

Company number: 06741827

WIKI UK LIMITED

(A COMPANY LIMITED BY GUARANTEE)

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 JANUARY 2011

WIKI UK LIMITED

FINANCIAL STATEMENTS FOR THE PERIOD TO 31 JANUARY 2011

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WIKI UK LIMITED
TRUSTEES' ANNUAL REPORT
FOR THE PERIOD TO 31 JANUARY 2011

Legal and administrative information

Full name	Wiki UK Limited
Registered company number	06741827
Registered charity number	Pending
Trustees	Michael Peel Roger Bamkin Andrew Turvey Stephen Virgin Martin Poulter Ashley Van Haeften Christopher Keating
Company secretary	Andrew Turvey
Principal address	23 Cartwright Way Nottingham NG9 1RL
Bankers	The Co-operative Bank Stockport Business Direct PO Box 250 Skelmersdale WN8 6WT
Reporting Accountants	UHY Hacker Young Chartered Accountants 22 The Ropewalk Nottingham NG1 5DT

WIKI UK LIMITED

TRUSTEES' ANNUAL REPORT FOR THE PERIOD TO 31 JANUARY 2011

Structure, Governance and Management

Wiki UK Limited, which operates under the name Wikimedia UK, is a charitable company limited by guarantee and therefore has no share capital. It was incorporated on 5 November 2008 as company number 06741827. An application has been made to the Charity Commission and negotiations are currently underway to secure registered charitable status.

The company is governed by its Memorandum and Articles of Association incorporated on 5 November 2008, Special Resolutions passed at General Meetings of Members and various rules that have been adopted by the board.

The organisation has signed a "Chapter Agreement" with the Wikimedia Foundation, a Florida-registered non-profit that operates the Wikipedia website and owns the Wikimedia trademark. Under these agreements the Foundation recognises the company as the "chapter" of the Wikimedia movement covering the UK and authorises the company to use the Wikimedia trademark. Each party agrees to support the work of the other and agrees not to engage in activities that might negatively impact the work or image of the other.

The company has also signed a "Chapter Fundraising Agreement" with the Wikimedia Foundation, which establishes the basis on which the company participates in the annual fundraiser that takes place on the Wikipedia and associated websites.

The company encourages all people who support their objectives and have links to the UK to join. Membership increased in the year from 56 to 165. Members are invited to an Annual General Meeting where they elect the Board of Trustees and Directors who runs the day to day operations of the company. The Board of Trustees elects a Chair, Secretary and Treasurer who have delegated authority in their sphere of activities.

The Board that served until the AGM in April 2010 consisted of:

Michael Peel (Chair)
Andrew Turvey (Secretary)
Thomas Holden (Treasurer)
Thomas Dalton
Stephen Virgin
Joseph Seddon
Zeyi He

Following the AGM, Zeyi He and Thomas Holden resigned from the board and new office holders were elected as follows:

Andrew Turvey (Chair)
Michael Peel (Secretary)
Thomas Dalton (Treasurer)
Stephen Virgin
Joseph Seddon

WIKI UK LIMITED

TRUSTEES' ANNUAL REPORT FOR THE PERIOD TO 31 JANUARY 2011

Joseph Seddon resigned from the board in February 2011 and Thomas Dalton retired at the AGM in April 2011. At that meeting four new directors were elected, and new office holders agreed as follows:

Roger Bamkin (Chair)
Michael Peel (Secretary)
Andrew Turvey (Treasurer)
Stephen Virgin
Ashley Van Haefen
Christopher Keating
Martin Poulter

Objectives and activities

The trustees confirm they have complied with the duty in Section 4 of the Charities Act 2006 to have due regard to the general guidance issued by the Charity Commission on public benefit.

The principal object of the charity is to aid and encourage people to collect, develop and effectively disseminate knowledge and other educational, cultural and historic content in the public domain or under a licence that allows everyone to freely use, distribute and modify said content, by various means.

The primary way the company achieves this is through supporting and promoting Wikipedia, the freely-licensed online encyclopaedia and top 10 website, and other sister projects. Wikipedia is supported through partnerships with museums, libraries, archives and academic researchers. Wikipedia is promoted through media work and presentations.

Achievements and performance

Key events in the year have included:

February 2010 – Britain Loves Wikipedia competition
April 2010 – Open Knowledge Conference participation and Annual General Meeting
May 2010 – Wikimedia Fundraising Summit
June 2010 – Wikipedian in Residence at the British Museum, including Backstage Pass and Hoxne Challenge.
November 2010 – GLAM-WIKI conference at the British Museum
January 2011 – Wikipedia's 10th Birthday – Jimmy Wales Talk at the University of Bristol – streamed live on net
January 2011 – Wikipedia's 10th Birthday – Jimmy Wales Talk at Bristol Cathedral – Bristol Cathedral Choir School
January 2011 – Celebrations of Wikipedia's 10th Birthday, including an editathon at the British Library.
January 2011 – First event of the Wikipedia workshops for Cancer Research UK

More information on these events can be found on our website at <http://uk.wikimedia.org>.

Financial review

Funds are raised principally through the annual Wikimedia fundraiser, when an appeal for donations is advertised on the Wikipedia website and related sites. Wikimedia UK participates in this fundraiser under the terms of a Chapter Fundraising Agreement between Wikimedia UK and the Wikimedia Foundation.

WIKI UK LIMITED

TRUSTEES' ANNUAL REPORT (Continued) FOR THE PERIOD TO 31 JANUARY 2011

Financial review (continued)

Other sources of income include membership fees, other donations from individuals and grants for individual projects. We also receive significant donations in kind, by way of pro-bono professional assistance and provision of facilities such as room hire and refreshments.

Funds have been spent to foster collaborations between the Wikimedia movement and other organisations, such as Museums, Libraries, Universities and media companies; to address misconceptions about the Wikimedia projects in the media; running events that brings the Wikimedia community together in person so that they can collaborate to improve the Wikimedia projects; and on administrative costs such as legal and accounting fees and the costs of meetings of the board and the AGM.

The period saw total incoming resources of £592,054 (2010: £94,186), of which unrestricted funds of £588,824 (2010: £48,422) included £567,227 (2010: £44,374) of fundraising income and restricted funds of £3,230 (2010: £45,764) included a grant of £3,230 from Hearst (2010: £Nil).

Fund balances as at 31 January 2011 stood at £564,781 (2010: £42,333) of unrestricted funds and £45,355 (2010: £45,182) of restricted funds.

In addition to the financial contributions received, the company has received many hours of time from volunteers. The five board members are all unpaid volunteers and they have donated their time to attend board meetings, operate the day to day activities of the chapter and lead events. Our pro-bono Head of Public Relations has been central to the successes in our media strategy. The events held throughout the year would not have been possible without the many volunteers who helped out. And finally, the value and success of the Wikimedia projects is down to the dedication and support of the 5,000 volunteers in the UK who regularly contribute alongside 95,000 other people around the world.

Plans for the future

Following a successful fundraiser in 2010-11, the company plans to expand its activities, taking on a number of staff to facilitate more volunteer involvement and to roll our successful models throughout the country.

Reserves policy

No formal reserves policy has been established. However, when setting the budget, we have agreed to target a reserves balance equal to 12 months' administrative expenses and to build this reserve up over two years. This policy ensures that a temporary fall in income does not disrupt the programme of activities.

Risk management

The company has adopted a set of financial controls which address the risk of inappropriate or unauthorised spending. These include bank account signatories.

The company is currently highly dependent on the annual Wikimedia Fundraiser for its income. It aims to diversify its income stream through use of the payroll giving scheme, once the charity application is successful, and encouraging donors to set up regular direct debits and standing orders. In addition, the company ensures it regularly engages with the Wikimedia Foundation to understand their priorities and any concerns they have so that these can be appropriately managed.

WIKI UK LIMITED

TRUSTEES' ANNUAL REPORT (Continued) FOR THE PERIOD TO 31 JANUARY 2011

Responsibilities of trustees

The trustees (who are also directors of Wiki UK Limited for the purposes of company law) are responsible for preparing the Trustees' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP;
- 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 charitable company will continue in business.

The trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company 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 charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Small company provisions

The above report has been prepared in accordance with the special provisions of section 419(2) of the Companies Act 2006 relating to small companies.

Signed on behalf of the trustees:

A. Turvey
Company Secretary

24 August 2011

WIKI UK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE TRUSTEES OF WIKI UK LIMITED FOR THE YEAR ENDED 31 JANUARY 2011

We have audited the financial statements of Wiki UK Limited for the year ended 31 January 2011 which comprise the Statement of Financial Activities, the Balance Sheet and the related notes. The financial statements have been prepared under the accounting policies set out therein and the requirements of the Financial Reporting Standard for Smaller Entities (Effective April 2008).

This report is made solely to the charity's trustees, as a body, in accordance with Section 43 of the Charities Act 1993. Our audit work has been undertaken so that we might state to the charity's trustees 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 anyone other than the charity and the charity's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of trustees and auditors

The trustees' (who are also the directors of the company for the purposes of company law) responsibilities for preparing the Trustees' Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) and for being satisfied that the financial statements give a true and fair view are set out in the Statement of Trustees' Responsibilities.

The trustees have elected for the financial statements to be audited in accordance with the Companies Act 2006. Accordingly we have been appointed as auditors under section 43 of the Charities Act 1993 and report in accordance with regulations made under section 44 of that Act.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 2006. We also report to you, if our opinion, the information given in the Trustees' Annual Report is not consistent with those financial statements, if the charity has not kept adequate accounting records, if the charity's financial statements are not in agreement with the accounting records and returns, or if we have not received all the information and explanations we require for our audit.

We read the report of the Trustees and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the trustees in the preparation of the financial statements, and of whether the accounting policies are appropriate to the charity's circumstances, consistently applied and adequately disclosed.

WIKI UK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE TRUSTEES OF WIKI UK LIMITED FOR THE YEAR ENDED 31 JANUARY 2011

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities of the state affairs of the charity as at 31 January 2011 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended; and
- the financial statements have been prepared in accordance with the Companies Act 2006.

Jonathan Warsop ACA FCCA – (Senior Statutory Auditor)
for and on behalf of UHY Hacker Young

22 The Ropewalk
Nottingham
NG1 5DT

Chartered Accountants
& Registered Auditors

20 October 2011

WIKI UK LIMITED

STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING INCOME & EXPENDITURE ACCOUNT) FOR THE PERIOD ENDED 31 JANUARY 2011

	Notes	Unrestricted Funds £	Restricted Funds £	Total Funds 2011 £	Total Funds 2010 £
Incoming resources					
Voluntary income		20,603	-	20,603	3,772
Investment income		169	-	169	6
Grants for services	2	-	3,230	3,230	4,766
Fundraising events		567,227	-	567,227	85,372
Membership subscriptions		825	-	825	270
Total incoming resources		588,824	3,230	592,054	94,186
Resources expended					
Charitable activities	3	29,851	-	29,851	671
Cost of generating voluntary income		21,459	-	21,459	3,443
Telephone & internet		152	-	152	10
Meeting costs		4,281	3,057	7,338	188
Audit and Accountancy		4,318	-	4,318	1,560
Legal and professional fees		2,758	-	2,758	756
Official administration		867	-	867	42
Wages and salaries		2,655	-	2,655	-
Total resources expended		66,341	3,057	69,398	6,670
Net incoming resources before taxation		522,483	173	522,656	87,516
Taxation	8	(35)	-	(35)	(1)
Net incoming resources after taxation		522,448	173	522,621	87,515
Net movement in funds		522,448	173	522,621	87,515
Fund balances at 01 February 2010		42,333	45,182	87,515	-
Fund balances at 31 January 2011	5	564,781	45,355	610,136	87,515

The notes on pages 9 to 11 form an integral part of these accounts.

WIKI UK LIMITED

BALANCE SHEET AS AT 31 JANUARY 2011

	Notes	£	2011 £	£	2010 £
Current assets					
Prepayments		349		-	
Cash at bank & in hand		629,152		90,347	
		<u>629,501</u>		<u>90,347</u>	
Creditors: amounts falling due within one year	4	(19,365)		(2,832)	
Net current assets			610,136		87,515
			<u>610,136</u>		<u>87,515</u>
Net assets			610,136		87,515
			<u>610,136</u>		<u>87,515</u>
Funds					
Unrestricted funds	5		564,781		42,333
Restricted funds	5		45,355		45,182
			<u>610,136</u>		<u>87,515</u>
			<u>610,136</u>		<u>87,515</u>

The Trustees state that for the financial period ended 31 January 2010 the company was entitled to exemption from audit under Section 477 Companies Act 2006. No Trustee of the company has deposited a notice, pursuant to Section 476, requiring an audit of these financial statements under the requirements of the Companies Act 2006.

The Trustees acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial period and of its net movement in funds for the financial period in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006 and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Approved by the Board of Trustees and signed on its behalf by: 24 August 2011

A. Turvey
Company Secretary

R. Bamkin
Chair

Company Registration No. 06741827

The notes on pages 9 to 11 form an integral part of these accounts.

WIKI UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 JANUARY 2011

1 Accounting policies

These financial statements have been prepared under the historical cost convention and in accordance with Accounting and Reporting by Charities – Statement of Recommended Practice (SORP 2005), applicable accounting standards and the Companies Act 2006.

The following accounting policies have been consistently applied in preparing these financial statements.

Incoming resources

All incoming resources are included in the Statement of Financial Activities in the period in which the funds are received.

Reserves expended

Expenditure is charged on an accruals basis inclusive of Value Added Tax.

Fund accounting

Funds held by the charity are either:-

Unrestricted funds

These consist of funds which the charity may use in accordance with the charitable objects at the discretion of the trustees.

Restricted funds

These funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

Volunteers

The trustees recognise the significant contribution made by volunteers who gave freely of their time. It is not practicable to place a value on this contribution.

2 Grants for services

	2011	2010
	£	£
Wikimedia Foundation Inc – Kick Start Grant	-	4,766
Hearst	3,230	-
	<hr/>	<hr/>
	3,230	4,766
	<hr/>	<hr/>

WIKI UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) FOR THE PERIOD ENDED 31 JANUARY 2011

3 Charitable activities

	2011 £	2010 £
Content access projects	-	373
Content generation projects	-	209
Promoting the projects	6,000	89
GLAM WIKI event	20,851	-
Jimmy Wales lecture	3,000	-
	<u>29,851</u>	<u>671</u>

4 Creditors

	2011 £	2010 £
Trade creditors	3,659	-
Accruals	10,454	2,832
Taxation and social security	707	-
Other creditors	4,545	-
	<u>19,365</u>	<u>2,832</u>

5 Movements in funds

	Opening balance £	Incoming resources £	(Resources expended) £	Transfers £	Closing balance £
Restricted funds					
Wikimedia Foundation Inc	4,184	-	(1,184)	-	3,000
International Activities	40,998	-	(500)	-	40,498
Hearst	-	3,230	(1,373)	-	1,857
Total restricted funds	<u>45,182</u>	<u>3,230</u>	<u>(3,057)</u>	<u>-</u>	<u>45,355</u>
Unrestricted funds					
General fund	42,333	588,824	(66,376)	-	564,781
Total unrestricted funds	<u>42,333</u>	<u>588,824</u>	<u>(66,376)</u>	<u>-</u>	<u>564,781</u>

WIKI UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued) FOR THE PERIOD ENDED 31 JANUARY 2011

6	Analysis of net assets between funds	Unrestricted funds £	Restricted funds £	Total funds £
	Net current assets	564,781	45,355	610,136
	Net assets at 31 January 2011	<u>564,781</u>	<u>45,355</u>	<u>610,136</u>

7 Trustees' remuneration and expenses

The trustees received no remuneration during the period. Expenses incurred were reimbursed to the trustees during the period.

8 Taxation

Once registered, the charity will be exempt from corporation tax on its charitable activities. Until that time it is liable for corporation tax on its investment income.

9 Post balance sheet events

Following the year end an amount of £293,000 was paid to the Wikimedia Foundation Inc. This consisted of;

- £3,000 from the Wikimedia Foundation Inc restricted fund returned due to an underspend of the Kick Start grant.
- £40,000 from unrestricted funds as a donation out of the revenue from the 2009/10 fundraiser.
- £250,000 from unrestricted funds as a donation out of the revenue from the 2010/11 fundraiser.