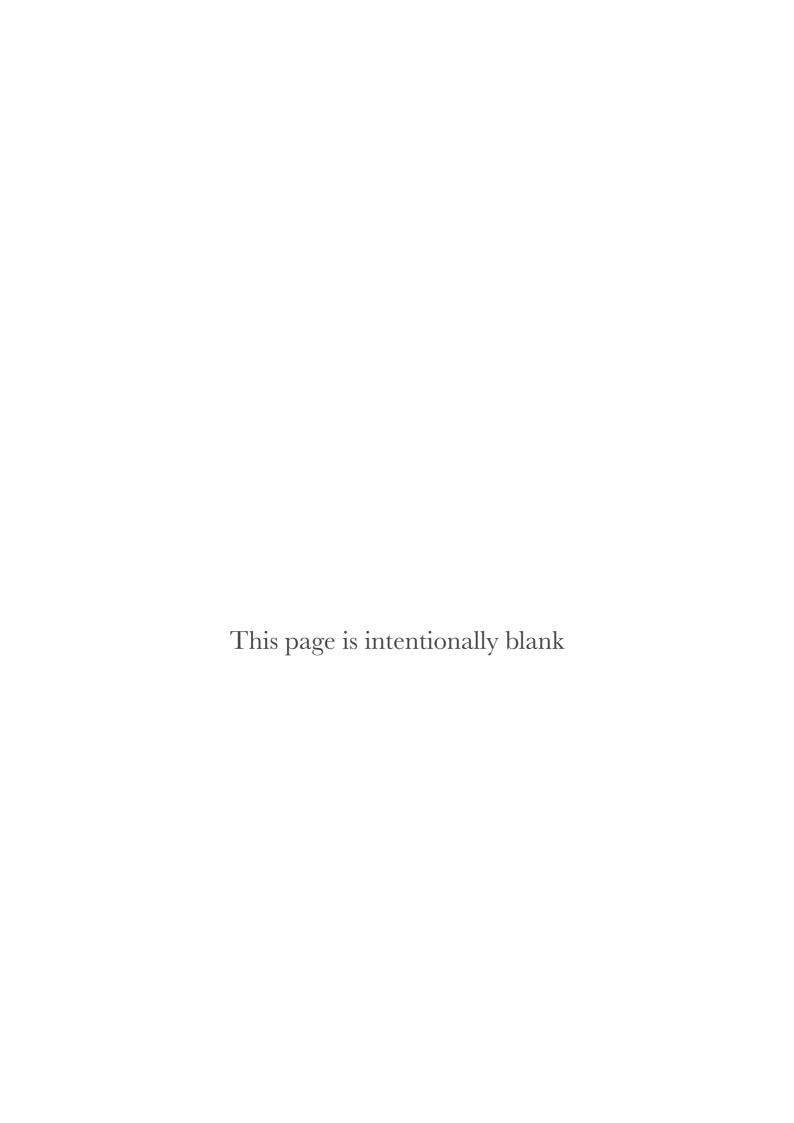
Registered Company Number 01402483

Trustees' Report & Consolidated Accounts 31 December 2014





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History, objectives and activities

The Company was incorporated on 28 November 1978 as The Southern Industrial History Centre. Its name was changed to Amberley Chalk Pits Museum on 16 October 1991, and to Amberley Museum & Heritage Centre on 9 February 2011. By licence from the Secretary of State for Trade dated 20 September 1978 the word "Limited" was omitted from the Company's name in recognition of its Charity status. The Company is governed by a Memorandum and Articles of Association, and is limited by guarantee. Accordingly it has no share capital.

It was established to create and operate the Museum at Amberley, preserving and restoring artefacts of interest relating to the industrial history of the South-East of England that might otherwise be destroyed, and displaying them in an informative way to educational establishments and the general public. As public expectations increase, existing exhibits are expanded in order to maintain interest amongst previous visitors and to improve the quality of the displays.

Amberley Museum & Heritage Centre is set in a 36 acre site in the South



Downs National Park. Exhibits include a narrow-gauge railway and bus service (both provide free nostalgic travel around the site), Connected Earth Telecommunications Hall, Milne Electricity Hall, Printing Workshop and much more.

The Museum is also home to traditional craftspeople, such as the blacksmith and potter.

Board of Trustees' Report

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 31st December 2014. The trustees have adopted the provisions of the Statement of Recommended Practice (SORP) 'Accounting and Reporting by Charities' issued in March 2005.

Reference and administrative details

Charity Commission Registered Number: 278722

Companies House Registered Number: 1402483

Registered Office & Place of Business: Station Road, Amberley, Arundel,

BN18 9LT

Auditors: Parkers

178-180 Church Road, Hove,

BN3 2DJ

Bankers: Barclays Bank plc

1 Chapel Road, Worthing,

BN11 1EX

CAF Bank Ltd

25 Kings Hill Ave., West Malling,

ME19 4JQ

HSBC

1 Warwick Street, Worthing,

BN11 3DE

Scottish Widows Bank Plc

P.O. Box 12757

67 Morrison Street, Edinburgh,

EH3 8YJ

Bankers: Virgin Money

Jubilee House

Gosforth

Newcastle upon Tyne

NE3 4PL

Solicitors: ASB Law

108 High Street, Crawley,

RH10 1AS

The Trustees confirm that they have complied with the duty in Section 4 of the Charities' Act 2006 to have due regard to the guidance published by the Charities' Commission on public benefit when reviewing the Charities' main aims and objectives and in planning future activities.

The Trustees regularly review the major risks to which the Company is exposed, and insurance cover is maintained against normal commercial risks.

Highlights of the year

A number of event days were a continued success. The Spring Vintage Car Show attracted a good number of interesting exhibits and over 500 visitors.



The Vintage Motorcycle Event again had a large number of bikes attending from a variety of eras with 770 customers.

The Autumn Vintage Vehicle Day again attracted a large number of people, over 800 on a day when the heavens opened at 3pm.

A special Cub day was held with around 690 cubs and 150 leaders attending to work on their communicator badge to a spy theme set out around the Museum. The event has been repeated in 2015 and the format expanded to cover Brownies and Beaver Scouts.

Another perennial favourite is Bus Day, which attracted 672 entries in 2014.

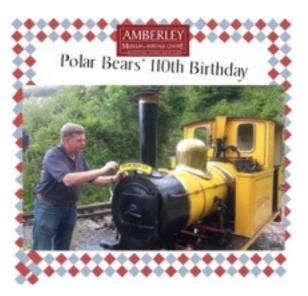


Because of the 100th Anniversary of Southdown Motor Services in 2015 an additional event has been held in the first half of 2015.

Outside of events many groups put on demonstrations in their areas to interest visitors which are too numerous to mention in a Report of this kind. Sometimes the Museum's exhibits can be utilised to generate extra income. An example is the footplate experience courses run by the Rail Group offering members of the public the opportunity to spend the day enjoying a hands on experience of driving one of the Museum's two steam locomotives "Peter". 14 courses were run in 2014 generating income of nearly £2,500.

Supporting these events in 2015 the rail service will be utilising the other steam locomotive, Polar Bear, for passenger service on days when Footplate courses are running so that visitors can ride on a steam train as well as viewing Peter in action. Polar Bear has celebrated its 110th birthday in early 2015.

This is just one example among many across all the Museum's groups of the commitment and dedication of the Museum's volunteers which does so much to make Amberley the unique place that it is.



The year finished on a high, with six successful Santa fun days in December. Again this year the approach towards the Santa days was to utilise the existing exhibits of the Museum for the Grotto instead of a specially built one, with the aim of producing a more traditional Christmas feel. 2713 adults and children attended representing about 85% of capacity compared with about 62% for 2013. The format and traditional Christmas idea works well but for 2015 there will be more decorations, more festive lights and a story link to other parts of the site.

Curatorial

The most important thing that happened in the year was that the Museum worked towards and achieved Full Museum Accreditation in February 2015. This is valid for at least another 3 years and shows that the Museum meets or exceeds nationally determined standards for museums. These standards cover collections care, customer service and organisational procedures. As a result the Museum now has all the relevant policies and plans in place. As well as updating and putting in place the many collections policies significant progress was made on reducing the collections backlog, another Accreditation requirement. Work on the exhibitions and in the stores focused on identifying the unaccessioned items which were then either disposed of in line with the relevant procedures or added to the collection. Many of the items that the Museum disposed of went to other museums or remained in the public domain. Only a few items had to be destroyed due to insect infestation or such problems. Over half of the unaccessioned items that were added to the collection were used in displays or the loan boxes.

New loan boxes were set up on the themes of "The Victorians" and "Inventions and have proved popular with schools. A "Reminiscence" loan box for use with older visiting groups also found interest among the coach parties that visit.

Improvements to a number of exhibitions took place including updates to Connected Earth, the Wireless exhibition, the Electricity Hall, the Woodyard, the Cobbler's Shop and the Village Garage. Some of these projects are still ongoing. The following projects also moved on to the next stage: the De Witt kiln railway line and engine shed and the entrance buildings. Unfortunately there was no progress on the Billinghurst Signal Box due to a complete lack of action by Network Rail who are to implement the next stages of the project.

Education

Objectives

The main objectives for the education department are:

- To continue to provide quality experiences for primary aged children
- To continue and expand upon the popular activity and family days
- To develop the 'Museum Working Days' events for bank holidays
- To provide a relevant programme for secondary schools and beyond

Education in its broadest sense is what the Museum exists to provide and is one of the most direct ways in which public benefit can be demonstrated. What follows is a summary of the activities of the Education Department in 2014.

School Bookings

In 2014 Amberley Museum was visited by 43 schools (primary and secondary) that equalled 2,741 children bring in over £14k (including workshop income). They took part in a variety of workshops offered including 'Journeys', 'Candle to Bulb' and 'Steam to Electric'.

Most of these bookings were from primary schools, which made up 83% of visits. 67% of the visits were from schools based in West Sussex. The remainder of the schools came from East Sussex, Surrey and Hampshire. 1 school came from Suffolk, and 1 from Buckinghamshire. Looking ahead, the education department needs to develop a programme that will attract more secondary schools as it is thought that the decline in interest from them stems from changes to the national curriculum.

Adult Learners and Youth organisations

In addition to the school groups, the Museum also had a small number of visits from further education colleges, all based in Sussex, and one visit from Canterbury University.

The 1st South Bersted Sea Scouts took part in the Museum's first 'Jamboree on the Air' where Scouts all over the world make contact with each through amateur radio. The plan is repeat this event and attract more Scouts for the 2015 Jamboree on the Air.

Volunteers

The Education Department is supported by a small group of volunteers who come to assist with the school visits and the activities on event days. Towards the end of 2014 some of the education volunteers left the Museum and we have not been able to recruit a significant number of new volunteers so far this year.

Work Experience

There was 1 work experience placement in 2014, a student from St. Philip Howard School in Barnham, West Sussex. The placement lasted for 1 week and he took part in a variety of roles from retail, education and shadowed as a bus conductor.

Education Events

The Education Department ran several special events in 2014, from the activity days on school-holiday Wednesdays to the Santa Fun Days in December.

• Family Activity Days

4,173 children and families took part in 9 activity days in 2014 that generated over £26k in admission income. Each day was themed; from 'Crazy Chalk' to 'Art @ Amberley' to 'Green Amberley' which highlights the diversity the Museum can offer. This is down on numbers from 2013 where 12 activity days were held



with 5,363 visitors (22% down in 2014) and £35k generated (26% down in 2014). To improve these numbers the Education Department will be running two additional 'Family Fun' days in August 2015.

• Mothers' and Fathers' Day Events

For Mothers' and Fathers' Day the Museum allowed Mums and Dads in free of charge when accompanied by a child of any age. Each event generated over £1,500. Activities such as steer a steam engine and woodturning were provided by volunteers and the Education Department ran a small craft activity on each day for children.

· Bank Holidays

There were no scheduled events organised for the Bank Holidays in April and May. However these Bank Holidays brought in a high number of people (263 and 426 on Good Friday and Easter Monday and 334 and 182 on the May Bank Holidays). In 2015, 'Museum Working Day' events have been scheduled on these days to entertain the larger Bank Holiday audience.

A storybook day was scheduled for August Bank Holiday with activities for younger children to enjoy. There were two visiting authors and a theatre group booked to attend. Unfortunately, there was torrential rain all day which resulted in a poor turnout and admission income of £573. However, the event will be reinstated for 2015 as it has been successful in past years.

Our Strategy

Nearly 36,000 people visited the Museum during its open season, which was a decrease of about 5000 on the 2013 numbers which in turn were some 5000 lower than 2012. (The 2014 figure does not include attendances at our Santa Events reported on above). A continued downward trend of this magnitude is a matter of great concern to the Trustees, paid staff and volunteers alike. Unless it can be arrested the reality is that the Museum is facing an uncertain future given that it is dependent on visitor income for its survival. While some of the reasons for this decline can be attributed to the continuing economic recession and the impact of adverse weather on events held on a largely open 36 acre site, there are other fundamental reasons closer to home which must be addressed.

The present Trust Board has, since it came into being in April 2014, focused on measures to reverse the downward trend as a matter of priority. They have identified a number of particular factors which are being addressed for the 2015 season.

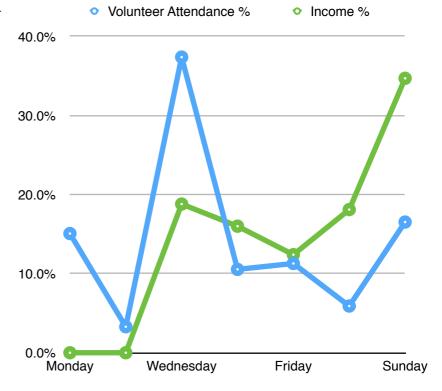
First the 2014 programme of events organised by paid staff who have now left the Museum was clearly inadequate. For example there were no events at all in August during the school holidays when strenuous efforts should have been made to attract this market. For the 2015 season a programme is being offered which attempts to ensure that as far as possible there will be events on every weekend the Museum is open, often combining smaller events and seeking to stimulate local interest. Coupled with the Museum's traditional event offerings it is to be hoped that a significant improvement in visitor numbers will be achieved. In support of this the programme has been planned far earlier than past practice, the 2015 advance Programme leaflets being available for the 2014 Santa Events which has never been achieved before. Also material to support each event is being prepared well in advance rather than the last minute activity which has often marked the programme.

The second factor being addressed is a fundamental overhaul of the approach to marketing and publicity. Too often the Museum has spent money on expensive and ineffective marketing channels and from now on the focus will be on using less expensive local channels. As part of this approach the Museum's Website has been redesigned and is regarded as a vast improvement on the previous offering. It has the added bonus of being very much cheaper, saving nearly £5,000 per year in hosting costs and being simple to update by the staff in the office.

The third factor which the Trustees believe would make a significant contribution to reversing the decline in visitor numbers would be to improve the degree and volume of visitor interaction with the Museum's volunteers. For historical reasons many of the volunteer groups have established working patterns involving group attendance on particular days of the week, some on days when the Museum is not even open to the public. As a result there are open days when volunteer attendance is very thin with areas of the Museum

unmanned, as the attached chart from September 2014 shows.

This does not enhance the visitor experience and on occasions leads to adverse comments. The Trustees have therefore taken every opportunity to emphasise to all volunteers the positive impact they can have on reversing the visitor trend by doing all that they can to ensure that their group has a presence in their area on every day the Museum is open to the public.



As part of the strategy for keeping visitor numbers up the Museum continued to encourage visits from educational and other groups. Education is dealt with separately. But during the year there were also visits from 119 non education groups including 33 arranged through Alfa Travel based in the North of England with almost 1,000 customers. The groups also included local U3A groups, social groups such as Darby and Joan clubs, special needs groups not included under the education programme (such as residents from local care homes) as well as special interest groups (railways and photography).

Activities offered are reviewed regularly, and there is considerable emphasis on educational themes based around the exhibits in place or proposed for future development.

Our Members

Membership of the Museum is granted both to the General Public in the form of regular visitors and also to those volunteers who donate more than 100 hours of their time to the Museum each year and wish to take part in the Annual General Meeting and any other special meeting which may fundamentally change the way the Museum is governed.

They are granted membership in return for a minimum donation according to the type of membership required by the prospective member.

When adopting a new Governing Document in mid-2013 in line with Charities Commission guidelines it was considered important that membership be broadened from previous practice where only Trustees were considered to be Members. By adopting the much wider definition and the model which required 1/3 of the Trustees to stand for re-election every year, and to stand down for at least 12 months after two terms the Trustees thus ensured that those wishing to participate in annual meetings, and have the opportunity to question Trustees, have a right to do so.

The members collectively also have a right to reject new Trustees proposed by the Board and to remove any existing Trustee when they come up for re-election after their first term. This is regarded as best practice for public companies and all charities, although the Charity Commission accept that it is impractical in very small charitable bodies.

The Friends of Amberley Museum

During the year the Museum continued to enjoy the support of the "Friends". The Friends contribute financially from the funds they raise by running the successful and very popular Bric—a—Brac shop. In 2014 they contributed over £11k to 14 different Museum projects. These included support for quite large items such as curatorial projects and concrete for the Saw Platform in the Woodyard, down to small amounts for projects such as a Sliding Door Track for the Village Garage and materials for the Dobbin Cart.

Importantly they also provide a focus for social events such as Quiz nights and Museum trips. The Trustees are extremely grateful for the efforts and contribution the "Friends" make to the continued success of the Museum. Often their support means the difference between a project being able to proceed or being regarded as unaffordable.

Going forward their support will be very helpful in obtaining grants for major capital works such as the repairs to the "At Risk" structures, estimated to cost £0.75m. In order to obtain such grants the Charity has to raise a percentage of the funds from independent sources. As a separate charity the Friends of Amberley Museum qualify as independent, and any contribution they are able to make is extremely helpful.

Our Plans for 2015 and thereafter

We look forward to a year where we recognise that we have been through some tough economic times, coupled with some identified internal failings and by taking prudent actions we will consolidate much of the good work done this year.

In the coming year we will focus on the essentials of our Museum and stick to the basics of offering an interesting and informative experience to our visitors. We will offer a comprehensive programme of events designed to appeal to a wide cross section of the visiting public including events which will encourage repeat visits. We often hear the comment I haven't been here for x years and had no idea how much has changed.

To support these activities we will establish sound procedures and systems that will enable management to manage our business with prudence and with the aim of creating development funds to enhance our offering to the public.

In addition to the income generated by education bookings and events, the Museum has in the past relied on grants to continue the service to students and families and to support other Museum projects, some large others small. This support was in no small way due to the efforts of the Museum's long serving fundraiser Norman Wild. Tragically Norman was killed in a road accident early in 2014 and with his passing the Museum suffered a huge loss. As a result fundraising activity in 2014 declined dramatically with only circa £12k being received. This compares with £42k raised in 2013. The Trustees are in 2015 taking steps to address the need to put in place arrangements to restore fundraising to previous levels on a sustainable basis. This will include putting in place for the first time a comprehensive fundraising strategy.

Financial Review

The accounts for 2014 show an increased loss over 2013. The loss on "restricted" funds is broadly similar to that in the previous year. Most of the cost here is depreciation on assets previously donated to the Museum. Within "unrestricted" funds the apparent loss has increased significantly.

While the poor trading and lower admission figures are reflected in a loss of £19k in entry fees there are other underlying factors which give encouragement for 2015. Despite lower admissions the retail part of the Museum's activities had an improved financial position, with payroll costs down by £13k. Fundraising income was down, reflecting the sad loss of Norman Wild in early 2014. Fortunately Gift Aid at £26k was just £500 down on 2013, a vital source of income.

Crucially, since the overspends of 2009/10 and associated embargo on all major works, capital or maintenance, around the site and dramatic reduction in staffing, cash flow has been properly managed to replenish the reserves and ensure that any project, identified within restricted or our internal category of "designated" funds, is matched by the cash to carry it out. Despite an increase of £6k in stocks and a small increase in debtors, and a £5k decrease in creditors, together using £11k in cash, the final cash position was £31k higher than at the end of 2013.

The underlying loss on "unrestricted" funds and the forthcoming requirement to spend very large sums on the at risk structures and replacing ageing equipment mean that it would still be imprudent to start funding extensions and development to exhibit areas from museum funds. But unlike the situation at the end of 2010 there is a cushion in cash terms to weather small losses while the continuing difficulties within the economic environment persist and the operational structure is improved.

Reserves Policy

The Charity is responsible for the operation and maintenance of a large, former industrial, site totalling some 36 acres. The Trustees recognise that over time this is building up significant requirements for major maintenance and improvement works which are often on a scale that they can only be carried out over a period of several years. To recognise this, funds are set aside both in designated funds and in the form of undistributed retained profits to enable the work to be carried out in future periods.

Structure, Governance and Management

New Trustees are recruited from local persons having relevant technical skills and experience. Prospective Trustees are given details of the duties and responsibilities of the post and are then invited to attend a Board Meeting as an observer or for interview with the Chairman and Director of the Museum before being invited to join the Board. In early 2014 it was decided to strengthen the Board by inviting applications from people closely associated with the Museum including volunteers and as result a number of new Trustees were appointed in April 2014. A number of other Trustees retired at the same time. Brief details of the background of individual Trustees are given overleaf.

All Trustees are required to attend relevant lectures and training by specialist organisations in order to remain up-to-date with the statutory and other duties they are required to perform. Regular meetings on both a formal and informal basis are held between Trustees, Employees and Volunteers in order to discuss matters of mutual interest and concern.

In 2013 day-to-day responsibilities were delegated to the management team headed by the Director/CEO, and Trustees concentrate on policy.

The full and part time employees are supplemented by part-time staff during the open season. A key part of the Museum workforce is a body of over 400 volunteers, each with their own area of interest and expertise.

At the AGM in 2013 a change to the Governing Documents was adopted bringing the Company's Articles of Association up to date and in line with the latest Companies and Charities Acts and with published best practice for Charities.

The Company owns all of the issued share capital of Amberley Museum (Retail) Ltd. The subsidiary operates the restaurant, retail and print shops at the Museum. Any profits generated by the subsidiary are covenanted to the Museum. A separate charity, the Amberley Museum Trust, holds all exhibits other than buildings so the exhibits are not therefore reflected in the accounts of the Company.

Membership of the Board and the Executive Team

Marvyn Turrell (Chairman) - a Trustee since 2012. He was previously Vice-Chairman of Sussex Past - a group of museums in East Sussex. He has also served on the Boards of The Wolsey Theatre, The Princes's Trust, The Northern Housing Association and an NHS Trust in Suffolk.

Tracy Easman - a Trustee since 2012 Tracy is an independent tax consultant.

Steve Hale – was appointed as a Trustee on 7th April 2014. Steve has been a volunteer at the museum for the last 10 years. He is Technical and Business Development for Condair PLC responsible for market development of South Asian markets spending about half the year travelling outside of the UK. When time permits and in the UK other interests are restoration of a 1915 Marshall Traction engine, which was part of the Lillywhite collection and collection / restoration of Victorian Oil lamps.

Nigel Hartley – was appointed as a Trustee on 24th September 2014. Nigel has run the finance team at the Dark Star Brewery for the last ten years having previously worked in Insurance. Interests outside the museum include cricket.

Nigel Kennedy-Finlayson O.B.E – A career civil servant who worked in a number of Departments across central civil government, retiring in 2004 from the Welsh Assembly Government. A member of the Rail Group at the Museum since 2006, he currently sits on the Group's management committee. Appointed a Trustee on 7th April 2014.

David Jones – was appointed as a Trustee on 7th April 2014. David has been a volunteer in the Electricity Hall since 2000 when he took early retirement from being an electrical power engineer with the regional electricity company for the south-east of England. At that time he was the Company's Safety, Health and Environment Manager and has used his experience to help improve the Museum's health and safety policies and procedures. He is a Fellow of the Institute of Engineering and Technology and a member of the International Institute of Risk and Safety Management. David is also County Secretary for the East Sussex Scout Association.

Paul Taylor-Searle - has been a regular visitor to Amberley Museum since its early days and became a Friend of the museum approximately 10 years ago. Since this time he has served on the Friends' committee and been a regular

volunteer, having maintained and run the West Sussex County Council steam road roller since 2010 and the tandem steam roller, which joined the museum exhibits in 2013. Paul became a Trustee of Amberley Museum & Heritage Centre on 7th April 2014. He is a qualified mechanical engineer, having served an apprenticeship and worked in many branches of the industry including motor-racing (Formula 1 & Indycar), Thrust SSC (holder of the world land speed record), MOD, oil extraction, engineering consultancy (management & production) and currently works in medical research.

Other Trustees who served the Museum during the year are Glyn Jones who resigned on 24th September 2014, Will Pickford who resigned on 17th December 2014 and Colin Wells who resigned on 3rd February 2014. Sadly another trustee, Harry Millward-Sadler passed away during 2014. We would like to record our thanks and appreciation for the time and effort these Trustees devoted to the Museum during their time on the Board.

Other Officers and Key Staff

Reg Holmes - Company Secretary (and Director May 2014 to March 2015) has been a volunteer in the Bus Group since 2008. He is a Chartered Accountant and worked in the accountancy profession, commerce and the NHS before spending several years running his own small travel agency business.

Martin Piggott - Events and Education Officer until March 2015 then Director from March 2015. He has been a volunteer with the Museum for 30 years and until July 2014 was a teacher in local primary schools.

Dr. Claire Seymour - Curator. Claire has been at Amberley since February 2004. She has been involved with museums since 1983, working as a volunteer, employee or Trustee for seven different museums ranging from nationals to small independents and local authority museums.

GROUP STATEMENT OF FINANCIAL ACTIVITIES FOR THE YEAR ENDED 31ST DECEMBER 2014 (Incorporating a group income and expenditure account)

	Restricted Funds £	Unrestricted Funds £	2014 Total Funds £	2013 Total Funds £
Incoming Resources				
Incoming resources from generated funds Voluntary Income Activities for generating funds Investment Income	-	53,721 189,483	53,721 189,483	76,842 223,279
Incoming resources from charitable activities	-	1,921	1,921	4,255
Museum income		344,897	344,897	364,572
Total Incoming Resources		590,022	590,022	668,948
Resources Expended				
Costs of generating funds Costs of generating voluntary income Fundraising Trading: cost of goods sold and other costs	-	68,695 185,663	68,695 185,663	81,985 222,683
Charitable Activities	15,982	335,874	351,856	363,267
Governance costs	-	3,000	3,000	2,700
Total Resources Expended	15,982	593,232	609,214	670,635
Net outgoing resources before transfers	(15,982)	(3,210)	(19,192)	(1,687)
Gross transfers between funds	15,746	(15,746)	-	-
Net movement in funds	(236)	(18,956)	(19,192)	(1,687)
Total Funds Brought Forward	374,068	1,091,985	1,466,053	1,467,740
Total Funds Carried Forward	373,832	1,073,029	1,446,861	1,466,053

GROUP BALANCE SHEET AT 31ST DECEMBER 2014

	2014 £	2013 £
FIXED ASSETS		
Tangible Assets	1,132,722	1,196,554
CURRENT ASSETS Stock for resale Debtors Cash at Bank and in hand	19,641 28,139 305,706 353,486	13,913 25,448 274,493 313,854
CREDITORS: amounts falling due within one year	39,347	44,355
Net Current Assets / (Liabilities)	314,139	269,499
Total Assets less Current Liabilities	1,446,861	1,466,053
FUNDS		
Restricted Funds Unrestricted Funds	373,832 1,073,029	374,068 1,091,985
	1,446,861	1,466,053

COMPANY BALANCE SHEET AT 31ST DECEMBER 2014

	Notes	2014 £	2013 £
FIXED ASSETS			
Tangible Assets Investments	7 8	1,064,287 2	1,124,029 2
		1,064,289	1,124,031
CURRENT ASSETS			
Debtors Cash at Bank and in hand	9	109,984 293,098	138,433 227,167
		403,082	365,600
CREDITORS: amounts falling due within one year	10	25,619	24,865
Net Current Assets		377,463	340,735
Total Assets less Current Liabilities		1,441,752	1,464,766
FUNDS			
Restricted Funds Unrestricted Funds		373,832 1,067,920	374,068 1,090,698
		1,441,752	1,464,766