

Annual Report and Accounts

FOR THE YEAR ENDED 31 DECEMBER 2023

ANDREW CARNEGIE HOUSE PITTENCRIEFF STREET DUNFERMLINE FIFE KY12 8AW www.carnegieuk.org.uk

The Carnegie United Kingdom Trust Incorporated by Royal Charter 1917 Registered Charity No: SC 012799 operating in the UK Registered Charity No: 20142957 operating in Ireland

Trustees, Staff and Advisers

Trustees

David Emerson CBE (Chair)

Willie Campbell

Dr Colin Firth

Megan Mathias MBE

George Murray

Aideen McGinley* OBE (Deputy Chair) (Convener of the Audit and Risk Committee)

Christine McLaughlin* (Convener of the Finance and Corporate Services Committee)

William Perrin* OBE

Mike Reid*

Professor Mark Shucksmith OBE

Albert Tucker*

*Audit and Risk Committee Members

Chief Executive

Sarah Davidson CB

Staff

Anita Aggarwal - Policy Advocate (from March 2023 until October 2023)

Amy Baker – Policy Advocate

Gillian Donald - Head of Finance, Governance and Risk (from March 2023)

Rachel Heydecker - Policy and Development Officer (until January 2023)

Adam Lang - Director of Change and Collaboration (from March 2023)

Adam Milne - Senior Policy Advocate (from January 2023)

Stuart Mackinnon - Head of Communications

Alison Manson - Senior Corporate Services Officer

Joanna McGilvray - Senior Policy Advocate (from December 2023)

Rebecca Munro - Senior Corporate Services Officer

Hannah Paylor - Policy Advocate

Jenny Peachey - Senior Policy Advocate

Liz Pullar - Finance Officer

Lucy Smith - Head of Corporate Services

Lauren Speed - Events and Communications Officer

Steven Thompson - Head of Finance, Governance and Risk (until March 2023)

Ben Thurman - Senior Policy and Development Officer (until August 2023)

Jennifer Wallace - Director of Policy and Evidence

Trustees, Staff and Advisers (cont)

Carnegie Associates

Maeve Walsh (until December 2023)

Advisers

External Auditor

Chiene + Tait LLP (trading as CT), 61 Dublin Street, Edinburgh, EH3 6NL

Investment Managers

Sarasin & Partners LLP, Juxon House, 100 St Paul's Churchyard, London, EC4M 8BU

Legal/Professional Advisers

Lindsays LLP, Caledonian Exchange, 19A Canning Street, Edinburgh, EH3 8HE

Pension Advisers

Aspira Corporate Solutions Limited, 3 Temple Quay, Temple Back East, Bristol, BS1 6DZ

HR Advisers

EVH Limited, 137 Sauchiehall Street, Glasgow, G2 3EW

The Trustees present their report with the accounts of the Trust for the year ended 31 December 2023. The accounts have been prepared in accordance with the accounting policies set out on pages 18 to 20 and comply with the Royal Charter 1917, the Charities and Trustee Investment (Scotland) Act 2005, the Charities Accounts (Scotland) Regulations 2006 (as amended) and the 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).

Introduction

The Carnegie United Kingdom Trust was set-up as an independent not-for-profit foundation in 1913, through an initial endowment of \$10m, donated by the philanthropist Andrew Carnegie, who was born in Dunfermline. The Trust was incorporated by Royal Charter in 1917 and is a registered Charity; No: SC 012799 operating in the UK and No: 20142957 operating in Ireland.

The work of the Trust is non-partisan and dedicated to improving the wellbeing of the people of the UK and the Republic of Ireland and is one of over twenty Carnegie foundations and institutes worldwide. The Trust has a strong commitment to the exchange of ideas within the jurisdictions of the UK and Republic of Ireland.

The Aims of the Trust

The remit of the Trust (Carnegie UK) has been the same since it began in 1913, although the approach has changed over time in line with our Founder's encouragement to update our methods to meet the needs of the day. We no longer take unsolicited grant applications, but are an operating foundation, using our resources to fund policy, practice and advocacy work, seeking to build partnerships with other organisations for specific pieces of work.

The Trustees are committed to a regular review of the work of the organisation and planning its future work. There is a five-year planning cycle. One of the strengths of Carnegie UK is commitment to a thoughtful and proportionate planning process, while retaining the flexibility to respond to particular issues, which may arise during the period of the plan.

Carnegie UK's Strategic Plan for 2021-2025 continues our work as an operating Trust.

Over the coming years, we intend to:

- Tackle issues that threaten aspects of wellbeing;
- Put wellbeing at the heart of decision-making; and
- Learn about wellbeing and about how change comes about.

Carnegie UK's work in 2023

During 2023, Carnegie UK undertook a wide range of activities in support of our strategic objectives:

Life in the UK Index

In November 2023, Carnegie launched the Life in the UK index, a project designed to measure the collective wellbeing of the people of the UK, looking at social, economic, environmental, and democratic aspects of life.

The research, based on a survey of 6,900 people and produced in partnership with Ipsos, found a significant wellbeing gap between older and younger people, as well as low levels of trust in government and politics across society.

The UK-wide research received substantial media coverage and interest from third parties. In addition, we produced jurisdictional reports for Scotland, Wales and Northern Ireland and organised associated events and meetings to promote the publications.

Tackling online harm

In October 2023, the Online Safety Act was given Royal Assent. This follows five years of work by Carnegie UK, working in concert with over 50 partners, to raise concerns about online safety (a threat to wellbeing) and arguing for an innovative approach to tackle the problem.

Over the course of the year, Carnegie UK provided a wide range of evidence to Parliamentarians working on the legislation, resulting in repeated acknowledgements in both the House of Commons and the House of Lords. We worked with a variety of partners to secure amendments to the Bill to ensure that it better protected vulnerable people from harm online.

Following the passage of the legislation, we decided to conclude our work on online safety because we believe that other organisations are better placed to ensure the legislation works as intended. To aid this transition we supported the development of a new Online Safety Act Network – a new organisation run by our former associate Maeve Walsh.

Measuring Wellbeing in the North of Tyne

A new guide designed to help government deliver on local priorities was launched by Carnegie UK and the Northumbria University in September 2023. The approach outlined in the document has been endorsed by the North of Tyne Mayor and the OECD.

Informed by initiatives from the North of Tyne, Scotland and Wales the document explains how local, regional or national governments can establish a wellbeing roundtable. The guide outlines an approach where representatives and experts come together to identify what matters most to local people. This information is then used to create a framework – a system to track these issues and to underpin initiatives to improve quality of life.

The publication was launched at an event in Newcastle, and follows substantial and engaged partnership working between Carnegie UK, the North of Tyne Combined Authority, and Northumbria University.

Engaging democracy

Carnegie UK established a new programme of work looking at democracy in the UK and Ireland, with a particular focus on the merits of participatory democratic initiatives like citizen assemblies and panels.

To support this work, we established a new group of Democratic Wellbeing Champions – an advisory group whose members have backgrounds in democracy, community organising, and social change. During the year, we conducted research looking at whether participatory democratic initiatives had a long-term impact on both individuals and commissioning institutions. This work is scheduled to produce outputs in 2024.

Wellbeing and the cost of living

People are eating less healthily and cutting down on exercise and socialising due to the cost of living, according to research produced by Carnegie UK in April 2023. The study urged new government support for struggling households, warning the long-term impact of these trends may be more expensive for the public purse than short-term help.

The research received widespread media attention and allowed Carnegie UK to collaborate with the Joseph Rowntree Foundation and the Trussel Trust.

Wellbeing and cultural creatives on the island of Ireland

Over the course of 2023, Carnegie UK supported activity of the island of Ireland designed to stimulate public debate about a wellbeing approach to public policy.

Working with WeAll Ireland, we provided financial and in-kind support for activities with local artists that looked at growing support for wellbeing approaches. We participated in several in-person and virtual workshops, as well as helping with organisational co-ordination.

Conversations for Scotland

Carnegie UK convened a group of interested organisations to develop a framework that would support local communities to comment on their vision for the future of Scotland, as well as the outcomes in the Scotlish National Performance Framework.

We used evidence gathered during these sessions to inform a joint response to a key government consultation. We believe the model developed during this work could be used by other organisations looking to engage the public.

Supporting wellbeing legislation in Scotland

During 2023, Carnegie UK undertook several pieces of work to support the introduction of wellbeing legislation in Scotland. These proposed laws would strengthen the Scottish public sector's approach to wellbeing policy and may see the creation of a future generations commissioner in Scotland.

To support this work, we arranged a visit to Edinburgh from Wales' former future generations commissioner who met with key elected and non-elected decision-makers. We organised several events associated with this visit and produced a short report.

Over the course of the year we delivered media and stakeholder relations work to support this agenda.

Organisational Development

We continue to commit resources to modernisation, learning and change within Carnegie UK. This includes:

Advocacy and Communications

During 2023 we established a new programme of activity designed to deliver incremental improvements to the impact of our public policy work. This work is designed to allocate increased financial and human resources for stakeholder relations, public affairs and media relations activity, which will help us deliver more effectively against our strategic objectives.

Learning about Wellbeing

Over 2023, we developed our staff and trustee knowledge about collective wellbeing through a series of interactive workshops. The programme was designed to support our new competency framework.

Our internal knowledge was supplemented with a comprehensive literature review carried out by Sheffield Hallam University Centre for Regional Economic and Social Policy (CRESR) on our behalf. We produced a report based on this literature review.

Learning about Change

From summer 2023 onward, we delivered a series of interactive workshops for Carnegie UK staff with people with insights regarding public policy change. These sessions were designed to improve the organisation's understanding of how social change comes about in the current context.

Diversity, Equity and Inclusion (DEI)

In 2022, Carnegie UK undertook a large piece of work reflecting on DEI issues with an external partner organisation. As a consequence, over the course of 2023 we updated many of our policies including those relating to trustee recruitment; staff recruitment, retention and training; and our investment and banking approach.

Over the course of 2023, we also worked to embed DEI considerations into all of our policy outputs including the Life in the UK Index and our research into the wider impact of the rising cost of living.

In 2023, Carnegie UK and the Connect Fund financially supported research by The Social Impact Consultancy (TSIC) and the EIRIS foundation looking at racial equity and investment. The Racial Equity Scorecard aims to enable investors to consider racial equity more intentionally in public market investments. It will be published in 2024.

Climate

Carnegie UK continues to be a signatory to the Funder Commitment on Climate Change, which is hosted by the Association of Charitable Foundations. In 2022-23, we undertook an eco-audit to assess our progress in reducing our environmental impact. Highlights from this audit revealed that:

- Our total operational carbon emissions have reduced from 78.6 tons in 2020, to 15.8 tons in 2022:
- We reduced the number of flights by 96%;
- We reduced our electricity consumption by 46% and switched to a green tariff, meaning we are now net zero for energy consumption;
- We developed organisational guidance on green travel, purchasing and events; and
- We changed our investment policy which now excludes any company that derives more than 5% of its revenue from the extraction and refinement of fossil fuels.

Financial Review

Reserves Policy

Capital Reserves

Carnegie UK was set up with a permanent endowment, originally gifted by Andrew Carnegie in 1913. The capital value of this endowment is maintained at a level which provides sufficient funds to meet our long term strategic goals. Income and gains in excess of those required to preserve this level of capital can be drawn down and are unrestricted.

The value of our permanent endowment fund at 31 December 2023 was £39,544k (2022 - £37,593k). £37,922k of the permanent endowment is invested in global stock markets by a professional investment manager, with a mandate to obtain best total returns, within our ethical policy, with a view to our drawing down excess returns each year based on the 7 year rolling average. This policy was implemented in 2022 and in order to transition smoothly to a lower annual drawdown, we have set fixed annual operating budgets which will use historical accumulated surpluses, thereby giving certainty to our managers on a growth mandate from now until 2026.

Revenue Reserves

At 31 December 2023 we held revenue reserves of £3,777k (2022 - £3,626k) in the form of:

- restricted funds of £6k (2022 £46k), which are earmarked for particular purposes by the donor, and cannot legally be spent on other purposes, and
- unrestricted funds of £3,772k (2022 £3,580k), which are available for application to any of our activities in furtherance of our charitable purposes. Of this, £14k (2022 £332k) has been designated for 2024 programme activity which was committed in 2023 and £26k has been designated as a capital fund to reflect the net book value of fixed assets which were funded from unrestricted funds.

Financial Review (continued)

Free reserves are those which are both unrestricted and can be easily converted to cash if required, therefore they exclude fixed assets. Andrew Carnegie House is included in our endowment portfolio so is excluded from this calculation. The net book value of the other fixed assets at 31 December 2023 was £26k (2022 - £26k), giving us free reserves at 31 December 2023 of £3,758k (2022 - £3,600k). This is because of the transition to full implementation of the 7 year rolling average value, for which we drew down sufficient funds into a short term reserve to fund the period through to 2026.

Once we have fully implemented the long term drawdown policy, it will still be necessary to hold a level of cash and short term investment in a buffer fund which will enable our managers to make the best investment decisions. It is therefore our plan to hold 9 to 12 months' expenditure in easily accessible assets. This equates to a range of around £1.2m to £1.6m on current activity.

Resources arising during the year and how they were applied

Aligned with this long term reserves policy, our resources budget for the year was £1,650k (2022-£1,750k) drawing on cash previously drawn down from the endowment fund for the period from 2021 -2025.

Programme activity

As an operating foundation, retaining skilled and experienced policy staff is crucial to enable us to deliver our programme activity. Accordingly, our programme staff expenditure comprises the main component of our cost base at £752k (2022- £946k).

From time to time, we will collaborate with other organisations where it will give best effect to our mission and we were very grateful again for the financial support provided by Luminate/Reset to enable us to bring the Online Safety Act to successful conclusion. We were also grateful for the partnership contributions of Foundation Scotland and CAPE at Northumbria University for their support in delivering programme activity.

Resources 2024 - 2026

We changed to a total return investment policy in 2021. In order to plan properly for the transition, we fixed our budgets for 2024, 2025 and 2026 in 2021, prior to the start of the high inflation environment of the past two years, which has negatively affected our planned discretionary spending on wellbeing programmes. We continue to monitor closely our budgets and long term expected returns to ensure we remain sustainable for the foreseeable future.

Investment policy

The endowment is invested to produce the best financial return that is within an acceptable level of risk and within the boundaries of Carnegie UK's ESG policy.

Carnegie UK has implemented a total return approach to its investments, generating the investment return from income and capital gains and losses. It is expected that if in any one year the total return is insufficient to meet the budgeted expenditure, the real value of the endowment will still be maintained in the long-term using a sustainable distribution policy.

Investment policy (continued)

The investment objective is to achieve long term capital and income growth ahead of inflation. The assets are managed to minimise capital erosion while generating sufficient income and growth to support the activities. The distribution policy for implementation from 2026 envisages a budget based on the average value of the investments over 7 years.

Risk Management

The Board accepts that if Carnegie UK is to achieve its charitable purposes it will have to take risks from time to time, particularly in specific policy areas. The Trustees have a duty to ensure that the Trust is financially sound and legislatively compliant and that it operates to high standards.

The Audit and Risk Committee, reporting to the Board, oversees risk assessment and management. The main tool used by the Committee to manage risk effectively is the risk register which is reviewed at each meeting, including a "deep dive" into a specific risk category, on a cyclical basis. The Committee reports to the Board each December on their annual assessment. Trustees, in consultation with the Chief Executive, will assess the actions necessary to mitigate those risks and these will form part of the strategic and operational plans for the following year.

Day to day risk management is delegated by Trustees to the Chief Executive who in turn allocates ownership of each risk on the risk register to one of the Senior Management Team. The risk register is kept under review throughout the year in harmony with the Audit and Risk Committee timetable.

The principal risks currently facing Carnegie UK and mitigating actions are:

- Our dependence on the invested assets to produce the financial resource required to deliver our charitable objectives. This risk is managed by appointment of professional investment managers and responsive long term budgetary planning.
- The quality and delivery capacity of our aspirations for wellbeing programmes.

These risks are managed through identification then regular consideration of risks from design phase through to completion in programme and management meetings.

Structure, Governance and Management

The Trustees of the Carnegie UK are responsible for the governance and strategy of the Trust. They are responsible for making sure that Carnegie UK is administered effectively and can account for its activities and outcomes.

Twelve Trustees serve for a maximum of 9 years. The Board of Trustees keeps the skill requirements for the Trustee Body under regular review. Each new Trustee receives an induction meeting with the Trust Chair, Chief Executive and staff.

Structure, Governance and Management (continued)

Trustees meet formally on a quarterly basis where they agree and oversee the broad strategy and areas of activity for Carnegie UK, within the context of the agreed Strategic Plan. The Board of Trustees agree annual budgets in line with work plans, which are then delegated to the Chief Executive and her Management team. Every five years the Trustees formally approve a Strategic Plan; the Carnegie UK Strategic Plan for 2021 -2025 was approved in August 2021 at a Special General Meeting.

Seven members form a quorum at each Board meeting. The Board appoints Standing Committees, which also meet regularly linked to the Board cycle:

- Finance and Corporate Services (Executive) Committee members support the Board in their responsibilities regarding Carnegie UK financial, investment, staff and property matters.
- Audit and Risk Committee members independently review systems of internal control with the assistance of Internal Auditors where necessary and oversee external audit procedures reporting to the Board. They also monitor risk and compliance.
- **Nominations Committee** members oversee procedures for the succession planning of new Trustees and Committee composition, and the membership of periodic working groups established by the Carnegie UK. The Committee also assists with governance issues.

The terms of reference of each Committee are included in the Trust's Standing Orders.

Carnegie UK also uses additional working groups where required to oversee specific work relating to its Charitable Objectives.

Carnegie UK considers its key management personnel to be the Trustees and the Senior Management Team. Trustees do not receive remuneration for their services. Members of Carnegie UK's Senior Management Team are each subject to regular performance and professional development appraisal and remuneration is approved at Board level.

Statement of Trustees' Responsibilities

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

The law applicable to charities in Scotland requires the Trustees to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Trust and of the income and expenditure of the Trust for that period. In preparing these accounts, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities Statement of Recommended Practice (SORP);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and prepare the accounts on the going concern basis unless it is inappropriate to presume that the Trust will continue in operation.

The Trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Trust and enable them to ensure that the accounts comply with the Charities and Trustee Investment (Scotland) Act 2005, the Charities Accounts (Scotland) Regulations 2006 (as amended) and the provisions of the Royal Charter 1917. They are also responsible for safeguarding the assets of the Trust and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Trustees are responsible for the maintenance and integrity of the Trust and financial information included on the Trust's website. Legislation in the United Kingdom governing the preparation and dissemination of accounts may differ from legislation in other jurisdictions.

Signed on behalf of the Trustees David Emerson, Chair Carnegie United Kingdom Trust

5 June 2024

Registered Charity Numbers: Operating in UK SC 012799 Operating in Ireland 20142957 Incorporated by Royal Charter 1917

INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THE CARNEGIE UNITED KINGDOM TRUST

CT:

Opinion

We have audited the accounts of The Carnegie United Kingdom Trust (the 'charity') for the year ended 31 December 2023 which comprise the Statement of Financial Activities, the Balance Sheet, the Statement of Cash Flows and notes to the accounts, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the accounts:

- give a true and fair view of the state of the charity's affairs as at 31 December 2023, and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Charities and Trustee Investment (Scotland) Act 2005 and regulation 8 of the Charities Accounts (Scotland) Regulations 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 accounts section of our report. We are independent of the charity in accordance with the ethical requirements that are relevant to our audit of the accounts in the UK, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the accounts, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the accounts 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 charity's ability to continue as a going concern for a period of at least twelve months from when the accounts 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 accounts and our auditor's report thereon. The trustees are responsible for the other information contained within the annual report. Our opinion on the accounts 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.

INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THE CARNEGIE UNITED KINGDOM TRUST

CT:

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the accounts 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 accounts 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.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Charities Accounts (Scotland) Regulations 2006 requires us to report to you if, in our opinion:

- the information given in the accounts is inconsistent in any material respect with the trustees' report; or
- proper accounting records have not been kept; or
- · the accounts are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 12, the trustees are responsible for the preparation of the accounts 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 accounts that are free from material misstatement, whether due to fraud or error.

In preparing the accounts, the trustees are responsible for assessing the charity'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 charity or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the accounts

We have been appointed as auditor under section 44(1)(c) of the Charities and Trustee Investment (Scotland) Act 2005 and report in accordance with regulations made under that Act.

Our objectives are to obtain reasonable assurance about whether the accounts 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 accounts.

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 specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed overleaf.

INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THE CARNEGIE UNITED KINGDOM TRUST (continued)

CT:

We gained an understanding of the legal and regulatory framework applicable to the charity and the sector in which it operates and considered the risk of acts by the charity which were contrary to applicable laws and regulations, including fraud. These included but were not limited to the Charities and Trustee Investment (Scotland) Act 2005, the Charities Accounts (Scotland) Regulations 2006 and 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).

We focused on laws and regulations that could give rise to a material misstatement in the charity's accounts. Our tests included, but were not limited to:

- agreement of the accounts disclosures to underlying supporting documentation;
- enquiries of the Chief Executive and the trustees;
- review of minutes of trustee meetings throughout the period;
- review of evidence provided by third parties to ensure the valuation of investments is not materially misstated;
- specific consideration was given to transactions with related parties; and
- obtaining an understanding of the control environment in monitoring compliance with laws and regulations

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the accounts 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 accounts, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the accounts is located 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 charity's trustees, as a body, in accordance with Regulation 10 of the Charities Accounts (Scotland) Regulations 2006. Our audit work has been undertaken so that we might state to the charity's trustees those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

CT
Chartered Accountants and Statutory Auditor
61 Dublin Street, Edinburgh, EH3 6NL
5 June 2024

Chiene + Tait LLP (trading as CT) is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006.

The Carnegie United Kingdom Trust Statement of Financial Activities

Year ended 31 December 2023

	Note	Unrestricted Funds £	Restricted Funds £	Endowment Fund £	2023 Total £	2022 Total £
Incoming resources arisi		_	_	_	_	_
Investments		866,352	-	15,763	882,115	876,050
Charitable activities	4	-	180,384	-	180,384	11,353
Other income		1,208	-	-	1,208	5,490
Total		867,560	180,384	15,763	1,063,707	892,893
Resources expended on:						
Raising funds		78,719	-	149,179	227,898	192,499
Charitable activities:	5	1,353,173	294,469	75,000	1,722,642	2,043,722
Total		1,431,892	294,469	224,179	1,950,540	2,236,221
Net resources expended before gains/(losses) on investments		(564,332)	(114,085)	(208,416)	(886,833)	(1,343,328)
Recognised gains/(losses) on investments Realised Unrealised	11	<u>-</u>	-	(164,470)	(164,470)	(4,859,398)
Net (resources	11			3,154,071	3,154,071	228,553
expended)/incoming resources		(564,332)	(114,085)	2,781,185	2,102,768	(5,974,173)
Transfers		756,346	73,594	(829,940)	-	-
Net movement in funds		192,014	(40,491)	1,951,245	2,102,768	(5,974,173)
Reconciliation of Funds: Total funds brought forward Total funds carried		3,579,549	<u>46,046</u>	<u>37.592,568</u>	41,218,163	<u>47.192.336</u>
forward		<u>3,771,563</u>	<u>5.555</u>	39.543.813	43,320,931	<u>41,218,163</u>

All results relate to continuing activities.

The notes on pages 18 to 30 form part of these accounts

The Carnegie United Kingdom Trust Balance Sheet

As of 31 December 2023

			2023		2022
	Note	£	£	£	£
Fixed assets:					
Tangible assets	10		764,029		785,186
Investments	11		40,368,108		37,972,396
Social Investments	12		793,515		880,252
Total fixed assets		-	41,925,652		39,637,834
Current assets:					
Debtors	13	119,184		43,025	
Investments		-		797,005	
Cash at bank and in hand	20	1,461,058	-	1,087,107	
Total current assets		1,580,242		1,927,137	
Liabilities:					
Creditors: amounts falling due within					
one year	14	(184,963)		(346,808)	
Net current assets	• -	1,0 0	1,395,279		1,580,329
Total net assets		-	43,320,931		41,218,163
		=	4313201331		71,210,100
The funds of the charity:					
Endowment funds	15		39,543,813		37,592,568
Restricted income funds	16		5,555		46,046
Unrestricted funds:	17	_	3,771,563		3,579,549
Total charity funds		-	43,320,931		41,218,163
		=			

Approved by the Trustees on 5 June 2024 and signed on their behalf by:

DAVID EMERSON, Chair of Trustees

AIDEEN MCGINLEY, Convener of Audit and Risk Committee

The notes on pages 18 to 30 form part of these accounts

The Carnegie United Kingdom Trust Statement of Cash Flows

Year to 31 December 2023

	Note	£	2023 £	£	2022 £
Net cash (outflow) from operating activities:	19	2	(1,008,056)	2	(1,156,157)
Cash flows from investing activities: Social investments Proceeds on disposal of investments Payments to acquire investments Movement in investment portfolio cash Proceeds on disposal of fixed assets Payments to acquire fixed assets		25,006,523 (22,473,397) (1,939,237) 2,185 (11,072)	-	128,318 30,657,690 (28,665,713) (791,810) - (1,440)	
Net cash provided by investing activities			585,002		1,327,045
Change in Cash and cash equivalents in the year	20		(423,054)		170,888
Cash and cash equivalents brought forward			1,884,112		1,713,224
Cash and cash equivalents carried forward			1,461,058		1,884,112

The notes on pages 18 to 30 form part of these accounts

Year to 31 December 2023

1. General information

Carnegie UK's charitable purpose is to improve the wellbeing of the people of the UK and the Republic of Ireland. It is recognised as a charity in Scotland (No SC 012799) and in Ireland (No 20142957) and meets the definition of a public benefit entity for the purposes of reporting under the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

The accounts are prepared in accordance with FRS 102 and with the Statement of Recommended Practice (SORP) and are presented in pounds sterling (GBP) as the currency in which the Trust's transactions are denominated.

2. Principal accounting policies

The principal accounting policies, judgements and estimates applied in the preparation of these financial statements are summarised below. These policies have been applied consistently to all the years presented, in dealing with items which are considered material in relation to the charity's financial statements.

(a) Basis of preparation including critical judgements and estimates

The financial statements have been prepared under the historical cost convention, with the exception of listed investments which are included at market value at the balance sheet date. Assets and liabilities are initially recognised at historical cost.

Preparation of financial statements requires the use of certain critical accounting estimates and assumptions which affect reported results and financial position and require Trustees to exercise judgement in the process of selecting and applying the accounting policies. Use of available information and application of judgement are inherent in the formation of estimates. Actual outcomes in the future could differ from such estimates.

There are no estimates or assumptions with a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements comprise:

- o Depreciation rate applied to Andrew Carnegie House, and
- o Recoverability of loans within the Trust's social investment portfolio.

(b) Going concern

The trustees have assessed the Trust's long term sustainability in the context of its endowment fund, which is fundamental to its ability to continue as a going concern and have a reasonable expectation that the Trust has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the accounts.

Year to 31 December 2023

2. Principal accounting policies (continued)

(c) Incoming resources

All incoming resources are recognised when the Trust has entitlement to the income, it is probable that the income will be received, and the monetary value of the income can be measured with sufficient reliability. Grants and donations are included in the accounts in the year in which they are receivable, which is when the Trust becomes entitled to the resource.

(d) Recognition and allocation of resources expended

A liability is recognised when the Trust has entered into a legal or constructive obligation. The Trust is not registered for Value Added Tax (VAT) so expenditure is recorded gross of VAT.

Costs are allocated to the relevant cost category in the Statement of Financial Activities as follows:

- Raising funds investment management fees. These are allocated 60% to endowment and 40% to unrestricted funds;
- Directly charitable activities costs directly attributable to wellbeing programmes
- Support costs indirect costs which enable the directly charitable activity. These
 include governance costs, which are costs of meeting the constitutional and
 statutory requirements, including audit fees and an allocation of indirect support
 costs

(e) Pension scheme

The Trust makes contributions to group personal pension plans for employees. The Trust's contributions are charged to the Statement of Financial Activities in the year in which contributions are made.

(f) Fixed assets

Expenditure of over £1,000 is capitalised if the Trust expects to gain economic benefit for more than one year.

Land and buildings comprise the Trust's share of Andrew Carnegie House. The Trust is the co-owner of this building together with the Carnegie Dunfermline and Hero Fund Trusts and the Carnegie Trust for the Universities of Scotland. Land and buildings are originally stated at cost and reviewed for impairment annually.

Depreciation is charged on fixed assets as follows:

Property 2% straight line

Fixtures, furniture, fittings & plant 2% - 25% straight line Computer equipment over £1,000 33.33% straight line

Year to 31 December 2023

2. Principal accounting policies (continued)

(q) Listed investments

Listed investments are included initially at cost and subsequently at fair value, being mid-market price at the balance sheet date. Gains and losses arising are recognised in the Statement of Financial Activities in the period in which they arise.

(h) Social investments

The Trust has an Affordable Credit Loan Fund which comprises programme related investments, in the form of concessionary loans made at below market rates and on terms designed to advance the Trust's charitable purposes.

The carrying value of the Fund represents the initial loan amounts advanced, net of repayments and any impairment.

(i) Financial instruments

The Trust has only basic financial assets and liabilities comprising investments, debtors, cash at bank and creditors. These assets and liabilities are initially recorded at cost and subsequently at market value in the case of investments and in respect of other assets and liabilities at the amounts expected to be received or paid.

(h) Cash and cash equivalents

Cash at bank comprises balances held with banks and investment managers, with a maturity of less than one year.

(i) Fund Accounting

Funds held by the Trust are:

- endowment fund originally gifted from Andrew Carnegie in 1913. The capital value should be preserved and the income arising is unrestricted;
- · restricted funds to be spent on purposes specified by the donor; and
- unrestricted funds, which can be used in accordance with the charitable objects at the discretion of the Trustees.

Year to 31 December 2023

3. Comparative statement of financial activities 2022

	Unrestricted Funds	Restricted Funds	Endowment Fund	2022 Total
	£	£	£	£
Incoming resources arising from:				
Investments	876,050	_	-	876,050
Charitable activities	-	11,353	-	11,353
Other income	5,490	-	-	5,490
Total	867,560	180,384	<i>15,763</i>	892,893
Resources expended on:				
Raising funds	77,000	_	115,499	192,499
Charitable activities:	1,655,980	262,742	125,000	2,043,722
Total	1,732,980	262,742	240,499	2,236,221
Net resources expended before gains/(losses) on investments	(851,440)	(251,389)	(240,499)	(1,343,328)
Recognised gains/(losses) on investments				
Realised Unrealised	-	- -	(4,859,398) 228,553	(4,859,398) 228,553
Net (resources expended)/incoming			===,000	===,555
resources	(851,440)	(251,389)	(4,871,344)	(5,974,173)
Transfers	961,000	-52,500,	(961,000)	-
Net movement in funds 2022	109,560	(251,389)	(5832,344)	(5,974,173)

4. Incoming resources from charitable activities	2023	<i>2022</i>
Partnership funding	Σ.	Z
Luminate	168,844	-
Others	11,540_	11,353
Total	180,384	11,353

Year to 31 December 2023

5. Resources expended on charitable activities

	Unrestricted Funds	Restricted Funds	Endowment Funds	Total 2023
	£	£	£	£
Directly charitable activity:				
Staff costs	751,060	927	-	751,987
Programme grants	26,431	9,940	-	36,371
Other programme costs	155,266	283,602	-	438,868
Other direct costs	53,951	_	75,000	128,951
Support costs (note 6)	366,465	-	-	366,465
Total 2023	1,353,173	294,469	75,000	1,722,642
Prior year				
Directly charitable activity:				
Staff costs	891,055	55,098	-	946,153
Programme grants	69,239	46,331	-	115,570
Other programme costs	235,114	160,647	125,000	520,761
Other direct costs	36,861	666	-	37,527
Support costs (note 6)	423,711	-	-	423,711
Total 2022	1,655,980	262,742	125,000	2,043,722

Year to 31 December 2023

6. Support costs

	Total	Total
	2023	2022
	£	£
Staff costs	190,585	122,808
Strategic development	_	68,983
Property	54,357	44,311
IT and related costs	37,421	87,772
Office and administration	16,276	31,775
Governance (see note7)	67,826	68,062
	366,465	423,711

2023 strategic development costs have been allocated to directly charitable activity or one of the support categories above.

7. Governance costs

	Total	Total
	2023	2022
	£	£
Staff costs	34,850	21,672
Strategic development	-	7,634
External audit fee	16,243	16,171
Trustee expenses	16,733	<i>15,025</i>
Other costs	<u> </u>	7,560
	67,826	68,062

Year to 31 December 2023

8. Analysis of staff costs

	2023	2022
	£	£
Salaries	689,706	673,322
Social Security costs	65,955	71,971
Pension costs	131,867_	144,736
	887,528_	890,029

The Trust considers its key management personnel to be Trustees, and the Senior Management Team, comprising the chief executive, 2 directors and heads of support services,

The total employee benefits of key management personnel including employer NIC and pension contributions were:	506,703	<u>458,304</u>
The number of employees, whose employee benefits (excluding employer's pension contributions) exceeded £60k and fell within the following bands, were:	2023	2022
£60,000 - £70,000	_	1
£70,000 - £80,000	1	1
£80,000 - £90,000	-	_
£90,000 - £100,000	-	-
£100,000 - £110,000	-	-
£110,000 - £120,000	1	1
The average monthly number of employees during the year was as follows:		
Policy development	11	10
Support staff	3_	4
	14	14

No Trustees received any remuneration in 2023 or 2022. Trustees are reimbursed for properly incurred expenses whilst carrying out their duties as trustees. All trustees (2022: all trustees) were either reimbursed expenses or expenses were incurred to enable them to support delivery of the charitable objectives. The total expenses incurred were £16,733 (2022:£13,054) and these comprised mainly travel, accommodation and catering expenses for attendance at Board meetings, plus venue hire for the Board meeting held off-site annually.

Year to 31 December 2023

9. Pension Commitments

Fifteen employees are in the Royal London Group Personal Pension Plan (2022 – 17), to which the Trust contributes. Trust contributions range from 7% to 13% of salary. The pension charge for the year was £131,867 in respect of the personal pension plans (2022 - £144,736) of which pension advisory scheme costs were £6,000 (2022 £6,000). There were no pension contributions outstanding at the year-end (2022 -£10,518).

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10. Tangible Assets	Land and Buildings £	Fittings & Plant £	Computer Equipment £	Total £
Cost				
At 1 January 2023	1,065,345	276,057	114,228	1,455,630
Additions		8,506	2,566	11,072
Disposals			(33,801)	(33,801)
At 31 December 2023	1,065,345	284,563	82,993	1,432,901
Accumulated depreciation				
At 1 January 2023	306,021	255,838	108,585	670,444
Charge for year	20,943	5,269	5,040	31,252
Disposals			(32,824)	(32,824)
At 31 December 2023	326,964	261,107	80,801	668,872
Net book value				
At 31 December 2023	738,381	23,456	2,192	764,029
At 31 December 2022	759,324	20,219	5,643	785,186
	7,00,0			
11. Listed Investments				
			2023	2022
			£	£
Market value			07.070.006	10 000 100
At 1 January Additions at cost			37,972,396	43,803,409
			22,473,397	28,665,713
Disposals at opening market value			(21,292,519)	(35,517,089)
Unrealised gain during year Change in cash			3,154,071	228,553 701,810
At 31 December			(1,939,237)	791,810
VI 31 December			40,368,108	37,972,396
Cost				
At 31 December			38,083,927	38,881,417
/ te Ji Doociiiboi				50,001,41/

Year to 31 December 2023

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	2023 £	2022 £
Balance at 1 January 2023	880,252	1,008,570
Interest and arrangement fees receivable	15,763	26,701
Management fees payable	(27,500)	(20,635)
Impairment provision	(75,000)	(134,384)
At 31 December 2023	793,515	880,252
13. Debtors		
	2023	2022
	£	£
Debtors and prepayments	37,289	37,133
Accrued income	81,895	5,892
Total	119,184	43,025
14.Creditors: amounts due within one year		
	2023 c	2022 c
Accruals	109,937	271,416
Other creditors	75,026	75,392
Total	184,963	346,808
15.Endowment fund		
	2023	2022
	£	£
Opening balance at 1 January	37,592,568	43,424,912
Net resources expended	(208,416)	(240,499)
Net gains/(losses) recognised in year	2,989,601	(4,630,845)
Transfers	(829,940)	(961,000)
Total	39,543,813	37,592,568

The transfer of £829,940 (2022 - £961,000) is the drawdown to fund programme activity in line with the Trust's Strategic Plan 2021 – 2025.

Year to 31 December 2023

16. Restricted Funds	Balance at 1 Jan 2022	Incoming resources	Resources expended & transfer	Balance at 31 Dec 2023
	£	£	£	£
Engaging Libraries – Wellcome				
Trust	400	_	-	400
Engaging Libraries – Wolfson				
Foundation	5,155	_	-	5,155
Online Safety – Donation	3,600		(3,600)	-
Online Safety – Luminate				
	1,431	168,844	(170,275)	-
Online Safety – Minderoo				
Foundation	35,460	-	(35,460)	-
Others	-	11,540	(11,540)	-
Total	46,046	180,384	(220,875)	5,555

The engaging libraries programme is substantially complete and we are in active discussion with partners about how best to use the fund balances. We anticipate completion of this during the current financial year.

The online safety funding supported the successful conclusion of Carnegie's work to deliver the Online Safety Act which passed into law during 2023.

Prior year comparison	Balance at 1 Jan 2022	Incoming resources	Resources expended and transfers	Balance at 31 Dec 2022
	£	£	£	£
Policy and Development				
Engaging Libraries – Wellcome				
Trust	32,419	11,353	(43,372)	400
Engaging Libraries – Wolfson				
Foundation	40,137	-	(34,982)	<i>5,155</i>
Measuring Wellbeing – North of				
Tyne Combined Authority	7,316	-	(7,316)	-
Social Harm Reduction – Donation	3,600	-	-	3,600
Social Harm Reduction – Luminate	123,931	-	(122,500)	1,431
Social Harm Reduction – Minderoo				
Foundation	90,032		(54,572)	35,460
Total	297,435	11,353	(262,742)	46,046
				·

Year to 31 December 2023

17. Unrestricted Funds	Balance at 1 Jan 2023 £	Net resources expended £	Transfers £	Balance at 31 Dec 2023 £
Designated Funds:				
Programme development	331,732	(171,826)	(146,406)	13,500
Designated capital	-	-	25,648	25,648
General Reserve	950,000		(950,000)	
	1,281,732	(171,826)	(1,070,758)	39,148
Free reserves	2,297,817	(392,506)	1,827,104	3,732,415
Total	3,579,549	(564,332)	756,346	3,771,563

Programme development funds represent the balance of funds committed during 2023 for programmes which will complete in 2024.

A **designated capital** fund has been set aside to reflect the net book value of assets funded from unrestricted funds. These exclude the Trust's share of Andrew Carnegie House, which is held in the endowment fund.

In line with the Trust's reserves policy, the general reserve has been amalgamated with other charitable funds and re-named **free reserves** to give a clearer picture of its financial position for the period from 2024 – 2026 as we transition to our long term endowment draw down policy.

Prior year comparison

	Balance at 1 Jan 2022	Net resources expended	Transfers	Balance at 31 Dec 2022
5 ' ' ' ' ' ' ' '		£	ż	ż
Designated Funds:				
Programme development	57,110	(1,524,267)	1,798,889	331,732
Charitable Initiatives	-	(16,465)	16,465	-
General Reserve	950,000			950,000
	1,007,110	(1,540,732)	1,815,354	1,281,732
Other Charitable Funds	2,462,879	689,292	(854,354)	2,297,817
Total	3,469,989	(851,440)	961,000	3,579,549

Year to 31 December 2023

18. Analysis of net assets among funds

•	Tangible fixed assets	Investments	Social investments	Net current assets	Total
	£	£	£	£	£
Endowment Restricted Funds	738,381 -	37,921,720 -	793,515 -	90,197 5,555	39,543,813 5,555
Unrestricted Funds	25,648	2,446,388	-	1,299,527	3,771,563
Total 2023	764,029	40,368,108	793,515	1,395,279	43,320,931

Prior year comparison

Ther year compansen	Tangible fixed assets £	Investments £	Social investments £	Net current assets £	Total 2022 £
Endowment Restricted Funds Unrestricted Funds: Total 2022	785,186 - 785,186	35,927,130 - 2,045,266 37,972,396	880,252 - - 880,252	46,046 1,534,283 1,580,329	37,592,568 46,046 3,579,549 41,218,163

19. Reconciliation of net movement in funds to net cash (outflow) from operating activities

		_
Net movement in funds for year including investment income Depreciation (Increase)/decrease in debtors (Decrease)/increase in creditors Gain on disposal of fixed asset Unrealised loss on social investment Unrealised (gain) on investments Realised loss on investment disposals Net cash (outflow) from operating activities	2,102,768 31,252 (76,159) (161,845) (1,208) 86,737 (3,154,071) 164,470 (1,008,056)	(5.974.173) 50,242 60,700 76,229 - (228,553) 4,859,398 (1,156,157)

Year to 31 December 2023

20. Cash and Cash Equivalents

	At 1 Jan		At 31 Dec
	2023	Cash flows	2023
	£	£	£
Short term deposit investments	797,005	(797,005)	-
Cast at bank and in hand	1,087,107	373,951	1,461,058
	1,884,112	(423,054)	1,461,058

21. Related parties

Four Trustees of the Carnegie UK Trust are also Trustees of the Carnegie Dunfermline and Hero Fund Trusts, charities registered in Scotland.

The Trust shares ownership of Andrew Carnegie House with the Carnegie Dunfermline and Hero Fund Trust and the Carnegie Trust for the Universities of Scotland. The Trust is responsible for an agreed proportion of the running costs of the building.

22. Operating lease commitments

Carnegie UK Trust has one operating lease. The charge for the year was £4,200 (2022: £nil).

The total future minimum commitment at 31 December 2023 was £14,390 (2022: £18,590), of which £6,197 (2022: £4,200) is payable within one year and the balance of £8,193 (2022: £14,390) between 2 and 5 years.