

30 May 2017

Dear member

ANNUAL GENERAL MEETING 2017

The Annual General Meeting of the Association of Noise Consultants will be held on **WEDNESDAY 21 JUNE 2017 at 4.30pm at the Hyatt Hotel, Birmingham B1 1JZ**

The AGM follows the final session of the conference which takes place earlier in the day.
The Agenda for the Meeting is attached.

Elections

The Association is governed by a Board of Directors consisting of 8 members. Each Director serves for two years and is eligible for re-election up to a maximum of six years. This year one members reaches the end of a two year term and is not standing again so there is one vacant position. The current Board is as follows:

Name	Company	Current Position	Term of office
Jack Harvie-Clark	Apex	Chair	Serves until 2018
Daniel Saunders	Clarke Saunders Associates	Vice Chair	Serves until 2018
Martin Raisborough	WSP	Hon Treasurer	Serves until 2018
Paul Shields	AECOM	Hon Secretary	Serves until 2018
Andrew Parkin	Cundall	Immediate Past Chair	Serves until 2018
David Charles	Bickerdike Allen	Board Member	Serves until 2018
David Clarke	SRL Technical Services	Board Member	Serves until 2018
Miles Woolley	Environoise	Board Member	Not seeking re-election

Nominations are invited for the vacancy and should be submitted by email or post to be received by the Secretariat, no later than 7th June 2017. If there are more nominations than vacancies, there will be a ballot at the AGM.

Yours sincerely



ANC Secretariat

ASSOCIATION OF NOISE CONSULTANTS**13th ANNUAL GENERAL MEETING****Wednesday 21st June 2017****4.30pm****Symphony Ballroom, Hyatt Hotel, Birmingham B1 1JZ****AGENDA**

1. Welcome
2. Apologies for absence
3. Minutes of previous meeting
4. Chair's Report
5. Accounts for period to 31 December 2016
6. Appointment of Auditors
7. Amendment to Code of Ethics
8. Election of Board Member 2017-2019
9. Appointment of Committees
10. Any Other Business

		<p>Minutes of the 12th Annual General Meeting</p> <p>held at 4.30pm on 29 June 2016</p> <p>at Crowne Plaza, Birmingham</p>
<p>Peter Hepworth (President) Andy Parkin (Chair) Phil Dunbavin (Past Chair) Jack Harvie-Clark (Board Member) Dan Saunders (Secretary) Miles Woolley (Board Member) Robert Osborne And 34 representatives of member companies</p>		Hepworth Acoustics Cundall Philip Dunbavin & Partner Apex Clarke Saunders Environoise Administration Services Ltd (ASL)
1 WELCOME		The President welcomed members to the meeting.
2 APOLOGIES		Apologies for absence were noted, including Richard Greer (Vice Chair), and Martin Raisborough (Treasurer).
3 MINUTES OF PREVIOUS MEETING		The Minutes of the AGM held on 24 th June 2015 were approved.
4 CHAIRMAN'S REPORT		<p>Andy Parkin commented that it had been a busy year with a range of different activities including the ProPG consultation, the launch of SITRI (Sound Insulation Testing Register Ireland) and the formation of the Acoustic Ventilation and Overheating Group. There had been a good attendance at the bi-monthly meetings. He thanked those who had provided conference presentations and also Robert Osborne and Claire Kelly for organising the event. This was his final AGM as chair and he thanked everyone for their support over the last two years.</p> <p>Two members of the board were stepping down, firstly Phil Dunbavin who had done so much for the association over many years, and secondly Richard Greer who had offered wise counsel on a number of occasions.</p> <p>In the absence of any questions or comments, the report was approved.</p>
5 TREASURER'S REPORT		In the absence of the Martin Raisborough, it was noted that the annual accounts were circulated with the AGM papers. The funding provided to SITRI was noted and was expected to be converted to a loan in due course. The accounts were approved.
6 APPOINTMENT OF AUDITORS		<p>It was noted that the Board had retendered the audit recognising that the auditors had been in place for eight years. Following receipt of three quotes they had renegotiating the fee with Saffery Champness and proposed reappointment. They were aware that the Improvement Committee had suggested that a change of auditor was appropriate due to the period of time they had been in place and appreciated the reasoning behind this. The board would review the position and consider a new appointment.</p>

7	CODE OF ETHICS		
	The proposed updating of the Code had been discussed at the January Company meeting and was outlined in the papers circulated for the AGM. It brought the Code up to date and in line with current practice. The changes were approved.		
8	ELECTION OF BOARD MEMBERS 2016/18		
Name	Company	Position	
Jack Harvie-Clark	Apex	Chair	
Daniel Saunders	Clarke Saunders	Vice Chair	
Martin Raisborough	WSP	Hon Treasurer	
Paul Shields	Aecom	Hon Secretary	
Andrew Parkin	Cundall	Immediate Past Chair	
David Charles	Bickerdike Allen	Board Member	
David Clarke	SRL	Board Member	
The above nominations for the board were approved.			
9	APPOINTMENT OF COMMITTEES		
	It was noted that there were now four standing committees: <ul style="list-style-type: none"> • Certification Committee (Chair – Jonty Stewart) • Membership Steering Committee (Chair – David Watts) • Good Practice Committee (Chair – Colin Cobbing) • Improvement Committee (Chair – Rob Adnitt). 		
	It was noted that there might need to be some repurposing of one or two of the committees during the year to reflect what they now covered. There were always opportunities for additional people to join committees and anyone interested should contact Robert Osborne.		
10	ANY OTHER BUSINESS		
	<p>Sue Bird MBE: The chair congratulated Sue on her well-deserved recognition in the honours list which also highlighted acoustics to a wider community.</p> <p>Retiring Chair: Andy Parkin was thanked for his contribution as chair and for initiating the awards which were now in their fourth year and provided a fantastic showcase for the work which ANC members undertook.</p> <p>Vote of Thanks: The work of the board and committee chairs was recognised and thanks were recorded to Robert Osborne and the team at ASL for their work.</p> <p>Reserves: it was noted that funding was available for projects and research activities.</p> <p>There being no further business the President declared the meeting closed.</p>		

Company Registration No. 05289002 (England and Wales)

The Association of Noise Consultants

A Company Limited by Guarantee

**Annual report and financial statements
for the year ended 31 December 2016**

The Association of Noise Consultants

A Company Limited by Guarantee

Company information

Directors	Jack Harvie-Clark Andrew Parkin Martin Raisborough Miles Woolley Daniel Saunders David Charles Paul Shields David Clarke	(Appointed 29 June 2016) (Appointed 29 June 2016) (Appointed 29 June 2016)
Company number	05289002	
Registered office	19 Omega Business Village Thurston Road Northallerton DL6 2NJ	
Independent auditors	Saffery Champness LLP St John's Court Easton Street High Wycombe HP11 1JX	
Business address	Airport House Purley Way Croydon CR0 0XZ	

The Association of Noise Consultants

A Company Limited by Guarantee

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**The Association of Noise Consultants
A Company Limited by Guarantee
Directors' report
For the year ended 31 December 2016**

The directors present their annual report and financial statements for the year ended 31 December 2016.

Principal activities

The principal activity of the company is to represent and support noise consultancy companies.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Jack Harvie-Clark

Andrew Parkin

Martin Raisborough

Richard Greer (Resigned 29 June 2016)

Philip Dunbavin (Resigned 29 June 2016)

Miles Woolley

Daniel Saunders

David Charles (Appointed 29 June 2016)

Paul Shields (Appointed 29 June 2016)

David Clarke (Appointed 29 June 2016)

Auditors

Saffery Champness have expressed their willingness to remain in office as auditors of the company.

Statement of directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the 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 company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**The Association of Noise Consultants
A Company Limited by Guarantee
Directors' report (continued)
For the year ended 31 December 2016**

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board

.....
**Martin Raisborough
Director**
.....

The Association of Noise Consultants

A Company Limited by Guarantee

Independent auditors' report

To the members of The Association of Noise Consultants

We have audited the financial statements of The Association of Noise Consultants for the year ended 31 December 2016 set out on pages 5 to 10. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on pages 1 - 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit, the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements, and the Directors' Report has been prepared in accordance with applicable legal requirements.

**The Association of Noise Consultants
A Company Limited by Guarantee
Independent auditors' report (continued)
To the members of The Association of Noise Consultants**

Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

**Karen Bartlett (Senior Statutory Auditor)
for and on behalf of Saffery Champness LLP**

.....

Chartered Accountants

Statutory Auditors

St John's Court
Easton Street
High Wycombe
HP11 1JX

The Association of Noise Consultants
A Company Limited by Guarantee
Statement of income and retained earnings
For the year ended 31 December 2016

	Notes	2016 £	2015 £
Turnover		304,447	280,763
Cost of sales		(157,423)	(147,073)
Gross profit		147,024	133,690
Administrative expenses		(131,813)	(111,457)
Operating profit	2	15,211	22,233
Interest receivable and similar income		1,196	1,467
Profit before taxation		16,407	23,700
Taxation		(3,285)	(4,740)
Profit for the financial year		13,122	18,960
Retained earnings at 1 January 2016		225,100	206,140
Retained earnings at 31 December 2016		238,222	225,100

The Association of Noise Consultants
A Company Limited by Guarantee
Statement of financial position
As at 31 December 2016

	Notes	£	2016	£	2015
Current assets					
Stocks			1,276		1,623
Debtors	4		50,322		53,130
Cash at bank and in hand			219,386		199,582
			_____		_____
			270,984		254,335
Creditors: amounts falling due within one year	5		(32,762)		(29,235)
			_____		_____
Net current assets			238,222		225,100
			=====		=====
Capital and reserves					
Profit and loss reserves			238,222		225,100
			=====		=====

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on and are signed on its behalf by:

.....
 Martin Raisborough
 Director

Company Registration No. 05289002

**The Association of Noise Consultants
A Company Limited by Guarantee
Notes to the financial statements
For the year ended 31 December 2016**

1 Accounting policies

Company information

The Association of Noise Consultants is a private company limited by shares incorporated in England and Wales. The registered office is 19 Omega Business Village, Thurston Road, Northallerton, DL6 2NJ.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

These financial statements for the year ended 31 December 2016 are the first financial statements of The Association of Noise Consultants prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 January 2015. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

1.2 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

1.3 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

**The Association of Noise Consultants
A Company Limited by Guarantee
Notes to the financial statements (continued)
For the year ended 31 December 2016**

1 Accounting policies (continued)

1.4 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as 'creditors: amounts falling due within one year' if payment is due within one year or less. If not, they are presented as 'creditors: amounts falling due after more than one year'. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.5 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

The Association of Noise Consultants
A Company Limited by Guarantee
Notes to the financial statements (continued)
For the year ended 31 December 2016

1 Accounting policies (continued)

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

1.6 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the income statement for the period.

2 Operating profit

	2016	2015
	£	£
Operating profit for the year is stated after charging/(crediting):		
Fees payable to the company's auditors for the audit of the company's financial statements	3,950	4,300

3 Employees

The average monthly number of persons (including directors) employed by the company during the year was 0 (2015 - 0).

4 Debtors

	2016	2015
	£	£
Amounts falling due within one year:		
Trade debtors	23,656	33,894
Other debtors	26,666	19,236
	—————	—————
	50,322	53,130
	—————	—————

The Association of Noise Consultants
A Company Limited by Guarantee
Notes to the financial statements (continued)
For the year ended 31 December 2016

5 Creditors: amounts falling due within one year

	2016	2015
	£	£
Trade creditors	8,053	7,519
Corporation tax	3,281	4,740
Other creditors	21,428	16,976
	—————	—————
	32,762	29,235
	—————	—————

6 Related party transactions

During the year, the net value of transactions that were settled by the company on behalf of Sound Insulation Testing Register (Ireland) "SITRI", a company incorporated in Ireland and of which The Association of Noise Consultants is a member, was £14,605 (2015 - £10,903). In addition, funds totalling £6,000 (2015 - £nil) were advanced to SITRI in the form of a loan.

The balance due from SITRI at 31 December 2016 is £17,434 (2015 - £9,388).

No guarantees have been given or received.

The Association of Noise Consultants
A Company Limited by Guarantee
Detailed trading and profit and loss account
For the year ended 31 December 2016

	2016	2015
	£	£
Turnover		
ANC Registration Scheme income	202,844	187,734
Other income	101,603	93,029
	<hr/>	<hr/>
	304,447	280,763
Cost of sales		
ANC Registration Scheme costs	157,076	146,831
Other direct costs	347	242
	<hr/>	<hr/>
	(157,423)	(147,073)
Gross profit	<hr/>	<hr/>
	147,024	133,690
Administrative expenses	(131,813)	(111,457)
	<hr/>	<hr/>
Operating profit	15,211	22,233
Investment revenues		
Bank interest received	1,196	1,467
	<hr/>	<hr/>
	1,196	1,467
Profit before taxation	<hr/>	<hr/>
	16,407	23,700
	<hr/>	<hr/>

This page does not form part of the financial statements on which the auditors have reported.

The Association of Noise Consultants
A Company Limited by Guarantee
Schedule of administrative expenses
For the year ended 31 December 2016

	2016	2015
	£	£
Administrative expenses		
Secretariat fees	53,045	51,045
Training	2,395	-
Domain registration	96	100
Annual dinners	242	487
Prize money	278	595
Travelling expenses	3,079	2,312
Legal and professional fees	-	975
Audit and taxation fees	4,725	5,085
Bank charges	646	522
Conference charges	18,054	6,145
Bad and doubtful debts	1,927	-
Printing and stationery	1,645	1,764
Advertising	2,325	2,498
Website development	-	160
Telecommunications	1,370	1,402
Member expenses	10,949	10,450
Sundry expenses	13	12
Award expenses	12,430	13,566
Committee expenses	2,015	415
Meeting expenses	7,579	6,411
ANC projects	9,000	7,513
	131,813	111,457

This page does not form part of the financial statements on which the auditors have reported.

Introduction

A draft amendment to the Code of Ethics is shown below. This has been agreed by the membership steering committee and reviewed by the Board. It is presented to the AGM for approval.

The Code was extensively revised last year and this amendment is a minor rewording of one clause. This has arisen following a potential complaint which was based on whether ANC has requirements in relation to properly crediting joint work that is performed with others.

Background

The point raised by the potential complainant was whether ANC have ethical rules that are comparable to the American Institute of Architects (AIA) so that when two firms are involved in the development of a project, it is an ethical obligation to see that each receives proper credit.

The ANC Code existing wording states:

- 2.6 *A Member shall not falsify or misrepresent professional qualifications or experience and*
3.1 *A Member shall not act so as to injure or attempt to injure the professional reputation, prospects or business of another noise consultant, whether or not a Member of the Association.*

The relevant clause of the AIA Rule 4.201 is: "*Members shall not make misleading, deceptive, or false statements or claims about their professional qualifications, experience, or performance and shall accurately state the scope and nature of their responsibilities in connection with work for which they are claiming credit.*"

Commentary: This rule is meant to prevent Members from claiming or implying credit for work which they did not do, misleading others, and denying other participants in a project their proper share of credit.

The full AIA document is available at <https://www.aia.org/pages/3296-code-of-ethics--professional-conduct>

Recommendation

The Membership Steering Committee agreed that the current wording does cover this but it could be improved by additional wording to make it more explicit.

It is recommended that Clause 2.6 is replaced with the wording used in the American Institute of Architects code of ethics, so the new clause now states:

2.6 Members shall not make misleading, deceptive, or false statements or claims about their professional qualifications, experience, or performance and shall accurately state the scope and nature of their responsibilities in connection with work for which they are claiming credit.