

Registered number: 08861248
Charity number: 1180372

THE FOUNDATION FOUNDATION
(A company limited by guarantee)

TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

THE FOUNDATION FOUNDATION
(A company limited by guarantee)

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**REFERENCE AND ADMINISTRATIVE DETAILS OF THE COMPANY, ITS TRUSTEES AND ADVISERS
FOR THE YEAR ENDED 31 JANUARY 2023**

Trustees	Sir Antony Gormley Vicken Parsons Marco Compagnoni Richard Calvocoressi Laura Stevenson
Company registered number	08861248
Charity registered number	1180372
Registered office	Antony Gormley Studio 15-23 Vale Royal London N7 9AP
Chief executive officer	Alice O'Reilly
Independent auditors	MHA Maidstone United Kingdom
Bankers	HSBC Private Bank 8 Cork Street Mayfair London W1S 3LJ Brown Advisory Investment Management 10 Bruton Street Mayfair London W1J 6PX
Solicitors	Weil Gotshal & Manges (London) LLP 110 Fetter Lane Holborn London EC4A 1AY

THE FOUNDATION FOUNDATION
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TRUSTEES' REPORT
FOR THE YEAR ENDED 31 JANUARY 2023

The Trustees present their annual report together with the audited financial statements of the company for the year 1st February 2022 - 31st January 2023. The Trustees confirm that the Annual Report and financial statements of the company comply with the current statutory requirements, the requirements of the company's governing document and the provisions of the Statement of Recommended Practice (SORP) applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

Aims, Objectives and Activities

The Foundation Foundation was established for the advancement of art for the public benefit by advancing education in the arts in particular but not exclusively through:

- The provision of grants and professional development to art students at college and university and to artists who have recently graduated from college or university.
- The provision of arts education and workshop facilities including studio space to art students at college and university and to artists who have recently graduated from college or university.
- After the death of Antony Gormley, the curation of the studios, archives, and works of art by Antony Gormley and Vicken Parsons (but not including works of art by Vicken Parsons during her lifetime) for the purposes of display, use, and research.

In shaping the objectives and planning the Foundation's activities, Trustees have considered the Charity Commission's guidance on public benefit. The Foundation continued to draw on donations made in 2018/2019 (and income derived from them) to cover its running costs during the reporting period. Its activities are offered without charge to beneficiaries.

The Foundation is registered as a charity (registration number 1180372) and is not liable to UK taxation as it has no taxable activities. In the exercise of their powers, the Trustees have paid due regard to the published guidance from the Charity Commission on the operation of the Public Benefit requirement under the Charities Act 2011.

The following notes record the chief elements in the Foundation's programme during the year with particular reference to the accompanying financial statements.

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TRUSTEES' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2023

Aims, Objectives and Activities (continued)

Review of Activities

During this reporting period the charity welcomed fifteen artists to the residency programme at High House, providing them with studio space, time, and beautiful surroundings in which to develop their work. The charity's new grantmaking programme, the Emerging Artists Exhibition Fund, has also gone from strength to strength, helping to fund original new artwork from talented emerging artists across the U.K.

The Foundation Foundation once more hosted two graduates of Norwich University of the Arts' Fine Art BA programme at High House Studios in the summer of 2022. Each 2022 graduate received a £500 bursary to cover living expenses and materials during their stay. Selected by staff at Norwich University of the Arts, the young artists spent a month of their post-graduation summer away from the demands of their everyday lives to develop their practice at this crucial moment in their careers. At the end of the month, Antony Gormley and Vicken Parsons joined members of the NUA faculty to discuss the artists' progress and the next steps in their development. Gormley and Parsons offered advice and guidance drawn from their own rich experience of making and exhibiting their own work over the past 40 years.

The thirteen other residents that the charity welcomed across the year were supported with travel grants of £100 and weekly subsistence grants for food and materials of £50 each. The board have been pleased and inspired by the work created as part of these residencies. Artists have responded to the remarkable landscape around High House as well as using the time and space of the residency to prepare work for exhibition or push their practice forward. We have seen painting, sculpture, ceramics, film and collage emerge from the energetic, concentrated, and immensely fruitful weeks that artists have spent with us during the year.

With the hope of offering the residency opportunity to a wider circle of artists this year the Trustees have created a new website to showcase the unique character of the High House residency and the work of past residents. By listing our previous residents, linking to their own websites, and displaying their work online we hope to be at the centre of a growing community of High House alumni.

The feedback we have received from artist residents over the year has been enormously positive:

"I believe that I achieved much more than I set out to. Norfolk is an incredible place, rich in written history, ecology, community and material. I had no idea just how crucial this place would become to my practice. I came to this residency to make work for a show, but unexpectedly, I also found a deep relationship with the land itself, and became ever more inspired and activated to continue my practice in more experimental ways." – **Julia Bennett**

"The studios are incredible spaces perfectly designed for artists, better than any studio I've ever had including those at BA and MA. Working on the grounds a little bit each morning was a really healthy routine setter and helped me feel situated and settled in quickly. Everyone was really friendly but respectful of privacy. It's so rare to find that supportive environment that allows you time and space that is no-strings-attached." – **Samuel Hanner**

This year the Trustees have watched their Emerging Artists Exhibition Fund's impact with a growing sense of satisfaction. The fund is open to applications from museums and galleries hosting exhibitions from artists enjoying their first solo show at a public gallery in the UK. The awards made in 2021 supported shows across the country in 2022, as far north as Gateshead's Baltic and as far south as Towner in Eastbourne. Rita Evans, Nikita Gale, Alice Theobald, Moi Tran, Jala Wahid and Angharad Williams all used the £10,000 production grants to make important new work for these milestone exhibitions in their careers. This work, of ambition and excellence, has been seen by thousands of members of the public and at a time when museums and galleries have been struggling with budgets stretched by energy costs, the charity has been pleased to award grants with purely artistic aims. Artists have commented on the opportunities that the grants have given them: to experiment with new materials, learn new methods, and use the significant opportunity that the exhibitions have represented to

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TRUSTEES' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2023

Aims, Objectives and Activities (continued)

show work at the limit of their ambition to the public, fellow artists, potential collaborators, and important curators. As a result of the obvious success of the programme the Trustees awarded another six grants, totalling £53,500, in the autumn of 2022. Seeking to maximise the impact of available funds the Trustees have also decided to open the programme to another eight institutions in 2023, taking the number of museums and galleries invited to apply to twenty. We look forward with anticipation to the exhibitions to come in 2023.

In these ways the charity continued to fulfil its aims through its activities: nurturing talented artists when they graduate, offering studio space to artists seeking to develop their work, and encouraging emerging artists' ambitions as they plan their first major presentation at one of the U.K.'s leading 'producing house' museums and galleries.

As the charity's activities continue, the Foundation will assess the success of the residency programme by archiving images of work created at High House Studios and collecting feedback from residents as well as NUA faculty staff on the programme. The charity seeks to maintain contact with all residents and intends to follow their careers with interest in the future. The Foundation Foundation collects feedback from the Emerging Artists Exhibition Fund recipient institutions and artists to understand the programme's effect and hopes to build a longer-term picture of the grants' impact as the programme continues. Images and materials will also be collected to record the supported artworks and their exhibition. The comments, thoughts and suggestions of all beneficiaries will be used by the Trustees to develop the charity's work so that it always responds to the needs of those it seeks to assist.

The Trustees are satisfied with the progress made by the charity in achieving its activities during and subsequent to the reporting period.

Executive Officer

The Foundation is grateful for the assistance of Alice O'Reilly. Alice is also Executive Assistant to Antony Gormley, and her time provided to the Charity is remunerated under those separate arrangements. Consequently there is no payroll cost to the Charity. 201 hours were provided by Alice during the year.

Grant Making Policy

The Foundation Foundation makes grants available to artists at important stages of their careers. The overall intention is to use the monies of the Foundation to promote innovation, ambition, collaboration, education, and the extension of an ever-widening field of practice in sculpture, painting, performance and time based media. The Trustees wish to use their expertise in the field and the expertise of others to identify individuals and areas of practice that would benefit from support. This will always be done in line with the objects of the charity to advance education in the arts.

Whilst final responsibility for grant-making lies with the board of Trustees, decisions to offer grants to particular recipients are made by designated persons and board members, and with the participation of staff from Norwich University of the Arts (in the case of the residencies for BA Fine Art graduates).

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TRUSTEES' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2023

Aims, Objectives and Activities (continued)

Financial Analysis

At year end the Foundation holds total funds of £7,063,532 of which:

- £6,830,408 is held in investments
- £233,124 is in net current assets

The total incoming resources for the year were £96,120 (2022 - £84,205). Total resources expended were £92,910 (2022 - £147,421). At 31 January 2023, the charity held fund balances of £7,063,532 (2022 - £7,141,202) of which unrestricted funds was £7,063,532 (2022 - £7,141,202). There were no restricted or designated funds in either 2022 or 2023. The Trustees have decided to treat their investments for operational purposes as an expendable endowment in order to fund the current and future activities of The Foundation Foundation.

Investments

This year has undoubtedly been a challenging one for the charity's investment portfolio. Volatility in financial markets due to concerns over the global economic outlook, the impact of the war in Ukraine, anxiety about potential supply shocks and inflationary pressures all contributed to a very difficult start to the year. The board have, however, been pleased that losses sustained early in 2022 have steadied and there has been a return to growth in the value of their investments towards year end, with the portfolio performing satisfactorily against benchmark funds throughout 2022/2023.

The investment aims of the charity are long term and its investment policy is therefore steered toward growth and protection against the threat of inflation.

The investments of the Foundation are managed by Brown Advisory and the Trustees maintain a diversified portfolio so as not to expose the Foundation to undue risk. The Foundation's investment policy is reviewed annually to ensure its continued efficacy and relevance. Income from investments is disbursed as part of the Foundation's work and/or reinvested at the discretion of the Trustees.

The Trustees expect the fund managers with whom the Foundation's assets are invested to behave with integrity, to be fully compliant with all regulatory requirements and to meet relevant codes of practice. In addition, investment managers are expected to take account in their decision-making of environmental, social and governance issues.

Although the charitable objects of the Foundation do not require the automatic avoidance of investment in any particular geography, sector or corporation the Trustees have decided to adopt an investment policy that prohibits exposure to those equities, bonds and other asset classes that might open the Foundation to criticism on ethical or environmental grounds. They recognise that this policy may impact the growth potential of their investments – and indeed in 2022/23 the Trustees saw their prohibition of any exposure to fossil fuels reduce their investment returns at the beginning of the year – but they have decided that this risk is acceptable to protect the Foundation's reputation and are confident that their positioning on renewable energy sources represents a sensible, long-term investment.

The Foundation's long-term investment objective is to achieve CPI +3% per annum (over rolling three year periods). The strategic asset allocation targets are currently: equities 80%, fixed interest assets 20%.

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TRUSTEES' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2023

Aims, Objectives and Activities (continued)

Reserves Policy

The Trustees aim to maintain general funds at a level and with such liquidity as to enable twelve to eighteen months of unrestricted charitable expenditure to be undertaken at any time.

At the end of the reporting period the charity had £243,187 in available cash.

The Trustees recognise that they are still developing their long terms plans and therefore they have decided to continue to keep their reserves at a higher level than required by their reserves policy in order to provide for potential feasibility studies relating to possible building works and consultancy fees associated with investigating new avenues of grant making activity.

The Trustees will regularly review their reserves policy to ensure it remains appropriate in the context of their evolving range of activities.

Risk Management

The Trustees review the major financial and non-financial risks to the Foundation in order to ensure that steps have been taken to minimise risk and to take action to mitigate the impact of any unavoidable risks. Risk is reviewed at least annually with action resulting from this analysis represented in the Foundation's Risk Policy.

One of the principal risks to the charity's funds is inflation which has the potential to threaten the value of the Foundation's investments. This is particularly challenging when political and economic uncertainty in the wider world may cause volatility in the markets. Trustees have sought to minimise this risk by spreading the Foundation's investments over a broad strategic asset base and across global markets.

A key reputational risk has been identified by the Trustees in the types of equities and bonds to be invested in by the Foundation. Seeking to minimise this risk, the Trustees have devised a stringent investment plan for their investment manager (Brown Advisory) which proscribes classes of investments, for example equities in fossil fuels, tobacco and defence.

The trustees continue to be conscious of the risk associated with the Emerging Artists Exhibition Fund that money given by the charity to institutions could be used for purposes other than those intended. As a result, the board have ensured that the terms and conditions of the grants allow for them to be repaid if this is found to be the case. Considering the charitable status and excellent reputations of the institutions that the charity is working with the board also consider this risk to be remote.

Information on Fundraising Practices

The Foundation does not currently rely on fundraising as a major source of income nor does it employ or engage professional fundraisers. The Foundation does not currently receive funding from the public or make applications to other trusts and foundations. As a result, the Foundation is not registered with the Fundraising Regulator, however, should fundraising activities take place in the future the Foundation will review this. The Foundation is committed to avoiding any intrusive fundraising approaches and will never apply undue pressure to donate.

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TRUSTEES' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2023

Going concern

The Foundation has substantial resources to continue in operational existence for the foreseeable future. For this reason the Trustees continue to adopt the going concern basis in preparing the financial statements.

Strategic Review and Future Plans

The charity is committed to continuing the Emerging Artists Exhibition Fund and its relationship with NUA in 2023/4.

Towards the end of the reporting period the Trustees decided - and agreed with staff at NUA - that in 2023 (and future years) the two residencies for their students will be offered to graduates of their MA rather than BA programme. The Trustees are keen to assess whether a residency at this moment in a young artist's career has more impact and can be used more fruitfully than after the completion of an undergraduate degree.

As already described, the Emerging Artist's Exhibition Fund invitation list has been expanded from twelve to twenty in 2023, with the Trustees ready to distribute proportionally more funds in 2023.

The charity's Trustees have continued to consider the possibility of a capital project in the medium term and also the possibility of additions to the charity's programme that complement the support currently offered to artists through the Foundation's residencies and Emerging Artists Exhibition Fund. With the charity now anticipating taking responsibility for the artistic estates of Antony Gormley and Vicken Parsons the Trustees continue to carefully evaluate the long term vision for the charity, ensuring that all programmes can grow into the future.

During the reporting period the charity's activity was funded from the income of 1.6% of the value (calculated over a defined prior period) of the Foundation's investment portfolio. The charity intends to continue to fund the charity's activity in this sustainable way – that continues to allow for long term growth – for the foreseeable future.

The strategic priorities of the Foundation will always be towards the charity's aim of advancing art for the public benefit by supporting education in the arts, recognising and fostering the potential of artists and thereby supporting a thriving, creative society in the UK.

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TRUSTEES' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2023

Structure, Governance and Management

Constitution

The Foundation is registered as a charitable company limited by guarantee and was set up by a Memorandum of Association. It is a registered charity number 1180372.

Organisation

The Board of Trustees is appointed by majority agreement of the Charity's membership and meets regularly to review and make decisions by majority vote on the Foundation's activities and strategy. Day-to-day management of the Foundation is undertaken by Alice O'Reilly.

The Board of Trustees keeps under review the skills required of the Board. When necessary the Board will seek new Trustees in order to ensure that the Board has a relevant and appropriate mix of skills for the activities and plans of the Foundation.

The induction of new Trustees is designed to give them a proper understanding of all aspects of the work of the Foundation. On their appointment new trustees are given a copy of the Memorandum and Articles of Association, previous Trustee reports and accounts and copies of all charity policies.

Statement of Trustees' responsibilities

The Trustees (who are also the directors of the Foundation Foundation for the purposes of company law) are responsible for preparing the Trustees' 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. Under company law the Trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 adequate accounting records that are sufficient to show and explain the charitable company's transactions and disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

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TRUSTEES' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2023

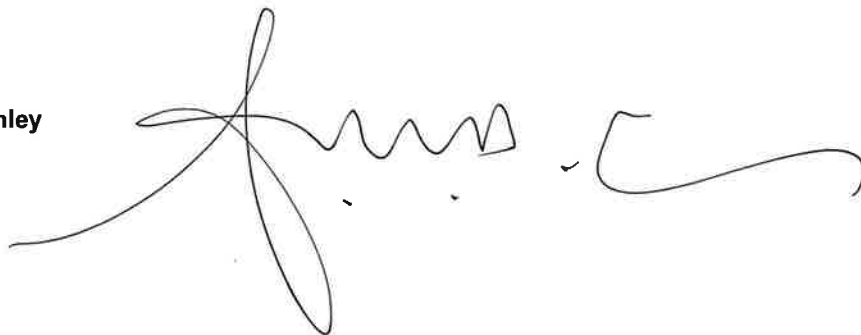
Disclosure of information to auditors

Each of the persons who are Trustees at the time when this Trustees' report is approved has confirmed that:

- so far as that Trustee is aware, there is no relevant audit information of which the charitable company's auditors are unaware, and
- that Trustee has taken all the steps that ought to have been taken as a Trustee in order to be aware of any relevant audit information and to establish that the charitable company's auditors are aware of that information.

In preparing the report, the Trustees have taken advantage of the small companies exemptions available under the Companies Act 2006. This report was approved by The Trustees, on **24.7.23** and signed on their behalf by:

Antony Gormley

A handwritten signature in black ink, appearing to be 'Antony Gormley', written over a light blue grid background.

THE FOUNDATION FOUNDATION
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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE FOUNDATION FOUNDATION

Opinion

We have audited the financial statements of The Foundation Foundation (the 'charitable company') for the year ended 31 January 2023 which comprise the Statement of financial activities, the Balance sheet, the Statement of cash flows and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 January 2023 and of its incoming resources and application of resources, including its income and expenditure for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE FOUNDATION FOUNDATION
(CONTINUED)

Other information

The other information comprises the information included in the Annual report other than the financial statements and our Auditors' report thereon. The Trustees are responsible for the other information contained within the Annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the Trustees' report for the financial year for which the financial statements are prepared is consistent with the financial statements.
- the Trustees' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Trustees' report and from the requirement to prepare a Strategic report.

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE FOUNDATION FOUNDATION
(CONTINUED)

Responsibilities of trustees

As explained more fully in the Trustees' responsibilities statement, the Trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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:

- Enquiry of management and those charged with governance around actual and potential litigation and claims;
- Performing audit work over the risk of management override of controls, including evaluating the business rationale of significant transactions outside the normal course of business;
- Reviewing minutes of meetings of those charged with governance; and
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

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

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

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE FOUNDATION FOUNDATION
(CONTINUED)

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and its members, as a body, for our audit work, for this report, or for the opinions we have formed.



David Boosey BA(Hons) BFP ACA (Senior statutory auditor)

for and on behalf of

MHA

Statutory Auditor

Maidstone

United Kingdom

Date: 17 October 2023

MHA is the trading name of MacIntyre Hudson LLP, a limited liability partnership in England and Wales (OC312313)

THE FOUNDATION FOUNDATION
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**STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME AND EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 JANUARY 2023**

	Note	Unrestricted funds 2023 £	Total funds 2023 £	Total funds 2022 £
Income from:				
Donations and legacies	3	6,610	6,610	5,148
Investments	4	89,510	89,510	79,057
Total income		96,120	96,120	84,205
Expenditure on:				
Raising funds	5	55,874	55,874	56,927
Charitable activities	7	37,036	37,036	90,494
Total expenditure		92,910	92,910	147,421
Net income/(expenditure) before net (losses)/gains on investments		3,210	3,210	(63,216)
Net (losses)/gains on investments		(80,880)	(80,880)	517,356
Net movement in funds		(77,670)	(77,670)	454,140
Reconciliation of funds:				
Total funds brought forward		7,141,202	7,141,202	6,687,062
Net movement in funds		(77,670)	(77,670)	454,140
Total funds carried forward		7,063,532	7,063,532	7,141,202

The Statement of financial activities includes all gains and losses recognised in the year.

The notes on pages 17 to 26 form part of these financial statements.

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REGISTERED NUMBER: 08861248

BALANCE SHEET
AS AT 31 JANUARY 2023

	Note	2023 £	2022 £
Fixed assets			
Investments	12	6,830,408	7,057,691
		<u>6,830,408</u>	<u>7,057,691</u>
Current assets			
Investments	13	157,584	99,771
Cash at bank and in hand		85,603	20,904
		<u>243,187</u>	<u>120,675</u>
Creditors: amounts falling due within one year	14	(10,063)	(37,164)
Net current assets		<u>233,124</u>	<u>83,511</u>
Total net assets		<u><u>7,063,532</u></u>	<u><u>7,141,202</u></u>
Charity funds			
Unrestricted funds	15	7,063,532	7,141,202
Total funds		<u><u>7,063,532</u></u>	<u><u>7,141,202</u></u>

The Trustees acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and preparation of financial statements.

The financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

The financial statements were approved and authorised for issue by the Trustees and signed on their behalf by:



Vicken Parsons

Date: 24.7.23

The notes on pages 17 to 26 form part of these financial statements.

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STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 JANUARY 2023

	2023	2022
	£	£
Cash flows from operating activities		
Net cash used in operating activities	(113,401)	(120,804)
Cash flows from investing activities		
Dividends, interests and rents from investments	89,510	79,030
Proceeds from sale of investments	1,222,391	1,432,118
Purchase of investments	(1,075,988)	(1,708,760)
Net cash provided by/(used in) investing activities	235,913	(197,612)
Change in cash and cash equivalents in the year	122,512	(318,416)
Cash and cash equivalents at the beginning of the year	120,675	439,091
Cash and cash equivalents at the end of the year	243,187	120,675

The notes on pages 17 to 26 form part of these financial statements

THE FOUNDATION FOUNDATION
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

1. General information

The Foundation Foundation is a charitable company limited by guarantee and incorporated in the United Kingdom.

The aims of the charity are for the public benefit, the advancement of art and the advancement of education in the arts, in particular but not exclusively by: A. the provision of grants and professional development to students at college and university and to artists who have recently graduated from college or university; B. the provision of arts education and workshop facilities including studio space to art students at college and university and to artists who have recently graduated from college or university; C. after the death of Antony Gormley the curation of the studios, archives and works of art by Antony Gormley and Vicken Parsons (but not including works of art by Vicken Parsons during her lifetime) for the purposes of display, use, and research.

The charitable company's functional and presentational currency is GBP, presented rounded to the nearest £1.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared in accordance with the Charities SORP (FRS 102) - Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The Foundation Foundation meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy.

2.2 Going concern

The financial statements have been prepared on a going concern basis. The Trustees have considered relevant information, including the annual budget, forecast future cash flows and the impact of subsequent events in making their assessment.

Based on these assessments and having regard to the resources available to the entity, the Trustees have concluded that there is no material uncertainty and that they can continue to adopt the going concern basis in preparing the annual report and accounts.

2.3 Income

All income is recognised once the Company has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably. Investment income is recognised in the period to which it relates. Donated professional services and facilities are recognised on receipt on the basis of the value of the gift to the Company which is the amount it would have been willing to pay to obtain services or facilities of equivalent economic benefit on the open market; a corresponding amount is then recognised in expenditure in the period of receipt.

THE FOUNDATION FOUNDATION
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

2. Accounting policies (continued)

2.4 Expenditure

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources.

Expenditure on raising funds includes all expenditure incurred by the Company to raise funds for its charitable purposes and includes costs of all fundraising activities events and non-charitable trading.

Expenditure on charitable activities is incurred on directly undertaking the activities which further the Company's objectives, as well as any associated support costs.

Grants payable are charged in the year when the offer is made except in those cases where the offer is conditional, such grants being recognised as expenditure when the conditions attaching are fulfilled. Grants offered subject to conditions which have not been met at the year end are noted as a commitment, but not accrued as expenditure. The Company has taken the exemption under subsection (1) of the Charities Act 2011 not to disclose the identities of recipients of grants made out of the funds of the charity, or the amounts of any individual grants so made, if the disclosure would fall to be made at a time when the settlor or any spouse or civil partner of the settlor was still alive.

All expenditure is inclusive of irrecoverable VAT.

2.5 Investments

Fixed asset investments are a form of financial instrument and are initially recognised at their transaction cost and subsequently measured at fair value at the Balance sheet date, unless the value cannot be measured reliably in which case it is measured at cost less impairment. Investment gains and losses, whether realised or unrealised, are combined and presented as 'Gains/(Losses) on investments' in the Statement of financial activities.

2.6 Cash at bank and in hand

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

THE FOUNDATION FOUNDATION
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

2. Accounting policies (continued)

2.7 Liabilities and provisions

Liabilities are recognised when there is an obligation at the Balance sheet date as a result of a past event, it is probable that a transfer of economic benefit will be required in settlement, and the amount of the settlement can be estimated reliably.

Liabilities are recognised at the amount that the Company anticipates it will pay to settle the debt or the amount it has received as advanced payments for the goods or services it must provide.

Provisions are measured at the best estimate of the amounts required to settle the obligation. Where the effect of the time value of money is material, the provision is based on the present value of those amounts, discounted at the pre-tax discount rate that reflects the risks specific to the liability. The unwinding of the discount is recognised in the Statement of financial activities as a finance cost.

2.8 Financial instruments

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

2.9 Fund accounting

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the Company and which have not been designated for other purposes.

Investment income, gains and losses are allocated to the appropriate fund.

3. Income from donations and legacies

	Unrestricted funds 2023 £	Total funds 2023 £	<i>Total funds 2022 £</i>
Donated administrator time	6,610	6,610	5,148
	<hr/>	<hr/>	
<i>Total 2022</i>	5,148	5,148	
	<hr/>	<hr/>	

THE FOUNDATION FOUNDATION
(A company limited by guarantee)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

4. Investment income

	Unrestricted funds 2023 £	Total funds 2023 £	<i>Total funds 2022 £</i>
Dividends accumulated	89,510	89,510	79,030
Other interest received	-	-	27
	<u>89,510</u>	<u>89,510</u>	<u>79,057</u>
<i>Total 2022</i>	<u>79,057</u>	<u>79,057</u>	

5. Investment management costs

	Unrestricted funds 2023 £	Total funds 2023 £	<i>Total funds 2022 £</i>
Investment management fees	55,874	55,874	56,927
	<u>55,874</u>	<u>55,874</u>	
<i>Total 2022</i>	<u>56,927</u>	<u>56,927</u>	

6. Analysis of grants

	Grants to Individuals 2023 £	Total funds 2023 £	<i>Total funds 2022 £</i>
Grant making	19,780	19,780	61,000
	<u>19,780</u>	<u>19,780</u>	
<i>Total 2022</i>	<u>61,000</u>	<u>61,000</u>	

THE FOUNDATION FOUNDATION
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

7. Analysis of expenditure on charitable activities

Summary by fund type

	Unrestricted funds 2023 £	Total 2023 £	Total 2022 £
Charitable activities	37,036	37,036	90,494
<i>Total 2022</i>	90,494	90,494	

8. Analysis of expenditure by activities

	Grant funding of activities 2023 £	Support costs 2023 £	Total funds 2023 £	Total funds 2022 £
Charitable activities	19,780	17,256	37,036	90,494
<i>Total 2022</i>	61,000	29,494	90,494	

THE FOUNDATION FOUNDATION
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

8. Analysis of expenditure by activities (continued)

Analysis of support costs

	Activities 2023 £	Total funds 2023 £	Total funds 2022 £
Audit fees	4,894	4,894	3,157
Accountancy fees	3,060	3,060	3,268
Professional fees	384	384	15,715
Bank charges	32	32	36
Trustee expenses	(131)	(131)	1,267
Insurance	475	475	678
Listed investment foreign exchange rate loss	1,909	1,909	225
Donated administrator time - charge	6,633	6,633	5,148
	<u>17,256</u>	<u>17,256</u>	<u>29,494</u>
<i>Total 2022</i>	<u>29,494</u>	<u>29,494</u>	

9. Auditors' remuneration

	2023 £	2022 £
Fees payable to the Company's auditor for the audit of the Company's annual accounts	4,894	3,157
Fees payable to the Company's auditor in respect of: All non-audit services not included above	3,060	3,268

10. Staff costs

During the year the charitable company employed No staff (2022: Nil). As a result, no employees received any remuneration in either year.

11. Trustees' remuneration and expenses

During the year, no Trustees received any remuneration or other benefits (2022 - £NIL).

THE FOUNDATION FOUNDATION
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

11. Trustees' remuneration and expenses (continued)

During the year ended 31 January 2023, expenses totalling £131 were reimbursed or paid directly to Trustees (2022 - £1,267). This is made up of an £18 payment in respect of meeting expenses and a reversal of a 2021 accrual for £150, relating to a fine that was later rescinded.

At the year end, £2,167 (2022 - £1,255) was due to Antony Gormley and is shown as Other loans in Note 14. There were no other transactions with related parties during the current or prior year.

12. Fixed asset investments

	Listed investments £
Cost or valuation	
At 1 February 2022	7,057,691
Additions	1,075,988
Disposals	(1,188,188)
Revaluations	(115,083)
At 31 January 2023	<u>6,830,408</u>
Net book value	
At 31 January 2023	<u>6,830,408</u>
At 31 January 2022	<u>7,057,691</u>

13. Current asset investments

	2023 £	2022 £
Investments - Cash deposits	<u>157,584</u>	<u>99,771</u>

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

14. Creditors: Amounts falling due within one year

	2023 £	2022 £
Other loans	2,167	1,255
Trade creditors	372	12,000
Other creditors	-	3,750
Accruals and deferred income	7,524	20,159
	<u>10,063</u>	<u>37,164</u>

15. Statement of funds

Statement of funds - current year

	Balance at 1 February 2022 £	Income £	Expenditure £	Gains/ (Losses) £	Balance at 31 January 2023 £
Unrestricted funds					
General Funds - all funds	7,141,202	96,120	(92,910)	(80,880)	7,063,532

Statement of funds - prior year

	Balance at 1 February 2021 £	Income £	Expenditure £	Gains/ (Losses) £	Balance at 31 January 2022 £
Unrestricted funds					
General Funds - all funds	6,687,062	84,205	(147,421)	517,356	7,141,202

THE FOUNDATION FOUNDATION
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

16. Analysis of net assets between funds

Analysis of net assets between funds - current year

	Unrestricted funds 2023 £	Total funds 2023 £
Fixed asset investments	6,830,408	6,830,408
Current assets	243,187	243,187
Creditors due within one year	(10,063)	(10,063)
Total	7,063,532	7,063,532

Analysis of net assets between funds - prior year

	<i>Unrestricted funds 2022 £</i>	<i>Total funds 2022 £</i>
Fixed asset investments	7,057,691	7,057,691
Current assets	120,675	120,675
Creditors due within one year	(37,164)	(37,164)
Total	7,141,202	7,141,202

17. Reconciliation of net movement in funds to net cash flow from operating activities

	2023 £	2022 £
Net income/expenditure for the year (as per Statement of Financial Activities)	(77,670)	454,140
Adjustments for:		
Gains/(losses) on investments	80,880	(517,356)
Dividends, interests and rents from investments	(89,510)	(79,030)
Decrease in debtors	-	4,759
Increase/(decrease) in creditors	(27,101)	16,683
Net cash used in operating activities	(113,401)	(120,804)

THE FOUNDATION FOUNDATION
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

18. Analysis of cash and cash equivalents

	2023 £	2022 £
Cash in hand	243,187	120,675
Total cash and cash equivalents	243,187	120,675

19. Analysis of changes in net debt

	At 1 February 2022 £	Cash flows £	Changes in market value and exchange rate movements £	At 31 January 2023 £
Cash at bank and in hand	20,904	64,699	-	85,603
Debt due within 1 year	(1,255)	(912)	-	(2,167)
Liquid investments	99,771	59,722	(1,909)	157,584
	119,420	123,509	(1,909)	241,020