



CHARITY COMMISSION
FOR ENGLAND AND WALES

Trustees' Annual Report for the period

From **April 2023**
Period end date

Period start date To **May 2024**

Charity name:

Charity registration number:

Objectives and Activities

| | SORP reference | |
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| Summary of the purposes of the charity as set out in its governing document | Para 1.17 | The Regros Foundation is committed to empowering women to reach their full potential by providing practical opportunities to up-skill, leverage their skill sets and ultimately become self sustaining. The goal is that those so empowered can support and mentor others seeking to improve their lives. The Foundation operates worldwide and is constantly looking out for like-minded partners to work with. |
| Summary of the main activities in relation to those purposes for the public benefit, in particular, the activities, projects or services identified in the accounts. | Para 1.17 and 1.19 | <ul style="list-style-type: none">• General Charitable Purposes• Education/training• The Advancement Of Health Or Saving Of Lives• Disability• The Prevention Or Relief Of Poverty• Economic/community Development/employment• Other Charitable Purposes |
| Statement confirming whether the trustees have had regard to the guidance issued by the Charity Commission on public benefit | Para 1.18 | The trustees are responsible for preparing the Trustees' Annual Report and the financial statements in accordance with current UK law and Accounting and Reporting by Charities: Statement of Recommended Practice (FRS 102). As trustees we confirm that we have: <ul style="list-style-type: none">• Complied with the Charities Act 2011 and CIO regulations in preparing this report.• Ensured that the Trustees' Annual Report (taken together with the financial statements) is fair, balanced, and understandable.• Provided comments on any uncertainties in going-concern assumptions (if applicable). |

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| | | <ul style="list-style-type: none"> Established and maintained a system of internal controls to safeguard the charity's assets, prevent and detect fraud or error, and secure proper and accurate accounting records. Assessed major risks to which the charity is exposed and taken steps to mitigate them. <p>Each trustee confirms that, in their view, the report is accurate and that the Charity meets the public benefit requirements of the Charities Act 2011.</p> |
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Additional information (optional)

You may choose to include further statements where relevant about:

| | SORP reference | |
|------------------------|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Policy on grant making | Para 1.38 | <p>Guiding Principles</p> <ol style="list-style-type: none"> 1. Alignment with Charitable Objects Every grant must clearly map to at least one of the Foundation's three objectives: <ul style="list-style-type: none"> Preventing/relieving poverty or financial hardship for women. Promoting equality and diversity. Enabling social inclusion of marginalized women. 2. Equity and Non-Discrimination <ul style="list-style-type: none"> Application processes and eligibility criteria must not discriminate (race, gender, disability, sexual orientation, religion). Encourage applications from – and allocate funds to – women who face intersecting barriers (e.g., disability, rural isolation, refugee status). 3. Transparency <ul style="list-style-type: none"> Publish clear eligibility criteria, deadlines, and decision-making timelines on the Foundation's website. Provide concise feedback to unsuccessful applicants, highlighting areas for improvement. 4. Accountability <ul style="list-style-type: none"> Conduct due diligence (financial, legal, reputational) on shortlisted applicants. Require simple but robust reporting (e.g., narrative + basic financial summary) from grantees. Perform spot-checks or site visits (when feasible) to verify |

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| | | <p>progress.</p> <p>5. Proportionality</p> <ul style="list-style-type: none"> ○ Scale monitoring requirements to the size/value of the grant. Smaller “micro-grants” (e.g., ≤ £1,000) may need lighter reporting; larger grants require more detailed oversight. <p>6. Value for Money and Sustainability</p> <ul style="list-style-type: none"> ○ Seek evidence that the proposed activity offers clear impact relative to cost. ○ Encourage applicants to demonstrate co-funding, in-kind contributions, or plans for continuity once the grant ends. |
| Policy on social investment including program related investment | Para 1.38 | |
| Contribution made by volunteers | Para 1.38 | |
| Other | | |

Achievements and Performance

| | SORP reference | |
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| Summary of the main achievements of the charity, identifying the difference the charity’s work has made to the circumstances of its beneficiaries and any wider benefits to society as a whole. | Para 1.20 | <p>During the reporting period, Regros Foundation focused on establishing the necessary groundwork and partnerships to ensure that once fully operational, we can deliver high-impact programming directly to our target communities. Although we have not yet disbursed grants or directly delivered services, our main achievements center on signposting beneficiaries to existing, trusted providers and building our internal capacity. This approach has already begun to generate measurable benefits for women in the UK and in our target regions of Africa.</p> |

Additional information (optional)

You may choose to include further statements where relevant about:

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| Achievements against objectives set | Para 1.41 | |
| Performance of fundraising activities against objectives set | Para 1.41 | |
| Investment performance against objectives | Para 1.41 | |
| Other | | |

Financial Review

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| Review of the charity's financial position at the end of the period | Para 1.21 | Regros Foundation's statement of financial activities shows total incoming resources of £ 0 and total resources expended of £ 0, resulting in net funds of £ 0 carried forward into the next financial year. Cash at bank remains at £ 0, and there are no outstanding liabilities. This reflects our start-up phase: although Trustees have approved a budget and incurred commitments (e.g., recruitment costs, registrar fees, initial website and database expenditures), no income has been received or recognized in this reporting period. |
| Statement explaining the policy for holding reserves stating why they are held | Para 1.22 | The Trustees' stated policy is to hold unrestricted reserves equivalent to approximately 3 – 6 months of anticipated operating costs. These reserves are intended to ensure continuity of core overheads (e.g., office rent, salaries, professional fees) in the event of a short-term funding delay, and to allow the Charity to respond quickly to emergent opportunities that align with its objects (e.g., small grants or emergency referral support). <i>Amount of Reserves Held</i> At 30 April 2024, Regros Foundation holds no unrestricted reserves (nil). All cash balances stand at £ 0. No designated reserves have been created, and no restricted funds are in surplus. |
| Amount of reserves held | Para 1.22 | |
| Reasons for holding zero reserves | Para 1.22 | Regros Foundation holds no unrestricted reserves (nil). All cash balances stand at £ 0. No designated reserves have been created, and no restricted funds are in surplus. <i>Reasons for Holding Zero Reserves</i> 1. Start-up Phase Expenditure: Since incorporation (27 September 2019), Trustees have prioritized investing any seed funding into essential infrastructure—legal registration, bespoke database development, initial staffing costs (e.g., part-time Grants Officer stipend), and the creation of operational policies (e.g., Grant-Making Policy). Those costs were met through a one-off donation of £ X received in [Month 20XX], which was fully applied to set-up expenses. 2. No Incoming Resources Yet Recognized: Although several |

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| | | <p>pledges and in-kind offers of support exist, no formal grant agreements or unrestricted donations were received and recognized in this reporting period. In light of that, all monies were consumed by start-up obligations, leaving zero “reserves” on the balance sheet.</p> <p>3. Trustees’ Interim Decision: The Board accepts that, as a new CIO, it is appropriate to have zero reserves until consistent funding streams are secured. Aiming prematurely for a 3- to 6-month reserve would have diverted scarce funds away from establishing vital capacity and referral networks. Trustees will revisit the reserves target once the Charity begins to receive regular income from donors or grant-making bodies.</p> |
| Details of fund materially in deficit | Para 1.24 | <p>As at 30 April 2024, Regros Foundation has no funds that are in deficit. The Charity holds no restricted or unrestricted fund deficits:</p> <ul style="list-style-type: none"> • Unrestricted Fund: £ 0 (no deficit) • Restricted Funds: £ 0 (no deficit) <p>No part of the Charity’s funds is carried in deficit at the year end. Should a grant-making agreement require the Charity to match funds or incur expenditure in advance of reimbursement, Trustees will ensure that any resulting temporary deficit is covered by existing pledged funds or a short-term loan facility.</p> |
| Explanation of any uncertainties about the charity continuing as a going concern | Para 1.23 | <p>Although Regros Foundation has no unrestricted funds as at 30 April 2024, the Trustees have considered carefully the Charity’s ability to continue as a going concern for at least 12 months from the date these financial statements are approved.</p> <p>The Trustees are satisfied that there are no material uncertainties about the Charity’s ability to continue as a going concern for at least 12 months from the date of this report.</p> |

Additional information (optional)

You may choose to include further statements where relevant about:

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| The charity’s principal sources of funds (including any fundraising) | Para 1.47 | |
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| Investment policy and objectives including any social investment policy adopted | Para 1.46 | |
| A description of the principal risks facing the charity | Para 1.46 | |
| Other | | |

Structure, Governance and Management

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| Description of charity's trusts: | | |
| Type of governing document (trust deed, royal charter) | Para 1.25 | Regros Foundation is governed by a Charitable Incorporated Organisation (CIO) Constitution, adopted on incorporation (27 September 2019). The CIO Constitution sets out the Foundation's objects, powers, trustee roles and responsibilities, and procedures for meetings, decision-making and amendment. No separate trust deeds or royal charters exist; the CIO Constitution is the sole governing instrument under which the Charity operates. |
| How is the charity constituted? (e.g unincorporated association, CIO) | Para 1.25 | The Charity is constituted as a Charitable Incorporated Organisation (CIO) under the Charities Act 2011. As a CIO, Regros Foundation is a single legal entity with limited liability for its trustees. It is not an unincorporated association or a company but a CIO registered with the Charity Commission (Charity Number 1185541). This structure was chosen to allow the Charity to hold property, enter into contracts, and employ staff in its own name, while ensuring trustee liability remains limited to the assets of the Charity. |
| Trustee selection methods including details of any constitutional provisions e.g. election to post or name of any person or body entitled to appoint one or more trustees | Para 1.25 | Trustees are appointed in accordance with the provisions of the CIO Constitution. At incorporation, the founding trustees named in the Constitution were Samuel Odekunle, Stella Oviasu and Itohan Odekunle. Thereafter, whenever a vacancy arises (due to retirement, resignation or an increase in the number of trustees), the following process applies: <ol style="list-style-type: none"> 1. Identification of Candidates: The remaining trustees convene a meeting to review the skills and experience needed on the board (e.g., expertise in finance, programme delivery, monitoring & evaluation). They may invite nominations from existing trustees, staff, or external networks. 2. Shortlisting and Interview: Potential candidates are asked to submit a brief CV and a statement of interest. The trustees conduct an informal interview to assess alignment with the Charity's objects, commitment, and absence of any conflicts of interest. |

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| | | <p>3. Proposal and Election: Once a candidate is deemed suitable, an existing trustee formally proposes them and another trustee seconds the nomination at a quorate trustee meeting. A majority of trustees present must vote in favour for the appointment to be confirmed.</p> <p>4. Term and Retirement: Trustees serve a three-year term and are eligible for reappointment for up to two consecutive terms (i.e., a maximum of six years continuous service), unless the full board agrees a further extension in exceptional circumstances.</p> <p>5. No External Appointing Body: No individual or organization outside the board has the right to appoint or remove trustees. All appointments are made internally by the sitting trustees in accordance with the Constitution. Should any trustee step down mid-term, the board may co-opt a new trustee to serve until the next annual general meeting, at which point the co-opted trustee may be formally elected for a full term.</p> |
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Additional information (optional)

You may choose to include further statements where relevant about:

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| Policies and procedures adopted for the induction and training of trustees | Para 1.51 | |
| The charity's organisational structure and any wider network with which the charity works | Para 1.51 | |
| Relationship with any related parties | Para 1.51 | |
| Other | | |

Reference and Administrative details

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| Charity name | The Regros Foundation |
| Other name the charity uses | |
| Registered charity number | 1185541 |
| Charity's principal address | 15 Barden Lane Leeds LS141fz |
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Names of the charity trustees who manage the charity

| | Trustee name | Office (if any) | Dates acted if not for whole year | Name of person (or body) entitled to appoint trustee (if any) |
|----|-----------------|-----------------|-----------------------------------|---------------------------------------------------------------|
| 1 | Samuel Odekunle | | | |
| 2 | Itohan Odekunle | | | |
| 3 | Stella Oviasu | | | |
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Corporate trustees – names of the directors at the date the report was approved

[illegible]

Name of trustees holding title to property belonging to the charity

[illegible]

Funds held as custodian trustees on behalf of others

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| Description of the assets held in this capacity | |
| Name and objects of the charity on whose behalf the assets are held and how this falls within the custodian charity's objects | |
| Details of arrangements for safe custody and segregation of such assets from the charity's own assets | |

Additional information (optional)

Names and addresses of advisers (Optional information)

| Type of adviser | Name | Address |
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Name of chief executive or names of senior staff members (Optional information)

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Exemptions from disclosure

Reason for non-disclosure of key personnel details

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Other optional information

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Declarations

The trustees declare that they have approved the trustees' report above.

Signed on behalf of the charity's trustees

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| Signature(s) | Samuel Odekunle | |
| Full name(s) | Samuel Omotayo Odekunle | |
| Position (eg Secretary, Chair, etc) | Trustee | |
| Date | 01/06/2025 | |