

THE TUDOR TRUST

Annual Report and Accounts
2023/24

Company number 5196041

Registered charity number 1105580

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Trustees' Report

For the year ended 31 March 2024

Tudor's principles

Tudor's principles underpin all aspects of our work and are intended to guide us as we reflect on our practice or consider challenging issues.

1. Supporting communities to drive their own positive change.
2. Investing in relationships as the foundation of all we do - starting from a position of trust and demonstrating that we can be trusted.
3. Listening with intent: always trying to hear the real voice.
4. Valuing people's time: acting quickly where helpful and taking time where needed.
5. Drawing on learning, creativity and experience to offer flexible, practical support to people, ideas and communities.
6. Making the most of our resources and independence and being open to challenge

Chair's Introduction

This is a significant moment of change for the Tudor Trust. Over the last two years, the outgoing trustees at Tudor have focused on change and renewal stepping back in phases to enable a responsible exit. I am very pleased that we have been able to achieve this, whilst appointing a new Board and many new staff.

Until recently Tudor has had trustee involvement at grant-making level as well as strategy and governance. With this model Tudor has endeavoured to be applicant focused, relational and flexible. We are proud of this heritage, and particularly our focus on core funding, long-term grants, easy application process and minimal reporting. I would like to take this opportunity to thank Christopher Graves, our Director for 38 years, and past trustees both family and non-family who have offered insight, wisdom and support for the work of the Trust over the years. I am also proud of the many organisations, capital projects and programmes of work that we have funded over the years, that have made a huge difference to communities across the UK.

In the last 12 months we have said goodbye to seven of our long-standing trustees, Ben Dunwell, Catherine Antcliff, Elizabeth Cranshaw in November 2023, Francis Runacres, Holly Baine and James Long in April 2024 and Monica Barlow in June 2024. I will step down as Chair and trustee by the end of 2024, and this will mark the end of Tudor as a family run Trust that has had members of the Graves or Dunwell family as trustees since its inception in 1955.

Letting go of power is a messy business, and there is no perfect time or way to do this. I am hugely grateful to all staff and trustees at Tudor who have contributed to our planning and preparations. It has been an enormous period of change for Tudor, reflecting massive challenges across society over the last four or five years as the gap between rich and poor has grown massively within a policy environment that has aggravated inequality.

The role of long-standing family involvement in philanthropy, or 'Family Trusts' has quite rightly come under scrutiny, particularly over the last 5 years. Trustee Boards across the sector are assessing what mandate they have, and what governance models best reflect the needs of our society. I hope at Tudor we have demonstrated that changes to long-standing ways of working are possible.

With a renewal of staff and trustees, there is now an opportunity for Tudor to build on its foundations and develop new thinking. We need to co-create decision making with our communities and mutually agree what success looks like. As the sector faces new challenges, we need to absorb risk and support emerging innovations and ways of working, and think of the Trust endowment in new and creative ways that place assets back in the heart of communities.

The next iteration of Tudor will be different but will also carry forward many of the principles that have shaped our past work. Long standing trustees who have stepped back offer huge support and goodwill for Tudor's transition plans. With Raji Hunjan leading our excellent staff team and Derek Bardowell as Chair of a new Board of Trustees with key skills and experience, Tudor is blessed with exceptional people for the work ahead.

Matt Dunwell
Chair of Trustees

CEO's Introduction

The Tudor Trust is an independent grant-making charity with a long-standing commitment to supporting grassroots organisations. In this reporting year we committed more than £15m in grants reaching communities across the UK, in rural and urban areas.

Behind our 2023/24 grant-making, we agreed to take time to consider deep, strategic changes to how we would operate in the future. To ensure we had the space to work through this, we remained closed to receiving applications from new organisations.

The main lens through which Tudor started to explore its strategic changes was anti-racism. In a post-covid context, where the disproportionate impact of the health, economic, social and environmental challenges face have been laid out to bare, Tudor wanted to explore solutions that centred justice and lifted everyone in our society. Our desire to continue to support communities to thrive, has led to a renewed purpose of supporting organisations seeking racial, social and economic justice.

It became increasingly clear through our explorations, that to achieve greater social impact for our communities, we needed to start by changing ourselves. We came to understand that a transformation in our strategy would also need a reset of organisational culture and behaviours. In this context, Tudor recognised that a Board with significant family representation was no longer fit for purpose. It was with this in mind that long-standing Board members made the decision to plan their exit over a 12 month period, to make room for new perspectives, talents and experiences.

The time we took to develop the roles and responsibilities of a new Board, enabled us to consider different governance models. We agreed that going forward, grant-making decisions would be devolved to our staff and those closer to the communities, and that the Board would provide an oversight function. I am personally grateful to all retiring trustees for taking the time reflect on their learnings and experiences as trustees.

Our current eighteen month transformation plans focus on the development and embedding of a whole organisation strategy alongside people and culture change began

in January 2024. This was kickstarted with a review of all our equity, diversity and inclusion policies, which led to the beginnings of a new behaviours framework, designed with our staff and trustees. This has been the backbone to recruiting new staff and additional trustees, and our approach to strategy development

There is still more we want to build and embed before we start making new grants to organisations later in 2024. Until then, we continue to work with and support our existing grantees.

It is important to acknowledge that alongside the transformation we are working towards, 2023/24 also came with challenges. There were moments where Tudor was stuck, and some of our communications and decision making led to unwanted media attention. At the same time we were heartened by the messages of support from our partners and peers, including many of our grantees. All our staff and trustees contributed significantly to our new plans, and we do not underestimate the personal commitment and dedication of all our staff and trustees. Our learning from this period in our history will play a pivotal role to how we move forward into the future.

Raji Hunjan, Interim CEO

Structure, governance and management

On 1st March 1955 Sir Godfrey Mitchell endowed a charitable trust with a gift of shares in the construction company George Wimpey. In 1979 this trust became known as The Tudor Trust. The Tudor Trust's governing document is its memorandum and articles (incorporated 3rd August 2004 and amended by special resolution(s) dated 29th May 2014). The Trust was incorporated as a company limited by guarantee on 1st April 2005, with all assets and liabilities of the previous Trust being transferred to the current legal entity on that date. The company is also registered with the Charity Commission (registered 20th August 2004).

No changes were made to our governing documents in this reporting year. Changes were made throughout the year in regard to the composition of the Board and how decisions are captured.

Trustees

The Trust's trustees are listed on page 55 of this report. The Board of Trustees appoints the trustees and while the articles of association provide for a minimum of six and there are currently 8 trustees.

The composition of the Board is kept under review and if additional trustees are needed, we look to recruit new members with relevant skills and experience. Ben Dunwell, Catherine Antcliff and Elizabeth Cranshaw resigned as trustees in November 2023. Francis Runacres, Holly Baine and James Long resigned in April 2024.

Following a wide and extensive recruitment process, five new trustees were appointed in January 2024. Derek Bardowell was appointed as the Chair Designate, who will replace the current Chair, Matt Dunwell in Autumn 2024. Other newly appointed trustees are: Anthony Murphy, Christienna Fryar, Saba Shafi, Susan Wang. Following a tender process, Cadence Partners, were retained to manage the recruitment and undertake an extensive search process. Lara Odeyele from Black on Board was also contracted as an independent advisor to the Board, offering her expertise and independence in the recruitment process.

A bespoke induction programme was designed which included one to one meetings with the current Chair and the Chair Designate, as well as the Senior Leadership Team, and conversations with the CEO regarding the transformation. An opportunity for an exchange of knowledge between exiting and incoming trustees was designed in the context of commissioning external consultants, Stephen Bediako, Louise Mousseau and Fancy Sinantha to conduct one to one interviews with all trustees, including those departing, to build up a picture of trustee perspectives on the future of the Tudor Trust. This was mapped against a wider perspective on philanthropy - particularly in relation to

aligning investments with grant-making, governance overhauls, trust based philanthropy, and centring racial justice.

Decision making

The Board of Trustees normally meets three times a year and holds ultimate responsibility for the Trust. The Board agrees the broad strategy of the Trust, reviews and confirms policy decisions, provides oversight on grant decisions and reviews and oversee financial and investment movements.

Given the internal focus on strategy, operational and culture change, the Board met informally more regularly to consider the changes they wished to implement. They were supported at different stages by external consultants to help them to develop their strategic thinking. External consultants included Open Edge to consider how power operates in wider change strategies; A Little Bit of HR on the role of trustees in culture change; Power & Integrity to explore more specifically different forms of governance.

The following is the list of committees, sub-committees and groups that were live until December 2023. Grant-making approvals were delegated to the CEO.

- **The Trustee Committee** review and develop grant-making policy, confirm grants and investigate and make decisions on more complex applications.
- **The Investment Committee** focuses on the development and implementation of Tudor's investment policy, asset allocation and the performance of investments, including social investments.
- **The Audit Group and Remuneration Committee**
- **The Delegated Decision Committee** considers straightforward requests for continuation funding, requests to reassess or 'flex' a grant during its term and recommendations for development grants and Africa Group capacity-building grants.
- **Initial Assessments Decisions Committee** consider and decide allocations of funding of a straightforward continuation request for an organisation, which doesn't require the level of further work. Grants are submitted for ratification to the Trustee Committee,
- **The Agroecology Group** (previously called the Africa Group) reviews and run a targeted grants programme promoting ecological agriculture in Zimbabwe, Kenya, and Uganda. This group reports to the Trustee Committee.

At the beginning of the year 2024, with the appointment of new board, the trustees considered different approaches to governance and agreed on formation of sub-committees that are designed to support the compliance and fiduciary functions and duties of the Board.

Following two sub committees were established:

- 1) **Finance Committee** - The overall purpose of this Committee is to assist Trustees in their duty to supervise the broad direction of the Charity's financial affairs. The Committee will also act as an Audit Committee and an Investment Committee.
- 2) **People and Culture (P&C) Committee** - The overall purpose of this Committee is to ensure that rigorous and transparent employee, trustee and volunteer policies, procedures, and systems, in line with relevant employment legislation and values of the Tudor Trust, are in place and are kept under review. The Committee will also act as Remuneration Committee

The overall responsibility of governance sits with the full Board which includes all matters relating to strategy, including a wider conversation about investments, risks, communications, and organisational culture. The Board agreed that three meetings will be held in a year, that are the equivalent of a full day. In addition, there will be an annual staff and trustee away day that is at least one day.

Day-to-day operation of the Trust

The trustees delegate the day-to-day management and operation of the Trust to the Senior Leadership Team under the leadership of the Interim Chief Executive. Changes have been made to the Senior Leadership Team over the course of the year, and since February 2024, the SLT comprises of the Chief Executive, Head of Finance and Resources and Head of People and Culture. The Head of People and Culture is seconded from A Little Bit of HR.

Grant-making Policy and Aims

The Tudor Trust operates for the public benefit. The ultimate beneficiaries of the Trust are the people that the groups we fund work with and support, rather than the groups themselves. The trustees have considered the Charity Commission's general guidance on public benefit when reviewing Tudor's aims and objectives and when planning future activities, setting grant-making policy and making grants.

When Sir Godfrey Mitchell endowed the charitable trust with an expendable endowment, he specified that the trustees should be able to apply the funds to any charitable purpose. Over the years the breadth of these objects and powers has allowed the trustees to reassess how best we can make best use of Tudor's funds. 2023/24 was a review year and so whilst we continued to commit £15.8m focus on repeat funding for current grant holders, with a pause on new grant-making.

Our funding guidelines are in the process of change as we work towards a renewed purpose of funding the grassroots and organisations seeking racial, social and economic justice in the UK.

The Tudor Trust wants to support smaller groups, embedded in their communities, which work directly with people who are on the edges of mainstream society in ways which encourage inclusion, integration and independence.

We don't have specific funding programmes designed to advance a particular agenda as we think that the groups we support are best placed to identify problems and develop solutions.

Objectives and Activities

Over the year, Tudor continued to fund work across the UK which met our overarching aim of addressing the many different needs of people at the margins of society. A detailed breakdown of our grant-making is available on our website or on request from the Trust.

As part of our commitment to responsible exits, we made grants to:

- **We Belong**, a youth led, organisation who engage, empower and build young migrants to campaign and advocate for change and create a counter narrative to the UK's immigration system
- **Sunrise Diversity** in North Devon, supporting their work on strengthening communities by embracing diversity to create a more cohesive society, helping break down barriers and celebrating difference

Organisations that received final three-year funding included:

- **London Renters Union**, wanting to transform the housing system so everyone has access to an affordable, secure and decent home. Using community organising model to stand up to landlords, secure lower rents, longer tenancies and better housing for everyone. Tudor's grant has contributed to a community organisers salary
- **Advance Brighter Futures** in Wrexham, North Wales helping people build happier and more fulfilling lives through improving mental wellbeing, valuing the lived experiences and expertise that those with personal experiences bring
- **Urban Roots**, a community led environmental charity in Glasgow to promote community development, environmental sustainability and healthier lifestyles with a community woodland, community gardening, community meals for the whole community
- **Participation, Practice and Rights** for the **New Script for Mental Health**, campaigning for improved access to mental health across Northern Ireland through strengthening connection, developing compassion, building community and promoting choice. One of 4 campaigns the grant has supported salaries and running costs.

Achievements and Performance

We made 410 grants, totalling £15,860,000. This was primarily exit funding for grant holders already in our grant-making portfolio, reflecting our ongoing commitment to longer term funding and developing strong relationships with our grantees.

Transformation achievements to date include:

People and Culture:

- A review of our staff handbook and policies
- A new recruitment strategy, under which four new staff members have been appointed
- A review of our Justice, Equity, Diversity and Inclusion (JEDI) framework and the development of a new behaviours' framework
- A review of our hybrid working policy to allow for greater collaboration
- Review of staff structure and appointment of new staff

Governance:

- Appointment of new trustees and exit of long standing trustees
- Induction of a new Board of trustees
- Handover between the Chair and the Chair Designate
- Design of new sub-committees
- Consideration to Board culture and behaviour
- Review of risk policy and risk management

Strategy Review:

- Initial external mapping conducted with the support of external consultants, Stephen Bediako, Fancy Sinantha and Louise Mousseau
- Careful consideration given to all exiting trustees' perspectives
- A workshop for Board to consider a total asset approach to our strategic direction, which aligns our investments and our grant-making
- A commitment to making new grants in 2024

Communications:

- A website refresh, with clearer messaging about the Trust's direction of travel
- Regular newsletters and blogs to keep in touch with our stakeholders

Changes to our working environment:

- Physical changes were made to the office environment, to make the space more suitable for collaborative working. Further updates will be planned for later in the year
- A review was carried out of our IT needs and we moved to a new

provider, with a view to maximising how we use Sharepoint for the purpose of greater collaboration

We are also grateful to external consultants who working with us during this reporting year to help us to achieve the above. Vanessa Johnson Burgess, CEO of A Little Bit of HR has been instrumental in supporting the Board, the Chair and CEO with People and Culture strategy; independent consultant, Nina Kowalska oversaw the refresh of our website and external newsletter.

Looking Ahead

Following on from the year currently under review, Cadence Partners were commissioned to begin recruitment of additional trustees. The Board has identified a need for trustees with expertise in both social entrepreneurship and People and Culture.

An extensive recruitment process has begun to build up a new staff team. Whilst the development of a more detailed staffing structure is still under review, the job descriptions for Programme Officers and an Office Manager/EA were designed and we are expecting newly appointed staff to take up their roles in June 2024.

With a renewed Board and staff team, we will continue our transformation plans and open up our grant-making. We want to explore a long-term goal to build alternative economic and infrastructural models that centre community wealth building and stewardship.

Organisation Strategy:

- Strategic development that takes a total asset approach - aligning our investments to our grant-making
- Agree a set of strategic learning questions to underpin our revised mission
- Open up the grant-making in line with the above

Governance Rebuild:

- The induction of a second round of new Board members and continued handover between Chair and Chair Designate
- The Board will work together on building culture and behaviours that align with the strategic direction of the organisation
- Continue to develop approach to governance

People and Culture:

- Alignment of annual appraisal cycle, professional development, pay and conditions to JEDI and our behaviours framework
- Agreed style of leadership to foster Inclusivity
- A review of our staffing structures and recruitment of permanent CEO, Head of Finance and Resources and Head of People and Culture

Operational systems

- Ensure the robustness and effectiveness of all our operating systems for a model of hybrid working. This includes maximising our use of office 365 tools and cloud based software to ensure a culture of collaboration and learning.

- A review of the best use of our office space, ensuring that it is a welcoming and productive space for all our staff, trustees and volunteers, as well as our external partners and stakeholders.

Financial Review

During the financial year, Tudor focused on maintaining a high level of support to existing grant holders and was closed to new applications. For the year under review, Tudor entered new grant commitments to the value of £15.8 million (2023: 20.2 million), comprising 410 (2023: 482) individual grants.

Note 4, on page 39 of the financial statements, provides further analysis of the grant commitments made in the year.

In line with a policy adopted some years ago, which is periodically reviewed, Tudor's expenditure continues to exceed its income. Net charitable expenditure for the year was £12.8 million (2023: £17.9 million) and was funded through capital withdrawals from the expendable endowment.

The trustees monitor the long-term real return of the portfolio and recognise that, in some years, this will result in the underlying value of the fund increasing and in other years diminishing. At this year's balance sheet date, the investments were valued at £245.7 million (2023: £247.5 million), reflecting movements in the markets during the financial year. The market movement on investments has changed the year's net expenditure position from deficit of £12.8m to surplus of £4.7m (2023: Deficit £38.2 million).

Income earned on Tudor's investment portfolio this year has increased to £5.9 million (2023: £5.6 million).

As an endowed foundation, Tudor does not engage in public fundraising and does not use professional fundraisers or commercial participators.

Remuneration

The trustees consider the Board of Trustees, and the Senior Leadership Team as the key management personnel of the charity, in charge of directing and controlling the charity and running and operating the charity on a day-to-day basis. During the year five of the trustees were remunerated and their remuneration is set out in note 5 to the accounts on page 40. This remuneration is paid in accordance with Tudor's memorandum.

Trustees are required to disclose all relevant interests and register them with the Head of Finance and Resources and, in accordance with the Trust's conflicts of interest policy, withdraw from decisions where a conflict of interest arises. The Chair reviews the conflicts of interest register.

The remuneration of the paid trustees, and all staff has traditionally been reviewed annually and usually increased in accordance with the Consumer Price Index including

owner-occupied housing costs (CPIH). In 2023, in line with the total Board refresh, paid trustee remuneration was reviewed with Cadence Partners and brought in line with paid Board positions in the not for profit sector. The Interim CEO's salary was reviewed by the full Board, who undertook a benchmarking exercise, to remunerate in line with the strategic change and high level outputs required.

All staff salaries are also benchmarked with grant-making charities of a similar size and activity on a regular basis to ensure that the remuneration set is fair and not out of line with that paid for similar roles.

Investments

Tudor has adopted an investment policy for its expendable endowment which seeks to optimise performance through a diversified asset portfolio applying a medium risk strategy. This is reflected in its asset allocation as shown in note 7 on page 42. The performance of the portfolio is monitored monthly and reviewed on a quarterly basis by the Investment Committee. At these meetings trustees discuss investment strategy and asset allocation. Investment performance and market trends are discussed with the Trust's investment managers at regular meetings.

Tudor has operated a responsible investment policy for 24 years. It seeks to invest in companies that demonstrate socially responsible values, and which offer the potential for sustainable growth in the future. This positive, long-term approach to investing is a key part of the strategy for the portfolio. Negative screening, where industry sectors or companies are excluded from investment, may limit future opportunities - however some investments are not held as they are inimical to the work of the Trust.

Tudor remains a long-term social investor in ameliorating society's ills and its investment strategy continues to look for long-term performance rather than short-term gain. The trustees believe that taking a responsible, long-term approach to investment will ultimately improve returns.

Sarasin manages a global equity portfolio for Tudor: The Responsible Fund. At the year-end Tudor's equity portfolio was valued at £170.74 million (2023: £169.94 million). Liontrust manages Tudor's SRI Corporate Bond Fund, which was valued at £46.05 million (2023: £43.65 million) at the year end.

A combination of prior year withdrawals from the investment portfolio and current year repayments from the Paloma Real Estate Funds I II and III have sustained Tudor's activities in the year. In addition, to rebalance the portfolio, £10.4 million (2023: £9 million) was taken out of equities during the year. This was to guard against markets overheating and to ensure that Tudor was not a forced seller in turbulent markets.

The market value of Tudor's investments at 31st March 2024 was £248.9 million (2023:

£250.5 million), including social investments. The portfolio at this date comprised 69% UK and global equities, 19% fixed interest holdings, 4% in Real Estate Funds, 7% in cash and 1% as social/unlisted investments (2021: 68%, 18%, 3%, 10% and 1% respectively).

Cash flow requirement is reviewed at each Investment Committee meeting.

During the year in review, the financial markets have had some periods of growth but have, in the main, been somewhat volatile. As Tudor holds an overseas equity portfolio the Investment Committee has agreed to allow Sarasin to hold limited forward foreign exchange positions to mitigate, partly, the effect of sterling movements. Valuations have seen large swings in the year, sometimes on a monthly basis. We end the year with an investment gain totalling to £17.5 million (2023: £20.2 million loss).

Tudor's portfolios are all managed against a range of indicators and benchmarks deemed to be appropriate by the trustees. The trustees are committed to seeking good long-term performance from the funds and therefore monitor the performance of the equity portfolio against the MSCI All Countries World Daily.

During the year the Responsible Fund underperformed its benchmark by 9.7% for the year (2023: underperformance of 4.5%). The Corporate Bond Fund is managed against a bespoke benchmark and during the year has outperformed its benchmark by 1.3% (2023: outperformance of 1.272%). The Finance and Investment Committee continues to review and discuss performance on a quarterly basis.

Social investments

Tudor has been interested in using part of its endowment for social investment for a number of years. The trustees have continued to discuss how social investment might enhance Tudor's work and how this is best reported. We look for good opportunities for social investment which are closely aligned with Tudor's aims but are mindful of the time and resources well-judged social investment requires and the need to balance this with Tudor's core work as a grant-maker operating in a difficult funding environment. At the year end the value of social investments held was £3.16 million (2023: £3.02 million), representing 1.26% (2023: 1.21%) of the endowment.

There have been no changes to the social investment portfolio during the year. The trustees review the value of social investments annually and this year agreed to make a number of further provisions to the investments.

Reserves

Under the terms of the Trust Deed, the Unrestricted Fund is expendable at the trustees' discretion. All unexpended funds are therefore held in the Unrestricted Fund. The trustees intend to continue monitoring the value of the Fund in real terms to ensure that

they are able to achieve both income and capital appreciation so as to maintain the existing level of charitable giving for the foreseeable future. At the year end the value of unrestricted reserves held was £231 million (2023: £226 million).

Risk Management

The trustees are responsible for establishing and monitoring internal control systems within the Trust. The trust reviewed and updated risk management policy in early 2024.

The Trust has a formal risk management process to assess business risks and implement risk management strategies in the context of the Trust's plan to deliver its objectives. This involves identifying the types of risks it faces, categorising them in terms of potential impact and likelihood of occurrence and identifying means of mitigating the risks.

The Board review the major risks which may impact on the operations of the Trust on an ongoing basis and are satisfied that the system of internal controls currently in place is adequate, whilst recognising that it is designed to manage rather than eliminate risk.

The trustees continue to consider the principal risk to the Trust is that of not fulfilling its core purpose: good grant-making. Failure to maximise the opportunities afforded an independently endowed grant-maker would be damaging to the communities we work with and those we might work with in the future. In order to mitigate this, Trustees will continue to oversee risk in relation to the reopening of our grant-making. Whilst we remain committed to funding organisations closest to the grassroots, the criteria that underpins our decision making will change significantly. We also want to explore how we change our relationship with our grant holders so that they are our strategic learning partners with whom we develop longer term strategies. This is likely to lead to longer term, multi-year funding.

Tudor's resources are also subject to the unpredictability of the financial markets. To mitigate this risk the trustees, review the asset allocation and fund performance at each Board meeting. The Trust also retains expert investment managers. Lack of resources would affect our ability to make available as much funding support as we might like and to deliver the objectives set out in our funding guidelines.

Additional significant risks identified by the Trust, during this transformation period, and the plans for mitigating these are as follows:

- **Transition of leadership and governance** - to ensure smooth transition between Chairs, clear handover process and documents are set in place as well as getting support from expert to support incoming Chair to go through governance process through a Justice, Equality, Diversity and Inclusion perspective. Newly formed Board will be working together on terms of reference and behaviours' framework.

- **Communication backlash** - given the backlash earlier in the financial year, the board is mindful of reoccurrence of hostility from right wing press to the changes in Tudor's approach to grant-making. And disappointment from our current stakeholders who may not fit into the new strategy. To reduce this, we have made significant changes to the website and working on appointing Communication Lead and keeping the wider sector up to date through regular newsletter and blog posts.
- **People and Culture** - with departure of long-standing staff earlier in the financial year, there is need to rebuild the staff team to support and deliver on the renewed strategy and the organisation must create a space where everyone feels supported and there is psychological safety. Work has started to review HR policy and processes to include clear induction plan, regular supervision and annual appraisal as well as having a clear behaviours framework.

Auditor

Sayer Vincent LLP has indicated its willingness to continue in office.

Statement of Trustees' Responsibilities

The trustees (who are also directors of The Tudor Trust for the purposes of company law) are responsible for preparing the report of the trustees and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- Prepare the financial statements on the going concern basis unless it is in appropriate to presume that the charitable company will continue in operation.

The trustees are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

In so far as the trustees are aware:

- There is no relevant audit information of which the charitable company's auditors are unaware; and
- The trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

The trustees are responsible for the maintenance and integrity of the corporate and financial information included on the charitable company's website.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The trustees' annual report has been prepared in accordance with the special provisions applicable to companies subject to the small companies' regime.

Approved by the trustees of Tudor Trust on 8th July 2024 and signed on their behalf by:

Matt Dunwell
Chair

Jonathan Bell
Trustee Director

Independent auditor's report to the members of The Tudor Trust

Opinion

We have audited the financial statements of The Tudor Trust (the 'charitable company') for the year ended 31 March 2024 which comprise the statement of financial activities, balance sheet, statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 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 March 2024 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
- 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 Auditor's 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 UK, including the FRC'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 Trust'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.

Other Information

The other information comprises the information included in the trustees' annual report other than the financial statements and our auditor's 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.

Opinions 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' annual report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- The trustees' annual report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the 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' annual report. We have nothing to report in respect of the following matters in relation to which the 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 directors 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' annual report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the statement of trustees' responsibilities set out in the trustees' annual report, 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.

Auditor's 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 auditor's 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 are set out below.

Capability of the audit in detecting irregularities

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, our procedures included the following:

- We enquired of management and the Finance committee, which included obtaining and reviewing supporting documentation, concerning the charity's policies and procedures relating to:
 - Identifying, evaluating, and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - Detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected, or alleged fraud;
 - The internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations.
- We inspected the minutes of meetings of those charged with governance.
- We obtained an understanding of the legal and regulatory framework that the charity operates in, focusing on those laws and regulations that had a material effect on the financial statements or that had a fundamental effect on the operations of the charity from our professional and sector experience.
- We communicated applicable laws and regulations throughout the audit team and remained alert to any indications of non-compliance throughout the audit.
- We reviewed any reports made to regulators.
- We reviewed the financial statement disclosures and tested these to supporting documentation to assess compliance with applicable laws and regulations.
- We performed analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud.
- In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments, assessed whether the judgements made in making accounting estimates are indicative of a potential bias and tested significant transactions that are unusual or those outside the normal course of business.

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 is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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 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 charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Joanna Pittman (Senior statutory auditor)

19 September 2024

for and on behalf of Sayer Vincent LLP, Statutory Auditor

110 Golden Lane, LONDON, EC1Y 0TG

Reference and Administrative Information

The Tudor Trust is a charitable company limited by guarantee, incorporated in the United Kingdom. The principal and registered office address is 7 Ladbroke Grove, London W11 3BD.

Telephone: 020 7727 8522

Website: www.tudortrust.org.uk

Company Limited by Guarantee Number: 5196041

Registered in England and Wales Charity Number: 1105580

Trustees of the Tudor Trust

Matt Dunwell - Chair

Derek Bardowell - Chair designate (appointed 9th February 2024)

Anthony Murphy (appointed 9th February 2024)

Ben Dunwell (resigned 29th November 2023)

Catherine Antcliff (resigned 29 November 2023)

Christienna Fryar (appointed 9th February 2024)

Christopher Graves (resigned 30th April 2023)

Elizabeth Crawshaw (resigned 29th November 2023)

Francis Runacres (resigned 18th April 2024)

Holly Baine (resigned 18 April 2024)

James Long (resigned 18th April 2024)

Jonathan Bell

Louise Collins (resigned 25th April 2023)

Monika Barlow (resigned June 2024)

Saba Shafi (appointed 9th February 2024)

Susan (Xiaocen) Wang (appointed 9th February 2024)

Christopher Graves

Director (retired 30 April 2023)

Raji Hunjan

Chief Executive Officer (appointed 5 June 2023)

Associates of the Tudor Trust

John Wilson

Associate - Africa

Bankers

Barclays Bank PLC
Marble Arch Corporate Banking
PO Box 32016
London
NW1H 2ZH

Auditor

Sayer Vincent LLP
110 Golden Lane
London
EC1Y 0TG

Investment managers, advisors and custodian

Liontrust
8 West Marketgait
Dundee
DD1 1QN

Sarasin & Partners LLP (including provision of equity custodian services)
Juxon House
100 St Paul's Churchyard
London
EC4M 8BU

Solicitors

Bates Wells LLP
10 Queen Street Place
London
EC4R 1BE

Russell-Cooke LLP
2 Putney Hill
London
SW15 6AB

Statement of Financial Activities
 (incorporating an income and expenditure account)
 Year ended 31 March 2024

	Notes	Unrestricted 2024 £000	Restricted 2024 £000	Total 2024 £000	Total 2023 £000
Income					
Donations	13	-	-	-	-
Investment income	2	5,951	-	5,951	5,645
Total income		5,951	-	5,951	5,645
Expenditure					
Costs of raising funds					
Investment Management Costs	3	747	-	747	860
Expenditure on charitable activities					
Grantmaking					
Grants approved	4/5a	15,760	-	15,760	20,426
Grants withdrawn	5a	(274)	-	(274)	(137)
Management of grants	5b	2,200	-	2,200	2,220
Professional support costs	5b	224	-	224	80
Governance costs	5b	70	-	70	83
Cost of grantmaking		17,980	-	17,980	22,672
Total expenditure		18,727	-	18,727	23,532
Net (expenditure)/income before gains and losses on investments		(12,776)	-	(12,776)	(17,887)
Net gains on investments	7	17,539	-	17,539	(20,282)
(Increase)/decrease in provisions on social investments	8	(71)	-	(71)	5
(Deficit)/surplus for the year and net movement in funds		4,691	-	4,691	(38,163)
Funds balance at beginning of year	13	226,259	291	226,550	264,713
Funds balance at the end of the year	13	230,950	291	231,241	226,550

The statement of financial activities includes all gains and losses recognised in the year.
 All incoming resources and resources expended derive from continuing activities.
 A copy of the 2023 Statement of Financial Activities is included at note 21

Balance Sheet

As at 31 March 2024

Company number: 5196041

	Notes	2024 £000	2023 £000
Fixed Assets			
Investments	7	245,745	247,531
Social investments	8	3,157	3,023
Tangible assets	9	823	887
		249,725	251,440
Current Assets			
Debtors	10	258	294
Cash at bank and in hand		1,080	1,000
		1,339	1,294
Current liabilities			
Creditors: amounts falling due within one year	11	(16,265)	(17,602)
		(14,927)	(16,308)
Total assets less current liabilities		234,799	235,133
Creditors: amounts falling due after more than one year	12	(3,558)	(8,583)
		231,241	226,550
Funds			
Unrestricted fund	13	230,950	226,259
Restricted fund	13	291	291
		231,241	226,550

The financial statements were approved and authorised for issue by the Trustees of the Tudor Trust on 08 July 2024 and signed on their behalf by:

Matt Dunwell
Trustee/Director

Jonathan Bell
Trustee/Director

Statement of Cash Flows

Year ended 31 March 2024

	2024 £000	2023 £000
Net cash used in operating activities (note 14)	(25,161)	(22,201)
Cash flows from investing activities:		
Interest and dividends	5,951	5,645
Proceeds from sale of investments	61,015	70,297
Purchase of investments	(49,360)	(51,639)
Forward foreign exchange transactions	248	(1,682)
Repayments from social investments	9	69
Purchase of social investments	(227)	(636)
Purchase of fixed assets	(1)	(52)
Net cash provided by investing activities	17,636	22,002
Change in cash and cash equivalents in the year	(7,526)	(199)
Cash and cash equivalents at the beginning of the year	27,222	27,420
Cash and cash equivalents at the end of the year (note 15)	19,696	27,222

Notes to the Accounts

1. Accounting policies

a Basis of accounts preparation

The financial statements have been prepared in accordance with 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) - (Charities SORP FRS 102), The Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy or note.

In applying the financial reporting framework, the trustees have made a number of subjective judgements, for example in respect of significant accounting estimates. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The nature of the estimation means the actual outcomes could differ from those estimates. Any significant estimates and judgements affecting these financial statements are detailed within the relevant accounting policy below.

Tudor is a public benefit entity as defined by FRS 102. Tudor is also a Charitable company limited by guarantee and is incorporated in the United Kingdom. In the event of the company being wound up, the liability in respect of the guarantee is limited to £1 per member of the company. The registered office address is 7 Ladbrooke Grove, London, W11 3B0.

In view of the level of investments held at the balance sheet date the trustees are of the opinion that the Trust is a going concern. The trustees consider this at each board meeting and are of the view that the Tudor Trust will remain able to meet its commitments as they arise for a period of at least 12 months from the date of this report. The Trust has no material uncertainties.

The results of the subsidiary The Family Centre Trust have not been consolidated with the Trust's accounts in the year to 31 March 2022 or prior year. This is due to the immaterial nature of the transactions through this charity during the year. Further details of the Family Centre Trust are given in note 18.

b Investments

All investments are stated at market value. It is the Trust's policy to keep valuations up to date such that when investments are sold there is no gain or loss arising. As a result the Statement of Financial Activities (SOFA) only includes those unrealised losses or gains arising from the investment portfolio throughout the year. Any change in fair value will be recognised in the statement of financial activities.

During the year Tudor has taken sterling hedge positions against the effect of fluctuations in the Euro and US dollar as Tudor's equity portfolio is mainly held in these currencies. Provisions are recognised on a monthly basis. The hedge position is realised on a quarterly basis and the resulting cash movement is recognised through the SOFA. The accounting policy for financial instruments is included as note 1 l).

Social investments are carried at fair value where practicable otherwise at cost less impairment. Such investments are subject to regular review, and any diminution is charged to the SOFA. Investments valuations are not enhanced to more than original cost. Tudor considers all social investments to be mixed motive investments, rather than programme related investments.

Notes to the Accounts

1. Accounting policies

1. Accounting policies (continued)

- c Investment income
Investment income is stated on an accruals basis and includes the related tax credit. As a charity the Trust has an exemption to income tax and capital gains tax granted by HM Revenue and Customs..
- d Voluntary income
Income is recognised when the charity has entitlement to the funds, any performance conditions attached to the income have been met, it is probable that the income will be received and that the amount can be measured reliably.
- e Tangible fixed assets
Fixed assets acquired with a value below £1,000 are evaluated for capitalisation based on the economic benefit derived in use. All other assets are capitalised on acquisition.

The value of freehold land cannot be separately identified as such the entire cost of the freehold property is depreciated. The impact of this is not material. Depreciation is calculated to write-off the cost less residual value of tangible assets on a straight-line basis over their estimated useful economic lives as

Freehold building	Fifty years
Furniture, fittings and equipment	Five to ten years
Computer equipment	Three to five years

- f Resources expended
- i. **Cost of generating funds**
The fees due in respect of investment managers' services are charged against income as the cost of generating funds.
- ii. **Charitable donations**
Grants awarded are charged in full against income when a grant has been approved by the Trustee Committee and communicated to the recipient;

hence the Trust is considered to have a legal or constructive obligation, irrespective of the time period it may cover. Grants awarded but unpaid at the balance sheet date are recognised as grant commitments under creditors. Grants withdrawn or cancelled in the year are credited against new grant commitments made in the same year.

- iii. **Support costs**
All expenditure incurred in the course of grant making is shown as support costs. Resources utilised for this purpose are defined as staff time, office expenses, accommodation and IT costs. As noted below no costs are allocated to governance costs.

- iv. **Governance costs**
Governance costs relate to direct expenditure incurred in compliance with the constitutional and statutory requirements of the Trust. Due to the way in which the Trust works it is difficult to attribute a meaningful breakdown of staff costs and other support costs relating to governance work.

Notes to the Accounts

1. Accounting policies

1. Accounting policies (continued)

- g Exchange gains and losses
All realised and unrealised exchange gains and losses on investments are accounted for in the SOFA.
- h Leased assets
The cost of operating leases is charged to the Statement of Financial Activities on a straight line basis.
- i Pension schemes
The Trust makes payments to defined contribution pension schemes on behalf of employees. The assets of the schemes are held separately from those of the Trust in independently administered funds. The pension cost charge represents contributions payable to the funds during the year. The Trust has no liability under the schemes other than the payment of those contributions.
- j Funds
All unexpended funds are held in the General Fund (expendable endowment) which can, under the terms of the Trust Deed, be used at the discretion of the trustees.

Restricted funds are to be used for specific purposes as laid down by the donor. Expenditure which meets
- k VAT Status and Irrecoverable VAT
Tudor cannot be registered for VAT. All VAT suffered by the Trust is irrecoverable and all expenditure is stated gross of VAT.
- l Financial instruments
With the exception of the listed investments described above and derivative financial instruments as described below, the charity 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.

The Trust uses forward foreign currency contracts to reduce exposure to foreign exchange rates. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives at the reporting date are taken to the relevant income/expenditure heading(s) in the SoFA as appropriate.

The Trust does not currently apply hedge accounting for foreign exchange derivatives.
- m Cash at bank and in hand
Cash at bank and cash in hand includes the regular bank account. 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 are reported within fixed asset investments as cash, but are included within the statement of cash flows as cash and cash equivalents.

Notes to the Accounts

2. Investment income

	2024 Total £000	2023 Total £000
Dividends and Interest		
Equity investments	2,481	2,404
Fixed interest	1,963	1,852
Real Estate Fund distributions	667	889
Social investments	41	58
Misc income	29	51
Bank interest	770	390
	5,951	5,645

3. Investment management costs

	2024 £000	2023 £000
Investment management fees	742	856
Accountancy fees re tax reclaims	5	4
	747	860

4. Analysis of grants by classification

	% by number of grants	Number	2024 Total £000	% by number of grants	Number	2023 Total £000
Grants by classification						
Youth	13	55	2,186	12	32	2,264
Older People	1	6	109	2	5	328
Community	42	173	8,046	55	153	11,202
Relationships	9	36	1,371	11	29	1,922
Housing	5	21	779	4	10	917
Mental Health	5	21	929	7	19	1,492
Substance Misuse	2	8	160	0	1	63
Learning	0	2	75	1	2	125
Financial Security	1	4	207	1	2	205
Criminal Justice	3	12	436	4	12	1,040
Overseas	17	71	1,464	4	11	456
Wellbeing (£2k)	-	-	-	-	206	412
	100	409	15,760	99	482	20,426

Previously, wellbeing grants have been shown separately. The Trustees decided to include wellbeing grants as part of the main grants this year and these have been included with the relevant classification.

A full list of grants is available from the Trust's website <http://tudortrust.org.uk/downloads> or by application for a printed copy.

Notes to the Accounts

5. Expenditure

a) Grants approved

	2024 Number	2024 £000	2023 Number	2023 £000
Mainstream grants approved during the year	384	15,710	276	20,014
Immediate support grants made during the year	2	4	-	
Wellbeing grants made during the year	23	46	206	412
Grants cancelled or adjusted during the year	(22)	(274)	(4)	(137)
	387	15,486	478	20,289

The number of fully cancelled grants in the year was 22 (2023: 7), adjustments were made to 2 other grants (2023: 2).

b) Resources expended

		2024 Total	2023 Total
Management of grants			
	Staff costs	1,646	1,686
	Office expenses	137	133
	Depreciation	64	62
	Accommodation costs	163	132
	IT costs	119	113
	Trustee remuneration	63	85
	Trustees' expenses	9	9
		2,200	2,220

Professional support costs	224	80
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Professional support costs include amounts paid to consultants and professional advisors who are providing beneficiaries with expert support. They also include costs associated with work around new grantmaking approaches and the implementation of Tudor's values.

Governance costs

	Legal & professional fees	49	62
	Auditor's remuneration	21	21
		70	83

Notes to the Accounts

5. Expenditure (continued)

The Trustees are reimbursed for out-of-pocket travel and subsistence expenses. During the year, 4 trustees (2023: 5) received reimbursement of £8,558.06 (2023: £8,874.89) for travel expenses, subsistence and overnight accommodation.

There is provision in the Memorandum of Association that no more than half of the trustee board can be offered reasonable remuneration. Members of the Trustee Committee can work up to 60 days a year for the Trust with other trustees working up to 25 days.

	2024	2023
	Total	Total
	£000	£000
	£	£
James Long	21	30
Monica Barlow	21	30
Holly Baine	19	25
Saba Shafi	1	-
Christienna Fryar	1	-

In addition on 4th July 2014, following a change to Tudor's memorandum, the Charity Commission gave its consent to remunerate Christopher Graves (a trustee) in his role as Executive Director of the Trust. Christopher retired on 30th April 2023. His remuneration in the year was £10,055.09 (2023: £105,406) and Tudor made contributions of £1,106.06 towards his pension (2023: £11,595).

The Executive Director's remuneration costs are included in the employment costs note. The other trustees' remuneration costs are shown separately as part of the management of grants costs.

None of the other trustees received remuneration.

c) Net expenditure for the year

	2024	2023
	Total	Total
	£000	£000
This is stated after charging:		
Operating leases	86	77
Auditor's remuneration (net of VAT) - statutory audit	19	18
Depreciation	64	62

Notes to the Accounts

6. Employment costs

	2024 £000	2023 £000
Wages and salaries	982	1,146
Termination payments	283	130
Temporary staff	48	26
Social Security costs	112	159
Pension costs	186	187
Insurance costs	35	39
	1,646	1,686

The average head count for the year was 19.9 (2023: 23.3). The average full-time equivalent number of employees during the year was 19.3 (2023: 18.2).

The following number of employees received employee benefits (excluding employer pension costs and employer national insurance) during the year between:

	2024 £000	2023 £000
£60,000 - £69,999	2	1
£70,000 - £79,999	1	2
£80,000 - £89,999	-	-
£90,000 - £99,999	1	-
£100,000 - £109,999	-	1
£300,000 - £310,000	-	1

Tudor considers that its key management personnel are the trustees, the Director, the Head of Finance and Resources, the Head of Grantmaking and the Head of Research and Information. The total employment benefits of the key management personnel (including employer national insurance and employer pension contributions) were £403,232 (2023: £752,386).

7. Investments

	2024 £000	2023 £000
Fair value of investments at 1 April	247,531	284,836
Purchases at cost made during the year	49,360	51,639
Sales proceeds on disposal	(61,015)	(70,297)
Forward foreign exchange transactions in year	(248)	1,682
(Decrease)/Increase in investment cash held	(7,422)	(47)
Net gain on change in fair value	17,539	(20,282)
Fair value of investments at 31 March	245,745	247,531

With the exception of the Unlisted UK fixed interest investments and Unlisted Jersey-based Real Estate Fund all investments are listed investments.

Notes to the Accounts

7. Investments (continued)

Fair value comprised:

	2024 £000	2023 £000
UK equity investments	27,350	27,350
UK fixed interest investments	46,057	43,655
Overseas equity investments	143,394	142,258
Foreign exchange hedge	(65)	183
Cash on deposit awaiting investment held in the UK	18,615	26,038
Unlisted Jersey-based Real Estate Fund	10,394	8,047
	<u>245,745</u>	<u>247,532</u>

Derivative financial instruments - foreign exchange contracts

The Trust enters into foreign currency contracts to mitigate the exchange risk for certain foreign currency transactions within its equity investment portfolio. At 31 March 2024 there were 2 (2023: 2) open currency commitments. This is included within the forward foreign exchange transactions in the year.

The forward currency contracts are measured at fair value using quoted forward exchange rates.

8. Social investments

	2024 £000	2023 £000
Value of investments at 1 April	3,023	2,503
Additions during the year	227	636
Sales proceeds on disposal	(9)	(69)
Conversion of social investment to grant	-	(40)
Net expenditure including management fees	(13)	(12)
Provisions against investments	(71)	5
	<u>3,157</u>	<u>3,023</u>

Social investments comprise of:

	2024 £000	2023 £000
Charity Bank Limited	618	455
Charities Aid Foundation Community Land Trust Fund I	4	16
Charities Aid Foundation Community Land Trust Fund II	122	247
Charities Aid Foundation Venturesome	131	238
Charities Aid Foundation Venturesome Community Led Housing Fund	86	89
Ethical Property Company	170	170
Fair for You	250	250
Social and Sustainable Housing	1,776	1,558
	<u>3,157</u>	<u>3,023</u>

The value of the social investments at the end of year is shown at cost less amounts either provided for or written off. The trustees review the value of the investments annually and where necessary make provisions.

Notes to the Accounts

9. Tangible fixed assets

	Freehold land & building £000	Furniture, fittings & equipment £000	Computer equipment £000	Total £000
Cost				
At 1 April 2023	2,145	204	94	2,443
Additions in the year	-	1	-	1
Assets written off in year	-	-	-	-
At 31 March 2024	2,145	205	94	2,444
Depreciation				
At 1 April 2023	1,342	143	72	1,556
Charge for the year	43	10	11	64
Assets written off in year	-	-	-	-
At 31 March 2024	1,385	152	83	1,621
Net book value at 31 March 2024	760	52	11	823
Net book value at 31 March 2023	803	61	22	888

All fixed assets are used for charitable purposes.

10. Debtors

	2024 £000	2023 £000
Accrued investment income	187	231
Other debtors and prepayments	71	63
	258	294

Notes to the Accounts

11. Creditors: amounts falling due within one year

	2024 £000	2023 £000
Grants payable (note 16)	15,987	17,034
Trade creditors	23	91
Taxation and Social Security	18	2
Other creditors	26	17
Accruals	211	458
	16,265	17,602

12. Creditors: amounts falling due after more than one year

	2024 £000	2023 £000
Grants payable in 2 - 5 years (note 16)	3,558	8,583

13. Movement in funds for the current year

	Funds balances at start of the year £000	Income £000	Expenditure £000	Net investment gains/ (losses) £000	Funds balance at end of year £000
Restricted fund					
Salvaire	185	-	-	-	185
Grant funds	106	-	-	-	106
Total restricted funds	291	-	-	-	291
Total unrestricted fund	226,259	5,951	(18,798)	17,539	230,950
Total funds	226,550	5,951	(18,798)	17,539	231,241

Represented by:	Fixed assets £000	Net current liabilities £000	Creditors >1 year £000	Net assets £000
Unrestricted fund	249,725	(15,218)	(3,558)	230,950
Restricted funds	-	291	-	291
	249,725	(14,927)	(3,558)	231,241

Restricted funds

During the 2019 year Tudor was asked to distribute the closing funds of Salvaire (charity number: 1150709) to charities working in the criminal justice sphere within the greater Sheffield area. Another fund of £106k, from an anonymous donor, was received in 2021 to distribute funds to a project in Uganda. As the trust has been closed for the grant making, no new grant commitments were made in 2023/24. There are plans in place to fully commit the restricted fund balance in the year 2024/25.

Notes to the Accounts

13. Movement in funds note (continued)

Unrestricted funds

Under the Articles of Association, Capital and Accumulated income are expendable at the trustees' discretion. The Trust has adopted a total return basis of investing. All unexpended funds are therefore held as unrestricted funds.

It is the trustees' current intention to monitor the value of the unrestricted funds in real terms to ensure that they can maintain the Trust's existing level of charitable donations and meet its outstanding grant commitments over future years.

13b. Movement in funds for the year ended 31 March 2023

	Funds balances at start of the year	Income	Expenditure	Net investment gains	Funds balance at end of year
	£000	£000	£000	£000	£000
Restricted fund					
Salvaire	185	-	-	-	185
Grant funds	106	-	-	-	106
Total restricted funds	291	-	-	-	291
Total unrestricted funds	264,422	5,646	(23,527)	(20,828)	226,259
Total funds	264,713	5,646	(23,527)	(20,828)	226,550

	Fixed assets £000	Net current liabilities £000	Creditors >1 year £000	Net assets £000
Unrestricted fund	251,441	(16,599)	(8,583)	226,259
Restricted funds	-	291	-	291
Represented by:	251,441	(16,308)	(8,583)	226,550

Notes to the Accounts

14. Reconciliation of net (expenditure) to net cash flow from operating activities

	2024	2023
	£000	£000
Net (expenditure) for the reporting period (as per the statement of financial activities)	(12,776)	(17,886)
Depreciation charges	64	62
Investment income	(5,951)	(5,645)
Other movements on social investments	(134)	52
Movement in Foreign exchange hedge	-	141
Movement in working capital:		
decrease in debtors	36	(36)
decrease in creditors	(471)	59
decrease in grant commitments	(5,928)	1,052
Cash outflow from operating activities	(25,161)	(22,201)

15. Analysis of cash and cash equivalents

	At 31	At 31
	March	March
	2024	2023
	£000	£000
Cash at bank and in hand	1,080	1,000
Investment cash	18,615	26,221
	19,696	27,221

16. Grant commitment reconciliation

	2024	2023
	£000	£000
Commitment at the start of the year		
Payable in less than one year (note 11)	17,034	16,467
Payable in more than one year (note 12)	8,583	8,098
	25,617	24,565
Grants committed during the year (note 5a)	15,760	20,426
Grants written back or adjusted (note 5a)	(274)	(137)
Grants paid during the year	(21,558)	(19,237)
Commitment at the end of the year		
Payable in less than one year (note 11)	15,987	17,034
Payable in more than one year (note 12)	3,558	8,583
	19,546	25,617

Notes to the Accounts

17. Operating lease commitments

The Trust's total future minimum lease payments under non-cancellable operating leases is as follows for each of the following periods:

	2024 £000	2023 £000
Payable within one year	87	86
Payable within two to five years	8	79
	<u>95</u>	<u>166</u>

During the 2022 year, Tudor entered into a new lease agreement for office premises with an annual charge of £86,400. The minimum term of the lease is three years. The Trust will be giving in notice in September 2024 to terminate the lease on 1 March 2025. In the March 2023, Tudor entered into a new lease agreement for the office equipment for three years with an annual charge of £8,064.

The minimum term of this lease is also three years.

18. Related organisations

In 2009 the Board agreed to finance the construction of a new family visitors' centre at HMP Wormwood Scrubs through The Family Centre Trust, a new charitable company.

The Tudor Trust is the sole member of the Family Centre Trust. All trustees of FCT are appointed by the Tudor Trust. When considering future appointments at least three trustees must be individuals who are neither directors of the Tudor Trust nor employed by the Tudor Trust.

The centre continued to operate throughout the year and transactions through FCT are now minimal. In March 2020, following a review, the trustees took the decision to wind the charity up and have instructed solicitors. FCT's balance sheet as at 31 March 2023, 2022 and 2021 is as follows; these entries have not been consolidated into the Tudor accounts in this accounting period.

	2024 £000	2023 £000
Cash at bank and in hand	17	17
Creditors: amounts due within one year	(4)	(4)
	<u>13</u>	<u>13</u>

19. Capital and other commitments

In December 2015, Tudor entered into a legal agreement with Paloma to invest £7,500,000 in their Real Estate Fund I. At this year's balance sheet date £375,247 of the commitment remained to be drawn.

In June 2018, Tudor entered into a legal agreement with Paloma to invest £7,500,000 in their Real Estate Fund II. At this year's balance sheet date £1,917,086 of the commitment remained to be drawn.

In May 2019, Tudor entered into a legal agreement with Social and Sustainable Capital to invest £1,500,000 into their Building Fund. In October 2020, a further £500,000 was committed to the Fund. At this year's balance sheet date £138,616 of the commitment remained to be drawn.

In January 2020, Tudor entered into a legal agreement with Charities Aid Foundation to invest £400,000 in their Venturesome Community Led Housing Fund. At this year's balance sheet date £250,000 of the commitment remained to be drawn.

Notes to the Accounts

20. Related party transactions

Christopher Graves was both the salaried director of Tudor and a trustee until 30 April 2023. Full details of his remuneration are set out in note 5.

There were no other related party transactions.

Notes to the Accounts

Note 21. Statement of Financial Activities for the previous year

(incorporating an income and expenditure account)

Year ended 31 March 2023

	Notes	Unrestricted 2023 £000	Restricted 2023 £000	Total 2023 £000
Income				
Donations	13	1	-	1
Investment income	2	5,646	-	5,646
Total income		5,647	-	5,647
Expenditure				
Costs of raising funds				
Investment Management Costs	3	860	-	860
Expenditure on charitable activities				
Grantmaking				
Grants approved	4/5a	20,426	-	20,426
Grants withdrawn	5a	(137)	-	(137)
Management of grants	5b	2,220	-	2,220
Professional support costs	5b	80	-	80
Governance costs	5b	83	-	83
Cost of grantmaking		22,672	-	22,672
Total expenditure		23,532	-	23,532
Net (expenditure)/income before gains and losses on investments		(17,886)	-	17,886
Net gains on investments	7	(20,282)	-	(20,282)
Decrease/(increase) in provisions on social investments	8	5	-	5
Surplus/(deficit) for the year and net movement in funds		(38,163)	-	(38,163)
Funds balance at beginning of year	13	264,422	291	264,713
Funds balance at the end of the year	13	226,259	291	226,550

The statement of financial activities includes all gains and losses recognised in the year.
All incoming resources and resources expended derive from continuing activities.