

Company Registration No. 05312213

Registered Charity Number 1174379

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)

REPORT AND ACCOUNTS
For the year ending 31 March 2023

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
TRUSTEES' REPORT
For the year ended 31 March 2023

The Trustees, who are also Directors for the purposes of company law, present their report and the unaudited financial statements of the charity for the year ended 31 March 2023.

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Charity Name	Workplace Foundation
Charity Registration Number	1174379
Company Registration Number	05312213
Registered Office	12 Blandford Square, Newcastle upon Tyne NE1 4HZ

Trustees

For the purposes of the Companies Act 2006, the Board of Trustees is the Board of Directors of the charitable company and is referred to as the Trustees throughout this report.

The Trustees of Workplace Foundation during the period and to the date of signing this report are as follows:

Mr T Wilcox	Resigned 6 November 2023
Ms J Carlton	
Mr R Devereux	
Mr R Gander	Appointed 6 February 2023
Prof D Hughes	Resigned 6 February 2023
Ms Maria Loh	Appointed 6 February 2023
Ms M Maheshwari	
Mr P Smith	

Independent Examiner	Mr P O'Hara FCA, 26 La Sagesse, Jesmond, Newcastle upon Tyne NE2 3AF
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STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing Documents

Workplace Foundation is a charitable company limited by guarantee, incorporated on 14 December 2004. The company changed its name from Workplace Art Gallery Limited to Workplace Foundation on 15 August 2016 and was registered as a charity on 24 August 2017.

The charity is controlled by its governing document, its Memorandum & Articles of Association, as amended by a special resolution dated 26 July 2016, registered at Companies House on 19 August 2016, and constitutes a limited company, limited by guarantee, as defined by the Companies Act.

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STRUCTURE, GOVERNANCE AND MANAGEMENT (Continued)

Governing Documents (Cont.)

The Directors of the company are also Trustees of the charity.

Eligibility for membership of the charity, and membership of the Board of Trustees, is governed by the Articles of Association. There are no restrictions in the governing document on the operation of the charity other than those imposed by general charity law.

OBJECTIVES AND ACTIVITIES

Charitable Purpose

Workplace Foundation's charitable objects are for the public benefit to:

- (1) promote modern and contemporary art by the establishment and maintenance of an art gallery and exhibition spaces in particular but not exclusively in Gateshead, Newcastle and the surrounding region; and
- (2) advance the education and understanding of the public in modern and contemporary art, particularly but not exclusively by:
 - (a) improving public access;
 - (b) developing public appreciation; and
 - (c) facilitating the study and practice of modern and contemporary art.

Vision

Workplace Foundation aims to transform the visual arts in Gateshead and the North of England by presenting outstanding, experimental contemporary art, to the both the region and the world.

Mission

Workplace Foundation is a charity based in the North of England, established in 2016 by Workplace Gallery, an international commercial contemporary art gallery, itself founded in Gateshead in 2002.

Workplace Foundation supports the development of emerging and under-represented artists and local communities through a rigorous and engaging programme of exhibitions and events. We aim to enrich the cultural life of the North of England by creating opportunities for the public to engage with art of exceptional quality, and to create a much larger audience for art through the Foundation's local and international networks.

Workplace Foundation serves the communities of Gateshead and the North of England and aims to contribute to the regional art scene and establish the area as a vital cultural centre within the UK.

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STRUCTURE, GOVERNANCE AND MANAGEMENT (Continued)

Strategic Objectives

The charity's strategic objectives are to:

1. Establish a dynamic programme of Workplace Foundation exhibitions, talks and events that improve public access and learning about contemporary art
2. Build a stronger profile for the Foundation and awareness of its work
3. Grow the Foundation's audiences
4. Build city, regional and international partnerships that facilitate the Foundation's work
5. Achieve financial sustainability for the Foundation
6. Secure a long-term home for Workplace Foundation

Ensuring our Work delivers our Aims

We review our aims, objectives and activities each year. This review looks at what we achieved and the outcomes of our work in the previous 12 months. The review looks at the success of each key activity and the benefits they have brought to those groups of people we are set up to help. The review also helps us ensure our aims, objectives and activities remained focused on our stated purposes.

Structure and Governance

The charity currently has a Board of six non-executive Trustees, which meets a minimum of four times per year. Detailed written Board reports and an agenda are prepared and circulated in advance of meetings.

Recruitment and Appointment of Board of Trustees

Trustees are elected to the Board based on discussions and recommendations offered by Trustees and outside advisors to the organisation, as well as through a range of advertising channels.

In April 2022 we were delighted to welcome Ryan Gander OBE and Maria H. Loh to the Workplace Foundation board. Each are world-leading figures in their respective fields and it is a great honour to welcome them to Workplace Foundation's Board of Trustees; their appointments are demonstrative of the aspiration and reputation of the charity nationally and internationally.

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STRUCTURE, GOVERNANCE AND MANAGEMENT (Continued)

Trustee Induction and Training

New Trustees are inducted by the Chair of the Board and Directors and are provided with a range of resources to support their understanding of Workplace Foundation activities.

In 2017/18 Workplace Foundation implemented a process of significant organisational development and change supported by Counterculture LLP. In August 2017 Workplace Foundation became a registered charity with clear aims and strategic objectives for the future.

Reserves Policy

The Trustees have reviewed the charity's needs for reserves in line with the guidance issued by the Charity Commission.

The Trustees aim to firstly hold a level of unrestricted Reserves which enables the charity to have sufficient financial resources to meet various liabilities which would crystallise if Workplace Foundation's funding were to be withdrawn and/or it were unable to continue operating.

The charity's total Unrestricted Funds at 31 March 2023 were £111,504. The Trustees have previously agreed the designation from Unrestricted Funds of £70,000 as a Designated Core Reserve Fund towards the costs of winding up the charity or transitioning to a new business model should the circumstances occur, and £31,118 being the net book value of fixed assets.

Free Reserves, defined as total Unrestricted Funds less any Designated Funds and the value of Tangible Fixed Assets, are £10,386 at 31 March 2023, thereby providing a small element of additional working capital.

This policy will be reviewed by the Trustees on an annual basis as part of the charity's budgeting processes.

Public Benefit

The Trustees understand and have discussed the implications of the provisions of the Charities Act 2006, which state that all charities must demonstrate that they are established for public benefit, and have had due regard to the public benefit guidance issued by the Charity Commission. The Trustees believe that the charity meets both of the key principles.

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OBJECTIVES AND ACTIVITIES (Continued)

Public Benefit (Cont.)

Principle 1 - There must be an identifiable benefit, or benefits

The organisation encourages artists to challenge conventions, overturn clichés and contribute to a dialogue within current artistic practice. It aims to nurture and develop talent and to help artists maintain and hone their vision, whilst also enabling them to begin to connect with the international art world in order to develop long term sustainable careers.

The organisation aims to increase engagement of its local audience by focussing on accessibility and creating closer proximity between artist and audience. Examples include talks and programmes run by artists during exhibitions aimed at a broad audience and the production and distribution of online video interviews with artists. The gallery is also developing a reading room developed from the organisation's archives where artists, students and the general public can access periodicals and other educational material.

Principle 2 - Benefit must be to the public, or a section of the public

The organisation has a strong commitment to equality and its programme is made up of artists who come from diverse backgrounds in the local area and from many parts of the UK and beyond. It also aims to increase engagement and facilitate communication between local audiences and artists.

The organisation's core purpose is to develop artists' careers for the public benefit. It supports and promotes the work of artists through exhibitions and associated events, developing opportunities with other galleries and curators, providing critical feedback, space and resources to enable artists to develop their practice and create work of outstanding quality so that the public can benefit by viewing and learning about contemporary visual art.

Workplace Foundation's beneficiaries are therefore entirely appropriate to its aims and the public as a whole benefits from its work.

All of these benefits are clear, evidenced and relate directly to Workplace Foundation's aims. In addition, the Trustees do not consider that any significant detriment or harm flows from Workplace Foundation's work.

Risk Management

The Trustees of the charity regularly review the major governance, operational and financial risks which the charity faces as part of its annual business planning process and confirm that systems have been established to mitigate these risks.

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OBJECTIVES AND ACTIVITIES (Continued)

Risk Management (Cont.)

Workplace Foundation has a risk management strategy in place which comprises:

- an annual review of the strategic risks the charity may face via the business plan
- the establishment of systems and procedures to mitigate those risks identified
- the implementation of procedures designed to minimise any potential impact on the charity should those risks materialise.

The Trustees are satisfied that appropriate financial systems and controls and employment policies and practices are in place.

The Trustees consider the key risks facing the charity at this time and the mitigating actions taken to be as follows:

- Long-term absence/resignation of Directors or Trustees - Workplace Foundation is governed by a group of capable Trustees from a broad skillset. Our Memorandum and Articles state that a quorum is two trustees present in person or by proxy and entitled to vote upon the business to be conducted at the meeting, or one tenth of the total membership at the time whichever is the greater. So we are well served to be able to continue to operate even with a large amount of long term illness and / or resignations.
- Not achieving income targets (trusts and foundations, earned income, individual giving) - Our unsuccessful bid to Arts Council's NPO saw us successfully apply to their 'Transition' funding which has mitigated our funding for the year and will give us the space to reorient our organisation towards a new model that is less dependent on Arts Council England.

The Trustees also manage the general financial risks arising by ensuring that:

- Prudent budgets have been set for the next financial year
- Regular management accounts are provided, showing the performance against budget
- Contingency plans are in place for the actions which would be taken if income appears unlikely to reach its target
- Reserves policies have been adopted which provide an appropriate amount of uncommitted Reserves which will always enable the charity to meet all its liabilities even if income targets are not achieved

Grant Making Policy

The charity does not currently engage in grant-making activity.

The Contribution of Volunteers

The charity does not currently use volunteers to support its activities.

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ACHIEVEMENTS AND PERFORMANCE

Summary of the main achievements of the charity during the year

2022/23 saw our team continue to implement our new business plan, which has been fully aligned with Arts Council England's 'Lets Create Strategy', with a particular focus on diversity, inclusivity, sustainability and accessibility. This new outlook is at the core of all our programming and activity, outlined below.

Programme Highlights

Karanjit Panesar: *Parts of Wholes* - 30 April – 9 July 2022 (Preview event: 30 April 2022; Closing Brunch: 9 July 2022)

Parts of Wholes by Leeds based artist Karanjit Panesar comprises film, sculpture, drawing and CG animation concerning ideas of artifice, constructed truth and an interest in the potential of the 'behind the scenes' space.

The exhibition was focused on Panesar's recent film Actor, Container, which uses a narrative device called a 'strange loop'. 'Strange loops' are structures, either narrative or philosophical, that lead the viewer through nested ontological levels, eventually arriving at the starting point. In fiction these loops are often found in stories of time travel and the supernatural, and typically result in narrative paradoxes. Actor, Container explores such a paradox through an endlessly looping format in which the duration of the film is simultaneously negated and stretched to infinity.

Alongside the film were drawings, sculpture and a 3D render that all imply a sense of continuation beyond the frame. The exhibition's title Parts of Wholes references this sense of continuation and alludes to the mechanics of presentation. Notions such as 'on' and 'off', or 'inside' and 'outside' imply a partial view, suggesting a whole that is incomprehensible in its entirety. Through interrogation of these mechanisms, Panesar's work investigates our relationship to larger complex political and economic realities.

Drawing upon philosophical theories, Parts of Wholes was an exploration into ideas of authenticity and agency subject to capitalism, and the relationship between memory, fiction and reality.

Karanjit Panesar is a multimedia artist based in Leeds. He is Co-Founder & Co-Director of East Bristol Contemporary, a member of Serf, Leeds and graduated from UWE Bristol in Art and Visual Culture. Panesar has exhibited nationally including: *Actor, Container*, Two Queens, Leicester; *Strange Loop*, Turf Projects, Croydon; and *THE WAY THINGS ARE*, arebyte Gallery, London. Upcoming projects include: eXRe Commission, Aspex Gallery Portsmouth in association with CCIXR University of Portsmouth.

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ACHIEVEMENTS AND PERFORMANCE (CONTINUED)

Summary of the main achievements of the charity during the year (Cont.)

Saturday drop-in event: Karanjit Panesar - Drawing workshop - 11 June 2022

Karanjit Panesar hosted a drawing workshop suitable for all ages and abilities. The practical workshop explored a variety of observational drawing exercises, as well as offering participants the opportunity to learn about film techniques such as working out the details of an actor's movements in relation to the camera (blocking) and deciding on the placement and movement of the objects in the frame (staging). These activities were then drawn together to think about how imaginary film characters could be drawn.

EMII ALRAI: REVERSE DEFENCE – 30 July – 8 October 2022 (Preview Friday 29 July, 5-9pm)

Reverse Defence by Yorkshire based artist Emii Alrai is an immersive sculptural installation including drawings and ceramics that weaves together diasporic narratives referencing ancient mythology, heritage and post-colonial museum collecting and displays.

Reverse Defence plays with Alrai's ongoing exploration into appropriation and object displays in the western museological system. Her work uses techniques of forgery and mimicry, creating ceramics and sculpture which use everyday materials to refer to artefacts and archaeological digs. Traditional willow weaving techniques have been reimaged in cardboard, whilst straw and plaster have been used to emulate traditional techniques of wattle and daub.

The works bring together multiple narratives to create an installation which positions the viewer as intruder, hunter or voyeur. Using medieval hunting arenas as a starting point, a maze like structure houses sculptures punctured by arrows. Interlacing multiple themes, Alrai references: the etymologies and histories of courting; the coveting of gigantic artefacts held by the British Museum; ancient gravesite constructions; and the melancholic romanticisation of wounds by the Pre-Raphaelites. Through doing so she dictates how the body is led through its journey and references how history has been constructed in a linear format.

Each time one of Alrai's installations is displayed and reconfigured, elements of previous exhibitions begin to deteriorate, adding to the faux archaeological environment, whilst new elements are added. Through this process she creates works that reverse a museological convention of preservation, shedding previous narratives at the same time as imbuing them with memory and autonomy.

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ACHIEVEMENTS AND PERFORMANCE (CONTINUED)

Summary of the main achievements of the charity during the year (Cont.)

Emii Alrai received her MA in Art Gallery and Museum studies in 2018 and her BA Fine Art in 2016 from Leeds University. Recent solo exhibitions include: *A Core of Scar*, The Hepworth, Wakefield; *The Courtship of Giants*, Eastside Projects, Birmingham; *Deposition Layer*, Threshold Projects, Leeds; and *Passing of the Lilies*, Jerwood Solo Presentations, Jerwood Arts, London. She has participated in residencies including *In Ruins Residency*, Calabria, Italy; *Triangle Astérides Residency*, Marseille, France; and was the Yorkshire Sculpture International Engagement Artist in 2019. She lives and works in Leeds, UK

Saturday drop-in: Clay workshop with Emii Alrai - 10 September, 2-4pm

Emii Alrai hosted a clay workshop suitable for all ages and abilities, sharing a variety of techniques with air dry clay that she uses to make her work.

***In Conversation*: Emii Alrai & Sabrina Henry - 27 September 2022, 6:30-7:30pm**

Continuing our *In Conversation* series, we hosted artist Emii Alrai and Curator and Costume Designer Sabrina Henry, as part of Emii's current exhibition *Reverse Defence*, in conversation about her current exhibition as well as delving in to Emii's wider practice, research and recurring themes.

Exhibition Closing Brunch - 8th October 2022, 12-3pm

***Reverse Defence* Exhibition Walk-Through - Every Wednesday 2-2:30pm**

WF's knowledgeable Front of House Assistants led an informal exhibition walkthrough, providing an opportunity to find out more about the exhibition as well as gaining insight into the artworks on display.

Works from this exhibition were purchased by Leeds City Art Gallery with the support of the Henry Moore Foundation and Contemporary Arts Society

The exhibition was reviewed by Art Monthly.

Over 65s coffee morning - Every Thursday 12-1pm

Coffee, tea and biscuits in a welcoming, quiet and safe space.

Family friendly session - Every Friday 3-4pm

An opportunity for the public to delve into our archive of artist workshop activities packed full of free creative tasks for all ages.

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ACHIEVEMENTS AND PERFORMANCE (CONTINUED)

Summary of the main achievements of the charity during the year (Cont.)

Companion - 29 October 2022 - 14 January 2023

Companion was the first in an ongoing series of exhibitions inviting curators to look at Workplace Foundation's continued relationships with artists.

Companion explored ways of capturing how artists describe their work and the connections made when works sit in companionship with one another. The exhibition was curated by Newcastle-based Curator and Researcher Gayle Meikle.

Companion included recent works by Tayo Adekunle, Catherine Bertola and Claire Dorsett spanning photography, painting and installation. Sonic elements throughout the exhibition shared conversations and experiences held between each artist and Meikle on how they describe and view their works. The audio conversations or sounds acted as a companion for the works in the exhibition, shifting the focus from a purely visual experience to a more aural and embodied interaction with the works.

The exhibition title draws on ideas of association between artists, the companionship of showing in the same space and the associations the audience draw when encountering a display of art.

Tayo Adekunle is a British Nigerian photographer, from Yorkshire based in London. Working predominantly with self-portraiture, she explores issues of race gender and sexuality whilst investigating racial and colonial history. Recent exhibitions include *Tales from an Absent Truth*, Studio Chapple, London (solo), *Un/sense*, Christie's, London, *Tayo Adekunle*, Workplace Foundation, Online, *Mis(sing) Information*, Perth Gallery and Museum, Perth, *COUP DE FOUDRE*, Insurgency Gallery and Five Years, Online; and *Hysterical*, no format Gallery, London. She completed her BA (Hons) in Photography at Edinburgh College of Art in 2020. She has completed a mirco-residency with Hospitalfield, Arbroath, has work in the University of Edinburgh Art Collection and has been featured in publications including the British Journal of Photography and No! Wahala Magazine.

Catherine Bertola is an artist working across installation, sculpture, drawing and film, giving voice to untold narratives, often drawing on the overlooked and undervalued role of women in society, the home, craft production and labour. Her work has been exhibited nationally and internationally including Leeds Museum and Galleries, Leeds; V&A Museum, London; M+R Fricke, Berlin; and Museum of Art and Design, New York. She received her BA in Fine Art from Newcastle University in 1999 and lives and works in Newcastle and Gateshead.

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ACHIEVEMENTS AND PERFORMANCE (CONTINUED)

Summary of the main achievements of the charity during the year (Cont.)

Claire Dorsett works in painting and takes inspiration from notes and casual, seemingly insignificant things. Her work has been exhibited nationally and internationally. Recent exhibitions include *Fayre Share Fayre*, Whitworth Art Gallery, Manchester; *Food for Thought*, Oceans Apart, Salford; *Claire Dorsett*, Workplace Foundation, Gateshead; *FRONT*, STOCK Gallery, Manchester; and *Dark Matter*, Workplace Foundation, Newcastle. She graduated with a BA in Fine Art Painting at The University of Brighton in 2007 and from MFA Painting at The Slade School of Fine Art in 2010. She lives and works in Merseyside and Manchester.

Gayle Meikle is a Curator, Researcher and Lecturer. Her curatorial practice creates discursive and experimental spaces for presenting art driven by the enquiry of two questions: 'What happens when we make art public?' and, 'What is the curatorial role in this encounter?'. She has an ongoing collaborative practice with Alexandra Ross ('A Polyphonic Essay on...') and Harriet Sutcliffe ('Undutiful Spirit') and has recently published 'The Commonplace Book of ATLAS' with Emma Nicolson (2021). Increasingly, archives and collections have become an essential aspect of her work, recently working with the European Women's Video Art Archive (2017), Cinenova (2019) and BALTIC Centre for Contemporary Art Archive (2022). In early 2021 she was awarded a PhD from the BxNU Institute, Northumbria University. Since 2019 she has worked for Newcastle University and currently teaches Contemporary Art Curation in the School of Arts and Culture.

Grants

2022/23 saw us re-apply to be part of Arts Council England's National Portfolio of Organisations. Following a period of evaluation and recalibration after Covid 19, and our move to a new location, we substantially refocused our activities, taking into account Arts Council England's 'Let's Create' and Investment Principles.

Building upon a track record of excellence, Workplace Foundation proposed a dynamic and inclusive programme, formulated around our core objectives of supporting emerging and underrepresented artists to make a step change in their practice; overcome the barriers to success as outlined through our contribution to the Creative Case for Diversity; and support the potential for their engagement with a wider national and international art world.

We significantly improved our Environmental Policy, Accessibility objectives and safeguarding. We included a request for an uplift due to our commitment to working in areas described as 'levelling up', and we proposed collaborations with Rotherham and Iniva. Our application was fully supported by our Board of Trustees.

Unfortunately unsuccessful in securing a new period of NPO funding, we were invited to apply for Transition Funding, to provide a 7 month period of restructuring for the organisation for the following financial year.

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ACHIEVEMENTS AND PERFORMANCE (CONTINUED)

Summary of the main achievements of the charity during the year (Cont.)

Transition Funding

We put together a clear programme for a period of restructuring of the organisation, that was successful in securing a further £87k of funding for 23/24. The programme outlined a period of transition that would explore and evaluate:

- sharing our gallery spaces with our sibling organisation, Workplace Gallery Ltd, to programme our Newcastle spaces with internationally significant artist exhibitions and transition towards covering costs. Alongside completing 3 x planned WF exhibitions of emerging and underrepresented artists for which we have already received funding.
- WF will pivot towards a program of audience development, community engagement, and educational activity, with a focus on our library and communal space. We have created a welcoming and accessible space that includes a library, a communal space and kitchen, and accessible facilities, and will continue to run a program of events and activities from these spaces.
- The senior management team at WF will be retained under this model and will transition to being employed by both WF and WG on a pro-rata basis. Any audience development and community engagement activity will be funded through charitable giving and trusts and foundations.
- This hybrid way of working is complementary to both the charity and the commercial gallery, and allows each organisation to bring their unique knowledge to continue this ambitious and significant arts space in the North of England.

Equality, Diversity, Inclusion (EDI) and Investment Principles

Arts Council England have reshaped the structure of their investment and as such there are 4 Investment Principles (Dynamism, Inclusivity & Relevance, Environmental Responsibility, Ambition & Quality) outlined in Let's Create their vision for the future of creativity and culture until 2030.

Sub-Committees have been established for the respective Investment Principles led by specific Board Members and each are reported on as agenda items at quarterly Board meetings.

- Environmental Responsibility - Robert Devereux
- Ambition & Quality – Maitreyi Maheshwari
- Inclusivity & Relevance – Dean Hughes and Paul Smith
- Dynamism – Tom Wilcox.

An Equality Diversity and Inclusion Sub-Committee continues to convene with Miles Thurlow, Clare Gomez, Judith Carlton and Maitreyi Maheshwari. All other sub-committees are also attended by Miles Thurlow and Clare Gomez.

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ACHIEVEMENTS AND PERFORMANCE (CONTINUED)

Summary of the main achievements of the charity during the year (Cont.)

In 22/23 we were awarded Active Membership status by Gallery Climate Coalition. Active Member status is awarded to GCC members who can demonstrate that they or their organisation has implemented environmental sustainability best practice in line with GCC guidance, via three simple criteria:

1. Completed a CO₂e report or audit for a 12 month period, within the last two years.
2. Established and maintained a Green Team.
3. Published an Environmental Responsibility Statement.

In 2022/23 10% of Gallery Climate Coalition's 900 strong membership were awarded Active Membership.

During 2022/23 we continued using majority sustainable materials and working with sustainable organisations, cutting the use of plastic and buying only recycled where possible. We also increased our levels of recycling available onsite.

During this period our commitment to improving diversity and accessibility was paramount. We created a quarterly accessibility audit and report to board and an audit of diversity and skills of our board and staff. Our Safeguarding Policy and Staff Handbook was updated, and training for staff for EDI was completed.

Talks were recorded to make them accessible for a wider audience, and if requested we could provide BSL. All talks were also transcribed, videoed and exhibition previews and guides, and activity sheets were available in large print.

Our activity included weekend brunch previews as well as evening previews to provide accessibility to families.

We reviewed building accessibility and adaptations included a drop kerb to the entrance.

We always ask pronouns and include them in our signatures and use 'they' until told otherwise and have gender neutral toilets.

Financial Review

The out-turn for the year is an unrestricted deficit of £(26,949) (2022: deficit £1,909). The deficit will be deducted from Unrestricted Reserves, leaving a balance on Unrestricted Funds at 31 March 2023 of £111,504.

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PLANS FOR FUTURE PERIODS

The loss of our NPO funding from Arts Council England has prompted a major ongoing review of the organisation. To mitigate against this financially we have applied to, and have been successful in securing, Transition Funding from ACE. Our staff and Trustees have invested heavily in our new business plan, which includes a focus on diversity, accessibility, as well as support for artists and our position as a leading contemporary art gallery in the North of England.

In order to maintain our building and activity, we will explore sharing our gallery spaces with our sibling organisation, Workplace Gallery Ltd, which will program our Newcastle spaces with internationally significant artist exhibitions and transition towards covering costs.

Alongside completing 3 x Workplace Foundation planned exhibitions of emerging and underrepresented artists that we have already received funding for, Workplace Foundation will pivot towards a programme of audience development, community engagement, and educational activity, with a focus on our library and communal space. We have created a welcoming and accessible space that includes a library, a communal space and kitchen, and accessible facilities, and will seek to continue to run a programme of events and activities from these spaces.

The Senior Management Team at Workplace Foundation will be retained under this model and will transition to being employed by both WF and WG on a pro-rata basis. Any audience development and community engagement activity will be funded through charitable giving and trusts and foundations.

This hybrid way of working is complementary to both the charity and the commercial gallery and allows each organisation to bring their unique knowledge to continue this ambitious and significant arts space in the North of England.

Workplace Foundation has a number of financial commitments that it needs to honour between April and October 2023, for which it needs to keep the Workplace Foundation Senior Management Team in place and keep the building open.

This includes:

1. Exhibition Programme, funded by Newcastle Cultural Investment Fund, which covers three solo exhibitions each for an emerging and under-represented artist based in the North of England. The funding will cover each exhibition artist's fee, transport, production and exhibition installation costs and freelancers throughout each exhibition who are skilled in their specialisms of documentation, videography, transport and technical installation. Alongside each exhibition it includes funds for a preview and closing brunch.
2. The West End Women's Art Group , funded by The Ashley Foundation, and is committed to holding weekly meetings at Workplace Foundation during this period. WEWAG supports vulnerable and socially isolated women from the West End of Newcastle and beyond, with support from the Intensive Family Support Unit, through a carefully programmed series of art workshops and family activities. The project is developed and delivered by freelance practitioners.

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PLANS FOR FUTURE PERIODS (CONTINUED)

3. Library - The African Arts Trust has donated £10k towards the fit out and stocking of the library, alongside generous donations of books from Doris Saatchi, George Vasey and Elinor Morgan. This will be the first publicly accessible specialist contemporary art library in Newcastle, and will be a focus of audience and community activity. This is currently being built by a freelance designer/maker.

4. Communal Area-Esmee Fairbairn Foundation have given a donation of £10k towards the fitout of our communal area, to include a kitchenette and seating which will increase the dwell time of visitors and also enables the provision of workshops and educational activity. All work is being carried out by a team of freelance designer/makers.

Workplace Foundation will use the transition funding to move towards this new operating and funding model in a managed and orderly manner. The funding period for this proposal is seven months, running from 1 April 2023 to 31 October 2023. We are applying for costs for staff and keep the building open throughout this period. This will enable the Foundation to fulfil its existing commitments outlined above.

We are applying for fundraising support and consultancy to support the future programme of educational and community activity delivered by WF. For us to increase our success with Trusts and Charitable giving, it is imperative that we employ expertise in this area, and can increase our knowledge and understanding of fundraising. Alongside this, our Senior Management Team will continue to bring in Patron Support and donations, through our relationships fostered by Workplace Gallery.

Costs towards travel and training of Senior Management team to enable them to transition to a commercial model includes regular time spent at Workplace Gallery in London to work with the Director and to understand all aspects of the commercial Gallery; travel to and participation in Art Fairs to be trained in the processes of international sales and to build relationships with international galleries; travel to artists studios to build the Newcastle Programme, this will also contribute to knowledge transfer within the region from our Co-Founder.

This vital support from Arts Council through the Transition fund will enable us to retain our diverse and dynamic workforce, the outstanding and diverse board of internationally active trustees that we have built around Workplace Foundation, and importantly, will enable us to retain a significant and nationally valued art space in the region that Arts Council have invested in so consistently to this point. This funding will enable Workplace Foundation to continue and mitigate against a significant loss to the regional and national cultural infrastructure whilst enabling our transition to a dynamic new model of organisation.

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*For the year ended 31 March 2023***

RESPONSIBILITIES OF THE TRUSTEES

The Trustees (who are also the Directors of Workplace Foundation for the purposes of company law) are responsible for preparing the Trustees' Annual Report 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 judgments and estimates that are reasonable and prudent;
- state whether applicable UK 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 operation.

The Trustees are responsible for keeping proper 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. The Trustees 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.

Signed on behalf of the Trustees

**Ms J Carlton
Trustee
Company Registration Number 05312213**

25 January 2024

INDEPENDENT EXAMINER'S REPORT TO THE MEMBERS ON THE UNAUDITED ACCOUNTS OF WORKPLACE FOUNDATION LIMITED YEAR ENDED 31 MARCH 2023

I hereby report to the Trustees/Members of Workplace Foundation (Charity Registration Number 1174379) on the accounts for the year ended 31 March 2023 set out on pages 19 to 30.

Responsibilities and basis of report

As the charity's Trustees (and also its directors for the purposes of company law), you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5) (b) of the 2011 Act.

Independent Examiner's Statement

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a 'true and fair view' which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods or principles of the Statement of Recommended Practice for accounting and reporting by charities (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102)).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

Pete O'Hara, FCA, Chartered Accountant
Fellow of the Institute of Chartered Accountants in England & Wales
26 La Sagesse, Jesmond, Newcastle upon Tyne NE2 3AF

25 January 2024

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 MARCH 2023

	Note	Unrestricted Funds £	Restricted Funds £	Total 2023 £	Total 2022 £
Income					
Income from Investments	3	-	-	-	30
Income from Grants, Donations & Legacies	4	148,018	9,395	157,413	227,976
Income from Charitable Activities	5	27,342	-	27,342	2,850
Other Income	6	7,787	-	7,787	9,053
Total Income		183,147	9,395	192,542	239,909
Expenditure					
Expenditure on Charitable Activities	7	210,096	11,761	221,857	231,818
Total Expenditure		210,096	11,761	221,857	231,818
Net Income/(Expenditure)	8	(26,949)	(2,366)	(29,315)	8,091
Balance brought forward at 1 April		138,453	10,000	148,453	140,362
Balance carried forward at 31 March	14	£111,504	£7,634	£119,138	£148,453

The notes on pages 21 to 30 form part of the financial statements.

All of the activities of the company are classed as continuing.

The Statement of Financial Activities includes all gains and losses in the year and therefore a statement of total recognised gains and losses has not been prepared.

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
STATEMENT OF FINANCIAL POSITION/BALANCE SHEET
AS AT 31 MARCH 2023

	Notes	2023 £	2022 £
Fixed Assets			
Tangible Fixed Assets	10	31,118	42,330
Current Assets			
Stock	11	8,035	8,035
Debtors	12	71,158	111,009
Cash At Bank & In Hand		18,211	33,892
		<u>97,404</u>	<u>152,936</u>
Creditors – Amounts Falling Due Within 1 Year	13	(9,384)	(46,813)
Net Current Assets/(Liabilities)		<u>88,020</u>	<u>106,123</u>
Total Net Assets	14	<u>£119,138</u>	<u>£148,453</u>
Represented by:			
Restricted Funds	15	7,634	10,000
Designated Unrestricted Funds	15	101,118	112,330
General Unrestricted Funds	15	10,386	26,123
		<u>£119,138</u>	<u>£148,453</u>

The notes on pages 21 to 30 form part of the financial statements.

The Trustees are satisfied that for the year ended 31 March 2023 the charity was entitled to exemption under section 477(2) of the Companies Act 2006. The Trustees also confirm that the Members have not required the charity to obtain an audit in accordance with section 476 of the Companies Act 2006

The Trustees acknowledge their responsibilities for:

- (i) ensuring that the charity keeps adequate accounting records which comply with section 386 of the Act,
- (ii) preparing financial statements which give a true and fair view of the state of affairs of the charity as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the charity.

These financial statements were approved and signed by a Member of the Board of Trustees on 24 January 2024.

Ms J Carlton
Trustee
Company Registration Number 05312213

**WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023**

1. Accounting Policies

Basis of Accounting

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and with the Companies Act 2006 and the Statement of Recommended Practice (Charities SORP FRS 102) "Accounting and Reporting by Charities" and the Charities Act 2011.

The financial statements have been prepared on the historical cost basis, modified to include certain financial instruments at fair value.

Advantage has been taken of the provisions in the SORP for Charities applying FRS 102 Update Bulletin 1 not to prepare a statement of cashflows.

The financial statements are prepared in sterling, which is the functional currency of the charity.

Taxation Status

Workplace Foundation is a Charity registered under the 1960 Charities Act and is accorded exemption from liability to taxation on its income under S505 Income and Corporation Taxes Act 1988.

Going Concern

There are no material uncertainties about the charity's ability to continue.

Income

All income is included in the statement of financial activities when the charity is entitled to the income, any performance related conditions attached have been met or are fully within the control of the charity, the income is considered probable and the amount can be quantified with reasonable accuracy.

The following specific policies are applied to particular categories of income:

- Donations and legacy income is received by way of donations, legacies, grants and gifts and is included in full in the Statement of Financial Activities when receivable.
- Grants, where entitlement is not conditional on the delivery of a specific performance by the charity, are recognised when the charity becomes unconditionally entitled to the grant.
- Investment income is included when receivable.
- Income from charitable trading activity is accounted for when earned.
- Other income is accounted for when receivable.

**WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)**
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023

1. Accounting Policies (Continued)

Operating Leases

The charity classifies the lease of certain types of equipment as operating leases as the title to the equipment remains with the lessor. Rental charges are charged against income on a straight-line basis over the period of the lease.

Tangible Fixed Assets and Depreciation

Depreciation is provided on any fixed assets at rates calculated to write off the assets over their remaining useful lives as follows:

IT, Office & Technical Equipment - 33% per annum straight line

A full year's depreciation charge is applied in the year of acquisition and no charge is made in the year of disposal.

Impairment of Fixed Assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

Financial Instruments

A financial asset or a financial liability is recognised only when the charity becomes a party to the contractual provisions of the instrument. Basic financial instruments are initially recognised at the amount receivable or payable including any related transaction costs.

Current assets and current liabilities are subsequently measured at the cash or other consideration expected to be paid or received and not discounted.

Debt instruments are subsequently measured at amortised cost where there is a material adjustment.

Fund Accounting

Unrestricted funds are available for use at the discretion of the trustees in furtherance of the purposes of the charity.

Designated funds are unrestricted funds earmarked by the trustees for specific purposes.

Restricted funds are subjected to restrictions on their expenditure imposed by the donor.

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023

1. Accounting Policies (Continued)

Judgements and Key Sources of Estimation Uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no significant judgements or estimation uncertainty included within the financial statements.

Pensions

Workplace Foundation contributes to a defined contribution pension scheme. Further details can be found in Note 8.

For the defined contribution scheme, the amount charged to the Statement of Financial Activities in respect of pension costs is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the Balance Sheet.

2. Legal Status

The charity is a company limited by guarantee and has no share capital. The liability of each member in the event of winding up is limited to £1. The company law members of the charity are the members of its Board of Trustees.

3. Income from Investments

	Unrestricted Funds	Restricted Funds	2023	2022
	£	£	£	£
Bank Interest Receivable	-	-	-	30
	£-	£-	£-	£30

The 2022 total of £30 is wholly attributable to Unrestricted Funds.

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023

4. Income from Grants, Donations & Legacies

	Unrestricted Funds £	Restricted Funds £	2023 £	2022 £
Grant Income				
African Arts Trust	-	-	-	10,000
Arts Council England - Cultural Recovery Fund	-	-	-	75,000
Arts Council England – NPO	107,349	-	107,349	107,349
Arts Council England - Emergency Fund				
Ashley Foundation	-	9,395	9,395	-
Esmee Fairbairn Foundation - TASK	10,000	-	10,000	-
Gateshead Council - COVID-19	-	-	-	12,000
Newcastle City Council - Omicron	-	-	-	4,000
	117,349	9,395	126,744	208,349
 Donations & Gift Aid	 30,669	 -	 30,669	 19,627
	£148,018	£9,395	£157,413	£227,976

Of the 2022 total of £227,976, £217,976 is attributable to Unrestricted Funds and £10,000 to Restricted Funds.

5. Income from Charitable Activities

	Unrestricted Funds £	Restricted Funds £	2023 £	2022 £
Earned Income – Artwork Sales	24,870	-	24,870	1,850
Earned Income – Other	2,472	-	2,472	1,000
	£27,342	£-	£27,342	£2,850

The 2022 total of £2,850 is wholly attributable to Unrestricted Funds.

6. Other Income

	Unrestricted Funds £	Restricted Funds £	2023 £	2022 £
Museums & Galleries Exhibition Tax Relief	7,787	-	7,787	2,053
Legal Settlement	-	-	-	7,000
	£7,787	£-	£7,787	£9,053

The 2022 total of £9,053 is wholly attributable to Unrestricted Funds.

**WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

7. Expenditure on Charitable Activities

	Unrestricted Funds £	Restricted Funds £	2023 £	2022 £
Programme Costs				
Artists & Third Party Commission	14,922	-	14,922	927
Programme, Gallery & Exhibition Costs	30,809	1,761	32,570	20,739
Support Costs				
Salaries & On Costs	94,330	-	94,330	91,705
Premises Costs	5,120	10,000	15,120	36,761
Digital Infrastructure	3,788	-	3,788	4,531
Administration Costs	40,127	-	40,127	49,376
Governance Costs				
Independent Examiner's Fees	1,200	-	1,200	1,200
Other Accountancy Fees	1,800	-	1,800	1,800
Legal & Professional Fees	18,000	-	18,000	24,779
	£210,096	£11,761	£221,857	£231,818

The 2022 total of £231,818 is wholly attributable to Unrestricted Funds.

8. Staff Costs & Trustees' Remuneration

	2023 £	2022 £
Gross Salary Costs	89,976	86,969
Employer's National Insurance	2,545	3,031
Employer's Pension Contributions	1,809	1,705
	£94,330	£91,705

No employee received remuneration of more than £60,000 during the year (2022 - Nil).

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023

8. Staff Costs & Trustees' Remuneration (Cont.)

The average number of staff employed during the year, calculated as full-time equivalents, was as follows:

	2023	2022
	No.	No.
Artistic Curation and Management	4	4

Pension benefits are provided through a Group Personal Pension Scheme, which is a defined contribution scheme. The assets of the scheme are held separately from those of the company in a separately administered fund. In the year to 31 March 2023 Workplace Foundation made an employer's contribution of 3% of pensionable pay, provided that the employee makes a minimum contribution of 5%.

These amounts are due to be paid over to the scheme on a monthly basis. No contributions were outstanding at 31 March 2023 (2022: £110)

No remuneration has been paid to any Trustees/Directors in the year (2022: Nil), nor were any travel and subsistence expenses were reimbursed to Trustees in respect of their attendance at meetings of the charity (2022: £Nil).

9. Net Income/(Expenditure)

	2023	2022
	£	£
Net income/(expenditure) is stated after charging/(crediting):		
Independent Examiner's Fees	1,200	1,200
Independent Examiner – Other Services	1,800	1,800
Depreciation of owned Fixed Assets	12,270	12,058

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

10. Fixed Assets

	Computer Equipment £	Office Equipment £	Leasehold Improvements £	Total £
Cost				
At 1 April 2022	18,885	9,101	47,101	75,087
Additions in year	-	1,058	-	1,058
Disposals	(12,366)	-	-	(12,366)
At 31 March 2023	6,519	10,159	47,101	63,779
Accumulated Depreciation				
At 1 April 2022	15,164	8,173	9,420	32,757
Charge for year	2,173	677	9,420	12,270
Disposals	(12,366)	-	-	(12,366)
At 31 March 2023	4,971	8,850	18,840	32,661
Net Book Value				
At 31 March 2023	£1,548	£1,309	£28,261	£31,118
At 1 April 2022	£3,721	£928	£37,681	£42,330

11. Stocks

	2023 £	2022 £
Artwork for Resale	8,035	8,035
	£8,035	£8,035

12. Debtors

	2023 £	2022 £
Trade Debtors	12,000	17,190
Grant Debtors	26,837	75,000
Other Taxes & Social Security Costs	7,096	3,416
Other Debtors	5,255	6,263
Workplace Gallery Limited	-	350
Accrued Income	13,787	2,000
Prepayments	6,183	6,790
	£71,158	£111,009

WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023

13. Creditors – Amounts Falling Due Within 1 Year

	2023	2022
	£	£
Accruals	1,800	12,100
Credit Card Account	-	1,617
Pension Scheme	-	110
Other Creditors – Workplace Gallery Limited	191	-
Other Taxes & Social Security Costs	1,878	6,285
Trade Creditors	5,515	26,701
	£9,384	£46,813

14. Analysis of Net Assets between Funds

	Unrestricted Funds	Restricted Funds	Total 2023	Total 2022
	£	£	£	£
Fixed Assets	31,118	-	31,118	42,330
Stocks	8,035	-	8,035	8,035
Debtors	71,158	-	71,158	111,009
Cash at Bank and In Hand	10,577	7,634	18,211	33,892
Creditors – Amounts Due Within 1 Year	(9,384)	-	(9,384)	(46,813)
	£111,504	£7,634	£119,138	£148,453

**WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)**

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

15. Analysis of Charitable Funds

	Fund at 1 April 2022	Income/ Transfers in Year	Resources Expended in Year	Fund at 31 March 2023
	£	£	£	£
Unrestricted Funds				
Charity General Fund	26,123	183,147	(198,884)	10,386
Designated Funds				
Fixed Asset Fund	42,330	-	(11,212)	31,118
Core Reserve Fund	70,000	-	-	70,000
Total Unrestricted Funds	138,453	183,147	(210,096)	111,504
Restricted Funds				
African Arts Trust	10,000	-	(10,000)	-
Ashley Family Foundation	-	9,395	(1,761)	7,634
Total Restricted Funds	10,000	9,395	(11,761)	7,634
Total Funds	£148,453	£192,542	£(221,857)	£119,138

Name of Designated Fund	Description, Nature & Purpose of the Designated Fund
Business Interruption Fund	To address the perceived risk relating to premises and also against future unforeseen events
Fixed Asset Fund	To set aside the net book value of fixed assets without continuing restriction, given that such funds are not readily realisable
Core Reserve Fund	To set aside the minimum funds deemed necessary towards the costs of winding up the charity or transitioning to a new business model should the circumstances occur
Name of Restricted Fund	Description, Nature & Purpose of the Restricted Fund
African Arts Trust	Towards the establishment of a library
Ashley Family Foundation	Towards the costs of the West End Women Art Group at Workplace Foundation

**WORKPLACE FOUNDATION
(A COMPANY LIMITED BY GUARANTEE)
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023**

16. Related Party Transactions

The charity has a close working relationship with Arts Council England which is a registered charity and has provided significant project funding which enables the charity to carry out its charitable objectives. In total, grant funding of £107,349 (2022: £182,349) was received from Arts Council England in the year.

At 31 March 2023, £26,837 was owing to Workplace Foundation from Arts Council England (31 March 2022: £75,000).

In the year to 31 March 2023, the charity paid £1,838 for consultancy services to Counterculture LLP, a company in which Mr Tom Wilcox, a Trustee until his resignation in November 2023, is a Director.

17. Taxation

The company is a registered charity and no provision is considered necessary for taxation.

18. Financial Commitments

No material financial commitments have been made in respect of future financial periods.

19. Company Limited by Guarantee

The charity is incorporated under the Companies Act 1985 and is limited by guarantee, each member having undertaken to contribute such amounts not exceeding £1 as may be required in the event of the company being wound up whilst he or she is still a member or within one year thereafter.

There is currently 1 member of the company (2022 - 1 member).