



Trustees' Report and
Financial Statements for
the year ended
31 March 2022

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Company Information

Directors

Howard Panter	Chair
John Hornby	Head of Audit Committee
Jan Teo	
David Meecham	
Ayub Khan	Deputy Chair
Adrian Lester	
Elizabeth James	
Professor David Roberts	
Andrew Chiduku	
Atif Ali	
Brandon Relph	
Lucy Marcus	resigned 1 August 2022
Michael Hibbs	
Rachel Roussel-Tyson	
Victoria Marsom	
Nicola Beckford	resigned 6 December 2021
Councillor Jayne Francis	

Executive Director

Rachael Thomas

Artistic Director

Sean Foley

Secretary

Anne Russell

Auditor

Mazars LLP
2 Chamberlain Square
Birmingham B3 3AX

Bankers

National Westminster Bank Plc
1 St Philips Place
Birmingham B3 2PT

Registered Office

Broad Street
Birmingham B1 2EP

Company Registration Number

00295910 (Registered in England and Wales)

Registered Charity Number

223660 (Registered in England and Wales)

The Birmingham Repertory Theatre Limited

Chair's statement

The Rep had an extremely busy, challenging year in 2021/22 but saw a great welcome for its efforts as new, critically acclaimed productions took to its stages in its 50th Anniversary Season. A re-launch of its front of house spaces, following completion of its capital project, OPEN HOUSE, rounded off the year.

Covid-19, which continues to affect the theatre and the sector, and the cost-of-living crisis make the post-pandemic world an ever changing proposition. My thanks again go to Artistic and Executive Directors, Sean Foley and Rachael Thomas, for their commitment and perseverance as we continue to navigate the theatre through these crises. This is against a back-drop of international events that also affect the UK and its cultural sector.

As theatres re-opened during 2021/22, there was an opportunity to relaunch The Rep and with Let's Create, Arts Council England's new 10-year strategy, the culture sector seeks to broaden opportunities to all communities. The loss of earned income at pre-Covid levels continued to be challenging for The Rep, which in a normal year generates 80% of its income through sales and other forms of earned income. Just 20% of its income is from grants and, welcome though that is, it is not sufficient to cover the overhead costs of a theatre the size of The Rep.

The Board, Executive and entire theatre team have continued to co-operate and respond superbly to events: East Is East, What's New Pussycat?, The Play What I Wrote and Animal Farm were popular with audiences and critics alike, being highlights of 2021/22. 2022/23 continued with a diverse artistic programme complementing the Commonwealth Games which took place in the city in July & August'22. These productions and activities would not have been possible without the commitment from the entire theatre team and for that I am enormously grateful to them.

I would also like to record our thanks to Arts Council England, Department for Culture Media and Sport and HM Treasury for their response to Covid-19 and additional funding for The Rep during the year through the Culture Recovery Fund, without which the theatre would not have survived. In November'22 The Rep received the extremely welcome news that it will continue to be one of Arts Council England's National Portfolio Organisations for the three-year period 2023-2026. Notwithstanding the many challenges still facing The Rep and the wider sector, there has been much to celebrate in our re-opening season and in the steps taken to re-establish The Rep as a thriving force in the theatre landscape once again.

Sir Howard Panter
Chair

The Birmingham Repertory Theatre Limited

Trustees'/Directors' Report

The directors are pleased to present their report together with the financial statements of the charity and group for the year ended 31 March 2022.

The financial statements comply with current statutory requirements, the Memorandum and Articles of Association and the Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) – (Charities SORP (FRS102)).

Structure, Governance & Management

The Birmingham Repertory Theatre Limited is a company limited by shares and is also a registered charity. The charity is governed by its constitution as laid down in its memorandum and articles. These were drawn up in 1935 and amended by special resolutions in April 1955, November 1975, July 1988, October 1999, October 2007, November 2010 and October 2021.

The directors of the charitable company ('the charity') are its trustees for the purposes of charity law. Key criteria for the selection of trustees are (a) to provide a range of skills and attributes appropriate to the management of the company and (b) to represent the communities that the charity serves, particularly in terms of age, gender and ethnicity. As set out in the Articles of Association there shall be between two and 20 directors. New directors may be appointed by the directors at any time. The Chair is elected by the directors.

Appointed directors serve for a maximum period of two consecutive three-year terms commencing from the first Annual General Meeting at which their appointment is confirmed. Directors nominated by Birmingham City Council are able to serve an additional three-year term.

The governing body of the Company is the Board of Directors which meets at least five times per year. The Board may also delegate authority to sub-committees responsible for certain strategic aspects of management. The reports and recommendations of the sub-committees are submitted to the Board for consideration and ultimate decisions upon action required.

In addition, the trustees directly appoint an Artistic Director and an Executive Director to manage the charity on a day-to-day basis and to implement the policies and strategies agreed by them at Board meetings.

The business plan is reviewed and updated annually by the trustees and implementation of the plan is delegated to the executive team. Trustees also have responsibility for a range of policies adopted by the charity such as health and safety, equal opportunities and high-level financial procedures. Trustees review accounting information on a regular basis, and approve all high-level budgets and plans.

All new trustees are inducted into the work of the charity through an initial meeting with the Chair, Artistic Director and Executive Director, and the provision of documents such as accounts, business plan, previous board papers and financial information. In addition, training events are held for the trustees covering the responsibilities of directors and trustees, and the work of the charity.

The charity has two trading subsidiaries – Birmingham Rep Enterprises Limited (BREL) and Unique Venues Birmingham Limited (UVB). The charity owns all shares issued by both companies and any surpluses are gift-aided to the charity annually.

None of the directors held any beneficial interest in the shares of the company at any time during the year.

Directors' interests in transactions with related parties are detailed in note 23.

The company has paid £6,610 (2020: £2,160) for indemnity insurance for its directors and officers. £1,000,000 (2021: £1,000,000) of cover is provided.

Public Benefit

The directors have complied with the duty in section 4 of the Charities Act 2006, to have due regard to the public benefit guidance published by the Charity Commission.

The directors believe that the charity, in promoting its aims and objectives, gives direct benefit to all patrons with whom it comes into contact. These may be:

- Audience members coming to see performances in Birmingham, which may promote understanding of complex sociological issues, visually demonstrate emotive situations or simply generate an appreciation of dramatic art through entertainment.
- Audience members seeing shows produced by the charity and touring throughout the UK and beyond.
- Community members taking part in a range of practical workshops, discussion groups and artistic opportunities offered throughout the city.
- Young people taking an active part in the charity's extensive network of youth theatres.
- Students engaged in specialist training in drama, English and/or playwriting in a range of colleges/universities with which the charity has relationships.
- School pupils and pre-school infants taking part in a wide range of learning & participation activity produced by the charity.

The theatre operates a pricing structure which is designed to maximise the accessibility of its activities and includes concessions for young people, families, the unemployed, the disabled, school parties, students and senior citizens.

Objectives and Activities

The objectives of the charity are:

- To educate the public by promoting, fostering and encouraging the knowledge, understanding, appreciation and a high standard of the arts and in particular dramatic art in the City of Birmingham and in such other places in the United Kingdom of Great Britain and

Northern Ireland and throughout the world as the company shall from time to time deem to be advantageous to the intellectual weal of the public.

- To educate and train students in drama, music, painting and other similar arts, and to promote the recognition and encouragement of exceptional merit in students by the institution and presentation of scholarships, exhibitions, grants, medals or other prizes or benefactions.

The theatre's vision in its current strategic plan is to become:

A world-class theatre in Birmingham for everyone

Reserves policy

The Board believes that general fund reserves should broadly be maintained at a level equivalent of up to three months' operating costs and this gives a target reserve range of £900k to £1.1m. The general fund reserve as at 31 March 2022 is £1,064k. Should general fund reserves be either below or above the target range at the end of a financial year an action plan to bring the reserve to within the target range will be implemented. The reserve at 31 March 2022 supports with the challenges of the ongoing impact of Covid and the cost-of-living crisis in 2022/23.

The Designated fund balance of £1,598k (2021: £1,619k) represents the net book value of unrestricted fixed assets and a risk reserve for box office shortfalls and the impact of the cost-of-living crisis.

Strategic Report

The start of the financial year saw the continuation of Covid restrictions but with an acceleration of the vaccination programme. May and June'21 saw socially distanced performances for the long delayed CONSTRUCTED by our own Lightpost Theatre Company and a Birmingham Royal Ballet season including CINDERELLA and CURATED BY CARLOS triple bill with CITY OF A THOUSAND TRADES, co-directed by Rep Associate Director Madeleine Kludje. A tentative yet welcome start to artistic work returning to our stages after a 14-month absence during Covid.

A second round of Culture Recovery Funding (CRF) was secured in March'21. This yielded £554k which was initially intended for the three months April to June'21 but was extended to cover a nine-month period to December'21. This funding facilitated cover of essential costs whilst a full programme was still not feasible.

Arts Council England extended the end of its National Portfolio Organisation funding period from March'22 to March'23 during 2020/21. The Rep's business plan for the period 2021 – 2023 responds to Art Council England's Let's Create strategy, delivering the three outcomes of Creative People, Cultural Communities and a Creative and Cultural Country through the four investment principles: Dynamism, Inclusivity and Relevance, Environmental Sustainability and Ambition and Quality. These principles run are threaded through the activities of The Rep as the theatre rebuilds post pandemic. Our vision is to be a theatre for everyone and our aim of increasing audience numbers to levels of five years ago and more set this scene.

The underlying basis for the plan is to build on The Rep's illustrious history which stretches back to its origins in 1913 as the first repertory company to be established in its own purpose-built theatre. The theatre's focus to renew its vision and mission to create artistically ambitious popular theatre for all the people of Birmingham and beyond blends naturally into Let's Create which will provide the framework to achieve this. Birmingham has undergone significant demographic change, and the vision is inclusive and representative and puts the serving of all Birmingham's multicultural communities at its heart. As the youngest city in Europe, it aims to connect with Birmingham's vibrant, ethnically diverse and youthful population.

Playful, popular and pioneering have become the defining features of the theatre's artistic programme: theatre that speaks to everyone in the city regardless of background or heritage; theatre for ordinary people who might not see themselves as theatre-goers; theatre that is made by, with and for the people of Birmingham, but also international in reach and reflecting the city and its people's global connections and roots.

Whilst The Rep ended 2021/22 with a secure financial future, thanks mainly to the additional public funding received during the financial years, 2020/21 and 2021/22, without which it would not have survived, the continued challenges of rebuilding in what remains a very uncertain post-pandemic world are significant. Greater agility and creativity will be needed to pivot between different scenarios and evolving plans as circumstances unfold.

The Government's Coronavirus Job Retention Scheme was still in place until September'21 and was modestly utilised until the end of the scheme as staff returned to their roles to contribute to the mounting of new productions in the autumn.

2021/22 has seen The Rep's creative learning department continued its schools delivery programme with a welcome return to being able to run much of their programmes back in school buildings from the autumn. Our team of Drama Practitioners continues to secure future opportunities to roll out the programme to new schools in 2022/23.

Our work with young people out of the building through Satellite Youth Theatres that we run in some of the most deprived wards across the city was re-established in 2021/22.

Our three-year project Shifting the Dial, which is funded by National Heritage Lottery Fund and works with young African Caribbean men to improve mental health outcomes, saw a slight pause due to the pandemic but we are grateful that National Heritage Lottery Fund extended the project period to March/April'22. This is a multi-agency project with partners NHS, Centre for Mental Health and First Class Legacy and our role is largely through Lightpost, our theatre company for young African Caribbean men. As well as delivering evidence-based outcomes for participants in relation to wellbeing and mental health, Lightpost has also enhanced work readiness for 12 young African Caribbean men and provided a pathway into professional acting training for two.

As a theatre with a civic mission as well as an artistic mission to reach all peoples of the city, our outreach work in communities is integral to our identity.

Offstage, new Artistic Associates arrived to add their voices to the development of a fresh new vision for The Rep. All have a connection with the city and the list combines new talent with established names in an exciting blend of voices and perspectives. Comprising Meera Syal, Debbie Isitt, Lolita

Chakrabarti, Mohammed Ali, Tyrone Huggins, Lorna Laidlaw, Richard Thomas, Caroline Wilkes, Daniel Alexander, Paul Hunter, Told by an Idiot and Drew McConie Company, our new Associates will help guide the artistic vision for the theatre as it takes shape over the coming months and years, developing a step further the pluralistic and inclusive approach to artistic producing and programming.

Foundry, The Rep's sector-leading talent development programme, will re-start in 2022/23 with a new focus on developing artists to work in communities, following recent successful funding bids to Esmée Fairbairn and Ramps on the Moon. It will have a specific focus on developing Deaf and disabled artists. With previous Foundry artists having gone on to significant positions in the industry, including Associate Directorships, Foundry has built up an enviable track record of developing future leaders and artistic talent.

Turning to The Rep's productions, after a summer of significant rebuilding activity the House re-opened fully in September'21 for its 50th Anniversary Season with a new production of EAST IS EAST, a triumphant return of a popular classic 25 years after it premiered in the Door. In a co-production with the National Theatre it was also subsequently streamed through NT Live. A new musical WHAT'S NEW PUSSYCAT? based on Henry Fielding's novel of the same name and set to the music of Sir Tom Jones, opened to critical acclaim in October'21, bringing new audiences to The Rep. These productions marked a crucial step forward for The Rep in its mission to create artistically ambitious popular theatre, bringing diverse and entertaining artistic work to The Rep's stages that was also successful at the box office.

Culture Recovery Fund funding continued to play a crucial role with a Continuity Support round to cover the period November'21 to January'22. The application for £545k was confirmed in October'21. This funding was to protect reserves from the ongoing impact of the pandemic over a second festive period, further disrupted when the Omicron strain of the virus took hold.

The Rep continued its commitment to new and topical work by presenting GRENFELL: Value Engineering – Scenes from the Inquiry in November'21. These performances provided a challenging and thought-provoking experience through engagement with local communities including those directly affected by the cladding scandal highlighted by the inquiry. Other topical productions in November'21 were FORGOTTEN KEY WORKERS and Sampad's THE WALLS BETWEEN US. The winter season also saw well-known names return, with the staging of JOE LYCETT & FRIENDS, and DAVID SUCHET.

The Christmas productions were affected by Omicron and a show anticipated for February'22, COMING TO ENGLAND, was moved to a late March'22 start so that the majority of performances could take place in April'22. THE PLAY WHAT I WROTE was a return of an established show but new to the Birmingham audience. Guest stars included Tom Hiddleston who featured in the BBC filmed performance when the production toured to Theatre Royal Bath. Omicron did affect audience numbers. THE SNOWMAN returned to The Peacock in November'21 for its annual Christmas run when sadly Omicron did affect performers leading to several show cancellations over the Christmas period. There was a short run at The Rep in January'22.

ANIMAL FARM, a co-production with Fiery Angel, saw another well-known title back on the stage in late January and February'22 and received critical and popular acclaim for the mastery of the puppetry.

The last two months of the financial year saw increased visiting work to include the STUDIO and DOOR spaces, including – RUSH A JOYOUS JAMACIAN JOURNEY (a returning HOUSE production), LIFE SUKHS, BLACK IS THE COLOUR MY VOICE, YOURS SINCERELY, PLEASE CONTINUE HAMLET and THE COVID VARIATIONS: A Piano Drama. The Barry Jackson Trust supported a tour of PARK BENCH PLAYS with new work being performed in a tour of local communities. Five of the PARK BENCH PLAYS were filmed for SKY ARTS.

March'22 saw the completion of The Rep's front of house refurbishment project, OPEN HOUSE, funded by the Greater Birmingham & Solihull Local Enterprise Partnership (£2m), Birmingham City Council and a range of trusts and foundations and individual donors. A launch event was held to coincide with performances of The Rep's comedy writing partnership with Sky Studios, SKY COMEDY REP.

2021/22 began with Covid-19, but over the course of the year moved beyond Covid restrictions to provide old and new audiences with a dynamic range of productions incorporating well-known and new titles and talent. 2022/23 brings existing and new challenges with Covid still present and the cost-of-living crisis. The Commonwealth Games provides opportunities to capitalise on OPEN HOUSE and develop new diverse productions. Our mission to renew and revitalise The Rep will now take place in a cultural and civic landscape indelibly changed by Covid-19, which will bring with it new challenges but also new opportunities. Moreover, Arts Council England's new NPO funding round for the three years post 2023/26 will look to NPO's to embed the outcomes and investment principles of Let's Create with new ways of working. The Rep is well positioned to build on historic strengths and recent successes to ensure its ongoing recovery and revitalisation.

Going Concern

The trustees are of the view that the immediate future of the theatre for the period to 31 March 2024 is secure, and that on this basis the charity is a going concern.

The directors have adopted a going concern basis in preparing these accounts after assessing the principal risks the charity faces, in particular relating to the continuing uncertainty related to Covid-19 and the cost-of-living crisis. A severe but plausible downside scenario has been modelled. That scenario envisages a full artistic programme for 2022/23 and 2023/24, and takes into account the ongoing support of Arts Council England through an NPO grant for 2023/24 to 2025/26, and grant income from Birmingham City Council. In addition, completion of Open House, the theatre's front of house refurbishment project, provides significantly up-scaled facilities for the REP group to maximise both theatre and commercial activities during 2022/23 and thereafter.

The cost-of-living situation continues to evolve, making scenario planning difficult. However, the directors have considered the current trading trends, together with the charity's non-activity related funding streams, cost base and cash flows.

The General Fund of unrestricted reserves stood at a surplus of £1,064k as at 31 March 2022. The plausible downside modelling referred to above indicate that the charity should have sufficient resources to ensure it is a going concern through to 31 March 2024.

Achievements and performance

Venue	No. of Shows	No. of Perfs	Total Attendance	%age of Seat Capacity	Total Ticket Sales	%age of Cash Capacity
THE HOUSE	15	162	63,468	51%	£1,391,629	33%
THE STUDIO/THE DOOR	4	12	1,385	58%	£12,031	35%
TOTAL	19	174	64,853	51%	£1,403,660	33%

Plans for Future Periods

The previous strategic plan for the four-year period 2018-22 was updated to reflect the extension to Art Council England's National Portfolio Organisation (NPO) period to 31 March 2023 embedding Let's Create principles into our everyday theatre life.

The new business plan for 2021-2023 completed in March'21 has the following aims-

Vision

A world class theatre in Birmingham for everyone - where you'RE Part of the story

Mission

To be a leading force in theatre, we create artistically ambitious theatre that proudly re-claims the word 'popular' and makes it a reality for artists and audiences alike.

We make theatre for, with and by the people of Birmingham: nurturing talent, telling stories and imaginatively representing experiences.

We produce inclusive, exciting and exceptional theatrical experiences for all ages: on our stages, with our community, for our city and the wider world.

We are playful, popular and pioneering.

Values

We embody DIVERSITY AND INCLUSION . Everyone is welcome.

We strive for AMBITION & EXCELLENCE. We will be our very best.

We are PIONEERING & DEVELOPMENTAL. We'RE Prepared to try new things and lead the way.

We show INTEGRITY & ACCOUNTABILITY in our decisions and behaviours.

We thrive on PLAYFULNESS & INSPIRATION. We have fun and celebrate creativity.

As we move into 2022/23 we will consolidate steps taken in 2021/22 to rebuild and re-energise The REP. Commonwealth Games is a major opportunity for Birmingham and the theatre to make some bold statements artistically. We expect to be back operating at scale across all our spaces in this year and able to benefit commercially from the investment in our facilities: profits which will be re-invested in strengthening the organisation and the work we do. We have medium/longer term ambitions to

establish The REP as a 'training theatre' and to develop our international links and profile and will begin developing plans for these in 2022/23.

In May'22 we submitted our application to ACE for the next round of NPO funding for the years 2023-24, 2024-25 and 2025-26. This continues to build upon the 2021-23 plans with an increased emphasis on ACE's Let's Create Investment Principles – Ambition & Quality, Dynamism, Environmental Responsibility; and Inclusivity & Relevance, which focus on the following outcomes – Creative People, Cultural Communities, a Creative & Cultural Country. In November'22 we received the extremely welcome news that The Rep will continue as an NPO for the three-year period starting 1st April 2023.

Financial Review

Financially, the charity and group overriding aim has been survival. Total incoming unrestricted funds of the group were £9,811k for the year with expenditure of £9,500k of costs related to unrestricted funds, giving rise to a surplus of £311k before gains on investments. There was a surplus on restricted funds of £2,168k (2021: surplus £306k). As shown in the statement of financial activities on page 19, as at 31 March 2022 this gives a net accumulated general fund balance of £1,064k, designated funds of £1,598k and restricted fund balances of £2,920k.

The principal funding sources of the charity in the year were:

- Department of Culture, Media and Sport – Culture Recovery Fund of £1,150k (12% of unrestricted income (2021: 23%))
- Arts Council England – primary funder, Covid-19 emergency fund of £nil (nil% of unrestricted income (2021: 9%))
- Arts Council England – primary funder, core revenue grant of £1,868k (20% of unrestricted income (2021: 33%))
- HMRC Coronavirus Job Retention Scheme (CJRS) (including subsidiaries) – £40k (nil% of unrestricted income (2021: 16%))
- Birmingham City Council – primary funder, core revenue grant of £158k (2% of unrestricted income (2021: 3%))
- Income from performances in Birmingham, including co-production contributions £3,277k (33% of unrestricted income (2021: 2%))
- Income from touring and West End transfers - £529k (5% of unrestricted income (2021: nil%))
- Commercial Income from trading subsidiaries (excluding CJRS) - £1,598k (16% of unrestricted income (2021: 8%))
- Income from other sources - £1,191k (12% of unrestricted income (2021: 6%))

Pay policy for staff

The directors consider that the senior management team comprise the key management personnel of the charity in charge of directing and controlling, running and operating the group on a day-to-day basis. All directors give of their time freely and no director received remuneration in the year. Details

of directors' expenses and related party transactions are disclosed in notes 7 and 23 to the accounts.

Periodic benchmarking exercises are carried out to ensure that staff salary rates are consistent with market rates for the sector. In addition, an annual pay review is implemented in April of each year although this was not performed in April 2020 nor April 2021 due to Covid-19. A review was performed in spring 2022.

Volunteers

The charity is very involved in the community and relies on voluntary help to support all its activities. Covid-19 has reduced activities possible with our volunteers during 2020/21 but 2021/22 began to see this team reunited and this will continue into 2022/23.

Disabled employees

The group's policy is to recruit disabled workers for those vacancies that they are able to fill. All necessary assistance with initial training courses is given. Once employed, a career plan is developed so as to ensure suitable opportunities for each disabled person. Arrangements are made, wherever possible, for retraining employees who become disabled, to enable them to perform work identified as appropriate to their aptitudes and abilities.

Risk Management and Analysis

The directors and executives of the company have carried out a risk analysis identifying and quantifying the level of exposure to risks to which the company is subject. As part of this process a system was established for regularly reviewing and updating the risk analysis. Management policies and strategies have been implemented to mitigate those risks identified in the analysis and any potential impact on the company should any of the identified risks materialise.

The Board reviewed the risk register during the course of the year, identified those risks of greatest concern and agreed appropriate actions to minimise the likelihood of them damaging the business, through a risk management strategy which comprised:

- a regular review of the principal risks and uncertainties that the charity and its subsidiaries, Birmingham REP Enterprises Limited and Unique Venues Birmingham Limited, face.
- the establishment of policies, systems and controls to mitigate those risks identified in the annual review.
- the implementation of controls designed to minimise or manage any potential impact on the charity should those risks materialise.

The most significant risks currently facing the charity relate to the management and recovery from the Covid-19 situation, the cost-of-living crisis and related issues and the transformation of the charity's business model, which was already fundamentally challenged before the Covid-19 crisis. The charity has clear actions in place to address these and other key risks, including the re-positioning of the artistic policy under Artistic Director Sean Foley.

Investment Policy

The charity is committed to ensuring that the funds it has are used to their maximum ability to generate income and/or capital growth. The charity is also committed to ensuring that the risks associated with holding funds in institutions are mitigated, including spreading the risk. In order to meet this policy, funds available over the medium term are invested in high interest deposit accounts or bonds. Short-term funds are placed on the money markets or in interest bearing accounts. An Autosweep facility is in place to maximise return on daily funding requirements. Surplus funds available over the long-term are invested in a balanced portfolio managed by professional investment managers.

DISCLOSURE OF INFORMATION TO THE AUDITOR

The directors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information of which the auditors are unaware. All of the directors have confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

Auditor

The annual audit is scheduled for a tender process and this will be put to the members at the Annual General Meeting.

Statement of Trustees'/Directors' Responsibilities

The trustees are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- 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;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The trustees/directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the requirements of the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

By order of the Board

A handwritten signature in black ink, appearing to read 'H. Panter'. The signature is written in a cursive style with a large 'H' and a stylized 'P'.

Howard Panter

Chair

13 December 2022

Independent auditor's report to the members of Birmingham Repertory Theatre Limited

Opinion

We have audited the financial statements of The Birmingham Repertory Theatre (the 'parent charity') and its subsidiaries (the 'group') for the year ended 31st March 2022 which comprise the Group Statement of Financial Activities, the Group and Company Balance Sheets, the Group Statement of Cash Flows 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 FRS 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 group's and of the parent charity's affairs as at 31st March 2022 and of the group's 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 group and the parent charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and the parent charity's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

Other information

The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether 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 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 Trustees' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the group and the parent charity and their environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' Report.

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

- adequate and proper accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent charity's financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Trustees

As explained more fully in the trustees' responsibilities statement set out on page 14/15, 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 group's and the parent charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charity 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 the 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. Based on our understanding of the group and the parent charity and its activities, we identified that the principal risks of non-compliance with laws and regulations related to the Charities Act 2011, The Charities Statement of Recommended Practice, employment regulation, fraud and non-compliance with implementation of government support schemes relating to COVID-19, 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.

We evaluated the trustees' and management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls) and determined that the principal risks were related to posting manual journal entries to manipulate financial performance, inappropriately shifting the timing and basis of revenue recognition, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to fund accounting, and significant one-off or unusual transactions.

Our audit procedures were designed to respond to those identified risks, including non-compliance with laws and regulations (irregularities) and fraud that are material to the financial statements. Our audit procedures included but were not limited to:

- Discussing with the trustees and management their policies and procedures regarding compliance with laws and regulations;
- Communicating identified laws and regulations throughout our engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the group and the parent charity which were contrary to applicable laws and regulations, including fraud.

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the trustees and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

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 the audit report

This report is made solely to the charity'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 charity'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 charity and the charity's members as a body for our audit work, for this report, or for the opinions we have formed.


David Hoose (Dec 14, 2022 15:56 GMT)

David Hoose (Senior Statutory Auditor)

for and on behalf of Mazars LLP

Chartered Accountants and Statutory Auditor

First Floor

Two Chamberlain Square

Birmingham B3 3AX

Dec 14, 2022

Consolidated Statement of Financial Activities (incorporating the income and expenditure account) for the year ended 31 March 2022

		Unrestricted			Total	Last Year
		General Funds	Designated Funds	Restricted Funds	Funds	Total Funds
	Notes	2022 £000	2022 £000	2022 £000	2022 £000	2021 £000
Income						
<i>Income from generated funds</i>						
Donations and legacies	2	3,293	-	2,776	6,069	5,321
Other trading activities	2	1,598	-	-	1,598	724
Income from Investments	3	95	-	-	95	26
<i>Income from charitable activities</i>	4	4,825	-	-	4,825	293
Total income		9,811	-	2,776	12,587	6,364
Expenditure						
Raising funds		1,402	-	-	1,402	727
Expenditure on charitable activities		7,993	105	608	8,706	3,705
Total expenditure	5	9,395	105	608	10,108	4,432
<i>Gains/(Losses) on investment assets</i>						
Realised		35	-	-	35	-
Unrealised		(55)	-	-	(55)	120
Net income/(expenditure)	7	396	(105)	2,168	2,459	2,052
Transfers between funds		(306)	84	222	-	-
Net movement in funds		90	(21)	2,390	2,459	2,052
<i>Fund balances brought forward at 1 April 2021</i>		974	1,619	530	3,123	1,071
<i>Fund balances carried forward at 31 March 2022</i>		1,064	1,598	2,920	5,582	3,123

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

Note 28 illustrates prior year figures for the various funds.

The notes on pages 22 to 40 form part of these accounts.

Consolidated and Company Balance Sheets as at 31 March 2022

		GROUP		COMPANY	
	Notes	2022	2021	2022	2021
		£000	£000	£000	£000
Fixed assets					
Intangible assets	9	-	-	-	-
Tangible assets	10	3,445	1,380	3,436	1,332
Investments	11	890	967	890	967
Total fixed assets		4,335	2,347	4,326	2,299
Current assets					
Stocks & work in progress	12	217	62	39	46
Debtors	13	2,001	977	1,996	963
Cash at bank and in hand	20	2,187	1,831	1,553	1,309
Total current assets		4,405	2,870	3,588	2,318
Creditors					
Amounts falling due within one year	14	(3,158)	(1,966)	(2,475)	(1,555)
		(3,158)	(1,966)	(2,475)	(1,555)
Net current assets		1,247	904	1,113	763
Total assets less current liabilities		5,582	3,251	5,439	3,062
Creditors: Amounts falling due after more than one year	15	-	(128)	-	(128)
Net Assets		5,582	3,123	5,439	2,934
Capital and Reserves					
Restricted Reserves	18	2,920	530	2,920	530
Unrestricted					
Share Capital	16	-	-	-	-
General fund		1,064	974	921	785
Designated fund	17	1,598	1,619	1,598	1,619
Total unrestricted funds		2,662	2,593	2,519	2,404
Total charity funds		5,582	3,123	5,439	2,934

During the period the individual company generated a surplus of £2,505k (2021: £2,058k).

The financial statements on pages 19 to 40 were approved by the board of directors/trustees and authorised for issue and are signed on its behalf by:



Howard Panter

Chair

Date: 13 December 2022

Registered Charity Number 223660

Company Registration Number 00295910

Consolidated Statement of Cash Flows for the year ended 31 March 2022

	Notes	2022 £000	2021 £000
Reconciliation of net movement in funds to Cash flows from operating activities:			
Net income		2,459	2,052
Adjustments for:			
Depreciation		186	202
Net of tangible fixed asset disposals		27	-
Investment income		(93)	(26)
Losses/(gains) on investments		20	(120)
Investment fees		-	3
(Increase)/decrease in debtors		(1,024)	109
(Increase)/decrease in stock and work in progress		(155)	8
Increase/(decrease) in creditors		1,064	(646)
Net cash generated from operating activities		2,484	1,582
Cash Flow Statement			
Cash flows from operating activities		2,484	1,582
Cash flows from investing activities:			
Purchase of property, plant and equipment		(2,278)	(231)
Disposal of motor vehicles		(2)	-
Net disposal/(purchase) of fixed asset investments		150	(300)
Interest received		2	2
Net cash used in year		356	1,053
Net increase in cash in the year		356	1,053
Change in net funds arising from cashflows		356	1,053
Cash and cash equivalents at 1 April 2021		1,831	778
Change in cash and cash equivalents in the reporting period		356	1,053
Cash and cash equivalents at 31 March 2022	20	2,187	1,831

Notes to the Financial Statements for the Year Ended 31 March 2022

1 Accounting Policies

Basis of Accounting

These 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 (FRS102) – (Charities SORP (FRS102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) and the Companies Act 2006.

Preparation of the accounts on a going concern basis

The trustees are of the view that the immediate future of the theatre for the period to 31 March 2024 is secure, and that on this basis the charity is a going concern.

The directors have adopted a going concern basis in preparing these accounts after assessing the principal risks the charity faces, in particular relating to the continuing uncertainty related to Covid-19 and the cost-of-living crisis. A severe but plausible downside scenario has been modelled. That scenario envisages a full artistic programme for 2022/23 and 2023/24, and takes into account the ongoing support of Arts Council England through an NPO grant for 2023/24 to 2025/26, and grant income from Birmingham City Council. In addition, completion of Open House, the theatre's front of house refurbishment project, provides significantly up-scaled facilities for the REP group to maximise both theatre and commercial activities during 2022/23 and thereafter.

The cost-of-living situation continues to evolve, making scenario planning difficult. However, the directors have considered the current trading trends, together with the charity's non-activity related funding streams, cost base and cash flows.

The General Fund of unrestricted reserves stood at a surplus of £1,064k as at 31 March 2022. The plausible downside modelling referred to above indicate that the charity should have sufficient resources to ensure it is a going concern through to 31 March 2024.

Public Benefit

The Birmingham Repertory Theatre 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 notes.

Production Costs and Advance Bookings

The direct cost of productions and advance bookings are transferred to the statement of financial activities when the performances to which they relate take place.

Income

Income represented by gross box office receipts and other income generated in furtherance of the objects are stated net of Value Added Tax. The company's and Group's income and results are derived from the continuing operations during the current and the previous year.

Show Income

Income from theatre admission fees and income from co-productions is included in income in the period in which the relevant show is complete.

Donations and Grants

Income from donations and grants, including capital grants, is included in income when these are receivable, except as follows:

When donors/grantors specify that donations and grants given to the charity must be used in future accounting periods, the income is deferred until those periods.

When donors/grantors impose conditions which have to be fulfilled before the charity becomes entitled to use such income, the income is deferred and not included in income until the preconditions for use have been met.

When donors specify that donations and grants, including capital grants, are for particular restricted purposes, which do not amount to pre-conditions regarding entitlement, the income is included in income of restricted funds when received but held in reserves until expenditure is incurred.

Interest Receivable

Interest earned on cash balances is included when receivable by the charity.

Other Income

Income from external hires and other sundry income is recognised on a receivable basis.

Group Financial Statements

These financial statements consolidate the results of the charity and its wholly owned trading subsidiaries, Birmingham REP Enterprise Limited and Unique Venues Birmingham Limited, on a line by line basis. A separate Statement of Financial Activities for the charity itself is not presented because the charity has taken advantage of the exemptions afforded by the Companies Act 2006. The outgoing resources of the parent charity for the year were £8,802k (2021: £3,757k). The income of the parent charity for the year was £11,327k (2021: £5,695k). The surplus of the parent charity was £2,525k before gains and losses on investments (2021: £1,938k).

Expenditure

For the purpose of the Statement of Financial Activities, expenditure which relate directly to the furtherance of charitable objects are categorised into costs of generating funds, charitable activities and governance costs.

Governance costs of the charity represent costs associated with management of the company. All expenditure is included on an accruals basis exclusive of the Value Added Tax which cannot be recovered and is recognised when there is a legal or constructive obligation to pay.

Stock and work in progress

Stock is stated at the lower of cost or net realisable value. Net realisable value is based on estimated selling price less the estimated cost of disposal. Work in progress represents plays commissioned but not yet made. If a play is not going to be made the cost of the commission is written off in the year that this decision is made. Work in progress is recognised for productions that have incurred costs but have not yet completed the entirety of the performances.

Investment

Investments in group undertakings are stated at cost.

Other investment funds are stated at market value at the Balance Sheet date. The Statement of Financial Activities includes the net gain or loss during the financial year. A detailed analysis of the changes in investment values during the year is set out in Note 11.

Capital Grants

Grants received specifically to enable capital projects to be undertaken are treated as restricted funds in accordance with the SORP. The relevant depreciation is charged against these funds annually.

Intangible Fixed Assets and Amortisation

Intangible fixed assets are stated at cost less amortisation. Amortisation is provided on all intangible assets, calculated to write each asset down to its estimated residual value over its expected useful life, as follows:

Computer Software	3 years
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Tangible Fixed Assets and Depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided on all tangible assets, other than freehold land, at rates calculated to write each asset down to its estimated residual value over its expected useful life, as follows:

Buildings	50 years
Computer Equipment	3 years
Infrastructure	10 years
Equipment	3 to 10 years
Theatre equipment	10 years
Motor Vehicles	3 years

Cost of Productions Not Yet Opened

The direct costs of productions are recorded when the costs are incurred however they are only recognised when the performances to which they relate finish. An adjustment is made for productions which span the year-end. The adjustment accounts for the income for the performances in the year in which they occur and apportions the costs in accordance with the income known at 31 March.

Defined Contribution Pension Scheme

The company paid pension contributions into individual pension schemes on behalf of certain employees. The assets of each scheme are held separately from those of the company in independently administered funds. Contributions are charged to the Statement of Financial Activities as they become payable in accordance with the rules of the scheme.

Gifts in Kind

Intangible income is treated as unrestricted funds and is included at the value to the company where this can be quantified and a third party is bearing the cost.

Taxation

The company is a registered charity and as such its charitable activities are not liable to UK corporation tax.

Finance Leases

Assets held under finance leases and the related lease obligations are included at the fair value of the leased assets at the inception of the lease. Depreciation on leased assets is calculated to write off this amount on a straight line basis over the shorter of the lease term and the useful life of the asset. Rentals payable are apportioned between the finance charge and a reduction of the outstanding obligation for future amounts payable so that the charge for each period is a constant percentage of the remaining balance of the capital sum outstanding.

Operating Leases

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

Exchange rate Gains and Losses

Any gains or losses incurred in the exchange between Sterling and Euros are accounted for at the year-end.

Accumulated Funds

The various accumulated funds represent the following:-

Restricted Fund

These are funds that can only be used for particular purposes within the objectives of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes. Depreciation is charged against the relevant fund in respect of fixed assets acquired with restricted funds.

Unrestricted Funds

General Funds:

These are funds that can be used in accordance with the charitable objectives at the discretion of the Trustees/Directors.

Designated Funds:

Designated funds are funds which have been designated by the Trustees/Directors for a specific purpose.

Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Financial Activities.

For financial assets measured at amortised cost, an impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, an impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Activities when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Judgments in applying accounting policies and key sources of estimation uncertainty

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

Depreciation and residual values:

The directors have reviewed the asset lives and associated residual values of all tangible fixed asset classes, and have concluded that asset lives and residual values are appropriate.

Theatre tax relief accrued income:

The directors have reviewed the basis of calculation of show costs and related overheads included in the claim, and have concluded that basis of these calculations are appropriate.

2 Donations and Legacies

Analysis by Fund Type	Unrestricted			Total 2022 £000	Total 2021 £000
	General	Designated	Restricted		
	2022 £000	2022 £000	2022 £000		
Arts Council England	1,868	-	-	1,868	2,408
Birmingham City Council	158	-	-	158	158
DCMS Culture Recovery Fund	1,150	-	-	1,150	1,329
HMRC Coronavirus Job Retention Scheme	26	-	-	26	630
GBSLEP capital project	-	-	1,870	1,870	150
Foyles capital project	-	-	150	150	-
Garfield Weston capital project	-	-	150	150	-
Backstage Trust	-	-	60	60	-
Donations, small grants and sponsorship capital project	-	-	180	180	-
Performances	-	-	35	35	30
Projects	-	-	331	331	505
Memberships etc.	5	-	-	5	1
Sponsorship and Donations	86	-	-	86	110
Total	3,293	-	2,776	6,069	5,321

Analysis by Income Type	Sponsorship and		Total 2022 £000	Total 2021 £000
	Donations	Grants		
	2022 £000	2022 £000		
Arts Council England	-	1,868	1,868	2,408
Birmingham City Council	-	158	158	158
DCMS Culture Recovery Fund	-	1,150	1,150	1,329
HMRC Coronavirus Job Retention Scheme	-	26	26	630
GBSLEP capital project	-	1,870	1,870	150
Foyles capital project	-	150	150	-
Garfield Weston capital project	-	150	150	-
Backstage Trust	-	60	60	-
Donations, small grants and sponsorship capital project	-	180	180	-
Performances	-	35	35	30
Projects	-	331	331	505
Memberships etc.	5	-	5	1
Sponsorship and Donations	86	-	86	110
Total	91	5,978	6,069	5,321

Other trading activities	Unrestricted			Total 2022 £000	Total 2021 £000
	General	Designated	Restricted		
	2022 £000	2022 £000	2022 £000		
Birmingham REP Enterprises Ltd	198	-	-	198	225
Unique Venues Birmingham Ltd	1,400	-	-	1,400	499
Total	1,598	-	-	1,598	724

3 Income from Investments	Unrestricted			Total 2022 £000	Total 2021 £000
	General	Designated	Restricted		
	2022	2022	2022		
	£000	£000	£000		
Bank Interest Received	2	-	-	2	2
Dividends Received	93	-	-	93	24
Total Investment Income	95	-	-	95	26

4 Income from charitable activities

	Unrestricted			Total 2022 £000	Total 2021 £000
	General	Designated	Restricted		
	2022	2022	2022		
	£000	£000	£000		
Birmingham Productions	3,277	-	-	3,277	95
Touring Productions	529	-	-	529	9
Other Box Office	3	-	-	3	6
Learning and Participation	209	-	-	209	143
Other	807	-	-	807	40
Total income from charitable activities	4,825	-	-	4,825	293

5 Expenditure	Unrestricted	Unrestricted	Unrestricted	Restricted	Total 2022 £000	Total 2021 £000
	Direct Costs	Support Costs	Total Costs	Total Costs		
	2022	2022	2022	2022		
	£000	£000	£000	£000		
Costs of Charitable Activities						
Performances	3,225	2,130	5,355	-	5,355	284
Projects	694	-	694	541	1,235	625
Touring Costs	659	418	1,077	-	1,077	126
Capital project	-	-	-	5	5	-
Production	-	-	-	-	-	562
Learning and Participation	290	178	468	-	468	1,047
Research and Development	281	116	397	-	397	892
Depreciation	105	-	105	62	167	167
Governance	-	2	2	-	2	2
Total Costs of Charitable Activities	5,254	2,844	8,098	608	8,706	3,705
Expenditure on Raising Funds						
Fundraising expenses	97	-	97	-	97	52
Trading expenses	1,305	-	1,305	-	1,305	675
	1,402	-	1,402	-	1,402	727
Total	6,656	2,844	9,500	608	10,108	4,432

6 Analysis of Support Costs	Production	Promotion	Executive	Front of House	Occupancy Costs	Support Services	Total Unrestricted	
							Support Costs	Total
	2022	2022	2022	2022	2022	2022	2022	2021
	£000	£000	£000	£000	£000	£000	£000	£000
Performances	391	296	178	107	263	895	2,130	245
Touring costs	80	48	36	17	54	183	418	93
Learning and Participation	35	18	15	7	24	79	178	793
Research and Development	-	-	15	-	23	78	116	643
Governance	-	-	1	-	-	1	2	2
Total unrestricted support costs	506	362	245	131	364	1,236	2,844	1,776

Production comprises the salaries, maintenance and overhead costs of the production department. Promotion comprises publicity/marketing costs and salaries and travel. Executive comprises Executive salaries and travel. Front of House comprises theatre management and box office salaries and box office IT costs. Occupancy comprises rent, rates, insurance, utilities, repairs, cleaning, security, telephone, stationery and postage. Support Services comprises finance, salaries and overheads, general IT costs, legal and professional costs and staff training and recruitment.

The following bases of allocation are used:

Production	Direct production costs
Promotion	Box Office income
Executive	Unrestricted direct costs
Front of House	Box Office income
Occupancy	Unrestricted direct costs
Support Services	Unrestricted direct costs

7	Net income/(expenditure) for the year	2022	2021
		£000	£000
	Net income/(expenditure) is stated after charging:		
	Depreciation of tangible fixed assets	186	202
	Auditor's Remuneration - audit services	22	22
	Auditor's Remuneration - non-audit services	9	9
	Operating lease expenditure	75	74

Staff Trustees/Directors' Remuneration

None of the company directors received any remuneration from the company during the year and no expenses (2021: Nil) were reimbursed to Board members for travel and subsistence. The company paid Directors and Officers liability insurance of £6,610 (2021: £2,160).

8 Employees

	2022	2021
The average number of persons employed by the company during the year was:		
Actors and stage managers	32	6
Other staff	119	103
	151	109
The average number of full time equivalents		
Actors and stage managers	20	-
Other staff	75	47
	95	47
Staff costs for the above persons:	£000	£000
Gross Salaries	2,392	2,120
Employer's National Insurance	206	167
Pension Contributions	52	52
	2,650	2,339

The number of employees includes staff on casual contracts whose hours worked varies over the year. Birmingham Repertory Theatre Limited is a National Living Wage employer.

The number of employees whose emoluments (excluding pension contributions, employers social security costs but including benefits in kind) fell within the following bands:

	2022	2021
£60,001 to £70,000	-	1
£70,001 to £80,000	2	2
£80,001 to £90,000	-	-
£90,001 to £100,000	-	-
£100,001 to £110,000	-	-
	2	3

The employer pension contributions for the above was £5k.

The key management personnel of the charity comprise the Trustees, Executive Director, Artistic Director, Finance Director, Technical Director, Deputy Artistic Director, Associate Director, Director of Creative Learning, Director of People & Operations, Director of Audiences and Executive Producer. The total employee benefits of these were £483k including those joining part way through and leaving during the year (2021: £410k). Voluntary pay reductions taken by senior staff reduced pay for the period from April 2020 to December 2020.

An annual pay review is implemented in April of each year. The equivalent exercise for April 2021 was held over due to Covid 19 circumstances. An annual pay award of 3% was implemented for April 2022.

No employees were made redundant (2021: 28), receiving statutory redundancy payments of Nil (2021: £113k).

9 Intangible Fixed Assets

	Software £000	Total £000
Cost		
At 1st April 2021	230	230
At 31 March 2022	230	230
Accumulated amortisation		
At 1st April 2021	230	230
At 31 March 2022	230	230
Net book value		
At 31 March 2022	-	-
At 1st April 2021	-	-

10 Tangible Fixed Assets

Group	Theatre Equipment £000	Building £000	Assets under construction £000	Equipment £000	Infrastructure £000	Computers £000	Motor Vehicles £000	Total £000
Cost								
At 1st April 2021	1,011	695	222	744	8,315	621	16	11,624
Additions	-	2,247	-	-	-	8	23	2,278
Disposals	-	-	-	(82)	-	(6)	(16)	(104)
Transfers	-	222	(222)	-	-	-	-	-
At 31 March 2022	1,011	3,164	-	662	8,315	623	23	13,798
Accumulated depreciation								
At 1st April 2021	892	109	-	485	8,132	610	16	10,244
Charge for the year	19	34	-	74	49	10	-	186
Disposals	-	-	-	(56)	-	(5)	(16)	(77)
At 31 March 2022	911	143	-	503	8,181	615	-	10,353
Net book value								
At 31 March 2022	100	3,021	-	159	134	8	23	3,445
At 1st April 2021	119	586	222	259	183	11	-	1,380

10 Tangible Fixed Assets (cont)

Company	Theatre		Assets under		Infrastructure		Computers		Motor		Total
	Equipment	Building	construction	Equipment	Infrastructure	Computers	Vehicles				
	£000	£000	£000	£000	£000	£000	£000	£000	£000	£000	£000
Cost											
At 1st April 2021	1,011	695	222	652	8,315	567	16				11,478
Additions	-	2,247	-	-	-	-	23				2,270
Transfers	-	222	(222)	-	-	-	-				-
Disposals	-	-	-	-	-	-	(16)				(16)
At 31 March 2022	1,011	3,164	-	652	8,315	567	23				13,732
Accumulated depreciation											
At 1st April 2021	892	109	-	437	8,132	560	16				10,146
Charge for the year	19	34	-	57	49	7	-				166
Disposals	-	-	-	-	-	-	(16)				(16)
At 31 March 2022	911	143	-	494	8,181	567	-				10,296
Net book value											
At 31 March 2022	100	3,021	-	158	134	-	23				3,436
At 1st April 2021	119	586	222	215	183	7	-				1,332

11 Fixed Asset Investments

	2022	2021
	£000	£000
Valuation		
Market value at 31 March 2021	967	526
Additions	150	1,004
Disposals	(300)	(704)
Realised gains	35	-
Unrealised (losses)/gains	(55)	120
Dividend income	93	24
Management fees	-	(3)
Market value at 31 March 2022	890	967

Subsidiary Undertakings

The company holds 100 £1 ordinary shares at a historic cost of £100 in both Birmingham REP Enterprises Limited and Unique Venues Birmingham Limited. This represents the entire allocated share capital in these companies. Any profits from these companies are gifted annually to The Birmingham Repertory Theatre Limited. Both companies are incorporated in England and Wales. Investments in group undertakings are stated at cost.

Other Investment funds are stated at market value at the Balance Sheet date. The Statement of Financial Activities includes the net gain or loss during the financial year.

The investment portfolio is a charity-specific fund managed by Quilter Cheviot - the Quilter Cheviot Growth Fund for Charities.

12 Stocks and work in progress

	<i>Group</i>		<i>Company</i>	
	2022	2021	2022	2021
	£000	£000	£000	£000
Raw Materials	31	29	6	13
Work in progress	186	33	33	33
	217	62	39	46

13 Debtors

	<i>Group</i>		<i>Company</i>	
	2022	2021	2022	2021
	£000	£000	£000	£000
Trade Debtors	721	133	619	102
Other Debtors	54	82	53	82
Amounts due from subsidiary undertakings	-	-	1,080	487
Cost of productions not yet opened	157	29	157	29
Prepayments and accrued income	1,069	733	87	263
	2,001	977	1,996	963

14 Creditors: amounts falling due within one year

	<i>Group</i>		<i>Company</i>	
	2022	2021	2022	2021
	£000	£000	£000	£000
Trade Creditors	604	341	528	308
Accruals	1,262	853	1,023	590
Deferred Income	886	144	540	37
Other Creditors	263	185	241	177
Other Taxation and Social Security	143	443	143	443
	3,158	1,966	2,475	1,555

Deferred Income

Brought forward 1 April 2021	144
Deferred during the year	4,201
Released during the year	(3,459)
Carried forward 31 March 2022	886

15 Creditors: amounts falling due after more than one year

	<i>Group</i>		<i>Company</i>	
	2022	2021	2022	2021
	£000	£000	£000	£000
Deferred Income	-	128	-	128
	-	128	-	128

16 Share capital

	<i>Number of Shares</i>	<i>2022 and 2021 £000</i>
Authorised:		
Ordinary shares of £1 each	100	-
	2022 £000	2021 £000
Allotted, Issued and fully paid:		
Ordinary shares of £1 each	-	-

The Articles of Association prevent any dividends being paid on the share capital of the company. Furthermore the members are not entitled to any distribution on a dissolution or winding up of the company.

17 Designated Fund

The Designated fund of £1,598k represents the balance of the net book value of unrestricted fixed assets at the year end and a risk reserve.

18 Restricted Reserves

	Funds at 2021 £000	Incoming Resources £000	Outgoing Resources £000	Transfers between funds £000	Funds at 2022 £000
Grants of a Capital Nature					
Capital Appeal	60	-	(41)	-	19
Open House capital project	-	2,410	(26)	222	2,606
Total Capital Grants	60	2,410	(67)	222	2,625
Grants of a Revenue Nature					
Sir Barry Jackson Trust	30	35	(65)	-	-
Arts Council England - BME Theatre Project	7	-	-	-	7
Arts Council England - International work	37	-	-	-	37
On the Edge	3	-	-	-	3
Weekender	7	-	-	-	7
Sustained Theatre	233	-	(233)	-	-
The Big Lottery - Shifting The Dial	145	145	(188)	-	102
Esmee Fairburn	-	100	-	-	100
GBSLEP Pivot & Propser	-	40	(40)	-	-
British Council Dance project	-	30	-	-	30
RAMPS	-	15	(15)	-	-
Other	8	1	-	-	9
Total Revenue Grants	470	366	(541)	-	295
Total Restricted Funds	530	2,776	(608)	222	2,920

Grants of a Capital Nature

The capital appeal reserve of £32k represents the net amount raised by the Theatre's own appeal for funds to meet capital expenditure, less depreciation charges.

The OPEN HOUSE capital project is the front of house re-development completed in March 2022.

Grants of a Revenue Nature

The grant awarded from the Sir Barry Jackson Trust represents a contribution towards the cost of the production of PARK BENCH PLAYS to be performed during 2021/22.

The REP has joined forces with a group of partners to deliver a ground-breaking project to promote positive mental health among young African Caribbean men. The three-year project, called Shifting the Dial, uses cultural activities to encourage young black men to discuss and explore mental health issues and build resilience through promoting wellbeing, improving self-esteem and encouraging personal development. Funded by the National Lottery Community Fund, Shifting the Dial brings together the skills and experience of The REP, community engagement organisation First Class Legacy, the charity Centre for Mental Health, and Birmingham and Solihull Mental Health NHS Foundation Trust.

Esme Fairburn have committed to support a new Foundry new artists development project commencing in autumn 2022.

The REP received a Sustained grant from Arts Council England during the year. The project that this funding was intended for was subsequently withdrawn and the amount was returned to Arts Council England in 2021/22.

GBSLEP Pivot and Prosper fund committed £40k towards digital equipment project spend which was spent during the year.

British Council committed £30k toward funding of a Dance Into Space community project to take place in 2022/23.

19 Analysis of Net Assets by Fund

	Unrestricted			Total
	General Funds	Designated Funds	Restricted Funds	2022
	£000		£000	£000
Tangible Fixed Assets	-	997	2,448	3,445
Fixed Asset Investments	890	-	-	890
Current Assets	3,332	601	472	4,405
Total Liabilities	(3,158)	-	-	(3,158)
	1,064	1,598	2,920	5,582

20 Analysis of cash and cash equivalents

	2022	2021
	£000	£000
Cash at bank and in hand	2,187	1,831
	<u>2,187</u>	<u>1,831</u>

21 Ultimate Controlling Party

The ultimate controlling party of the charity is the Sir Barry Jackson Trust, a charity registered with the Charities commission for England and Wales (Reg. No. 211619).

22 Trading activities of Subsidiary Undertakings

2022 **2021**
£000 **£000**

A summary of Birmingham REP Enterprises Limited trading results are shown below. Audited accounts are filed with the Registrar of Companies.

Profit and Loss Account

Turnover	6,098	95
Cost of sales	(6,099)	(205)
Gross loss	(1)	(110)
Other income	-	130
Administration	(74)	(43)
Operating (loss)	(75)	(23)

Balance Sheet

Retained profit brought forward	70	93
Retained loss for the year	(75)	(23)
Share Capital	-	-
Shareholders Funds	(5)	70
Fixed assets	-	42
Stock	173	11
Debtors	890	457
Cash at bank	40	45
	1,103	513
Creditors	(1,108)	(485)
Net (Liabilities)/Assets	(5)	70

22 cont Trading activities of Subsidiary Undertakings (cont)

2022 2021
£000 £000

A summary of Unique Venues Birmingham Limited trading results are shown below. Audited accounts are filed with the Registrar of Companies.

Profit and Loss Account

Turnover	1,386	358
Cost of sales	(971)	(380)
Gross Profit/ (Loss)	415	(22)
Other income	14	141
Administration	(61)	(47)
Operating Surplus	368	72

Balance Sheet

Retained profit brought forward	127	105
Gift Aid	(338)	(50)
Retained profit for the year	368	72
Share Capital	-	-

Shareholders Funds

Fixed Assets	9	5
Stock	5	5
Debtors	195	43
Cash at bank	594	476
	794	524
Creditors	(646)	(402)
Net Assets	157	127

23 Related Party Transactions

Councillor Jayne Francis is a member of Birmingham City Council. The company receives a grant from Birmingham City Council as shown in note 2 and pays Birmingham City Council rent and uniform business rates and has other transactions including recharges between the two entities for services and utilities within the building it shares with the Library of Birmingham.

Advantage has been taken of the FRS 102 exemption from disclosure of inter group transactions.

The lease between Birmingham City Council and the charity for the building was signed in 2013. This lease sees the charity pay £55k per annum. It expires in 2112, being subject to rent review every ten years.

24 Guarantees and Other Financial Commitments

The group companies had the following operating lease commitments based on minimum lease payments:

	2022 £000	2021 £000
Within one year	75	74
Within two to five years	267	287
In over five years	4,730	4,785
	5,072	5,146

25 Capital Commitments

At 31 March 2022 a commitment of Nil (2021: Nil) had been made in respect of capital expenditure.

26 Contingent Liabilities

The Arts Council England holds, in perpetuity, a floating charge of £5,500k (2021: £5,500k) over the assets of the theatre.

27 Post Balance Sheet Events

On 4 November 2022 it was announced that The Rep would continue to be one of Arts Council England's National Portfolio Organisations and continue to receive funding for the three years from 2023-24 to 2025-26.

28 Statement of Financial Activities for year ended 31 March 2021

		Unrestricted			
		General Funds	Designated Funds	Restricted Funds	Total Funds
	Notes	2021 £000	2021 £000	2021 £000	2021 £000
Income					
<i>Income from generated funds</i>					
Donations and legacies	2	4,636	150	535	5,321
Other trading activities	2	724	-	-	724
Income from Investments	3	26	-	-	26
<i>Income from charitable activities</i>	4	293	-	-	293
Total income		5,679	150	535	6,364
Expenditure					
Raising funds		727	-	-	727
Expenditure on charitable activities		3,337	139	229	3,705
Total expenditure	5	4,064	139	229	4,432
<i>Gains on investment assets</i>					
Realised		-	-	-	-
Unrealised		120	-	-	120
Net expenditure	7	1,735	11	306	2,052
Transfers between funds		(326)	326	-	-
Net movement in funds		1,409	337	306	2,052
<i>Fund balances brought forward at 1 April 2020</i>		(435)	1,282	224	1,071
<i>Fund balances carried forward at 31 March 2021</i>		974	1,619	530	3,123