

Mates in Mind –
A company limited by guarantee

Trustees' Report and Financial Statements

For the year ended 31 December 2020

Company number: 10338868
Charity number: 1172460
Scottish charity number: SC047778



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Mates in Mind

Report of the Trustees

For the year ended 31 December 2020

Mates in Mind was established by the Health in Construction Leadership Group and the British Safety Council as a registered charity in August 2016, operating primarily in the UK. The British Safety Council is the sole member of the charity, and the charity therefore forms part of the British Safety Council group of entities for the purposes of preparing consolidated financial statements. However, the charity operates at arm's length from the British Safety Council.

The Trustees' Report is also a Directors' Report, as required by chapter 5 part 15 of the Companies Act 2006, and all charity trustees are company directors. In accordance with the small company exemptions in the Companies Act 2006, the Trustees have limited their report and not produced a separate strategic report.

1. OUR COMMITMENT TO HEALTH, SAFETY AND WELLBEING

We aim to ensure our staff, associates and those people affected by our work activities are kept healthy and safe, and that we comply with all our legal obligations.

We review health, safety and wellbeing at each board meeting as well as in our regular team and line manager meetings. The team is represented on the group's health, safety and welfare committee, which comprises both management and employee representatives from all departments and divisions, and meets quarterly to review health and safety policies, systems and management performance and institute improvements where necessary.

All new staff are required to undertake induction training which includes detailed advice and guidance on health, safety and wellbeing. Following this, all staff are required to achieve as a minimum a level 1 qualification in health and safety, as well as basic awareness and understanding of mental health. We have both physical and mental health first aiders.

2. OBJECTIVES AND ACTIVITIES

2.1. Our charitable objects

The charity's objects, as set out in its governing document, are:

- a) To advance the education and understanding of employers, other organisations and the general public in mental health issues;
- b) To promote and improve the mental health and well-being of persons; and
- c) To relieve, or assist in the relief of, persons suffering from mental illness or distress for the public benefit.

2.2. Our vision, aims and strategy

Our vision is that "there is no health without mental health".

In support of this vision, our principal aims are to:

- a) Raise awareness and understanding of mental health and mental ill-health;
- b) Help people to understand how, when and where to get support; and
- c) Break the silence and stigma through promoting cultures of positive wellbeing throughout the industry.

We continue with our aim to reach 75% of workers in the construction industry by 2025.

Mates in Mind

Report of the Trustees (continued)

For the year ended 31 December 2020

2.2. Our vision, aims and strategy (continued)

As a charity, we have relied on donations and in-kind support from our key partners including, a significant amount of financial support from the British Safety Council. However, our aim is to be financially self-sufficient. We aim to increase our primary purpose trading activities and initially use any surpluses generated to build modest reserves to act as a buffer against economic turbulence. Once we have achieved this any further surplus will be used to further our charitable aims.

The charity trustees believe that Mates in Mind's vision, aims and objectives fully reflect our charitable objectives.

2.3. Our activities

Our main activities, undertaken to further the charity's purposes for the public benefit, are grouped under the following headings:

Guidance and Support - to support organisations in creating the right programme

Improving workplace mental health requires a cultural change in organisations from board room to site. Key to this is ensuring that the organisations we work with will have access to current and relevant information, guidance, advice and news. Dedicated support managers at Mates in Mind assist our supporters with direct advice and guidance. Supporters can access a wide range of materials through our web site, via the newsletters and published articles. Throughout the year we also used virtual conferences, seminars and networking events to share our guidance and support to supporters and others. Through working directly through our partners, business champions and supporters we also improved our reach through programme support delivered directly by the Mates in Mind team.

Awareness and Education - to educate and inform the workforce

Improving the understanding and knowledge of mental health in the workplace across employees at all levels is a vital part of creating a positive mental health environment. We offer a suite of educational and training options. This is now offered as blended learning, with online and face-to-face packages available. They are also delivered across the UK through our training partners.

Communication - to visibly support the framework throughout a business

An effective mental health plan needs to be well communicated across a business. We developed bespoke internal and external communications through press releases, web presence, social media and other visible collateral. Our programme offers support through a variety of communication collateral – from stickers, posters, flyers, information cards, and bespoke products for our supporters.

Recognising good practice – to improve the effectiveness & impact of our work and that of our partners

For the fourth year running, the Mates in Mind Impact Awards have celebrated those making meaningful change across workplaces. The awards aim to recognise and celebrate the good work of large organisations, SMEs and individuals across the UK. An independent panel of leading industry experts adjudicates the awards.

The charity trustees have assessed and are satisfied that each of our activities are for public benefit. We are satisfied that we have complied with the duties placed upon us under section 17 of the Charities Act 2011 having due regard to the general guidance on public benefit published by the Charity Commission.

Mates in Mind

Report of the Trustees (continued)

For the year ended 31 December 2020

3. ACHIEVEMENTS AND PERFORMANCE

3.1 Financial performance

The charity trustees measure the financial performance of the charity against a budget set by them for the year. The charity trustees also measure performance against other quantitative and qualitative performance metrics. These include the number of workers in the construction sector we reach through our programme of activity.

During the year the charity's total income was £593,960 (2019: £590,782) and it incurred a net surplus of £9,002 (2019: net deficit £15,621).

3.2 Managing the charity through COVID-19

COVID-19 has had a huge impact on our organisation during 2020, whether that's financial or people related, like so many others. Although we have weathered the continuing storm well due to strong, quick and decisive action, we are now a smaller organisation than in the past due to restructuring but with a firm platform from which to grow back to previous levels and beyond.

3.3 Managing Mental Health and Wellbeing

Our work during 2020 centred around improving the education and awareness around mental health, fortifying our belief that there is no health without mental health. We doubled down on our core industry, supporting the whole construction sector, ensuring that organisations of all sizes are providing the right mental health support for their employees (especially as mental health has been a core issue for workers during the COVID-19 pandemic and evidence shows that this will likely lead to ongoing trauma afterwards). We have also been reaching out to the self-employed and sole traders that do not have access to the support often offered by larger organisations and may be more vulnerable as a result.

Making the most of the move to remote working during the 2020 COVID lockdown, we adapted our training with Live Online and digital delivery of services. We have been working with the British Safety Council ('BSC') with the development of their new Wellbeing programme – Being Well Together. Mates in Mind are providing the Mental Health elements of the service. This is available to Mates in Mind ('MinM') and BSC customers alike. Not only will this add another reason for organisations to reach out to us, but also remain engaged with MinM.

COVID-19 has highlighted the importance of mental health in any workplace and MinM support and growth (albeit slowly) into the Transport and Logistics sector. MinM reacts to any new opportunity that arises in any sector or geographic location if appropriate.

3.4 Building understanding and capability

Our website is the main repository for materials and includes downloadable resources and collateral, video and podcasts, a growing number of case studies, further reference links for advice and technical support, and a range of other content. We have also been proactively building understanding and sharing information through our support for wider campaigns such as Mental Health Awareness Week, Time to Talk Day, Stop Make a Change and International Suicide Prevention Awareness Day. Our engagement and interaction with individuals have seen a significant increase in activity via our website and social media.

Mates in Mind

Report of the Trustees (continued)

For the year ended 31 December 2020

3.5 Promoting leadership and worker engagement

We continue to celebrate and champion our partnerships with key groups and organisations from across various sectors. This has enabled Mates in Mind to push the reach of our voice further. Our partner organisations have helped us to continue shaping the conversation around mental health. During the last year, Mates in Mind have been lucky enough to be provided platforms at numerous industry events, where we addressed the challenge of mental ill-health with influential leadership audiences, raising awareness about the issue and our joined-up approach to tackling it.

3.6 Supporting the hardest to reach

Promoting Mental Health amongst Small and Medium sized Enterprises is a key area of focus. These organisations often do not have internal support such as HR or Health and Safety departments that would be a usual route to discuss workplace mental health. Coupled with the Office of National Statistics reporting that low skilled labourers in construction have a suicide risk that is three times higher than the average for England, it is clear that those further down the supply chain are likely to be at a higher risk.

3.7 Campaigning for sensible legislation, regulation and application

Campaigning is a useful way to raise the profile of mental health issues in the workplace. Whilst Mates in Mind does not undertake direct campaigning, we do support others that address this issue or associated issues. We are therefore able to support and provide reciprocal benefit to select partners with this understanding, including the British Safety Council and the Health in Construction Leadership Group, such that they can take their campaigns and lobbying forward.

4. FINANCIAL REVIEW (including Strategic Report)

4.1 Performance of the charity

The principal funding sources of the charity in the reporting year were income from its primary purpose trading activities, as well as donations and grants from various bodies, including the British Safety Council.

The charity's income for the year totalled £593,960 (2019: £590,782), which included £331,726 (2019: £337,032) from charitable activities, £97,452 (2019: £99,586) from grants and £108,692 (2019: £154,164) from donations. The charity's income from charitable activities was generated principally from the sale of supporter subscriptions, business champion packages and from licence income from the use of its Start the Conversation learning materials. During the year the charity received £56,090 (2019: nil) government grant income support under the Coronavirus Job Retention Scheme ("furlough support").

The charity's expenditure in the year totalled £584,958 (2019: £606,403), including £493,815 (2019: £435,548) in staff costs.

The charity incurred a net surplus in the year of £9,002 (2019: net deficit £15,621).

The summary of the financial results should be read in conjunction with the financial statements and related notes.

4.2 Position of the charity at the year-end

The charity had negative funds at 31 December 2020 in the amount of £25,380 (2019: negative £34,382). The charity is projecting a budgeted surplus for 2021. This is predominantly due to increases in supporters and from referral fees from the British Safety Council. This increase is expected to move the charity to a positive net funds position during 2021.

Mates in Mind

Report of the Trustees (continued)

For the year ended 31 December 2020

Additionally, the trustees have received a signed letter from the parent company committing to support Mates in Mind for at least the next 12 months. Taking all of this into account and given our likely and prudent growth plan, we believe the demand for the charity's services will be sufficient to deliver our charitable and financial objectives going forward.

4.3 Reserves

The charity's reserves are those unrestricted funds that are freely available to spend on any of the charity's purposes. They therefore exclude tangible and intangible fixed assets held for the charity's own use, which are treated as designated funds. In addition, restricted funds are held in relation to funds received for a particular purpose the use of which is restricted to terms stipulated by the donor.

The charity had negative free reserves at 31 December 2020 in the amount of £107,795 (2019: negative £52,252). The charity's medium-term aim is to grow its primary purpose trading activities and to use any surpluses generated to build modest reserves to act as a buffer against economic turbulence.

4.4 Principal risks and uncertainties facing the charity

The principal risk facing the charity was that income from its primary purpose trading activities would not grow sufficiently to cover its operating costs. The objective of the charity in managing this liquidity risk is to ensure that it can meet its financial obligations as and when they fall due. The charity expects to meet its financial obligations through a combination of operating cash flows and financial support provided by its parent entity, the British Safety Council.

Due to the financial risk from COVID in 2020 the trustees took the difficult decision to make redundancies to lower the charity's fixed costs and mitigate this risk.

The other principal risks include customer credit exposure. The charity may offer credit terms to its customers which allow payment of the debt after delivery of the goods or services. The charity is at risk to the extent that a customer may be unable to pay the debt on the specified due date. This risk is mitigated by the strong on-going customer relationships. At the start of COVID in 2020 the charity did experience temporary delays in payment from customers as they adjusted their payment process to working remotely.

4.5 Going concern

During the year, the charity continued to receive support from its parent entity, the British Safety Council. The trustees have therefore obtained written confirmation from the British Safety Council of its intention to provide support to the charity to enable it to continue operating and to meet its liabilities, as and when they fall due, for a period of not less than 12 months from the date of this Trustees' Report and financial statements. The trustees have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the charity to continue as a going concern.

Mates in Mind

Report of the Trustees (continued)
For the year ended 31 December 2020

5. FUTURE PLANS

5.1 MINM Future plans

As we look to the next 12 months and beyond, we are excited for Mates in Mind to continue to advance the reach of our joined-up approach to mental health. Working closely with our community of Supporters and bolstered by our partnerships, we are striving to ensure that every workplace understands that there is no health without mental health – and providing them the skills, clarity, and confidence to drive positive change to mental health amongst their workforce.

With this in mind, over the next year the focus will be across five key areas:

Reaching those in need: In 2021 Mates in Mind will continue to expand across construction but also widen its reach into new sectors. It will also focus on increasing direct support and signposting to important groups such as apprentices, sole traders and micro-businesses.

Financial sustainability: Trading income and donations are core to ensuring long-term financial security that will enable the charity to cope with external factors that might have an impact.

Delivering more and wider range of support: The range of services on offer will increase to complement the current programme and meet the maturing needs of our supporters.

Increased impact: Improving the understanding of interventions in workplace mental health will focus on our research and evidence base.

Improved access: The development of a new website will improve access to advice, guidance and support. This will increase engagement with supporters and non-supporters alike. It will also include e-commerce making it easier for organisations to purchase subscriptions and materials from MinM.

It is anticipated that we will continue to receive in-kind managerial, administrative and project support from the British Safety Council, which also plays a key role in the governance arrangements of the charity.

6. STRUCTURE, GOVERNANCE AND MANAGEMENT

6.1. Governing document

The governance arrangements are set out in Mates in Mind's articles of association adopted 9 December 2020.

6.2. Structure

The charity is a company limited by guarantee not having a share capital incorporated in England and Wales. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the company.

The sole member of the charity is the British Safety Council (a charitable company limited by guarantee). Mates in Mind therefore forms part of the British Safety Council group for the purposes of the preparation of consolidated financial statements.

6.3. Our Board and Management

Our board of charity trustees is currently made up of seven trustees who are also members and directors of the charitable company (the charity), as set out in the last page of this document. The charity's constitution provides that the British Safety Council, as the sole member of the charity, is entitled to appoint up to two persons as trustees and that, where possible and practical, a further two trustees should have a construction industry background.

Mates in Mind

Report of the Trustees (continued)
For the year ended 31 December 2020

The charity trustees have delegated management of the charity to the Managing Director, who reports on performance against the strategic plans and budget approved by the charity trustees. The name of the Managing Director is set out on the last page of this document.

The charity, which forms part of the British Safety Council group, benefits from the British Safety Council's system of governance and experience. The charity has entered into a management agreement with the British Safety Council, which provides for:

- the charity to adopt and apply accounting and employee policies and financial procedures that are consistent with the policies and financial adopted by the British Safety Council;
- certain key matters to be determined by a special directors' resolution. Such resolutions require the approval of at least one of the trustees appointed by the British Safety Council; and
- the charity to provide to the British Safety Council quarterly income and expenditure statements, so that the British Safety Council can monitor the charity's performance against its plans.

On appointment, charity trustees undergo an induction process to brief them on their legal obligations under charity and company law, the content of the articles of association and the decision-making processes, the strategic plan and recent key decisions by the board. Induction also includes a presentation, a meeting with key staff and the provision of charity documents and Charity Commission publications. All the charity trustees have experience at senior levels in other professional and voluntary capacities. Charity trustees are encouraged to attend further training.

6.3. Risk Management

The charity trustees are responsible for the charity's risk management and the effectiveness of internal control systems. As part of the charity's regular procedures the charity trustees and management examine and review the major risks to which the charity is exposed. The charity trustees are satisfied that those major risks as identified have been adequately managed, where necessary. It is recognised that systems can only provide reasonable, but not absolute, assurance that major risks have been adequately managed. To this end, the risk analysis schedules are presented annually to the board of trustees.

7. REFERENCE AND ADMINISTRATIVE DETAILS

Reference and administrative details of the charity are set out on the last page of this document.

Mates in Mind
Report of the Trustees (continued)
For the year ended 31 December 2020

Trustees' responsibilities for the financial statements

The charity trustees (who are also directors of Mates in Mind for the purposes of company law) are responsible for preparing the Trustees' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the charity trustees to prepare financial statements for each financial year in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable laws). Under company law the charity trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the affairs of the charity and of the incoming resources and application of resources, including the income and expenditure, of the charity for that period.

In preparing the financial statements, the charity 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.

The charity trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charity's transactions and 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 Charities and Trustee Investment (Scotland) Act 2005, regulation 8 of the Charities Accounts (Scotland) Regulations 2006 (as amended) and with the requirements of 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.

In so far as the charity trustees are aware:

- there is no relevant audit information of which the charitable company's auditors are unaware; and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

The charity trustees are responsible for the maintenance and integrity of the corporate and financial information included on the charitable company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions. In preparing this report charity trustees have taken the advantage of the small companies' exemptions provided by section 381a of the Companies Act 2006.

Auditor

BDO LLP were re-appointed as auditors in accordance with section 485 (4) of the Companies Act 2006.



Steve Hails on behalf of the board

The annual report was approved by the Board and authorised for issue on 28 July 2021.

Mates in Mind
Independent Auditor's Report
As at 31 December 2020

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS AND TRUSTEES OF MATES IN MIND

Opinion on the financial statements

In our opinion, the financial statements:

- give a true and fair view of the state of the Charitable Company's affairs as at 31 December 2020 and of its incoming resources and application of resources 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, the Charities and Trustee Investment (Scotland) Act 2005 and regulation 8 of the Charities Accounts (Scotland) Regulations 2006, as amended in 2010.

We have audited the financial statements of Mates in Mind ("the Charitable Company") for the year ended 31 December 2020 which comprise the statement of financial activities (incorporating an income and expenditure account), the balance sheet and notes to the financial statements, including a summary of 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).

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 Charitable Company in accordance with the ethical requirements 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 related 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 Charitable Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

Other information

The Trustees are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. The other information comprises: the Report of the Trustees. 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. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

Mates in Mind

Independent Auditor's Report (continued)
For the year ended 31 December 2020

Other Companies Act 2006 reporting

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' Report, which includes the Directors' Report prepared for the purposes of Company Law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report, which are included in the Trustees' Report, has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Charitable Company and its environment obtained in the course of the audit, we have not identified material misstatement in the Trustee's report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 and the Charities and Trustee Investment (Scotland) Act 2005 requires us to report to you if, in our opinion;

- proper and 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 Directors' 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 directors' report and from the requirement to prepare a strategic report.

Responsibilities of Trustees

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

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

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditor under section 44(1)(c) of the Charities and Trustee Investment (Scotland) Act 2005 and under the Companies Act 2006 and report in accordance with the Acts and relevant regulations made or having effect thereunder.

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.

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- enquiry of management and Those Charged with Governance regarding known or suspected instances of non-compliance with laws and regulation and fraud;

Mates in Mind
Independent Auditor's Report (continued)
For the year ended 31 December 2020

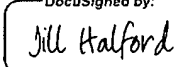
- reading minutes of meetings of Those Charged with Governance; reviewing correspondence with regulatory bodies and from legal advisors to identify indications of non-compliance with laws and regulations;
- assessing the design and operating effectiveness of controls and procedures relevant to the preparation of the financial statements and the detection and prevention of irregularities and fraud;
- determining whether the accounting policies and presentation adopted in the financial statements are in accordance with 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) and the Statement of Recommended Practice for Charities;
- performing analytical procedures to identify unusual or unexpected relationships that may indicate risks of material misstatement due to fraud. Areas of identified risk are then tested substantively;
- addressing the risk of fraud through management override of controls by testing the appropriateness of journal entries and other adjustments, with particular focus on unusual account combinations and postings by unexpected users or senior management;
- challenging the assumptions and judgements made by management for key estimates, in particular the recoverability of debtors;
- incorporating unpredictability into our testing approach through amending the nature and extent of audit procedures;
- carrying out detailed testing, on a sample basis, of transactions and balances agreeing to appropriate documentary evidence to verify the completeness, existence and accuracy of the reported financial statements.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities for the audit of the financial statements is located at the Financial Reporting Council's ("FRC'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, and to the Charitable Company's trustees, as a body, in accordance with the Charities and Trustee Investment (Scotland) Act 2005. Our audit work has been undertaken so that we might state to the Charitable Company's members and trustees 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, the Charitable Company's members as a body and the Charitable Company's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

Jill Halford (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
London, UK

Date: 29 July 2021

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Mates in Mind
Statement of Financial Activities
(incorporating an Income and Expenditure Statement)
For the year ended 31 December 2020

	Note	Year ended 31 December 2020			Year ended 31 December 2019		
		Unrestricted funds £	Restricted funds £	Total funds £	Unrestricted funds £	Restricted funds £	Total funds £
Income from:							
Donations		108,692	-	108,692	154,164	-	154,164
Charitable activities		316,726	15,000	331,726	337,032	-	337,032
Grants		97,452	-	97,452	99,586	-	99,586
Other income	2	56,090	-	56,090	-	-	-
Total		578,960	15,000	593,960	590,782	-	590,782
Expenditure on:							
Charitable activities	2	(578,458)	(6,500)	(584,958)	(583,702)	(22,701)	(606,403)
Total		(578,458)	(6,500)	(584,958)	(583,702)	(22,701)	(606,403)
Net Income / (expenditure)		502	8,500	9,002	7,080	(22,701)	(15,621)
Transfers between funds		-	-	-	-	-	-
Net movement in funds / (deficit)		502	8,500	9,002	7,080	(22,701)	(15,621)
Reconciliation of funds / (deficit):							
Total deficit brought forward at 1 January		(44,382)	10,000	(34,382)	(51,462)	32,701	(18,761)
Total deficit carried forward at 31 December		(43,880)	18,500	(25,380)	(44,382)	10,000	(34,382)

All of the above results are derived from continuing activities. The profit / (loss) for the for year for Companies Act purposes was the same as the net movement in funds for the year.

The accompanying accounting policies and notes form an integral part of these financial statements.

Mates in Mind
Balance Sheet
As at 31 December 2020

	Note	2020 £	2019 £
Fixed assets			
Intangible assets	4	58,419	-
Tangible fixed assets	5	<u>5,496</u>	<u>7,870</u>
		63,915	7,870
Current Assets			
Debtors	6	50,529	180,754
Cash at bank		<u>231,765</u>	<u>44,887</u>
		282,294	225,641
Creditors: amounts falling due within one year	7	(371,589)	(267,893)
NET LIABILITIES		<u>(25,380)</u>	<u>(34,382)</u>
(Deficit) / funds			
Unrestricted deficit - undesignated	9, 10	(107,795)	(52,252)
Unrestricted funds - designated	9, 10	63,915	7,870
Restricted funds	9, 10	<u>18,500</u>	<u>10,000</u>
TOTAL DEFICIT		<u>(25,380)</u>	<u>(34,382)</u>

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

The financial statements were approved by the Board and authorised for issue on 28 July 2021.



.....
Steve Hails, Chair

The accompanying accounting policies and notes form an integral part of these financial statements.

Company number: 10338868

Mates in Mind

Notes to the Financial Statements

For the year ended 31 December 2020

1. PRINCIPAL ACCOUNTING POLICIES

Significant judgements, key assumptions and estimates

The preparation of the financial statements in conformity with generally accepted accounting practice requires the charity trustees to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the accounts, and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from these estimates.

The charity has taken advantage of the exemptions from producing a separate cashflow statement and financial instrument disclosures as laid out in section 1.12 of FRS102.

Basis of preparation

The financial statements have been prepared:

- a) Under the historical cost convention.
- b) In sterling, which is the functional currency of the charity.
- c) In accordance with FRS102 section 1A small entities, the statement of recommended practice 'Accounting and Reporting by Charities' (SORP 2019) and applicable company and charitable law in the UK. The charity is a public benefit entity, as defined by FRS 102. The accounting policies adopted by the charity trustees are described below.
- d) On the going concern basis.
COVID-19 has impacted on the short to medium term future of Mates in Mind. However, the trustees are very supportive of the fact the charity has acted quickly to reduce costs, deliver a comprehensive offering virtually, and operate more efficiently. This has included a restructure of the team, furloughing employees in non-critical areas and reducing headcount. Taking all of this into account and given the charity's likely and prudent growth plan, the trustees believe the reduced number of employees and demand for the charity's services will be sufficient to deliver its charitable and financial objectives going forward.

Due to COVID the charity has refined its forecasting process and tools enabling it to budget at a more granular detail for 2021 – 2023. This additional detail and regular forecast updates providing the trustees with more visibility and confidence in the charity as a going concern. Whilst the charity is expected to generate positive cash flows for the foreseeable future, this is contingent upon the British Safety Council continuing to provide support. The trustees have therefore obtained written confirmation from the British Safety Council of its intention to provide support to the charity to enable it to continue operating and to meet its liabilities, as and when they fall due, for a period of not less than 12 months from the date of this Trustees' Report and financial statements.

Fund accounting

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

Designated funds are unrestricted funds which are to be used in accordance with specific decisions made by the charity trustees. They are reviewed annually. In addition, the charity trustees designate funds to match the net book value of tangible and intangible fixed assets.

Restricted funds are funds received for a particular purpose the use of which is restricted to terms stipulated by the donor.

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

1. PRINCIPAL ACCOUNTING POLICIES (continued)

Intangible assets

Intangible assets are stated at cost less accumulated amortisation. Amortisation is calculated, using the straight-line method, to allocate the depreciable amount of the assets to their residual values over their estimated useful lives, as follows:

Website development costs	3 – 5 years
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Amortisation commences once the asset is brought into use. The carrying values of intangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. An impairment loss is recognised immediately in the SOFA.

Tangible fixed assets and depreciation

Depreciation is provided on all property, plant and equipment, at rates calculated to write off the cost, less estimated residual value, of each asset on a systematic basis over its expected useful life as follows:

Computer hardware and software	4 - 8 years
--------------------------------	-------------

Depreciation commences once the asset is brought into use. The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. An impairment loss is recognised immediately in the SOFA.

Trade debtors

Trade debtors are recognised at the undiscounted amount of cash receivable from the customer, less any appropriate provision for estimated irrecoverable amounts. A provision is established for irrecoverable amounts when there is objective evidence that amounts due under the original payment terms will not be collected.

Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term deposits with an original maturity date of three months or less.

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

1. PRINCIPAL ACCOUNTING POLICIES (continued)

Income

Income is recognised to the extent that the charity obtains the right to consideration in exchange for its performance. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty. The following criteria must also be met before revenue is recognised:

Income from the rendering of services, including training courses, is recognised by reference to the stage of completion. Fees received in advance, relating to future periods are carried forward in the balance sheet as deferred income.

Subscriptions, receivable on varying dates throughout the year, are apportioned on a time basis, the proportion received in advance being carried forward in the balance sheet.

Donations and grants are recognised when received or when the charity is entitled to the income and receipt is probable and measurable. Gifts in kind (representing donations of services) are measured at the fair value of the gift, usually the cost to the donor.

Expenditure

All expenditure is accounted for on an accruals basis and is allotted directly to the activity to which they relate. Support costs including governance, management, finance, information technology, human resources are allocated to the charitable activities. Irrecoverable VAT is included in the expense item to which it relates.

Product development expenditure is written off as incurred.

Trade creditors

Trade creditors are recognised at the undiscounted amount owed to the supplier.

Defined contribution pension scheme

A charity's personal pension is available to staff with an employer contribution depending on the employee's age. The cost of providing this benefit is charged to the SOFA in year.

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

2. OTHER INCOME / BREAKDOWN OF RESOURCES EXPENDED

Other income - Coronavirus Job Retention Scheme ("furlough support")

During the year the group received government grant income support under the Coronavirus Job Retention Scheme ("furlough support") in contribution to staff costs. This grant income is presented as Other income in the Statement of Financial Activities and amounted to £56,090 (2019: nil).

Breakdown of resources expended

	2020		
	Activities undertaken directly £	Support costs £	Total £
Resources expended - Charitable activities	543,761	41,197	584,958

	2019		
	Activities undertaken directly £	Support costs £	Total £
Resources expended - Charitable activities	538,600	67,803	606,403

Support cost allocations

	2020 Support costs - Charitable activities £	2019 Support costs - Charitable activities £
Management and administration	36,212	57,413
Human resources	4,500	8,920
Information Technology	485	1,470
Total	41,197	67,803

Total expenditure is stated after including the following:

	2020 £	2019 £
Staff costs (note 3)	493,815	435,548
Auditor's remuneration - auditing the accounts	6,350	6,300
Auditor's remuneration - tax compliance services	3,560	2,716

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

3. STAFF COSTS

Staff costs during the year were as follows:

	2020	2019
	£	£
Wages and salaries	409,087	379,853
Social security costs	47,570	39,346
Expense for defined contribution pension schemes	25,617	16,349
Redundancy costs	11,541	-
	<u>493,815</u>	<u>435,548</u>

The average number of persons employed by the group during the year was 10 (2019: 9).

The number of employees who received employee benefits (excluding employer pension costs) of more than £60,000 during the year was as follows.

	2020	2019
	Number	Number
£60,001 - £70,000	1	1
£70,001 - £80,000	1	-
£80,001 - £90,000	-	1
	<u>2</u>	<u>2</u>

Two key management personnel (2019: two) were members of the defined contribution pension scheme. Contributions amounting to £8,969 (2019: £9,630) were paid on their behalf.

During the year, as part of the redundancy programme, an ex-gratia payment of £5,273 was made to Joscelyne Shaw, a former member of key management personnel, recognising the contribution during the formation and subsequent activities of the charity.

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

4. INTANGIBLE ASSETS

	2020 Website development costs £	2019 Website development costs £
Cost		
At 1 January	-	-
Additions	58,419	-
Disposals	-	-
At 31 December	58,419	-
Amortisation		
At 1 January	-	-
Provided in year	-	-
Disposals	-	-
At 31 December	-	-
Net book value at 31 December	58,419	-
Net book value at 1 January	-	-

5. FIXED ASSETS

	2020 Computer equipment £	2019 Computer equipment £
Cost		
At 1 January	9,498	3,698
Additions	-	5,800
Disposals	-	-
At 31 December	9,498	9,498
Depreciation		
At 1 January	(1,628)	(462)
Provided in year	(2,374)	(1,166)
Disposals	-	-
At 31 December	(4,002)	(1,628)
Net book value at 31 December	5,496	7,870
Net book value at 1 January	7,870	3,236

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

6. DEBTORS

	2020	2019
	£	£
Trade debtors	45,305	69,831
Other debtors	4,827	2,568
Due from parent undertaking	-	108,055
Prepayments and accrued income	397	300
	<u>50,529</u>	<u>180,754</u>

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	£	£
Trade creditors	6,619	17,408
Other creditors	18,962	7,144
Taxation and social security	10,845	22,785
Accruals	14,624	22,500
Due to parent undertaking	95,065	-
Deferred income (note 8)	225,474	198,056
	<u>371,589</u>	<u>267,893</u>

8. DEFERRED INCOME

	2020	2019
	£	£
Deferred income as at 1 January	198,056	157,967
Deferred incoming resources	283,432	41,718
Release of deferred income	(256,014)	(1,629)
Deferred income as at 31 December	<u>225,474</u>	<u>198,056</u>

Income is recognised in accordance with the accounting policies, with a deferral made for income which has been invoiced before its recognition criteria are met. Income received in advance, relating to future periods, is carried forward in the balance sheet as deferred income.

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

9. SUMMARY OF MOVEMENTS IN (DEFICIT) / FUNDS

Movements in funds during the year ended 31 December 2020 were as follows:

	At 1 January 2020 £	Income £	Expenditure £	Transfers £	At 31 December 2020 £
Unrestricted funds					
Undesignated funds	(52,252)	578,960	(578,458)	(56,045)	(107,795)
Designated funds	7,870	-	-	56,045	63,915
	(44,382)	578,960	(578,458)	-	(43,880)
Restricted					
Northern Counties Society Group	10,000	-	-	-	10,000
Tideway	-	15,000	(6,500)	-	8,500
	10,000	15,000	(6,500)	-	18,500
Total (deficit) / funds	(34,382)	593,960	(584,958)	-	(25,380)

Movements in funds during the year ended 31 December 2019 were as follows:

	At 1 January 2019 £	Income £	Expenditure £	Transfers £	At 31 December 2019 £
Unrestricted funds					
Undesignated funds	(54,698)	590,782	(583,702)	(4,634)	(52,252)
Designated funds	3,236	-	-	4,634	7,870
	(51,462)	590,782	(583,702)	-	(44,382)
Restricted					
Northern Counties Society Group	10,000	-	-	-	10,000
BC&e Mowlem Awards	20,000	-	(20,000)	-	-
CITB NI	2,701	-	(2,701)	-	-
	32,701	-	(22,701)	-	10,000
Total (deficit) / funds	(18,761)	590,782	(606,403)	-	(34,382)

Undesignated funds / Designated funds

The board's policy is to designate funds to match the value of the charity's tangible and intangible fixed assets and for essential future spending. The transfers from undesignated to designated funds is to reflect the net book value of the tangible and intangible fixed assets at the year end. The deficit on undesignated funds arises from expenditures in the establishment and trading of the charity. The Trustees aim to increase primary purpose trading activities and use any surpluses generated to build modest reserves.

Restricted funds

Tideway funds represent funds for use on projects related to providing training and support to vulnerable workers (sole traders/micro businesses), in the construction industry.

Northern Counties Society Group represents funds to be spent on activities in the North East.

BC&e Mowlem Awards represents funds to be spent on mental health training for apprentices.

CITB NI represents grant funded projects to undertake training in Northern Ireland.

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

10. ANALYSIS OF NET (LIABILITIES) / ASSETS BETWEEN (DEFICIT) / FUNDS

Fund balances at 31 December 2020 are represented by:

	Undesignated funds £	Designated funds £	Restricted Funds	Total funds £
Intangible fixed assets	-	58,419	-	58,419
Tangible fixed assets	-	5,496	-	5,496
Current Assets	263,794	-	18,500	282,294
Current liabilities	(371,589)	-	-	(371,589)
Total funds	(107,795)	63,915	18,500	(25,380)

Fund balances at 31 December 2019 are represented by:

	Undesignated funds £	Designated funds £	Restricted Funds	Total funds £
Tangible fixed assets	-	7,870	-	7,870
Current Assets	215,641	-	10,000	225,641
Current liabilities	(267,893)	-	-	(267,893)
Total funds	(52,252)	7,870	10,000	(34,382)

11. CAPITAL COMMITMENTS

At the year-end, the charity had entered into capital commitments amounting to £175,000 (2019: nil).

12. PROVISIONS FOR LIABILITIES, CONTINGENT ASSETS AND LIABILITIES

At 31 December 2020 and 31 December 2019, the charity had no provisions for liabilities, contingent assets or contingent liabilities.

13. POST EMPLOYMENT BENEFITS

Defined contribution scheme

The charity operates a defined contribution group personal pension scheme. All eligible employees are automatically enrolled into the scheme in accordance with current legislation. The amount recognised in the SOFA as an expense for the defined contribution scheme is disclosed at note 3.

14. LEASING COMMITMENTS

At 31 December 2020 and 31 December 2019, the charity had no commitments under non-cancellable operating leases.

Mates in Mind
Notes to the Financial Statements (continued)
For the year ended 31 December 2020

15. TRANSACTIONS WITH TRUSTEES AND OTHER RELATED PARTIES

Trustees

The trustees incurred travel, accommodation, subsistence and venue costs during the year in fulfilling their duties. Whilst these costs may be either reimbursed to the charity trustees or paid directly to third parties, no such reimbursements or payments were made during the year or prior year.

Indemnity insurance is provided for the charity trustees as part of the parent entity's policy. That part of the premium paid during the year and prior year in respect of the charity trustees cannot be separately identified.

Key management personnel

The charity trustees received no remuneration for their services to the charity during the year or prior year.

All senior employees who have authority and responsibility for planning, directing and controlling the activities of the charity are key management personnel. The names of those individuals who served as key management personnel during the year are set out on the last page of this document. Total benefits (including social security costs) in respect of key management personnel during the year was £167,557 (2019: £155,248).

Intra-group transactions

During the year the British Safety Council charged the charity fees in the amount of £29,862 (2019: £38,600) in respect of management services provided by the British Safety Council to the charity. In addition, the British Safety Council provided grants to the charity in the amount of £97,452 (2019: £99,586) to assist with its administration costs.

At the end of the year, the net balance due to the British Safety Council was £95,065 (2019: £108,055 due from the British Safety Council).

Other related party transactions

During the year, the charity recorded income from sales made to organisations where certain trustees undertake their employment duties. These transactions were undertaken on normal commercial terms and amounted to £21,600 in aggregate (2019: £18,393). Income per related party can be analysed as follows: Balfour Beatty Plc £7,342 (2019: £18,393), Bazalgette Tunnel Ltd (t/a Tideway) £13,663 (2019: nil) and Seddon Construction Ltd £595 (2019: nil).

Parent and ultimate controlling party

The charity is a subsidiary of British Safety Council, a charity registered in England and Wales (Number 1097271), and Scotland (Number SC037998), and a company registered in England and Wales (Number 04618713). The parent company's strategy is to generate a surplus on revenue generating activities to fund the Influencing the health, safety and wellbeing agenda. The parent company's consolidated accounts are publicly available from its registered office at 70 Chancellors Road, Hammersmith, London W6 9RS.

Mates in Mind
Reference and Administrative Details
For the year ended 31 December 2020

Company number:	10338868						
Charity numbers:	1172460 in England and Wales SC047778 in Scotland						
Principal and registered office:	70 Chancellors Road Hammersmith London W6 9RS						
The Board of Trustees:	Steve Hails (Chair) Michael Robinson Heather Bryant Kevin Myers Paul Cottam (from 10 March 2020) Nicola Hodgkinson (from 10 March 2020) Arun Muttreja (from 21 May 2021) Fiona Malcolm (to 10 March 2020) Samantha Peters (to 21 May 2021) (Trustees listed above served throughout the year and since except where stated)						
Key management personnel:	<table><tr><td>Sarah Casemore</td><td>Managing Director (from 18 June 2021)</td></tr><tr><td>James Rudoni</td><td>Managing Director (to 18 June 2021)</td></tr><tr><td>Joscelyne Shaw</td><td>Executive Director (to 31 October 2020)</td></tr></table>	Sarah Casemore	Managing Director (from 18 June 2021)	James Rudoni	Managing Director (to 18 June 2021)	Joscelyne Shaw	Executive Director (to 31 October 2020)
Sarah Casemore	Managing Director (from 18 June 2021)						
James Rudoni	Managing Director (to 18 June 2021)						
Joscelyne Shaw	Executive Director (to 31 October 2020)						
Company secretary:	Michael Robinson						
Bankers:	Barclays Bank plc, 75 King Street, London, W6 9HY						
Solicitors:	Russell-Cooke Solicitors, 2 Putney Hill, London, SW15 6AB						
Auditor:	BDO LLP, 55 Baker Street, London, W1U 7EU						