

Company number: 07789006

Charity number: 1145820

THE FACTION THEATRE PRODUCTIONS LIMITED

**TRUSTEES REPORT & FINANCIAL
STATEMENTS FOR THE YEAR ENDED
30TH SEPTEMBER 2021**

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THE FACTION THEATRE PRODUCTIONS LTD
(A company limited by guarantee)

REFERENCE AND ADMINISTRATIVE DETAILS OF THE COMPANY, ITS TRUSTEES AND ADVISERS
FOR THE YEAR ENDED 30 SEPTEMBER 2021

Trustees

Arend Dijkers, Chair (Resigned 4 November, 2020)
Jane Buddle OBE, Chair (Commencing 4 November, 2020)
Nosheen Iqbal (Resigned 7 April, 2021)
Sharon Kwan
Anne Mayer
Bryony Mills
Isobel Smith

Artistic Directors

Mark Leipacher
Rachel Valentine Smith

Company Registered Number

No. 07789006

Charity Registered Number

No. 1145820

Registered Office

Stephen Joseph Theatre
Westborough
Scarborough
YO11 1JW

Bankers

HSBC Plc
Oxford Circus Branch 196
Oxford Street
London
W1D 1NT

THE FACTION THEATRE PRODUCTIONS LTD
(A company limited by guarantee)

TRUSTEES' REPORT
FOR THE YEAR ENDED 30 SEPTEMBER 2021

The Trustees (who are also the directors of The Faction Theatre Productions Ltd for the purposes of company law) present their annual report together with the financial statements of the Charity for the year ended 30 September 2021. The form and content of the report and financial statements comply with the current statutory requirements, the requirements of the charity's governing document and the provisions of The Statement of Recommended Practice (SORP), "Accounting and Reporting by Charities" published in March 2005.

Structure, governance and management

a. CONSTITUTION

The Faction Theatre Productions LTD is a company limited by guarantee (company number: 07789006) and a registered charity (number 1145820) and is administered under its Memorandum and Articles. It is not liable to corporation tax on its charitable activities. The liability of the members (who are the directors) is limited to £1 each in the event of winding up.

The principal activity of the charity is that of theatre productions.

b. APPOINTMENT OF TRUSTEES

The Trustees have the power to appoint, with a simple majority, any person to be a Trustee of The Faction who is deemed to have the necessary attributes and expertise to assist with the effective running of the Theatre Company. Trustees are required to retire by rotation every three years.

c. POLICIES FOR THE INDUCTION OF TRUSTEES

People who are invited to join the Board of Trustees usually already have considerable knowledge of the theatrical arts and of The Faction specifically by having visited performances over a long time. In addition to briefing meetings with the Chair, new Trustees are given the necessary information to equip them to take on the role including Minutes of previous Board meetings, Annual Accounts and The Faction public documentation.

d. ORGANISATIONAL STRUCTURE AND DECISION MAKING

All key decisions affecting the direction of The Faction are made by the Trustees.

e. RISK MANAGEMENT

The Trustees have assessed the major risks to which the charity is exposed and are continuing to take steps to ensure that systems are in place to manage the exposure to such major risks.

Objectives and activities

a. OBJECTIVES AND ACTIVITIES

The objectives of the Charity

To forge a sustainable business based on a European repertory model of theatre making.

Mission statement

The Faction exists:

- To enrich the lives of its audiences and participants by producing exceptional, accessible and affordable theatre for everyone;
- To encourage and expand knowledge and appreciation of theatre as an art form by offering a varied programme to engage with and close the gap between audience and performance, supplemented through life-long learning and educational projects in the community;
- To discover, encourage and nurture the best young performing talent, particularly from the UK through exceptional "Ensemble Theatre" providing a broad range of emerging artists with training and opportunities.

Summary of activity

The Faction creates performances of classic texts using an innovative contemporary approach.

The Faction was founded in 2008 by Mark Leipacher and became a Charity in 2011. The company is now led by two Artistic Directors Mark Leipacher and Rachel Valentine Smith and supported by a core ensemble of actors and associate artists.

The Faction produces two new productions per year – one directed by each Artistic Director – touring to mid-scale venues. The Faction is also an agile and responsive non-building based organisation comfortable delivering on new and arising opportunities with a dynamic fleet-of-foot approach. The schedule is interspersed with workshops, text sessions and other educational events for our broad audience and for the Ensemble of actors.

b. STRATEGY FOR ACHIEVING OBJECTIVES

1. To produce two high-quality and ambitious theatre productions annually maximising our available resources, delivering an innovative and dynamic repertoire to local, national and international audiences.
2. To find, train and retain actors of the highest possible standard to collaborate in the creative process of The Faction's signature Ensemble structure.
3. To increase the profile of The Faction, building on our ambitious, award-winning artistic standard and reputation.
4. To expand the length and frequency of theatre productions to provide a more secure financial base, moving from a project-to-project basis, to a more full-time operation.
5. To find appropriate venues for The Faction's style and traditions so as to provide a better experience for actors and audiences alike, ultimately to find, own and manage a venue that can serve as the permanent home for the company.

6. To extend our mid-scale touring network and the duration of our national tours whilst continuing to cultivate international opportunities with British Council and other key partners.
7. To enhance and develop the opportunities of our Ensemble actors and indeed other actors through The Faction's unique theatrical workshops.
8. To nurture and enlarge the membership of The Faction, to expand our support base, be they individual benefactors, trusts, foundations or public bodies such as the Arts Council England and to increase our knowledge and understanding of our supporters.
9. To provide increased staffing support necessary to deliver the expanding activities of The Faction and to enhance and maintain administrative efficiency combined with a personal connection to the membership.
10. To carry out risk assessment for all activities so that performances can be carried out as safely as possible and when appropriate to hire external consultants to mitigate the risks (e.g. qualified Theatre Fight instructors).

Achievements and performance

8. GOING CONCERN

After making appropriate enquiries, the Trustees have a reasonable expectation that the company has adequate resources to continue in operational existence in the foreseeable future. For this reason they continue to adopt the going-concern basis in preparing the financial statements. Further details are in the Accounting Policies.

9. REVIEW OF ACTIVITIES

Coronavirus continued to have a troubling effect throughout the theatre sector as the mid-scale touring circuit, The Faction's primary means of operation, struggled to return to normalcy. The Faction continued to find new and innovative ways of producing work and providing opportunities for our artists and audiences whilst also looking ahead to the future.

Wings of Desire - continued development (October 2020)

The development of our hybrid theatre and circus stage adaptation of Wim Wenders' 1987 film WINGS OF DESIRE continued, with the rights extended in negotiation with Rosica Colin agency (including an extension commensurate with the shutdown of theatres) through until October 2022. The Faction remains excited about the possibilities to premiere this extraordinary work and, whilst also looking for co-producers, a new draft of the text was completed and licensed by the Wim Wenders Foundation.

My Last Duchess & Medea/Worn - short films (March - July 2021)

In collaboration with The Lowry, The Faction created our first ever short films - work created directly for digital (rather than archive recordings / capture of live productions). Commissioned by The Lowry, The Faction adapted two pieces from our solo shows repertoire, and engaged acclaimed cinematographer Bani Mendy to shoot the projects, directed by Artistic Director Rachel Valentine Smith.

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My Last Duchess by Jessica Sian starred Ensemble member Amelia Donkor and was filmed on location in at the Lowry Hotel in Salford and at Native Hotel in Manchester as well as in nearby woodland, and Medea / Worn starred Ensemble Member Anna-Maria Nabirye and was filmed on location at the Mayfield Depot in Manchester with exteriors on Pomona island (a space between Salford and Manchester) as well as beneath the pier in Hastings.

The edited films were premiered online as part of the LoveLowry programme and, in agreement with the Lowry, will next be entered into short film festivals in an exciting new strand of The Faction's work. We hope this work enables us to reach more audience members and to have a continued presence throughout the year, supplementing the absence of live work during coronavirus, but also providing many opportunities for new projects in the future to supplement our mid-scale touring.

Membership and support

Our membership support continued to grow and we are extremely grateful to our loyal supporters who donated generously to support our programming.

We are particularly grateful to Arts Council England for making available resources to support arts organisations affected by the coronavirus pandemic through the Emergency Relief Fund, which provided essential income and ensured The Faction's survival in the most precarious of times. The final payment of our successful Emergency Relief Fund application fell within this financial year (£,1714).

We will continue to look towards memberships, trusts and foundations and Project Grants through Arts Council England to support our future endeavours.

Public Benefit

In recognising our responsibilities as a charity and in response to the demands of the Charities Act, we record our public benefit activities.

A growing number of people benefit from the increasing reputation of The Faction both directly and indirectly. Through a collaboration with The Lowry in Salford, and in a creative response to the state of the mid-scale touring network still beleaguered by the effects of government shutdowns as a result of the coronavirus pandemic, The Faction has made its first significant pieces of digital work, producing two short films based on our repertoire of solo shows. This increases our reach and is a project that has a legacy which will continue to grow our engagement with audiences going forward.

This meant that The Faction was also able to continue benefitting people directly through employment including actors, creatives (including production designers, directors of photography, sound designers and recordists) and theatre suppliers all paid directly by The Faction.

Learning and Participation programme

Regrettably, the implications of coronavirus and contact tracing have meant that The Faction's programmed of post-show talks, audience discussions and workshops with educational institutions has been paused. We look forward to the earliest opportunity when we can once again collaborate with drama schools and other higher education departments with whom we have built strong relationships including East15 Acting School at the University of Essex, Syracuse University London and new conversations beginning with Mountview and Fourth Monkey.

10. DEVELOPMENTS FOR THE FUTURE

Although the coronavirus pandemic has provided distinct challenges, the agility and responsiveness of The Faction has meant that we have the adaptability and creativity to embrace these difficulties as new creative challenges.

- We will continue to develop and revive our series of **solo shows** from the repertoire, as the most safe, secure and responsible way to provide work for our artists and protect audiences and venues alike. The repertoire of nine productions, each performed by a different Ensemble member, will be available as a catalogue of work from which programmers can select their own programme in line with their audiences, social distancing, and government guidelines. This flexibility and adaptability provides a solution to the 'square peg – round hole' nature of creating theatre during these extraordinary times. Whilst a run of **METAMORPHOSIS** at the Stephen Joseph Theatre was blocked by coronavirus, we're looking to the Autumn/Winter season with a revival of **MEDEA, DUENDE** and commissioning a new play by Bonnie Greer about the life of abolitionist Frederick Alfred Douglass for Ensemble Member Jude Owusu.
- Looking further ahead, we are continuing to develop our plans for **THE TEMPEST** with a new focus being the in-the-round consortium of eight in-the-round venues throughout the UK. The island of **THE TEMPEST** naturally lends itself to in-the-round staging and The Faction is investigating possibilities for creating a production specifically for in-the-round and to begin pushing for an in-the-round touring circuit. An initial conversation with Arts Council England suggests that they are incredibly interested in the idea and the potential legacy of the project is something that may be keen to support.
- In addition, the development of **WINGS OF DESIRE** will continue, with the commitment of potential co-producers a high priority.

Financial Review

11. RESULTS FOR THE YEAR

Income and resources expended are as shown in the Consolidated Financial Statements.

The principal sources of income were donations and guarantees from theatre partners in our Charitable Activities. The Trustees are satisfied with the financial results for the year.

12. TRUSTEES' RESPONSIBILITIES STATEMENT

The Trustees (who are also directors of The Faction Theatre Productions Limited for the purposes of company law) are responsible for preparing the Trustees' report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the Trustees to prepare financial statements for each financial year and the Trustees must not approve these statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable group for that period. 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 judgments and accounting estimates that are reasonable and prudent;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable group will continue in operation.

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

13. DISCLOSURE ON EXEMPTION OF AUDIT

In preparing this report, the Trustees have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

For the financial year ending 30th September 2021, the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the company to obtain an audit of its accounts 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 accounts.

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

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This report was approved by the Trustees on 18th May 2022 and signed on their behalf by:

A handwritten signature in black ink, appearing to read 'Jane Claire', followed by a period.

Jane Claire OBE
Trustee, The Faction Theatre Productions Limited

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CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 30 SEPTEMBER 2021

INCOME & EXPENDITURES

	<i>Note</i>	2020-2021	2019-2020	2018-2019
		£	£	£
INCOME FROM				
Donations	1	17,524	61,171	41,376
Charitable Activities	2	12,000	39,170	10,558
Other Resources	3	1,574	3,989	--
TOTAL INCOME		31,098	104,329	51,934
EXPENDITURE ON				
Raising Funds	4	(267)	(1,602)	(3,386)
Charitable Activities	5, 6, 7, 8	(31,432)	(75,774)	(58,408)
TOTAL EXPENDITURE		(31,699)	(77,376)	(61,794)
NET MOVEMENT IN FUNDS		(601)	26,954	(9,860)

RECONCILIATION OF FUNDS

Total Funds brought forward	31,969	5,015	14,875
Net Movement in Funds	(601)	26,954	(9,860)
Of which: Restricted Funds	--	--	(3,500)
Of which: Unrestricted Funds	(601)	26,954	(6,360)
Total Funds carried forward	31,368	31,969	5,015
Of which: Restricted	--	--	--
Of which: Unrestricted	31,368	31,969	5,015

THE FACTION THEATRE PRODUCTIONS LTD
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CONSOLIDATED BALANCE SHEET
AS AT 30 SEPTEMBER 2021

	30-Sep-21 £	30-Sep-20 £	30-Sep-19 £
CURRENT ASSETS			
Cash at Bank and in Hand	31,368	31,969	5,015
CREDITORS			
Amounts falling due in one year	--	--	--
NET CURRENT ASSETS	31,368	31,969	5,015
DEBTORS			
Amounts falling due in one year	--	--	--
NET ASSETS	<u>31,368</u>	<u>31,969</u>	<u>5,015</u>
CHARITY FUNDS			
Restricted Funds	--	--	--
Unrestricted Funds	31,368	31,969	5,015
TOTAL FUNDS	<u>31,368</u>	<u>31,969</u>	<u>5,015</u>

The Trustees consider that the company is entitled to exemption from the requirement to have an audit under the provision of section 477 of the Companies Act 2006 ("The Act") and members have not required the company to obtain an audit for the year in question in accordance with section 476 of the Act. Equally, in accordance with section 145 of the Charities Act of 2011, as the income in the year does not exceed £25,000, and as the Trustees have not elected otherwise, the company is exempt from the requirement of an audit by an independent examiner.

The Trustees acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 30 September 2021 and of its net incoming resources for the year in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Act relating to financial statements, as far as applicable to the company.

The financial statements have been prepared in accordance with the provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The Financial Statements were approved by the Trustees on 18th May 2022 and signed on their behalf, by


Jane Claire OBE
Trustee, The Faction Theatre Productions Limited

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The notes on the following pages form part of these Financial Statements

THE FACTION THEATRE PRODUCTIONS LTD
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2021

1. ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with the Statements of Recommended Practice (SORP), "Accounting and Reporting by Charities" published in March 2005, applicable accounting standards and the Companies Act 2006.

Company status

The company is a company limited by guarantee. The members of the company are the Trustees named on page 1. In the event of the company being wound up, the liability in respect of the guarantee is limited to £1 per member of the company.

Fund accounting

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the company and which have not been designated for other purposes.

Restricted funds have been donated to the Company during the financial year and are limited in their use to very specific purposes, unless released by the donor.

Incoming resources

All incoming resources are included in the Statement of Financial Activities when the company has entitlement to the funds, certainty of receipt and the amount can be measured with sufficient reliability.

Income tax recoverable in relation to donations received under Gift Aid or deeds of covenant is recognised at the time of receipt of the Gift Aid refund by HMRC.

The Company has been able to claim Theatre Tax Relief for productions in the financial year as well as those in previous years.

Resources expended

Expenditure is accounted for on an accrual basis and has been included under expense categories that aggregate all costs for allocation to activities. Where costs cannot be directly attributed to particular activities they have been allocated on the basis consistent with the use of the resources.

Fundraising costs are those incurred in seeking voluntary contributions and do not include the costs of disseminating information in support of the charitable activities. Support costs are those costs incurred directly in support of expenditure on the objects of the company and include project management carried out by the Artistic Directors. Governance costs are those incurred in connection with administration of the company and compliance with constitutional and statutory requirements.

Irrecoverable VAT is charged against the category of resources expended for which it was incurred.

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Basis of consolidation

The Financial Statements consolidate the accounts of The Faction Theatre Productions Limited and all of its subsidiary undertakings ('subsidiaries').

1. INCOME FROM DONATIONS

	2020-2021	2019-2020	2018-2019
	£	£	£
Donations			
General Donations	10,000	22,950	5,032
Friends & Other	--	--	6,700
Trusts & Foundations	4,714	30,428	13,371
Production Support	--	5,000	14,550
Tax Recovery (Gift Aid)	2,810	2,988	1,723
Total	17,524	61,366	41,376

During the year, the company received two grants: the final installment of the Arts Council England Emergency Relief fund (£1,714) and a grant from the Garrick Charitable Trust (£3,000).

2. INCOME FROM CHARITABLE ACTIVITIES

	2020-2021	2019-2020	2018-2019
	£	£	£
Charitable Activities			
Ticket Income / Guarantees	12,000	37,209	10,558
Learning & Participation	--	1,961	--
Total	12,000	39,170	10,558

3. OTHER INCOMING RESOURCES

	2020-2021	2019-2020	2018-2019
	£	£	£
Other Incoming Resources			
Theatre Tax Relief	1,574	3,989	--
Total	1,574	3,989	--

4. COST OF GENERATING VOLUNTARY INCOME

	2020-2021	2019-2020	2018-2019
	£	£	£
Expenditure on Raising Funds			
Fundraising	--	(1,095)	(450)
IT & Website	(267)	(702)	(2,936)
Total	(267)	(1,797)	(3,386)

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5. ANALYSIS OF EXPENDITURE BY ACTIVITY

	2020-2021	2019-2020	2018-2019
	£	£	£
Expenditure by Activity			
Theatre	(31,432)	(77,376)	(57,004)
Learning & Participation	--	--	(4,790)
Total	(31,432)	(77,376)	(61,794)

6. ANALYSIS OF DIRECT & SUPPORT COSTS

	2020-2021	2019-2020	2018-2019
	£	£	£
Analysis of Direct Costs			
Performer Fees	(2,336)	(25,200)	(18,118)
Production Teams	(7,740)	(2,500)	(4,966)
Stage & Technical Staff	--	(11,086)	(9,131)
Technical Equipment	(2,010)	(2,484)	--
Costumes, Sets, Props	(947)	(2,157)	(2,940)
Production Admin	(546)	--	(900)
Music Hire & Royalties	(1,000)	(4,510)	(2,029)
Transport	(667)	(5,303)	(4,043)
Printing & Programmes	--	(607)	(140)
Facility Rent	(1,244)	(1,896)	(1,595)
Public Relations	--	--	(100)
Archiving & Photography	(650)	(3)	(2,059)
COVID / PPE equipment	(257)	--	--
Irrecoverable VAT	--	--	(1,207)
Sundry	(540)	(1,307)	--
Production Development	(2,000)	(9,410)	(3,820)
Learning & Participation	--	--	(4,790)
Subtotal	(19,937)	(66,462)	(55,838)

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	2020-2021	2019-2020	2018-2019
	£	£	£
Analysis of Support Costs			
Fundraising	--	(900)	(450)
IT & Website	(267)	(702)	(2,936)
General Admin	--	(400)	--
Bank Charges	--	--	(10)
Staff Costs	--	--	--
Insurance	(2,395)	(2,453)	(2,561)
Governance:	(600)	(397)	--
Of which: Accountant	--	--	--
Subtotal	(3,262)	(4,852)	(5,956)

7. CONDENSED CASH FLOW

	2020-2021	2019-2020	2018-2019
	£	£	£
Beginning Cash	31,969	5,015	14,875
Net Operations	(601)	26,954	(9,860)
Non-Cash Items	--	--	--
Debtors	--	--	--
Creditors	--	--	--
Ending Cash	31,368	31,969	5,015

14. KEY MEMBERS & TRUSTEES

	2020-2021	2019-2020	2018-2019
	£	£	£
Key Members			
Artistic Directors	(8,500)	(6,061)	(9,456)
Subtotal	(8,500)	(6,061)	(9,456)

During the year no Trustee received any remuneration or other benefits.

15. RELATED PARTY TRANSACTIONS

During the year no donations, including memberships, were received from Trustees.

16. CONTROLLING PARTY

The Faction Theatre Production Limited, having no share capital, is under the control of the Board of Trustees, members of which are also the Directors of the Company.