

REGISTERED COMPANY NUMBER: 07442649 (England and Wales)
REGISTERED CHARITY NUMBER: 1148707

Report of the Trustees and
Audited Financial Statements
for the Year Ended 31 March 2021
for
The Harry & Mary Foundation

Walkers Accountants Limited
Statutory Auditor
Aireside House
Aireside Business Centre
Royd Ings Avenue
Keighley
West Yorkshire
BD21 4BZ

The Harry & Mary Foundation

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for the year ended 31 March 2021

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The Harry & Mary Foundation

Report of the Trustees
for the year ended 31 March 2021

The trustees who are also directors of the charity for the purposes of the Companies Act 2006, present their report with the financial statements of the charity for the year ended 31 March 2021. The trustees have adopted the provisions of Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019).

OBJECTIVES AND ACTIVITIES

Objectives and aims

For the public benefit to promote the education (including social and physical training) of people under the age of 25 years in the City of Bradford in such ways as the Trustees think fit, including awarding such persons scholarships, maintenance allowances or grants tenable at any University, College or Institution of Higher or Further Education, providing their education (including the study of Music or Other Arts) to undertake travel in the furtherance of that education or to prepare for entry to any occupation, trade or profession on leaving any educational establishment.

The relief of sickness and the promotion of the preservation of good health among people residing permanently or temporarily in the County of West Yorkshire, including by providing funding for equipment, providing funding for research projects undertaken by clinicians in Hospitals located in the County of West Yorkshire, providing funding for research into general medicine, funding the education and training of students or graduates in medicine and other members of the medical profession working in the County of West Yorkshire and funding the health education of the general public residing there.

The prevention of, or relief from poverty in the County of West Yorkshire by providing grant, items and other services to individuals in need and/or charities, or other organisation working to prevent or relieve poverty.

To assist in such way as the trustees think fit any charity operating in the City of Bradford whose aims include advancing the education of persons under the age of 25 years by developing their mental, physical and moral capabilities through leisure time activities.

To assist in such ways as the trustees think fit any charity operating in the County of West Yorkshire whose aims include advancing the relief of sickness and the promotion of the preservation of good health among people.

The Harry & Mary Foundation

Report of the Trustees
for the year ended 31 March 2021

OBJECTIVES AND ACTIVITIES

Significant activities

Last year we reported the death of Mrs Mary Clough on the 27th July 2020. On the 23rd February 2021 the Foundation received the first instalment of her generous legacy, amounting to £2,473,899. This is recorded in the Foundation's Income and Expenditure for the year and reflected on the Balance Sheet within funds managed by Brewin Dolphin

Although there are no precise figures available at the present time, it is estimated that further receipts of cash and properties during the next six months will total £2m or thereabouts, depending on market conditions.

During the current year the Foundation received covenanted payments from Blenheim House Properties (Bradford) Limited and Holmfirth Properties Limited, covering their accounting periods ended 31st March 2020, amounting to £271,168.

The covenanted payments for the current year ended 31st March 2021 amount to £329,354 from Blenheim House Properties (Bradford) Limited and £25,319 from Holmfirth Properties Limited and will be received by The Foundation prior to the 31st December 2021.

The Trustees have again considered what risks might be related to the ownership of these shares. Given the limited liability structure of both companies, the financial risks are considered to be virtually non-existent but there could be a slight risk that any mismanagement of the properties and/or the tenants, particularly in these troubled times (Covid 19), might result in adverse publicity for the Foundation.

Since the Foundation is not reliant on donations from the general public, or the public purse, any damage would be limited to the relationship with recipients of grants who might feel unable to accept grants 'in the pipeline'. The Trustees consider this risk to be so remote as to be non-existent.

During the whole of the year the Trustees have been 'meeting' online at regular intervals (mainly weekly), all within the 'working' directives, occasionally face to face, thereby continuing to receive regular reports from the Managing Director of both subsidiary property companies. The Trustees can report that in some cases rent reductions have been agreed and that rent payment arrears have been dealt with sympathetically, such that all tenants remain in occupation as they were before the Covid 19 pandemic was first announced.

There will undoubtedly be some rent arrears which will in due course prove to be irrecoverable. Negotiations for lease renewals falling within the year have proved extremely difficult and, in some cases, are resulting in rent reductions. Going forward these will inevitably impact on the funds available for distribution to The Foundation, at this time it is not possible to quantify the negative effect.

The additional flow of dividends from the Mary Clough legacy will help to replace the reduction in the subsidiaries' rental income.

Structure, Governance and Management

The Charity is controlled by its governing document, a trust deed, and is established as a limited company, limited by guarantee, as defined by the Companies Act 2006.

A review, by the Trustees, of the performance of Brewin Dolphin as the discretionary managers of the Foundation's Investment Portfolio, proved more than satisfactory. This was confirmed by the overall performance of the portfolio, helped of course by a strong recovery in the market generally, and is reflected in the surplus of £182,961 shown in the Income and Expenditure Account.

The Harry & Mary Foundation

Report of the Trustees
for the year ended 31 March 2021

STRATEGIC REPORT

Achievement and performance

Charitable activities

During the period, and after carrying out appropriate due diligence, the following grants and commitments were made, all in line with the Foundations objects:

| | | |
|---|----------|-----------------|
| The Edge Project (Charity Number 1085594) | | |
| 2021 committed installments | £13,200 | |
| Further commitment | £8,400 | - |
| Sue Ryder Manorlands (Charity Number 1052076) | | |
| 2021 installment | £115,182 | |
| Single grant | £60,000 | £60,000 |
| Marie Curie Bradford (Charity Number 207994) | | |
| 2021 Committed installments | £67,449 | |
| Further commitment | £145,185 | |
| Single grant | £60,000 | £60,000 |
| Bradford Food Bank (Charity Number 1126516) | | |
| 2021 committed installments | £5,600 | |
| Single grant | £2,400 | £8,000 |
| Bradford Soup Run (Charity Number 1001738) | | £1,000 |
| Bradford City Disability (Charity Number 1122310) | | £1,000 |
| Bradford Talking Media | | £1,000 |
| Candlelighters (Charity Number 1045077) | | £16,000 |
| Dogs for Good (Charity Number 1092960) | | £4,000 |
| Equality Together (Charity Number 700084) | | £10,000 |
| Hainworth Community Centre (Local Community Group) | | £1,000 |
| Health Action Local Engagement (Charity Number 1123542) | | £1,000 |
| Martin House Hospice (Charity Number 517919) | | £1,000 |
| National Literacy Trust (Charity Number 1116260) | | £1,000 |
| One In a Million (Charity Number 1122573) | | £1,000 |
| Panathlon (Charity Number 1072638) | | £750 |
| Prism Youth Project (Company Number 523503) | | £10,000 |
| Ravenscliffe Community Assoc (Charity Number 1099461) | | £10,000 |
| St. Gemma's Hospice (Charity Number 1015941) | | £1,000 |
| The Breathing Charity (Charity Number 327033) | | £5,000 |
| The Cellar Trust (Charity Number 701982) | | £10,000 |
| The Salvation Army (Charity Number 214779) | | £1,000 |
| Daybreak for the Elderly (Charity Number 1133373) | | £5,000 |
| | | <u>£208,750</u> |

The grants and commitments in advance, in excess of £10,000 are embodied in formal agreements between each of the parties, with safeguards relating to the Foundations objects. Future commitments that will be paid during the Foundations years, as follows :-

| | The Edge Project | Marie Curie | Total |
|------|------------------|-----------------|-----------------|
| 2022 | £8,400 | £70,822 | £79,222 |
| 2023 | - | £74,363 | £74,363 |
| | <u>£8,400</u> | <u>£145,185</u> | <u>£153,585</u> |

The Harry & Mary Foundation

Report of the Trustees for the year ended 31 March 2021

In each case these commitments have enabled the respective charities to proceed with new projects in the sure knowledge that the necessary funding was in place. The liquid funds to cover these commitments are already in hand and not therefore reliant on, possibly uncertain, future income.

The Trustees recognise that this 'seed' money is vital to all charities, no matter what their size, and it is their intention to consider any projects, falling within their objects, which require support of this nature.

Following the Charity's year end additional monthly commitments, amounting in total to £9,600 have been committed to the Bradford food Bank, to enable them to continue their good works.

Investment performance

The Trustees investment criteria is primarily to preserve the purchasing power of the capital of the funds and, to a lesser extent, the generation of income.

The Trustees have the power to accumulate income and, within the provisions of the Articles of Association of the Trust, the discretion as to whom and how much is distributed,

The instructions passed to the Investment Managers specifically include the Trustees criteria, as above, and emphasise the Trustees wish that the Investment Managers do their utmost to protect and enhance the value of the assets in order to maintain the purchasing power of the funds taking into account the effects of inflation using the published UK CPI rate and management fees.

The first full review of the Investment Managers performance was carried out on the 16th September 2021. The comparison levels of all the performance indicators were either achieved or exceeded for the period under review. Brewin Dolphin were thanked and the continuation of their services was confirmed

Remuneration of Trustees

During the year Mr Clough and Mr Bastow reviewed the Foundation's contract with Mr Walker, in advance of its expiry on the 31st March 2021. It was clear to both that the Foundation would be unable to function properly without some additional help on a daily basis. This had been provided by Mr Walker during the year under review, and, they agreed, had undoubtedly been good value for money, particularly given the size of funds and increasing number of assets under management.

It was resolved by Mr Clough and Mr Bastow that a new 'six monthly rolling contract' at the same rate of £5,000 per annum for the first twelve months, to be reviewed annually thereafter, be offered to Mr Walker and that if accepted, the new contract be signed by Mr Clough and Mr Bastow on behalf of the Foundation. It was confirmed, as set out in The Charity Commission guidelines, that Mr Walker had not been involved in the discussions leading up to this decision.

It was agreed by Mr Clough and Mr Bastow that Mr Walker be invited to continue as a Trustee, but with voting rights restricted to those issues not relating to his paid services, which he accepted.

It was recorded that Mr Walker's service company had been paid £5,000 during the year to 31st March 2021 for services other than those as a Trustee.

Death of Mrs Mary Clough

In their 2020 report the Trustees, sadly, reported the death of Mrs Mary Clough who died on the 27th July 2020. Mrs Clough, together with her late husband Harry, was a founder of this charity which of course bears their names and will remain, hopefully for many years to come, a lasting witness to their extreme generosity and their wishes to put back into the West Riding some of the wealth which they derived from many years of work within the community. Her generosity continues after her death and the Foundation will be the beneficiary of substantial funds during the winding up of her estate. The first of these was received on the 23rd February 2021 in the form of shares and investments to the value of £2,473,899. At the present time it is not possible to accurately predict the size of future receipts, but indications are that the total of properties and cash will amount to an additional £2m or thereabouts.

The Harry & Mary Foundation

Report of the Trustees
for the year ended 31 March 2021

STRATEGIC REPORT

Financial review

Reserves policy

All charities are required to consider how much money they need to hold in reserves. The extent varies depending on the scale and nature of the charity's activities.

The charity has a strong reserve position. Income was in line with expectations, which has enabled the charity to put together a schedule of donations to support local hospices over the next few years.

The charity will retain the investments in the charity at market value as its reserves.

The Trustees review this policy annually.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

The Charity is controlled by its governing document, a trust deed, and is established as a limited company, limited by guarantee, as defined by the Companies Act 2006.

In view of the substantial funds now available to the Foundation the Trustees have entered into a formal agreement with Brewin Dolphin, Bradford to manage and invest any funds not immediately required, subject to defined parameters and regular reporting

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Company number

07442649 (England and Wales)

Registered Charity number

1148707

Registered office

Suite 9A
Mercury Quays
Ashley Lane
Shipley
West Yorkshire
BD17 7DB

Trustees

Mrs M Clough (deceased 27.7.20)
J A W Clough
R F Walker
R Bastow

Senior Statutory Auditor

Andrew Day

The Harry & Mary Foundation

Report of the Trustees
for the year ended 31 March 2021

REFERENCE AND ADMINISTRATIVE DETAILS

Auditors

Walkers Accountants Limited
Statutory Auditor
Aireside House
Aireside Business Centre
Royd Ings Avenue
Keighley
West Yorkshire
BD21 4BZ

STATEMENT OF TRUSTEES' RESPONSIBILITIES

The trustees (who are also the directors of The Harry & Mary 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 those financial statements, the trustees are required to

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charity SORP;
- 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 financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in business.

The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charitable company 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 charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

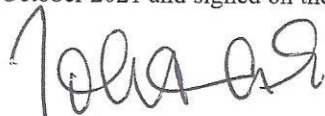
In so far as the trustees are aware:

- 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.

AUDITORS

The auditors, Walkers Accountants Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Report of the trustees, incorporating a strategic report, approved by order of the board of trustees, as the company directors, on 8th October 2021 and signed on the board's behalf by:



.....
J A W Clough - Trustee

Report of the Independent Auditors to the Members of
The Harry & Mary Foundation

Opinion

We have audited the financial statements of The Harry & Mary Foundation (the 'charitable company') for the year ended 31 March 2021 which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (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 2021 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; 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 Auditors' 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 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 trustees are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Report of the Independent Auditors 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.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether 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 Report of the Trustees for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Trustees has been prepared in accordance with applicable legal requirements.

Report of the Independent Auditors to the Members of
The Harry & Mary Foundation

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 Report of the Trustees.

We have nothing to report in respect of the following matters where 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.

Responsibilities of trustees

As explained more fully in the Statement of Trustees' Responsibilities, 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.

Our 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 a Report of the Independent Auditors that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

Enquiry of management and those charged with governance around actual and potential litigation and claims.

Reviewing minutes of meetings of those charged with governance.

Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

Auditing the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluation the business rationale of significant transaction outside the normal course of the business.

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 Report of the Independent Auditors.

Report of the Independent Auditors to the Members of
The Harry & Mary Foundation

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 auditors' 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.



Andrew Day (Senior Statutory Auditor)
for and on behalf of Walkers Accountants Limited
Statutory Auditor
Aireside House
Aireside Business Centre
Royd Ings Avenue
Keighley
West Yorkshire
BD21 4BZ

Date: 20 October 2021

The Harry & Mary Foundation

Consolidated Statement of Financial Activities
for the year ended 31 March 2021

| | Notes | 31.3.21 Unrestricted fund £ | 31.3.20 Total funds £ |
|------------------------------------|-------|--------------------------------------|--------------------------------|
| INCOME AND ENDOWMENTS FROM | | | |
| Donations and legacies | 2 | | |
| Other trading activities | 3 | 2,473,929 | - |
| Investment income | 4 | 417,275 | 407,843 |
| | | <u>38,354</u> | <u>41,858</u> |
| Total | | 2,929,558 | 449,701 |
| EXPENDITURE ON | | | |
| Raising Funds | 7 | | |
| Property costs | | 129,185 | 109,371 |
| Charitable activities | 5 | | |
| Grants | | 208,750 | 72,950 |
| Other | | <u>9,800</u> | <u>5,150</u> |
| Total | | 347,735 | 187,471 |
| Net gains/(losses) on investments | | <u>613,597</u> | <u>(113,357)</u> |
| NET INCOME | | 3,195,420 | 148,873 |
| Taxation charges | | (88,125) | (6,303) |
| NET INCOME after taxation | | 3,107,295 | 142,570 |
| RECONCILIATION OF FUNDS | | | |
| Total funds brought forward | | <u>7,057,794</u> | <u>6,915,224</u> |
| TOTAL FUNDS CARRIED FORWARD | | <u><u>10,165,089</u></u> | <u><u>7,057,794</u></u> |

The notes form part of these financial statements

The Harry & Mary Foundation

Consolidated Balance Sheet
31 March 2021

| | Notes | 31.3.21 Unrestricted fund £ | 31.3.20 Total funds £ |
|--|-------|--------------------------------------|--------------------------------|
| FIXED ASSETS | | | |
| Investments | 13 | 9,128,300 | 6,208,571 |
| CURRENT ASSETS | | | |
| Debtors | 14 | 104,515 | 93,222 |
| Cash at bank | | 1,469,429 | 1,479,670 |
| NET CURRENT ASSETS | | <u>1,573,944</u> | <u>1,572,892</u> |
| CREDITORS | | | |
| Amounts falling due within one year | 15 | (309,838) | (505,256) |
| NET CURRENT ASSETS | | <u>1,264,106</u> | <u>1,067,636</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | 10,392,406 | 7,276,207 |
| CREDITORS | | | |
| Amounts falling due after more than one year | 16 | (74,363) | (153,585) |
| PROVISION FOR LIABILITIES | 17 | (152,954) | (64,828) |
| NET ASSETS | | <u>10,165,089</u> | <u>7,057,794</u> |
| FUNDS | 18 | | |
| Unrestricted funds | | <u>10,165,089</u> | <u>7,057,794</u> |
| TOTAL FUNDS | | <u>10,165,089</u> | <u>7,057,794</u> |

The financial statements were approved by the Board of Trustees and authorised for issue on 8th October 2021 and were signed on its behalf by:


.....
J A W Clough - Trustee

The notes form part of these financial statements

The Harry & Mary Foundation

Balance Sheet
31 March 2021

| | Notes | 31.3.21 Unrestricted fund £ | 31.3.20 Total funds £ |
|--|-------|--------------------------------------|--------------------------------|
| FIXED ASSETS | | | |
| Investments | 13 | 9,649,805 | 6,992,945 |
| CURRENT ASSETS | | | |
| Cash at bank | | 119,439 | 250,465 |
| CREDITORS | | | |
| Amounts falling due within one year | 15 | (82,822) | (200,081) |
| NET CURRENT ASSETS | | <u>36,617</u> | <u>50,384</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | 9,686,422 | 7,043,329 |
| CREDITORS | | | |
| Amounts falling due after more than one year | 16 | (74,363) | (153,585) |
| NET ASSETS | | <u>9,612,059</u> | <u>6,889,744</u> |
| FUNDS | | | |
| Unrestricted funds | 18 | <u>9,612,059</u> | <u>6,889,744</u> |
| TOTAL FUNDS | | <u>9,612,059</u> | <u>6,889,744</u> |

The financial statements were approved by the Board of Trustees and authorised for issue on 8th October 2021 and were signed on its behalf by:



.....
J A W Clough - Trustee

The notes form part of these financial statements

The Harry & Mary Foundation

Consolidated Cash Flow Statement
for the year ended 31 March 2021

| | Notes | 31.3.21 £ | 31.3.20 £ |
|---|-------|-------------------------|-------------------------|
| Cash flows from operating activities | | | |
| Cash generated from operations | 1 | 2,257,534 | (10,480) |
| Tax paid | | - | (7,170) |
| Net cash provided by operating activities | | <u>2,257,534</u> | <u>(17,650)</u> |
| Cash flows from investing activities | | | |
| Purchase of fixed asset investments | | (2,713,323) | (5,637) |
| Sale of fixed asset investments | | 413,650 | - |
| Investment income received | | <u>31,898</u> | <u>38,867</u> |
| Net cash (used in)/provided by investing activities | | <u>(2,267,775)</u> | <u>33,230</u> |
| Change in cash and cash equivalents in the reporting period | | <u>(10,241)</u> | <u>15,580</u> |
| Cash and cash equivalents at the beginning of the reporting period | | <u>1,479,670</u> | <u>1,464,090</u> |
| Cash and cash equivalents at the end of the reporting period | | <u><u>1,469,429</u></u> | <u><u>1,479,670</u></u> |

The notes form part of these financial statements

The Harry & Mary Foundation

Notes to the Cash Flow Statement
for the year ended 31 March 2021

1. RECONCILIATION OF NET INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES

| | 31.3.21 £ | 31.3.20 £ |
|--|------------------|-----------------|
| Net income for the reporting period (as per the Statement of Financial Activities) | | |
| Adjustments for: | 3,195,420 | 148,873 |
| (Gain)/losses on investments | (280,765) | 113,357 |
| (Gains) on investment properties | (184,363) | - |
| Profit on disposal of investments | (148,469) | - |
| Investment income | (38,354) | (41,858) |
| Increase in debtors | (11,293) | (23,325) |
| Decrease in creditors | (274,642) | (207,527) |
| Net cash provided by operations | <u>2,257,534</u> | <u>(10,480)</u> |

2. ANALYSIS OF CHANGES IN NET FUNDS

| | At 1.4.20 £ | Cash flow £ | At 31.3.21 £ |
|--------------|------------------|-----------------|------------------|
| Net cash | | | |
| Cash at bank | <u>1,479,670</u> | <u>(10,241)</u> | <u>1,469,429</u> |
| | <u>1,479,670</u> | <u>(10,241)</u> | <u>1,469,429</u> |
| Total | <u>1,479,670</u> | <u>(10,241)</u> | <u>1,469,429</u> |

The notes form part of these financial statements

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements of the charitable company, which is a public benefit entity under FRS 102, have been prepared in accordance with the Charities SORP (FRS 102) 'Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019)', Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006. The financial statements have been prepared under the historical cost convention, with the exception of investments which are included at market value, as modified by the revaluation of certain assets.

No material uncertainties that may cast a significant doubt about the ability of the charity to continue as a going concern have been identified by the trustees and therefore these accounts have been prepared on a going concern basis.

Consolidated financial statements

Consolidated financial statements have been prepared in respect of The Harry and Mary Foundation and its wholly owned property investment subsidiaries Blenheim House Properties (Bradford) Limited and Holmfirth Properties Limited.

Income

All income is recognised in the Statement of Financial Activities once the charity has entitlement to the funds, it is probable that the income will be received, and the amount can be measured reliably.

Donations are shown as income on receipt, unless there is earlier evidence of entitlement, and the amount can be measured reliably. Legacy income is recognised when there is legal entitlement (from the date of probate or from receipt if earlier) receipt is probable (there are no material uncertainties on the estate) and the amount can be measured reliably.

Investment income is recognised on receipt.

Income from the charity's wholly owned subsidiaries is included under other trading income. Income is accounted on an accrual's basis

Expenditure

Liabilities are recognised as costs as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably.

Costs is accounted for on an accruals basis and has been classified under headings that aggregate all cost related to the category. Where costs cannot be directly attributed to particular headings, they have been allocated to activities on a basis consistent with the use of resources.

Costs of raising funds include all property trading activities and cost of managing the investment portfolios.

Grants offered subject to conditions which have not been met at the year-end date are noted as a commitment but not accrued as expenditure.

Investment Properties

Investment properties are shown at their most recent valuation. Any surplus or deficit arising from changes in their fair value is recognised in the Statement of Financial Activities (SOFA)

Investments

Investments are valued at their fair value if they can be measured reliable, at cost less impairment for all other investments. Realised and unrealised gains and losses are recognised in the SOFA

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements - continued
for the year ended 31 March 2021

Taxation

The charity is exempt from corporation tax on its charitable activities.

The subsidiary Companies make qualifying donations of all taxable profits to the charity.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not yet reversed at the balance sheet date.

The deferred tax relates to the unrealised gain in the subsidiary Companies on the investments held.

Debtors and prepayments

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

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 a transfer of funds to a third party and the amount due to be settle the obligation can be measured or estimated reliably. Creditors and provision are recognised at their settlement value after allowing for any discount due.

Financial Instruments

The Charity has financial assets and 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.

Fund accounting

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

Accounting estimates and judgements

In preparing these Financial statements within the accounting framework set out above the Trustees are required to adopt those accounting policies most appropriate to the Charity's circumstances with a view to presenting fairly the Charity's financial position. In determining and applying judgements trustees make estimates and judgements and the matters set out below are considered to be the most important in understanding the judgements that have been involved in preparing the Financial Statements and the uncertainties that could impact the amounts reported.

a) Fair value of investment properties

FRS102 requires that investment properties are held at fair value. In determining the fair value of the investment properties, trustees have relied on valuation provided by professional qualified advisors as described in note 12.

b) Key sources of estimation uncertainty

The trustees have reviewed the key sources of estimation uncertainty at the reporting date and do not consider there to be a significant risk of causing a material misstatement in the carrying value of the assets and liabilities in the next financial year.

2. DONATIONS AND LEGACIES

| | 31.3.21 | 31.3.20 |
|------------------------|------------------|----------------|
| | £ | £ |
| Donations and legacies | <u>2,745,097</u> | <u>338,081</u> |

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements - continued
for the year ended 31 March 2021

3. OTHER TRADING ACTIVITIES

| | | |
|------------------|----------------|----------------|
| | 31.3.21 | 31.3.20 |
| | £ | £ |
| Property letting | <u>417,275</u> | <u>407,843</u> |

4. INVESTMENT INCOME

| | | |
|--------------------------------|---------------|---------------|
| | 31.3.21 | 31.3.20 |
| | £ | £ |
| Income from listed investments | <u>38,354</u> | <u>41,858</u> |

5. CHARITABLE ACTIVITIES COSTS

| | |
|--------|--|
| | Grant funding of activities (see note 6) |
| | £ |
| Grants | <u>208,750</u> |

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements – continued
for the year ended 31 March 2021

6. GRANTS PAYABLE

| | 31.3.21 | 31.3.20 |
|--------|----------------|---------------|
| | £ | £ |
| Grants | <u>208,750</u> | <u>72,950</u> |

The total grants paid to institutions during the year was as follows:

| | 31.3.21 | 31.3.20 |
|------------------------------------|----------------|---------------|
| | £ | £ |
| The Ear Project | - | 5,000 |
| Sue Ryder, Manorlands | 60,000 | 10,000 |
| Marie Curie | 60,000 | 10,000 |
| Bradford Nightstop | - | 20,000 |
| Bardford Hospitals | - | 22,200 |
| Daybreak | 5,000 | 5,000 |
| Bradford Food Bank | 8,000 | 750 |
| Bradford City Disability | 1,000 | - |
| Health Action Local Engagement | 1,000 | - |
| Panathlon | 750 | - |
| Ravenscliffe Community Association | 10,000 | - |
| The Cellar Trust | 10,000 | - |
| Prism Youth Project | 10,000 | - |
| Equality Together | 10,000 | - |
| The Salvation Army | 1,000 | - |
| St. Gemmas | 1,000 | - |
| Martin House | 1,000 | - |
| Bradford Talking Media | 1,000 | - |
| The Breathing Charity | 5,000 | - |
| Dogs for Good | 4,000 | - |
| Hainworth Community Centre | 1,000 | - |
| Candlelighters | 16,000 | - |
| One in a Million | 1,000 | - |
| National Literacy Trust | 1,000 | - |
| Bradford Soup Run | 1,000 | - |
| | <u>208,750</u> | <u>72,950</u> |

7. RAISING FUNDS

| | 31.3.21 | 31.3.20 |
|---------------|---------------|----------|
| | £ | £ |
| Property cost | <u>59,216</u> | <u>-</u> |

8. SUPPORT COSTS

| | Governance costs |
|--------------------------|------------------|
| | £ |
| Other resources expended | <u>9,800</u> |

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements - continued
for the year ended 31 March 2021

9. NET INCOME/(EXPENDITURE)

Net income/(expenditure) is stated after charging/(crediting):

| | 31.3.21 | 31.3.20 |
|------------------------|--------------|--------------|
| | £ | £ |
| Auditors' remuneration | <u>3,000</u> | <u>3,000</u> |

10. TRUSTEES' REMUNERATION AND BENEFITS

During the year the charity paid £5,000 (2020: £1,250) to Mr R F Walker (Trustee) through his personal service company, Walkers Consultancy Limited for his services as Accounts Manager and General Administrator.

None of the Trustees received any monies for services as a Trustee during the year, neither did they claim or receive payment for expenses.

11. STAFF COSTS

The average monthly number of employees during the year was as follows:

| | 31.3.21 | 31.3.20 |
|----------|----------|----------|
| Trustees | <u>3</u> | <u>4</u> |

No employees received emoluments in excess of £60,000.

12. TAXATION

The subsidiary companies make qualifying donations of taxable profits to the charity.

The taxation charge relates to the deferred tax charge movement during the year. The deferred tax charge is the capital gains tax payable if the investments were disposed of at their current valuation.

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements – continued
for the year ended 31 March 2021

13. FIXED ASSET INVESTMENTS

| Consolidated | Investment properties £ | Listed investments £ | Totals £ |
|-----------------------|---|-------------------------------------|---------------------|
| MARKET VALUE | | | |
| At 1 April 2020 | 4,640,837 | 1,567,734 | 6,208,571 |
| Additions | - | 2,719,779 | 2,719,779 |
| Disposals | - | (265,181) | (265,181) |
| Revaluations | 184,363 | 280,768 | 465,131 |
| At 31 March 2021 | 4,825,200 | 4,303,100 | 9,128,300 |
| NET BOOK VALUE | | | |
| At 31 March 2021 | 4,825,200 | 4,303,100 | 9,128,300 |
| At 31 March 2020 | 4,640,837 | 1,567,734 | 6,208,571 |
| Charity | | | |
| | Shares in group undertakings £ | Listed investments £ | Totals £ |
| MARKET VALUE | | | |
| At 1 April 2020 | 6,538,370 | 454,575 | 6,992,945 |
| Additions | - | 2,473,899 | 2,473,899 |
| Revaluations | - | 182,961 | 182,961 |
| At 31 March 2021 | 6,538,370 | 3,111,435 | 9,649,805 |
| NET BOOK VALUE | | | |
| At 31 March 2021 | 6,538,370 | 3,111,435 | 9,649,805 |
| At 31 March 2020 | 6,538,370 | 454,575 | 6,992,945 |

Investment Properties were valued on an open value basis on 31 March 2021 by Walker Singleton and BHT Limited. If the investment properties had not been revalued, they would have been included at £3,644,424.

14. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Consolidated | | Charity | |
|---------------|---------------------|---------------|----------------|----------|
| | 31.3.21 | 31.3.20 | 31.3.21 | 31.3.20 |
| | £ | £ | £ | £ |
| Trade debtors | 35,652 | 13,750 | - | - |
| Other debtors | 13,432 | 20,095 | - | - |
| Prepayments | 55,431 | 59,377 | - | - |
| | <u>104,515</u> | <u>93,222</u> | <u>-</u> | <u>-</u> |

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements – continued
for the year ended 31 March 2021

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Consolidated | | Charity | |
|------------------|-----------------------|-----------------------|----------------------|-----------------------|
| | 31.03.21 | 31.3.20 | 31.03.21 | 31.3.20 |
| | £ | £ | £ | £ |
| Other Creditors | 39,064 | 41,112 | - | - |
| VAT | 34,040 | 35,626 | - | - |
| Accrued expenses | <u>236,734</u> | <u>428,518</u> | <u>82,822</u> | <u>200,081</u> |
| | <u><u>309,838</u></u> | <u><u>505,256</u></u> | <u><u>82,822</u></u> | <u><u>200,081</u></u> |

16. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| | Consolidated | | Charity | |
|------------------|----------------------|-----------------------|----------------------|-----------------------|
| | 31.03.21 | 31.3.20 | 31.03.21 | 31.3.20 |
| | £ | £ | £ | £ |
| Accrued expenses | <u>74,363</u> | <u>153,585</u> | <u>74,363</u> | <u>153,585</u> |
| | <u><u>74,363</u></u> | <u><u>153,585</u></u> | <u><u>74,363</u></u> | <u><u>153,585</u></u> |

17. PROVISIONS FOR LIABILITIES

| | Consolidation | |
|----------------------|----------------------|---------------|
| | 31.3.21 | 31.3.20 |
| | £ | £ |
| Deferred tax | | |
| Gains on investments | <u>152,954</u> | <u>64,828</u> |

Consolidated

| | Deferred tax |
|--------------------------|-----------------------|
| | £ |
| Balance at 1 April 2000 | |
| On acquisition | - |
| Movement on gains | <u>64,828</u> |
| | <u><u>88,126</u></u> |
| Balance at 31 March 2021 | <u><u>152,954</u></u> |

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements – continued
for the year ended 31 March 2021

18. MOVEMENT IN FUNDS

| Consolidated | At 1.4.20 £ | Net movement in funds £ | At 31.3.21 £ |
|-----------------------------|------------------------|--|-----------------------------|
| Unrestricted funds | | | |
| General fund | 6,551,663 | 2,451,147 | 9,002,810 |
| Subsidiary's retained funds | 506,131 | 656,148 | 1,162,279 |
| TOTAL FUNDS | <u>7,057,794</u> | <u>3,107,295</u> | <u>10,165,089</u> |

Net movement in funds, included in the above are as follows:

| | Incoming resources £ | Resources expended £ | Gains and losses £ | Movement in funds £ |
|-----------------------------|-------------------------------------|-------------------------------------|-----------------------------------|------------------------------------|
| Unrestricted funds | | | | |
| General fund | 2,486,736 | (218,550) | 182,961 | 2,451,147 |
| Subsidiary's retained funds | 442,822 | (217,310) | 430,636 | 656,148 |
| TOTAL FUNDS | <u>2,929,558</u> | <u>(435,860)</u> | <u>613,597</u> | <u>3,107,295</u> |

Charity

| | At 1.4.20 £ | Net movement in funds £ | At 31.3.21 £ |
|---------------------------|------------------------|--|-----------------------------|
| Unrestricted funds | | | |
| General fund | 6,889,744 | 2,722,315 | 9,612,059 |
| TOTAL FUNDS | <u>6,889,744</u> | <u>2,722,315</u> | <u>9,612,059</u> |

Net movement in funds, included in the above are as follows:

| | Incoming resources £ | Resources expended £ | Gains and losses £ | Movement in funds £ |
|---------------------------|-------------------------------------|-------------------------------------|-----------------------------------|------------------------------------|
| Unrestricted funds | | | | |
| General fund | 2,757,904 | (218,550) | 182,961 | 2,722,315 |
| TOTAL FUNDS | <u>2,757,904</u> | <u>(218,550)</u> | <u>182,961</u> | <u>2,722,315</u> |

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements – continued
for the year ended 31 March 2021

Comparatives for movement in funds

Consolidated

| | At 1.4.19 £ | movement in funds £ | At 31.3.20 £ |
|-----------------------------|------------------|---------------------------|--------------------|
| Unrestricted funds | | | |
| General fund | 6,671,450 | (119,787) | 6,551,663 |
| Subsidiary's retained funds | 243,774 | 262,357 | 506,131 |
| TOTAL FUNDS | <u>6,915,224</u> | <u>142,570</u> | <u>7,057,794</u> |

Net movement in funds, included in the above are as follows:

| | Incoming resources £ | Resources expended £ | Gains and losses £ | Movement in funds £ |
|-----------------------------|----------------------------|----------------------------|--------------------------|---------------------------|
| Unrestricted funds | | | | |
| General fund | 14,127 | (78,100) | (55,814) | (119,787) |
| Subsidiary's retained funds | 435,574 | (115,674) | (57,543) | 262,357 |
| TOTAL FUNDS | <u>449,701</u> | <u>(193,774)</u> | <u>(113,357)</u> | <u>142,570</u> |

Charity

| | At 1.4.19 £ | Net movement in funds £ | At 31.3.20 £ |
|---------------------------|------------------|----------------------------------|--------------------|
| Unrestricted funds | | | |
| General fund | 6,671,450 | 218,294 | 6,889,744 |
| TOTAL FUNDS | <u>6,671,450</u> | <u>218,294</u> | <u>6,889,744</u> |

Net movement in funds, included in the above are as follows:

| | Incoming resources £ | Resources expended £ | Gains and losses £ | Movement in funds £ |
|---------------------------|----------------------------|----------------------------|--------------------------|---------------------------|
| Unrestricted funds | | | | |
| General fund | 352,208 | (78,100) | (55,814) | 218,294 |
| TOTAL FUNDS | 352,208 | (78,100) | (55,814) | 218,294 |

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements – continued
for the year ended 31 March 2021

18. MOVEMENT IN FUNDS - continued

A current year 12 months and prior year 12 months combined position is as follows:

Consolidated

| | At 1.4.19 £ | Net movement in funds £ | At 31.3.21 £ |
|-----------------------------|------------------|----------------------------------|--------------------|
| Unrestricted funds | | | |
| General fund | 6,671,450 | 2,331,360 | 9,002,810 |
| Subsidiary's retained funds | 243,774 | 918,505 | 1,162,279 |
| TOTAL FUNDS | <u>6,915,224</u> | <u>3,249,865</u> | <u>10,165,089</u> |

A current year 12 months and prior year 12 months combined net movement in funds, included in the above are as follows:

| | Incoming resources £ | Resources expended £ | Gains and losses £ | Movement in funds £ |
|-----------------------------|----------------------------|----------------------------|--------------------------|---------------------------|
| Unrestricted funds | | | | |
| General fund | 2,500,863 | (296,650) | 127,147 | 2,331,360 |
| Subsidiary's retained funds | 878,396 | (332,984) | 373,093 | 918,505 |
| TOTAL FUNDS | <u>3,379,259</u> | <u>(629,634)</u> | <u>500,240</u> | <u>3,249,865</u> |

Charity

| | At 1.4.19 £ | Net movement in funds £ | At 31.3.21 £ |
|---------------------------|------------------|----------------------------------|--------------------|
| Unrestricted funds | | | |
| General fund | 6,671,450 | 2,940,609 | 9,612,059 |
| TOTAL FUNDS | <u>6,671,450</u> | <u>2,940,609</u> | <u>9,612,059</u> |

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements – continued
for the year ended 31 March 2021

18. MOVEMENT IN FUNDS - continued

A current year 12 months and prior year 12 months combined net movement in funds, included in the above are as follows:

| | Incoming resources £ | Resources expended £ | Gains and losses £ | Movement in funds £ |
|---------------------------|----------------------------|----------------------------|--------------------------|---------------------------|
| Unrestricted funds | | | | |
| General fund | 3,110,112 | (296,650) | 127,147 | 2,940,609 |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| TOTAL FUNDS | <u>3,110,112</u> | <u>(296,650)</u> | <u>127,147</u> | <u>2,940,609</u> |

19. RELATED PARTY DISCLOSURES

The charity received donations and legacies of £2,473,929 (2020; £nil) from the trustees during the year.

The Harry & Mary Foundation

Notes to the Consolidated Financial Statements - continued
for the year ended 31 March 2021

20. SUBSIDIARY UNDERTAKINGS

The charity has two wholly owned subsidiaries both are incorporated in the United Kingdom. The principal activity of both subsidiaries is that of property rental company. The companies donate their taxable profit to the Charity.

The results for the year ended 31 March 2021:

| Company Number | Holmfirth Properties Limited | Blenheim House Properties (Bradford) Limited |
|---|------------------------------------|--|
| | 01041624 | 00670117 |
| Turnover | | |
| Cost of sales | 97,041 | 320,234 |
| Gross Profit | - | - |
| | 97,041 | 320,234 |
| Other expenses | (71,920) | (91,204) |
| Other operating income | 25,547 | - |
| Realised gains | 25,547 | 148,469 |
| Unrealised gains/ (losses) | 270,304 | 11,863 |
| Tax on profit on ordinary activities | 52,805 | 35,320 |
| Profit on ordinary activities after tax | 268,167 | 387,981 |
| Qualifying charitable donation | 60,508 | 210,660 |
| Retained profit for the period | 207,659 | 387,981 |
| Tangible fixed assets | | |
| Net current assets | 2,604,165 | 3,412,700 |
| Provisions | 568,368 | 659,121 |
| Net Assets | (78,116) | (74,838) |
| | 3,094,417 | 3,996,983 |
| Share Capital | 1,000 | 100 |
| Other Reserves | 777,465 | 534,494 |
| Profit and loss account | 2,315,952 | 3,462,389 |
| Shareholder's funds | 3,094,417 | 3,996,983 |