

Charity registration number 1073956

Company registration number 03659361 (England and Wales)

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED

(A COMPANY LIMITED BY GUARANTEE)

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2023

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED

(A COMPANY LIMITED BY GUARANTEE)

LEGAL AND ADMINISTRATIVE INFORMATION

Trustees	K Soriano (Chair of Trustees) I McCarthy (Vice Chair and Chair of FHRC) J Falkingham N Bintley (Treasurer and Secretary) R Behari H Patel S Smith Y Tan L Pritchard (Appointed 9 June 2022) C Petitgas (Appointed 9 March 2023) D Heron (Appointed 9 March 2023) S Groom (Appointed 22 June 2023)
Secretary	J M Mitchell
Charity number	1073956
Company number	03659361
Principal address	55 New Bird Street Liverpool L1 0BW
Registered office	PO Box 1200 55 Jordan Street Liverpool L69 1XB
Auditor	DSG Castle Chambers 43 Castle Street Liverpool L2 9TL
Bankers	Barclays Bank plc 265 -267 Lord Street Southport PR8 1PD
Solicitors	Hill Dickinson No 1 St Pauls Square Liverpool L3 9SJ

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TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT)

FOR THE YEAR ENDED 31 MARCH 2023

The trustees present their annual report and financial statements for the year ended 31 March 2023.

The financial statements have been prepared in accordance with the accounting policies set out in note 1 to the financial statements and comply with the charity's governing document, the Companies Act 2006 and "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 (FRS 102)" (effective 1 January 2019).

Objectives and activities

Liverpool Biennial of Contemporary Art Limited is a company limited by guarantee and registered charity which is operated in order to:

- Promote art for the benefit of the public by establishment and maintenance of art exhibitions, projects, and facilities; and,
- Advance the education of the public in the subject of art.

Founded in 1998, the Liverpool Biennial has become renowned in the international contemporary art world for bringing together artistic practices from across the world. Normally taking place every two years, Liverpool Biennial connects with artists across the globe, commissioning the best international contemporary art to be shown in an exciting, vibrant, and free exhibition set across Liverpool in open public spaces, partner cultural organisations, historic buildings, and disused commercial premises.

Having commissioned over 395 new artworks and presented work by over 560 renowned artists from around the globe, Liverpool Biennial is built on a longstanding commitment to connecting international artists with local practitioners, communities, and the public at large.

Key to the organisation's success are the international connections and reputation of Liverpool Biennial and the expertise of our team. Liverpool Biennial is world-recognised for a high level of artistic excellence and its wide-reaching programme and has established a regional and international reputation as a leader and innovator in biennial thinking and practice.

More than 160,000 visitors; local, national, international and art professionals typically attend each edition of the Liverpool Biennial festival with over half a million people encountering works of art in the public spaces of the city. The most recent festival, which was comprised of two phased chapters, gradually supported audiences to engage with cultural activity remotely and in-person after lockdown restrictions eased, attracted 39,000 in real life visitors (over a 7-week opening period instead of the usual 12–14-week period). The forthcoming Biennial, *uMoya: The Sacred Return of Lost Things*, will run from 10 June to 17 September 2023, returning the organisation to a 14-week opening period. We are planning to for visitor figures that reflect the experienced drop in cultural engagement post-pandemic, but plan to match our pre-pandemic professional accreditation numbers.

Liverpool Biennial's reach exceeds the time-bound limits of the festival undertaking public realm installations in non-Biennial years and creates valued legacy permanent works to which visitors to the region continue to flock. In the past year we have installed a new commission by Alicja Biala, Merseyside Totemy, which given its prominent site on Liverpool's waterfront has been seen by 4,662,338 people. It joins permanent installations including: co-commission with Culture Liverpool, of Nathan Coley's light-work, *From Here...*; Daniel Steegman Mangrané's sculpture, *La Pensée Férale*; Liverpool Mountain by New York-based, Swiss-born artist, Ugo Rondinone, co-co-commissioned with our partner Tate Liverpool; and at Crosby beach, Antony Gormley's *Another Place*.

We hold a year-round programme of talks, seminars, discussions, schools' workshops, and commissions. These include working with local schools; peer workshops and discussions of the Biennial themes and development; conferences and workshops with our Perennial Biennial Creative Europe-funded project and the initiation of our online programme for the forthcoming Liverpool Biennial, *Radikal Self-Love*. Additionally, we collaborate with UP Projects and Flat Time House on an artist/curatorial development programme and have recently confirmed new partnerships with British Council and DadaFest. These are all intended as spaces to share and explore ideas, raise awareness and to contribute towards sector-leading thinking around the current and future Biennials.

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TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Mission and Aims

Liverpool Biennial brings dynamic, vibrant contemporary art to audiences in Liverpool and beyond, by presenting ambitious, free exhibitions and public art of international stature. We intend to make powerful experiences for everyone by presenting art within the urban environment. We commission and present contemporary art by leading international artists to realise our belief that art and creativity are central to humanity, making art a part of everyday life for everyone.

Liverpool Biennial's core aims are:

- To present the leading visual art biennial in the UK, led by a high-quality exhibition of work by international and UK-based artists.
- Broaden and deepen engagement with contemporary visual art.
- Add value to the visual arts infrastructure and professional capacity through partnership, talent development, co-production, and touring.

Over the past 12 months Liverpool Biennial has rewritten its Business Plan in line with its successful application to Arts Council England for continuation of its National Portfolio Organisation funding. Our overarching vision is to become A Biennial for Everybody, shifting our working practices to support a diverse and inclusive team, Board, artist cohort and audiences. Concomitantly we are exploring how Biennial structures can change to support this ambition and our long-term financial sustainability and growth by considering our year-round working and commitments to activity which run across consecutive biennials.

Recent years have seen the organisation deliver a Biennial safely and supportively within a pandemic, radically expand its digital offer, re-orientate towards the city of Liverpool while extending international reach digitally and undertake a renewed commitment to Diversity, Equity and Inclusion (DE&I) in all its work. The latter was delivered through committing to accessible digital content, that the programme had 50% representation by artists of colour and 50+% by artists who identify as female or non-binary and through the continuation of a DE&I working group comprising members from the board and all teams.

The consequence of this is an explicit commitment for the significance of people, communities, and engagement for all the work we do. We explicitly acknowledge our work in supporting, developing, and connecting communities, and we are necessarily rethinking the distribution of our resources and required investment to deliver long-term strategic aims with a view to having genuine impact.

Mission

We present the leading visual art biennial in the UK, led by a high-quality exhibition of work by international and UK-based artists. Liverpool Biennial brings extraordinary contemporary art to audiences in Liverpool and beyond by presenting ambitious, free exhibitions and public art of international scope and impact to make public powerful experiences with art and the city. We commission and present contemporary art by leading international and UK based artists that connect art, people and place to realise our belief that art and creativity are central to human experience and to make art a part of everyday life for everyone: A Biennial for Everybody.

We work with, and for, our communities of international and local artists, art professional peers, local cultural and university partners, our team and board, and the children and people of Liverpool with care, to support opportunity, development, and growth. We create connections and deepen life-long engagement with international contemporary art for everybody.

We add value to the visual art infrastructure (buildings, funding, organisations) and capacity (artists, freelancers, curators, arts administrators, networking) through partnership working locally, nationally, and internationally.

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Priorities 2023-2026

Liverpool Biennial has reassessed its priorities within the context of the ongoing social and economic environment and its impact on our city and communities, ACE's Let's Create and the four new Investment Principles and LCC's 10-year strategy, Developing a Cultural Strategy for Liverpool 2021-2030. We also commissioned a Development Review & Recommendations in 2021 to identify opportunities and weaknesses in relation to ensuring sustainability and agility around financial income. The following priorities have been identified to connect with the existing long term aims of Liverpool Biennial and to align to areas of priority in Let's Create and Developing a Cultural Strategy for Liverpool.

1. People

Liverpool Biennial will develop sustained ways of working with our communities and artists to ensure more people have a chance to engage in cultural activity, support wellbeing and address issues that are relevant to their lives. We will broaden and deepen engagement with contemporary art to create impact and value for our local communities and the people with whom we work.

2. Excellence in Programme

Liverpool Biennial will continue to work at the highest level, commissioning world-class art for audiences in England and from around the world. We will commission international, national, and local artists to create new work for exhibitions, public realms and our engagement programmes, including 35 artists at Liverpool Biennial 2023. We aim to present the leading visual art festival in the UK led by a high-quality exhibition of work by international artists.

3. International Working

Liverpool Biennial will collaborate with international artists and organisations to co-commission and exhibit new work. It will connect artists, curators, students, and sector peers to build relationships that support the growth of individuals, organisations, and the economic impact of Liverpool Biennial for the region.

4. Development and Training

Liverpool Biennial will develop opportunities, training and support for young people and people facing barriers to employment to enter, develop and remain in the cultural sector. We will offer support and development to artists working within our programme. We will seek to expand and formalise our training offer with additional resource and through partnership working.

5. Environmental Impact

Liverpool Biennial will work to address the impact of the biennial model on the environment and its role as a communicator of environmental issues. It will develop more sustainable models of practice that address co-commissioning, touring, production, and shipping. We will work to innovate and share learning nationally and internationally.

6. Organisational Sustainability & Leadership

Liverpool Biennial will work to develop the sustainability and flexibility of our organisation and act as a leader in the sector. We will develop skills around the use of data to support our ability to analyse, set aims and respond quickly to changes in our environment. We will look to research and trial new income streams, incubating ideas that currently include trialling limited charging on events, consultancy work, a festival food and drink offer and expanding our commercial activity.

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The Board is aware of the responsibilities of the organisation to our staff, artists, audiences, partners, and the communities we serve. We have worked hard over the past 12 months to develop new funding relationships with the British Council, Paul Hamlyn Foundation and Art Fund to allow us to realise some of our commitments to supporting Disabled artists, audiences and team and Board members and developing our role as an international training and networking organisation. We have received significant funding from Bloomberg to develop a new website and deliver a new CRM system to ensure we meet our commitments to digital accessibility and maximising income potential. This, alongside the establishment of an experienced senior management team and our curator Khanyisile Mbongwa have brought renewed impetus, energy, and expertise to the organisation.

The Board is conscious that the past 12 months have continued to test the organisation, our partners, and the artists with whom we work. In particular, the effects of the economic context and inflationary pressures on budgets have been significant alongside continuing difficulties caused by Brexit and its impact on the transportation of works of art and movement of artists. The cost-of-living crisis has added additional pressure with unforecasted salary increases but a lack of financial capacity to match inflation.

In shaping our objectives and planning our activities the Trustees have considered the Charity Commission's guidance on public benefit. The Biennial achieves public benefit through its public presentation of contemporary art, which is embedded into the communities it serves through education and learning programmes, as well as supporting artists and the arts community through the commissioning of new works. The public benefit we deliver is demonstrated in the paragraphs that follow.

Activities, achievements, and performance

Liverpool Biennial connects international artists, practitioners and thinkers with local artists, academics, and students of all ages, as well as local communities and the wider public. In the past year we have focused on activity related to our newly invigorated commitment to sustainability, diversity and inclusion and moving towards becoming an inclusive Biennial for Everybody.

Activities included:

- The launch of Alicja Biala's public realm sculpture, Merseyside Totemy in July 2022 in partnership with Liverpool BID. These three sculptures represent the effects of rising sea-levels on Merseyside, drawing on data from Liverpool University research.
- Situated on the The Strand the sculpture has been seen by 4,662,338 people.
- The delivery of 7 schools' workshops across 5 schools, with Arup and Alicja Biala and the creation of an online and physical deck of cards resource for supporting conversations about positive climate activism, the Climate Chit-Chat pack.
- The initiation of a new methodology for evaluating the carbon footprint of commissioned artworks was undertaken with Liverpool John Moores University, Low Carbon Eco-Innovatory School of Civil Engineering and Built Environment. using Merseyside Totemy as a pilot.
- The delivery of 2 days of public realm performance, Would you like a seat? by Liverpool-based artist Dora Colquhoun as part of the We Are Invisible, We Are Visible project by DASH Arts which presented interventions by 31 Disabled artists in July 2022
- Round-table event at Tate Liverpool with UK and Northwest-based curators on the subject of collections, museum practice and the development of the forthcoming Liverpool Biennial.
- The Radikal Self-Love series of discussions in relation to the forthcoming Biennial was initiated on 30th March, with artist Gala Porras-Kim, with fully accessible sub-titling.
- A launch event for uMoya: The Sacred Return of Lost Things, including 2 artist performances, a panel conversation between our curator, Khanyisile Mbongwa and 3 artists open to Liverpool and Northwest based peers and colleagues, with a full capacity attendance of 70.

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- A network of five European Biennials, named Perennial Biennial, funded through an EU grant, worked to share knowledge, offer peer support and mentoring, as part of a project to examine the international models of biennial practice. This completed in late 2022, following a final staff exchange including Liverpool Biennial, Learning Curator, Aimee Harrison's placement in Riga and a workshop with artists, academics and curators also held in Riga. Liverpool Biennial also created and launched the Perennial Biennial website in April 2022. The final meeting of the partnership was held in Bergen, Norway in September 2022.
- The continued engagement with a group of local people in recovery from addiction including a private premiere of the feature film, STEPHEN in which they participated. The group are part of a long-term research and artist project and film with artist Melanie Manchot and academics from Liverpool and Dundee Universities, planned for inclusion in the 2023 Biennial and due to be acquired permanently by the Walker Art Gallery as part of their national collection at National Museums Liverpool.
- The support of 2 LJMU interns in Programme and Marketing and an additional researcher from Lancaster University.
- The appointment of four Liverpool-based artists to develop their professional practice with support from Liverpool Biennial as part of a collaborative professional development opportunity with local business Sevenstore.
- An artist development programme, Constellations, delivered in collaboration with UP Projects and Flat Time House, with LB operating as a mentor organisation.
- Co-ordinating the restoration of Ugo Rondinone's, Liverpool Mountain in collaboration with Tate, Sadie Coles Gallery and Rondinone's studio and the restoration of public realm sculpture by Laurence Abu Hamdan, Hummingbird Clock with financial support from Liverpool BID
- The appointment of four Liverpool-based artists to develop their professional practice with support from Liverpool Biennial as part of a collaborative professional development opportunity with local business Sevenstore.
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- Delivery of talks and workshops nationally and internationally including at University of Harvard, International Biennial Associations (Biennials as Learning Platforms), Yorkshire Sculpture International, Venice Biennial, Taiwanese pavilion Forum and Nottingham Contemporary.
- Launch of Stages Edition 11, Turning the Tide, on the subject of climate change in September 2022 as part of Global Goals Week.

In the planning, delivery, and evaluation of all our programmes the Trustees of Liverpool Biennial have had regard to the guidance issued by the Charity Commission on public benefit. The Trustees monitor and measure the organisation's progress against its Business Plan which was rewritten in close consultation with the team, Trustees, and stakeholders. Outcomes are measured by Senior Management and the Board against SMART objectives and the Audience Development, Digital, Equality, Diversity and Inclusion and Environmental Sustainability Action Plans. Key objectives for the past year included sustaining and developing a diverse leadership (through Trustee involvement), embedding ACE's Investment Principles across the organisation's work; providing training and development opportunities for artists and team; developing our sustainability commitments, reviewing our income, and fund-raising strategy and opportunities, and delivering a year-round engagement for communities, schools and young people. The progress of the organisation's aims is supported by quantitative and qualitative data from audience and stakeholder feedback.

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The Biennial is independently evaluated by the Audience Agency to help better understand its audiences, and to obtain the economic, social, and cultural impact of our work. This combined qualitative and quantitative data of visitor figures, visitor origin, visitor spend and contribution to local economy, surveys the responses of the Biennial's core audience, and feedback from peers, stakeholders, and a focus group of Liverpool residents, informs us of our impact.

As an ACE National Portfolio Organisation Liverpool Biennial uses and will continue to use Audience Finder and undergoes artistic and quality assessment by peers. Liverpool Biennial also plays a lead role in the Liverpool Arts Regeneration Consortium (LARC), Tate Plus and Contemporary Visual Arts Network (CVAN) and our Director Samantha Lackey is a Director of CVAN NW which helps benchmark our progress against comparable organisations in the sector and became a Board member for the International Biennial Association in 2022. We have focused on supporting change in the field of Diversity and Inclusion with Liverpool Biennial representatives sitting on both the LARC and Tate Plus action groups.

Environment and Sustainability commitments

Greenhouse gas emissions disclosure (scope 1, 2, and 3)

Scope 1	
Fuel combustion	0 tonnes CO2e
Company vehicles	0 tonnes CO2e
Fugitive emissions	0 tonnes CO2e
Scope 2	
Purchased electricity, heat and steam	4.239 tonnes CO2e
Scope 3	
Purchased goods and services	Data not available at this time
Business travel	28 tonnes CO2e
Employee commuting	9 tonnes CO2e
Waste disposal	0 tonnes CO2e
Use of sold products	0 tonnes CO2e
Transportation and distribution (up- and downstream)	Data not available at this time
Investments	0 tonnes CO2e
Leased assets and franchises	0 tonnes CO2e

Performance review against targets

Environmental Responsibility

- **3-Year Ambition:** We will lead research around the environmental impact of international biennials to develop a model of best practice which considers how biennials further their commitments to environmental responsibility. Success will be monitored by our carbon reduction model, developed with LJMU Innovation Hub. With our work with LJMU and Gallery Climate Coalition (detailed below) we are well on the way to delivering this. LB is well established within local and national networks and looking to extend these to start leading internationally.
- **12-Month Priorities:** We will deliver an immediate reduction in carbon emissions in LB23 and year-round operations. Sustainability and environmental impact will be considered across all aspects of LB23, including using renewable materials, UK based production and ensuring a minimum of 3 projects are produced in Liverpool. This is being delivered through significant operational and programme changes (such as the installation of a heat pump and the development of the carbon monitoring toolkit) as well as embedding principles of sustainability in all roles.

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The measurable actions are broken down into four categories: Skills & Development; People & Representation; Planning; and Tools & Monitoring. Each category has three specific actions within it that are reviewed quarterly by the management team.

- Skills & Development – all three actions are on target, with Carbon Literacy training planned in for all LB staff, regular attendance of local and national sector wide meetings, and all staff having an objective related to environmental sustainability in their PDRs. There is still a need to attend international meetings, trainings, and events.
- People & Representation – LB continues to be represented within local and national networks, with sustained Trustee representation on the working group and a plan for more environmental expertise on the Board. Steps are also being taken in advocacy work with audiences, e.g. encouraging the use of public transport for LB23.
- Planning – all three actions are on target, the Environment & Sustainability Action Plan & Policy are regularly reviewed by the working group, and significant work has been done in LB23 around using renewable materials, reducing international shipping, and reducing printed materials and the digital carbon footprint.
- Tools & Monitoring – all three actions are on target, with the Julie's Bicycle tool still being used as well as two other carbon calculators (GCC & one created by Sean Durney) to compare. The working group continues to meet regularly (detailed below) and a toolkit has been developed with LJMU to monitor and hypothesize the carbon outputs of commissioned works.

Environment and Sustainability Working Group

The group is comprised of staff from each department and two Trustees (Ian McCarthy and Chris Evans) and reports quarterly to FHRC with a summary going quarterly to Board as well as a full annual report.

Environment & Sustainability Policy & Action Plan

The Policy and Action Plan are reviewed regularly by the Environment and Sustainability Working Group, with the Action Plan being treated as an internal live document. The Policy is reviewed annually by the Board and is public facing, sitting on the Liverpool Biennial website.

- Action Plan – Environment and Sustainability Action Plan
- Policy - Environment and Sustainability Policy.docx

Risks

EN03 Failure to achieve sustainability aims sits within the risk register. The register is reviewed fortnightly by managers and quarterly updates are sent to FHRC with a summary going to Board. The risk is currently scoring low which is on target, and has many current controls in place such as monitoring and reporting of environmental impacts, and all members of the working group trained in carbon literacy. The remaining action required is for a sustainability audit to take place.

Training

Kezia Davies undertook Carbon Literacy training and will be undertaking a Train the Trainer session in September so they can then deliver training to the full team. Previously the working group have all had basic Carbon Literacy training.

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Advocacy & Partnerships

LB is a member of Shift, a network of cultural organisations within the Liverpool & Merseyside region committed to carbon reduction. A representative from the working group attends every Shift meeting to share skills, knowledge, and resources, and LB has signed the Shift pledge, committing to improving the environmental sustainability of our day-to-day operations and supporting the network towards sector-wide change. Most notably, a partnership with Ecotricity has been established, aiming towards a convergence of all Shift members. Not only will this mean all the network members using a more renewable energy source, but Ecotricity are offering a 12.5% discount as well as other benefits. Long term, the money generated from the convergence will go towards a legacy project – potentially a solar farm in the Liverpool City Region. It is hoped that LB (and the other network organisations) will start moving over to Ecotricity once the cost-of-living crisis has eased and energy prices have settled.

A key partnership that has been developed is with the Liverpool John Moores University Low Carbon Eco-Innovatory department of the School of Civil Engineering and Built Environment. After a lengthy application process, ERDF funding was secured for them to create a bespoke carbon monitoring toolkit for LB that can be used to assess the carbon output of individual commissioned artworks (including production, shipping, and artist travel) that we can use in future planning. So far the tool has been used for Alicia Biala's Merseyside Totemy and going forward we aim to use it to hypothesize carbon outputs before works are created so the team and the artists can ensure they are using the least impactful materials and processes possible.

Following on from a discussion about the above toolkit within a meeting about Gallery Climate Coalition's newly developed Carbon Calculator, initial conversations have begun around the possibility of partnering to develop a carbon calculator for commissioning artworks that all commissioning institutions can use.

Financial review

While the ongoing programme creates activity and benefit throughout the two-year cycle, the intensity of the Biennial festival creates different characteristics in each of the years of the operating cycle.

The public programme of talks, events and exhibitions happens across the Biennial cycle and provides regular audiences and public benefit, but the planning, production and exhibition timelines of the festival means that the first half of the edition's cycle is characterised by high revenue and lower expenditure and the latter half by greatly increased expenditure on time-specific delivery of the Festival which outstrips income. This is a normal part of the Biennial cycle (one year in surplus, one year in deficit) so the company's financial performance is usually considered over the two-year biennium. As such significant cashflows are expended in the festival year of a cycle.

Liverpool Biennial 2023	Year 1 2023	Year 2 2024	Total Biennial
Income	£1.5m (50%)	£1.4m (50%)	£2.9m (100%)
Expenditure	£1.1m (34%)	£2.0m (66%)	£3.1m (100%)
6 months Opex	£756K	£944 K	£1.7m

Income

The funds raised during the financial year 2022-23 totalled £1,600,469 (2022: £1,023,168) and expenditure was £1,095,403 (2022: £1,596,282) The charity therefore ended the year with a surplus of £505,426 (2022: deficit of £573,114).

The charity has total funds to be carried forward on 31 March 2023 of £1,487,439 (2022: £982,013 of which £162,932 are designated funds (2022: £162,932), £317,891 are restricted funds (2022: £83,397) and £1,169,548 unrestricted funds (2022: £735,684).

Robust management procedures and effective board oversight through quarterly board meetings and Finance and Human Resource Committee (FHRC) meetings, are in place to oversee the sound management of the Biennial's resources throughout the year. The Treasurer has a close working relationship with the Director and Head of Finance, supporting on strategy and scrutiny of income and expenditure.

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Designated Funds

The charity has committed certain funds to support its planned transformation activities, programme and to protect the viability of the festival:

£49,532 (2022: £49,532) to provide match funding for the continuation of Liverpool Biennial public realm works or fund their decommissioning. In the previous financial year £6,000 was identified specifically within the designated funds for the future decommissioning of Daniel Steegman Mangrané's public realm sculpture. Public realm works continue to be a key component of the Biennial's exhibitions, legacy, and purpose.

£113,400 (2022: £113,400) to establish initiatives that will make step changes in the sustainability and resilience of Liverpool Biennial.

Reserves

The Board constantly monitors its reserves and will review its reserves policy in July 2023, as it does formally on an annual basis. Liverpool Biennial will hold sufficient funds to maintain liquidity; cover unforeseen short-term cash requirements; provide continuity in the case of unexpected, temporary changes in trading conditions; and maintain a provision for anticipated unmet future needs due to changes in the funding and operating environment.

The Charity has determined that 6 months of average operational expenditure over a biennium period is appropriate, due to the following key factors:

- income sources are largely high risk due to macro factors related to the economy and de-prioritisation of culture within national and local budgets.
- due to the above, competition for funding is increasing from other sources such as Trusts, foundations, and corporate sponsors.
- the organisation currently has a high fixed cost ratio given the scale of the programme it delivers countered by the competition to secure funding.

Due to the two-year biennium cycle, a surplus may be carried forward from the first year of the cycle to the second in order to fund activity in a festival year. At the end of the financial year 2023 free reserves available were £989,912, (2022: £732,478) representing unrestricted funds less unrestricted funds attributable to tangible fixed assets.

For the 2023 financial year, 6 months' operational costs total £343,284 (2022: £329,906, representing staff costs, premises costs, support costs and governance costs. As described above, due to the Biennial cycle, using annualised figures does not reflect the seasonality of funds and costs. The Biennial has comfortably met its reserves policy for the current financial year.

Going Concern

A detailed business planning and budget process takes place in advance of each biennium cycle, supported by regular management accounts and reforecasting of financial projections throughout the period. This permits the organisation to react quickly when performance is not in line with planning.

Detailed financial plans were revisited, which included scenario planning to ensure the best use of the public funds the Biennial receives to support its activities and to support our application both to ACE NPO funding and local Liverpool City Council Funding through CAIP. Our two major funders, Arts Council England and Liverpool City Council confirmed continuation of funding for the Liverpool Biennial, with ACE providing standstill funding of £802,861 per year for the next 3 years and CAIP confirming funding of £212,750 for 23-24 with a likelihood of continued funding for the 2 subsequent years.

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With new fundraising expertise on the team income budgets have been set realistically with a focus on developing individual giving and initiating new corporate relationships. Staffing costs have been reviewed and the expenditure for temporary staff (mediators) to support found venues has been incorporated into core budgets. Following advice from ACE and in response to significant budgetary pressures the number of artists within the forthcoming Biennial was reduced from 40 to 35 to ensure excellence of outcome for those artists (the overall budget against artistic production was not reduced). Future focus has been placed on working within our city context to develop long-term funded projects with communities, alongside major public realm works and festival activities.

The Biennial's forecasts and financial projections indicate that it will continue to be able to operate within the bounds of its resources. Accordingly, after making appropriate enquiries the Board of Trustees has a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. For this reason, it continues to adopt the going concern basis in preparing financial statements.

Plans for future periods

The new Business Plan (2023-2026) demonstrates Biennial planning that anticipates a deficit for the 2023 Biennial and then a surplus for the 2025 Biennial. This is aligned with a broader economic post-COVID climate and an ambition to shift focus onto year-round activity particularly in relation to community engagement and access funding that responds to core Biennial activity, expanded from festival prioritisation. The Business Plan additionally includes 10 priorities, as discussed and agreed with the Board for the next 10 years. These are: prioritise people – our artists, communities, team, board, trainees and audiences; create transformative encounters with art for everybody; be the moment in the UK arts calendar to encounter the best international art happening in the world right now; lead on placemaking in the city, ensuring that Liverpool is an exciting place to visit, work, study and shop and supporting recovery of our city centre; maintain and develop our digital output, commissioning and creating digital artworks; aim to become carbon neutral by 2032; sustain and develop relationships with our universities, cultural partners and businesses in the city; continue to diversify our leadership and workforce to ensure we are representative of the communities we serve; develop as a training organisation to offer pathways and experience for people of all backgrounds to attain a career in the arts; work year-round with our communities to sustain and grow relationships from which to initiate projects and shift our business model.

Structure, governance and management

Liverpool Biennial was incorporated as a company limited by guarantee on 29 October 1998 and is governed by its Memorandum and Articles of Association.

The trustees, who are also the directors for the purpose of company law, and who served during the year and up to the date of signature of the financial statements were:

K Soriano (Chair of Trustees)	
I McCarthy (Vice Chair and Chair of FHRC)	
J Falkingham	
C Evans	(Resigned 28 June 2023)
A Valle	(Resigned 22 June 2023)
N Bintley (Treasurer and Secretary)	
R Behari	
H Patel	
S Smith	
Y Tan	
L Pritchard	(Appointed 9 June 2022)
C Petitgas	(Appointed 9 March 2023)
D Heron	(Appointed 9 March 2023)
S Groom	(Appointed 22 June 2023)

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

Key management personnel of Liverpool Biennial of Contemporary Art Limited:

Samantha Lackey	Director
Allison Mottram	Head of Finance
Petra van den Houten	Director of Development, Marketing and Communications

Members' liability

Each member of the charitable company undertakes to contribute to the assets of the charitable company in the event of it being wound up while they are a member, or within one year after they cease to be a member, such amount as may be required not exceeding £10, for the debts and liabilities contracted before they ceased to be a member.

Trustees' indemnities

Professional indemnity insurance is in place to protect Trustees and officers from negligent acts, errors or omissions occurring on Charity business.

Retirement, recruitment and training of trustees

A normal term of office for a Trustee is three years at the end of which the Trustee can either stand down or continue if re-elected for a further period of three years. The role of the Trustee is a strategic one, with day-to-day operational decisions delegated to the Executive Director. The Board and the Executive team form the key governance and management of the charity.

Board recruitment has been a key priority and one new Trustee was appointed in Summer 2022, with another two appointments following in Spring 2023 and one set to join in Summer 2023. Measures have been taken to ensure that recruitment considered a spectrum of skills and experience, age, gender, race and socioeconomic backgrounds. Liverpool Biennial recruits Board members through open competition.

Following recruitment Trustees are fully inducted into the business of the Charity to provide a clear understanding of their role and responsibility as Trustee, their legal obligations under charity and company law, the Charity Commission guidance on public benefit, along with understanding of the Memorandum and Articles of Association, scheme of delegation and policies and procedures underpinning the Charity's governance arrangements.

As the UK's largest festival of contemporary art Liverpool Biennial identifies that the Board of Trustees must represent a spectrum of skills, ages, and individuals from across the country.

An experienced Trustee and Senior Management Team improve stability and governance through prioritisation and risk management at four Board and four FHRC meetings a year, a minimum of one Away Day a year, and at fortnightly Management meetings.

The Executive and Trustees build, test, institute and review the Business Plan in December and January of each year, including SMART objectives by which the charity monitors its progress.

Trustees have specialist expertise in disparate areas including contemporary art, museums and galleries, artistic practice, higher education, law, finance, management, property, planning, engineering, brand marketing and communications, public relations, digital, local politics, philanthropy and fundraising. Subgroups, involving Trustees, include FHRC, the Development Working Group, the Equality, Diversity & Inclusion Working Group and the Environmental Sustainability Working Group, the Nominations Committee and a London Chapter of the Board. New Trustees undertake an induction with the Chair, the Director, and members of the Senior Management Team.

The Trustees do not receive remuneration for their role but are able to reclaim their travel and accommodation expenses for Charity business.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED

(A COMPANY LIMITED BY GUARANTEE)

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Organisational structure

The Trustees have overall responsibility and ultimate decision-making authority for all the work of the charity. The Trustees are responsible for:

- Setting general policy, the strategic direction and development of the Biennial
- Adopting a bi-annual plan and budget
- Monitoring the performance of the Charity using financial management and other performance information
- Making appointments to the position of Director
- Approving the Annual Report and Financial Statements.

The Trustees delegate the day to day running of the organisation to the Director and Senior Management Team. The Trustees have the power to direct change where required. The Trustees delegate responsibilities to the FHRC for finance and HR matters.

Risk Management

The Trustees have a risk management strategy which is largely managed through a risk register, which is reviewed by the Management team on a bi-monthly basis, by FHRC at each meeting, with highly scored risks being reported to Board reported quarterly to Board, and in full once per annum, for scrutiny by all Trustees. Where appropriate, systems or procedures have been established to mitigate the risks the charity faces. Significant external risks to funding have led to a renewed Marketing and Development strategy, which has been incorporated into the new business plan and sets out the ambition for the diversification of funding and activities. Internal control risks are minimised by the implementation of procedures for authorisation of all transactions and projects.

Remuneration

Liverpool Biennial believes that to attract and retain the calibre of staff we need to deliver our charitable objectives our remuneration policy should provide salaries that are competitive in our sector; be considered fair, equitable and transparent; allow for progression over time and deliver arrangements that are sustainable within the available resources.

Having reviewed the broader economic climate and the financial situation of the Liverpool Biennial, a Board decision was taken to award a 2.5% pay increase to all staff and a move to the Real Living Wage for the lowest paid members of the team. This is in line with our new Business Plan commitments to supporting and diversifying our team.

Liverpool Biennial operates its salary structure within salary bands. The remuneration arrangements for all staff are reviewed annually by the Trustees. As a charity we feel that we offer salaries that are commensurate with duties and responsibilities. The Board of Trustees has delegated responsibility for determining matters of pay and pay-related benefits to the FHRC. The Committee meets routinely each winter to agree the following year's percentage increase and arrangements for executive pay. In agreeing the pay award, the committee considers indicators in the wider economy, what levels of award have been made by organisations the Biennial compares itself with and affordability.

Our Approach to Fundraising Activities

In the financial year the charity did not run legacy campaigns. However, the implementation of a new CRM system will allow us to improve our future ability to raise income from individuals and through campaigns, focusing in 2023 on our 25th Anniversary. The trustees were pleased to receive unsolicited gifts from patrons and supporters who generously support our artistic work.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

Biennial Statement

Liverpool Biennial attracts valued financial support from a wide range of sources: cultural and regeneration bodies, the local and national business community, philanthropists and local, national and international charitable trusts and foundations. The past year has seen us successfully receive ACE National Portfolio Review funding and LCC funding. We have outlined new focus on people, place and partnership and have committed to new sustainability and D, E & I commitments alongside acknowledging further work on entrepreneurial activities to diversify income streams. We have been successful in receiving new funding for this work from Foyle Foundation, Art Fund and partnership working with the British Council. Additionally, we have been supported by Bloomberg to develop a new website and CRM, the website of which will be launched in May 2023.

As we look ahead, it will be a challenge to maintain high ambitions whilst dealing with the uncertainties of inflationary pressure on potential income sources beyond the public sector, from individual and private trusts and foundations to corporate partners and sponsors. It is expected that the wider economic landscape will have an operational, financial, and thus strategic impact in future years.

We would like to thank all our supporters, funders, and partners. Our principal funders have provided financial and collegiate support for many years, so we are particularly grateful to Arts Council England and Liverpool City Council. Our work would not happen without the many other companies, governments, organisations, and individuals who contribute to the festival and programme. A full list is available on our website.

Auditor

In accordance with the company's articles, a resolution proposing that DSG be reappointed as auditor of the company will be put at a General Meeting.

Small company provisions

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

Disclosure of information to auditor

Each of the trustees has confirmed that there is no information of which they are aware which is relevant to the audit, but of which the auditor is unaware. They have further confirmed that they have taken appropriate steps to identify such relevant information and to establish that the auditor is aware of such information.

The trustees' report was approved by the Board of Trustees.



N Bintley (Treasurer and Secretary)
Trustee

7 September 2023

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF TRUSTEES' RESPONSIBILITIES
FOR THE YEAR ENDED 31 MARCH 2023

The trustees, who are also the directors of Liverpool Biennial Of Contemporary Art Limited for the purpose of company law, are responsible for preparing the Trustees' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (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 incoming resources and application of resources, including the income and expenditure, of the charitable company for that year.

In preparing these financial statements, the trustees are required to:

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

The trustees are responsible for keeping adequate 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.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED

(A COMPANY LIMITED BY GUARANTEE)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED

Opinion

We have audited the financial statements of Liverpool Biennial Of Contemporary Art Limited (the 'charity') for the year ended 31 March 2023 which comprise the statement of financial activities, the balance sheet, the 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 charitable company's affairs as at 31 March 2023 and of its incoming resources and application of resources, including its 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 charity 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 trustees' 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 charity'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 other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained within the annual report. 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 course of 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 for the financial year for which the financial statements are prepared, which includes the directors' report prepared for the purposes of company law, is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

**LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

TO THE MEMBERS OF LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the charity and its environment obtained in the course of the audit, we have not identified material misstatements in 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 2006 requires us to report to you if, in our opinion:

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

Responsibilities of trustees

As explained more fully in the statement of trustees' responsibilities, the trustees, who are also the directors of the charity for the purpose 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 charity'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.

The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED (A COMPANY LIMITED BY GUARANTEE) INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED

Capability of the audit in detecting irregularities, including fraud

Based on our discussions with the charity's management and the Trustees, we identified that the following laws and regulations are significant to the entity:

- Those laws and regulations considered to have a direct effect on the financial statements include UK financial reporting standards and Charity Law.
- Those laws and regulations for which non-compliance may be fundamental to the operating aspects of the charity and therefore may have a material effect on the financial statements include compliance with the charitable objectives, public benefit, fundraising regulations, safeguarding and health and safety legislation.

These matters were discussed amongst the engagement team at the planning stage and the team remained alert to non-compliance throughout the audit.

Audit procedures undertaken in response to the potential risks relating to irregularities (which include fraud and non-compliance with laws and regulations) comprised of: inquiries of management and the Trustees as to whether the entity complies with such laws and regulations; enquiries with the same concerning any actual or potential litigation or claims; inspection of relevant legal correspondence; review of Trustee meeting minutes; testing the appropriateness of journal entries; and the performance of analytical review to identify unexpected movements in account balances which may be indicative of fraud.

No instances of material non-compliance were identified. However, the likelihood of detecting irregularities, including fraud, is limited by the inherent difficulty in detecting irregularities, the effectiveness of the entity's controls, and the nature, timing and extent of the audit procedures performed. Irregularities that result from fraud might be inherently more difficult to detect than irregularities that result from error. As explained above, there is an unavoidable risk that material misstatements may not be detected, even though the audit has been planned and performed in accordance with ISAs (UK).

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

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.



**Jean Ellis BA FCA CTA (Senior Statutory Auditor)
for and on behalf of DSG**

7 September 2023

**Chartered Accountants
Statutory Auditor**

Castle Chambers
43 Castle Street
Liverpool
L2 9TL

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF FINANCIAL ACTIVITIES
INCLUDING INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2023

Current financial year

		Unrestricted funds 2023 £	Restricted funds 2023 £	Total 2023 £	Total 2022 £
	Notes				
<u>Income from:</u>					
Donations and legacies	3	1,029,447	10,000	1,039,447	1,007,199
Charitable activities	4	138,266	420,815	559,081	15,454
Investments	5	1,941	-	1,941	515
Total income		<u>1,169,654</u>	<u>430,815</u>	<u>1,600,469</u>	<u>1,023,168</u>
<u>Expenditure on:</u>					
Raising funds	6	<u>117,675</u>	<u>-</u>	<u>117,675</u>	<u>77,278</u>
Charitable activities	7	<u>781,047</u>	<u>196,321</u>	<u>977,368</u>	<u>1,519,004</u>
Total expenditure		<u>898,722</u>	<u>196,321</u>	<u>1,095,043</u>	<u>1,596,282</u>
Net income/(expenditure) for the year/ Net movement in funds		270,932	234,494	505,426	(573,114)
Reconciliation of funds					
Fund balances at 1 April 2022		<u>898,616</u>	<u>83,397</u>	<u>982,013</u>	<u>1,555,127</u>
Fund balances at 31 March 2023		<u><u>1,169,548</u></u>	<u><u>317,891</u></u>	<u><u>1,487,439</u></u>	<u><u>982,013</u></u>

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure derive from continuing activities.

The statement of financial activities also complies with the requirements for an income and expenditure account under the Companies Act 2006.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF FINANCIAL ACTIVITIES (CONTINUED)
INCLUDING INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2023

Prior financial year

		Unrestricted funds 2022 £	Restricted funds 2022 £	Total 2022 £
	Notes			
Income from:				
Donations and legacies	3	1,007,199	-	1,007,199
Charitable activities	4	3,954	11,500	15,454
Investments	5	515	-	515
Total income		1,011,668	11,500	1,023,168
Expenditure on:				
Raising funds	6	77,278	-	77,278
Charitable activities	7	960,482	558,522	1,519,004
Total expenditure		1,037,760	558,522	1,596,282
Net income/(expenditure) for the year/ Net movement in funds		(26,092)	(547,022)	(573,114)
Reconciliation of funds				
Fund balances at 1 April 2021		924,708	630,419	1,555,127
Fund balances at 31 March 2022		898,616	83,397	982,013

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure derive from continuing activities.

The statement of financial activities also complies with the requirements for an income and expenditure account under the Companies Act 2006.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
BALANCE SHEET
AS AT 31 MARCH 2023

	Notes	2023 £	£	2022 £	£
Fixed assets					
Tangible assets	12		16,704		3,206
Current assets					
Debtors	13	237,498		43,953	
Cash at bank and in hand		1,342,513		974,254	
		<u>1,580,011</u>		<u>1,018,207</u>	
Creditors: amounts falling due within one year	14	<u>(109,276)</u>		<u>(39,400)</u>	
Net current assets			1,470,735		978,807
Total assets less current liabilities			<u>1,487,439</u>		<u>982,013</u>
Funds of the charity					
Restricted funds	16		317,891		83,397
Designated funds	17	162,932		162,932	
General unrestricted funds		<u>1,006,616</u>		<u>735,684</u>	
Total unrestricted funds			1,169,548		898,616
Total charity funds			<u>1,487,439</u>		<u>982,013</u>

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

The financial statements were approved by the Trustees on 7 September 2023



N Bintley (Treasurer and Secretary)
Trustee

Company registration number 03659361

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2023

	Notes	2023 £	£	2022 £	£
Cash flows from operating activities					
Cash generated from/(absorbed by) operations	21		389,660		(92,914)
Investing activities					
Purchase of tangible fixed assets		(23,342)		(3,425)	
Investment income received		1,941		515	
Net cash used in investing activities			(21,401)		(2,910)
Net cash used in financing activities			-		-
Net increase/(decrease) in cash and cash equivalents			368,259		(95,824)
Cash and cash equivalents at beginning of year			974,254		1,070,078
Cash and cash equivalents at end of year			1,342,513		974,254

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

Charity information

Liverpool Biennial Of Contemporary Art Limited is a private company limited by guarantee incorporated in England and Wales. The registered office is PO Box 1200, 55 Jordan Street, Liverpool, L69 1XB.

1.1 Accounting convention

The financial statements have been prepared in accordance with the charity's governing document, the Companies Act 2006, FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the Charities SORP "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 (FRS 102)" (effective 1 January 2019). The charity is a Public Benefit Entity as defined by FRS 102.

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

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the trustees have a reasonable expectation that the charity has adequate resources to continue in operational existence for the foreseeable future. Thus the trustees continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Charitable funds

Unrestricted funds relate to income received or generated for the objects of the charity without further specified purpose. Income and expenditure is allocated to the general fund in accordance with the policies set out below. Unexpended funds are carried forward to future periods.

Designated funds comprise funds which have been set aside at the discretion of the trustees for specific purposes. The purposes and uses of the designated funds are set out in the notes to the accounts.

Restricted funds relate to all income received where the donor has specified its use. Related expenditure is also allocated to restricted funds.

1.4 Income

All income is included in the Statement of Financial Activities (the SOFA) when the charity is entitled to the income and the amount can be quantified with reasonable accuracy.

Income is recognised when the charity is legally entitled to it after any performance conditions have been met, the amounts can be measured reliably, and it is probable that income will be received.

Cash donations are recognised on receipt. Other donations are recognised once the charity has been notified of the donation, unless performance conditions require deferral of the amount. Income tax recoverable in relation to donations received under Gift Aid or deeds of covenant is recognised at the time of the donation.

Legacies are recognised on receipt or otherwise if the charity has been notified of an impending distribution, the amount is known, and receipt is expected. If the amount is not known, the legacy is treated as a contingent asset.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(Continued)

Grants received towards running costs are recognised in the Statement of Financial Activities when conditions for receipt have been met. Where a grant is received relating to a future accounting period, the income is deferred until that period.

Grants towards capital expenditure are released to the profit and loss account over the expected useful life of the assets.

1.5 Expenditure

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement, and the amount of the obligation can be measured reliably.

Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges are allocated on the portion of the asset's use.

1.6 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold improvements	Over the term of the lease
Office equipment	33% per annum straight line
Computer Equipment	33% per annum straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the statement of financial activities.

1.7 Impairment of fixed assets

At each reporting end date, the charity reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

1.8 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(Continued)

1.9 Financial instruments

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

Financial instruments are recognised in the charity's balance sheet when the charity becomes party to the contractual provisions of the instrument.

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

Basic financial assets

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

Basic financial liabilities

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

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of operations from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the charity's contractual obligations expire or are discharged or cancelled.

1.10 Taxation

The charity benefits from various exemptions from taxation afforded by tax legislation and is not liable to corporation tax on qualifying income or gains falling within those exemptions.

The charity is able to partially recover Value Added Tax. Expenditure that is not recoverable by the charity is recorded in the accounts inclusive of VAT.

1.11 Employee benefits

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the charity is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies (Continued)

1.13 Leases

Rentals payable under operating leases, including any lease incentives received, are charged as an expense on a straight line basis over the term of the relevant lease.

2 Critical accounting estimates and judgements

In the application of the charity's accounting policies, the trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

3 Donations and legacies

	Unrestricted funds general 2023 £	Restricted funds 2023 £	Total 2023 £	Unrestricted funds general 2022 £
Donations and gifts	13,835	10,000	23,835	12,863
Grants receivable for core activities	1,015,612	-	1,015,612	994,336
	<u>1,029,447</u>	<u>10,000</u>	<u>1,039,447</u>	<u>1,007,199</u>
Grants receivable for core activities				
Arts Council England	766,361	-	766,361	766,361
Liverpool City Council	212,751	-	212,751	191,475
Other	36,500	-	36,500	36,500
	<u>1,015,612</u>	<u>-</u>	<u>1,015,612</u>	<u>994,336</u>

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

4 Charitable activities

	Biennial Festival 2023 £	Biennial Festival 2022 £
Income within charitable activities	5,369	1,123
Performance related grants	521,125	11,500
Other income	32,587	2,831
	<u>559,081</u>	<u>15,454</u>
Analysis by fund		
Unrestricted funds - general	138,266	3,954
Restricted funds	420,815	11,500
	<u>559,081</u>	<u>15,454</u>

5 Investments

	Unrestricted funds general 2023 £	Unrestricted funds general 2022 £
Interest receivable	<u>1,941</u>	<u>515</u>

6 Raising funds

	Unrestricted funds general 2023 £	Unrestricted funds general 2022 £
<u>Fundraising and publicity</u>		
Staff costs	<u>117,675</u>	<u>77,278</u>
	<u>117,675</u>	<u>77,278</u>

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

7 Charitable activities

	Biennial Festival 2023 £	Biennial Festival 2022 £
Staff costs	383,275	416,560
Premises costs	63,643	76,614
Artist fees	35,795	56,917
Print, post and stationery	913	1,753
Telephone	1,028	2,129
Travelling	11,335	4,184
Legal and professional fees	9,887	16,204
Training	11,065	11,813
International exhibition costs	294,604	703,185
Marketing	43,847	127,322
	<u>855,392</u>	<u>1,416,681</u>
Share of support costs (see note 8)	38,675	17,136
Share of governance costs (see note 8)	83,301	85,187
	<u>977,368</u>	<u>1,519,004</u>
Analysis by fund		
Unrestricted funds - general	781,047	960,482
Restricted funds	196,321	558,522
	<u>977,368</u>	<u>1,519,004</u>

8 Support costs

	Support costs £	Governance costs £	2023 £	Support costs £	Governance costs £	2022 £
Staff costs	28,831	75,876	104,707	12,963	75,712	88,675
Depreciation	9,844	-	9,844	4,173	-	4,173
Audit fees	-	7,425	7,425	-	5,400	5,400
Accountancy	-	-	-	-	4,075	4,075
	<u>38,675</u>	<u>83,301</u>	<u>121,976</u>	<u>17,136</u>	<u>85,187</u>	<u>102,323</u>
Analysed between Charitable activities	<u>38,675</u>	<u>83,301</u>	<u>121,976</u>	<u>17,136</u>	<u>85,187</u>	<u>102,323</u>

Support and governance costs are allocated directly to charitable activities.

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

9 Trustees

None of the trustees (or any persons connected with them) received any remuneration from the charity during the year (2022: £nil).

None of the trustees were reimbursed expenses during the year (2022: one trustee reimbursed £143 relating to travel costs).

10 Employees

The average monthly number of employees during the year was:

	2023	2022
	Number	Number
Activities in furtherance of the charity's objects	12	15
Managing and administering the charity	4	4
	<hr/>	<hr/>
Total	16	19
	<hr/>	<hr/>

Employment costs

	2023	2022
	£	£
Wages and salaries	537,327	522,593
Social security costs	41,123	38,310
Other pension costs	27,207	21,610
	<hr/>	<hr/>
	605,657	582,513
	<hr/>	<hr/>

The number of employees whose annual remuneration was more than £60,000 is as follows:

	2023	2022
	Number	Number
£70,001 to £80,000	1	1
	<hr/>	<hr/>

11 Taxation

The charity is exempt from tax on income and gains falling within section 505 of the Taxes Act 1988 or section 252 of the Taxation of Chargeable Gains Act 1992 to the extent that these are applied to its charitable objects.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

12 Tangible fixed assets

	Leasehold improvements £	Office equipment £	Computer Equipment £	Total £
Cost				
At 1 April 2022	124,067	664	20,905	145,636
Additions	-	19,236	4,106	23,342
At 31 March 2023	124,067	19,900	25,011	168,978
Depreciation and impairment				
At 1 April 2022	124,067	664	17,699	142,430
Depreciation charged in the year	-	6,412	3,432	9,844
At 31 March 2023	124,067	7,076	21,131	152,274
Carrying amount				
At 31 March 2023	-	12,824	3,880	16,704
At 31 March 2022	-	-	3,206	3,206

13 Debtors

	2023 £	2022 £
Amounts falling due within one year:		
Other debtors	230,973	37,496
Prepayments and accrued income	6,525	6,457
	237,498	43,953

14 Creditors: amounts falling due within one year

	2023 £	2022 £
Other taxation and social security	15,743	-
Trade creditors	51,562	20,409
Other creditors	35,152	12,684
Accruals and deferred income	6,819	6,307
	109,276	39,400

15 Retirement benefit schemes

Defined contribution schemes

The charity operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the charity in an independently administered fund.

The charge to profit or loss in respect of defined contribution schemes was £27,207 (2022: £21,610).

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

16 Restricted funds

The income funds of the charity include restricted funds comprising the following unexpended balances of donations and grants held on trust for specific purposes:

	Movement in funds			Movement in funds			
	Balance at 1 April 2021	Incoming resources	Resources expended	Balance at 1 April 2022	Incoming resources	Resources expended	Balance at 31 March 2023
	£	£	£	£	£	£	£
Canada Council	24,874	-	(24,874)	-	-	-	-
Creative Europe	19,838	-	(12,367)	7,471	45,037	(52,508)	-
ACE- Cultural Recovery Fund	285,460	-	(285,460)	-	-	-	-
The Liverpool Bid Company	84,800	-	(17,207)	67,593	55,882	(77,112)	46,363
Art Fund	74,544	-	(74,544)	-	52,616	(500)	52,116
British Council	18,877	-	(18,877)	-	16,035	(500)	15,535
A-N	13,550	-	(13,550)	-	-	-	-
Ministry of Taiwan	17,450	-	(17,450)	-	-	-	-
VIA Art Fund	17,886	-	(17,886)	-	-	-	-
Liverpool John Moores University	-	10,000	(1,667)	8,333	-	(6,860)	1,473
Paul Hamlyn	-	-	-	-	76,500	-	76,500
Sevenstore	-	-	-	-	15,000	-	15,000
Liverpool One	-	-	-	-	10,000	(305)	9,695
Italian Ministry of Culture	-	-	-	-	23,003	-	23,003
Bloomberg	-	-	-	-	100,000	(53,915)	46,085
Galerie Lelong & Co	-	-	-	-	10,000	-	10,000
Items below £10,000	73,140	1,500	(74,640)	-	26,742	(4,621)	22,121
	<u>630,419</u>	<u>11,500</u>	<u>(558,522)</u>	<u>83,397</u>	<u>430,815</u>	<u>(196,321)</u>	<u>317,891</u>

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

16 Restricted funds

(Continued)

Creative Europe: Perennial Biennial collaborative organisational development and research grant

The Liverpool Bid Company: Delivery of public realm strategy through implementing a programme of contemporary art in the BID district; also included an amount for the repair of "Hummingbird Clock", an artwork in the BID District which was commissioned by LB and BID in 2016.

Art Fund: To make Liverpool Biennial 2023 more accessible, through additional measures for d/Deaf, Neurodivergent and Disabled artists alongside creation of an Access Liaison Officer role and to contribute to 3 mediator roles at Liverpool Biennial 2023.

British Council: To present Unmute at Liverpool Biennial 2023 and to host an international delegation of curators in the UK.

Liverpool John Moores University: Programme of Digital Art commissions in partnership with LSAD/IAT.

Paul Hamlyn: To support multi-year commitments to d/Deaf, Neurodivergent artists and communities from 2023-2025

Sevenstore: To support Artist Bursaries at Liverpool Biennial 2023

Liverpool One: To present Rudy Loewe at Liverpool Biennial 2023

Italian Ministry of Culture: To present Binta Diaw at Liverpool Biennial 2023.

Bloomberg: Digital Accelerator programme to support new website and CRM.

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

16 Restricted funds

(Continued)

Included within the items less than £10,000 in 2023 are the following:

- Finnish Institute in the UK and Ireland: £8,622 to present Sepideh Rahaa at Liverpool Biennial 2023.
- Mondriaan Funds: £6,120 to present Kent Chan at Liverpool Biennial 2023.
- Austin & Hope Pilkington Trust: £5,000 to present Binta Diaw at Liverpool Biennial 2023
- Weston Jerwood Creative Bursaries: £4,800 for the Jerwood Curatorial Accelerator Fellow Travel and Accommodation bursary.
- Duchy of Lancaster Benevolent Fund (Merseyside): £2,000 to support Education activity at Liverpool Biennial 2023
- UP Projects: £200 towards Constellations London weekend

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

17 Designated funds

The income funds of the charity include the following designated funds which have been set aside out of unrestricted funds by the trustees for specific purposes:

	Balance at 1 April 2021 £	Balance at 1 April 2022 £	Balance at 31 March 2023 £
Public realm works	49,532	49,532	49,532
Sustainability and resilience	113,400	113,400	113,400
	<u>162,932</u>	<u>162,932</u>	<u>162,932</u>

Public realm works fund – to provide funding for the continuation of Liverpool Biennial public realm works or fund their decommissioning.

Sustainability and resilience fund – this relates to establishing initiatives that will make step changes in the sustainability and resilience of Liverpool Biennial.

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

18 Analysis of net assets between funds

	Unrestricted funds 2023 £	Designated funds 2023 £	Restricted funds 2023 £	Total Unrestricted funds 2023 £	Designated funds 2022 £	Restricted funds 2022 £	Total 2022 £
Fund balances at 31 March 2023 are represented by:							
Tangible assets	16,704	-	-	16,704	3,206	-	3,206
Current assets/(liabilities)	989,912	162,932	317,891	1,470,735	732,478	83,397	978,807
	<u>1,006,616</u>	<u>162,932</u>	<u>317,891</u>	<u>1,487,439</u>	<u>735,684</u>	<u>83,397</u>	<u>982,013</u>

LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

19 Operating lease commitments

At the reporting end date the charity had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2023	2022
	£	£
Within one year	18,731	18,172
Between two and five years	32,223	53,612
	<u>50,954</u>	<u>71,784</u>

20 Related party transactions

Remuneration of key management personnel

The remuneration of key management personnel is as follows.

	2023	2022
	£	£
Aggregate compensation	<u>233,489</u>	<u>186,689</u>

Transactions with related parties

There were no other disclosable related party transactions during the year (2022: none).

21 Cash generated from operations

	2023	2022
	£	£
Surplus/(deficit) for the year	505,426	(573,114)
Adjustments for:		
Investment income recognised in statement of financial activities	(1,941)	(515)
Depreciation and impairment of tangible fixed assets	9,844	4,173
Movements in working capital:		
(Increase)/decrease in debtors	(193,545)	622,796
Increase/(decrease) in creditors	69,876	(146,254)
Cash generated from/(absorbed by) operations	<u>389,660</u>	<u>(92,914)</u>

22 Company limited by guarantee

Liverpool Biennial Of Contemporary Art Limited is incorporated under the Companies Act as a company limited by guarantee. the liability of the members is limited to £10.