisfaction surveys to evaluate the quality and effectiveness of the work undertaken.

## **REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31 DECEMBER 2019**

### **SECTION 2 – STRUCTURE, GOVERNANCE AND MANAGEMENT**

#### **Governing Document**

The Corporation is governed by its Memorandum and Articles of Association dated 14<sup>th</sup> November 1890, as amended by Special Resolutions dated 14<sup>th</sup> April 1950, 12<sup>th</sup> March 1963, 22<sup>nd</sup> November 2001, 15<sup>th</sup> March 2005, 20<sup>th</sup> March 2006, 3<sup>rd</sup> May 2013, 24<sup>th</sup> June 2014, and 30<sup>th</sup> June 2016.

#### **Recruitment and Training of Directors**

The Corporation is run by a Board of Directors who act as directors of the Corporation, and who met three times in 2019.

The Board of Directors consists of:

- Up to two senior staff chosen by the Baptist Union of Great Britain, and the Treasurer for the time being of the Baptist Union of Great Britain; who serve ex-officio.
- The Moderator of the Corporation; appointed by the members in the Annual General Meeting.
- Thirteen Association Directors; one appointed by each of the thirteen Associations designated by the Baptist Union of Great Britain, as set out below.
- Up to five Directors; co-opted by the remaining Directors.

Prospective Directors are asked to confirm they are not disqualified from serving as charity trustees. After appointment they are provided with information about governance and the Corporation's principal activities and processes. Updates on current legal issues are regularly provided to the Directors.

For the purposes of good governance, the Memorandum and Articles of Association of the Corporation had previously been amended by a Special Resolution of the members to provide term limits for the Directors. Directors may be appointed for a maximum of three terms of three years.

The Directors also completed a Skills Survey to identify the specific contribution they could bring to the Board and to enable the Corporation to identify areas where the experience of the Board could be strengthened and recruit to the Board accordingly.

During 2018, the Directors established a governance subcommittee to review the governance of the Corporation against the recommendations of the Charity Governance Code. The subcommittee produced an initial report to Trustees in December 2019. The resulting action plan will be finalised and implemented during 2020.

#### **Directors' interests**

No Director had any beneficial interest in the Corporation or in any contract or arrangement of a material nature with the Corporation during the year under review, although two churches (2018: one) of which a Director is a member, has a loan from the Corporation in the ordinary course of its business. Expenses were paid to 13 Directors (2018: 15) amounting to £2,080 (2018: £2,251).

#### **Related Parties**

The members of the Corporation are the members of the Trustee Board of the Baptist Union of Great Britain. The Home Mission Fund is the principal working fund of that Union. The Home Mission Fund provides staff, offices and ancillary support to the Corporation, as well as substantial capital. Details of these costs and interest paid are set out in note 20 of these financial statements.

**REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31 DECEMBER 2019**

**SECTION 2 – STRUCTURE, GOVERNANCE AND MANAGEMENT**

**Key management personnel remuneration**

Key management personnel are considered to be:

- The Board of Directors for the Corporation – as detailed below under the section “Who we are”
- Support Services Team Leader and Company Secretary Mr Richard Wilson
- Baptist Union Corporation Ltd Manager Mrs Caroline Sanderson
- Baptist Union Corporation Ltd Deputy Manager Mr Steve Wing
- Baptist Union Corporation Ltd Finance Officer Lord Ian Wakeham

All staff of the Corporation are employed by the Baptist Union of Great Britain and the arrangements for setting the pay and remuneration is the responsibility of the Trustee Board of the Baptist Union. There is a management fee in place whereby the Corporation reimburses staff costs to BUGB in proportion to the work done on behalf of the Corporation and the Union.

**Risk Management**

The Corporation maintains a Risk Management Matrix which is reviewed annually by the Trustees and key management personnel as a means of identifying the risks, financial and non-financial that might affect the work and reputation of the Corporation. The aim is to establish and operate appropriate and adequate controls. A full review of the Matrix is presented to the Trustees annually, and highlights are also given every meeting.

The key risks identified in the most recent review were:

<b>Risk</b>	<b>Approach to monitoring and management of the risk</b>
A requirement to comply with a new set of banking laws or regulations that is of such high cost as to be a threat to the BUC business model.	Advice has been taken from Leading Counsel on the regulatory environment faced by the Corporation for its financial services. The Corporation’s solicitors actively monitor developments in banking regulation and report to the board annually.
Breach of statutory regulations leading to reputational damage and/or external enforcement action	The Corporation’s solicitors actively monitor relevant legal developments and report to the board annually.
Failure of governance and control of the Corporation.	The Corporation’s solicitors provide regular input to the board to ensure good governance is followed. Governance review due to complete in 2020 to ensure compliance with the Charity Governance Code.

**Funds and Property Held as Custodian Trustee on Behalf of Others**

The charity holds financial assets as Custodian Trustee for 29 Baptist churches which have objects that are compatible with the charitable objects of the Corporation. The Corporation acts solely as an Agent and carries no decision-making capacity.

Type of Assets Held	£’000	Organisations
Cash Deposits	24	2
Income Units	585	12
National Savings Income Bonds	18	2
UK Equities	2,460	13
<b>Total</b>	<b>3,087</b>	<b>29</b>

## **REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31 DECEMBER 2019**

### **SECTION 2 – STRUCTURE, GOVERNANCE AND MANAGEMENT**

The Charity also acts as property trustees for 1,042 churches and charity organisations. Arrangements are made for the safe custody of deeds and documents, with each set stored in a labelled packet, and included in an index system. For all financial accounts a separate account is kept for each beneficial owner and a spreadsheet is maintained of the beneficial owner of each account. A project to digitalise key church property deeds was started in 2017 and was approximately 94% completed by the end of 2019. The project is expected to complete in the first quarter of 2020.

The names of the churches and other charities for whom the Corporation acts as a Custodian Trustee are available at [www.baptist.org.uk/custodianlist2020](http://www.baptist.org.uk/custodianlist2020). The organisations are all Baptist organisations and therefore have objects that are compatible with the charitable objects of the Corporation.

## **REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31 DECEMBER 2019**

### **SECTION 3 – ACHIEVEMENTS AND PERFORMANCE**

The Corporation continued to offer legal and practical information on trusteeship, property and other issues, provide churches with access to funding and offer deposit facilities.

The Corporation made available £4,277k in loans to fourteen churches, of which £3,578k was to support church acquisition and development of church property, £593k was in connection with manses and £56k for paying off pension deficits. A loan facility of £2m was also put in place for Spurgeon’s College to enable them to meet the financial requirements for registration with the Office for Students.

All qualifying applications were met as required. The total loans outstanding increased from £38.06m (2018) to £38.47m.

The Gift Aid Scheme continued to act on behalf of the churches and £104k tax was reclaimed for churches.

The Corporation assisted many churches to buy, sell, let or alter their property. In 2019 property transactions totalling over £8.25m (2017: £7.45m) were completed.

The directors were able to make from the Corporation’s surplus a donation of £257k to the Baptist Home Mission Fund and £550k to the Baptist Union Pension Reserve.

The Corporation continues to publish leaflets and other information for churches, all of which are available from the Baptist Union of Great Britain website at [www.baptist.org.uk](http://www.baptist.org.uk). An expanded programme of webinars was delivered to support churches with practical and technical matters.

2 members of staff of the Baptist Union hold Practising Certificates from the Solicitors Regulation Authority to undertake reserved activity legal work on behalf of the Corporation.

During the year the Corporation undertook trust work on an agency basis on behalf of the Yorkshire Baptist Association and East Midland Baptist Trust Company.

## **REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31 DECEMBER 2019**

### **SECTION 4 – PLANS FOR FUTURE PERIODS**

The Corporation intends to continue to respond to the needs of Baptist churches and to offer guidance to them on legislative and other statutory developments affecting churches. The Corporation will continue to maintain and develop its suite of guidance leaflets available to churches and will offer training, including webinars, to support churches on various topics of interest.

A key focus in 2020 and 2021 will be assisting churches in meeting their obligation to register with the Charity Commission when the current Exempting Regulations expire, which is currently scheduled to happen at the end of March 2021. The Exempting Regulations allow churches in certain recognised denominations with an annual income under £100,000 not to register with the Charity Commission and their expiry will require over 1,000 Baptist churches to register. This will be a substantial undertaking as many churches of these will not have constitutional documents that will be acceptable to the Commission.

The Corporation continues to develop its offering of loans and deposits for churches and plans to grow both its portfolio loans and deposits in the coming year.

In the first quarter of 2020 our agency arrangement with the Yorkshire Baptist Association (YBA) will be ending as the YBA now have the staff in place to operate the service independently. We will be supporting them in a transition period.

The trustees have considered the effect of the COVID-19 outbreak and the measures taken to contain it on the charity's operations over the next few months and is putting together a package of measures to assist those Baptist Churches that may be affected by it. At present the take up of these measures has not significantly impacted the charity's cash flows and the trustees do not expect the ongoing impact to be significant given the charity's level of cash resources.



## **REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31 DECEMBER 2019**

### **SECTION 5 – FINANCIAL REVIEW**

Overall 2019 was a year of good progress for the Corporation and the Directors were pleased that it was able to significantly contribute funds to the Baptist family through a gift of £257,180 to the Home Mission fund, £550,000 to the Baptist Union Pension Reserve and £523,187 in interest paid to depositors.

#### **Review of Financial Results**

Overall deposits grew during the year from £51,134,672 to £54,813,688, an increase of £3,679,016 (7%), demonstrating the continued value of the deposit offering to Baptist organisations.

Excluding the loans to RBMHS and RBMHO, loans grew from £16,060,922 to £16,471,352, an increase of £410,430 (2.5%). The balance on the RBMHO loans remained flat at £22,000,618 (2018: £22,000,000)

Overall, income increased to £1,738,930 from £1,066,942 in 2018, an increase of £671,988k. This was primarily due to increased interest loan income (up by £846,038) due to higher average loan balances in the year, due to the issuing of the £20m loan to RBMHO in December 2018.

Interest paid to Baptist depositors increased from £443,698 to £523,187, and increase of 18%

Support Costs decreased slightly from £411,609 to £408,563, down 1%

#### **Policy on Reserves**

One of the principal ways of meeting its charitable objective is for the Corporation to operate the Baptist Union Loan Fund. The Corporation needs to ensure it has sufficient capital available in the form of reserves in order to be in a position absorb bad debts on loans without damaging its ability to repay depositors.

At the end of the year, the total Reserves amounted to £4,264,990 (2018: £4,264,990k). This compares to an estimate of minimum required reserves of £3,866,000 (see analysis below). The current level of reserves is considered by the directors to be appropriate as the Corporation wishes to operate with a level of prudence and have reserves capacity to support growth in loans in 2020 and beyond.

#### **Estimate of Minimum Required Reserves Level**

<b>Area</b>	<b>£'000</b>	<b>Basis for reserves</b>
6 months' operating expenses	739	<i>Based on budgeted operating expenditure (excluding gifts to BUGB)</i>
Winding up costs	100	<i>Redundancy costs plus other</i>
Deposit risk	834	<i>11% of risk-weighted deposits with financial institutions</i>
Lending Risk	2,193	<i>11% of risk-weighted loans</i>
<b>Estimated Reserves Requirement</b>	<b>3,866</b>	
<b>Actual Reserves Available</b>	<b>4,264</b>	

## BAPTIST UNION CORPORATION LTD

### REPORT OF THE TRUSTEES FOR THE YEAR ENDED 31 DECEMBER 2019

#### SECTION 5 – WHO WE ARE

The Baptist Union Corporation Ltd

**Company Number** 00032743

**Charity Registration No** 249635

**Registered and Principal Office** Baptist House, 129 Broadway, Didcot, OX11 8RT

#### Directors

**Moderator and Director** Ms K Martindale

Ex-officio Mr J Levick Treasurer  
Mr R Wilson Team Leader Support Services

Appointed by Associations Mr R English West of England Baptist Association  
Dr C Hanning (appointed 06 Feb 2020) East Midlands Baptist Association  
Mr A Hawksworth North West Baptist Association  
Mr J Holmes (resigned 07 Feb 2019) Eastern Baptist Association  
Mr P Lancaster Yorkshire Baptist Association  
Rev J Lennox Northern Baptist Association  
Rev C Lewis South Wales Baptist Association  
Rev D Maclean (resigned 28 Aug 2019) Heart of England Baptist Association  
Mr O Obidipe London Baptist Association  
Mr J Ponsford (appointed 25 Jan 2019) Southern Counties Baptist Association  
Mr S Powney (appointed 02 Oct 2019) Eastern Baptist Association  
Mr S Salmen (resigned 08 Nov 2019) East Midlands Baptist Association  
Mr M Southcombe South Eastern Baptist Association  
Rev D Warrington Central Baptist Association

Co-opted Mr S Welch  
Mr G Ward

#### Key Management Personnel

Secretary Mr R Wilson  
Manager Mrs C Sanderson  
Deputy Manager Mr S Wing (retired from the role 31 October 2019)  
Finance Officer Lord I D Wakeham

**Auditor** Moore Kingston Smith LLP, Devonshire House, 60 Goswell Road, London, EC1M 7AD

**Bankers** HSBC, 186 Broadway, Didcot, OX11 8RP

**Solicitors** Anthony Collins Solicitors LLP, 134 Edmund Street, Birmingham, B2 2EF

**Surveyors** Rapleys, 33 Jermyn Street London SW1Y 6DN

## **DIRECTORS' RESPONSIBILITIES**

The Directors of the Baptist Union Corporation Limited are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

The law applicable to charities in England & Wales/Northern Ireland requires the Directors as Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charity and of the incoming resources and application of resources of the charity for that period. In preparing these financial statements, the Directors as Trustees are required to:

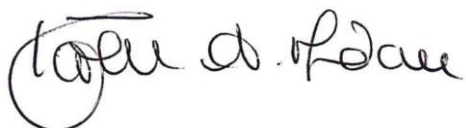
- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP 2015 (FRS 102);
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material 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 charity will continue in operation.

The Directors as Trustees are responsible for keeping accounting records that disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Charities Act 2011. They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors as Trustees are aware:

- There is no relevant audit information of which the Corporation's auditor is unaware;
- The Directors as Trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

**On behalf of the board**



Ms Karen Martindale

Moderator

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE BAPTIST UNION CORPORATION LTD**

### **Opinion**

We have audited the financial statements of The Baptist Union Corporation Limited ('the Corporation') for the year ended 31 December 2019 which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 'The Financial Reporting Standard Applicable in the UK and Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Corporation's affairs as at 31 December 2019 and of its incoming resources and application of resources, including its income and expenditure, 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.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs(UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the audit of financial statements section of our report. We are independent of the Corporation in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Corporation's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

### **Other information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE BAPTIST UNION CORPORATION LTD**

We have nothing to report in this regard.

### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' annual report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the trustees' annual report has been prepared in accordance with applicable legal requirements.

### **Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the Corporation and its environment obtained in the course of the audit, we have not identified material misstatements in the report of the Directors.

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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the Trustees' Annual Report and from preparing a Strategic Report.

### **Responsibilities of trustees**

As explained more fully in the trustees' responsibilities statement set out on page 11, the trustees (who are also the directors of the Corporation for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the Corporation's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the Corporation or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs (UK) we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE BAPTIST UNION CORPORATION LTD**

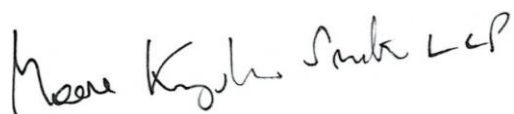
misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the Corporation's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the trustees.
- Conclude on the appropriateness of the trustees' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Corporation to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

**Use of our Report**

This report is made solely to the Corporation'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 Corporation's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to any party other than the Corporation and Corporation's members as a body, for our audit work, for this report, or for the opinions we have formed.



Andrew Stickland (Senior Statutory Auditor)

for and on behalf of Moore Kingston Smith LLP, Statutory Auditor

22 April 2020

Devonshire House  
60 Goswell Road  
London  
EC1M 7AD

**BAPTIST UNION CORPORATION LTD****STATEMENT OF FINANCIAL ACTIVITIES YEAR (INCLUDING INCOME AND EXPENDITURE ACCOUNT) FOR THE YEAR ENDED 31 DECEMBER 2019**


	Notes	Total 2019 £	Total 2018 £
<b>Income</b>			
Donations and legacies	2	100	34,604
Charitable activities	3	1,563,880	750,601
Investment income	4	174,950	281,737
Other income	5	-	-
<b>Total Income</b>		<b>1,738,930</b>	<b>1,066,942</b>
<b>Expenditure</b>			
Raising funds	6	-	72
Charitable activities	7	1,738,930	1,522,383
Other expenditure	9	-	-
<b>Total Expenditure</b>		<b>1,738,930</b>	<b>1,522,455</b>
<b>Net income before other recognised losses</b>		<b>-</b>	<b>(455,513)</b>
<b>Net movement in funds</b>		<b>-</b>	<b>(455,513)</b>
<b>RECONCILIATION OF FUNDS</b>			
Total funds brought forward		4,263,990	4,719,503
<b>Total funds Carried forward</b>		<b>4,263,990</b>	<b>4,263,990</b>

**BAPTIST UNION CORPORATION LTD**

**BALANCE SHEET AT 31 DECEMBER 2019**

	<b>Notes</b>	<b>2019</b> £	<b>2018</b> £
<b>Current assets</b>			
Debtors	12	38,752,747	38,316,623
Cash and Bank	13	20,415,012	17,167,768
		<b>59,167,759</b>	<b>55,484,391</b>
<b>Current liabilities</b>			
Creditors:			
Amounts falling due within one year	14	54,903,769	51,220,401
		<b>4,263,990</b>	<b>4,263,990</b>
<b>FUNDS OF THE CHARITY</b>			
Unrestricted income funds		4,263,990	4,263,990
		<b>4,263,990</b>	<b>4,263,990</b>
<b>Total funds</b>			
		<b>4,263,990</b>	<b>4,263,990</b>

The financial statements were approved by the Trustees on 24<sup>th</sup> March 2020 and signed on their behalf by



Karen Martindale  
Moderator

The notes on pages 18 to 23 form an integral part of these financial statements



## STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2019

## RECONCILIATION OF NET CASH PROVIDED BY OPERATING ACTIVITIES

	Notes	2019 £	2018 £
<b>Net income for the reporting period</b>		-	-
Adjustments for:			
Net gains/(losses) on investments		-	(455,513)
<b>Net income before gains on investment</b>		-	(455,513)
Adjustments for:			
Dividends and interest from investments	4	(174,950)	(281,737)
(Increase)/decrease in debtors		(436,124)	(23,339,091)
Increase in creditors and provisions		3,683,368	5,415,868
Return of Capital to Baptist Union of GB		-	313,498
<b>Net cash provided by operating activities</b>		<b>3,072,294</b>	<b>(18,346,975)</b>
<b>Net cash provided by operating activities</b>		<b>3,072,294</b>	<b>(18,346,975)</b>
<b>Cash flows from investing activities</b>			
Dividends and interest from investments	4	174,950	281,737
<b>Net cash used in investing activities</b>		<b>174,950</b>	<b>281,737</b>
<b>Changes in cash and cash equivalents in the year</b>	15	<b>3,247,244</b>	<b>(18,065,238)</b>
Cash and cash equivalents brought forward	13	17,167,768	35,233,006
<b>Cash and cash equivalents carried forward</b>	13	<b>20,415,012</b>	<b>17,167,768</b>

The notes on pages 18 to 23 form an integral part of these financial statements.

## **NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019**

### **1. ACCOUNTING POLICIES**

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

#### **(a) Basis of Accounting**

The financial statements have been prepared in accordance with the Charities Statement of Recommended Practice (Charities SORP (FRS 102)), Financial Reporting Standard 102 and the Charities Act 2011, the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Baptist Union Corporation Limited is a registered charity, no. 249635, and meets the definition of a public benefit entity under FRS102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy notes.

#### **(b) Preparation of the financial statements on a going concern basis**

The Trustees consider that there are sufficient reserves held at year end to manage any foreseeable downturn in the economy in the UK. The Trustees have a reasonable expectation that the Corporation has adequate resources to continue in operational existence for the foreseeable future. The Corporation has therefore continued to adopt the going concern basis in preparing its financial statements.

The trustees have considered the effect of the COVID-19 outbreak and the measures taken to contain it on the charity's operations over the next few months and is putting together a package of measures to assist those Baptist Churches that may be affected by it. At present the take up of these measures has not significantly impacted the charity's cash flows and the trustees do not expect the ongoing impact to be significant given the charity's level of cash resources.

#### **(c) Funds Accounting**

Unrestricted Funds: General unrestricted funds represent funds which are expendable at the discretion of the Corporation in the furtherance of the objects of the charity and which have not been designated for other purposes.

#### **(d) Income**

Income is recognised in the Statement of Financial Activities when the Corporation has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that income will be received and the amount can be measured reliably.

- Donations are accounted for gross when received.
- Legacies are accounted for at the earlier of the Estate accounts being finalised and notified, and cash received.
- Interest receivable from loans is accounted for on an accruals basis.
- Expenses received on trusts are included during the period in which they are received.
- The gift aid scheme is administered as agent on behalf of churches and other Baptist organisations, and the charity's fee is recognised on receipt of HMRC's tax rebate for remittance to the church.
- Investment income is accounted for on an accruals basis where the amount can be measured reliably.

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019**

**(e) Expenditure**

Expenditure is recognised in the Statement of Financial Activities once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

- Costs of raising funds represents investment management fees.
- Charitable activities represent expenditure in the furtherance of the object of the Corporation, and includes interest payable on deposits, supporting the Baptist Home Mission Fund, interest payable to the Baptist Union of Great Britain, management charges payable to Baptist Union of Great Britain and general support costs
- Support costs represent governance, central finance and computer facilities, together with an appropriate allowance for salaries and other office costs.

Irrecoverable VAT is charged as a cost against the activity for which the expenditure was incurred.

**(f) Fixed asset investments**

Quoted investments are held for their income generation and investment potential and are valued at market value at the reporting date. Any surplus or deficit arising is included in the Statement of Financial Activities.

**(h) Debtors**

Accrued income is recognised in the period to which it relates.

Loans are considered concessionary loans made as they are made by the Corporation to further its purposes. Loans are initially measured at the amount paid, with the carrying amount adjusted subsequently to reflect repayments and any interest receivable. Where any loan made is considered to be irrecoverable an impairment loss is recognised.

Prepayments and other debtors are recognised at the settlement amount due.

Debtors are measured at their recoverable amount.

**(i) Cash at bank and in hand**

Cash at bank and in hand includes notice deposits and short-term deposits.

**(j) Creditors**

Creditors are recognised where the Corporation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably.

Accruals and other creditors are recognised at their settlement amount due.

Trust accounts and loan fund deposits are recognised where held at the amount received and the carrying amount is adjusted to reflect any interest payable.

Loans are considered concessionary loans received as they are made to the Corporation to further its purposes and any interest charged is below the prevailing market rates.

**(k) Financial instruments**

The Corporation only has financial assets and liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

## NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019

**(l) Assets held as custodian trustee**

These financial statements do not include any assets held by the Charity as Custodian Trustee with the exception of assets held on Miscellaneous Trust Accounts and Covenant Trust Accounts shown below.

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Miscellaneous Trust Account Assets	3,086,954	3,213,119
Covenant Trust Account Assets	611	605
Miscellaneous Trust Account Creditors	(3,086,954)	(3,213,119)
Covenant Trust Account Creditors	(611)	(605)
<b>Total</b>	<b>-</b>	<b>-</b>

**(m) Taxation**

The Corporation is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore meet the definition of a Corporation for UK corporation tax purposes. Accordingly, the charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part II Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

**(n) Legal status of the Corporation**

The charity is a company limited by guarantee and has no share capital. The liability of each member in the event of winding-up is limited to £0.25p

**(o) Judgement and Key Sources of Estimations Uncertainty**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

They key estimates in the process of applying the accounting policies are

- The recoverability of loans. As at the balance sheet date, no provisions for unrecoverable loans were required in the opinion of the directors.

There are no key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019

2. DONATIONS AND LEGACIES

	<b>Total 2019 £</b>	<b>Total 2018 £</b>
Donations	100	17
Legacies	-	34,587
	<b>100</b>	<b>34,604</b>

3. CHARITABLE ACTIVITIES

	<b>Total 2019 £</b>	<b>Total 2018 £</b>
Interest receivable from loans	1,473,899	627,861
Expenses receivable on trusts	74,224	111,225
Fee for operating gift aid scheme	3,864	3,705
Accommodation fees	6,000	6,271
Other Income	5,593	1,539
	<b>1,563,880</b>	<b>750,601</b>

4. INVESTMENT INCOME

	<b>Total 2019 £</b>	<b>Total 2018 £</b>
Interest on Cash	174,950	281,737
	<b>174,950</b>	<b>281,737</b>

5. OTHER INCOME

There was no other income in 2019 or 2018

6. RAISING FUNDS

	<b>Total 2019 £</b>	<b>Total 2018 £</b>
Investment management expenses	-	72
	<b>-</b>	<b>72</b>

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019

7. CHARITABLE ACTIVITIES

	Total 2019 £	Total 2018 £
Interest Paid on Deposits		
To Trusts	101,471	88,909
To Depositors	421,716	354,789
	<u>523,187</u>	<u>443,698</u>
Gift to Baptist Union	257,180	211,563
Home Mission Fund		
Gift to Baptist Union	550,000	-
Pension Reserve		
Gift to RBMHO	-	455,513
Support Costs (note 8)	408,563	411,609
	<b>1,738,930</b>	<b>1,522,383</b>

8. SUPPORT COSTS

	Total 2019 £	Total 2018 £
<b>Costs</b>		
Management charges	219,695	242,263
Office facilities	49,814	56,960
Computer expenses	18,240	31,000
Other support costs	59,577	20,571
	<b>347,326</b>	<b>350,794</b>
<b>Governance Costs</b>		
Auditors Remuneration (note 10)	21,754	21,120
Legal & Professional	28,935	29,638
Trustee Insurance	10,548	10,058
<b>Total Governance</b>	<b>60,237</b>	<b>60,816</b>
<b>Total Support Costs</b>	<b>408,563</b>	<b>411,609</b>

9. OTHER EXPENDITURE

There was no other expenditure in 2019 or 2018

10. NET INCOME FOR THE YEAR

	2019 £	2018 £
This is stated after		
Auditors' remuneration:		
Audit work	21,754	21,120

11. EMPLOYEES AND, DIRECTORS

No director received any emoluments from the Corporation during the year (2018: £nil).

There are no direct employees of the Corporation.

## NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019

## 12. DEBTORS

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Loans:		
Manses	4,536,944	4,521,194
Churches	10,175,641	10,638,509
Pensions	592,203	557,659
RBMHO	22,000,618	22,000,000
Other	1,166,563	343,560
	<b>38,471,970</b>	<b>38,060,922</b>
Prepayments and other debtors	2,771	11,474
Interest due but unpaid	69,320	11,885
Amounts due from closed churches	208,686	232,342
	<b>38,752,747</b>	<b>38,316,623</b>

In respect of the outstanding loans of £38,471,970 (2018: £38,060,922), £2,376,139 (2018: £2,261,242) is due to be repaid within 12 months, £1,957,564 (2018: £1,887,998) is due to be paid between 12 & 24 months, £3,844,514 (2018: £4,366,035) is due to be repaid between three and five years, and £30,293,752 (2018: £29,545,647) is due to be repaid in more than five years.

Loans totalling £5,279,282 (2018: £2,427,073) have been approved but not taken up as at 31 December 2019.

## 13. CASH AND BANK BALANCES

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Notice Deposits	9,839,622	2,128,398
Short-term deposits	10,575,390	15,039,370
	<b>20,415,012</b>	<b>17,167,768</b>

Notice deposits are available in less than three months; short-term deposits are available in more than three months but less than 12 months.

## 14. CREDITORS

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Loan fund deposits		
General Deposits	42,957,491	38,764,351
Deposits from Trust Accounts	11,855,197	12,370,321
Baptist Union of Great Britain	13,575	6,033
	<b>54,827,263</b>	<b>51,140,705</b>
Amounts falling due within one year:		
Accruals and other creditors	76,896	79,091
Covenant Trust Account assets	611	605
	<b>54,903,770</b>	<b>51,220,401</b>

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019**

**15. ANALYSIS OF CASH AND CASH EQUIVALENTS**

	<b>1 Jan 2019</b>	<b>Cash Flow</b>	<b>31 Dec 2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>
Notice deposits	2,131,779	7,707,843	9,839,622
Short-term deposits	15,035,989	(4,460,599)	10,575,390
	<b>17,167,768</b>	<b>3,247,244</b>	<b>20,415,012</b>

**16. RELATED PARTY TRANSACTIONS**

The members of the Corporation are the Trustees of Baptist Union of Great Britain; therefore the Baptist Union of Great Britain is a related party to the Corporation and its Ultimate Controlling Party.

- a) During the year ended 31 December 2019, the Corporation:
  - a. Incurred management charges and office and ancillary costs totalling £278,267 (2018: £320,291) from the Baptist Home Mission Fund
  - b. Gifted £550,000 to the Baptist Union Pension Reserve.
  - c. Allocated the total year's surplus of £257,180 (2018: £211,562) for the Baptist Union Home Mission Fund
- b) At 31 December 2019 the Baptist Home Mission Fund owed the Corporation £13,575 (2018: £6,033) in connection with these transactions.
- c) In December 2018, a long-term loan was provided to the Retired Baptist Missionary Housing Society, who have a common controlling party in Baptist Union of Great Britain, of £20m and secured on properties held within their property portfolio as a fixed charge. This loan formed part of the assets and liabilities transferred to RBMHO on 31 December 2018.