

**CAMARA LEARNING LIMITED**  
**(A Company Limited by Guarantee)**

**Year ended 31 December 2012**

<b>Charity Number</b>	<b>1135540</b>
<b>Company Number</b>	<b>06985729</b>

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COMPANY REFERENCE AND ADMINISTRATIVE DETAILS

DIRECTORS	John Brown, Chairman Ben Lynch Frank O Lehmann Andrew Jarvis Peter Norris Margaret Wallace Charles Ellingham John Fitzsimons
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SECRETARY	Ben Lynch
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BANKERS	Barclays Bank Plc
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REGISTERED OFFICE	c/o John Brown 214a Portobello Road Notting Hill London W11 1LT United Kingdom
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### **REPORT OF THE TRUSTEES**

The Trustees who are also directors of the charity for the purposes of the Companies Act 2006 present their report with the financial statements of the charity for the year ended 31 December 2012. The Trustees/Directors have adopted the provisions of the Statement of Recommended Practice (SORP) Accounting and Reporting by Charities issued in March 2005.

#### **STRUCTURE, GOVERNANCE AND MANAGEMENT**

The company has no share capital. Its members have promised to pay a sum of not exceeding £10 each in respect of liabilities and costs in the event of winding up and their liabilities are limited to this amount.

The Trustees/Directors were appointed first upon incorporation and subsequently by ordinary resolution of members. The Board of Directors may appoint new Directors who must retire at the next AGM of the members and offer themselves for re-election. Currently there are no specific training programmes for current and new Trustees/Directors but the Umbrella organisation leader, Camara Education Limited, produces an updated and comprehensive finance manual including risk management for their use.

The Trustees/Directors who served in the financial year were:-

John Brown, Chairman	
Ben Lynch	
Frank O Lehmann	
Andrew Jarvis	
Peter Norris	
Margaret Wallace	
Charles Ellingham	(appointed 01/11/12)
Cormac Lynch	(resigned 07/08/12)
Diana Vernon	(resigned 19/09/12)

The following changes have taken place following the end of the financial year and before the date of this report:

John Fitzsimons	(appointed director 29/01/13)
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The government documents comprise the Memorandum and Articles of Association of the company. The company's objectives are to carry on activities for the public benefit in the global community, in particular to strive for the relief of people in less developed areas of the world through the advancement of education by:-

1. The refurbishment and distribution of computers to these areas for the provision of education in schools, educational institutions and community programmes;
2. The promotion of e-learning through teacher training in information and communication technologies to enhance the educational system in these countries;
3. Development of digital education content for use on computers.

The company achieves these aims by entering a service/fund raising agreement with Camara Education Limited, a company registered in Ireland which has developed an umbrella organisation with identical aims. Detailed reports on monitoring and evaluation of global progress are to be found at: <http://camara.org/about-us/monitoring-and-evaluation>.

As part of this agreement a member of the Board of Camara Education Limited is also appointed to the Board of this company. Camara Education Limited is therefore a related company.

During the year the company's role within the organisation has been as a fundraiser in the United Kingdom, passing on donated funds to Camara Education Limited in order to achieve the common objectives.

## **RESERVES POLICY**

In accord with the Camara organisation overall policy, the Trustees/Directors consider it appropriate to maintain a minimum of 3 to 6 months of the normal annual operating expenses in unrestricted reserves. Excluding certain start up payments charged this year, this approximates a minimum of £36,000.

The current unrestricted reserves are negative and no retention is yet possible. The Trustees/Directors are to address this situation

## **ACHIEVEMENTS AND PERFORMANCE**

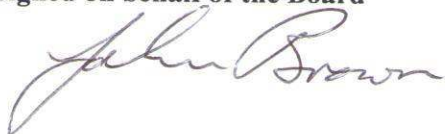
2012 was a successful year for Camara UK, seeing our fundraising income rise to above £200,000 and enabling us to make a significant contribution to the core work of Camara Education globally.

A large part of this success was due to the support by Camara Friends of our eLearning centre event in October. We were also delighted to receive support from a number of other trusts and foundations last year, including grants from The Waterloo Foundation to our work in Lesotho, LUSH supporting eLearning centres in Zambia, funding towards a Learning Officer from the Jill Franklin Trust, support for our work in Kenya from The Bower Trust and matched funding from The Reed Foundation through The Big Give Christmas Challenge.

2012 also saw on-going corporate support from Juniper Networks Foundation Fund (a corporate advised fund of the Silicon Valley Community Foundation), Eaglemoss & EMC<sup>2</sup>, and new funding from Futures for Kids, SDS Security & Wild Frontiers, all of whom are supporting eLearning centres across our Africa network.

We explored a number of possible routes to setting up a refurbishment centre in the UK, but no feasible solutions were found within the year. However, we continue to push forward with this project and hope to establish a centre by the end of 2013.

**Signed on behalf of the Board**



**J BROWN – TRUSTEE**

Date: ....14..../0.....2013



**INDEPENDENT EXAMINER'S REPORT TO**  
**THE TRUSTEES/DIRECTORS OF CAMARA LEARNING LIMITED**

I report on the accounts of the charity for the year ended 31 December 2012 which are set out on pages 6 to 12.

**RESPECTIVE RESPONSIBILITIES OF TRUSTEES/DIRECTORS AND EXAMINER**

The charity's Trustees/Directors are responsible for the preparation of the accounts. The charity's Trustees/Directors consider that an audit is not required for this year under section 144(2) of the Charities Act 2011 (the 2011 Act) and that an independent examination is needed.

It is my responsibility to:-

- Examine the accounts under Section 145 of the 2011 Act;
- Follow the procedures laid down in the General Directions given by The Charity Commission (under Section 145(5)(b) of the 2011 Act); and
- State whether particular matters have come to my attention.

**BASIS OF INDEPENDENT EXAMINER'S STATEMENT**

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 statement below. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the Trustees/Directors for my work, for this report or for the opinions I have formed.

In connection with my examination, nothing has come to my attention:-

1. Which gives me reasonable cause to believe that, in any material respect, the requirements:
  - (a) To keep accounting records in accordance with Section 130 of the 2011 Act, and
  - (b) To prepare accounts which accord with the accounting records and comply with the accounting requirements of the 2011 Act;

Have not been met; or
2. To which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.



**Robert J Smith FCA**  
**Chartered Accountant**

Date: ..26 October... 2013

17 Meadow Close  
Hinchley Wood  
Surrey  
KT10 0AY

**STATEMENT OF FINANCIAL ACTIVITIES**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

	<u>Note</u>	<u>Unrestricted</u> <u>Funds</u> <u>£</u>	<u>Restricted</u> <u>Funds</u> <u>£</u>	<u>Totals</u> <u>2012</u> <u>£</u>	<u>Totals</u> <u>2011</u> <u>£</u>
<b>INCOMING RESOURCES</b>					
Voluntary income, donations & grants	2	22,087	177,796	199,883	24,150
Contributions from Camara Education Limited:					
- towards fundraising costs – grants		12,348	-	12,348	-
- fundraising per service agreement 7.5%		12,630	-	12,630	-
Currency translation		756	-	756	-
<b>TOTAL INCOMING RESOURCES</b>		<b>47,821</b>	<b>177,796</b>	<b>225,617</b>	<b>24,150</b>
<b>RESOURCES EXPENDED</b>					
Costs of generating voluntary income	3	(52,185)	(11,338)	(63,523)	(839)
<b>NET INCOME RESOURCES AVAILABLE FOR CHARITABLE APPLICATION</b>		<b>£(4,364)</b>	<b>£166,458</b>	<b>£162,094</b>	<b>£23,311</b>
<b>CHARITABLE ACTIVITIES</b>					
Funds credited to Camara Education Limited service agreement	4	-	(153,268)	(153,268)	-
Governance costs	5	(8,387)	-	(8,387)	-
Other resources expended	6	(8,747)	-	(8,747)	-
<b>TOTAL RESOURCES EXPENDED</b>		<b>£(17,134)</b>	<b>£(153,268)</b>	<b>£(170,402)</b>	<b>-</b>
<b>NET (OUTGOING)/INCOMING RESOURCES</b>		<b>(21,498)</b>	<b>13,190</b>	<b>(8,308)</b>	<b>23,311</b>
<b>TOTAL FUNDS/(DEFICIT) AT START OF YEAR</b>		<b>18,685</b>	<b>-</b>	<b>18,685</b>	<b>(4,626)</b>
<b>TOTAL FUNDS AT END OF YEAR</b>		<b>£(2,813)</b>	<b>£13,190</b>	<b>£10,377</b>	<b>£18,685</b>

The company has no recognised gains or losses other than the results for the period as set out above.

**BALANCE SHEET AS AT 31 DECEMBER 2012**

	<u>Note</u>	<u>2012</u>	<u>2011</u>
<b>CURRENT ASSETS</b>			
Cash at bank		57,275	31,399
Debtors	15	1,222	-
		<u>58,497</u>	<u>31,399</u>
<b>CURRENT LIABILITIES</b>			
Creditors: Amounts falling due within one year	16	(48,120)	(12,714)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>£10,377</u>	<u>£18,685</u>
<b>FUNDS</b>			
Unrestricted	6	(2,813)	18,685
Restricted	6	13,190	-
<b>TOTAL FUNDS</b>		<u>£10,377</u>	<u>£18,685</u>

The charitable company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 December 2012.

The members have not required the charitable company to obtain an audit of its financial statements for the year ended 31 December 2012 in accordance with Section 476 of the Companies Act 2006.

The Directors/Trustees acknowledge their responsibilities for:-

- (a) Ensuring that the charitable company keeps accounting records that comply with Sections 386 and 387 of the Companies Act 2006; and
- (b) Preparing financial statements which give a true and fair view of the state of affairs of the charitable company as at the end of the financial year and of its surplus or deficit for each financial year in accordance with the requirements of Section 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the charitable company.

These financial statements were approved by the directors on  
on their behalf by:

- 14. 10. 2013 and are signed



**J BROWN - DIRECTOR**



**NOTES FOR THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

**1 ACCOUNTING POLICIES**

**Accounting Convention** – The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008), the Companies Act 2006 and the requirements of the Statement of Recommended Practice, Accounting and Reporting by Charities (SORP2005) issued in March 2005.

**Incoming Resources** – Incoming resources are included on the Statement of Financial Activities when the charity is legally entitled to the income and the amount can be quantified with reasonable accuracy.

**Resources Expended** – Expenditure is accounted for on an accruals basis.

**Taxation** – The charity is exempt from corporation tax on its charitable activities.

**Fund Accounting** – Unrestricted funds can be used in accordance with the charitable objectives, at the discretion of the trustees. Restricted funds can only be used for particular restricted purposes within the objectives of the charity. Restrictions arise when specified by the donor or when the funds are raised for particular restricted purposes specified in the appeal (generally the restrictions tend to be to geographical areas). Funds are forwarded to a company related to this charity which has common charitable objectives (see note Related Companies). Further explanations of the nature and purpose of restricted funds is included in the notes to the financial statements.

**2 DONATIONS AND GRANTS**

	<u>2012</u>	<u>2011</u>
	<u>£</u>	<u>£</u>
Donations pledged at the eLearning Centre charity event – various donors (excluding amounts later donated via websites)	15,975	
Blaydon Communications Limited	50,000	
	<hr/>	
	65,975	-
World Development Fund on behalf of the Trustees of The Waterloo Foundation (first tranche of a £70,000 project grant to support the development of the Lesotho hub to provide IT support to schools in Lesotho)	50,000	-
Eaglemoss Publications Limited	5,000	10,000
Goldman Sachs	-	10,000
Lush	4,978	-
The Oldie Magazine (monthly standing order)	3,200	2,500
Jill Franklin Trust (first tranche of £7,500 grant)	2,500	-
Futures for Kids	3,100	-
Fulcrum	2,500	-
Sort of Limited (books)	2,500	-
Acorn Nursery	2,000	-
Bower Trust	1,926	-
Chancery and Gosling	500	-
Norris and Fraser	3,500	-
Virgin Money Giving (website including Gift Aid)	15,644	1,500
Charities Aid Foundation (website)	17,153	150
The BIG GIVE (website including Gift Aid)	15,325	-
Paypal Funds (website)	1,100	-
Wild Frontier Foundation (paid directly to Camara Education)	2,500	-
Other items (including the Phone Bank and The Charties Fund)	482	-
	<hr/>	<hr/>
	£199,883	£24,150
	<hr/>	<hr/>

**NOTES FOR THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

**3 COSTS OF GENERATING INCOME**

	<u>Unrestricted</u> <u>Funds</u> <u>£</u>	<u>Restricted</u> <u>funds</u> <u>£</u>	<u>2012</u> <u>Total</u> <u>£</u>	<u>2011</u> <u>Total</u> <u>£</u>
Professional fees:				
Fundraising consultancy costs	3,998	-	3,998	-
Charity websites – start up & development costs	620	-	620	-
Charity websites – collection & tax refunds fees	49	1,097	1,146	839
Payroll and expenses:				
Salary (one person)	40,208	4,078	44,286	-
Social security costs	4,623	469	5,092	-
Travel and out of pocket expenses	1,428	41	1,469	-
Cost of events:				
Venues	-	1,058	1,058	-
Refreshments and music	-	4,007	4,007	-
Printing	-	588	588	-
Other costs	1,259	-	1,259	-
	<u>£52,185</u>	<u>£11,338</u>	<u>£63,523</u>	<u>£839</u>

**4 GOVERNANCE COSTS**

2012      2011

No Trustees' remuneration or other benefit is paid to Trustees by the Charity.

As a member of a group of autonomous charities with the same charitable objects, Trustees need to attend meetings in both Ireland and globally to ensure that income raised is properly spent.

Trustees – flight and hotel costs for two trustees	6,690	-
Accountancy	697	-
Provision for independent examination	1,000	-
	<u>£8,387</u>	<u>-</u>

**5 OTHER RESOURCES EXPENDED**

2012      2011

1/3 share of purchase of domain name Camara.org	649	-
Share of Camara's website development costs	3,089	-
Recruitment costs – employee	4,645	-
Other costs	364	-
	<u>£8,747</u>	<u>-</u>



**NOTES FOR THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

6	FUNDS	Note	Brought Forward £	Income £	Tfrd to CEL Ltd £	Support Costs £	Carried Forward £
	UNRESTRICTED FUNDS						
	General funds available for core Activities		18,685	47,821	(69,319)	-	(2,813)
	RESTRICTED FUND						
	Virgin Money website collected donations	1	-	13,190	-	-	13,190
	Grants geographically restricted to:						
	-Lesotho hub	2	-	50,000	(50,000)	-	-
	-Kenya training costs	3	-	2,500	(2,500)	-	-
	Donations made at the UK fundraiser 2012 event:						
	- restricted to Tanzanian hub	4	-	50,000	(50,000)	-	-
	- other geographically restricted		-	62,106	(50,768)	-	-
	- support costs for the event (see accounts note 3)		-	-	-	(11,338)	-
			-	177,796	(153,268)	(11,338)	13,190
					(Note 5)	(Note 6)	
	TOTAL FUNDS		£18,685	£225,617	£(222,587)	£(11,338)	£10,377

- (1) Virgin Money collections have been donor restricted to exclude any fund raising costs
- (2) Grant from Waterloo of £50,000 this year with further tranches of £10,000 due in December 2013 and £10,000 due in December 2014. The offer letter that states the grant is made solely to support the development of Camara's Lesotho Hub to provide IT support to schools in Lesotho, and must be used solely for this purpose in the manner specified in the Charity's grant application. The further tranches are payable subject to receipt of satisfactory annual reports.
- (3) Grant from the Jill Franklin Trust, the first of three annual payments of £2,500 towards payroll costs.
- (4) Donation from Blaydon Communications Ltd as a result of the charity's fundraising event during the year. The donation is geographically restricted to the Tanzanian Hub of Camara.
- (5) The sum of £153,268 (Euros 187,294) was transferred in December 2012 to Camara Education Limited in accordance with the Camara service agreement in order to complete the charitable objectives in the appropriate areas.
- (6) The sum of £11,338 represents support costs directly attributable to the fundraising event (see accounts Note 3).

7	ANALYSIS OF NET ASSETS BETWEEN FUNDS	Unrestricted Funds £	Restricted Funds £	Total Funds £
	Cash at bank	1,000	56,275	57,275
	Debtors	1,222	-	1,222
	Current liabilities	(5,035)	(43,085)	(48,120)
	Total net assets	£(2,813)	£13,190	£10,377

**NOTES FOR THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

<b>8</b>	<b>DEBTORS</b>	<u>2012</u>	<u>2011</u>
	Paypal donations awaiting release	1,051	-
	Other debtors	171	-
		<u>£1,222</u>	<u>-</u>

<b>9</b>	<b>CREDITORS</b>	<u>2012</u>	<u>2011</u>
	Amount due to Camara Education Limited (Note 1)	43,085	7,000
	Social security and other taxes	3,535	-
	Other creditors	-	5,714
	Accruals	1,500	-
		<u>£48,120</u>	<u>£12,714</u>

- (1) The total amount due £43,085 (Euros 52,650) includes an interest free seed loan of £7,000 (Euros 7,715.3) repayable upon demand.

**10** **LEGAL STATUS OF THE COMPANY**

The company has no share capital as it is limited by guarantee, the liability of each member being a maximum of £10.



**NOTES FOR THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

**11 RELATED PARTY TRANSACTIONS**

The Chair of this company, John Brown, is also a Trustee/Director of Camara Education Limited (CEL), a company limited by guarantee and registered in Ireland. The company has entered into a service contract with Camara Education Limited.

CEL has the same charitable objectives of the company and has produced an operational management system to be used by those related companies joining this umbrella organisation. CEL has registered a business name 'Camara' for use throughout the umbrella organisation. CEL also provides a website monitoring the work of the Camara organisation (see <http://camara.org/aboutus/monitoring-and-evaluation>).

During the year the following related party transactions occurred with CEL:

The purchase of the organisation's Camara.org name – 1/3 <sup>rd</sup> share		£649
The cost of a share of Camara's website development		£3,089
The receipt of funds to augment fundraising costs	(8,000)	
The receipt of advertising materials given as a grant	(4,438)	
	<hr/>	£(12,438)
In December 2012 restricted funds were credited to CEL in order complete the company's charitable objectives		£153,268
The transfer of cash arising from fundraising to CEL at the instigation of CEL		£(100,000)
At the close of the year this company owed CEL on an interest free and payable on demand basis and referred to as a seed loan	(7,000)	
Other net liabilities on current account	(36,085)	
	<hr/>	£(43,085)