

BLACK SWAN ARTS LTD

England & Wales · Charity number 292463

Details

Other names	BLACK SWAN ARTS LTD, THE BLACK SWAN GUILD LIMITED, BLACK SWAN ARTS
Status	Registered
Legal form	Charitable company
Company number	01944551
Registered	1985-09-24
Register	View on the Charity Commission register

Contact

Address	Black Swan Arts Bridge Street Frome BA11 1BB
Phone	01373473980
Email	office@blackswanarts.org.uk
Website	www.blackswanarts.org.uk

Activities

Objects: (A) TO PROMOTE ANY CHARITABLE PURPOSE WHICH WILL ENCOURAGE THE EXERCISE AND MAINTAIN THE STANDARD OF CRAFTS AND IMPROVE CRAFTSMANSHIP AND FOSTER AND INCREASE THE INTEREST OF THE PUBLIC THEREIN; (B) TO ADVANCE THE EDUCATION OF THE PUBLIC CONCERNING THE ARTS AND CRAFTS AND TO FOSTER A GREATER CULTURAL AWARENESS; (C) TO PROVIDE OPPORTUNITIES FOR RECREATIONAL AND LEISURE TIME OCCUPATIONS WITH THE OBJECT OF IMPROVING THE CONDITIONS OF LIFE FOR THE INHABITANTS OF THE TOWN OF FROME AND ITS NEIGHBOURHOOD; (D) TO PRESERVE FOR THE BENEFIT OF THE INHABITANTS OF THE NEIGHBOURHOOD THE BUILDING KNOWN AS THE BLACK SWAN INN.

Activities: Exhibitions and promotion of the ArtsEducational Workshops, talks and outreach workPreservation of the property, formerly the Black Swan Inn

Classification

- **How:** Provides Buildings/facilities/open Space
- **What:** Arts/culture/heritage/science
- **Who:** The General Public/mankind

Geography

- **Area of benefit:** FROME, AND ITS NEIGHBOURHOOD
- Somerset

Finances

Period end	Income	Expenditure	Assets	Employees
2025-03-31	£236,654	£241,058	-	-
2024-03-31	£176,997	£197,046	-	-
2023-03-31	£155,359	£184,604	-	-
2022-03-31	£128,369	£141,498	-	-
2021-03-31	£114,160	£80,569	-	-

Trustees

Name	Role	Appointed
Alexander Paul Webb		2022-03-21
Ian Edward Fooks		2022-05-09
Jack Martin		2025-06-30
Lesley Ann Little		2024-08-05
Roger Arthur Frank Whitewick		2022-07-05
Thomas Charles William McEvoy		2025-06-30

BLACK SWAN ARTS LTD

England & Wales - Charity number 292463

Accounts



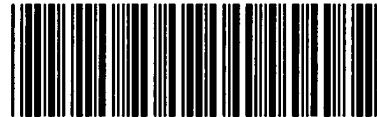
BlackSwanArts

Company Limited by Guarantee

Unaudited Financial Statements

31 March 2025

FRIDAY
SA1



AETDEWH6

A08 09/01/2026 #234

COMPANIES HOUSE

AEHTRD3L

A20 20/12/2025 #127

COMPANIES HOUSE

Black Swan Arts Ltd

Company Limited by Guarantee

Contents Page

Year ended 31 March 2025

	Page
Reference and administrative details	1
Chair's Report	2-3
Trustees' Annual Report (incorporating the Director's Report)	4-10
Independent Examiner's Report to the Trustees	11
Statement of Financial Activities (including income and expenditure account)	12
Balance Sheet	13
Notes to the financial statements	12-23

Black Swan Arts Ltd Company Limited by Guarantee

Reference and administrative details

Year ended 31 March 2025

Registered Charity name	Black Swan Arts Ltd
Charity registration number	292463
Company registration number	01944551
Principal address and registered office	The Black Swan 2 Bridge Street Frome Somerset BA11 1BB
Trustees	I Fooks L Little (appointed 5 August 2024) R Morland (retired 9 December 2024) A Webb R Whitewick L Thompson (retired 5 August 2024) P Hammond (appointed 5 August 2024, retired 12 September 2024)
Independent Examiner	Oliver Johnston ACA SO Accounting Limited 5 The Upper Courtyard Marl Pits Lane Truoxhill Frome BA11 5DL

Black Swan Arts Ltd

Company Limited by Guarantee

Chair's Report

Year ended 31 March 2025

Chair's Report

This report looks back on the financial year that runs from 1 April 2024 to 31 March 2025, as that is the period covered by our accounts.

This was another year of significant financial challenge. Like many other arts organisations, we continue to struggle with the challenges of the cost of living increases, affecting our income as well as our costs. In recent years we have also found it hard to attract volunteers, particularly trustees, putting a heavy load on a small team.

The running costs of our treasured building continue to put a heavy strain on our resources, leading to a potential cash-flow shortfall early in 2025. An appeal was launched to raise much-needed emergency funds, and in a few short weeks the target of £10,000 was reached. This was accompanied by many expressions of support and encouragement from artists, friends and members of the public, among others, showing depth of community support for Black Swan Arts. The trustees would like to thank everyone who responded to the appeal.

However, throughout these uncertain financial times, we continued to programme a diverse and exciting exhibition in the Long Gallery, together with many community exhibitions to the Round Tower. Details of all exhibitions are summarised within the Trustee Annual Report below.

Another significant part of our role is providing affordable studio spaces for artists and crafts people, both in our public-facing studios and in other spaces around the building. During the year, there have been several changes in the studio tenancies. We welcomed new tenants Sally Swannell, Vicky Sackwild, Jane Sheppard, Pete Hempshall and Annabelle Pettigrew (Kift Ceramics), whilst Daniel Musselwhite, Jo Walton and The Write Place occupied other studios around the building. Our tenants represent a wide range of creative arts, including painting, print and card making, ceramics, jewellery making and a writing collective.

Our Shop team continue to be an integral part of our operation, showcasing the work of many local artists and crafts people in the shop, and welcoming visitors to the Black Swan. They also take on the sales function for exhibitions in the Long Gallery, and organise the very successful Winter Market which has made a considerable contribution to the organisation's finances and public profile.

The trustees would like to acknowledge their appreciation of the positive and mutually-beneficial relationship with our key tenants River House café and to thank the team for their on-going support. In 2024 River House financed a major upgrade of the courtyard seating area, with plans for further improvements to follow.

The commitment of all Trustees this year has been exceptional. We have welcomed Lesley Little as our new Treasurer, replacing Rebecca Moreland who has resigned from the board after 10 years of extremely valuable service. We have continued to operate with a small team of Trustees

sharing the role Chair, during the year these have been Alex Webb, Ian Fooks and Roger Whitewick.

We have been very grateful for the support of all volunteers, and also for our small professional team. During the year we welcomed a new Centre Manager, Leon Thompson, who had previously been a highly valued trustee and has already significantly improved the efficiency of the operation and its creative range. We were also very grateful to the hard work and commitment of Lin Bradshaw Bullock, our book-keeper, as well as the full shop team led by Sara Hayward, and including Sally Barnett, Rachel Board, Gitte Morten, Cathy Plummer and Violet Venables Ziminski.

A handwritten signature in black ink, appearing to read 'Alex Webb', with a large, sweeping flourish at the end.

Alex Webb

Chair, Board of Trustees

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report)

Year ended 31 March 2025

The Trustees, who are also the directors for the purposes of company law, present their report and the unaudited financial statements of the charity for the year ended 31 March 2025.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Constitution

The charity is a company limited by guarantee governed by Memorandum and Articles of Association dated 4 September 1985, amended 25 September 1997, and by-laws dated 27 July 1998, as amended by certificate of incorporation on change of name dated 15 December 2017, as amended by certificate of incorporation on change of name dated 6 January 2017.

Appointment of trustees

Under the charity's by-laws all members of The BSA Ltd will also be Directors of The Black Swan Arts Ltd. Directors will be appointed and selected by the existing board. An individual nominated to become a Director should attend at least 1 meeting of any category, before becoming eligible to be appointed as Director.

The Chair must at all times be aware of a) the long-term needs of the organisation in establishing a balance of skills within the trustees and b) the agreed number of trustees (8-10).

When a vacancy arises, the organisations situation must be assessed to determine what type of skills are required to sustain Black Swan activities. The latest Board Audit and Review should be referred to at this stage. Vacancies should be openly advertised across the region. The skills required will be decided at the general meeting, as will the method of seeking appointees. When necessary, a small sub-committee will undertake to look at prospective candidates.

Induction and training of trustees

The new Trustee(s) will be given the Board Introduction Pack and will be introduced to the role and responsibilities of the Trustees by the Chair. The new Trustee(s) are required to sign the Code of Conduct and Trustee Contract. The new Trustee(s) should receive a full induction within 1 month of appointment.

Trustees should also refer to the Board Development Plan. Trustees are required to attend training and development events.

Organisational structure

Trustees are supported by a part-time Centre Manager and part-time Bookkeeper.

Relationships with related parties

The charity has a wholly owned trading subsidiary BSE Frome Ltd which is incorporated in England and Wales.

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2025

Risks

The major risks to which the charitable company is exposed, as identified by the trustees, have been reviewed and systems or procedures have been established to manage those risks.

OBJECTIVES AND ACTIVITIES

Objects

The objects of the charity as stated in the memorandum and articles of association are; -

- (a) to promote any charitable purpose which will encourage the exercise and maintain the standard of crafts and improve craftsmanship and foster and increase the interest of the public therein;
- (b) to advance the education of the public concerning the arts and crafts and to foster a greater cultural awareness;
- (c) to provide opportunities for recreation and leisure time occupations with the object of improving the conditions of life for the inhabitants of the town of Frome and its neighbourhood;
- (d) to preserve for the benefit of the inhabitants of the neighbourhood the buildings known as the Black Swan Inn and the Round Tower.

VISION AND MISSION STATEMENT

Summary

Black Swan Arts (BSA) is a charity and a centre for art and crafts in Frome and the wider region. Housed in a listed and locally important building it creates inclusive opportunities for all of the community.

Support for arts practitioners

BSA will support practitioners of contemporary and traditional arts and crafts, at all stages of their careers. In a dynamic and creative town, it will act as a hub for artists and makers to meet, make connections and develop their careers. As part of this we will provide opportunities through our studio spaces for early career professionals to develop as small businesses.

In addition, our Open Exhibitions and gallery programmes will offer opportunities for artists at all stages of their practice to showcase their work to audiences, and to make valuable sales.

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2025

Our building and the community

We will offer the great resource that is our building and its spaces as a venue for arts-based activities of all sorts for community participation.

We will seek out partners to collaborate with, who can bring their particular expertise to BSA. This will include arts/crafts-based workshops, for people of all ages, but will also include talks and skill-sharing, and will also include projects such as our Young Open which bring many new visitors to the building.

Art

We will continue to bring excellent, thought provoking and inspirational work to local audiences. We will do so through a varied programme of work, which is skilfully curated and considered by our small voluntary Programming Group.

Viability

To fulfil BSA's charitable objectives, we need to develop and maintain a realistic and sustainable business model, which is capable of adapting to the changing circumstances within which we operate, and which is supported by effective and appropriate structures and systems.

Public Benefit

In setting objectives and planning activities trustees have taken note of the Charity Commission guidance on public benefit.

Black Swan Arts is a dynamic venue for the promotion of contemporary arts and crafts, based in Frome, Somerset. The Guild promotes artistic quality and originality, encouraging and exhibiting two and three-dimensional work of an innovative and challenging nature, produced by practicing professional artists and community artists.

Our purpose is to provide an enriching and challenging arts experience for everyone.

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2025

ACHIEVEMENTS AND PERFORMANCE

Throughout the period covered by this report the Long Gallery has hosted a rolling programme of exhibitions, featuring a diverse range of genres and artists.

Amongst the highlights in 2024, the gallery was delighted to host work by the highly-regarded Frome-based print-maker, Chris Pigg. The 2024 Art Open Competition, curated by Lucy Gundry, attracted over 800 entries from around the U.K. and beyond, of which just over 170 were selected by the outstanding group of judges. The second, and highly successful, "Winter Market" brought the 2024 exhibition year to a close.

Once again in Spring 2025, as in 2023, the Black Swan Arts Young Open Art Competition was held, providing a special opportunity for young people between the ages of 8 and 19 to have their artwork shown in a major regional gallery. Winners and Highly Commended work in three age-group categories was chosen, with winners having the opportunity to spend time developing their skills with a professional artist or maker.

At Christmas our Winter Market again transformed the Long Gallery into a destination that highlighted the work of many local artists and craftspeople – including several of our studio occupants as well as many of those whose work we sell in the shop. Sara Haywood's curation of this exhibition was much appreciated.

Exhibitions

Dates	Exhibition	Attendances	Days open
2 Mar -14 April	Time & Tide – Ruth Broadway	1449	43
11 May –24 June	Chris Pigg Retrospective	992	45
8 June – 14 July	4 Create - Liz Spurgeon and Artists	N/A	16
27 July -15 Sept	Black Swan Arts Open Art Competition 2024	2343	51
21 Sept- 27 Oct	Traces of Time	1357	37
30 Oct – 9 Nov	Frome Community Art	N/A	11
4 Nov – 31 Dec	Winter Market	3108	44
13 Jan -19 Feb	Merge – Lucy Gundry	495	38
24 Feb -9 Mar	Ian Richardson	820	19
16 Mar -30 Apr	Black Swan Arts Young Open Art Competition	1817	36

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2025

Exhibitions – Round Tower

1 Apr – 30 Apr	Linda Mannion
2 June – 14 June	Pride Across Generations
6 Jul – 14 Jul	The Round Tower Group – Frome Art Trail
19 Aug – 31 Aug	Swish – Textile Delights
2 Sep – 15 Sep	Friends of Palestine
29 Oct – 3 Nov	Hidden Gallery
5 Nov – 23 Nov	Frome Art Society
25 Nov – 8 Dec	Open Story tellers

Round Tower exhibitions are stewarded by the artists involved, so no attendance records are included for these shows.

Over Events and Collaborations:

Events that we held:

Summer Art Car Boot Sale: over 40 makers took part in this popular event held in association with Frome Festival

Artists talks and workshops around many exhibitions

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2025

FINANCIAL REVIEW

During the year, Black Swan Arts Ltd received total income of £236,654 (2024: £176,997), and total expenditure incurred was £241,058 (2024: £197,046). This resulted in a deficit overall of £4,404, compared to a deficit of £20,049 in 2024.

As at 31 March 2025 total funds were £417,305 of which free reserves were £5,021 (2024: - £945).

Whilst there is still an overall deficit, this represents a significant improvement on 2024, which itself was better than the prior year. Income from Gallery sales increased significantly, but was countered by increased staff, utility and maintenance costs. The Trustees are now more focussed on fundraising as it is apparent that our regular income streams from workshop rentals and sales of artwork are not enough to cover the costs of running and maintaining the building. To this end we are already working with an experienced fundraiser to maximise the impact of both public appeals and grant applications and are optimistic that the improvements shown over the last 2 years can continue.

RESERVES POLICY

The trustees have adopted the following reserves policy. They will aim to ensure that, at all times, the level of reserves is appropriate to the level of the Charity's activities.

The trustees will review annually the nature of the income and expenditure streams, the need to match variable income with fixed commitments, and the nature of the reserves in order to decide on the level of reserves required for the charity to be managed efficiently and to enable future services to remain uninterrupted. Further reserves can be achieved through fundraising, one off grants and donations.

Use of reserves

Reserves are used to: Protect the long-term delivery and continuity of services. Ensure the upkeep of the property and to help fund any major repairs/alterations required.

Level/form of reserves

Trustees decide the level of reserves required. The current aim of the Trust is to build up free reserves approximating to 3 months operating expenses (2025: £60,265). Decisions on the use of reserves will be made by the Board.

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2025

RESPONSIBILITIES OF THE TRUSTEES

The Trustees (who are also the directors of The Black Swan Arts Ltd for the purposes of company law) are responsible for preparing the Chair's Report, the Trustees' Annual Report (incorporating the Director's Report) and the financial statements in accordance with applicable law and regulations.

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

In preparing these financial statements, the Trustees are required to:

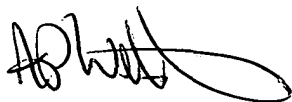
- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charity's transactions and disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

SMALL COMPANY PROVISIONS

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

The Trustees' annual report was approved on 15/12/2025 and signed on behalf of the board of Trustees by:



Alex Webb

Chair

Black Swan Arts Ltd

Company Limited by Guarantee

Independent Examiner's Report

Year ended 31 March 2025

I report to the trustees on my examination of the financial statements of Black Swan Arts Ltd ("the charity") for the year ended 31 March 2025.

Responsibilities and basis of report

As the charity's trustees of the Company (who are also the directors of the company for the purposes of company law), you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ("the 2006 Act").

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

Independent Examiner's statement

I have completed my examination. I confirm that no material matters have come to my attention which gives me cause to believe that:

- accounting records were not kept in accordance with section 386 of the Companies Act 2006; or
- the accounts do not accord with such records; or
- the financial statements do not comply with relevant accounting requirements under section 396 of the Companies Act 2006 other than any requirement that the accounts give a 'true and fair' view which is not a matter considered as part of an independent examination; or
- the accounts have not been prepared in accordance with the Charities SORP (FRS102).

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



Oliver Johnston ACA
SO Accounting Limited
5 The Upper Courtyard
Marl Pits Lane
Trudoxhill
Frome
BA11 5DL

Dated: 15/12/2025

BLACK SWAN ARTS LTD

STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING INCOME AND EXPENDITURE ACCOUNT)

YEAR ENDED 31 MARCH 2025

	Note	Unrestricted Funds £	Endowment Funds £	Total Funds 2025 £	Total Funds 2024 £
Income from:					
Donations and legacies	3	15,076	-	15,076	16,300
Charitable activities	4	140,837	-	140,837	97,273
Other trading activities	5	80,741	-	80,741	63,424
Total income		<u>236,654</u>	<u>-</u>	<u>236,654</u>	<u>176,997</u>
Expenditure on:					
Other trading activities	6	104,042	-	104,042	70,867
Charitable activities	7	125,493	11,523	137,016	126,179
Total expenditure		<u>229,535</u>	<u>11,523</u>	<u>241,058</u>	<u>197,046</u>
Net income/(expenditure)	10	7,119	(11,523)	(4,404)	(20,049)
Transfers between funds	22	(1,153)	1,153	-	-
Net movement in funds		<u>5,966</u>	<u>(10,370)</u>	<u>(4,404)</u>	<u>(20,049)</u>
Total funds at start of year	22	(945)	422,654	421,709	441,758
Total funds at end of year	22	<u>5,021</u>	<u>412,284</u>	<u>417,305</u>	<u>421,709</u>

The Charity has no recognised gains or losses other than the results for the year as set out above.

All of the activities of the charity are classed as continuing.

**The notes on pages 14 to 23 form part of these financial statements
See note 13 for fund-accounting comparative figures**

BLACK SWAN ARTS LTD

BALANCE SHEET

AS AT 31 MARCH 2025

Company number: 01944551

	Note	2025 £	2024 £
Fixed assets			
Intangible assets	14	6,902	9,412
Tangible assets	15	461,847	473,526
Investments	16	100	100
		<u>468,849</u>	<u>483,038</u>
Current assets			
Stock		321	401
Debtors	17	23,047	23,052
Cash at bank and in hand		3,504	3,360
		<u>26,872</u>	<u>26,813</u>
Liabilities			
Creditors : amounts falling due within one year	18	(17,181)	(19,552)
Net current assets or liabilities		<u>9,691</u>	<u>7,261</u>
Total assets less current liabilities		<u>478,540</u>	<u>490,299</u>
Creditors : amounts falling due after more than one year	19	(61,235)	(68,590)
Net assets or liabilities		<u>417,305</u>	<u>421,709</u>
FUNDS			
Unrestricted funds			
General funds	23	5,021	(945)
Endowment funds	23	412,284	422,654
Total funds		<u>417,305</u>	<u>421,709</u>

For the year ended 31 March 2025 the charity was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

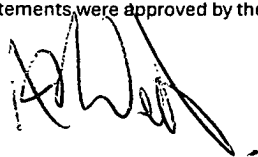
The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act with respect to accounting records and the preparation of financial statements.

These accounts have been prepared in accordance with the provisions applicable to small companies subject to the small companies regime and in accordance with FRS102 SORP.

These financial statements were approved by the Trustees on 15/12/25 and are signed on their behalf by:

Alex Webb
Trustee



The notes on pages 14 to 23 form part of these financial statements

1 Accounting policies

Basis of accounting

These financial statements have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant notes to these accounts.

The financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) issued in October 2019 and with the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and with the Charities Act 2011.

The charity constitutes a public benefit entity as defined by FRS102.

Going Concern

The Trustees consider that there are some material uncertainties affecting the ability of the charity to continue as a going concern, see note 25 for further information on how Trustees' are managing its risks.

Income

Income is included in the Statement of Financial Activities when the charity becomes entitled to the income; it is more likely than not that the trustees will receive the income; the monetary value can be measured with sufficient reliability.

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

- a) When donors specify that donations given to the charity must be used in future accounting periods, the income is deferred until those periods;
- b) When donors impose conditions which have to be fulfilled before the charity becomes entitled to use such income, the income is deferred until the pre-conditions have been met.

Legacies are included on a receivable basis where charity is entitled to the income, it can be measured reliably and receipt is probable. Where legacies have been notified to the charity, or the charity is aware of the granting of probate, and the criteria for income recognition have not been met, then the legacy is not included in income but is treated as a contingent asset and disclosed if material.

Investment income is included on a receivable basis.

Donations in kind comprise donated services where the costs are measurable and the services would otherwise have to be paid for to maintain operational effectiveness.

Expenditure

Expenditure is recognised in the period in which it is incurred. Expenditure includes attributable VAT which cannot be recovered.

Charitable activities

Costs which are directly attributable to meeting the charitable objects are classified as provision of charitable services. These costs are directly allocated to activities, including staff costs which are allocated based on time spent by individual employees.

Support costs

Costs which are indirectly attributable to meeting charitable objectives are classified as support costs. These support costs allocated to activities based on the percentage of support staff time.

1 Accounting policies (continued)

Governance costs

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the charity and include the independent examination fees and costs linked to the strategic management of the charity. Governance costs are included within support costs.

Pension costs and other post-retirement benefits

The charity contributes to defined contribution pension schemes. Contributions payable to the charity's pension schemes are charged to the Statement of Financial Activities in the period to which they relate.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Goodwill - 10% Straight line

Tangible fixed assets

Tangible fixed assets are initially recorded at cost, less any subsequent accumulated depreciation. Assets costing less than £100 are not capitalised.

Depreciation is calculated so as to write off the cost of an asset, less its estimated ultimate residual value, over the useful life of that asset as follows:

Land and buildings - 2 % straight line

Fixtures and fittings - 10% straight line

Equipment - 25% reducing balance

Computer equipment - 33% straight line

Fixed asset investments

Unlisted investments are initially recorded at cost and subsequently measured at fair value. If fair value cannot be reliably measured, assets are measured at cost less impairment.

Listed Investments are included at market value at 31 March. The SOFA includes the net gains and losses arising on revaluations and disposals during the year.

Stock

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Fund accounting

Unrestricted funds can be used in accordance with the charitable objects at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

Designated funds form part of unrestricted funds and have been identified as being for particular purposes by the Trustees. They are not restricted and can be transferred to general funds at any time at the discretion of the Trustees.

Endowment funds may not be converted into income.

Further explanation of the nature and purpose of each fund is included in note of the financial statements.

2 Limited by guarantee

The company is limited by guarantee not having a share capital. The members who are also the directors and trustees undertake to contribute to the assets of the company in the event of it being wound up either whilst a member or within one year of their membership ceasing. The maximum contribution required from each member is £1.

3 Income from: Donations and legacies

	Unrestricted Funds	Endowment Funds	Total Funds 2025	Total Funds 2024
	£	£	£	£
Donations	15,076	-	15,076	16,300
	<u>15,076</u>	<u>-</u>	<u>15,076</u>	<u>16,300</u>

All income from donations and legacies in the current and previous year was unrestricted.

4 Income from: Charitable activities

	Unrestricted Funds	Endowment Funds	Total Funds 2025	Total Funds 2024
	£	£	£	£
Performance related grants	1,500	-	1,500	3,750
Gallery sales	139,337	-	139,337	93,523
	<u>140,837</u>	<u>-</u>	<u>140,837</u>	<u>97,273</u>

All income from charitable activities in the current and previous year was unrestricted.

5 Income from: Other trading activities

	Unrestricted Funds	Endowment Funds	Total Funds 2025	Total Funds 2024
	£	£	£	£
Rental income	60,646	-	60,646	58,661
Fundraising events	16,356	-	16,356	-
Friends subscriptions	259	-	259	299
Sales of products	3,480	-	3,480	4,464
	<u>80,741</u>	<u>-</u>	<u>80,741</u>	<u>63,424</u>

All income from other trading activities in the current and previous year was unrestricted.

6 Expenditure on: Other trading activities

	Total Funds 2025	Total Funds 2024
	£	£
Gallery and exhibitions, including Artists sales commission fees	102,492	68,274
Cost of products	1,550	2,593
	<u>104,042</u>	<u>70,867</u>

All costs of other trading activities in the current and previous year was unrestricted.

BLACK SWAN ARTS LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2025

7 Expenditure on: Charitable activities

	Direct Costs	Support Costs (Note 8)	Total Funds 2025
	£	£	£
Gallery and exhibitions	14,501	8,331	22,832
Education	2,365	1,499	3,864
Preservation of The Black Swan	94,685	8,301	102,986
Governance costs	-	7,334	7,334
	<u>111,551</u>	<u>25,465</u>	<u>137,016</u>

Prior year comparative

	Direct Costs	Support Costs (Note 8)	Total Funds 2024
	£	£	£
Gallery and exhibitions	27,105	7,434	34,539
Education	2,443	1,445	3,888
Preservation of The Black Swan	73,317	7,346	80,663
Governance costs	-	7,089	7,089
	<u>102,865</u>	<u>23,314</u>	<u>126,179</u>

8 Support costs

Support costs, included in note 7, are as follows:

	Charitable Activities	Total 2025
	£	£
Depreciation	928	928
Establishment costs	3,076	3,076
Finance costs	8,624	8,624
Information technology	605	605
Newsletter	1,070	1,070
Office costs	3,828	3,828
Governance costs (Note 9)	7,334	7,334
	<u>25,465</u>	<u>25,465</u>

Prior year comparative

	Charitable Activities	Total 2024
	£	£
Depreciation	915	915
Establishment costs	2,497	2,497
Finance costs	8,344	8,344
Information technology	513	513
Newsletter	1,080	1,080
Office costs	2,876	2,876
Governance costs (Note 9)	7,089	7,089
	<u>23,314</u>	<u>23,314</u>

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2025

9 Governance costs

	Unrestricted Funds £	Endowment Funds £	Total Funds 2025 £	Total Funds 2024 £
Examiners fees - for audit services	1,440	-	1,440	1,440
- for other services	1,576	-	1,576	1,329
Compliance costs	1,636	-	1,636	1,619
Wages costs	2,682	-	2,682	2,701
	7,334	-	7,334	7,089

10 Net income/(expenditure) for the year

This is stated after charging:

	2025 £	2024 £
Independent examiners fees - for independent examination services	1,440	1,440
- for other services	1,576	1,329
Amortisation	2,510	2,510
Depreciation	12,451	12,438
	17,977	17,717

No Trustees have been reimbursed

Aggregate donations from Trustees, key management personnel, and other related parties was nil (2024: £12,000).

11 Staff costs and numbers

The aggregate payroll costs were:

	2025 £	2024 £
Wages & salaries	46,961	48,385
Social security costs	-	-
Pension contributions	346	468
	47,307	48,853

No employee received emoluments of more than £60,000 in the current or previous year.

The average number of employees during the year was 9 (2024: 8). The total employment benefits received by key management personnel including employer national insurance and employer pension were £nil (2024: £nil).

12 Taxation

The charity is exempt from corporation tax on its charitable activities.

13 Statement of Financial Activities comparative figures

For the year ended 31 March 2024	Unrestricted Funds £	Endowment Funds £	Total Funds 2024 £
Income from:			
Donations and legacies	16,300	-	16,300
Charitable activities	97,273	-	97,273
Other trading activities	63,424	-	63,424
Total income	176,997	-	176,997
Expenditure on:			
Other trading activities	70,867	-	70,867
Charitable activities	114,656	11,523	126,179
Total expenditure	185,523	11,523	197,046
Net income/(expenditure) for the year and net movement in funds	(8,526)	(11,523)	(20,049)
Transfers between funds	(1,153)	1,153	-
Net Movement in funds	(9,679)	(10,370)	(20,049)
Total funds at start of year	8,734	433,024	441,758
Total funds at end of year	(945)	422,654	421,709

BLACK SWAN ARTS LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2025

14 Intangible assets

	Goodwill
	£
Cost	
At 1 April 2023 and 31 March 2024	<u><u>25,100</u></u>
Amortisation	
At 1 April 2024	15,688
Charge for the year	2,510
At 31 March 2025	<u><u>18,198</u></u>
Carrying amount	
At 31 March 2025	<u><u>6,902</u></u>
At 31 March 2024	<u><u>9,412</u></u>

15 Tangible fixed assets

	Land and buildings	Fixtures and fittings	Equipment	Total
	£	£	£	£
Cost or valuation				
At 1 April 2024	576,152	26,691	26,358	629,201
Additions	-	772	-	772
Disposals	-	-	-	-
At 31 March 2025	<u><u>576,152</u></u>	<u><u>27,463</u></u>	<u><u>26,358</u></u>	<u><u>629,973</u></u>
Depreciation				
At 1 April 2024	106,537	23,247	25,891	155,675
Charge for the year	11,523	811	117	12,451
Disposals	-	-	-	-
At 31 March 2025	<u><u>118,060</u></u>	<u><u>24,058</u></u>	<u><u>26,008</u></u>	<u><u>168,126</u></u>
Net book value				
At 31 March 2025	<u><u>458,092</u></u>	<u><u>3,405</u></u>	<u><u>350</u></u>	<u><u>461,847</u></u>
At 31 March 2024	<u><u>469,615</u></u>	<u><u>3,444</u></u>	<u><u>467</u></u>	<u><u>473,526</u></u>

16 Investments

	Shares in group undertakings
	£
Cost or valuation	
At 1 April 2024 and 31 March 2025	100
Carrying amount	
At 31 March 2025	<u><u>100</u></u>
At 31 March 2024	<u><u>100</u></u>

BLACK SWAN ARTS LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2025

17 Debtors

	2025	2024
	£	£
Due in less than one year:		
Trade debtors	488	4,606
Amounts owed by group and associated undertakings	16,684	17,284
Prepayments and accrued income	5,875	1,162
	<u>23,047</u>	<u>23,052</u>

18 Creditors: amounts falling due within one year

	2025	2024
	£	£
Bank loans and overdrafts	8,884	8,562
Other creditors	5,801	7,572
Accruals and deferred income	2,496	3,418
	<u>17,181</u>	<u>19,552</u>

19 Creditors: amounts falling due after one year

	2025	2024
	£	£
Bank loans and overdrafts	61,235	68,590
	<u>61,235</u>	<u>68,590</u>

20 Reconciliation of net movement in funds to net cash inflow from operating activities

	2025	2024
	£	£
Statement of Financial Activities: Net movement in funds	(4,404)	(20,049)
Investment income	-	-
Depreciation	14,961	14,948
Increase / (Decrease) in creditors: current liabilities	(2,371)	1,927
Increase / (Decrease) in creditors: non-current liabilities	(7,355)	(7,156)
Increase / (Decrease) in debtors	5	(20,055)
Increase / (Decrease) in stock	80	961
Net cash (outflow)/inflow from operating activities	<u>916</u>	<u>(29,424)</u>

21 Analysis of changes in cash during the year

	Note	2025	2024	Change
		£	£	£
Cash at bank and in hand		<u>3,504</u>	<u>3,360</u>	144
		2024	2023	Change
		£	£	£
Cash at bank and in hand		<u>3,360</u>	<u>29,996</u>	(26,636)

BLACK SWAN ARTS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2025

22 Movement in funds

For the year ended 31 March 2025

	At 1 Apr 2024 £	Income £	Expenditure £	Transfers £	At 31 Mar 2025 £
Endowment Fund					
The Black Swan Arts and Crafts Centre	422,654	-	(11,523)	1,153	412,284
	<u>422,654</u>	<u>-</u>	<u>(11,523)</u>	<u>1,153</u>	<u>412,284</u>
Unrestricted funds					
General funds	(945)	236,654	(229,535)	(1,153)	5,021
	<u>(945)</u>	<u>236,654</u>	<u>(229,535)</u>	<u>(1,153)</u>	<u>5,021</u>
Total funds	<u>421,709</u>	<u>236,654</u>	<u>(241,058)</u>	<u>-</u>	<u>417,305</u>

Endowment Fund

Fund C - description

For the year ended 31 March 2024

	At 1 Apr 2023 £	Income £	Expenditure £	Transfers £	At 31 Mar 2024 £
Endowment Fund					
The Black Swan Arts and Crafts Centre	433,024	-	(11,523)	1,153	422,654
	<u>433,024</u>	<u>-</u>	<u>(11,523)</u>	<u>1,153</u>	<u>422,654</u>
Unrestricted funds					
General funds	8,734	176,997	(185,523)	(1,153)	(945)
	<u>8,734</u>	<u>176,997</u>	<u>(185,523)</u>	<u>(1,153)</u>	<u>(945)</u>
Total funds	<u>441,758</u>	<u>176,997</u>	<u>(197,046)</u>	<u>-</u>	<u>421,709</u>

23 Analysis of net assets between funds

As at 31 March 2025	Unrestricted	Endowment	Total
	Funds	Funds	
	£	£	£
Tangible fixed assets	49,563	412,284	461,847
Intangible Assets	6,902	-	6,902
Investments	100	-	100
Net Current Assets	9,691	-	9,691
Creditors greater than 1 year	(61,235)	-	(61,235)
	<u>5,021</u>	<u>412,284</u>	<u>417,305</u>

As at 31 March 2024	Unrestricted	Endowment	Total
	Funds	Funds	
	£	£	£
Tangible fixed assets	50,872	422,654	473,526
Intangible Assets	9,412	-	9,412
Investments	100	-	100
Net Current Assets	7,261	-	7,261
Creditors greater than 1 year	(68,590)	-	(68,590)
	<u>(945)</u>	<u>422,654</u>	<u>421,709</u>

24 Related party transactions

There are no transactions with trustees or other related parties other than those disclosed as required by the SORP elsewhere in the financial statements.

25 Going Concern

The Trustees consider that there are some material uncertainties which affect the Charity's ability to continue as a going concern. Whilst free reserves are currently showing at £5,021 an improvement on the previous year. This is due to the changes made by the trustees in the current period. However, uncertainty is still prevalent and the trustees are making efforts to increase the income through additional fundraising activity. The results of such should be reflected in the 2025/2026 financial results with a further recovery of reserves.

BLACK SWAN ARTS LTD

England & Wales - Charity number 292463

Accounts



Company Limited by Guarantee

Unaudited Financial Statements

31 March 2024

Black Swan Arts Ltd

Company Limited by Guarantee

Contents Page

Year ended 31 March 2024

	Page
Reference and administrative details	1
Chair's Report	2-3
Trustees' Annual Report (incorporating the Director's Report)	4-10
Independent Examiner's Report to the Trustees	11
Statement of Financial Activities (including income and expenditure account)	12
Balance Sheet	13
Notes to the financial statements	14-25

Black Swan Arts Ltd Company Limited by Guarantee

Reference and administrative details

Year ended 31 March 2024

Registered Charity name	Black Swan Arts Ltd
Charity registration number	292463
Company registration number	01944551
Principal address and registered office	The Black Swan 2 Bridge Street Frome Somerset BA11 1BB
Trustees	C Blunt (retired 11 March 2024) B Earl (retired 20 November 2023) I Fooks M Golder (retired 13 May 2023) L Little (appointed 5 August 2024) R Morland L Ponsillo (retired 3 April 2023) H Roughley (retired 5 June 2023) A Webb R Whitewick A Sheridan (appointed 3 April 2023, retired 9 October 2023) L Thompson (appointed 17 August 2022, retired 5 August 2024)
Independent Examiner	Kirsty Carbin ACA FCCA SO Accounting Limited 2 Harris Close Frome Somerset BA11 5JY

Black Swan Arts Ltd

Company Limited by Guarantee

Chair's Report

Year ended 31 March 2024

This report looks back on the financial year that runs from 1 April 2023 to 31 March 2024, as that is the period covered by our accounts.

This was another year of change and challenge. Like many other arts organisations, we have struggled with the challenges of the cost of living crisis, with it affecting our income as well as our costs. We continued to rebuild our volunteer base, but like many other voluntary organisations, we have found it hard to attract volunteers (including trustees). We are also starting to address the condition of our much-loved building and its equipment, both of which are suffering from hard use and limited investment over the years.

However, we continued to programme a diverse and exciting exhibition in the Long Gallery, many of which had been programmed before Covid. We also welcomed many community exhibitions to the Round Tower. Details of all exhibitions are summarised within the Trustees Annual Report below.

Another significant part of our role is providing affordable studio spaces for artists and crafts people, both in our public-facing studios and in other spaces around the building. During the year, studios 1-4 were tenanted by Jo Joof, Tim Slatter, Puro Ceramics and Sophia Elouise/James Saunders, whilst Daniel Musselwhite, Badger Leather, Jo Walton and The Write Place occupied other studios around the building.

Our Shop team has remained integral to our operation, not only showcasing the work of many local artists and crafts people in the shop, and welcoming visitors to the Black Swan but also taking on the sales function for exhibitions in the Long Gallery.

We have also worked to build an ever-more collaborative relationship with our key tenants, River House Café, who have continued to provide wonderful food and drink, and are always a dynamic and cheerful presence in the centre of the building.

The commitment of all Trustees this year has been exceptional. We were delighted to be joined by several new Trustees, who have already contributed a great deal to our meetings. We have also been sad to say good-bye to several. Because of the challenges involved in being a Trustee, we have decided to operate without one Chair, and have operated with a small team of Trustees sharing the role. During the year these have been: Alex Webb, Ian Fooks, Beverley Earl and Roger Whitewick.

Black Swan Arts Ltd

Company Limited by Guarantee

Chair's Report *(continued)*

Year ended 31 March 2024

We have been very grateful for the support of all volunteers, and also for our small professional team. During the year we said goodbye to Emma Warren, Centre Manager, who left in June after 10 years in post, and welcomed Sebastian Cranston to the revised role as Buildings Manager.

We were also very grateful to the hard work and commitment of Lin Bradshaw Bullock, our book-keeper, as well as the full shop team led by Sara Hayward, and including Sally Barnett, Rachel Board, Gitte Morten, Cathy Plummer and Violet Venables Ziminski.



Alex Webb
Chair, Board of Trustees

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report)

Year ended 31 March 2024

The Trustees, who are also the directors for the purposes of company law, present their report and the unaudited financial statements of the charity for the year ended 31 March 2024.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Constitution

The charity is a company limited by guarantee governed by Memorandum and Articles of Association dated 4 September 1985, amended 25 September 1997, and by-laws dated 27 July 1998, as amended by certificate of incorporation on change of name dated 15 December 2017, as amended by certificate of incorporation on change of name dated 6 January 2017.

Appointment of trustees

Under the charity's by-laws all members of The BSA Ltd will also be Directors of The Black Swan Arts Ltd. Directors will be appointed and selected by the existing board. An individual nominated to become a Director should attend at least 1 meeting of any category, before becoming eligible to be appointed as Director.

The Chair must at all times be aware of a) the long-term needs of the organisation in establishing a balance of skills within the trustees and b) the agreed number of trustees (8-10).

When a vacancy arises, the organisations situation must be assessed to determine what type of skills are required to sustain Black Swan activities. The latest Board Audit and Review should be referred to at this stage. Vacancies should be openly advertised across the region. The skills required will be decided at the general meeting, as will the method of seeking appointees. When necessary, a small sub-committee will undertake to look at prospective candidates.

Induction and training of trustees

The new Trustee(s) will be given the Board Introduction Pack and will be introduced to the role and responsibilities of the Trustees by the Chair. The new Trustee(s) are required to sign the Code of Conduct and Trustee Contract. The new Trustee(s) should receive a full induction within 1 month of appointment.

Trustees should also refer to the Board Development Plan. Trustees are required to attend training and development events.

Organisational structure

Trustees are supported by a part-time Centre Manager and part-time Bookkeeper.

Relationships with related parties

The charity has a wholly owned trading subsidiary BSE Frome Ltd which is incorporated in England and Wales.

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2024

Risks

The major risks to which the charitable company is exposed, as identified by the trustees, have been reviewed and systems or procedures have been established to manage those risks.

OBJECTIVES AND ACTIVITIES

Objects

The objects of the charity as stated in the memorandum and articles of association are; -

(a) to promote any charitable purpose which will encourage the exercise and maintain the standard of crafts and improve craftsmanship and foster and increase the interest of the public therein;

(b) to advance the education of the public concerning the arts and crafts and to foster a greater cultural awareness;

(c) to provide opportunities for recreation and leisure time occupations with the object of improving the conditions of life for the inhabitants of the town of Frome and its neighbourhood;

(d) to preserve for the benefit of the inhabitants of the neighbourhood the buildings known as the Black Swan Inn and the Round Tower.

VISION AND MISSION STATEMENT

Summary

Black Swan Arts (BSA) is a charity and a centre for art and crafts in Frome and the wider region. Housed in a listed and locally important building it creates inclusive opportunities for all of the community.

Support for arts practitioners

BSA will support practitioners of contemporary and traditional arts and crafts, at all stages of their careers. In a dynamic and creative town, it will act as a hub for artists and makers to meet, make connections and develop their careers. As part of this we will provide opportunities through our studio spaces for early career professionals to develop as small businesses.

In addition, our Open Exhibitions and gallery programmes will offer opportunities for artists at all stages of their practice to showcase their work to audiences, and to make valuable sales.

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) *(continued)*

Year ended 31 March 2024

Our building and the community

We will offer the great resource that is our building and its spaces as a venue for arts-based activities of all sorts for community participation.

We will seek out partners to collaborate with, who can bring their particular expertise to BSA. This will include arts/crafts-based workshops, for people of all ages, but will also include talks and skill-sharing, and will also include projects such as our Young Open which bring many new visitors to the building.

Art

We will continue to bring excellent, thought provoking and inspirational work to local audiences. We will do so through a varied programme of work, which is skilfully curated and considered by our small voluntary Programming Group.

Viability

To fulfil BSA's charitable objectives, we need to develop and maintain a realistic and sustainable business model, which is capable of adapting to the changing circumstances within which we operate, and which is supported by effective and appropriate structures and systems.

Public Benefit

In setting objectives and planning activities trustees have taken note of the Charity Commission guidance on public benefit.

Black Swan Arts is a dynamic venue for the promotion of contemporary arts and crafts, based in Frome, Somerset. The Guild promotes artistic quality and originality, encouraging and exhibiting two and three-dimensional work of an innovative and challenging nature, produced by practicing professional artists and community artists.

Our purpose is to provide an enriching and challenging arts experience for everyone.

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2024

ACHIEVEMENTS AND PERFORMANCE

The Long Gallery programme was even more varied than usual this year. With *Sparkle! A Spectrum of Contemporary Glass* and *A Visible Thread*, we showed an extraordinary range of contemporary glass and textile work – both exhibitions were very popular with visitors. *A Visible Thread* was a touring show from a collective of artists and makers which aimed to explore ways to make thread visible, whilst *Sparkle!* was promoted by the Contemporary Glass Society, and featured the work of 37 glass artists, primarily from the South West and Midlands.

Squint was incredibly innovative – it was a series of meticulously-crafted animated installations which transformed the Long Gallery throughout its stay which intrigued and delighted visitors of all ages. The artists concerned won the Long Gallery Show prize in the 2018 Black Swan Arts Open, and we were delighted to bring this show to Frome. Our only regret was that it had no future life outside Frome – it really deserved to be seen elsewhere.

We were also delighted to welcome Lotte Scott's exhibition, *Ashen*, to the Long Gallery. She was a double winner in the Black Swan Arts Open in 2019, so, again, her show was very overdue. Her work uses materials such as charcoal and lime (both made by herself) to create pieces that examine the relationship between place, time and material, with a particular focus on Somerset landscapes.

Ruth Broadway's exhibition *Time and Tide*, was another multimedia exhibition using stitching, dyeing, printing, collecting and preserving to tether the ephemeral.

Our Christmas show took a new direction this year. With our Winter Market, we transformed the Long Gallery into a destination that highlighted the work of many local artists and craftspeople – including several of our studio occupants as well as many of those whose work we sell in the shop. Sara Haywood's curation of this exhibition was much appreciated.

Exhibitions

Dates	Exhibition	Attendances	Days open
4 March – 16 April	Black Swan Young Open	2360	37
29 April – 14 May	Frome Art Society – Spring into Summer		
26 May – 25 June	Ashen - Lotte Scott	607	35
1 July -10 Sept	Squint – Davies, Monaghan and Klein	2138	60
16 Sept- 29 Oct	Seam Collective - A Visible Thread	1552	42
4 Nov – 31 Dec	Winter Market	2627	52
19 Jan – 25 February	Sparkle! A Spectrum of Contemporary Glass	993	32
2 Mar -14 April	Time & Tide – Ruth Broadway	1449	43

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2024

Exhibitions – Round Tower

22 April & 23 April	6 x 6 Community Art Exhibition
29 April – 21 May	The Keyford Asylum: From Diaries to Drama
24 June – 16 July	Photo I Frome – Decolonising Environments
22 July – 6 August	Twisted Sobriety – Paul Juillerat
12 – 28 Aug	I'm Thinking of Going Home for a couple of days – a collective of final year BA Fine Art, Central St Martins
2 – 10 Sept	Earth, Myths and Memories - Lizbeth and Suzanne
16 Sept – 1 Oct	Land, Loss and Womb – Summer Auty – Somerset Art Weeks

Round Tower exhibitions are stewarded by the artists involved, so no attendance records are included for these shows.

Over Events and Collaborations:

Events that we held:

Summer Art Car Boot Sale: over 40 makers took part in this popular event held in association with Frome Festival

Organisations that we collaborated with:

Somerset Art Works
Frome Festival
Frome Photo Festival

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2024

FINANCIAL REVIEW

During the year, Black Swan Arts Ltd received total income of £ 176,997 (2023: £155,359), and total expenditure incurred was £197,046 (2023: £184,604). This resulted in a deficit overall of £20,049, compared to a deficit of £29,245 in 2023.

As at 31 March 2024 total funds were £421,709 of which free reserves were -£945 (2023: £5,945).

It is worth noting that, despite this poor result, several income areas have improved compared to the previous year – rental income and Gallery Sales (which include sales by the shop of work by artists and craftspeople) have both improved.

However, it is quite clear that this level of performance cannot continue, and towards the end of the financial year, the Trustees reviewed activities and agreed to focus more on fundraising, and also to review rental income. Trustees have also ensured that regular financial reporting is in place, with regular cashflow forecasts being prepared, and the cash position monitored weekly.

RESERVES POLICY

The trustees have adopted the following reserves policy. They will aim to ensure that, at all times, the level of reserves is appropriate to the level of the Charity's activities.

The trustees will review annually the nature of the income and expenditure streams, the need to match variable income with fixed commitments, and the nature of the reserves in order to decide on the level of reserves required for the charity to be managed efficiently and to enable future services to remain uninterrupted. Further reserves can be achieved through fundraising, one off grants and donations.

Use of reserves

Reserves are used to: Protect the long-term delivery and continuity of services. Ensure the upkeep of the property and to help fund any major repairs/alterations required.

Level/form of reserves

Trustees decide the level of reserves required. The current aim of the Trust is to build up free reserves approximating to 3 months operating expenses (2024: £49,262). Decisions on the use of reserves will be made by the Board.

Black Swan Arts Ltd

Company Limited by Guarantee

Trustees Annual Report (incorporating the Directors Report) (continued)

Year ended 31 March 2024

RESPONSIBILITIES OF THE TRUSTEES

The Trustees (who are also the directors of The Black Swan Arts Ltd for the purposes of company law) are responsible for preparing the Chair's Report, the Trustees' Annual Report (incorporating the Director's Report) and the financial statements in accordance with applicable law and regulations.

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

In preparing these financial statements, the Trustees are required to:

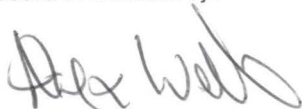
- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charity's transactions and disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

SMALL COMPANY PROVISIONS

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

The Trustees' annual report was approved on 28/10/2024 and signed on behalf of the board of Trustees by:



Alex Webb

Chair

Black Swan Arts Ltd

Company Limited by Guarantee

Independent Examiner's Report

Year ended 31 March 2024

I report to the trustees on my examination of the financial statements of Black Swan Arts Ltd ("the charity") for the year ended 31 March 2024.

Responsibilities and basis of report

As the charity's trustees of the Company (who are also the directors of the company for the purposes of company law), you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ("the 2006 Act").

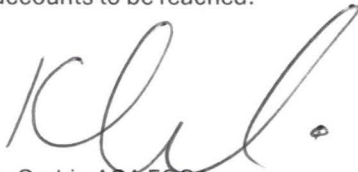
Having satisfied myself that the accounts of the Company are not required to be audited for this year under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011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

Independent Examiner's statement

I have completed my examination. I confirm that no material matters have come to my attention which gives me cause to believe that:

- accounting records were not kept in accordance with section 386 of the Companies Act 2006; or
- the accounts do not accord with such records; or
- the financial statements do not comply with relevant accounting requirements under section 396 of the Companies Act 2006 other than any requirement that the accounts give a 'true and fair' view which is not a matter considered as part of an independent examination; or
- the accounts have not been prepared in accordance with the Charities SORP (FRS102).

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



Kirsty Carbin ACA FCCA
SO Accounting Limited
2 Harris Close
Frome
Somerset
BA11 5JY

Dated: 01/11/2024.....

BLACK SWAN ARTS LTD

STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING INCOME AND EXPENDITURE ACCOUNT)

YEAR ENDED 31 MARCH 2024

	Note	Unrestricted Funds £	Endowment Funds £	Total Funds 2024 £	Total Funds 2023 £
Income from:					
Donations and legacies	3	16,300	-	16,300	2,945
Charitable activities	4	97,273	-	97,273	79,534
Other trading activities	5	63,424	-	63,424	72,880
Total income		<u>176,997</u>	<u>-</u>	<u>176,997</u>	<u>155,359</u>
Expenditure on:					
Other trading activities	6	70,867	-	70,867	64,557
Charitable activities	7	114,656	11,523	126,179	120,047
Total expenditure		<u>185,523</u>	<u>11,523</u>	<u>197,046</u>	<u>184,604</u>
Net income/(expenditure)	10	(8,526)	(11,523)	(20,049)	(29,245)
Transfers between funds	22	(1,153)	1,153	-	-
Net movement in funds		<u>(9,679)</u>	<u>(10,370)</u>	<u>(20,049)</u>	<u>(29,245)</u>
Total funds at start of year	22	5,945	433,024	438,969	468,214
Prior year adjustment	26	2,789	-	2,789	
Total funds at end of year	22	<u>(945)</u>	<u>422,654</u>	<u>421,709</u>	<u>438,969</u>

The Charity has no recognised gains or losses other than the results for the year as set out above.

All of the activities of the charity are classed as continuing.

The notes on pages 16 to 25 form part of these financial statements
See note 13 for fund-accounting comparative figures

BLACK SWAN ARTS LTD**BALANCE SHEET****AS AT 31 MARCH 2024****Company number: 01944551**

	Note	2024 £	2023 £
Fixed assets			
Intangible assets	14	9,412	11,922
Tangible assets	15	473,526	485,964
Investments	16	100	100
		<u>483,038</u>	<u>497,986</u>
Current assets			
Stock		401	1,362
Debtors	17	23,052	2,997
Cash at bank and in hand		3,360	29,996
		<u>26,813</u>	<u>34,355</u>
Liabilities			
Creditors : amounts falling due within one year	18	(19,552)	(17,625)
Net current assets or liabilities		<u>7,261</u>	<u>16,730</u>
Total assets less current liabilities		<u>490,299</u>	<u>514,716</u>
Creditors : amounts falling due after more than one year	19	(68,590)	(75,746)
Net assets or liabilities		<u><u>421,709</u></u>	<u><u>438,970</u></u>
FUNDS			
Unrestricted funds			
General funds	23	(945)	5,945
Endowment funds	23	422,654	433,024
Total funds		<u><u>421,709</u></u>	<u><u>438,969</u></u>

For the year ended 31 March 2024 the charity was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act with respect to accounting records and the preparation of financial statements.

These accounts have been prepared in accordance with the provisions applicable to small companies subject to the small companies regime and in accordance with FRS102 SORP.

These financial statements were approved by the Trustees on 28/03/24 and are signed on their behalf by:


Rebecca Morland
Trustee

The notes on pages 16 to 25 form part of these financial statements

1 Accounting policies

Basis of accounting

These financial statements have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant notes to these accounts.

The financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) issued in October 2019 and with the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and with the Charities Act 2011.

The charity constitutes a public benefit entity as defined by FRS102.

Going Concern

The Trustees consider that there are some material uncertainties affecting the ability of the charity to continue as a going concern, see note 25 for further information on how Trustees' are managing its risks.

Income

Income is included in the Statement of Financial Activities when the charity becomes entitled to the income; it is more likely than not that the trustees will receive the income; the monetary value can be measured with sufficient reliability.

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

- a) When donors specify that donations given to the charity must be used in future accounting periods, the income is deferred until those periods;
- b) When donors impose conditions which have to be fulfilled before the charity becomes entitled to use such income, the income is deferred until the pre-conditions have been met.

Legacies are included on a receivable basis where charity is entitled to the income, it can be measured reliably and receipt is probable. Where legacies have been notified to the charity, or the charity is aware of the granting of probate, and the criteria for income recognition have not been met, then the legacy is not included in income but is treated as a contingent asset and disclosed if material.

Investment income is included on a receivable basis.

Donations in kind comprise donated services where the costs are measurable and the services would otherwise have to be paid for to maintain operational effectiveness.

Expenditure

Expenditure is recognised in the period in which it is incurred. Expenditure includes attributable VAT which cannot be recovered.

Charitable activities

Costs which are directly attributable to meeting the charitable objects are classified as provision of charitable services. These costs are directly allocated to activities, including staff costs which are allocated based on time spent by individual employees.

Support costs

Costs which are indirectly attributable to meeting charitable objectives are classified as support costs. These support costs allocated to activities based on the percentage of support staff time.

1 Accounting policies (continued)

Governance costs

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the charity and include the independent examination fees and costs linked to the strategic management of the charity. Governance costs are included within support costs.

Pension costs and other post-retirement benefits

The charity contributes to defined contribution pension schemes. Contributions payable to the charity's pension schemes are charged to the Statement of Financial Activities in the period to which they relate.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Goodwill - 10% Straight line

Tangible fixed assets

Tangible fixed assets are initially recorded at cost, less any subsequent accumulated depreciation. Assets costing less than £100 are not capitalised.

Depreciation is calculated so as to write off the cost of an asset, less its estimated ultimate residual value, over the useful life of that asset as follows:

Land and buildings - 2 % straight line
Fixtures and fittings - 10% straight line
Equipment - 25% reducing balance
Computer equipment - 33% straight line

Fixed asset investments

Unlisted investments are initially recorded at cost and subsequently measured at fair value. If fair value cannot be reliably measured, assets are measured at cost less impairment.

Listed Investments are included at market value at 31 March. The SOFA includes the net gains and losses arising on revaluations and disposals during the year.

Stock

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Fund accounting

Unrestricted funds can be used in accordance with the charitable objects at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

Designated funds form part of unrestricted funds and have been identified as being for particular purposes by the Trustees. They are not restricted and can be transferred to general funds at any time at the discretion of the Trustees.

Endowment funds may not be converted into income.

Further explanation of the nature and purpose of each fund is included in note of the financial statements.

2 Limited by guarantee

The company is limited by guarantee not having a share capital. The members who are also the directors and trustees undertake to contribute to the assets of the company in the event of it being wound up either whilst a member or within one year of their membership ceasing. The maximum contribution required from each member is £1.

BLACK SWAN ARTS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2024

3 Income from: Donations and legacies

	Unrestricted Funds	Endowment Funds	Total Funds 2024	Total Funds 2023
	£	£	£	£
Donations	16,300	-	16,300	2,945
	<u>16,300</u>	<u>-</u>	<u>16,300</u>	<u>2,945</u>

All income from donations and legacies in the current and previous year was unrestricted.

4 Income from: Charitable activities

	Unrestricted Funds	Endowment Funds	Total Funds 2024	Total Funds 2023
	£	£	£	£
Performance related grants	3,750	-	3,750	3,000
Gallery sales	93,523	-	93,523	76,534
	<u>97,273</u>	<u>-</u>	<u>97,273</u>	<u>79,534</u>

All income from charitable activities in the current and previous year was unrestricted.

5 Income from: Other trading activities

	Unrestricted Funds	Endowment Funds	Total Funds 2024	Total Funds 2023
	£	£	£	£
Rental income	58,661	-	58,661	48,978
Fundraising events	-	-	-	16,174
Friends subscriptions	299	-	299	399
Sales of products	4,464	-	4,464	7,329
	<u>63,424</u>	<u>-</u>	<u>63,424</u>	<u>72,880</u>

All income from other trading activities in the current and previous year was unrestricted.

6 Expenditure on: Other trading activities

	Total Funds 2024	Total Funds 2023
	£	£
Gallery and exhibitions, including Artists sales commission fees	68,274	60,360
Cost of products	2,593	4,197
	<u>70,867</u>	<u>64,557</u>

All costs of other trading activities in the current and previous year was unrestricted.

BLACK SWAN ARTS LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2024

7 Expenditure on: Charitable activities

	Direct Costs	Support Costs (Note 8)	Total Funds 2024
	£	£	£
Gallery and exhibitions	27,105	7,434	34,539
Education	2,443	1,445	3,888
Preservation of The Black Swan	73,317	7,346	80,663
Governance costs	-	7,089	7,089
	<u>102,865</u>	<u>23,314</u>	<u>126,179</u>

Prior year comparative

	Direct Costs	Support Costs (Note 8)	Total Funds 2023
	£	£	£
Gallery and exhibitions	17,632	8,883	26,515
Education	2,141	1,327	3,468
Preservation of The Black Swan	75,635	7,093	82,728
Black Swan Café - loan write off	1,680	-	1,680
Governance costs	-	5,656	5,656
	<u>97,088</u>	<u>22,959</u>	<u>120,047</u>

8 Support costs

Support costs, included in note 7, are as follows:

	Charitable Activities	Total 2024
	£	£
Depreciation	915	915
Establishment costs	2,497	2,497
Finance costs	8,344	8,344
Information technology	513	513
Newsletter	1,080	1,080
Office costs	2,876	2,876
Governance costs (Note 9)	7,089	7,089
	<u>23,314</u>	<u>23,314</u>

Prior year comparative

	Charitable Activities	Total 2023
	£	£
Depreciation	1,843	1,843
Establishment costs	2,165	2,165
Finance costs	6,523	6,523
Information technology	511	511
Newsletter	959	959
Office costs	5,302	5,302
Governance costs (Note 9)	5,656	5,656
	<u>22,959</u>	<u>22,959</u>

BLACK SWAN ARTS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2024

9 Governance costs

	Unrestricted Funds £	Endowment Funds £	Total Funds 2024 £	Total Funds 2023 £
Examiners fees - for audit services	1,440	-	1,440	2,040
- for other services	1,329	-	1,329	95
Compliance costs	1,619	-	1,619	838
Wages costs	2,701	-	2,701	2,683
	<u>7,089</u>	<u>-</u>	<u>7,089</u>	<u>5,656</u>

10 Net income/(expenditure) for the year

This is stated after charging:

	2024 £	2023 £
Independent examiners fees - for independent examination services	1,440	2,040
- for other services	1,329	95
Amortisation	2,510	2,510
Depreciation	<u>12,438</u>	<u>13,367</u>

No Trustees have been reimbursed

Aggregate donations from Trustees, key management personnel, and other related parties was £12,000 (2023: £nil).

11 Staff costs and numbers

The aggregate payroll costs were:

	2024 £	2023 £
Wages & salaries	48,385	42,828
Social security costs	-	-
Pension contributions	468	542
	<u>48,853</u>	<u>43,370</u>

No employee received emoluments of more than £60,000 in the current or previous year.

The average number of employees during the year was 8 (2023: 9x). The total employment benefits received by key management personnel including employer national insurance and employer pension were £nil (2023: £nil).

12 Taxation

The charity is exempt from corporation tax on its charitable activities.

BLACK SWAN ARTS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2024

13 Statement of Financial Activities comparative figures

For the year ended 31 March 2023	Unrestricted Funds £	Endowment Funds £	Total Funds 2023 £
Income from:			
Donations and legacies	2,945	-	2,945
Charitable activities	79,534	-	79,534
Other trading activities	72,880	-	72,880
Total income	<u>155,359</u>	<u>-</u>	<u>155,359</u>
Expenditure on:			
Other trading activities	64,557	-	64,557
Charitable activities	108,524	11,523	120,047
Total expenditure	<u>173,081</u>	<u>11,523</u>	<u>184,604</u>
Net income/(expenditure) for the year and net movement in funds	(17,722)	(11,523)	(29,245)
Transfers between funds	<u>(1,152)</u>	<u>1,152</u>	<u>-</u>
Net Movement in funds	(18,874)	(10,371)	(29,245)
Total funds at start of year	24,819	443,395	468,214
Total funds at end of year	<u>5,945</u>	<u>433,024</u>	<u>438,969</u>

BLACK SWAN ARTS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2024

14 Intangible assets

	Goodwill
	£
Cost	
At 1 April 2023 and 31 March 2024	<u><u>25,100</u></u>
Amortisation	
At 1 April 2023	13,178
Charge for the year	2,510
At 31 March 2024	<u><u>15,688</u></u>
Carrying amount	
At 31 March 2024	<u><u>9,412</u></u>
At 31 March 2023	<u><u>11,922</u></u>

15 Tangible fixed assets

	Land and buildings	Fixtures and fittings	Equipment	Total
	£	£	£	£
Cost or valuation				
At 1 April 2023	576,152	26,691	26,358	629,201
Additions	-	-	-	-
Disposals	-	-	-	-
At 31 March 2024	<u><u>576,152</u></u>	<u><u>26,691</u></u>	<u><u>26,358</u></u>	<u><u>629,201</u></u>
Depreciation				
At 1 April 2023	95,014	22,513	25,710	143,237
Charge for the year	11,523	734	181	12,438
Disposals	-	-	-	-
At 31 March 2024	<u><u>106,537</u></u>	<u><u>23,247</u></u>	<u><u>25,891</u></u>	<u><u>155,675</u></u>
Net book value				
At 31 March 2024	<u><u>469,615</u></u>	<u><u>3,444</u></u>	<u><u>467</u></u>	<u><u>473,526</u></u>
At 31 March 2023	<u><u>481,138</u></u>	<u><u>4,178</u></u>	<u><u>648</u></u>	<u><u>485,964</u></u>

16 Investments

	Shares in group undertakings
	£
Cost or valuation	
At 1 April 2023 and 31 March 2024	100
Carrying amount	
At 31 March 2024	<u><u>100</u></u>
At 31 March 2023	<u><u>100</u></u>

BLACK SWAN ARTS LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2024

17 Debtors

	2024 £	2023 £
Due in less than one year:		
Trade debtors	4,606	1,899
Amounts owed by group and associated undertakings	17,284	-
Prepayments and accrued income	1,162	1,098
	<u>23,052</u>	<u>2,997</u>

18 Creditors: amounts falling due within one year

	2024 £	2023 £
Bank loans and overdrafts	8,562	7,955
Other creditors	7,572	6,879
Accruals and deferred income	3,418	2,791
	<u>19,552</u>	<u>17,625</u>

19 Creditors: amounts falling due after one year

	2024 £	2023 £
Bank loans and overdrafts	68,590	75,746
	<u>68,590</u>	<u>75,746</u>

20 Reconciliation of net movement in funds to net cash inflow from operating activities

	2024 £	2023 £
Statement of Financial Activities: Net movement in funds	(20,049)	(29,245)
Investment income	-	-
Depreciation	14,948	15,626
Increase in creditors: current liabilities	1,927	(760)
(Decrease) in creditors: non-current liabilities	(7,156)	(7,525)
Decrease / (increase) in debtors	(20,055)	(275)
(Increase) / decrease in stock	961	311
Net cash (outflow)/inflow from operating activities	<u>(29,424)</u>	<u>(21,868)</u>

21 Analysis of changes in cash during the year

	2024 £	2023 £	Change £
Cash at bank and in hand	3,360	29,996	(26,636)
	<u>2023 £</u>	<u>2022 £</u>	<u>Change £</u>
Cash at bank and in hand	29,996	51,864	(21,868)

BLACK SWAN ARTS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2024

22 Movement in funds

For the year ended 31 March 2024

	At 1 Apr 2023 £	Income £	Expenditure £	Transfers £	At 31 Mar 2024 £
Endowment Fund					
The Black Swan Arts and Crafts Centre	433,024	-	(11,523)	1,153	422,654
	<u>433,024</u>	<u>-</u>	<u>(11,523)</u>	<u>1,153</u>	<u>422,654</u>
Unrestricted funds					
General funds - Prior year adjustment	2,789	-	-	-	2,789
General funds	5,945	176,997	(185,523)	(1,153)	(3,734)
	<u>8,734</u>	<u>176,997</u>	<u>(185,523)</u>	<u>(1,153)</u>	<u>(945)</u>
Total funds	<u>441,758</u>	<u>176,997</u>	<u>(197,046)</u>	<u>-</u>	<u>421,709</u>

Endowment Fund

Fund C - description

For the year ended 31 March 2023

	At 1 Apr 2022 £	Income £	Expenditure £	Transfers £	At 31 Mar 2023 £
Endowment Fund					
The Black Swan Arts and Crafts Centre	443,395	-	(11,523)	1,152	433,024
	<u>443,395</u>	<u>-</u>	<u>(11,523)</u>	<u>1,152</u>	<u>433,024</u>
Unrestricted funds					
General funds	24,819	155,359	(173,081)	(1,152)	5,945
	<u>24,819</u>	<u>155,359</u>	<u>(173,081)</u>	<u>(1,152)</u>	<u>5,945</u>
Total funds	<u>468,214</u>	<u>155,359</u>	<u>(184,604)</u>	<u>-</u>	<u>438,969</u>

BLACK SWAN ARTS LTD**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 31 MARCH 2024****23 Analysis of net assets between funds**

As at 31 March 2024	Unrestricted	Endowment	Total
	Funds	Funds	
	£	£	£
Tangible fixed assets	50,872	422,654	473,526
Intangible Assets	9,412	-	9,412
Investments	100	-	100
Net Current Assets	7,261	-	7,261
Creditors greater than 1 year	(68,590)	-	(68,590)
	(945)	422,654	421,709

As at 31 March 2023	Unrestricted	Endowment	Total
	Funds	Funds	
	£	£	£
Tangible fixed assets	52,940	433,024	485,964
Intangible Assets	11,922	-	11,922
Investments	100	-	100
Net Current Assets	19,518	-	19,518
Creditors greater than 1 year	(75,746)	-	(75,746)
	8,734	433,024	441,758

24 Related party transactions

There are no transactions with trustees or other related parties other than those disclosed as required by the SORP elsewhere in the financial statements.

25 Going Concern

The Trustees consider that there are some material uncertainties which affect the Charity's ability to continue as a going concern. Whilst free reserves are currently at a small deficit of £944 at the year end, continuing the decreasing trend over the past few years. In order to mitigate these risks the Trustees have been implementing changes to boost the cashflow. The full benefit of this should be reflected in the 24/25 financial statements, with reserves being rebuilt.

26 Prior Year Adjustment

On review of the trading subsidiary activity in the current and previous accounting period, it was identified that the subsidiary accounts were not a true reflection of the activity of BSE Frome Ltd. Therefore it is prudent to adjust the accounts to remove the incorrect inclusion of BSE Frome Ltd within these financial statements. The subsidiary accounts have also been amended to reflect this activity.

BLACK SWAN ARTS LTD

England & Wales - Charity number 292463

Accounts

COMPANY REGISTRATION NUMBER: 01944551
CHARITY REGISTRATION NUMBER: 292463

Black Swan Arts Ltd
Company Limited by Guarantee
Unaudited Financial Statements
31 March 2023

Black Swan Arts Ltd

Company Limited by Guarantee

Financial Statements

Year ended 31 March 2023

	Page
Reference and administrative details	1
Chair's Report	2 – 3
Trustees' Annual Report (incorporating the Director's Report)	4 - 10
Independent Examiner's Report to the Trustees	11
Statement of Financial Activities (including Income and Expenditure Account)	12
Balance Sheet	13
Notes to the financial statements	14 - 22

Black Swan Arts Ltd

Company Limited by Guarantee

Reference and administrative details

Year ended 31 March 2023

Registered Charity name Black Swan Arts Ltd

Charity registration number 292463

Company registration number 01944551

Principal address and registered office

The Black Swann
2 Bridge Street
Frome
Somerset
BA11 1BB

The Trustees

C Blunt	(appointed 28 November 2022)
B Earl	(appointed 3 April 2023)
I Fooks	(appointed 9 May 2022)
M Golder	(appointed 5 July 2022, retired 13 May 2023)
R Hart	(retired 21 June 2022)
R Morland	
L Ponsillo	(appointed 9 May 2022, resigned 3 April 2023)
H Roughley	(retired 5 June 2023)
A Sheridan	(appointed 3 April 2023, resigned 9 October 2023)
L Thompson	(appointed 17 August 2022)
A Webb	
R Whitewick	(appointed 5 July 2022)

Independent Examiner

Joshua Kingston BSc ACA
Burton Sweet Limited
The Clock Tower
5 Farleigh Court
Flax Bourton
Bristol, BS48 1UR

Black Swan Arts Ltd

Company Limited by Guarantee

Chair's Report

Year ended 31 March 2023

Chair's Report

This report looks back on the financial year that runs from 1 April 2022 to 31 March 2023, as that is the period covered by our accounts.

This was a year of change and challenge. Like many other arts organisations, we found ourselves in a changed landscape, post-Covid, with the cost of living crisis starting to affect our income as well as our costs. Again, like many others, we also found that many of the volunteers we rely on so heavily did not return after the break, and although we have started attracting new volunteers, we still have fewer people supporting us than we have enjoyed in the past. The contribution they continue to make to the success of the organisation cannot be overstated.

However, we were at last able to programme a full year of exhibitions in the Long Gallery, as well as welcoming many community exhibitions to the Round Tower. The latter, often small in scale and short in duration and available at relatively low cost, provide an ideal opportunity for locally-based individuals, small groups of artists and makers or societies, both professional and aspiring, to exhibit their work in a supportive and low risk environment. This is a clear demonstration of Black Swan Arts on-going commitment to both celebrating and nurturing the town's flourishing artistic community.

During the year the Long Gallery played host to a diverse and exciting range of exhibitions, with artists new to Black Swan Arts, including Lucinda Burgess (On Repetition) and Group 7, sharing the space with 'old friends' such as Cath Bloomfield. As so often in the past we were pleased to support the arts community more widely, for example, by taking an active part in Somerset Arts Weeks and welcoming the much-appreciated Artists for Ukraine. The acknowledged highlight of the year was the Black Swan Open which ran across both spaces. 193 works of art were displayed, and an estimated 4300 visitors attended. The quality and diversity of the work was wonderful, and reaffirmed the important role that Black Swan Arts plays in the town and the region. We are very grateful to Amanda Sheridan, Morag Stuart, Emma Warren and Rosie Hart for the considerable work that they put in to achieve this successful event, as well as to the high-profile judges who gave up their time. The arts year concluded with The Black Swan Arts Young Open, our biennial showcase of work by the region's talented 5-19 year olds. This never fails to attract huge local interest and encourages visitors to the gallery who, in many cases, have never before visited a professionally curated and hung exhibition of art and craft.

Another significant part of our role is providing affordable studio spaces for artists and crafts people. We expect our tenants to want to develop and grow, and were delighted to be able to facilitate this within the building, by offering jeweller Dan Musselwhite a new ground floor workshop in part of the space formerly occupied by the shop. This freed up his first floor workshop for Badger House Leather to move into and, as a result, we were able to offer two new studio shop tenancies to artist/printmaker Tim Slatter and Puro Ceramics. Together with our existing tenants, illustrator Jo Joof, artists Sophia Elouise/James Saunders, artist Jo Walton and The Write Place, this means we are home to a diverse creative community. In addition, Discover Frome, the town's information centre, remained based in the Round Tower.

Black Swan Arts Ltd

Company Limited by Guarantee

Chair's Report

Year ended 31 March 2023

We have also worked to build an ever-more collaborative relationship with our key tenants, River House Café, who have continued to provide wonderful food and drink, and are always a dynamic and cheerful presence in the centre of the building, in addition to hosting a number of arts-related events including Stitch Club, Proof Pudding Club (book group), Carols at Christmas and occasional Drag Quizzes.

Our financial performance over the year has, quite clearly, not been as good as it should be. We are an unfunded community arts organisation, and therefore rely on earning all the income necessary to deliver our wide-ranging activities and also pay bills. This is particularly challenging when operating a listed building during a time of rising costs, and when people's incomes are increasingly stretched. Although the Arts Open was a significant contributor, other exhibitions in the year did not generate much commission, and although our shop continued to offer a showcase for up to 30 artists and craftspeople, it did not make a contribution overall. We therefore started 2023 in a more precarious position than the previous year.

The commitment of all Trustees this year has been exceptional. We were delighted to be joined by several new Trustees, who have already contributed a great deal to our meetings. We have also been sad to say good-bye to several.

We have also been very grateful to the hard work and commitment of Emma Warren, the Centre Manager, and Lin Bradshaw Bullock, book-keeper, as well as various members of the shop team. In particular I wanted to express my thanks to Emma, who left in June, after 10 years in post. Her commitment to the Black Swan has been exceptional, and her advocacy and positivity for everything we do, has been appreciated greatly. She is much missed!

Alex Webb

Chair, Board of Trustees

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2023

The trustees, who are also the directors for the purposes of company law, present their report and the unaudited financial statements of the charity for the year ended 31 March 2023.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Constitution

The charity is a company limited by guarantee governed by Memorandum and Articles of Association dated 4 September 1985, amended 25 September 1997, and by-laws dated 27 July 1998, as amended by certificate of incorporation on change of name dated 15 December 2017, as amended by certificate of incorporation on change of name dated 6 January 2017.

Appointment of trustees

Under the charity's by-laws all members of The BSA Ltd will also be Directors of The Black Swan Arts Ltd. Directors will be appointed and selected by the existing board. An individual nominated to become a Director should attend at least 1 meeting of any category, before becoming eligible to be appointed as Director.

The Chair must at all times be aware of a) the long-term needs of the organisation in establishing a balance of skills within the trustees and b) the agreed number of trustees (8-10).

When a vacancy arises, the organisations situation must be assessed to determine what type of skills are required to sustain Black Swan activities. The latest Board Audit and Review should be referred to at this stage. Vacancies should be openly advertised across the region. The skills required will be decided at the general meeting, as will the method of seeking appointees. When necessary, a small sub-committee will undertake to look at prospective candidates.

Induction and training of trustees

The new Trustee(s) will be given the Board Introduction Pack and will be introduced to the role and responsibilities of the Trustees by the Chair. The new Trustee(s) are required to sign the Code of Conduct and Trustee Contract. The new Trustee(s) should receive a full induction within 1 month of appointment.

Trustees should also refer to the Board Development Plan. Trustees are required to attend training and development events.

Organisational structure

Trustees are supported by a part-time Centre Manager and part-time Bookkeeper.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2023

Relationships with related parties

The charity has a wholly owned trading subsidiary BSE Frome Ltd which is incorporated in England and Wales.

Risks

The major risks to which the charitable company is exposed, as identified by the trustees, have been reviewed and systems or procedures have been established to manage those risks.

OBJECTIVES AND ACTIVITIES

Objects

The objects of the charity as stated in the memorandum and articles of association are; -

(a) to promote any charitable purpose which will encourage the exercise and maintain the standard of crafts and improve craftsmanship and foster and increase the interest of the public therein;

(b) to advance the education of the public concerning the arts and crafts and to foster a greater cultural awareness;

(c) to provide opportunities for recreation and leisure time occupations with the object of improving the conditions of life for the inhabitants of the town of Frome and its neighbourhood;

(d) to preserve for the benefit of the inhabitants of the neighbourhood the buildings known as the Black Swan Inn and the Round Tower.

VISION AND MISSION STATEMENT

Summary

Black Swan Arts (BSA) is a charity and a centre for art and crafts in Frome and the wider region. Housed in a listed and locally important building it creates inclusive opportunities for all of the community.

Support for arts practitioners

BSA will support practitioners of contemporary and traditional arts and crafts, at all stages of their careers. In a dynamic and creative town, it will act as a hub for artists and makers to meet, make connections and develop their careers. As part of this we will provide opportunities through our studio spaces for early career professionals to develop as small businesses.

In addition, our Open Exhibitions and gallery programmes will offer opportunities for artists at all stages of their practice to showcase their work to audiences, and to make valuable sales.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2023

Our building and the community

We will offer the great resource that is our building and its spaces as a venue for arts-based activities of all sorts for community participation.

We will seek out partners to collaborate with, who can bring their particular expertise to BSA. This will include arts/crafts-based workshops, for people of all ages, but will also include talks and skill-sharing, and will also include projects such as our Young Open which bring many new visitors to the building.

Art

We will continue to bring excellent, thought provoking and inspirational work to local audiences. We will do so through a varied programme of work, which is skilfully curated and considered by our small voluntary Programming Group.

Viability

To fulfil BSA's charitable objectives, we need to develop and maintain a realistic and sustainable business model, which is capable of adapting to the changing circumstances within which we operate, and which is supported by effective and appropriate structures and systems.

Public Benefit

In setting objectives and planning activities trustees have taken note of the Charity Commission guidance on public benefit.

BLACK SWAN ARTS is a dynamic venue for the promotion of contemporary arts and crafts, based in Frome, Somerset. The Guild promotes artistic quality and originality, encouraging and exhibiting two and three-dimensional work of an innovative and challenging nature, produced by practicing professional artists and community artists.

Our purpose is to provide an enriching and challenging arts experience for everyone.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2023

ACHIEVEMENTS AND PERFORMANCE

Exhibitions

There was a full programme of exhibitions in the Long Gallery for the first time since 2019, which included several that had been programmed pre-pandemic, as well as the Arts Open, and – in early 2023 – the Young Arts Open. The last Young Open opened as the country went into lockdown, and it was therefore a real joy to bring this vibrant community exhibition back into the building. The Art Open, as outlined in the Chair's report, was a tremendous success both artistically and in terms of audiences.

Artistic highlights included Simon Hitchens' exhibition, best described as sculptural body parts, and Lucinda Burgess' show, whilst Cath Bloomfield's exhibition overflowed into the shop area, enabling her to show two contrasting aspects of her work. We were also able to show the work from Group 7 – a group of artists whose work covers painting prints, sculpture and drawings.

Our Long Gallery exhibition programme during the year was as follows:

			Total Atts	No of days open
9 – 24 April	Frome Arts Society		968	16
30 April – 26 May	Simon Hitchens	Beyond Body	790	33
4 June – 3 July	Lucinda Burgess	On Repetition	350	30
17 July – 11 September	Black Swan Arts Open		3721	57
17 September – 30 October	Cath Bloomfield	A Vocabulary of Making Revealed	1390	44
4 – 13 November	Lucia Harley and Clair Beale	Weeds are Community	483	10
19 November – 29 January	Group 7	Connections	1375	25
6 – 19 February	Paint, Texture & Interest		404	14
4 March – 16 April	Black Swan Arts Young Open		2360	37

Exhibitions – Round Tower

We were delighted to welcome community and other artists back to the Round Tower throughout the year. Highlights included the Artists for Ukraine exhibition – where local artists showcased their work which was eventually auctioned to support Frome's twin town Rabda-Zdroj in Poland, which was due to take in many Ukrainian refugees. We also welcomed back Frome Weavers, Spinners and Dyers, and collaborated with Somerset Art Works on an installation/Exhibition, Drawing Near the Light as part of Somerset Art Works Festival, as well as hosting part of the first Frome Photo Festival.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2023

Since we do not steward those exhibitions, we do not collate information on attendances.

1 – 24 April	Artists for Ukraine
30 April – 29 May	A Celebration (BSA Volunteers and Friends)
4 – 18 June	Frome Creatives
21 June – 10 July	Frome Photo Festival
15 July – 11 September	BSA Art Open
24 September – 16 October	Sian Cann and Sarah-May Rogers – Drawing Near The Light
22 October – 6 November	Frome Art Society Autumn Exhibition
8 – 19 November	Frome Weavers, Spinners and Dyers – A Weaver's Journey
22 November – 4 December	Cloth Road Artists
19 – 24 December	Otherworldly – Liz Spurgeon & Suzanne Woodward
4 March – 16 April	Black Swan Arts Young Open

Over Events and Collaborations:

Events that we held:

Summer Art Car Boot Sale: over 40 makers took part in this popular event held in collaboration with Frome Festival

Christmas Makers Market: local makers hosted throughout the building

Artists talks and workshops around many exhibitions:

Group 7: Artists Talks

Weeds Are Community: Family workshops

Cath Bloomfield: Artist Talk

Lucinda Burgess: Q&A

Frome Weavers, Spinners and Dyers: demonstrations and have a go looms

Simon Hitchens: Artist Talk

Organisations that we collaborated with:

Somerset Art Works

Frome Festival

Frome Photo Festival

Lantern Making workshops with Light The Night

Discover Frome

FINANCIAL REVIEW

During the year, Black Swan Arts Ltd received total income of £155,359 (2022: £128,369), and total expenditure incurred was £184,604 (2022: £141,498). This resulted in a loss overall of £29,245, compared to a deficit of £13,129 in 2022. This was the first full year of operation since before the pandemic, and indicates that the current operating model is not sustainable in the longer term. Like all organisations, we started to feel the effect of the cost of living crisis during the year, with costs rising and discretionary spending being restricted. As an unfunded arts and community organisation, we face the additional pressures of having to

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2023

raise all the income that is required to support our artistic and community activities, and to maintain our historic building. This remains a constant challenge for Trustees, and one that is being addressed in 2023 – see note 24 in the financial statements for further information.

As at 31 March 2023 total funds were £438,969 of which free reserves were £24,685 (2022: £45,396).

RESERVES POLICY

The trustees have adopted the following reserves policy. They will aim to ensure that, at all times, the level of reserves is appropriate to the level of the Charity's activities.

The trustees will review annually the nature of the income and expenditure streams, the need to match variable income with fixed commitments, and the nature of the reserves in order to decide on the level of reserves required for the charity to be managed efficiently and to enable future services to remain uninterrupted. Further reserves can be achieved through fundraising, one off grants and donations.

Use of reserves

Reserves are used to: Protect the long-term delivery and continuity of services. Ensure the upkeep of the property and to help fund any major repairs/alterations required.

Level/form of reserves

Trustees decide the level of reserves required. The current aim of the Trust is to build up free reserves approximating to 6 months operating expenses (2023: £92,302). Decisions on the use of reserves will be made by the Board.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2023

RESPONSIBILITIES OF THE TRUSTEES

The trustees (who are also the directors of The Black Swan Arts Ltd for the purposes of company law) are responsible for preparing the Chair's Report and the Trustees Annual Report (incorporating the Directors' Report) and the financial statements in accordance with applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102: *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year 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 company for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

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

SMALL COMPANY PROVISIONS

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

Jan 29 2024

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

Alex Webb

Alex Webb
Chair

Black Swan Arts Ltd

Company Limited by Guarantee

Independent Examiners' Report

Year ended 31 March 2023

I report to the trustees on my examination of the financial statements of Black Swan Arts Ltd ('the charity') for the year ended 31 March 2023.

Responsibilities and basis of report

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

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

Independent examiner's statement

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

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

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

Joshua Kingston

Joshua Kingston BSc ACA
Burton Sweet Limited
The Clock Tower
5 Farleigh Court
Flax Bourton
Bristol, BS48 1UR

Jan 29 2024
Date:

BLACK SWAN ARTS LIMITED**STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING INCOME AND EXPENDITURE ACCOUNT)**

YEAR ENDED 31 MARCH 2023

	Note	Unrestricted Funds £	Endowment Funds £	Total Funds 2023 £	Total Funds 2022 £
Income from:					
Donations and legacies	5	2,945	-	2,945	1,899
Charitable activities	6	79,534	-	79,534	81,480
Other trading activities	7	72,880	-	72,880	44,990
Total income		<u>155,359</u>	<u>-</u>	<u>155,359</u>	<u>128,369</u>
Expenditure on:					
Other trading activities	8	64,557	-	64,557	31,431
Charitable activities	9	108,524	11,523	120,047	110,067
Total expenditure		<u>173,081</u>	<u>11,523</u>	<u>184,604</u>	<u>141,498</u>
Net income/(expenditure)	10	(17,722)	(11,523)	(29,245)	(13,129)
Transfers between funds	21	(1,152)	1,152	-	-
Net movement in funds		<u>(18,874)</u>	<u>(10,371)</u>	<u>(29,245)</u>	<u>(13,129)</u>
Total funds at start of year	21	24,819	443,395	468,214	481,343
Total funds at end of year	21	<u>5,945</u>	<u>433,024</u>	<u>438,969</u>	<u>468,214</u>

The Charity has no recognised gains or losses other than the results for the year as set out above.

All of the activities of the charity are classed as continuing.

Prior year fund comparatives are disclosed in note 14.

The notes on pages 14 to 22 form part of the financial statements

BLACK SWAN ARTS LIMITED**BALANCE SHEET****AS AT 31 MARCH 2023**

	Note	2023 £	2022 £
Fixed assets			
Intangible Assets	15	11,922	14,432
Tangible assets	16	485,963	499,079
Investments	17	100	100
		<u>497,985</u>	<u>513,611</u>
Current assets			
Stock Asset		1,362	1,673
Debtors	18	2,997	2,722
Cash at bank and in hand		29,996	51,864
		<u>34,355</u>	<u>56,259</u>
Liabilities			
Creditors : amounts falling due within one year	19	(17,625)	(18,385)
		<u>16,730</u>	<u>37,874</u>
Net current assets			
		<u>514,715</u>	<u>551,485</u>
Total assets less current liabilities			
Creditors : amounts falling due after more than one year	20	(75,746)	(83,271)
		<u>438,969</u>	<u>468,214</u>
Net assets			
FUNDS			
Unrestricted funds			
General funds		5,945	24,819
Endowment funds			
		433,024	443,395
		<u>438,969</u>	<u>468,214</u>
Total funds			
	22	<u>438,969</u>	<u>468,214</u>

For the year ending 31 March 2023 the charity was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476;

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

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

Jan 29 2024

These financial statements were approved by the Trustees on and are signed on their behalf by:

Rebecca Morland

R Morland
Trustee

Company registration number: 01944551

The notes on pages 14 to 22 from part of the financial statements

1 General information

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is The Black Swan, 2 Bridge Street, Frome, Somerset, BA11 1BB.

2 Statement of compliance

The financial statements have been prepared in accordance with the historical cost convention (except where otherwise stated in the accounting policy note) and in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) issued in October 2019, and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102), and the Companies Act 2006.

3 Accounting policies

Basis of preparation

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

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

Funds

Unrestricted funds, which include designated funds, can be used in accordance with the charitable objects at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes. Expenditure which meets these criteria is charged to the fund. Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

Endowment funds may not be converted into income. Further explanation of the nature and purpose of the charity's endowment fund is included in the notes to the financial statements.

Going concern

The Trustees consider that there are some material uncertainties about the charity's ability to continue as a going concern, see note 24 for further information on how Trustees' are managing it's risks.

Consolidation

The charity is not required to prepare consolidated accounts in accordance with the Charities Act 2011, and has taken advantage of the option not to prepare consolidated financial statements contained in Section 398 of the Companies Act 2006 on the basis that the charity and its subsidiary undertakings comprise a small group.

Judgements and key sources of estimation uncertainty

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

3 Accounting policies (continued)

Income

Incoming is included in the Statement of Financial Activities when entitlement has passed to the charity; it is probable that the economic benefits associated with the transaction will flow to the charity and the amount can be reliably measured. The following specific policies are applied to particular categories of income:

- Income from donations or grants is recognised when there is evidence of entitlement to the gift, receipt is probable and its amount can be measured reliably.
- Legacy income is recognised when receipt is probable and entitlement is established.
- Income from donated goods is measured at the fair value of the goods unless this is impractical to measure reliably, in which case the value is derived from the cost to the donor or the estimated resale value. Donated facilities and services are recognised in the accounts when received if the value can be reliably measured. No amounts are included for the contribution of general volunteers.

Expenditure

Expenditure is recognised in the period in which it is incurred and includes any attributable VAT which cannot be recovered.

Costs which are directly attributable to meeting charitable objects are classified as provision of charitable services. These costs are directly allocated to activities, including staff costs which are allocated based on time spent by individual employees.

Costs which are indirectly attributable to meeting charitable objectives are classified as support costs. Such support costs are allocated to activities based on the percentage of support staff time.

Costs associated with the general running of the charity which are not attributable to meeting charitable objects are classified as governance costs. These costs include management time spent on strategic planning issues and statutory compliance.

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Goodwill - 10% Straight line

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Tangible fixed assets

All fixed assets are initially recorded at cost. Assets costing less than £100 are recognised as resources expended in the Statements of Financial Activities in the year that they are purchased.

All assets are carried at initial cost net of depreciation, except freehold property which is carried at valuation net of depreciation.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Land and Buildings - 2% straight line
Fixtures and Fittings - 10% straight line
Equipment - 25% reducing balance
Computer Equipment - 33% straight line

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2023

3 Accounting policies (continued)

Investments

Unlisted equity investments are initially recorded at cost, and subsequently measured at fair value. If fair value cannot be reliably measured, assets are measured at cost less impairment.

Listed investments are measured at fair value with changes in fair value being recognised in income or expenditure.

Stocks

Stock is valued at the lower of cost and net realisable value.

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 cash 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

Creditors and provisions are recognised where the charity 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.

4 Limited by guarantee

The company is limited by guarantee not having a share capital. The members who are also the directors and trustees undertake to contribute to the assets of the company in the event of it being wound up either whilst a member or within one year of their membership ceasing. The maximum contribution required from each member is £1.

5 Income from: Donations and legacies

	Total Funds 2023 £	Total Funds 2022 £
Donations	2,945	1,899
	<u>2,945</u>	<u>1,899</u>

All income from donations and legacies in the current and previous year was unrestricted.

6 Income from: Charitable activities

	Total Funds 2023 £	Total Funds 2022 £
Performance-related grants	3,000	41,067
Gallery Sales	76,534	40,413
	<u>79,534</u>	<u>81,480</u>

All income from charitable activities in the current and previous year was unrestricted.

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2023

7 Income from: Other trading activities

	Total Funds 2023	Total Funds 2022
	£	£
Fundraising Events	16,174	-
Friends Subscriptions	399	1,399
Rental income	48,978	37,905
Sales of Products	7,329	5,686
	<u>72,880</u>	<u>44,990</u>

All income from other trading activities in the current and previous year was unrestricted.

8 Expenditure on: Other trading activities

	Total Funds 2023	Total Funds 2022
	£	£
Gallery & Exhibitions	60,360	29,060
Cost of Products	4,197	2,371
	<u>64,557</u>	<u>31,431</u>

All costs of other trading activities in the current and previous year were unrestricted.

9 Expenditure on: Charitable activities

	Activities Undertaken Directly	Support Costs	Total Funds 2023
	£	£	£
Gallery & Exhibitions	17,632	8,883	26,515
Education	2,141	1,327	3,468
Preservation of The Black Swan	73,125	7,093	80,218
Black Swan Café	4,190	-	4,190
Governance Costs	-	5,656	5,656
	<u>97,088</u>	<u>22,959</u>	<u>120,047</u>

Prior Year Comparative

	Activities Undertaken Directly	Support Costs	Total Funds 2022
	£	£	£
Gallery & Exhibitions	8,911	5,925	14,836
Education	1,293	1,069	2,362
Preservation of The Black Swan	67,015	5,338	72,353
Black Swan Café	7,923	-	7,923
Governance Costs	-	12,593	12,593
	<u>85,142</u>	<u>24,925</u>	<u>110,067</u>

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2023

10 Net income/(expenditure) for the year

This is stated after charging:	2023	2022
	£	£
Amortisation of intangible assets	2,510	2,510
Depreciation of tangible assets	13,366	13,657
Fees payable to the Independent Examiner for: Independent examination of the financial statements	2,040	1,500
	<u>2,040</u>	<u>1,500</u>

11 Staff costs and numbers

The total staff costs and employee benefits for the reporting period are analysed as follows:

	2023	2022
	£	£
Wages & salaries	42,827	25,864
Pension contributions	542	588
	<u>43,369</u>	<u>26,452</u>

The average employee head count during the year was 9 (2022: 4)

No employee received emoluments of more than £60,000 during the year or the previous year.

The key management personnel are considered to be the trustees.

The total employee benefits received by key management personnel were £nil (2022: £nil).

12 Taxation

The charity is exempt from corporation tax on its charitable activities.

13 Trustee remuneration and expenses

No remuneration or other benefits from employment with the charity or a related entity were received by the trustees.

There were no expenses reimbursed to trustees or waived by trustees during the year (2022: £Nil)

Aggregate donations from Trustees, key management personnel, and other related parties was £Nil (2022: £50).

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2023

14 Statement of Financial Activities comparative figures

For the year ended 31 March 2022	Unrestricted Funds £	Endowment Funds £	Total Funds 2022 £
Income & Endowments			
Donations & legacies	1,899	-	1,899
Charitable activities	81,480	-	81,480
Other trading activities	44,990	-	44,990
Total income	<u>128,369</u>	<u>-</u>	<u>128,369</u>
Expenditure on:			
Raising funds: costs of other trading activities	31,431	-	31,431
Charitable activities	98,544	11,523	110,067
Total expenditure	<u>129,975</u>	<u>11,523</u>	<u>141,498</u>
Net income/(expenditure) for the year	(1,606)	(11,523)	(13,129)
Transfer between funds	7,009	(7,009)	-
Net movement in funds	5,403	(18,532)	(13,129)
Total funds at start of year	19,416	461,927	481,343
Total funds at end of year	<u>24,819</u>	<u>443,395</u>	<u>468,214</u>

15 Intangible Assets

	Goodwill £
Cost	
At 1 April 2022 and 31 March 2023	<u>25,100</u>
Amortisation	
At 1 April 2022	10,668
Charge for the year	2,510
At 31 March 2023	<u>13,178</u>
Carrying amount	
At 31 March 2023	<u>11,922</u>
At 31 March 2022	<u>14,432</u>

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2023

16 Tangible fixed assets

	Land and Buildings £	Fixtures and Fittings £	Equipment £	Total £
Cost				
At 1 April 2022	576,152	26,440	26,358	628,950
Additions	-	251	-	251
At 31 March 2023	<u>576,152</u>	<u>26,691</u>	<u>26,358</u>	<u>629,201</u>
Depreciation				
At 1 April 2022	83,491	21,779	24,601	129,871
Charge for the year	11,523	734	1,110	13,367
At 31 March 2023	<u>95,014</u>	<u>22,513</u>	<u>25,711</u>	<u>143,238</u>
Net book value				
At 31 March 2023	<u>481,138</u>	<u>4,178</u>	<u>647</u>	<u>485,963</u>
At 31 March 2022	<u>492,661</u>	<u>4,661</u>	<u>1,757</u>	<u>499,079</u>

17 Investments

	Shares in group undertakings £
Cost or valuation	
At 1 April 2022 and 31 March 2023	100
Carrying amount	
At 31 March 2023	<u>100</u>
At 31 March 2022	<u>100</u>

All investments shown above are held at valuation.

The above investment represents 100% of the ordinary share capital of BSE Frome Limited (formerly The Black Swan Limited). The holding was acquired at par, and is valued at cost.

18 Debtors

	2023 £	2022 £
Due in less than one year:		
Trade debtors	1,899	1,686
Prepayments and accrued income	1,098	1,036
	<u>2,997</u>	<u>2,722</u>

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2023

19 Creditors: amounts falling due within one year

	2023	2022
	£	£
Bank Loan and overdraft	7,955	7,522
Other creditors	6,879	7,701
Accruals and deferred income	2,791	3,162
	<u>17,625</u>	<u>18,385</u>

Lloyds Bank has a first legal charge over the Black Swan Guild commercial freehold property.

20 Creditors: amounts falling due after one year

	2023	2022
	£	£
Bank Loans & Overdrafts	75,746	83,271
	<u>75,746</u>	<u>83,271</u>

Included within creditors: amounts falling due after more than one year is an amount of £37,861 (2022: £44,346) in respect of liabilities payable or repayable by instalments which fall due for payment after more than five years from the reporting date.

21 Movement in funds

	At 1 Apr 2022	Income	Expenditure	Transfers	At 31 Mar 2023
	£	£	£	£	£
Unrestricted Funds					
General Funds	24,819	155,359	(173,081)	(1,152)	5,945
	<u>24,819</u>	<u>155,359</u>	<u>(173,081)</u>	<u>(1,152)</u>	<u>5,945</u>
Endowment					
The Black Swan Arts and Crafts Centre	443,395	-	(11,523)	1,152	433,024
	<u>443,395</u>	<u>-</u>	<u>(11,523)</u>	<u>1,152</u>	<u>433,024</u>
Total funds	<u>468,214</u>	<u>155,359</u>	<u>(184,604)</u>	<u>-</u>	<u>438,969</u>

The assets of the permanent endowment comprise The Black Swan Arts and Crafts Centre at current book value excluding the Round Tower. The permanent endowment is 90% of the property value included in the fixed assets. A transfer of £1,152 was made in the current year to more accurately reflect the endowment funds held at 31st March 2023.

Prior Year Comparative

	At 1 Apr 2021	Income	Expenditure	Transfers	At 31 Mar 2022
	£	£	£	£	£
Unrestricted Funds					
General Funds	19,416	128,369	(129,975)	7,009	24,819
	<u>19,416</u>	<u>128,369</u>	<u>(129,975)</u>	<u>7,009</u>	<u>24,819</u>
Endowment					
The Black Swan Arts and Crafts Centre	461,927	-	(11,523)	(7,009)	443,395
	<u>461,927</u>	<u>-</u>	<u>(11,523)</u>	<u>(7,009)</u>	<u>443,395</u>
Total funds	<u>481,343</u>	<u>128,369</u>	<u>(141,498)</u>	<u>-</u>	<u>468,214</u>

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2023

22 Analysis of net assets between funds

As at 31 March 2023	Unrestricted Funds £	Endowment Funds £	Total 2023 £
Tangible Fixed Assets	52,939	433,024	485,963
Intangible Assets	11,922	-	11,922
Investments	100	-	100
Net Current Assets	16,730	-	16,730
Creditors greater than 1 year	(75,746)	-	(75,746)
	<u>5,945</u>	<u>433,024</u>	<u>438,969</u>
As at 31 March 2022	Unrestricted Funds £	Endowment Funds £	Total 2022 £
Tangible Fixed Assets	55,684	443,395	499,079
Intangible Assets	14,432	-	14,432
Investments	100	-	100
Net Current Assets	37,874	-	37,874
Creditors greater than 1 year	(83,271)	-	(83,271)
	<u>24,819</u>	<u>443,395</u>	<u>468,214</u>

23 Related party transactions

Included within debtors is £Nil (2022: £Nil) owed by BSE Frome Limited.

24 Going concern

The Trustees' consider that there are some material uncertainties which affect the charity's ability to continue as a going concern. Whilst free reserves are currently at £24,685 at the year end, they have been decreasing over the years. In order to mitigate risks, the Trustees have considered some changes and following the implementation of these, we would expect to see an improvement in cashflow and start to rebuild the charity's reserves.

BLACK SWAN ARTS LTD

England & Wales - Charity number 292463

Accounts

COMPANY REGISTRATION NUMBER: 01944551
CHARITY REGISTRATION NUMBER: 292463

Black Swan Arts Ltd
Company Limited by Guarantee
Unaudited Financial Statements
31 March 2022

Black Swan Arts Ltd

Company Limited by Guarantee

Financial Statements

Year ended 31 March 2022

	Page
Reference and administrative details	1
Chair's Report	2 – 3
Trustees' Annual Report (incorporating the Director's Report)	4 - 9
Independent Examiner's Report to the Trustees	10
Statement of Financial Activities (including Income and Expenditure Account)	11
Balance Sheet	12
Notes to the financial statements	13 - 21

Black Swan Arts Ltd

Company Limited by Guarantee

Reference and administrative details

Year ended 31 March 2022

Registered Charity name Black Swan Arts Ltd

Charity registration number 292463

Company registration number 01944551

Principal address and registered office

The Black Swann
2 Bridge Street
Frome
Somerset
BA11 1BB

The Trustees

R Morland	
R Hart	(retired 21 June 2022)
S Sherrin	(retired 7 February 2022)
H Roughley	
M Lloyd	(appointed 5 August 2021, retired 5 February 2022)
A Webb	(appointed 21 March 2022)
I Fooks	(appointed 9 May 2022)
L Ponsillo	(appointed 9 May 2022)
M Golder	(appointed 5 July 2022)
R Whitewick	(appointed 5 July 2022)
L Thompson	(appointed 17 August 2022)

Independent Examiner

Joshua Kingston BSc ACA
Burton Sweet Limited
The Clock Tower
5 Farleigh Court
Flax Bourton
Bristol, BS48 1UR

Black Swan Arts Ltd

Company Limited by Guarantee

Chair's Report

Year ended 31 March 2022

Chair's Report

This report looks back on the financial year that runs from 1 April 2021 to 31 March 2022, as that is the period covered by our accounts.

This was the second consecutive year when COVID continued to have an impact on all aspects of our activities. As well as restrictions at the start of the year, BSA, like all other organisations, had to deal with periods of staff and volunteer sickness and a real caution amongst many to return to our building which affected both volunteers and visitors. This made it very hard to engage in any sort of long-term planning, and – in particular – to programme our upstairs Long Gallery with any confidence. It wasn't until early 2022 that exhibitions returned to that space, but we were fortunate enough to be able to use the (downstairs) Shop space for a gallery programme for an early part of the year.

We expanded the Shop's activities throughout the year. As well as hosting various exhibitions, we gradually extended the number of artists/craftpeople's whose work is sold there. This provides them with profile, and income, and is an increasingly important part of our role as an Arts Centre that supports the local arts community. In order to do this, we gradually extended the number of days that the shop was open during the year, and also built up the pool of staff that work there. Although there is a risk in doing so, not the least because our salary costs have increased, it has done wonders in ensuring that Black Swan Arts presents a public face to the world.

Our programme of exhibitions and other activity during the year were often in partnership with other arts and community organisations. The year started with the major exhibition *In Pursuit of Spring*, in collaboration with Somerset Art Works, and we also collaborated with them on the exhibition *Slow Time* – exploring solargraphs - towards the end of the year. We also worked with Frome Open Studios – providing a showcase for their work which, we hope, encouraged more people to seek out their studios around town. Our collaborations also included our ongoing partnership with Window Wanderland, and we were also delighted to welcome back lantern making workshops for *Light the Night*– the community Lantern Parade which celebrates the start of Christmas in Frome.

Other artistic highlights in the shop during the year included David Parfitt's wonderful exhibition of watercolours and drawings, which proved very popular over its long run. We also started to re-open the Long Gallery, hosting exhibitions that had originally been planned to appear in 2020, including a shared exhibition of pen and ink drawings at differing scales from Guy Watts and Daniel McGirr – *A Duet of Lines*.

We continue to host creative workers in all our studio spaces. Our Studio Shops were tenanted by illustrator Jo Joof, Badger House Leather and jeweller Daniel Musselwhite, whilst other tenants included artist Jo Walton, and The Write Place in our attic space. Discover Frome, the town's information centre, also continues to be based here. It was another

Black Swan Arts Ltd

Company Limited by Guarantee

Chair's Report

Year ended 31 March 2022

challenging year for our tenants, given the overall situation, and we again reduced rents where appropriate, as well as providing moral support.

We continued to collaborate closely with our key tenants, River House, who have continued to provide wonderful food and drink, and are always a dynamic and cheerful presence in the centre of the building.

Our financial performance over the year has, as in the previous year, been impacted by COVID. Our income from usual sources has been reduced significantly, but so have some of our costs. We were however lucky enough to secure government funding to support businesses in the Leisure Industry, via Mendip District Council, and some of the income from the Arts Council's Cultural Recovery Fund reported on in last year's accounts also supported this year's accounts. As a result, our overall financial result for the year was positive. We are very aware that 2022/23 will be much more challenging, as we return to a more 'normal' way of working, but still with many uncertainties and in particular the growing economic difficulties. As an unfunded community arts organisation, Black Swan Arts is more vulnerable than many.

The commitment of all Trustees this year has been exceptional. We were particularly sad to say goodbye to Steve Sherrin and, more recently, to Rosie Hart, whose contribution as Digital Trustee has been crucial to our success. Over the last few months, we have been lucky enough to recruit several new trustees, and have also welcomed back two previous trustees, including myself.

We have also been very grateful to the hard work and commitment of Emma Warren, the Centre Manager, and Lin Bradshaw Bullock, bookkeeper, as well as various members of the shop team.

Alex Webb

Chair, Board of Trustees

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2022

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

Structure, governance and management

Constitution

The charity is a company limited by guarantee governed by Memorandum and Articles of Association dated 4 September 1985, amended 30 June 1997, and by-laws dated 27 July 1998.

Appointment of trustees

Under the charity's by-laws all members of The BSA Ltd will also be Directors of The Black Swan Arts Ltd. Directors will be appointed and selected by the existing board. An individual nominated to become a Director should attend at least 1 meeting of any category, before becoming eligible to be appointed as Director.

The Chair must at all times be aware of a) the long-term needs of the organisation in establishing a balance of skills within the trustees and b) the agreed number of trustees (8-10).

When a vacancy arises, the organisations situation must be assessed to determine what type of skills are required to sustain Black Swan activities. The latest Board Audit and Review should be referred to at this stage. Vacancies should be openly advertised across the region. The skills required will be decided at the general meeting, as will the method of seeking appointees. When necessary, a small sub-committee will undertake to look at prospective candidates.

Induction and training of trustees

The new Trustee(s) will be given the Board Introduction Pack and will be introduced to the role and responsibilities of the Trustees by the Chair. The new Trustee(s) are required to sign the Code of Conduct and Trustee Contract. The new Trustee(s) should receive a full induction within 1 month of appointment.

Trustees should also refer to the Board Development Plan. Trustees are required to attend training and development events.

Organisational structure

Trustees are supported by a part-time Centre Manager and part-time Bookkeeper.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2022

Relationships with related parties

The charity has a wholly owned trading subsidiary BSE Frome Ltd which is incorporated in England and Wales. This is the company that trades as Black Swan Café. There are 3 directors chosen from amongst the trustees.

Risks

The major risks to which the charitable company is exposed, as identified by the trustees, have been reviewed and systems or procedures have been established to manage those risks.

OBJECTIVES AND ACTIVITIES

Objects

The objects of the charity as stated in the memorandum and articles of association are; -

(a) to promote any charitable purpose which will encourage the exercise and maintain the standard of crafts and improve craftsmanship and foster and increase the interest of the public therein;

(b) to advance the education of the public concerning the arts and crafts and to foster a greater cultural awareness;

(c) to provide opportunities for recreation and leisure time occupations with the object of improving the conditions of life for the inhabitants of the town of Frome and its neighbourhood;

(d) to preserve for the benefit of the inhabitants of the neighbourhood the buildings known as the Black Swan Inn and the Round Tower.

VISION AND MISSION STATEMENT

Summary

Black Swan Arts (BSA) is a charity and a centre for art and crafts in Frome and the wider region. Housed in a listed and locally important building it creates inclusive opportunities for all of the community.

Support for arts practitioners

BSA will support practitioners of contemporary and traditional arts and crafts, at all stages of their careers. In a dynamic and creative town, it will act as a hub for artists and makers to meet, make connections and develop their careers. As part of this we will provide opportunities through our studio spaces for early career professionals to develop as small businesses.

In addition, our Open Exhibitions and gallery programmes will offer opportunities for artists at all stages of their practice to showcase their work to audiences, and to make valuable sales.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2022

Our building and the community

We will offer the great resource that is our building and its spaces as a venue for arts-based activities of all sorts for community participation.

We will seek out partners to collaborate with, who can bring their particular expertise to BSA. This will include arts/crafts-based workshops, for people of all ages, but will also include talks and skill-sharing, and will also include projects such as our Young Open which bring many new visitors to the building.

Art

We will continue to bring excellent, thought provoking and inspirational work to local audiences. We will do so through a varied programme of work, which is skilfully curated and considered by our small voluntary Programming Group.

Viability

To fulfil BSA's charitable objectives, we need to develop and maintain a realistic and sustainable business model, which is capable of adapting to the changing circumstances within which we operate, and which is supported by effective and appropriate structures and systems.

Public Benefit

In setting objectives and planning activities trustees have taken note of the Charity Commission guidance on public benefit.

BLACK SWAN ARTS is a dynamic venue for the promotion of contemporary arts and crafts, based in Frome, Somerset. The Guild promotes artistic quality and originality, encouraging and exhibiting two and three-dimensional work of an innovative and challenging nature, produced by practicing professional artists and community artists.

Our purpose is to provide an enriching and challenging arts experience for everyone.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2022

ACHIEVEMENTS AND PERFORMANCE

Exhibitions

Our main exhibition programme during the year mainly took place in the Shop area, only moving back to the Long Gallery from the start of 2022.

These Long Gallery Exhibitions were not stewarded, so attendances were not collated.

				Total Atts	No of days open
27/03/2021	27/06/2021	<i>In Pursuit of Spring</i>	<i>with SAW</i>	1490	25
01/07/2021	25/07/2021	<i>Open Art Trail</i>	<i>highlights in Shop</i>	1110	17
29/07/2021	03/10/2021	<i>20 Miles</i>	<i>David Parfitt</i>	3385	52
07/10/2021	14/11/2021	<i>Frome Arts Society</i>			
16/11/2021	24/12/2021	<i>Encaustic Works</i>	<i>Mark Karasick</i>	1949	23
28/12/2021	27/02/2022	<i>Finding Light</i>	<i>Abigail Reed</i>		
15/01/2022	27/02/2022	<i>Slow Time</i>	<i>with SAW</i>		
03/03/2022	03/04/2022	<i>A Duet of Lines</i>	<i>Guy Watts & Daniel McGirr</i>		

Exhibitions – Round Tower

We were delighted to welcome community and other artists back to the Round Tower during the year. Since we do not steward those exhibitions, we do not collate information on attendances.

13-30 August	Frome Art Society	In Company
3-19 September	Active and in Touch	Portrayal of a Pandemic
20 Nov-5 Dec	Old Bakery Artists	Together Again
5-15 December	Frome Wessex Camera Club	Closing Down and Opening Up
8-19 December	CQ West	Untold Stories
4-27 March	Frome Town Council	Mother Makers

Over Events and Collaborations:

Other collaborations and events taking place in the year included:

Christmas Makers Market

Lantern Making workshops with Light The Night

Bessie Bider – Introduction to Felting
Felt & picture making workshops
Finger puppet making workshops

Frome Community Education: Watercolour and History of Art classes, autumn 2021

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2022

FINANCIAL REVIEW

During the year, Black Swan Arts Ltd received total income of £128,369 (2021: £118,958), and total expenditure incurred was £141,498 (2021: £85,367). This resulted in a loss overall of £13,129, compared to a surplus in 2021 of £33,591. It is worth remembering that Black Swan Arts was closed for the majority of 2021, due to the impact of the pandemic, resulting in significant savings, and was also lucky enough to receive government funding both through the Cultural Recovery Fund and also local authority support for businesses and leisure providers. 2022 has been much more of a transitional year, when the building was open for the majority of the time, but when not all its income-generating activities were back in place. Our aim for 2022/23 onwards is, of course, to deliver a balanced budget. As at 31 March 2022 total funds were £468,214 of which free reserves were £24,819 (2021: £19,416).

RESERVES POLICY

The trustees have adopted the following reserves policy. They will aim to ensure that, at all times, the level of reserves is appropriate to the level of the Charity's activities.

The trustees will review annually the nature of the income and expenditure streams, the need to match variable income with fixed commitments, and the nature of the reserves in order to decide on the level of reserves required for the charity to be managed efficiently and to enable future services to remain uninterrupted. Further reserves can be achieved through fundraising, one off grants and donations.

Use of reserves

Reserves are used to: Protect the long-term delivery and continuity of services. Ensure the upkeep of the property and to help fund any major repairs/alterations required.

Level/form of reserves

Trustees decide the level of reserves required. The current aim of the Trust is to build up free reserves approximating to 6 months operating expenses (2022: £70,749). Decisions on the use of reserves will be made by the Board.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2022

RESPONSIBILITIES OF THE TRUSTEES

The trustees (who are also the directors of The Black Swan Arts Ltd for the purposes of company law) are responsible for preparing the Chair's Report and the Trustees Annual Report (incorporating the Directors' Report) and the financial statements in accordance with applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102: *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year 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 company for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

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

SMALL COMPANY PROVISIONS

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

The trustees' annual report was approved on 28 November 2022 and signed on behalf of the board of trustees by:

Alex Webb
Chair

Black Swan Arts Ltd

Company Limited by Guarantee

Independent Examiners' Report

Year ended 31 March 2022

I report to the trustees on my examination of the financial statements of Black Swan Arts Ltd ('the charity') for the year ended 31 March 2022.

Responsibilities and basis of report

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

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

Independent examiner's statement

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

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

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

Joshua Kingston BSc ACA
Burton Sweet Limited
The Clock Tower
5 Farleigh Court
Flax Bourton
Bristol, BS48 1UR

Date: 28 November 2022

BLACK SWAN ARTS LIMITED**STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING INCOME AND EXPENDITURE ACCOUNT)****YEAR ENDED 31 MARCH 2022**

	Note	Unrestricted Funds £	Endowment Funds £	Total Funds 2022 £	Total Funds 2021 Restated £
Income from:					
Donations and legacies	5	1,899	-	1,899	11,361
Charitable activities	6	81,480	-	81,480	82,520
Other trading activities	7	44,990	-	44,990	25,077
Total income		<u>128,369</u>	<u>-</u>	<u>128,369</u>	<u>118,958</u>
Expenditure on:					
Other trading activities	8	31,431	-	31,431	1,511
Charitable activities	9	98,544	11,523	110,067	83,856
Total expenditure		<u>129,975</u>	<u>11,523</u>	<u>141,498</u>	<u>85,367</u>
Net income/(expenditure)	10	(1,606)	(11,523)	(13,129)	33,591
Transfers between funds	21	7,009	(7,009)	-	-
Net movement in funds		<u>5,403</u>	<u>(18,532)</u>	<u>(13,129)</u>	<u>33,591</u>
Total funds at start of year	21	19,416	461,927	481,343	447,752
Total funds at end of year	21	<u>24,819</u>	<u>443,395</u>	<u>468,214</u>	<u>481,343</u>

The Charity has no recognised gains or losses other than the results for the year as set out above.

All of the activities of the charity are classed as continuing.

Prior year fund comparatives are disclosed in note 14.

The notes on pages 13 to 21 from part of the financial statements

BLACK SWAN ARTS LIMITED**BALANCE SHEET****AS AT 31 MARCH 2022**

	Note	2022 £	2021 Restated £
Fixed assets			
Intangible Assets	15	14,432	16,942
Tangible assets	16	499,079	512,099
Investments	17	100	100
		<u>513,611</u>	<u>529,141</u>
Current assets			
Stock Asset		1,673	-
Debtors	18	2,722	2,266
Cash at bank and in hand		51,864	55,226
		<u>56,259</u>	<u>57,492</u>
Liabilities			
Creditors : amounts falling due within one year	19	(18,385)	(15,121)
		<u>37,874</u>	<u>42,371</u>
Net current assets			
		<u>551,485</u>	<u>571,512</u>
Total assets less current liabilities			
Creditors : amounts falling due after more than one year	20	(83,271)	(90,169)
		<u>468,214</u>	<u>481,343</u>
Net assets			
FUNDS			
Unrestricted funds			
General funds		24,819	19,416
Endowment funds			
		443,395	461,927
		<u>468,214</u>	<u>481,343</u>
Total funds			
	22	<u>468,214</u>	<u>481,343</u>

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

Directors' responsibilities:

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476;

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

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

These financial statements were approved by the Trustees on 28 November 2022 and are signed on their behalf by:

R Morland
Trustee

Company registration number: 01944551

The notes on pages 13 to 21 from part of the financial statements

BLACK SWAN ARTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2022

1 General information

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is The Black Swan, 2 Bridge Street, Frome, Somerset, BA11 1BB.

2 Statement of compliance

The financial statements have been prepared in accordance with the historical cost convention (except for investments which have been included at fair value) and in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) issued in October 2019 and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and the Companies Act 2006 and UK Generally Accepted Practice as it applies from 1 January 2019.

3 Accounting policies

Basis of preparation

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

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

Funds

Unrestricted funds, which include designated funds, can be used in accordance with the charitable objects at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes. Expenditure which meets these criteria is charged to the fund. Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

Endowment funds may not be converted into income. Further explanation of the nature and purpose of the charity's endowment fund is included in the notes to the financial statements.

Going concern

There are no material uncertainties about the charity's ability to continue as a going concern, despite the significant uncertainty being caused by the worldwide COVID-19 crisis. Whilst the Trustees expect there to be a significant impact on the charity's operations and reserves in the coming months and years, the charity has sufficient reserves to be able to meet these challenges.

Consolidation

The charity is not required to prepare consolidated accounts in accordance with the Charities Act 2011, and has taken advantage of the option not to prepare consolidated financial statements contained in Section 398 of the Companies Act 2006 on the basis that the charity and its subsidiary undertakings comprise a small group.

Judgements and key sources of estimation uncertainty

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

Fund accounting

Unrestricted funds are available for use at the discretion of the trustees to further any of the charity's purposes.

Designated funds are unrestricted funds earmarked by the trustees for particular future project or commitment.

3 Accounting policies (continued)

Income

Incoming is included in the Statement of Financial Activities when entitlement has passed to the charity; it is probable that the economic benefits associated with the transaction will flow to the charity and the amount can be reliably measured. The following specific policies are applied to particular categories of income:

- Income from donations or grants is recognised when there is evidence of entitlement to the gift, receipt is probable and its amount can be measured reliably.
- Legacy income is recognised when receipt is probable and entitlement is established.
- Income from donated goods is measured at the fair value of the goods unless this is impractical to measure reliably, in which case the value is derived from the cost to the donor or the estimated resale value. Donated facilities and services are recognised in the accounts when received if the value can be reliably measured. No amounts are included for the contribution of general volunteers.

Expenditure

Expenditure is recognised in the period in which it is incurred and includes any attributable VAT which cannot be recovered.

Costs which are directly attributable to meeting charitable objects are classified as provision of charitable services. These costs are directly allocated to activities, including staff costs which are allocated based on time spent by individual employees.

Costs which are indirectly attributable to meeting charitable objectives are classified as support costs. Such support costs are allocated to activities based on the percentage of support staff time.

Costs associated with the general running of the charity which are not attributable to meeting charitable objects are classified as governance costs. These costs include management time spent on strategic planning issues and statutory compliance.

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Goodwill - 10% Straight line

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Tangible fixed assets

All fixed assets are initially recorded at cost. Assets costing less than £100 are recognised as resources expended in the Statements of Financial Activities in the year that they are purchased.

All assets are carried at initial cost net of depreciation, except freehold property which is carried at valuation net of depreciation.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Land and Buildings - 2% straight line
Fixtures and Fittings - 10% straight line
Equipment - 25% reducing balance
Computer Equipment - 33% straight line

3 Accounting policies (continued)

Investments

Unlisted equity investments are initially recorded at cost, and subsequently measured at fair value. If fair value cannot be reliably measured, assets are measured at cost less impairment.

Listed investments are measured at fair value with changes in fair value being recognised in income or expenditure.

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 cash 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

Creditors and provisions are recognised where the charity 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.

4 Limited by guarantee

The company is limited by guarantee not having a share capital. The members who are also the directors and trustees undertake to contribute to the assets of the company in the event of it being wound up either whilst a member or within one year of their membership ceasing. The maximum contribution required from each member is £1.

5 Income from: Donations and legacies

	Total Funds 2022 £	Total Funds 2021 Restated £
Donations	1,899	6,563
CJRS Furlough Grants	-	4,798
	<u>1,899</u>	<u>11,361</u>

All income from donations and legacies in the current and previous year was unrestricted.

6 Income from: Charitable activities

	Total Funds 2022 £	Total Funds 2021 Restated £
Performance-related grants	41,067	77,505
Gallery Sales	40,413	5,015
	<u>81,480</u>	<u>82,520</u>

All income from charitable activities in the current and previous year was unrestricted.

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

7 Income from: Other trading activities

	Total Funds 2022 £	Total Funds 2021 £
Fundraising Events	-	123
Friends Subscriptions	1,399	2,019
Rental income	37,905	22,935
Sales of Products	5,686	-
	<u>44,990</u>	<u>25,077</u>

All income from other trading activities in the current and previous year was unrestricted.

8 Expenditure on: Other trading activities

	Total Funds 2022 £	Total Funds 2021 £
Gallery & Exhibitions	29,060	1,511
Cost of products	2,371	-
	<u>31,431</u>	<u>1,511</u>

All costs of other trading activities in the current and previous year were unrestricted.

9 Expenditure on: Charitable activities

	Activities Undertaken Directly £	Support Costs £	Total Funds 2022 £
Gallery & Exhibitions	8,911	5,925	14,836
Education	1,293	1,069	2,362
Preservation of The Black Swan	67,015	5,338	72,353
Black Swan Café	7,923	-	7,923
Governance Costs	-	12,593	12,593
	<u>85,142</u>	<u>24,925</u>	<u>110,067</u>

**Prior Year Comparative
Restated**

	Activities Undertaken Directly £	Support Costs £	Total Funds 2021 £
Gallery & Exhibitions	10,686	3,335	14,021
Education	828	1,058	1,886
Preservation of The Black Swan	37,461	4,905	42,366
Black Swan Café	2,510	-	2,510
Governance Costs	-	23,073	23,073
	<u>51,485</u>	<u>32,371</u>	<u>83,856</u>

BLACK SWAN ARTS LIMITED**NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 31 MARCH 2022**

10 Net income/(expenditure) for the year

This is stated after charging:

	2022	2021
	£	£
Amortisation of intangible assets	2,510	2,510
Depreciation of tangible assets	13,657	14,199
Fees payable to the Independent Examiner for: Independent examination of the financial statements	1,500	1,500
	<u>1,500</u>	<u>1,500</u>

11 Staff costs and numbers

The total staff costs and employee benefits for the reporting period are analysed as follows:

	2022	2021
	£	Restated £
Wages & salaries	25,864	16,558
Pension contributions	588	419
	<u>26,452</u>	<u>16,977</u>

The average employee head count during the year was 4 (2021: 2)

No employee received emoluments of more than £60,000 during the year or the previous year.

The key management personnel are considered to be the trustees.

The total employee benefits received by key management personnel were £nil (2021: £nil).

12 Taxation

The charity is exempt from corporation tax on its charitable activities.

13 Trustee remuneration and expenses

No remuneration or other benefits from employment with the charity or a related entity were received by the trustees.

There were no expenses reimbursed to trustees or waived by trustees during the year (2021: £Nil)

Aggregate donations from Trustees, key management personnel, and other related parties was £50 (2021: £Nil).

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

14 Statement of Financial Activities comparative figures

For the year ended 31 March 2021

Restated

Income & Endowments

	Unrestricted Funds £	Endowment Funds £	Total Funds 2021 £
Donations & legacies	11,361	-	11,361
Charitable activities	82,520	-	82,520
Other trading activities	25,077	-	25,077
Other income	-	-	-

Total income

118,958	-	118,958
---------	---	---------

Expenditure on:

Raising funds: costs of other trading activities	1,511	-	1,511
Charitable activities	72,333	11,523	83,856

Total expenditure

73,844	11,523	85,367
--------	--------	--------

**Net income/(expenditure) for the year
and net movement in funds**

45,114	(11,523)	33,591
--------	----------	--------

Total funds at start of year

(25,698)	473,450	447,752
----------	---------	---------

Total funds at end of year

19,416	461,927	481,342
--------	---------	---------

15 Intangible Assets

Cost

At 1 April 2021 and 31 March
2022

Goodwill

£

25,100

Amortisation

At 1 April 2021
Charge for the year

8,158

2,510

At 31 March 2022

10,668

Carrying amount

At 31 March 2022

14,432

At 31 March 2021

16,942

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

16 Tangible fixed assets

	Land and Buildings £	Fixtures and Fittings £	Equipment £	Total £
Cost				
At 1 April 2021	576,152	25,803	26,358	628,313
Additions	-	637	-	637
At 31 March 2022	<u>576,152</u>	<u>26,440</u>	<u>26,358</u>	<u>628,950</u>
Depreciation				
At 1 April 2021	71,968	21,070	23,176	116,214
Charge for the year	11,523	709	1,425	13,657
At 31 March 2022	<u>83,491</u>	<u>21,779</u>	<u>24,601</u>	<u>129,871</u>
Net book value				
At 31 March 2022	<u>492,661</u>	<u>4,661</u>	<u>1,757</u>	<u>499,079</u>
At 31 March 2021	<u>504,184</u>	<u>4,733</u>	<u>3,182</u>	<u>512,099</u>

17 Investments

	Shares in group undertakings £
Cost or valuation	
At 1 April 2021 and 31 March 2022	100
Carrying amount	
At 31 March 2022	<u>100</u>
At 31 March 2021	<u>100</u>

All investments shown above are held at valuation.

The above investment represents 100% of the ordinary share capital of BSE Frome Limited (formerly The Black Swan Limited). The holding was acquired at par, and is valued at cost.

18 Debtors

	2022 £	2021 Restated £
Due in less than one year:		
Trade debtors	1,686	1,264
Prepayments and accrued income	1,036	1,002
	<u>2,722</u>	<u>2,266</u>

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

19 Creditors: amounts falling due within one year

	2022	2021
	£	£
Bank Loan and overdraft	7,522	6,883
Other creditors	7,701	5,425
Accruals and deferred income	3,162	2,813
	<u>18,385</u>	<u>15,121</u>

Lloyds Bank has a first legal charge over the Black Swan Guild commercial freehold property.

20 Creditors: amounts falling due after one year

	2022	2021
	£	£
Bank Loans & Overdrafts	83,271	90,169
	<u>83,271</u>	<u>90,169</u>

Included within creditors: amounts falling due after more than one year is an amount of £44,346 (2021: £52,283) in respect of liabilities payable or repayable by instalments which fall due for payment after more than five years from the reporting date.

21 Movement in funds

For the year ended 31 March 2022

	At 1 Apr 2021	Income	Expenditure	Transfers	At 31 Mar 2022
	£	£	£	£	£
Unrestricted Funds					
General Funds	19,416	128,369	(129,975)	7,009	24,819
	<u>19,416</u>	<u>128,369</u>	<u>(129,975)</u>	<u>7,009</u>	<u>24,819</u>
Endowment					
The Black Swan Arts and Crafts Centre	461,927	-	(11,523)	(7,009)	443,395
	<u>461,927</u>	<u>-</u>	<u>(11,523)</u>	<u>(7,009)</u>	<u>443,395</u>
Total funds	<u>481,343</u>	<u>128,369</u>	<u>(141,498)</u>	<u>-</u>	<u>468,214</u>

The assets of the permanent endowment comprise The Black Swan Arts and Crafts Centre at current book value excluding the Round Tower. The permanent endowment is 90% of the property value included in the fixed assets. A transfer of £7,009 was made in the current year to more accurately reflect the endowment funds held at 31st March 2022.

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

21 Movement in funds (continued)

For the year ended 31 March 2021
 Restated

	At 1 Apr 2020 £	Income £	Expenditure £	Transfers £	At 31 Mar 2021 £
Unrestricted Funds					
General Funds	(25,698)	118,958	(73,844)	-	19,416
	<u>(25,698)</u>	<u>118,958</u>	<u>(73,844)</u>	<u>-</u>	<u>19,416</u>
Endowment					
The Black Swan Arts and Crafts Centre	473,450	-	(11,523)	-	461,927
	<u>473,450</u>	<u>-</u>	<u>(11,523)</u>	<u>-</u>	<u>461,927</u>
Total funds	<u>447,752</u>	<u>118,958</u>	<u>(85,367)</u>	<u>-</u>	<u>481,343</u>

22 Analysis of net assets between funds

	Unrestricted Funds £	Endowment Funds £	Total £
As at 31 March 2022			
Tangible Fixed Assets	55,684	443,395	499,079
Intangible Assets	14,432	-	14,432
Investments	100	-	100
Net Current Assets	37,874	-	37,874
Creditors greater than 1 year	(83,271)	-	(83,271)
	<u>24,819</u>	<u>443,395</u>	<u>468,214</u>
As at 31 March 2021			
Tangible Fixed Assets	50,172	461,927	512,099
Intangible Assets	16,942	-	16,942
Investments	100	-	100
Net Current Assets	42,371	-	42,371
Creditors greater than 1 year	(90,169)	-	(90,169)
	<u>19,416</u>	<u>461,927</u>	<u>481,343</u>

23 Related party transactions

Included within debtors is £Nil (2021: Restated - £Nil) owed by BSE Frome Limited.

BLACK SWAN ARTS LTD

England & Wales - Charity number 292463

Accounts

COMPANY REGISTRATION NUMBER: 01944551
CHARITY REGISTRATION NUMBER: 292463

Black Swan Arts Ltd
Company Limited by Guarantee
Unaudited Financial Statements
31 March 2021

Black Swan Arts Ltd

Company Limited by Guarantee

Financial Statements

Year ended 31 March 2021

	Page
Reference and administrative details	1
Chair's Report	2 - 3
Trustees' Annual Report (incorporating the Director's Report)	4 - 9
Independent Examiner's Report to the Trustees	10
Statement of Financial Activities (including Income and Expenditure Account)	11
Balance Sheet	12
Notes to the financial statements	13 - 21

Black Swan Arts Ltd

Company Limited by Guarantee

Reference and administrative details

Year ended 31 March 2021

Registered charity name Black Swan Arts Ltd

Charity registration number 292463

Company registration number 01944551

Principal address and registered office
The Black Swan
2 Bridge Street
Frome
Somerset
BA11 1BB

The trustees

R Hart
R Morland
S Rees *(retired 9 February 2021)*
K Broughton *(retired 17 May 2021)*
S Sherrin
H Roughley
M Lloyd *(appointed 5 August 2021)*

Independent Examiner
Joshua Kingston ACA
Burton Sweet Limited
Chartered Accountants
Cooper House
Lower Charlton Estate
Shepton Mallet
Somerset
BA4 5QE

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2021

Chair's Report

This report looks back the year that runs from 1 April 2020 to 31 March 2021, as that is the period covered by our accounts.

This has not been a usual year for Black Swan Arts Ltd (BSA) – the impact of Covid on our activities has, of course, been extraordinary.

We first closed our building on 23 March 2020 - just when we should have been opening the Young Open exhibition and we had no idea that the initial closure would last so long, and that the impact of it would be so major. We tentatively re-opened parts of the building from July 2020, with the Young Open remaining on our walls until the end of October 2020, and a restricted number of visitors allowed in to see it during late September and throughout October. And then we closed again, due to the second national lockdown, throughout November. We then, cautiously, re-opened parts of the building again in December, and then were faced by the third national lockdown which meant that the building remained closed throughout January, February and March.

As a result of this, most of what we normally do in a year was not possible, but this does not mean that we were not busy. Even when the Black Swan was closed, Trustees, staff, volunteers and tenants were spending a lot of time and energy responding to what appeared to be ever-changing circumstances, whilst also trying to find the time to plan ahead.

As our accounts show, this has made for a somewhat unique year financially. Our usual sources of income were much reduced, but we were very lucky to receive funding from the Arts Council's Cultural Recovery Fund, and this, together with support from various government initiatives, as a business in the Leisure sector who were impacted not only by lockdowns but also by Tier restrictions, provided us with essential financial support. Some of this was re-invested in making our building Covid-secure and more viable in other ways, whilst it also paid our (somewhat reduced) bills. We discovered that closing BSA for much of the year led to considerable savings in several key areas, but are very aware that this is a one-off and, especially as regards maintenance, cannot be repeated without considerable risk to our Grade II Listed building.

We also benefited greatly from the generosity of others. Hauser & Wirth chose us as one of their local charities in July 2020. This meant that visitors to their Gallery in Bruton were asked to donate to three local charities during the year, one of which was Black Swan Arts. We were incredibly grateful for that support. In addition, during December we launched our "Small and Affordable" fundraising show, where we asked local artists and craftspeople to provide us with a piece of their work to sell to raise funds for us. Their support was much appreciated, especially in a year which was so difficult for them.

During the year we were approached by a potential tenant for our Café space, and went through the very constructive process of discussing how this would work. We had taken the

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2021

café back in house three years ago, and have loved having a café in the heart of our building which was fully integrated with Black Swan Arts. However, trying to operate the café successfully was an incredibly strain on our small resources. Our partnership with River House (which opened at the start of 2021/22) has so far been nothing but a delight, and has enabled us to focus much more on our core mission.

We sadly lost the tenant of our shop, Fosse Beads and Friends, in October. Suzie had been with us for some time, initially as a tenant of one of our studios, and we were sorry to lose her to her new premises in Castle Cary – where we wish her well! However, this did provide us with a ground floor space at a time when the Long Gallery was difficult to use. Its limited access, via one narrow set of stairs, made it very difficult to use in a Covid-secure way. We decided to use the shop space as a temporary Gallery space, and it became the home for our “Small and Affordable” Exhibition. We have subsequently decided to run it as a shop/gallery space until the end of 2021/22 in the first instance.

We continue to host creative workers in all our studio spaces. Our Studio Shops were tenanted by illustrator Jo Joof, Badger House Leather and jeweller Daniel Musselwhite, whilst other tenants included artist Jo Walton, and The Write Place in our attic space. We are also delighted that Discover Frome, the town's information centre, continued to be based here. It was a challenging year for them all, and we were happy to reduce rents accordingly. In the spring, we were all cheered by the achievements of Daniel Musselwhite, who was a contestant on the BBC2 programme 'All That Glitters'. He made it all the way to the final, providing much positive press not only for his own creative enterprise but also for Black Swan Arts!

Like many creative organisations, we found that lockdown encouraged us to move further into the digital world, and therefore widen access to our work. Our show “Small and Affordable” was fully accessible online, as was our subsequent collaboration with Somerset Art Works “In Pursuit of Spring”, and we have now a system that fully integrates online and offline sales with our accounts system. We are grateful to the Arts Council for the Cultural Recovery funding that made this possible, but we are even more grateful for the expertise of Digital Trustee Rosie Hart who gave up so much of her time to set everything up.

The commitment of all trustees this year has been exceptional, especially since we have all been juggling so many other commitments and pressures – as indeed have Emma Warren, the Centre Manager, and Lin Bradshaw Bullock, book-keeper. I've been very grateful for everyone's support.

I'm also delighted to advise that this will be my last (acting) Chair's report. We were all very pleased to welcome Malcolm Lloyd to the role of Chair in August 2021. Malcolm brings a wealth of experience to the role, and we are all looking forward to working with him.

Rebecca Morland,

Acting Chair, Board of Trustees

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2021

The trustees, who are also the directors for the purposes of company law, present their report and the unaudited financial statements of the charity for the year ended 31 March 2021.

Structure, governance and management

Constitution

The charity is a company limited by guarantee governed by Memorandum and Articles of Association dated 4 September 1985, amended 30 June 1997, and by-laws dated 27 July 1998.

Appointment of trustees

Under the charity's by-laws all members of The BSA Ltd will also be Directors of The Black Swan Arts Ltd. Directors will be appointed and selected by the existing board. An individual nominated to become a Director should attend at least 1 meeting of any category, before becoming eligible to be appointed as Director.

The Chair must at all times be aware of a) the long-term needs of the organisation in establishing a balance of skills within the trustees and b) the agreed number of trustees (8-10).

When a vacancy arises, the organisations situation must be assessed to determine what type of skills are required to sustain Black Swan activities. The latest Board Audit and Review should be referred to at this stage. Vacancies should be openly advertised across the region. The skills required will be decided at the general meeting, as will the method of seeking appointees. When necessary, a small sub-committee will undertake to look at prospective candidates.

Induction and training of trustees

The new Trustee(s) will be given the Board Introduction Pack and will be introduced to the role and responsibilities of the Trustees by the Chair. The new Trustee(s) are required to sign the Code of Conduct and Trustee Contract. The new Trustee(s) should receive a full induction within 1 month of appointment.

Trustees should also refer to the Board Development Plan. Trustees are required to attend training and development events.

Organisational structure

Trustees are supported by a part-time Centre Manager and part-time Bookkeeper.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2021

Structure, governance and management *(continued)*

Relationships with related parties

The charity has a wholly owned trading subsidiary BSE Frome Ltd which is incorporated in England and Wales. This is the company that trades as Black Swan Café. There are 3 directors chosen from amongst the trustees.

Risks

The major risks to which the charitable company is exposed, as identified by the trustees, have been reviewed and systems or procedures have been established to manage those risks.

OBJECTIVES AND ACTIVITIES

Objects

The objects of the charity as stated in the memorandum and articles of association are; -

(a) to promote any charitable purpose which will encourage the exercise and maintain the standard of crafts and improve craftsmanship and foster and increase the interest of the public therein;

(b) to advance the education of the public concerning the arts and crafts and to foster a greater cultural awareness;

(c) to provide opportunities for recreation and leisure time occupations with the object of improving the conditions of life for the inhabitants of the town of Frome and its neighbourhood;

(d) to preserve for the benefit of the inhabitants of the neighbourhood the buildings known as the Black Swan Inn and the Round Tower.

VISION AND MISSION STATEMENT

Full mission statement:

For BSA to be a centre of excellence in Frome for the region, creating opportunities for engagement in arts and culture that span all ages and multiple interest groups, housed in an architecturally significant building.

Arts and Culture:

- BSA will be a centre of excellence, promoting and nurturing a wide range of dynamic and diverse craftsmanship and artistic practice. BSA will make a major contribution to the town's artistic and cultural development

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2021

Objectives and activities *(continued)*

Art and the Community:

- BSA will encourage and support a dialogue between the public and contemporary art and culture in a non-threatening, inclusive and responsive environment
- Across the range of its activities, BSA will be accessible to, and welcoming of, all ages, abilities, cultures and interests

Arts Engagement:

- BSA will take a leading role in furthering the public understanding and appreciation of contemporary art and culture
- BSA will actively collaborate with others across all sectors and levels of education and with other arts organisations

Finance:

- BSA will have long-term financial security based on a realistic and sustainable business model
- BSA will ensure appropriate and efficient financial structures, processes and accounting procedures.

Activities

In meeting the above objects, the charity undertakes the following activities:

- Exhibitions and promotion of the arts;
- Educational workshops and talks; and
- Preservation of the property formerly the Black Swan Inn and the Round Tower.

Public Benefit

In setting objectives and planning activities trustees have taken note of the Charity Commission guidance on public benefit.

BLACK SWAN ARTS is a dynamic venue for the promotion of contemporary arts and crafts, based in Frome, Somerset. The Guild promotes artistic quality and originality, encouraging and exhibiting two and three-dimensional work of an innovative and challenging nature, produced by practicing professional artists and community artists.

Our purpose is to provide an enriching and challenging arts experience for everyone.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2021

ACHIEVEMENTS AND PERFORMANCE

Exhibitions

Our exhibition programme was severely curtailed by Covid during 2020/21 both in terms of when the building was open, and also in terms of numbers allowed to attend – a particular issue with the Young Open where we only allowed pre-booked small groups to attend.

Programme of Exhibitions (Long Gallery, Round Tower and Shop/Gallery)

Young Open

No of entries: 265

No of works displayed: 169

No of visitors: 295 (open for small booked groups only Oct 8-31)

Small and Affordable

No of artists offering work: 77

No of artists work sold: 39

No of works sold: 61

No of visitors: 631 over 13 days

Page views: 4255

Unique page views: 1837

Collaborations:

Wherever possible during the year, we collaborated with our tenants and partners, whether providing support for funding application or promoting workshops and events. Specific events that took place during this difficult year included:

Frome Window Wanderland

We collaborated with Frome Window Wanderland, providing support for the two community art events that took place during the period, including an extra one programmed as a replacement for cancelled Guy Fawkes celebrations.

Makers Market, December

This small outdoor market, organised by a BSA studio holder, offered opportunities for makers to sell directly to the public. It also raised money for local charities.

The Great Big Christmas Lunch

We became a venue for all the packing and sorting of Christmas food parcels, distributed to those who would have (in normal times) attended a large community Christmas Lunch.

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2021

FINANCIAL REVIEW

During the year, Black Swan Arts Ltd received total income of £114,160 (2020: £94,044) an increase of £20,000 on the previous year. This includes a one-off grant from the Cultural Recovery Fund via Arts Council England to support Black Swan Arts through Covid- Resources expended during the year totalled £80,569 (2020: £128,458) a significant decrease compared to the previous year, due to closure for most of the year, due to restrictions resulting from Covid-19.

At 31 March 2021 total funds were £481,343 of which free reserves were £19,416.

RESERVES POLICY

The trustees have adopted the following reserves policy. They will aim to ensure that, at all times, the level of reserves is appropriate to the level of the Charity's activities.

The trustees will review annually the nature of the income and expenditure streams, the need to match variable income with fixed commitments, and the nature of the reserves in order to decide on the level of reserves required for the charity to be managed efficiently and to enable future services to remain uninterrupted. Further reserves can be achieved through fundraising, one off grants and donations.

Use of reserves

Reserves are used to: Protect the long term delivery and continuity of services.

Ensure the upkeep of the property and to help fund any major repairs/alterations required.

Level/form of reserves

Trustees decide the level of reserves required.

The current aim of the Trust is to build up free reserves approximating to 6 months operating expenses. Decisions on the use of reserves will be made by the Board.

RESPONSIBILITIES OF THE TRUSTEES

The trustees (who are also the directors of The Black Swan Arts Ltd for the purposes of company law) are responsible for preparing the Chair's Report and the Trustees Annual Report (incorporating the Directors' Report) and the financial statements in accordance with applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102: *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year 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 company for that period. In preparing these financial statements, the trustees

Black Swan Arts Ltd

Company Limited by Guarantee

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

Year ended 31 March 2021

are required to:

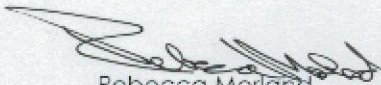
- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

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

SMALL COMPANY PROVISIONS

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

The trustees' annual report was approved on 28/10/21 and signed on behalf of the board of trustees by:



Rebecca Morland
Trustee

Black Swan Arts Ltd

Company Limited by Guarantee

Independent Examiners' Report

Year ended 31 March 2021

I report to the trustees on my examination of the financial statements of Black Swan Arts Ltd ('the charity') for the year ended 31 March 2021.

Responsibilities and basis of report

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

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

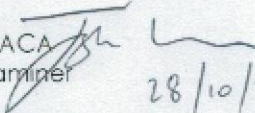
Independent examiner's statement

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

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

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

Joshua Kingston ACA
Independent Examiner


28/10/2021

FOR BURTON SWEET LIMITED
Chartered accountants

Cooper House
Lower Charlton Estate
Shepton Mallet
Somerset
BA4 5QE

BLACK SWAN ARTS LIMITED

STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING INCOME AND EXPENDITURE ACCOUNT)

YEAR ENDED 31 MARCH 2021

	Note	Unrestricted Funds £	Endowment Funds £	Total Funds 2021 £	Total Funds 2020 £
Income from:					
Donations and legacies	5	6,563	-	6,563	4,415
Charitable activities	6	77,505	-	77,505	24,920
Other trading activities	7	25,077	-	25,077	58,866
Other	8	5,015	-	5,015	5,843
Total income		<u>114,160</u>	<u>-</u>	<u>114,160</u>	<u>94,044</u>
Expenditure on:					
Raising funds	9	1,511	-	1,511	7,292
Charitable activities	10	67,535	11,523	79,058	121,166
Total expenditure		<u>69,046</u>	<u>11,523</u>	<u>80,569</u>	<u>128,458</u>
Net income/(expenditure) and net movement in funds	11	45,114	(11,523)	33,591	(34,414)
Total funds at start of year		(25,698)	473,450	447,752	482,166
Total funds at end of year	22	<u>19,416</u>	<u>461,927</u>	<u>481,343</u>	<u>447,752</u>

The Charity has no recognised gains or losses other than the results for the year as set out above.

All of the activities of the charity are classed as continuing.

Prior year fund comparatives are disclosed in note 15.

The notes on pages 13 to 21 form part of the financial statements

BLACK SWAN ARTS LIMITED
BALANCE SHEET
AS AT 31 MARCH 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible Assets	16	16,942	19,452
Tangible assets	17	512,099	521,490
Investments	18	100	100
		<u>529,141</u>	<u>541,042</u>
Current assets			
Debtors	19	24,353	24,922
Cash at bank and in hand		33,139	1,877
		<u>57,492</u>	<u>26,799</u>
Liabilities			
Creditors : amounts falling due within one year	20	(15,121)	(25,345)
Net current assets		<u>42,371</u>	<u>1,454</u>
Total assets less current liabilities		<u>571,512</u>	<u>542,496</u>
Creditors : amounts falling due after more than one year	21	(90,169)	(94,744)
Net assets		<u>481,343</u>	<u>447,752</u>
FUNDS			
Unrestricted funds			
General funds		19,416	(25,698)
Endowment funds		461,927	473,450
Total funds	23	<u>481,343</u>	<u>447,752</u>

For the year ending 31 March 2021 the charity was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.


Directors' responsibilities:

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476;

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

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

These financial statements were approved by the Trustees on 28/10/21 and are signed on their behalf by:


R Morland
Trustee

Company registration number: 01944551

The notes on pages 13 to 21 form part of the financial statements

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2021

1 General information

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is The Black Swan, 2 Bridge Street, Frome, Somerset, BA11 1BB.

2 Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', the Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (Charities SORP (FRS 102)) the Companies Act 2006 and the Charities Act 2011.

3 Accounting policies

Basis of preparation

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

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

Funds

Unrestricted funds, which include designated funds, can be used in accordance with the charitable objects at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes. Expenditure which meets these criteria is charged to the fund. Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

Endowment funds may not be converted into income. Further explanation of the nature and purpose of the charity's endowment fund is included in the notes to the financial statements.

Going concern

There are no material uncertainties about the charity's ability to continue as a going concern, despite the significant uncertainty being caused by the worldwide COVID-19 crisis. Whilst the Trustees expect there to be a significant impact on the charity's operations and reserves in the coming months and years, the charity has sufficient reserves to be able to meet these challenges.

Consolidation

The charity is not required to prepare consolidated accounts in accordance with the Charities Act 2011, and has taken advantage of the option not to prepare consolidated financial statements contained in Section 398 of the Companies Act 2006 on the basis that the charity and its subsidiary undertakings comprise a small group.

Judgements and key sources of estimation uncertainty

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

3 Accounting policies (continued)

Fund accounting

Unrestricted funds are available for use at the discretion of the trustees to further any of the charity's purposes.

Designated funds are unrestricted funds earmarked by the trustees for particular future project or commitment.

Restricted funds are subjected to restrictions on their expenditure declared by the donor or through the terms of an appeal, and fall into one of two sub-classes: restricted income funds or endowment funds.

Income

Incoming is included in the Statement of Financial Activities when entitlement has passed to the charity; it is probable that the economic benefits associated with the transaction will flow to the charity and the amount can be reliably measured. The following specific policies are applied to particular categories of

- Income from donations or grants is recognised when there is evidence of entitlement to the gift, receipt is probable and its amount can be measured reliably.
- Legacy income is recognised when receipt is probable and entitlement is established.
- Income from donated goods is measured at the fair value of the goods unless this is impractical to measure reliably, in which case the value is derived from the cost to the donor or the estimated resale value. Donated facilities and services are recognised in the accounts when received if the value can be reliably measured. No amounts are included for the contribution of general volunteers.

Expenditure

Expenditure is recognised in the period in which it is incurred and includes any attributable VAT which cannot be recovered.

Costs which are directly attributable to meeting charitable objects are classified as provision of charitable services. These costs are directly allocated to activities, including staff costs which are allocated based on time spent by individual employees.

Costs which are indirectly attributable to meeting charitable objectives are classified as support costs. Such support costs are allocated to activities based on the percentage of support staff time.

Costs associated with the general running of the charity which are not attributable to meeting charitable objects are classified as governance costs. These costs include management time spent on strategic planning issues and statutory compliance.

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Goodwill - 10% Straight line

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new

3 Accounting policies (continued)

Tangible fixed assets

All fixed assets are initially recorded at cost. Assets costing less than £100 are recognised as resources expended in the Statements of Financial Activities in the year that they are purchased

All assets are carried at initial cost net of depreciation, except freehold property which is carried at valuation net of depreciation.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

- Land and Buildings - 2% straight line
- Fixtures and Fittings - 10% straight line
- Equipment - 25% reducing balance
- Computer Equipment - 33% Straight Line

Investments

Unlisted equity investments are initially recorded at cost, and subsequently measured at fair value. If fair value cannot be reliably measured, assets are measured at cost less impairment.

Listed investments are measured at fair value with changes in fair value being recognised in income or expenditure

4 Limited by guarantee

The company is limited by guarantee not having a share capital. The members who are also the directors and trustees undertake to contribute to the assets of the company in the event of it being wound up either whilst a member or within one year of their membership ceasing. The maximum contribution required from each member is £1.

5 Income from: Donations and legacies

	Total Funds 2021 £	Total Funds 2020 £
Donations	6,563	4,415
	<u>6,563</u>	<u>4,415</u>

All income from donations and legacies in the current and previous year was unrestricted.

6 Income from: Charitable activities

	Total Funds 2021 £	Total Funds 2020 £
Performance-related grants	77,505	24,920
	<u>77,505</u>	<u>24,920</u>

All income from charitable activities in the current and previous year was unrestricted.

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2021

7 Income from: Other trading activities

	Total Funds 2021	Total Funds 2020
	£	£
Fundraising Events	123	14,699
Friends Subscriptions	2,019	524
Rental income	22,935	43,643
	<u>25,077</u>	<u>58,866</u>

All income from other trading activities in the current and previous year was unrestricted.

8 Other Income

	Total Funds 2021	Total Funds 2020
	£	£
Gallery Sales	5,015	5,843
	<u>5,015</u>	<u>5,843</u>

All other income in the current and previous year was unrestricted.

9 Costs of other Trading Activities

	Total Funds 2021	Total Funds 2020
	£	£
Gallery & Exhibitions	1,511	7,292
	<u>1,511</u>	<u>7,292</u>

All costs of other trading activities in the current and previous year were unrestricted.

10 Expenditure on: Charitable activities

	Activities Undertaken Directly	Support Costs	Total Funds 2021
	£	£	£
Gallery & Exhibitions	9,486	3,335	12,821
Education	7,644	1,058	8,702
Preservation of The Black Swan	27,287	4,905	32,192
Black Swan Café	2,510	-	2,510
Governance Costs	-	22,833	22,833
	<u>46,927</u>	<u>32,131</u>	<u>79,058</u>

Prior Year Comparative

	Activities Undertaken Directly	Support Costs	Total Funds 2020
	£	£	£
Gallery & Exhibitions	36,595	3,952	40,547
Education	975	1,701	2,676
Preservation of The Black Swan	64,256	7,363	71,619
Black Swan Café	2,510	-	2,510
Governance Costs	-	3,814	3,814
	<u>104,336</u>	<u>16,830</u>	<u>121,166</u>

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2021

11 Net income/(expenditure) for the year

This is stated after charging:

	2021	2020
	£	£
Amortisation of intangible assets	2,510	2,510
Depreciation of tangible assets	14,199	14,317
Fees payable to the Independent Examiner for: Independent examination of the financial statements	<u>1,500</u>	<u>1,429</u>

12 Staff costs and numbers

The total staff costs and employee benefits for the reporting period are analysed as follows:

	2021	2020
	£	£
Wages & salaries	11,172	19,219
	<u>11,172</u>	<u>19,219</u>

The average employee head count during the year was 2 (2020: 2)

No employee received emoluments of more than £60,000 during the year or the previous year.

The key management personnel are considered to be the trustees.

The total employee benefits received by key management personnel were £nil (2020: £nil).

13 Taxation

The charity is exempt from corporation tax on its charitable activities.

14 Trustee remuneration and expenses

No remuneration or other benefits from employment with the charity or a related entity were received by the trustees.

There were no expenses reimbursed to trustees or waived by trustees during the year (2020: £Nil)

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2021

15 Statement of Financial Activities comparative figures

For the year ended 31 March 2020	Unrestricted Funds £	Endowment Funds £	Total Funds 2020 £
Income & Endowments			
Donations & legacies	4,415	-	4,415
Charitable activities	24,920	-	24,920
Other trading activities	58,866	-	58,866
Other income	5,843	-	5,843
Total income	<u>94,044</u>	<u>-</u>	<u>94,044</u>
Expenditure on:			
Raising funds; costs of other trading activities	7,292	-	7,292
Charitable activities	110,795	10,371	121,166
Total expenditure	<u>118,087</u>	<u>10,371</u>	<u>128,458</u>
Net income/(expenditure) for the year and net movement in funds	(24,043)	(10,371)	(34,414)
Total funds at start of year	(1,655)	483,821	482,166
Total funds at end of year	<u>(25,698)</u>	<u>473,450</u>	<u>447,751</u>

16 Intangible Assets

	Goodwill £
Cost	
At 1 April 2020 and 31 March 2021	<u>25,100</u>
Amortisation	
At 1 April 2020	5,648
Charge for the year	2,510
At 31 March 2021	<u>8,158</u>
Carrying amount	
At 31 March 2021	<u>16,942</u>
At 31 March 2020	<u>19,452</u>

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2021

17 Tangible fixed assets

	Land and Buildings £	Fixtures and Fittings £	Equipment £	Total £
Cost				
At 1 April 2020	576,152	24,947	22,406	623,505
Additions	-	856	3,952	4,808
At 31 March 2021	<u>576,152</u>	<u>25,803</u>	<u>26,358</u>	<u>628,313</u>
Depreciation				
At 1 April 2020	60,445	20,425	21,145	102,015
Charge for the year	11,523	645	2,031	14,199
At 31 March 2021	<u>71,968</u>	<u>21,070</u>	<u>23,176</u>	<u>116,214</u>
Net book value				
At 31 March 2021	<u>504,184</u>	<u>4,733</u>	<u>3,182</u>	<u>512,099</u>
At 31 March 2020	<u>515,707</u>	<u>4,522</u>	<u>1,261</u>	<u>521,490</u>

18 Investments

	Shares in group undertakings £
Cost or valuation	
At 1 April 2020 and 31 March 2021	100
Carrying amount	
At 31 March 2021	<u>100</u>
At 31 March 2020	<u>100</u>

All investments shown above are held at valuation.

The above investment represents 100% of the ordinary share capital of BSE Frome Limited (formerly The Black Swan Limited). The holding was acquired at par, and is valued at cost.

19 Debtors

	2021 £	2020 £
Due in less than one year:		
Trade debtors	1,264	385
Amounts owed by group and associated undertakings	22,087	22,087
Prepayments and accrued income	1,002	2,450
	<u>24,353</u>	<u>24,922</u>

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2021

20 Creditors: amounts falling due within one year

	2021	2020
	£	£
Bank Loan and overdraft	6,883	9,557
Other creditors	5,425	7,275
Accruals and deferred income	2,813	8,513
	<u>15,121</u>	<u>25,345</u>

Lloyds Bank has a first legal charge over the Black Swan Guild commercial freehold property.

21 Creditors: amounts falling due after one year

	2021	2020
	£	£
Bank Loans & Overdrafts	90,169	94,744
	<u>90,169</u>	<u>94,744</u>

Included within creditors: amounts falling due after more than one year is an amount of £42,735 (2020: £48,384) in respect of liabilities payable or repayable by instalments which fall due for payment after more than five years from the reporting date.

22 Movement in funds

For the year ended 31 March 2021

	At 1 Apr 2020	Income	Expenditure	Transfers	At 31 Mar 2021
	£	£	£	£	£
Unrestricted Funds					
General Funds	(25,698)	114,160	(69,046)	-	19,416
	<u>(25,698)</u>	<u>114,160</u>	<u>(69,046)</u>	<u>-</u>	<u>19,416</u>
Endowment					
The Black Swan Arts and Crafts Centre	473,450	-	(11,523)	-	461,927
	<u>473,450</u>	<u>-</u>	<u>(11,523)</u>	<u>-</u>	<u>461,927</u>
Total funds	<u>447,752</u>	<u>114,160</u>	<u>(80,569)</u>	<u>-</u>	<u>481,343</u>

The assets of the permanent endowment comprise The Black Swan Arts and Crafts Centre at current book value excluding the Round Tower. The permanent endowment is 90% of the property value included in the fixed assets.

BLACK SWAN ARTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2021

22 Movement in funds (continued)

For the year ended 31 March 2020

	At 1 Apr 2019 £	Income £	Expenditure £	Transfers £	At 31 Mar 2020 £
Unrestricted Funds					
General Funds	(1,655)	94,044	(118,087)	-	(25,698)
	<u>(1,655)</u>	<u>94,044</u>	<u>(118,087)</u>	<u>-</u>	<u>(25,698)</u>
Endowment					
The Black Swan Arts and Crafts Centre	483,821	-	(10,371)	-	473,450
	<u>483,821</u>	<u>-</u>	<u>(10,371)</u>	<u>-</u>	<u>473,450</u>
Total funds	<u>482,166</u>	<u>94,044</u>	<u>(128,458)</u>	<u>-</u>	<u>447,752</u>

23 Analysis of net assets between funds

	Unrestricted Funds £	Endowment Funds £	Total £
As at 31 March 2021			
Tangible Fixed Assets	50,172	461,927	512,099
Intangible Assets	16,942	-	16,942
Investments	100	-	100
Net Current Assets	42,371	-	42,371
Creditors greater than 1 year	(90,169)	-	(90,169)
	<u>19,416</u>	<u>461,927</u>	<u>481,343</u>
As at 31 March 2020			
Tangible Fixed Assets	48,040	473,450	521,490
Intangible Assets	19,452	-	19,452
Investments	100	-	100
Net Current Assets	1,454	-	1,454
Creditors greater than 1 year	(94,744)	-	(94,744)
	<u>(25,698)</u>	<u>473,450</u>	<u>447,752</u>

24 Related party transactions

Included within debtors is £22,087 (2020: £22,087) owed by BSE Frame Limited. This loan is interest free and has no fixed date for repayment.