



NATIONAL FEDERATION OF MUSIC SOCIETIES

Trading as Making Music

Annual Report and Financial Statements

For the year ended 31 December 2024

Company Number 308632

Registered Charity in England and Wales Number 249219

Registered Charity in Scotland Number SC038849

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Barnes Concert Band



Kalinka Balalaika Orchestra

Reference and administrative details

Name of Charity	National Federation of Music Societies trading as Making Music	
Company Number	308632	
Charity Number	249219 (England) SC038849 (Scotland)	
Principal Office & Registered Office	4 London Wall Place London EC2Y 5AU	8 Holyrood Street London SE1 2EL (<i>until 7 April 2025</i>)
Directors and Trustees	Rhiannon Harrison Dorothy Wilson MBE FRSA Andrew Devine Peter Burchill Jayne Barr Robert Guest Margaret Harrison Edward-Rhys Harry Nick James Paul McKinley Kathy McLeish William Prideaux Philip O'Rawe Andrew Rixon Valerie Taylor Catherine Travers Neil Weir	<i>Chair</i> <i>Vice Chair</i> <i>Treasurer (from 28 August 2024)</i> <i>(former Treasurer, retired 26 June 2024)</i> <i>(appointed 26 June 2024)</i> <i>(appointed 26 June 2024)</i> <i>(retired 12 March 2025)</i> <i>(retired 26 June 2024)</i> <i>(retired 28 December 2024)</i> <i>(appointed 26 June 2024)</i> <i>(appointed 8 July 2024)</i> <i>(retired 26 June 2024)</i>
Key Management	Barbara Eifler Alison Reeves Ben Saffell Helen Evans	<i>Chief Executive</i> <i>Deputy Chief Executive - Advocacy & Lobbying</i> <i>Deputy Chief Executive - Membership & Development</i> <i>Finance Director</i>
Bankers	CAF Bank Ltd 25 Kings Hill Avenue West Malling Kent ME19 4JQ	Flagstone Group Ltd Clareville House 26-27 Oxendon Street London SW1Y 4EL
Solicitors	Bates Wells 10 Queen Street Place London EC4R 1BE	
Independent Auditor	James Mathieson FCA Lindeyer Francis Ferguson Limited Chartered Accountants North House, 198 High Street Tonbridge Kent TN9 1BE	

The trustees (who are also the directors of the company for the purposes of company law) present their report together with the audited group and parent charity financial statements for the year ended 31 December 2024. The financial statements have been prepared in accordance with the accounting policies set out in the notes to the financial statements and in accordance with the governing document, current statutory requirements and the provisions of "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) - (Charities SORP).



Love Music Community Choir



North Downs Community Orchestra

Making Music - who we are

Making Music is a charity and the UK association for leisure-time music, with around 4,000 music groups in membership, comprising around 240,000 hobby musicians.

We support members with practical services and artistic development opportunities, connect them with each other, the wider sector and relevant other organisations, and celebrate and advocate for the leisure-time music sector and its benefits - physical, social, psychological, educational, economic - to individuals, communities and policy makers. We seek to ensure that conditions are right for leisure-time music groups to flourish, for the benefit of society.



Cradley Singers



Teddington Choral Society

Summary of the year

- ✓ Our Arts Council England funded INCLUDE project continued to deliver more insights and learning than we had anticipated. The legacy, from 2025, will not be another-report-to-file, but a practical toolkit to help other music groups go on the journey of including a wider range of participants from their communities in their activity.
- ✓ With the funding support from Esmée Fairbairn Foundation, we were able to expand our work in lobbying and advocating for leisure-time music, responding to a record number of consultations, and empowering groups to do so, too.
- ✓ It also allowed us to build our pro-active campaigns #MakeSpaceForMusic and Tax Relief for Choirs.
- ✓ We supported ever more members to claim creative tax reliefs, currently with a 100% success rate (no claim disallowed), and now have the data to prove the transformative power of Orchestra and Theatre Tax Reliefs on groups, in terms of ambition and spend.
- ✓ The year has seen a continued focus on the new website project (due to launch August 2025). Its completion will allow us to support members better, reach potential members more effectively and free up team time for crucial one to one support.
- ✓ Members have recovered from Covid financially, with their income brackets back to pre-Covid levels (and rising further in the 2025 renewals).
- ✓ The membership team continue to review services and streamline processes, in order to be able to focus as much time as possible on the highly appreciated one to one support for the more complicated challenges our members face. In 2024, changes included:
 - discontinuing our DBS service (negotiating a deal with another supplier)
 - expanding further the capacity for supporting members to set up a MM Platform (template online admin tool and website)
 - partnering with Easyfundraising to help members fundraise.
- ✓ After a prolonged gap, we welcomed a new Marketing Manager, meaning a renewed focus on understanding and attracting new members to the Making Music family.
- ✓ Over the course of the year, we have been working towards moving office in 2025.

Objectives and activities

What does Making Music do?

- **Support members:** practical services, tools and guidance, and artistic development opportunities; facilitating and building connections between members and between members and relevant experts and stakeholders; empowering everyone and anyone to set up and run a resilient and sustainable leisure-time music group, and supporting groups to keep growing, find inspiration and aspire to excellence; celebrating and highlighting our members' achievements; and standing up for their needs with policy makers and other stakeholders.
- **Support leisure-time music:** standing up for and celebrating the leisure-time music sector (of which our members are part) to policy makers so that policy can take into account the individual and community benefits of participating in music as a hobby; and to the general public so that more new people are able to draw down such benefits and may be encouraged to join one of our member groups.

Our 5 year plan was published in January 2023 and runs until December 2027.

Our belief

We believe in the value of leisure-time music groups (to individuals, communities and society).

Our vision

Everyone has the opportunity to be part of a music group.

Our mission

To support, connect, champion and celebrate groups of people making and presenting music in their communities.

Our values

We are respectful of everyone we connect with
We listen, we care, we are always learning
We are transparent and value the trust we earn
We share and collaborate generously
We do what we say we're going to do
We are facilitators, we empower

Our four aims

- A. Music groups make the most of Making Music as their home and ally
- B. Music groups are more sustainable
- C. Music groups are connected
- D. Leisure-time music is recognised and valued

How do our activities benefit the public?

Our main activities and who we support are described below. All our charitable activities focus on our charitable objective to 'maintain, improve and advance education by promoting the art and practice and public performance of music throughout the United Kingdom and in other countries' and are delivered to further that charitable purpose for the public benefit. The trustees have complied with their duty to have regard to the Charity Commission's guidance on public benefit when exercising any powers or duties to which the guidance is relevant.

The trustees are confident that Making Music's activities offer public benefit:

- All individuals in society have the potential to benefit from the activities of Making Music, for example its publicly available search facility on the website ('Find a Group'), and from the activities of its members, either by joining a leisure-time music group or experiencing their performances, workshops and other events.
- Making Music's advocacy work is of benefit to all, whether or not they are involved in music already, by seeking to maintain or establish an environment in which live music-making by and for everyone can flourish and be available to participants and audiences in communities across the UK.
- There are no restrictions on membership of Making Music, any leisure-time music group can become an Associate Member, although Full Membership is restricted to not-for-profit constituted groups.
- Financial assistance with joining Making Music is considered in cases of individual hardship. Since 2015 Making Music has had a specially reduced rate (50% discount) for new groups just setting up and for youth groups (25%) where all participants are 21 or under.

“*Staff at Making Music are always friendly, helpful and responsive. They explain things very well and put me at ease whenever I telephone, coupled with always being efficient and professional*”

- Making Music member

How does society benefit?

Leisure-time music groups made up of hobby musicians create many benefits for the individuals taking part in their musical activity; for the individuals experiencing the resulting performances; and for the communities in which they are active.

- **For individuals**, there is now a large and growing body of research which provides clear evidence of the social, educational, psychological, and biological (physical health and well-being) benefits of group music activity.
- **For society**, there is a developing evidence base to show that connectedness across socio-economic and cultural divides within communities through group activity brings many benefits to a local area, including making it a more desirable place to live and work, contributing to place-making and regeneration.
 - Leisure-time music groups also raise millions of pounds annually for local charities and community resources

- For their audiences, the events our members present may be the only locally available and accessible live music, so for them, too, there are social, educational and well-being benefits
 - These locally created and promoted events also play a significant part in generating pride of place and raising the ambitions of a community
- **For the economy**, these groups collectively have a significant financial impact. Whilst small individually (69% had a turnover of below £14.5k a year), they are estimated to be around 13,500 in number across the UK, comprising around 800,000 participants. 98% of them engage a conductor/musical director and contract professional musicians in some capacity (including soloists, accompanists, etc.) with fees an estimated £123m a year; commissioning 1100 new pieces of music and 600 arrangements annually; spending significantly with suppliers such as music publishers and other sheet music providers (£5.7m a year), retailers (instruments, accessories), on promotion, etc.

All these benefits are created by very small groups led and run by volunteers. Making Music's support enables them to continue providing these benefits to individuals and society and facilitates more and different people benefitting by joining or setting up such music groups.

Thanks

The Board would like to thank the staff throughout the UK who continue to put in huge efforts on behalf of members. We are fortunate that every member of staff is deeply committed to the cause of live music-making in communities. In 2024, they continued tirelessly to support members and respond to their needs.

Our thanks also go to the funders who supported activity during 2024. These are: Esmée Fairbairn Foundation, Arts Council England (ACE), Creative Scotland, PRS Foundation and the Philip & Dorothy Green Music Trust.

Making Music also owes its volunteers a large debt of thanks and would like to take this opportunity to thank them and pay tribute to their dedication and enthusiasm:

1 President, 14 Board members, 2 Music Bank volunteers.

We also have a 'bank' of 71 Listeners standing by to help benchmark professional performers and small ensembles when our Recommended Artists Guide goes online with the new website in 2025 – thank you to them for their patience during this temporary suspension due to website development.

Thank you also to the members who generously volunteer their expertise or practical help on various occasions when we put a call out.

“

Making Music are great! Everyone I have met from Making Music has been very knowledgeable and helpful. Their online resources are incredibly useful. (Tongue & Groove choir)

- Making Music member

”



Peterborough Community Orchestra



Uckfield Concert Brass

Achievements and performance

Our current 5 year plan can be found here: <https://www.makingmusic.org.uk/about-us/annual-report-and-accounts>

1. Supporting members

A. Music groups make the most of Making Music as their home and ally

This aim is about ensuring that music groups are aware of the full range of support available to them through their membership of Making Music and that they know how to access that offer. In 2024, Making Music continued to focus on the first part of that aim; the foundations for the second part were being laid by the work on the new website and digital delivery portal which will make it easier for members to access the support relevant to them. This will launch in 2025.

• WHAT WE DID:

- **Event:** Making the most of your membership, 67 (82) attendees
- NEW monthly email newsletter for members only, **MemberNotes**, highlighting resources available to members - two in 2024: November, December, mailing list of 8,328
- Articles/listings for membership services and resources in print magazine **Highnotes**, published three times a year and sent to members
- Monthly email newsletter **iNotes** and separate Wales, Scotland, Northern Ireland updates highlighted resources and events
- Fortnightly broadcast emails about Making Music's events for members
- Sharing of relevant resources and other support available during each of Making Music's online events in the year

• RESULTS IN NUMBERS:

- **Total views of resources in 2024:** 319,359 (2023: 189,932)
 - Number of **users linked to a group as a member:** 16,136 = 4.1 average per group (2023: 14,485 = 4 average)
 - Number who were new website users: 1,983 (12.3% of total) (2023: 1,844, 12.7%)
 - Number of individuals logging in: 6,970 (43.2% of total) (2023: 6,271, 43.3%)
 - Number of groups represented by those logging in: 3,478 (89.32% of total) (2023: 3,439, 96.1%)

- Over 2,695 phone calls with 1,122 groups (2023: over 2,216 calls with 972 groups)
- Member interactions registered on Customer Relations Management system: 8,580 with 1,744 groups (2023: 7,986, with 1,968 groups)
- We buddied up member groups to share their learning on specific services: in 2024, we made 18 (2023: 67) connections between 36 (2023: 134) groups - 13 (2023: 58) regarding of Making Music Platform, 5 (2023: 9) regarding Orchestra Tax Relief

B. Music groups are more sustainable

This aim has four objectives sitting underneath it.

- 1) Financially resilient
- 2) With robust governance
- 3) Open to change; embracing new opportunities
- 4) Skilled: prepared for a digital future

1) Financially resilient

This objective is about helping music groups maximise their income, minimise their costs and having the right tools and support at their disposal to manage their finances, as well as supporting the individuals who manage group finances as volunteers (the Treasurers).

- WHAT WE DID:
 - Event on Gift Aid, 118 attendees
 - 2 events on Creative Tax Reliefs, 99 attendees
 - Event 'Breaking Even - the finances of running a music group', 67 attendees
 - 2 Treasurers' Networks, 123 attendees
 - Article on Treasurers in Highnotes Autumn
 - Event 'Where do I find sheet music and at what price', 115 attendees
 - 2 updated resources (Discounts; Recommended Rates for Engaging Professionals)
 - 1 new resource (recording of sheet music event), 464 views
 - Promoted our corporate members' discounts, to help groups manage their costs, including 3 new ones resources, via monthly iNotes and blogs
 - Informed members of specifically relevant funding, via our Funding Finder tool (21 new entries, 2023: 39).
- RESULTS IN NUMBERS:
 - 77 (2023: 72) members used Orchestra Tax Relief
 - £521,000 was paid out to members under this tax relief (2023: £381,000)
 - 9 (2023: 14) members newly registered to use the service during 2024
 - 5 (2023: 2) members used Theatre Tax Relief
 - £16,500 was paid out to members under this tax relief (2023: £9,000)
 - 3 (2023: 2) members newly registered to use the service during 2024
 - 93% of members took insurance in 2024 (2023: 93%)
- Funding Finder tool, 4,328 views (2023: 4,461)
- 47 promoters supported with subsidy between 2021 and 2024
 - 18 had never previously claimed a subsidy
 - £4,711 paid out in total over 3 years
- Philip & Dorothy Green Young Artists subsidies - 2024 available funds spent.
 - 26 groups used (2023: 40)

- 6 had never previously claimed this subsidy (2023: 11)
- £9,800 paid out (2023: £4,850)

Relevant resources and events were regularly highlighted in broadcast emails, in monthly email newsletter *iNotes* and in the print magazine *Highnotes*.

2) With robust governance

This objective is about supporting music groups to choose and put in place the most appropriate legal structure, to be compliant with any relevant legislation and regulations; and to have the right (and right number) of volunteers to run and govern their group.

- **WHAT WE DID:**
 - Event on **Performing Rights Society (PRS)** rules and royalties, 104 attendees
 - Event on **Engaging and Working With the Musical Leader of your group**, 46 attendees; we also followed this up with a new resource, 1,251 views; and an article in *Highnotes*
 - Promoted **MM Safe service**, in partnership with Brass Bands England, which makes administration and management of child licensing requirements easier for groups wishing to include young people regularly in their activity or perform with them for their events. Includes safeguarding training.
 - **Resource on MM Safe**, 733 views (2023: 447)
- **RESULTS IN NUMBERS:**
 - **Charity/CIO registration**, used by 42 groups (2023: 34)
 - **PRS** - resources and declarations/royalties collection service
 - Resources viewed 28,483 times (2023: 9,382)
 - £168,125 royalties collected from members (2023: £96,318)
 - **Safeguarding**
 - MM Safe used by 14 members (2023: 8)
 - MM Safe and other safeguarding resources, 4,360 views (2023: 3,991)
 - 228 DBS checks carried out (2023: 304) – this service has now been discontinued; we have negotiated a (better) deal with a provider, offering discounts to members and removing admin from MM
 - 19 groups undertook specially developed online safeguarding training

Relevant resources and events were regularly highlighted in broadcast emails, in monthly email newsletter *iNotes* and in the print magazine *Highnotes*.

3) Open to change; embracing new opportunities

This objective is about supporting music groups to adapt to changing circumstances and manage change within their groups to keep flourishing.

- **WHAT WE DID (supporting groups to be more inclusive; and understand the need & how to achieve change)**
 - **3 general Access & Inclusion events**, 161 attendees
 - **3 Conversation about Inclusion events**, 110 attendees; online events held with people with lived experience, allowing members to ask questions and hear from someone affected by exclusion. The 2024 events were about including repertoire, music & autism, and socio-economic background
 - **Access & Inclusion working group**, 1 meeting, 7 attendees
 - Continued with the **INCLUDE** programme, an Arts Council England funded project which supports 4 member groups over 2 years to attract a wider range of people to their group. This deep dive learning is being turned into resources to become a toolkit for all members to use in 2025 (end of project)

- Regularly updated on **INCLUDE** programme through 4 participating groups' total 8 blogs and articles in all three editions of 2024 Highnotes
- **Census Comparison Survey**, facilitating groups to collect, analyse, benchmark participants' and audiences demographic data, used by 11 groups, **resource** 264 views
- **Coming out to your music group**, blog by Exeter Festival Chorus member featured in Highnotes magazine
- **5 new resources** - Supporting deaf people and those with hearing loss (171 views), Addressing barriers with your group's performance wear (602 views), Reading sheet music in a choir: a beginner's guide (1,111 views), Recording Welcoming and including new people in your band (73 views), Peterborough Sings recruitment toolkit (989 views)
- **Equality, Diversity and Inclusion policy and plan templates**, 566 views (2023: 673)
- Event **We Need To Change! But Where Do We Start?**, 36 attendees, led to starting a Chairs Network (they are often the change 'champions')
- Followed up with **article in Highnotes Summer**
- **2 Chairs Networks**, 70 attendees, to be programmed now twice a year, with some external speakers
- **2 blogs** on Classically Black Symposium (18 views), Connecting disabled musicians with adapted instruments (90 views)
- **WHAT WE DID (supporting & encouraging musical development & trying new activity):**
 - Delivered **Adopt a Music Creator** project, matching 4 groups with a music creator each for a year; 21 applications from members (2023: 17), 7 blogs/1 vlog (together 483 views), 1 news item (440 views)
 - **2 blogs on new music** (Whitehall Choir, Winkleigh Singers), 63 views
 - **3 inspiration blogs** on making musical history (White Rosettes) (254 views); collaboration between choir and art trail (70 views); The Sun Does Shine Vox Holloway project (72 views)
 - **1 event** on The Positive Power of Projects, followed up as 4 recordings on the 4 featured projects
 - **1 event** Where Do I Find Sheet Music, and at what price?, 115 attendees
 - **3 case studies:** Working with music hubs (Wolverhampton Symphony Orchestra), 422 views; Wetherby Choral Society and Royal National Lifeboat Institution, 197 views; Diversifying Repertoire (Sheffield Philharmonic Society), 540 views
 - **Articles in Highnotes magazine** on various opportunities (Make Music Day etc.); case studies and inspiration stories - we use print, online content and social media to share material with the widest possible audience
 - **Music bank** is a tool to research repertoire, access free programme notes and exchange sheet music with other Making Music members
 - 19,112 artistic works listed (2023: 18,935)
 - 12,611 items of sheet music available through member-to-member exchange (2023: 12,364)
 - 5,710 programme notes available free (2023: 5,707)
 - 29,483 **Music Bank webpages** viewed (2023: 40,647)
 - 109,947 views for the **Musical Vacancies** pages (2023: 64,726)
- **WHAT WE DID (helping volunteer promoters adapt, incl. their subscription models):**
 - **1 event** on ticket selling strategies, 129 attendees
 - **2 promoter network meetings**, one on alternatives to subscription models, one on programming (both with members as speakers) 31 attendees

- **WHAT WE DID (helping groups engage with Social Prescribing):**
 - Blog on new app for social prescribing, 98 views
 - Collection of Social Prescribing resources highlighted regularly, 149 views
- **WHAT WE DID (helping members adapt to and influence on climate change)**
 - 2 Climate Change network meetings, 29 attendees, recordings, 94 views
 - Topics/speakers included travel, banking, an organisational 'digital footprint' card game; an introduction by the Green Award winners to their work; Arts Council England; Matthew Elderton-Lewis, composer, on his Ecomelodies project
 - Continued to add resources and signposting to webpage, 227 views
 - Green Award, given to Big Noise Chorus

Relevant resources and events were regularly highlighted in the monthly email newsletter iNotes and the print magazine Highnotes.

4) Skilled: prepared for a digital future

This objective is about supporting members to be able to take advantage of the new digital world and all its tools in order to help their group to flourish

- **WHAT WE DID**
 - **Making Music Platform;** this online admin tool and public-facing website template is available to members at an affordable price and supported by a full-time team member. It helps members manage their administration more efficiently and communicate better externally and internally.
 - 411 users (2023: 340)
 - 97 new ones set up (2023: 93)
 - 4 events (3 for existing users), 271 attendees, 3 recordings, 385 views
- **Making Music Platform Service hub,** 4,732 views
- **Digital marketing skills:**
 - 4 events (Smartphone photography/video, Canva for beginners, Social Media strategy, Inclusive Marketing & Communications), 291 attendees
 - 1 resource (Sourcing royalty-free imagery online), 307 views
- **1 case study** (Overhauling systems with Howdenshire Music), 142 views
 - **Online banking;** it would support groups' efficiency to use online banking, but during 2024 it became clear that there are obstacles to this due to way that most banks treat charities and unincorporated associations. Making Music supported a national survey on this topic in early 2024.

C. Music groups are connected

This aim is about connecting groups to new and more participants and audiences, supporting them to connect more widely in their communities, and connecting them to each other for peer-to-peer support.

There are four objectives sitting underneath this aim:

- 1) Music groups are visible to potential participants
- 2) Music groups are visible to potential audiences
- 3) Music groups are networked in their communities
- 4) Music groups are sharing with and learning from fellow members

1) Music groups are visible to potential participants

This objective is about helping members recruit, welcome and retain new participants.

- **WHAT WE DID**

- 2 events (Welcoming new people; Inclusive Marketing & Comms), 91 attendees
- 2 new resources, combined 193 views
- 1 case study, Peterborough Sings! toolkit, 989 views
- 40,008 Find a Group pages viewed (2023: 48,002)

- **BENCHMARK NUMBERS (to follow up over period of 5 year plan)**

- Average number of participants per performing group: 2023: 61 (2016: 57)
- Average number of subscribers per promoter group: 2023: 92 (2016: 86)

2) Music groups are visible to potential audiences

This objective is about helping members understand and grow their audiences; 2023 saw the start of this work, we focussed more strongly on this in 2024, and expect to grow this area of support further in 2025

- **WHAT WE DID**

- 3 events (Removing barriers to concerts. Managing events in the MM Platform, Ticket selling strategies), 251 attendees
- 3 events on digital marketing, 239 attendees
- 54,154 Events pages viewed total, including MM events (2023: 60,263)

3) Music groups are networked in their communities

This objective is about helping members build connections in their communities, to raise awareness of their activity with potential participants and audiences, to enhance their value to their communities, to ensure local stakeholders and policymakers know of groups' activities and value to the area.

- **WHAT WE DID**

- 1 event (The positive power of projects), 15 attendees, recording, 4 videos on 4 projects
- 2 case studies (Wolverhampton Symphony Orchestra and music hub, Sheffield Philharmonic Orchestra Diversifying Repertoire, combined 962 views)
- 1 news item (Gaudeamus Chamber Choir & Leigh Art Trail) 70 views
- Promoted opportunities - Make Music Day, 825 views (2023: 1,054), Learn to Play, Fun Palaces, 'get involved' webpages, 446 views (2023: 1,220)
- Opportunities and tips for connections were regularly highlighted in the monthly email newsletter *iNotes* and print magazine *Highnotes*.

4) Music groups are sharing with and learning from fellow members

This objective is about encouraging peer learning through online member meet-ups, specific networks, and facilitating buddying up.

- **WHAT WE DID**

- Encouraged members to stand as trustees for the Making Music Board; 1 event, 22 attendees. 9 candidates stood for 3 vacancies
- Online member networks, 2 each for Wales, Northern Ireland, Scotland, 37 attendees, 1 general one for everyone, 12 attendees, Annual General Meeting, 28 attendees
- Specific networks - 2 each for Treasurers (123 attendees), Chairs (70), Promoter members (31), vocal groups (47); and 1 each for instrumental groups (25) and for a new network for conductors of instrumental groups (25)
- Facebook group for MM Platform users, 206 users, 157 posts

- **Buddied up members on specific issues**, in 2024, we made 18 (2023: 67) connections between 36 (2023: 134) groups - 13 (2023: 58) regarding of Making Music Platform, 5 (2023: 9) regarding Orchestra Tax Relief

Summary support work - data overview

- 29 new or updated online resources (2023: 40)
- 319,359 total page views of resources pages (2023: 337,544)
- 1.1m total website page views (2023: 1.19m)
- All members receive 1 copy of each of the three annual editions of **Highnotes** (print magazine, also sent digitally to members, with a 61% email click through rate)
- 14,000 receive **iNotes** (monthly email newsletter)
- 12 updates to members in Scotland, 7 to members in Wales, 4 to members in Northern Ireland
- 168 broadcast emails to 783,690 recipients (average per mailing 4,665) (2023: 207 to 834,085, average 4,029 per mailing) - this was a deliberate change of policy to reduce number of emails sent
- 51 online events for 2,267 attendees (2023: 53 events for 2,303 attendees)
- We also communicated with our members and the wider leisure-time music, music and charities sector via **extensive use of social media**, to ensure our activities are available to the widest possible number of potential beneficiaries. Some statistics:
 - **Facebook**, posts 250 (2023: 91), engagements 8,855 (2023: 5,185)
 - **Twitter/X**, posts 344 (2023: 368), engagements 3,117 (2023: 5165); to avoid reputational damage and in order not to support an increasingly one-sidedly political platform, we have started reducing our activity on X, with a view of leaving when most members have migrated to different platforms
 - We therefore created a profile on Bluesky, as well as intensifying our activity on Instagram, LinkedIn and YouTube
 - Instagram, posts 166 (2023: 68), engagements 832 (2023: 668)
 - LinkedIn, posts 92 (2023: 37), engagements 359 (2023: 372)
 - We also have a presence on Threads, YouTube and SoundCloud

2024 (2023)	Info & Advice events	General & specialist meetups	Guest speaker events	Conversations about inclusion	Other events	All events
No. of events	14 (20)	20 (18)	6 (6)	6 (5)	5 (4)	51 (53)
Total number of event attendees	848 (963)	376 (242)	443 (650)	226 (121)	374 (448)	2267 (2303)
Average attendance per event	60 (48)	19 (13)	74 (108)	38 (24)	75 (72)	44 (43)

“

First-class support for amateur music groups. Making Music is the umbrella body for amateur music groups. The advice, guidance and support it gives is unrivalled and helps all of us be more 'professional' in our activities. The subscriptions are very affordable and the optional insurance cover is essential.

- Making Music member

”

2. Supporting leisure-time music / supporting members

D. Leisure-time music is recognised and valued

This aim is about ensuring that leisure-time music is recognised and valued.

There are five objectives sitting underneath this aim:

- 1) Making Music members know how to advocate on their own behalf
- 2) There is a louder collective voice
- 3) Leisure-time music is defended against threats; and conditions enable it to thrive
- 4) The breadth and richness of leisure-time music activity is celebrated
- 5) Data & research about leisure-time music are collected and promoted; and benefits highlighted

1) Making Music members know how to advocate on their own behalf

This objective is about empowering music groups and giving them the right information and tools to be able to make their own case to the relevant policymakers, regulators and stakeholders in their communities.

• WHAT WE DID

- 1 event: Learn more about choirs and tax relief, 61 attendees
- 1 event: #MakeSpaceForMusic - Get involved: 46 attendees; recording: 102 views
- 3 training sessions for staff, to enable them to share knowledge with members and enhance their own ability to advocate
- 14 articles in **Highnotes** (print magazine, 3 times a year), 27 items in **iNotes** (monthly email newsletter) and 22 items in the **area updates to UK nations**
- Update at the start of each online event includes at least one item on current advocacy, lobbying or consultations.

2) There is a louder collective voice

This objective is about ensuring that Making Music is connected to and collaborates with others, to amplify our voice on behalf of our members and the leisure-time music sector.

• WHAT WE DID

- Continued convening, chairing and growing **Singing Network UK**, a loose network of 35 networks & organisations with an interest in singing, meets online.
 - 2 new members joined in 2024 (Chorally, Sing Space Choir)
 - Meeting 1 on creative tax relief for choirs; invitees beyond regular group: Musicians Union, UK Music, Arts Council England, professional choirs

- **Meeting 2:** update on tax relief for choirs campaign; Peterborough Sings! about their recruitment toolkit; MM about INCLUDE project.
- Continued hosting, convening and growing the **Community Spaces Forum** to support campaign on accessible, affordable local spaces for community activity
 - Two meetings in 2024: election asks; planning consultation; Martyn's Law progression in parliament
- **External events attended by staff:** the purpose is to raise the visibility of leisure-time music with others & make contacts for collaborations or campaigns.

Attendance: Association of British Orchestras (ABO) conference; ABO Scottish members' meeting; Music and Drama Education Expo; Music Education Partnership group (Scotland); Royal Philharmonic Society Awards; Scotland Cross Party Groups on Music, on Culture & Communities; Wales Cross Party Group for Music; What Next? meetings; Campaign for the Arts meetings; Music Publisher Association summer event; Culture Counts (Scotland); PRS for Music summer event; UK Music summer event; Charity Finance Group London members meeting; Indigo webinars; Scottish Community Link Worker Network; Arts Culture Health & Wellbeing Scotland report launch; Creative Lives events/awards; Welsh Massed Male Voice Choirs concert; Social Behavioural Research Group research presentation; Culture Health and Wellbeing, Strategic Alliance Members meeting; Campaign for the Arts' State of the Arts report launch; Federation of Scottish Theatres/Society of London Theatre/UK Theatre Edinburgh Festival reception; Launch of Arts Council for NI 10 year Strategic Plan, Welsh Music showcase; Scottish Advisory meeting, Schools Enterprise Association; Event Healthcare Standard consultation round tables; Brass Bands England conference; Scottish Youth Music Exchange; London Gay Men's Chorus Christmas concert and other MM member concerts and events

 - **Spoke at:** presented a provocation at the AHRC Research 'Sandpit' meeting on Arts & Wellbeing; spoke at event hosted by Arts Council England on music libraries; took part in Guinness World Record-status-achieving 'Let Her Music Play' (24-hour live-streamed concert of all women composers' music); 2 sessions at Hand in Hand Festival (LGBTQ+ Choir Festival); co-hosted event with Arts Council England on providing a creative tax reliefs service; spoke at a classical leisure-time music groups' gathering at St George's in Bristol; spoke about churches as spaces for leisure-time music at Heritage Religious Buildings' conference; presentation on Access & Inclusion, and workshops to create international advocacy document The Prague Convention 2024 at (HE)ARTSBEATS conference (hosted by Czech Republic); chaired panel on the role of choirs in society, and co-presented on Social Prescribing for Sing For Pleasure's 60th Anniversary conference
- **External connections**
 - (CEO) Treasurer, **Amateo**, European Network for participation in cultural activities; (Deputy CEO) Treasurer, **National Music Council**; (CEO) Chair, **Make Music Day UK**; (CEO) trustee, **Music Libraries Trust**
- **Meetings additionally with**
 - Hull University; ABRSM; Venue St George's Bristol; UK Music; Arts Council England; David Taylor; Sarah Gee; Nordicity; Voices Weaving; MyCake; Interkultur; Polyphony Arts; Learn to Play Day; ISM; Together Coalition;

Creative Lives; MD Brunch; Serpentine Gallery; Society of London Theatre/ UK Theatre; Helen Harrison (conductor); Paul Barton Hodges; Ruth Harper/ Masters supervisor; former MM Chair Peter Lawson; Peterborough Sings!; Westminster Library; Audience Agency; Bennett Institute, Cambridge University; conductor Peter Manning; Future Arts Centres; Dunard Centre (Edinburgh); composer Nathan Dearden; music publisher/ journalist Katy Hamilton; Military Wives' Choirs; Jennifer Fuller (PHD candidate); National Youth Orchestra of Scotland; St George's, Bristol; London Gay Men's Chorus; Presto Music; Association of Teachers of Singing; Royal Welsh College of Music and Drama; Anthem (Wales)

3) Leisure-time music defended against threats; conditions enable it to thrive

This objective is about reactive advocacy - responding to potential threats, e.g. from unintended consequences of new regulation or legislation; and about proactive advocacy - working to improve conditions for leisure-time music groups.

- **WHAT WE DID - reactive**
 - **Terrorism (Protection of Premises) Draft Bill ('Martyn's Law')**
 - **Additional consultation** in early 2024, as a result of submissions to the 2023 one (of which a third from community sector, including our members)
 - **Produced a briefing document for members** and encouraged them to respond; we **made a submission** on behalf of members
 - **Attended 2 workshops with Home Office** to explain our sector
 - This draft bill was taken on by the new government elected in July and started its progress through parliament in the autumn of 2024
 - **RESULT** The new draft bill now reflects some of the changes we have been asking for, including minimum capacity (now raised to 200) of venues that have to engage with this legislation, training requirements, types of events
 - **We responded to the following consultations/calls for submissions:**
 - DCMS consultation on the **Participation Survey** which provides the only large and regular data on participation in arts activities. **Result:** Results summary and DCMS response published August 2024; we recognise some of the comments listed from our submission. Adjustments, if any, to the survey(s) no earlier than 2025/26 survey
 - on the **National Planning Policy Framework (England)**, with the aim of supporting what is already there in terms of community assets to be built/ protected in new developments, and to ask for more explicit articulation of the kinds of spaces our members need (more like mentions for sport infrastructure. **Result:** Government response published in February 2025. No new mention of spaces for community cultural activity
 - to HM Treasury for the **Autumn Budget**, with the proposal that 'voice' should be included as one of the eligible instruments in Orchestra Tax Relief. We argued this meets Government's aim for growth in the creative industries, and will result in increased tax revenue longer term. We encouraged members to write to their MPs to make their case to the Chancellor. **Result:** higher level Orchestra and Theatre Tax Relief confirmed; Orchestra Tax Relief not extended to choirs
 - **pre-budget scrutiny by the Scottish Parliament Culture Committee** to highlight the need to protect resources that leisure time music groups rely on, covering tax relief for choirs, joined up strategy with local authorities

to support grass roots culture and the venues it operates from. **Result:** Our submission mentioned in the report (page 2, para 26)

- written evidence to the (Wales Parliament) **Culture, Communications, Welsh Language, Sport, and International Relations Committee inquiry into the Impact of funding reductions for culture and sport**. **Result:** our submission (in relation to rehearsal spaces for music groups) referenced in the report (published Jan 2025) p66, para 215
- **Curriculum Review (England)**; we articulated the benefits of music learning for all, referenced research which shows its impact on the cognitive development of young people, and how the most disadvantaged young people are missing out on these benefits due to barriers including cost, and argued that music is for all pupils, not just the 'gifted and talented'. We created a briefing for members and encouraged them to respond to the consultation. **Result:** interim report expected July 2025
- the **next NHS 10 year plan (England)**; we asked for social prescribing to be equitably available all across England, for cross-departmental and non-siloed working (too often departmental actions affect/cancel each other), and suggested that greater awareness and signposting to community music-making could support prevention of sickness. **Result:** not yet known
- **Northern Ireland draft Programme for Government (PfG)**, highlighting the vital role music and the arts play in key priorities of the PfG. There were no mentions music and arts in the draft program. **Result:** still no mention of music and arts in the final version published March 2025
to the second draft of the **Arts Council of NI strategic plan** which included our suggestion to make one of their outcomes focus on 'participation' as well as 'audience development'. **Result:** no further improvement

- When members alerted us to closure of the **Westminster Music Library**, we met with the library service to understand the cause, involved members, and offered support for staff recruitment (main cause of the temporary closure). **Result:** spring 2025: member of staff appointed, no timeline yet for service re-opening

• WHAT WE DID - proactive

- **#MakeSpaceForMusic campaign** launched in 2023, to address the long-term and increasingly acute problem facing community groups to find accessible and affordable spaces for their regular activity in their local area. The campaign continued in 2024
 - **1 event** for members (**#MakeSpaceForMusic - get involved**), 46 attendees, recording 102 views
 - Convened two meetings of the **Community Spaces Forum** in 2024 on: election asks; planning consultation; Martyn's Law in parliament
 - Made a submission to the **second consultation on Martyn's Law**, created notes for members and encouraged them to respond, too
 - Created **briefing paper with case studies** for members' use in influencing
 - **Published case study** by member steel pan band Pan Nation, 70 views
 - Spoke at **Historic Religious Buildings Alliance's** conference, on the significance of churches for leisure-time music groups
 - Responded to **consultation on the National Planning Policy Framework (England)**
 - Became charity partner of **Schools' Enterprise Association**, attended their Scottish advisory group's meeting

- Met with Arts Council England about their **Culture and Place Data Explorer**
- **Article** in magazine *Highnotes*
- **Tax relief for choirs:**
 - **Meeting on creative tax relief for choirs;** invitees beyond regular group: Musicians Union, UK Music, Arts Council England, professional choirs; the meeting suggested adapting Orchestra Tax Relief to include choirs.
 - This was then turned into a **proposal by MM which was signed by 40+ organisations from all across the music sector** (including PRS for Music, Independent Society of Musicians, Ivors Academy, etc. in addition to the ones listed above). MM produced a press release template for all to use
 - **1 event** (Learn more about choirs and tax relief), 61 attendees
 - **2 articles** in magazine *Highnotes*
- **Music libraries:**
 - Making Music CEO continues as trustee of the **Music Libraries Trust (MLT)**
 - Spoke at and promoted event hosted by Arts Council England on the challenges facing music libraries
 - Intervened when Westminster Music Library suspended the service, to identify causes (staff shortage) and support resolution
 - **RESULT** awaiting next steps from Arts Council England; Westminster Music Library successful new appointment, service return expected this year
- **Elections and politicians:** formulated 2 asks for members to use in the run up to UK elections in July 2024
 - **Election Asks campaign page** includes outline of the 2 asks, downloadable flier and image file (for social media)
 - **Article** in magazine *Highnotes*
 - **2 asks were:** #MakeSpaceForMusic; Add 'voice' to Orchestra Tax Relief
 - **Published open letter** on webpage, promoted on social media, emailed to headquarters of major political parties. Letter content - two election asks
 - **Digest for members of manifestos** of major political parties where statements related to culture and community life
 - **Attended** What Next? Arts Hustings – 26 June to highlight our asks
- **Music education:**
 - Participated in round tables on planned National Music Education network
 - Developed a partnership with Norfolk and Suffolk Music Hub
 - Made a submission to the Curriculum Review (England)
- **Association of British Orchestras' campaign on classical music:** supported this public engagement campaign '...to capture the hearts and minds of the general public and change the narrative around classical music and orchestras.' We disseminated a survey; shared the campaign on social media when launched and invited staff, Board and President to create video content on 'music that moves you' - 6 videos shared
- **10 blogs or news items on advocacy matters** and consultations, combined 3,025 views

4) The breadth and richness of leisure-time music activity is celebrated

This objective is about increasing the visibility of the leisure-time music sector and showing how diverse it is and what it does well.

- **WHAT WE DID**
 - **Making Music Awards**, celebrating Making Music members and the professionals and volunteers working with and supporting them

- **Best Music Creator** for a leisure-time music group: joint winners John Gourlay, for Kirkcaldy Orchestral Society, and Roderick Williams, for Saffron Walden Choral Society
- **Best Arranger** for a leisure-time music group: Simon Arnott, for Central London Barbershop Harmony Club
- **Best Project with New Music:** Vox Holloway Community Choir's 'Behind the Bars' documentary developing new oratorio *The Sun Does Shine*, telling the true story of an innocent man's 30-year imprisonment on death row
- **Lady Hilary Groves Award:** Jane Edwardson of Gay Abandon. Jane Edwardson is a pioneer in the LGBTQ+ movement, founding Gay Abandon in 1997, the first LGBTQ+ choir in the North
- **President's Award:** winner decided by online open voting Sue Jolley of Scunthorpe Cooperative Junior Choir, tirelessly volunteering for 15+ years
- **Green Award:** Big Noise Chorus
- The winners were announced by Making Music President Debbie Wiseman OBE at an **online ceremony**, 115 attendees
- **Press release**, 3 uses in mixture of media, 249 recipients), 226 total opens
- Created **broadcast opportunities** to showcase members:
 - **Classic FM** annual broadcast of carols by 5 Making Music groups showcased daily from 14-18 December: Mersey Wave Choir (Liverpool, England) - *Carol of the Bells*; Eden Singers (Cumbria, England) - *I Saw a Maiden*; Dunbartonshire Concert Band (Scotland) - *In the Bleak Midwinter*; Belfast Philharmonic Society (Northern Ireland) - *A Tender Shoot*; Llandaff Cathedral Choral Society (Wales) - *Red and White*
- **BBC Radio 3's** broadcast 7 Adopt a Music Creator projects' new pieces, *Notes on Joy* (Joshua Kaye) performed by Orchestra of the City, *And still we carry on* (Peter Falconer) performed by Band of the Surrey Yeomanry, *Singing for Pleasure* (Dominic Matthews) performed by Singing for Pleasure, *Castle in the Sky* (Robin Fiedler) performed by Regent Brass and Camden Brass Band, *Banks of Lyme Brook*; *Industry* (Charlotte Marlow) performed by Newcastle-under-Lyme Community Orchestra, *Over the Moor* (Hannah Fredsgaard-Jones) performed by Voices of Exmoor, *Salt of the Earth* (Georgina MacDonnell Finlayson) performed by Shenstone Roses and Shenstone Singers
- Created **showcase opportunities** for groups: on **Make Music Day** (21 June) - Northern Ireland: Making Music @ Linen Quarter Business Improvement District event in Belfast: 25 performers/groups performed at eight city centre locations from 8 am to 9 pm. Wales: 7 groups provided a two-hour performance within internal spaces of the Senedd (Welsh parliament building). Scotland: supported Music Education Partnership Group's project We Make Music Libraries to programme events in several libraries across the nation. England: The Big Summer Wind Orchestra and Choir (member group) performed in Potters Field near Tower Bridge (255 signed up to play and sing) between 7-9pm. Our President Debbie Wiseman donated an arrangement of one of her pieces and conducted it
- **Promoted leisure-time music groups** via our online **Find a Group tool**, our **Events calendar**, our communications, including **Highnotes** magazine, **iNotes** e-newsletter, **press releases**, **social media**.
 - **Find-a-Group** 40,008 page views (2023: 48,002)
 - **Events pages** 54,154 views (2023: 60,263)
 - **3 editions of Highnotes**, featuring 60 members overall (plus a list of new members in each edition)
 - **12 editions of iNotes and 23 nation updates**, featuring, name-checking and celebrating members 58+ times

- 9 blogs/vlogs/news items on Adopt a Music Creator projects, 923 views
- 40 other blogs/news items about members, 5,653 views
- 7 press releases, 242 recipients, 583 click-throughs, 46 uses
 - Social media, see statistics above
- Contributed nominations to the Royal Philharmonic Society's Inspiration Award and the Making Music Vice Chair was part of the shortlisting panel
- We were able once again to secure the support of Debbie Wiseman OBE as President of Making Music, to act as ambassador and figurehead for Making Music and its members.

5) Data & research about leisure-time music is collected, promoted; benefits highlighted

This objective is about making sure that Making Music and its members, and others in the leisure-time music sector, have as much evidence, research and information as possible at their fingertips demonstrating the size, breadth, impact and benefits of leisure-time music activity for individuals and communities. This will support advocacy of all kinds.

- **WHAT WE DID**
 - 1 event focussed on research, Dr Anita Collins of Bigger Better Brains on Using neuroscience to advocate for music, 96 attendees; recording, 206 views
 - The information held on our website is due to be thoroughly reviewed and restructured for the new website launch in 2025.

Summary of membership data

We benefitted:

- 3,282 full members (2023: 3,279)
- 325 associate members (2023: 330)
- 385 Affiliate members (2023: 439)
- **TOTAL 3,992 (2023: 4,048)**

This breaks down into:

- 2,169 singing groups - 54% of members (2023: 2,167, 54%)
- 1,444 instrumental groups - 37% of members (2023: 1,486, 37%)
- 379 promoters - 10% of members (2023: 395; 10%)

Groups' annual income on which their subscription for 2024 (2023 in brackets) was based:

- Less than £7.2k: 45% (2023: 54%)
- £7.2k-10k (new bracket introduced 2024): 10%
- £10k-14.5k: 14% (2023: 22% = £7.2-£10k + this bracket)
- 14.5k-£21k: 11% (9%)
- £21k-£31k: 9% (6%)
- £31k-£100k: 9% (7%)
- More than £100k: 2% (2%)

Note: groups had not only recovered in 2024, they started growing – in 2024, 69% of our members had a turnover of below £14.5k (2023: 77%). This also means where previously only a quarter had a turnover above £14.5k, now it is a third of members.

We now have the data to show that those 80 members claiming creative tax reliefs have increased their event budgets by an average of 50%, building confidence to become bolder and more ambitious in their programming and promoting of concerts. This growth of theirs will also be feeding into the membership renewal figures.



Paisley Philharmonic Choir

Gaudeamus Chamber Choir

Plans for future periods

2025 & 2026

Aim - Leisure-time music is recognised and valued: we will continue to balance reactive and proactive advocacy, and to celebrate members, and feature evidence and data more strongly on our new website. Some priorities:

- Continue to campaign to **extend Orchestra Tax Relief to choirs** by making ‘voice’ one of the instruments: having the data from the instrumental groups claiming this (increased production budgets, especially spending on professional musicians and new music) makes us doubly determined to work to secure this for choirs too
- Continue to highlight the **need for (and threats to) hyperlocal affordable spaces for music group activity** (regular rehearsals/meetings and performances/events); widening focus more to performance venues (including aspirational ones, e.g. Royal Albert Hall).
- Continue to help find creative local solutions when **music libraries** are under threat (e.g. Westminster Music Library) and to work towards an England wide forum to look for joint national solutions; engaging with relevant services in the other three UK nations
- Work to support other organisations campaigning to reform **banking for small charities**
- Follow progress of **Martyn’s Law (Terrorism bill)** through parliament, and follow up with guidance and support once it becomes law
- Collate and share **research and data** on the new website
- **Respond to consultations as they arise** from government and other agencies and policy makers and are relevant to members, e.g. the current review of Arts Council England
- **Our lobbying & advocacy work** has increased in the last two years, alongside our support for members to help them advocate for their own groups, especially locally.

Aim - music groups are connected:

- Continue to help members recruit and retain participants – the resources and events for this are now well-established, and this remains members’ number one concern

- Focus on developing new tools and events to help members grow and develop their audiences - this area of work is not new, but we plan to expand it this coming period
- Continue to help members learn from and connect with each other. The new website will make it easier to buddy up members; we will continue our online events which offer opportunities to connect; and are considering other online discussion platforms
- Consider how to encourage and support groups to build more connections in their communities which we have seen helps them grow and increase their sustainability. Case studies are useful tools for this, as well as opportunities such as Make Music Day.

Aim - music groups are more sustainable: we will focus strongly on helping members

- become financially more resilient; encouraging them to look holistically at their income, to consider creative tax reliefs and Gift Aid; supporting their Treasurers
- improve their governance; supporting legal status reviews, encouraging adopting model constitutions; succession planning; volunteer/trustee recruitment, etc.
- be open to and embrace change; conclude the INCLUDE project, disseminate the resulting toolkit throughout 2025; continue the Chairs Network to support changemakers in groups
- streamline their processes and improve their online presence; increasing our capacity to offer Making Music Platform to more members; delivering more digital skills training; exploring the possibilities and challenges of AI for members
- apply for funding for another 'deep dive' project with a small number of members, modelled on the INCLUDE project ingredients of focus on four participating groups, carefully chosen geographically and in terms of group type; a dedicated project manager; and a blend of 'prescribed' and group-envisaged activity over a fixed time period.
- survey members about existing services and their delivery; consult members on new services, especially those from under-represented types and genres

Aim - music groups make the most of Making Music as their home and ally: our main focus here for 2025 is to launch the new website and then to roll out information and training to members in late 2025 and 2026, so they are able to make the most of it very quickly.

We are half way through the 5 year plan and successfully working towards achieving our objectives, with the exception of the delay to completing the delivery of the new website, now due for launch in 2025.

Organisationally, Making Music will focus on:

- **delivering the new website (due August 2025);** this strategic project is crucial for members' and Making Music's future resilience, enabling members to make the most of our resources and services and enabling Making Music to reach more groups and strengthen its voice. It is therefore our view that investing in the new website is a responsible use of our reserves and of staff resource for the preparation and development, as it furthers our purpose to support the leisure-time music sector
- **increasing our membership;** so that we may strengthen our representative voice and be able to deliver greater value to more individuals and communities by empowering and supporting the volunteers who run music groups, enabling groups to thrive; with a new Marketing Manager now in place (after a considerable gap in this role), this will be a focus
- **continuing our work on becoming an inclusive and diverse organisation,** able to welcome the most talented people to join us and support them to flourish and develop; and to support and represent the widest range of leisure-time music groups
- **expanding our capacity** in order to be able to offer services to more members and to advocate on behalf of the sector more effectively.



Vox Holloway



Black Sheep Harmony

Financial review

Financial result for 2024

Making Music continued its return to positive net income in 2024. While grant income supported the growth in total net income to £201,804 (2023: £98,009), we continued to rebuild an underlying net operating income position. Funding was invested to expand our services, produce new resources and broaden the advice offer to members.

Total income of £1,021,125 (2023: £928,990) included membership subscription income of £571,483 (2023: £493,521). This, our largest income stream, finally returned towards a more usual pattern. Based on our members' income in the preceding year, it has taken until 2024 to fully recover from the pandemic.

As member activity recovered, income from our paid-for member services increased by 26% to £146,430 (2023: £115,951). Funding from the Esmée Fairbairn Foundation (EFF) enabled us to invest in additional staff time towards meeting the demand for our Making Music Platform member website product and support our Orchestra Tax Relief claim service.

Unrestricted grants from the Esmée Fairbairn Foundation (EFF) and Arts Council England (ACE) also contributed to the long-term health of the sector by funding new work to help our groups identify and remove barriers to retaining and attracting new members & new audiences.

With membership fees collected annually in advance and funds set aside for the new website project, Making Music continued to benefit from consistently high interest rates during the year.

Total expenditure for the year was £826,903 (2023: £841,299). The decrease was in the expenditure of restricted funds, following the end of several projects.

Consolidated cash balances of £1,620,119 at 31 December 2024 (2023: £1,306,065) include deferred membership subscription income collected for 2025 and insurance premiums and PRS fees collected from members to be paid over to third parties early in 2025. Net current assets of £656,507 (2023: £536,236) provide a more accurate picture of working capital. The increase in working capital reflects net cash provided by operating activities.

Making Music continues to invest in the development of a new website and digital delivery portal. The development costs to date have been capitalised and recognised as an intangible fixed asset. Amortisation of these costs, over the expected useful life of the website, will begin once the website goes live in 2025.

The trading subsidiary, NFMS Enterprises Limited, generated a profit of £51,473 (2023: £38,444) which was donated to the charity under deed of covenant.

Reserves Position

Total funds held at the end of the year were £1,053,350 (2023: £851,546). This increase reflects the impact grant funding has had on strengthening the underlying financial position of both Making Music and many of our members, who then renew their subscriptions at higher levels. Funds have been invested in the completion of a new website and digital delivery portal which will continue this process.

Of these funds, £342,560 (2023: £335,200) were held in a permanent endowment fund and £113,281 (2023: £93,107) were held in funds for restricted purposes.

Unrestricted funds of £597,509 (2023: £423,239) included £128,764 (2023: £114,333) held in designated funds to spend on projects in 2025, including £128,614 to complete the development of the new website and digital delivery portal.

The remaining unrestricted general funds of £468,745 (2023: £308,906) include £278,134 (2023: £169,182) which can only be realised by disposing of fixed assets. This leaves free reserves of £190,611 (2023: £139,724).

Reserves Policy

It is the policy of the charity to maintain adequate reserves to cover between 3 and 6 months of unrestricted expenditure, in normal circumstances. This target has been set because the charity has a high committed cost base. Staff costs account for approximately two thirds of expenditure, with our staff team vital to providing services paid for in advance by our members.

Unrestricted funds at 31 December 2024 were £597,509 (2023: £423,239) but after deducting designated funds and fixed assets, the remaining free reserves of £190,611 (2023: £139,724) represent 3 months' (2023: 2.3 months') of unrestricted expenditure, excluding depreciation (based on current year figures). This returns the reserves position to within the parameters of the reserves policy.

Investment Policy

The Investment Policy, approved by the Board in February 2023 and reviewed annually, recognises two distinct pools of funds available for investment:

- An operating fund comprising surplus unrestricted and restricted funds. The purpose of this fund is to provide sufficient cash to meet the day-to-day financial obligations of the charity. The investment objectives include capital preservation and liquidity which limit the risk appetite for these funds. Funds are held in a mixture of current, short-term and medium-term bank deposits.
- A Permanent Endowment Fund comprising the capital of the Philip & Dorothy Green legacy for young musicians. The fund must balance returns to maintain the capital value of the endowment in perpetuity while providing income for subsidies, grants and awards within the purposes of the endowment. A diversified approach, using a pooled multi-asset fund (IFSL CAF ESG Income and Growth Fund) and cash deposits, helps mitigate the risk of volatility and exposure to one sector or investment class. The balance of the overall portfolio is reviewed on a quarterly basis and is consistent with the charity's ethical policies and values. Following a period of investment growth, a partial sale was made in November 2024 to rebalance the portfolio, realising a gain of £3,045. At 31 December 2024, the capital value of the CAF ESG Fund was £118,709, (2023: £146,128). The unrealised gain for the year was £4,537. Investment income earned by the Fund in the year was £4,046 (2023: £4,055).

Going Concern

With grateful support from external funders, we have invested in services and resources to diversify the activity of our members and strengthen their financial position to face the challenges of the future. At the same time, we have returned our own reserves position to within the optimal parameters of our reserves policy and continued to invest in creating a new website and digital delivery portal which will underpin the future services of Making Music.

Since the end of the financial year, membership retention for 2025 has remained high and consistent, with 95% of member groups renewing their subscription (2023: 94%). Our consistently high retention rate demonstrates both the resilience of our member groups and the value they place on their membership of Making Music.

Members renew their subscriptions based on their own income for the previous accounting period. For 2025, 40% of members renewed at the lowest subscription rate reflecting income earned in 2023/24. This is an improvement from 2024 when 45% members renewed at the lowest subscription rate and compares to 54% for 2023 and 64% for 2022. This demonstrates the impact of the pandemic on both the income of Making Music and its members and the lag in recovery.

We are fortunate that the timing of membership renewals and some other income streams is heavily weighted to the first quarter of the year, giving us highly predictable annual income at the start of the year. By 31 March 2025, 85% of forecast income for 2025 (2024: 85%) had been earned, allowing us to make effective financial plans for the rest of the year.

As our underlying financial position returned to net income last year, we felt confident to make a significant investment of reserves in a new website and digital delivery portal. This project, due for delivery in 2025, will enhance the service we provide to members, improving both their long-term resilience and that of Making Music.

The Board's Finance & Compliance Committee scrutinises the management accounts, reforecasts and draft budgets for future years on a regular basis, ahead of presentation at the following full Board meeting.

At the date of approving the report and accounts, the Board believes there are no material uncertainties about the charity's ability to continue as a going concern and the financial statements are prepared on a going concern basis.

Other Principal Risks and Uncertainties

The Board has carried out a review of the major risks to which the charity is exposed and has put in place controls and activities to mitigate those risks which are within their control to influence ('strategic risks', 'preventable risks'), and to be prepared for any risks which may be outside their control ('external risks').

In addition, as part of the work for the 5 year plan, in force since January 2023 and valid until December 2027, the Board and Senior Management Team reviewed the internal risks and priorities for Making Music, to ensure the organisation remains sustainable and able to deliver public benefit and relevant support to the leisure-time music sector.

To achieve the aim of Making Music sustainability, 5 objectives have been identified:

- 1) Grow and broaden membership and membership offer; *this will strengthen Making Music financially and as the voice for the leisure-time music sector.*
- 2) Retain, recruit, develop, support staff team & Board; *Making Music's team and Board are its biggest asset and unique selling point, due to their in-depth understanding and knowledge of the sector; it is therefore crucial to support the team to thrive.*

- 3) Clarify and communicate brand identity; launch & embed new website; *the new website, due to launch 2025, will facilitate members' access to services and resources, reduce uptake of team time, and provide a clearer path for non-members to be guided to membership or to relevant resources, opportunities and campaigns.*
- 4) Rebuild reserves & ensure suitable premises; *as a 10 year office lease comes to an end, a detailed feasibility study identified the best way forward for the organisation (a move within London); reserves - plans are in place to grow income generation, to allow rebuilding of the reserves invested in the new website.*
- 5) Document outcomes and impact; *Making Music has developed thorough and detailed plans on how to measure, report on and disseminate the outcomes of its work.*

Risk/type of risk	Impact x Likelihood	Mitigation
Strategic risk: new website project overrun (time, cost)	4 x 4 = 16 (high)	- Project close to completion - Case by case consideration of additional needs
Strategic risk: capacity for new service development & activity to meet demand	4 x 3 = 12 (medium)	- Invest in systems improvements to improve efficiency - Invest in more staff for service/resource development - Investigate funding to support scale up of activity
Preventable risk: Lack of financial sustainability	4 x 3 = 12 (medium)	- Prioritise member recruitment & retention - Develop earned income in our control - Help members maximise their income - Contain costs & keep reserves under review - Consider external funding opportunities
Preventable risk: Weak governance and non-compliance	4 x 2 = 8 (medium)	- Ensure vision, mission, objectives and plan clear to Board, staff and members - Invest in Board communications, development, induction - Policies, procedures & processes in place with compliance oversight & training for staff and Board - Keep abreast of regulatory changes and best practice - Seek professional advice where appropriate - Review risk assessment four times a year
Preventable risk: Infrastructure failure/ Data breach/Cyber attack/ Loss of staff	4 x 4 = 16 (high)	- Strong focus on fit for purpose IT infrastructure; cyber security; investment in training and processes - Appropriate insurance policies - Best practice HR management, focusing on support and development of staff; prioritise resources on pay & terms
Preventable risk: Reputational damage	4 x 2 = 8 (medium)	- Regular refresh of values with team - Monitoring of social media policy for staff and Board - Emergency media plan in place - Careful consideration of lobbying, advocacy & campaigns - Timely & appropriate response to public comments

External risk: economic (rising costs, local authority crises, infrastructure failure - especially spaces for member activity)	3 x 3 = 9 (medium)	- Regular and systematic monitoring of external environment for potential threats, for Making Music and for members - Regular management meetings to evaluate and respond to changing circumstances for Making Music - Campaigning on #MakeSpaceForMusic and creative tax reliefs on behalf of members, collaborating with others
External risk: technological (AI; skills to maximise digital benefits and minimise online threats)	3 x 3 = 9 (medium)	- Invest in understanding and training in use and implications of AI, cyber security, digital tools - Write policy and strategy on AI for Making Music - Support members with digital skills, cyber security and AI

Structure, governance and management

Making Music's governing documents are its Articles of Association. As well as being a registered charity in England and Wales, Making Music is a registered charity in Scotland and a company limited by guarantee.

Making Music's Board of Directors is made up of 9 trustees elected by and from the membership and up to 5 trustees co-opted by the Board of Directors. The Chair, Vice Chair and Honorary Treasurer are elected by the Board from among their number and can serve in their role for up to two terms of three years each. Co-opted trustees can serve one term of three years each. In March 2024, the Chair, an elected member of the Board, became a co-opted member of the Board when their group ceased to be a member of Making Music.

Every year, a third of elected trustees retire. Retiring trustees can put themselves forward again for election for a maximum two terms of three years each. A call is put out to members for nominations and when there are more nominations than vacancies, an election is held (this is usually the case), with the result announced at the Annual General Meeting.

When a new trustee is appointed or co-opted, they receive a full day induction from the Chief Executive and Chair, including on procedures, policies, strategy, and have an opportunity to meet all the staff of the charity.

Organisation

Overall responsibility for the Charity's strategy and direction rests with the Board of Trustees, which comprises all Directors. The carrying out of day-to-day activities is delegated to the staff under the management of the Chief Executive and Senior Management Team.

A remuneration committee of the Board sets the pay structure for all staff. If applicable, any annual percentage increase is applied consistently to all staff.

Subsidiaries

The charity has a trading subsidiary, NFMS Enterprises Ltd, whose accounts are reported separately, and are consolidated into these accounts.

Statement of Directors' responsibilities

The Directors are responsible for preparing the Annual Report and accounts in accordance with applicable law and regulations.

The Trustees are the company's Directors. Company law requires the Directors to prepare accounts for each financial year. Under that law they have elected to prepare the accounts in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law).

Under company law the Directors must not approve the accounts unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the surplus or deficit of the company for that period. In preparing these accounts, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles of the Charities SORP;
- make judgements and estimates that are reasonable and prudent; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions, disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the accounts comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

In accordance with company law, the trustees, as the company's Directors, certify that:

- so far as we are aware, there is no relevant audit information of which the company's auditors are unaware; and
- each director has taken all the steps that we ought to have taken in order to make ourselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This report was approved by the Board on 21 May 2025.

By order of the Board

Rhiannon Harrison

Rhiannon Harrison
Chair

Opinion

We have audited the financial statements of National Federation of Music Societies ("the parent charitable company") and its subsidiary (together "the group" for the year ended 31 December 2024, which comprise the Consolidated Statement of Financial Activities, Consolidated Balance Sheet, Charity Balance Sheet, Consolidated Statement of Cash Flows, and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and the parent charitable company's affairs as at 31 December 2024 and of the group's incoming resources and application of resources for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006, the Charities and Trustee Investment (Scotland) Act 2005 and regulation 8 of the Charities Accounts (Scotland) Regulations 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group and parent charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group or parent charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the trustees' report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' report, which includes the directors' report for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and parent charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the directors' report included within the trustees' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 and the Charities Accounts (Scotland) Regulations 2006 require us to report to you if, in our opinion:

- adequate and proper accounting records have not been kept by the parent charitable company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent charitable company's financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the trustees' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 28, the trustees (who are also the directors of the parent charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the parent charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditor under section 44(1)(c) of the Charities and Trustee Investment (Scotland) Act 2005 and under the Companies Act 2006 and report in accordance with the Acts and relevant regulations made or having effect thereunder.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We obtained an understanding of the legal and regulatory framework applicable to the preparation of the financial statements of the group, and the procedures that management adopt to ensure compliance. We have considered the extent to which non-compliance might have a material effect on the financial statements, and in particular we identified: the Companies Act 2006, the Charities Act 2011, Charities SORP, Charities and Trustee Investment (Scotland) Act 2005 and regulation 8 of the Charities Accounts (Scotland) Regulations 2006.

We have also identified other laws and regulations that do not have a direct effect on the amounts or disclosures within the financial statements, but for which compliance is fundamental to the group's operations and to avoid material penalties, including GDPR, employment law, and health and safety regulations.

Having reviewed the laws and regulations applicable to the group, we designed and performed audit procedures to obtain sufficient appropriate audit evidence. Specifically, we:

- Selected a team with sector experience to perform the audit;
- Obtained and reviewed internal policy and procedure documents;
- Made enquiries of management and the trustees regarding whether they were aware of any actual or suspected incidences of non-compliance with the laws and regulations;
- Obtained and reviewed meeting minutes;
- Obtained and reviewed correspondence with the regulator;
- Reviewed legal expenses accounts for indications of any possible non-compliance; and
- Reviewed the completeness and accuracy of any disclosures made in the financial statements.

We assessed the susceptibility of the group's financial statements to material misstatement, including considering how fraud might occur. This was performed by:

- Making an assessment of the group's systems and controls, including identifying any weaknesses and considering the risk of management override of controls;
- Assessing the susceptibility of the group's financial statements to material misstatements, including considering how fraud could occur;

- Considering if there are any incentives or opportunities for management to manipulate financial results;
- Obtaining and evaluating the trustees' assessment of the risk of fraud, and enquiring as to whether they were aware of any actual or suspected fraud;
- Reviewing the accounting policies and accounting estimates for signs of management bias; and
- Identifying key risks relating to irregularities as relating to management override of controls, the completeness of income and deferred income in relation to membership subscriptions.

We then designed audit procedures in response to the risks identified, including reviewing journal entries, assessing management estimates and judgements, performing substantive testing and analytical review supported by testing of underlying controls for income and deferred income.

The audit has been planned and performed in accordance with auditing standards, however, because of the inherent limitations of audit procedures there remains a risk that we will not detect all irregularities, including those that may lead to material misstatements in the financial statements. There are inherent difficulties in detecting irregularities, and irregularities that result from fraud may be more difficult to detect than irregularities that result from error, for example due to concealment, override of controls, collusion or misrepresentations. In addition, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less audit procedures are able to identify it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the parent charitable company's members, as a body, in accordance with Chapter 3 of part 16 of the Companies Act 2006, and to the charitable company's trustees, as a body, in accordance with Regulation 10 of the Charities Accounts (Scotland) Regulations 2006. Our audit work has been undertaken so that we might state to the parent charitable company's members and trustees those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the parent charitable company, the parent charitable company's members as a body and the parent charitable company's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

James Mathieson

J Mathieson FCA

For and on behalf of Lindeyer Francis Ferguson Limited, Statutory Auditor
North House
198 High Street
Tonbridge
Kent TN9 1BE

Date: 25 May 2025

THE NATIONAL FEDERATION OF MUSIC SOCIETIES
TRADING AS MAKING MUSIC



CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCLUDING INCOME AND EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 DECEMBER 2024

		2024 Unrestricted funds	2024 Restricted funds	2024 Endowment funds	2024 Total funds	2023 Total funds
	Note	£	£	£	£	£
Income from:						
Donations and legacies	3	153,023	64,181	-	217,204	241,818
Charitable activities	4	717,913	-	-	717,913	609,472
Other trading activities	5	42,050	-	-	42,050	45,162
Interest and dividends		23,719	20,239	-	43,958	32,538
Total		936,705	84,420	-	1,021,125	928,990
Expenditure on:						
Raising funds	6	19,062	-	-	19,062	19,665
Charitable activities	7	743,373	64,246	222	807,841	821,634
Total		762,435	64,246	222	826,903	841,299
Net gains on investments	12	-	-	7,582	7,582	10,318
Net income	8	174,270	20,174	7,360	201,804	98,009
Transfers between funds		-	-	-	-	-
Net movement in funds		174,270	20,174	7,360	201,804	98,009
Reconciliation of funds:						
Total funds brought forward		423,239	93,107	335,200	851,546	753,537
Total funds carried forward	15	597,509	113,281	342,560	1,053,350	851,546

CONSOLIDATED BALANCE SHEET
AS AT 31 DECEMBER 2024



	Note	2024 £	2024 £	2023 £	2023 £
Fixed assets					
Intangible assets	10		267,805		162,822
Tangible assets	11		10,329		6,360
Investments	12		118,709		146,128
			<u>396,843</u>		<u>315,310</u>
Current assets					
Debtors	13	153,904		179,602	
Cash at bank and in hand		<u>1,620,119</u>		<u>1,306,065</u>	
		1,774,023		1,485,667	
Creditors: amounts falling due within one year	14	<u>(1,117,516)</u>		<u>(949,431)</u>	
Net current assets			656,507		536,236
Total net assets			<u>1,053,350</u>		<u>851,546</u>
The funds of the charity:					
Endowment funds			342,560		335,200
Restricted funds			113,281		93,107
Unrestricted funds			<u>597,509</u>		<u>423,239</u>
	15		<u>1,053,350</u>		<u>851,546</u>

The financial statements were approved by the Board of Trustees on 21 May 2025 and were signed on its behalf by:

Rhiannon Harrison

Rhiannon Harrison
Trustee

Andrew Devine

Andrew Devine
Trustee

THE NATIONAL FEDERATION OF MUSIC SOCIETIES
TRADING AS MAKING MUSIC

CHARITY BALANCE SHEET
AS AT 31 DECEMBER 2024



	Note	2024 £	2024 £	2023 £	2023 £
Fixed assets					
Intangible assets	10		267,805		162,822
Tangible assets	11		10,329		6,360
Investments	12		118,713		146,131
			<u>396,847</u>		<u>315,313</u>
Current assets					
Debtors	13	190,787		200,789	
Cash at bank and in hand		1,561,782		1,268,892	
		<u>1,752,569</u>		<u>1,469,681</u>	
Creditors: amounts falling due within one year	14	(1,096,066)		(933,448)	
Net current assets			<u>656,503</u>		<u>536,233</u>
Total net assets			<u><u>1,053,350</u></u>		<u><u>851,546</u></u>
The funds of the charity:					
Endowment funds			342,560		335,200
Restricted funds			113,281		93,107
Unrestricted funds			597,509		423,239
	15		<u><u>1,053,350</u></u>		<u><u>851,546</u></u>

The financial statements were approved by the Board of Trustees on 21 May 2025 and were signed on its behalf by:

Rhiannon Harrison

Rhiannon Harrison
Trustee

Andrew Devine

Andrew Devine
Trustee

Company number: 308632



CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 £	2023 £
Cash flows from operating activities:			
Net cash provided by operating activities	A	349,368	124,745
Cash flows from investing activities:			
Dividends and interest from investments		43,958	32,538
Purchase of intangible fixed assets		(104,983)	(162,822)
Purchase of tangible fixed assets		(9,290)	(840)
Proceeds from sale of investments		35,001	-
Net cash used in investing activities		(35,314)	(131,124)
Change in cash and cash equivalents in the year		314,054	(6,379)
Cash and cash equivalents at the beginning of the year		1,306,065	1,312,444
Cash and cash equivalents at the end of the year		1,620,119	1,306,065
A. Reconciliation of net income to net cash flow from operating activities			
Net income for the year		201,804	98,009
Depreciation and amortisation charges		5,321	6,013
Gains on investments		(7,582)	(10,318)
Dividends and interest from investments		(43,958)	(32,538)
Decrease in debtors		25,698	11,355
Increase in creditors		168,085	52,224
Net cash provided by operating activities		349,368	124,745



1 ACCOUNTING POLICIES

Accounting convention

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 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), Section 44(1)(c) of the Charities and Trustee Investment (Scotland) Act 2005 and the Companies Act 2006.

Making Music meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

There are no material uncertainties about the charity's ability to continue, and so the going concern basis of accounting has been adopted.

The financial statements are presented in pounds sterling and rounded to the nearest pound.

Basis of consolidation

The consolidated financial statements incorporate those of Making Music and its wholly owned subsidiary undertaking, NFMS Enterprises Limited. All intra-group transactions and balances are eliminated on consolidation.

Going concern

At the time of approving the financial statements, the trustees have a reasonable expectation that the group 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.

Income

Income from donations and grants is recognised when the charity is entitled to the funds, the receipt is probable and the amount can be measured reliably. For donations, this is usually on receipt. For grants, this is usually when a formal offer is made in writing, unless the grant contains terms and conditions outside of the charity's control which must be met before the charity is entitled to the funds. Where grants are received in response to a proposal including a budgeted timescale, such that the timescale for the expenditure is implicit in the grant agreement, the income is recognised in accordance with that timescale.

Income from legacies is recognised when there has been a grant of probate, the executors have established that there are sufficient assets in the estate to pay the legacy, and any conditions attached are within the control of the charity or have already been met.

Income from charitable activities, including member services, is recognised over the period to which the income relates. Membership subscriptions are recognised on a straight line basis over the term of the subscription.

Gifts in kind are only included in the financial statements when the charity is entitled to them, when it is probable that the charity will receive the economic benefits, and when the fair value or value to the charity, as appropriate, can be measured with sufficient reliability.

Investment income is recognised when receivable. Interest is accounted for as accrued income where it is due but has not yet been credited.

Expenditure

Expenditure is recognised when a present legal or constructive obligation exists at the balance sheet date as a result of a past event, it is probable that a transfer of economic benefits will be required to settle the obligation, and the amount can be estimated reliably.

Grants payable are recognised when a commitment has been communicated to the beneficiary.

1 ACCOUNTING POLICIES continued

Expenditure (continued)

Staff costs have been allocated to expenditure headings on the basis of an estimate of the amount of time spent by staff members in each area.

Support costs are those functions that assist the work of the charity but do not directly relate to the charitable activities, and include governance costs. Support costs have been allocated to charitable activities on the basis of direct staff costs.

Fund accounting

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

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

The permanent endowment fund relates to a legacy from Philip & Dorothy Green for young musicians. The net income is transferred to a separate restricted fund.

Designated funds are unrestricted funds which the trustees have designated to be used for a particular purpose.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation.

During the year, the Board approved a new accounting policy for fixtures, fittings and equipment changing from a historic reducing balance basis of between 7 and 33% to a straight line basis. Historic assets which met the definition of leasehold improvements were transferred to a new category and depreciated over the remaining length of the office lease. The trustees believe that both measures are an appropriate and prudent response to the end of the current office lease in 2025.

Depreciation is provided at rates calculated to write off the cost less estimated realisable value of each asset over its expected useful life, as follows:

Leasehold improvements	straight line basis over remaining lease life
Fixtures, fittings and equipment	remaining net book value on straight line basis over two years
Computer equipment	33% on the straight line basis

Assets costing less than £500 are not capitalised but are recognised as expenditure in the Statement of Financial Activities in the year incurred.

Intangible fixed assets and amortisation

Intangible fixed assets are recognised when it is probable that future economic benefits will be realised and the cost or value of development can be measured reliably. They are stated at cost less amortisation. The cost of the asset comprises its purchase price and directly attributable costs of preparing the asset for its intended use. This includes employee costs arising from the generation of the intangible asset. Expenditure on research is expensed. Completed assets are amortised over their useful economic life from the month of completion.

During 2023, work began on the development phase of a new website and digital delivery portal for our members. The development costs have been capitalised and treated as an intangible fixed asset (previous websites have been treated as tangible fixed assets). Amortisation will begin when the website is operational in 2025.

Music catalogue copyright licences	5% on the straight line basis
New website (2025)	10% on the straight line basis

Investments

Listed investments are stated at fair value. Investment gains and losses, whether realised or unrealised, are combined and shown in the heading "Net gains/(losses) on investments" in the Statement of Financial Activities. Investments in subsidiary undertakings are stated at the lower of cost and net realisable value.



1 ACCOUNTING POLICIES continued

Financial instruments

Other than listed investments, the charity only has financial instruments of a kind that qualify as basic financial instruments. Short term basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense. The cost of any unused holiday entitlement is recognised in the period to which the entitlement relates.

Payments to defined contribution pension schemes are charged as an expense as they fall due.

Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

2 STATUS

Making Music is a charitable company limited by guarantee incorporated in England and Wales. In the event of the company being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity. The address of the registered office is 4 London Wall Place, London EC2Y 5AU.

3 INCOME FROM DONATIONS AND LEGACIES

	2024 £	2023 £
Donations	35,721	30,339
Grants	181,483	211,479
	<u>217,204</u>	<u>241,818</u>

In the preceding period, donation income of £71,800 and total income of £85,088 was restricted.

4 INCOME FROM CHARITABLE ACTIVITIES

	2024 £	2023 £
Membership subscriptions	571,483	493,521
Member services	146,430	115,951
	<u>717,913</u>	<u>609,472</u>

5 INCOME FROM OTHER TRADING ACTIVITIES

	2024 £	2023 £
Advertising	23,551	24,827
Rental income	18,000	19,711
Other income	499	624
	<u>42,050</u>	<u>45,162</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

6 EXPENDITURE ON RAISING FUNDS

	2024 £	2023 £
Staff costs	10,331	9,957
Advertising agent commission	8,485	8,858
Other fundraising costs	246	850
	<u>19,062</u>	<u>19,665</u>

7 EXPENDITURE ON CHARITABLE ACTIVITIES

	2024 Supporting members £	2024 Supporting leisure-time music £	2024 Total £	Restated 2023 Total £
Staff costs	401,529	61,266	462,795	444,358
Direct costs	75,796	13,628	89,424	102,684
Publication costs	14,658	-	14,658	24,716
Promoter subsidies	1,072	-	1,072	2,679
Event costs	8,672	-	8,672	3,288
Grants payable	10,225	-	10,225	8,275
Support costs allocated	191,739	29,256	220,995	235,634
	<u>703,691</u>	<u>104,150</u>	<u>807,841</u>	<u>821,634</u>

Support costs comprise:

Support staff costs	72,815	73,120
Other staff costs	7,086	12,450
Marketing	6,098	15,990
Premises and office costs	112,656	108,799
Depreciation	5,321	6,013
Legal and accountancy fees	661	752
Other costs	6,828	8,934
Governance costs:		
Trustee expenses	2,030	2,326
Audit fees	7,500	7,250
	<u>220,995</u>	<u>235,634</u>

In the preceding period, expenditure of £88,105 came from restricted and endowment funds.

8 NET INCOME

	2024 £	2023 £
Net income is stated after charging/(crediting):		
Depreciation	5,321	6,013
Auditors' remuneration for audit services	7,500	7,250
Auditors' remuneration for non-audit services	-	278
Operating lease rentals	38,922	38,887

As permitted by s408 Companies Act 2006, the parent charity has not presented its own Statement of Financial Activities and related notes. The parent charity's net income for the year, before donation of subsidiary profit and excluding investment gains/losses, was £142,749 (2023: £49,248).



NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

9 STAFF COSTS

	2024 £	Restated 2023 £
Gross salaries	503,057	494,694
Employer's National Insurance contributions	42,581	42,810
Employer's pension contributions	15,365	15,303
Redundancy payment	1,264	3,858
	<u>562,267</u>	<u>556,665</u>
Capitalised as Intangible Fixed Asset	(16,326)	(29,230)
	<u>545,941</u>	<u>527,435</u>

One termination payment was payable during the period (2023: one).

No employee had employment benefits (excluding employer pension contributions) above £60,000 in the current period (2023: one between £60,000 - £70,000).

At the balance sheet date, there were no unpaid pension contributions (2023: none).

The average number of employees during the year was 18 (2023:17). The average number of full-time equivalent employees was 14 (2023:14). Two employees took parental leave during the year (2023: three).

During the preparation of these financial statements, it was noted that in the prior period capitalised staff costs of £29,230 had been deducted from direct costs in the SOFA. The prior period figures have therefore been restated to reduce staff costs from £556,665 to £527,435 (note 9) and increase direct costs from £73,454 to £102,684 (note 7).

10 INTANGIBLE FIXED ASSETS

Group and charity	Music licences £	Website £	Total £
Cost			
Brought forward at 1 January 2024	1,500	162,822	164,322
Additions	-	104,983	104,983
Carried forward at 31 December 2024	<u>1,500</u>	<u>267,805</u>	<u>269,305</u>
Amortisation			
Brought forward at 1 January 2024	1,500	-	1,500
Charged for the year	-	-	-
Carried forward at 31 December 2024	<u>1,500</u>	<u>-</u>	<u>1,500</u>
Net book value			
At 31 December 2024	<u>-</u>	<u>267,805</u>	<u>267,805</u>
At 31 December 2023	<u>-</u>	<u>162,822</u>	<u>162,822</u>

In December 2022, the charity made a contractual commitment for the development of a new website and digital delivery portal, due for delivery in 2025. Development costs to 31 December 2024 have been treated as an intangible fixed asset. The estimated remaining development cost of £128,614 has been transferred to a designated fund. Amortisation will commence when the website is operational. Research expenditure for the project was treated as an expense in prior years.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

11 TANGIBLE FIXED ASSETS

Group and charity	Leasehold improvements £	Fixtures, fittings and equipment £	Computer equipment £	Total £
Cost				
Brought forward at 1 January 2024	10,265	6,969	130,196	147,430
Additions	-	-	9,290	9,290
Disposals	-	(152)	(8,524)	(8,676)
Carried forward at 31 December 2024	10,265	6,817	130,962	148,044
Depreciation				
Brought forward at 1 January 2024	7,472	6,389	127,209	141,070
Charged for the year	1,862	580	2,879	5,321
Disposals	-	(152)	(8,524)	(8,676)
Carried forward at 31 December 2024	9,334	6,817	121,564	137,715
Net book value				
At 31 December 2024	931	-	9,398	10,329
At 31 December 2023	2,793	580	2,987	6,360

12 INVESTMENTS

Group	2024 £	2023 £
Listed investments		
Fair value at 1 January	146,128	135,810
Additions	-	141,152
Disposals	(31,956)	(135,810)
Unrealised gains	4,537	4,976
Fair value at 31 December	118,709	146,128

In addition, the charity has an investment of £4 (2023: £4), being a holding of 100% of the ordinary share capital, in NFMS Enterprises Limited (company number 02844532), its trading subsidiary. NFMS Enterprises Limited is a company registered in England and Wales with number 02844532. Its registered office is 9 Holyrood Street, London SE1 2EL. All of its profits are covenanted to the parent charity.

The subsidiary contributed turnover of £120,956 (2023: £98,475), expenditure of £69,483 (2023: £60,031) and a profit to the charity of £51,473 (2023: £38,444). At the balance sheet date, the subsidiary had net assets of £4 (2023: £4).

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

13 DEBTORS

	<i>Group</i> <i>2024</i> £	<i>Group</i> <i>2023</i> £	<i>Charity</i> <i>2024</i> £	<i>Charity</i> <i>2023</i> £
Trade debtors	116,447	137,563	94,131	125,052
Amounts owed by group undertakings	-	-	62,620	35,685
Prepayments and accrued income	37,457	42,039	34,036	40,052
	<u>153,904</u>	<u>179,602</u>	<u>190,787</u>	<u>200,789</u>

14 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	<i>Group</i> <i>2024</i> £	<i>Group</i> <i>2023</i> £	<i>Charity</i> <i>2024</i> £	<i>Charity</i> <i>2023</i> £
Trade and other creditors	452,231	379,154	448,207	379,091
Deferred subscription income	543,721	434,891	543,721	434,891
Accruals and other deferred income	77,681	106,450	63,131	96,776
Tax and social security	43,883	28,936	41,007	22,690
	<u>1,117,516</u>	<u>949,431</u>	<u>1,096,066</u>	<u>933,448</u>

Included in trade and other creditors are insurance premiums of £420,842 (2023: £341,035) collected from members by Making Music as agent on behalf of the insurer. Also included are PRS contributions of £8,447 (2023: £7,839) collected from members to be remitted to PRS after the year end. Deferred subscription income includes membership payments received in advance of the membership period. Within accruals and other deferred income are deferred grant income balances, where the charity does not have entitlement to the income at the Balance Sheet date.

The movement on deferred membership subscriptions is as follows:

Group and charity	2024 £	2023 £
Balance at 1 January 2024	434,891	426,823
Released to income	(434,891)	(426,823)
Received in the year and deferred	543,721	434,891
Balance at 31 December 2024	<u>543,721</u>	<u>434,891</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

15 MOVEMENT ON FUNDS

CURRENT YEAR	Brought forward £	Net movement £	Transfers £	Carried forward £
Permanent endowment				
Philip and Dorothy Green endowment fund	335,200	7,360	-	342,560
Restricted funds				
Philip and Dorothy Green income fund	51,149	49,767	(20,383)	80,533
Adopt a Music Creator	24,999	(1,915)	313	23,397
P & D Green Young Artists fund	-	(19,733)	19,733	-
ACE Feasibility Project fund	7,919	(7,919)	-	-
Other restricted funds	9,040	(26)	337	9,351
	93,107	20,174	-	113,281
Unrestricted funds				
Designated funds	114,333	(1,072)	15,503	128,764
General fund	308,906	175,342	(15,503)	468,745
	423,239	174,270	-	597,509
Total funds	851,546	201,804	-	1,053,350

Current year net movement comprises:	Income £	Expenditure £	Gains/ (losses) £	Net movement £
Permanent endowment				
Philip and Dorothy Green endowment fund	-	(222)	7,582	7,360
Restricted funds				
Philip and Dorothy Green income fund	49,854	(87)	-	49,767
Adopt a Music Creator	25,000	(26,915)	-	(1,915)
P & D Green Young Artists fund	-	(19,733)	-	(19,733)
ACE Feasibility Project fund	1,790	(9,709)	-	(7,919)
Other restricted funds	7,776	(7,802)	-	(26)
	84,420	(64,246)	-	20,174
Unrestricted funds				
Designated funds	-	(1,072)	-	(1,072)
General fund	936,705	(761,363)	-	175,342
	936,705	(762,435)	-	174,270
Total funds	1,021,125	(826,903)	7,582	201,804

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

15 MOVEMENT ON FUNDS continued

PRIOR YEAR	Brought forward £	Net movement £	Transfers £	Carried forward £
Permanent endowment				
Philip and Dorothy Green endowment fund	325,275	9,925	-	335,200
Restricted funds				
Philip and Dorothy Green income fund	76,058	31,143	(56,052)	51,149
Adopt a Music Creator	24,000	(21,683)	22,682	24,999
P & D Green Young Artists fund	-	(18,299)	18,299	-
ACE Feasibility Project fund	-	7,919	-	7,919
Other restricted funds	8,894	(1,704)	1,850	9,040
	108,952	(2,624)	(13,221)	93,107
Unrestricted funds				
Designated funds	49,445	(8,694)	73,582	114,333
General fund	269,865	99,402	(60,361)	308,906
	319,310	90,708	13,221	423,239
Total funds	753,537	98,009	-	851,546
Prior year net movement comprises:	Income £	Expenditure £	Gains/ (losses) £	Net movement £
Permanent endowment				
Philip and Dorothy Green endowment fund	-	(393)	10,318	9,925
Restricted funds				
Philip and Dorothy Green income fund	31,344	(201)	-	31,143
Adopt a Music Creator	25,000	(46,683)	-	(21,683)
P & D Green Young Artists fund	-	(18,299)	-	(18,299)
ACE Feasibility Project fund	22,500	(14,581)	-	7,919
Other restricted funds	6,244	(7,948)	-	(1,704)
	85,088	(87,712)	-	(2,624)
Unrestricted funds				
Designated funds	-	(8,694)	-	(8,694)
General fund	843,902	(744,500)	-	99,402
	843,902	(753,194)	-	90,708
Total funds	928,990	(841,299)	10,318	98,009

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

15 MOVEMENT ON FUNDS continued

Philip and Dorothy Green endowment and restricted funds

This endowment enables us to provide grants, awards, prizes, donations or financial sponsorship to young musicians. Income is transferred to project funds including the P & D Green Young Artists fund which enables young musicians at the start of their career to gain vital concert and recital experience across the UK. The scheme also allows Making Music member groups to tap into some of the very best young musical talent to programme into their concert. Income from the endowment also part-funds the Adopt a Music Creator project, run annually by Making Music since 2000 and the Awards programme for composers and arrangers.

Adopt a Music Creator

This project enables us to pair a leisure-time ensemble with an emerging composer. It provides a unique opportunity for leisure-time musicians to work directly with a composer, be actively involved in the creative process and discover new music. The project is funded by the PRS for Music Foundation and the Philip and Dorothy Green fund. Separate funding for the project in Scotland is received from Creative Scotland.

ACE Feasibility Project Fund

This grant was awarded by Arts Council England to fund investigation into the feasibility of moving the location of the charity's office outside of London. This was awarded in conjunction with the charity's status of an ACE Investment Principles Support Organisation (IPSO) under the transfer programme. The project completed in February 2024 and the Board decided to remain in London to retain the existing staff team.

Other restricted funds

These funds enable us to make a number of awards, bursaries, and prizes to individual musicians, groups, and organisations in both the voluntary and professional sector. Some of these, such as the Sir Charles Groves Prize, recognise lifelong contributions to the musical life of the UK.

Designated funds

The designated funds represent the remaining development cost budget for the new website of £128,614 (2023: £113,112) and artist subsidies of £150 (2023: £1,222).

16 ANALYSIS OF NET ASSETS BETWEEN FUNDS

Group	2024 Unrestricted funds £	2024 Restricted funds £	2024 Endowment funds £	2024 Total funds £
CURRENT YEAR				
Fixed assets	278,134	-	118,709	396,843
Net current assets	319,375	113,281	223,851	656,507
	597,509	113,281	342,560	1,053,350
	2023 Unrestricted funds £	2023 Restricted funds £	2023 Endowment funds £	2023 Total funds £
PRIOR YEAR				
Fixed assets	169,182	-	146,128	315,310
Net current assets	254,057	93,107	189,072	536,236
	423,239	93,107	335,200	851,546



NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

16 ANALYSIS OF NET ASSETS BETWEEN FUNDS continued

Charity	2024 Unrestricted funds £	2024 Restricted funds £	2024 Endowment funds £	2024 Total funds £
CURRENT YEAR				
Fixed assets	278,138	-	118,709	396,847
Net current assets	319,371	113,281	223,851	656,503
	<u>597,509</u>	<u>113,281</u>	<u>342,560</u>	<u>1,053,350</u>
	2023 Unrestricted funds £	2023 Restricted funds £	2023 Endowment funds £	2023 Total funds £
PRIOR YEAR				
Fixed assets	169,185	-	146,128	315,313
Net current assets	254,054	93,107	189,072	536,233
	<u>423,239</u>	<u>93,107</u>	<u>335,200</u>	<u>851,546</u>

17 FINANCIAL COMMITMENTS

At 31 December 2024 the charity was committed to future minimum lease payments under non-cancellable operating leases as follows:

	2024 £	2023 £
Due within one year	18,005	38,887
Due in two to five years	<u>1,712</u>	<u>17,346</u>

At 31 December 2024, the charity had commitments of £34,039 for the development of a new website and digital delivery portal due for delivery in 2025 (2023: £98,424) and an annual commitment of £23,850 for a monitoring and maintenance agreement until 31 August 2028 (2023: £23,850).

18 RELATED PARTY TRANSACTIONS

The key management personnel are considered to be the trustees, the Chief Executive, the Deputy Director (Membership & Business Development), the Deputy Director (Advocacy) and the Finance Director.

The total amount of employee benefits (including employer's national insurance and pension contributions) received by key management personnel during the year was £174,313 (2023: £209,520).

There were no Trustees' remuneration or other benefits during the current or prior period.

Trustees were reimbursed expenses of £1,311 (2023: £2,349), in respect of eight (2023: seven) trustees for travel and subsistence costs. There were no other related party transactions in the year. In 2023, Ms Clare Birks served as a trustee and was related to the owner of the property leased by the charity. The amount of the lease charge payable per annum was £36,996. While serving as a trustee, Ms Birks was excluded from any discussions on property-related matters and the rent was negotiated on an arm's length basis.