Registered Charity Number 216291

## THE RAYNE FOUNDATION

## REPORTS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 NOVEMBER 2012

CHARITY COMMISSION FIRST CONTACT -7 AUG 2013

ACCOUNTS RECEIVED

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## THE RAYNE FOUNDATION CHARITY INFORMATION FOR THE YEAR ENDED 30 NOVEMBER 2012

## TRUSTEES

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Lady Jane Rayne The Hon Robert A Rayne Lord Moser Professor Dame Margaret Turner Warwick The Hon Natasha Rayne The Hon Nicholas Rayne Professor Sir Anthony Newman Taylor Lady Browne-Wilkinson Sir Emyr Jones Parry Patron Chairman

#### DIRECTOR

Tim Joss

REGISTERED OFFICE	100 George Street London W1U 8NU	BANKERS	Barclays Bank Plc 240 Whitechapel Road London E1 1BS
SOLICITORS	Farrer & Co LLP 66 Lincoln's Inn Fields London WC2A 3LH	STATUTORY AUDITOR	Crowe Clark Whitehill LLP Carrick House Lypiatt Road Cheltenham Gloucestershire GL50 2QJ

INVESTMENT ADVISORS

Jupiter Asset Management Limited 1 Grosvenor Place London SW1X 7JJ

Cazenove Capital Management Limited 12 Moorgate London EC2R 6DA The Rayne Foundation (referred to as Foundation throughout this report) is an unincorporated association and registered as a charity with the Charity Commission under registration number 216291.

The trustees present their report and accounts for the year ended 30 November 2012.

#### STRUCTURE, GOVERNANCE AND MANAGEMENT

The Foundation is an unincorporated association and registered charity. It is governed by its Deed of Settlement of 1962.

The selection and appointment of Trustees is carried out using criteria which include expertise in relevant areas and networks. An induction programme for new Trustees is in place. Trustees increase their understanding of the needs of UK society and depth of knowledge on the four sectors (arts etc.) and Areas of Special Interest through regular meetings with experts.

Trustees' responsibilities include the setting of policy and strategy and deciding on grants above £5,000. They are advised on finance, investments and risk mitigation by the Joint Finance & Investment Committee. Grants up to £5,000 are decided by the Chairman with the Director and Grants Manager. Operational matters are managed by the Director and his team.

An annual risk mitigation plan is produced. Trustees have analysed risks under six headings: Governance, People, Finance, Operations, Legal compliance and Environment/external factors.

#### **OBJECTIVES AND ACTIVITIES**

The Foundation's mandate, as determined by the Trustees, is to understand and engage with the needs of UK society. It does this in two ways. It provides financial support in response to applications, and it takes practical steps to help address neglected national problems.

The Foundation's mission is bridge building in society. Its sectors of interest are broad: the arts, education, health and medicine, and social welfare and development. At any one time it will have a small number of Areas of Special Interest. Here the Foundation aims to develop a depth of knowledge and may be willing to do more than simply respond to applications – for example, co-commission research, initiate targeted programmes, and create new organisations.

To realise its mission the Foundation works towards four main outcomes:

- 'Enlarging sympathies' increasing tolerance and understanding between communities and people of different backgrounds.
- Reduced exclusion helping to bring people in from the margins of society.
- Reduced conflict in society helping to heal divisions in society.
- New productive relationships bringing unconnected people and organisations together to benefit society.

The Foundation's work is measured, as is that of its partnerships and grants, by the degree to which each contributes to the four bridge building outcomes. It aims to support innovative, high quality projects, and is particularly interested in those tackling problems who deliver direct benefit to vulnerable and disadvantaged people or communities. It normally prefers projects and schemes which have potential for wider than just local application, those which are likely to encourage funding from or involvement of other organisations, and/or those which are hard to fund.

## THE RAYNE FOUNDATION TRUSTEES' REPORT FOR THE YEAR ENDED 30 NOVEMBER 2012

## PUBLIC BENEFIT

The Trustees confirm that they have complied with their duty in section 17 of the Charities Act 2011 to have due regard to the public benefit guidance published by the Charity Commission for England and Wales. The Foundation provides public benefit through the making of grants to registered Charities and other not-for-profit organisations with charitable objects and undertaking initiatives which contribute to the needs of UK society. Each year, it makes a careful judgment between investing in immediate calls on its funds and safeguarding the Foundation's endowment to meet future needs and challenges.

#### ACHIEVEMENTS AND PERFORMANCE

The following strategic steps were planned for 2011/12:

- 1. Complete the review of the Foundation's aims used to select suitable organisations and projects for funding.
- 2. Complete the review of the Foundation's application process.
- 3. Review the Foundation's Areas of Special Interest.
- 4. Complete the creation of National Numeracy.
- 5. Review the Rayne Fellowships programme and, if appropriate, plan further development.
- 6. Deliver the final evaluation and wider impact programme for Rayne Fellowships for Choreographers.
- 7. Continue Rayne Fellowships for Refugees and undertake a second interim evaluation.
- 8. Adopt a venture philanthropy approach with a selected group of charities with considerable potential to grow.
- 9. Explore ways for assisting failing care homes for older people.

Progress on these objectives is reported below.

1. Complete the review of the Foundation's aims used to select suitable organisations and projects for funding

This review was achieved during the year. The Foundation's six criteria were replaced by an interest in projects with these five characteristics:

- i. Innovative and high quality.
- ii. Providing direct benefit to vulnerable and disadvantaged people or communities.
- iii. With potential for wider than just local application.
- iv. Likely to encourage funding from or involvement of other organisations.
- v. Hard to fund.

## 2. Complete the review of the Foundation's application process

An expanded Stage 1 application form was introduced.

## 3. Review the Foundation's Areas of Special Interest

At the start of the year, the Foundation had three Areas of Special Interest: improved quality of life for older people; improved numeracy skills for all ages; and arts in deprived communities. A fourth Area was added during the year: improved community palliative care. The Foundation's website now invites community palliative care applications and has expressed a particular interest in: pilot or other small studies designed to highlight deficiencies in current services and potential remedies; schemes which explore imaginative ideas on improving quality of life for patients in the community; and schemes which improve clinical aspects of community palliative care where this is deficient.

#### 4. Complete the creation of National Numeracy

The launch of National Numeracy took place on 2 March 2012 and received wide-ranging media coverage. Its vision is that 'Everyone in England has the confidence and competence to use numbers and think mathematically, thereby allowing them to participate to their full potential in our society and our economy'. On 22 October 2012 at the House of Lords, National Numeracy launched its first major programme, the 'National Numeracy Challenge' with the aim of improving the numeracy skills of 1 million people. The Foundation will be maintaining its connection with National Numeracy through Rayne Foundation trustee, Lord Moser's membership of the board. More information can be found at <u>www.nationalnumeracy.org.uk</u>.

#### 5. Review the Rayne Fellowships Programme and, if appropriate plan further development

It was agreed that Rayne Fellowships were proving a success, should be continued and should be concentrated in Areas of Special Interest. A first gathering of the Rayne Fellowship (past and present Fellows) took place in October 2012, bringing together participants in the first two waves, choreographers and refugees. Initial thought was given to developing Rayne Fellowships for older people and to linking this with the 'Wye Project' – see 'preparing for the future' below.

# 6. Deliver the final evaluation and wider impact programme for Rayne Fellowships for Choreographers

These Fellowships were created to expand choreographers' engagement with audiences and the world outside dance. They were co-funded by Arts Council England and managed by Dance UK. Short videos of the Fellows talking about the transformative effect of their Fellowships can now been seen at <u>www.danceuk.org/about-us/rayne-fellowships-choreographers</u>. A final evaluation of the programme was published (see the Arts area of <u>www.raynefoundation.org.uk/Areas.aspx</u>). The evaluation's main conclusions were: all Fellows developed as social bridge-builders; engaging with other areas of society has had a long term impact on the way they plan and create work and communicate with audiences; all Fellows improved their self-sufficiency, and presentation and advocacy skills. The wider impact programme had two principal elements: results were shared with heads of colleges which teach choreography and the impact of this will be evaluated in 2013; a new edition of the choreographers' handbook, 'Look Before You Leap', was published with some 50 pages devoted to the Fellowships.

#### 7. Continue Rayne Fellowships for Refugees and undertake a second interim evaluation

Rayne Fellowships for Refugees are a partnership with the Diana, Princess of Wales Memorial Fund and J Paul Getty Charitable Trust. They are delivered by Praxis Community Projects. They aim to help refugees cross into the mainstream of UK society, help other refugees to do the same, and to achieve more positive public attitudes to refugees. Each Fellow proposes a 'Big Idea' which they are helped to realise. During the year under review a further four Fellows were appointed, bringing the total to 16. Of these four, two come from Zimbabwe, one from Bosnia Herzegovina and one from Cameroon. Their 'Big Ideas' are a reading and writing project in Leicester; an anti-bullying storytelling project for schools; a project to improve the lives of refugees who have undergone traumatic events; and an intergenerational, intercultural cooking project. The interim evaluation's headline conclusions were: the programme is now running well with all early difficulties resolved; it is becoming well known within refugee communities across the UK; with one or two early exceptions, the Fellows have seized the programme's unique opportunity to develop their personal skills and to make a contribution to their communities and wider society.

## THE RAYNE FOUNDATION TRUSTEES' REPORT FOR THE YEAR ENDED 30 NOVEMBER 2012

# 8. Adopt a venture philanthropy approach with a selected group of organisations with considerable potential to grow

Through the careful monitoring of its grants, the Foundation becomes aware of high quality, well evaluated projects which deserve to grow nationally. Venture philanthropy is an approach which mixes financial and technical support to help organisations grow. It develops a closer than usual relationship between funded and funder and uses detailed performance measurement to guide and monitor progress. During the year, two organisations were selected: Age UK Cheshire (specifically their Men in Sheds programme for older men) and the homelessness charity, Emmaus UK. With Age UK, the aim is to increase the number of Sheds in Cheshire from three to 30. Emmaus UK's aim is to increase the number of places it offers from 532 to 750 and to do this through the use of grant (loans and other forms of non-grant finance). The Foundation has allocated £1 million for such loans.

#### 9. Explore ways of assisting failing care homes for older people

A mentoring programme is being considered: successful care home managers supporting the less successful. This has emerged from consultation with, amongst others, Jewish Care and Abbeyfield, the celebrated writer Diana Athill and Baroness Joan Bakewell.

#### Preparing for the future

The following strategic steps are planned for 2012/13:

- Appointment of the final group of Rayne refugee Fellows.
- Progress on the venture philanthropy initiatives with Age UK Cheshire and Emmaus UK.
- Development of the 'Wye Project', a partnership with Imperial College.
- Further exploration of how to turn around failing care homes for older people.
- An initiative with the National Theatre to commemorate Lord Rayne.

#### FINANCIAL REVIEW

The financial statements have been prepared in accordance with the accounting policies set out in note 1 to the financial statements and comply with the charity's Deed of Settlement, applicable law and the requirements of the Statement of Recommended Practice, "Accounting and Reporting by Charities" issued in March 2005.

The principal funding source is income from the Foundation's investments'. The Foundation continues to address the needs of UK society. It does this in two ways; it provides financial support in response to applications, and it commits funds for practical steps to help address neglected national problems.'

#### Investment performance and policy against objectives

The Foundation aims to maximise the total investment return and to achieve sufficient cash income to maintain the level of grants. In the light of the current financial uncertainty, Trustees review spending guidelines and actual expenditure on a regular basis.

The Foundation had income for the year of £1,199,058 (2011: £1,540,001). Grants paid in the year amounted to £1,614,206 (2011: £1,393,477). The value of the investment portfolio rose in the year from £63,371,538 to £75,051,990.

The Rayne Foundation produced a total return of 24.6% for the 12 months to 30 November 2012. This compares with a FTSE 100 total return of 11.0%, FTSE All Share total return of 12.6% and ARC Sterling Balanced Index of 8.1%.

#### **Reserves policy**

The Foundation's reserves policy has two objectives. The first is to maintain the value of the endowed funds. The second is to hold unrestricted funds at a level sufficient to ensure that outstanding commitments can be met and that, if necessary, levels of spending can be adjusted in a measured way. At the year end, unrestricted funds stood at £4,866,783 (2011: £5,392,717), restricted funds at £1,486,307 (2011: £1,752,510) and endowed funds at £68,097,058 (2011: £55,754,454).

## THE RAYNE FOUNDATION TRUSTEES' REPORT FOR THE YEAR ENDED 30 NOVEMBER 2012

#### Statement of Trustees' responsibilities

The Trustees are responsible for preparing the Trustees' Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards).

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 judgments and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Charity will continue in business.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the Charity's transactions, 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 Charities (Accounts and Reports) Regulations 2008 and the provisions of the Charity's constitution. 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.

#### Internal controls

The Trustees confirm that internal control procedures are in place to provide reasonable, but not absolute, assurance against material misstatement or loss. This includes a comprehensive system of annual budgets, approved by the Trustees, and quarterly financial reporting of actual against budget and other key performance indicators.

#### **Risk management**

The risk assessment schedules were reviewed by the Joint Finance and Investment Committee. A new approach was adopted embracing both the likelihood of a risk occurring and its impact if it does occur. Minor appropriate adjustments were also made. Processes and procedures will continue to be reviewed, and changes made where appropriate to ensure that risks to which the Charity is posed are mitigated as far as possible.

#### **Relationships with connected parties**

The Trust has no relationships with connected parties with the exception of those transactions disclosed in note 13.

Signed on behalf of the board on ... 2.Y. June 2013 ..... by:

The Hon Robert A Rayne Chairman, The Rayne Foundation

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## THE RAYNE FOUNDATION INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 30 NOVEMBER 2012

We have audited the financial statements of The Rayne Foundation for the year ended 30 November 2012 set out pages 9 to 25.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the charity's trustees, as a body, in accordance with section 154 of the Charities Act 2011. Our audit work has been undertaken so that we might state to the charity's trustees those matters we are required to state to them in an auditor's 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 charity and the charity's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

#### Respective responsibilities of trustees and auditor

As explained more fully in the Statement of Trustees' Responsibilities, the trustees are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

We have been appointed as auditor under section 144 of the Charities Act 2011 and report in accordance with regulations made under section 154 of that Act.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the charity's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the trustees; and the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Trustees' Annual Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

## **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the charity's affairs as at 30 November 2012 and of its incoming resources and application of resources 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 Charities Act 2011.

## THE RAYNE FOUNDATION INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 30 NOVEMBER 2012

## Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Charities Act 2011 requires us 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; or
- sufficient accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

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Michael Hall Senior Statutory Auditor For and on behalf of

Crowe Clark Whitehill LLP Statutory Auditor

Carrick House Lypiatt Road Cheltenham Gloucestershire GL50 2QJ

Date:

10th Juley 2013

## THE RAYNE FOUNDATION STATEMENT OF FINANCIAL ACTIVITIES FOR THE YEAR ENDED 30 NOVEMBER 2012

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ı	Note	Unrestricted Funds	Restricted Funds	Endowed Funds	2012 Total Funds	2011 Total Funds
	Note	£	£	£	runas £	Funds £
INCOMING RESOURCES Incoming resources from generated funds		-	-	-	-	-
Voluntary income	2	52,143	200,000	-	252,143	113,754
Investment income	3	<u>909,695</u>	37,220	<u> </u>	946,915	<u>1,426,247</u>
Total incoming resources		<u>961,838</u>	<u>237,220</u>		<u>1,199,058</u>	<u>1,540,001</u>
RESOURCES EXPENDED Costs of generating funds Investment management						
costs	4	88,664		-	88,664	78,291
Charitable activities Grant funding	4	1,808,031	127,576	-	1,935,607	1,718,284
Governance	4	20,303	<u> </u>	<u> </u>	20,303	22,394
Total resources expended		<u>1,916,998</u>	<u>127,576</u>	<u> </u>	<u>2,044,574</u>	<u>1,818,969</u>
Net (outgoing) / incoming resources before transfers		(955,160)	109,644	-	(845,516)	(278,968)
Transfers between funds	12	88,664	<u> </u>	(88,664)	<u> </u>	<u> </u>
Net (outgoing) / incoming resources before other recognised gains and losses		(866,496)	109,644	(88,664)	(845,516)	(278,968)
Realised and unrealised gains on investments	:	340,562	<u>124,153</u>	<u>12,431,268</u>	<u>12,895,983</u>	<u>4,093,171</u>
Net movement in funds		(525,934)	233,797	12,342,604	12,050,467	3,814,203
Balance brought forward at 1 December 2011		<u>5,392,717</u>	<u>1,252,510</u>	<u>55,754,454</u>	<u>62,399,681</u>	<u>58,585,478</u>
Balance carried forward at 30 November 2012	16	<u>4,866,783</u>	<u>1,486,307</u>	<u>68,097,058</u>	<u>74,450,148</u>	<u>62,399,681</u>

The charity has no recognised gains and losses other than those included in the Statement of Financial Activities. All amounts relate to continuing operations.

The notes on pages 11 to 25 form part of these financial statements

## THE RAYNE FOUNDATION BALANCE SHEET AS AT 30 NOVEMBER 2012

	Note	2012 £	2011 £
FIXED ASSETS		£	L
Investments	8	<u>71,410,365</u>	<u>59,468,315</u>
CURRENT ASSETS			
Debtors	9	462,806	236,610
Investments	8	3,647,470	3,903,223
Cash at bank and in hand		201,124	<u> </u>
		4,311,400	4,304,689
CREDITORS: Amounts falling due within one year	10	<u>(1,058,111)</u>	<u>(1,129,548)</u>
NET CURRENT ASSETS		3,253,289	<u>3,175,141</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		74,663,654	62,643,456
CREDITORS: Amounts falling due after more than one year	11	(213,506)	<u>(243,775)</u>
NET ASSETS		<u>74,450,148</u>	<u>62,399,681</u>
FUNDS			
Unrestricted	15	4,866,783	5,392,717
Restricted	14	1,486,307	1,252,510
Endowed	12	<u>68,097,058</u>	<u>55,754,454</u>
:	16	<u>74,450,148</u>	<u>62,399,681</u>
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The financial statements were approved and authorised for issue by the Board of Trustees on 24 5 we co 3 and signed on its behalf by:

The Hon Robert A Rayne (Chairman)

The Hon Robert A Rayne (Chairman) Trustee

Lady Jane Rayne (Patron) Trustee

The notes on pages 11 to 25 form part of these financial statements

#### **1. ACCOUNTING POLICIES**

#### (a) Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008) in accordance with applicable Accounting Standards in the United Kingdom, the accounting regulations issued under the Charities Act 2011 and the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" issued in March 2005, with the exception of investments which are included at market value.

#### (b) Cash flow statement

The Trustees have taken advantage of the exemption in Financial Reporting Standard No 1 from including a Cash Flow Statement in the financial statements on the grounds that the charity is small.

#### (c) Incoming resources

Donations, legacies and other forms of voluntary income that provide core funding, or are of general nature, are recognised when there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability. Such income is only deferred when:

- The donor specifies that the donation must only be used in future accounting periods; or
- The donor has imposed conditions which must be met before the charity has unconditional entitlement.

Income from investments is included in the Statement of Financial Activities only if received, or declared and receivable. Realised and unrealised gains or losses arising from the sale or revaluation of investments are dealt with in the Statement of Financial Activities.

Donations in kind for office space are included at an estimate of market value.

#### (d) Resources expended

Expenditure is recognised when a liability is incurred. Grants are recognised when a constructive obligation arises that results in the payment being unavoidable.

Charitable activities include expenditure associated with grants payable and include both the direct costs and support costs relating to these activities.

Governance costs include those incurred in the governance of the charity and its assets and are primarily associated with constitutional and statutory requirements.

Support costs include central functions and have been allocated to activity cost categories on a basis consistent with the use of resources.

All resources expended are classified under activity headings that aggregate all costs related to the category. Irrecoverable VAT is charged against the category of resources expended for which it was incurred.

#### (e) Investments

Quoted investments are stated in the Balance Sheet at their market value as at the year end date.

Works of art are valued periodically for insurance purposes, and this value is incorporated in the Balance Sheet. Realised and unrealised gains and losses are shown in the Statement of Financial Activities and reflected in the relevant fund.

Included in current asset investments are short term cash deposits.

#### 1. ACCOUNTING POLICIES (Continued)

#### (f) Recognition of liabilities

Liabilities are recognised once there is a legal or constructive obligation that commits the charity to the obligation.

## (g) Expendable endowment fund

The expendable endowment fund is maintained to generate sustainable income for the unrestricted funds.

#### (h) Restricted funds

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

## (i) Unrestricted funds

Unrestricted funds are expendable at the discretion of the Trustees in furtherance of the objects or administration of the charity.

## (j) Taxation

The Rayne Foundation is a registered charity, and as such is entitled to taxation exemptions on all its income and gains, properly applied for its charitable purposes.

#### (k) Pension costs

The charity operates a defined contribution scheme on behalf of its employees. Contributions are charged in the Statement of Financial Activities as incurred. No further liabilities accrue under this scheme.

#### 2. VOLUNTARY INCOME

	2012 £	2011 £
Donation in kind for office space	51,490	43,739
Donation for National Numeracy Donation for Praxis	50,000 150,000	70,000 -
Other donations	653	<u> </u>
:	<u>252,143</u>	<u>113,754</u>

#### 3. INVESTMENT INCOME

	£	£
Income from listed investments Income from unlisted investments Interest receivable	908,141 18,270 _20,504	1,352,841 16,003 <u>57,403</u>
	946,915	<u>1,426,247</u>

2011

2012

## 4. TOTAL RESOURCES EXPENDED

Cost of generating funds Investment management costs	Staff costs £	Other costs £ 88,664	Grant funding £	2012 Total £ 	2011 Total £ 
Charitable activities					
Grant funding of activities Support costs	- <u>213,860</u>	- 107,541	1,614,206 	1,614,206 <u>321,401</u>	1,393,477 <u>324,807</u>
Total	213,860	107,541	1,614,206	<u>1,935,607</u>	<u>1,718,284</u>
Governance costs		20,303		20,303	22,394
	213,860	216,508	<u>1,614,206</u>	<u>2,044,574</u>	<u>1,740,678</u>

See note 17 for a breakdown of new grants committed to in the year.

## 5. GOVERNANCE COSTS

	2012 £	2011 £
Gross governance costs	27,071	26,684
Less costs recoverable from The Rayne Trust	<u>(6,768)</u>	<u>(4,290)</u>
	<u>_20,303</u>	<u>_22,394</u>

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6. ANALYSIS OF STAFF COSTS	2012	2011
	£	£
Wages and salaries	230,179	219,579
Social security costs	26,710	25,182
Pension contributions	28,484	<u>26,468</u>
Total gross staff costs	285,373	271,229
Less costs recoverable from The Rayne Trust	<u>(71,513)</u>	<u>(67,807)</u>
	<u>213,860</u>	<u>203,422</u>
The average number of full-time equivalent employees analysed by function w	vas:	
-	2012	2011
	No.	No.
Direct charitable: Administration	3	3
Management		_1
	—	
	· <u>4</u>	4
The number of employees earning in excess of £60,000 per annum are detail	ed below:	
	2012	2011
	No.	No.
£100,000 to £110,000	<u>_1</u>	<u>_1</u>

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Defined contribution pension costs payable with regard to the above totalled £12,250 (2011 - £11,850).

The Trustees received no remuneration in either the current or previous year.

Travelling and meeting expenses of £961 (2011 - £659) were reimbursed to 4 trustees (2011 - 4) during the year.

#### 7. NET OUTGOING RESOURCES FOR THE FINANCIAL YEAR

Net outgoing resources of £1,150,481 are stated after charging:

	2012	2011
	£	£
Auditor's remuneration	7,350	7,050
Auditor's remuneration non-audit	<u>12,379</u>	<u>14,685</u>

#### 8. FIXED ASSET INVESTMENTS

	Quoted Investments	Works of Art	Total
	£	£	£
Market value at 1 December 2011 Additions Disposals Unrealised gains/(losses) in the year	58,181,815 2,930,068 (3,362,595) <u>12,751,077</u>	1,286,500 - - <u>(376,500)</u>	59,468,315 2,930,068 (3,362,595) <u>12,374,577</u>
Market value at 30 November 2012	<u>_70,500,365</u>	<u>    910,000</u>	<u>71,410,365</u>
Historical costs: At 30 November 2012	<u>17,875,535</u>	<u> </u>	<u>18,252,146</u>
At 30 November 2011	<u>18,434,459</u>	<u> </u>	<u>18,811,070</u>

Works of art are valued for insurance purposes on a rolling basis at least every 5 years. In 2012 valuations were provided by Christie's and Sotheby's for pictures and by The Grand Panjandrum Limited for furniture. These valuations have been used by the Trustees as a proxy for market value. Some of the items are on loan for display by public or charitable organisations.

The market value of investments held outside the UK was £6,139,030 (2011 - £5,620,220).

The following investments comprise more than 5% of the portfolio:

Investment	Market Value	0/
	Σ.	%
Derwent London plc	42,969,190	60
LMS Capital plc	<u>9,915,846</u>	<u>14</u>

At the year end cash held by the investment managers totalled £3,647,470 (2011 - £3,903,223).

Post year end 2,758,435 of the LMS Capital Plc Shares were sold for £2,317,085.

9.	DEBTOR	S
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	2012 £	2011 £
Other debtors Accrued income	455,039 7,767	206,827 29,783
	<u>462,806</u>	<u>_236,610</u>
10. CREDITORS: Amounts falling due within one year		
	2012	2011
	£	£
Grants payable (see note 12)	1,038,021	1,105,089
Social security and other taxes	6,557	6,696
Accruals	<u> </u>	<u> </u>
	<u>1,058,111</u>	<u>1,129,548</u>

11. CREDITORS: Amounts falling due after more than one year		
	2012 £	2011 £
Grants payable	<u>213,506</u>	<u>243,775</u>
Reconciliation of grants payable:	2012 £	2011 £
Commitments at 1 December 2011 Commitments made in the year Commitments withdrawn Grants paid during the year	1,348,864 1,627,376 (55,000) <u>(1,669,713)</u>	1,438,474 1,472,477 (79,000) <u>(1,483,087)</u>
Commitments at 30 November 2012	<u>    1,251,527 </u>	<u>1,348,864</u>

#### **12. ENDOWMENT FUNDS**

The movement during the year on the endowment fund was as follows:

	Balance at 1 December 2011	Investment Gains	Transfer Between Funds	Balance at 30 November 2012
	£	£	£	£
Expendable endowments				
Endowment fund	<u>55,754,454</u>	<u>12,431,268</u>	<u>(88,664)</u>	<u>68,097,058</u>

The transfer between funds represents costs incurred in managing the investments of the expendable endowment.

#### **13. RELATED PARTY TRANSACTIONS**

Lady Rayne and the The Hon R A Rayne also serve as Trustees of The Rayne Trust (TRT), a company limited by guarantee and a registered charity. Included in other debtors is £83,244 due from TRT (2011: £52,306). For the year under review, The Rayne Foundation (TRF) recharged expenses to TRT totalling £83,244 (2011: £52,306). During the year £nil (2011: £10,000) was paid to TRT towards the Samaritans grant. In addition a donation of £83,000 (2011: £Nil) was paid to TRT.

During the year £nil (2011: £10,000) was awarded as a grant to The Chicken Shed Theatre Trust of which Lady Rayne is a Patron, and The Hon Natasha Rayne is a Trustee.

The Hon R A Rayne is a trustee of THEPLACE2BE, a registered charity. During the year £150,000 was awarded as a grant.

Lady Rayne, a Trustee of The Rayne Foundation (TRF), holds 10.08 % (2011: 10.08%) of shares in LMS Capital plc and 3.54% (2011: 3.43%) of shares in Derwent London plc.

The Hon R A Rayne, a Trustee of The Rayne Foundation (TRF), holds 3.01% (2011: 3.01%) of shares in LMS Capital plc and 4.28% (2011: 4.16%) of shares in Derwent London plc.

The Rayne Foundation holds 5.43% (2011: 5.46%) of shares in LMS Capital plc and 2.05% (2011: 1.99% of shares in Derwent London plc, thus making this a related party disclosure.

During the year, The Rayne Foundation paid £387,965 on behalf of The Rayne Concert Party for advisory fees in relation to the potential sale of shares. Included in other debtors £330,420 is due from members of The Rayne Concert Party (2011: £31,300).

#### **14. RESTRICTED FUNDS**

The income funds of the charity include restricted funds comprising of the following unexpended balances of donations and grants held on trust for specific purposes:

	Balance at 1 December 2011	Incoming Resources	Resources Expended	Investment Gains and Transfers	Balance at 30 November 2012
	£	£	£	£	£
Praxis Fund Rayne Fellowships for	-	150,000	(37,500)	-	112,500
Choreographers	1,959	-	-	-	1,959
Gerry Nash Fund National Numeracy	1,210,475 <u>40,076</u>	37,220 <u>50,000</u>	- (90,076)	124,153 	1,371,848
	<u>1,252,510</u>	<u>_237,220</u>	<u>(127,576)</u>	<u>124,153</u>	<u>1,486,307</u>

The Praxis fund represents monies held by the Foundation for the Refugees Fellowships Project. This was previously known as The Diana, Princess of Wales Memorial Fund.

Rayne Fellowships for Choreographers represents funds which remain unspent. These funds will be allocated to expenditure relating to the qualifying Arts grants awarded.

The Gerry Nash Fund (previously known as the Peggy Nash Legacy) has been restricted for medical research.

The Foundation received monies for National Numeracy while the new organisation was being developed. These monies consisted of £50,000 from Nationwide Building Society in both 2011 and 2012 and £20,000 from four other foundations, plus interest. Resources expended related to National Numeracy's start-up costs.

#### **15. UNRESTRICTED FUNDS**

The movement during the year on the unrestricted fund was as follows:

	Balance at 1 December 2011	Incoming resources	Resources expended	Investment Gains and Transfers	Balance at 30 November 2012
	£	£	£	£	£
Unrestricted fund	<u>5,392,717</u>	<u>961,838</u>	<u>(1,916,998)</u>	<u>429,226</u>	<u>4,866,783</u>
16. ANALYSIS OF NET ASSE	TS BETWEEN F	UNDS			
	F	ixed Asset	Net current	Long term	
	In	vestments	Assets	Liabilities	Total
		£	£	£	£
Unrestricted Funds		3,326,378	1,753,911	(213,506)	4,866,783
Restricted Funds		1,231,565	254,742	-	1,486,307
Endowed Funds	!	66,852,422	1,244,636	<u> </u>	68,097,058
Total Funds		<u>71,410,365</u>	<u>3,253,289</u>	<u>(213,506)</u>	<u>74,450,148</u>

**17. GRANTS PAYABLE TO ORGANISATIONS** 

An arts and heritage project for up to 30 schools and community groups exploring the objects, customs and traditions of Indian communities and how these relate to life in Northern IrelandAurora OrchestraListen Live!Aurora Orchestra13 to 16 year olds from three London schools devise and stage their own collaborative performance through which they develop creative skills, gain insights into putting on a concert, learn about new music and other artforms, and develop transferable social skillsBristol Reggae OrchestraMasterclasses Mentoring and training for orchestra members to help improve their skills and confidenceChoir With No NameCore Funding Support during a period of expansion Creative sessions for women and children escaping domestic abuse, in partnership with Barnardo's Circles2 Arts Initiative (Pilot) Creative sessions for women and children escaping domestic abuse, in partnership with Barnardo's Circles2 of Support projectLiverpool Biennial of Contemporary Art2Up 2Down 40 disadvantaged young people work with an artist to transform a disused bakery into a viable social enterprise and two terraced homes into appropriate accommodation for local peopleLocalityStorytelling Project Storytelling Workshops to enhance the skills of 500 community Organisers and 1,000 volunteersLondon International Festival of Theatre Pro Corda TrustUnfinished Dream: The Croydon Project An outdoor theatre piece performed by local residents celebrating Croydon's diversityPro Corda TrustThe "Next Step" Apprenticeship 10 five-day work experience placements for young people with special educational needs	RGANISATION	PURPOSE OF GRANT	£
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10 five-day work experience placements for young people with special educational needs			
people with special educational needs	rust		3,900
5		Five-0-Fresh: Young Creative Leaders	15,000
Theatre skills training for young people not in education or employment			

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NAME OF ORGANISATION	PURPOSE OF GRANT	£
Turner Contemporary	Youth Navigators Up to 90 young people trained as gallery guides through which they develop skills in communication, creative and critical thinking, empathy, curiosity, the ability to be independent learners, teamwork and confidence	30,000
	····	<u>136,906</u>
Area of special interest: IMPROVED N	JMERACYSKILLS	
Community Sports Coaching		
Foundation	Active Learning A project using sports activities to put pupils' maths learning into practice in eight schools in Birmingham	26,396
Techniquest	and London Foundation Phase Outreach Programme Maths, science and literacy outreach programme for 3 to 7 year olds in Wales, including teacher training.	9,465
		<u>35,861</u>
Area of special interest: IMPROVED QU Arts & Health South West	Online resource	14,000
Arts & Health South West	To support staff in using creative activities to engage people with dementia while in acute hospital settings	14,000
Arts 4 Dementia Ltd	Evaluation of the London Arts Challenge in 2012 Evaluation of multiple artform activities for people in the early stages of dementia	8,000
Capital Age Festival (2002) Limited	Capital Age Festival 2012 A contribution towards the 2012 Festival showcasing arts activities with older people	3,000
Communication for Blind and Disabled		44 70 4
People	Safe & Sound Travel Development of smartphone applications to link the nervous blind traveller with remote emergency help and publicly available travel information	11,784
Dance Umbrella	Dance for Parkinson's UK Network To help this growing network provide training, promote best practice, encourage independent evaluation and share learning among dance and other professionals	3,000
Deafblind UK	Connecting Lives: Technologies Officer To train and mentor 50 volunteers and eight staff in demonstrating new technologies to deafblind people	15,000

NAME OF ORGANISATION	PURPOSE OF GRANT	£
Epping Forest Arts	Transitions II Support for artists and carers to explore their own creative practice and develop new ideas for projects	3,000
Fitzwilliam Museum	for older people living in residential care homes Going Beyond Words Two nine-week courses exploring an aspect of the collection through which adults with dementia will	7,500
Grandparents' Association	be enabled to exercise aesthetic choices, share stories, memories and cultural reference points, explore their feelings and improve manual dexterity Outreach Support in Central London: salary costs To improve support for grandparents caring for their grandchildren and to increase their involvement with local children's centres	10,000
Lesbian & Gay Foundation	The Befrienders	10,000
Marie Curie Cancer Care	Befriending programme for up to 40 older people Marie Curie Helper, East London Training and support for around 45 volunteers	30,000
Modern Art Oxford	visiting terminally ill people and their families Time and Space Continuum Film-making project with older people with dementia and young people not in employment or training, including screening of the film using the 'Vintage	10,000
NAM Publications	Mobile Cinema' Supporting HIV+ People over 50 A contribution towards the costs of addressing aspects of ageing across NAM's complete range of publications	3,000
Parkinson's UK	Online Community for People with Parkinson's Innovative website with authoritative information and user-generated content	15,000
Resettlement and Care for Older ex-		20,000
Offenders and Prisoners	Core Funding Information, advice, seniors' clubs and advocacy for older people in prison	20,000
Women and Theatre (Birmingham) Ltd	Comedy with Care Comedy clubs in three residential care homes for older people and their local community	10,000
Young Dementia UK	Cognitive Disorders Clinic Pilot Plus Information, advice, and practical and emotional support for adults diagnosed with young onset dementia and their families	21,000
•		194 284

<u>194,284</u>

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NAME OF ORGANISATION	PURPOSE OF GRANT	£
Area of Special Interest: IMPROVED PA Hertfordshire Multiple Sclerosis Therapy	LLIATIVE CARE IN THE COMMUNITY	
Centre Ltd	Mobile Physiotherapy Outreach Project Mobile physiotherapy service for adults living far from the Centre's main base	30,000
Multiple Sclerosis Trust	Improving End of Life Care Study days for specialist MS nurses, leading to a better understanding of the needs of people with severe MS and the development of service quality indicators for end of life	13,500
Other ARTS grants		<u>43,500</u>
Children's International Voices of		
Enfield	A Second Set of Rostra	500
Dance East	Rural Retreats Artistic Director Placement Scheme Choreography training, including placements in non- arts settings, for up to eight dance leaders	20,000
Palace Theatre, Watford Ltd	Ballroom of Joys and Sorrows Dance performance by professional artists and community members celebrating key rites of passage in life	5,000
		<u>25,500</u>
Other EDUCATION grants Imperial College of Science, Technology		
and Medicine	Growing Future Medical Students	2,888
	Twinning between local schools and GP surgeries in order to provide work experience for potential medical students from more deprived backgrounds	2,000
Kenilworth Children's Centre and		
Nursery School	Integrated Psychotherapy Support in Early Years Employment of a child psychotherapist to work with children, their parents and nursery staff, and improved evaluation of the impact on children's life chances	60,000
Lighthouse Group UK Ltd	Early Intervention Project Support for artists and carers to explore their own creative practice and to develop new ideas for projects for older people living in residential care homes	30,000
Migration Museum Project	Education Website The website will host evidence-based teaching resources about migration and become a hub for discussion about migration among teachers, students and the wider community	20,000

NAME OF ORGANISATION	PURPOSE OF GRANT	£
Miriam Hyman Memorial Trust	Core Funding	5,000
National Association for Gifted Children	Twice Exceptional Support Programme Advice and guidance for parents of children who have high learning potential coupled with a disability to help them achieve their full potential	15,200
Openstorytellers Limited	Storysharing with Young People with Complex Needs The technology strand of a three-year project	10,250
	demonstrating the potential of storytelling as a tool for developing participation and citizenship	
Place2Be	Talented Teacher Programme Development of a training package for 280 newly qualified teachers to enhance their ability to support children's emotional wellbeing and manage pupil behaviour	150,000
Rayne Trust	Part-Funding of The Rayne Trust's Grant to The Max Rayne Hand-in-Hand High School Expansion Towards the Max Rayne School for Jewish and Arab children in Jerusalem, Israel.	18,750
Solas	Back On Track: salary costs Support from retired teachers for up to 640 pupils with additional learning needs who do not qualify for statutory support	15,000
Stonewall Equality Limited	Theatre in Education DVD for primary schools:four short films celebrating all forms of diversity	10,000
Straight Talking Peer Education	Tackling Teenage Pregnancy in Newham 15 peer educators trained to deliver short courses in schools on the reality of young parenthood	30,000
University of Hull	Department of Drama & Music Filming of the play, Everyman, at Hull's Holy Trinity Church	2,500
		369,588

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NAME OF ORGANISATION	PURPOSE OF GRANT	£
Other HEALTH & MEDICINE grants		
Bliss - The National Charity for the		
Newborn	The Bliss Nurse Programme	15,00
	Pump-priming of specialist nursing positions for	
	neonatal networks	
Changing Faces	3-year Pilot for Changing Faces Practitioners	30,00
	Specialist positions providing psycho-social support	
	to people living with facial disfigurement	
Jennifer Trust for Spinal Muscular	Social & Care Routemaps for Spinal Muscular	
Atrophy	Atrophy	3,00
	Routemaps signposting the way to health and	
	social care for patients and families	
National Autistic Society	Healthy Minds	10,00
	Training for parents of children with autism to	
	better support their child's emotional wellbeing	
North Derbyshire Stroke Support Group	Promoting Specialist Stroke Services Project	4,00
	Support with financial issues, communication	
	difficulties and isolation after stroke	
Prostate Cancer Charity	General Donation	2,50
Rett Syndrome Research Trust UK	Lifeline Project	3,00
	Peer support for up to 200 parents of children living	
•	with Rett Syndrome	
		67.60
Other SOCIAL WELFARE & DEVELOPME	NT granta	<u>67,50</u>
Attend	Attend ABI	20,00
Attenu	Vocational rehabilitation for up to 300 people with	20,000
	acquired brain injury	
Barnardo's	SECOS Project	10,00
Daliaruo S	•	10,000
	Support for young people at risk of sexual	
Barnardo's	<i>exploitation in the North East</i> General Donation	2,50
		20,00
Beatbullying Ltd	CyberMentors	20,000
	CyberMentors training for up to 150 looked-after young people	
Rive Sky Development and Regeneration	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	30,00
Blue Sky Development and Regeneration	Blue Sky North	30,000
	A new base to expand Blue Sky Network's activities	
	across the region	10,00
Christians Against Poverty	CAP National Expansion	10,00
	80 new debt counselling centres	45.00
Cued Speech Association UK	Learn to Cue	15,00
	Training for parents and professionals to use cued	
	speech	F0 00
Emmaus UK	Preparing for National Expansion	50,00
	To help Emmaus UK expand through using loans	
	and other forms of grant	

NAME OF ORGANISATION	PURPOSE OF GRANT	£
Family Links (Educational Programmes)	Islamic Values and The Parenting Puzzle Project Training for 16 volunteers to run parenting groups with Muslim families	30,000
Family Mediation Central Scotland	Baby's Pace Specialist 'baby zone' for contact arrangements and parenting support for parents of very young children	3,851
Fight for Peace	Pathways to Employment & Support Services Education and personal mentoring support for young members	30,000
Fine Cell Work	Studio Workshops in Prisons Towards the staffing costs of needlework studios employing and training 100 offenders inside prison	21,000
FoodCycle	Community Cafe at Bromley by Bow Centre Contribution towards the running costs of this pilot community café model while it seeks to increase earned income	10,000
Helen Bamber Foundation	Legal Protection & Advocacy Support Legal support and advocacy for asylum seekers	20,000
Help a Capital Child	General Donation	3,000
Leap Confronting Conflict	Transition Funding Core funding while LCC seeks to consolidate and expand its reach and reputation, and diversify its income streams	40,000
National Family Mediation	Anything But Court DVDs to educate potential clients and relevant professionals about the benefits of family mediation	21,000
Outside Edge Theatre Company	Double Whammey Peer-led interactive drama programme for offenders, ex-offenders and those at risk	5,000
Oxford Parent - Infant Project	New Centre in Berinsfield, South Oxfordshire New service to improve parent-baby attachment, and encourage self-sufficiency for 25 parents	5,670
Passage 2000	Home for Good Enhanced support to reduce isolation experienced by previously homeless people as they resettle into their new homes	20,000
Personal Support Unit	Core Funding Support during a period of expansion	30,000

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NAME OF ORGANISATION	PURPOSE OF GRANT	£
Praxis	Rayne Fellowship for Refugees	53,500
Pro-Contact Expert Services	Family Lives	15,000
	Early intervention with families in which the parents have recently separated	
Railway Children	Railway Children's Reach Model in the UK	20,000
	Pilots in Glasgow and Yorkshire for young people	
	who are missing, at risk of running away, or have	
Sea-Change Projects Ltd	returned home from being missing. Youth Sailing Scheme	1,500
	Two extended sailing trips for up to 40 young	.,
	people	
St Ethelburga's Centre for Reconciliation		45.000
and Peace	Resources for Reconcilliation (Year 2)	45,000
	Developing reconciliation skills for grassroots practitioners ; a new two-year MA in reconciliation;	
	pilot projects in community reconciliation to	
	address specific divisions in four communities	
Swanswell Charitable Trust	The Swanswell Recovery Model Project	20,000
	Large-scale trial of the Swanswell Recovery Model	
	for people misusing drugs and alcohol in	
Tim Parry Johnathan Ball Foundation for	Birmingham	
Peace	Survivors for Peace	30,000
	Improving understanding of conflict and trauma for	,
	victims, potential community peace leaders, and	
	emergency responders	45.000
West London Synagogue of British Jews	Interfaith Programme (Year 2) Dialogue programmes for teenagers and young	45,000
	adults, and other activities for adult synagogue	
	members	
Youth at Risk	Blueprint for Parents	14,546
	Tailored support for 25 families with children at	
Faduma Farah Trust	risk of substance misuse and crime General Donation	15,000
Other	General Donation	1,500
The Rayne Trust	General Donation	83,000
		<u>741,067</u>

<u>1,614,206</u>

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