

Company number 522061

Registered Charity number 209299

**BRITISH EDITORIAL SOCIETY OF
BONE AND JOINT SURGERY (THE)
(A COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2021**

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
(A COMPANY LIMITED BY GUARANTEE)
YEAR ENDED 31 DECEMBER 2021

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**BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
ANNUAL REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021**

Officers and professional advisers

COUNCIL OF MANAGEMENT

Mr Martin Bircher FRCS (Chairman)
Mr Fergal Monsell FRCS (Treasurer)
Ms Deborah Eastwood FRCS (Secretary)
Mr David Limb FRCS
Professor John Skinner FRCS (President of the British Orthopaedic Association, from 1st October 2021)
Mr Bob Handley FRCS (President of the British Orthopaedic Association, to 30th September 2021)

Secretary Ms Deborah Eastwood MA FRCS

Managing Director Mr Richard Hollingsworth

Editor, *The Bone & Joint Journal* Professor Fares Haddad FRCS

CHARITY NUMBER 209299

COMPANY NUMBER 522061

REGISTERED OFFICE 22 Buckingham Street
London WC2N 6ET

BANKERS Coutts & Co
440 Strand
London WC2R 0QS

SOLICITORS Wilsons Solicitors LLP
4 Lincoln's Inn Fields
London WC2A 3AA

AUDITOR Crowe U.K LLP
55 Ludgate Hill
London EC4M 7JW

INVESTMENT ADVISORS BlackRock Investment Managers (UK) Limited
33 King William Street
London EC4R 9AS

**BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
ANNUAL REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021**

TRUSTEES' REPORT

The Board of Trustees of The British Editorial Society of Bone and Joint Surgery ("the Society") present their Annual Report for the year ended 31 December 2021 under the Companies Act 2006 and the Charities Act 2011, together with the audited financial statements for that period.

REFERENCE AND ADMINISTRATIVE DETAILS

The British Editorial Society of Bone and Joint Surgery is a registered charity (No. 209299) and a company (No. 522061) limited by membership guarantees. Its registered office is as shown on page 1.

The present Trustees, and any past Trustees who served during the period, are given on page 1. The external advisers of the Society are also set out on page 1.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Revised Articles of Association were adopted by Members of the Society at the AGM on 31st May 2019. The Articles were updated to reflect changes in legislation and best practice. The only governing document of the Charity is now the Articles of Association.

The Members of the Society are everyone appointed to *The Bone & Joint Journal* Editorial Board.

The Board of Trustees, ("the Council of Management"), is responsible for the overall governance of the Society. Trustees are elected by, and are members of, *The Bone & Joint Journal* Editorial Board.

Members of the Society elect the Council of Management at the AGM, and the total number of Trustees may not exceed five. The President of the BOA occupies one of the five Trustee positions ex officio. The Chairman of the Council of Management is also Chairman of the Society. Elected Members of Council may remain in office for three years, and may, be re-elected for up to two further three-year terms. Council elects a Chairman, Treasurer and Secretary from its elected members. The person elected as Chairman serves in that office for three years. Council may appoint up to two co-opted trustees to serve on the Council of Management. Co-opted trustees are not required to have served on *The Bone & Joint Journal* Editorial Board.

Each Member of Council is required to take responsibility for specific aspects of the Society's work. Council normally meets formally four times a year.

New trustees receive a copy of the Articles, and as they have been a member of *The Bone & Joint Journal* Editorial Board, they are already familiar with the major issues facing the Society. Trustee training is provided in specific areas such as investment, when required.

The Council delegates the exercise of certain powers in connection with the management and administration of the Society as set out below. This is controlled by requiring regular reporting back to the Council, so that all decisions made under delegated powers can be ratified by the full Council in due course. The Council seeks advice from experts in advertising, finance, marketing, digital publishing, and other areas as required.

REMUNERATION COMMITTEE AND MANAGEMENT REMUNERATION

The Remuneration Committee comprises the Chairman, Treasurer and Managing Director. The Committee meets annually to review staff salaries and benefits and the fees paid to independent contractors. The review takes account of performance, prevailing market rates, and any changes in the job role.

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MANAGING DIRECTOR AND EDITOR

The Managing Director is responsible for the day-to-day management of the Society and for implementing policies agreed by the Council of Management. The Managing Director is assisted by a group of senior managers, including the Director of Publishing and the Head of Marketing & Sales. The Editor is responsible for directing the editorial policy of *The Bone & Joint Journal*. He is aided by a team of Associate Editors, and by the Editorial Board. On editorial matters the Editor is accountable to the Editorial Board, and on publishing business matters to the Managing Director. The Managing Director reports to Council through the person of the Chairman. The Society publishes five other journals, each with their own Editors and Editorial Boards, and all the Society's journals, whilst editorially independent, come under the overall governance of the Council of Management.

STATEMENT OF THE COUNCIL OF MANAGEMENT'S RESPONSIBILITIES

The Council of Management is responsible for preparing the Annual Report and the financial statements in accordance with applicable law FRS 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland.

The law applicable to charities in England and Wales requires the Council of Management to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Society and of the incoming resources and application of resources of the Society for that period. In preparing these financial statements, the Council of Management is required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard, applicable in the UK and Republic of Ireland (FRS 102) - effective 1 January 2015;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The Council of Management is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Society and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Society and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The Council of Management is responsible for the maintenance and integrity of the corporate and financial information included in the Society's website.

The Council of Management have prepared these financial statements in accordance with FRS 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102)' and the Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) - effective 1 January 2015.

So far as each member of the Council of Management is aware, there is no relevant audit information of which the Society's auditors are unaware. Each member of the Council of Management has taken all the steps that they ought to have taken in order to make themselves aware of any relevant audit information and to establish that the Society's auditors are aware of that information.

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RISK MANAGEMENT

Risks are reviewed as a part of the regular Council meetings. A risk register is maintained and formally approved by Council on a quarterly basis. Key risks reviewed include strategic and operational areas linked to subscription and advertising revenues, changing business models in the publishing sector, the Impact Factors of our journals, and a potential decline to the Society's investment income. Membership deals with orthopaedic associations in the UK and overseas form a very important proportion of individual subscriptions, and they are kept under close review. In view of the Covid-19 pandemic, a separate risk register has been produced to monitor, and where appropriate, mitigate, the more immediate short and medium-term risks to the Society.

CONFLICT OF INTEREST

Council has adopted a policy for conflicts of interest. All the trustees and senior managers have made a declaration of potential conflicts and signed the policy. The declarations have been reviewed and no serious conflicts have arisen.

OBJECTS AND PRINCIPAL ACTIVITIES OF THE CHARITY

The objects of the Society for the public benefit are defined as: "The advancement of education in, and the improvement in the practice of, orthopaedics and allied branches of surgery together with the diffusion of such knowledge throughout the world."

Our principal activity in furtherance of these objects is the publication of *The Bone & Joint Journal* and related journals under the Society's Bone & Joint Publishing imprint. Other activities include: providing orthopaedic information via our websites; disseminating *The Bone & Joint Journal* and our other journals as widely as possible; and providing publishing services to third parties. The objectives of those activities, and the Society's achievements against them, are discussed under the heading Achievements and Performance, below. When planning our activities, the Council of Management have considered the Charity Commission's published guidance on the Public Benefit requirement under the Charities Act 2011. The Society provides public benefit by helping to increase the knowledge and skills of practising orthopaedic surgeons and researchers. Article titles and abstracts are fully searchable and freely available online for all content in *The Bone & Joint Journal*, and the full text of all articles over 5 years' old is also freely available.

ACHIEVEMENTS AND PERFORMANCE

From the strategic plan this period's key objectives and the impact of our achievements are summarised as follows:

Publishing and Marketing The Bone & Joint Journal

Our aim is to publish the best quality papers in the science and practice of orthopaedics in *The Bone & Joint Journal*, and to encourage surgeons to subscribe and to read the Journal.

Submissions for publication from surgeons and researchers worldwide totalled 1,799 in calendar year 2021. All submissions undergo a rigorous double-blind peer review process, and as a result only some 15% are accepted for publication, ensuring that the best papers in orthopaedics are published in *The Bone & Joint Journal*. We have continued to develop our online submissions and reviewing system which helps to ensure that we maintain our impressive response time to authors. About 90% of papers receive an initial decision from the Editor within six weeks of receipt.

Our policy is to keep the subscription rates to *The Bone & Joint Journal* as low as possible to increase accessibility. Surgeons in training benefit from a 50% discount on the consultant rate. At December 2021, trainee subscribers comprised some 10% of our total paid subscribers. We market the Journal worldwide in accordance with a Marketing Plan approved by Council as part of the annual budget cycle. This encompasses a wide range of activities including stands in exhibitions, approaches to orthopaedic associations, print media, email and specially designed web pages. Due to the pandemic most

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marketing activity centred around digital campaigns and virtual conference calls. We were not able to attend conferences and technical exhibitions which usually form a significant part of our activities.

Providing orthopaedic information via the website

Our aim is to have a website which orthopaedic surgeons regard as “The Source” of reference and education.

We transitioned all the journals to an online platform hosted by Atypon in early 2018. Every issue of *The Bone & Joint Journal* published since 1948 is available in its entirety via the website and full text for all issues more than five years’ old is freely available without subscription. In January 2020 we launched a new open access journal *Bone & Joint Open*. We also publish an open access journal aimed at the research community: *Bone & Joint Research*. This received its first Impact Factor in 2015 and the Impact Factor has increased in subsequent years. We also publish a summary digest journal for orthopaedic surgeons, *Bone & Joint 360*, whose worldwide circulation continues to grow.

We launched two new digital platforms in 2021. OrthoMedia, which hosts multimedia content; and OrthoSearch, which is a discovery service enabling more effective search and retrieval of orthopaedic content.

We continued to publish *EFORT Open Reviews*, an open access journal, in partnership with the European Federation of National Associations of Orthopaedics and Traumatology (EFORT), and the *Journal of Children’s Orthopaedics*, in partnership with the European Paediatric Orthopaedic Society (EPOS).

To disseminate The Bone & Joint Journal as widely as possible

Our aim is to increase the understanding of how *The Bone & Joint Journal* is published, to encourage authors to submit their papers to us, and thus increase the educational standard of the papers we publish. We also aim to make *The Bone & Joint Journal* as widely available as possible, given our financial constraints, so that the educational content reaches the widest possible worldwide audience.

The Editor has given talks at orthopaedic meetings in the UK and at many conferences around the world on *The Bone & Joint Journal* and our publishing process. In 2021 most of these talks were delivered virtually due to the covid-19 pandemic. The Editor also hosted well-attended Reviewers’ Days via Zoom, and we continue to expand the number of reviewers in the UK and internationally.

Local editions: We work with third-party publishers to publish local editions of selected papers, either to provide translations into major languages or to reach markets more easily than we can. These local editions are typically distributed free, funded by local sponsorship.

Developing countries: We support the Research4Life project that provides free online access to journals via accredited institutions in developing countries.

ABC Travelling Fellows: We provide donations to cover the travel costs of the ABC Travelling Fellows (surgeons selected by the AOA and BOA as the leaders amongst their generation to travel and learn about orthopaedic surgery in other countries) while they are in the UK, and we fund travel for UK surgeons travelling to the USA. Donations are also routinely made to support the EFORT Mark Paterson Travelling Fellowships, and to the British Orthopaedic Research Society (BORS). Although these Fellowships were postponed in 2021 they will restart once travel restrictions are lifted.

Core Trainee Prize Awards: In 2020 we introduced some new awards for Core Trainees. Trainees planning to apply for specialty training in orthopaedics in the UK and Ireland were invited to submit an essay or review paper on a subject relevant to the contemporary practice or future development of orthopaedic surgery. There were five award winners in 2021.

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Providing publishing services

We provided production and publishing services, including those for EFORT and EPOS mentioned above. Our Orthopaedic Proceedings Supplement comprises the abstracts from presentations made at selected national and specialist society meetings worldwide. We published the papers from The Hip and The Knee Societies of the USA.

FINANCIAL REVIEW AND RESULTS FOR THE YEAR

The Statement of Financial Activities (SoFA) set out on page 12, shows that total income of £2.48m was down 3% on £2.57m for 2020. Subscription sales were £1.33m, up 6% on £1.26m the previous year. Online sales and open access revenues were £426k compared to £456k in 2020. Income from investments was £412k against £524k in 2020. Investment income was higher in 2020 due to an additional distribution payment. Expenditure on charitable activities at £2.32m was higher than the £2.16m in 2020 due to the investments in two new digital platforms. Total expenditure of £2.42m was higher than the previous year's figure of £2.25m, and this resulted in a net inflow for the period of £56,532 (2020: £315,066). After taking into account realised and unrealised gains on investments, total fund balances increased by £1,304k (2020: £1,208k) to £21.12m (2020: £19.81m).

FINANCIAL MANAGEMENT POLICIES

Reserves

The Society's total funds were valued at approximately £21.12m at 31 December 2021 (2020: £19.81m), of which £17.14m represents the free reserves (2020: £15.86m). Free reserves comprise unrestricted funds which are expendable at the discretion of the Council of Management in furtherance of the charity's objects being total unrestricted funds less tangible fixed assets, investment properties and designated funds.

Why we hold the reserves

These provide an important resource which has enabled the Society to advance orthopaedic education by maintaining low subscription rates despite running a trading deficit on our publishing activities. These reserves have also allowed the Society to fund the important educational initiative of providing reduced subscription rates to trainees to encourage the newest members of the profession to subscribe to our publications in both their paper and electronic forms. The income derived from the investments is used for continuing operations and for funding new developments. These developments include continued investment in new technology for the digital dissemination of information, the cost of maintaining and enhancing the website, and investment in new publishing activities in furtherance of our charitable objectives.

The Council of Management has reviewed the level of free reserves which it feels are appropriate for a Society which carries a number of major risks in its publishing activities, and believes that a figure of approximately £14-16m is required in order to mitigate risks including the following:

- the need to invest in new technology to exploit the potential of digital technologies and solutions
- increasing publication, printing and distribution costs
- decreases in advertising revenue
- pressures on journal subscription income and a move to open access business models
- potential litigation from author, patient, manufacturer or other organisation
- plans to invest in additional medical publishing activities to further our educational objectives
- fluctuations in stock market performance
- impact of Covid-19 on operating revenues and investment income

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The Council of Management believe that it is important for the Society to hold reserves to mitigate these risks, and to provide investment income to the Society. They are mindful that the current level is higher than in previous years and will continue to keep this under review. The current Reserves Policy takes into account the financial pressures on the journal subscription model, reduced library budgets, reduced advertising income, the need to invest in new digital services, and the potential longer-term impact of Covid 19 on the Society's finances. The Council of Management has committed to investments to update our website and to develop and launch new products.

What level (or range) of reserves the trustees believe the charity needs

The Council of Management regularly reviews the level of reserves which it feels are appropriate for a charitable medical publisher and Council believes that the current level of reserves enables us to achieve our charitable objectives. In order to maintain this level of reserves, Council has given the investment managers the investment objective of maximising long-term total return while also providing income.

Arrangements for monitoring and reviewing the policy

The Treasurer and Managing Director meet regularly with the Society's investment managers, BlackRock, to review targets, the investment managers' performance against them, and to assess whether invested assets are at an appropriate level. The Treasurer reports the outcome of these meetings back to Council. The Council of Management are keeping under review the impact of changes in the global economy on our principal sources of income – subscriptions and advertising – and on our costs. Significant changes in these might require a revision of the Reserves Policy.

Review of policy

The Trustees review this Reserves Policy on an annual basis.

Going Concern

Bearing in mind current trading, future plans and existing levels of reserves, the Council of Management has a reasonable expectation that the Society has adequate resources to continue its activities for the foreseeable future. Council has considered the potential adverse effect of the Covid-19 pandemic on the Society. Although there is likely to be a negative impact on advertising revenue and subscription income, the Council of Management believe the existing strategy and core activities of the Society can continue as planned. Accordingly, the Council continues to adopt the going concern basis in preparing the financial statements.

INVESTMENT POLICY AND PERFORMANCE

Under the Articles of Association, the Society is required to invest monies not immediately required for the purposes of the Society, in investments or securities as may be thought fit. The Council of Management has delegated their investment powers to BlackRock, who oversee the everyday interests in the investments and report to the Society on a quarterly basis.

In 2019 the Charity transitioned the investment portfolio to invest in the new BlackRock Charities Growth & Income Fund. The Fund seeks to provide a liquid, risk-aware, diversified investment solution for charity investors. The Fund has twin objectives: it aims to deliver long-term capital growth and a steady income distribution.

The Fund's sustainable investment policy is central to its strategy which closely aligns with the values, ethos and principles of the Society. In addition to specific sector exclusions, such as tobacco and armaments, Environmental, Social and Governance (ESG) criteria is integrated into the investment process as a long-term risk management tool.

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The Society's objective for its investments is to maximise the long-term total return, after providing for the annual income target, which is approximately £300k-£350k, with cautious to moderate risk appetite.

During the year ending 31 December 2020, the portfolio produced an income of £412k (2020: £524k). The value of the portfolio increased to £15.28m (2019: £14.06m).

FUTURE PLANS

We plan to continue development of *The Bone & Joint Journal* as the leading international orthopaedic journal.

We will also further develop our newer titles, *Bone & Joint Open*, *Bone & Joint Research* and *Bone & Joint 360*. We will continue to develop the two new digital platforms, OrthoSearch and OrthoMedia, and build additional features into these services. We will launch a new website to host our journals and to integrate with our other digital information services.

AUDITOR

Crowe U.K LLP has indicated its willingness to be reappointed as statutory auditor for the next financial year.

This report has been prepared taking advantage of the small companies' exemptions within the Companies Act.

Signed on behalf of the Council of Management on 10th June 2022 by:



Martin Bircher
Chairman

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)

Opinion

We have audited the financial statements of British Editorial Society of Bone & Joint Surgery (The) ('the charitable company') for the year ended 31 December 2021 which comprise the Statement of Financial Activities, Balance Sheet, Statement of Cash Flows and notes to the financial statements, including 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 charitable company's affairs as at 31 December 2021 and of its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 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 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 members of the Council of Management's 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 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 members of the Council of Management are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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.

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 this gives rise to a material misstatement in the financial statements themselves. 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.

INDEPENDENT AUDITOR'S REPORT (continued)

TO THE MEMBERS OF BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the annual report, which includes the directors' report prepared 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 annual report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the 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 annual report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate and proper accounting records have not been kept; or
- the 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 (members of the Council of Management)

As explained more fully in the trustees' (members of the Council of Management's) responsibilities statement set out on page 3, the trustees (who are also the directors of the 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 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

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.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

INDEPENDENT AUDITOR'S REPORT (continued)

TO THE MEMBERS OF BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and the Charities Act 2011 together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company for fraud. The laws and regulations we considered in this context for the UK operations were copyright laws, taxation laws and General Data Protection Regulation (GDPR).

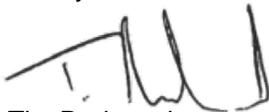
Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be within the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Council of Management about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, reviewing accounting estimates for biases, reviewing any regulatory correspondence with the Charity Commission and reading minutes of meetings of those charged with governance.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members 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 charitable company and the charitable company's members as a body for our audit work, for this report, or for the opinions we have formed.



Tim Redwood
Senior Statutory Auditor
For and on behalf of Crowe U.K. LLP, Statutory Auditor, London

13 June 2022

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
STATEMENT OF FINANCIAL ACTIVITIES
(Incorporating an Income and Expenditure Account)
FOR THE YEAR ENDED 31 DECEMBER 2021

Unrestricted Funds	Notes	2021	2020
		£	£
Income from			
<i>Charitable activities</i>			
Subscriptions	3	1,336,047	1,261,791
Reprints and royalties		32,986	54,403
Online sales and Open Access		426,152	456,186
Other income		14,250	6,640
<i>Other trading activities</i>			
Rental income		122,620	119,332
Advertisements		138,171	149,164
<i>Investments</i>			
Interest receivable	5	167	1,938
Income from investments	4	412,537	524,294
Total income		<u>2,482,930</u>	<u>2,573,748</u>
Expenditure on			
<i>Raising funds</i>			
Advertisements		35,004	37,934
Investment manager's fees		58,463	47,536
Property costs		11,794	11,900
		<u>105,261</u>	<u>97,370</u>
<i>Charitable activities</i>			
Publishing and marketing the Journals		1,886,466	1,768,356
Providing orthopaedic information via the website		188,329	211,889
Disseminating the Journals as widely as possible		80,768	46,366
Providing publishing services		165,574	134,701
	6	<u>2,321,137</u>	<u>2,161,312</u>
Total expenditure		<u>2,426,398</u>	<u>2,258,682</u>
Net income before investment gains and losses		56,532	315,066
Net gains / (losses) on investments		1,248,141	893,265
Net income and net movement in funds		<u>1,304,673</u>	<u>1,208,331</u>
Total funds brought forward		<u>19,815,623</u>	<u>18,607,292</u>
Total funds carried forward		<u>21,120,296</u>	<u>19,815,623</u>

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
BALANCE SHEET
AS AT 31 DECEMBER 2021

	Notes	Total 2021 £	Total 2020 £
FIXED ASSETS			
Intangible assets	7	234,437	136,711
Tangible assets	8	836,952	810,434
Investments	9	18,132,958	16,884,817
		<u>19,204,347</u>	<u>17,831,962</u>
CURRENT ASSETS			
Debtors	10	450,144	425,602
Cash at bank and in hand		2,260,599	2,324,102
		<u>2,710,743</u>	<u>2,749,704</u>
CREDITORS: amounts falling due within one year	11	<u>784,485</u>	<u>755,372</u>
NET CURRENT ASSETS		1,926,258	1,994,332
CREDITORS: amounts falling due more than one year	12	10,309	10,671
NET ASSETS		<u>21,120,296</u>	<u>19,815,623</u>
FUNDS			
Unrestricted funds	14		
General		19,316,620	18,130,157
Fixed assets		1,071,389	947,145
Revaluation reserve		441,503	416,503
Designated - charitable donations		290,784	321,818
		<u>21,120,296</u>	<u>19,815,623</u>

These financial statements were approved and authorised for issue by the Council of Management on 10th June 2022 and signed on their behalf by:

Chairman



Martin Bircher

Treasurer



Fergal Monsell

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
STATEMENT OF CASHFLOWS
FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	2021 £	2020 £
Cash flows from operating activities			
Net cash used in operating activities	(a)	(266,429)	(229,032)
Cash flows from investing activities:			
Dividends, interest & rents from investments		412,537	524,294
Purchase of fixed assets		(69,269)	(16,026)
Purchase of intangible assets		(140,341)	(132,536)
Proceeds from sales of investments		-	2,343,730
Purchase of investments		-	(2,421,988)
Net cash provided by investing activities		202,927	297,474
Change in cash and cash equivalents in the year		(63,502)	68,442
Cash and cash equivalents brought forward		2,324,101	2,255,660
Cash and cash equivalents carried forward	(b)	2,260,599	2,324,102

a) Reconciliation of net incoming resources to net cash inflow from operating activities	2021 £	2020 £
Net income / (expenditure) for the year	1,304,673	1,208,331
<i>Adjustment for:</i>		
Depreciation and amortisation charges	85,206	77,782
(Gains) / losses on investments	(1,248,141)	(893,265)
Dividends, interest and rents from investments	(412,537)	(524,294)
Loss on disposal of fixed assets	161	-
(Increase) / decrease in debtors	(24,542)	12,289
Increase / (decrease) in creditors	28,751	(109,875)
Net cash used in operating activities	(266,429)	(229,032)

b) Analysis of cash and cash equivalents	2021 £	2020 £
Cash in hand	2,260,599	2,234,102
	2,260,599	2,234,102

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

1. ACCOUNTING POLICIES

a) Charity information

The Society is a registered charity in England and Wales and a company limited by guarantee (company number: 522061). The liability in respect of the guarantee, as set out in the memorandum, is limited to £1 per member of the company. There are 49 members. It is a Public Benefit entity, governed by its Articles of Association, updated and adopted by the members of the Society on 31st May 2019.

The Society's Charity Commission registration number is 209299 and its registered address is 22 Buckingham Street, London, WC2N 6ET.

b) Basis of preparation

The financial statements have been prepared under the historical cost convention as modified by the revaluation of investments and in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102), the Companies Act 2006 and the Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) - effective 1 January 2015.

The functional currency of the Society is considered to be GBP because that is the currency of the primary economic environment in which the group operates. The consolidated financial statements are also presented in GBP.

After making enquiries, and in discussing the issues and impact of the Covid-19 pandemic as stated on page 7, the Council of Management have a reasonable expectation that the Society has adequate resources to continue its activities for the foreseeable future. The trustees are not aware of any material uncertainties about the Society's ability to continue and accordingly, they continue to adopt the going concern basis in preparing the financial statements.

c) Critical accounting judgements and key sources of estimation uncertainty

In the application of the Society's accounting policies, which are described in this note, the Council are required to make judgements, estimates, assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

The principle accounting policies adopted, judgements and key sources of estimation uncertainty in the presentation of the financial statements are included in the accounting policies below. Those connected to the capitalisation of intangible fixed assets and revaluation of investment properties are considered to be those with the most significant impact on the financial statements.

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

d) Depreciation

Depreciation is charged on an asset when it has been brought into use. Depreciation is provided on the cost of assets, in equal annual instalments, over the estimated useful lives of the assets. The rates of depreciation are as follows:

Freehold premises	Over 50 years
Long leasehold premises	Over 50 years
Computer equipment	33% per annum
Other equipment	20% per annum
Fixtures and fittings	10% per annum

Land included within Freehold premises is not depreciated.

e) Intangible assets

Intangible fixed assets represent software costs and website development costs capitalised in accordance with FRS102. These are stated at historical cost and amortised on a straight-line basis over the period which revenue is expected to be generated (3years).

Amortisation is recognised in the Statement of Financial Activities as part of expenditure and is allocated across the expenditure headings on the same basis as Support & Governance costs.

f) Translation of foreign currencies

Transactions in foreign currencies are converted into sterling using the prevailing rate of exchange. There is also a rate pre-determined by the Council of Management which is used throughout the period.

Assets and liabilities at the period end which are denominated in foreign currency are translated at the rates ruling at the balance sheet date. Exchange differences arising on translation are dealt with in the Statement of Financial Activities.

f) Investments

Investments are revalued to market value as at the balance sheet date and the surplus or deficit of this revaluation is shown as unrealised gains or losses on the face of the Statement of Financial Activities. The differences between the carrying value (or cost if acquired during the period) and the proceeds of investments disposed of are shown as realised investment gains or losses in the Statement of Financial Activities.

Investment properties are stated at their market value at the balance sheet date. No depreciation is provided for in respect of investment properties in accordance with FRS102. Such properties are held for their investment potential and not for consumption within the business.

g) Pensions

Retirement benefits to certain employees are funded by contributions from the Society, which are paid into their personal pension schemes and charged against the results for the period in which they become payable.

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. ACCOUNTING POLICIES (Continued)

h) Fund accounting

General funds are available for use at the discretion of the Council of Management in furtherance of the objects of the Society.

Designated funds comprise general funds which have been set aside at the discretion of the Council of Management for specific purposes.

i) Income

All income is accounted for on a receivable basis and is stated net of discounts. Any income restricted to future accounting periods is deferred and recognised in those accounting periods. Investment income is accounted for on an accruals basis. Rental income is recognised in the period to which it relates, based on the operating lease agreement.

Subscription income is recognised over the period during which the subscriber is entitled to the benefits of the subscription. Sales income is recognised in the period in which a sale takes place. Investment income is recognised based on the ex-dividend date.

j) Expenditure

All expenses are accounted for on an accruals basis. Irrecoverable VAT is included with the item of expense to which it relates.

Expenditure on raising funds comprise those costs directly attributable to managing the investment portfolio and the costs of advertising in the journal publications.

Expenditure incurred in connection with the specific objects of the Society is included under the heading "charitable activities". This would include the costs of journal publications. Expenditure on charitable activities has been directly allocated to the main areas of expenditure where possible, and the remainder has been proportionally allocated on the basis of staff time spent in each area. Support costs comprise staff costs together with the general overheads of the Society. Governance costs are those incurred in connection with compliance with constitutional and statutory requirements.

k) Financial Instruments

Financial assets and financial liabilities are recognised when the Society becomes a party to the contractual provisions of the instrument.

Additionally, all financial assets and liabilities are classified according to the substance of the contractual arrangements entered into. Financial assets and liabilities are initially measured at transaction price (including transaction costs) and are subsequently re-measured where applicable at amortised cost with the exception of Investments which are held at fair value.

Assets and liabilities held in foreign currency are translated to GBP at the balance sheet date at an appropriate year end exchange rate.

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

2. TURNOVER

Analysis of subscription income by geographical area is as follows:

	2021	2020
	%	%
United Kingdom	30	30
Europe	17	16
USA	15	14
Rest of the world	38	40
	<u>100</u>	<u>100</u>

3. SUBSCRIPTIONS AND DEFERRED INCOME

	2021	2020
	£	£
Subscription income received	1,292,779	1,292,337
Release of prior year	524,774	494,228
Deferred in period	(481,506)	(524,774)
	<u>1,336,047</u>	<u>1,261,791</u>

4. INCOME FROM LISTED INVESTMENTS

	2021	2020
	£	£
Income from listed investments – UK	412,537	524,294
– Foreign	-	-
	<u>412,537</u>	<u>524,294</u>

5. INTEREST RECEIVABLE

	2021	2020
	£	£
Bank interest	167	1,938
	<u>167</u>	<u>1,938</u>

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

6. CHARITABLE ACTIVITIES

	Support Costs £	Direct Costs £	2021 Total £	<i>2020 Total £</i>
Publishing and marketing the Journals	346,680	1,539,786	1,886,466	1,768,356
Providing orthopaedic information via the website	49,734	138,595	188,329	211,889
Disseminating the journals as widely as possible	49,734	31,034	80,768	46,366
Providing publishing services	<u>24,867</u>	<u>140,707</u>	<u>165,574</u>	<u>134,701</u>
	<u>471,015</u>	<u>1,850,122</u>	<u>2,321,137</u>	<u>2,161,312</u>

	2021 £	<i>2020 £</i>
Support costs are represented by:		
Salaries	116,000	148,417
HR Consultancy	4,768	4,768
Training	4,894	2,166
Travelling	2,535	7,957
Repairs and maintenance	57,425	31,257
Depreciation	46,699	77,782
Staff recruitment	13,686	750
IT Costs	45,104	45,897
Entertaining	3,017	7,199
Stationery	152	1,999
Postage	2,090	876
Telephone and fax	7,332	9,481
Sundry expenses	8,172	8,136
Insurance	13,475	12,997
Exchange (gains) / losses	16,260	(22,441)
Legal and professional	16,903	14,712
Bank charges	6,532	6,479
Cleaning	6,276	7,197
Lighting and heating	6,496	7,203
Rates and water rates	21,454	21,914
Archive and library restoration	-	295
Accountants fees	45,772	35,513
Audit and accountancy	23,768	14,558
Bad debts	2,206	1,350
	<u>471,016</u>	<u>446,462</u>

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

Employee costs during the year:	2021	<i>2020</i>
	£	£
Wages and salaries	739,088	681,347
Social security costs	71,585	79,122
Other pension costs	63,127	58,768
Health and life insurance	14,542	13,817
	<u>888,342</u>	<u>833,054</u>

	No.	<i>No.</i>
The average number of employees, who were all involved in the direct charitable activities was	18	18

The number of individuals who earned greater than £60,000 during the year was as follows:

£60,001 - £70,000	-	1
£70,001 - £80,000	1	-
£90,001 - £100,000	-	-
£100,001 - £110,000	-	-
£110,001 - £120,000	-	1
£120,001 - £130,000	1	-

The key management personnel of the Society (excluding the Council of Management) are the Senior Management Team as defined on page 1 total remuneration paid to these individuals was £354,668 during the year (2020: £399,454)

Members of the Council of Management received no remuneration during either the current or preceding financial years. Expenses relating to travel and subsistence of £185 (2020: £4,163) were paid on behalf of 1 (2020: 5) member of the Council of Management during the year.

During the year the Society made termination payments totalling £27,174 (2020: nil) and £16,080 was outstanding at year-end (2020: nil).

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

7. INTANGIBLE FIXED ASSETS

	Software	Website	Ortho Products & Trademarks	Assets under construction	Total
	£	£	£	£	£
Cost					
At 1 January 2021	16,836	363,463	-	132,536	512,835
Additions	-	-	105,341	35,000	140,341
Disposals	(884)	-	-	-	(884)
Transfer	-	-	132,536	(132,536)	-
At 31 December 2021	<u>15,952</u>	<u>363,463</u>	<u>237,877</u>	<u>35,000</u>	<u>652,292</u>
Amortisation					
At 1 January 2021	15,689	360,435	-	-	376,124
Charge for the year	917	3,028	38,670	-	42,615
Disposals	(884)	-	-	-	(884)
At 31 December 2021	<u>15,722</u>	<u>363,463</u>	<u>38,670</u>	<u>-</u>	<u>417,855</u>
Net book value					
At 31 December 2021	<u>230</u>	<u>-</u>	<u>199,207</u>	<u>35,000</u>	<u>234,437</u>
<i>At 31 December 2020</i>	<u>1,147</u>	<u>3,030</u>	<u>-</u>	<u>132,536</u>	<u>136,711</u>

Assets under construction at year end relates to development of the new BJJ website. The transfer of £132,536 relates to the Orthosearch platform going live during 2021.

8. TANGIBLE FIXED ASSETS

	Freehold premises £	Equipment £	Fixtures & fittings £	Total £
Cost				
At 1 January 2021	1,100,000	141,485	113,611	1,355,096
Additions	64,685	4,511	73	69,269
Disposals	-	(11,289)	(8,235)	(19,524)
At 31 December 2021	<u>1,164,685</u>	<u>134,707</u>	<u>105,449</u>	<u>1,404,841</u>
Depreciation				
At 1 January 2021	391,138	87,060	66,464	544,662
Charge for the year	16,329	19,857	6,403	42,589
Disposals	-	(11,083)	(8,279)	(19,362)
At 31 December 2021	<u>407,467</u>	<u>95,834</u>	<u>64,588</u>	<u>567,889</u>
Net book value				
At 31 December 2021	<u>757,218</u>	<u>38,873</u>	<u>40,861</u>	<u>836,952</u>
<i>At 31 December 2020</i>	<u>708,862</u>	<u>54,425</u>	<u>47,147</u>	<u>810,434</u>

Included within freehold property is land with an estimated cost of £366,600 which has not been depreciated.

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

9. INVESTMENTS HELD AS FIXED ASSETS

LISTED INVESTMENTS	2021	2020
	£	£
Market value		
At start of the period	14,059,817	13,088,294
Additions	-	2,421,988
Disposals	-	(2,343,730)
Net gains	1,223,141	893,265
	<u>15,282,958</u>	<u>14,059,817</u>
Market value of investments at end of the period	15,282,958	14,059,817

These investments are held fully in the BlackRock Charities Growth & Income Fund, which is a mix of equity, fixed interest and other

INVESTMENT PROPERTIES	2021	2020
	£	£
Market Value		
At start of the period	2,825,000	2,825,000
Revaluation gains / (losses)	25,000	-
	<u>2,850,000</u>	<u>2,825,000</u>
Market value at end of the period	2,850,000	2,825,000

A full re-valuation of the Society's investment properties in Buckingham Street and John Adam Street was carried out as at 31 December 2021 based upon a professional valuation undertaken by Third Sector Property, Chartered Surveyors. The valuation of both the commercial and residential property was undertaken by members of the Royal Institution of Chartered Surveyors (RICS) and the valuations approved by RICS Registered Valuers. The valuation had regard to recent sale prices and rental yields for similar properties in a similar location to those owned by the Society.

10. DEBTORS	2021	2020
	£	£
Trade debtors	181,590	95,441
Other debtors and accrued income	154,364	217,500
Prepayments	114,190	112,661
	<u>450,144</u>	<u>425,602</u>
	450,144	425,602

BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY (THE)
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

11. CREDITORS: amounts falling due within one year	2021	<i>2020</i>
	£	£
Trade creditors	113,095	65,070
Other taxes and Social Security	39,739	26,700
Other creditors	31,475	27,681
Accruals and deferred income	600,176	635,920
	784,485	755,371

12. CREDITORS: amounts falling due more than one year	2021	<i>2020</i>
	£	£
Accruals and deferred income	10,309	10,671

13. PENSION SCHEME

The Society makes payments to certain employees' personal schemes. During the year £63,127 (2020: £58,768) was charged to the Statement of Financial Activities.

14. FUNDS

Statement of funds – current year

	At 1 January 2021	Income	Expenditure	Gains/ (losses)	Transfers	At 31 December 2021
	£	£	£	£	£	£
Unrestricted funds						
Designated fixed asset	947,145	-	-	-	124,244	1,071,389
Designated charitable donations	321,818	-	(31,034)	-	-	290,784
Revaluation reserve	416,503	-	-	25,000	-	441,503
General funds	18,130,157	2,482,931	(2,395,366)	1,223,141	(124,244)	19,316,620
Total unrestricted funds	19,815,623	2,482,931	(2,426,399)	1,248,141	-	21,120,296

The Council of Management have set aside £1,071,389 (2020: £947,145) into a designated fund to reflect the amount of funds held as tangible and intangible fixed assets.

THE BRITISH EDITORIAL SOCIETY OF BONE AND JOINT SURGERY
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

Statement of funds – prior year

	At 1 January 2020 £	Income £	Expenditure £	Gains/ (losses) £	Transfers £	At 31 December 2020 £
Unrestricted funds						
Designated fixed asset	876,366	-	-	-	70,779	947,145
Designated charitable donations	321,818	-	-	-	-	321,818
Revaluation reserve	416,503	-	-	-	-	416,503
General funds	16,992,605	<u>2,573,748</u>	<u>(2,258,682)</u>	<u>893,265</u>	<u>(70,779)</u>	18,130,157
Total unrestricted funds	<u>18,607,292</u>	<u>2,573,748</u>	<u>(2,258,682)</u>	<u>893,265</u>	-	<u>19,815,623</u>

15. CAPITAL COMMITMENTS

Capital works of £735k were contracted for as at 31 December 2021 (2020: £0) relating to website development.