

Upton Jazz Association Limited

Report and accounts for the year ended 30 September 2022

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Company Registration No.:	2277763
Charity Registration No.:	700468

Upton Jazz Association Limited

Company Registration Number: 2277763

Council of Management Annual Report for the year ended 30 September 2022

The Council of Management present their Report and Accounts for the year ended 30 September 2022, which also comprises the Directors' Report required by the Companies Act 2006.

The charity name

The legal name of the charity is: Upton Jazz Association Limited

The charity is registered in England & Wales with the Charity Commission in England and Wales (CCEW) with charity number 700468.

Legal structure of the charity

The charity is a company limited by guarantee, registered under the Companies Act. The governing document of the charity is the Memorandum and Articles of Association.

There are no restrictions in the governing documents on the operation of the charity or on its investment powers other than those imposed by Charity Law.

All trustees are directors under the Companies Act 2006 and all directors are trustees under Charities legislation. The trustees are all individuals.

The principal operating address, telephone number, email and web addresses of the charity are:

18 Riverside Close
Upton upon Severn, Worcester
WR8 0JN
Telephone: 01684 593254, Email address info@uptonjazz.co.uk, Web address www.uptonjazz.co.uk

This will change in January 2023 to:

7 Moorfield Avenue
Blakeney
GL15 4DA
Telephone: 07759 342073

The registered office of the charity for Companies Act purposes is the same as the operating address shown above.

The Council of Management in office on the date the report was approved were:

E Buckley
R Hayward
J Parsons
R Sutton
J Thompson

The trustees who served as trustees in the reporting period were as shown above, and there were no changes during the year, or in the period between the year end and the approval of the accounts.

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At the Annual General Meeting R Sutton and J Thompson retire as trustees, but are eligible for reappointment. D Thompson has agreed to join the Council of Management.

All trustees are members of the charity.

Objects and activities of the charity

The charity promotes the advancement of the aesthetic education of the townsfolk of Upton upon Severn and visitors by the performance of jazz music of a high artistic calibre.

It encourages the development of young people towards an awareness of jazz music and offers opportunities to gain skills through performance.

The Jazz Festival aims to bring international jazz music to a wide public audience over Festival weekend. Through the varied programme exposure is given to different genres thus widening the general public awareness and appreciation of the range and quality of jazz music.

Upton Jazz reaches out to young people (our Rising Stars), to schools and colleges in the area; we have successfully attracted consistent support from funders, and continue to do so since the end of the ten year Best of Young Jazz project.

Our plan for the year 2022 was to:

- Return the Festival to its roots with all venues in town.
- Hold a successful festival when similar festivals have folded.
- Try very hard to recruit new people, and younger people to support the Festival.
- Hold a successful Fringe attracting young, local and up and coming players.

Our October Day of Jazz 2021 was a success. Despite the weather a good crowd enjoyed a strong and varied programme of music, and for the first time in the long history of Upton Jazz, all for free.

Reflections on our 35th Jazz Festival.

A very good festival. The range of music and the quality of the bands were very well received.

We got over 200 thanks and compliments and no complaints.

Our venues in town tell us they are happy and want to build on what we achieved.

Our Rising Stars (youth and schools groups) all want to come back in 2023 and word has spread.

We sold out, all tickets gone by May, and we made a small profit, on target.

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Council of Management considers the 2022 Festival to have been a success in meeting our objectives

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Impact: the achievements and performance during the year have benefited our beneficiaries, and wider society.

The Association and the festival continue to engage with the town of Upton upon Severn and beyond:

- In schools and colleges.
- Engaging with local traders and businesses
- Developing partnerships with local media and arts organisations such as the Upton Blues Festival and Longside Radio.
- Supporting local good causes.

Structure, governance and management of the charity

It is widely reported that charities experience considerable difficulty in attracting both trustees and volunteers. Upton Jazz Association is experiencing similar difficulty, despite having a loyal (and ageing) group of supporters.

The method of recruitment of new trustees is by word of mouth; using our network of contacts in business and the arts and promotion via social media. New trustees have a clear description of our purpose and the roles and they meet with the Council as a whole prior to appointment.

Our plan for June 2023 is to offer another 'hybrid' festival with a mix of ticketed concerts, free music in pubs and cafes, and continued development of the Fringe with its local community focus. Our plan is to bring the event in on budget and to secure funding to support the local/community focus.

Bankers and solicitors:

Bankers:	Lloyds Bank, Malvern
Solicitors:	Whatley Weston & Fox, Worcester

Council of Management Annual Report for the year ended 30 September 2022

Financial Review

The financial position of the charity at 30 September 2021 and comparatives for the prior period, as detailed in the accounts, are as follows:

	2022	2021
	£	£
Total funds at start of year	17,384	20,805
	<hr/>	<hr/>
Surplus/(Deficit)	3,167	(3,421)
	<hr/>	<hr/>
Total Funds	<u>£20,551</u>	<u>17,384</u>

Financial review of the position at the reporting date, 30 September 2022.

The Council of Management consider the financial performance by the charity during the year to have been satisfactory.

Policies on reserves

It is the policy of the charity that unrestricted funds which have not been designated for a specific use should be maintained at a level sufficient to ensure that the following year's festival would be financially viable. The Council of Management consider that reserves at this level will ensure that, in the event of a significant drop in funding, they will be able to continue the charity's current activities while consideration is given to ways in which additional funds may be raised.

It is the view of Council that the return to town has saved the Festival for the time being.

Availability and adequacy of assets of each of the funds

The Council of Management is satisfied that the charity's assets are adequate to fulfil its obligations.

Council of Management Annual Report for the year ended 30 September 2022

Statement of the Directors' and Council of Management Responsibilities

The Companies Act 2006 and charity law require the Council of Management to prepare financial statements which give a true and fair view of the state of affairs of the charity as at the end of the financial year and of the surplus or deficit of the charity.

In preparing the report and accounts, Council have been guided by the exemptions and permissions afforded to smaller charities with annual income below £25,000.

The law requires that the trustees must not approve the accounts unless they are satisfied that they give a true and fair view of the state of affairs of the charity and of the surplus or deficit of the charity for the year.

The Council of Management are responsible for maintaining adequate accounting records which disclose with reasonable accuracy the financial position of the charity and which explain the charity's transactions and enable them to ensure that the financial statements comply with the Companies Act 2006 and the Charities Act. They are responsible for safeguarding the assets of the charity and taking reasonable steps for the prevention and detection of fraud and other irregularities.

Method of presentation of accounts - Small company provisions

These financial statements have been prepared in accordance with the provisions in Part 15 of the Companies Act 2006, applicable to companies subject to the small companies regime.

The directors are satisfied that the company is entitled to exemption from the requirement to obtain an audit under Section 477 of the Companies Act 2006.

The members have not required the company to obtain an audit in accordance with section 476 of the Act.

The report was approved by the board of trustees on 6th February 2023.

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**Council of Management Annual Report for the year ended 30
September 2022**

J Parsons
Trustee

Upton Jazz Association Limited

Statement of Financial Activities to 30 September 2022

Income and Endowments	2022	2021
	£	£
Ticket Sales	17,488	-
Donations		
From three individuals		450
From MHDC - Additional Restrictions Grant		5,000
Total donations (various individuals, MHDC, WCC, Balens, Upton Blues Festival, Warners & Cash collections)	8,282	5,450
Total annual income	25,770	5,450
Expenditure (Summary on Page 8)	22,603	8,983
Surplus/Deficit	3,167	(3,421)

Upton Jazz Association Limited

Statement of Financial Activities to 30 September 2022

	2022	2022	2021
Expenditure on Charitable activities	£	£	£
Refunds	670	670	2,670
Fees			
Upton Office Services	1,200		
PRS	508		
Total Fees	1,708	1,708	
Marketing/PR/Advertising (Inc. web costs)	2,048	2,048	753
Fringe Day of Jazz costs	-		1,015
Bands Day of Jazz costs	-		600
Festival 2022:			
Band Costs	13,025		
Band Accommodation	245		
Total Band costs	13,270	13,270	
Fringe Costs	1,132	1,132	
Venue Costs	1,107	1,107	
Transaction costs			
Barclaycard commission	499		
Bank Charges	94		
Total Banking costs	593	593	542
British Telecom	559	559	463
Petty Cash	210	210	199
BoYJ Team costs	-	-	2,525
Donations to charities	750	750	
Miscellaneous Costs	203	203	
Overheads (Insurance)	353	353	
Surman Farms	-	-	216
Total annual Expenditure	22,603	22,603	8,983

J Parsons
Trustee

Approved by the board of trustees on 6th February 2023.

Upton Jazz Association Limited

Notes to the Accounts - 30 September 2022

1. Risks and future assumptions

The charity is a public benefit entity.

The Trustees consider there are no material risks from future assumptions to be disclosed.

2. Continuity of the Charity

The charitable activities are entirely dependent on the continuing success of the annual festival. As a consequence, continuity depends on the future income and funding streams. Accordingly, the Trustees have obtained forecasts and, after reviewing the financial forecasts, the Trustees are satisfied that, at the time of approving the financial statements, the charity can continue into 2023.

Policies relating to categories of income and income recognition

3. Nature of income

Income comprises the value of ticket sales and grants/donations.

Income recognition

Income is recognised on a receivable basis, when a transaction or other event results in an increase in the charity's assets or a reduction in its liabilities and only when the charity has legal entitlement, the income is probable and can be measured reliably.

Income subject to terms and conditions which must be met before the charity is entitled to the resources is not recognised until the conditions have been met.

All income is accounted for gross, before deducting any related fees or costs.

Policies relating to assets, liabilities and provisions and other matters

4. Funds

Unrestricted funds are available for use at the discretion of the trustees in furtherance of the general objectives of the charity.

Designated funds are unrestricted funds earmarked by the Trustees for particular purposes.

Restricted funds are subjected to restrictions on their expenditure imposed by the donor.

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5. Liability to taxation

The Trustees consider that the charity satisfies the tests set out in Paragraph 1, Schedule 6 of the Finance Act 2010 for UK corporation tax purposes. Accordingly, the Charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by the Corporation Tax Act 2010 or the Taxation of Chargeable Gains Act 1992, where such income is applied exclusively on the specific charitable objects of the charity. Value Added Tax is not recoverable by the charity, and is therefore included in the relevant costs in the Statement of Financial Activities.

6. Winding up or dissolution of the charity

If, upon winding up or dissolution of the charity there remain any assets, after the satisfaction of all debts and liabilities, the assets shall be transferred to some other charitable body or bodies having similar objects to the charity.

7. The contribution of volunteers

Each year we rely on in excess of 100 volunteers
Participants at the Upton Fringe are also volunteers.

8. Remuneration and payments to Trustees and persons connected with them

No trustees or persons connected with them received any remuneration from the charity, or any related entity, apart from the following:

D Thompson, wife of J Thompson, received £1,200 (2021 £Nil) for secretarial services.

9. Unrestricted and designated funds

The Fringe has been successful in obtaining grants from the Co-op Local Community Fund, and from the Balen Trust. These revenues are designated in so far as they are obtained for specific purposes, namely the running cost and promotion of The Fringe and the purchase of sound and video equipment. The Nathan Tomkins Trust gives its services – sound and sound management – in kind.

10. Ultimate controlling party

The charity is under the control of its legal members.

Every member of the charity is obliged to contribute an amount, not exceeding £1, to the assets of the company in the event of its being wound

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Notes to the Accounts - 30 September 2022

up while he or she is a member, or within one year after he or she ceases to be a member.