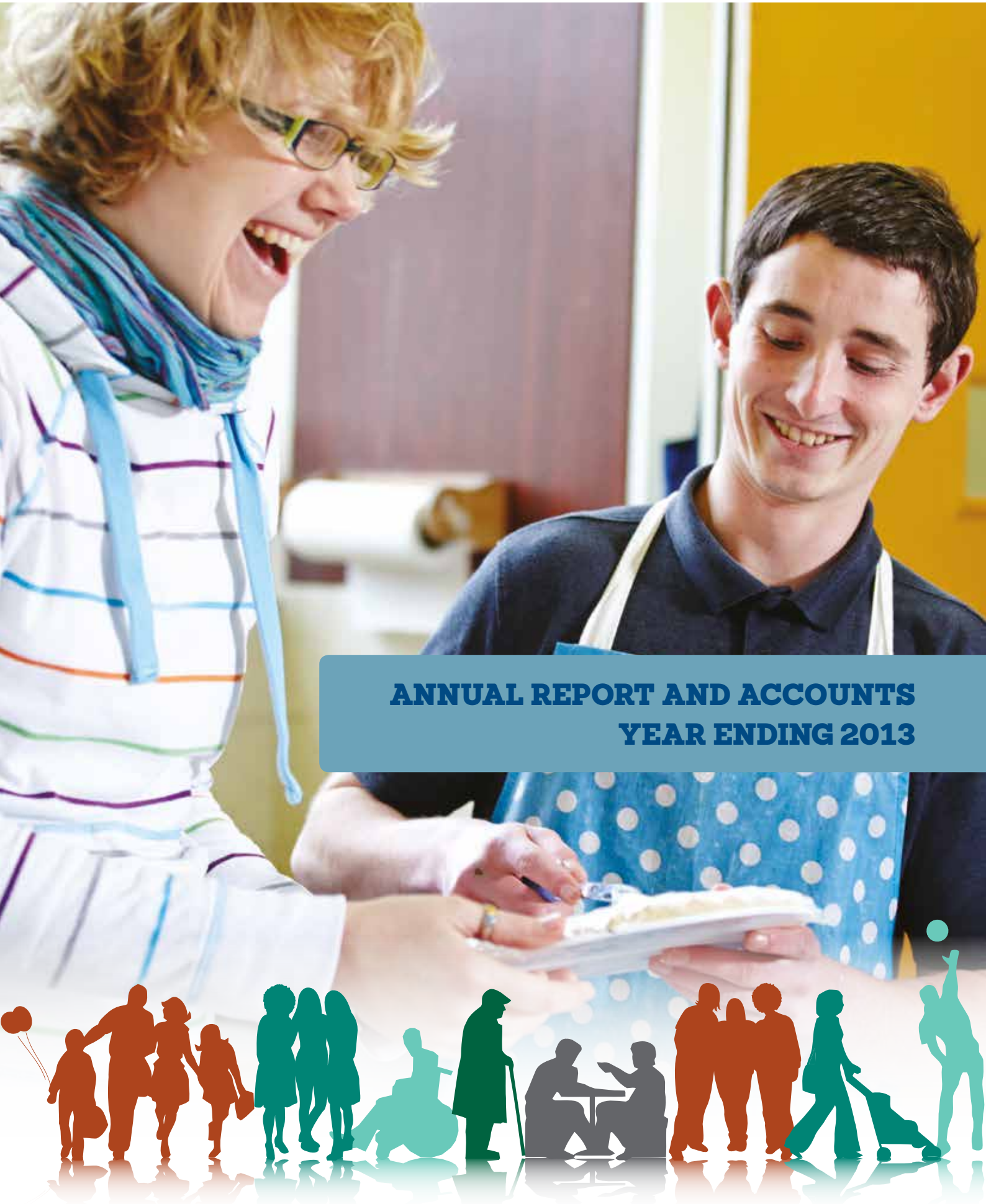


# LLOYDS BANK FOUNDATION

England & Wales



(Formerly Lloyds TSB Foundation for England and Wales)



## **ANNUAL REPORT AND ACCOUNTS YEAR ENDING 2013**



# Table of Contents

## Trustee's Reports and Accounts

Message from the Chair .....	3
Strategic Report .....	4
Who we are .....	4
Tackling disadvantage .....	5
Community Programme .....	6
Issue based Programmes .....	7
Matched Giving .....	8
Our commitment to learning and development .....	9
The future of the Foundation .....	10
Structure, Governance and Management .....	12
Finance Report and Accounts .....	17
Trustees .....	32
Foundation staff .....	34
Administrative .....	36

Cover photograph: Trelya

## Message from the Chair

### Professor Sir Ian Diamond



2013 has been an important year for the Foundation with many small and medium sized charities still experiencing economic and financial challenges. In response to this, the Foundation has been working even harder to support charities on the ground and to help them support disadvantaged people and their communities.

Supporting disadvantaged people to play a fuller role in communities, by directly funding charities, has been the focus of our work and we are proud to continue to provide secure and sustainable funding to charities, with many of our grants awarded for much needed core costs and over a two year duration.

2013 also saw the arrival of a new chief executive at the Foundation, Paul Streets. His extensive leadership skills, alongside his voluntary sector and civil service experience, have helped to drive the Foundation forward, ensuring we continue to improve how we support our communities.

In December, we were delighted to enter into a new funding agreement with Lloyds Banking Group, which has provided the Foundation with a secure financial future. Thanks to this agreement, we will be able to continue to undertake grant-making at a similar level to that of previous years. We have also taken the opportunity to change our name to the Lloyds Bank Foundation for England and Wales, with effect from January 2014.

Our partnership with the Bank has flourished, for example co-hosting two events to celebrate the work of charities in supporting disadvantaged people and their communities. These events were held at Westminster for MPs and at the Welsh Assembly for Assembly Members. Both were well attended helping us to build awareness of our work and connect members with the good work of charities in their local constituency.

Towards the end of 2013, through discussions with charities, other funders and our staff, we undertook a fundamental review of our work. This has resulted in a new strategy for the Foundation for the years ahead, supported by three new funding programmes that will help us to invest in, champion and build the capacity of charities. We are extremely proud and confident in this strategy, further details of which are set out on [page 10](#).

I would like to thank the Board of Trustees for their time, support and commitment and also the whole team at the Foundation for their hard work over the last year. 2014 is going to be an exciting year for the Foundation and I look forward to the opportunities it will bring.

**Professor Sir Ian Diamond**

# Strategic Report

## Who we are

The Lloyds Bank Foundation for England and Wales enables charities to break or prevent the cycle of disadvantage by providing a secure and sustainable approach to grant making. We believe that everyone should have the right to the same basic life opportunities and so we focus on supporting charities that help people facing multiple disadvantage to move forward with their lives. By providing financial and practical support, we aim to deliver lasting positive change.

We understand the challenges charities face, and use our sector experience and knowledge to offer both core and long-term funding. We work with them on the ground to tackle disadvantage, helping us improve the impact and quality of what we do. Through this process we support charities through a journey of development allowing them to concentrate on those most in need.

By building partnerships and championing the role and impact of small and medium charities we aim to become a trusted and respected voice both nationally and regionally. We commit our time, sector expertise and financial backing – made possible by the long term secure support from Lloyds Bank – allowing charities the opportunity to succeed.

We are proud to invest in charities helping to break disadvantage and create better lives.

## Our aims

Our aim is to be a leading community funder focussed on disadvantage and driven by the needs of the people and communities we serve. To accomplish this, the five objectives that led the focus of our work in 2013 were:

**Grant Making** - To develop, deliver, monitor and evaluate a fully integrated set of grant making programmes that deliver value to beneficiaries and build our national strength, reach and strong local presence

**Supporting the funding environment** - To facilitate the 'voice' of smaller charities working in disadvantage and actively support the funding environment by providing an informed, 'ambassadorial' customer focussed team

**Two way communication** - To communicate proactively and promote our programmes and the benefits of our work to relevant stakeholders

**Learning and development** - To ensure our organisation adapts, learns and shares best practice both internally and externally and effectively communicates this to our key stakeholders

**Adapting to the changing environment** - To review and develop our grant making approach and processes to the changing environment and continue to build a positive and appropriate relationship with Lloyds Banking Group.

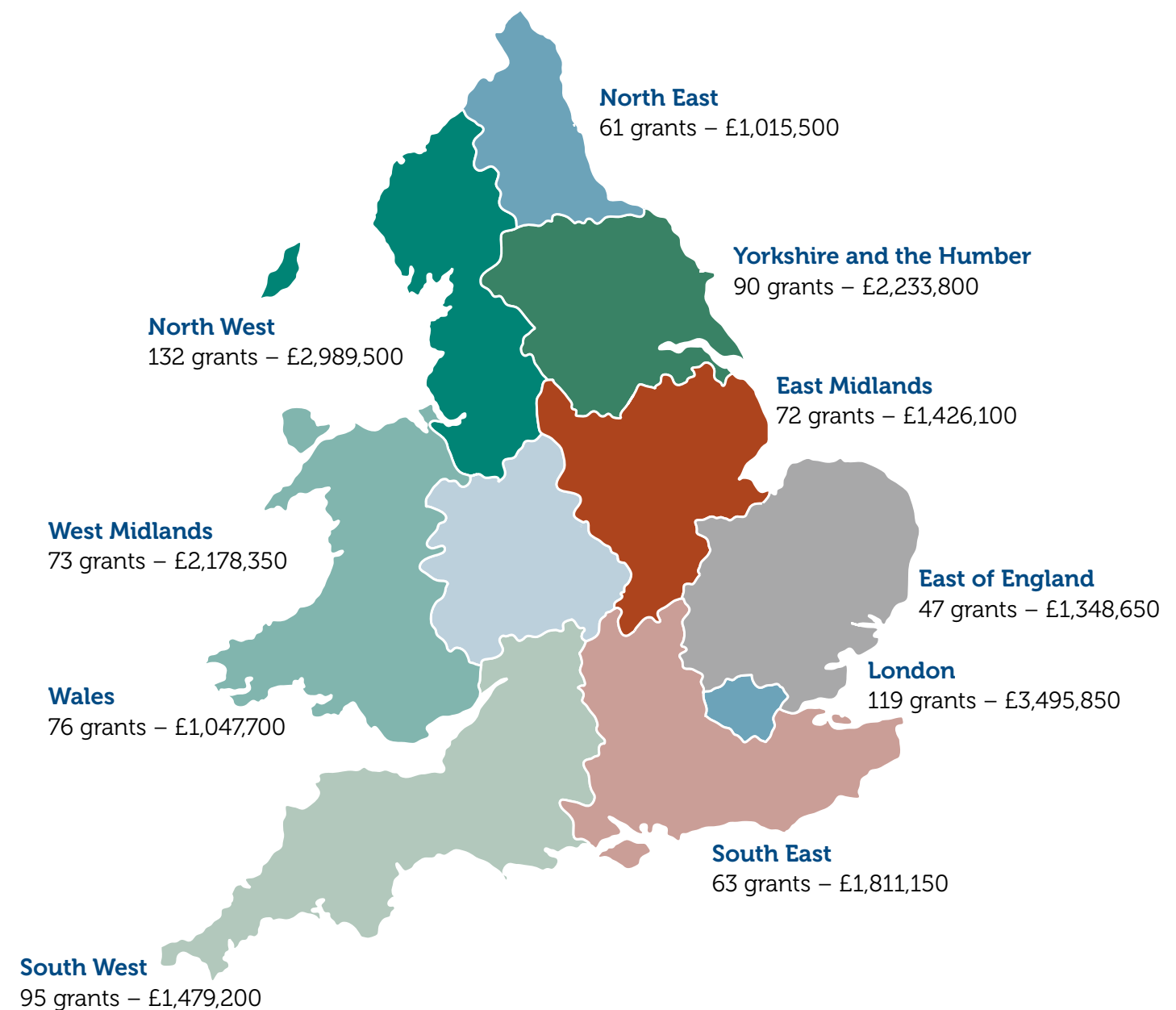
# Tackling Disadvantage

Our team of locally based grant managers ensure that all geographies across England and Wales are equally represented and investment is distributed according to the level of geographic deprivation and issue based need within each region.

## Grants made during 2013 by area:

Community Programme – £19 million invested in 828 charities

Criminal Justice Issue Based Programme - £1 million invested in 13 charities





# Community Programme

The Community Programme is the Foundation's 'flagship' funding programme, focusing on funding core work that helps disadvantaged people to play a fuller role in the community. It is a needs driven programme that primarily provides funding for small and medium sized charities whose work helps to:

- Improve social and community involvement
- Improve life choices and chances
- Helping people to be heard

The Community Programme provides support and funding across a wide range of disadvantage. The programme aims for coverage throughout England and Wales but preferentially weights areas of poor deprivation. In the last two years, 99% of all local authorities in England and Wales have been awarded at least one grant.

## Some of the most deprived areas in England:

Birmingham	£548,585
Leeds	£367,000
Manchester	£378,200
Liverpool	£415,820
Bradford	£264,900
Sheffield	£273,800
Co Durham	£218,800
Cornwall	£201,930
Bristol	£221,945
Sandwell	£179,650

## Some of the most deprived areas in Wales:

Merthyr Tydfil	£27,550
Blaenau Gwent	£15,470
Rhondda Cynon Taf	£90,020
Newport	£16,650
Cardiff	£124,330

During 2013, our top funded issues across all geographies in the Community Programme were:

Charity classification	Value of grants	Number of grants
Children and Young People	£3,125,850	136
People with Disabilities	£2,926,000	127
Community Support	£2,404,750	104
Health including Mental Health	£1,844,500	82
Advice and Advocacy	£1,656,150	70
Relationships including caring	£1,364,100	63
Victim Support	£1,141,650	47
Training, employment and learning	£1,082,900	46
Older People	£835,150	40
Homelessness	£922,300	38

# Issue based programmes

Between 2008 and 2013 the Foundation invested £10.5m in four portfolios of grants that supported the criminal justice sector, with each being a three year programme. In October 2008, 29 grants totalling £4.5m were awarded to charities that worked across a range of piloted projects with ex-offenders. This was followed in 2009 with 15 grants awarded, totalling £2.5m, to charities whose work focussed on helping young offenders.

In 2009, the government accepted findings from the Bradley Report, a comprehensive plan to reduce reoffending and improve public health for mentally ill and learning disabled offenders, and committed to setting up a national liaison and diversion service. The service will be rolled out in 2014 and will identify offenders' mental health issues earlier, ensuring they are getting the right treatment. This will result in more offenders with personality disorders accessing treatments by making it available in prisons, rather than relying on secure units in hospitals.

In 2010, following recommendations from the Bradley Report, the Foundation awarded 12 grants, totalling £2.5m, as part of their Issue Based Programme, to charities working around mental health and the criminal justice system. The Bradley Report Revisited Commission, chaired by Lord Bradley, is leading a five-year-on review of the report to examine its progress. The investment by the Lloyds Bank Foundation was nationally the largest source of funding directed at implementing the recommendations of the Bradley Report.

In June 2013, £1m was awarded to continue grant funding to 13 previously funded charities whose projects showed merit in working with young offenders and mental health. Each of these charities was awarded a further year of funding to embed the learning and practice that will help to bridge the gap before the roll out of statutory funding.

The Foundation has evolved considerably since the first Criminal Justice Programme grants were made in 2008. In particular, in the design of programmes, sophistication of programme aims and the selection of projects targeted at delivering specified outcomes. The learning gained evidenced the theory that specialising in a particular area can deliver a deeper impact for the beneficiaries and support systemic change.

The Foundation has commissioned the Centre for Mental Health to evaluate the programme learning which will be included in the review of progress. As part of this evaluation, the 13 funded projects in 2013 will get together at three learning and sharing events in 2014/15.

# Matched Giving

In addition to our Community and Issue Based Funding Programmes, the Foundation runs Lloyds Banking Group's Matched Giving Scheme in England and Wales. This enables all staff at Lloyds Banking Group to claim matched funding up to a maximum of £1,000, split between time spent volunteering and fundraising activity undertaken.

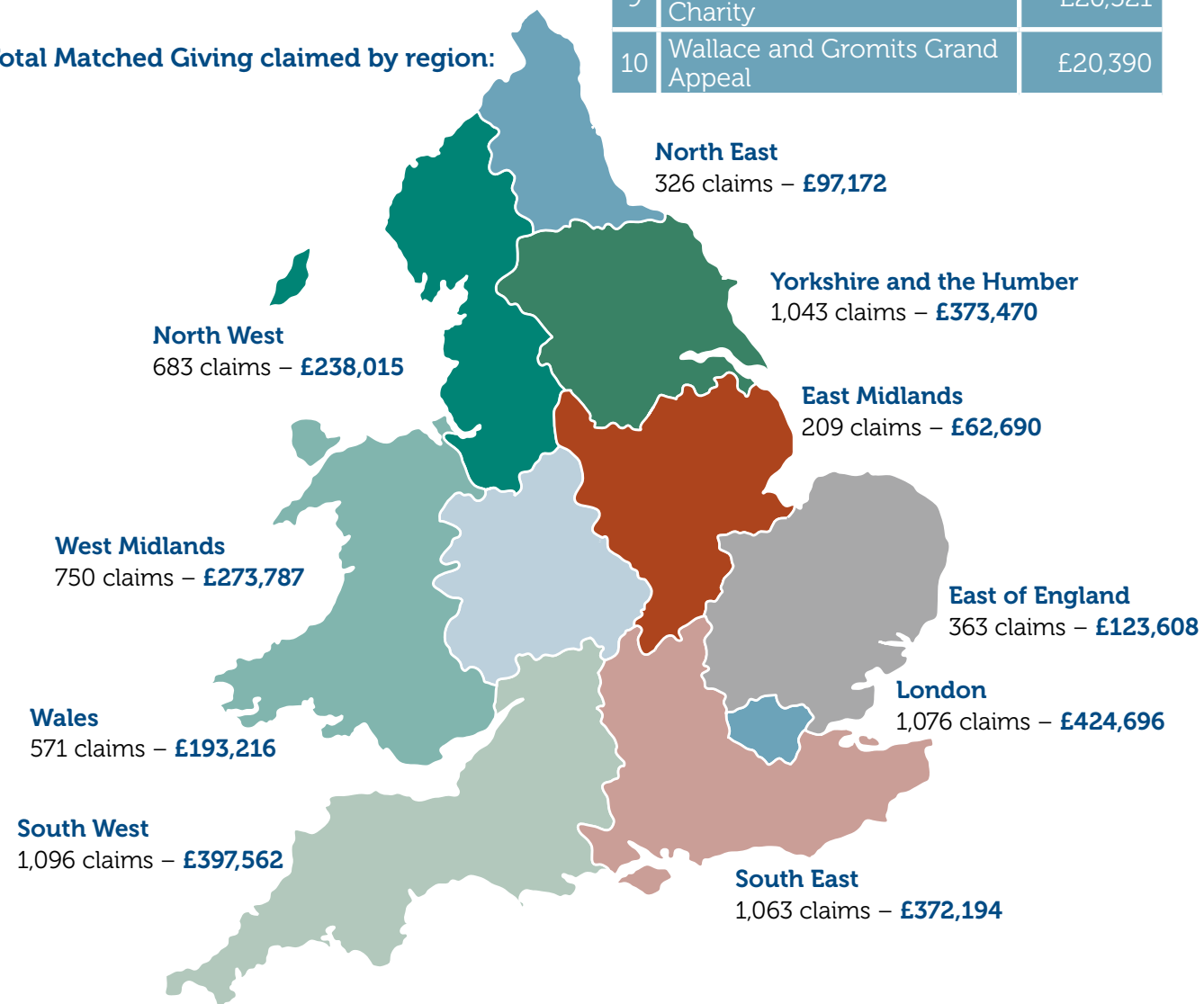
In 2013, there were 7,180 claims made, an increase of 53% on the previous year, with the amount matched increasing from £1.8million to £2.6million.

The South West had the highest number of people making eligible Matched Giving claims, followed closely by London, the South East and Yorkshire.

## Top 10 Matched Giving Charities:

1	Alzheimer's Society	£465,797
2	Cancer Research	£108,198
3	Macmillan Cancer Support	£71,367
4	The Guide Association	£33,980
5	British Heart Foundation	£24,007
6	Bone Cancer Research Trust	£22,450
7	Birmingham Children's Hospital Charities	£21,619
8	The Scout Association	£21,030
9	The Children's Hospital Charity	£20,521
10	Wallace and Gromits Grand Appeal	£20,390

## Total Matched Giving claimed by region:



# Our commitment to learning and development

The Foundation has developed a simple grant making process based around the approach of 'Total Grant Care' which is designed to work with charities from initial enquiry through the lifetime of a grant.

As a 'needs-driven' funder, we award grants based on what charities tell us they need, not what we think they need. We recognise that the charities we work with are experts in their field and know where a grant can make a difference, but in return we expect charities to be able to clearly articulate the nature and type of difference their work will make to their beneficiaries/users and be able to measure this impact.

We have a team of highly trained Grant Managers across England and Wales who visit eligible charities applying for funding of over £5,000 to gain greater understanding of their work, and provide a high level of guidance and support irrespective of the outcome of their application.

We are committed to providing not only funding, but advice, leadership and support to small and medium sized charities and the sector at large. In order to achieve this, we actively promote the work of the Foundation and share the knowledge we gain from our grant making and the charities we fund within the wider funding environment.

In 2013, we attended over 100 funding fairs and sector events across England and Wales. During many of these events and fairs, representatives from the Foundation have given presentations to help charities secure funding; providing details on what we look for in an application, and what makes a good application. This helps charities to improve their chances of securing funding in the future, not only from the Foundation, but also from other grant making organisations.



# The Future of the Foundation

During 2013, the Foundation undertook a review of its work, talking to charities and other funders about their funding expectations and needs. By looking at what is happening to the people and communities we wish to reach, what we do best as a funder and continuously improving what we do, we found that there is a huge need to reach young people and adults facing multiple disadvantage at key points in their lives, who often have little back up or support.

As a result of this review, in April 2014 we will be launching a new strategy, supported by three new funding programmes - Invest, Enable and Enhance – which will offer responsive, flexible and long term grants. These new programmes demonstrate the Foundation's ongoing commitment to invest in charities supporting people to break out of disadvantage at critical points in their lives.

- **Invest** – A flexible, long term core funding programme for organisations delivering clear, targeted outcomes for disadvantaged people;
- **Enable** – A smaller and shorter grants programme for organisations that have identified clear development needs;
- **Enhance** – A programme working alongside the Invest or Enable programme providing an option of tailored in-kind support to strengthen and develop charities' effectiveness.

Our new strategy goes beyond the grants we give. We will champion and help to build the capacity of small and medium charities operating in a challenging funding environment. As a relationship driven funder, we will share and learn from what we fund locally and recognise that small and medium charities need support for what they do, their core work and how they operate.

With secure sustainable funding from Lloyds Banking Group, our regional presence and local knowledge will allow us to continue to focus on communities across England and Wales. As part of our new strategy we will seek to work with partners, including the Bank, to access expertise and volunteering capacity to support the charities we fund.

Our new strategy is built on our strengths, our wish to work in partnership with those who share a similar commitment, and our essential belief that people have a remarkable capacity to overcome the barriers of disadvantage if given the right support and opportunities.

## Our objectives for 2014 and beyond

- To focus our work and impact on people facing multiple disadvantage, funding organisations which target their support to people during key life transitions/events seeking to break, or prevent cycles of disadvantage.
- To develop flexible responsive grant making tailored to the needs of those we support
- To develop our profile and impact in England and Wales through practice, policy and partnerships
- To become a learning organisation, working to improve our impact and the quality of what we do
- To realise the value of our strategic partnership with Lloyds Banking Group
- To provide best in class customer service by making it easier and quicker for charities to access support



**STRUCTURE, GOVERNANCE  
& MANAGEMENT**

Emmaus South Wales

# Structure, Governance and Management

## Governing document and constitution

The Lloyds Bank Foundation for England and Wales was incorporated under and is regulated by its Memorandum and Articles of Association dated 13 December 1985, updated 16 March 1999, 13 April 2011 and 2 December 2013 as a company limited by guarantee. On the 1st January 2014, the Foundation changed their name from the Lloyds TSB Foundation for England and Wales to the Lloyds Bank Foundation for England and Wales.

## Objects

The objects of the Foundation, as set out in the Memorandum of Association, are as follows:

The Foundation is established to do anything which is a charitable purpose, including in particular (but without prejudice to the generality of the foregoing):

To advance education and training in all aspects of knowledge by means of (but not limited to) the making of grants, including the establishment of scholarships and prizes, and other like awards

To advance scientific or medical research, on the condition that all useful results of such scientific or medical research are published, and education in scientific or medical research by means of (but not limited to) the making of grants, including the establishment of scholarships and prizes, and other like awards

To promote the provision of facilities in the interest of social and community welfare for recreation and leisure time occupation and enjoyment of the arts with the object of improving the conditions of life of people who are disadvantaged by youth, age, infirmity or disablement, poverty or social and economic circumstances

## Recruitment and appointment of Trustees

The Trustees, who are also directors of the company, are as listed on [page 32](#). Their appointments are made by the Board of Lloyds Banking Group plc on the recommendation of the Foundation's Nomination Committee. The support of the Foundation's Board of Trustees is normally sought prior to recommendations being put forward.

The Nomination Committee operates under terms of reference and has been delegated certain functions by the Trustee Board. Trustees' skills and interests are regularly reviewed and, prior to seeking a new Trustee, the Nomination Committee specifically reviews the composition of the Board to identify any specific skills required. Applications for trusteeship are sought by public advertisement, normally in national newspapers, and through personal contacts or discussions with Lloyds Banking Group. Interviews are held with all members of the Nomination Committee and the Chief Executive.

Trustees serve for a three-year period and may be re-appointed for a further period.

## Induction and training of Trustees

Newly appointed Trustees are provided with a comprehensive pack of induction materials, including the Foundation's Memorandum and Articles of Association. They have an induction session with the Chief Executive and senior team and also meet the grant making staff. New Trustees are encouraged to visit beneficiary charities together with a member of staff. A mentor is appointed from among the serving Trustees, to support newly appointed Trustees at the beginning of their term of office.

Trustees are invited to highlight any particular areas of interest in which they would value specific training. Details of Trustee training events run by external organisations such as NCVO (National Council for Voluntary Organisations) are made available to Trustees.

## Organisational structure and decision-making

The Lloyds Bank Foundation for England and Wales is one of the UK's largest grant making trusts. Our mission is to be a leading grant maker supporting disadvantaged people to play a fuller role in communities throughout England and Wales.

Faced with an unprecedented period of economic difficulty and financial uncertainty, the Foundation reached an agreement with Lloyds Banking Group in February 2010 to provide a more stable and sustainable funding arrangement so as to ensure continued support to the disadvantaged communities we serve. Fixed funding of £25.2m for each of the years 2010-13 was agreed. In December 2013 the Foundation entered into a new nine year rolling agreement with Lloyds Banking Group. From 2014, the Foundation is to receive 0.3606% of the Group's adjusted pre-tax profits/loss, averaged over three years, subject to a minimum amount of 72.12% of £15 million and a maximum amount of 72.12% of £50 million. This agreement also includes an intention by Lloyds Banking Group to strengthen its strategic relationship with the Foundation over the long term.

The Foundation has an extensive local, regional and national presence in terms of both Trustees and members of staff. This enables the Foundation to respond effectively to local social needs.

## The Board

The Board of Trustees meets quarterly to agree the Foundation's strategic direction and policies and to monitor implementation and overall progress against objectives. Appropriate levels of delegated authority are in place. The authority of the full Board is required for grants above £250,000. Grant Panels, which are delegated committees of the Board, have delegated authority for grants of between £50,001 and £250,000. The Board has delegated authority to senior management for grants within the Community Programme of £50,000 and below.

## Board Committees

There are four permanent Committees of the Board, with Terms of Reference approved by the Board, to which they report on their meetings and other activities.

The role of the Audit and Investment Committee is to satisfy themselves that the financial statements published by the Foundation follow approved accounting principles and give a true and fair account of the Foundation's affairs. This includes examination and review of the Foundation's annual financial statements with the auditors prior to consideration by the full Board and examination and review of any reports prepared by the Lloyds Banking Group internal audit function. The Committee's remit also covers the Foundation's approach to Risk Management and accounting policies, the appointment of external advisors (including investment managers) and deciding on appropriate investment strategy for the Foundation's reserves in order to maximise returns to an appropriate level of risk and meet the liquidity needs of the Foundation.



The role of the Nomination Committee is to make recommendations to Lloyds Banking Group on the appointment of new Trustees, giving due consideration to the balance of skills, interests and experience on the Board of Trustees. The support of the Board of Trustees is normally sought prior to recommendations being put forward to the Lloyds Banking Group.

The role of the Remuneration Committee is to be aware of and advise on any proposals regarding reward strategy and pay policy within the Foundation and the policy for and scope of pension arrangements. It is also kept fully informed on their implications for the future running of the organisation. The committee ensures that contractual terms on termination of employment and any payments made comply with the approved policies of the Foundation. It also considers the performance of the Chief Executive and determines and agrees, with the Board of Trustees, the broad framework and policy for the remuneration package of the Chief Executive.

The role of the Grant Panels, that are standing committees of the Board, are to review grant applications against each programme's aims and objectives. Panels have delegated authority, which is reviewed annually, to approve grants and consider recommendations, taking into account grant outcomes, associated risk factors, geographical spread and budgetary considerations. At regular intervals during the year, the panel reviews rejected applications to ensure that the team is applying a consistent and equitable approach to applicants. Each Panel is also responsible for reviewing progress against programme evaluation objectives in order to maximise the impact of the Foundation's grant making.

#### Related Parties

The Foundation is related to Lloyds Banking Group plc and connected to the Lloyds Bank Foundations for Northern Ireland, the Channel Islands and the Lloyds TSB Foundation for Scotland. The Bank of Scotland Foundation was established in 2010 and delivers the matched Giving scheme for Lloyds Banking Group employees in Scotland, as well as making grants to community based programmes. See Note 13 (page 30) for details of transactions with these connected charities and related parties.

Each Foundation is directed by its own independent Board of Trustees.

#### Risk Management

In respect of operational practices, the risks facing the Foundation are reviewed by the Board annually. The review covers strategic, operational, financial, HR, IT and reputation risks. Risks identified are prioritised in terms of potential impact and likelihood of occurrence and the Trustees confirm that systems or procedures are in place to mitigate the significant risks identified. The review incorporates examination of the adequacy of the Foundation's internal controls. It is recognised that risk management is an ongoing activity involving all Trustees and staff and it is established as an annual agenda item for the Board and Audit and Investment Committee.

The economic environment directly impacts on the profitability of the Group. Although the Deed of Covenant does reduce risk with income being based on average profitability over three years of Lloyds Banking Group it cannot remove it entirely in times of exceptional market place changes..

The Foundation also has a policy of grant recognition which recognises the total grant in the year it was made. In the medium term, if profitability was significantly reduced over a number of years or there was a significant one-off loss of profitability, then consideration has been given to the possible approaches available and changes in reserves policy required.

The Trustees consider that the Foundation is not exposed to any significant financial risks specifically relating to the use of financial instruments as its financial assets are held as cash in bank or pooled managed investments and it has no debt. The Foundation is not exposed to material credit risk as debtors are insignificant or to foreign exchange risk as all the transactions are denominated in sterling.

#### Financial Activities

The Statement of Financial Activities on page 19 shows the income received under the Deed of Covenant with Lloyds Banking Group plc, together with the expenditure on the grantmaking Programmes to pursue the Foundation's charitable objects. At 31st December 2013 the Foundation held reserves totalling £45,544,000 (2012: £39,236,000).

#### Reserves

The Trustees have maintained the policy of retaining sufficient reserves at the year end to cover six months' non-grant expenditure for contingency purposes. This policy is due to be reviewed in 2014.

Currently the balance of reserves stand at £45,544,000. The reserves were enhanced during 2009 with a net gain on share investment. These reserves will provide medium to long term funding for the Foundation in response to the expected income shortfall from 2014 and the return to normal profitability of the Group. These were invested in early 2011 in accordance with the agreed investment strategy. With the prevailing economic uncertainties, these funds will be used to ensure stability and sustainability of the Foundation's grant making and so provide a more sustainable funding strategy for the benefit of the disadvantaged communities served.

#### Trustees Responsibilities

The Trustees (who are also directors of the Lloyds Bank Foundation for England and Wales for the purposes of company law) are responsible for preparing the Trustees' Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 judgments 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 inappropriate to presume that the charitable company will continue in business.

The Trustees are responsible for keeping proper 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.



# Financial Report and Accounts

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LLOYDS BANK FOUNDATION FOR ENGLAND AND WALES

### Report on the financial statements

#### Our Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 December 2013 and of its incoming resources and application of resources, including its income and expenditure and cash flows, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

This opinion is to be read in the context of what we say in the remainder of this report.

#### What we have audited

The financial statements, which are prepared by the Lloyds Bank Foundation for England and Wales, comprise:

- the Statement of Financial Activities for the year ended 31 December 2013;
- the Balance Sheet as at 31 December 2013;
- the Cash Flow Statement for the year then ended; and
- related notes.

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

In applying the financial reporting framework, the Trustees (who are also the directors of the charitable company for the purposes of company law) have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

#### What an audit of financial statement involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). 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 charitable company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is

In so far as the Trustees are aware:

- there is no relevant audit information of which the charitable company's auditor is 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 auditor is 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.

#### Trustees remuneration

All Trustees give their time voluntarily and received no benefits from the charity. Expenses reclaimed from the charity are set out in [note 12](#) to the financial statements.

#### Independent Auditors

A resolution to reappoint PricewaterhouseCoopers LLP as auditors to the Foundation will be proposed at the annual general meeting.

The Trustees Report and Strategic report were approved by:

#### Professor Sir Ian Diamond

Chair of Trustees

apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### Opinion on matter prescribed by the Companies Act 2006

In our opinion 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.

#### Other matters on which we are required to report by exception

##### Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

##### Trustees' remuneration

Under the Companies Act 2006 we are required to report if, in our opinion, certain disclosures of Trustees' remuneration specified by law have not been made. We have no exceptions to report arising from this responsibility.

#### Responsibilities for the financial statements and the audit

##### Our responsibilities and those of the Trustees

As explained more fully in the Trustees' Responsibilities Statement set out on [page 15](#), the Trustees are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

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.

This report, including the opinions, has been prepared for and only for the charity's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

##### Kevin Williams (Senior statutory auditor)

For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
Date

# STATEMENT OF FINANCIAL ACTIVITIES

## Year ended 31 December 2013

	Note	Total 2013 £'000	Total 2012 £'000
<b>Incoming resources</b>			
Income resources from generated funds			
Covenanted income	13b	25,242	25,242
Investment income	6	1,478	1,421
Other income	2	38	30
<b>Total incoming resource</b>		<b>26,758</b>	26,693
<b>Resources expended</b>			
Charitable activities	4a	23,960	23,580
Governance costs	4c	111	138
<b>Total resources expended</b>		<b>24,071</b>	23,718
<b>Net income for the year</b>		<b>2,687</b>	2,975
<b>Net gain on share investment</b>	6	<b>3,621</b>	1,656
<b>Net movement in funds</b>		<b>6,308</b>	4,631
<b>Reconciliation of funds</b>			
Funds brought forward at 1 January		39,236	34,605
<b>Funds carried forward at 31 December</b>		<b>45,544</b>	39,236

The statement incorporates the Income and Expenditure account.

All recognised gains and losses have been included in the Statement of Financial Activities and the amounts included are derived from the continuing activities of the Foundation.

There is no material difference between the net movement in funds stated above and their historical cost equivalents.

The notes on [pages 22 to 31](#) form part of these Financial Statements.

# BALANCE SHEET

Year ended 31 December 2013

	Note	Total 2013 £'000	Total 2012 £'000
<b>Fixed Assets</b>			
Tangible assets	5	18	34
Investments	6	41,897	37,094
		<b>41,915</b>	37,128
<b>Current assets</b>			
Debtors	7	120	96
Short-term deposit		9,750	12,500
Cash at bank and in hand		7,316	4,866
		<b>17,186</b>	17,462
<b>Creditors:</b> amounts falling due within one year	8	<b>(12,323)</b>	(13,496)
<b>Net current assets</b>		<b>4,863</b>	3,966
<b>Total assets less current liabilities</b>		<b>46,778</b>	41,094
<b>Creditors:</b> amount falling due after one year	9	<b>(1,234)</b>	(1,858)
<b>Net assets</b>		<b>45,544</b>	39,236
<b>Total funds</b>			
Unrestricted funds	10	45,544	39,236
<b>Total funds</b>		<b>45,544</b>	39,236

The financial statements on pages 19 to 31 were approved by the Trustees on 24 April 2014 and signed on their behalf by:

**Professor Sir Ian Diamond**

Chair of Trustees

The notes on pages 22 to 31 form part of these Financial Statements.

# CASH FLOW

Year ended 31 December 2013

	Note	Total 2013 £'000	Total 2012 £'000
Net cash (outflow)/inflow from operating activities	a.	(582)	330
Returns on investments and servicing of finance:			
Bank interest receivable		296	383
Capital expenditure:			
Payments to acquire tangible fixed assets		(3)	(14)
Management of liquid resources:			
Receipts from/(payments) into short-term deposits		2,750	(3,500)
Repayment of Finance Leases and HP Contracts		(11)	(8)
<b>Increase/(decrease) in cash at bank and in hand</b>	b.	<b>2,450</b>	(2,809)

a. Reconciliation of net income to net cash inflow from operating activities	Total 2013 £'000	Total 2012 £'000
Net income for the year	2,687	2,975
Investment income	(1,478)	(1,421)
(Increase)/decrease in debtors and prepayments	(24)	8
Depreciation charge	19	24
Loss on disposal of Fixed Assets	-	4
(Decrease) in creditors	(1,786)	(1,260)

Net cash outflow from operating activities	(582)	(330)
--	-------	-------

b. Analysis of changes in cash and cash equivalents during the year	2012 £'000	Cash flow £'000	2013 £'000
Cash at bank and in hand	4,866	2,450	7,316
Short-term deposits	12,500	(2,750)	9,750
Finance Leases and HP Contracts	(14)	11	(3)
<b>Total movement in cash and cash equivalents</b>	<b>17,352</b>	<b>(289)</b>	<b>17,063</b>

The notes on pages 22 to 31 form part of these Financial Statements.



# NOTES TO THE ACCOUNTS

## 1. ACCOUNTING POLICIES

### Basis of preparation

The accounts have been prepared under the historical cost convention and in accordance with applicable Accounting Standards, including the Statement of Recommended Practice – Accounting and Reporting by Charities 2005 (SORP 2005), and in accordance with the Companies Act 2006 and Charities Act 2011.

### Fund accounting

The Foundation's funds are all unrestricted and are available for use at the discretion of the Trustees in furtherance of the general objectives of the charity.

### Income policy

All income is recognised in the SOFA when the Foundation is legally entitled to the income, receipt is certain and the amount can be quantified with reasonable accuracy. The Auditors are appointed on an honorary basis. This value of the audit has been included as a donated receipt within other Incoming Resources and as a donated service within Governance Costs.

### Expenditure

Expenditure is recognised as resources expended when there is a legal or constructive obligation committing the Foundation to the expenditure.

### Grants payable

Grants, both single and multi-year, are recognised in the accounts as liabilities after they have been approved by the Trustees, the recipients have been notified and there are no further terms and conditions to be fulfilled which are within the control of the Foundation. In these circumstances there is a valid expectation by the recipients that they will receive the grant.

### Valuation of assets

Tangible assets are included at historic cost less depreciation. Investment assets are valued at market value, as determined by the Trustees after appropriate advice (see Note 6).

### Capitalisation and Depreciation

The minimum value for the capitalisation of tangible fixed assets is £750.

Depreciation is calculated so as to write off the cost of tangible fixed assets on a straight line basis over the expected useful lives of the assets concerned. The principal rates used which are consistent with last year are:

Computer equipment	33% per annum
Furniture and office equipment	10% per annum

### Allocation of costs

Charitable activities include the direct costs of the grant awards and the indirect support costs of delivering the grant programmes. Support costs are allocated between charitable programmes and governance, on the basis of estimated time spent by staff. Governance costs comprise all costs involving the public accountability of the charity and its compliance with regulation and good practice.

### Pension costs

The Foundation participates in two separate independently managed, defined benefit, occupational pension schemes; the Lloyds Bank Group Pension schemes No.1 and No.2. Each is valued by professionally qualified and independent actuaries on an annual basis. It is not possible to identify the Foundation's share of the underlying assets and liabilities of these schemes and hence contributions to the schemes are accounted for as if they were defined contribution schemes; the cost recognised within the Statement of Financial Activities for the year being equal to the contributions payable to the schemes for the year as permitted by Financial Reporting Standard 17 Retirement Benefits.

The Foundation also participates in a defined contribution schemes. Contributions in respect of the year are charged to the Statement of Financial Activities in the year to which they relate.

### Hire purchase and Finance leases

Assets obtained under hire purchase or finance lease contracts are capitalised in the balance sheet and are depreciated over their estimated useful lives. The interest element of these obligations is charged to the Statement of Financial Activities over the relevant period. The capital element of the future payments is treated as a liability.

### Irrecoverable VAT

Any irrecoverable VAT is charged to the Statement of Financial Activities, or capitalised as part of the cost of the related asset, where appropriate.

### Taxation

The Foundation is a registered charity, and as such is entitled to certain tax exemptions on income and profits from investments, and surpluses on any trading activities carried on in furtherance of the Foundation's primary objectives, if these profits are applied solely for charitable purposes.

## 2. INCOME

### Other incoming resources

	Total 2013 £'000	Total 2012 £'000
<b>Non-covenanted income from</b>		
Company Secretarial fees from Lloyds TSB Foundation for Channel Islands	7	7
Donations	8	-
Donated Services – Audit	23	23
	<b>38</b>	30

### 3. GRANTS PAYABLE

The table below shows reconciliation between amounts approved during the year and amounts paid during the year.

	Total 2013 £'000	Total 2012 £'000
<b>Reconciliation of grants payable</b>		
Amounts outstanding at 1 January 2013	14,901	16,188
Grants approved *	20,027	20,580
Grants cancelled or recovered	(649)	(908)
Grants payable for the year	19,378	19,672
Grants paid during the year	(21,167)	(20,959)
<b>Amounts outstanding at 31 December 2013 (Note 8,9)</b>	<b>13,112</b>	14,901

\* Does not include Matched Giving

### 4. ANALYSIS OF EXPENDITURE

#### 4a. Charitable activities

	Grants £'000	Grant making support costs £'000	Total 2013 £'000	Total 2012 £'000
<b>Unrestricted</b>				
Community programme	18,379	1,693	20,072	19,261
Matched Giving	2,561	236	2,797	1,997
Issue Based Programme	999	92	1,091	2,322
	21,939	2,021	23,960	23,580

Support costs have been allocated on the basis of time spent by staff on each of the programmes.

#### 4b. Grant making support costs

	Total 2013 £'000	Total 2012 £'000
Staff costs	1,605	1,688
Other costs	416	400
	<b>2,021</b>	2,088

### 4c. Governance costs

	Total 2013 £'000	Total 2012 £'000
Legal fees	-	30
Professional Costs	26	28
Auditors' remuneration	23	23
Staff costs	18	31
Trustee recruitment costs	37	19
Trustee costs	7	7
	<b>111</b>	138

#### 4d. Staff costs

The average number of persons employed by the Foundation during the year was 24 (2012: 24)

	Total 2013 £'000	Total 2012 £'000
Wages and Salaries	1,043	1,089
Social Security costs	109	119
Pension contributions	209	228
Other staff costs	262	283
	<b>1,623</b>	1,719

Numbers of employees receiving emoluments (salary and benefits in kind, excluding pension contributions & redundancy) greater than £60,000 are as follows:

	2013	2012
£70,001 – £80,000	-	1
£80,001 – £90,000	1	-
£90,001 – £100,000	1	-
£150,001 – £160,000	-	1

#### Pension costs

	Total 2013 £'000	Total 2012 £'000
Defined benefit scheme	145	141
Defined contribution scheme	64	87
	<b>209</b>	228

## LLOYDS TSB DEFINED BENEFIT SCHEMES

The contribution due to the schemes was £145,000 (2012: £141,000), of which £39,000 was accrued (2012: £78,000) (see Note 1). The contribution rates in 2013 were as follows:

	Scheme 1	Scheme 2
Contribution Rate	30.7%	28.0%

For both the No. 1 and No. 2 Schemes the independent actuary carried out full triennial valuations as at 30 June 2008. These disclosed a combined deficit of £3.7bn. and as a result the pension fund trustees agreed with Lloyds Banking Group a recovery plan to address the deficit. Interim valuation updates as at June 2009 have been carried-out and the results communicated to members. The interim valuations revealed that the combined deficit had increased to £6.4bn. More information on the funding of the Group's pensions schemes can be found in the latest Report and Accounts of Lloyds Banking Group plc.

## LLOYDS TSB DEFINED CONTRIBUTION SCHEMES

The Foundation has 2 defined contribution schemes

1. Employees of the Foundation from January 1996 to June 2010 were entitled to join the defined contribution scheme. The contribution made to the scheme was £29,000 (2012: £44,000). The employer rate is determined by the member's contributions and the maximum rate of contribution payable by the Foundation is 13%.
2. New employees joining the Foundation from July 2010 are automatically enrolled in the 'Your Tomorrow' defined contribution scheme. The contributions made to the scheme were £35,000 (2012: £43,000). The employer rate is determined by the member's contributions and the maximum rate of contribution payable by the Foundation is 13%.

## 5. TANGIBLE ASSETS

	Furniture and office equipment £'000	Computer equipment £'000	Total £'000
<b>Cost</b>			
At 1 January 2013	36	92	128
Additions	-	3	3
Disposals	-	(23)	(23)
At 31 December 2013	36	72	108
<b>Depreciation</b>			
At 1 January 2013	28	66	94
Change for the year	1	18	19
Disposals	-	(23)	(23)
At 31 December 2013	29	61	90
<b>Net book value</b>			
At 1 January 2013	8	26	34
At 31 December 2013	7	11	18

Computer Equipment includes equipment at a cost of £33,000 with a net book value of £3,000 in respect of assets purchased under Finance Lease or Hire Purchase contracts.

## 6. INVESTMENTS

	Long Term Fund £'000	Short Term Fund £'000	Total £'000
As at 1 January 2013	28,828	8,266	37,094
Reinvested income	1,030	152	1,182
Net gain/(loss) in investment	3,688	(67)	3,621
Transfers	(6,000)	6,000	-
As At 31 December 2013	27,546	14,351	41,897

Investment fund manager fees and rebates of £10,000 and £111,000 respectively are included within the net gain/(loss) on revaluation and are receipted/(paid) out of the fund.



## 6. INVESTMENTS (CONTD)

		£'000
Long Term Fund	Sarasin Alpha CIF Fund	26,671
	Cash	875
	<b>Total</b>	<b>27,546</b>

During the year 4,050,403 units of Sarasin Alpha CIF For Endowments Fund were acquired for a cost of £3,394,000 and 6,808,126 units sold for £6,000,000. This is an endowment fund for which the Charity owns units and not the underlying assets

		£'000
Short Term Fund	Investments	14,337
	Cash	14
	<b>Total</b>	<b>14,351</b>

Short Term Investments are held in Government Treasuries, Floating Rate Notes (FRN's), Corporate Bonds and Money Market Funds. During the year 1,100,000 Corporate Bonds and FRN's were acquired for £1,163,000 and 990,000 Treasury Notes were sold for £1,061,000.

Investment fund managers are regulated in the UK.

At 31 December 2013 and throughout the year ended on that date the Foundation held 58,360,263 limited voting ordinary shares of 25p each of Lloyds Bank Group plc, representing 72.12% of such shares in issue. The Foundation's limited voting ordinary shares represent 0.1% of the issued ordinary share capital of Lloyds Bank Group plc at 31 December 2013. The Foundation cannot sell these shares in the open market. The shares have no rights to dividend, have voting rights only in limited circumstances, and shall be converted into ordinary shares of Lloyds Bank Group plc in either of the following circumstances:

- a) Where a Deed of Covenant is in force in favour of a holder of limited voting shares, on the day following the termination of that Deed of Covenant in consequence of the expiry of notice of termination given by Lloyds Bank Group plc ('the Group') or the commencement of the winding-up of the Group.

For this purpose, 'Deed of Covenant' includes each of the three Deeds of Covenant\* and, in relation to each, extends to include any agreement or agreements substituted for that Deed of Covenant, in favour of the holder of limited voting shares benefited thereby or any transferee of that holder's limited voting shares, in terms considered by the directors of the Group to be no less favourable (taking such agreements together if more than one) to the payee or payees under the new agreement or agreements. Lloyds TSB Foundation for Scotland also has a Deed of Covenant

\*Lloyds Bank Foundation for England & Wales  
Lloyds Bank Foundation for the Channel Islands  
Lloyds Bank Foundation for Northern Ireland

- b) If an offer is made to ordinary shareholders of the Group to acquire the whole or any part of the issued share capital of the Group and the right to cast more than 50% of the votes which may ordinarily be cast on a poll at a general meeting becomes or is certain to become vested in the offeror and/or persons controlled by and/or acting in concert with the offeror.

The shares so converted will carry the right to receive dividends and other distributions declared, made or paid on the ordinary share capital of the Group by reference to a record date on or after the conversion date, and will rank pari passu in all other respects with the then existing fully paid ordinary shares.

## 7. DEBTORS

	2013 £'000	2012 £'000
Prepayments	73	65
Debtors	14	15
Accrued interest	33	16
	<b>120</b>	<b>96</b>

## 8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2013 £'000	2012 £'000
Grants payable (Note 3)	11,878	13,046
Finance Leases and HP Contracts	3	11
Other creditors	442	439
	<b>12,323</b>	<b>13,496</b>

## 9. CREDITORS: AMOUNTS FALLING DUE AFTER ON YEAR

	2013 £'000	2012 £'000
Grants payable (Note 3)	1,234	1,855
Finance Leases and HP Contracts	-	3
	<b>1,234</b>	<b>1,858</b>

## 10. MOVEMENT IN FUNDS

	Balance at 1 Jan 2013 £'000	Movement in funds			Balance at 31 Dec 2013 £'000
		Incoming £'000	Outgoing £'000	Change in MV £'000	
Unrestricted funds	39,236	26,758	24,071	3,621	45,544

In accordance with the Trustee reserve policy as described on page 15, the Trustees have maintained the policy of retaining sufficient reserves at the year end to cover six months' non-grant expenditure for contingency purposes.

## 11. GUARANTEE COMPANY

The Foundation is a company limited by guarantee not having a share capital. The liability of the members is limited by the Memorandum of Association to £1 each. The number of Trustees (including the Chairman) who are also members at 31 December 2013 was 12 (2012:12).

## 12. TRUSTEES' REMUNERATION AND REIMBURSED EXPENSES

The Trustees, who are also the directors of the Foundation, received no remuneration during the year. The Trustees received reimbursed expenses relating to travel and subsistence totalling £5,000 (2012: £5,000)

## 13. RELATED PARTY TRANSACTIONS

### 13a Connected Foundations

The following Foundations are connected:

Lloyds Bank Foundation for Scotland  
Riverside House  
502 Gorgie Road  
Edinburgh EH11 3AF

Lloyds Bank Foundation for Northern Ireland  
2nd Floor  
14 Cromac Place  
The Gasworks  
Belfast BT7 2JB

Lloyds Bank Foundation for the Channel Islands  
Pentagon House  
52 – 54 Southwark Street  
London SE1 1UN

Bank of Scotland Foundation  
The Mound  
Edinburgh  
EH1 1YZ

The Foundation received £7,000 (2012: £7,000) from the Lloyds Bank Foundation for the Channel Islands in respect of time spent by the Chief Executive and his staff on Channel Islands Foundation business.

### 13b Related company

The Foundation is related to Lloyds Bank Group plc as it derives its revenue primarily from Lloyds Bank Group plc. In February 2010 the Foundation reached an agreement with Lloyds Banking Group to provide a more stable and sustainable funding arrangement so as to ensure continued support to the disadvantaged communities we serve. Fixed funding of £25.2m for the years 2010-13 was agreed. From 2014 to 2020, the agreement is to receive 0.3616% of the Group's adjusted pre-tax profits/loss, averaged over three years.

The following transactions took place with Lloyds Bank Group plc during the year, and with which there were the following balances at the year end:

The Foundation received £25,242,000 (2012: £25,242,000) under deed of covenant, and £265,000 (2012: £383,000) bank interest was received due to the Foundation using Lloyds Bank Group plc as its bankers.

At 31 December 2013 a balance of £9,316,000 was held at Lloyds Bank Group plc (2012: £17,366,275) of which £2,000,000 (2012: £12,500,000) was held on short-term deposit.

## 14. OFFICE LEASE COMMITMENT

Lloyds TSB Foundation had an annual commitment under non-cancellable operating lease at 31 December 2013 which expires as follows:

	2013 £'000	2012 £'000
Over five years	-	113
Between two and five years:		
Building	113	-
Other	2	2

# Trustees

## **Professor Sir Ian Diamond:**

Foundation Chair and Trustee since July 2009, Professor Sir Ian Diamond is also Principal and Vice Chancellor for the University of Aberdeen and was previously Chief Executive of the Economic and Social Research Council. He brings a wealth of experience in the educational, funding and voluntary sectors. A social statistician, Ian Diamond's work has crossed many disciplinary boundaries, most notably working in the area of population but also in health and working with local authorities. He is currently a trustee for the National Centre for Social Research, the Population Investigation Committee and the World Wildlife Fund.

## **Professor Patricia Broadfoot CBE:**

Vice-Chair since 2012, Patricia was formerly Vice Chancellor of the University of Gloucestershire having previously been Senior Pro-Vice chancellor of Bristol University. Throughout her career as an Educationist, Patricia has worked for greater social justice. She was a Commissioner on the Marmot Commission on Health Inequalities and is currently involved with a number of organisations concerned with environmental sustainability. Patricia has extensive expertise in research and analysis and is a former Council member of the Economic and Social Research Council. She was awarded the CBE for services to social science in 2006. She has been a trustee of a number of organisations including the Bristol care trust, St Monica's. Patricia is currently Professor of Education at the University of Bristol and holds a number of advisory roles in this capacity.

## **Janet Bibby:**

Trustee until December 2013. Janet is currently Director for the National Trust Yorkshire and the North East Region. She was previously Chief Executive of the Coalfields Regeneration Trust.

## **Sir Clive Booth:**

Trustee since January 2011, Sir Clive Booth was vice chancellor of Oxford Brookes University until 1997. Since then he has pursued a portfolio career spanning a number of interests in education and the public sector. His most recent role has been as Chair of the Big Lottery Fund. He continues to advise a number of educational institutions and government bodies and is a volunteer working with charities involved in civic society and the environment.

## **Pavita Cooper:**

Trustee until June 2013, Pavita is an Independent Consultant advising organisations on Leadership, Diversity and mobilising talent. She sits on the steering group of the 30% club.

## **Rob Devey:**

Rob Devey was an Executive Director of Prudential Plc and Chief Executive, Prudential UK & Europe from 2009-2013. He joined Prudential from Lloyds Banking Group where he worked from 2002 in a number of senior leadership roles across insurance and retail banking. Prior to joining HBOS, Rob was a consultant with the Boston Consulting Group (BCG) in the UK, US and Europe. Rob started his career in building design with Ove Arup following completion of his Engineering degree at Emmanuel College, Cambridge. Rob is Chair of the Advisory Board of Business In The Community in London and is a Non-Executive Director of Octopus Investments.

## **Helen Edwards, CB CBE:**

Trustee since December 2012, Helen is Director General, Localism for the Department for Communities and Local Government. Previously she was Director General of the Ministry of Justice's (MoJ) Policy Group. She has a wealth of knowledge and experience within the criminal justice system having also previously held the position of Director General of Criminal Justice at the MoJ. She is a Fellow of the Royal Society of Arts since 1997, and a Trustee of the Washington based Eisenhower Foundation since 2000.

## **Philip Grant:**

Trustee since June 2010, Philip is Managing Director, Customer & Risk in the Consumer Finance Division, at Lloyds Banking Group. Prior to this he has held various senior positions across the Group. Philip is a past President of the Chartered Institute of Bankers in Scotland and holds an MBA from the Strathclyde Graduate Business School.

## **Catherine Kehoe**

Trustee since June 2013, Catherine is Group Brands and Marketing Director at Lloyds Banking Group responsible for developing and implementing the Group's brand strategy. Prior to joining Lloyds Banking Group, Catherine was Marketing Director at Yell Ltd where she led a team of 100 marketing specialists.

## **Alan Leaman OBE:**

Trustee until December 2013, Alan is currently Chief Executive of the Management Consultancies Association.

## **Lord Sandy Leitch:**

Trustee until December 2013, Lord Leitch is Chairman of Bupa. He is also Chairman of Intrinsic Financial Services Ltd, Chancellor of Carnegie College, and Chairman of a think tank called the Centre for Modern Families. He was formerly Deputy Chairman of Lloyds Banking Group plc and Chairman of Scottish Widows plc.

## **Mohammad Naeem:**

Trustee since June 2010, Naeem is a diversity and race relations specialist with extensive experience at executive and consultative level in policy development and implementation across public, private and voluntary sector organisations.

## **Dame Denise Platt:**

Trustee since January 2011, Dame Denise Platt was formerly the Chair of the Commission for Social Care Inspection (CSCI) having previously been Chief Inspector of the Social Services Inspectorate and Head of Social Care Policy at the Department of Health. Denise is also on a variety of boards both in the voluntary sector and public sector, including the National AIDS trust, of which she is Chair, NSPCC, the University of Bedfordshire and the Committee on Standards in Public Life.

## **Carolyn Fairbairn:**

Carolyn Fairbairn is a non-executive director at Lloyds Banking Group, and is also a trustee of Marie Curie Cancer Care. Previously a partner with McKinsey & Company and a director of the BBC, where her focus was strategy and distribution. Carolyn also was a member of the Prime Minister's Policy Unit at Downing Street, advising on health and social services. Trustee as of January 2014.

## **Baroness Hilary Armstrong:**

Baroness Armstrong is a previous parliamentary secretary to the Treasury and Government Chief Whip, and only the second woman to hold the position. She then went on to become Chancellor of the Duchy of Lancaster, Minister for the Cabinet Office and Social Exclusion. After leaving Parliament, Baroness Armstrong Chairs Changing Lives, an organisation that provides support to people with complex needs living in the North East. Trustee as of February 2014.

## **Paul Farmer:**

Paul Farmer has been chief executive of Mind since 2006, and was voted most admired charity chief executive at the 2013 Third Sector awards. He is on the Board of Trustees at Acevo and is also Chair of the Disability Charities Consortium and Chair of the NHS England Mental Health Patient Safety Board. In November 2012, Paul received an Honorary Doctorate of Science from the University of East London in recognition for achievements in promoting the understanding and support of mental health. Trustee as of February 2014.

## **Nomination Committee:**

Professor Sir Ian Diamond (Chair), Dame Denise Platt, Sir Clive Booth, Alan Leaman (until December 13), Catherine Kehoe (from January 2014)

## **Audit and Investment Committee:**

Rob Devey (Chair), Philip Grant, and Sir Clive Booth.

## **Remuneration Committee:**

Pavita Cooper (Chair, until June 2013), Helen Edwards (Chair, from June 2013) Dame Denise Platt, Professor Sir Ian Diamond, Professor Patricia Broadfoot.

## **Panels**

All trustees are members of the Grant Panels



# Foundation Staff

As of 31st December 2013

Paul Streets OBE	Chief Executive
Chris Anderson	Head of Grant Making (South)
Emma Beeston	Grant Manager
Gary Beharrell	Grant Manager
Alana Bishop	Grant Administration Assistant
Kay Carey	HR Manager
Tina Claeys	Grant Administration Manager
Sara Cooney	Grant Manager
Peter Cunnison	Grant Manager
Nerida Devane	Grant Administration Assistant
Peter Ellis	Grant Manager
Nicola Geoghegan	Grant Administration Assistant
Pat Greenwood	Grant Manager
David Harrison	IT Manager
Fouzia Iqbal	Grant Administration Assistant
Rhodri James	Head of Finance
Angela Johnson	Grant Administration Assistant
Michele Lester	Grant Manager
Mike Lewis	Grant Manager
Raymond Ntulume	Finance Assistant
Heather Rogers	Communication Officer
Trevor Smale	Grant Manager
Jude Stevens	Grant Manager
Harriet Stranks	Head of Grant Making (North)
Lynda Tahri	Communication Officer
Yvonne Taylor	Grant Manager
Emma Tregear	Grant Manager
Charlotte Williams	Executive Assistant



**Registered charity**

Number 327114

**Company Limited by Guarantee**

Registered Number 1971242

**Registered office**

Pentagon House, 52-54 Southwark Street, London SE1 1UN

**Correspondence address**

Pentagon House, 52-54 Southwark Street, London SE1 1UN

**Website:** [www.lloydsbankfoundation.org.uk](http://www.lloydsbankfoundation.org.uk)

**Email:** [enquiries@lloydsbankfoundation.org.uk](mailto:enquiries@lloydsbankfoundation.org.uk)

**Telephone** 0870 411 1223

**Fax** 0870 411 1224

**Minicom** 0870 411 1225

**Bankers**

Lloyds Bank plc, 10 Gresham St, London EC2V 7AE

**Solicitors**

SNR Denton UK LLP, One Fleet Place, London EC4M 7WS

Moorcrofts LLP, James House, Mere Park, Dedmere Road, Marlow,  
Bucks SL7 1FJ

**Auditors**

PricewaterhouseCoopers LLP, 7 More Riverside London SE1 2RT