

INSPIRING PHILANTHROPY SUSTAINED SOCIAL IMPACT

ANNUAL REPORT 2016

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OUR VALUES

ACCOUNTABLE: We are accountable to our donors.

BRAVE: We believe in philanthropy's role in supporting new ideas and innovative solutions.

COLLABORATIVE: We work as a team internally and understand the added value of working collaboratively with diverse partners.

CREATIVE: We learn from what we do and fund.

ETHICAL: We apply an ethical lens to our granting and investments.

RELEVANT: We use research and learning to make sure we are funding and working on issues that are relevant to the community today.

RESPECTFUL: We respect difference within our team and our community.

OUR VISION

Inspiring philanthropy.Sustained social impact.

OUR MISSION

As a community foundation, we work in partnership with our stakeholders to lead positive change. We do this through innovative and inspired philanthropy. This includes granting, community engagement, partnerships, research, sharing knowledge, influencing policy, and impact investment.





HIGHLIGHTS 2015/16



JULY

- Signature Grant \$600,000 to VincentCare for the redevelopment of Ozanam House to increase accommodation for people transitioning out of homelessness
- Next Gen donors visit to Kids Own Publishing, **Abbotsford Convent**
- e-Connect published

AUGUST

- Youth in Philanthropy Gradation 2015, Main Hall, Melbourne Town Hall, 22 schools participated
- · Australian Community Philanthropy National Conference 2015 participation and sponsorship; aiming to encourage, inspire and support our network of community foundations

SEPTEMBER

- Seed Challenge presentations, Melbourne Museum; new solutions to employment for young people with disabilities
- Launch of The Swanson Society. Yarra Room. Melbourne Town Hall; to celebrate bequests

OCTOBER

- Flower Day 2015 grant of \$75,000 to Domestic Violence Resource Centre Victoria for SmartSafe+ App
- Seed Challenge grant recipients announced with three grant recipients sharing in \$150,000
- Annual General Meeting, Lord Mayor's Charitable Foundation Boardroom
- · Annual Report 2015 published

- Inspiring Philanthropy Celebration 2015 with The Right Hon the Lord Mayor Robert Doyle as guest orator, Zinc, Federation Square
- Launch of the Affordable Housing Loan Fund with Social Enterprise Finance Australia (SEFA)
- Connect newsletter published
- Second annual Ideas for Giving 2015 published

DECEMBER

- Celebrating Giving with donors, Portico Room, Melbourne Town Hall
- e-Connect published

FEBRUARY

· Fourth annual Grant Partners Briefing, State Library of Victoria

MARCH

- International Women's Day Launch of Time of Our Lives? research report, Queen Victoria Women's Centre
- · Second annual Community Funds Forum, Wheeler Centre

APRIL

- Launch of Feed Melbourne Appeal 2016 with Leader Community News and FareShare
- Launch of Youth in Philanthropy 2016 with 22 secondary schools and guest speaker Hire-Up Co-founder Laura O'Reilly
- Next Gen donor program visit to St Kilda beach with Port Philip Baykeeper Neil Blake OAM
- e-Connect published

Top: Professor Susan Feldman at Time of Our Lives? Right: Next Gen Port Phillip Bay visit.

GRANTS AT A GLANCE 2015/16

MAY

- Koori Youth Summit 2016
- Fourth annual Inspiring Philanthropy Oration with Professor Chris Ryan, Director at Victoria Eco Innovation Lab at the University of Melbourne, on Sustainable Cities, State Library of Victoria
- Connect newsletter published
- Annual visit by Mrs Anne Foote to Lord Mayor's Charitable Foundation for donor advised program
- Social Traders Masters Conference 2016 sponsorship; encouraging the development of the social enterprise 'for purpose' economy, especially not-for-profit social enterprises

JUNE

- Signature Grant \$1 million to Collingwood Arts Precinct for the redevelopment of Collingwood TAFE, in partnership with other foundations and the State Government
- Philanthropy seminar on data and digital technology with Lucy Bernholz, Senior Research Scholar at Stanford University's Centre on Philanthropy and Civil Society and Director of the Digital Civil Society Lab



\$9.519

CRANTS TO OUR IMPACT AREAS

\$3.861m

Education & Employment

\$1.147m

Healthy & Cohesive Communities

\$2.415m

Homelessness & Affordable Housing

\$2.096m Sustainable Melbourne

Sustainable

CRANTS SUPPORTING INNOVATION & THE EXPLORATION OF NEW IDEAS

\$4.499m (47%)

Innovation, Exploration, **Proactive & Initiative grants**

CRANTS BUILDING THE CAPACITY OF THE CHARITABLE SECTOR

\$3.192m (34%)

Capacity Building, Thrive, Material Aid, Feed Melbourne, Youth in Philanthropy, **Sector Capacity, Signature grants**

DONOR ADVISED CRANTS

\$1.828m (19%)

ABOUT US

The Lord Mayor's Charitable Foundation works to inspire philanthropy throughout the wider community to influence and support positive social change.

As a leader in the philanthropic sector we are not afraid to be innovative. We encourage the exploration of new ideas to activate discussion and test new solutions to tough social and environmental problems.

The Foundation has provided thought leadership on many of the challenging issues facing the community, especially around increasing the supply of affordable housing, older women ageing in poverty, community resilience to climate change, increasing social cohesion, and the growth of community philanthropy itself. Our leadership continues to influence both the philanthropic and not for profit sectors. As community needs have been changed, we have been flexible and progressive in our response. Our model of philanthropy is based on social change philanthropy.

We aim to increase life opportunities and promote social inclusion. Our program Impact Areas areas are organised around Homelessness & Affordable Housing, Education & Employment, Sustainable Melbourne, and Healthy & Cohesive Communities.

The Foundation has consistently addressed the social, environmental and community wellbeing issues of the day, and the results and impact of our grants program continue to emerge. Our grantmaking has been informed by research as well as our proactive granting, social investment strategies, communications programs and events. It has also provided opportunities for us to share our knowledge with the not for profit sector and wider community.

We also promote and encourage community engagement and participation in philanthropy. We support our donors by providing a range of opportunities to be philanthropists such as gifts in wills, charitable fund accounts, giving circles and giving accounts, as well as fundraising appeals.

We aim to inspire and grow a culture of philanthropy in Melbourne. At Lord Mayor's Charitable Foundation, we believe anyone can be a philanthropist and changemaker.

UNITED NATIONS SUSTAINABLE DEVELOPMENT COALS

This year, Lord Mayor's Charitable Foundation is highlighting the way our grants and initiatives respond to the UN Sustainable Development Goals through the inclusion of the SDG icons for each Impact Area. Internationally, philanthropy is playing a more active role in being part of a shared global commitment to creating a sustainable and equitable future. We are inspired by the Sustainable Development Goals Philanthropy Platform launched by the UN with the Foundation Center, Rockefeller Philanthropy Advisors and others, and the From Global Goals to Local Impact report prepared by the Council on Foundations.

Homelessness & Affordable Housing







Sustainable Melbourne











Education & Employment







Healthy & Cohesive Communities







LORD MAYOR'S MESSAGE

As we celebrate our 93rd year, Lord Mayor's Charitable Foundation has much to be proud of.

The Foundation has remained an important chapter in Melbourne's long and proud philanthropic tradition, having a profound impact on the lives of many.

As the largest philanthropic organisation in the country, over its 93 years the Foundation has provided \$100 million in grants to tens of thousands of charities with the aim of improving opportunities and promoting social inclusion.

The Foundation provides funding for grants, research, partnerships, community engagement and social investment across our four priority areas of Education & Employment, Healthy & Cohesive Communities, Homelessness & Affordable Housing, and Sustainable Melbourne.

We are also committed to continuously researching and measuring the impact of this philanthropy to ensure much-needed funding is allocated to the areas in society where it is needed most.

In the 2015-16 financial year, the Foundation provided grants collectively worth \$9.519 million to more than 800 charitable and not-for-profit-organisations. Some examples have included a \$2 million affordable housing loan to Habitat for Humanity Victoria to build new homes for low income families, commissioning a report which looks at why women are over-represented in poverty and disadvantage, \$150,000 grant to improve training and employment opportunities for young Victorians with a disability and a grant to Domestic Violence Resource Centre for a smartphone application that enables the user to collect evidence of domestic violence.

Once again I thank our Chairman Daniel Leighton and the Board of Management. I'd also like to extend my appreciation to the Foundation's staff, led by their Chief Executive Officer Catherine Brown: a champion of philanthropy.

Thank you to Deputy Lord Mayor Susan Riley, Lady Mayoress Emma Page Campbell and the Lady Mayoress' Committee for their ongoing support. You don't have to be rich with material possessions or money to be a philanthropist, but you do have to be generous and dedicated to achieving a better society.



Philanthropy comes in many forms and can be as simple as donating a small portion of your time. We couldn't do this important work without our donors and volunteers. Thank you all.

It is also fitting that we pay tribute to our founder, Sir John Swanson who established the Foundation in 1923. I was pleased once again to attend and speak at The Swanson Society annual dinner at the Melbourne Town Hall which honours those donors who have made bequests to the Foundation. I would also like to mention Eldon Foote, who selflessly donated \$130 million as a bequest to the Foundation: one of the largest bequests in Australian history which has enabled the Foundation to increase its impact today and in the future.



Lord Mayor Robert Doyle The Right Honourable the Lord Mayor of Melbourne



Above: Lord Mayor Robert Doyle with the Foundation's CEO Catherine Brown and students from Australian International Academy, 2016.

CHAIRMAN'S REPORT



It is my pleasure to present my report for the year just past. This is my last report as Chairman, in line with the Act of Victorian Parliament that governs Lord Mayor's Charitable Foundation and limits the term of office to three years. I am amazed at how quickly that time has passed, and what has been achieved by the Foundation over this period.

The past three years have marked a period of significant change in Australia's charitable sector. We have seen the growth of the Australian Charities and Not-for-Profits Commission; a stronger philanthropic sector and a greater understanding and appreciation of philanthropy than at any time over the past five decades; and a rapidly growing number of charitable organisations seeking to effect change in our society.

Melbourne and Australia also face a range of challenges: our ageing population, a period of lower growth, and difficulties in maintaining our current quality of life. All of these trends, coupled with the disruptive nature of technology are bringing wholesale changes to the way communities interact, and how charities can and do respond.

It is why over the past three years, the Foundation has grown its capacity to give, particularly through significant bequests such as those received from Mr Eldon Foote QC and Mr Arthur Martin. There is an increasing number of people who choose to establish a sub-fund or a giving circle, to be administered by the Foundation, at a fraction of the fees charged by the financial sector. But it's never just about the money. Lord Mayor's Charitable Foundation has been evolving over the past three years to be one of the most engaged philanthropic organisations in Australia in the impact areas that we actively seek to influence.

Over the past year, three items stand out as essential to the future of the Foundation as a continued force for good in our city. First, the introduction of a new technological platform that will not only reduce our administrative expenditure, but also enable richer measurement of the impact of the work we support through our philanthropic partners. Importantly we have designed the system to be able to connect and report our findings with the largest global philanthropic foundations, making Lord Mayor's Charitable Foundation the first philanthropic organisation in Australia to be reporting our impact alongside our European and American peers.

The second is the substantial work that has been undertaken to revise our approach to securely investing the corpus that also incorporates a greater portion of funds to support impact investing. The third area of significant work undertaken by the Foundation this year has been working with the State Government and the Parliament of Victoria in order to revise the Lord Mayor's Charitable Fund Act 1996.

As a foundation we are in a unique situation to be governed by an Act of Parliament and 20 years after its last review, we are pleased that we will have new legislation that takes into account the myriad changes to taxation, charity, governance and corporations law that have occurred over this time. While the bill is yet to be introduced to Parliament, the work commenced by the Board and management over five years ago, is expected to be completed in the coming months.

Each of these projects has required significant time and detailed thought and I would like to thank all of the directors and staff who have given so much time to bring these projects to a successful conclusion. In doing so I wish to publicly acknowledge those Board members who have held portfolio responsibility for the safe carriage of this work, including Andrew Baxter for his work on our new technology platform, Andrea Waters for championing the legislation and governance review, and Tony Connon and Raphael Arndt for their leadership of our investment reviews.

In reflecting on the work over the year, I continue to be inspired by the amount achieved by a small skilled team and I would like to thank all of the staff for their dedication and commitment, and to especially acknowledge the work of our Chief Executive Officer, Catherine Brown, for her ability to drive a strategic agenda while ensuring that the Foundation functions effectively and efficiently.

I would like to thank all of our granting panel experts, who give so much of their time and expertise in reviewing and ranking grants for the trustees. Similarly I would like to acknowledge and thank Robert Doyle, the Lord Mayor of Melbourne, for his ongoing commitment to the Foundation and for his generosity in always being available to me and the Foundation.

I would also like to acknowledge and pay my deep respects to Tony Connon, who after ten years, including three as Chairman, has resigned from the Board. We miss his wise counsel and wish him well. During the year Amanda Milledge and Alla Kolganova resigned from the Board and I thank them for their contribution to the Foundation as Board members. I am also pleased to welcome to the Foundation's Board of Management Raphael Arndt, who has assumed the role as Chair of the Investment Committee, and Gail Owen OAM who has joined our Governance Committee.

In conclusion, I would like to express my deep appreciation and thanks to Jay Bonnington, who as Deputy Chair has continued to provide sage advice and support. Finally I would like to thank my family, Fiona, Joshua and Rose for their support throughout the year.



Daniel Leighton
Chairman
Lord Mayor's Charitable Foundation



CEO'S REPORT



CREATING IMPACT IN A DISRUPTED WORLD

The vision of Lord Mayor's Charitable
Foundation is: inspiring philanthropy,
sustained social impact. What does this
mean in the context of today's digital and
fast changing world where our social and
environmental challenges only seem to grow
and become more complex?

For Lord Mayor's Charitable Foundation, it means getting to the root of a social or environmental problem and working with and funding organisations which are working on solutions. Our Thrive and Innovation grants programs are both supporting this in different ways – by either building organisational capability or exploring and testing new ideas.

But how do we make sure that our granting leverages more impact?

Several years ago, I met the chief executive officer of a Belgian foundation. He captured an idea that has stayed with me when he spoke of the importance of using all the tools in the philanthropy tool box if a foundation really wanted to make a difference. He did not just mean grants. He meant networks, influencing policy, research, engagement and partnerships.

Over the last few years several more tools have been added to the philanthropy tool box: one is data and another is impact investment. All of these tools have potential to add to the impact that Lord Mayor's Charitable Foundation is able to have on tough social and environmental issues. Data and impact investment have been key projects during the last year.





Disruption:
To change the traditional way that an industry operates, especially in a new and effective way.

Impact:
A powerful effect
that something,
especially something
new, has on a
situation or person.
(Cambridge Dictionary)

A highlight has been our support of the FoodPrint project as part of our Sustainable Melbourne Impact Area, which has been undertaken by the Victorian Eco Innovation Lab (VEIL) at The University of Melbourne with Deakin University. This project uses data from a diverse source to map how Melbourne is meeting our current food needs (41 per cent of our food is currently sourced locally) and how this could look in 2050 if we continue on our current trajectory (potentially 18 per cent). The issues of growing inequality and climate change could both adversely affect our food systems. Supporting a sustainable and equitable food system remains a priority for the Foundation. Good food is critical for good health and wellbeing.

After several years of learning about impact investing, the Board of Management's Investment Committee allocated 1.5 per cent of the Foundation's corpus (medium term asset allocation) towards impact investment. An impact investment is an investment that can demonstrate both a social and/or environmental and a financial return. It is not a grant.

Our first impact investment was approved late in 2015 and drawn down earlier this year. It is an Affordable Housing Loan Fund which we have established within Social Enterprise Finance Australia (SEFA) to help provide debt finance to affordable housing projects undertaken by not-for-profit organisations.

Habitat for Humanity Victoria has been the first applicant approved by SEFA and the loan will enable the organisation to construct 13 new houses for low income families. The families contribute 500 hours of sweat equity to the project, receiving a discount of five per cent on the cost of the house.

We are also pleased to support VincentCare Victoria for the redevelopment of Ozanam House, which provides accommodation for older men who are homeless in the inner city suburbs of Melbourne. VincentCare has demonstrated a creative approach to the service, building design and financing of this project. Our support has helped VincentCare leverage other support, including funds from the Victorian Government.

We put the research tool in the philanthropy tool box to good use when we funded Adjunct Associate Professor Dr Susan Feldman and Dr Harriet Radermacher to further investigate the issue of older women ageing in poverty. *The Time of Our Lives?* research report is on our website.

There are more than half a million older women over 65 living in long-term income poverty due to a combination of casual, part-time or unpaid caring work, low or no superannuation, illness, family breakdown (sometimes due to family violence) and loss of employment, sometimes due to age discrimination. We have funded Kildonan Uniting Care to undertake a feasibility study in response to this issue and they are now looking at a pilot project. Fitted for Work, Queen Victoria Women's Centre, Good Shepherd and other wise women have worked with us on this project.



Addressing youth unemployment is another critical issue for the Foundation. The Seed Challenge grants program allowed us to work with The Australian Centre for Social Innovation (TACSI) and test a new way of working with not-for-profit leaders with great ideas.

The Seed Challenge aimed to test new solutions for younger people with disabilities transitioning to employment. Following an expression of interest process, seven of these organisations were invited to a "power-up" session where they developed their service ideas further. These organisations then pitched their idea to a panel of experts and the Foundation. The three organisations selected to receive a grant include Disability Advocacy and Information Service Inc, Melba Support Services and The Bridge Incorporated.

Our support of social enterprise continues. We strengthened our partnership with Social Traders by continuing our support of the Crunch program, where not-for-profit social enterprises develop an idea into a business case with the help of Social Traders and mentors. We also funded other social enterprises run by charitable organisations directly.

As you can see from these projects we have been working more and more collaboratively, especially on practical partnerships that are tackling the issues we see as being priorities for Melbourne. This proactive work is an important development for us. We have become more outward looking and developed our knowledge and understanding to make better informed grants, through these learning relationships.

The Transforming Housing Partnership at the University of Melbourne and the Homelessness Coordination Project with the Council for Homeless Persons and City of Melbourne are examples of this. Collaboration is another tool in the philanthropy tool box that the Foundation is using to increase our impact.

Last December, I had the wonderful opportunity of joining a Funders Initiative of Foundations from all around the world who are working on a sustainable future. The Funders Initiative was hosted by the European Climate Foundation and Environmental Grantmakers Association.

Held alongside *COP 21*, the United Nation's Climate Change Conference in Paris, we learned from each other and from the many organisations and groups that presented to us. Whether they were farmers from South America concerned about food security, Health Ministers from Madagascar or the Tuvalu Islands discussing the health effects of climate change, or family foundations interested in impact investing, it was clear that there is a group of philanthropists across the world committed to supporting a just and sustainable future.

The Sustainable Development Goals Funder Platform, which is itself a collaboration of foundations and the Foundation Centre has influenced our thinking about the role philanthropy can play in helping coordinate, focus and increase achievement of the Goals. We can maximise the impact of our granting and community initiatives because we are a unique sector. These are key aspects of a foundation such as ours: mission oriented; close to the ground; bold, innovative and risk taking (informed risks); convening and catalysing; independent and autonomous; able to take the long view, and capacity builders. We have made the first connection between our Impact Areas and the Sustainable Development Goals in this annual report.

This year's *Inspiring Philanthropy Oration* was delivered by Professor Chris Ryan, the Director of the Victorian Eco Innovation Lab (VEIL) at the University of Melbourne's School of Design, on an issue close to our heart – sustainable cities. Professor Ryan is leading work on sustainable and revitalised city projects, especially in Europe. The Foundation's own Sustainable Melbourne program has three priorities: food, water and transitioning to a low carbon future.

The Swanson Society celebrated two events with donors who have made a commitment to leave a lasting legacy with the Foundation. The outstanding philanthropic leadership of the late Mr Eldon Foote QC, and more recently, the late Mr Arthur Martin, the late Miss Elzbeita Kobylanska and others are all contributing to a culture of giving in Australia. Mr Foote's exceptional bequest accounts for more than half the Foundation's funds available for granting.

It was also an honour to have our own President, the Right Honourable the Lord Mayor of Melbourne Robert Doyle, speak at our *Inspiring Philanthropy Celebration* in November on 'Melbourne as the Australian home of philanthropy'. We appreciate the Lord Mayor's genuine interest and support of the work of the Foundation.

In closing, I would like to acknowledge several people. Firstly, one of my mentors, Peter Hero, the former CEO of the Silicon Valley Community Foundation for 18 years and CEO of The Hero Group which advises tech entrepreneurs to use their wealth for social impact, passed away recently. He was a friend to many Australian community foundations and philanthropists. He will be missed.

I would also like to acknowledge the leadership of Tony Connon as Chair of the Investment Committee. Tony has recently retired from the Board after ten years of service. I particularly appreciated the way he embraced the concept of impact investment around increasing the supply of affordable housing.

Daniel Leighton has been Chairman of the Foundation for nearly three years. Daniel's deep knowledge of the not for profit sector and his understanding of the importance of supporting innovation has been important to the Foundation. He has been a most committed Chairman. The support of all our Board members is critical to the good governance and strategic direction of the Foundation. I thank them all for their most professional and thoughtful advice during the year.

Once again this year, the staff team have all played important roles making sure we met our obligations to our donors, grant partners, project collaborators and the broader Melbourne community. I have appreciated their enthusiasm and commitment as we embark on a new strategic plan, focused around making even more of a difference with the funds that have been entrusted to us.

Finally, I would like to acknowledge and thank our donors who give to the Foundation and also the leaders in the not-for-profit sector who give their talent and wonderful ideas to the community in so many ways.

Philanthropy can play a critical role in this time of change and transition. We need to make sure that all members of our community have opportunities for education, employment and social participation, and that the digital world and climate change do not exacerbate inequality.

Catherine Brown

LLB, BA, GradDip BusAdmin, FAICD Chief Executive Officer



Right: Catherine Brown with Peter Hero.

FOOTE PHILANTHROPY



Innovation Grants are supported by Mr Foote's bequest and are indicated by the EAF icon. The generosity of Mr Eldon Foote QC is unique in Australian philanthropy. Mr Foote and his wife Mrs Anne Foote established a charitable fund account with Lord Mayor's Charitable Foundation in 2001 with \$5 million, adding a further \$5 million gift the following year.

Mrs Foote advises on a donor advised grants program linked to the original gift of \$10 million made by Mr and Mrs Foote.

When Mr Foote passed away in 2004, his residuary estate was significant and was equally shared between Lord Mayor's Charitable Foundation and Edmonton Community Foundation. Both foundations serve their communities, providing both grantmaking and philanthropic giving options for donors.

The Foundation has received distributions from the various Foote estate entities totalling \$133,797,393 which are held within the Eldon & Anne Foote Charitable Fund (a sub-fund within the Foundation's Public Ancillary Fund) and the Eldon & Anne Foote Trust. The Board of the Foundation is the trustee of these funds and, following Mr Foote's passing, has full responsibility for investment and granting decisions.

Mr Foote's subsequent bequest has significantly increased and expanded the Foundation's granting capacity. The Innovation Grants are made from the Eldon & Anne Foote Trust, seeking to reflect the 'can-do' attitude that we understand Mr Foote demonstrated throughout his life as a leading businessman, Queen's Counsel and sportsman. Other funds donated from Mr Foote's estate contribute significantly to many other of the Foundation's granting programs, increasing the life opportunities of many people facing disadvantage including young people, and supporting a healthy and sustainable community.

Lord Mayor's Charitable Foundation is deeply indebted to Mr and Mrs Foote for their generosity and especially to Mr Foote for his lasting legacy, which will continue to increase the Foundation's capacity for contributing to the health and wellbeing of many communities around Australia.

Right: Mr Eldon Foote QC and Mrs Anne Foote, Melbourne.



MRS FOOTE'S ANNUAL VISIT

Each year in May, Mrs Anne Foote visits Lord Mayor's Charitable Foundation to undertake such visits and work with members of the Foundation's grants team to review grant applications as part of the Foote Donor Advised Grants program.

This year Mrs Foote was especially assisted by Kerryn Jones, one of the Foundation's program managers, and met with the Foundation's CEO, Catherine Brown and Chairman, Daniel Leighton.

Over three days Mrs Foote visited several charitable organisations who had either received a grant or submitted a funding application, including Fitted for Work, Guide Dogs Victoria and The Australian Ballet School and Marilyn Rowe House.



FOOTE DONOR ADVISED GRANTS

HEALTHY & COHESIVE COMMUNITIES Asthma Foundation Of Act Inc		Feel The Magic Limited Camp Magic - A safe place for grieving kids to grow	\$15,000
Kids live well with asthma	\$14,642	Fight Cancer Foundation Limited	410,000
Centenary Institute of Cancer Medicine and		Helping kids with cancer get back on track	\$30,000
Cell Biology The support of two named PHD scholarships and		Kids Under Cover Scholarships for disadvantaged youth in ACT & NSW	\$10,000
their contribution to the establishment of Australia Car Research Foundation - Centenary Cancer Research Ce ("ACRF-CCRC")		Lions Youth Haven Inc. The Farm Skills program for youth at risk	\$10,000
Dubbo and District Parent Support Group for the Deaf Hearing Impaired Incorporated	,	Monkey Baa Theatre for Young People 'Diary of a Wombat' - Creative development	
Hear Our Heart Ear Bus Project (HOHEBP)	\$20,000	from page to stage	\$20,000
Emerge Women and Children's Support Netv Peek-a-Boo Club™	vork Inc \$20,000	Muscular Dystrophy Association Inc. (Victori CampMDA 2016	(a) \$9,250
Guide Dogs Victoria Puppy sponsorship	\$35,000	Open House Christian Involvement Centres Youth workshop and mentoring program	\$18,500
National Heart Foundation of Australia	,	Social Ventures Australia Limited	
(N.S.W Division)		SVA Bright Spots Schools Connection	
Jump Rope for Heart Outreach program	\$5,000	('The Connection'): NSW Hub	\$28,000
RSPCA ACT		YMCA of Sydney Youth and Community	
Targeted desexing program to reduce		Services Incorporated	4
unwanted ACT cats	\$20,000	YMCA NSW Youth Parliament 2017	\$15,000
Royal District Nursing Service Limited (RDNS Keeping feet healthy with diabetes	\$50,000	Youth Off The Streets Limited "Yarr-Pai" ("My Own Learning")	\$31,650
Sunshine Coast Health Foundation (Wishlist) Waterlife: A collaborative charity event	\$10,000	SUSTAINABILITY	
•	Ψ10,000	Earthwatch Australia	
The Royal Victorian Eye & Ear Hospital Clinical research trial to significantly improve treatment options for diabetic retinopathy	\$25,000	Protecting NSW bushland through citizen science Invasive Species Council Fund	\$49,809
	\$25,000	(Norfolk Island component only)	
The Trustee for Lifehouse Australia Trust Chris O'Brien Lifehouse - Sarcoma limb-sparing		Protecting and restoring forest ecosystems of	
and prosthetic surgery equipment	\$48,000	Norfolk and Lord Howe Islands affected by invasive species	\$30,000
University of Sydney		Queensland University of Technology	
Fight retinal blindness	\$10,000	Investigating how community groups could	
EDUCATION AND EMPLOYMENT		use robots for upscaling crown-of-thorns starfish (COTS) control programs	\$20,000
Back to Back Theatre Inc		World Wide Fund for Nature Australia	
World premiere of Back to Back Theatre's new work		(WWF-Australia)	
LADY EATS APPLE at the Melbourne Festival	\$20,000	Helping halt hawksbill turtle harvest - Identifying	
Prosper (Project Australia) Incorporated Stories in the Garden	\$20,000	migration pathways and critical foraging habitats	\$30,000
Belconnen Arts Centre Inc.			
Talla Diala Davida a Talaa Tara	¢20,000		

\$20,000

Talk Blak Radio: Take Two

OUR IMPACT IN THE COMMUNITY

CRANTS TO INSPIRE PHILANTHROPY

SIGNATURE GRANTS 2016

Contemporary Arts Precinct Signature Grant: \$1 million over three years

Lord Mayor's Charitable Foundation has been supporting the concept of redeveloping the Collingwood TAFE as a Contemporary Arts Precinct (CAP) for some time. The project is a wonderful opportunity for the Foundation to support this project as a Signature Grant and leverage the support of other philanthropic partners as well as the current and former Victorian governments. The partnership with The Myer Foundation, Harold Mitchell Foundation, Gandel Philanthropy, Besen Family Foundation and The Ian Potter Foundation is a wonderful example of philanthropy and government working together for the benefit of the community.

The former Collingwood TAFE site includes three important heritage buildings dating from 1871, large open spaces and a prime inner-city location. CAP will transform this site into a major creative, cultural and community hub, with artists' studios, offices for arts organisations and creative industries, rehearsal spaces, galleries, workshops, cafes and venues for exhibitions, performances and events.

The precinct will be an arts incubator with secure, affordable tenancies (reduced market rates by 30 per cent), and programs to support artists, arts organisations, creative enterprises as well as acting as a facilitator for cross-disciplinary collaborations and nurturing public engagement with the arts.

Critically, this project aims to keep young emerging and mid-career artists producing and performing in the inner-city. It is an innovative response to the cultural homogenisation that often accompanies inner-urban gentrification as rising rents force artists out of the inner city. Providing a supportive, affordable home with co-located peers, CAP will enable artists and arts organisations to focus on making art, rather than on financial survival. This delivers clear benefits to their practice, and also to culture, community and the economy.

The Foundation is looking forward to the social and economic wellbeing outcomes that will flow from this new creative hub for small and medium creative organisations - and especially the education and employment opportunities it will offer young people.

Launch Housing: Family Supported Housing Project

Signature Grant: \$500,000

The Foundation is very pleased to have made a grant to Launch Housing for the development of an innovative response to long term affordable housing for women and their children who are seeking to re-establish their lives after leaving family violence.

The project is a partnership with Kildonan Uniting Care which will provide additional wrap around services to the residents. The project responds to some of the recommendations of the Royal Commission into Family Violence. This is a challenge grant aimed at encouraging other philanthropic and government support for this outstanding project.

The Family Supported Housing project will deliver permanent housing and supportive services for vulnerable women and their children in Victoria at a time of increasing need and demand.

The project will target women and their children experiencing child protection issues, often involving family violence and homelessness. It is intended to improve the life trajectory of these women and their children through stability and support.

GROWING A CULTURE OF THOUGHTFUL PHILANTHROPY

Australian Women Donors Network

Gender-Wise Project Phase 3 Sustainability: Exploration of the potential of the Gender-Wise toolkit and Workshop as a Social Enterprise Project

\$40.000

Social Traders

Social Traders Masters Social Enterprise Conference 2016 \$5,000

MEMBERSHIPS

Australian Environmental Grantmakers Network

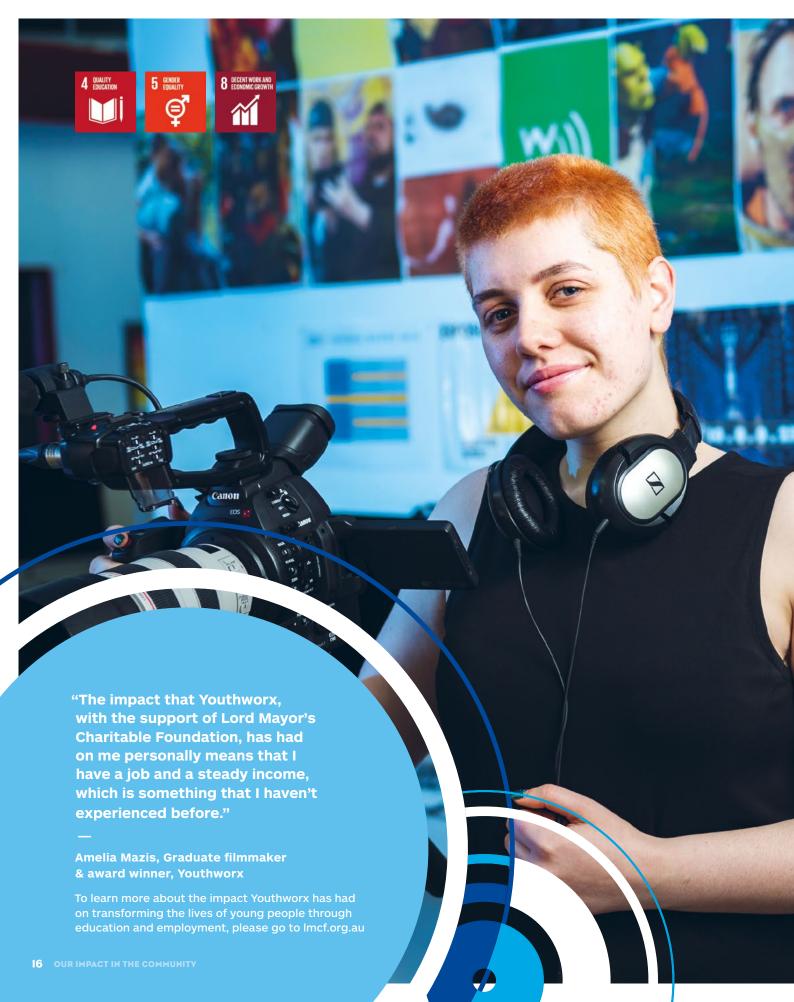
- Leading Member

Australian Community Philanthropy

- Leading Member

Philanthropy Australia

- Member





EDUCATION & EMPLOYMENT

YOUTHWORX

Lord Mayor's Charitable Foundation has been a grant partner to Youthworx **Productions since it was first established** by its founder Jon Staley in 2009.

Providing training and employment in media and film to young people who are at-risk or experiencing homelessness, the Foundation has seen Youthworx transform the lives of many young people.

Youthworx graduates rebuild their lives with recognised qualifications in filmmaking, with many working in the industry as talented filmmakers in their own right.

"With the support of Lord Mayor's Charitable Foundation, through grants and consistent employment, we have been able to develop and grow our business as a successful social enterprise.

"We have been able to provide accredited certificates in creative industries, opportunities for employment in the film and media industry, as well as nurture real positive change for young people."

Jon Staley Founder and Manager, Youthworx



IMPACT AREA

EDUCATION & EMPLOYMENT

INITIATIVE

Senior Women's Enterprise Hub (overcoming/ preventing long term income disadvantage)

Young Social Pioneers in Climate Change (employment focus)

PARTNERS

Kildonan, Good Shepherd, Fitted for Work, Queen **Victoria Women's** Centre, Nous Group, other individual women entrepreneurs

> **Foundation for Young Australians**

Lord Mayor's Charitable Foundation recognises that access to education and employment is important at all stages of life, particularly for younger and older people.

Australia has both an ageing population, with some older people wanting to remain in employment, and younger people eager to complete their education, access training and employment to begin their working lives.

This year the Foundation focussed on funding education and employment programs and projects that support vulnerable younger and older members of our community, especially those people who are severely disadvantaged, including those with a disability and those who are newly arrived to Australia.

Unemployment is highest amongst our young people aged

15 to 24

Our population is ageing with:

over the age of 65

The unemployment rate for people living with a disability:

10.2%

SEED CHALLENGE

In Victoria, the rate of unemployment for people living with a disability is at 10.2 per cent, which is almost double that of people without a disability.

In response, the Lord Mayor's Charitable Foundation launched the Seed Challenge to find and fund innovative solutions that provide meaningful work experience, mentoring and employment opportunities for young people with a disability.

After a thorough application and review process including pitching to an expert panel, the Foundation provided funding to three not for profit organisations including a major grant to Disability Advocacy & Information Service.

Employment Circles of Support Disability Advocacy & Information Service Inc.

Seed Challenge Grant \$66,000

This grant will fund a Project Officer to work intensively with three to five young adults with a disability to create Employment Circles of Support to help them find and maintain a job they feel valued in. Research shows that relationships and support networks are crucial to young people when they leave school and start seeking work.

Melba Support Services \$40,500 The Bridge Incorporated \$42,000

Below: The Seed Challenge expert advisory and judging panel included: Back row (left to right): Catherine Brown, Lord Mayor's Charitable Foundation; Matt Sheean, Youth Disability Advocate; David Brookes, Social Traders;

Front row (left to right): Graeme Innes, Attitude Foundation; Georgie Ferrari, Youth Affairs Council of Victoria; Carolyn Curtis, The Australian Centre for Social Innovation; Rick Kane, Disability Employment Australia.





OUR IMPACT 1: SUPPORTING YOUNG AND OLDER PEOPLE TO ACCESS EDUCATION AND IMPROVE LEARNING

PATHWAY TO OPPORTUNITY

Young people account for more than one third of Australia's unemployed population, and the problem is even more pronounced for young people from migrant backgrounds.

In addition to language and cultural barriers, young people from migrant and refugee backgrounds face specific challenges in getting a foothold into the job market.

Building on an earlier project, Lord Mayor's Charitable Foundation has funded the Centre for Multicultural Youth (CMY) to deliver a pilot program to help young people from migrant and refugee backgrounds find work.

Titled Pathway to Opportunity the program will create 60 new traineeships and apprenticeships over two years for young people aged 16-25 from African and Pasifika backgrounds, who have a school-leavers certificate but aren't engaged in further training or employment.

Pathway to Opportunity will initially focus on the Northern and Western suburbs of Melbourne and will be managed in partnership with AFL SportsReady and Plumbing Industry Climate Action Centre.

Participants will receive paid work experience, on the job accredited training, and mentor support from trained volunteers. CMY and AFL SportsReady will also provide follow up career advice and information on future pathways.





OUR IMPACT 2: SUPPORTING YOUNG AND OLDER PEOPLE TO ACCESS WORK

NEW RESEARCH TO SUPPORT EMPLOYMENT SERVICES FOR OLDER PEOPLE

Lord Mayor's Charitable Foundation has funded the Brotherhood of St Laurence to research new ways in which job support staff can better assist older jobseekers to find employment.

A grant of \$274,000 has been provided over two years to conduct research and develop and trial a pilot program to improve employment services and increase employment opportunities for older people.

Long-term unemployment is a serious problem for older jobseekers. Forty-two per cent of all long-term Newstart recipients are aged over 45, with 65 per cent seeking employment for over 12 months.

Research will be conducted with employment services staff and with older jobseekers at four sites within greater Melbourne. The research will then be reviewed, and a pilot training program will be developed. This program will assist staff working in employment services to work more effectively with mature age jobseekers and improve their opportunities to gain work.

Above: Brotherhood of St Laurence researchers Dr Dina Bowman, Principal Research Fellow and Ms Agathe Randrianarisoa, Senior Research Fellow presenting at COTA Victoria Seniors' Conference - Nice Work If You Can Get It, May, 2016. The Brotherhood presentation was called 'Enhancing job services for older Australians'.

EDUCATION & EMPLOYMENT

EXPLORATION		Life Saving Victoria Limited	
Banksia Gardens Community Services		Connecting the African Community - aquatic	
Banksia Coffee Cart Social Enterprise	\$25,000	education and employment program	\$41,600
Boots For All Inc		PROACTIVE	
Sport For All - Leaps and bounds		Australian Federation of Disability	
employment and training pathways	\$50,000	Organisations (AFDO) Ltd.	
Marriott Support Services		Building the capability of people with disabilities	
Beyond The School Gates - Developing		to be effective and independent	\$25,000
future model for growth and transferability	\$40,000	Foundation for Young Australians	
Victoria University - College of Arts			\$110,000
The Lab Online: A web-based mentoring platform			Ψ110,000
to support isolated young Victorians with autism to		Southern Ethnic Advisory	
develop and share their technology projects and skills	\$46,783	and Advocacy Council Inc. (SEAAC)	¢10.000
		Merger support for a more sustainable SEAAC	\$10,000
IN OUR COMMUNITY		The Trustee for Documentary Australia Found	
Ardoch Youth Foundation Limited		Ka-Ching! Pokie Nation	\$15,000
LEGO Robotics in Frankston North	\$4,500	The Trustee for Documentary Australia Found	ation
Ardoch Youth Foundation Limited		The Will to Fly Feature Film - impact campaign	\$30,000
DRUMBEAT	\$3,915	University of Melbourne - Melbourne	
Circus Oz Cultural Fund		Theatre Company (partnership grant	
A Term of Circus Oz for St Joseph's Primary School	\$5,000	with Lady Mayoress' Committee)	
	. ,	The Melbourne Theatre Company (MTC) –	
Doncaster Community Care and Counselling Centre Inc.		Youth Scholarship Course 2016	\$25,000
Corsini/Doncare Lunches	\$1,408	Weenthunga Health Network Inc.	
,	Ψ1,100	Developing the Weenthunga Network	\$25,000
Make A Difference Dingley Village Inc	ΦE 000	Youth Development Australia Limited	
Free or not so free?	\$5,000	Youthworx Productions - Enterprise development	\$25,000
Scope (VIC) Ltd			7-0,000
Community Action	\$4,560	INITIATIVE	
South Port UnitingCare		Centre for Multicultural Youth	
Bicycles Over Lunchtime	\$4,892	Pathways to Opportunities	\$75,000
Stand Up		Youth Affairs Council of Victoria (Koorie Youth	
Refugee Youth Homework Support Program	\$5,000	Council)	
	. ,	Koorie Youth Summit 2016	\$20,000
The Holland Foundation Youth Employment Pathways Project	\$5,000	Youth Development Australia	
Youth Employment Pathways Project	\$5,000	National Youth Transitions Short Film, When I Grow Up'	\$10,000
The Song Room			Ψ10,000
Meadow Heights Creative Harmony	\$4,500	Youth Plus Foundation	#2.050
Travellers Aid Australia		Kurdish Youth Forum	\$2,050
Access to Education	\$3,200	Youth Plus Foundation	
		Mental Health Art Exhibition	\$2,538
INNOVATION	EAF		
Brotherhood of St Laurence		SEED CHALLENGE	
Enhancing Job Services For Older Australians	\$141,132	Disability Advocacy & Information Service Inc	¢44.000
Good Cycles Limited		Employment Circles of Support	\$66,000
Community Bike Hubs - A social franchise model	\$62,500	Melba Support Services Inc.	
		Good Food Creates Good Jobs!	\$40,500

The Bridge Incorporated	
INteractive Work Experience	\$42,000
SIGNATURE	
Contemporary Arts Precinct	
Collingwood Arts Precinct	\$600,000
THRIVE	
ILBIJERRI Theatre Company	
MARGUK: Education and Learning	\$40,000
The Social Studio	
Catering Development Project	\$40,000
catering bevelopment rigest	Ψ 10,000
The Venny Inc.	
Pathway to Sustainability	\$40,000
CAPACITY BUILDING	
Polyglot Puppet Theatre Ltd Kids In Control – An arts residency framework	\$25,000
kids in Control – Arrants residency framework	\$25,000
St Martin's Youth Arts Centre	
Building a sustainable scholarship program	\$15,000
Theatre Works Limited	
Theatre Works Development, Partnerships	
and Philanthropy Program	\$25,000
<u></u>	,

SECOND YEAR CRANTS

CAPACITY 4 GRANTS - \$80,000

INNOVATION 3 GRANTS - \$324,500

SURVIVE & THRIVE 7 GRANTS - \$159,000

THIRD YEAR CRANTS

CAPACITY 3 GRANTS - \$65,000 SURVIVE & THRIVE 4 GRANTS - \$65,000



Above: Kerryn Jones, Program Manager and YIP Mentor, seated second from left, with students from Hume Secondary College.

YOUTH IN PHILANTHROPY 2015

Lord Mayor's Charitable Foundation celebrated another wonderful year of Youth in Philanthropy with more than 150 students and teachers participating in the program in 2015. Since 2002, students and teachers from 22 schools across Melbourne have worked together to participate in the Foundation's grants programs.

22 schools

66 charitable and not-for-profit organisations

\$328,000 in grants

The aim of the program is to inspire philanthropy in young people by providing them with an experience that will increase their knowledge and understanding of the philanthropic and not-for-profit sectors and social change.

As part of the program, student grant committees are formed by each school who are then asked to assess three grant applications from eligible not-forprofit organisations.

In 2015, the students were invited to participate in a half day philanthropy workshop held in April at the Melbourne Exhibition and Convention Centre and then present their recommendations to the Foundation's Board of Management during the Youth in Philanthropy Graduation evening held every year in August at the Melbourne Town Hall.

Lord Mayor's Charitable Foundation would like to acknowledge the generous support from the mentors who help to guide the students through the Youth in Philanthropy program.

Thank you to the 2015 participating schools, charitable organisations, mentors and staff for their contribution to Youth in Philanthropy.

Below: (centre) Alick Weber, Program Manager and mentor with students from Carrum Downs Secondary College at the Youth in Philanthropy Workshop, April 2016. Right: MLC students at the Youth in Philanthropy Graduation event, August 2015. 2016 Youth in Philanthropy Youth Grantmakers





YOUTH IN PHILANTHROPY **SCHOOLS AND MENTORS 2015**

Australian International Academy

Petrina Dorrington

Brighton Grammar School

Darren McConnell

Broadford Secondary College

Alba Granados

Camberwell Grammar School

Judy Buchan

Carrum Downs Secondary College

Alick Weber

Haileybury College

John Anderson

Hume Central Secondary College

Kerryn Jones

Ivanhoe Grammar School

Catherine Brown

King David School

Allan Kaufman

Lauriston Girls' School

Daniel Leighton

MacRobertson Girls High School

Elizabeth Logan

Melbourne Girls College

Anita Hopkins

Melbourne Grammar School

Wendy Lewis

Melbourne High School

Jon Michail

Methodist Ladies College

Mike Zafiropoulos

Mt Scopus Memorial College

Kim Sullivan

Parade College

Mike Bowen

Ringwood Secondary College

Stephanie Orr

St Michael's Grammar School

Roger Leeming

Trinity Grammar School

Tony Scott

University High School

Jon Edwards

Werribee Secondary College

Suzanne Doig



HEALTHY & COHESIVE **COMMUNITIES**

JUSTICE CONNECT HOMELESS LAW: WOMEN'S HOMELESSNESS **PREVENTION PROJECT**

With family violence the most common cause of homelessness in Victoria for women and children, Justice Connect Homeless Law launched its Women's Homelessness Prevention Project (WHPP) with the aim of providing legal assistance combined with intensive social support.

Justice Connect Homeless Law provides pro bono legal services to people experiencing disadvantage as well as the community organisations providing support to them.

Since 2013, Lord Mayor's Charitable Foundation has provided three grants to Justice Connect enabling them to implement this innovative and integrated model of legal assistance. Over the past two years 102 women and 157 children have been assisted, with most keeping their housing or safely rehoused and rebuilding their lives.

"Through legal representation and intensive social work support, the WHPP is preventing homelessness, and the hardship and social dislocation that comes with it, for Victorian women and children," said Lucy Adams, Manager and Principal Lawver for Homeless Law at Justice Connect Homeless Law.







IMPACT AREA

HEALTHY & COHESIVE COMMUNITIES

INITIATIVE

PARTNERS

Placed-based **Philanthropy** project (western suburbs)

Gandel Philanthropy, **Colonial Foundation** (planning stage)

Building on the work that has been achieved so far in promoting healthy and cohesive communities, Lord Mayor's Charitable Foundation has added a focus on finding solutions to the issues that will affect the health, social and environmental wellbeing of communities including the impact of climate change.

As part of the Healthy & Cohesive Communities Impact Area, priority has also been given to not-for-profit organisations with programs and projects that support age friendly communities, build community resilience in the face of climate change and support social cohesion including supporting age friendly communities, opportunities for increased social participation as well as supporting disability and cultural diversity.

FAMILY VIOLENCE

for women & children is the major cause of homelessness

45%

of residents participate in arts & cultural activities 66%

of residents participate in sport & physical education



more than 200 languages are spoken in Australia

OUR IMPACT 1: SUPPORTING THE BUILDING OF AGE FRIENDLY **COMMUNITIES AND ACEING WELL**



The research highlighted the key risk factors that often contribute to the feminisation of poverty and disadvantage.

TIME OF OUR LIVES?

As part of Lord Mayor's Charitable Foundation's strategic initiative to address the issue of older women ageing in poverty, the Foundation commissioned Adjunct Associate Professor Dr Susan Feldman and **Dr Harriet Radermacher from Monash University to conduct research** into the factors that contribute to poverty in older years.

Time of Our Lives? was launched as part of International Women's Day at the Queen Victoria Centre with guest speaker Sue Hendy, former CEO at Council to the Ageing, and Dr Susan Feldman and Dr Harriet Radermacher.

The research highlighted the key risk factors that often contribute to the feminisation of poverty and disadvantage especially among older women in Australia. It also aims to increase knowledge about how inequitable circumstances affect women's capacity for employment, economic and social participation as well as positive strategies and programs to improve economic and social opportunities.

"Retirement should be the time of our lives, however many older women find themselves vulnerable to financial stress or struggling to maintain housing despite the vital role they have played in economic and community life.

"This unique and powerful report gives a voice to the more than half a million older Australian women living in long-term income poverty," said Catherine Brown, Chief Executive Officer of Lord Mayor's Charitable Foundation.

Below: The Foundation's CEO Catherine Brown with (left) Adjunct Associate Professor Dr Susan Feldman and Dr Harriet Radermacher from Monash University and Sue Hendy, former CEO at Council on the Ageing (COTA) Victoria.



OUR IMPACT 2: SUPPORTING COMMUNITIES TO BUILD RESILIENCE IN THE FACE OF **CLIMATE CHANGE**

CLIMARTE: ART+CLIMATE=CHANGE

In 2015 Lord Mayor's Charitable Foundation provided a Proactive **Grant of \$50,000 to Climarte for the Art+Climate=Change Festival** dedicated to promoting the role arts can play in highlighting the environmental issues and effects of climate change.

Held in Melbourne during April and May, Art+Climate=Change was also supported by many high profile organisations including The Ian Potter Museum of Art, Centre for Contemporary Photography, Heide Museum of Modern Art, and the Australian Centre for the Moving Image. The festival included over 20 curated exhibitions at leading galleries and museums, with keynote lectures, music concerts and forums featuring local and international guests.



Climarte won a Melbourne Award 2015 for Art+Climate=Change

OUR IMPACT 3: SUPPORTING SOCIAL PARTICIPATION OF ALL YOUNG AND OLDER PEOPLE TO STRENGTHEN **SOCIAL COHESION**

LIFE SAVING VICTORIA

In 2013, Life Saving Victoria (LSV) launched a new pilot training program for young people from culturally and linguistically diverse backgrounds (CALD) to be trained in community water safety. A major aim of the program is to employ graduates as pool lifeguards as well as providing other water safety volunteering opportunities.

LSV saw this program as a great way to include young people from CALD backgrounds in safe water recreation and also help reduce the high youth unemployment rate within CALD communities. Unemployment for CALD youth in Victoria is at 45.7 per cent, compared to young people born in Australia at 28.8 per cent.

Lord Mayor's Charitable Foundation has provided a grant to provide funding for the next stage of this training program. Still engaging with the CALD community, but with a focus on African communities, results show the program not only provided essential training and employment opportunities but also participants developed self-esteem, respect, a sense of belonging and a connection to their local community in a positive way.

LSV's CALD Manager David Holland said, "All aquatic leisure centres across Victoria need trained staff to ensure aquatic participants are safely using their facilities. With Victoria's growing CALD community, our graduates are now employed as life savers encouraging members of their own communities to actively participate safely in aquatics."

Below: Life Saving Victoria Pool Lifeguard training graduates.



HEALTHY & COHESIVE COMMUNITIES

(partnership grant with Room to Create Fund) Room to Create – new studio and changing rooms \$25,000

Claremont & South Port Aged Care Ltd (Cas Exploration of intergenerational living model for	spa Care)	(partnership grant with Gandel Philanthropy) Arts West: Audiences, advocacy and austainability	\$20,00
use in residential aged care	\$36,352	Kildonan Uniting Care	
Domestic Violence Victoria		Women's Enterprise Hub Feasibility Study	\$50,00
Expanding early family violence intervention n Victoria - a blueprint	\$36,480	La Trobe University Transmission - The Journey from AIDS to HIV	
Eastern Health - Turning Point		(film and classroom materials)	\$19,81
Alcohol Use On The Rise: Preventing alcohol-related harms in an ageing population	\$49,514	Smiling Mind Strengthening the Smiling Mind technology platform	\$50,00
IN OUR COMMUNITY		FLOWER DAY APPEAL	
Ardoch Youth Foundation Limited Motor Skills and Creative Play Program	\$4,329	Domestic Violence Resource Centre Victoria SmartSafe App+	\$75,00
Mayflower Brighton			
Mayflower Garden makeover for residents with dementia	\$4,600	THRIVE Social Security Rights Victoria Inc.	
Open Family Australia		Human-centered re-design for SSRV's business model	\$40,00
Teens2Teens	\$5,000	Step Back Think Inc.	
Sunbury Community Health Centre Fitness Fun For Everyone	\$5,000	Financial Sustainability: Securing the future of Step Back Think to continue the prevention of social violence	\$40.00
The Malpa Project	\$5,000	Women's Legal Service Victoria	Ψ.ο,σο
Young Doctors	\$5,000	Establishing a social enterprise family law	¢40.00
VICSEG NEW FUTURES Breakfast Club	\$5,000	firm to support women to live free from violence	\$40,00
Villa Maria Society		SECOND YEAR GRANTS	
Crash and Learn	\$4,903	CAPACITY	
Wild at Heart Community Arts		1 CRANT - \$8,006	
Quiet Voices	\$5,000	INNOVATION 2 GRANTS - \$100.000	
Women's Information Support and Housing in the North Inc.		SURVIVE & THRIVE	
Love Bites - School-based domestic and family		6 GRANTS - \$136,000	
violence and sexual assault prevention program	\$4,522		
INNOVATION			
Arts Access Victoria			
Connecting The Dots - Arts and mental health project for young people	\$65,000		
PROACTIVE			

HOMELESSNESS & AFFORDABLE HOUSING

HABITAT FOR HUMANITY VICTORIA

This year Lord Mayor's Charitable Foundation was pleased to announce that Habitat for **Humanity Victoria was the first successful** applicant to receive funds from the newly established Affordable Housing Loan Fund with Social Enterprise Finance Australia.

This is the Foundation's first impact investment. An impact investment is designed to produce a social and/or environmental return, and financial return. Impact investment increases the funds available for social investment.

Habitat for Humanity has been providing housing to low income families for the past 18 years in Victoria and has received several grants from the Foundation over the past eight years.

The loan will assist the organisation to construct new homes for low-income families in Greater Melbourne and regional Victoria, specifically Yea, Geelong and the Mornington Peninsula.

Philip Curtis, Habitat for Humanity's Executive Director said "We believe low-income families deserve access to affordable housing. We believe in the empowerment that flows from home ownership, and the improved long-term outcomes it generates in the areas of education, employment, health and lifestyle for parents and children. This loan will help us increase the pace of construction, and to build more homes."







IMPACT AREA

HOMELESSNESS & AFFORDABLE HOUSING

INITIATIVE

Transforming Partnership

Coordination **Project**

PARTNERS

The University of Melbourne, State Government, Maddocks, **Brotherhood of St Laurence,** Launch Housing, City of Melbourne & others.

City of Melbourne (co-funder), all not-for-profit organisations providing homeless services in the Melbourne CBD.

Over the past 12 months the rate of homelessness, particularly in Melbourne's CBD and outer suburbs, has been increasing steadily with more than 18,500 people reported as not having a safe, secure and permanent place to call home.

The Foundation continues to investigate new and innovative ways in which it can contribute to increasing the supply of affordable housing and prevent entry into homelessness especially for women and their children, and young people. It is now well known that safe, stable housing lays the foundation for children and young people to successfully participate in education and employment. The Foundation aims to reduce the cycle of entrenched homelessness.

18,500

Homeless in Melbourne 42%

of whom are under the age of 24

1 in 5

households spend more than 30 per cent on housing

OUR IMPACT 1: INCREASING THE SUPPLY OF AFFORDABLE HOUSING

HOMEGROUND REAL ESTATE

Although Melbourne has been ranked as the world's most liveable city for the past six years, housing continues to be amongst the most expensive in the world.

Lord Mayor's Charitable Foundation is constantly seeking new and innovative ways to increase the supply of affordable housing for people on low incomes. Secure housing provides a stable base to support education, training, and employment.

A grant of \$50,000 from the Foundation helped launch HomeGround Real Estate, an exciting new social enterprise developed to tackle the issue of affordable housing in Melbourne. HomeGround is a not-for-profit based in Collingwood whose aim is to end homelessness in Melbourne. The organisation provides housing and support to nearly 10,000 households each year through various programs.

HomeGround approached the Foundation for funding after deciding that a social enterprise was a great way to increase their capacity to help keep people at risk of homelessness in safe, affordable and sustainable housing.

Landlords can now choose to list their property with HomeGround Real Estate, Australia's first not-for-profit real estate agency. The agency will rent the property at full market rate and the agent's commission will be used to fund housing projects for people experiencing disadvantage.

OUR IMPACT 2: EARLY INTERVENTION TO PREVENT HOMELESSNESS

DOMESTIC VIOLENCE RESOURCE CENTRE VICTORIA

With the support of our donors, the 2015 Flower Day Appeal raised \$75,000 and a grant was made to Domestic Violence Resource Centre Victoria (DVRCV) to develop a mobile phone app to support women experiencing family violence.

Known as the SmartSafe+ App it assists users to collect evidence to help support their case against an abusive partner or family member. Users of SmartSafe+ are able to save evidence such as threatening phone calls and text messages, or photographic and video evidence of an assault or incident to a secure cloud account. SmartSafe+ users can then confidently report intervention order breaches, learn more about tech safety and find information about family violence and legal services.

This ground breaking technology has been welcomed and supported by the not-for-profit, legal and emergency services sectors as it provides claims of abuse and assault with clear and precise evidence. It has greatly assisted these sectors to improve the safety and support for women to access the justice system.

Recently Lord Mayor's Charitable Foundation was excited to report that DVRCV was awarded the Premier's Award for Technology, with the state government now in negotiations with DVRCV to fund phase two of the SmartSafe+ app project.



HOMELESSNESS & AFFORDABLE HOUSING

EXPLORATION Housing For The Aged Action Group In My Experience: Independent living unit residents speak up about their housing	\$50,000	St Kilda Mums Inc. Building Sustainability Project – St Kilda Mums, Geelong Mums and Eureka Mums Victorian Women's Housing Association Ltd	\$20,000
Swinburne University Of Technology Institute Of Social Research Children's Housing & Locational Disadvantage: A child and young people-focused analysis	\$49,925	(Women's Property Initiatives) Enhancing communication and profile of WPI BASIC NEEDS	\$40,000
Wesley Mission Victoria Exploration of tools to assist mainstream agencies in identifying women and children experiencing family violence to better facilitate effective early intervention and support responses	\$50,000	C Care Inc. Helping-Hand for Emergency Living Provisions (HELP) Care & Communication Concern-Welfare Services Inc. (Concern Australia Welfare Inc.) Staying Connected	\$10,000 \$10,000
INNOVATION Monash University – Institute Of Transport Studies, Department Of Civil Engineering Housing and Transport Affordability	\$90,000	Emerald Hill Mission Inc. Education Program St Kilda Mums Inc. Safe sleep for all babies	\$10,000 \$9,882
Western Community Legal Centre Limited Restoring Financial Safety: A response to economic abuse PROACTIVE University of Melbourne	e \$87,750	The River Nile Learning Centre Inc. Educating New Arrivals – workbook, notebook and IT resources Uniting Care Werribee Support and Housing (UC) Youth Homelessness Prevention Brokerage	\$8,400 CWS&H) \$10,000
LGBT Homelessness Project Justice Connect (partnership grant with Gandel Philanthropy) Women's Homelessness Prevention Project	\$10,000 \$50,000	West Welcome Wagon Inc. Educational opportunities for asylum seekers Zoe Support Australia	\$10,000
The Salvation Army, SalvoCare Eastern - Penir (partnership grant with Frankston Community Community Roof Project - Providing hope for vulnerable homeless people to secure stable housing		Uniforms and books for disadvantaged students FOOD SECURITY SecondBite The Ugly Juice Truck	\$10,000 \$32.000
Council to Homeless Persons (partnership grant with City of Melbourne) Melbourne Homelessness Service Coordination Project	\$80,000	Sustainable Living Festival Grow it Local Melbourne	\$70,000
Women's Property Initiatives (partnership grant with Australian Women's Donor Networl The House Project (St Albans)	k) \$30,000	SECOND YEAR GRANTS CAPACITY 2 GRANTS - \$76,400	
SIGNATURE Launch Housing (in collaboration with Kildona Uniting Care) Family Supportive Housing Project	n \$400,000	INNOVATION 3 CRANTS - \$266,570 SURVIVE & THRIVE 5 CRANTS - \$150,000	
THRIVE			

\$30,000

of volunteers and staff

Project New Dawn Ltd

Community Hubs Australia

Management Capacity - Training and development

Project New Dawn: Growing impact through partnerships \$30,000

OUR IMPACT ADDRESSING FOOD SECURITY





Since 2011, Lord Mayor's **Charitable Foundation** has provided almost \$1.5 million of additional funding to local food programs helping vulnerable people in the community.

FEED MELBOURNE APPEAL

For the past eight years the Feed Melbourne Appeal has been working to reduce Melbourne's growing food insecurity problem.

Since 2011. Lord Mayor's Charitable Foundation has supported the Appeal as a partner along with Leader Community News and FareShare. The Appeal aims to reduce food insecurity by providing grants to food service charities for the purchase of kitchen infrastructure and food. Food service charities have reported an increase in demand for food and have relied on the Feed Melbourne Appeal to help them meet the food needs of people living in very challenging circumstances.

The 2016 Appeal raised \$201,000 which has been matched by the Foundation to achieve a final fundraising total of \$402,000. The Foundation will distribute these funds as grants in September to approximately 30 food service charities as well as FareShare.

In 2015 Transit Food Support in Narre Warren received a \$15,000 Feed Melbourne Appeal grant which enabled them to buy a second-hand van for their thrice-weekly food collections.

"It's been absolutely amazing. Previously I was doing two trips each time to pick up the food we needed and the van has helped to reduce the number of trips to collect food," said Transit's co-ordinator Keith Vethaak.

Above: The Foundation's CEO Catherine Brown with (left) Marcus Godinho, CEO at FareShare, and John Trevorrow, Editor-in-Chief at Leader Community News. Photo credit: Sarah Matray, Leader Community News.

Below: Volunteers at Transit Food Support





SUSTAINABLE MELBOURNE



SUSTAINABLE LIVING **FESTIVAL - GREAT LOCAL LUNCH**

The Sustainable Living Festival has been an annual event on Melbourne's summer calendar for the past 17 years.

The Festival has grown to become Australia's leading and largest sustainability festival with more than 150,000 visits and organisations participating in a range of interactive workshops, events, talks, demonstrations, artworks, exhibits, films and live performances.

In 2014, Lord Mayor's Charitable Foundation provided a grant to launch the Grow it Local Melbourne campaign as part of the Festival's 2015 calendar of events. In line with the Foundation's impact area of Sustainable Melbourne, the project aims to promote and encourage the development of local sustainable food systems.

In 2016 the project returned to imbed a major cultural event that highlights the importance of urban agriculture. The feature event was the Great Local Lunch on the banks of the Yarra River. The campaign brought together local food producers, farmers, backyard growers and top foodies in a public education campaign targeting wider Melbourne.



IMPACT AREA

SUSTAINABLE MELBOURNE

INITIATIVE

PARTNERS

Feed Melbourne Appeal

FareShare, **Leader Community** News

FoodPrint project

Victorian Eco Innovation Lab, University of Melbourne, Deakin University

We are all dependent on the natural systems that support us. How we manage, protect and support those systems will determine the sustainability of those systems and our own.

This year the Sustainable Melbourne Impact Area is focused on supporting communities to transition towards energy efficiency and renewable forms of energy generation, more sustainable food systems and improving the health of waterways throughout the city.

The Foundation is committed to supporting new solutions to current environmental issues as well as fostering the positive social change that is required to ensure a more sustainable Melbourne today and in the future.

12.3%

of dwellings in metropolitan Melbourne now have solar installed



People residing in metropolitan Melbourne use around 160 litres of water per person per day

Metropolitan **Melburnians recycle** around

of all kerbside waste

OUR IMPACT 1: TRANSITIONING TO A LOW CARBON ECONOMY

ALTERNATIVE TECHNOLOGY ASSOCIATION

With 87 per cent of Australians supporting rooftop solar, and a solar system sold every three minutes, it comes as no surprise that community groups across the country are increasingly pursuing local, community-owned solar energy projects.

In 2013, Lord Mayor's Charitable Foundation funded the Alternative Technology Association for the development of the Sunulator, a tool designed for community groups that ensures the best possible environmental and financial outcomes for rooftop solar installations.

Sunulator quickly became popular with both community groups and the residential market, and the Alternative Technology Association identified a need for a simplified version of the tool, tailored to household and small business installations. They also saw the need for the integration of solar battery data as solar batteries became more widely available on the market. In October 2015, the Foundation made an additional grant of \$60,000 to the Alternative Technology Association for Scaling Up Community Solar. This grant will allow the Alternative Technology Association to update the Sunulator for wider use by the community.

MELBOURNE AWARDS 2015

Two projects funded by the Lord Mayor's **Charitable Foundation received** recognition at the 2015 Melbourne **Awards for contribution to sustainability** by a community organisation:



Climarte **ART+CLIMATE=CHANGE Festival**

For highlighting the challenges of climate change through visual arts.



Alternative Technology Association

For Sunulator



OUR IMPACT 2: BUILDING SUSTAINABLE FOOD SYSTEMS

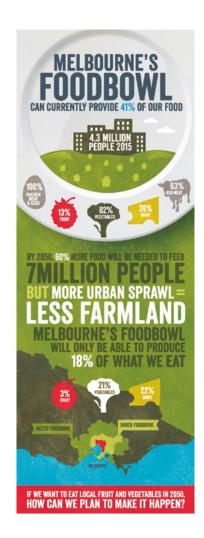
FOODPRINT

Foodprint Melbourne is a two-year collaborative research project by Victorian Eco Innovation Lab (VEIL) at The University of Melbourne with Deakin University and is funded by Lord Mayor's Charitable Foundation.

The project is analysing Melbourne's food consumption, food supply and cataloguing what food is being grown in the city's food growing areas. It is also investigating how we can continue to supply locally grown food to our rapidly expanding population which is predicted to reach seven million by 2050.

Research has proved that our city-fringe farmland grows enough food to meet 41 per cent of the Melbourne population's overall food needs. By 2050, 60 per cent more food will be required to meet the needs of our growing population however only 18 per cent of our overall food will be met due to urban sprawl.

The project has revealed that approximately 758 gigalitres of water is needed to grow enough food to feed Greater Melbourne for a year and that we could be using our water more efficiently. By using just 10 per cent of the recycled water produced by Victoria's water treatment plants we would have enough water to grow half of the vegetables consumed by the population of Melbourne.





SUSTAINABLE CITIES FORUM

Lord Mayor's Charitable Foundation was pleased to welcome Professor Chris Ryan from Victorian Eco Innovation Lab (VEIL) as guest speaker at our Sustainable Cities Forum held at the State Library in May.

Dr Ryan outlined ways in which we can support the development of communities of the future by embracing innovative best practice in architecture, planning, design and technology to ensure more sustainable living standards.

Professor Ryan was joined by Dr Rob McGauran from Monash University and Dr Rachel Carey from VEIL at The University of Melbourne along with the Foundation's CEO Catherine Brown for a panel discussion on how we can best plan for Melbourne's future. The panel facilitator was Misha Ketchell, managing editor at The Conversation.

Visit Imcf.org.au to watch Professor Chris Ryan's oration at the Foundation's Sustainable Cities Forum.

Left: Sustainable Cities Forum - (centre) Professor Chris Ryan with Dr Rob McGauran and Dr Rachel Carey.

IMPACT 3: PROTECTING OUR WATER ECO-SYSTEM

RMIT MICROPLASTIC POLLUTION RESEARCH

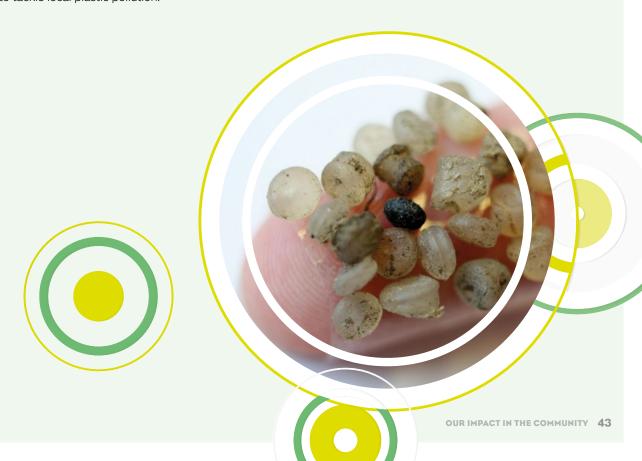
An Innovation grant of \$67,500 from Lord Mayor's Charitable Foundation to RMIT University is funding a research project to understand the prevalence of microplastics in Melbourne's waterways.

The project will collect and analyse data to understand and determine the extent of the microplastic problem in the Port Philip area.

Microplastics are tiny pieces of plastic ranging in size from being invisible to the naked eye to just a few millimetres in diameter. They form from larger pieces of degrading plastic such as bottles and bags as well as nylon threads and 'micro-beads' in personal hygiene products such as facial exfoliates and shower gels. Many governments around the world are banning the use of microbeads in beauty products.

Microplastics enter our oceans and waterways effecting the health of our waterways and local marine life. Microbeads are also easily ingested by fish, seabirds, turtles, mussels and other sea animals. They can also be passed up the food chain to larger marine animals and people.

RMIT's research will be shared with the international scientific community in several peer-reviewed journals. The next stage of the project will involve RMIT working with the environmental, political, scientific, industrial, and community sectors to develop strategies to tackle local plastic pollution.



SUSTAINABLE MELBOURNE

EXPLORATION		PROACTIVE	
Alternative Technology Association		2&5 Inc. (with Foundation for Rural	
Sustainability Consumer Advice Service	\$49,500	and Regional Renewal FRRR)	
Cultivating Community		Growing organisational capacity and sustainability	\$40,00
Exploring in-vessel composting systems for		Abbotsford Convent Foundation	
use in urban and regional areas.	\$30,000	Abbotsford Convent Solar Project	\$5,000
Darebin Information, Volunteer and Resource		Alternative Technology Association	
Urban Food Programme	\$43,461	Sustainable Energy in Not- for-profits – a pilot project	\$16,000
Environment Victoria Inc.		ClimateWorks at Monash University	
Zero emissions homes and communities	\$35,250	Educating the community on Australia's	
IN OUR COMMITTY		zero net carbon future	\$75,000
IN OUR COMMUNITY		Footscray Community Arts Centre	
BirdLife Australia Waterbird conservation at River Gum Creek Reserve	\$3.335	Turn the Lights On	\$10,000
	,	Port Phillip Ecocentre Public Fund	
Doncaster Community Care & Counselling Cer		Port Phillip Bay Catchment Project	\$20,000
Doncare Schools Food Network	\$2,500	Zoos Victoria	
Endeavour Ministries Inc		Wind Power Generators at Werribee Open Range Zoo	\$150,000
Growing food, growing knowledge, growing together	\$5,000		Ψ100,000
FareShare Australia Incorporated		The Conversation Media Group Limited The Conversation: Cities Editor	\$60,000
ALL Schools in the FareShare kitchen	\$3,900		
Port Phillip EcoCentre Inc		The Trustee for Documentary Australia Found	
The Stewards of Elster Creek	\$5,000	Melbourne Down Under Documentary	\$45,000
	,	Yarra Riverkeeper Association Inc.	
Port Phillip EcoCentre Inc The Komunitas Sayang Lingkungan Project	\$4,990	Three Reports: Planning on the Yarra, a Review	
		of Water Trusts Worldwide and a Trust Framework for Yarra Issues	\$5,000
The Australian Youth Climate Coalition Limite	d	ior farra issues	\$5,000
Switched on Schools Melbourne Summit hosted by AYCC and Melbourne Girls College	\$5,000	THRIVE	
by ATCC and Melbourne Girls College	\$5,000	Climate Institute (Aust) Ltd	
INNOVATION		Climate of the Nation 2016/17 - capturing	
Alternative Technology Association		Australian attitudes on climate change at a key time	\$40,000
Scaling Up Community – Owned solar	\$60,000	Cultivating Community	
Environmental Justice Australia		Building the capacity of a School Food Garden Progran	n \$30,000
Let's Act For The Yarra – Community		William Angliss Institute of TAFE	
partnership in legislative design	\$74,000	Sustain the Australian Food Network	\$40,000
Museums Australia (Victoria) Inc			Ψ+0,000
Green Museums, Green Communities:		Water Stewardship Aust Ltd Public Fund	#10.000
Sustainability in action	\$138,200	Water Stewardship Melbourne	\$10,000
RMIT University – School Of Applied Sciences		DISASTER RELIEF	
Microplastic pollution in river and marine sediments		Lorne Community Hospital	
across the Port Phillip Bay catchment	\$67,500	2016 Annual Appeal – Reunite, Rebuild, Recover	\$5,000
1	,	1,1,	,

SECOND YEAR GRANTS

CAPACITY 1 GRANT - \$31,800

INNOVATION 2 GRANTS - \$198,500

SURVIVE & THRIVE 3 GRANTS - \$82,000

THIRD YEAR GRANTS

SURVIVE & THRIVE 1 GRANT - \$20,000



Above and right: Sustainable Living Festival Great Local Lunch 2016.

INSPIRING PHILANTHROPY Inspiring philanthropy is at the heart of what we do. As the community foundation for Melbourne, and other communities recommended by donors, we are inspired by our grant partners and generosity of our donors; we inspire philanthropy through our grantmaking, research, communications and events to promote and influence positive social change. We can achieve even more impact through connecting our donors with our work and developing collaborative granting opportunities, including with other foundations. 46 INSPIRING PHILANTHROPY

INSPIRING PHILANTHROPY



The Foundation has grown through compassionate people giving through their lifetimes and through bequests. This is part of the fabric of Melbourne philanthropy.

BEQUESTS

LEGACY PHILANTHROPY

As one of Australia's most trusted community foundations, Lord Mayor's Charitable Foundation is named as a beneficiary in the will of many past philanthropists, who have provided both large and small bequests.

During the year, the Foundation receives distributions from bequests established by wills managed by external executors and trustees. Lord Mayor's Charitable Foundation is very appreciative of all bequests it has received throughout the year. Bequests are important to the financial growth of the Foundation enabling increased capacity for grantmaking not only today but in the future.

COLLIER CHARITABLE FUND AND WILLIAM ANCLISS CHARITABLE TRUST

The Foundation enjoys long standing partnerships with Collier Charitable Fund and William Angliss Charitable Trust that are part of Melbourne's rich tradition of philanthropists who continue to make a contribution to the community through philanthropic legacies.

Since 1955, the Foundation has been a beneficiary of the Collier Charitable Fund, receiving two annual grants (one donor advised) which have been distributed throughout Melbourne to public hospitals and charitable organisations. A total of \$12 million has been donated to the Foundation from the Collier Charitable Fund.

The Collier Charitable Fund supports donor advised grants and also contributes to the Foundation's Education & Employment and Healthy & Cohesive Communities Impact Areas.

The William Angliss Charitable Trust supports people in need through the Feed Melbourne Appeal and other grants programs and is a supporter of the Foundation's Youth in Philanthropy Program.



COLLIER CHARITABLE FUND DONOR ADVISED PROCRAM

Austin Health	\$20,000
Calvary Health Care Bethlehem Limited	\$10,000
Hello Sunday Morning	\$29,000
Mercy Public Hospitals	\$20,000
Southern Healthcare Network (Monash Health Clayton)	\$10,000
Monash University	\$20,000
Murdoch University	\$25,000
On the Line Australia Limited	\$29,000
Peter MacCallum Cancer Institute	\$10,000
Queen Elizabeth Centre (QEC)	\$17,000
The Royal Children's Hospital	\$20,000
Royal Victorian Eye & Ear Hospital	\$20,000
The Royal Women's Hospital	\$20,000
Sandringham and District Memorial Hospital	\$10,000
Sharing Stories Public Fund	\$20,000
St Vincent's Private Hospital Melbourne Limited	\$20,000
The Alfred Hospital	\$20,000
The Smith Family	\$30,000
	\$350,000



HONOURING SIR JOHN SWANSON

In September 2015, Lord Mayor Robert Doyle joined donors, past Lord Mayors, Chairs and **Board members of the Foundation to launch** the Foundation's new bequest program, The Swanson Society.

The Swanson Society brings together the Foundation's special supporters who have made a generous gesture to future generations through a financial commitment to support our programs and activities.

Donors who include the Foundation in their future arrangements become honoured members of The Swanson Society and are invited to participate as a select group in conversations, presentations, lunches or dinners at the Foundation. The Swanson Society is a way for the Foundation to celebrate the generosity of our donor's future support and say thank you during their lifetime.

THE SWANSON SOCIETY DINNER 2016



Chairman Daniel Leighton with CEO Catherine Brown, Board Member Andrew Baxter and Lord Mayor Robert Doyle.



Donor and guest speaker Margaret Mitchell with Catherine Brown.



Donors Jan and Roy Rose.



Donors Simon and Zaci Zdraveski.



CHARITABLE FUND ACCOUNTS

As a community foundation, Lord Mayor's Charitable Foundation offers donors a range of giving options to pursue their charitable goals and interests.

One of these options is a charitable fund account which enables donors to focus and centralise their giving for the long term. The Foundation manages the administration and compliance of over 220 charitable fund accounts and bequests within our public ancillary fund.

There are many wonderful reasons as to why a donor will choose to establish a charitable fund account. Often charitable funds are established to support the Foundation's four Impact Areas, to honour the memory of a loved one, to promote philanthropy within a workplace or to begin a family tradition of giving.

This year our donors with charitable fund accounts were invited to attend many of the Foundation's functions including the Inspiring Philanthropy events in May and November, the launch of The Swanson Society, two mornings of site visits, and an end of year 'thank you' celebration at the Melbourne Town Hall.

A & D Richards Family Fund A 2 Z King Family Fund

Allan Douglas (Doug) McPhee Fund

Anderson Fund

Andrew James Lancashire Memorial Fund

Angela Young Charitable Fund

Ann Rusden Fund

Anne White Fund

Association of Civilian Widows Vic Fund

ASW Fund

Australian Universities Classical Scholarship Fund

Barbara Leighton Fund

Barry & Joan Medwin Family Fund

Berkovic-Fraenkel Family Fund

Bethany Wake Fund

Borchardt Fund

Boyce Family Fund

Brian & Ella Talbot Family Fund

Brown Rochford Family Fund

Bruce Niven Fund

Buchan Family Fund

Byrne Fund

Caine Foundation Fund

Caitlin Darbyshire Fund

Cameron Family Fund

Capodanno Fund

Caswell Charitable Fund

Chanelle's Heaven Sent Blessing Memorial

Cheryl & David Baer Fund

Children's Protection Society Fund

Chips Charitable Fund

Chloe Alexandra Rutherford Fund

Chris Dalwood Scholarship Fund

Clara Sim Memorial Fund

Commercial Travellers' Association Charitable Fund

Connon Family Fund

Cusack Family Fund

D & H Saltzman Family Memorial Fund for Sheryl

Daryl Leslie Zvi Rosenfield Memorial Fund

Daryl Manley Fund David & Miriam Rich Fund DD & SL Johnston Fund

Di Power Memorial Fund

Donald & Shirley Lugg Fund

Doos Family Fund

Dora & Trevor Nixon Fund

Dorn Family Fund

Dorothy Jean Ineke Fund

Dr Margaret Rose Garrett Fund

Duckie Charitable Fund

Duncan Family Fund

E Bennett Fund

Easden Family Fund

Education for All Fund

Eldon & Anne Foote Donor Advised Fund

Ellis W Waters Fund

Emanpea Fund

Emerson-Sullivan Fund Eric Burton Memorial Fund

Estate Mildred Dorothy Shaw

Evan Spurway Fund

Falkinger Heritage Fund

Family Friends & Furry Animals Memorial Fund

Freeman Family Fund

Friends of Carolyn Chisholm Society Fund

Friends of Rumbalara Fund

Fund for Buddy

Fund for Rusty

Gary Singer and Geoffrey Smith Fund

Geoffrey & Pauline Green Fund

Gerald Friedlander Family Fund

GGS Fund

Giuliano Family Fund

Greg Blizzard Memorial Fund

Gringlas Family Fund

Harris Family Fund

Heath Cosgrove Charitable Fund

Heather Bradley Memorial Fund

Helen & Peter Devereux Fund

Henry Buck's Fund

Hermits of El-Shaddai Charitable Fund

Homestead Financial Group Fund

Hope Rutherford Reilly Fund

Hopkins Knight Family Fund

Illingworth Family Fund

In Memory of Servicemen & Women who did not return

Israel Rosenfield Memorial Fund

Izaac Robison Family Fund

J & NE Brown Fund

J F Thompson Charitable Fund

James Cross Memorial Fund

Jan Slaney Fund

Jarrod Alexander Green Memorial Fund

Jenny & Jim Gardiner Fund

Jill Chapman Fund

John D & Dagnija Balmford Fund

Jones Family Fund

Joshua Bendel Fund

Judy (Gelb) Feiglin Memorial Fund

June & Peter Stringer Fund

June O'Brien Whitling Memorial Fund

Kasey-Anne Lymphoma Charitable Fund

Kathleen Farrow Fund

Kathy & George Deutsch Family Fund Kaufman Family Charitable Fund Keith & Alison May Williams Fund

Kevin & Jacqui Clancy Family Fund Knight Family Fund

Kolganova & Foster Family Fund

L Semmens Fund

Lady Mayoress Committee Fund

Lawrence & Joan Cohn Fund

Left Hand Fund

Leighton Family Charitable Fund

Lord Mayor's Childrens Fitness Fund

Loftus-Hills Fund

Lyn Grigg Family Fund

Lyons Family Fund

M & B Jenkins Fund

M J Trewhella Fund

M Recht Accessories Fund

MacRoberston Girls High School Fund

Malcolm Grant Brown Fund

Margaret Mitchell Fund

Mark Kenneth Thorn Charitable Fund

Marshall Fund

Marshall-Roth Charitable Fund

Masky Beacon Charitable Fund

McLean Family Fund

Meg & Frank Sims Fund

Melbourne Women's Charitable Fund

Melissa Ryan Princess Fund

Melvie Banks AM DSJ Fund

Mercedes Benz Australia-Pacific Fund

Michael Martin Trust

Milledge Family Fund

Miller Family Fund

Miller Fund

Minyaka Fund

Moffatt Family Fund

Morrison Family Fund

Motet Fund

Nancy & Ian Wood (Gertrude & Jack Barker) Fund

Nancy & Ian Wood (Marjorie & Phillip Wood) Fund

Nancy & Ian Wood Fund

NJN Charitable Fund

Norm & Pat Draper Charitable Fund

North Bridge Fund

O'Bryan Family Charitable Fund

Oldfield Family Fund

Olga Edith Lowe Fund

Oliver Charitable Fund

One Life Sports Foundation Fund

Onemda Fund

OPA! Charitable Fund

Oxford Houses Fund

Pam Baker Fund

Patricia Cosh Fund

Patricia Farrant Fund

Paul & Ruth Permezel Fund

Payne Family Fund

Pepin Family Fund

Peter & Karen Anderson Family Fund

Possibility Australia Fund

Priestley Family Fund

PRL Charitable Fund

Rayment Family Fund RC & EM Bennett Fund

Red Bird Moments Fund

Renshaw Fund

Richard & Gwenyth Higgs Fund

Robert Croft Fund

Rory McCaffrey Reconciliation Fund

Returned & Services League Fund

Sally Graham Memorial Fund

Sawers & Sherman (K I A 1916) Memorial Fund

SB08 Conference Scholarship Fund

SBMAJ Fund

Senator Tadeusz Kobylanski Fund

Senza Nome Charitable Fund

Shirley Day Fund

Shirley KB and David A Secomb Fund

Simon Buckley Memorial Fund

SJD Charitable Fund

Slome-Topol Family Charitable Fund

Smyth Family Fund

Society to Assist Persons of Education Fund

Strathdon Community Perpetual Fund

Supporting Angels Charitable Fund

Sweet Princess Charitable Fund

Swinburne Philanthropy Alumni Fund (SPA)

Tan Family Fund

Tenzing Fund

The Antaeus Charitable Fund

The Guiding Light Fund

The John and Margaret (JOB & MOB) O'Brien Fund

The Red Bowl Charitable Fund

Tom & Ruth O'Dea Fund

Tom & Zillah Diamond Fund

Tozer Family Fund

Victor & Shell Sykes Family Fund

Vulcan Family Fund

W H Overall Fund

Walmsley Family Fund

Warburton Family Fund

Warin Chiewvej & William Holder Charitable Fund

Weber Jenkin Family Fund

Wendy Hurse Fund

Weston Street United - Masonic Fund

Wexler Family Fund

Wheelton Family Charitable Fund

White Fang Fund

Wilbow Group Fund Wilfrid & Joan Minson Fund

William Angliss Emergency Relief Fund

William A Lyon Fund

Wootton Family Fund

Zdraveski Charitable Fund 1

Zdraveski Charitable Fund 2 Zdraveski Charitable Fund 3



ERIC BURTON MEMORIAL FUND

Creating a legacy to honour their father and grandfather was the motivation behind Eric Burton's family setting up a memorial fund in his name with Lord Mayor's Charitable Foundation. Eric was a business owner who loved travelling and would often bring family and friends along with him.

Eric had experienced economic hardship in his younger life and was known to say "we should try and use what we have to help others".

Eric's family established a charitable fund account with the Foundation as the perfect way to honour his legacy to support homelessness and affordable housing.

COMMUNITY FUNDS

GROWING COMMUNITY PHILANTHROPY

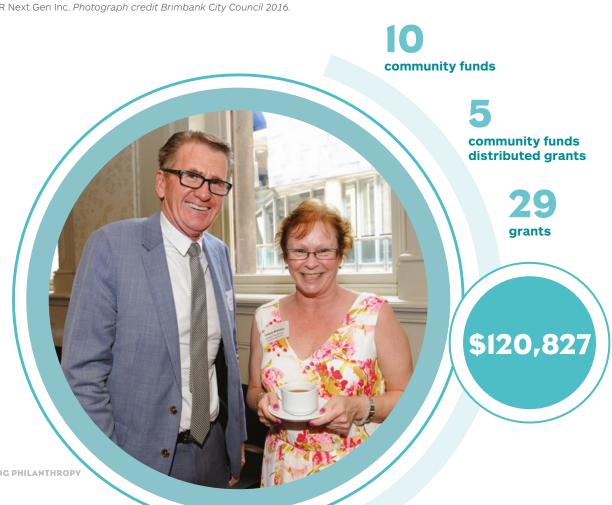
As Australia's largest independent community foundation, Lord Mayor's Charitable Foundation is pleased to support ten community funds established by local Councils.

Each community fund is a sub-fund of the Foundation and is advised by a committee made up of representatives from each Council's local community and business members.

Community funds make an important contribution to their local communities as they bring local knowledge and understanding of issues. In recent years, the community funds have grown their fundraising and grantmaking capacity and the impact of the grants being made is starting to have a positive influence on local not-for-profit organisations. This year the Foundation has worked collaboratively on three grants in Yarra, Brimbank and Frankston.

Below: John Tanner, Brimbank Community Fund and Leanne Malcolm, Greater Dandenong Community Fund.

Below left: (LtoR) Brimbank Community Fund 2016 grant winners Liss Gabb and Nyakeer Akoul from CoHealth Arts Generator and Jacinda Richards from L2R Next Gen Inc. Photograph credit Brimbank City Council 2016.







BRIMBANK COMMUNITY FUND

At Brimbank Community Fund's grants presentation night, guests were treated to a wonderful performance by L2R, a hip hop dance group for children and young people living in Brimbank.

Brimbank Community Fund Advisory Committee Chair Barry Harvey AM said, "In our second year of granting, we are really starting to see how our community fund is having a positive impact on everyday life in Brimbank.

"Grant recipient L2R are providing dance and performance opportunities for children and young people who have never had the opportunity to participate in dance classes. L2R is adding to our community's social cohesive and cultural life as well as adding to the dancers' health and self-esteem."

GIVING CIRCLES





HIGH ENGAGEMENT GRANTMAKING

Since 2014, Lord Mayor's Charitable Foundation has provided governance and administrative support to two of Melbourne's largest and well known giving circles, Melbourne Women's Fund and Impact 100 Melbourne. These funds are subfunds of the Foundation's DGR Public Fund. The Foundation is delighted when giving circles members also decide to establish their own charitable fund account with the Foundation.

Giving circles bring people together to learn about philanthropy, pooling their donations and making collective recommendations about grants. Giving circles are a growing form of engaged philanthropy.

MELBOURNE WOMEN'S FUND

Melbourne Women's Fund (MWF) provides an opportunity for women from all walks of life to participate in philanthropy including fundraising and grantmaking to benefit the wider community.

The MWF members work together to research and review community issues and then invites applications for their grants program. Co-founders Gillian Hund and Patricia Burke also create a special events calendar to provide members with opportunities to learn more about philanthropy. Guest speakers have included Dame Julia Cleverdon DCVO CBE, and Professor Jane den Hollander, Vice Chancellor, Deakin University.

In 2015, MWF made its inaugural grants totalling over \$80,000 to charities supporting Melbourne women and their families. In their second year, MWF grew it's membership and donations to \$112,000 which has enabled them to increase their grantmaking capacity for the 2016/17 financial year.



Top right: Melbourne Women's Fund - Gillian, Janine, Amy and Patricia with Dame Julia Cleverdon DCVO CBE (centre). Above: Lady Mayoress Emma Page Campbell with Think Pink Foundation founder Irene Hendel OAM.



IMPACTIOO MELBOURNE

Impact100 Melbourne is part of the network of Impact100 giving circles across Australia. The Impact100 model is based on 100 donations of \$1000 to make one large grant of \$100,000 for maximum impact.

The members of Impact100 Melbourne are passionate about making Melbourne a great city for all residents. Co-founders Rikki Andrews and Vanessa Meachen said that Impact100 Melbourne "is not only about responding to community needs and making one extraordinary grant that has true impact but also provides educational opportunities for our members."

In 2015, the theme for the grants program was homelessness. Several events were hosted and based around the theme to understand how their grant would bring about significant change to those experiencing homelessness.

At their awards presentation night in November at the Melbourne Town Hall, Impact100 Melbourne made at grant of \$93,000 to Kids Off the Kerb Ltd, as well as three smaller grants of \$2,000 to Aboriginal Literacy Foundation Inc, The Trustee For Raise Foundation and Life Changing Experiences Foundation Ltd.

A giving circle enables involvement for donors, letting them see close-up the results of their giving, and enabling them to make a bigger impact.

LADY MAYORESS' COMMITTEE

Over the past year the Lady Mayoress' Committee enjoyed a diverse range of fundraising activities which were supported enthusiastically by members and their guests.

The Committee has been working since 1959 to raise funds to support key projects in Melbourne through the Foundation. The annual Christmas Luncheon was once again a great success, with more than 260 guests enjoying the hospitality of the Park Hyatt Melbourne while raising funds for the Committee's donor advised grants program. The Think Pink Foundation was the recipient of the annual end of year grant and The Smith Family were the recipients of the gifts donated by guests.

For the second year in a row, the Committee, in partnership with the Foundation, co-funded the Melbourne Theatre Company Youth Scholarship program which provides students from urban and rural Victoria the opportunity to develop drama skills and gain confidence while building friendships and a lifelong affinity for theatre.

Top: Impact100 Melbourne committee members with grant partner Kids off the Kerb, Awards Night, November 2015.

FINANCE & GOVERNANCE **Finance and Investment Report Members of the Board Report Statement of Profit or Loss and Other Comprehensive Income Statement of Financial Position Declaration of the Board Auditor's Statement**

FINANCE & INVESTMENT REPORT

LORD MAYOR'S CHARITABLE FOUNDATION **CONSOLIDATED GROUP**

The Financial Report on the following pages is an extract of the consolidated annual audited financial reports of the Board of **Management of the Lord Mayor's Charitable** Fund, the Lord Mavor's Charitable Fund (the **Public Ancillary Fund) and The Eldon and Anne Foote Trust. The Public Ancillary Fund** includes approximately 200 charitable fund accounts including named bequests.

INCOME

Total income from operations represents corpus revenue, general revenue and unrealised gains/ (losses) on investments of \$9.518m, (2015: \$24.072m). Corpus revenue of \$14.540m was \$11.204m less than the previous year due a reduction in realised capital gains on other financial assets as at 30 June 2016, and the prior 2015 year including a major bequest distribution. Corpus revenue includes \$9.638m in direct investment income for the year (2015: \$11.345m). The material decrease is due to the prior year including material once off beguest amounts. Included in corpus revenue is \$3.432m in realised capital gains on the sale of equity investments (2015: \$9.117m). Unrealised losses at 30 June 2016 increased by \$3.612m due to the fall in domestic and global equity markets on 30 June 16.

EXPENSES

Total expenses of \$3.475m (2015: \$3.605m) decreased by \$130k, in order to maintain budgeted granting levels. Resources were allocated to the delivery of the Foundation's Granting Programs, Community Initiatives (Affordable Housing, Food Security, Seed Challenge and Youth in Philanthropy (YIP) review). The Youth in Philanthropy Program continued to grow and resources allocated to the program to include a record twenty two secondary schools across metropolitan Melbourne. During the year additional resources continued to be allocated to the Foundation Initiatives of Ageing and Affordable Housing.

CRANTS

Grants and Initiatives are reported by Impact Area in the annual report: Education and Employment, Homelessness and Affordable Housing, Healthy & Cohesive Communities, and Sustainable Melbourne. Total grants approved during the year were \$9.519m (2015: \$9.649m), a \$130k / 1% decrease. The Foundation continues to develop long term strategic grants with future impact and has contingent granting liabilities for future financial periods of \$1.933m (2015: \$2.046m). The Foundation preserved its budgeted grants amount despite market fluctuations, through managing expenses. The Foundation continues to support responsive and proactive granting programs.

EOUITY

The LMCF Consolidated Groups total equity of \$222.361m has decreased from last year (2015: \$225.838m) a \$3.477m decrease. The decrease is attributed to the increase in unrealised market movements in other financial assets at 30 June 2016. Total equity includes \$4.119m in income reserves to enable the Foundation to reduce risk to the granting program funding while allowing for changing market conditions, planning for signature grants and responding to disaster relief.

The Foundation's total equity comprises three charitable funds: Board of Management of the Lord Mayor's Charitable Fund; Lord Mayor's Charitable Fund; and The Eldon and Anne Foote Trust.

INVESTMENT COVERNANCE

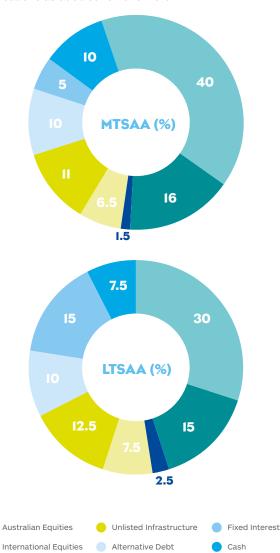
Strategic Asset Allocation

The Foundation, as the trustee of perpetual funds, adopts a long term investment view. A balanced approach is required to continue to grow the consolidated investment corpus and the level of distributable income available to provide grants to charities.

The Foundation receives advice from expert Strategic Asset Allocation advisors, Frontier Advisors, on a quarterly basis and works to an indicative investment road map which encompasses a transition plan towards agreed medium term and long term asset allocations. The Foundation is currently transitioning from a direct in-house, self-managed investment function to an outsourced investment management model whereby expert external investment managers will manage various asset classes.

The medium-term asset allocation (MTSAA) is the current target asset allocation over a three to five year period. which can be used as a stepping stone to achieving the long-term asset allocation (LTSAA) and allows the LMCF to take advantage of medium term return opportunities and/or protect the Foundation from medium term risks. The asset classes comprise both growth assets and defensive assets.

Approved asset allocation ranges are modelled and reviewed on a quarterly basis. The approved allocations as at 30 June 2016 were:



Unlisted Property

During the financial year financial markets were impacted by slow economic growth and a low earnings environment.

The Foundation maintained a strong income stream, however domestic and global capital markets were down as at 30 June 2016. The Foundation's investment asset allocation made a positive contribution and reduced overall volatility compared to equity markets.

The Foundation maintained a strong income stream, however domestic and global capital markets were down as at 30 June 2016. The Foundation's investment asset allocation made a positive contribution and reduced overall volatility compared to equity markets.

The Foundation considers that its mission is long term in nature. As a result it is most appropriate to consider the long term returns generated by the investment program. In this context the 5 year return of 7.5% p.a. is a pleasing result and reflects the disciplined approach of building the portfolio with a mix of growth and defensive assets. The one year return of 2.7% reflected difficult market conditions but also the focus on defensive portfolio construction.

Total return figures are as follows:

PERFORMANCE SUMMARY YEAR ENDED 30 JUNE 2016

Net Performance after Fees						
		3 years % p.a.				
Total return	7.5%	13.0%	2.7%			

Looking forward, the Investment Committee will continue to monitor the diversified asset allocation closely and expects the low earnings environment and volatile financial performance in markets to continue. The Investment Committee, together with the Board, has commenced a project to review the Foundation's risk tolerance in light of the uncertain outlook. It is expected that this will result in some changes to the portfolio construction to better balance a desirable growth in the corpus in order to maintain the Foundation's real spending power while minimising volatility in the distributions available for granting.

Social Impact

Investments





The Investment committee will continue to balance risk and return within the Board's approved risk appetite to provide a strong, reliable and growing income stream in conjunction with growing long term corpus investments.

INVESTMENT POLICY

The Foundation reviews its Investment Policy (including an Ethical Investment Policy) and Social Impact Investment Policy annually as a part of its Investment Governance Framework Review. It also regularly reviews the Foundation's Risk Appetite in all areas of the Foundation's business.

During the year, the Investment Committee continued to move towards its preferred medium and long term asset allocations. Further enhancement of the LMCF Ethical Investment Policy and adoption of a Social Impact Investment Policy were approved, whereby 1.5% of the total asset allocation is available for investing in social investments which provide a social and/or environmental impact and a financial return.

During the financial year, the Foundation's Investment Committee approved investment in an Affordable Housing Loan Fund with SEFA Ltd up to \$3 million. To date the loan draw-down is \$1.3 million. In addition, LMCF invested in Hire-Up, a technology platform facility which matches people with disabilities with support workers of their choice.

PROFESSIONAL ADVISORS

External Auditors:

Deloitte Touche Tohmatsu

Internal Auditors:

Oakton

Accounting:

RSM Australia Pty Ltd

Westpac Banking Corporation

Investment Advisors:

Mr Tim James (Crestone Wealth Management) Ms Amy Lawrance (Crestone Wealth Management)

Mr David Liddle (JB Were)

Mr Graham Craig (Wilsons Advisory)

International Investment Fund Managers:

Evans & Partners

JB Were

Crestone Wealth Management

Strategic Investment Allocation Advisors:

Frontier Advisors

Fixed Interest Broker:

Tony Scott (Secure Investments FIB Pty Ltd)

Gadens Lawyers (including some pro bono advice) Justitia Lawyers

Marketing:

Publicis (pro bono advice)

Investment Committee Members:

Dr Raphael Arndt (Chair, appointed December 2015)

Mr Daniel Leighton

Ms Jay Bonnington

Mr Anthony Connon (resigned May 2016)

Mr Richard Balderstone

Ms Alla Kolganova (resigned October 2015)

Independent Investment Committee Members:

Ms Jane Simon

Mr Trevor Williams

Independent Marketing

and Communications Advisors:

Allan Kaufman, Leba Ethnic Media

David Mann, 3AW

Robert Masters, Robert Masters and Associates

Michelle Stamper, Nine Network

ANNUAL AUDITED FINANCIAL REPORT MEMBERS OF THE BOARD REPORT

30 JUNE 2016

The members of the Board of Management of the Lord Mayor's Charitable Fund (the "Board") present their report, together with the financial statements, on the Lord Mayor's Charitable Foundation Consolidated Group (the "LMCF Consolidated Group") for the financial year ended 30 June 2016.

The Lord Mayor's Charitable Foundation Consolidated Group financial report represents the combined annual financial results of the following individual entities:

- Board of Management of the Lord Mayor's Charitable Fund - ABN 48 042 414 556
- · Lord Mayor's Charitable Fund (the Foundation) - ABN 63 635 798 473
- The Eldon and Anne Foote Trust ABN 38 330 915 392

The Board, a charitable institution, acts as trustee of the Lord Mayor's Charitable Fund (a public ancillary fund) and The Eldon and Anne Foote Trust (Charitable Trust) and holds charitable funds. The LMCF Consolidated Group financial report is a "special purpose financial report" which combines the annual audited financial reports of the above named entities. The LMCF Consolidated Group Financial Report does not form a separate economic entity for accounting purposes.

MEMBERS OF THE BOARD

The following persons were members of the individual entities within the LMCF Consolidated Group during the whole of the financial year and up to the date of this report, unless otherwise stated:

Rt Hon the Lord Mayor Robert Doyle (President)

Mr Daniel Leighton (Chairman)

Mr Andrew Baxter

Ms Jay Bonnington

Mr Anthony Connon (resigned May 2016)

Mr Jon Edwards

Ms Amanda Milledge (resigned Oct 2015)

Mr Peter Snaddon (resigned Oct 2015)

Dr Raphael Arndt (appointed Dec 2015)

Ms Andrea Waters

Mr John Anderson

Mr Richard Balderstone

Mr Craig Bell

Dr Sandra Hacker AO

Ms Gail Owen (appointed Dec 2015)

Ms Jane Peck

Ms Alla Kolganova (resigned Oct 2015)

PRINCIPAL ACTIVITIES AND ANY SIGNIFICANT CHANGES TO THOSE **ACTIVITIES DURING THE YEAR**

The LMCF Consolidated Group is a combination of three not-for-profit entities being the Board of Management of the Lord Mayor's Charitable Fund, The Lord Mayor's Charitable Fund and The Eldon and Anne Foote Trust. The principal activities of the individual entities which make up the LMCF Consolidated Group comprise:

- providing grants to charitable organisations to increase life opportunities and improve social inclusion including in the areas of homelessness, housing and disadvantage, increasing life opportunities for younger and older people, health and wellbeing, and environment including Sustainable Melbourne;
- providing opportunities and support for individuals and families to participate in philanthropy through donations, sponsorship, charitable fund accounts and bequests;
- researching and stimulating awareness of relevant community needs and of philanthropy; and
- the Board of Management of the Lord Mayor's Charitable Fund acts as a trustee of charitable funds.

The LMCF Consolidated Group includes over 200 Charitable Fund and Bequest Accounts within a Public Ancillary Fund. Investment income attributed to charitable fund balances is made available for charitable distribution after taking into consideration the requirements of the Federal Treasury Public Ancillary Fund Guidelines (2011), capital preservation requirements and stipulated management fees.

There were no significant changes to the principal activities during the year.

REVIEW OF OPERATIONS AND RESULTS

Total consolidated income from operations was \$9,517,620 (2015: \$24,071,915). The decrease in comparison to the prior year is due to a reduction in realised capital gains within corpus revenue. In addition, there was an increase in unrealised losses on other financial assets compared to the prior 2015 year. After transfers to capital reserves and the payment of expenses there was a distributable income before grants approved of \$9,916,047 (2015: \$10,688,431) a 7% decrease from the prior year. The current year income surplus together with accumulated income funds was applied to charitable fund distributions of \$9.519.094 (2015: \$9,648,658), a 1% decrease in comparison to the prior year.

SIGNIFICANT CHANGES TO THE STATE OF AFFAIRS

There were no significant changes to the state of affairs of the entities within the LMCF Consolidated Group during the course of the financial year.

SUBSEQUENT EVENTS

Since the end of the financial year, there were no subsequent events affecting the operations, results of operations or the state of affairs of the individual entities within the LMCF Consolidated Group.

LIKELY DEVELOPMENTS

There are no likely developments to impact the financial results of the entities within the LMCF Consolidated Group during the financial year ending 30 June 2017.

ENVIRONMENTAL REGULATIONS

The entities within the LMCF Consolidated Group are not subject to any significant environmental laws or regulations.

INDEMNIFICATION OF **MEMBERS OF THE BOARD**

Directors and Officers insurance is held by all entities within the LMCF Consolidated Group.

BOARD MEETINGS

The following table sets out the number of Board meetings (including meetings of the Executive Committee) during the financial year and the number of meetings attended by each member. During the financial year ended 30 June 2016, there were: eight meetings of the Board and Executive Committee, five Governance and Nominations Committee meetings, three Audit and Risk Committee meetings, twelve Investment Committee meetings and four Strategic Marketing Committee meetings. The Lord Mayor is President of the Foundation and receives Board papers and attends meetings and functions as his schedule and other duties permit.

	BOARD MEETING		EXECUTIVE COMMITTEE**		GOVERNANCE & NOMINATIONS COMMITTEE		AUDIT & RISK COMMITTEE		STRATEGIC MARKETING COMMITTEE		INVESTMENT COMMITTEE	
	Eligible to attend	Attended	Eligible to attend	Attended	Eligible to attend	Attended	Eligible to attend	Attended	Eligible to attend	Attended	Eligible to attend	Attended
Mr Daniel Leighton (Chairman)	8	8	8	8	5	5	-	-	4	3	11	11
Mr John Anderson	8	7	8	7	5	5	-	-	4	4	-	-
Dr Raphael Arndt	3	2	3	2	-	-	-	-	-	-	5	4
Mr Richard Balderstone	8	7	8	7	-	-	-	-	-	-	12	11
Mr Andrew Baxter	8	8	8	8	-	-	-	-	4	4	-	-
Mr Craig Bell	8	8	8	8	-	-	3	3	-	-	-	-
Ms Jay Bonnington	8	7	8	7	5	5	-	-	-	-	12	7
Mr Anthony Connon	7	6	7	6	-	-	-	-	-	-	9	8
Mr Jon Edwards	8	7	8	7	-	-	3	3	-	-	-	-
Dr Sandra Hacker AO	8	8	8	8	5	4	-	-	-	-	-	-
Ms Alla Kolganova	3	1	3	1	-	-	-	-	-	-	4	0***
Ms Amanda Milledge	3	2	3	2	-	-	1	1	-	-	-	-
Ms Gail Owen OAM	3	3	3	3	-	-	-	-	-	-	-	-
Ms Jane Peck	8	7	8	7	5	5	-	-	4	4	-	-
Mr Peter Snaddon	3	0*	3	0*	-	-	-	-	-	-	-	-
Ms Andrea Waters	8	7^	8	7^	5	5	3	3	-	-	-	-

COVERNANCE PROCEDURES

The Governance procedures of the Board include the following elements:

- Board meetings are held at least every three months (section 15(1) of the LMCF Act 1996) and the Board met eight times during the financial year;
- The Executive Committee is established under section 18(1) of the Act. The Executive Committee met eight times within Board meetings;
- The Board has established the following Committees to assist in the good governance of the Board: Audit and Risk Committee, Strategic Marketing Committee, Investment Committee, and the Governance and Nominations Committee:
- Grants Advisory Panels continued to provide advice on the responsive grant making program;
- The Board reviewed its Code of Conduct policy;
- The Investment Committee engages Frontier Advisors as external strategic asset allocation advisors who present on a quarterly basis. The Investment Committee also received advice from expert advisors in various asset classes. The Investment Committee adopts a medium term and long term strategic asset allocation within its Investment Policy. The strategic asset allocation and Investment Policy were formally reviewed during the year;
- The Board undertook an annual performance review;
- The Board Induction Kit was reviewed and refreshed for the appointment of two new Board Members in December 2015;

- · A Risk Appetite policy was maintained;
- The Risk Register and the Legal and Compliance Register were reviewed twice by the Audit and Risk Committee and the Board;
- An internal audit program is in place and one review has been undertaken during the financial year;
- An annual report including summary audited financial statements and an activity report is produced, presented at the Annual Meeting and made available to the public;
- The Board approved a new Strategic Plan for 2016-2020.

Rt Hon the Lord Mayor Robert Doyle

Daniel Leighton Chairman of the Board

STATEMENT OF PROFIT OR LOSS AND OTHER **COMPREHENSIVE INCOME**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016

	2016 \$	2015 \$
INCOME FROM CONTINUING OPERATIONS	₽	4
General revenue	2,252,744	1,991,049
Corpus revenue	14,539,854	25,744,041
Unrealised (losses) on other financial assets	(7,274,978)	(3,663,175)
Total income from continuing operations	9,517,620	24,071,915
EXPENSES FROM CONTINUING OPERATIONS		
Employee benefits	(2,134,030)	(2,027,084)
Fundraising and promotional expenses	(150,793)	(213,789)
Depreciation and amortisation	(56,405)	(87,546)
Other operating expenses	(1,133,544)	(1,276,958)
Total expenses from continuing operations	(3,474,772)	(3,605,377)
SURPLUS FOR THE FINANCIAL YEAR BEFORE GRANTS APPROVED	6,042,848	20,466,538
CRANTS		
Grants approved	(9,519,094)	(9,648,658)
(DEFICIT) /SURPLUS AFTER GRANTS APPROVED	(3,476,246)	10,817,880
OTHER COMPREHENSIVE INCOME		_
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE FINANCIAL YEAR	(3,476,246)	10,817,880

STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2016

	2016	2015
ACCETC	\$	\$
ASSETS		
Cash and cash equivalents	15,966,519	2,358,057
Receivables	6,157,769	8,641,944
Other financial assets	208,393,283	224,032,604
Property and equipment	194,921	247,298
Total assets	230,712,492	235,279,903
LIABILITIES		
Payables	2,710,212	4,757,985
Grants authorised for distribution	5,485,978	4,512,296
Employee benefits	155,020	172,094
Total liabilities	8,351,210	9,442,375
NET ASSETS	222,361,282	225,837,528
EQUITY		
Corpus and general bequest funds	218,242,161	222,115,360
Funds to be distributed	4,119,121	3,722,168
TOTAL EQUITY	222,361,282	225,837,528

DECLARATION BY MEMBERS OF THE BOARD

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016

In the opinion of the members of the Board the statement of profit or loss and other comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows and notes to and forming part of the financial statements are in accordance with the Australian Charities and Not-for-Profits Commissions Act 2012 and presents fairly the results of the LMCF Consolidated Group's operations for the year ended 30 June 2016 and its state of affairs as at that date.

At the date of signing this financial report, we are not aware of any circumstance that would render any particulars included in the financial report to be misleading or inaccurate. There are reasonable grounds to believe that the LMCF Consolidated Group will be able to pay its debts as and when they became due and payable.

This declaration is made in accordance with a resolution of the members of the Board of the Board of Management of the Lord Mayor's Charitable Fund pursuant to s.60.15 of the Australian Charities and Not-for-Profits Commissions Regulations 2013.

The members of the Board declare that:

- a) In the opinion of the members of the Board, there are reasonable grounds to believe that the LMCF Consolidated Group will be able to pay its debts as and when they become due and payable;
- b) In the opinion of the members of the Board, the attached financial statements and notes thereto are in accordance with the Australian Charities and Not-for-Profits Commissions Act 2012, including compliance with accounting standards and give a true and fair view of the financial positions and performance of the entity and the consolidated group.

Signed in accordance with a resolution of the directors made pursuant to s.60.15 of the Australian Charities and Not-for-Profits Commissions Regulations 2013.

Rt Hon the Lord Mayor Robert Doyle

President of the Board

Date: 22 September 2016

Melbourne

Daniel Leighton Chairman of the Board

Date: 22 September 2016 Melbourne

AUDITOR'S INDEPENDENCE DECLARATION

Deloitte.

Deloitte Touche Tohmatsu ABN 74 490 121 060

550 Bourke Street Melbourne VIC 3000 GPO Box 78 Melbourne VIC 3001 Australia

Tel: +61 3 9671 7000 Fax: +61 3 9671 7001 www.deloitte.com.au

Members of the Board Lord Mayor's Charitable Foundation Level 15, 1 Collins Street Melbourne VIC 3000

22 September 2016

Dear Board Members

Lord Mayor's Charitable Foundation Consolidated Group

In accordance with Subdivision 60-C of the Australian Charities and Not-for-Profits Commission Act 2012, I am pleased to provide the following declaration of independence to the members of Lord Mayor's Charitable Foundation.

As lead audit partner for the audit of the financial statements of Lord Mayor's Charitable Foundation Consolidated Group for the financial year ended 30 June 2016, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Australian Charities and Not-for-Profits Commission Act 2012 in relation to the audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

Yours sincerely

Deite Tota Tohu DELOITTE TOUCHE TOHMATSU

Peter A. Caldwell Partner

Chartered Accountants

INDEPENDENT **AUDITOR'S REPORT**

Deloitte.

Deloitte Touche Tohmatsu ABN 74 490 121 060

550 Bourke Street Melbourne VIC 3000 GPO Box 78 Melbourne VIC 3001 Australia

Tel: +61 3 9671 7000 Fax: +61 3 9671 7001

Independent Auditor's Report to the Members of the Board of Lord Mayor's Charitable Fund Consolidated Group

We have audited the accompanying financial report, being a special purpose financial report, of Lord Mayor's Charitable Fund Consolidated Group, which comprises the statement of financial position as at 30 June 2016, the statement of profit and loss and other comprehensive income, the statement of cash flows and the statement of changes in equity for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the declaration by Members of the Board as set out on pages 6 to 27.

Management's Responsibility for the Financial Report

Management is responsible for the preparation and fair presentation of the financial report and have determined that the basis of preparation described in Note 2, is appropriate to meet the financial reporting requirements of the Lord Mayor's Charitable Fund Act 1996 and the reporting framework as described in the financial reports and Australian Charities and Not-for-profits Commission Act 2012, and is appropriate to meet the needs of the members of the Board. Management's responsibility also includes such internal control as management determine is necessary to enable the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstate

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit

Opinion

In our opinion, the financial report of Lord Mayor's Charitable Fund Consolidated Group is in accordance with the financial reporting requirements of the Lord Mayor's Charitable Fund Act 1996 and the reporting framework as described in Note 2 of the financial reports and Division 60 of the Australian Charities and Not-for-profits Commission Act 2012 including:

- (a) giving a true and fair view of the entity's financial position as at 30 June 2016 and of its performance for the year ended on that date; and
- complying with Australian Accounting Standards to the extent described in Note 2, and Division 60 of the Australian Charities and Not-for-profits Commission Regulation 2013.

Basis of Accounting and Restriction on Distribution and Use

Without modifying our opinion, we draw attention to Note 2 to the financial report, which describes the basis of accounting. The financial report has been prepared to assist Lord Mayor's Charitable Fund Consolidated Group to meet the financial reporting requirements of the Lord Mayor's Charitable Fund Act 1996 and the reporting framework as described in the financial reports and Australian Charities and Not-for-profits Commission Act 2012. As a result, the financial report may not be suitable for another purpose. Our report is intended solely for the Members of the Board and should not be distributed to or used by parties other than the Members of the

Deite Tohe Tohen DELOITTE TOUCHE TOHMATSU

Peter A. Caldwell

Partner

Chartered Accountants Melbourne, 22 September 2016

BOARD OF MANAGEMENT

AS AT 30 JUNE 2016



The Rt Hon, the Lord Mayor of Melbourne, **Councillor Robert Doyle**

President: December 2008 Appointed: 2008

Robert Doyle was elected Lord Mayor in 2008. He is a Principal at The Nous Group, a management consultancy business based in Melbourne and since 2007 has been Chairman of Melbourne Health (The Royal Melbourne Hospital). In 2010, he was made a Fellow of Monash University. Robert is also Chairman of the Royal Melbourne Hospital Foundation and a Trustee of the Shrine of Remembrance.



Mr Daniel Leighton BAppSci(Hons)

Chairman: December 2013 Appointed: 2008 Committees: Governance & Nominations,

Strategic Marketing, Investment Youth in Philanthropy: Mentor

Daniel is the CEO of Inclusion Melbourne, a progressive disability support provider which promotes the inclusion of people with intellectual disability. He currently serves on the Intellectual Disability Reference Group for the National Disability Insurance Scheme and as a member of the Ministerial Council for Volunteering. He has previously held a range of operational, policy and research roles in government and the not-for-profit sector.



Ms Jay Bonnington BCom, MBA, FCPA, FAICD

Deputy Chair: October 2014 Appointed: 2008 Committees: Governance & Nominations, Investment

Jay is a qualified chartered accountant who held senior financial roles both internationally and in Australia, including CFO/ Finance Director roles, and National CEO of the Make-A-Wish Foundation of Australia. She has been a professional full-time Director since 2005 on a portfolio of Boards. Currently an independent Director on the UTA Infrastructure Board, Australian Rail Track Corporation and Metro Fire Brigade.

Jay is a Trustee of The Queen's Fund, and an Independent Member of Mercy Health and Aged Care Audit Finance and Risk Committee. She also serves on the Advisory Board of The Salvation Army (Southern Territory), and is Independent Chair of the Audit Committee.



Mr John Anderson

Appointed: 2014 **Committee:** Strategic Marketing **Grants Advisory Panel:** Sustainable Melbourne (Chair) Youth in Philanthropy: Mentor

John has extensive experience in Landcare, land and water resource management, primary industry, business planning, and financial management. His previous directorships have been with the Victorian Railtrack Authority (Victrack) as Deputy Chair, West Gippsland Healthcare Group and South Gippsland Water. He owns and operates a beef farm in the Bunyip area and is also a Director of the following organisations: LaTrobe Regional Hospital, West Gippsland Catchment Management Authority, Victorian Healthcare Association, AFL Gippsland, and Living Learning - Pakenham.





Dr Raphael Arndt Appointed: 2015 Committee: Investment (Chair)

Raphael was appointed as the Chief Investment Officer of the Future Fund in 2014. He leads a multi disciplinary investment team making investments across all asset classes and geographies. Prior to this, Raphael was the Fund's Head of Infrastructure and Timberland.

Raphael was previously an Investment Director with Hastings Funds Management. He has also held infrastructure policy positions with both the private sector and the Victorian Department of Treasury and Finance. Raphael started his career as an engineer working with Ove Arup & Partners in Melbourne and London. He holds engineering and economics degrees and a PhD from the University of Melbourne which focused on risk allocation in Public Private Partnerships.



Mr Andrew Baxter BBus(Mktg), AMAMI CPM, GAICD

Appointed: 2011

Committee: Strategic Marketing (Chair), **Grants Advisory Panel: Education &**

Employment (Co-Chair)

Andrew Baxter is currently the CEO of Publicis Worldwide in Australia and New Zealand, and also sits on the Publicis Worldwide global management Board.

He has worked with many of Australia's largest companies and brands, including Myer, Wesfarmers, BMW, Australia Post, AAMI, Toyota, KFC, Nestle, Kimberly Clark, L'Oreal, Qantas, Luxottica, Nintendo and Westpac, as well as the NSW, Victorian, Queensland, NT and Federal Governments.

Andrew is a Director of a number of companies within Publicis Worldwide. Chairs both the Song Room and the Deakin Business School Advisory Board, and sits on the Board of the Sydney Symphony Orchestra.



Mr Richard Balderstone Appointed: 2014

Committee: Investment

Richard has worked in the financial and investment markets for over 35 years. He was a founding partner and Director of JCP Investment Partners, a specialist investment management organisation with over \$10 billion in funds under management.

Previously, Richard was a Director of ABN AMRO (and BZW) for over 10 years. He was a Director of the Australian Rail Track Corporation and a Trustee Director of the Commonwealth Public Service Superannuation Schemes (CSS/PSS) between 1998 and 2004. Richard is a Trustee/Director of several charitable organisations including the Baker Foundation, Olivia Newton-John Cancer Research Institute, and the SecondBite Future Trust



Mr Craig Bell BCom, FCPA, MAICD

Appointed: 2014

Committee: Audit & Risk (Chair)

Craig is a Fellow of CPA Australia, a Certified Practising Accountant, Member of the Australian Institute of Company Directors and is currently the Chief Financial Officer at the Victorian Chamber of Commerce and Industry. Craig has over 25 years' experience in Finance and ICT, having held senior positions across a number of sectors. This includes roles in top tier investment firms in London at Lloyds Bank TSB, Salomon Smith Barney and J.P. Morgan, and in Melbourne at ANZ, NAB and Chimaera Capital, along with various financial positions in the Victorian and South Australian State Governments.

BOARD OF MANAGEMENT

AS AT 30 JUNE 2016



Mr Anthony Connon BA (Oxon), FCA, FAICD

Appointed: 2006 Committee: Investment (Chair to April 2015) Retired: 2015

Anthony joined Australian Unity in 1995 as Chief Financial Officer, and was appointed Strategic Adviser to the Group Managing Director in 2014. Anthony has more than 30 years' experience in senior finance and administrative roles with various major financial organisations. Anthony is the honorary treasurer of Friendly Societies Australia Inc, a board member of the Menzies Foundation, and is a former Chairman of the Lord Mayor's Charitable Foundation.



Dr Sandra Hacker AO

Appointed: 2014

Committee: Governance and

Nominations

Grants Advisory Panel: Healthy & Cohesive Communities (Chair)

Sandra is a psychiatrist in private practice, who also works at the Alfred Hospital Heart-Lung Transplant Unit. She is a Fellow of the Australian Institute of Company Directors. Sandra Chairs the Human Research Ethics Committee for the Victorian Departments of Health and Human Services. Sandra was appointed an Officer of the Order of Australia (AO) in 2005 and received a Doctor of Medical Science (honoris causa) from The University of Melbourne in 2012.



Mr Jon Edwards

Appointed: 2008 Committee: Audit and Risk Grants Advisory Panel: Homelessness & Affordable Housing (Chair) Youth in Philanthropy: Mentor

Jon was formerly CEO of Frankston City Council, and State and National President of Local Government Managers Australia, a peak professional association which awarded him its Certificate of Merit for Services to Local Government. Jon is a Life Governor of the Peter James Centre



Ms Alla Kolganova PhD, CFA

Appointed: 2014 Resigned: October 2015

Alla has been recently appointed as the Head of Index Equity and Trading at Vanguard Asset Management in London. She joined Vanguard over 15 years ago and prior to her move to the UK was heading Equities team in Australia. Prior to joining Vanguard, Alla worked as a member of the research and development group at County Investment Management (CIM). Alla holds a Master of Science (Cybernetics), a PhD (Mathematics) and is a CFA Charter holder and a GAICD.





Ms Amanda Milledge GAICD

Appointed: 2011 Resigned: October 2015

Amanda has a background as a commercial lawyer and Pro Bono and Community Program Co-ordinator at Mallesons Stephen Jaques. Now working in the not for profit sector, Amanda is a trustee of the Collier Charitable Fund. She is also an accredited broker under the Partnership Brokers' Accreditation Scheme.



Ms K. Jane Peck **BA, GAIDC**

Appointed: 2014 Committee: Strategic Marketing, Governance and Nominations Grants Advisory Panel: Education & Employment (Co-Chair)

Jane is on the Council of University College, a former president of the Lyceum Club Melbourne and Non-Executive Director of MS Victoria. Jane has broad executive experience across a number of sectors and business models, ranging from marketing to manufacturing with her particular strengths in consumer insights and stakeholder engagement.



Ms Gail Owen OAM

Appointed: 2016 Committee: Governance & Nominations

Gail is a commercial lawyer, with particular expertise in energy and resources, of nearly 40 years standing. She is currently a partner of HWL Ebsworth Lawyers. Gail has extensive board experience having been Deputy Chairman of the Victorian Commission for Gambling and Liquor Regulation and a member of the boards of the Victorian Commission for Gambling Regulation, AGEST Super Pty Ltd, the Legal Services Board, the Law Institute of Victoria and Alliance Gold NL. She is also a trustee of The Queen's Fund and a director of Choice Hotels Asia-Pac Pty Ltd.



Ms Andrea Waters FCA, GAICD, GAIST

Appointed: 2008 Committees: Audit and Risk, Governance and Nominations (Chair)

Andrea is a professional Non-Executive Director and Chartered Accountant. She was previously an Audit Partner with KPMG specialising in financial services and has more than 28 years experience auditing companies and not-for-profit organisations. She is also a Director of Chartered Accountants Australia New Zealand, CareSuper, Bennelong Funds Management Group and Citywide Service Solutions and has previously been a Board member of Cancer Council Victoria.

STAFF

AS AT JUNE 2016



Catherine Brown LLB, BA, GradDip BusAdmin, FAICD Chief Executive Officer

Catherine is a lawyer with a commitment to community philanthropy. After several years in commercial law, she worked in legal, management and consulting roles within the not-for-profit and philanthropic sectors before she joined the Foundation in 2011.

Catherine is the author of *Great Foundations: a 360° guide to building resilient and effective not-for-profit organisations* (ACER Press, 2010). She has commenced a PhD by practice related research related to philanthropic foundations and innovation at Swinburne University. Catherine has held Board member or Board Chair roles in a range of sectors including health, women's affairs, cemetery management and education.

Shannon Sazevski Executive Assistant to CEO and Research Officer

Finance & Operations

Darren McConnell

Dianne Street

Finance Manager

Tharmini Navaratnam

Finance Officer

Jaishma Krishna

Finance Officer

Cameron Winnett

Chief Financial Officer

Finance Officer

Donor Services Officer

Legal Officer

Grants

Alba Granados Program Manager

Kerryn Jones Program Manager

Alick Weber Program Manager

Kim Parker Knowledge and
Analytics Manager

Myla Villanueva Grants Administrator

Communications & Community Engagement

Suzanne Doig
Senior Manager
Communications and
Community Engagement

Rachel Richmond Community

Engagement Officer

Stephanie Fichera Communications Officer

Noela Foote Lady Mayoress' Committee



CRANTS ADVISORY PANELS 2015/2016

Education & Employment

Mr Andrew Baxter - Co-Chair

Ms Jane Peck - Co-Chair

Dr Michelle Anderson

Ms Georgie Ferrari

Ms Sue Hendy

Ms Carmel Morfuni

Dr Sue Nattress

Mr Chris Thompson

Healthy & Cohesive Communities

Dr Sandra Hacker - Chair

Dr Michelle Blanchard

Ms Rhyl Gould

Ms Lynne Wenig

Ms Irene Verins

Homelessness & Affordable Housing

Mr Jon Edwards - Chair

Professor Simon Biggs

Associate Professor Susan Feldman

Associate Professor David MacKenzie

Ms Sarah Toohey

Sustainable Melbourne

Mr John Anderson - Chair

Dr Bronwyn Burton

Mr Trevor Huggard

Dr Robyn Leeson

Professor Allan Rodger





INSPIRING PHILANTHROPY SINCE 1923

AUDITORS

External Auditors:
Deloitte Touche Tohmatsu

Internal Auditors: Oakton

LEGAL

Gadens Lawyers Justitia Lawyers

LORD MAYOR'S CHARITABLE FOUNDATION

Lord Mayor's Charitable Fund Act 1996 (Victoria).

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