#### STATEMENT OF INTENT 2020–2022

#### EXPRESSIONS WHIRINAKI ARTS AND ENTERTAINMENT CENTRE



#### **PURPOSE STATEMENT**

To engage, enrich, inspire and connect people with art, culture, recreation and heritage by providing a focal point within the Upper Hutt community.



#### **CONTEXT**

Expressions Whirinaki Arts and Entertainment Centre (the Centre) is owned by the Upper Hutt City Council (the Council). It is leased to, and operated under contract, by a not-for-profit Council Controlled Organisation, the Expressions Arts and Entertainment Trust (the Trust). The Trust is a Charitable Trust accepted as such by the IRD and is incorporated under Part II of the Charitable Trust Act 1957. The Trust is registered with the Charities Commission.

The Objectives of the Trust are those of a Charitable Trust to engage, enrich, inspire and connect people with art, culture, recreation and heritage by providing a focal point within the Upper Hutt community. This is achieved by providing arts, recreation, cultural and heritage opportunities for the people in Upper Hutt, the region and beyond, by being an integral part of the Upper Hutt Community, by facilitating the use of the Centre for all people, by being an active participant in the wider New Zealand arts, cultural and heritage community and by providing stewardship of and access to the Pumpkin Cottage Collection. In pursuing these objectives the Trust is to give due attention to the operation of the Centre in Upper Hutt, being a building complex suitable for use in purposes associated with cultural activities, the arts, recreation and leisure. In all its actions and decisions, the Centre will endeavour to be accessible, to uphold a professional standard whilst providing value for money, to be diverse with broad community appeal and to be challenging.

The Trust was established under a Declaration of Trust (the Deed) dated 18 December 2001 and incorporated on 15 January 2002. The Contract between the Trust and the Council was established on 22 July 2002 by the execution of an Agreement (the Agreement). The current Agreement came into force on 1 July 2017 and is due to expire on 30 June 2021. The Deed provides for all Trustees to be appointed by the Council. The Trustees elect a Chairperson annually and are responsible for all aspects of the employment of Trust staff. The Trust's offices are located at Expressions Whirinaki Arts and Entertainment Centre, 836 Fergusson Drive, Upper Hutt. The postal address for all communications is PO Box 40 594, Upper Hutt 5140. The Chairperson of the Trust is Peter Richardson and the Director, Leanne Wickham.

This Statement of Intent for the Trust covers the period 1 July 2020 to 30 June 2022, with the measures and objectives relating to the 2020-2021 year in detail.



#### NATURE AND SCOPE OF ACTIVITIES

The Trust is party to consultation on the development of Council's Long Term Plan document, and will continue to ensure the Trust's objectives align with Council's upcoming Long Term Plan.

The Trust activities are grouped under headings which indicate the major elements of the Trust's operations as outlined in the Trust Strategic Framework developed in 2016. These are:

- To provide arts, recreation, cultural and heritage opportunities for the people of Upper Hutt
- To be an integral part of the Upper Hutt Community
- To facilitate the use of the Centre
- To be an active participant in the wider New Zealand arts, cultural and heritage community
- To provide stewardship of the Pumpkin Cottage Collection

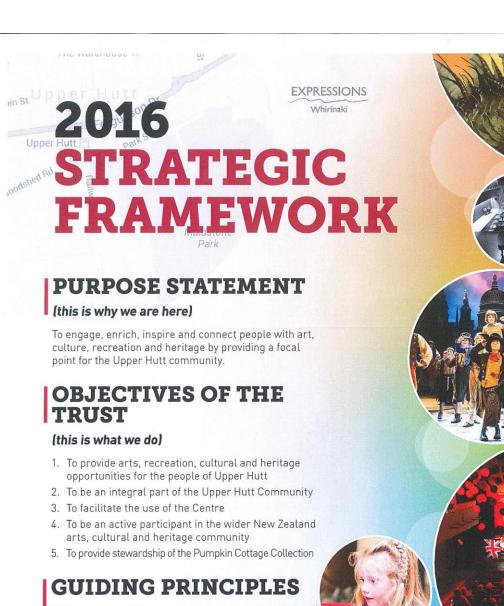
This Statement of Intent also aligns with the five goals of Council's Arts, Culture and Heritage Strategy, which are:

- Goal 1: Support and enable a flourishing community led arts, culture and heritage sector.
- Goal 2: Create opportunities for participation in arts, culture and heritage appealing to the city's diverse range of ages, cultures and interests.
- Goal 3: Capitalise on our unique history to enhance Upper Hutt as a culturally rich destination and place to live.
- Goal 4: Recognise and develop the role that arts, culture and heritage play in sustainable city and regional development.
- Goal 5: Improve local identity by developing the city centre to act as a place where people can engage, respond and explore Upper Hutt's story.

In addition the Trust will continue the delivery of Visitor Information Services (the i-SITE) for Upper Hutt for the 2020/2021 year. The integration further enables the Centre to meet the needs of the local community, as well as offering a welcome handshake to visitors and promotional opportunities. It also adds commercial diversity, increases the critical mass of Expressions Whirinaki, and helps ensure the long term positioning of The Centre as a regional visitor attraction for the city.







(this is what guides what we do and our decisions)

- 1. Accessible: We will meet the needs of the community by being accessible
- 2. Quality: Everything we do will be of a professional standard whilst holding value for money
- 3. Diverse: We will have broad community appeal with a popular and engaging programme
- 4. Challenging: Our exhibitions and events will challenge us and our audiences

#### **IOUR VALUES**

#### (this is how we do what we do)

- Creative: We will be inspiring, passionate, and nurture creativity
- Welcoming: We will be customer centred within our team and with those we work with.
- Innovative: We will be clever and resourceful, with a can do, positive attitude
- 4. Responsive: We will work with each other and with the community with openness and flexibility

# 1.TO PROVIDE ARTS, RECREATION, CULTURAL AND HERITAGE EXPERIENCES FOR THE PEOPLE IN UPPER HUTT, THE REGION AND BEYOND

Objective 1.1 Present a dynamic, responsive, balanced and excellent exhibition programme which showcases a broad range of creative practice.

Measure: Ten (10) exhibitions are presented annually in the Mire 10 MEGA Gallery and the Golden Homes Gallery.

Measure: Present a significant exhibition (block buster) annually.

Measure: At least two (2) Exhibitions will have an interactive or alternative engagement elements specifically aimed at children and family audiences.

Objective 1.2 Provide a platform to tell and record local historical/cultural stories.

Measure: An exhibition with a local Upper Hutt social/cultural history focus will be presented annually in the Gillies Gallery.

Objective 1.3 Develop touring exhibitions to enhance the artistic reputation of the city.

Measure: One (1) exhibition will tour every two (2) years.

Objective 1.4 Strive to meet the cultural, artistic and recreational needs of the Upper Hutt community and contribute to their wellbeing.

Measure: 90% of respondents are satisfied or very satisfied with the range and quality of events and exhibitions at Expressions as outlined in the Council's quarterly Community Satisfaction Survey.

Measure: Visitors tell us about the positive impact participation in exhibitions, experiences and programme has had on them.

Objective 1.5 Provide access to programmes and which connect people to their culture and which provide connection for increased wellbeing

Measure: Five (5) performing arts programmes are presented. This may include Expressions Live!, Classical Expressions, Queen's Birthday Music Festival, Theatre@Expressions Season and Late Nite Sound Bite (non-classical) music programme.

#### Objective 1.76

Discuss the opportunities and work with local community stakeholders and UHCC towards the possible inclusion of heritage buildings into the operations of the Trust for the 2021-2022 year and beyond.

Measure: A report and recommendations is prepared regarding the possible inclusion of heritage buildings into the operations of the Trust for the 2021-2022 year and beyond.

### 2.TO BE AN INTEGRAL PART OF THE UPPER HUTT COMMUNITY AND A REGIONAL ASSET

Objective 2.1 Attract audiences to the Centre from across different demographic groups and cater for a diverse range of interests and expectations.

Measure: A minimum of two (2) exhibitions annually will reflect the diverse and distinctive communities of Upper Hutt.

Objective 2.2 Respond to community arts based initiatives and develop and strength community partnerships.

Measure: Present five (5) community art exhibitions in either the Rotary Foyer, the link gallery or the

Heretaunga Rotary Gallery.

Measure: Connect and collaborate with the local arts community through regular networking events.

Measure: Provide opportunities for local and national artists to sell work with at least four (4) exhibitions having

works for sale.

Objective 2.3 Offer an attractive and meaningful exhibition-based public programme that aids interpretation of the exhibition programme and engages and educates the visitor.

Measure: One public programme is delivered for each exhibition (12).

Measure: A regular gallery programme for preschool children 'Little Expressions' is presented.

Objective 2.4 Offer a curriculum based education programme throughout the year.

Measure: Education programmes are presented to at least 3000 students each year as per our MOE LEOTC

Contract.

Objective 2.5 Offer an annual arts award in collaboration with the Upper Hutt City Council Youth Awards.

Measure: An annual art award is provided.

Objective 2.6 Work with local musical and theatrical groups to use the Centre as a central point of contact for venue hire/ticketing and promotion.

Measure: Continue to liaise with two (2) local performance arts groups.

Objective 2.7 Operate a Friends of Expressions loyalty programme.

Measure: Four (4) Friends of Expressions events are held annually and four (4) newsletters presented.

Objective 2.8 Local iwi and the Orongomai Marae community are involved with curatorial practice and presentation of programmes through consultation and engagement as per the principles of the Treaty of Waitangi

Measure: Advisory Trustee from Orongomai Marae is appointed to the Board.

Measure: One (1) activity is presented with Orongomai Marae biennially which actively engages Maori

audiences.

Measure: Te Reo is visible across the Centre

## 3.TO FACILITATE ENGAGEMENT WITH THE CENTRE FOR ALL PEOPLE

Objective 3.1 Maximise overall attendance at the Centre.

Measure: 100,000 visitors to the Centre during 2020-2021 (by Expressions in-house monitoring).

Objective 3.2 Ensure The Professionals Recreation Hall is responsive to the needs of active recreation and sports

hirers, and by working in collaboration with Council's Recreation Services division.

Measure: Monitor hours of active recreation use.

Objective 3.3 Manage the café on-site licence in order to attract Centre usage.

Measure: A Café licensee is retained on site.

Objective 3.4 Manage the i-SITE facility and maintain all standards as set by i-SITE New Zealand to maintain the membership of the recognised i-SITE brand and to be the welcoming handshake to visitors to Upper Hutt.

Measure: Assist and advise 1000 visitors a year to Upper Hutt.

Measure: Actively promote the city of Upper Hutt within the Centre and at outreach events in and around the

region

Measure: Retain a Qualmark status.

Measure: Attend the i-SITE Conference annually and regional i-SITE Manager meetings.

Measure: Reports are received to the satisfaction of the Council's Director Strategy, Partnership and Growth

Objective 3.5 Develop and promote the use of the Centre and its assets as a venue for hire Measure: Actively promote the centre to potential hirers, both commercial and community

## 4.TO BE AN ACTIVE PARTICIPANT IN THE WIDER NEW ZEALAND ARTS, CULTURAL AND HERITAGE COMMUNITY

Objective 4.1 Continue to manage brand awareness at a local and regional level and utilise technology to increase engagement. This year will include development towards a refresh of the brand which will encompass the new roles of the Centre being implemented as part of the extension in 2020.

Measure: The Expressions website usage data and online activity is reported.

Objective 4.2 Maintain governance, administrative, financial, reporting and operational systems to protect the Centre, its assets, its visitors and its staff.

Measure: Operate the venue consistent with practices in the ETVNZ and National Services Te Paerangi New Zealand Museum Standards.

Measure: Statement of Intent and Half Yearly Report due 28 February and Audited Annual Report due 30 September to Council.

Measure: All activities adhere to Trust objective; policies are reviewed annually.

Measure: The Board receives regular information about Health and Safety and wellbeing performance and/or issues and mitigations implemented in Directors reports

Measure: The Team actively looks for opportunities to adopt incorporates Environmental sustainability throughout their operations and is reported on in Director Reports.

Objective 4.3 Generate operational revenue from venue hire, venue hire services, Café lease, Gallery sales commission, in-house events, ticketing services, sponsorship, grants and donations.

Measure: Budget revenues are met as per budget.

## 5.TO PROVIDE STEWARDSHIP OF AND ACCESS TO THE PUMPKIN COTTAGE COLLECTION

Objective 5.1 Build the Pumpkin Cottage Collection and proactively promote access to the Pumpkin Cottage Collection.

Measure: Potential gifts have been accessed.

Measure: One (1) exhibition every two years features work from the Collection.

#### FINANCIAL DISCLOSURE

#### 3.1 General

The Trust carries out its own financial administration, appoints its own accountant and operates its accounts independently of the Council. The Trust is considered a public entity under the Public Audit Act 2001 and is required to be audited by the Auditor General.

#### 3.2 Statement of Accounting Policies

- a. Reporting Entity. Expressions Arts & Entertainment Trust is a charitable trust set up to administer Expressions Arts & Entertainment Centre under a three-year contract with the Upper Hutt City Council. It trades as Expressions Arts & Entertainment Centre. Funding is received from operating activities, public donations, sponsorship and grants from the Upper Hutt City Council.
- b. Financial Reports. The Financial Statements are special purpose financial reports.
- c. Measurement Base. The reports have been prepared a historical cost basis.
- d. Specific Accounting Policies. The following accounting policies, which materially affect the measurement of financial performance and financial position, are applied:

Income Tax. No taxation is provided in these accounts as the Trust is exempt from paying tax and holds an Income Tax Exemption Certificate because of its status as a charitable trust.

Fixed Assets and Depreciation. The entity has three classes of fixed assets, Office Equipment, Plant & Equipment and Permanent Art Collection. All fixed assets are recorded at cost price and depreciated on a straight line basis using the estimated useful life as set by the Inland Revenue Department. The Permanent Art Collection is recorded at current valuation and is not depreciated. Valuations are updated five yearly.

Financial Instruments. The Trust is party to financial instruments as part of its normal operations. These financial instruments include bank accounts, term deposits, accounts receivable and accounts payable. Revenues and expenses in relation to all financial instruments are recognised in the Statement of Financial Performance.

Statement of Cashflows. Cash represents balances held in bank accounts and fixed term deposits. Operating activities include cash received from all income sources of the Trust and record the cash payments made for goods and services. Investing activities are those activities relating to the acquisition and disposal of non-current assets. Financing activities comprise the change in equity of the Trust.

Goods & Services Taxation (GST). The Trust is registered for GST. All items are recorded in the Financial Statements exclusive of GST, with the exception of receivables and payables, which are stated as GST inclusive.

#### 3.3 Trust Fund Management and Investment

- a. The Trust Deed permits the Trust to sell, buy or lease Fund property, and invest money from the Trust Fund, at its absolute and uncontrolled discretion. However, the Fund must be applied solely towards the promotion of the Trust's objects.
- b. The Trust's policy is that all funds not currently required shall be invested in Term Deposit for an appropriate period.
- c. The Arts Scholarship Fund gifted by the former Community Gallery Committee is held in trust, with \$1000 from the interest earned on the term deposit to be awarded annually as one art award in collaboration with the Upper Hutt City Council Youth Awards. Any remainder of interest is accumulated to the principal.

#### 3.4 Other Relationships

The Trust and the Council are parties to a number of agreements with sponsors and supporters of the Centre. These relationships are listed at Appendix 2.

#### 4. REPORTING POLICIES

4.1 The Trust meets at least five times per year with the Director. The Director reports in writing to all meetings on the financial and non-financial performance of the Centre and on future plans.

Meeting Reports comprise a Quarterly Statement of Financial Performance showing the income and expenditure position at the time of the quarter, budgeted income and expenditure and variances, and details of past, current and planned activities and operations.

d. Half-Yearly Reports cover Financial and non-Financial Performance, including:

A statement of financial performance

All activities undertaken to meet the Objectives laid down by the current Statement of Intent.

An assessment of the outcome of these activities against the Performance Targets and Measures specified for each.

A Schedule of Investments recommended for the Trust's consideration

e. Annual Reports include audited financial statements in accordance with Section 3, and summarise the performance of the Trust against the Statement of Intent and the Council's overall aims and objectives.

Following Trust consideration, Half-Yearly and Annual Reports are passed to the Council for the purposes of monitoring and evaluation. A Draft 3 year Statement of Intent incorporating a draft three year Budget is submitted to the Council for its approval by 28 February of each year. The Trust complies with the Statement of Intent and related reporting requirements of the Local Government Act 2002 relating to Council Controlled organisations including: The provision of a compliant Statement of Intent to Council by 30 June each year, the provision of a half yearly report by 28 February each year and the provision of an annual report by 30 September each year: the latter will be made available to the public. The Council may comment on or question any aspect of any report, and may request meetings with the Trust or its officers, or copies of the Reports at any time to review reports and progress generally.

#### 5. GOVERNANCE STATEMENTS

#### 5.1 Structure, functions and obligations of the Trust

- a. Structure. Trustees are appointed by the Council. Their appointment may be cancelled by the Council at any time. There will normally be seven Trustees, and never less than three. The Trustees annually elect a Chairperson, and may appoint Advisory Trustees at their discretion. Trustees are not remunerated, but the Deed provides for reimbursement of expenses. Appendix 1 lists current Trustees and Advisory Trustees, and Trust Committees.
- b. Functions. The Trustees as a Board are responsible for furthering the objects of the Trust and for declaring general policy decisions relating to the implementation of the objectives of the Trust. Any individual conflicts of interest must be disclosed, and affected trustees may not take part in deliberations in conflict areas.
- c. Obligations. The Agreement prescribes the Trust's obligations to the Council in its operations. These obligations include the Objectives given in Section 1; Goals and Performance Measures given at Section 2; proper Business Planning; Reporting as given in Section 4; and various administrative requirements, including those related to acting in all respects as a Good Employer to Trust staff.

#### 5.2 Guidance and resources provided to Board by Council

The Agreement provides for the Council to:

- a. Provide the Trust with an operational subsidy to assist the Trust to operate the Centre.
- b. Provide the Trust with all necessary Council documents which may be relevant to the Board's operation.
- c. Be responsible for funding all maintenance and upkeep in respect of the Centre, including fittings and chattels. The Council will develop and implement an Asset Management Plan for the Centre.
- d. Link City promotions to the promotion of the Centre facilities and activities.
- e. Provide administrative services for the Trust as agreed from time to time.
- f. Foster a good working relationship with the Trust through informal and formal communications and advice.
- g. Include the Trust in the Council's LTP and Annual Planning process.

#### 5.3 **Accountability Policies**

- h. The Trust is accountable to the Council under the Agreement for the proper use of all Council funds and assets to attain agreed goals. The Council is continually informed of Trust activities and plans through the reporting process and may at any time seek further information on trust activities: it holds the ultimate sanction of removal of any or all Trustees if dissatisfied with the Trust Board's results.
- i. The Council also provides a representative to attend all Trust meetings. This representative is given all material provided to Trustees for each meeting.
- j. The Trust appoints a competent Director as CEO who is accountable to the Trust for
- Imbuing the employees of the Trust with a spirit of service to the community.
- Promoting efficiency in the Trust.
- Being a responsible manager.
- Maintaining appropriate standards of integrity and conduct among the employees of the Trust.
- Ensuring that the Trust is a good employer.
- Promoting equal employment opportunities.

#### **Expressions Whirinaki Arts and Entertainment Centre**

#### **Statement of Financial Performance Budget**

July 2020 through June 2021								
Notes		2019/2020	2020/2021	2021/2022				
	Income	\$						
1	Operational Revenues	246,094	274,794	274,794				
2	Upper Hutt City Council Grant	549,068	565,540	678,648				
2	Upper Hutt City Council Grant - I-Site	122,383	122,959	122,959				
3	Maintenance Management Fee	21,500	21,500	25,000				
4	Permanent Collection Fee	4,500	4,500	4,500				
5	Donations	60,000	85,000	85,000				
6	Interest	2,000	2,000	2,000				
	Total Income	1,005,545	1,076,293	1,192,901				
7	Direct Operational Expenses							
	<b>Total Direct Operational Expenses</b>	215,350	285,450	285,450				
	Gross Profit	790,195	790,843	907,451				
	Expenses							
8	Governance expenses	2000	2000	2000				
9	Office & Administration	41,681	41,681	41,681				
10	Professional & Financial	21,900	21,900	21,900				
11	Audit	11,000	13,000	15,000				
12	Depreciation	11,000	15,000	15,000				
13	Insurance	5,900	5,900	5,900				
14	Employment Expenses	549,115	560,205	610,500				
15	Occupancy Costs	105,000	114,750	136,000				
16	Advertising & Promotion	41,500	43,500	53,500				
17	Total Expenses	789,096	817,936	901,481				
19	Net Surplus / (Deficit)	1,099	-27,093	5,970				

#### Notes for 2020/2021

The Statement of Financial Performance Budget was prepared using a zero based budget methodology and using historical cost figures for reference. CPI adjustments have been made using Council's own CPI percentages for forecasting future years, and relevant planning developments have been taken into account. This year the Trust presents a deficit budget as half of the year will encompass the running of a new extension to the facility, without any increase in operational funding. This deficit will be covered by reserves the Trust holds. In the following year 2021 – 2022 estimate figures have been included to suggest the way forward with both increased expenditure to operate an increased centre and increased UHCC operational support.

Specific notes are detailed below.

- 1. Operational Revenues includes income from hire activities, gallery sales, café lease, I-site and in-house event revenues as well as sponsorship and donations. This line has increased by \$30,000 from the previous year to reflect the funding received from external sources (Lotteries 250 Tuia) to support the opening exhibition in the new Gillies Gallery. It should be noted that in the current economic climate there is a high degree of uncertainty in the budgeted income revenues.
- 2. The Upper Hutt City Council operational subsidy base remains stable. A 3% increase has been applied each year in line with the Trust's Operational Agreement. The 3% adjustment this year is reflected in an increase of \$22,194 for operations.
- 3. The Maintenance Management Fee is as per the Upper Hutt City Council agreed annual.
- 4. The Permanent Collection Fee budget is as per the Upper Hutt City Council agreed annual subsidy targeted at collection care and public access.
- 5. Donations Income is \$25,000 higher than the previous year to reflect the growth in funds required to present an increased gallery programme.
- 6. The Trust allocates \$1,000 in the form of an art award for a visual and performing arts student each year in collaboration with the Upper Hutt City Council Youth Award. The Award is funded by the interest earned on the Arts Award Scholarship fund. The Interest budget includes the \$1,000 Arts Award interest income, and the Award payment is recorded as a \$1,000 expense through the Governance Expenses budget.
- 7. Direct Operational Expenses includes costs relating to the Centre's gallery programme, hire activities, i-SITE operational costs and the permanent collection. This budget has increased from the previous year in due to the doubling of the gallery spaces for the second half of the year seen in an increase of \$67,000 for the gallery programme.
- 8. Office and Administration expenses are in line with the previous year.
- 9. Projected Audit fees are based on the 2019 schedule supplied by Audit New Zealand. Council does not fund the Trust for Audit fees and as such the Trust is currently reliant on external funding for its annual audit.
- 10. The Depreciation forecast is based on the current depreciation schedule and includes disposals. Council does not fund the Trust for depreciation and as such the Trust is currently reliant on external funding for asset replacement.
- **11.** The Insurance budget is budget is in line with the previous year.
- 12. The Employment Expenses line has been increased by \$11,090. This increase reflects increasing current staffing costs to be more in line with industry averages (as per Museums Aotearoa Strategic Pay Remuneration Report 2019)
- 13. The Occupancy Costs budget is increased by \$9,750 from the previous year to reflect an increase in heating and cleaning etc due to the extension of the Centre.
- 14. The Advertising and Promotions budget includes the promotion of the Centre and its activities including the i-SITE and has been decreased by \$2,000 to reflect a focus on online promotion.
- **15.** The net profit forecast for the 2020/2021 year is -\$27,093.

#### **APPENDIX 1**

#### LIST OF TRUSTEES AND TRUST COMMITTEES

#### **TRUSTEES**

Peter Richardson (Chairman
Owen Anderson

**Graeme Talbot** 

Martin Goodyear

Terry McCaul

Zoe Juniper

Angela Calkin - Goeres

#### **ADVISORY TRUSTEES**

**Barry Houston** 

Hine Poa (Orongomai Marae Representative)

Vacant (Music Advisor)

Nicole Cosgrove (Permanent Collection Advisor)

Suzanne Beere (Permanent Collection Advisor)

#### TRUST COMMITTEES

The Trust operates an informal subcommittee structure under the headings below. Additional sub committees with a focus on specific tasks are utilised from time to time, and external advisers may be utilised according to need. All sub-committees include the Director.

Finance Sub-committee (Martin Goodyear, Peter Richardson, Terry McCaul)

Appointment and Remunerations Sub-committee (Peter Richardson, Terry McCaul)

Permanent Collection Sub-committee (Nicole Cosgrove, Susan Beere)

Strategic and Future Planning Sub-committee (Peter Richardson, Terry McCaul)

Health and Safety Sub-committee Representative: (Graeme Talbot)

#### **APPENDIX 2**

#### TRUST RELATIONSHIPS

The Trusts core funder is **Upper Hutt City Council** 

1. The Trust is party to naming rights agreements with the following partners:

Mitre 10 MEGA – Upper Hutt

The Professionals Gilles and Mark

**Golden Homes** 

**Gillies Group** 

The Rotary Club of Upper Hutt

**Heretaunga Rotary** 

**The Gillies Family** 

- 2. The Trust is party to agreements with operational sponsors as follows:
  - The Upper Hutt Leader
  - Valley Print
  - The Breeze
- 3. Café services at the Centre are contracted to an independent provider.
- 4. The Steinway D Concert Grand Piano and the Kawai RX2 grand piano at Expressions are both owned by the Upper Hutt Concert Grand Piano Trust.