

The Quilter Foundation
(A Charitable Incorporated Organisation)
Report and Financial Statements
for the year ended 31 December 2020

The Charity Commission of England and Wales Registered Number: 1175555

The Quilter Foundation

Charity Registered Number: 1175555

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The Quilter Foundation

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Reference and administrative information

Trustees	Trustees who served during the period and up to the date of this report were as follows: Paul William Feeney (Chair) Matthew Charles Burton (Treasurer) Philippa Lucy Foster Back, CBE Richard Breen Timothy Edmund Michael Childe Jane Sarah Goodland (Departed 16 July 2021) Andrew Bernard Thompson (Departed 30 June 2020) Gemma Harle (Appointed 5 August 2021)
Registered office	Quilter Plc Senator House 85 Queen Victoria Street London EC4V 4AB
Member	Quilter Holdings Limited Senator House 85 Queen Victoria Street London EC4V 4AB Registered in England and Wales, Company Number: 01606702
Banker	National Westminster Bank Plc 135 Bishopsgate London EC2M 3UR
Solicitor	Womble Bond Dickinson 4 More London Riverside London SE1 2AU
Auditor	PricewaterhouseCoopers LLP Chartered Accountants Savannah House 3 Ocean Way Southampton SO14 3TJ
Investment manager and custodian	LGT Vestra 14 Cornhill London EC3V 3NR

The Quilter Foundation

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Trustees' report for the year ended 31 December 2020

The Trustees present their report and audited financial statements for The Quilter Foundation ('the Foundation') for the year ended 31 December 2020.

The Trustees have adopted the provisions of the Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland ('FRS 102') (effective 1 January 2019) - ('Charities SORP (FRS 102)') and the Charities Act 2011 in preparing the report and financial statements of the Foundation.

These financial statements have been prepared on a going concern basis and in accordance with the historical cost convention as modified by the revaluation of investments to fair value.

Objectives and Activities

The Foundation's mission is to empower young people to fulfil their potential, thrive and prosper.

The Foundation seeks to achieve its mission primarily through grant making to carefully selected charity partners and is guided by three themes:

- Education – enhancing financial education and capability;
- Employment – building skills, experience and confidence to help young people work and earn; and
- Health & Wellbeing – enhancing health and wellbeing to help young people flourish and thrive.

The Foundation aims to fund high impact programmes which significantly improve outcomes for young people, and applies a responsible and rigorous process to its choice of charity partners to ensure that long-term sustainable partnerships are created.

The Foundation aims to grow its impact by working with partners who reflect its strategy of providing support to empower young people to fulfil their potential, thrive and prosper.

The Foundation does not provide funding to: 1) organisations directly affiliated to a political party, associated political bodies or with a strong wider political association; 2) single-faith religious organisations; and 3) profit-making organisations.

The Trustees confirm that they have referred to the guidance contained in the Charity Commissions general guidance on public benefit when reviewing the Foundation's aims and objectives and in planning future activities and seeking grant making policy for the year.

Achievements and Performance

Charitable Partnerships

Through grant-making and the generous support of colleagues, advisers and customers, The Quilter Foundation has donated £2.2 million to charity partners since launching in 2018, enabling them to provide financial literacy, employment and wellbeing support to 23,000 young people in our local communities.

We continued our long-term partnership with leading financial education charity, MyBnk, to fund the provision of expert led money management lessons to young people aged 11–25 in local communities. COVID-19 restrictions seriously inhibited face-to-face delivery in 2020 and despite this, the programmes still reached 7,811 young people in the year.

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Trustees' report for the year ended 31 December 2020 (continued)

Achievements and Performance (continued)

Charitable Partnerships (continued)

During 2020 Quilter continued to co-chair KickStart Money which is helping to transform the long-term savings habits of the next generation. Twenty of the UK's leading saving and investment firms are working together to champion financial education for children aged seven and upwards. Through the programme's delivery partner, MyBnk, expert-led financial education sessions reached 19,000 pupils since its launch in 2017. KickStart Money also campaigns for effective financial education for every young person from primary school onwards. During 2020, 27 UK Members of Parliament lent their support to the campaign, bringing the total number of parliamentary supporters of the campaign to 57.

Government data shows the persistency of UK youth unemployment over recent years, which has been exacerbated by the COVID-19 pandemic. In 2020, we delivered the first year of our three-year partnerships with skills and employability partners School of Safe New Futures, School of Hard Knocks and Street League. The programmes have so far supported 143 young people aged between 16 and 25.

One in five secondary school children may be caring for a loved one with a serious illness, disability or mental health issues. Very often, this is at the expense of their own mental health and future prospects. The Quilter Foundation and Quilter colleagues have continued to work with our charity partners – Carers Trust, The Mix and Crossroads Care – supporting 2,000 young carers in local communities in 2020. Since launching the partnerships in 2018, we have directly supported 5,600 young carers across the UK and Isle of Man.

The Quilter Foundation donated to trusted partners – National Emergencies Trust and Disasters Emergency Committee – to provide urgent COVID-19 relief and support to vulnerable communities across the UK and internationally.

Financial Review

During the period the Foundation received funds of £546,703 (2019: £743,106). This included corporate donations of £546,550 (2019: £741,972) and bank interest of £153 (2019: £1,134).

Expenditure during the period amounted to £634,466 (2019 restated: £1,039,845), see page 14, which included accruals for grants payable during the years 2021 and 2022 in relation to agreements which the Foundation has in place with its charitable partners.

The expenditure mainly consisted of grants for the following organisations: Carers Trust £183,058 (2019: £225,126); Crossroads Care £20,000 (2019: £37,293); KickStart Money £40,000 (2019: £20,000); and Disasters Emergency Committee £244,492 (2019: £11,927).

During the period payments were made to the charitable partners as follows: Disasters Emergency Committee £244,492 (2019: £11,927); Carers Trust £417,847 (2019: £349,088); My Bnk £156,700 (2019: £156,700); Safe New Futures £75,220 (2019: £0); School of Hard Knocks £74,172 (2019: £0); Street League £73,155 (2019: £0); The Mix £50,700 (2019: £50,550); Crossroads Care £27,354 (2019: £17,895); and KickStart Money £20,000 (2019: £20,000).

Total funds for the Foundation at the end of the period are £8,945,398 (2019: £8,399,191).

Investments

The Foundation appoints LGT Vestra as the Foundation's investment manager.

As per the Trustees investment mandate, LGT Vestra's objective is capital appreciation over the long-term and stable income for grant making. As such, the Foundation's investments are primarily balanced across fixed income and equities. The Trustees have taken account of relevant environmental, social and governance considerations and as such have instructed LGT Vestra not to directly invest in companies where principle business activities are: tobacco, armaments, pornography or animal testing.

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Trustees' report for the year ended 31 December 2020 (continued)

Financial Review (continued)

The value of investments managed by LGT Vestra as at 31 December 2020 was £9,443,503 (31 December 2019: £9,408,948). The Trustees are satisfied that overall investment performance for the reporting period is in line with the Foundation's investment policy and stated long-term investment objectives.

Risks

The level and frequency of income from investments and the Foundation's primary donor, Quilter plc, is uncertain. The Trustees identify this as the Foundation's principal risk, which could prevent it from delivering public benefit and achieving its stated objectives over the long-term. The Trustees have set out to mitigate this risk by establishing an expendable endowment managed by LGT Vestra and invested across a diversified portfolio of sufficiently liquid assets. The Trustees retain discretion to expend some or all of the endowment fund should they choose in order to meet the Foundation's charitable objectives, now or in the future. Furthermore, the Trustees have actively sought to increase and further diversify its income through fundraising activity.

Like many charitable foundations, the emergence of the COVID-19 pandemic has had significant implications on the operations of the Foundation and its partners. Alongside the operational impact, the pandemic has also evidently had a major impact on the communities the Foundation seeks to serve.

The Foundation team has maintained close dialogue with its funding partners to ensure it understands the risks presented to delivery arising from the crisis. Where necessary, the team continue to work with their partners to explore alternative mechanisms of delivery and where this is not feasible, they are in active dialogue to deliver an appropriate flexible diversion of funds. Trustees hold the position that all efforts should be made to be an active and supportive partner throughout the ongoing impact that the pandemic presents.

Trustees continue to monitor and react as the restrictions and impact of the pandemic emerge.

Reserves policy

The Trustees wish to establish a sustainable financial platform to enable the Foundation to continue to deliver public benefit and achieve its stated objectives over the long-term.

As the level and frequency of financial support from the Foundation's primary donor, Quilter plc, is uncertain, the Trustees have sought to establish an expendable endowment fund to provide sufficient future income should there be an unforeseen change in donations.

The expendable endowment consists of donations from Quilter plc and other funders, alongside gains and losses arising from the investment assets. The Trustees retain discretion to expend some or all of the endowment should they choose in order to achieve agreed charitable aims now or in the future.

The Quilter Foundation

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Trustees' report for the year ended 31 December 2020 (continued)

Reserves policy (continued)

The Trustees have agreed to seek to spend down annual investment returns and any donations from Quilter plc, its employees or other sources, recognising however that the Foundation's commitments are likely to extend over multiple years.

The expendable endowment investments are held in sufficiently liquid assets to enable the Trustees to meet commitments made and to subsequently remove material uncertainty that the Foundation can continue to operate as a going concern. This ensures that despite the Foundation being in a net current liability position, liquid assets can be withdrawn from the investments so that the Foundation is not restricted in meeting its obligations.

The Reserves Policy is monitored regularly by the Trustees.

Structure, Governance and Management

Constitution

The Quilter Foundation ('the Foundation') is a registered charity (Charity number 1175555) with the Charity Commission of England and Wales, incorporated 3 November 2017. The charity is managed by a board of trustees.

The Foundation is a Charitable Incorporated Organisation, governed by its association model constitution which set out its objects, powers and matters relating to its governance. The sole Member of the Foundation is Quilter Holdings Limited. If the Foundation is wound up, the Member shall have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities, and, as it is a charity, the Member has no entitlement to a share of the Foundation's assets.

Trustees

The names of the Trustees of the Foundation are listed in the Reference and Administrative Information on page 1. The Trustees all held office throughout the period unless otherwise shown. The Foundation has indemnified all Trustees in respect of any liabilities properly incurred in running the Foundation.

The Foundation's sole Member, Quilter Holdings Limited, may appoint Trustees. When recruiting new Trustees, the Trustees or Member (as appropriate) give regard to the knowledge, skills and experience which are required for the robust and effective management of the Foundation. Training is arranged for all Trustees and all Trustees must sign a Trustee declaration which states that they understand their duties as a Trustee and have read the relevant conflict of interest policies. The Trustees are responsible for the oversight and governance which includes approval of all grants made by the Foundation.

Organisational structure

The Trustees are responsible for the management of the Foundation's business, for which purpose they may exercise all powers of the Foundation.

At the quarterly Trustees meetings, the Trustees agree the strategy and areas of activity for the Foundation, including consideration of grant making, investment, reserves and risk management policies and performance.

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Trustees' report for the year ended 31 December 2020 (continued)

Structure, Governance and Management (continued)

No staff or management personnel were employed by the Foundation during the period. The Trustees received no remuneration in respect of their services to the Foundation during the period.

No Trustee received any reimbursement of expenses from the Foundation during the financial period.

Statement of Trustees' responsibilities in respect of the Trustees' annual report and the financial statements

The trustees 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).

The law applicable to charities in England and Wales 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 charity and of the incoming resources and application of resources of the charity for that period.

In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.
- assess the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and

The trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Charities Act 2011, the Charity (Accounts and Reports) Regulations 2008 and the provisions of the trust deed. They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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Trustees' report for the year ended 31 December 2020 (continued)

Structure, Governance and Management (continued)

Statement of Trustees' responsibilities in respect of the Trustees' annual report and the financial statements (continued)

The Trustees are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the charity and to prevent and detect fraud and other irregularities.

Public benefit

The Trustees are mindful of their duty under the Charities Act 2011 to ensure that the Foundation's activities exist for the public benefit. The Trustees are satisfied that the performance and achievements of the Foundation during the year have benefitted the public.

Plans for future period

Income generation

In 2021 and beyond, the Trustees seek to increase and diversify the Foundation's income through engagement with Quilter plc and its employees.

Grant making and partnership building

The Foundation's strategy is to achieve its mission through grant making partnerships with charitable organisations that align with its stated objectives and grant making themes. The Foundation has made multi-year commitments to charity partners, with grants payable during 2021 through to 2022 of £503,461.

Evaluation

The Foundation appoints Bean Research to manage and maintain an evaluation framework and theory of change for the Foundation, allowing the Trustees to effectively monitor and evaluate the impact of the Foundation's funding in achieving its stated aims and objectives.

Disclosure of Information to the Auditors

So far as each of the Trustees is aware at the time the report is approved:

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

Signed on behalf of the Board of Trustees



Paul William Feeney
Chair of the Board of Trustees

Approved by the Board on 29 October 2021

Independent auditors' report to the trustees of The Quilter Foundation

Report on the audit of the financial statements

Opinion

In our opinion, The Quilter Foundation's financial statements (the "financial statements"):

- give a true and fair view of the state of the charity's affairs as at 31 December 2020 and of its incoming resources and application of resources, and cash flows, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Charities Act 2011 and Regulation 8 of The Charities (Accounts and Reports) Regulations 2008.

We have audited the financial statements, included within the Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2020; the statement of financial activities for the year then ended, statement of cash flows for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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 charity's ability to continue as a going concern for a period of at least twelve months from the date on which the financial statements are authorised for issue.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the charity's ability to continue as a going concern.

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The trustees are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

Based on our work undertaken in the course of the audit, the Charities Act 2011 requires us also to report certain opinions and matters as described below.

Trustees' Report

Under the Charities Act 2011 we are required to report to you if, in our opinion the information given in the Trustees' Annual Report is inconsistent in any material respect with the financial statements. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Responsibilities of the Trustees for the financial statements

As explained more fully in the Statement of Trustees' responsibilities in respect of the Trustees' annual report and the financial statements, the trustees are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The trustees are also responsible for such internal control as they 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 charity'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 charity or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

We are eligible to act and have been appointed as auditors under section 144 of the Charities Act 2011 and report in accordance with the Act and relevant regulations made or having effect thereunder.

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

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

Based on our understanding of the charity/industry, we identified that the principal risks of non-compliance with laws and regulations related to breaches of UK Charities regulatory principles, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Charities Act 2011 and relevant regulations made or having an effect thereunder, including The Charities (Accounts and Reports) Regulations 2008. We evaluated the incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls) by the trustees and those responsible for, or involved in, the preparation of the financial statements, and determined that the principal risks were related to posting inappropriate journal entries to misappropriate cash and bias in areas of estimation such as the fair value of the investment portfolio. Audit procedures performed included:

- Holding discussions with management (Trustees, Responsible business manager and Finance), including consideration of their process for identifying and responding to the risk of fraud, and any known or suspected instances of fraud or non compliance with laws and regulations;
- Reviewing relevant meeting minutes of the Trustee board;
- Identifying and testing all material journal entries that credit cash;
- Obtaining an independent confirmation of the investment portfolio held by the charity;
- Performing independent testing of the valuation of the investment portfolio;
- Designing audit procedures to incorporate unpredictability around the nature, timing, or extent of our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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

Use of this report

This report, including the opinions, has been prepared for and only for the charity's trustees as a body in accordance with section 144 of the Charities Act 2011 and regulations made under section 154 of that Act (Part 4 of The Charities (Accounts

and Reports) Regulations 2008) and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.


Other required reporting

Charities Act 2011 exception reporting

Under the Charities Act 2011 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- sufficient accounting records have not been kept by the charity; or
- the financial statements are not in agreement with the accounting records.

We have no exceptions to report arising from this responsibility.


PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
29 October 2021

Statement of financial activities
for the year ended 31 December 2020

		Restricted funds	Unrestricted funds	2020 Total	Restricted funds	Restated ¹ Unrestricted funds	Restated ¹ 2019 Total
	Notes	£	£	£	£	£	£
Income from:							
Donations	2	170,708	344,558	515,266	131,708	665,343	797,051
Other trading activities	3	125,842	-	125,842	110,264	-	110,264
Investments	4	-	160,610	160,610	-	195,822	195,822
Total Income		296,550	505,168	801,718	241,972	861,165	1,103,137
Expenditure on:							
Raising funds	5	-	7,501	7,501	-	400	400
Investment management fees	6	-	44,857	44,857	-	37,318	37,318
Charitable activities	7	296,550	285,558	582,108	241,972	760,155	1,002,127
Total expenditure		296,550	337,916	634,466	241,972	797,873	1,039,845
Net gains on investments	11	-	378,955	378,955	-	1,073,134	1,073,134
Net income		-	546,207	546,207	-	1,136,426	1,136,426
Surplus for the year		-	546,207	546,207	-	1,136,426	1,136,426
Fund balances brought forward		-	8,399,191	8,399,191	-	7,262,765	7,262,765
Fund balances carried forward at 31 December	15	-	8,945,398	8,945,398	-	8,399,191	8,399,191

¹ The comparative figures have been restated to show investment income and investment management fees on a gross basis. Investment income was previously presented net of the LGT Vesta investment management fees, which were not separately disclosed. Details can be found on page 14.

All of the charity's activities derive from continuing activities during the above period.

The notes on pages 14 to 22 form an integral part of these financial statements.

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Balance sheet

as at 31 December 2020

	Notes	2020 £	2019 £
Fixed assets			
Investments	11	9,443,503	9,408,948
Current assets			
Debtors due within one year	10	20,220	31,066
Cash and cash equivalents		29,046	158,638
Total current assets		49,266	189,704
Creditors: amounts falling due within one year	13	471,925	716,000
Net current liabilities		422,659	526,296
Total assets less current liabilities		9,020,843	8,882,652
Creditors: amounts falling due after one year	13	75,446	483,461
Total net assets		8,945,397	8,399,191
Funds of the charity:			
Restricted income funds		-	-
Unrestricted funds	15	8,945,398	8,399,191
Total charity funds		8,945,398	8,399,191

The notes on pages 14 to 22 form an integral part of these financial statements.

The financial statements on pages 11 to 22 were approved and authorised for issue by the Board of Trustees on 29 October 2021 and were signed on its behalf by:



Matthew Charles Burton
Treasurer

The Quilter Foundation

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Statement of cash flows

for the year ended 31 December 2020

		2020	2019
	Notes	£	£
Net cash flows (used in)/generated from operating activities	14	<u>(589,745)</u>	111,174
Investing activities:			
Bank interest	4	153	1,134
Proceeds from disposal of investments	11	<u>460,000</u>	23,000
Net cash flows generated from investing activities		460,153	24,134
Change in cash and cash equivalents in the reporting period		(129,592)	135,308
Cash and cash equivalents at the beginning of the reporting period		158,638	23,330
Cash and cash equivalents at the end of the reporting period		<u>29,046</u>	<u>158,638</u>

The notes on pages 14 to 22 form an integral part of these financial statements.

The Quilter Foundation

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Notes to the Financial Statements

for the year ended 31 December 2020

Charity Information

The Quilter Foundation Trust is a Charitable Incorporated Organisation (CIO) registered with the Charities Commission of England and Wales. Its charity registration number is 1175555.

1 Accounting policies

The principal accounting policies adopted in the preparation of the financial statements and which have been consistently applied (except where indicated) are set out as follows:

(a) Basis of accounting

The financial statements have been prepared on a going concern basis under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant note(s) to these financial statements. They are presented in pounds sterling.

The financial statements have been prepared on the accrual basis in accordance with the Statement of Recommended Practice: Accounting and Reporting by 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), the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and with the Charities Act 2011.

The Quilter Foundation is a public benefit entity as defined by FRS102.

(b) Prior year restatement

The Foundation receives investment income from the expendable endowment managed by LGT Vestra. The Investment income as reported in 2019 was presented net of the LGT Vestra investment management fees. In 2020 the investment Income and investment management fees are reported at their gross values in the Statement of financial activities as required by FRS102, and the prior year comparatives have been restated accordingly.

In 2019, investment income was reported at £158,504. This has been restated to £195,822, and investment management fees of £37,318 has been reported on the Statement of financial activities. There is no impact on either the Balance sheet as at 31 December 2019 or the Statement of cash flows for the year then ended, and therefore no such balances have been restated.

(c) Judgements in applying accounting policies and key sources of estimation uncertainty

The Trustees evaluate judgements and estimates as required, based on historical experience with other factors including expectations of future events. The details, if material, are reflected in the accounting policies.

There are no material judgements requiring disclosure. Whilst some financial assets are measured at fair value, their valuation is based upon readily available pricing information and therefore the Trustees do not consider there to be a significant level of estimation involved in determining their fair value. There are no other material estimates in the financial statements.

(d) Going concern

The Trustees consider that there are no material uncertainties, including consideration of reasonably possible downside scenarios that may arise as a result of the COVID-19 pandemic, about The Quilter Foundation's ability to continue to operate for the foreseeable future and are satisfied that it is appropriate to adopt the going concern basis in preparing the financial statements.

The Foundation's investments are held in sufficiently liquid assets to enable the Trustees to meet commitments made and to subsequently remove material uncertainty that the Foundation can continue to operate as a going concern. This ensures that despite the Foundation being in a net current liability position, liquid assets can be withdrawn from the investments so that the Foundation is not restricted in meeting its obligations.

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Notes to the Financial Statements

for the year ended 31 December 2020

1 Accounting policies (continued)

(e) Income

Donations are included in the Statement of financial activities when the Foundation is entitled to the income, receipt is probable and the amount receivable can be measured reliably. Investment income is stated gross in the period it is due.

(f) Donated services and support

Quilter plc has provided administrative support at no cost. These donated services are included in the financial statements in the financial period in which they are receivable, where they are quantifiable and based on an average rate for the services at cost to Quilter plc; with a corresponding amount then recognised in expenditure in the period of receipt.

(g) Expenditure

All expenditure including membership fees and bank charges is included on an accruals basis as a liability is incurred. Expenditure has been classified under headings that aggregate all costs 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 the resources.

Grants are recognised in the financial statements as liabilities after they have been approved by the trustees and the recipients have been notified.

(h) Taxation

The Foundation is a registered charity, and therefore is not liable for income tax or corporation tax on income derived from its charitable activities, as it falls within the provisions of Section 505, Income and Corporation Taxes Act 1988.

The Foundation is grant-giving which is not a business activity, therefore Value Added Tax incurred on related expenditure is irrecoverable.

(i) Investments

Investments are included in the financial statements at fair value. Realised and unrealised gains and losses on investments are included net in the statement of financial activities in the financial period in which they arise.

Investments have been defined as fair value through profit or loss.

Fair values are determined according to the following hierarchy based on the valuation technique used to determine fair value.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

(j) Debtors

Debtors are recognised at the recoverable amount due when it is probable that the future economic benefits will flow to the Foundation and the asset has a value that can be measured reliably. These include Quilter plc matching of

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1 Accounting policies (continued)

(k) Cash and cash equivalents

Cash and cash equivalents in the financial statements comprise cash at bank and in hand.

(l) Fund accounting

The unrestricted fund comprises a general fund which is used to meet the charitable objectives of the Foundation at the discretion of the Trustees. The restricted fund consists of monies raised for, and their use restricted to, a specific

The portfolio is managed by an appointed wealth management firm, according to the Trustees' strategic preferences.

(m) Creditors

Membership fees and grants payable are recognised where it is more likely than not that there is a legal or constructive obligation committing the Foundation to pay out resources and the amount of the obligation can be measured with reasonable certainty.

2 Donations

	Restricted funds	Unrestricted funds	2020 Total	2019 Total
	£	£	£	£
Corporate donations	170,708	250,000	420,708	631,708
Donated services and support	-	94,558	94,558	165,343
Total	170,708	344,558	515,266	797,051

Administrative support is provided by Quilter plc. The value of these services for the year ended 31 December 2020 is £94,558 (2019: £165,343). The value of these services is recognised within income as a donation, and an equivalent charge is included within expenditure as support costs.

3 Other trading activities

	Restricted funds	Unrestricted funds	2020 Total	2019 Total
	£	£	£	£
Income from Quilter plc employee fundraising events	125,842	-	125,842	110,264

4 Income from investments

	Restricted funds	Unrestricted funds	2020 Total	Restated ¹ 2019 Total
	£	£	£	£
Bank interest	-	153	153	1,134
Net income from LGT Vestra portfolio	-	160,457	160,457	194,688
	-	160,610	160,610	195,822

¹ The comparative figures have been restated to show investment income and investment management fees on a gross basis. Investment income was previously presented net of the LGT Vesta investment management fees, which were not separately disclosed. Details can be found on page 14.

Net income from LGT Vestra portfolio is comprised of £165,280 (2019 restated: £199,288) of investment income from equities and bonds offset against £4,823 (2019: £4,600) of variable bank charges, custody fees and transactional charges.

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for the year ended 31 December 2020

5 Expenditure on raising funds

	Restricted funds	Unrestricted funds	2020 Total	2019 Total
	£	£	£	£
JustGiving membership scheme fees	-	562	562	324
Bank charges	-	29	29	76
Other	-	6,910	6,910	-
	-	7,501	7,501	400

6 Expenditure on investment management fees

	Restricted funds	Unrestricted funds	2020 Total	Restated ¹ 2019 Total
	£	£	£	£
LGT Vestra management fees	-	44,857	44,857	37,318
	-	44,857	44,857	37,318

¹ The comparative figures have been restated to show investment income and investment management fees on a gross basis. Investment income was previously presented net of the LGT Vesta investment management fees, which were not separately disclosed. Details can be found on page 14.

7 Expenditure on charitable activities

	Restricted funds	Unrestricted funds	2020 Total	2019 Total
	£	£	£	£
Supporting Young Carers:				
Carers Trust - (Charity No: 1145181)	183,058	-	183,058	225,126
YouthNet UK (trading as 'The Mix') - (Charity No: 1048995)	-	-	-	-
Crossroads Care - (Isle Of Man Charity No: 383)	20,000	-	20,000	37,293
	203,058	-	203,058	262,419
Financial Education:				
MyBnk - (Charity No: 1123791)	-	-	-	78,320
Financial Futures Fund (KickStart Money) - The Investing and Savings Alliance (Company No: 03548792)	-	40,000	40,000	20,000
	-	40,000	40,000	98,320
Employment:				
Safe New Futures - (Charity No: 1088357)	-	-	-	153,464
School of Hard Knocks - (Charity No: 1147009)	-	-	-	148,344
Street League - (Charity No: 1101313)	-	-	-	146,310
	-	-	-	448,118
Disasters Emergency Committee (DEC) - (Charity No: 1062638)	93,492	151,000	244,492	11,927
Employee fund-raising matched funding commitments:				
Medical/Health Research and Support Charities	-	-	-	-
Dallaglio Rugby Works	-	-	-	-
ManxSPCA (Animal Welfare)	-	-	-	-
Various Small Charities in Aggregate	-	-	-	16,000
Support costs	-	94,558	94,558	165,343
Total	296,550	285,558	582,108	1,002,127

The support costs relate to the administrative services provided by Quilter plc at no charge, an equivalent sum is included in income.

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8 Analysis of support costs

	Restricted funds	Unrestricted funds	2020 Total	2019 Total
	£	£	£	£
Audit fees	-	5,000	5,000	5,000
Legal fees	-	8,701	8,701	1,544
Donated administrative services	-	80,857	80,857	158,799
	-	94,558	94,558	165,343

The auditors' remuneration of £5,000 (2019: £5,000) was borne by Quilter plc.

9 Staff costs and trustees' remuneration

No staff were employed by the Foundation during the period.

The Trustees and key management personnel received no remuneration in respect of their services to the Foundation during the period. No Trustees or key management personnel received any other benefit or reimbursement of expenses during the period.

Some trustees are employed in other roles by a related entity, and receive remuneration and other benefits from the related entity, that are unrelated to their services to the Foundation during the period.

10 Debtors

	2020	2019
	£	£
Accrual for Quilter plc matching of employee donations	20,220	31,066

Notes to the Financial Statements
for the year ended 31 December 2020

11 Investments

	Funds at 1 January 2020	Net gains on investments	Net investment income	LGT Vestra Fees	Disposals	Funds at 31 December 2020
	£	£	£	£	£	£
LGT Vestra portfolio	9,408,948	378,955	160,457	(44,857)	(460,000)	9,443,503
Net assets	9,408,948	378,955	160,457	(44,857)	(460,000)	9,443,503

	Funds at 1 January 2019	Net gains on investments	Restated Net investment income	Restated LGT Vestra Fees	Disposals	Funds at 31 December 2019
	£	£	£	£	£	£
LGT Vestra portfolio	8,201,444	1,073,134	194,688	(37,318)	(23,000)	9,408,948
Net assets	8,201,444	1,073,134	194,688	(37,318)	(23,000)	9,408,948

The investment portfolio comprises of:

	Funds at 1 January 2020	Purchases	Net gains/(losses) on investments	Net investment income	LGT Vestra Fees	Disposals	Funds at 31 December 2020
	£	£	£	£	£	£	£
Bonds/Fixed interest	3,112,177	530,015	134,509	-	-	(694,820)	3,081,881
Equities	2,366,355	591,782	(232,018)	(328)	-	(174,523)	2,551,268
Pooled investment vehicles	3,633,270	882,339	476,464	2,153	-	(1,354,879)	3,639,347
Cash	297,146	(2,004,136)	-	158,632	(44,857)	1,764,222	171,007
Total	9,408,948	-	378,955	160,457	(44,857)	(460,000)	9,443,503

	Funds at 1 January 2019	Purchases	Net gains/(losses) on investments	Restated Net investment income	Restated LGT Vestra Fees	Disposals	Funds at 31 December 2019
	£	£	£	£	£	£	£
Bonds/Fixed interest	2,779,608	154,885	177,684	-	-	-	3,112,177
Equities	2,129,304	610,914	420,847	-	-	(794,710)	2,366,355
Pooled investment vehicles	2,380,809	1,338,599	474,603	-	-	(560,741)	3,633,270
Cash	911,723	(2,104,398)	-	194,688	(37,318)	1,332,451	297,146
Total	8,201,444	-	1,073,134	194,688	(37,318)	(23,000)	9,408,948

LGT Vestra is the investment partner managing the portfolio on behalf of the Foundation.

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12 Financial instruments

Investments have been defined as fair value through profit or loss.

	Level 1	Level 2	Level 3	2020 Total
	£	£	£	£
Bonds/Fixed interest	1,146,389	1,935,492	-	3,081,881
Equities	2,551,268	-	-	2,551,268
Pooled investment vehicles	3,639,347	-	-	3,639,347
Cash	171,007	-	-	171,007
Total	7,508,011	1,935,492	-	9,443,503

	Level 1	Level 2	Level 3	2019 Total
	£	£	£	£
Bonds/Fixed interest	804,548	2,307,629	-	3,112,177
Equities	2,366,355	-	-	2,366,355
Pooled investment vehicles	3,633,270	-	-	3,633,270
Cash	297,146	-	-	297,146
Total	7,101,319	2,307,629	-	9,408,948

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13 Creditors

	Within one year	After one year	2020 Total
	£	£	£
Grants payable			
Carers Trust	75,795	-	75,795
MyBnk	156,670	-	156,670
The Mix	25,425	-	25,425
Street League	48,770	24,385	73,155
School of Hard Knocks	49,448	24,724	74,172
Safe New Futures	51,907	26,337	78,244
KickStart Money	20,000	-	20,000
	428,015	75,446	503,461
Raised funds due to Crossroads Care and Carers Trust	43,863	-	43,863
Just Giving membership scheme fees	47	-	47
Total	471,925	75,446	547,371

	Within one year	After one year	2019 Total
	£	£	£
Grants payable			
Carers Trust	212,540	75,795	288,335
MyBnk	156,700	156,670	313,370
The Mix	50,700	25,425	76,125
Street League	73,155	73,155	146,310
School of Hard Knocks	74,172	74,172	148,344
Safe New Futures	75,220	78,244	153,464
KickStart Money	-	-	-
	642,487	483,461	1,125,948
Raised funds due to Crossroads Care and Carers Trust	73,466	-	73,466
Just Giving membership scheme fees	47	-	47
Total	716,000	483,461	1,199,461

There are no other financial commitments on which to report.

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Notes to the Financial Statements

for the year ended 31 December 2020

14 Net cash (used in)/generated from operating activities

	2020	2019
	£	£
Net income for the reporting period (as per the statement of financial activities)	546,207	1,136,426
Adjustments for:		
Gains on investments	(378,955)	(1,073,134)
Net income from LGT Vestra portfolio	(160,457)	(194,688)
LGT Vestra management fees	44,857	37,318
Bank interest	(153)	(1,134)
Decrease/(Increase) in debtors	10,846	(8,231)
(Decrease)/Increase in creditors	(652,090)	214,617
Net cash (used in)/generated from operating activities	(589,745)	111,174

15 Unrestricted income funds

	Funds at 1 January 2020	Income	Expenditure	Other gains	Transfer	Funds at 31 December 2020
	£	£	£	£	£	£
General	8,399,191	505,168	(337,916)	378,955	-	8,945,398

	Funds at 1 January 2019	Income	Expenditure	Other gains	Transfer	Funds at 31 December 2019
	£	£	£	£	£	£
General	7,262,765	1,065,819	(1,002,527)	1,073,134	-	8,399,191

A separate disclosure on restricted income funds has not been reported as there was no outstanding balance for the current or prior year reporting years

16 Related party transactions

Quilter plc provides other administrative support totaling £94,558 to the Foundation. The estimated value of these donated services is recognised within income as a donation, and an equivalent charge is included within expenditure as support costs.

The auditors' remuneration of £5,000 (2019: £5,000) was borne by Quilter plc.

17 Post Balance sheet events

There are no events that have occurred, between the reporting date and the date of the financial statements have been authorised for issue, that require disclosure.