

MAYFLOWER ACADEMY LTD
(A company limited by guarantee)

**THE REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 March 2024**

Company Registered number: 12809454
Charity Registered number: 1194797

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**THE REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS**
for the period ended 31 March 2024

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REPORT OF THE DIRECTORS
For the period ended 31 March 2024

The Directors present their report and consolidated financial statements for the period from 3 April 2023 to 31 March 2024.

Reference and Administrative Details

Company Registered number:
12809454

Charity Registered number:
1194797

Directors / Trustees:

M H Le Bas (Chair) (resigned 29 September 2023)
M R Wright (Chair) (appointed as Chair 29 September 2023)
R D Harrison
P Hewitt
J M Low
H R McBoyle
L Mitchell
M D Ockwell (ex-officio)
S W Pantling
S Sesodia
P Swindale (resigned 29 April 2024)

Members:

The Mayflower Theatre Trust
M H Le Bas
M R Wright
R D Harrison
P Hewitt
J M Low
H R McBoyle
L Mitchell
S W Pantling
S Sesodia
P Swindale (resigned 29 April 2024)

Company Secretary:

C Jones (resigned 31 July 2023)
H E Downey (appointed 7 August 2023)

Chief Executive and Creative Director:

M D Ockwell

Auditors:

Haysmacintyre LLP
10 Queen Street Place
London EC4R 1AG

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REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

Reference and Administrative Details (continued)

Bankers:

Santander UK Plc
Bridle Road
Bootle
Merseyside
L30 4GB

Solicitors:

Paris Smith LLP
1 London Road
Southampton
Hampshire
SO15 2AE

Registered office:

Mayflower Theatre
Empire Lane
Southampton
Hampshire
SO15 1AP

Site Address

MAST Mayflower Studios
142-144 Above Bar
Southampton
Hampshire
SO14 7DU

Board of Directors

The Board of Directors throughout the period and up to the date of this report was made up as follows:-

M H Le Bas (Chair) (resigned 29 September 2023)
M R Wright (Chair) (appointed as Chair 29 September 2023)
R D Harrison
P Hewitt
J M Low
H R McBoyle
L Mitchell
M D Ockwell (ex-officio)
S W Pantling
S Sesodia
P Swindale (resigned 29 April 2024)

The Board's members serve as Directors for the purposes of company law, and Trustees for the purposes of charity law. They are referred to as Directors throughout this report.

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REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

Structure, Governance and Management

Governing Document

The company is incorporated in England and Wales as a private company limited by guarantee and registered as a charity with the Charity Commission under number 1194797, governed by its Articles of Association. The financial statements are prepared in accordance with current statutory requirements, the governing document of the company and the Charities SORP. The primary objectives of the Trust as defined by the Articles of Association are the encouragement of the arts, the promotion and advancement of education and the cultivation and improvement of public education in drama, mime, opera, singing, music, dance, painting & sculpture, cinema, literature and other arts.

Appointment of Directors

Directors are nominated by the Board. The Board reviews the list of members from time to time to ensure that all skills are covered if a vacancy arises. The following criteria for all future Board members have been approved by the Board of Directors:

- clear business sense and strategic business planning;
- keen interest in performing arts, community theatre education and outreach;
- time available for Board activities;
- local/regional residence;
- community focused with knowledge of local businesses and local leaders;
- representation in one of the following skill sets: producing, education, community development, retail, finance, legal, environmental sustainability; and
- commitment to diversity and inclusion.

Director Induction and Training

New Directors undergo an orientation session with the Company Secretary to brief them on their legal obligations under Charity and Company Law, the contents of the Articles of Association, the committee and decision-making processes, the three year rolling business plan and recent financial performance of Mayflower Academy Ltd (MAL). They are also issued with an induction pack.

Related Parties

The Mayflower Theatre Trust (MTT) is currently a member of MAL along with 9 individuals. MTT shares some resources with MAL which are managed by a Service Level Agreement and includes the sharing of key roles. The MTT Chief Executive & Creative Director and Finance Director will carry out their respective functions for MAL and there is further shared resource with MTT, which includes 3 members of the Executive Management team, (Head of Sales & Marketing, Head of Creative Learning and Head of People & Culture), Programming, Finance, People & Culture, IT, Company Secretarial services and Box Office sales team which are all managed via the same Service Level Agreement. Furthermore, there is an agreed Benefits in Kind statement reflecting shared resources to the benefit of each organisation. The Mayflower social impact strategy is delivered jointly by MTT and MAL. In some points in this report we use the term 'theatre' which refers to MTT and 'studios' which refers to MAL.

Organisation

MAL is organised so that the Directors meet regularly to direct the management of its affairs. A Chief Executive & Creative Director is appointed by the Directors of MTT to manage the day to day operations of MAL. To facilitate effective operations, the Chief Executive & Creative Director has the delegated authority, within terms of delegation approved by the Directors, for operational matters including Finance & Administration, Sales & Marketing, Technical Service, People & Culture, and Programming activity.

Remuneration policy for key management

The remuneration of the Chief Executive & Creative Director is agreed by the MTT Board, taking account of the financial performance of both MTT and MAL, achievement of key performance indicators together with benchmarking against salaries of comparable positions in the industry. The remuneration is commensurate with similar charities. A proportion of the costs associated with this role are recharged to MAL via the Service Level Agreement.

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REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

Introduction from the Chair

We are pleased to be reporting a surplus of £15,739 for Mayflower Academy Ltd t/a MAST Mayflower Studios (MAST), exceeding original expectations.

We welcomed 60,778 customers, our highest number yet as we continue to grow our audience, to 310 performances across both Studio 1 and Studio 2. Our ticket income was £764,020 of which we retained 33%. Particularly pleasing was to see a year on year improvement across all our performance targets, reflecting positively on our strategies to develop the operation of our organisation.

The programming of the venue remains challenging as is the nature of mid-scale theatre. Family shows continue to be a strong genre for our audiences with again 5 of the top 6 most highly attended shows in year being a family production, with shows such as *Stickman*, *Zog*, *The Tiger Who Came to Tea*, *Peppa Pig's Fun Day Out* as well as our own, Christmas Youth Production of *A Christmas Carol*. We also presented drama with shows including our own production of *Sizwe Bansi is Dead* which then went on tour last autumn; *Metamorphosis*; *Macbeth*; *Oh What a Lovely War*; and *Crimes on Centre Court*. Comedians, musicians and speakers added to the variety of the programme including *Rhys James*; *Ivo Graham*; *Rosie Jones*; *Guz Khan*; *Andy Parsons*; *Troy Hawke*; *Vishwa Mohan Bhatt*; *Liza Pulman & Joe Stilgoe*; *Garth Marengi*; *Jeff Stelling*; and *James Haskell*. As part of our community programming we were pleased to present *Awaaz Quinquennial*; *Om Shanti Om*; Southampton Operatic Society's production of *Seussical*; *Windrush Caribbean Film Festival*; and UK Shaolin's *Chinese New Year 2024*; as well as numerous newly created works supporting the development of local artists.

It was the first year of our National Portfolio funding agreement with Arts Council England with £950,000 received in the year for which we are very grateful. We equally appreciate the support we are receiving from Southampton City Council, with £290,000 received in the year. We have secured a further commitment from them to March 2025 at a lower level of £261,000. We also acknowledge the support we received from Mayflower Theatre Trust for services provided via a Service Level Agreement which equated to £131,114 in year alongside additional support to the value of £429,908 provided as Benefits in Kind. MAST Mayflower Studios provide Mayflower Theatre with use of their spaces as part of the Benefits in Kind agreement to deliver some of their Participation (including community, education and outreach) activity under this arrangement to the value of £111,849.

Our partnerships with other cultural organisations in the region, creating a cultural hub for the city continued, with seven companies basing their operations with us and collaborating on numerous programming, producing and participation projects. We are very grateful to Artswork, ZoieLogic Dance Theatre, ArtfulScribe, Southampton & IOW Music Hub, Opera Up Close, Our Version Media and Sound Pop Academy for their continued engagement and commitment to the vision of MAST.

Mayflower takes its social, environmental and economic impact seriously and these three areas are at the heart of what we do. We, alongside Mayflower Theatre, work together to offer so much more than stages for actors and producers to showcase their talents and delight audiences. We have a complementary programme of participation events with the aim to ignite passion and creativity in people, giving them opportunities they never thought possible and bring them together with a shared love of theatre and the performing arts. We delivered 39,210 engagements across our Participation work in both venues and welcomed a further 7,462 audience members to enjoy this work.

We specifically focused on disadvantaged communities in the city; 56% of the schools we worked with had more than 15% of their students receiving free school meals. We delivered 53 workshops, 18 talks, and 14 backstage tours. We worked with 26 primary schools, 16 secondary schools, 7 further education colleges and 2 universities. We offered student nights and delivered our second Illuminate Drama Teachers Conference. We delivered our Summer Youth Project production of *Honk!* with 143 young people cast in the production. Our Christmas Youth Production of *A Christmas Carol* was performed with a company of 51 young people. We delivered a further 4,046 engagements through our Youth Theatre provision. There is more detail further on in the Report of the Directors.

Mayflower's commitment to reducing our environmental impact continued across our venues with our dedication to reducing our carbon footprint, in collaboration with our partners, staff, and suppliers. In the year at the theatre, we achieved a 9.8% reduction in energy consumption due to a rolling scheme of LED lighting upgrades, a more informative and efficient building management and monitoring software to help us control systems; localised heating controls; and raising awareness amongst our colleagues to turn off equipment and lights when not needed. We are currently

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implementing a similar programme of works at the Studios. We are also delighted to report that due to changes in our waste management, over 60% of our waste is recycled with the remaining waste used to generate energy.

Along with Mayflower Theatre, our economic impact on the city remains significant with over 520,000 audience members attending performances across both venues; the employment of 228 at the theatre; and a further 50 employed by the studios. We reinvest any surplus made into both the fabric of our buildings and into our education and participation programme to make arts and culture accessible across the city and communities we serve.

Our people continue to be a key focus and we were again pleased to be able to award pay increases in April 2023 and from April 2024 have been able to pay the Real Living Wage, aligning with Mayflower Theatre. We thank our teams for all their hard work and are proud of how they represent Mayflower. At the studios, we ended the year with 50 staff and 65 volunteers, and we would like to thank them all for their support over the year. We delivered 60 training and development courses for staff in the year across our venues. We continue to adapt our approach to recruitment to ensure we are representing the community we serve and aim to have a diverse workforce, reflecting that community. Finally, I pay tribute to my fellow Directors and our Company Secretary, for their contributions at meetings and support of myself and the venue. This ensures excellent governance and a positive approach, across the whole company, to all aspects of the business. We are looking forward to exciting times ahead.

Michael Wright, Chair

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REPORT OF THE DIRECTORS (continued)
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Objectives and Activities

The objectives of the charity are:

- the encouragement of the arts, the promotion and advancement of education and the cultivation and improvement of public education in drama, mime, opera, singing, music, dance, painting & sculpture, cinema, literature and other arts;
- the development of public appreciation of such art by the provision of a theatre and the presentation of public performances; and
- furthering the social and cultural welfare of the local community, its neighbourhood and visitors to the city.

The strategies employed to achieve the charity's objectives are to:

- present a broad range of artistic work;
- ensure that the deals with promoters are favourable to the charity and will ensure the return of a surplus at the end of the financial year;
- focus on involving young people in the arts through participation and engagement to ensure culture plays an integral part in personal development;
- introduce activity to encourage sectors of the community to experience theatre, who may not have engaged before; and
- support sector development through artist development, open calls and resident and associate company collaborations.

The major areas of activity are: musicals, family shows, opera, dance, drama and comedy.

Public Benefit

The Directors have had due regard to the Charity Commission's guidance on public benefit. In particular through Social, Environmental and Governance.

Social Impact

Mayflower provides an extensive participation programme delivered across both Mayflower Theatre and MAST Mayflower Studios. We offer so much more than stages for actors and producers to showcase their talents and delight audiences. We are a force for good, here to ignite passion and creativity in people. To give them opportunities they never thought possible and bring them together in a love of theatre and the performing arts. Over the year Mayflower Theatre invested £429,908 via Benefits in Kind and recharged £131,114 via the Service Level Agreement to MAST Mayflower Studios. MAST Mayflower Studios provided £111,849 in Benefits in Kind to Mayflower Theatre.

We delivered 39,210 engagements across our Participation work in both venues and welcomed a further 7,462 audience members to enjoy this work. We connected with a wide range of young people, schools, universities, community groups and adults to engage them with the live theatre offered at both venues.

Creative Schools

56% of the schools we worked with had above 15% of their students receiving free school meals, targeting disadvantaged communities in the city. We worked with 26 primary schools, 16 secondary schools, 7 further education colleges and 2 universities. We delivered 53 workshops, 18 talks and 14 backstage tours. 959 students signed up for Mayflower Student Nights, with 305 students accessing discounted theatre tickets with the scheme. We delivered our second Illuminate Drama Teachers Conference with 76 teachers in attendance. We also launched and delivered our Federation of Drama Schools Insight Day with 15 of the 18 top UK drama schools in attendance. 148 further education students attended to take part in workshops and gain insight into the world of drama schools. We delivered the annual free WNO school's concert with 1,111 in attendance from 15 primary schools. We delivered Production Insights workshops partnering with New Adventures, where we also launched our Tech Taster programme working with our production team giving insight to backstage careers alongside the team from *Edward Scissorhands*.

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*"Where do I begin?!?!? Thank you thank you thank you!!!! The students and I absolutely loved our tour! The experience was so much more hands on, and they loved getting a really close look at everything."
(Teacher)*

Youth Projects

We delivered our Summer Youth Project production of *Honk!* with 198 young people attending auditions and 143 cast in the production. 115 young people auditioned for our Christmas Youth Production *A Christmas Carol*, with 51 young people being cast in the production. We delivered 4,046 engagements through our Youth Theatre provision. Our drama group staged *One Million to Stop the Traffik* and our Musical Youth Theatre group staged *A Chorus Line*. We launched our new Production Arts group, offering young people workshops in lighting, sound, stage management, design and practical opportunities to apply this to youth productions, delivering 455 engagements. We launched our new actor training initiative *Elevate Ensemble* for those underrepresented in the arts, delivering 258 engagements including regular training sessions, industry masterclasses, and trips to see live theatre productions. Of the 7 young people supported by the programme who auditioned at UK Drama schools, 5 gained places. We continued to work with our local Associate companies, City Eye and ArtfulScribe, delivering Young Film Maker sessions with 204 engagements and Young Writer sessions with 837 engagements.

"SYP has given me a safe and collaborative place and I have found a passion here. There are amazing opportunities to enjoy, and I will be returning." (Summer Youth Project Participant)

A Place for ALL

We delivered 736 engagements through our backstage tour programme. We delivered 716 engagements through our show events, including a curated Q&A programme and access events. We delivered 953 engagements through our Southampton City Council funded adult learning work including singing for wellbeing projects and a new carers choir. We delivered 31 heritage volunteer sessions and 3 outreach heritage talks. We worked in partnership with several productions to deliver a holiday workshop programme including a weeklong activity with *Charlie and the Chocolate Factory*.

"I found the whole experience excellent from first to last, your staff were genuinely interested in giving me the best experience" (Touch Tour Participant)

Bursaries

We are grateful to MTT for providing a total of £8,660 in bursaries issued across our youth projects supporting 15% of participants in our Youth Theatre, 20% in the MTT Summer Youth Project production and 20% in our Christmas Youth Project.

Outreach

This year we delivered 4 bespoke visual arts projects that engaged with 351 participants who were facing barriers to cultural access which resulted in 759 engagements. This included a project for adults with autism, linked to the Diverse City production of *Waldo's Circus of Magic and Terror*; an exhibition with Solent Queer Society exploring themes of identity; partnering with the first Black Business Art and Music (BBAM) Festival to showcase work from local black artists; and undertaking our third Community Exhibition Takeover project at Christmas which was co-constructed with No Limit's Young Carers group, who determined Christmas themed content for all areas of the building. We then partnered with our local Holiday Activities and Food Fund (HAF) provision to work with schools with a high percentage of children in receipt of free school meals to create a series of installations.

"I joined in and was hypnotized by how calm it was. I am not a calm person or arty. I was so quiet and involved in what I was doing, no one would guess this would be for me, but your team were so friendly, so I wanted to go for the whole course." (Participant in the Waldo visual arts project)

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Our Community First Nights programme achieved great success this year, with 1,144 tickets given to members of local community groups who would otherwise be unable to access live performance. This year we worked closely with refugee and asylum seeker support charities such as Southampton and Winchester Visitors Group (SWVG) and The Clear Project, as well as Southampton's Social Services team. Members of these groups enjoyed a wide variety of performances and activities across both of our venues including our Family Fun Days, *Message in a Bottle*, *The Tiger Who Came to Tea*, *Shrek the Musical* and *Everybody's Talking About Jamie*.

We delivered 3 Family Fun Days across the year, linked to performances of *Brainiac Remixed*, *We're Going on a Bear Hunt* and *Peppa Pig's Fun Day Out*. In total we had over 2,300 visitors across all our Family Fun Days, and offered activity from resident partner companies, community partners, local arts organisations, and artists from our artist development programme.

In House Productions

As well as the impact on the young people participating in our youth projects, we have also been able to contribute to local and early career artists, through open calls for a wide variety of roles across our productions. Five freelancers joined us across our Summer Youth Project production *Honk!*, Christmas Youth Production *A Christmas Carol* and our Youth Theatre production *A Chorus Line*, including designers, choreographers and stage management. In addition to this, we ran interviews for alumni of our Youth Theatre and Projects, to join the 2023 Summer Youth Project production as Assistant Choreographer.

Away from our work with local young people, the same call outs provided 1 additional creative, 1 stage manager and 2 performers, for our other productions. In total 88 submissions were received for open call outs.

Our production of *Sizwe Bansi is Dead*, opened at MAST Mayflower Studios in October 2023 after three weeks rehearsing in Southampton. The tour visited three venues across the UK, Aberystwyth, Theatre by the Lake (Keswick) and The Barnfield (part of Exeter Northcott). The production was well received and performed through Black History Month. Mayflower Theatre Trust invested £55,000 in this production.

We were delighted to co-produce work with Frantic Assembly and New Old Friends. Frantic Assembly is an Associate company, and our co-production *Metamorphosis* played to sellout crowds in Southampton and continued onto a nationwide tour.

Our co-production with Ellie Keel Productions from 2022, *SAP*, moved into London for a short run at the Soho Theatre.

Artist Development - Propel

Across the year we held 57 meetings with local artists and theatre companies to provide mentorship support. 34 of these meetings supported artists and theatre companies based in Southampton, 6 were for those based in local Levelling Up for Culture Priority Places (LUCP) as identified by Arts Council England, and 17 were for artists in other local areas. We further supported the development of local artists through our Scratch Night offer.

We hosted 3 Scratch Nights, supporting 14 artists and theatre companies to develop their work. These events were attended by over 150 people, who gave valuable feedback to those performing, aiding them in the development of their work.

In August 2023 we were able to open our spaces to 57 artists across 15 different groups, offering a total of 194 hours of free rehearsal space for the development of work. This offer focused locally, with 60% of free room recipients being from Southampton, and 7% from the New Forest, one of our local Levelling Up for Culture Priority Places. In January we also offered 3 artist residencies which provided free rehearsal space and seed commission to works in development. This included Deadman Theatre, a theatre company based on the Isle of Wight, Open Plan Theatre, who have previously presented work at one of our Scratch Nights, and artist Anthony Underwood, who is working with deaf artists to create a musical adaptation of *The Tin Soldier*.

Through an open call out and interview process we identified our first cohort of Propel Associates; an artist development programme designed to support artists, theatre companies or arts festivals in their development and bridge the gap between our wider Artist Development work and our Associate company relationships. Our cohort includes 4 theatre companies, 3 artists and the Southampton Fringe Festival, and covers genres such as musical theatre, drama, dance

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and creative writing. Support for our Propel Associates includes ongoing mentorship and bespoke training workshops, seed commission, and opportunities to be programmed throughout the 20-month partnership, particularly during our upcoming 2025 Shout Season.

"I wanted to commend you for your access and accessibility as an autistic artist and I appreciated greatly how well I was looked after, and my sensory needs considered. This happens very rarely in most places."
- Artist participating in our free rehearsal space offer

Partnerships

This year we welcomed Artswork as a new Resident Partner at MAST Mayflower Studios. We continued to develop our work with our 7 Resident Partners, focusing on quarterly strategic meetings to look at opportunities to share our working practices and initiate plans for evaluating the impact of the cultural hub. Our collaboration with our partners continued through a variety of performance and participation work. Examples of this include working with Southampton & IOW Music Hub and ArtfulScribe as part of the Christmas Community Exhibition Takeover, commissioning Our Version Media to run a mobile storytelling programme as part of our Outreach work, and supporting OperaUpClose with the development of their upcoming piece *Riders to the Sea*.

Feedback

We have been humbled by the feedback we have received from participants, some already shared in this report, and below is a small sample of more:

Christmas Youth Project - A Christmas Carol

- *From start to finish Christmas Carol was so very fun, exciting and inspiring. The whole cast, creative team, technical team and chaperones made the experience so lovely, and I had such a lovely time being a part of something so magical.* <participant>
- *Being a part of this project has truly been one of the most beneficial and enjoyable experiences of my life. I feel as if I have come out of it a different person and am eternally grateful for everyone who worked on this project, as well as extremely proud to have shared a stage with so many talented actors.* <participant>
- *My son loved his time with so many friends who all had the same interest and character as him. It was a massive distraction from his difficult year, and to see the joy on his face after auditions (as well as tiredness) and especially after the shows.* <parent>
- *My daughter really appreciated the guidance given with her performance. She loved the rehearsals and seeing the performance come together, she was blown away by the set reveal. The costume fitting was a highlight for her. The amazing friendships she made were a key part to her experience, being able to work with like-minded young people. She has shown us all a side of her we knew was there, but she was reluctant to bring out.* <parent>

Summer Youth Project production - Honk!

- *Best experience of my life, never felt more comfortable and inspired by a group of people, definitely have found my place!* <participant>
- *Honk! was such an amazing experience and to actually perform on the Mayflower stage was unreal! Everyone there is really supportive and the rehearsals are soooooo fun because you can learn new skills and make lots of new friends!* <participant>
- *A wonderful experience, she was brimming with confidence, very relaxed & animated on stage & looked really happy. It was a pleasure to watch such a talented bunch! So proud of the whole team. How you can put on such an amazing show in 2 weeks is astounding* <parent>
- *I was so emotional seeing my daughter up there doing what she loves having the time of her life! I think as a parent you always try and do better and want better for your own children and knowing she has been able to have this chance and have a safe place to be able to express herself and be herself meant the world.* <parent>

Federation of Drama Schools Insights Day

- *The students were treated like adults and everything felt aimed at them in a very positive way. They gained a lot of confidence in the LAMDA Workshop and learnt a new acting technique. The drama schools represented there were all incredibly helpful and spent time with our students and the panel talk was invaluable. They learnt hints and tips as well as outstanding advice. Excellent event. Thank you* <teacher>
- *It's very difficult for my students to afford travel so the biggest benefit from today was having access to all of the top Drama Schools in one place making it much easier for them to find out about the processes. I think it also*

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challenged them to speak to professionals and ask questions which is good practice for them. There was a lovely overall message about drama school expectations and how students should celebrate their strengths, be themselves and if they need financial support options exist. All completely relevant and valuable to my students. <teacher>

Play Creators Pilot, Mansel Park School

- A lot of the students become more confident in their writing skills. They realised they could write when given full creative control. They also were able to work on their teamwork and collaboration skills, which were really needed. They learned to work together and listen to other ideas and share and collaborate. Improving their confidence to speak up and their understanding of allowing other ideas to take place rather than just their own.<teacher>*
- Wow! Fantastic job! The children loved the show. The performances were fantastic – the performances that were created for the children to watch were very engaging. A great effort to create scripts using the children's ideas – very inspirational. They'll remember this for years to come. <teacher>*

Mayflower Open Day

- I enjoyed the tour and am glad I was included in with the activities. When needing extra support around the tour, it was given. <participant – Family Theatre Trail>*
- We thought the guide was friendly, patient, easy to understand, knowledgeable, and knew what they were doing. <participant – Family Theatre Trail>*
- Thoroughly enjoyed the tour, informative and interesting! So nice to see behind the scenes and have it explained. Would definitely recommend this tour. The guides and everyone whom we came across were so lovely and welcoming. <participant – Public Theatre Tour>*

New Adventures Schools Workshops

- The New Adventures workshop has been a significant opportunity for the class, even those who don't realise they are working with some of the most talented performers in the world! You can see the investment, and the effort from individuals who don't always try. There is a big difference from the giggles through the whole warmup and hesitance at the start of the workshop to the avid attention being paid whilst learning the repertoire at the end. <teacher>*
- To watch some of my class totally embrace the Matthew Bourne choreography has been a real joy. The workshops leaders have been so inspiring, patient and encouraging it has been a very long time since we have had a professional dance company come into the school to deliver workshops and we were very excited to have this opportunity. I hope we can do more in the future. To then come and watch the performance and see the kids recognise parts of the choreo they'd learnt, be excited to talk about it and to then see how things work from a technical perspective was exactly what they needed to bring everything together and bring more to life than we can sometimes explain or teach in the classroom. <teacher>*

Artist Development: Artist Summer Takeover

- It was such a great opportunity, thank you. It was also brilliant to collaborate with other artists on their projects who were using the space for new pieces of writing. Thank you for the space! <participant>*
- Really pleased to engage with MAST Mayflower Studios as a local artist. <participant>*
- Staff were very friendly and welcoming to us and nothing was too much trouble. The event was well organised and we enjoyed the experience. <participant>*

Community First Nights

- Thank you, the show was great, and the high ceiling, lights and show was beautiful. The screens on the sides helped me understand what they were saying while the people who were a part of a show did a great job in acting and I'd recommend it for any family. I found i was the only one wearing a hijab and nearly everyone had blonde hair and were from the same race so they would clap between every part whereas in my family we just clap at the end of the show, so I tried to join in. Definitely worth it!! <participant>*
- Thank you. This is a wonderful opportunity to make refugees feel part of the cultural life of our city, and, in this case, I know that parents who have been unable to treat their children this summer, really appreciated the opportunity. Also, the theatre is so beautiful. <group leader>*

Family Fun Day

- I attended your family fun day Saturday, and first of all I want to say thank you! It was great, and my little one especially loved the "chill space" (he can get overstimulated easily and did get rather overwhelmed so that space was great. We spent probably 30min in the room, building towers with the cushions, making obstacle courses and played copying games. He also did enjoyed the crafts, and liked watching the other children dance. <participant>*
- It was a lovely family day. Our little one loved the face painting and crafts. <participant>*

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Accessible Performances

- *Signed and Captioned performance feedback for Snow White: "I am profoundly deaf. Last night myself along with my deaf friends were at the show sitting F & G row watching Snow White and the Seven Dwarfs. It was the best show we ever watched because it was a signed performance and captioned at the same time were so beneficial for all of us, certainly made so much difference to us. Thank you for using both at the same time and hope it would repeat in the future. <audience member>*

Touch Tours

- *This was my first 'touch tour' and it was just simply great. To be able to feel the costumes and artifacts and not be rushed. The staff went above and beyond by even explaining some of the dances and how the costumes moved with the dancers. This helped during the show where we could imagine the costumes moving with the dancers. The audio description worked really well. The staff made sure we were comfortable and confident with using the headsets. Well done to the staff who made us feel very special throughout the day. I can't wait for the next trip. <participant>*

Staff Wellbeing

MAL is an inclusive employer with an active diversity and inclusion strategy in place. We are very keen to welcome all into our organisation both as employees and customers. We review our policies and procedures regularly to promote inclusion in a number of ways, for example, providing materials to prospective employees in different formats to suit their needs. We have a hybrid working policy in place for our staff who have roles that can be fulfilled remotely. Health and Safety is always high on our agenda with Health & Safety considered at our Audit & Governance Committee meetings and reported into the main Board.

There is a staff led Mayflower Health & Safety group who meet bi-monthly to discuss best practice and new initiatives. Health and Safety discussions are also held at all team meetings with staff encouraged to report and discuss any issues they may identify. We very much value our staff and their wellbeing is a high priority. Our Mayflower People programme promotes healthy lifestyles; financial support for initiatives such as free flu jabs for staff; and social gatherings. There is an Employee Assistance Programme (EAP) in place for all staff and we have offered a webinar on personal financial management provided by our EAP supplier. We also have a pro-active Mental Health First Aid team in place providing discrete support for any staff member. Our Engage work, referenced earlier in this report, is very active in our community engaging with individuals from a diverse range of ethnic and socio-economic backgrounds.

Environmental Impact

Environmental Management

At Mayflower, we are committed to acknowledging and mitigating our environmental impact. We are dedicated to a comprehensive carbon reduction initiative, collaborating with our partners, colleagues, and suppliers to diminish our carbon footprint. This work has progressed further at the theatre, but the studios, still in relative infancy, is working on aligning initiatives. At the theatre, we will publish our environmental impact and provide regular updates on our progress and aim to do the same for the studios in the forthcoming years. By actively engaging in sustainable practices and fostering accountability, we strive to make meaningful contributions towards environmental preservation and inspire others to do the same. Together, we can achieve a greener future for our organisation and the communities we serve. Our *Environmental and Sustainability* policy has been updated to reflect this key strategic focus area, setting our ambition to achieve net zero emissions.

Environmental consultants undertook a benchmarking exercise for the theatre in 2022 to determine our carbon footprint, energy consumption, recycling and waste data. The report provided recommendations for capital investment and cultural changes to educate our staff and visiting companies.

In 2023/2024 we achieved a 9.8% reduction in energy consumption through LED lighting upgrades, investment in building management and monitoring software, localised heating controls (TRVs) within the main auditorium and by encouraging our staff to switch electrical items off when not in use.

MAYFLOWER ACADEMY LTD
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REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

Following contracting Veolia in January 2024 to manage our waste streams and the introduction of dry mixed recycling throughout our venues, we have ended waste-to-landfill practices and can now report that 60% of our waste goes on to generate energy with 40% being recycled. This is a positive first step for higher levels of recycling performance for the theatre.

At the studios we have invested in our upgraded building maintenance system which will provide greater control aiding the reduction in energy usage and improving efficiencies. We have also started to upgrade lighting to LED as part of a rolling programme of works over 2-3 years in line with affordability. We have recently been able to gather enough data to define a baseline which we can measure against as we introduce new initiatives and will be in a better position to report on outcomes in future reports.

Mayflower has a working group, known as the Environment & Sustainability Team, made up from staff across both venues at all levels who together, help to identify better ways of working and more environmentally friendly supplies as well as promoting best practice throughout the company. The team continually develop our Environment & Sustainability action plan, informed by the Green Book series from sustainability experts *Buro Happold* in association with; *Theatres Trust*, *UK Theatre*, *National Theatre* and *ENO* to name a few.

The business is committed to making a positive impact through outstanding environmental sustainability performance; our strategy focuses on six priority areas:

- **Carbon emissions from theatre buildings** - reduce carbon emissions related to our energy consumption to a minimal level.
- **Sustainable resource use** - reduce the environmental impacts of our consumption and supply chain.
- **Travel** - limit transport emissions by reducing the need to travel, through alternative working arrangements, encouraging walking, cycling and the use of public transport and managing the demand to travel by car.
- **Biodiversity** - identify and address Mayflower's principal biodiversity impacts through its operations and supply chain.
- **Water management** - to conserve water through efficient use and ongoing management.
- **Investments** - ensure that Mayflower, as an investor, is part of the solution to climate change and biodiversity loss.

The strategy is supported by the following four 'enablers':

- **Governance** - embedding environmental sustainability in Mayflower's governance and decision making.
- **Reporting** - developing a system of annual reporting of carbon emissions and biodiversity impact which will be included in theatre's annual report and financial accounts.
- **Funding** - making funds available for sustainability initiatives over the next 10 years, to finance the programme of action required to reduce our environmental impact.
- **Offsetting** - establishing a policy to guide our use of carbon offsetting and biodiversity offsetting.

We have developed a set of key performance indicators to help inform progress which is then reported to the Board.

Governance

We have robust governance in place overseen by our Audit & Governance Committees, one each for MTT and MAL, which meet five times a year in total, reporting into their respective Board. We have adopted the Charity Governance Code and undertake regular audits by external providers to ensure we have best practice in place. This committee reviews a schedule of policies on a timetabled basis including but not limited to policies on anti-bribery, safeguarding, health & safety, pay, treasury, and reserves. The MTT Remuneration Committee is responsible for reviewing and recommending to the MTT Board the Chief Executive & Creative Director's remuneration. The Service Level Agreement provides for a charge to MAL and the Benefits in Kind statement recognises service not charged. The Committee and the Leadership Team of Mayflower prepare the Governance Handbooks which are then recommended to and approved by the respective Board guiding all governance issues relating to both organisations.

The Boards undertake regular updating on charity and corporate governance both internally and through external advisors.

MAYFLOWER ACADEMY LTD
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REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

The Boards are committed to diversifying their membership and endeavour to achieve this through the work of the Nominations Committee which makes recommendations both as to the membership of the Board and its succession.

STRATEGIC REPORT

Achievements and Performance

MAL's strategy is underpinned by a key focus on the Arts Council England's four investment principles:

Ambition & Quality – to achieve the mission of Inspiring Experiences through diverse programming reaching underserved audiences; to use monitored data to evaluate artistic quality and diversity of staff, patrons and stories; and to see positive audience and participant feedback, return visits, growth of ticket sales and increase in diversity.

Environmental Responsibility – to reduce environmental impact across operations; use artistic platform to engage aligned partners and creatively respond to climate crisis through the work we programme and produce; to grow audiences and participants for this work; and regularly monitor emissions, achieving a 30% decrease in our carbon footprint.

Dynamism - to be robust and dynamically able to withstand challenges and seize opportunities; monitor resilience and use data to drive innovation; deliver business model between MAST Mayflower Studios and Mayflower Theatre maximising opportunities; and to establish a creative, engaged workforce – low staff turnover and measurable skills development.

Inclusivity and Relevance - reflect our community and be recognised for championing voices less heard across all aspects of our work; and measure success by monitoring percentage increases of those with protected characteristics at Board, staff & volunteer level, as well as across our audiences, participants and patrons.

Our shared artistic vision for Mayflower is key to our strategy for the coming years and in summary includes:

- Programme in a creative and imaginative way.
- Prioritise programming for children, young people, and families, building audiences for now and the future.
- Widen the provision of dance within the programme ensuring language is not a barrier.
- Enhance Mayflower's reputation nationally and internationally by identifying investment opportunities, co-producing and producing projects under the Mayflower Made banner that builds audiences.
- Ensure the programme appeals to the mixed, diverse arts ecology of the area and that diversity is reflected on our stages.
- Support creative sector development to ensure the future growth of work for our stages. Give clear progression routes into the industry, recognising disadvantage, and addressing inequalities to support a diverse workforce. Nurturing new and existing talent to support artists to develop, create and produce new work at small and mid-scale level recognising this develops future large-scale work.
- Provide a professional platform to celebrate the local community, local talent/stories, connecting and championing underrepresented voices, prioritising Female Led Stories and Creative Teams. Develop multi art form work in collaboration with our Resident, Associate and Partner Companies locally, regionally, and nationally.
- Engage with producers to promote environmental sustainability of touring productions

The Board and the Leadership Team of Mayflower have continued to deliver the strategic areas of focus: People, Stages, Community, and Venues. Brief details of which are set out under the Plans for Future Periods section on pages 15-16. We have identified a number of key performance indicators (KPIs) to measure success and report on progress of our strategic objectives at each Board meeting. These include monitoring attendance, turnover, labour percentage alongside initiating a Net Promoter Score (NPS) for all productions that visit the theatre and studios.

Financial Review – Mayflower Academy Ltd

Mayflower Academy Ltd t/a MAST Mayflower Studios (MAL) is funded by both Arts Council England and Southampton City Council. During the period we received £950,000 from Arts Council England and £290,000 from Southampton City Council and we are very grateful to both organisations for their support.

MAYFLOWER ACADEMY LTD
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REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

We presented 303 performances in the period across two studios, with 199 in Studio 1. The top shows by attendance for the year included our Christmas Youth Production of *A Christmas Carol* with 4,680 in attendance; *Stickman* (4,065); *Zog* (2,983); *The Tiger Who Came to Tea* (2,608) and *Metamorphosis* (2,586). Our total attendance for the year was 60,778 with ticket income of £764,020.

We continued developing our ancillary sales offer in our café-bar area, striving to meet the needs of our diverse audiences, and the spend per head was 4% higher than prior year. Spend per heads are impacted by the mix of show programme with family shows achieving lower levels of spend and one night shows achieving up to 3-4 times higher. Investment has been in the areas we focussed to grow the business: carrying out ongoing repairs and maintenance (investing £109,597); marketing (£86,844) and staff training (£10,311); ensuring the IT infrastructure is robust and fit for purpose (£42,283, subsidised by Mayflower Theatre); and, crucially, planning and developing our programme and building on relationships with producers.

The ongoing issues with the building in terms of repairs and maintenance remain a financial distraction potentially reducing our ability to deliver even greater social impact. We are investigating funding opportunities to support these requirements so we can focus on providing benefit to our community.

Total income for the year was £2,678,051 with costs of £2,662,312 leaving a surplus of £15,739. We have a general reserve balance of £471,294 which is higher than original expectations.

Plans for Future Periods

Whilst we remain focussed on delivering our artistic vision which aims to provide inspiring experiences by maintaining the standard and quality of shows for which Mayflower has established its reputation, we are also very focussed on continuing to grow our audiences and developing our staff body. We are continuing to build on our strong foundations and move forward with delivering our strategy. We will do this through our operational plan for 2024/2025 which supports our 4 areas of organisational focus:

- **People** – to be recognised as Employers of Choice in our sector and region; recruit from a broad range of backgrounds to further strengthen our commitment to diversity and inclusion; invest in training and continuous professional development; promote wellbeing benefits of leading a healthy and active lifestyle; and ensuring our Safeguarding strategy is continually developed and effected to ensure compliance with legislation and best practice.
- **Stages** – programme in a creative and imaginative way ensuring the best touring productions perform on our stages; broaden the programme to ensure young people and family groups can attend performances on our stages; widen the provision of dance within the programme, to ensure inclusion and diversity are reflected on our stages and we can appeal to a wider demographic ensuring language and hearing impediment are not a barrier to attendance; enhance the theatre's reputation nationally and internationally and identify investment opportunities and co-producing projects; ensure the programme appeals to the mixed, diverse ecology of our community and is reflected on the stages; support creative sector development to ensure the future growth of work for our stages. Give clear progression routes into the industry, recognising disadvantage, and addressing inequalities to support a diverse workforce. Nurturing new and existing talent to support artists to develop, create and produce new work at small and mid-scale level recognising this develops future large-scale work.
- **Community** – grow our participation programme to drive attendance, participation and learning to develop audiences for the future; offer young people the opportunity to engage with the arts, whilst nurturing and developing skills; offer engagement opportunities to all schools and further education colleges, particularly targeting schools above national average free schools meals and college bursaries; provide access to our programme and heritage for all ages, enriching the experience for current theatre goers; give pathways for young people to gain industry insights, work experience and early employment opportunities; prioritise the safety, comfort and security of our audiences and participants; work with the community to identify and encourage those who do not usually attend or participate to feel Mayflower belongs to them, addressing barriers and reaching out to communities; work collaboratively with local cultural organisations acting as an enabler and facilitator to the wider sector; through MAST Mayflower Studios offer a cultural hub for the region and wider sector support; be the *Theatre of Choice* for patrons and visiting companies by cultivating and captivating, diverse, enthusiastic, and loyal stakeholders.

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REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

- **Venues** – raise the profile of Mayflower regionally and nationally, enhancing Mayflower's reputation in the creative sector; ensure staff, customer, visiting company and stakeholder safety is consistent with national guidance and industry recommendations; strive for customer service excellence and optimise commercial returns through simple and accessible service points; engage staff and suppliers to challenge and define our environmental and sustainability roadmap to achieve *carbon net zero*; reserve, maintain and enhance the venue for future generations.

The financial strategy is aimed at supporting these areas of focus, each of which has a number of objectives and supporting actions identified alongside key performance indicators to measure success. These are monitored at Leadership Team Meetings and updates on progress reported to the Board at each Board meeting.

We continue to receive executive leadership and programming services as well as shared support services from Mayflower Theatre Trust under a Service Level Agreement and Benefit in Kind statement ensuring the organisation realises its goals by broadening the cultural offering of Southampton and the surrounding areas. The charitable objectives of both MTT and MAL are aligned, so both organisations work collaboratively for their mutual benefit and that of their beneficiaries.

Fundraising Performance and Approach

Mayflower undertakes fundraising activity to its supporters via direct mail, fundraising events, sponsorship and email in line with the Fundraising Code of Practice set by the Fundraising Regulator. We do not engage any external fundraising professionals.

Our privacy statement, which is available on our website, outlines how we treat the personal data of our customers. When you support us you can be sure of the following:

- We will never sell your contact details to anyone
- We will only contact you if you have expressed an interest in our work
- If we phone you, we will always check you are happy to take the call
- If you ask us to change how we communicate with you, or stop, we will respect that
- We do not engage in cold-calling, door to door or street fundraising
- We strive to ensure no-one ever feels pressurised to support our work
- All of our activities are open, fair, honest and legal

No complaints about our fundraising activity were received in the last period.

Our fundraising activities included applying for project funding, grant applications, as well as corporate sponsorship and general donations.

Reserves Policy

The Board regularly reviews the Reserves Policy in line with the guidance issued by the Charity Commission.

The principal objectives are:

- 1.1. providing for the development of the studios by undertaking major projects to keep up to date with production/ show / business / legal / regulatory developments;
- 1.2. providing, where appropriate, for investment to support the operational strategy of the organisation;
- 1.3. maintaining the viability of the studio buildings in line with the Planned Preventative Maintenance Programme;
- 1.4. making provision for future development of the studio buildings and facilities;
- 1.5. providing sufficient "financial comfort" during dark periods. This is a period when no show is programmed.

REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

MAYFLOWER ACADEMY LTD
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The Board recognises that the charity receives substantial funding from Arts Council England (ACE) and Southampton City Council.

The Board recognises the business needs to cater for a sudden but temporary loss of income and has accordingly agreed to continue the policy whereby unrestricted funds (which are free reserves of the charity) are built up and then maintained at a level which equates to not less than 3 months of unrestricted expenditure. The Board are of the view, that the reserves should provide sufficient funds to cover management, administration and support costs in order to secure the long term viability of the organisation.

The Board also believes that, should it ever become necessary to close down the charity, costs associated with such closure would be covered by the value of the business and its assets.

Description of Reserves

The charity only has one fund. The General Reserve represents the remaining accumulated surpluses over the years, intended to promote the objects of MAL and be available as opportunities arise. It currently stands at £471,294.

Free Reserves

At the period end the 'free reserve' balance was £317,009 (see note 15). MAL manages its day-to-day operations through the effective management of cash and considers that its current levels of reserves and cash holdings are in line with expectation, whilst it strives to maintain good levels of 'free reserves' to support ongoing activity.

Principal Risks and Uncertainties

The Directors for the company have a risk management strategy which comprises:

- a regular review of the risks the charity may face;
- the establishment of systems and procedures to mitigate those risks identified in the plan; and
- the implementation of procedures designed to minimise any potential impact on MAL should those risks materialise.

The Risk Registers across the group have identified four key risks this period and are listed below together with brief summaries of the strategies to manage these risks:

1. Loss of core funding. Strategies to manage this risk include monitoring of key funder requirements; maintaining effective communication with key funders; keeping abreast of industry activity and funding requirements.
2. Ability to meet forecast capacity levels. Strategies to manage this risk include programming, pricing reviews and dynamic pricing; weekly and monthly reporting tracking the sales of each show against targets; and our marketing strategy.
3. Availability of touring product for the small to mid-scale theatres and lack of opportunities for co-producing partnerships. The strategy to manage this risk includes careful monitoring, careful selection of titles to produce, development of quality productions, and securing funding for less commercial projects.
4. Threat of cyber fraud. The strategy to manage this includes the attainment of the Cyber Fraud Accreditation; 3rd party audits and testing of our systems; and training of staff to raise awareness. Our staff regularly undertake training in how to be more cyber aware and are kept informed of latest advice from bodies such as Action Fraud (the National Fraud and Cyber Crime Reporting Centre) as well as local police. We have developed a Security Incident Response plan that sets out how to deal with a cyber-fraud attack with a number of scenarios addressed.

Financial Risk Management Objectives and Policies

MAL finances its operations through retained surpluses supported by substantial core funding. The management's objectives are to retain sufficient liquid funds to enable it to meet its day-to-day obligations as they fall due whilst optimising returns on surplus funds. Hedge accounting is not used by MAL.

MAYFLOWER ACADEMY LTD
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REPORT OF THE DIRECTORS (continued)
For the period ended 31 March 2024

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Report of the Directors and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Directors to prepare financial statements for each financial period which 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 Directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgments 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 charitable group will continue in business.

The Directors are responsible for keeping proper accounting records that 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.

In so far as the Directors are aware:

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

Members' Interest

The liability of every member is limited to £25 in the event of MAL being wound up.

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

On behalf of the Board



Michael Wright
Director

Mayflower Academy Ltd
Empire Lane
Southampton
Hampshire
SO15 1AP

Date: 4th OCTOBER 2024

MAYFLOWER ACADEMY LTD
(A company limited by guarantee)

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
MAYFLOWER ACADEMY LTD

Opinion

We have audited the financial statements of Mayflower Academy Limited for the period ended 31 March 2024 which comprise the Statement of financial activities, Balance sheet, Statement of cash flow 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).

In our opinion, the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 March 2024 and of the charitable company's net movement in funds, including the income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the 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 Report of the Directors. 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 to 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.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 misstatements in the Report of the Directors.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

MAYFLOWER ACADEMY LTD
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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
MAYFLOWER ACADEMY LTD

Responsibilities of trustees for the financial statements

As explained more fully in the trustees' responsibilities statement set out on page 18, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

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:

Based on our understanding of the group and the environment in which it operates, we identified that the principal risks of non-compliance with laws and regulations related to health and safety and data protection legislation and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and the Charities Act 2011.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls). Audit procedures performed by the engagement team included:

- Discussions with management including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Reviewing the controls and procedures relevant to the preparation of the financial statements to ensure that these were in place throughout the year, including during the Covid-19 remote working period;
- Evaluating management's controls designed to prevent and detect irregularities;
- Identifying and testing journals, including using data analytics software in particular journal entries posted with unusual account combinations, postings by unusual users or with unusual descriptions; and
- Challenging assumptions and judgements made by management in their critical accounting estimates, as described in the accounting policies.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation. A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an Auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Jane Askew (Senior Statutory Auditor)
For and on behalf of Haysmacintyre LLP, Statutory Auditor
10 Queen Street Place
London EC4R 1AG [date]

MAYFLOWER ACADEMY LTD
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STATEMENT OF FINANCIAL ACTIVITIES
(Incorporating the Income and Expenditure Account and Statement of Total Recognised Gains and Losses)
for the period from incorporation until 31 March 2024

	Note	Total 2024 £	Total 2023 £
INCOME FROM:			
Funding & Donations	3	1,264,174	1,321,140
Investments		22,966	834
Charitable activities - show income	5	1,390,911	1,157,393
Total income		<u>2,678,051</u>	<u>2,479,367</u>
EXPENDITURE ON:			
Raising funds:			
- sponsorship	6	29	31,117
Charitable activities:			
- theatre programmes	6	2,524,619	2,589,196
- education and outreach	6	137,664	83,832
Total expenditure		<u>2,662,312</u>	<u>2,704,145</u>
Net income for the period		<u>15,739</u>	<u>(224,778)</u>
TOTAL FUNDS AT 2 April 2023		<u>455,555</u>	<u>680,333</u>
TOTAL FUNDS AT 31 March 2024		<u><u>471,294</u></u>	<u><u>455,555</u></u>

All income and expenditure in the current and prior year was unrestricted.

The group statement of financial activities has been prepared on the basis that all operations are continuing operations.

The notes on pages 25 to 33 form part of these financial statements.

MAYFLOWER ACADEMY LTD
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BALANCE SHEET
For the period ended 31 March 2024

	Note	2024 £	2023 £
FIXED ASSETS			
Tangible assets	9	154,285	183,478
		<u>154,285</u>	<u>183,478</u>
CURRENT ASSETS			
Stocks		13,109	9,234
Debtors	10	298,930	315,644
Cash at bank and in hand		480,705	310,390
		<u>792,744</u>	<u>635,268</u>
CREDITORS: Amounts falling due within one year	11	<u>(475,735)</u>	<u>(363,191)</u>
NET CURRENT ASSETS		<u>317,009</u>	<u>272,077</u>
NET ASSETS	14	<u><u>471,294</u></u>	<u><u>455,555</u></u>
ACCUMULATED FUNDS			
Unrestricted income funds			
General reserve		<u>471,294</u>	<u>455,555</u>
TOTAL FUNDS		<u><u>471,294</u></u>	<u><u>455,555</u></u>

The financial statements were approved by the board of Directors on 2024 and signed on its behalf by:


 R. D. Harrison)
)
)
) Directors

The notes on pages 25 to 33 form part of these financial statements.

MAYFLOWER ACADEMY LTD
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STATEMENT OF CASH FLOW
for the period ended 31 March 2024

	2024	2023
Note	£	£
CASH FLOWS FROM OPERATING ACTIVITIES	170,394	(261,118)
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	22,966	834
Purchase of tangible fixed assets	(23,045)	(74,261)
Proceeds from the sale of fixed assets	-	1,000
CHANGE IN CASH AND CASH EQUIVALENTS IN THE REPORTING PERIOD	170,315	(333,544)
RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN CASH AND INVESTMENTS		
Increase in cash in the year	170,315	(333,544)
MOVEMENT IN CASH AND INVESTMENTS FOR THE PERIOD	170,315	(333,544)
Net cash and investments at the start of the period	310,390	643,934
NET CASH AND INVESTMENTS AT END OF PERIOD	480,705	310,390

MAYFLOWER ACADEMY LTD
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

1. STATUS

The company is limited by guarantee, the liability of each member being limited to £25.

2. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (second edition - effective 1 January 2019) - (Charities SORP (FRS 102), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Mayflower Academy Ltd t/a MAST Mayflower Studios (MAL) meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

Preparation of accounts on a going concern basis

The Directors remain confident, with ongoing support from Arts Council England, Southampton City Council, and The Mayflower Theatre Trust, in MAL's ability to continue as a going concern. The review of our financial position for the forthcoming financial years, with some programme and the funding agreement already in place gives the Directors confidence MAL remains a going concern for the foreseeable future.

Income

Income primarily represents funding received during the year.

Grants and donations

Grants and donations are recognised where there is entitlement, probability of receipt and the amount can be measured with sufficient reliability. Such income is only deferred when:

- The donor specifies that the grant or donation must only be used in future accounting periods; or
- The donor has imposed conditions that must be met before MAL has unconditional entitlement.

Expenditure

Charitable activities include expenditure associated with the provision of community and education activity (Engage) and include both the direct costs and support costs relating to these activities.

Governance costs include those incurred in the governance of MAL and its assets and are primarily associated with constitutional and statutory requirements.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against the Statement of Financial Activities on a straight-line basis over the period of the lease.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost, being purchase price, less accumulated depreciation. Items are capitalised if their individual value exceeds £500 or if they combine to form an asset whose entire value exceeds £500. Depreciation is provided on all tangible fixed assets, other than long leasehold land, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Plant and machinery	- 5 to 20 years straight line
Fixtures and fittings	- 3 to 25 years straight line
Computers and communications	- 3 to 10 years straight line
Leased assets (other than buildings)	- over the life of the lease

MAYFLOWER ACADEMY LTD
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

Stock

Stock is valued at the lower of cost, being purchase price, and net realisable value, after making allowance due for obsolete and slow moving items.

Debtors

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

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

Creditors and provisions

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

Financial instruments

MAL only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

Pension costs

MAL operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of MAL. The annual contributions payable are charged to the Statement of Financial Activities.

Fund accounting

The nature and purpose of each fund is described in note 16 and on page 17 in the description of reserves.

Liquid resources

Liquid resources include current asset investments, being monies held in fixed term deposit accounts.

Critical accounting judgements and estimation uncertainty

There are no critical judgements and estimates.

3. FUNDING AND DONATIONS

	2024	2023
	£	£
Arts Council	950,000	950,000
Southampton City Council	290,000	290,000
Other Donations	24,174	81,140
	<hr/>	<hr/>
	1,264,174	1,321,140
	<hr/>	<hr/>

4. INVESTMENT INCOME

	2024	2023
	£	£
Bank interest receivable	22,966	834
	<hr/>	<hr/>
	22,966	834
	<hr/>	<hr/>

MAYFLOWER ACADEMY LTD
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

5. INCOME FROM CHARITABLE ACTIVITIES

	2024	2023
	£	£
Ticket sales and auditorium fees	763,499	684,660
Booking fee	58,193	47,455
Rental income	70,731	47,951
Ancillary trading income	173,282	161,025
In-house production income	231,212	97,617
Engage Income	50,703	42,304
Miscellaneous income	43,291	76,381
	<u>1,390,911</u>	<u>1,157,393</u>

Miscellaneous income includes mainly recharged expenses to visiting companies as well as small amounts of sundry income. This line for 2023 included income from the Theatre Tax Relief claim for our own Christmas production that year. In 2024 this has been classified to the In-House Production income line.

6. ANALYSIS OF EXPENDITURE

	Direct costs	Support costs	Governance costs	Total
	2024	Other support costs	2024	2024
	£	£	£	£
Raising funds:				
-sponsorship	29	-	-	29
Charitable activities:				
- theatre programmes	2,060,502	443,282	20,835	2,524,619
- education and outreach	137,664	-	-	137,664
	<u>2,198,195</u>	<u>443,282</u>	<u>20,835</u>	<u>2,662,312</u>

	Direct costs	Support costs	Governance costs	Total
	2023	Other support costs	2023	2023
	£	£	£	£
Raising funds:				
-sponsorship	31,117	-	-	31,117
Charitable activities:				
- theatre programmes	2,129,086	447,460	12,650	2,589,196
- education and outreach	83,832	-	-	83,832
	<u>2,244,035</u>	<u>447,460</u>	<u>12,650</u>	<u>2,704,145</u>

MAYFLOWER ACADEMY LTD
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

	2024	2023
	£	£
Support costs consist of the following:		
Other staff costs	12,209	20,370
Finance	10,802	9,421
Building	368,033	374,915
Depreciation	52,238	42,754
Governance	20,835	12,650
	<u>464,117</u>	<u>460,110</u>
	<u><u>464,117</u></u>	<u><u>460,110</u></u>
Governance costs consist of the following:		
Auditor's remuneration (excluding VAT)	13,300	8,579
Other professional fees	7,535	4,071
	<u>20,835</u>	<u>12,650</u>
	<u><u>20,835</u></u>	<u><u>12,650</u></u>
7. NET MOVEMENT IN FUNDS		
	2024	2023
	£	£
This is stated after charging:		
Auditors' remuneration: audit	13,300	8,579
Depreciation of owned fixed assets	52,238	42,754
Operating lease rentals - land and buildings	26,536	30,165
Loss on disposal of fixed assets	-	602
	<u>-</u>	<u>602</u>
	<u><u>-</u></u>	<u><u>602</u></u>
8. STAFF COSTS		
	2024	2023
	£	£
Wages and salaries	907,483	973,005
Social security costs	69,215	78,073
Other pension costs	43,974	43,668
	<u>1,020,672</u>	<u>1,094,746</u>
	<u><u>1,020,672</u></u>	<u><u>1,094,746</u></u>

MAYFLOWER ACADEMY LTD
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

The average number of full-time equivalent employees (including casual and part time staff) during the period was as follows:

	2024		2023	
	Number	FTE	Number	FTE
Leadership team	9	6	10	7
Other staff	41	23	53	29
	<u>50</u>	<u>29</u>	<u>63</u>	<u>36</u>

No remuneration was paid during the period to any member of the Board of Directors (2023: £Nil). During the period MAL did not reimburse any travelling expenses of the Board of Directors. (2023: £Nil).

The number of employees whose emoluments amounted to over £60,000 in the period were as follows:

	2024	2023
	Number	Number
£70,001 - £80,000	<u>1</u>	<u>1</u>

Total Leadership Team (9 employees) (2023: 10) remuneration (including salary, pension, bonus payments and healthcare) is £276,912 (2023: £308,562).

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

9. TANGIBLE FIXED ASSETS

	Land and buildings £	Plant and machinery £	Fixtures and fittings £	Total £
Cost:				
At 3 April 2023	8,518	156,423	103,258	268,199
Additions	-	10,987	12,058	23,045
	<u>8,518</u>	<u>167,410</u>	<u>115,316</u>	<u>291,244</u>
At 31 March 2024	8,518	167,410	115,316	291,244
Depreciation:				
At 3 April 2023	1,193	63,945	19,583	84,721
Provided during the period	1,059	32,683	18,496	52,238
	<u>2,252</u>	<u>96,628</u>	<u>38,079</u>	<u>136,959</u>
At 31 March 2024	2,252	96,628	38,079	136,959
Net book value:				
At 31 March 2024	<u>6,266</u>	<u>70,782</u>	<u>77,237</u>	<u>154,285</u>
At 3 April 2023	<u>7,325</u>	<u>92,478</u>	<u>83,675</u>	<u>183,478</u>

10. DEBTORS

	2024	2023
	£	£
Trade debtors	-	3,892
Other debtors	260,112	263,918
Prepayments and accrued income	38,818	47,834
	<u>298,930</u>	<u>315,644</u>

11. CREDITORS: amounts falling due within one year

	2024	2023
	£	£
Trade creditors	156,660	97,088
Other taxes and social security	20,363	7,857
Other creditors	5,930	5,377
Accruals and deferred income	292,782	252,869
	<u>475,735</u>	<u>363,191</u>

MAYFLOWER ACADEMY LTD
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

12. ANALYSIS OF DEFERRED INCOME

	2024	2023
	£	£
Deferred income brought forward	176,414	194,605
Amounts released to income in the period	(176,414)	(194,605)
Amounts deferred in the period	226,334	176,414
	<u>226,334</u>	<u>176,414</u>
Deferred income carried forward	<u>226,334</u>	<u>176,414</u>

Deferred Income relates to advance ticket sales for shows on sale beyond the end of the financial year.

13. RELATED PARTY TRANSACTIONS

The Mayflower Theatre Trust is a member of Mayflower Academy Ltd. During the financial year Mayflower Academy Ltd paid £251,160 (2023: £322,629) to Mayflower Theatre Trust made up of the provision of support services under the terms of a Service Level Agreement (£131,114) and the remainder being the recharge of other costs incurred by Mayflower Theatre Trust on behalf of Mayflower Academy Ltd. At the year end, Mayflower Academy Ltd owed Mayflower Theatre Trust £40,740 (2023: £67,370). In addition, £145,982 (2023: £113,506) was owed by Mayflower Theatre Trust to Mayflower Academy Ltd.

Mrs J Ockwell, spouse of Mr M Ockwell, Chief Executive & Creative Director of Mayflower Academy Ltd, was paid £9,210 in the year and was employed during 2023 to provide creative services for the Engage Programme in the period for the remuneration of £18,631.

Chris Bennett, partner of Sara Scott, Executive Director of Mayflower Academy Ltd, was paid £3,677 in the year for the provision of creative services (2023: £5,909).

There were no other related party transactions in the period.

MAYFLOWER ACADEMY LTD
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

14. ANALYSIS OF NET ASSETS BETWEEN FUNDS

	Unrestricted General accumulated fund 2024 £
Fixed assets	154,285
Current assets	792,744
Current liabilities	(475,735)
	<u>471,294</u>

	Unrestricted General accumulated fund 2023 £
Fixed assets	183,478
Current assets	635,268
Current liabilities	(363,191)
	<u>455,555</u>

15. FREE RESERVES

The free reserves of Mayflower Academy Ltd stand at £317,009 (2023: £272,077) as at the period ended 31 March 2024. This figure is made up of:

	2024 £	2023 £
Unrestricted general (undesignated) funds	471,294	455,555
Less fixed assets held in general undesignated funds	(154,285)	(183,478)
	<u>317,009</u>	<u>272,077</u>

MAYFLOWER ACADEMY LTD
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 31 March 2024

16. RECONCILIATION OF FUNDS AND MOVEMENTS ON RESERVES

	Unrestricted	
	General reserve £	Total £
At 2 April 2023	455,555	455,555
Income	2,678,051	2,678,051
Expenditure	(2,662,312)	(2,662,312)
	<u> </u>	<u> </u>
At 31 March 2024	<u>471,294</u>	<u>471,294</u>

General Reserve

This fund includes the surplus for Mayflower Academy Ltd for the period ended 31 March 2024 to be utilised in the mission and activities of the organisation.

17. PENSION COMMITMENTS

Mayflower Academy Ltd operates a defined contribution pension scheme for its employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

The charge in the accounts was £43,974 (2023: £43,668) and an amount of £5,930 (2023: £5,377) was included in creditors at the period end.

18. OPERATING LEASE COMMITMENTS

At 31 March 2024 the charity had the following commitments under operating leases, prepaid during the year:

	Leasehold buildings 2024 £	Leasehold buildings 2023 £
Amounts falling due within one year	10,060	10,060
Amounts falling due in 1-5 years	10,060	20,120
	<u>20,120</u>	<u>30,180</u>

MAYFLOWER ACADEMY LTD
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19. NET CASH INFLOW FROM OPERATING ACTIVITIES

	2024	2023
	£	£
Net income	15,739	(224,778)
Interest receivable	(22,966)	(834)
Depreciation	52,238	42,754
Decrease/(increase) in debtors	16,714	-
(Decrease)/increase in creditors	112,544	-
Decrease/(increase) in stock	(3,875)	-
Loss on disposal of fixed assets	-	602
	<u>170,394</u>	<u>(182,256)</u>

20. ANALYSIS OF CHANGES IN NET DEBT

	At 2 April 2023	Cash flows	Other non- cash changes	At 31 March 2024
	£	£	£	£
Cash	310,390	170,315	-	480,705
	<u>310,390</u>	<u>170,315</u>	<u>-</u>	<u>480,705</u>
Loans due within one year	-	-	-	-
Loans due after more than one year	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total	<u>310,390</u>	<u>170,315</u>	<u>-</u>	<u>480,705</u>