



ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2022
Company No. 3290459 Charity No. 1059662



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| FOUNDING PATRON | His Majesty King Charles III |
| TRUSTEES | Stephen Musgrave (Chairman) Christopher Bartram (resigned 6 October 2021) Alison Beardsley Manuela Belle Amelia Bright Amanda Brooke Stephen Clarke (resigned 1 June 2021) James Furse (resigned 13 April 2022) Brian Harris Ros Kerslake (appointed 13 April 2022) Simon Lakin (appointed 14 October 2021) James Pulle Harry Wardill (appointed 13 April 2022) |

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| CHIEF EXECUTIVE | Dr Alasdair Brooks (appointed 30 August 2021) |
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The Trustees are the directors of the company for the purposes of the Companies Act 2006.

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|------------------------|---|
| COMPANY SECRETARY | Dave Poulson |
| REGISTERED OFFICE | Middleport Pottery Port Street Stoke-on-Trent ST6 3PE |
| INDEPENDENT AUDITOR | Crowe UK LLP Black Country House Rounds Green Road Oldbury West Midlands B69 2DG |
| BANKERS | NatWest Bank Cavell House 2a Charing Cross Road London WC2H 0NN |

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| WEBSITE | re-form.org |
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CHAIR'S INTRODUCTION

For two long years the team at Re-Form Heritage had to battle political and economic uncertainty alongside the personal, social, and managerial challenges of Covid-related closures. Covid restrictions were finally lifted sufficiently in May 2021 to allow Middleport to re-open, and through a combination of teamwork, care for the team, and the skill and hard work of employees, Re-Form Heritage (and nearly everyone connected to it) has come through in good shape.

However, there never seems to be a year without another event with repercussions cropping up. The invasion of Ukraine by Russian forces – and the resultant global insecurity and inflation – will create major challenges for the UK economy for the foreseeable future. At the time of writing the outcome of the war remains uncertain, but it will likely continue for some time at huge cost and suffering to the people of Ukraine, to whom we send our support and sympathy.

The last Chairman's Report confirmed the departure of our previous Chief Executive, Clare Wood, to run the British Ceramics Biennial. Dave Poulson our Finance Director ran Re-Form Heritage in the interregnum before the arrival of Dr Alasdair Brooks at the end of August 2021. Our thanks to Dave for his stewardship during this sensitive time. Alasdair has brought with him not only heritage experience and an international perspective but also energy and enthusiasm. This is illustrated by the fact that Trustees were pleased to sign off a new strategic plan before the Christmas break. More detail on the plan is provided in the Trustees' Report.

The period covered by this report also saw the completion of the major part of the works at Harper Street. This £2.7m project has saved and repurposed a rare example of a relatively untouched Stoke Victorian terrace, created a community centre, workshops, retail, archive and storage. Harper Street provides an international centre for ceramic studies and further promotes Harper Street, Middleport and Stoke to a global audience. The project faced many challenges during its construction and the likes of National Heritage Lottery Fund, Historic England and the Architectural Heritage Fund have shown immense professionalism, understanding and wise support. We are immensely grateful to them and everyone who contributed so much.

Sir Peter Shaffer, the English playwright and novelist, was kind enough to recognise us in his



will with a generous bequest. This legacy has now been largely received from the Executors of the estate. This type of bequest allows us to grow Re-Form Heritage and achieve our goal of taking on more regeneration work. Our thanks to Sir Peter's family.

Every project we embark on has to have a financially viable outcome. It is visitors to Middleport who create the vibrancy and the footfall to support the many and varied occupiers. Securing other sources of income is also vital. Middleport provides a wonderful wedding setting and having secured the necessary official licence we have now hosted our first on-site wedding ceremony. We also decided to bring the management of the Café in-house and the consequent improvement in quality driven by the new Café manager and her team has proven to be a tremendous success. It is an important facility for visitors and locals alike. Promoting the work of Re-Form Heritage and the attractions of Middleport is fundamental, and to do this we now have a full time Marketing and Communications Manager.

Our Trustees are an essential part of Re-Form Heritage. Simon Lakin joined us in 2021. He is Group Finance Director of the Theo Paphitis Group which includes amongst others Ryman Ltd. He therefore brings in depth retailing experience as well business and financial acumen. In April 2022, immediately after the period covered by this report, we welcomed two new Trustees who bring enormous business and cultural strengths to the charity.

Ros Kerslake was the CEO of the National Lottery Heritage Fund, and has recently been appointed chair of the Architectural Heritage Fund. Harry Wardill is CEO of Turquoise Mountain which works across the globe restoring historic buildings in often harsh and deprived environments using and training local artisans and establishing enduring businesses. We also sadly said goodbye to James Furse, a longstanding trustee who brought immense retailing and business knowledge, and provided guidance as we transitioned from The Prince's Regeneration Trust to an independent charity. His wise and calm counsel will be missed.

Our thanks go to all our trustees, our patrons, our advisory group, ambassadors and all our team. In these uncertain times their support, in whatever form it takes, is more important than ever.



Stephen Musgrave

Chair of Trustees.

“ ”

Wonderful visitor attraction in the heart of the Potteries. Not just a museum but a fully functioning factory producing quality ware. Staff could not have been any more helpful and our guide was tremendous.

Google Reviews 2022

ABOUT THE CHARITY

Re-Form Heritage (the Charity) specialises in revitalising communities through the regeneration of their historic buildings. We restore heritage buildings at risk of decay and demolition where the resurgence of an existing use, or the creation of a new life and purpose, will have a beneficial effect on the local community.

Re-Form Heritage supports community development through the regeneration of heritage sites of significant importance, identifying and delivering a unique business model for each site, which delivers a long-term benefit to surrounding communities. The Charity was originally part of the Prince's Regeneration Trust, and was granted its independence in 2016.

OUR MISSION STATEMENT

Our vision is to be the UK's leading specialist organisation for the restoration and rejuvenation of industrial and commercial heritage buildings at risk, and, through a sustainable business case, and operational delivery, breathe new life into these assets and help drive the regeneration of the local community.

OUR SITES

Middleport Pottery, located on the Trent and Mersey Canal, is one of the most significant ceramics heritage sites in Europe, and is the last continuously operating Victorian pottery in Stoke-on-Trent, the traditional home of the English ceramics industry. The factory was built by the Burgess and Leigh company (Burleigh) in 1888, and remains home to Burleigh and their iconic pottery range. Supported by public and private funding, the Charity acquired the Grade II* listed Middleport Pottery in 2011 and undertook sensitive remodelling and renovation. The site opened to the public in 2014 as a heritage visitor attraction and creative business centre and has won numerous awards including a Europa Nostra Award for Conservation.

As a result of the regeneration of the pottery, 50 jobs were saved; a further 70 jobs have been created and Burleigh production continues using traditional hand manufacturing skills. The pottery also includes a heritage visitor centre, creative studio space, a ceramics college, and a canalside café. The site is supported by a team of volunteers who lead tours and support visitors to

understand and enjoy the history of Middleport Pottery, as well as supporting collections research and the delivery of learning visits and events.

Harper Street is a terrace of eleven former pottery workers' houses opposite Middleport Pottery; Re-Form Heritage is in the final stages of delivering this exciting project. The terrace, which had been derelict for many years, sits within a conservation area of "outstanding industrial archaeological importance".

The Charity has provided a sustainable future for this historically significant street by restoring the terrace, delivering a new heritage attraction interpreting daily life in the Potteries in the 1950s, and including additional creative studio space, a new home for the Burleigh archive, and a community hub for the Middleport Matters. This will further drive economic and social regeneration alongside heritage regeneration.

The Grade I-listed Old Duchy Palace in Lostwithiel, Cornwall is over 700 years old. It once formed part of a much larger complex central to the management of the Duchy of Cornwall and the county's internationally significant tin industry. Following a sensitive restoration, the building was open by their Majesties The King and The Queen Consort in their then capacity as The Duke and Duchess of Cornwall. Re-Form Heritage's project partner, the Cornwall Buildings Preservation Trust, runs the day-to-day operation of the building on a long-term lease.

Re-Form Heritage continues to seek other opportunities to save heritage at risk, using the parameters set out in our current strategic plan.



TRUSTEES' REPORT

INTRODUCTION

The Trustees have the pleasure of presenting the report and accounts for the year ended 31 March 2022. Recent annual reports have been structured around the organisation's forward plan for 2018/19-2023/24. However, while excellent work had been undertaken by previous Chief Executive Clare Wood and Finance Director Dave Poulson to steward Re-Form Heritage through the financial impact of Covid lockdowns, the broader impact of Covid across the two-year period for 2020 and 2021 required a review of these objectives. For example, year on year projections set in 2018 for visitor number and educational programme growth were no longer realistic as a result of Covid disruptions.

New Chief Executive Alasdair Brooks immediately reviewed Re-Form Heritage's strategic goals

following his arrival in August 2021. A new five-year strategic plan for 2023-27 was approved by the Board of Trustees in December 2021, setting new five-year post-lockdown goals for the charity. The calendar year 2022 will be used to prepare the ground for implementation of the strategic plan, with an accompanying post-lockdown operational review assessing which areas of the charity need to be strengthened in order to support delivery of the plan.

The period covered by this annual review has therefore been a transitional one. A bullet-point summary is provided here on the previous goals of the charity before the new strategic plan was adopted in December 2021, and then the new strategic goals are outlined, with an overview of initial progress before the end of the reporting period.



ACHIEVEMENTS AND PERFORMANCE: PREVIOUS STRATEGIC PLAN GOALS

- Strengthen Relationships With Our Local Communities

Re-Form Heritage is working closely with local community group Middleport Matters to build community engagement. Middleport Matters will be the occupants of the Harper Street community hub space. Interpretation at the new Harper Street heritage offer will also be closely linked to community engagement, using oral histories from former residents of the street, and with many of the objects on display coming from local community donations. The new workshop units will also be prioritised towards local creative maker manufacturers.

- Attract 100,000 Visits Per Annum to Middleport Pottery by March 2023

The two-year impact of UK and international Covid lockdowns and travel restrictions meant that this goal was no longer deliverable. The projected year-on-year growth figures for the site were no longer tenable, and this goal has therefore been incorporated into the new strategic plan, with a new goal date of the end of 2027.

Visitor numbers at Middleport Pottery have nonetheless been positive post-lockdown. Between June 2021 and March 2022, visitor figures have consistently been above their 2019 pre-Covid figures for eight of the ten months in that post-lockdown period. Moving the goal end date to the end of the new strategic plan simply recognises the disruption to reliable growth, promotional activity, and international visitors caused by Covid.

- Deliver Learning Outcomes to 9,000 Children and Young People Per Annum by March 2023

This was another former goal where planning and delivery were significantly impacted by two years of Covid disruption, and where original figures were no longer considered deliverable due to that disruption. This has been significantly re-framed for the new strategic plan.

- Increase Unrestricted Reserves

Several significant steps were taken to move this goal forward prior to the introduction of the new strategic plan.

Loss of significant recurring location filming offers due to Covid led to the conclusion that reliance on unpredictable location fees was not a path to financial sustainability. The decision was therefore made to place greater emphasis on the growth of the Middleport Pottery wedding offer and bringing the café into in-house management.

Transfer of the café to in-house management was completed in time for January 2022, with a new café manager hired. Growth of the wedding offer is an ongoing process, but has been supported by the hiring of a full-time Marketing Communications Manager to offer more effective support. The goal is to grow to a maximum of 20 weddings a year across a three-year period.

- Appropriately Manage and Utilise Heritage

By the end of March 2022, 3786 items in the Middleport Pottery heritage collection had been catalogued in the Modes software collections management system with support from two fixed-term staff and student placements from local universities. Highlights of the collection were then made publicly available on the Re-Form Heritage website. The collection will be moved to the new Harper Street collections store in the 2022-23 financial year.

Factory tours of Middleport Pottery, a key part of the heritage site's offer, could only be re-started at the end of January 2022 due to the need to coordinate with Burleigh's separate Covid-related health and safety measures. By the end of this reporting period, tour numbers were still capped in line with ongoing health and safety considerations.

OBJECTIVES FOR THE COMING YEAR: NEW STRATEGIC PLAN

In December 2021, the Board approved a new strategic plan drafted by incoming Chief Executive Alasdair Brooks. A key goal of the new plan is to set out a broader strategy for the growth of Re-Form Heritage as a charity rather than focus primarily on goals for specific sites, or to mix goals for the charity alongside goals for the individual sites.

The new goals for the charity for 2023-2027 are as follows:

- Follow a regional model for expansion in the period 2023-2027

- Aim to bring at least 2 more sites under its ownership, and to have begun regeneration work on these new sites by the end of this period
- Ensure that all sites are financially sustainable: new sites should show an operating profit by year 4 of ownership; existing sites should show an operating profit across the five-year period
- Maintain cash-backed unrestricted reserves to cover 15% of turnover
- Set science-based net zero carbon targets as an integral part of planning for the regeneration of new sites, and develop and begin to implement net zero carbon plans for existing sites by the end of this planning period
- Build community engagement outcomes into planning for all new sites, and set community engagement goals for existing sites
- Grow patron and other philanthropic donations to £200,000 a year by 2028
- Ensure that all new staff posts and reorganisation of existing staff are clearly justified through implementation of this strategic plan; all new sites to be operated by Re-Form Heritage will have a clear site-specific staff plan integrated into costs
- Ensure that other administrative reforms are directly tied to delivery of this strategic plan

2022 is intended to be a transitional year preparing the ground for the new strategic plan. Initial steps taken towards delivery in the current reporting period include Board approval for the creation of a new Fundraising Manager post to support the fundraising and financial sustainability aspects of the plan. The charity is also in the early stages of actively investigating the potential for taking on new sites, and hopes to be able to report on this work in more detail in next year's report.

Site-specific goals have also been developed jointly for Middleport Pottery and Harper Street. These goals are:

- Reach combined visitor figures of 100,000 by 2028.
- Deliver learning outcomes to 9,000 children and young people per annum by 2028

through both formal and informal learning opportunities

- Show an operating profit across the totality of the five-year planning period
- Host 20 weddings a year by 2028
- Welcome the equivalent of one researcher a week to access the archive collections by 2028
- Have at least two fully-funded research collaborations with Staffordshire universities, and at least one fully-funded research collaboration with an international partner, in place by 2028
- Have individual net zero carbon target plans developed, with implementation beginning by the end of the 2023-2027 period
- Offer volunteer opportunities for 80 volunteers a year by 2028
- Ensure that all new staff posts and reorganisation of existing staff of existing staff are clearly justified through implementation of these goals and the broader strategic plan
- Ensure that community engagement is a core goal of planning for and use of the Harper Street community space, and is considered in broader event and learning planning

Some of these goals carry over from the previous strategic plan, and their development has already been outlined above. The goal to deliver learning incomes has been adjusted to better recognise the distinction between formal school group learning and informal learning programmes for children and adults.

In other goals, Re-Form Heritage was delighted to link with a Chilean research group working on the Chilean government-funded project 'Ocean, Heritage and Culture', studying maritime archaeology along the country's long coast; Chief Executive Alasdair Brooks is involved in the project in an unpaid senior advisory role. Re-Form Heritage's role will be to support work on the 19th-century British ceramics that form an important part of Chile's maritime archaeology record.

The Trustees look forward to continuing to deliver these exciting new strategic goals in the 2022-23 financial year.

Re-Form Heritage is a company limited by guarantee (number 3290459). It is governed by its Memorandum and Articles of Association. Its governing body, the Board of Trustees, is responsible for the Charity's long-term direction and overall policy. The current Articles of Association were adopted in December 2016. The Articles provide that there shall be a minimum of three and a maximum of eleven Trustees with each Trustee appointed for a term of up to three years from the adoption of the Articles, after which they must retire at the next following board meeting. A retiring Trustee is eligible for re-appointment. The Articles provide that no Trustee shall serve for more than nine consecutive years, save in exceptional circumstances.

The Trustees, and those who acted during the year, are listed at the start of this report. New trustees are given an induction on the work of the Charity, are briefed on responsibilities and recommended practice as set out in the Charity Governance Code and are encouraged to undertake appropriate training to aid them in undertaking their role. The Trustees are recruited for their knowledge and experience of heritage regeneration, charity administration, finance, legal, education, HR matters or commerce. The Trustees meet five to six times a year. The Trustees set strategy, which is executed by the Re-Form Heritage executive and management team.

The Charity has an audit committee to support the Re-Form Heritage board in its responsibilities for ensuring the adequacy of internal control and governance arrangements. The audit committee is a committee of the Board. At the time of the last report, this committee had been temporarily suspended pending recruitment of a trustee with appropriate accountancy experience; the

committee has been reactivated following the recruitment of Simon Lakin. Re-Form Heritage is also a charity registered in England and Wales (number 1059662) and a conservation body prescribed under section 38 (4) of the Title Conditions (Scotland) Act 2003.

APPROACH TO FUNDRAISING

In seeking the support of organisations and individuals to pursue its charitable objectives, Re-Form Heritage seeks to develop honest relationships, retain independence and avoid over-reliance upon any individual funding source. The Charity aims to be professional in its approach to fundraising and commits to comply with the Fundraising Regulator's Code of Fundraising Practice.

The Charity intends to recruit a dedicated Fundraising Manager in the 2022-23 financial year in order to further support its fundraising offer.

Staff leading fundraising activity undertake six-monthly reviews of the Regulator's Code of Fundraising Practice and endeavour to maintain an awareness of changes in fundraising legislation, regulation and best practice. The Charity aims to achieve positive donor experiences and regularly updates donors on the impact of their support. Re-Form Heritage is committed to ensuring that donors can control and influence their relationship with the Charity.

Re-Form Heritage did not receive any complaints from donors or members of the public about its fundraising practice during 2021/2022. Any enquiries or concerns regarding Re-Form Heritage's fundraising practice should be directed to Dr Alasdair Brooks, Chief Executive.

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It really is an amazing place to go to. The history of the industry is thoroughly explained and the without exception the staff are knowledgeable, approachable and charming. The great service continues in the cafe where the oatcakes are unmissable!

TripAdvisor 2022.

PUBLIC BENEFIT

In setting the Charity's objectives and planning its activities, the trustees have given careful consideration to the Charity Commission's guidance on public benefit. The Charity's activities clearly relate to its legal objectives of securing heritage buildings, advancing education in heritage buildings and the promotion of regeneration in areas of social and economic deprivation for public benefit. Access to Re-Form Heritage's sites is free of charge, welcoming to all and provides free and charged interpretive and educational content throughout the year.

Re-Form Heritage presents high-quality engagement and partnerships to facilitate public involvement and understanding of some of the UK's most important and unique industrial and

commercial heritage. Programmes of activity for children and young people at our principal site of Middleport Pottery aim to develop creativity, confidence and pride in a supportive environment. The Charity also works closely with local community groups to help build social and economic regeneration. The above statement demonstrates Re-Form Heritage's compliance with the Charities Act 2006 relating to Public Benefit and Charity Commission Guidance.

SUSTAINABILITY POLICY

The Charity is committed to observing high environmental standards and has developed a sustainability policy which includes social, economic and environmental policies.



Group incoming resources (including interest receivable) totalled £2,077,992 (2021: £1,280,458), comprising grants and donations of £1,654,648 and rental and other income of £423,344. In the year, £968,771 (2021: £854,698) was spent on charitable expenditure. Net incoming Group resources for the year including depreciation charges of £363,605 were £1,010,481 (2021: £396,456). Net incoming resources when added to the opening funds of £7,540,781 left the Group with funds of £8,551,262.

The restricted grants and donations received, together with other substantial grants received in previous years, were used to undertake the renovation of Middleport Pottery and Old Duchy Palace. These grants and donations received appear in the Charity's accounts as income, but the expenditure is capitalised in fixed assets. As a result, the net incoming resources in this and previous years arising from these grants and donations does not reflect disposable income available to the Charity.

RESERVES POLICY AND GOING CONCERN

Total reserves of the Charity at 31 March 2022 amounted to £8,551,262.

The Charity maintains two main types of reserves:

Restricted funds: These occur when income is received by a charity for a purpose specified by the donor and only appropriate expenses may be charged against such income. Specific grants and donations for building preservation projects appear in the accounts as income, but they will only be used in connection with the buildings in respect of which they were granted. This expenditure is capitalised where the Charity has (or is likely to have) an ownership interest in the

building and so, as noted above, the net incoming resources in this and future years arising from these grants and donations does not reflect disposable income available to the Charity. At 31 March 2022 the Charity and Group had restricted funds of £8,351,068 (2021: £7,285,492), (note 3).

Unrestricted funds: These arise from income received by a charity where there is no specific purpose specified by a donor. The use of such funds is at the discretion of the Trustees, in accordance with the charity's objects. Within unrestricted funds the Trustees may from time to time designate some funds for use on a specific project. There were no such designations as at 31 March 2022. At 31 March 2022 the Charity's unrestricted funds were £317,704 (2021: £323,001) and its trading subsidiary retained reserves were (£117,512) (2021: (£67,714)); this resulted in Group unrestricted funds of £200,194 (2021: £255,289). All surpluses generated by the trading subsidiary are gifted to and are fully available to the Charity. The tangible fixed assets included within unrestricted funds amounted to £79,949 (2021: £75,980).

As an organisation not in receipt of regular statutory funding and currently very dependent on sources of income which are capable of being affected by factors outside the Charity's control, the Trustees believe that the optimum level of free reserves in the future should be sufficient to cover the impact of a loss of fifteen percent of annual income. Free reserves at 31st March 2022 were £120,645 which represents 23.7% of annual income (2020 £179,310 34.4%)

The Charity's reserves policy is reviewed and adjusted as necessary on an annual basis. Given the current level of reserves, the Trustees consider that it is appropriate for the financial statements to be prepared on a going concern basis.

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Definitely recommend as one of the best museums I've visited.

TripAdvisor 2022.

RISK MANAGEMENT AND PRINCIPAL RISKS

The Trustees have examined the major strategic, business and operational risks which the Charity faces, and are satisfied that appropriate systems have been established to seek to identify and manage these risks.

It is recognised that systems can only provide reasonable but not absolute assurances that major risks have been adequately managed.

The Trustees consider that the principal risks facing the Charity are:

- New Covid-19 restrictions on operations are put in place with no or insufficient government financial support to compensate for lost income
- Failure to meet income targets and manage costs, leading to completed projects not being sustainable

- Failure to meet capital fundraising targets on new projects leading to insufficient funds to complete the projects currently being undertaken
- Risks (including insufficient contingency allocation) on capital projects not being adequately identified leading to cost overruns
- Non-compliance with funders' requirements/ agreements leading to clawbacks in grants received
- Health & safety issues associated with capital projects and the running of operations in old buildings

The Charity maintains a risk register to record all risks and mitigation measures in place and each risk is assigned an owner to oversee individual risk management. The risk register is reviewed by the Trustees when the risk profile is identified as changing or at least annually.



GROUP COMPANIES

Re-Form Heritage has a trading subsidiary, Re-Form Heritage Trading Ltd. This company was established to run commercial activities at Middleport Pottery. All profits of Re-Form Heritage Trading Ltd are gifted to Re-Form Heritage.

PAY POLICY FOR SENIOR STAFF

The Trustees consider that Dr Alasdair Brooks, Clare Wood and Dave Poulson have been the key management personnel of the Charity, and have been in charge of directing and controlling the Charity on a day-to-day basis. Their remuneration is discussed and approved by the board of Trustees, who ensure that the remuneration packages are appropriate for the size and complexity of the role that each of them undertakes.

TRUSTEES' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

The Trustees are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice. Company law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charity and of the profit or loss of the Charity for that period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and then apply them consistently
- 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 presume that the Charity will continue to operate

The Trustees are responsible for keeping proper accounting records that 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. They are also responsible for safeguarding the assets of the Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Trustees are responsible for the maintenance and integrity of the corporate and financial information included on the Charity's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

AUDITOR

Crowe U. K. LLP were appointed as auditors on 12th June 2019.

So far as each of the Trustees of the Charity at the date of approval of this report is aware, there is no relevant audit information (information needed by the Charity's auditor in connection with preparing the audit report) of which the Trust's auditor is unaware. Each Trustee has taken all of the steps that they should have taken as a Trustee in order to make themselves aware of any relevant audit information and to establish that the Trust's auditor is aware of that information.

This report has been prepared taking advantage of the exemptions available to small companies under the Companies Act 2006.

Approved by the Trustees and signed on their behalf by:

Date: 14/9/22



Stephen Musgrave

Chair of Trustees

AUDITOR'S REPORT

Independent Auditor's Report to the Members of Re-Form Heritage

Opinion

We have audited the financial statements of Re-Form Heritage ('the charitable company') and its subsidiary ('the group') for the year ended 31 March 2022 which comprise consolidated statement of financial activities, consolidated balance sheet, consolidated statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the charitable company's affairs as at 31 March 2022 and of the group's income and expenditure, 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustee's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or the group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions 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 trustees' report, which includes the directors' report and the strategic report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and

- the strategic report and the directors' report included within the trustees' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report included within the trustees' report.

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

- adequate and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement **set out on page x**, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006, the Charities Act 2011 together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud. The laws and regulations we considered in this context for the UK operations were General Data Protection Regulation (GDPR), Health and Safety and Employment legislation.

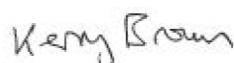
Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be within the timing of recognition of income and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management and the Audit Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, designing procedures over income, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission and reading minutes of meetings of those charged with governance.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

Use of our report

This report is made solely to the charitable 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 charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Kerry Brown (Senior Statutory Auditor)

For and on behalf of

Crowe U.K. LLP

Statutory Auditor

Black Country House

Rounds Green Road

Oldbury

West Midlands

B69 2DG

Date: 17 November 2022

FINANCE STATEMENTS

Re-Form Heritage

Consolidated Statement of Financial Activities (Incorporating the Consolidated Income and Expenditure Account)

For The Year Ended 31st March 2022

| | Notes | Unrestricted Funds £ | Restricted Funds £ | Group Total 2022 £ | Total 2021 £ |
|--------------------------------------|-------|----------------------------|--------------------------|-----------------------------|--------------------|
| INCOME | | | | | |
| Grants and donations | | 84,819 | 1,569,829 | 1,654,648 | 1,023,245 |
| Rental and other activities | | 277,856 | - | 277,856 | 242,862 |
| Admissions and tours | | 47,306 | - | 47,306 | 10,642 |
| Café Sales | | 32,961 | - | 32,961 | - |
| Events and hires | | 38,206 | - | 38,206 | 947 |
| Souvenir sales | | 26,966 | - | 26,966 | 2,625 |
| Investment income | | 49 | - | 49 | 137 |
| Total income | 2 | <u>508,163</u> | <u>1,569,829</u> | <u>2,077,992</u> | <u>1,280,458</u> |
| EXPENDITURE | | | | | |
| Expenditure on charitable activities | | 464,923 | 503,848 | 968,771 | 854,698 |
| Other operating costs | | 98,740 | - | 98,740 | 29,304 |
| Total expenditure | 2 | <u>563,663</u> | <u>503,848</u> | <u>1,067,511</u> | <u>884,002</u> |
| NET INCOME/(EXPENDITURE) | | (55,500) | 1,065,981 | 1,010,481 | 396,456 |
| Transfers | | <u>405</u> | <u>(405)</u> | <u>-</u> | <u>-</u> |
| Net Movement in Funds | | (55,095) | 1,065,576 | 1,010,481 | 396,456 |
| Funds brought forward at 1 April | | 255,289 | 7,285,492 | 7,540,781 | 7,144,325 |
| Funds carried forward at 31 March | | <u>200,194</u> | <u>8,351,068</u> | <u>8,551,262</u> | <u>7,540,781</u> |

All amounts related to continuing operations.

This statement includes all gains and losses recognised in the year.

The notes on pages 22 to 35 form part of these financial statements.

Re-Form Heritage

Statement of Financial Activities
(Incorporating the Income and Expenditure Account)

For The Year Ended 31st March 2022

| | Notes | Unrestricted Funds £ | Restricted Funds £ | Charity Total 2022 £ | Total 2021 £ |
|--|-------|----------------------------|--------------------------|-------------------------------|--------------------|
| INCOME | | | | | |
| Grants and donations | | 83,625 | 1,569,829 | 1,653,454 | 1,011,787 |
| <i>Income from charitable activities</i> | | | | | |
| Rental and other income | | 375,547 | - | 375,547 | 292,185 |
| Investment income | | 49 | - | 49 | 137 |
| Total income | 2 | <u>459,221</u> | <u>1,569,829</u> | <u>2,029,050</u> | <u>1,304,109</u> |
| EXPENDITURE | | | | | |
| Expenditure on charitable activities | | 464,923 | 503,848 | 968,771 | 854,698 |
| Total expenditure | 2 | <u>464,923</u> | <u>503,848</u> | <u>968,771</u> | <u>854,698</u> |
| NET INCOME/(EXPENDITURE) | | (5,702) | 1,065,981 | 1,060,279 | 449,411 |
| Transfers | | <u>405</u> | <u>(405)</u> | <u>-</u> | <u>-</u> |
| Net Movement in Funds | | (5,297) | 1,065,576 | 1,060,279 | 449,411 |
| Funds brought forward at 1 April | | 323,001 | 7,285,492 | 7,608,493 | 7,159,082 |
| Funds carried forward at 31 March | | <u>317,704</u> | <u>8,351,068</u> | <u>8,668,772</u> | <u>7,608,493</u> |

All amounts related to continuing operations.

This statement includes all gains and losses recognised in the year.

The notes on pages 22 to 35 form part of these financial statements.

Re-Form Heritage

Balance Sheets

at 31st March 2022

| | Notes | Group | | Charity | |
|---|-------|------------------|------------------|------------------|------------------|
| | | 2022 | 2021 | 2022 | 2021 |
| | | £ | £ | £ | £ |
| Fixed assets: | | | | | |
| Tangible fixed assets | 5a | 20,984 | 20,180 | 20,984 | 20,180 |
| Heritage assets | 5b | 8,729,264 | 7,149,872 | 8,729,264 | 7,149,872 |
| Investments | 7 | - | - | 1 | 1 |
| | | <u>8,750,248</u> | <u>7,170,052</u> | <u>8,750,249</u> | <u>7,170,053</u> |
| Current assets: | | | | | |
| Stock | 8 | 9,616 | 12,639 | 8,263 | 12,639 |
| Debtors | 9 | 336,664 | 331,797 | 499,760 | 407,819 |
| Cash at bank and in hand | | 270,334 | 773,489 | 196,827 | 739,061 |
| | | <u>616,614</u> | <u>1,117,925</u> | <u>704,850</u> | <u>1,159,519</u> |
| Current liabilities: | | | | | |
| Creditors: amounts falling due within one year | 10a | 734,313 | 289,101 | 706,025 | 262,984 |
| Net current assets | | <u>(117,699)</u> | <u>828,824</u> | <u>(1,175)</u> | <u>896,535</u> |
| Creditors: amounts falling due after more than one year | 10b | 81,287 | 458,095 | 80,302 | 458,095 |
| Total net assets | 3 | <u>8,551,262</u> | <u>7,540,781</u> | <u>8,668,772</u> | <u>7,608,493</u> |
| The funds of the charity | | | | | |
| Restricted funds | 11 | 8,351,068 | 7,285,492 | 8,351,068 | 7,285,492 |
| Unrestricted funds | 11 | 200,194 | 255,289 | 317,704 | 323,001 |
| Total charity funds | | <u>8,551,262</u> | <u>7,540,781</u> | <u>8,668,772</u> | <u>7,608,493</u> |

These accounts have been prepared in accordance with the special provisions of the Companies Act relating to small companies.

The notes on pages 22 to 35 form part of these financial statements.

Approved by the board on 14/9/22
and signed on their behalf by S Musgrave



Re-Form Heritage**Consolidated Cash Flow Statement****For The Year Ended 31st March 2022**

| | Notes | Group 2022 £ | 2021 £ |
|--|-------|--------------------|-----------------|
| Cash flows from operating activities | | | |
| Net cash provided by (used in) operating activities | 12 | 1,448,275 | 69,595 |
| Cash flows from investing activities | | <u>1,448,275</u> | <u>69,595</u> |
| Purchase of heritage assets | | (1,938,643) | (89,329) |
| Purchase of tangible assets | | (5,158) | (2,584) |
| Net cash provided by (used in) investing activities | | <u>(495,526)</u> | <u>(22,318)</u> |
| Cash flows from financing activities | | | |
| Loan repayments | | (7,629) | - |
| Cash inflows from new borrowing | | - | 50,000 |
| Net cash provided by (used in) financing activities | | <u>(503,155)</u> | <u>27,682</u> |
| Change in cash and cash equivalents in the reporting period | | | |
| Cash and cash equivalents at the beginning of the reporting period | | 773,489 | 16,093 |
| Cash and cash equivalents at the end of the reporting period | | <u>270,334</u> | <u>43,775</u> |
| | | <u>(503,155)</u> | <u>27,682</u> |

The notes on pages 22 to 35 form part of these financial statements.

NOTES TO THE ACCOUNTS

Re-Form Heritage

Notes to the Accounts

For The Year Ended 31st March 2022

1 Accounting Policies

Company information

Re-Form Heritage is a company limited by guarantee and registered in England and Wales, registration number 3290459, and a registered charity number 1059662. The registered office is Middleport Pottery, Port Street, Stoke-on-Trent ST6 3PE.

Basis of preparation of financial statements

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective January 2015) – (Charities SORP (FRS102)) and the Companies Act 2006.

Re-Form Heritage meets the definition of a public benefit entity under FRS102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note.

Basis of consolidation

The group financial statements consolidate the financial statements of Re-Form Heritage and all its subsidiary undertakings drawn up to 31 March each year. Subsidiaries are consolidated from the date of their acquisition, being the date on which the Group obtains control and continue to be consolidated until the date that such control ceases. Control comprises the power to govern the financial and operating policies of the investee so as to obtain benefit from its activities.

Investments

In the parent company financial statements, investments in subsidiaries are accounted for at cost less impairment.

Going concern

The Charity's financial statements have been prepared on a going concern basis. The Charity's three current heritage projects of Middleport Pottery, Old Duchy Palace and Harper Street are financed either through a combination of grant funding and private donations or from the Charity's own reserves. The Trustees have reviewed the terms of these grants and donations, the Charity's projected future income and expenditure, and the Charity's available reserves and are confident that the Charity will have sufficient funds to continue its activities. Accordingly they deem the going concern basis to be appropriate in preparing these financial statements.

Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Charity makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom exactly equal the related actual results. It is in the opinion of the Trustees that there are no estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Revenue

Income is recognised once the Charity has entitlement to income, it is probable that income will be received and the amount of income receivable can be measured reliably. Income from grants and donations is recognised when the cash is received or committed. Income that is received in advance for a future accounting period is deferred. Income from projects is accounted for on the basis of the level of activity completed.

1 Accounting Policies (contd)**Expenditure and allocation of support costs**

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably. Support costs and governance costs are split on a time incurred basis between each of the charitable activities.

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost includes all costs incurred in bringing each product to its present location and condition. Net realisable value is based on estimated selling price.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

Financial instruments and cash and cash equivalents

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable. Cash and cash equivalents is comprised of cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

Creditors and provisions

Creditors and provisions are recognised where the charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

Tangible assets

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, using the reducing balance method as follows:

| | |
|-----------------------------------|-----|
| Computer equipment | 25% |
| General equipment | 25% |
| Improvements to freehold property | 25% |

Heritage assets

Heritage assets acquired as part of the building preservation objects of the Charity are capitalised at cost or, if donated, at valuation on receipt. Cost includes staff costs which are directly attributable to bringing the assets into working condition for their intended use. The threshold for capitalising heritage assets is £25,000. Heritage assets are depreciated over their estimated economic life. The rate used for completed projects is 4% per annum. The Trustees carry out periodic reviews of the heritage assets held for potential impairment and a provision is made if the continuing value to the charity is determined to be lower than the recorded value of the related asset.

1 Accounting Policies (contd)

In accordance with the SORP, inalienable assets have been excluded from the financial statements as reliable cost information is not available and the Charity considers the cost of obtaining a valuation to be onerous compared with the benefit that could be derived by the users of the financial statements in assessing the Trustees' stewardship of the assets.

The inalienable assets of the Charity comprise:

Middleport Pottery Collections - these comprise the factory records, patterns and general correspondence, pottery samples, moulds, tools and furniture.

2 Analysis of Income and Expenditure

| Income 2022 | Group | | | Charity | | |
|---|-------------------|-----------------|-----------------|-------------------|-----------------|-----------------|
| | Unrestricted £ | Restricted £ | Total 2022 £ | Unrestricted £ | Restricted £ | Total 2022 £ |
| Grant income | 65,258 | 1,568,422 | 1,633,680 | 64,064 | 1,568,422 | 1,632,486 |
| Donation income | 19,561 | 1,407 | 20,968 | 19,561 | 1,407 | 20,968 |
| Total grant and donation income | 84,819 | 1,569,829 | 1,654,648 | 83,625 | 1,569,829 | 1,653,454 |
| Middleport Pottery trading | 421,295 | - | 421,295 | 373,547 | - | 373,547 |
| Old Duchy Palace trading | 2,000 | - | 2,000 | 2,000 | - | 2,000 |
| Total income from charitable activities | 423,295 | - | 423,295 | 375,547 | - | 375,547 |
| Investment income | 49 | - | 49 | 49 | - | 49 |
| Total income | 508,163 | 1,569,829 | 2,077,992 | 459,221 | 1,569,829 | 2,029,050 |
| Income 2021 | Group | | | Charity | | |
| | Unrestricted £ | Restricted £ | Total 2021 £ | Unrestricted £ | Restricted £ | Total 2021 £ |
| Grant income | 225,155 | 636,817 | 861,972 | 213,697 | 636,817 | 850,514 |
| Donation income | 38,888 | 122,385 | 161,273 | 38,888 | 122,385 | 161,273 |
| Total grant and donation income | 264,043 | 759,202 | 1,023,245 | 252,585 | 759,202 | 1,011,787 |
| Middleport Pottery trading | 255,076 | - | 255,076 | 290,185 | - | 290,185 |
| Old Duchy Palace trading | 2,000 | - | 2,000 | 2,000 | - | 2,000 |
| Total income from charitable activities | 257,076 | - | 257,076 | 292,185 | - | 292,185 |
| Investment income | 137 | - | 137 | 137 | - | 137 |
| Total income | 521,256 | 759,202 | 1,280,458 | 544,907 | 759,202 | 1,304,109 |

2 Analysis of Income and Expenditure (contd)**Expenditure 2022**

| | Unrestricted £ | Group Restricted £ | Total 2022 £ | Unrestricted £ | Charity Restricted £ | Total 2022 £ |
|---------------------------------|-------------------|--------------------------|------------------|-------------------|----------------------------|-----------------|
| Middleport Pottery trading | 443,319 | - | 443,319 | 446,119 | - | 446,119 |
| Middleport Pottery depreciation | - | 314,178 | 314,178 | - | 314,178 | 314,178 |
| Support costs | 17,250 | - | 17,250 | 14,450 | - | 14,450 |
| Total Middleport Pottery | 460,569 | 314,178 | 774,747 | 460,569 | 314,178 | 774,747 |
| Old Duchy Palace depreciation | - | 45,073 | 45,073 | - | 45,073 | 45,073 |
| Total Old Duchy Palace | - | 45,073 | 45,073 | - | 45,073 | 45,073 |
| Harriets Trust | - | 4,500 | 4,500 | - | 4,500 | 4,500 |
| CRF20 | - | 34,563 | 34,563 | - | 34,563 | 34,563 |
| Arts Council | - | 7,390 | 7,390 | - | 7,390 | 7,390 |
| AHF Recovery funding | - | 10,565 | 10,565 | - | 10,565 | 10,565 |
| Harper Street | - | 87,579 | 87,579 | - | 87,579 | 87,579 |
| HE Tall Structures | - | - | - | - | - | - |
| Whitechapel Bell Foundry | - | - | - | - | - | - |
| Tangible Assets Depreciation | 4,354 | - | 4,354 | 4,354 | - | 4,354 |
| Other operating costs | 98,740 | - | 98,740 | - | - | - |
| Total expenditure | 563,663 | 503,848 | 1,067,511 | 464,923 | 503,848 | 968,771 |

2 Analysis of Income and Expenditure (contd)**Expenditure 2021**

| | Unrestricted £ | Group Restricted £ | Total 2021 £ | Unrestricted £ | Charity Restricted £ | Total 2021 £ |
|---------------------------------|-------------------|--------------------------|-----------------|-------------------|----------------------------|-----------------|
| Middleport Pottery trading | 328,439 | - | 328,439 | 328,439 | - | 328,439 |
| Middleport Pottery depreciation | - | 314,178 | 314,178 | - | 314,178 | 314,178 |
| Support costs | 17,250 | - | 17,250 | 14,450 | - | 14,450 |
| Total Middleport Pottery | 345,689 | 314,178 | 659,867 | 342,889 | 314,178 | 657,067 |
| Old Duchy Palace depreciation | - | 45,073 | 45,073 | - | 45,073 | 45,073 |
| Total Old Duchy Palace | - | 45,073 | 45,073 | - | 45,073 | 45,073 |
| Harriets Trust | - | 10,500 | 10,500 | - | 10,500 | 10,500 |
| CRF20 | - | 21,543 | 21,543 | - | 21,543 | 21,543 |
| Arts Council | - | 2,000 | 2,000 | - | 2,000 | 2,000 |
| AHF Recovery funding | - | 11,710 | 11,710 | - | 11,710 | 11,710 |
| HE Tall Structures | - | 38,696 | 38,696 | - | 38,696 | 38,696 |
| Whitechapel Bell Foundry | - | 63,475 | 63,475 | - | 63,475 | 63,475 |
| Tangible Assets Depreciation | 4,635 | - | 4,635 | 4,635 | - | 4,635 |
| Other operating costs | 29,304 | - | 29,304 | - | - | - |
| Total expenditure | 379,628 | 507,174 | 886,802 | 347,524 | 507,174 | 854,698 |

Support costs

| | Group | | Charity | |
|--------------------------|-----------|-----------|-----------|-----------|
| | 2022 £ | 2021 £ | 2022 £ | 2021 £ |
| Central staff costs | 8,000 | 8,000 | 8,000 | 8,000 |
| Governance costs - Audit | 9,250 | 9,250 | 6,450 | 6,450 |
| Total support costs | 17,250 | 17,250 | 14,450 | 14,450 |

Re-Form Heritage

Notes to the Accounts

For The Year Ended 31st March 2022

3 Net assets

| | Group | | | Charity | | |
|--|-----------------------------|---------------------------|----------------------|-----------------------------|---------------------------|----------------------|
| | Unrestricted funds 2022. | Restricted funds 2022. | Total funds 2022. | Unrestricted funds 2022. | Restricted funds 2022. | Total funds 2022. |
| | £ | £ | £ | £ | £ | £ |
| Current assets | 240,726 | 375,888 | 616,614 | 328,962 | 375,888 | 704,850 |
| Current liabilities | (120,081) | (614,232) | (734,313) | (91,793) | (614,232) | (706,025) |
| Creditors falling due after more than 1 year | | (81,287) | (81,287) | | (80,302) | (80,302) |
| Free reserves | 120,645 | (319,631) | (198,986) | 237,169 | (318,646) | (81,477) |
| Tangible assets | 20,984 | 0 | 20,984 | 20,984 | - | 20,984 |
| Heritage assets | 58,565 | 8,670,699 | 8,729,264 | 59,551 | 8,669,713 | 8,729,264 |
| Investments | | | | | 1 | 1 |
| | <u>200,194</u> | <u>8,351,068</u> | <u>8,551,262</u> | <u>317,704</u> | <u>8,351,068</u> | <u>8,668,772</u> |

| | Group | | | Charity | | |
|--|----------------------------|--------------------------|---------------------|----------------------------|--------------------------|---------------------|
| | Unrestricted funds 2021 | Restricted funds 2021 | Total funds 2021 | Unrestricted funds 2021 | Restricted funds 2021 | Total funds 2021 |
| | £ | £ | £ | £ | £ | £ |
| Current assets | 263,002 | 854,923 | 1,117,925 | 304,596 | 854,923 | 1,159,519 |
| Current liabilities | (83,693) | (205,408) | (289,101) | (57,576) | (205,408) | (262,984) |
| Creditors falling due after more than 1 year | | (458,095) | (458,095) | | (458,095) | (458,095) |
| Free reserves | 179,310 | 191,419 | 370,729 | 247,021 | 191,419 | 438,440 |
| Tangible assets | 17,415 | - | 17,415 | 17,415 | - | 17,415 |
| Heritage assets | 58,565 | 7,094,072 | 7,152,637 | 58,566 | 7,094,071 | 7,152,637 |
| Investments | | | | | 1 | 1 |
| | <u>255,289</u> | <u>7,285,492</u> | <u>7,540,781</u> | <u>323,001</u> | <u>7,285,492</u> | <u>7,608,493</u> |

4 Resources expended including staff and trustee costs

| | Group | |
|-------------------------------|----------------|----------------|
| Analysis of staff costs: | 2022 | 2021 |
| | £ | £ |
| Wages and salaries | 314,311 | 241,696 |
| Social security costs | 23,473 | 18,362 |
| Accrued pension contributions | 6,716 | 5,316 |
| | <u>344,500</u> | <u>265,374</u> |

No employees received employee benefits (excluding employer pension costs) of more than £60,000

The average monthly number of employees during the year was made up as follows:

| | 2022 No | 2021 No |
|--------------------|------------|------------|
| Café | 1 | 0 |
| Visitor attraction | 11 | 11 |
| Administration | 6 | 2 |
| | <u>18</u> | <u>13</u> |

4 Resources expended including staff and trustee costs (contd)

Key management personnel

All directors and certain senior employees who have authority and responsibility for planning, directing and controlling the activities of the Group are considered to be key management personnel. Total remuneration in respect of these individuals is £112,328 (2021 - £111,888).

The Trustees did not receive any remuneration during the year. Reimbursement of their travel and subsistence expenses was £0 (2021: £0). The Trustees made donations to the charity of £1,000 (2021: £1,000 (unrestricted)).

5a Tangible fixed assets

| | Group and Charity | | | | |
|------------------------------|----------------------------|----------------------|----------------|------------|-----------|
| | Computer Equipment £ | General Equipment | Buildings £ | Total £ | |
| Cost or valuation | | | | | |
| At 1st April 2021 | 7,448 | 16,787 | 6,827 | 31,062 | |
| Additions | 1,405 | 2,231 | 1,522 | 5,158 | |
| At 31st March 2022 | 8,853 | 19,018 | 8,349 | 36,220 | |
| Depreciation | | | | | |
| At 1st April 2021 | 2,368 | 5,931 | 2,583 | 10,882 | |
| Charge for period | 1,102 | 2,191 | 1,061 | 4,354 | |
| At 31st March 2022 | 3,470 | 8,122 | 3,644 | 15,236 | |
| Net book value | | | | | |
| At 31st March 2022 | 5,383 | 10,896 | 4,705 | 20,984 | |
| At 31st March 2021 | 5,080 | 10,856 | 4,244 | 20,180 | |
| | 2022 £ | 2021 £ | 2020 £ | 2019 £ | 2018 £ |
| Cost | 36,220 | 31,062 | 27,549 | 24,965 | 10,623 |
| Depreciation and impairments | (15,236) | (10,882) | (9,012) | (3,694) | (1,384) |
| Net book value | 20,984 | 20,180 | 18,537 | 21,271 | 9,239 |

5b Heritage assets

| | Group and Charity | | | |
|--------------------------|-------------------------|--------------------|-----------------------|------------|
| | Middleport Pottery £ | Harper Street £ | Old Duchy Palace £ | Total £ |
| Cost or valuation | | | | |
| At 1st April 2021 | 7,854,439 | 637,625 | 1,126,829 | 9,618,893 |
| Additions | - | 1,938,643 | - | 1,938,643 |
| At 31st March 2022 | 7,854,439 | 2,576,268 | 1,126,829 | 11,557,536 |
| Depreciation | | | | |
| At 1st April 2021 | 2,153,564 | - | 315,457 | 2,469,021 |
| Charge for period | 314,178 | - | 45,073 | 359,251 |
| At 31st March 2022 | 2,467,742 | - | 360,530 | 2,828,272 |
| Net book value | | | | |
| At 31st March 2022 | 5,386,697 | 2,576,268 | 766,299 | 8,729,264 |
| At 31st March 2021 | 5,700,875 | 637,625 | 811,372 | 7,149,872 |

| | 2022 £ | 2021 £ | 2020 £ | 2019 £ | 2018 £ | 2017 £ |
|------------------------------|-------------|-------------|-------------|-------------|-------------|-------------|
| Cost | 11,557,536 | 9,618,893 | 9,188,293 | 9,098,964 | 9,056,675 | 9,909,228 |
| Disposals | - | - | - | - | - | (1,021,518) |
| Depreciation and impairments | (2,828,272) | (2,469,021) | (2,107,005) | (1,750,154) | (1,393,176) | (1,393,176) |
| Net book value | 8,729,264 | 7,149,872 | 7,081,288 | 7,348,810 | 7,663,499 | 7,494,534 |

Re-Form Heritage

Notes to the Accounts

For The Year Ended 31st March 2022

6 Subsidiaries

Re-Form Heritage owns 100% of the issued share capital of Re-Form Heritage Trading Ltd, a company registered in England with its registered office at Middleport Pottery, Port Street, Stoke-on-Trent ST6 3PE (Co no 07169150)

A summary of the subsidiary results is shown below:

| | Re-Form Heritage Trading Ltd | |
|--|-------------------------------------|-------------|
| | 2022 | 2021 |
| | £ | £ |
| Turnover | 73,942 | 15,349 |
| Resources expended | (123,740) | (68,304) |
| Net resources | (49,798) | (52,955) |
| Amount granted or gift aided to the parent | - | - |
| | (49,798) | (52,955) |
| Funds brought forward | (67,714) | (14,759) |
| Funds carried forward | (117,512) | (67,714) |
| Represented by: | | |
| Current assets | 82,475 | 37,204 |
| Current liabilities | (199,986) | (104,917) |
| Share capital | (1) | (1) |
| | (117,512) | (67,714) |

7 Investments

Shares in subsidiary undertaking

| | Charity | |
|----------------------------|----------------|-------------|
| | 2022 | 2021 |
| | £ | £ |
| Ordinary shares of £1 each | 1 | 1 |

8 Stocks

| | Group | | Charity | |
|-----------------------------|--------------|-------------|----------------|-------------|
| | 2022 | 2021 | 2022 | 2021 |
| | £ | £ | £ | £ |
| Books and souvenirs | 7,546 | 12,639 | 7,543 | 12,639 |
| Café Stock | 1,350 | | | |
| Air dry clay for activities | 720 | - | 720 | - |
| | 9,616 | 12,639 | 8,263 | 12,639 |

Re-Form Heritage

Notes to the Accounts

For The Year Ended 31st March 2022

| 9 Debtors | Group | | Charity | |
|------------------------------------|----------------|----------------|----------------|----------------|
| | 2022 | 2021 | 2022 | 2021 |
| | £ | £ | £ | £ |
| Trade debtors | 48,329 | 16,339 | 47,633 | 15,258 |
| Amount due from subsidiary company | - | - | 167,011 | 78,798 |
| Accrued income | 109,002 | 199,250 | 109,002 | 199,250 |
| Other debtors | 152,687 | 99,701 | 156,390 | 99,701 |
| Prepayments | 26,646 | 16,507 | 19,724 | 14,812 |
| | <u>336,664</u> | <u>331,797</u> | <u>499,760</u> | <u>407,819</u> |

10a Creditors: Amounts falling due within one year

| | Group | | Charity | |
|---------------------------|----------------|----------------|----------------|----------------|
| | 2022 | 2021 | 2022 | 2021 |
| | £ | £ | £ | £ |
| Trade creditors | 197,663 | 92,422 | 185,823 | 90,195 |
| Accruals | 137,261 | 165,578 | 120,811 | 145,738 |
| Other creditors | 18,872 | 20,748 | 18,874 | 16,698 |
| Heritage Mortgage | 2,611 | 2,447 | 2,611 | 2,447 |
| Nat West Bounce Back Loan | 7,906 | 7,906 | 7,906 | 7,906 |
| LEP Harper Street Loan | 370,000 | - | 370,000 | - |
| | <u>734,313</u> | <u>289,101</u> | <u>706,025</u> | <u>262,984</u> |

Included in other creditors is an interest free loan of £12,131 (2021 £12,131) from Stoke on Trent City Council. The loan is repayable on demand by monthly instalments.

The Heritage Mortgage is secured by way of a first legal charge over 93-113 Harper Street, ST6 3QT.

10b Creditors: Amounts falling due after more than one year

| | Group | | Charity | |
|---------------------------|---------------|----------------|---------------|----------------|
| | 2022 | 2021 | 2022 | 2021 |
| | £ | £ | £ | £ |
| Accruals | 985 | - | - | - |
| Heritage Mortgage | 43,383 | 46,001 | 43,383 | 46,001 |
| LEP Harper Street Loan | - | 370,000 | - | 370,000 |
| Nat West Bounce Back Loan | 36,919 | 42,094 | 36,919 | 42,094 |
| | <u>81,287</u> | <u>458,095</u> | <u>80,302</u> | <u>458,095</u> |

For The Year Ended 31st March 2022

11 Statement of Funds

| Group | 1st April 2021 | Incoming resources | Expenditure | Depreciation | Transfers | 31st March 2022 |
|-----------------------------------|-------------------|-----------------------|------------------|------------------|--------------|--------------------|
| | £ | £ | £ | £ | £ | £ |
| Restricted funds | | | | | | |
| Heritage assets | | | | | | |
| Harper Street | 749,487 | 1,521,856 | (87,579) | - | - | 2,183,764 |
| Middleport Pottery | 5,625,281 | - | - | (314,178) | - | 5,311,103 |
| Old Duchy Palace | 750,794 | - | - | (45,073) | - | 705,721 |
| Other | | | | | | |
| Harriets Trust | 6,000 | - | (4,500) | - | - | 1,500 |
| Narrow Boat Dane | 60,000 | - | - | - | - | 60,000 |
| NLHF Recovery funding | 2,127 | 32,916 | (34,563) | - | (480) | - |
| Arts Council | 12,000 | - | (7,390) | - | - | 4,610 |
| AHF Recovery funding | 3,090 | 7,400 | (10,565) | - | 75 | - |
| HE Recovery funding | (19,945) | 6,250 | - | - | 13,695 | - |
| Shaffer legacy | 100,000 | - | - | - | 13,695 | 86,305 |
| Save the Whitechapel | | | | | | |
| Bell Foundry campaign | (3,342) | 1,407 | - | - | - | (1,935) |
| Total restricted funds | 7,285,492 | 1,569,829 | (144,597) | (359,251) | (405) | 8,351,068 |
| Unrestricted funds | | | | | | |
| Revenue reserve | 255,289 | 508,163 | (559,309) | (4,354) | 405 | 200,194 |
| | 255,289 | 508,163 | (559,309) | (4,354) | 405 | 200,194 |
| Total funds of the group | 7,540,781 | 2,077,992 | (703,906) | (363,605) | - | 8,551,261 |
| Charity | | | | | | |
| Restricted funds | | | | | | |
| Heritage assets | | | | | | |
| Harper Street | 749,487 | 1,521,856 | (87,579) | - | - | 2,183,764 |
| Middleport Pottery | 5,645,281 | - | - | (314,178) | - | 5,331,103 |
| Old Duchy Palace | 730,794 | - | - | (45,073) | - | 685,721 |
| Other | | | | | | |
| Harriets Trust | 6,000 | - | (4,500) | - | - | 1,500 |
| Narrow Boat Dane | 60,000 | - | - | - | - | 60,000 |
| NLHF Recovery funding | 2,127 | 32,916 | (34,563) | - | (480) | - |
| Arts Council | 12,000 | - | (7,390) | - | - | 4,610 |
| AHF Recovery funding | 3,090 | 7,400 | (10,565) | - | 75 | - |
| HE Tall Structures | (19,945) | 6,250 | - | - | 13,695 | - |
| Shaffer legacy | 100,000 | - | - | - | (13,695) | 86,305 |
| Save the Whitechapel | | | | | | |
| Bell Foundry campaign | (3,342) | 1,407 | - | - | - | (1,935) |
| Total restricted funds | 7,285,492 | 1,569,829 | (144,597) | (359,251) | (405) | 8,351,068 |
| Unrestricted funds | | | | | | |
| Revenue reserve | 323,001 | 459,221 | (460,569) | (4,354) | 405 | 317,704 |
| Total funds of the charity | 7,608,493 | 2,029,050 | (605,166) | (363,605) | - | 8,668,772 |

Re-Form Heritage

Notes to the Accounts

For The Year Ended 31st March 2022

Harriet's Trust funding is to fund research into "Family, household and work in Burslem and the Potteries"

The Narrow Boat Dane restricted reserve represents the valuation of Dane when it was gifted to Re-Form Heritage

NLHF Recovery funding is Covid-19 pandemic recovery funding made available by the National Lottery Heritage Fund to enable a review and refresh of Re-Form Heritages strategic and operational plans in light of the post pandemic operating environment.

Arts Council funding is for "*Meeting Point*" an Arts Council England funded national programme which presents artworks in unexpected places.

AHF Recovery funding is for the creation of a virtual factory tour of the Burgess and Leigh factory at Middleport Pottery.

HE Tall Structures is funding received from Historic England for the employment of specialist heritage skilled trades in the ongoing maintenance of the chimney and other tall structures on the Middleport Pottery Site. The negative reserve position was cleared by the receipt of further funding from Historic England after the year end.

The Shaffer legacy is a restricted fund as the proceeds of the legacy may only be used for capital projects.

At the year end the Save the Whitechapel Bell Foundry campaign restricted reserve was temporarily in deficit due to the timing of the receipt of donations and expenditure.

For The Year Ended 31st March 2022

Statement of Funds (contd)

| Group | 1st April 2020 | Incoming resources | Expenditure | Depreciation | Transfers | 31st March 2021 |
|-----------------------------------|-------------------|-----------------------|-------------------|-------------------|-----------|--------------------|
| | £ | £ | £ | £ | £ | £ |
| Restricted funds | | | | | | |
| Heritage assets | | | | | | |
| Harper Street | 225,390 | 524,097 | - | - | - | 749,487 |
| Middleport Pottery | 5,939,459 | - | - | (314,178) | - | 5,625,281 |
| Old Duchy Palace | 795,867 | - | - | (45,073) | - | 750,794 |
| Other | | | | | | |
| Harriets Trust | - | 16,500 | (10,500) | - | - | 6,000 |
| Narrow Boat Dane | - | 60,000 | - | - | - | 60,000 |
| NLHF Recovery funding | - | 23,670 | (21,543) | - | - | 2,127 |
| Arts Council | - | 14,000 | (2,000) | - | - | 12,000 |
| AHF Recovery funding | - | 14,800 | (11,710) | - | - | 3,090 |
| HE Tall Structures | - | 18,750 | (38,695) | - | - | (19,945) |
| Shaffer legacy | 100,000 | - | - | - | - | 100,000 |
| Save the Whitechapel | | | | | | |
| Bell Foundry campaign | (27,252) | 87,385 | (63,475) | - | - | (3,342) |
| Total restricted funds | 7,033,464 | 759,202 | (147,923) | (359,251) | - | 7,285,492 |
| Unrestricted funds | | | | | | |
| Revenue reserve | 110,861 | 521,256 | (372,193) | (4,635) | - | 255,289 |
| | 110,861 | 521,256 | (372,193) | (4,635) | - | 255,289 |
| Total funds of the group | <u>7,144,325</u> | <u>1,280,458</u> | <u>(520,116)</u> | <u>(363,886)</u> | <u>-</u> | <u>7,540,781</u> |
| Charity | | | | | | |
| Restricted funds | | | | | | |
| Heritage assets | | | | | | |
| Harper Street | 225,390 | 524,097 | - | - | - | 749,487 |
| Middleport Pottery | 5,959,459 | - | - | (314,178) | - | 5,645,281 |
| Old Duchy Palace | 775,867 | - | - | (45,073) | - | 730,794 |
| Other | | | | | | |
| Harriets Trust | - | 16,500 | (10,500) | - | - | 6,000 |
| Narrow Boat Dane | - | 60,000 | - | - | - | 60,000 |
| NLHF Recovery funding | - | 23,670 | (21,543) | - | - | 2,127 |
| Arts Council | - | 14,000 | (2,000) | - | - | 12,000 |
| AHF Recovery funding | - | 14,800 | (11,710) | - | - | 3,090 |
| HE Tall Structures | - | 18,750 | (38,695) | - | - | (19,945) |
| Shaffer legacy | 100,000 | - | - | - | - | 100,000 |
| Save the Whitechapel | | | | | | |
| Bell Foundry campaign | (27,252) | 87,385 | (63,475) | - | - | 3,342 |
| Total restricted funds | 7,033,464 | 759,202 | (147,923) | (359,251) | - | 7,285,492 |
| Unrestricted funds | | | | | | |
| Revenue reserve | 125,618 | 544,907 | (342,889) | (4,635) | - | 323,001 |
| Total funds of the charity | <u>7,159,082</u> | <u>1,304,109</u> | <u>(490,812)</u> | <u>(363,886)</u> | <u>-</u> | <u>7,608,493</u> |

Re-Form Heritage**Notes to the Accounts****For The Year Ended 31st March 2022****12 Reconciliation of cash flows from operating activities**

| | Group | |
|--|------------------|---------------|
| | 2022 | 2021 |
| | £ | £ |
| Net income (expenditure) for the reporting period | 1,010,481 | (289,599) |
| Adjustments for : | | |
| Depreciation charges | 363,605 | 362,169 |
| Decrease (Increase) in stocks | 3,023 | (1,375) |
| (Increase) in debtors | (4,867) | (10,630) |
| Increase in creditors | 76,033 | 9,030 |
| Net cash provided by operating activities | <u>1,448,275</u> | <u>69,595</u> |
| Analysis of cash and cash equivalents | | |
| Cash in hand | <u>270,334</u> | <u>43,775</u> |

13 Related Party Transactions

There have been no other related party transactions that require disclosure other than transactions with the subsidiary company, Re-form Heritage Trading Ltd, as set out below:

| | 2022 | 2021 |
|-------------|-------------|-------------|
| | £ | £ |
| Staff costs | 59,351 | 26,228 |
| Licence fee | 25,000 | 39,000 |