# THE MINDFUL BUSINESS CORPORATION OPERATING AS MBC ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2021

#### THE MINDFUL BUSINESS CORPORATION **OPERATING AS MBC** LEGAL AND ADMINISTRATIVE INFORMATION

Trustees Mr P Aiken (Appointed 23 February 2021)

> Ms K Dodd (Appointed 23 February 2021) Ms M Peterson (Chair) (Appointed 23 February 2021) (Appointed 10 March 2021) Ms B G Gibson (Appointed 10 March 2021) Ms E J Stewart Mr D J Bastide (Appointed 10 March 2021) Mr J C Hoey (Appointed 10 March 2021) Ms H Hamzah (Appointed 10 March 2021) Mr M J Cavers (Vice chair) (Appointed 10 March 2021) (Appointed 10 March 2021) Ms J M Carver

Mr M W Hamilton (Appointed 10 March 2021) (Appointed 10 March 2021) Ms M E H Slape

Charity number 1193631

Independent examiner Jerroms (Bromsgrove) Limited

Five Mile House 128 Hanbury Road

Stoke Prior Bromsgrove Worcestershire

B60 4JZ

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#### FOR THE PERIOD ENDED 31 DECEMBER 2021

The trustees present their annual report and financial statements for the period ended 31 December 2021. It was approved by the trustees at their meeting on 15 June 2022. It is prepared in accordance Charities Statement of Recommended Practice FRS (102) to the standard of a "Larger" charity as defined in FRS (102) as a CIO.

The Mindful Business Corporation is the registered name of the CIO, which operates under the name Mindful Business Charter and/or MBC. We shall use the term MBC in this report. MBC was incorporated as a CIO on 23 February 2021, and this is therefore its first annual Trustees Report, covering the period to 31 December 2021. Prior to its incorporation MBC was a loose affiliation of like-minded business organisations committed to promoting healthier and more effective ways of working through the implementation of a framework of principles and approaches set out in the Mindful Business Charter which was launched on World Mental Health Day, 10 October 2018. Those business organisations became members of the CIO upon incorporation and many more organisations have since joined. More information, including the Charter itself, and a list of member organisations, can be found at www.mindfulbusinesscharter.com.

Please note that as we are a CIO we are required to report to the standard of a larger charity as defined in FRS (102) (despite our income being below £500,000 per annum) and this report is therefore prepared on that basis.

#### Objectives and activities

MBC was created to reduce the sources of unnecessary stress in the ways in which we work and in our interactions with each other, within and between our organisations, so as to create healthier and more effective ways of working. It is based on the Charter which establishes a permissive framework for change and a common language for collaboration. A key feature of MBC is the sharing of learning and best practice through the community of members. Activity is centred around the members, but we also share our learning with the wider community through our website and thought leadership.

It is well established that stress is both bad for our health (mental and physical) and results in diminished cognitive functioning resulting in lower productivity. The objects of the CIO set our in our constitution are:

- · to protect and promote good mental health by reducing unnecessary stress in the workplace; and
- to advance the understanding of mental health issues as they relate to workplace practices and the interrelationship between workplace stress and mental health.

The trustees have paid due regard to guidance issued by the Charity Commission in deciding what activities the Charitable Incorporated Organisation should undertake.

#### Achievements and performance

A major achievement has been the creation of the CIO and the governance, banking and associated structures that go with that. Further, we established the funding structure of MBC through membership fees and successfully welcomed the various organisations involved as members of the CIO. As stated earlier, prior to the incorporation of the CIO, MBC was a loose affiliation of like-minded organisations and we now have a sustainable membership based structure upon which to build.

We had 65 members as at incorporation. By the end of 2021 this had grown to around 100. The Charter was launched in October 2018 with 12 organisations. We have doubled the membership each year from that point. We held two events, in May and October 2021, to welcome the new members. We have also redesigned the onboarding process for new members to enhance their welcome to the community of MBC members. As a part of this we run weekly briefing calls for interested organisations. Although a focus of this is to encourage them to join as members, the calls also provide information to them which they can readily use in their organisations without becoming members.

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

The Charter was founded by three UK based banks and nine UK based law firms. There remains a majority of members from the UK and from those two business sectors (law and finance) but we have diversified membership to other sectors and we have an increasingly international membership. For the moment, most activity is coordinated in the UK but there are groups of MBC members in other parts of the world who collaborate locally on MBC activity.

The purpose of MBC is to enable organisations and individuals to make meaningful changes to the way they work and interact within their organisation and also with external organisations, to remove unnecessary sources of stress so as to create healthier and more effective working environments. Part of this is through adoption of the Charter itself which sets out a number of things to be aware of and more mindful about. It is intended to be a permissive framework and to create a common language, rather than to be a prescriptive set of rules. Signing up to the Charter is an indication to others of your intentions and serves as an invitation to them to engage with you in discussion about how to work together more mindfully and healthily.

There is inevitably an element of organisations taking the Charter and thinking and consulting about what it means for them and how they are going to begin to implement it, and we support organisations in that through various means, including 1:1 meetings as well as workshops with teams, both from one organisation and also from multiple organisations that work together and want to think about those relationships and how they can be made less stressful and more effective as a result.

We also work hard to establish and maintain a sense of community among the members wherein they share best practice, resources and challenges so as to learn together, to create collective wisdom and insight and to avoid duplication of effort. This is achieved through a number of means including:

- we run bi monthly calls in which a handful of signatories will update the wider community on what they have been doing, ask for help with challenges and share resources they have created;
- we run ad hoc events around particular aspects of working life, such as around a return to the office post Covid, hybrid working and our relationship with technology and how we can enhance that relationship;
- we launched a new website which both creates a substantial and growing collection of resources for members to use and provides more information to the wider public.

Alongside our own briefing calls to interested organisations, we regularly speak at conferences and other events about MBC. In part, again, this is to encourage membership, but it is also about encouraging the adoption of better and healthier working practices in the wider business community. In a similar vein we also produce blogs and other thought leadership around MBC ways of working and this is publicly available. We also collaborate with similar organisations to promote mindful working practices, including regulatory and professional membership organisations.

We continue to ensure that the Charter remains relevant to and up to date with developments in working practices. In that light we consulted on some revisions to the Charter wording (which were ultimately adopted in early 2022).

We have not yet assessed the impact of our work across signatory members in any formulaic way. Anecdotal evidence of impact comes from the discussions within the community and the updates provided by members. Some individual members conduct their own internal surveys of staff to assess the impact of their MBC related activity and to invite ideas on where other improvements can be made.

The activity summarised above is undertaken in part by members and the trustees, and the most important work in changing workplace cultures is of course undertaken on the ground by individuals within organisations. The majority of the collective and public facing work of MBC, and the organisation of the community, is done by Byrne Dean Limited under its agreement with MBC, under the guidance of the trustees. This relationship is regularly reviewed by the trustees to ensure the work is properly carried out and represents value for money.

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

#### Financial review

This Report accompanies the Annual Accounts for MBC for the period to 31 December 2021. Income comes from the membership fees paid by our members which are based on the number of employees in the relevant member, with those with fewer than 25 employees, and not for profit organisations, paying £500 per year, and the largest organisations (those with 500+ employees) paying £2,500 a year, with a sliding scale between these two levels. The membership year runs from 1 September each year. New members joining during a membership year are charged a pro rata membership fee from the date their membership is approved by trustees.

Expenditure is on the support provided by Byrne Dean, website development, the administration of the CIO and ancillary costs associated with our purpose.

We have generated reserves (all of which are unrestricted) as at 31 December 2021 of £52,887. This is to provide for a stable level of reserves to support the CIO in the event of any reduction in income and to provide for investment in greater levels of activity going forward, which is likely to involve the recruitment of additional employees in the next 12 months. We are satisfied of MBC's ability to continue as a going concern, we do not hold funds on behalf of anyone else and do not have any parent or subsidiary undertaking on which to report. The trustees have taken a view that it will be prudent going forward to look to build and hold reserves of around £100,000, as protection against unexpected reductions in income. This figure will be reviewed as we continue to grow in membership and activity.

Our reserves are held in a bank account presently and are not invested. This approach will be kept under review as we move forward.

The primary risk to our income going forward would be the loss of members. We are not materially dependent upon any one member or group of members for our income and while of course some members may not choose to renew their membership, we do not foresee any risk of a material number so choosing and we are continually adding new members in any event.

The accounts were produced by our accountants, Jerroms, and the trustees have reviewed the accounts and are satisfied they present a true and accurate record.

There are no material other financial issues upon which we need to report.

#### Going forward

We are currently undertaking a strategic review and consultation of members with a view to establishing an agreed business plan and strategic direction for the next period of our activity. As this is ongoing, we are not able to provide detail at this point. We are clear, however, that there will be two broad aims:

- to continue to grow our membership and to broaden and diversify the sectors from which it is drawn the more organisations that are involved the more impact we can have; and
- to increase our focus on and the support we provide for the activity individual members are taking to implement MBC ways of working so as to effect real change in terms of driving working behaviours and practices that reduce unnecessary stress and are healthier and more effective as a result.

We will also look to establish and implement effective impact assessment and the survey of members also includes questions concerning impact, which will be on the basis of self-reporting by members.

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

#### Structure, governance and management

MBC is governed by a constitution which sets out how it is to be run.

MBC is run by a board of 12 volunteer trustees, all of whom work for or are partners in member organisations as follows:

Mr P Aiken (Appointed 23 February 2021) Ms K Dodd (Appointed 23 February 2021) Ms M Peterson (Chair) (Appointed 23 February 2021) Ms B G Gibson (Appointed 10 March 2021) Ms E J Stewart (Appointed 10 March 2021) Mr D J Bastide (Appointed 10 March 2021) Mr J C Hoey (Appointed 10 March 2021) (Appointed 10 March 2021) Ms H Hamzah Mr M J Cavers (Vice chair) (Appointed 10 March 2021) Ms J M Carver (Appointed 10 March 2021) Mr M W Hamilton (Appointed 10 March 2021) Ms M E H Slape (Appointed 10 March 2021)

The first three named trustees were appointed upon incorporation by the nomination of Addleshaw Goddard LLP, Barclays Bank plc and Pinsent Masons LLP respectively, to serve for an initial period of three years. Those organisations have the right to appoint replacement trustees for their appointees during that initial three year period.

The remaining trustees, all drawn from member organisations, were appointed by those first three trustees. Their appointment resulted from a request for volunteers from the member organisations at the time of incorporation together with personal approaches to particular individuals in certain cases to ensure diversity among the trustees. They will stand for re-election by the member organisations at the CIO's first AGM, to be held before 23 August 2022. Thereafter a third will retire (with the option to stand for re-election subject to term limits) at each subsequent AGM.

Any trustee who ceases to be an employee, officer, director or member of, or a partner in, a member of the CIO will automatically cease to be a trustee upon their ceasing to be an employee, officer, director or member of, or a partner in, that member and/or that member ceasing to be a member of the CIO.

The trustees have sought and will continue to seek diversity among their numbers across as broad a range of relevant characteristics as possible.

No trustee holds any property on trust for MBC.

The trustees are all experienced professionals and we are satisfied that they have not required training to fulfil their responsibilities thus far. These training needs will be reassessed on an ongoing basis.

The trustees meet on a bimonthly basis. Their meetings are minuted and those minutes are available to members upon request. The trustees provide governance, oversight and strategic direction to MBC. During the period to 31 December 2021 there were no employees of MBC.

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

The trustees appointed Byrne Dean Limited (whose registered office is at Five Mile House, 128 Hanbury Road, Stoke Prior, Bromsgrove, England, B60 4JZ). to provide consultancy support to carry out the day-to-day activities of MBC. That support has been led by Richard Martin, a director of Byrne Dean Limited. It is proposed that with effect from 1 April 2022 he will become directly employed by MBC on a part time basis, and he will remain employed by Byrne Dean Limited for the remainder of his time, but will step down as a director. His remuneration has been the subject of discussion among the trustees as a whole taking into account the financial resources of the organisation, the level of remuneration required to recruit and retain a professional with the required level of experience and gravitas, the level of his remuneration in his previous employment and a desire to effect the change to employ him directly on a cost neutral basis to us.

Byrne Dean Limited will continue to provide administrative support to the CIO.

Day to day decision making is delegated to Richard Martin within the confines of the direction and strategy set by the trustees and the trustees are available to him for ad hoc guidance. In addition the trustees have agreed responsibilities among themselves for specific areas (eg finance, new members, existing members, wider public benefit) and those trustees meet with each other and with Richard Martin on a regular basis to review and discuss those specific areas.

Jerroms, whose head office is at Lumaneri House, Blythe Gate, Blythe Valley Park, Solihull, B90 8AH, provide accounting and bookkeeping services to the CIO. The CIO banks with Virgin Money, whose head office is at Jubilee House, Gosforth, Newcastle upon Tyne NE3 4PL. Ad hoc pro bono legal advice has been provided by different member law firms.

#### Wider public interest

Although a lot of activity is focussed on the members of MBC, we have noted in the summary of activity above that a lot of activity also involves promoting healthier and more effective ways of working across the wider business community. In a very real sense, every time we speak about MBC to any audience, whether on briefing calls, in meetings, at conferences or in webinars, or write about it in blogs and articles, we are promoting the message of healthier working practices to the wider public. We also ran an event for students of the University of Law to promote awareness of the Charter and the need to work mindfully to reduce stress.

In addition, the Charter itself and the Toolkit developed to help organisations think about how to implement it, are freely available to the wider public on our website. In addition, the need to keep in mind the wider public benefit is a standing item on the agenda for trustee meetings and one of the trustees has a specific responsibility for ensuring this wider obligation is fulfilled. The trustees have had regard to the Charity Commission's guidance on public benefit in fulfilling their responsibilities.

#### **Ancillary issues**

We do not operate from an office; all work being done in a virtual way or at the premises of members when required.

We do not make investments or grants.

We have not relied on any exemptions from disclosure in preparing this Report.

The trustees' report was approved by the Board of Trustees.

Ms M Peterson (Chair)
Chair of trustees

15 June 2022

### THE MINDFUL BUSINESS CORPORATION OPERATING AS MBC INDEPENDENT EXAMINER'S REPORT

#### TO THE TRUSTEES OF THE MINDFUL BUSINESS CORPORATION

I report to the trustees on my examination of the financial statements of The Mindful Business Corporation (the Charitable Incorporated Organisation) for the period ended 31 December 2021.

#### Responsibilities and basis of report

As the trustees of the Charitable Incorporated Organisation you are responsible for the preparation of the financial statements in accordance with the requirements of the Charities Act 2011 (the 2011 Act).

I report in respect of my examination of the Charitable Incorporated Organisation's financial statements carried out under section 145 of the 2011 Act. In carrying out my examination I have followed all the applicable Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

#### Independent examiner's statement

Your attention is drawn to the fact that the charity has prepared financial statements in accordance with 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) in preference to the Accounting and Reporting by Charities: Statement of Recommended Practice issued on 1 April 2005 which is referred to in the extant regulations but has now been withdrawn.

I understand that this has been done in order for financial statements to provide a true and fair view in accordance with Generally Accepted Accounting Practice effective for reporting periods beginning on or after 1 January 2015.

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 that in any material respect:

- 1 accounting records were not kept in respect of the Charitable Incorporated Organisation as required by section 130 of the 2011 Act; or
- 2 the financial statements do not accord with those records; or
- 3 the financial statements do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 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.

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 financial statements to be reached.

#### Jerroms (Bromsgrove) Limited

Five Mile House
128 Hanbury Road
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Bromsgrove
Worcestershire
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### THE MINDFUL BUSINESS CORPORATION OPERATING AS MBC

### STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

	U	nrestricted funds 2021
	Notes	£
Income from:		
Charitable activities	3	192,621
Expenditure on:		
Charitable activities	4	139,734
Net income for the period/ Net movement in funds		52,887
Fund balances at 23 February 2021		-
Fund balances at 31 December 2021		52,887

The statement of financial activities includes all gains and losses recognised in the period.

All income and expenditure derive from continuing activities.

# THE MINDFUL BUSINESS CORPORATION OPERATING AS MBC BALANCE SHEET

#### AS AT 31 DECEMBER 2021

		2021			
	Notes	£	£		
Current assets	_				
Debtors	8	67,413			
Cash at bank and in hand		154,802			
		222,215			
Creditors: amounts falling due within one year	9	(169,328)			
Net current assets			52,887		
Income funds					
Unrestricted funds			52,887		
			52,887		

The financial statements were approved by the Trustees on 5 April 2022

Ms M Peterson (Chair)
Chair of trustees

### THE MINDFUL BUSINESS CORPORATION OPERATING AS MBC NOTES TO THE FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

#### 1 Accounting policies

#### **Charity information**

The Mindful Business Corporation is a Charitable Incorporated Organisation registered in England. Its registered charity number is 1193631. If the Charitable Incorporated Organisation is wound up, the members of the Charitable Incorporated Organisation have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

#### 1.1 Accounting convention

The financial statements have been prepared in accordance with the Charitable Incorporated Organisation's constitution, the Charities Act 2011, FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the Charities SORP "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 2019). The Charitable Incorporated Organisation is a Public Benefit Entity as defined by FRS 102.

The Charitable Incorporated Organisation has taken advantage of the provisions in the SORP for charities not to prepare a Statement of Cash Flows.

The financial statements 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 the Statement of Recommended Practice for charities applying FRS 102 rather than the version of the Statement of Recommended Practice which is referred to in the Regulations but which has since been withdrawn.

The financial statements are prepared in sterling, which is the functional currency of the Charitable Incorporated Organisation. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified where necessary to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

#### 1.2 Going concern

At the time of approving the financial statements, the trustees have a reasonable expectation that the Charitable Incorporated Organisation has adequate resources to continue in operational existence for the foreseeable future. Thus the trustees continue to adopt the going concern basis of accounting in preparing the financial statements.

#### 1.3 Charitable funds

Unrestricted funds are available for use at the discretion of the trustees in furtherance of their charitable objectives.

All Charitable Incorporated Organisation funds are classed as unrestricted. The Charitable Incorporated Organisation has no restricted funds.

#### 1.4 Income

Income is recognised when the Charitable Incorporated Organisation is legally entitled to it after any performance conditions have been met, the amounts can be measured reliably, and it is probable that income will be received.

Membership subscriptions are recognised on an accruals basis, in the period to which they relate.

### THE MINDFUL BUSINESS CORPORATION OPERATING AS MBC

#### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

#### 1 Accounting policies

(Continued)

#### 1.5 Expenditure

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement, and the amount of the obligation can be measured reliably.

Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources.

#### 1.6 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

#### 1.7 Financial instruments

The Charitable Incorporated Organisation only has financial assets and liabilities of a kind that qualify as basic financial instruments.

#### Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost. Financial assets classified as receivable within one year are not amortised.

#### Basic financial liabilities

Basic financial liabilities, including creditors and bank loans are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

#### 2 Critical accounting estimates and judgements

In the application of the Charitable Incorporated Organisation's accounting policies, the trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

In the view of the trustees, no assumptions concerning the future or estimation uncertainty affecting the assets and liabilities at the balance sheet date are likely to result in a material adjustment to their carrying amounts in the next financial year.

#### THE MINDFUL BUSINESS CORPORATION **OPERATING AS MBC**

#### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

3	Charitable	activities
J	CHAIHADIE	acuviues

Mental Health Services 2021 £
192,621

Membership fees

#### Charitable activities

	Mental Health Services 2021 £
Management fees	129,636
Share of support costs (see note 5) Share of governance costs (see note 5)	6,985 3,113
	139,734

#### **Support costs** 5

	Support Governance costs			
	£	£	£	
Bank fees	18	-	18	
Insurance	617	-	617	
Website costs	6,350	-	6,350	
Accountancy	-	1,780	1,780	
Legal and professional	-	1,333	1,333	
	6,985	3,113	10,098	
Analysed between				
Charitable activities	6,985	3,113	10,098	

Governance costs includes payments to the independent examiner of £750 for independent examination fees.

### THE MINDFUL BUSINESS CORPORATION OPERATING AS MBC

#### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE PERIOD ENDED 31 DECEMBER 2021

#### 6 Trustees

None of the trustees (or any persons connected with them) received any remuneration or benefits from the Charitable Incorporated Organisation during the period.

#### 7 Employees

The average monthly number of employees (including trustees) during the period was:

2021 Number

2021

Trustees 12

There were no employees whose annual remuneration was more than £60,000.

#### 8 Debtors

Amounts falling due within one year:

E
Trade debtors
Prepayments

67,134
279
67,413

#### 9 Creditors: amounts falling due within one year

#### 10 Related party transactions

There were no disclosable related party transactions during the period.