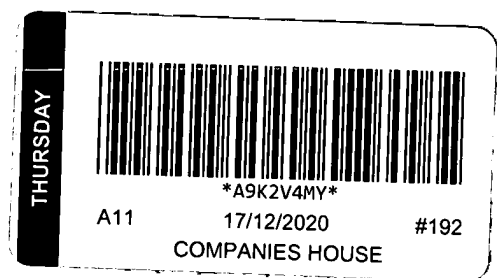


COMPANY REGISTRATION NUMBER: 04456338
CHARITY REGISTRATION NUMBER: 1143920

Design Midlands Limited
Company Limited by Guarantee
Unaudited Financial Statements
31 March 2020



ANTHON MARLOW
Chartered Certified Accountants
6 Clinton Avenue
Nottingham
NG5 1AW

Design Midlands Limited
Company Limited by Guarantee
Financial Statements
Year ended 31 March 2020

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Design Midlands Limited

Company Limited by Guarantee

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

Year ended 31 March 2020

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 2020.

Reference and administrative details

Registered charity name Design Midlands Limited

Charity registration number 1143920

Company registration number 04456338

Principal office and registered office
South Annex
PERA Business Park
Nottingham Road
Melton Mowbray
Leicestershire
LE13 0PB

The trustees

Mr G Hunt	Chair
Mr D Latham	
Mr J Fairfax	
Mr G Howells	(Appointed 19 November 2019)
Ms L Richards	(Appointed 19 November 2019)
Mr P Watson	(Appointed 19 November 2019)
Mr J Marsh	(Resigned 19 November 2019)
Ms P Parikh	(Resigned 19 November 2019)
Mr M Candler	(Resigned 19 November 2019)

Company secretary Mr JA Walker

Independent examiner Anthon Marlow
6 Clinton Avenue
Nottingham
NG5 1AW

Design Midlands Limited

Company Limited by Guarantee

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

Year ended 31 March 2020

Structure, governance and management

Design Midlands Limited is a company limited by guarantee with charitable status governed by its memorandum and articles of association. On 1 September 2019 it changed its name from Architecture East Midlands Limited - known as Opun, when it extended its area of operation to cover the whole of the English Midlands. At the same time the West Midlands based charity, Midlands Architecture and the Designed Environment - known as MADE, ceased trading and resolved to transfer its residual funds to the charity. Three of MADE trustees were appointed to the board of Design Midlands to facilitate all mutually agreed arrangements.

Objectives and activities

The current objectives of the charity are:

The promotion for the public benefit of best practice in the field of urban and rural regeneration and in particular within Midlands (the operating area), and including the promotion for the public benefit of high standards of design and architecture in the built environment within the operating area.

The promotion of education, particularly among those involved in the design, delivery, engagement or funding of regeneration activities within the operating area.

The promotion, operation and/or support of other charitable projects and programmes for the benefit of the community, and particularly those living within the operating area.

Our Mission is to secure its reputation as a charity amongst our clients in the public, private and community sector as well as our strategic partners in promoting best practice in design and quality in the built environment.

At the launch of the charity's changes in September 2019 Chief Executive Julie Tanner said: "We are delighted to have completed the merger of our two organisations. Opun and MADE have had an enormous impact in their individual areas but we are excited to bring both together under the Design:Midlands umbrella in the form of a new charity bringing together the best specialist design expertise in the Midlands."

Chair of Design:Midlands Gary Hunt, said: "The government has put a renewed emphasis on design and place making uplift, our role in providing independent scrutiny will help to navigate the best outcomes not only in recognising the climate emergency we now find ourselves in, but also in ensuring we leave a proper legacy for our Midlands communities."

Design Midlands Limited

Company Limited by Guarantee

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

Year ended 31 March 2020

Over the past eleven years, the charity has built up a good track record and profile, developed strong partnerships and networks across all sectors, and delivered an impressive range of activities and programmes such as:

- * managing and delivering Design Review
- * providing training for decision makers and built environment professionals
- * delivering lectures, seminars, debates and conferences
- * enabling support through project management and professional expertise
- * leading creative public events and
- * contributing to national consultation events.

During a challenging economic environment we have continued to secure the foundations to becoming a sustainable charity raising resources from public sources and through a range of income generating strategies. These enable us to retain our primary objective of being an independent, creative organisation improving the quality of design to help people make better places.

Design Midlands Limited

Company Limited by Guarantee

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

Year ended 31 March 2020

Strategic report

The following sections for achievements and performance and financial review form the strategic report of the charity.

Achievements and performance

Design:Midlands Limited services focus on design quality,sustainability,neighbourhood/community consultation and arts/cultural sector engagement for public benefit.

The Design Support Service

Design Review Panels draw participation from over 50 design and built environment specialists. They sit up to three times a month offering targeted, chargeable bespoke services of Design Review, Desktop Review, Walk and Talk and design support/enabling. Demand has centred primarily but not exclusively on large housing schemes and single dwellings in the countryside, and our contribution to place making has been received well in helping shape masterplans and layouts at the pre-planning stages of the determination process. As such, Building for Life 12 has also provided a method of supporting design uplift and we offer that service to the housebuilding community as well as local authorities.

Design in The Community

Where we tailored any product to help communities engage with the planning process from inviting community representatives to Design Review Panels to identifying specialists to engage with community groups in preparing evidence for Neighbourhood Plans where communities may need support to capture the best quality outcomes for their areas;

***Training**

In the year we have continued to hold a number of successful training events,noting that demand has increased for in-house bespoke training that meet individual needs, and such delivery has included :

- * Urban Design Member training
- * Panel Training
- * Private Sector Training
- * Local authority training

Design Midlands Limited

Company Limited by Guarantee

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

Year ended 31 March 2020

Each of Design:Midlands Limited products is measured by at least one Key Performance Indicator (KPI). The Design:Midlands website has been launched and refreshed to highlight case studies but also to make booking design review easier and more transparent. The Panel terms of reference are available as is the list of many of our Panel experts. Design:Midlands Limited uses its website to keep partners and potential clients in touch with our progress. During the year we used it as a platform to generate interest and income from events and tool kits through links with other social media.

KEY ASSOCIATES:

Julie Tanner - Associate: CEO;
Angus Walker - Associate: Company Secretary
Dharmista Patel - Associate: Design Support Services;
Jo Widdecombe - Associate: Planning and Learning

Design Midlands Limited

Company Limited by Guarantee

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

Year ended 31 March 2020

Financial review

Performance

The total turnover of the charity for the year has reduced from £156k to £92k as it focussed resources on organisational change. The financial strategy continued to be the diversification income sources. Funds were received from individual local authorities and public authorities for specific neighbourhood and community projects. The private sector support has replaced government grants through increased contributions to design reviews.

Operating expenditure reduced from £139k to £100k but a further £13k was invested in the process of organisational development. Following the trading cessation of MADE £23k was transferred into the charity's reserves. All financial and operational risks are reviewed by the board.

Reserves

The free reserves position at the year-end has marginally increased by £2k from £39k to £41k. This is now above the minimum level set by trustees enabling continued investment in new products and services.

Design Midlands Limited

Company Limited by Guarantee

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

Year ended 31 March 2020

Plans for future periods

The Covid19 pandemic is having a huge impact on the communities and business environments where we work

The Charity's Strategic Priorities:

" To ensure that all aspects and risks of organisational change are properly managed

" Promote the rebranding of the charity throughout the English Midlands and improve communications - including online applications of our work such as Webinars.

" Ensure that it continues to operate as a charity in pursuing its activities and that commercial drivers do not conflict with its wider charitable aims.

" Deliver a high-quality adaptable design review service, against Design Review Principles & Practice Guidance, working collaboratively with Design Network partners to secure the best outcomes for beneficiaries.

" Develop "designmidlands learning" to become a commissioning body of choice to support local authorities and building professionals.

" Promote Building for a Healthy Life (the new version of Building for Life 12) as an urban design intervention on housing schemes.

" Promote "designmidlands neighbourhoods" to achieve commissions within neighbourhood planning.

The trustees' annual report and the strategic report were approved on 23 November 2020 and signed on behalf of the board of trustees by:

A handwritten signature in black ink, appearing to read 'G. Hunt', written in a cursive style.

Mr G Hunt
Trustee

Design Midlands Limited

Company Limited by Guarantee

Independent Examiner's Report to the Trustees of Design Midlands Limited

Year ended 31 March 2020

I report to the trustees on my examination of the financial statements of Design Midlands Limited ('the charity') for the year ended 31 March 2020.

Responsibilities and basis of report

The trustees are also the directors of the company for the purposes of company law are responsible for the preparation of the financial statements. 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. I am qualified to undertake the examination by being a qualified member of the Association of Chartered Certified Accountants.

Independent examiner's statement

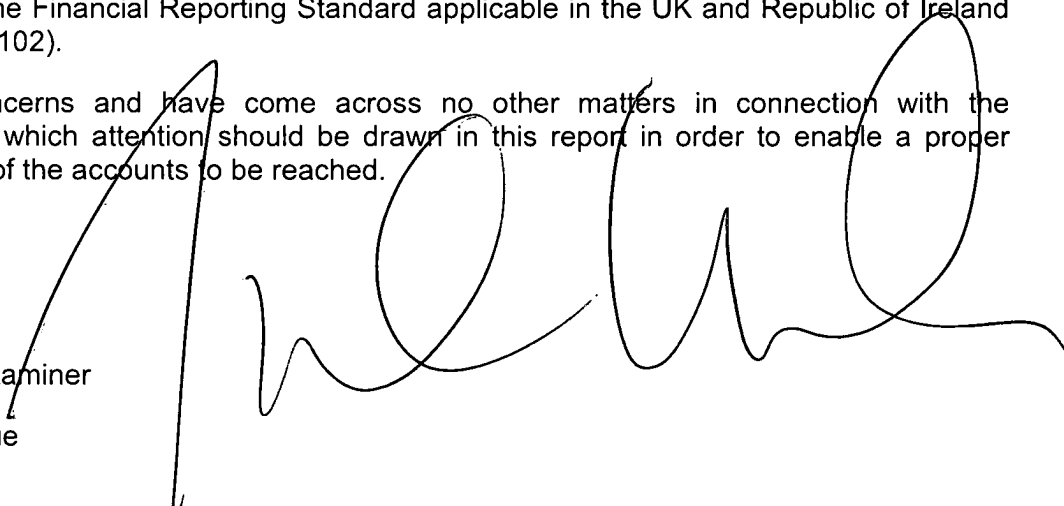
I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

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.

Anthony Marlow
Independent Examiner

6 Clinton Avenue
Nottingham
NG5 1AW



Design Midlands Limited
Company Limited by Guarantee
Statement of Financial Activities
(including income and expenditure account)
Year ended 31 March 2020

		2020	2019
	Note	Unrestricted funds £	Total funds £
Income and endowments			
Donations and legacies	5	114,514	156,398
Total income		<u>114,514</u>	<u>156,398</u>
Expenditure			
Expenditure on charitable activities	6,7	112,829	145,981
Total expenditure		<u>112,829</u>	<u>145,981</u>
Net income and net movement in funds		<u>1,685</u>	<u>10,417</u>
Reconciliation of funds			
Total funds brought forward		38,984	28,567
Total funds carried forward		<u>40,669</u>	<u>38,984</u>

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

Design Midlands Limited
Company Limited by Guarantee
Statement of Financial Position

31 March 2020

	Note	2020 £	£	2019 £
Current assets				
Debtors	11	35,263		45,960
Cash at bank and in hand		25,465		18,556
		<u>60,728</u>		<u>64,516</u>
Creditors: amounts falling due within one year	12	<u>20,059</u>		<u>25,532</u>
Net current assets			<u>40,669</u>	<u>38,984</u>
Total assets less current liabilities			<u>40,669</u>	<u>38,984</u>
Net assets			<u>40,669</u>	<u>38,984</u>
Funds of the charity				
Unrestricted funds			<u>40,669</u>	<u>38,984</u>
Total charity funds	13		<u>40,669</u>	<u>38,984</u>


For the year ending 31 March 2020 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 board of trustees and authorised for issue on 23 November 2020, and are signed on behalf of the board by:



Mr G Hunt
Trustee

The notes on pages 11 to 16 form part of these financial statements.

Design Midlands Limited
Company Limited by Guarantee
Notes to the Financial Statements
Year ended 31 March 2020

1. General information

The charity is a public benefit entity and 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 South Annex, PERA Business Park, Nottingham Road, Melton Mowbray, Leicestershire, LE13 0PB.

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)) 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 and investment properties measured at fair value through income or expenditure.

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

Going concern

There are no material uncertainties about the charity's ability to continue.

Disclosure exemptions

(a) No cash flow statement has been presented for the company.

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.

Design Midlands Limited

Company Limited by Guarantee

Notes to the Financial Statements *(continued)*

Year ended 31 March 2020

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.

Incoming resources

All incoming resources are 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.
- income from contracts for the supply of services is recognised with the delivery of the contracted service. This is classified as unrestricted funds unless there is a contractual requirement for it to be spent on a particular purpose and returned if unspent, in which case it may be regarded as restricted.

Design Midlands Limited

Company Limited by Guarantee

Notes to the Financial Statements *(continued)*

Year ended 31 March 2020

3. Accounting policies *(continued)*

Resources expended

Expenditure is recognised on an accruals basis as a liability is incurred. Expenditure includes any VAT which cannot be fully recovered, and is classified under headings of the statement of financial activities to which it relates:

- expenditure on raising funds includes the costs of all fundraising activities, events, non-charitable trading activities, and the sale of donated goods.
- expenditure on charitable activities includes all costs incurred by a charity in undertaking activities that further its charitable aims for the benefit of its beneficiaries, including those support costs and costs relating to the governance of the charity apportioned to charitable activities.
- other expenditure includes all expenditure that is neither related to raising funds for the charity nor part of its expenditure on charitable activities.

All costs are allocated to expenditure categories reflecting the use of the resource. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs are apportioned between the activities they contribute to on a reasonable, justifiable and consistent basis.

Financial instruments

A financial asset or a financial liability is recognised only when the charity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the amount receivable or payable including any related transaction costs.

Current assets and current liabilities are subsequently measured at the cash or other consideration expected to be paid or received and not discounted.

Debt instruments are subsequently measured at amortised cost.

Where investments in shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in income and expenditure. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in the statement of financial activities, with the exception of hedging instruments in a designated hedging relationship.

Design Midlands Limited
Company Limited by Guarantee

Notes to the Financial Statements *(continued)*

Year ended 31 March 2020

3. Accounting policies *(continued)*

Financial instruments *(continued)*

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised under the appropriate heading in the statement of financial activities in which the initial gain was recognised.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

4. Limited by guarantee

The company is a limited by guarantee with members being required to contribute an amount not exceeding £1 in the event of the company being wound up.

5. Donations and legacies

	Unrestricted Funds £	otal Funds 2020 £	Unrestricted Funds £	Total Funds 2019 £
Donations				
Development contributions	84,835	84,835	156,398	156,398
Grants				
Grants receivable	23,000	23,000	–	–
Other donations and legacies				
Training events	6,679	6,679	–	–
	<u>114,514</u>	<u>114,514</u>	<u>156,398</u>	<u>156,398</u>

6. Expenditure on charitable activities by fund type

	Unrestricted Funds £	otal Funds 2020 £	Unrestricted Funds £	Total Funds 2019 £
Design reviews	29,832	29,832	47,373	47,373
Project costs	67,557	67,557	97,034	97,034
Associate costs	1,649	1,649	591	591
Support costs	13,791	13,791	983	983
	<u>112,829</u>	<u>112,829</u>	<u>145,981</u>	<u>145,981</u>

Design Midlands Limited

Company Limited by Guarantee

Notes to the Financial Statements *(continued)*

Year ended 31 March 2020

7. Expenditure on charitable activities by activity type

	Activities undertaken directly £	Support costs £	Total funds 2020 £	Total fund 2019 £
Design reviews	29,832	–	29,832	47,373
Project costs	67,557	–	67,557	97,034
Associate costs	1,649	–	1,649	591
Governance costs	–	13,791	13,791	983
	<u>99,038</u>	<u>13,791</u>	<u>112,829</u>	<u>145,981</u>

8. Independent examination fees

	2020 £	2019 £
Fees payable to the independent examiner for: Independent examination of the financial statements	<u>850</u>	<u>850</u>

9. Staff costs

No salaries or wages have been paid during the year.

10. Trustee remuneration and expenses

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

11. Debtors

	2020 £	2019 £
Other debtors	<u>35,263</u>	<u>45,960</u>

Other debtors includes amounts due from Design review contributions.

Design Midlands Limited

Company Limited by Guarantee

Notes to the Financial Statements *(continued)*

Year ended 31 March 2020

12. Creditors: amounts falling due within one year

	2020	2019
	£	£
Trade creditors	8,979	20,979
Accruals and deferred income	1,080	875
Other creditors	10,000	3,678
	<u>20,059</u>	<u>25,532</u>

13. Analysis of charitable funds

Unrestricted funds

	At 1 April 2019	Income	Expenditure	t 31 March 2020
	£	£	£	£
General funds	<u>38,984</u>	<u>114,514</u>	<u>(112,829)</u>	<u>40,669</u>

	At 1 April 2019	Income	Expenditure	t 31 March 2020
	£	£	£	£
General funds	<u>28,567</u>	<u>156,398</u>	<u>(145,981)</u>	<u>38,984</u>

14. Analysis of net assets between funds

	Unrestricted Funds	Total Funds
	£	£
Current assets	60,728	60,728
Creditors less than 1 year	(20,059)	(20,059)
Net assets	<u>40,669</u>	<u>40,669</u>

	Unrestricted Funds	Total Funds
	£	£
Current assets	64,516	64,516
Creditors less than 1 year	(25,532)	(25,532)
Net assets	<u>38,984</u>	<u>38,984</u>