

COMPANY REGISTRATION NUMBER: 03650374

CHARITY REGISTRATION NUMBER: 1115119

**Friends of the Cotswolds**  
**Company Limited by Guarantee**  
**Unaudited Financial Statements**  
**31 March 2022**

**Friends of the Cotswolds**  
**Company Limited by Guarantee**  
**Financial Statements**

**Year ended 31 March 2022**

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**Friends of the Cotswolds**  
**Company Limited by Guarantee**

**Trustees' Annual Report (Incorporating the Director's Report)**

**Year ended 31 March 2022**

The trustees, who are also the directors for the purposes of company law, present their report and the unaudited financial statements of the charity for the year ended 31 March 2022 .

**Reference and administrative details**

<b>Registered charity name</b>	Friends of the Cotswolds	
<b>Charity registration number</b>		1115119
<b>Company registration number</b>		03650374
<b>Principal office and registered office</b>	3 The Green Northleach Cheltenham Gloucestershire GL54 3EX	

**The trustees**

Mr H A Acland  
Mr P C Blacker  
Mrs L A Chandler-Mullins  
Mrs K Farquhar-Thomson  
Mr C Hancock  
Mrs K J Morgan  
Mr S J C Randall  
Dr D Rockey  
L C A J Tabor  
Mr A G Wade

**Independent examiner**

McGills  
Oakley House  
Tetbury Road  
Cirencester  
Gloucestershire  
GL7 1US

**Structure, governance and management**

The charity is controlled by its Memorandum and Articles of Association as a limited company, limited by guarantee, as defined by the Companies Act 2006. Trustees are recruited and appointed for their knowledge of the Cotswolds and their business and other skills. The trustees have a duty to identify and review the risks to which the charity is exposed and to ensure appropriate controls are in place to provide reasonable assurance against fraud and error.

## **Objectives and activities**

The purposes of the charity as set out in its governing documents include the following:

- Promoting, enhancing, improving and protecting the physical and natural environment of the Cotswolds Area of Outstanding Natural Beauty (AONB) and adjoining and adjacent areas;
- Advancing the education of the public to the AONB;
- Providing within the AONB facilities in the interest of social welfare for recreation, sport and leisure time occupation;
- Preserving buildings and/or sites within the area of historic or architectural merit; and
- Such other charitable activities consistent with the above objects.

The main activities undertaken during the year to meet the purposes of the charity are:

- Ownership and renovation of, and fund raising for, its freehold ownership of Grade II\* listed Georgian prison at Northleach, Gloucestershire. During the year we have successfully applied for planning permission to replace the main roof structure in zinc to avoid continue lead thefts. The cell block was redecorating following flood damage.
- Promoting the Cotswolds, the nationally important collection of agricultural artefacts at the Old Prison, and interpreting this collection and the Old Prison itself, with new interpretation installed at the Old Prison including indoor and outdoor signage, video tours, audio interpretation and a trail for children.
- We hosted a Heritage Craft Event at the Old Prison promoting crafts in the Cotswolds. Visitors were able to try a range of crafts and craftsmen and women promote their craft to the public.
- We went into partnership with CPRE Gloucestershire and the Farming and Wildlife Advisory Group to plant new hedges in Gloucestershire to enhance the landscape and improve the biodiversity, capture carbon, and contribute to improved water.

The charity trustees are aware of the Charity Commission guidance on public benefit and confirm that they have complied with the duty under Section 17 of the Charities Act 2011. The Old Prison, its café and the collection is open to the general public throughout the year.

COVID-19 has had a significant impact on the charity in the last financial year. The museum and cafe were closed or impacted by restrictions during this period including outdoor only socialising and the rule of six. This has a considerable impact upon revenues with the museum and café having to close for long periods. We were ineligible for Government business grants and suffered from a lack of fundraising and turnover rent.

The café and museum were closed for the first quarter of 2022 as we investigated and resolved issues on a short-term basis with the sewage system. Although the system was temporarily repaired very quickly during the first month of 2022, the café tenants were unable to promptly open due to staffing issues. This was resolved and the café has been open daily since April 2022.

The trustees consider that the charity will continue as a going concern for a period of at least 12 months from the date on which these financial statements are approved, for the following reasons:

- The charity holds reserves, as detailed in the policy above
- Re-opening of the Café, as mentioned above, should significantly increase the charity's income.

The trustees, therefore, consider it appropriate to adopt the going concern basis of preparation of the accounts.

### **Achievements and performance**

Having come through what we hope is the worst of the COVID-19 pandemic, the trustees have now acted upon our strategic plan for the Old Prison with the first phase of our business plan having been initiated to develop the audience at the Old Prison to ensure the financial future of the site in line with our charitable objectives. We await the outcome of a National Lottery Heritage Fund application to support a 2/5 year project at the Old Prison. The environment for fundraising has been extremely challenging during the past 12 months; We have established a fundraising committee, a calendar of events and installed new donation boxes on site.

### **Financial review**

The finances of the charity are sound. The Old Prison was purchased by the charity from Cotswold District Council in July 2013 with the benefit of a twenty year fixed rate repayment mortgage. The office premises at the building are let to the Cotswolds Conservation Board at a rent which includes the original mortgage repayments.

At 31 March 2022, the charity had reserves of £336,869 of which £83,473. were restricted and £253,423 were unrestricted.

The majority of our expenditure on the Old Prison will be undertaken with the benefit of grants, and long and short term loans, obtained from either charitable, public or individual sources and the charity would only contemplate projects if it is certain funding is available as and when required. We are particularly grateful to the charities referred to in the accounts. The charity is keen to build up its reserves and increase its regular income as mentioned above. Most of the charity's income has been notionally reserved for specific expenditure, such as CCAS.

### **Small company provisions**

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

The trustees' annual report was approved on 15 December 2022 and signed on behalf of the board of trustees by:

Dr D Rockey

Trustee

**Friends of the Cotswolds**  
**Company Limited by Guarantee**

**Independent Examiner's Report to the Trustees of Friends of the Cotswolds**

**Year ended 31 March 2022**

I report to the trustees on my examination of the financial statements of Friends of the Cotswolds ('the charity') for the year ended 31 March 2022.

**Responsibilities and basis of report**

As the trustees of the company (and also its directors for the purposes of company law) you are responsible for the preparation of the financial statements in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of the charity's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act. **Independent examiner's statement**

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the charity as required by section 386 of the 2006 Act; or
2. the financial statements do not accord with those records; or
3. the financial statements do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a 'true and fair' view which is not a matter considered as part of an independent examination; or
4. the financial statements have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

McGills Independent Examiner

Oakley House Tetbury Road Cirencester Gloucestershire GL7 1US

20 December 2022

**Friends of the Cotswolds**  
**Company Limited by Guarantee**  
**Statement of Financial Activities**  
**(including income and expenditure account)**

**Year ended 31 March 2022**

		<b>2022</b>			2021
		Unrestricted funds	Restricted funds	<b>Total funds</b>	Total funds
	<b>Note</b>	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
<b>Income and endowments</b>					
Donations and legacies	<b>5</b>	10,255	15,000	25,255	55,447
Charitable activities	<b>6</b>	46,003	—	46,003	46,866
Other income	<b>7</b>	32,329	—	32,329	44,123
		----	----	----	----
<b>Total income</b>		88,587	15,000	103,587	146,436
		----	----	----	----
<b>Expenditure</b>					
Expenditure on raising funds:					
Costs of other trading activities	<b>8</b>	7,995	—	7,995	6,200
Expenditure on charitable activities	<b>9</b>	88,740	26,959	115,699	153,299
		----	----	----	----
<b>Total expenditure</b>		96,735	26,959	123,694	159,499
		----	----	----	----
<b>Net expenditure and net movement in funds</b>					
		( 8,148)	( 11,959)	( 20,107)	( 13,063)
		-----	-----	-----	-----
<b>Reconciliation of funds</b>					
Total funds brought forward		261,571	95,432	357,003	370,066
		-----	-----	-----	-----
<b>Total funds carried forward</b>		253,423	83,473	336,896	357,003
		-----	-----	-----	-----

The statement of financial activities includes all gains and losses recognised in the year.  
All income and expenditure derive from continuing activities.

**Friends of the Cotswolds**  
**Company Limited by Guarantee**  
**Statement of Financial Position**

**31 March 2022**

		2022		2021
	Note	£	£	£
<b>Fixed assets</b>				
Heritage assets	13		563,649	579,638
<b>Current assets</b>				
Debtors	14	9,214		4,012
Cash at bank and in hand		132,341		168,739
		-----		-----
		141,555		172,751
<b>Creditors: amounts falling due within one year</b>	15	41,021		41,099
		-----		-----
<b>Net current assets</b>			100,534	131,652
			-----	-----
<b>Total assets less current liabilities</b>			664,183	711,290
<b>Creditors: amounts falling due after more than one year</b>	16		327,287	354,287
			-----	-----
<b>Net assets</b>			336,896	357,003
			-----	-----
<b>Funds of the charity</b>				
Restricted funds			83,473	95,432
Unrestricted funds			253,423	261,571
			-----	-----
<b>Total charity funds</b>	17		336,896	357,003
			-----	-----

For the year ending 31 March 2022 the charity was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476 ;
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements .

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



**Friends of the Cotswolds**  
**Company Limited by Guarantee**  
**Statement of Financial Position** *(continued)*

**31 March 2022**

These financial statements were approved by the board of trustees and authorised for issue on 15 December 2022  
, and are signed on behalf of the board by:

Dr D Rockey

Trustee

**Friends of the Cotswolds**  
**Company Limited by Guarantee**  
**Notes to the Financial Statements**

**Year ended 31 March 2022**

**1. General information**

The charity is a public benefit entity and a private company limited by guarantee, registered in and a registered charity in England and Wales. The address of the registered office is 3 The Green, Northleach, Cheltenham, Gloucestershire, GL54 3EX.

**2. Statement of compliance**

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', the 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) (Charities SORP (FRS 102)) and the Companies Act 2006.

**3. Accounting policies**

**Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through income or expenditure.

The financial statements are prepared in sterling, which is the functional currency of the entity.

**Going concern**

There are no material uncertainties about the charity's ability to continue.

**Judgements and key sources of estimation uncertainty**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**Fund accounting**

Unrestricted funds are available for use at the discretion of the trustees to further any of the charity's purposes. Designated funds are unrestricted funds earmarked by the trustees for particular future project or commitment. Restricted funds are subjected to restrictions on their expenditure declared by the donor or through the terms of an appeal, and fall into one of two sub-classes: restricted income funds or endowment funds.

### **Incoming resources**

All incoming resources are included in the statement of financial activities when entitlement has passed to the charity; it is probable that the economic benefits associated with the transaction will flow to the charity and the amount can be reliably measured. The following specific policies are applied to particular categories of income: - income from donations or grants is recognised when there is evidence of entitlement to the gift, receipt is probable and its amount can be measured reliably. - legacy income is recognised when receipt is probable and entitlement is established. - income from donated goods is measured at the fair value of the goods unless this is impractical to measure reliably, in which case the value is derived from the cost to the donor or the estimated resale value. Donated facilities and services are recognised in the accounts when received if the value can be reliably measured. No amounts are included for the contribution of general volunteers. - income from contracts for the supply of services is recognised with the delivery of the contracted service. This is classified as unrestricted funds unless there is a contractual requirement for it to be spent on a particular purpose and returned if unspent, in which case it may be regarded as restricted.

### **Resources expended**

Expenditure is recognised on an accruals basis as a liability is incurred. Expenditure includes any VAT which cannot be fully recovered, and is classified under headings of the statement of financial activities to which it relates: - expenditure on raising funds includes the costs of all fundraising activities, events, non-charitable trading activities, and the sale of donated goods. - expenditure on charitable activities includes all costs incurred by a charity in undertaking activities that further its charitable aims for the benefit of its beneficiaries, including those support costs and costs relating to the governance of the charity apportioned to charitable activities. - other expenditure includes all expenditure that is neither related to raising funds for the charity nor part of its expenditure on charitable activities.

All costs are allocated to expenditure categories reflecting the use of the resource. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs are apportioned between the activities they contribute to on a reasonable, justifiable and consistent basis.

### **Heritage assets**

Heritage assets measured under the cost model are recognised initially recorded at acquisition cost, and subsequently stated at cost less any accumulated depreciation and impairment losses.

### **Financial instruments**

A financial asset or a financial liability is recognised only when the charity becomes a party to the contractual provisions of the instrument. Basic financial instruments are initially recognised at the amount receivable or payable including any related transaction costs. Current assets and current liabilities are subsequently measured at the cash or other consideration expected to be paid or received and not discounted. Debt instruments are subsequently measured at amortised cost. Where investments in shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in income and expenditure. All other such investments are subsequently measured at cost less impairment. Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Other financial instruments are subsequently measured at fair value, with any changes recognised in the statement of financial activities, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised under the appropriate heading in the statement of financial activities in which the initial gain was recognised. For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics. Any reversals of impairment are recognised immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

#### 4. Limited by guarantee

The liability of the members is limited by guarantee.

#### 5. Donations and legacies

	Unrestricted Funds £	Restricted Funds £	Total Funds 2022 £
<b>Donations</b>			
Cultural Recovery Fund	—	—	—
Cotswold District Council Covid Grant	—	—	—
Other donations and gift aid	10,084	15,000	25,084
Membership subscriptions	171	—	171
	-----	-----	-----
	10,255	15,000	25,255
	-----	-----	-----
	Unrestricted Funds £	Restricted Funds £	Total Funds 2021 £
<b>Donations</b>			
Cultural Recovery Fund	—	38,400	38,400
Cotswold District Council Covid Grant	12,000	—	12,000
Other donations and gift aid	4,870	—	4,870
Membership subscriptions	177	—	177
	-----	-----	-----
	17,047	38,400	55,447
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#### 6. Charitable activities

	Unrestricted Funds £	Total Funds 2022 £	Unrestricted Funds £	Total Funds 2021 £
Rental income	27,697	27,697	27,697	27,697
Cafe income	18,306	18,306	18,870	18,870
Sale of books and Christmas cards	—	—	299	299
	-----	-----	-----	-----
	46,003	46,003	46,866	46,866
	-----	-----	-----	-----

## 7. Other income

	Unrestricted Funds	Total Funds 2022	Unrestricted Funds	Total Funds 2021
	£	£	£	£
Insurance refund	32,329	32,329	44,123	44,123

## 8. Costs of other trading activities

	Unrestricted Funds	Total Funds 2022	Unrestricted Funds	Total Funds 2021
	£	£	£	£
Raising funds	7,995	7,995	6,200	6,200

## 9. Expenditure on charitable activities by fund type

	Unrestricted Funds	Restricted Funds	Total Funds 2022
	£	£	£
Charitable activities	57,225	18,825	76,050
Support costs	31,515	8,134	39,649
	88,740	26,959	115,699

  

	Unrestricted Funds	Restricted Funds	Total Funds 2021
	£	£	£
Charitable activities	106,351	20,476	126,827
Support costs	(10,379)	36,851	26,472
	95,972	57,327	153,299

## 10. Net expenditure

Net expenditure is stated after charging/(crediting):

	2022	2021
	£	£
Depreciation of heritage assets	15,989	15,989

## 11. Independent examination fees

	2022	2021
	£	£
Fees payable to the independent examiner for:		
Independent examination of the financial statements	450	1,700

## 12. Trustee remuneration and expenses

The key management personnel of the charity consists of the trustees. One trustee received remuneration of £12,600 (2021: £14,539) during the year for administration, fundraising and project management work for the charity.

## 13. Heritage assets

Heritage assets consist of the Old Prison building in Northleach, Gloucestershire. The Old Prison is a grade II\* listed building of cultural and historic value to the local area.

The charity's policy for heritage assets is in line with the guidance issued by Historic England.

	<b>Old Prison £</b>
<b>Cost or valuation</b>	
<b>At 1 April 2021 and 31 March 2022</b>	649,726
	-----
<b>Accumulated depreciation</b>	
At 1 April 2021	( 70,088)
Charge for the year	(15,989)
	-----
<b>At 31 March 2022</b>	( 86,077)
	-----
<b>Carrying amount</b>	
<b>At 31 March 2022</b>	563,649
	-----
At 31 March 2021	579,638
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Heritage assets are reported at cost.

#### **14. Debtors**

	<b>2022</b>	2021
	<b>£</b>	<b>£</b>
Trade debtors	7,395	3,017
Prepayments and accrued income	1,819	995
	-----	-----
	9,214	4,012
	-----	-----

#### **15. Creditors: amounts falling due within one year**

	<b>2022</b>	2021
	<b>£</b>	<b>£</b>
Bank loans and overdrafts	27,000	23,309
Trade creditors	8,638	13,382
Accruals and deferred income	4,441	4,408
Social security and other taxes	942	—
	-----	-----
	41,021	41,099
	-----	-----

#### **16. Creditors: amounts falling due after more than one year**

	<b>2022</b>	2021
	<b>£</b>	<b>£</b>
Bank loans and overdrafts	327,287	354,287
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## 17. Analysis of charitable funds

### Unrestricted funds

	At 1 April 2021	Income	Expenditure	At 31 March 2022
	£	£	£	£
General funds	259,441	88,587	(96,735)	251,293
Leyhill prison	2,130	—	—	2,130
	-----	-----	-----	-----
	261,571	88,587	(96,735)	253,423
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	At 1 April 2020	Income	Expenditure	At 31 March 2021
	£	£	£	£
General funds	253,577	108,036	(102,172)	259,441
Leyhill prison	2,130	—	—	2,130
	-----	-----	-----	-----
	255,707	108,036	(102,172)	261,571
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### Restricted funds

	At 1 April 2021	Income	Expenditure	At 31 March 2022
	£	£	£	£
CRF funded project at the Old Prison	1,549	10,000	(8,134)	3,415
Cotswold craft apprenticeship scheme	92,278	5,000	(18,825)	78,453
Leyhill prison	1,263	—	—	1,263
Shepherd's hut	342	—	—	342
	-----	-----	-----	-----
	95,432	15,000	(26,959)	83,473
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	At 1 April 2020	Income	Expenditure	At 31 March 2021
	£	£	£	£
CRF funded project at the Old Prison	—	38,400	(36,851)	1,549
Cotswold craft apprenticeship scheme	112,754	—	(20,476)	92,278
Leyhill prison	1,263	—	—	1,263
Shepherd's hut	342	—	—	342
	-----	-----	-----	-----
	114,359	38,400	(57,327)	95,432
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## 18. Analysis of net assets between funds

	Unrestricted Funds £	Restricted Funds £	Total Funds 2022 £
Tangible fixed assets	563,649	—	563,649
Heritage assets	—	—	—
Current assets	58,082	83,473	141,555
Creditors less than 1 year	(41,021)	—	(41,021)
Creditors greater than 1 year	(327,287)	—	(327,287)
<b>Net assets</b>	253,423	83,473	336,896
	Unrestricted Funds £	Restricted Funds £	Total Funds 2021 £
Tangible fixed assets	—	—	—
Heritage assets	579,638	—	579,638
Current assets	77,319	95,432	172,751
Creditors less than 1 year	(41,099)	—	(41,099)
Creditors greater than 1 year	(354,287)	—	(354,287)
<b>Net assets</b>	261,571	95,432	357,003



This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.