



SHAPESHIFTER PRODUCTIONS LTD
(A company limited by guarantee)

REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020

www.shapeshifter-productions.com

Company number: 06142524
Charity number: 1141763

SHAPESHIFTER PRODUCTIONS LTD

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SHAPESHIFTER PRODUCTIONS LTD

Charity Information

Board of Trustees **Mrs Joanna Nolan (Chair)**
Ms Alison Jones
Mr Mark Kendrick
Ms Milica Milosevic
Mr David Payne (Treasurer)
Mrs Lorraine Cox
Ms Mandy Worster (appointed 16/06/2020)

Artistic Director **Alison Jones**

Company number: **06142524**

Charity number: **1141763**

Registered Office: **11 Batten House,**
The Drive
London
E17 3BX

Website **www.shapeshifter-productions.com**

Independent Examiner: **Misbahul Karim FCCA**
MMK Chartered Certified Accountants
37th Floor, One Canada Square
Canary Wharf
London
E14 5AA

Bankers: **Santander**
PO Box 10102
21 Prescot Street
London
E1 8TN

SHAPESHIFTER PRODUCTIONS LTD

TRUSTEES' ANNUAL REPORT

For the year ended 31 March 2020

The directors, who are the Trustees of the charitable company for the purposes of charity law, present their annual report and financial statements of Shapeshifter Productions Ltd for the year ended 31 March 2020. The financial statements have been prepared in accordance with the accounting policies set out in note 1 to the accounts and comply with the charitable company's governing document, the Companies Act 2006, and charities regulations. Accounting and Reporting by Charities: Statement of Recommended Practice (SORP 2015), applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland published on 16 July 2014 (FRS102).

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

Shapeshifter Productions Limited is a company limited by guarantee, registered with Companies House on 7 March 2007, and registered as a charity with the Charity Commission in England and Wales on 6 May 2011. The Charity is governed by its Memorandum and Articles of Association as amended by special resolution registered at Companies House on 12 April 2010.

The governance of the charity is the responsibility of the Trustees. Day to day management is by the Artistic Director and the General Manager.

Recruitment and Appointment of Trustees

When it is necessary to appoint new Trustees, due to either a Trustee stepping down or a gap of expertise in the board is identified, recruitment will initially begin by an open call and through the networks of the Board and management team. Applicants will be reviewed by the Trustees and successful applicants will be invited to attend a Trustee meeting. Following this, on the provision that the Board are satisfied and the applicant still wishes to join the Trustee Board, they will be appointed.

No other person or external body is entitled to appoint any Trustees of the charity.

Induction and training of Trustees

The charity provides new Trustees with an induction pack and mentoring from existing Trustees. New Trustees are also strongly encouraged to meet with current Board members and the Artistic Director and General Manager, over the initial few months in order to gain a full and unbiased understanding of the charity.

Trustees

The directors of the company are its Trustees for the purpose of the Charity Law and are referred to collectively as Trustees in this report.

The Trustees serving during the year and since the year-end were as follows:

Mrs Joanna Nolan (Chair)
Ms Alison Jones
Mr Mark Kendrick
Ms Milica Milosevic
Mr David Payne (Treasurer)
Mrs Lorraine Cox
Ms Mandy Worster (appointed 16/06/2020)

Related party relationships

The Charity has considered the disclosure requirements of the SORP for related party relationships, and believes that there are no related party relationships other than the Trustees and their close connections. All related party transactions have been reported in the Notes to the financial statements.

Risk management

The Trustees have assessed the major risks to which the charity is exposed, and are satisfied that systems are in place to mitigate exposure to the major risks.

Remuneration of key management personnel

Alison Jones provides her time as Trustee on a voluntary basis. However, in accordance with the charity's governing document, she may invoice for her Creative work, as Artistic Director and musician. Alison is a member of the Musicians' Union, and all professional creative fees are guided by the Musician's Union rates.

Purposes and aims

As set out in the governing document, the object of the charity is to advance the arts for the public benefit by the promotion in particular, but not exclusively, of the arts of drama and music.

Principal activities of the charity

The charity's main activities are undertaken to further Shapeshifter Productions' charitable purposes for the public benefit. These are primarily funding dependent, focusing on delivering original, high quality projects that actively engage communities in high quality arts activities while enhancing confidence, wellbeing, self-esteem and reducing isolation.

Shapeshifter Productions currently has two main strands of work:

- regular participatory group singing experiences for the elderly that promote well-being, reduce isolation, build friendships (The Smiling Sessions);
- violin evening classes for adults that are non-competitive, enhance confidence & self-esteem, through learning new, or re-visiting former musical skills (Strung Out)

ACHIEVEMENTS AND PERFORMANCE: REVIEW OF ACTIVITIES FOR THE YEAR

Public benefit

The Trustees have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the charity's aims and objectives and in planning its future activities. In particular, the trustees consider how planned activities will contribute to the aims and objectives that have been set.

Review of activities

The year focused on:

- delivering high quality projects across London and the South East of England
- promoting volunteering for The Smiling Sessions to recruit befriending volunteers on a regular basis
- a carefully planned schedule of fundraising to continue long term sustainability for the charity
- planning a professional concert tour of Alison Jones original composition, *Resonance*, from April 2020

Overview:

- Funds raised towards delivery of 88 Smiling Sessions across London: a three year grant from The City Bridge Trust; a two year grant from The Mercers Company; London Catalyst, The Drapers' Company, Goldsmiths and Notting Hill Genesis Wellbeing Fund.
- Other funds raised to extend delivery of 24 Smiling Sessions in East Sussex: Arts Council England, Childwick Trust and Chalk Cliff Trust.
- Strung Out classes continued to be delivered to approximately 25 adult students weekly.
- Sheringham Primary School students in Manor Park, Newham, selected The Smiling Sessions (Shapeshifter Productions) project/charity to support for 2 years starting September 2019.
- Dodie Finamore was appointed on a short term contract to book a tour of *Resonance* for 2020.
- Due to COVID-19, all face to face activities ceased mid-March 2020 until further notice.

Funding raised in financial year ending 31st March 2020:

- The Mercers' Company: £17,815 part of a 2 year long grant towards running costs of The Smiling Sessions
- Arts Council: £13,438 first instalment grant towards The Smiling Sessions 2019-2020 in London and East Sussex
- Chalk Cliff Trust: £2,000 grant towards The Smiling Sessions in East Sussex
- London Catalyst: £2,900 grant towards The Smiling Sessions 2019-2020 in London
- The Childwick Trust: £8,000 grant towards The Smiling Sessions 2019-2020 in London and East Sussex
- The Drapers' Company: £7,500 grant towards The Smiling Sessions 2019-2020 in London
- The City Bridge Trust: £11,850 part of a 3 year long grant, towards running costs of The Smiling Sessions in London (Artistic Director and Project Manager's fees for one day/week each)
- Notting Hill Genesis Wellbeing Fund: £12,638 towards The Smiling Sessions delivered to NHG schemes.
- Goldsmiths: £3,000 unrestricted towards The Smiling Sessions

PROGRAMME OF ACTIVITY:

The Smiling Sessions

Between 9th May 2019 and 12th March 2020, Shapeshifter Productions delivered 88 participatory music sessions, including 8 Christmas parties, to 20 different sheltered housing / care homes / day centres, in partnership with Notting Hill Genesis Housing (visiting 14 of their schemes across London), Sanctuary Care (1 scheme in Redbridge), LQ Living (2 schemes in Waltham Forest), and Infinite Oasis Care, Aspray House, Wellspring Wisdom situated in Waltham Forest. Other funders who supported this activity were: Arts Council England, City Bridge Trust, Catalyst, The Childwick Trust, Notting Hill Genesis Wellbeing Fund and Mercers'.

Between April and August 2019, we received funding from Arts Council England, Childwick Trust and Chalk Cliff Trust enabling us to deliver 24 sessions in Brighton from September 2019 to March 2020, starting a new partnership with Brighton & Hove Seniors Housing. Consequently, the team started to deliver two days/week (four sessions) from September 2019.

Our befriending volunteers attended sessions weekly, taking registers and observing behaviour patterns. Attendance can range from 10 - 30 participants, depending on health and appointments. The registers indicate that we reached 277 participants between May 2019 and March 2020 across London and 97 residents between September 2019 and March 2020 in Brighton & Hove.

New song requests were collated into Songbook 3 and recorded as CD3 in June 2019. Since the beginning of this new project in May 2019, musicians have collated approximately 60 additional songs for the repertoire. We also created a Christmas Singalong Songbook and recorded the CD in October 2019. Songbooks and CDs were distributed to residents during the Christmas parties.

In September 2019, we were able to recruit a Volunteers Co-ordinator, Zara Hussain, to promote our work and increase our resources for sourcing befriending volunteers. Through attending student volunteering and networking events, Zara enlisted a team of volunteers who could engage with residents during the sessions, monitor attendance and help evaluate the impact of song on health and well-being.

From mid-march 2020, all partners locked down as the UK became at risk with COVID-19. We had 10 sessions cancelled in total.

A virtual sing-along project was created by Alison Jones, in direct response to COVID-19. This has become a series of video songs (with on screen lyrics) available as a downloadable link for isolated and vulnerable senior citizens in care homes and sheltered housing schemes across London and beyond, aiming to connect and help increase their morale and well-being during these difficult times.

Strung Out Violin Group

Strung Out violin weekly evening classes for adults continued to provide a fun and supportive environment to new and established violinists. Initiated in 2010, the classes have an on-going programme throughout the academic year, focussing on building technique and repertoire for players, with some performances. Strung Out membership reached 25 in this year, with classes consisting of: Absolute Beginners; Improvers; Easy; and Intermediate over two evenings. In January 2020, due to other work demands, Alison moved all classes to one evening, in order to free up her time.

PLANS FOR FUTURE PERIODS

2020-2021 and onwards:

- Create weekly video songs with on screen lyrics, that can be streamed or downloaded by our partners and beneficiaries
- Develop a web app where all the video songs can be stored and accessed.
- Explore new sources of income streams
- Recruit a project/volunteers coordinator to source and support new housing partners across UK to increase the reach of beneficiaries using the app
- Employ a PR to source celebrities to sing on the Smiling Sessions video singalongs to raise public awareness about the isolation of elderly people and the benefits of singing
- Continue developing the monitoring system of the impact of song and well-being, through partnering with external, specialist organisations
- When safe, expand The Smiling Sessions (face to face) outside Greater London, sourcing new partnerships with housing organisations and care homes and recruit/train new musicians to support delivery of the sessions
- Research and develop new projects
- Expand and develop the volunteers team
- Consolidate the long term sustainability of the charity and projects through securing ongoing project and core funding
- Build financial reserves

FINANCIAL REVIEW

Financial performance and position

Total income for the year amounted to £96,688 (£90,432– 2019) and total expenditure amounted to £94,723 (£89,052 – 2019).

The Charity incurred a net profit for the year of £1,965. Details of charity's financial results are shown in the Statement of Financial Activities on page 11.

Going Concern

The Trustees have considered the Charity's reserves and projected income and expenditure, and have a reasonable expectation that the charitable company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Reserves Policy

The charity currently has three months reserves in place, covering three months overheads expenditure, including our artistic director's fee for one day a week. In the Trustees' view, the reserves should provide the charity with adequate financial stability to meet the working capital requirements of the charity and the Trustees are confident that at this level they would be able to continue the current activities of the charity in the event of a significant drop in funding.

The Trustees review the amount of reserves that are required to ensure that they are adequate to fulfil the charity's continuing obligations on a quarterly basis at their finance meeting. At the year end, the unrestricted funds balance was £4,839, which is just over required levels at an estimated £850 of monthly overhead costs.

STATEMENT OF TRUSTEES RESPONSIBILITIES

Company and Charity Law requires the Trustees to prepare financial statements that give true and fair view of the state of affairs of the charity at the end of the financial year and of its surplus or deficit for the financial year. In doing so the trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgments and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- Follow the methods and principles of the Charity SORP; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to assume that the group will continue in business.

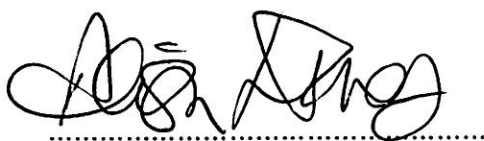
The Trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charity and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets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

The Trustees are responsible for the maintenance and integrity of the charity and financial information included on the charity's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of financial statements.

PREPARATION OF THE REPORT

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

This report was approved by the Board of Trustees on 02/10/2020 and signed on their behalf by:



ALISON L. JONES

Ms Alison Jones
Trustee

**INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF
Shapeshifter Productions Ltd**

For the year ended 31 March 2020

I report on the accounts of the company for the period ended 31 March 2020, which are set out on pages 11 to 15.

Respective responsibilities of Trustees and examiner

The Trustees (who are also the directors of the company for the purpose of company law) are responsible for the preparation of the accounts. The Trustees consider that an audit is not required for this year under section 144(2) of the Charities Act 2011 (the 2011 Act) and that an independent examination is needed.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to:

- examine the accounts under section 145 of the 2011 Act;
- to follow the procedures laid down in the general Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act; and
- to state whether particular matters have come to my attention.

Basis of independent examiner's report

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the statement below.

Independent examiner's statement

In connection with my examination, no matter has come to my attention:

(1) which gives me reasonable cause to believe that in any material respect the requirements: to keep accounting records in accordance with section 386 of the Companies Act 2006; and to prepare accounts which accord with the accounting records, comply with the accounting requirements of section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice: Accounting and Reporting by Charities have not been met; or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.



Misbahul Karim FCCA
MMK Chartered Certified Accountants
37th Floor, One Canada Square, Canary Wharf
London
E14 5AA

STATEMENT OF FINANCIAL ACTIVITIES
For the year ended 31 MARCH 20

	Notes	Unrestricted Funds £	Restricted Funds £	2020 £	2019 £
Incoming Resources					
Donation and legacies	2	636	85,365	86,001	74,301
Charitable activities		8,272	-	8,272	13,181
Other income: Room hire		2,415	-	2,415	2,950
Total Incoming Resources		11,323	85,365	96,688	90,432
Resources Expended					
Charitable activities	3	9,246	84,547	93,793	87,972
Governance cost	4	930	-	930	1,080
Total Resources Expended		10,176	84,547	94,723	89,052
Net Income for the year		1,147	818	1,965	1,380
Reconciliation of Funds:					
Total funds, brought forward		3,692	788	4,480	3,100
Total funds, carried forward		4,839	1,606	6,445	4,480

CONTINUING OPERATIONS

None of the Charity's activities were acquired or discontinued during the above two financial periods.

TOTAL RECOGNISED GAINS AND LOSSES

The Charity has no recognised gains or losses for the above two financial periods.

The notes on pages 13 to 15 form part of these accounts.

SHAPESHIFTER PRODUCTIONS LTD
Balance Sheet As At 31 March 2020

	Notes	2020		2019	
		£	£	£	£
Fixed Assets					
Office equipment	7		287		428
			<u>287</u>		<u>428</u>
<u>Current Assets</u>					
Debtors	5	1,183		484	
Cash at Bank and in hand		<u>24,481</u>		<u>22,464</u>	
		25,665		22,948	
<u>Creditors</u>					
Amounts falling due within one year	6	<u>(19,507)</u>		<u>(18,896)</u>	
<u>Net Current Assets</u>					
			6,158		4,052
			<u>6,445</u>		<u>4,480</u>
<u>Total Funds of the Charity</u>					
Restricted funds			1,606		788
Unrestricted funds			<u>4,839</u>		<u>3,692</u>
			<u>6,445</u>		<u>4,480</u>

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 directors acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015) - (Charities SORP FRS 102), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The financial statements were approved and authorised for issue on 02/04/2020 and signed on their behalf by:



ALISON L JONES

Ms Alison Jones, Trustee

SHAPESHIFTER PRODUCTIONS LTD

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2020

1. ACCOUNTING POLICIES

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant note(s) 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 on 16 July 2014 and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and the Charities Act 2011.

The financial statements have been prepared to give a 'true and fair' view and have departed from the Charities (Accounts and Reports) Regulations 2008 only to the extent required to provide a 'true and fair view'. This departure has involved following SORP 2015 rather than the Accounting and Reporting by Charities: Statement of Recommended Practice effective from 1 April 2005 (SORP 2005) which has since been withdrawn.

Public benefit entity

The charitable company meets the definition of a public benefit entity under FRS 102.

Going concern

The Trustees consider that there are no material uncertainties about the charity's ability to continue as a going concern.

Key judgements that the charity has made which have a significant effect on the accounts include estimating income and expenditure for the next 12 months.

Income

Income is recognised when the charity has entitlement to the funds: this is when any performance conditions attached to the income have been met, it is probable that the income will be received, and that the amount can be measured reliably.

Income is only deferred when: The donor specifies that the grant or donation must only be used in future accounting periods; or for performance related grants, where these are received in advance of the performances or specific event to which they relate.

Expenditure and irrecoverable VAT

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably. Expenditure is considered all to relate to Charitable activities and includes the costs of delivering services undertaken to further the purposes of the charity and their associated support costs.

Fund accounting

Restricted funds are to be used for specific purposes as laid down by the donor. Expenditure which meets these criteria is charged to the fund. Unrestricted funds are donations and other incoming resources received or generated for the charitable purposes. Designated funds are unrestricted funds earmarked by the trustees for particular purposes.

2. Donations and legacies

	<u>Unrestricted</u>	<u>Restricted</u>	<u>2020</u>	<u>2019</u>
	£	£	£	£
ACE	-	14,914	14,914	13,287
Local authorities	-	1,250	1,250	1,950
Private donations	636	-	636	695
Trusts and foundations	-	69,201	69,201	58,369
	<u>636</u>	<u>85,365</u>	<u>86,001</u>	<u>74,301</u>

3. Cost of Charitable activities

	<u>Unrestricted</u>	<u>Restricted</u>	<u>2020</u>	<u>2019</u>
	£	£	£	£
Staff costs and fees	4,979	71,752	76,731	68,966
Insurance	431	-	431	319
Legal and professional fees	259	376	635	219
Volunteer Expenses	-	164	164	185
Software	232	266	498	311
Stationery/Supplies	48	36	84	106
Telephone	75	282	357	489
Sundry expenses	96	139	235	-
Travel and accommodation	527	2,536	3,063	5,933
Repair and maintenance	216	-	216	447
Rent	1,834	3,647	5,481	5,633
Advertising and PR	408	5,349	5,757	4,850
Equipment	-	-	-	303
Depreciation	141	-	141	210
	<u>9,246</u>	<u>84,547</u>	<u>93,793</u>	<u>87,972</u>

4. Governance Cost

	<u>2020</u>	<u>2019</u>
	£	£
Independent Examiner's fee	930	1,080
	<u>930</u>	<u>1,080</u>

5. Debtors

	<u>2020</u>	<u>2019</u>
	£	£
Sundry debtors	183	224
Trade debtors	1,000	260
	<u>1,183</u>	<u>484</u>

6. Creditors: Amounts Falling Due Within One Year

	<u>2020</u>	<u>2019</u>
	£	£
Accruals	930	1,080
Deferred income	18,577	17,815
	<u>19,507</u>	<u>18,895</u>

7. Tangible Fixed assets	Office Equipment	2020	2019
		£	£
Cost			
At 1 April 2019		1,253	1,111
Additions During the Year			142
As at 31 March 2020		<u>1,253</u>	<u>1,253</u>
Depreciation			
At 1 April 2019		825	615
Charge for the Year		141	210
As at 31 March 2020		<u>966</u>	<u>825</u>
Net Book Values			
As at 31 March 2019		<u>-</u>	<u>428</u>
As at 31 March 2020		<u>287</u>	<u>-</u>

8. STAFF COSTS AND NUMBERS

All the charity's staff are hired on a freelance basis. Total staff costs (freelance staff) during the year was £76,731 (2019 - £68,966).

The average weekly number of staff on a head count basis was 4 (2019 - 4).

The total employee benefits of the key management personnel were £33,694 (2019 - £27,398).

No staff earned more than £60,000, including benefits, during the year (2019 - the same).

9. TRUSTEES' REMUNERATION AND EXPENSES

One of the Trustees is a musician and composer and is paid the market rate for her creative work for the charity, like any other Creative staff. She is also the charity's artistic director. The amount paid to her during the year was £33,694 (2019 - £27,398). The rate of pay is determined by reference to the Musicians Union rates. She was also reimbursed £1,212 for travel expenses during the year.

No other Trustees received any remuneration or payments for services rendered to the charity or received any reimbursement of expenses, travel, and subsistence or otherwise.

10. RELATED PARTY TRANSACTIONS

The charity's Trustees and their close connections are considered to be the only related parties. Trustees remuneration and expenses are disclosed in Note 9.

11. Summary of Funds

	Brought Forward	Incoming Resources	Resources Expended	Carried Forward
	£	£	£	£
Unrestricted Funds	3,692	11,323	(10,176)	4,839
Restricted Funds	788	85,365	(84,547)	1,606
	<u>4,480</u>	<u>96,688</u>	<u>(94,723)</u>	<u>6,445</u>