

Company Registered number  
3400233

WONDERFUL BEAST  
ANNUAL REPORT AND ACCOUNTS  
YEAR ENDED 31 MARCH 2013

THURSDAY



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COMPANIES HOUSE

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**WONDERFUL BEAST**

**TRUSTEES' ANNUAL REPORT & ACCOUNTS**

**YEAR ENDED 31 MARCH 2013**

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## **WONDERFUL BEAST**

### **Legal & Administrative Details**

Charity Name	Wonderful Beast
Status	Company limited by guarantee
Company Number	3400233 (England and Wales)
Charity Registration Number	1064331
Registered Office & Principal Address	150 High Street Aldeburgh Suffolk IP15 5AQ

### **Trustees (Directors)**

Carol Ann Blaber  
Liz Calder  
Jonathan Franklin  
Christopher Lucas CBE -Chair

### **Secretary**

Alys Kuhl

### **Independent Examiner**

Hugh Cochrane  
Hugh Cochrane and Co  
26B High Street  
Saxmundham  
Suffolk IP17 1AJ

### **Bankers**

Barclays Bank plc  
177 High Street  
Aldeburgh  
Suffolk IP15 5AW

### **Website**

[www.wonderfulbeast.co.uk](http://www.wonderfulbeast.co.uk)

## WONDERFUL BEAST

### TRUSTEES' ANNUAL REPORT

The Trustees present their annual report and financial statements of the company for the year ended 31 March 2013. The annual report and financial statements comply with the Statement of Recommended Practice entitled Accounting and reporting by charities issued in March 2005 (SORP 2005), FRSSE and the Companies Act 2006.

### STRUCTURE, GOVERNANCE AND MANAGEMENT

Wonderful Beast was incorporated on 8 July 1997 under company number 3400233 (England and Wales) and is a company limited by guarantee. The company became a registered charity on 11 September 1997.

The company is governed by its Memorandum and Articles of Association.

The directors of the company are the charity's trustees for the purpose of charity law and throughout this report they are collectively referred to as the trustees. The initial trustees were the subscribers to the Memorandum of Association of the company. Thereafter the Trustees appointed members of the company to fill casual vacancies or by way of addition to the Board. A trustee appointed part way through the year may hold office until the next Annual General Meeting. One third of the trustees shall retire from office at the Annual General Meeting and may be eligible for re-election.

The trustees have responsibility for identifying and managing the major risks which are likely to affect the long term viability of the charity. Where possible, systems and procedures have been introduced to mitigate the potential impact on the charity should those risks materialize.

### OBJECTIVES AND ACTIVITIES

Wonderful Beast was established to advance education for the public benefit by the promotion of the Arts, in particular but not exclusively the Art of Drama.

### ACHIEVEMENTS AND PERFORMANCE

It has been a very exciting year with the four day celebration of stories, '**Storm of Stories**', being our most ambitious event, in which Wonderful Beast consolidated the wide ranging aspects and scope of its work – productions, outreach and educational work – under one umbrella, bringing stories and storytelling to a much wider audience from both the local community and those seeking high quality live performance. Wonderful Beast's strategy to target new audiences by involving local primary children, secondary school students and senior citizens, and offering free or very reasonably priced performances, helped to attract people who would not normally feel comfortable or interested in attending arts events.

We also forged new partnerships with local organisations like the Leiston and Aldeburgh libraries, the Aldeburgh Bookshop and the cinema and offered events of relevance to local people that we believe filled a cultural gap in the locality. At the same time, we continued to deliver high quality performances bringing international practitioners from France and premiering our own production *Strange Fish* which included actors, an opera singer, musicians and a dancer, from places as diverse as Russia, India, Spain and Bolton. The mixture of local and international participants performing under the same banner was a major objective of the company.

## WONDERFUL BEAST

### TRUSTEES' ANNUAL REPORT (continued)

#### ACHIEVEMENTS AND PERFORMANCE (continued)

Through the year:

**April - June** Artistic director, Alys Kihl, was invited to direct a song writing project for English Touring Opera and Turtle Key Arts for people with dementia at Wardens in Sizewell. There were approximately 25 participants including patients and carers. Workshops were led by composer, Jon Petter, and Alys Kihl, assisted by Duke Dobing (flute) and three upcoming young artists - gaining invaluable professional development. Tallulah Brown, Wonderful Beast's new assistant for *Storm of Stories* (see below) also took part.

**July** The Ledbury Poetry Festival Wonderful Beast was invited to perform *The Coat of Umpteen Pockets* in the children's poetry events. The interactive show, based on Adrian Mitchell's collected poetry for children, 'Umpteen Pockets', was performed by actor Sasha Mitchell (Adrian's daughter), actor Matt Prendergast and musician Alys Kihl and was followed by a workshop. *The Coat of Umpteen Pockets* then toured six small rural Shropshire primary schools. This was a great success and inspired children to write their own poetry and teachers to increase their repertoire of ideas for creative writing and performance. Schools were Onny, Lydbury, Clun, Newcastle, Clunbury and Bucknell.

Including the Ledbury festival, 223 children participated, 10 teachers and 23 adults.

This project was supported by The Barbara Whatmore Charitable Trust.

**April-October** Tallulah Brown joined Alys Kihl and Louisa Thorp (administrator) as project assistant to *Storm of Stories* - a pilot four day celebration of storytelling. Planning and organising involved: fundraising, recruiting artists, volunteers and partners - such as libraries, the Aldeburgh bookshop and the cinema - sending out contracts, finding accommodation, liaising with schools, senior citizens, booking venues, publicity and distribution, meetings and rehearsals.

#### October - our pilot celebrations - *STORM OF STORIES*

**Friday 26** *SEA TONGUE* - a performance by pupils of Alde Valley School, Leiston, after a series of workshops with Wonderful Beast's artists, dancer Anusha Subramanyam, musician RR Prathap, poet Dean Parkin and director, Alys Kihl. Aldeburgh Primary School also participated in the event with a performance of *Orlando The Marmalade Cat* under the direction of the head teacher, Deborah Gayler, and with the help of Lucy Rowan-Robinson and Jessica Hill.

*"What a brilliant way to get so many young people working together"*

*"Both shows from the schools were superb"*

**Saturday 27**

*THE RAINBOW FISH* and *THE LITTLEST ROCK* specially devised storytelling with music for the under 5s by Zoe Palmer and Jack Ross at Leiston Library.

*"Wonderful morning enjoyed by all"*

*"Beautiful music and fantastic sparkly props"*

**POP UP WRITING CLINIC** with writers Caroline Moorehead and Claude Harz giving writing advice to members of the public in the Aldeburgh Library.

## WONDERFUL BEAST

### TRUSTEES' ANNUAL REPORT (continued)

#### ACHIEVEMENTS AND PERFORMANCE (continued)

**STRANGE FISH** a new show for all ages by Wonderful Beast featuring four stories 'The Golden Fish' (Russia, adapted by Pushkin), 'Woman of the Sea' (Scotland), 'Genie and the Fisherman' (1001 Nights) and 'Why the Fish Laughed' (India) Actors Ann Firbank, Sasha Mitchell, Matt Prendergast, baritone Mikhail Pavlov; dancer Anusha Subramanyam, musicians Sylvia Hallett, Jack Ross and Miguel Tantos; director Alys Kihl

*"I loved it particularly the Indian and Russian stories"*  
*"Fantastically expressive singing, dancing and storytelling"*

**TRAWLING FOR TALES** - children, residents, and writers from the locality read from their favourite stories at Aldeburgh Bookshop Well-known local humourist, Craig Brown, kicked off the event by reading 'The Storyteller' by Saki

*"Loved every minute of it"*  
*"Older people reading was particularly good"*

#### CONCERT OF STORIES

performed by internationally renowned storyteller Abbi Patrix and musician, Linda Edsjo

*"Totally, totally blown away Magnificent"*  
*"I have never seen anything like it!"*

Sunday 28

**THE RAINBOW FISH** and **THE LITTLEST ROCK** Aldeburgh Library

**MESSAGES FROM THE MARSHES** devised by Tallulah Brown and Hermione Pilkington, was an interactive exhibition at the Pumphouse using scraps of conversation and sound where the audience then added to the collage of stories - hung onto washing lines, in bottles and written straight onto stones from the beach

**POP UP SOUP KITCHEN** home-made soup for sale at the Pumphouse by Harriet Lewis

**MEMORIES OF MERMAIDS** tales with a Jamaican flavour performed by Kerri McLean at the Pumphouse

**LIFE STORIES** reminiscences by local people about life and times in Aldeburgh during the war, the 1953 flood and personal anecdotes of family life, accompanied by step dancing, traditional music and songs at the Aldeburgh Community Centre

**PRINCE ACHMED** an exclusive screening of a film by Lotte Rieinger from *The 1001 Nights* at Aldeburgh Cinema

Josh Allott, an emerging young film maker and playwright, filmed every event over the course of the four days which he edited into a promotional film showing the quality of work and the purpose behind it <http://vimeo.com/54328996>

**Funders for Storm of Stories:** Aldeburgh Town Council, Scarfe Charitable Trust, The Wakeham Trust, The Barbara Whatmore Charitable Trust



Supported us in public funding by  
**ARTS COUNCIL  
ENGLAND**



Supported by the  
Britten-Pears  
Foundation

## WONDERFUL BEAST

### TRUSTEES' ANNUAL REPORT (continued)

#### ACHIEVEMENTS AND PERFORMANCE (continued)

##### November 2012 - March 2013

A time of reflection and collating feedback after *Storm of Stories*, writing an evaluation and editing the film for the Arts Council and all funders. All this was completed by the middle of December.

Research and development with actor Roger Lloyd Pack, composer Sylvia Hallett and director Alys Kihl on the poems of *The Ancient Mariner* and *Peter Grimes* for the Fringe Aldeburgh Music Festival in June 2013.

Plans developed for *Music Matters Most - The Diaries of Imogen Holst*, a benefit to take place in November 2013 with actor Penelope Wilton, author Jon Canter, singers Robert Murray and Catrin Johnsson, and pianist Rachel Fuller, devised and directed by Alys Kihl with script editing by Claude Harz.

##### Summary:

2012-2103 Wonderful Beast's focus on *Storm of Stories* - with the intention of making it a regular and eagerly anticipated cultural event in the calendar - provided opportunities for innovative new work and for participation from the local community. The four day pilot gave us the positive feedback that we needed to confidently continue to develop our vision and pursue an even more ambitious programme for 2014. As well as having built a small but strong production team for *Storm of Stories* 2012, we also attracted a loyal team of volunteers who we are confident we can rely on again for future major events.

##### Financial Review

Incoming Resources this year were £33,111 (2012 £13,843) and resources expended were £30,932 (2012 £13,388) giving net incoming resources of £2,179 (2012 £455). Closing funds at the end of 31 March 2013 amounted to £4,599 (2012 £2,420).

The majority of the income (£26,248) came from grants, donations, appeals and the Friends scheme and the trustees express grateful thanks for this support. Expenditure on the events totalled £27,867.

##### Reserves Policy

The policy of the company/charity is to maintain sufficient reserves to cover its operational costs for at least the following three months. At each period end, the charity has historically had sufficient reserves to comply with this policy. Funding is to be used to fund performances and workshops for rural touring, schools and excluded sectors in remote areas. The level of reserves is kept under close scrutiny by the Trustees who will be notified if there are outstanding amounts to creditors over a reserve of £1,000.

## WONDERFUL BEAST

### TRUSTEES' ANNUAL REPORT (continued)

#### Responsibilities of the Trustees

Charity law requires the trustees to prepare financial statements each year that give a true and fair view of the state of affairs of the charity and of its incoming resources and expended resources for that year. In preparing the financial statements, the trustees are required to

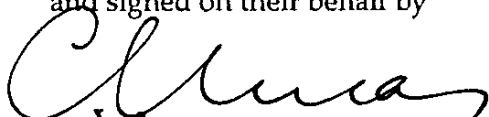
- >select suitable accounting policies and apply them consistently,
- >observe the methods and principles set out in the Charities SORP,
- >make judgements and estimates that are reasonable and prudent,
- >state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- >prepare the financial statements on the going concern basis, unless it is inappropriate to do so

The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Companies Act 2006. The trustees are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps to prevent and detect fraud and other irregularities.

This report represents a directors' report as required by section 417 of the Companies Act 2006, and has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

This report has been approved by the trustees on  
and signed on their behalf by

10 December 2013



Christopher Lucas  
Chairman



## **WONDERFUL BEAST**

### **INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF WONDERFUL BEAST**

I report on the financial statements of Wonderful Beast for the year ended 31 March 2013 as set out on pages 8 to 13

This report is made solely to the charity's trustees, as a body, in accordance with section 145 of the Charities Act 2011. My work has been undertaken so that I might state to the charity's trustees those matters I am required to state to them in this report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the charity and the charity's members as a body, for my work, for this report, or for the opinions I have formed.

#### **Respective responsibilities of trustees and examiner**

The charity's trustees (who are also the directors of the company for company law) are responsible for the preparation of financial statements. The charity's trustees consider that an audit is not required for the year under section 144(1) of the Charities Act 2011 ('the 2011 Act') and that an independent examination is needed. The charity's gross income was above £25,000 and I am qualified to undertake the examination.

It is my responsibility to

- a) examine the financial statements under section 145 of the 2011 Act,
- b) to follow the procedures laid down in the General Directions given by the Charity Commission under section 145(5) of the 2011 Act, and
- c) to state whether particular matters have come to my attention.

#### **Basis of independent examiner's report**

My examination was carried out in accordance with the General Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the financial statements presented with those records. It also includes consideration of any unusual items or disclosures in the financial statements, and seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit, and consequently no opinion is given as to whether the financial statements present a 'true and fair view' and the report is limited to those matters set out in the statement following.

#### **Independent examiner's statement**

In connection with my examination, no matter has come to my attention

- a) which gives me reasonable cause to believe that in any material respect the requirements
  - 1) to keep accounting records in accordance with section 386 of the Companies Act 2006, and
  - 2) to prepare financial statements which accord with the accounting records and comply with the accounting requirements of Section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice 'Accounting and Reporting by Charities'have not been met, or
- b) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the financial statements to be reached.

*Hugh Cochrane*

Hugh Cochrane of Hugh Cochrane and Co, 26b High Street, Saxmundham IP17 1AJ

10 December 2013

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## STATEMENT OF FINANCIAL ACTIVITIES (including Income and Expenditure Account)

YEAR ENDED 31 MARCH 2013

		Unrestricted	Restricted	2013	2012
	Notes	Funds	Funds		
Incoming Resources		£	£	£	£
Voluntary income	2	2,377	-	2,377	4,804
Activities for generating funds	3	2,905	-	2,905	-
Incoming Resources from charitable activities	4	12,739	15,090	27,829	9,039
<b>Total Incoming Resources</b>		<b>18,021</b>	<b>15,090</b>	<b>33,111</b>	<b>13,843</b>
<b>Resources Expended</b>					
Costs of generating funds	5	2,585	-	2,585	2,929
Charitable Activities	5	12,777	15,090	27,867	9,825
Governance costs	6	480	-	480	634
<b>Total Resources Expended</b>		<b>15,842</b>	<b>15,090</b>	<b>30,932</b>	<b>13,388</b>
<b>Net incoming resources before transfers, being net income for the year</b>		<b>2,179</b>	<b>-</b>	<b>2,179</b>	<b>455</b>
Transfers between funds		1,378	-1,378		-
<b>Net movement in funds</b>		<b>3,557</b>	<b>-1,378</b>	<b>2,179</b>	<b>455</b>
<b>Funds at 1 April 2012</b>		<b>1,042</b>	<b>1,378</b>	<b>2,420</b>	<b>1,965</b>
<b>Funds at 31 March 2013</b>		<b>£4,599</b>	<b>£-</b>	<b>£4,599</b>	<b>£2,420</b>

**WONDERFUL BEAST**

Registered Company 3400233

**BALANCE SHEET  
AS AT 31 MARCH 2013**

	Notes	31-3-2013 £	31-3-2012 £
<b>Fixed assets</b>			
Tangible assets	7	-	-
<b>Current assets</b>			
Debtors	8	229	-
Cash at bank and in hand		5,450	3,320
		5,679	3,320
Creditors: amounts falling due within one year	9	(1,080)	(900)
<b>Net current assets</b>		4,599	2,420
<b>Total assets less current liabilities</b>		4,599	2,420
<b>Creditors: amounts falling due after more than one year</b>		-	-
		£4,599	£2,420
<b>Funds</b>			
Restricted Funds		-	1,378
Unrestricted Funds		4,599	1,042
<b>Total charity funds</b>		£4,599	£2,420

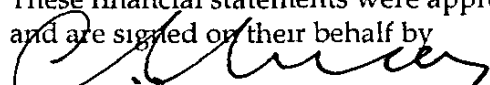
The trustees are satisfied that for the year ended 31 March 2013, the charity is entitled to exemption from the provisions of the Companies Act 2006 (the Act) relating to the audit of the financial statements for the year by virtue of section 477, and that no member or members have requested an audit pursuant to section 476 of the Act

The trustees acknowledge their responsibilities for

- ensuring that the company keeps adequate accounting records which comply with the requirements of section 386 of the Act, and
- preparing financial statements which give a true and fair view of the state of affairs of the charity as at 31 March 2013 and of its surplus or deficit for the financial year in accordance with the requirements of sections 394 and 395, and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the charity

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

These financial statements were approved by the trustees on  
and are signed on their behalf by



Christopher Lucas  
Chairman of Trustees

10 December 2013

## WONDERFUL BEAST

### NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 MARCH 2013

#### 1 ACCOUNTING POLICIES

##### *Basis of Accounting*

The financial statements have been prepared under the historical cost convention and in accordance with the Statement of Recognised Practice for Accounting and Reporting by Charities 2005(SORP 2005) and the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

##### *Cash flow*

The financial statements do not include a cash flow statement because the charity, as a small reporting entity, is exempt from the requirements to prepare such a statement under Financial Reporting Standard 1 "cash flow statements"

##### *Incoming Resources*

Voluntary income includes donations, gifts and grants that provide core funding of a general nature, and is recognised where there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability. Income is deferred to the extent that the donor has either specified that the grant or donation is intended for use in future accounting periods or has imposed conditions that must be met before the charity has unconditional entitlement.

Income arising from activities for generating funds includes amounts raised from fundraising activities and events organized by supporters of the charity.

Income from charitable activities includes amounts receivable under contract together with grants receivable for the provision of specific services or where entitlement to grant funding is subject to specific performance conditions. Grants and donations received to support specific events are credited to income in the period during which the relevant event takes place, provided there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability. Income is deferred to the extent that it relates to services to be provided in future accounting periods.

##### *Resources Expended*

Expenditure is accounted for on an accruals basis and is recognised when a liability is incurred.

The costs of generating funds comprise expenses incurred in organizing fundraising events and activities, together with minor fundraising trading expenditure.

Charitable activities include expenditure associated with putting on Drama shows.

Governance costs include those incurred on the governance of the charity and its assets and are primarily associated with constitutional and statutory requirements.

## WONDERFUL BEAST

### NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 MARCH 2013

#### 1 ACCOUNTING POLICIES (continued)

##### *Taxation*

Wonderful Beast is a charity within the meaning of the Charities Acts 1993 and 2006 and as such is a charity within the meaning of Part 11, Corporation Tax Act 2010. Accordingly, Wonderful Beast is potentially exempt from taxation in respect of income or gains received within categories covered by Part 11, Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992 to the extent that such income or gains are applied exclusively to its charitable purposes.

##### *Restricted Funds*

Grants and other income received for specific purposes are credited to restricted funds, and any related expenditure is charged to the relevant fund, subject to the level of funds available. Amounts can be restricted either by conditions imposed by the donor or by the charity itself when raising funds for particular purposes.

##### *Unrestricted Funds*

Unrestricted funds are available for use at the discretion of the trustees in the furtherance of the general objects of the charity and which have not been designated for other purposes.

#### 2 VOLUNTARY INCOME

	Unrestricted Funds	Restricted Funds	2013	2012
Donations received	2,377	-	2,377	4,804
	<u>£2,377</u>	<u>-</u>	<u>£2,377</u>	<u>£4,804</u>

#### 3 ACTIVITIES FOR GENERATING FUNDS

	Unrestricted Funds	Restricted Funds	2013	2012
Fund raising activities	2,905	-	2,905	-
<b>Total Incoming Resources</b>	<u>£2,905</u>	<u>-</u>	<u>£2,905</u>	<u>-</u>

#### 4 INCOMING RESOURCES FROM CHARITABLE ACTIVITIES

	Unrestricted Funds	Restricted Funds	2013	2012
	£	£	£	£
Grants and donations received	5,876	15,090	20,966	2,850
Door receipts etc	6,863	-	6,863	6,189
<b>Total Incoming Resources</b>	<u>£12,739</u>	<u>£15,090</u>	<u>£27,829</u>	<u>£9,039</u>

# WONDERFUL BEAST

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 MARCH 2013

### 5 CHARITABLE ACTIVITIES AND COSTS

	Unrestricted Funds £	Restricted Funds £	2013 £	2012 £
<b>Direct Charitable Expenditure -</b>				
<b>Charitable activities</b>				
Production costs				
Yes! The Adrian Mitchell Show	-	-	-	4,764
Tailor of Gloucester	-	-	-	1,122
Storm of Stories	7,908	15,090	22,998	219
Umpteen Pockets	1,631	-	1,631	2,654
Turtle Key	1,325	-	1,325	-
Splash	1,253	-	1,253	526
Eastfeast/AONB	660	-	660	540
	<u>£12,777</u>	<u>£15,090</u>	<u>£27,867</u>	<u>£9,825</u>
<b>Management and Administration of the</b>				
<b>Charity - Costs of generating funds</b>				
Administration	155	-	155	864
Printing, postage & stationery	310	-	310	313
Telephone and internet	745	-	745	693
Bookkeeping expenses	37	-	37	-
Membership subscriptions	200	-	200	70
Computer expenses and website	675	-	675	384
Sundry expenses	237	-	237	15
Bank charges	226	-	226	187
Travel and general expenses etc	-	-	-	403
<b>Total Resources Expended</b>	<u>£2,585</u>	<u>-</u>	<u>£ 2,585</u>	<u>£2,929</u>

### 6 GOVERNANCE COSTS

	Unrestricted Funds £	Restricted Funds £	2013 £	2012 £
Independent examination fees	480	-	480	435
	<u>£480</u>	<u>-</u>	<u>£480</u>	<u>£435</u>

# WONDERFUL BEAST

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 MARCH 2013

### 7 TANGIBLE FIXED ASSETS

	Office Equipment £
<b>Cost</b>	
At 1 April 2012 and at 31 March 2013	1,071
<b>Depreciation</b>	
At 1 April 2012 and at 31 March 2013	1,071
<b>Net Book Values</b>	
At 31 March 2013	£-
At 31 March 2012	£-

### 8 CURRENT ASSETS

	£	2012 £
Prepayments	229	-
	<u>£229</u>	<u>£-</u>

### 9 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	£	2012 £
Accruals	1,080	900
	<u>1,080</u>	<u>£900</u>

### 10 COMPANY STATUS AND MEMBERS

Wonderful Beast is a company limited by guarantee and accordingly does not have any share capital. The only members are currently the directors of the company, who are also the trustees.

The liability of the members is limited to a sum of £1, this being the amount that each member undertakes to contribute to the assets of the charity in the event of it being wound up while they are a member, or within one year of ceasing to be a member.