



The LankellyChase Foundation

Annual report and financial statements for the year
ended 31 March 2024

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Statutory information

The LankellyChase Foundation ('the Foundation') is a charitable company limited by guarantee and is incorporated in the United Kingdom (no. 5309739). The registered office address is Greenworks, Dog & Duck Yard, Princeton Street, London WC1R 4BH.

Legal and administrative information

The Foundation is governed by its Memorandum and Articles of Association and registered as a charity (no. 1107583). The Directors of the Charitable Company are the Trustees of the charity for the purposes of charity law and throughout this report are referred to as 'the Trustees'.

The following details are for the year ended 31 March 2024 and also include changes up to the date on which the accounts were signed.

Trustees	Asif Afridi (R)	Chair
	Myron Rogers (I,R)	
	Amanda Hailes	
	Marai Larasi (I)	
	Darren Murinas (R)	
	Baljeet Sandhu (I)	
	Robin Tuddenham (I)	Retired 28 th June 2023

(I) indicates members of the Investment Committee

(R) indicates member of the Resources and Risk Committee

Any individual Trustee has the right to attend any committee meeting.

Staff team	Edel Brady-Jackson	Administrator, Place Action Inquiry
	Dominic Burke*	Investment Director
	Lisa Clarke	Action Inquiry Manager
	Jessica Cordingly*	Director (left on 31 st March 2024)
	Julian Corner*	Chief Executive
	Karen Crompton*	Director
	Renee Davis	Communications Manager
	Joe Doran	Action Inquiry Manager (left on 2 nd January 2024)
	Oliver French	Action Inquiry Manager (left on 30 th September 2024)
	Carrina Gaffney	Action Inquiry Manager
	Rachael Gibbons	Action Inquiry Manager (left on 30 th September 2024)
	Ania Jeleniewska-Kaczmarczyk	Head of Finance
	Anita Kamya	Finance Assistant
	Joan Kirungi	Office and Admin Assistant

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Habiba Nabatu*	Director
Jenny Oppenheimer	Action Inquiry Manager (left on 31 st March 2024)
Cathy Stancer*	Director
Jyotsna Ram	Action Inquiry Manager (left on 30 th September 2024)
Clare Neville	Interim Executive Assistant (left on 24 th May 2023)
Emma Perry	Executive Assistant/Governance Coordinator (started on 1 st March 2024)
Kate Shurety	Interim Director (started on 26 th February 2024)

Key management personnel Although in a small staff team every member is considered to be key, for the purposes of the Statement of Recommended Practice (SORP 2015), those team members marked * have been designated as key management personnel.

Principal and registered office Greenworks, Dog and Duck Yard
Princeton Street
London WC1R 4BH

Telephone 020 3747 9930

Website www.lankellychase.org.uk

Company registration number 5309739

Country of registration England and Wales

Country of incorporation United Kingdom

Charity registration number 1107583

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Bankers The Royal Bank of Scotland Group
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Oxfordshire OX11 7LQ

Legal advisors Bates Wells
10 Queen Street Place
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The LankellyChase Foundation

Investment managers

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Baillie Gifford & Co
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Impax Asset Management
7th Floor 30 Panton Street, London SW1Y 4AJ

Liontrust Asset Management plc
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Montanaro Asset Management Ltd
53 Threadneedle Street, London EC2R 8AR

Stewart Investors
23 St Andrew Square, Edinburgh EH2 1BB

Report of the Trustees

Introduction

In July 2023, we announced the concluding phase of Lankelly Chase Foundation's work. We said:

"We will relinquish control of our assets, including the endowment and all resources, so that money can flow freely to those doing life-affirming social justice work."

As we set out in last year's annual report, this choice emerged from the learning we had gathered from our action inquiries and from the grantees whom we had funded. This learning showed us that the dominant ways in which we currently frame, organise and resource social justice work are hugely problematic for its aims. Everywhere we looked, there were feedback loops reinforcing systems of oppression even in the act of trying to dismantle them.

These feedback loops all relate to power inequities in social justice strategies, including who gets to frame any given societal challenge, who makes decisions about the types of practice considered relevant to that challenge, whose understanding of risk and appropriate funding is centred, whose organisational models are considered legitimate, and who is considered able to hold and invest wealth. Each of these has profound implications for the effectiveness of many organisations that are seeking to pursue charitable purposes for public benefit in the UK today.

Our action inquiries have identified and resourced many examples of community-based practices which show how these feedback loops are not inevitable. There are powerful ecologies of practitioners in communities whose work speaks directly to the deep problems affecting social justice work. Their community-based practices are based on decades, centuries and even millennia of deep wisdoms about the nature of human and non-human resilience and flourishing, the values and economies that support it, and the relational and spiritual disciplines that needed to be relearned. However, these practices remain marginalised by institutional philanthropy precisely because they don't fit dominant understandings of what social justice work should look like. Ironically therefore, transformative practitioners rely on funding from institutions that embody the very systems their practices seek to transform.

Many individuals working within funding institutions see the need to break through this impasse, but this doesn't translate to the level of the institutions themselves which continue to reproduce their own self-perpetuating logic. Even if the conditions were created for those institutions to break with that logic, this wouldn't necessarily liberate them to do the work that is needed, given that spiraling demand for foundations' limited resources is leaving little room or time to create more relevant strategies. There are multiple examples of this at play in UK philanthropy today.

Lankelly Chase reached this impasse in its strategy at roughly the same time as the external context of our mission shifted fundamentally. In recent years, we have had to face the fact

that we are moving into an ever-evolving polycrisis, in which environmental, political, social and economic crises are feeding into and off each other in ways that cannot be controlled by dominant methodologies. This new context dwarfs our previous understanding of the problems we are facing and inevitably its impact is being felt most immediately by the same marginalised communities that our social justice strategies were already failing.

Much of the evidence from our action inquiry work has pointed to the need to think and act systemically to address the complex nature of this polycrisis. It requires responses that build and nurture a long-term ecosystem of change-making. If we are to achieve our mission of challenging injustice and creating the conditions for much healthier systems to emerge, then this requires a move away from short-term grant-making for separate organisations that perpetuates disconnection and limits potential for collective action.

The practices that we have supported through our action inquiries have all centred connectivity, intersectionality, mutuality and equitable participation. We did not do this because we were anticipating the polycrisis, at least not consciously, however it has become increasingly clear that these are precisely the qualities that are needed as we move through a period of unprecedented complexity and consequence. This is why it is so alarming to find such strong systemic barriers to resourcing this work in ways that will allow it to fulfil its potential.

We saw during the pandemic that when a new context renders dominant systems irrelevant, people can set aside previously fixed rules in service of collective work. It therefore seems plausible that the context of the polycrisis might disrupt systems in ways that break the funding impasse. Unfortunately, there is very little evidence to support this hope. While the urgency and gravity of the situation is causing people to search for more effective strategies, that doesn't mean they are searching in the right places. On the contrary, we are witnessing existing strategies and paradigms being pushed even harder, often under the guise of improvement and reform, to the detriment of resourcing alternative practices that are more contextually relevant.

This is why Lankelly Chase has seen the need to act with a different logic. As we said in our announcement last year, we aim to “make space to reimagine how wealth, capital and social justice can co-exist in the service of all life, now and for future generations.” We have concluded that the contradictions and flaws of institutional philanthropy can't be resolved through improvements and reform, through better leadership, through different personnel. We don't need better strategies, we need to take different paths. Our intention in redistributing our endowment is to help show where these paths may lie.

This intention is framed by a series of questions that speak directly to our charitable purposes and our ability to create public benefit. These include:

- Instead of predictability, hierarchy and division, what if we leaned fully into emergence, mutuality, community and interdependence?
- Instead of holding money separately, as the primary asset around which we all dance, what if money was treated as just one resource available to communities, no more valued than other assets and resources, such as people, cultures, trust,

expertise, networks, rituals, knowledge, histories, connection to land and natural environment?

- Instead of keeping us all separate, what if money could help connect us in the way other assets do?
- Instead of outsourcing wealth holding and decision making to remote institutions, enacted through hierarchies of dominance, what if it was integrated into communities where it could be a vital force for transformation?
- Instead of money being controlled by gatekeepers, what if it were allowed to flow where it was needed most, shared rather than granted?

These questions mark the culmination of our action inquiry approach. Engaging with them will take deep and connective work that will challenge our core assumptions about how social justice work is resourced, how money is allocated (if allocated is the right word) and the relationship this requires between people and planet. As we said when we made our announcement: “this will require us to work in deep collaboration with those whose struggle and vision has helped us see that alternative futures are both essential and possible.”

We have been working closely with a number of partners to prepare the ground for redistribution, through consultation, consultancy and co-creation. This preparatory work is crucial because if we redistributed our endowment without attending to what is in the soil, the money would inevitably be drawn into the same feedback loops that are already undermining social justice work. So we are giving this the time and space that it needs.

We know that clarity on our new direction is needed. However, if we move too urgently we will override the wisdom, nuance and potential that needs to come through this work. We will also replicate the exact power dynamics that need to be transformed for deep collaboration. This work is tender, vulnerable and full of ambiguities and tensions. As trustees, we have been holding this very carefully and investing considerable time working through the options and scenarios that will help move the work forward in line with our charitable purposes and in ways that will most benefit those we serve. We are not ready to share this work in this year’s Annual Report but we do intend to publish more detail in the first half of 2025.

In the meantime, we are trying to conduct our transition in ways that minimise the replication and recreation of harms. Since we made the announcement, we have offered assurances that all current grants and contracts will be honoured. In 2023-24, we allocated just over £1m in additional grants where we had concerns about the immediate financial precarity of grantee organisations. This was on top of the final grants we made to conclude our action inquiries. In 2024-25, we have budgeted just over £3m to make further grants to organisations whom we know have a strong reliance on our funding, whose financial position is precarious and whose funding from us has recently ended.

The work of wrapping up some of the inquiries continued until September 2024, particularly to ensure that the networks we have supported or convened are able to transition away from Lankelly Chase successfully, if that is their wish.

We also know that it is important to maintain open channels of communication during periods of high change. Immediately after our announcement, we hosted numerous drop-ins for our grantees to ensure that they fully understood our transition and had an opportunity to share their views. As we formulated our strategy, we consulted with focus groups on the emerging shape and direction. We have spoken at many high profile forums and podcasts, and published a blog explaining the rationale behind our transition. We know that the demand for communication of our transition has so far exceeded our ability to offer clear answers and messages regarding our emergent strategy, but we expect 2025-26 to feel quite different.

The legacy of our work over the last thirteen years, which has been instrumental to our transition, will form a major part of our communication in 2025. Examples of this work may include an archive website, a series of podcasts on the most important themes and learning and in-person community events. We want the legacy work to celebrate our extraordinary grantees, partners and team, as well as offer honesty and reflection on the innovations, tensions, contradictions and mistakes that have brought us to where we are now and our transition.

We set out below some detail of the action inquiry work undertaken in 2023-24.

Nurturing Alternative Realities Action Inquiry

The intention of this theme was to gather together insights and relationships from the **Governance, Knowledge, Narratives** and **Practices** action inquiries, break down any artificial barriers between them, and explore more actively their interconnections. While this was useful for internal conversations, the announcement of Lankelly Chase's transition led to some renewed separation of the workstreams as the funded partners re-focused on the impact of the transition on their work as individuals, organisations and small groups.

The transition meant that we did not pursue new relationships or work. Instead, we consolidated existing relationships by supporting current grantees with additional funding, capacity building, gatherings and preparation for exiting the relationship with Lankelly Chase.

In the Practices and Narratives action inquiries, the work was mainly to support grantees to continue their work while preparing for Lankelly Chase's exit as a funder. The Transformational Governance group are already well on their way to being a self-organising collective while also launching work such as the 'Community Value Exchange.'

In the Knowledge action inquiry, we have mainly been working alongside a group of grant partners who were convened under the theme of 'knowledge justice' in 2021. Individually, these partners have been continuing with their projects across a range of themes and settings, including community advocacy, activism, academia and research, and at the intersection of these. Collectively, the Knowledge group has recruited independent facilitation and documentation support to explore and articulate their shared priorities and interests, including framing a story of their work to last beyond Lankelly Chase funding, undertaking capacity- and field-building work in their own networks, and developing independent collaborations in smaller pairs/groups.

Place Action Inquiry

Over the past year we have continued to transition Lankelly Chase's involvement in our Place work, and explore what it means for us to exit well. We committed £2m in 2023-24 and a further £2m in 2024-25 to enable the place-based teams to resource the steps they need to take as they look to life beyond our funding.

Our ambition has been to co-create a cross-place temporary stewarding group to hold the next phase of work, enabling us to have more collective conversations as to what we have learnt from Place, what this is telling us, and its future work. In December 2023 we invited representatives from across Lankelly Chase's Place work to explore being part of this group. Members of the group currently include representation from Trustees, Places, LocalMotion, Lankelly Chase place staff, Social Change Nest, and two independent process holders. Between us, we've spent several years exploring the conditions to devolve decision-making and to support the critical connections between people in and across communities.

The Stewarding group has over the past year been exploring the support mechanisms to hold where it goes next. Cross-place visits and facilitated discussions have highlighted both similarities and differences in terms of ways of being in and holding the work. It is expected that the differences will influence where, how and who will shape future collaborations in place work in 2025/26.

For the second part of 2024, representatives from the stewarding group have been in a live participatory resource allocation process looking at the distribution of funding pots provided by Lankelly Chase for 2025-26.

This experiment will draw specifically on learning from the work of four Groups with whom Lankelly Chase been exploring how to devolve decision-making: the Disruptive Explorers in Barking & Dagenham, the Community Bridgebuilders in Gateshead, the Greater Manchester Systems Changers and the Marmalade Planning Group in Oxford. The intention also to contribute to, and benefit from, the experience of others engaged in similar work across and beyond the UK.

Everyone involved is committed to collaboration, time will tell whether that is with the current configuration of stewarding group members or a wider and or distributed groups of collaborators who will drive the evolution of Place-based approaches beyond funding from Lankelly Chase.

We also contributed £1m to LocalMotion, alongside four other funders, as we remain committed to its principles of collaboration between funders and places, and the devolution of decision making to local groups.

Greater Manchester

The Core Group in Greater Manchester is exploring and revealing its appetite for what it could become without Lankelly Chase. They are asking partners to reflect and share wisdom on the following types of questions:

- What binds us beyond money? For example, in our work or community, can we name some of the systems (themes) we are trying to resist or nurture into being?
- What is our dream for this collective/network to become?
- What are the principles that could guide us?
- What is the life-affirming infrastructure that might make this all become a reality?

The core team is expanding slightly in 2024-25 to include additional members in a role called Temporary Stewards. Expanding the core group signifies a crucial step towards more decentralised decision-making and community organising as the group moves into a commitment for collaborative work beyond Lankelly Chase.

Learning into Liberation

Learning into Liberation was developed through 2023-24 as a space for some of our grantees to engage in learning and unlearning around the language and logics of competition, capital, philanthropy and institutional grant giving. The work has been taking place with the temporary stewards in Greater Manchester, alongside their usual meetings exploring relationships to money and practice.

Working on the important writings and reflections of actors like bell hooks and their explicit naming of 'the system' as white supremacist, heteropatriarchal etc, the space endeavoured to create conditions for Lankelly Chase staff and partners to explore and own language that gives vindication and (in some part) explanation to the 'illogic'. Work completed in September 2024 and it is hoped it will feed into the next iteration of Lankelly Chase's work.

Movements

We have been investing in movement enabling organisations since 2018, and since 2020 this work took on more urgency when it became obvious that most institutions lacked the practice or trust to organise communities in the midst of Covid. In 2023-24, we recontextualised this work as part of our focus on the polycrisis, and acknowledged that the issues that movements are responding to are not contained by borders. Our funding took on a stronger international focus, framed as: 'what is required to move flexible money to movements globally?'.

The work undertaken in response to this question fell into two categories:

1. **Regranters.** We have funded War on Want to work with other movement regranters to move £2m to movements across the globe over 2024-2026. A learning element has been intentionally built into this, to maximise the opportunities for other foundations and re-granters to build on this prototype.
2. **Fiscal hosts.** We have supported development work to scope the potential for a values-driven, movement-aligned fiscal host for pan-European movements work. We also funded two research projects — one in partnership with the Human Rights Funders Network and another with the Prospera Secretariat — on fiscal sponsorship, which raised valuable perspectives on why values-based fiscal

sponsorship is more expensive, key considerations in deciding whether a fiscal sponsor is right for you, common tensions in fiscal sponsor relationships and how to navigate them, and what philanthropy can do immediately to make fiscal sponsorship better for everybody.

Investment

As part of the preparation for our transition, our Resourcing Social Movements Lead and Investment Director collaborated on research exploring best practice in community stewarded capital strategies. Thirty five organisations in the UK, US, and Europe were interviewed. Organisations included a mix of foundations seeking to shift power to communities, community organisations and Lankelly Chase grantees.

Key insights:

- There is a wealth of learning from participatory grant making for participatory investment and redistribution initiatives, but key differences exist. For example, large amounts of capital put an additional weight of responsibility on communities that alter power dynamics plus 'investment' decisions, which usually carry an expectation of 'return of capital', require additional capacity building for communities around financial confidence and skill sets. However, the learning clearly illuminated under-utilisation of vital knowledge held within communities.
- Traditional foundations should strongly consider 'closing the gap' between investment and grant making functions, currently separated from each other. Without this, foundations cannot confidently say that their investment decisions are not undermining their grant making. Strategies for doing so include bringing in more grantee and social movement involvement in investment decisions, starting first with the 'outcome' to be achieved (defined with communities) and then working out whether investments, grant funding or a mixture is most appropriate (diversifying the financial toolbox), and transitioning to non-extractive investments.
- Non-extractive investment practices are terms that work for the community. This requires mindset shifts in the investor community around 'returns' and 'risk', including returns going to communities first and institutional investors bearing higher risk.

THE LEGAL REQUIREMENTS

The objects of the Foundation

The Foundation's objects are to promote any charitable purposes under the law of England and Wales. The Trustees define the policies that underpin the Foundation's programmes and throughout 2023-24 the work of the Foundation continued to be shaped by the following vision and mission statement. As outlined in the Introduction to this report., this statement will be subject to change as we start to operationalise the next phase of our work, and that will be reflected in next year's report:

Our vision is of world healed by justice, equity and inclusion, where all people can live with dignity and opportunity in supportive communities.

Our belief is this can only be achieved if we fully embrace the interdependent nature of our existence.

Our mission is not one we can undertake alone. We work with partners to change systems of injustice and oppression that result in the mental distress, violence and destitution experienced by people subject to marginalisation in the UK.

Our role is to resource activity where people can come together to explore what it means to reveal, question and dismantle systems that perpetuate disadvantage, or to explore how to heal, reimagine and renew systems so that all people can live with dignity and opportunity in supportive communities.

Values

Determined: real change takes tenacity, kindness and commitment. We work with humility and the knowledge that there are no simple answers.

Open: we want to build relationships based on shared humanity, kinship and respect. We are always open to new ideas and evidence and we share whatever we learn for the benefit of everyone.

Reflective: we want to find out what really works. We challenge assumptions and we use feedback as a powerful tool for learning.

History

The LankellyChase Foundation is the amalgamation of two grant-making trusts, the Lankelly Foundation and the Chase Charity.

The Chase Charity was established on 18 May 1962 and the Lankelly Foundation on 18 March 1968. On 9 December 2004, the two Trustee bodies amalgamated the trusts and the new LankellyChase Foundation was incorporated.

Structure, governance and management

The Board of Trustees administers the Foundation. The Board appoints Trustees who then serve for four years, after which they may be re-appointed to serve one further term of up to four years. In exceptional circumstances a Trustee may, if agreed unanimously by the Board, be asked to serve an additional four-year term. The Chair is appointed by the Trustees and serves for a maximum of two three-year terms.

Periodically the Board reviews the range of skills among Trustees and may recruit new Trustees to fill any gaps in the skillset of the Board. New Trustees have historically been recruited through external competition, a process that may be complimented or superseded by the use of the Foundation's networks to identify individuals who may not be reached by more traditional methods. In addition to making appointments based on the skills, values and connections deemed necessary by the Board, new Trustees may be recruited to bring challenge and alternative perspectives. This ensures the Board and the method of governance continues to evolve.

The full Trustee Board currently meets three times a year to manage the Foundation ("business meetings"), and three times a year for strategic work ("strategic meetings"). This is in addition to whole team and Board strategic away days. The day-to-day administration continues to be delegated to the Chief Executive who is supported in this by the wider staff team.

The Board of Trustees currently has two sub-committees. They are:

- The Resources and Risk Committee which oversees the main risk and audit requirements, and monitors and reviews budgets and human resources.
- The Investment Committee (Chaired by the Chair of the Foundation) which oversees the management of the Foundation's assets, as delegated by the full Board.

Risk management

The Trustees are responsible for establishing and monitoring Lankelly Chase's internal control systems. Until March 2024, the risk register was presented to the Resources and Risk Committee annually.

Since our new strategy has introduced high levels of change, the risk register is presented for review to the whole Board at each Board meeting and is available to all Trustees upon request. The Trustees' approach to risk is to manage rather than eliminate, and view risks as opportunities to be taken, not just threats. Currently, Trustees are satisfied that the system of internal controls in place is adequate, and these internal controls are reviewed as part of the day-to-day management processes within the Foundation.

The risk register is a live document which is held collectively by the staff team and reviewed and updated monthly, and many of the risks identified remain live within the work. There is also a strong understanding at Executive and Board-level that much of the work we are engaged in might involve more risk than other funders would be comfortable with. However, we have management processes in place to manage those risks where possible, and we consider both success and failure to be crucial parts of the change journey.

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The Trustees have held that the principal risk to Lankelly Chase is that it does not fulfil its core mission of changing systems of injustice and oppression, and this is what led to our decision not to continue as a legacy institution of philanthropy. We are currently identifying the new strategic and operational risks that face us as we determine the alternative futures for our assets. These risks will continue to be managed as per the process above.

Public benefit requirement

The Trustees aim to meet their public benefit responsibilities, as laid out in Section 17 of the Charities Act 2011, by using the Foundation's resources to support agencies that seek to enable some of the most disadvantaged people in our society to lead full and independent lives.

Review of grant activity

Portfolio Teams – teams predominantly made up of Lankelly Chase colleagues with expertise across the organisation – continued to be the primary method by which grant proposals were discussed and agreed in the year 2023-24. The Executive Committee as a formal meeting place remains effectively dissolved, although the entity and mandate remain to provide delegated authority to Portfolio Teams.

The mandate for Portfolio Teams is as below:

Each team will reflect the diversity of roles and experiences of the Organisation – and will include both internal and external facing Lankelly Chase roles. The teams may include third party participants. The quorum is three members as approved by Resources and Risk Committee on 29th September 2021. The budget is delegated to the Portfolio Team by the Board following a formal request from the Portfolio Team. Third party participants may be allocated voting rights on financial allocation – provided there is no conflict of interest e.g. awarding that participant money. Portfolio Teams will flag to Trustees if the grants are deemed to be political and/or unusual in nature of risk e.g. controversial. Additionally, all grant requests above the upper delegated limit (£404,817 in 2023/24) must be referred to the Board.

Devolved decision-making in Place

Decision making has been devolved to local 'Coordination Teams' (also known as 'core teams') in the places where Lankelly Chase has been working in a deep and sustained way – Barking and Dagenham, Oxford, York, Greater Manchester and Gateshead. The process we are using is as follows:

- The place leads from Lankelly Chase and the Coordination Team in the local area have put in place an agreed set of processes regarding risk management, operations and due diligence before any decision-making has been devolved. These have been reviewed and signed off by the Resourcing Team in a process approved by Trustees.
- The requirement for Lankelly Chase staff members to be present when Coordination Teams make financial decisions was removed by the Board in December 2023.

The 'How' Team

The 'How' team is working to a different mandate, as approved by Trustees, which further devolves decision-making to allow for this to be more nimble and autonomous, whilst maintaining scrutiny, fairness and accountability. It covers the following:

- Decisions up to £11,879 can be made by an individual, up to a limit of £50,000 per person, per year.
- Decisions up to £59,394 can be made by a proposer with a seconder drawn from the wider 'How' team on a rotational basis, up to a limit of £250,000 per proposer, per year.

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- Decisions over £59,394 and up to a maximum of £404,817 require discussion with, and sign-off by, the entire (quorate) team.
- All decisions need to be minuted and logged in the tracking spreadsheet.
- All decisions made are reviewed by the whole 'How' team at the business meetings, which happen monthly.

For 2023/24, the How Portfolio Team was reorganised into three sub-teams – 'Movements', 'Investments' and 'Nurturing Alternative Realities (NAR)'. All three continues to operate under the existing How Portfolio Team mandate, however Movements also began work to set up a further devolved decision-making process to redistribute a dedicated fund. This process will be completed by September 2024, and will be ratified by the Board.

Organisation	Strategic Area	Description	Grant amount (£)
Active Oxfordshire	Oxford	Delivery of Active Neighbourhood Scan interventions	40,000
Adira Mental Health and Wellbeing Services CIC	Comms	To fund phase 2 of Weave	5,000
Advocacy Academy	Resourcing Movements	Core funding	100,000
African Families in the UK (AFIUK) CIC	Oxford	Parent Power Staffing and Core funding	21,012
African Families in the UK (AFIUK) CIC	Oxford	Parent Power Staffing and Core funding	29,124
African Families in the UK (AFIUK) CIC	Oxford	Resident Writer	1,300
African Families in the UK (AFIUK) CIC	Oxford	Towards leading work with teenage children	18,140
Age UK Gateshead Limited	Gateshead	To extend the employment contracts of the bridgebuilders for 12 months	20,030
Alleyne& CIC	NAR	To enable equitable participation in collective activities with the Knowledge Justice group	8,284
Alleyne& CIC	Care grants	Core funding	30,000
Änderwerk gGmbH	Resourcing Movements	Exploring infrastructures to better resource and support movements & collectives in Europe	65,000

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Anne Matthews Trust	NAR	Research about reparations and organisations from a non-developmental international aid perspective	70,000
Antonia Spencer	NAR	To explore the concept of destruction as generative force	20,000
Antz Junction	Network	Experimenting new ways of funding advocacy	7,000
Ariadne Network (Global Dialogue)	Resourcing Movements	Towards work with Edge Funders Alliance	10,000
Article 11 Trust	Resourcing Movements	Core funding	50,000
Article 11 Trust	Resourcing Movements	Towards Groups responding to the Gaza crisis	22,000
Arts at the Old Fire Station	Oxford	Infrastructure Communications	24,900
Arts at the Old Fire Station	Oxford	Storytelling development	32,500
Arts at the Old Fire Station	Oxford	Staff time	24,631
Arts at the Old Fire Station	Oxford	Learning development	30,000
BAC-IN CIC	Comms	Book launch	10,000
Barking and Dagenham Giving	Barking and Dagenham	Disruptive Explorers Collective	220,000
Basic Income Earth Network (BIEN)	NAR	To support development of the regional hubs	50,000
Bensham Grove Community Centre	Gateshead	To extend the employment contracts of the bridgebuilders for 12 months	18,102
Bensham Grove Community Centre	Gateshead	Core funding	70,850
Bensham Grove Community Centre	Gateshead	Unique Bensham Women - Building Bridges for Gateshead Women	1,750
Beyond the Rules via Dark Matter Laboratories Limited	NAR	Phase 3 of BTR including movement orchestration	200,000
Birmingham Pathfinder CIC	Care grants	Core funding	200,000
Birmingham Pathfinder CIC	Place (others)	Core funding	21,992

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Black Protest Legal Support via The Article 11 Trust	Resourcing Movements	Core funding	20,000
Breathe via New Economy Organisers Network	Resourcing Movements	To support Breathe	50,000
Breen Centre	NAR	To support participation and engagement in 'knowledge justice' work	10,000
Breen Centre	Care grants	Core funding	30,000
Citizens UK Charity	Oxford	Changing the Narrative with The Oxford Academy	25,000
ClimateTipping Point via Climate 2025 Limited	Resourcing Movements	Core funding	70,000
Closer Collective CIC	Resourcing Movements	Towards existing research on values-based fiscal sponsorship	40,000
Collaborate Out Loud CIC	Greater Manchester	Seed funding to explore what life affirming infrastructure could exist in GM that nurtures alternative realities	10,000
Collective Impact Agency CIC	Gateshead	Core funding	83,952
Collective Impact Agency CIC	Gateshead	To support place communications	10,000
Collective Impact Agency CIC	Gateshead	To fund GCB Website Development	2,450
Collective Impact Agency CIC	Gateshead	As Fiscal host for the bridgebuilder role	23,435
Collective Impact Agency CIC	Gateshead	To cover the cost of GCB event	7,968
Comfrey Project CIO	Gateshead	Extension of Bridgebuilder roles	34,456
Comfrey Project CIO	Gateshead	Collaboration between the GCB and The Comfrey Project	1,194
Comfrey Project CIO	Gateshead	Extension of Bridgebuilder roles	45,077
Community Centred Knowledge via The Social Change Nest CIC	NAR	Community development work using African centred cosmologies and principles of Ubuntu	100,000
Conyach Advocacy & Engagement	NAR	To coordinate & host a knowledge	6,500

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		symposium alongside Gypsy, Roma & Traveller communities	
Conyach Advocacy & Engagement	Care grants	Core funding	20,000
Cross Place Stewardship Group via The Social Change Nest CIC	Place (others)	Stewarding Group Grant	73,000
Culture Hack Labs via New World Foundation	NAR	Towards delivery of an experimental training programme	10,000
Culture Hack Labs via New World Foundation	NAR	Contribute to costs incurred for the Territories of Transition work	30,000
Culture Hack Labs and Futuros Indigenas via New World Foundation	NAR	Core funding	70,000
Debt for Climate via Climate 2025 Limited	NAR	Core funding	55,000
DIPACT CIC	Greater Manchester	Seed funding to develop the DIPACT offering in GM	10,000
Edge Funders Alliance	NAR	Towards Global Engagement Lab	10,000
Edge Funders Alliance	Resourcing Movements	Working with Ariadne Network to aim to steer the trajectory of progressive philanthropy	10,000
Embrace the Mess via Public Interest Research Centre Limited	Resourcing Movements	Core funding	15,000
Emergence Network via Open Collective Foundation	NAR	To cultivate a thriving underground network of post activist practitioners	35,000
Esmee Fairbairn Foundation	Place (others)	To continue to fund the Local Motion movement	1,000,000
Expert Citizens CIC	Care grants	Core funding	200,000
Felipe Viveros	NAR	Seed funding grant to explore funding a narratives ecosystem	20,000
Funders Fortifying the Infrastructure for Narrative Power via Closer Collective CIC	NAR	To support continued engagement that will share and build on existing research on values based fiscal sponsorship	100,000
Gateshead Coordination Team via Collective Impact Agency	Gateshead	To act as a fiscal host for the	57,031

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		Gateshead Coordination Team	
Gateshead Football Club Community Foundation CIO	Gateshead	To fiscally host funds and provide administrative support to the Sports and Wellbeing Project	23,166
Gateshead Football Club Community Foundation CIO	Gateshead	To host and support one of the Bridge Builder full-time roles	26,535
Gateshead Muslim Society	Gateshead	Sewing group equipment and costs	1,800
Gateshead Visible Ethnic Minorities Support Group	Gateshead	To extend the employment contracts of the bridgebuilders for 12 months	34,452
Gateshead Visible Ethnic Minorities Support Group	Gateshead	Deaf Festival November 2024	15,840
Gateshead Visible Ethnic Minorities Support Group	Gateshead	Continuation of Language sessions for refugees and asylum seekers	10,000
Gateshead Visible Ethnic Minorities Support Group	Gateshead	Planning of Deaf Festival	8,140
Gateshead Youth Council	Gateshead	Saturday School and Mentoring	35,992
Geeks for Social Change Ltd	Network	Funding pot for the creation and facilitation of a trans healing network in GM	25,000
Generative Journalism Community Of Practice via Opus Independents Ltd	NAR	Development of Community of Practice	30,000
Glue Collective Ltd	NAR	Core funding	25,000
Good Ancestor Limited	Investments	Core funding	150,000
Greater Manchester Spaces Fund 2	Greater Manchester	Towards design and learning process for phase 1 & 2, solidarity grant and liberation grant	388,888
Greater Manchester Systems Changers Community via The Social Change Nest CIC	Network	To support the 'Learning into Liberation'	65,000
Greater Manchester Systems Changers Community via The Social Change Nest CIC	Greater Manchester	To expand the core team and to follow the research question of 'who are we without Lankelly's funding'?	613,600

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Hamish Makgill	NAR	Explore what Hospicing in context of climate crisis for orgs and businesses	10,000
Healing Justice London CIC	Resourcing Movements	Continuation of Dreamspace	50,000
Healing Justice London CIC	Resourcing Movements	Core funding	100,000
The Hologram via The Social Change Nest CIC	NAR	Continue developing the Hologram, an alternative model of care based on solidarity, cooperation and interdependence	50,000
Hospicing Modernity UK Collective via Social Change Nest CIC	NAR	Explore what Hospicing in context of climate crisis for communities and organisations	20,000
Independent Workers Union of Great Britain (IWGB)	Resourcing Movements	To support IWGB towards the charitable purpose compliant parts of the campaign by the unionised workers at IWGB	40,000
Indigenous Commons via NEO Philanthropy Inc.	Care grants	Core funding	60,000
Joan Orma Productions Ltd	Comms	Continuation of 'The Living and Sinking Island'	30,000
Kids of Colour CIC	Greater Manchester	Core funding	80,000
LGND Campaigns Ltd	Resourcing Movements	For Worker Organising for a Green New Deal Project	50,000
Lived Insights From Experience CIC	York	Core funding	25,000
Lived Insights From Experience CIC	York	Support for operations and project costs	10,000
Love & Power	Resourcing Movements	Core funding	10,500
Medact	Resourcing Movements	Support building the skills and capacity of health workers	20,000
Media Resources Co-operative Limited	NAR	Core funding	15,000
Middleton Cooperating Limited	Care grants	Core funding	200,000
National Survivor User Network	NAR	To help 'build the field' of knowledge	10,000

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		justice through re-granting and redistributing resources	
Nedes for the Gateshead Social Harmony and Dialogue Project via The Social Change Nest CIC	Gateshead	For the Gateshead Social Harmony and Dialogue Project	9,566
North East Diversity, Education and Solidarity via Connected Voice	Gateshead	To enable NEDES to run their Saturday school and mentoring programme	6,900
Northern Heart and Soul CIC	Greater Manchester	To create the conditions for the hyper local community in Wigan in becoming a self-organising and self-renovating community	100,000
Opus Independents Ltd	NAR	To support the system's demonstrators work in Sheffield	50,000
Opus Independents Ltd	Care grants	Core funding	50,000
Our Agency network via The Social Change Nest CIC	Greater Manchester	To contribute to relieving poverty	935,000
Ownership Futures Ltd	Investments	Diagnose and provide evidence outlining the problems inherent to the current UK pension system	150,000
Oxford Hub	Oxford	Systems Changers - Family Hubs	13,000
Oxford Hub	Oxford	To resource the administration of the planning group	3,300
Oxford Hub	Oxford	Core funding	150,000
Oxford Hub	Oxford	Continuation of participatory grant making	60,000
Oxford Hub	Oxford	Running costs for the Systems Changers	102,093
People's Newsroom via Opus Independents Ltd	NAR	Core funding	200,000
Platform (London)	Comms	To support community arts and communication as part of Platform's 'Seeds for a Revolution' project	10,000

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Platform (London)	Care grants	Core funding	40,000
Prison Reform Trust	NAR	To help 'build the field' of knowledge justice through re-granting and redistributing resources	10,000
Public Interest Research Centre Limited	NAR	Support their Building Narrative power training course	30,000
Public Law Project	Care grants	Core funding	50,000
QueerArts UK CIC	York	Core funding	58,602
Racial Justice Network	Resourcing Movements	Core funding	100,000
RadHR Ltd	Resourcing Movements	Towards initial conversation to bring together individuals who are invested in resourcing social movements	2,000
RadHR Ltd	Resourcing Movements	Core funding	50,000
RadHR Ltd	Care grants	Core funding	50,000
Radical Ecology CIC	Resourcing Movements	Core funding	20,000
Rekindle School Ltd	Greater Manchester	Towards legal cost	15,000
Rekindle School Ltd	Greater Manchester	To support the development of Rekindle School as an Island of Sanctuary	55,000
Research for Action Limited	NAR	Collaborative research into local democracy	80,000
Resist and Renew via Platform (London)	Resourcing Movements	Core funding	15,000
Rory Dickinson	Network	To fund the work of the collective looking at late-stage capitalism and post-capitalist futures	10,000
Sistren via The Centre for Innovation in Voluntary Action	Resourcing Movements	Core funding	100,000
Sociable Weavers via Whose Knowledge	NAR	Core funding	77,000
Social Change Agency Ltd	Place (others)	To continue to develop a community of practice and associated guidance	10,000

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		materials on payment for participation and involvement practices	
SoundDelivery Media	Care grants	Core funding	45,000
Spaceship Dot Earth Ltd	NAR	Core funding	30,000
Spaceship Dot Earth Ltd	NAR	To fund an additional 5 places on The Remix	5,000
Stichting Systemic Justice	Resourcing Movements	Core funding	50,000
Story Compound Limited	Comms	To produce 'Asylum Queens' – short film on African and Caribbean women in the UK	25,000
Sunflower Analysis Limited	Resourcing Movements	Core funding	10,000
Tenants Union UK Limited	Network	Core funding	5,000
Theatre In Flow CIC	Greater Manchester	To support members of GM Systems Changers community	4,400
Theatre In Flow CIC	Greater Manchester	Seed funding to develop anti-racist practice within GM	10,000
Together with Young People partnership in York via The Social Change Nest CIC	York	For the 'Together with Young People' partnership in York	27,101
Together with Young People partnership in York via The Social Change Nest CIC	York	For the 'Together with Young People' partnership in York	10,000
Transformational Governance Collective via Huddlecraft CIC	NAR	Next phase of work with learning cohorts, building the space	191,500
Transmit Enterprise CIC	Gateshead	Bridgebuilder top up pot	10,500
Transmit Enterprise CIC	Gateshead	To resource support capacity	5,000
Travel.Radio Limited	Network	Funding the technical equipment and the capacity to set up their own locally owned and sustained media outlet	60,000
Ubele Initiative CIC	Resourcing Movements	Core funding	40,000
Verdade Consulting Ltd	NAR	To help 'build the field' of knowledge justice	10,000

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War on Want	Resourcing Movements	Core funding	100,000
War on Want	Resourcing Movements	Core funding	81,000
War on Want	Resourcing Movements	Core funding	2,000,000
We Are Purposeful	Resourcing Movements	Re-granting work that benefits girls, young feminist and human rights activists in the U.K, Europe and the Global South	58,000
Wevolution	NAR	Core funding	240,000
Women's Environmental Network Trust	Care grants	Core funding	70,000
York in Recovery CIC	York	Core funding	25,000
York in Recovery CIC	York	To support operations and project work	10,000
York Multiple Needs Complex Network via The Social Change Nest CIC	York	To host enabling and infrastructure capacity which supports work addressing multiple complex needs in York	59,639
York Multiple Needs Complex Network via The Social Change Nest CIC	York	To hold payment for involvement funds on behalf of York MCN	6,420
York Multiple Needs Complex Network via The Social Change Nest CIC	York	For the York MCN Network	10,000
York Together group via The Social Change Nest CIC	York	To host the core activities and infrastructure of the York Together Group	200,353
York Together group via The Social Change Nest CIC	York	To support the operations and resourcing activities of the York Together Group	202,430
	Total		12,154,395

Financial Report

The Trustees authorised a total budget (excluding investment management and social investment fees) for 2023-24 of £17,937k made up of:

- £20,900k programme costs
- £2,476k staff costs, governance and office costs

There was also a budget of £21k for capital expenditure.

Total expenditure, excluding investment management fees was £15,569k. This was made up of:

- £13,157k programme costs (2023: £14,006k).
- £2,412k staff costs, governance and office costs (2023: £1,625k)

£2.8k was spent on capital items in the year (2023: £15k)

Income

Total income during the year was £1,544k (2023: £815k).

There has been an increase in total investment income from £815k to £1,544k, the largest part of this being income from listed investments which increased from £790k to £1,344k. The majority of our listed equity holdings are now held through accumulation shares in pooled funds, where previously we had greater, direct exposure to income-bearing holdings. Social investment income was £9.5k (2023: £Nil). Other interest income has increased from £36k to £60k due to increases in interest rates.

Other income, in the form of a contribution from Greater Manchester Combined Authority (GMCA) towards participatory grant making work was received on 7th February 2024.

There was no donation received from Northwood Trust in the year (2023: £14k excluding tax relief).

Fundraising practice

Lankelly Chase Foundation does not derive any income from fundraising. Lankelly Chase Foundation does not engage in public fundraising and does not use professional fundraisers or commercial participators. The Foundation nevertheless observes and complies with the relevant fundraising regulations and codes. During the year there was no non-compliance of these regulations and codes and the Foundation received no complaints relating to its fundraising practice.

Spending policy

Trustees and staff regularly review progress against the Foundation's strategic aims and a workplan is developed by the staff team (plus external partners with regards to place-based work).

The budgeting process for 2023-24 was a collective one, with the entire staff team encouraged to contribute to the programmatic budget, as well as some of the budgets in places. Portfolio Teams developed budgets and work plans for the year ahead which were approved by the Board.

It is our vision and mission that are the main determinants of each year's expenditure.

Investment strategy

The purpose of our investments is to enable us to fulfil our mission. Our current investment objectives are:

- to achieve a sustainable financial return, in a manner which is wholly consistent with our charitable objects, that will enable us to continue to fund our grant-giving over the long term;
- in seeking a sustainable financial return, to seek to avoid investments which contribute to systems that perpetuate severe and multiple disadvantage and to seek investments which contribute positively to addressing severe and multiple disadvantage; and
- in seeking a sustainable financial return, to support the reduction of global greenhouse gas emissions to net-zero by investing in a way which is carbon negative. We want to be as ambitious as possible and, at least, aligned with the Paris Agreement goals to limit global heating to 1.5 degrees in a way that is equitable and just.

Our current investment strategy has been based on long term goals. Our new shorter horizon means that in 2024-25 we will review our investment strategy to identify mission-aligned ways in which we can reduce levels of risk and volatility in our portfolio. This will ensure that Trustees are able to plan for the future redistribution of assets with greater certainty.

Investment management

Our assets are currently invested in the following strategies, largely comprising pooled public market funds with diversified investment styles and objectives.

- Baillie Gifford Positive Change
- Impax Environmental Markets
- Liontrust Sustainable Future Global Growth
- Montanaro Better World
- Schroders Global Sustainable Growth
- Schroders Cazenove discretionary fixed income portfolio, which includes holdings in the Lombard Odier Global Climate Bond Fund, Rathbone Ethical Bond Fund, and Threadneedle UK Social Bond Fund
- Stewart Investors Asia Pacific Sustainability

Performance

The Foundation's investment portfolio produced a financial return of positive 7.3% during the year, compared to a negative return of 4.6% in the preceding year. After cash withdrawals, this saw the value of invested assets decrease from £129.4m at 31st March 2023 to £121.4m at 31st March 2024.

Social investments

Social investments are not an active part of the investment strategy, and no new social investments were made in the year to 31 March 2023. Following further repayments of capital during the year, legacy social investments at 31 March 2024 totalled £886,452 (2023: £895,201).

Reserves policy

As the Foundation's endowment is expendable, it is all available for use at the discretion of the trustees in furtherance of the charitable objects of the Foundation.

Trustees consider it prudent to have short-term access to cash equal to approximately twelve months' projected expenditure.

Remuneration policy

The overall goal of the Foundation's remuneration policy is to ensure that staff members are remunerated fairly and in a way that ensures that the Foundation attracts and retains the right skills to have the greatest impact in delivering our charitable objectives.

Lankelly Chase aims to maintain a competitive and fair salary structure which is clearly defined and communicated to all employees with procedures that are applied consistently in a non-discriminatory manner. The Foundation benchmarks salaries against an appropriate comparative sector/set of organisations. Benchmarked bands are agreed for each post and set by the Resources and Risk Committee. A Pay Committee comprising the senior management team approves individual salary changes up to and including Director roles. The CEO salary is approved by the Board.

Lankelly Chase is a living wage employer and commits to paying at least the London Living Wage to all employees, including interns.

Lankelly Chase offers an Enhanced Parental Leave policy offering all new parents the same opportunity to take paid leave, regardless of gender, sexual orientation or how they became a parent (whether through birth, adoption, parental responsibility or surrogacy). This has been made available after passing probation, rather than the original requirement of 12 months of service and reflects a commitment to living the values of the Foundation.

The Foundation does not currently pay remuneration to Trustees.

Statement of responsibilities of the Trustees

The Trustees (who are also Directors of Lankelly Chase Foundation for the purposes of company law) are responsible for preparing the report of the Trustees and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards and statements of recommended practice have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on a 'going concern' basis unless it is inappropriate to presume that the charity will continue in operation.

The Trustees are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. As far as the Trustees are aware:

- there is no relevant audit information of which the charitable company's auditors are unaware; and
- the Trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

The Trustees are responsible for the maintenance and integrity of the corporate and financial information included on the charitable company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The report of the Trustees has been prepared in accordance with the special provisions applicable to companies subject to the small companies' regime.

Approved by the Trustees on 23 October 2024 and signed on their behalf by

Asif Afridi
Chair of Trustees

Independent auditor's report to the members of The LankellyChase Foundation

Opinion

We have audited the financial statements of The LankellyChase Foundation (the 'charitable company') for the year ended 31 March 2024 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 FRS 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 March 2024 and of its incoming resources and application of resources, including its income and expenditure 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

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 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 LankellyChase Foundation'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' annual report other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained within the annual report. 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 course of 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.

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' annual report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- The trustees' annual 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 charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees' 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 accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; 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 directors 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' annual report and from the requirement to prepare a strategic report.

Responsibilities of Trustees

As explained more fully in the statement of trustees' responsibilities set out in the trustees' annual report, 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.

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 are set out below.

Capability of the audit in detecting irregularities

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, our procedures included the following:

- We enquired of management and the Resources and Risk committee, which included obtaining and reviewing supporting documentation, concerning the charity's policies and procedures relating to:
 - Identifying, evaluating, and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - Detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected, or alleged fraud;
 - The internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations.
- We inspected the minutes of meetings of those charged with governance.

- We obtained an understanding of the legal and regulatory framework that the charity operates in, focusing on those laws and regulations that had a material effect on the financial statements or that had a fundamental effect on the operations of the charity from our professional and sector experience.
- We communicated applicable laws and regulations throughout the audit team and remained alert to any indications of non-compliance throughout the audit.
- We reviewed any reports made to regulators.
- We reviewed the financial statement disclosures and tested these to supporting documentation to assess compliance with applicable laws and regulations.
- We performed analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud.
- In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments, assessed whether the judgements made in making accounting estimates are indicative of a potential bias and tested significant transactions that are unusual or those outside the normal course of business.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities is available on the Financial Reporting Council's website at: 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 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.

Jonathan Orchard (Senior statutory auditor)

17 December 2024

for and on behalf of Sayer Vincent LLP, Statutory Auditor

110 Golden Lane, LONDON, EC1Y 0TG

Statement of financial activities for the year ended 31 March 2024

	Note	Restricted fund £	Unrestricted fund £	2024 £	2023 £
Income from:					
Investments	2	-	1,344,416	1,344,416	790,012
Donations		-	-	-	25,455
Other income		200,000	-	200,000	-
Total incoming resources		200,000	1,344,416	1,544,416	815,467
Expenditure on:					
Investment management fees		-	99,895	99,895	94,079
Charitable activities	3	200,000	15,368,897	15,568,897	15,630,896
Total expenditure		200,000	15,468,792	15,668,792	15,724,975
Net expenditure before net (losses)/gains on investments		-	(14,124,376)	(14,124,376)	(14,909,508)
Net (losses) on investments		-	8,342,653	8,342,653	(7,203,261)
Net movement in funds	4	-	(5,781,723)	(5,781,723)	(22,112,769)
Reconciliation of funds:					
Total funds brought forward at 1 April		-	121,745,818	121,745,818	143,858,587
Total funds carried forward at 31 March		-	115,964,095	115,964,095	121,745,818

All of the above results are derived from continuing activities. There were no other recognised gains or losses other than those stated above. Movements in funds are disclosed in note 16 to the financial statements.

Balance sheet as at 31 March 2024

			2024		2023
	Note	£	£	£	£
Fixed assets					
Tangible assets	10		25,827		41,885
Investments					
Managed funds	11		121,374,754		129,368,788
Social investments	12		886,452		895,201
			122,287,033		130,305,874
Current assets					
Debtors	13	50,035.51		106,517	
Cash at bank and in hand		2,200,157		2,765,917	
		2,250,192		2,872,434	
Liabilities					
Creditors: amounts falling due within one year	14	(8,423,130)		(9,275,111)	
Net current (liabilities)/assets			(6,172,938)		(6,402,677)
Total assets less current liabilities			116,114,095		123,903,197
Creditors: amounts falling due after one year	15		(150,000)		(2,157,379)
Total net assets			115,964,095		121,745,818
The funds of the charity					
Restricted funds	16		-		-
Unrestricted funds	16		115,964,095		121,745,818
			115,964,095		121,745,818

The financial statements were approved by the Board of Trustees and authorised for issue on 23 October 2024 and are signed on its behalf by:

Asif Afridi
Chair of Trustees

Company registration number 5309739

Statement of cash flows for the year ended 31 March 2024

	Note	2024 £	2023 £
Cash flows from operating activities			
Net income/(expenditure) for the reporting period			
As per the statement of financial activities		(5,781,723)	(22,112,769)
Depreciation charges		18,906	20,609
Losses/(gains) on investments		(8,342,653)	7,203,261
Dividends and interest from investments		(1,344,416)	(790,012)
Decrease/(Increase) in debtors		56,482	(48,065)
Decrease/(Increase) in creditors		(2,859,360)	1,890,925
Net cash used in operating activities		(18,252,764)	(13,836,052)
Cash flows from investing activities:			
Dividends and interest from investments		1,344,416	790,012
Purchase of fixed assets		(2,848)	(15,335)
Return or impairments of social investments		8,749	15,059
Movement on cash within investments		(2,367,292)	195,838
Proceeds from sale of investments		26,673,588	9,379,394
Purchase of investments		(7,969,609)	(8,445,229)
Net cash provided by investing activities		17,687,003	1,919,739
Change in cash and cash equivalents in the year		(565,761)	(11,916,312)
Cash and cash equivalents brought forward at 2 April		2,765,917	14,682,229
Cash and cash equivalents carried forward at 31 March		2,200,156	2,765,917

Notes to the financial statements for the year ended 31 March 2024

1. Accounting Policies

Basis of preparation

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) - (Charities SORP FRS 102), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy or note.

Public benefit entity

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

Going concern

Whilst acknowledging the current volatility in the markets the Trustees consider that there are no material uncertainties about the charitable company's ability to continue as a going concern.

The Trustees do not consider that there are any sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period.

Income

Investment income is accounted for when received by the Foundation or its agents. Social investment interest income is recognised when receivable on an accruals basis. Other income is accounted for when the amount receivable can be identified with reasonable certainty. In practical terms this is generally the date of receipt.

Expenditure

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably. Expenditure is classified under the following activity heading: expenditure on charitable activities which includes the costs of programme activities and grantmaking undertaken to further the purposes of the charity and their associated support costs.

Charitable activities are those costs relating to the programme activities of the Foundation and include grants, governance and support costs. Grants are generally payable in instalments over a number of years. The full amount of the grant however is accounted for in the year in which the decision is made rather than the year in which payment is made. These grants fall due for payment when all conditions have been met. These conditions will vary according to the purpose and period of the grant.

Irrecoverable VAT is charged as a cost against the activity for which the expenditure was incurred.

Investment managers' fees are grossed up for any rebates received.

Governance costs are the costs associated with the strategic direction of the organisation and with meeting regulatory responsibilities.

Support costs are those related to all the other activities of the organisation and are apportioned on the basis set out in note 4.

Allocation of support costs

Resources expended are allocated to the activity where the cost relates directly to that activity. However, the cost of the overall direction and administration of each activity, comprising the salary and overhead costs of the central function, is apportioned on the basis of the proportion of staff time attributable to each activity.

Operating lease commitments

Rental charges are charged on a straight line basis over the term of the lease.

Tangible fixed assets

Items of equipment are capitalised where the purchase price exceeds £500. Depreciation costs are allocated to activities on the basis of the use of the related assets in those activities. Assets are reviewed for impairment if circumstances indicate their carrying value may exceed their net realisable value and value in use.

Depreciation is provided at rates calculated to write down the cost of each asset to its estimated residual value over its expected useful life. The depreciation rates in use are as follows:

Leasehold improvements	over the remaining life of the lease
Office furniture and equipment	25% per annum

Investments

Investments are a form of basic financial instrument and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price. Any change in fair value will be recognised in the statement of financial activities and any excess of fair value over the historic cost of the investments will be included in unrestricted reserves in the balance sheet. 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 (SOFA). The Foundation does not acquire put options, derivatives or other complex financial instruments.

Social investments

Social investments are carried at fair value or impaired cost where it is not practicable to recognise at fair value. Such investments are subject to regular review and any impairment is charged to the SOFA. Investment valuations are not enhanced to more than original cost.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

Creditors and provisions

Creditors and provisions are recognised where the charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

The Foundation only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

Pension costs

Contributions by the Foundation to the personal, money purchase, pension schemes held in the names of the individual employees are recognised in the year in which they are payable.

Funds

As the Foundation's endowment is expendable, unrestricted funds are available for use at the discretion of the Trustees in furtherance of the charitable objects of the Foundation. Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors.

2. Income from investments

	2024 £	2023 £
Listed investments	1,275,062	754,126
Bank interest	59,828	35,886
Social investment income	9,525	-
Total investment income	1,344,416	790,012

3. Expenditure on charitable activities

For 2023-24 we continued a thematic approach where Portfolio Teams looked after a particular area of the Foundation's work. The budget was set up in this way and so expenditure for the statutory accounts has followed the same approach, as set out below.

	2024 £	2023 £
Programme-related costs		
Strategic areas:		
Who	-	1,058,347
Place	6,218,603	4,227,975
Comms	88,999	278,452
Care grants	1,054,975	-
Transition Pathway	11,341	-
How	5,786,094	8,437,515
Other	(3,243)	3,845
	<u>13,156,769</u>	<u>14,006,134</u>
Governance costs (note 5)	376,567	104,335
Support costs (note 6)	2,035,562	1,520,427
	<u>15,568,897</u>	<u>15,630,896</u>

4. Net income/(expenditure) for the year

This is stated after charging/(crediting):

	2024 £	2023 £
Depreciation	18,906	20,609
Operating lease rentals		
Property	94,651	87,172
Other	13,022	10,530
Auditor's remuneration (excluding VAT):		
Audit	15,500	14,500
VAT on audit cost	<u>3,100</u>	<u>2,900</u>

5. Governance costs

	2024 £	2023 £
Legal expenses	9,285	13
Auditor's remuneration	18,600	17,400
Membership of PRI	1,122	1,049
Trustee expenses	9,064	9,053
Trustee training and conferences	16,012	-
Trustee meeting costs	70,469	6,439
Board advisors, facilitation, learning, stakeholder consultation, change management	251,133	69,841
Other governance related administration expenses	882	540
	<u>376,567</u>	<u>104,335</u>

6. Support costs

The key elements of support costs are set out below:

	2024 £	2023 £
Staff costs (note 7)	1,568,402	1,238,379
HR-related costs	53,457	10,616
Premises costs including utilities and repairs	116,697	104,770
Legal and professional costs	27,604	27,355
Travel, subsistence and hosting of events	50,206	21,510
Training and conferences	135,477	27,548
Subscriptions and memberships	34,317	17,636
Telephone, postage, stationery and printing	21,765	19,781
Website and IT costs	24,537	22,882
Bank charges	1,502	1,452
Sundries	(17,310)	7,890
Depreciation	18,906	20,609
	<u>2,035,562</u>	<u>1,520,427</u>

7. Analysis of staff costs, Trustee expenses and the cost of key management personnel

Staff costs were as follows:

	2024	2023
	£	£
Salaries	1,228,133	995,306
Social security costs	132,940	107,100
Employer contribution to defined contribution pension schemes	150,970	103,888
Temporary staff	51,677	28,022
Other forms of employee benefits	4,683	4,063
	1,568,402	1,238,378

The following number of employees received benefits in excess of £60,000 (excluding employer pension costs and employer National Insurance contributions) during the year between:

	2024	2023
	No.	No.
£60,001 - £70,000	-	1
£70,001 - £80,000	3	1
£80,001 - £90,000	2	1
£110,001 - £120,000	1	1
£150,001 - £160,000	1	-

The total employee benefits including employer pension contributions and employer National Insurance contributions of the key management personnel were £737,618 (2023: £410,803).

The Chief Executive received a gross salary after salary sacrifice with employer pension contributions in the following band: £150,001 - £160,000 (2023: £130,001 - £140,000).

The key management personnel (including the Chief Executive) received salary payments (gross salaries after sacrifice) plus employer pension contributions and other benefits in the following bands.

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	2024 No.	2023 No.
£60,001 - £70,000	-	0.9
£70,001 - £80,000	-	0.9
£90,001 - £100,000	2.9	1.0
£110,001-£120,000	1.0	-
£130,001-£140,000	-	1.0
£150,001-£160,000	1.0	-
£180,001-£190,000	1.0	-
Total	5.9	3.8

Trustees' expenses represent the payment or reimbursement of travel and subsistence costs totalling £9,064 (2023: £9,053). 5 Trustees incurred expenses (2023:7) relating to attendance at meetings of the Trustees.

The Foundation's Trustees were not paid nor received any other benefits from employment with the Foundation in the year (2023: £nil).

8. Staff numbers

The average monthly number of employees (head count based on number of staff employed) during the year was 18.3 (2023: 18.7).

9. Related party transactions

There were no related party transactions in the year (2023: £7,200).

10. Tangible assets

	Leasehold improvements £	Furniture & equipment £	Total £
Cost			
At 1 April 2023	144,620	149,843	294,464
Additions	-	2,848	2,848
At 31 March 2024	144,620	152,691	297,311
Depreciation			
At 1 April 2023	143,630	108,949	252,578
Charge for the year	991	17,916	18,906
At 31 March 2024	144,620	126,864	271,485
Net book value at 31 March 2024	-	25,827	25,827
Net book value at 01 April 2023	990	40,895	41,885

All assets are used for charitable purposes.

11. Investments – managed funds

Investments comprise:

	2024 £	2023 £
Listed investments	116,916,199	127,277,526
Cash held as part of the investment portfolio	4,458,555	2,091,262
Total market value	121,374,754	129,368,788

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	2024 £	2023 £
Fair value at 1 April	127,277,526	135,414,953
Additions at cost	7,969,609	8,445,229
Disposal proceeds	(26,673,588)	(9,379,394)
Net (loss) on change in fair value	8,342,653	(7,203,261)
	<hr/>	<hr/>
Fair value at 31 March	116,916,200	127,277,526
Cash balances	4,458,555	2,091,262
	<hr/>	<hr/>
Total Market Value	121,374,755	129,368,788
	<hr/>	<hr/>

12. Investments – social investments

The movement in social investments held by the Foundation during the year ended 31 March 2024 and the previous year are shown in the two tables below:

Year end 31 March 2024	At 1 April 2023 £	Purchases in year/ (return of capital) £	Impairment reversal £	At 31 March 2024 £
Big Issue Invest	-	(3,243)	3,243	-
Charity Bank	200,000	-	-	200,000
Social Justice and Human Rights Centre	500,000	-	-	500,000
Resonance Real Lettings Property Fund	195,201	(8,749)	-	186,452
	<hr/>	<hr/>	<hr/>	<hr/>
	895,201	(11,992.16)	3,243.04	886,452
	<hr/>	<hr/>	<hr/>	<hr/>

The previously impaired investment in Big Issue Invest was fully repaid and the impairment was reversed as a result. The funds were paid to the foundation in December 2023.

Year end 31 March 2023	At 1 April 2022 £	Purchases in year/ (return of capital) £	Impairment reversal £	At 31 March 2023 £
Big Issue Invest	6,310	(3,067)	(3,243)	-
Charity Bank	200,000	-	-	200,000
Social Justice and Human Rights Centre	500,000	-	-	500,000
Resonance Real Lettings Property Fund	203,950	(8,749)	-	195,201
	<hr/>	<hr/>	<hr/>	<hr/>
	910,261	(11,816)	(3,243)	895,201
	<hr/>	<hr/>	<hr/>	<hr/>

13. Debtors

	2024 £	2023 £
Other debtors	11,498	11,458
Prepayments	38,538	81,059
Accrued income	-	14,000
	50,036	106,517

14. Creditors: amounts falling due within one year

	2024 £	2023 £
Trade creditors	101,145	139,227
Grants payable within one year	8,027,774	8,981,309
Taxation and social security	57,831	37,544
Other creditors	20,636	-
Accruals	215,741	117,031
	8,423,130	9,275,111

Reconciliation of movement in grants creditors

	2024 £	2023 £
At 1 April 2023		
Grants falling due within one year	8,981,309	5,772,191
Grants falling due after more than one year	2,157,379	3,496,360
Total grants creditor	11,138,688	9,268,551
Grant adjustments	(95,261)	13,800
New grants awarded in year	12,154,395	13,299,334
Grants paid in year	(15,020,048)	(11,442,998)
At 31 March 2024	8,177,774	11,138,688
At 31 March 2024		
Grants payable within one year	8,027,774	8,981,309
Grants payable after more than one year	150,000	2,157,379
Total grants creditor	8,177,774	11,138,688

15. Creditors: amounts falling due after one year

	2024 £	2023 £
Grants payable (all payable in 2-5 years)	150,000	2,157,379
	150,000	2,157,379

16. Movement in funds

As the Foundation's endowment is expendable, there is no distinction between the endowment and unrestricted reserves. These funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the Foundation.

Current year

	At 1 April 2023 £	Incoming resources & gains £	Outgoing resources & losses £	At 31 March 2024 £
Unrestricted funds	121,745,818	9,687,069	(15,468,792)	115,964,095
Restricted funds	-	200,000	(200,000.00)	-
Total funds	121,745,818	9,887,069	(15,668,792)	115,964,095

Prior year

	At 1 April 2022 £	Incoming resources & gains £	Outgoing resources & losses £	At 31 March 2023 £
Unrestricted and total funds	143,858,587	(6,387,795)	(15,724,974)	121,745,818
Total funds	143,858,587	(6,387,795)	(15,724,974)	121,745,818

17. Operating lease commitments

The Foundation's total future minimum lease payments under non-cancellable operating leases is as follows for each of the following periods:

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	Land and buildings		Other assets	
	2024	2023	2024	2023
	£	£	£	£
Less than one year	94,892	36,322	8,469	9,897
One to five years	362,091	-	626	10,997
	<u>456,983</u>	<u>36,322</u>	<u>9,095</u>	<u>20,895</u>

18. Legal status of the charity

The Foundation is a charitable company limited by guarantee and has no share capital. The liability of each member in the event of winding up is limited to £1.