Penguin Collectors Society

Report of the Trustees and Financial Statements for the year ended 31 December 2023

Contents

Reference and Administrative Details 2

Structure and Governance 3

Objectives, Strategy and Policies 5

Activities and the Public Benefit 7

Financial Report 10

Financial Statements:
- Statement of Financial Activities and Balance Sheet 12
- Notes to the Financial Statements 13

Brief Biographical Details of the Trustees 16

Reference and Administrative Details

Penguin Collectors Society

Company limited by guarantee
(registered in England no. 04261702)
and Charity (registered no. 1093965)

The principal office of the Society is its registered office:
29 East Street, Oxford OX2 0AU.

The Society's bank accounts are maintained at:
Santander UK plc, Bridle Road, Bootle, Merseyside L30 4GB and
CAF Bank Ltd, 25 Kings Hill Avenue, West Malling, Kent ME19 4JQ.

Trustees

The trustees who served during the year under review were:

Eifion Bedford	Jeff Lucas
Ann Davidson	James Mackay
Tim Graham	Caroline Maddison
Hannah Lowery (to August 2023)	Patrick Mulcare

Biographical details of the trustees at the year end are on page 16.

The Society is both a company limited by guarantee and a registered charity. The board of directors of the company is the board of trustees of the charity. For brevity and clarity, throughout this report, except where it is necessary to make a distinction, the directors and trustees are referred to only as the trustees, and the company and charity are referred to as the Society.

Structure and Governance

Structure

As a company, the Society is governed by its Memorandum and Articles of Association (most recently amended in September 2019). There are two classes of members of the company, guarantor members and annual members. The trustees are the only guarantor members and have guaranteed that if the company is wound up and is insolvent, they will each contribute a sum of £10. All other members are annual members.

The rights of guarantor members and annual members are identical and are limited to voting at general meetings. Since the company is limited by guarantee, having no share capital, none of the directors has an interest in the company.

Membership

The total number of paid-up members, guarantor and annual, on 31 December 2023 was:

UK	*EU*	*Australasia*	*Canada*	*USA*	*Total*
401	12	15	13	29	470

The Articles of Association permit the trustees to appoint honorary annual members. Eleven such members were appointed for 2023.

Appointment of Trustees

Trustees are selected from volunteers amongst the membership who bring *pro bono* the skills, professional backgrounds and personal interests as well as the energy and commitment required to ensure that our tiny, learned and charitable Society functions effectively.

Candidates for election as trustees are either proposed by members or recommended by the board. The trustees are appointed by members at the AGM, one-third retiring by rotation each year and being eligible, if willing, to be reappointed. Trustees may also be appointed between AGMs by the board, but any persons so appointed hold office only until the next AGM, when they may be reappointed by the members.

The board ensures that new trustees are aware of their legal obligations under charity and company law, of the contents of the Memorandum and Articles of Association, and of the recent financial performance of the Society.

Organisation

The board of trustees manages the whole business of the Society. It normally meets twice each year; *ad hoc* sub-committees are sometimes appointed and given delegated responsibility to manage specific matters. Continual contact between trustees is maintained by telephone, email and other means of online communication.

Any trustee who has a financial interest in a matter being considered by the board, such as the purchase of items for preservation, takes no part in the other trustees' decision on that matter.

Accounting and other Policies

The trustees are responsible for selecting the policies of the Society including the accounting policies. These responsibilities are detailed in the Financial Report, and the Society's accounting policies are included in Note 1 to the Financial Statements.

Risk Assessment

The board has considered the main risks which the charity faces, and taken appropriate action to reduce them where possible and to mitigate their potential effect.

The most important of these actions is to continue to maintain a co-operative relationship with Penguin Random House. The company's willingness for the Society and its members to carry out research and to reproduce copyright material enables all of the activities of the Society, and permits it to give the public benefit of raising awareness and understanding of the history of an extraordinary publishing enterprise.

The other risks are largely operational, and are managed by relevant measures, for example to protect the Society's funds and other assets, to maintain the capabilities of the board of trustees, to ensure a steady stream of new publications of a high standard, and to avoid any risk of legal claims.

The board is fully aware that the Society depends mainly on members' subscriptions as its source of funds and for their *pro bono* contributions to its work, and that it is vital to maintain members' interest and participation, through its publications, meetings and website.

The board continually reviews its own governance of the Society, and seeks to ensure that it is itself capable of providing the necessary direction and control as well as its own ongoing renewal.

Objectives, Strategy and Policies

The Society's Objectives are:

1 to encourage and promote the study of and research into the design, history and content of printed books and other art in the twentieth century, particularly paperback books and books and art published by Penguin Books Limited and by Sir Allen Lane; and

2 to acquire and assist the acquisition of archive and similar historical material, particularly relating to paperback design, printing and publishing, for gift or long-term loan to university libraries and collections and similar institutions where they will be available for educational and research purposes.

Its Strategy is:

1 to encourage study, research and writing; to publish the results for circulation to members; to make copies generally available to the public; and to arrange meetings, exhibitions and the like;

2 to purchase historic and archival material for donation to public collections and to encourage the donation of such material by others;

3 to achieve its ends by means of the *pro bono* work of trustees and of other members and by use of members' subscriptions (which are charitable donations), supplemented by the incidental sale of publications to the public, but not by broader fundraising activities.

Its Policies in pursuing this strategy are:

1 to publish each year two issues of *The Penguin Collector* and at least one other work, all written, edited and produced to a high standard;

2 to maintain enough subscribing members to finance its charitable objectives of education and preservation, and to provide the volunteers necessary to carry out research, produce its publications, run events and administer the charity and its activities;

3 to encourage and promote the study and the conservation of Penguin Books by raising awareness among non-members, by making its publications generally available either for individual purchase or at specialist libraries, and by information disseminated through its website and social media;

4 to facilitate contact in matters of study and research between members and a wider audience, both personally and through the internet, providing information, news updates and access to other sources;

5 to offer each year a bursary to one or more post-graduate students studying on an approved course at an affiliated university to help meet the costs of research for a dissertation and, if it is suitable, to publish an extract or a précis of the dissertation in *The Penguin Collector*. To supply the Society's publications free of charge to these students for five years from the grant of the bursary and to offer a reduced subscription for young members;

6 when opportunities arise and within its financial resources, to acquire appropriate items for national collections, especially for the Special Collections of the University of Bristol;

7 to meet all legal and good practice requirements for the governance of a charity; in particular, ensuring that the responsibilities of the trustees are discharged effectively; that funds are accounted for properly; that costs are minimised, while allowing for efficient operation; and that members' personal data and the data needed for the Society's own functioning are properly protected;

8 to maintain the good, informed working relationship with Penguin Random House, now the owner of the Penguin imprint, which has existed since the establishment of the Society in 1973, while remaining completely independent of that company.

The Objectives are set in the Society's Memorandum and Articles of Association; the Strategy and Policies were discussed and updated at a Board meeting on 16 October 2021.

Activities and the Public Benefit

Publications

In 2023 we had intended to publish a considerably enlarged volume of *The Penguin Collector* – issue 100. This would have marked the 50th anniversary of the Society but its publication has been unavoidably delayed. When issued, it will be treated as a 2023 publication and will be distributed to all those who were members in 2023.

The year's special publication was Tim Graham's *A.S.B. Glover: The Unacknowledged Genius of Penguin*, a 248-page biography of one of Penguin's internal editors. Alan Glover was largely responsible for the non-fiction side of Penguin's output, in particular the Pelican list, between 1944 and his retirement in 1960.

In addition, the Society also collaborated with Joe Pearson at Design for Today to produce *The Story of Noah's Ark*. This was written by John Miles (who devised the original *Noah's Ark* in the Puffin Picture Book series) and Sophie Jones, the 2022 recipient of a Penguin Collectors Society bursary award. Intended as a second special for 2023, timing issues resulted in its distribution to 2023 members at the beginning of 2024, together with a facsimile of the original Puffin and a separate tribute to John Miles who died in December 2023 during the final phase of this re-making of what had been his first book.

Historic Material

The Society purchased a collection of proofs of various pieces of artwork by Stanley Badmin for three Puffin Picture Books: *Village and Town* [PP16], *Trees in Britain* [PP31] and *Farm Crops in Britain* [PP98]. These were purchased from a step-granddaughter of Badmin and show various stages of the books' production, many with Badmin's pencilled annotations.

The Society also purchased an original poster designed by Derek Parks Carter to advertise the Penguin Bookshops which were opened in London in 1980. The poster was for display in a London Underground station.

Separate from the Society's activities, members may like to know that Michael Fowle gave to the Penguin Archive in the University of Bristol a large collection of Penguins issued overseas – Argentina, Australia (both

books issued by the Lothian Publishing Company and by Horwitz Publications), Canada, Egypt, New Zealand, Portugal and USA, as well as Vieux Chamois and Livros Ilustrados Puffin editions of Puffin Picture Books.

The trustees are always willing to give advice about further material of historic interest, as to how and where it might be accepted into archival care.

Website and Social Media

The Society's website penguincollectorssociety.org is a useful source of information about its activities. All the Society's publications are listed and those that remain in print can be purchased through the website. There are simple forms for joining the Society and for renewing subscriptions. A trustee using the address @penguincollsoc posts on Instagram and X (formerly known as Twitter) and interacts on a wide variety of penguin-related topics.

Postgraduate Student Bursary

As an educational charity we have developed links with universities and with postgraduate students studying subjects close to the charity's focus. We have identified 25 courses in 15 UK universities as best representing these subjects (including the History of the Book, Publishing, Book Art, Illustration and Design). These courses teach about 200 students each year. Through their course directors, we invite students to apply for our £600 bursary. Each student awarded a bursary receives the Society's publications free of charge for five years from the award being made. The Terms of the Bursary sent out each October include a collation of past winners' articles in *The Penguin Collector* which we hope will whet the appetites of future applicants.

A bursary was awarded in 2023 to Phoebe Williams, an MA Publishing student at UCL, whose dissertation title was *For Older Boys and Girls – Peacock Books and the New Teenager*.

Research Support Grant

During the year the Society was asked to facilitate the administration of a research support grant in memory of the late Martin Yates, a former trustee

of the Society, and has received a gift of £10,000 to be used for this purpose. University departments have been advised of this fund, and the Society awaits submissions for suitable PhD research topics.

Trustees

Sadly, Hannah Lowery, a trustee since 2014, died in August 2023. As the archivist responsible for the Allen Lane Collection at the University of Bristol Special Collections she was the Society's principal connection with that resource. Her knowledge and expertise will be much missed by all involved in Penguin research.

Meetings

Our Annual Meeting weekend took place in Kendal from 8 to 10 September. The formal business took place on Saturday 9 September and proceedings included the election of trustees: Ann Davidson, Caroline Maddison and Patrick Mulcare retired in rotation and, being eligible for re-election, were returned with immediate effect.

The treasurer, Ann Davidson, reported that the Society was running a healthy surplus and that it was not necessary to increase subscriptions. Other trustees reviewed the activities of the Society for which they were responsible and which have been covered in the earlier pages of this report.

On the Friday and Saturday evenings we enjoyed good food and Penguin conversation and we thank Monica Tweddell for all her help in organising the venues and catering.

Annual General Meeting 2024

The AGM will be held at 12.00 noon on Saturday 7 September 2024 in Exeter. Formal notice of the meeting, joining instructions and proxy voting papers are enclosed. Details will also be published on the website. We hope to see you there.

On behalf of the Board, 23 March 2024 Patrick Mulcare, *Director*

Financial Report

Results for the Period and Funds

The year to 31 December 2023 has been satisfactory financially with an unrestricted surplus of £3,017 (2022 £7,991). Additionally, a restricted donation of £10,000 was received (see below). Two former members still pay £16 annually by standing order despite attempts to contact them; these payments are treated as donations.

2023 was the 50th anniversary of the Society, and this was intended to be marked by a bumper issue of Collector 100. Due to various personal issues the production of this was delayed, but it will still be treated as a 2023 publication and distributed to all who were members in that year. Otherwise the Society continued to operate as usual: a special publication (*A.S.B Glover*) was issued; members and non-members purchased previous publications through the website; and a bursary award was made.

The Society was grateful for a gift of £10,000 to fund a research award in memory of the late Martin Yates and this amount has been placed in a separate interest-bearing account. The trustees also identified and purchased two items of interest which have been donated to the Bristol Archive. Our balance sheet is healthy, with a satisfactory cash position. When appropriate, cash is placed on deposit.

Our reserves policy is to seek to ensure that our income covers our expenditure, aiming to hold as reserves at least one year's worth of expenditure, based on the pattern of recent years and on a normal year's anticipated expenditure (i.e. ignoring the cost of occasional more substantial publications). On this basis our target reserves are some £18,500. Unrestricted reserves at the close of 2023 are £41,358. The excess over the target reserves gives the Trustees the opportunity to continue to seek archive purchases, to publish further special publications when available, and to consider other appropriate opportunities to apply the excess.

In addition to the unrestricted funds, the restricted Martin Yates Bursary fund had a balance of £10,010 at 31 December 2023.

Trustees' Responsibilities

Charity law requires the trustees to prepare accounts for each financial period which give a true and fair view of the Society's results for the period and the state of affairs at the end of that period. In preparing those accounts, the trustees are required to: select suitable accounting policies and apply them consistently; make judgements and estimates that are reasonable and prudent; follow applicable accounting standards, with any material departures explained in the accounts; and prepare the accounts on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Society and enable them to ensure that the accounts comply with charity and company law. They are responsible for protecting the Society's assets and for taking reasonable steps to prevent and detect fraud and other irregularities and to provide reasonable assurance that the Society is operating efficiently and effectively, that its assets are safeguarded against unauthorised use or disposition and that the Society complies with relevant laws and regulations.

By order of the Board, 23 March 2024 Ann Davidson FCA, *Treasurer*

Financial Statements

Statement of Financial Activities for the year ended 31 December 2023

	Note	Unrestricted funds	Restricted fund	Total funds 2023 £	Total funds 2022 £
Income					
Donations		32	10,000	10,032	32
Income from charitable activities	2	19,608	0	19,608	21,243
Interest receivable		474	10	484	44
		20,114	10,010	30,124	21,319
Expenditure					
Costs of furthering charitable activities	3	16,644	0	16,644	13,328
Donations to public collections	4	453	0	453	0
		17,097	0	17,097	13,328
Net income and net movement of funds		3,017	10,010	13,027	7,991
Reconciliation of funds					
Funds balance brought forward		38,341	0	38,341	30,350
Total funds carried forward		41,358	10,010	51,368	38,341

Balance Sheet as at 31 December 2023

	2023 £	2022 £
Current assets		
Debtors and payments in advance	94	204
Cash at bank	61,787	42,469
Total current assets	61,881	42,673
Liabilities		
Accrual for printing & posting	9,780	3,608
Subscriptions in advance etc	733	724
Total liabilities	10,513	4,332
Net assets	51,368	38,341
Martin Yates Research Bursary fund	10,010	0
Unrestricted funds	41,358	38,341
Total charity funds	51,368	38,341

The Notes to the Financial Statements appear on pages 14-15.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime. For the period ended 31 December 2023 the company was entitled to exemption from audit under section 477 of the Companies Act 2006. The members have not required the company to obtain an audit of its accounts for that period in accordance with section 476 and have confirmed this each five years, most recently at the 2023 AGM.

The trustees acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 Companies Act 2006; 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 statement of financial activities for the period in accordance with the requirements of sections 394 and 395 Companies Act 2006 and which otherwise comply with the requirements of the Act relating to the accounts.

Approved by the Board and signed on its behalf, 23 March 2024
Signed Patrick Mulcare, *Director* Ann Davidson FCA, *Treasurer*

Notes to the Financial Statements

1. Accounting policies

The Society is a charitable company limited by guarantee. The financial statements have been prepared in accordance with the Charities Act 2011 and the Charities SORP (FRS 102) 2019.

The Society meets the definition of a public benefit entity.

Preparation of financial statements requires judgements, estimates and assumptions that affect the amounts reported as assets and liabilities at the balance sheet date and the amounts reported as income and expenses during the period. Actual outcomes could differ. No judgements, estimates or assumptions made have had a significant effect on the amounts recognised in the financial statements.

The accounts are prepared under the historical cost convention. Income is included in the financial statements when it is reasonably certain at the balance sheet date that it will be received by the Society. Subscriptions are payable for a calendar year. Any subscriptions paid for the following calendar year before the period end, are treated as creditors. The Society claims relevant Gift Aid, which is accounted for on receipt, since it remains uncertain until agreed and paid by HMRC. Expenses are accounted for on the accruals basis.

The Society has financial assets and financial liabilities of a kind that qualify as basic financial instruments. These are initially recognised at transaction value and are then measured at amortised cost. Financial assets held at amortised cost comprise cash at bank and debtors. Financial liabilities held at amortised cost are creditors and accruals.

2. Incoming resources from charitable activities

	Total unrestricted funds 2023 £	Total funds 2022 £
Subscriptions and Gift Aid receipt	14,961	15,223
Contribution from publication sales	2,252	2,547
Annual meeting catering income	2,395	3,473
	19,608	21,243

3. Costs of furthering charitable activities

	Year to 31 Dec 23 £	Year to 31 Dec 22 £
Printing and similar costs	8,292	3,556
Distribution of publications	2,680	2,360
Penguin Collectors Society Bursaries	600	500
General postage and packing	546	889
Annual meeting catering costs	2,288	3,437
Annual meeting other costs	174	363
Website and email	54	111
Financial transaction costs	514	518
Trustee travel costs	335	0
Other administrative costs	441	1,129
Printing governance papers	720	465
	16,644	13,328

In addition to their governance role, trustees provide voluntary services to the Society. These include: maintaining membership records, administering the bursary scheme and website/social media, financial management, and editorship of publications. The trustees receive no remuneration but are entitled to reclaim travelling expenses. Following the successful experience of Zoom meetings during Covid restrictions (resulting in no travel expenses in 2022) such meetings were continued, alternating with meetings in person in 2023.

For day-to-day efficiency, trustees sometimes meet administrative, editorial and distribution costs from their own resources and reclaim them from the Society. In particular Trustees continue to organise and pay for posting publications, rather than the Society paying the printer to do this.

Total such costs incurred initially by trustees and then reimbursed to them amounted to £6,559 (2022 £4,380).

Other administrative costs for the year to 31 December 2022 included the loss of £961 due to third party fraud.

The Society incurs no liability for income or corporation taxes.

4. Donations to public collections

The donation of £453 relates to the purchase of a collection of proofs of various pieces of artwork by Stanley Badmin for Puffin Picture Books, and an original poster designed by Derek Parks Carter advertising the Penguin Bookshops which were opened in London in 1980. All were donated to the University of Bristol Special Collections. There were no donations in 2022.

Brief Biographical Details of the Trustees

Eifion Bedford *Trustee since 2022*
A software developer living in North Wales. He has been a member of the Society since 1993 and collector and reader of Penguins since the early 1990s. Membership Secretary.

Ann Davidson *Trustee since 2020*
A chartered accountant, resident in the Isle of Man, and a member of the Society since 1995. A lifelong accumulator, inheritor and reader of Puffins and Penguins. Appointed Treasurer in 2020.

Tim Graham *Trustee since 2001*
A retired bookseller and publisher, living in Bath. He started collecting Penguins to add to his father's original 6d purchases. Chairman of the Board from 2005 to 2014, Membership Secretary from 2000 to 2020, and now handles Publications sales.

Jeff Lucas *Trustee from 2012*
Former Deputy Vice-Chancellor of the University of Bradford, living near Halifax. Collector of Penguins since 1970, a member since 2004. Chairman of the Board from 2020 and responsible for the Society's Bursary scheme.

James Mackay *Trustee since 2006*
Brought up in a house of post-war Penguins, now retired from managing railways, living in Warwick. Organiser of our annual meetings from 2012 to 2019 and Editor of the Society's publications since 2016.

Caroline Maddison *Trustee since 2014*
Many previous jobs, including bookselling, and a proficient itinerant. Enthusiastic reader yet a keen supporter of the internet age; collector of Penguins since the early 1980s. Responsible for the Society's website.

Patrick Mulcare *Trustee since 2020*
An Oxfordshire solicitor, Patrick has collected Penguins since the 1980s and is married to Sir Allen Lane's granddaughter. Appointed Company Secretary in 2020.