

The Roger Newport Foundation

Report and financial statements for the year ended 31 December 2023

The Roger Newport Foundation

Annual report and financial statements for the year ended 31 December 2023

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Report of the Trustee for the year ended 31 December 2023

The Trustee presents its report and audited financial statements for The Roger Newport Foundation ("the charity") for the year ended 31 December 2023.

The financial statements comply with current statutory requirements, the governing instruments and the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" issued in 2019.

Trustee, officers and advisers

The Trustee of the charity is SMV Trustee Company Limited.

Listed below are those members who have served on the Board of SMV Trustee Company Limited during the year:

Michael Bothamley	
Robert Bourns	
Jonathon Baker	
Patrick Despard	
David Freed	
Gillian Camm	
Ross Ancell	(Retired 10 November 2023)
Martin Thatcher	(Retired 10 November 2023)
Dr Steve Allpress	(Retired 10 November 2023)
Nick Baker	
Karl Tucker	
Katharine Finn	
David Powell	
Mark Burchfield	
Heather Frankham	
Professor Sir Steven West	(Appointed 10 November 2023)
Laura Marshall	(Appointed 10 November 2023)
Tracey Killen	(Appointed 10 November 2023)

Registered address of the Charity

Merchants' Hall
The Promenade
Clifton
Bristol BS8 3NH

Charity Number: 1080765

Report of the Trustee for the year ended 31 December 2023

Names and addresses of other relevant organisations

Independent Examiner

Bishop Fleming LLP, 10 Temple Back, Bristol, BS1 6FL

Banker

NatWest Bank plc, 32 Corn Street, Bristol, BS99 7UG

Solicitor

Womble Bond Dickinson (UK) LLP, 3 Temple Quay, Temple Back East, Bristol, BS1 6DZ

Investment Manager

Evelyn Partners Investment Management LLP, Portwall Place, Portwall Lane, Bristol, BS1 6NA

Reference and administrative information

Structure, governance and management

Governing document

The Roger Newport Foundation is a registered charity (charity no 1080765) and is governed by a Trust Deed dated 1 March 2000.

Governing body and organisational management

The Trustee of the Charity is SMV Trustee Company Limited, a company limited by guarantee. All the members of the Society of Merchant Venturers' Standing Committee are Directors of SMV Trustee Company Limited.

The Trustee meets regularly and periodically reviews the operation and financial results of the Charity.

Assisting the Trustee are the Roger Newport Advisory Committee, the Investment Strategy Group, the Finance and Investment Sub-Committee and the Conflicts of Interest Advisory Sub-Committee.

The Roger Newport Advisory Committee manages the charity on behalf of the Trustee and considers the level of bursaries and prizes to be awarded to pupils at the Collegiate School against the level of surplus funds to be invested in accordance with the Founder's wishes. Members of the Committee who served during the year were:

Chris Booy (Chair)
Nick Baker
Karen Morgan
Kathryn Bishop
Caroline Duckworth
Jeremy McCullough (Ex Officio, Head)

The Conflicts of Interest Advisory Sub-Committee comprises of two individuals with no connection to either SMV or SMV TCL who can advise on areas where a conflict of interest might arise.

As detailed in note 10, the Society of Merchant Venturers provided administrative services to the charities of which SMV TCL was trustee and (as permitted by the Charity Commission) made a charge for these. The Conflicts of Interest Advisory Sub-Committee has reviewed these charges and made a recommendation to the board of SMV TCL that the proposed charges are, (in the opinion of the members of the Sub-Committee) appropriate.

Report of the Trustee for the year ended 31 December 2023

Governing body and organisational management (continued)

The Trustee has delegated to the Investment Strategy Group management of the asset allocation and the investment strategy on an annual basis taking into account the recommendations from the Finance and Investment Sub-Committee, past and projected investment performance and future capital and revenue requirements. The members of the Investment Strategy Group who served during the year were:

Alan Lewis (Chairman)
Michael Bothamley
David Freed
Patrick Despard (Resigned 10 November 2023)
Robert Bourns
Jonathon Baker (Appointed 10 November 2023)
Tim Ross
Ross Ancell
Cullum McAlpine (Resigned 10 November 2023)
Geoff Matthews (Resigned 10 November 2023)
Chris Pople
Dr Steve Allpress
Caroline Duckworth

The Trustee has delegated to the Finance and Investment Sub-Committee management of the financial asset investment portfolio; the appointment of appropriate Fund Managers and monitoring their performance; and to recommend to the Investment Strategy Group the optimum strategy for financial investment. The members of the Finance and Investment Sub-Committee who served during the year were:

Dr Steve Allpress (Chairman)
Michael Bothamley
Robert Bourns
Jonathon Baker (Appointed 10 November 2023)
Patrick Despard (Resigned 10 November 2023)
David Freed
Alan Lewis
Tim Ross
Ross Ancell (Resigned 10 November 2023)
Cullum McAlpine (Resigned 10 November 2023)
Geoff Matthews
Chris Pople
Lee Gardhouse (Appointed 10 November 2023)
Caroline Duckworth

Recruitment and training of the Trustee

The members of the Board of SMV Trustee Company Limited are elected annually from within the membership of the Society and are apprised of the general duties of a trustee. In the event of significant changes to legislation or best practice, further relevant training is undertaken.

The members of the Investment Strategy Group and Finance & Investment Sub-Committee bring with them skills and experience of the financial investment sector. Members of the Roger Newport Advisory Committee reflect the Trustee's interest in education and possess the experience to meet the objects of the Foundation.

Report of the Trustee for the year ended 31 December 2023 (continued)

Risk Management

In light of the Corporate Governance guidance contained within the Statement of Recommended Practice "Accounting and Reporting by Charities", the Trustee has examined the major risks faced by the charity.

The Trustee continues to monitor and manage ongoing risks relating to areas such as the achievement of the charitable objects and the protection of the charity's assets. Systems are in place to monitor and control these risks to mitigate the impact that they may have on the charity in the future.

The Society of Merchant Venturers' Audit Committee is responsible for assessing the scope and effectiveness of the systems and processes established by management to identify, assess, manage and monitor the financial and non-financial risks. The risk register is reviewed and updated as required and on a bi-annual basis by Management and by the Merchant Venturers' Audit Committee and is noted by the Trustee.

The Charity is reliant on the income from its investments to enable it to fund bursaries and prizes in the furtherance of its charitable objectives. The charity does however have reserves in significant excess of its annual expenditure and therefore if required it could meet expenditure from these reserves.

Objectives and activities

The Trustee confirms that it has referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the charity's aims and objectives and in planning future activities.

Objects of the Foundation

The object of the Foundation is the advancement of education by the creation of bursaries or prizes to be awarded to children who wish to attend the Collegiate School, Stapleton, Bristol but would not otherwise be able to do so without financial assistance. This object has been met during the year.

Achievements and Performance

The Trustee is pleased to report that the Foundation continued to meet its objects during the year by pledging £107,468 (2022: £32,850) for bursaries for pupils at the Collegiate School.

Financial review

During 2023 a tug of war between inflation and interest rates played out across continents. Many central banks had the delicate task of curbing inflation without it stifling the economy. The UK grappled with sticky inflation, and this posed challenges to both consumers and policymakers. At the start of the year Consumer Price Inflation (CPI) hit a record 10.7% by October it had declined to 4.6% but it remained higher than the US (3.2%) and the eurozone (2.9%). 2023 saw the lowest percentage of stocks outperforming the index over the past 25 years, with the "Magnificent Seven" driving equity returns in 2023 with returns dwarfing the US and International market returns. Developed equity valuations (led by the US market) are close again to previous peaks. The total return of the investment portfolio in the year was a gain of +9.54% versus the composite benchmark of +8.6% (2022: loss of 16.8% versus the composite benchmark loss of 6.3%).

The charity had a net operating deficit of (£30,269) for 2023, this compared to an operating surplus of £43,069 in 2022.

Investment policy

The investment portfolio is of medium risk and has an emphasis on investments considered to have longer term growth potential with less regard for current income. The portfolio is monitored against the MSCI All Share index as well as a composite index comprising 20% Mkt iBoxx Gilt, 55% FT All Share, 20% MSCI World Ex-UK, 5% 3M LIBOR.

Report of the Trustee for the year ended 31 December 2023 (continued)

Reserves policy

In accordance with the Founder's wishes, the Trustee aims to steadily grow the fund via a combination of capital growth and reinvestment of income, whilst providing a reliable income stream to meet the charity's objectives. The policy is reviewed by the Trustee on an annual basis. At 31 December 2023 the unrestricted funds were £3,163,571. At 31 December 2023 there were net current assets of £250,873.

Going concern

The financial statements have been prepared on a going concern basis which the Trustee considers to be appropriate for the following reasons.

The Trustee has prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, the charity will have sufficient funds to meet its liabilities as they fall due for that period.

The downside scenarios considered by the Trustee include a situation where income is significantly reduced. The charity has current assets considerably in excess of its liabilities and, even with a significant fall in income, has sufficient resources to meet its liabilities as they fall due throughout the forecast period.

Consequently, the Trustee is confident that the charity will have sufficient funds to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore has prepared the financial statements on a going concern basis.

Future plans

It is the intention of the Trustee to continue to invest surplus funds in a managed portfolio with Evelyn Partners Investment Management. The portfolio will be managed on a discretionary basis to provide a balanced return between longer term capital growth and current income with a medium level of risk.

In order to award bursaries and prizes, the Trustee aims to provide a sustainable income stream which is capable of growing in real terms. This income will, in accordance with the Founder's wishes, be primarily used to provide bursaries to Sixth Form pupils wishing to attend Collegiate School.

Report of the Trustee for the year ended 31 December 2023 (continued)

Accounting and reporting responsibilities

Statement of Trustee's responsibilities in respect of the Trustee's Annual Report and the financial statements

Under charity law, the trustees are responsible for preparing a Trustees' Annual Report and the financial statements in accordance with applicable law and regulations. The trustees are required to prepare the financial statements in accordance with UK Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

The financial statements are required by law to give a true and fair view of the state of affairs of the charity and of the incoming resources and application of resources for that period.

In preparing these financial statements, generally accepted accounting practice entails that the trustees:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards and the Statement of Recommended Practice have been followed, subject to any material departures disclosed and explained in the financial statements;
- state whether the financial statements comply with the trust deed, subject to any material departures disclosed and explained in the financial statements;
- assess the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

The trustees are required to act in accordance with the trust deed of the charity, within the framework of trust law. They are responsible for keeping accounting records which are sufficient to show and explain the charity's transactions and disclose at any time, with reasonable accuracy, the financial position of the charity at that time, and to enable the trustees to ensure that, where any statements of accounts are prepared by them under section 132(1) of the Charities Act 2011, those statements of accounts comply with the requirements of regulations under that provision. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the charity and to prevent and detect fraud and other irregularities.

The trustees are responsible for the maintenance and integrity of the financial and other information included on the charity's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Signed for and on behalf of the Trustee



Michael Bothamley, Director
Merchants' Hall, The Promenade, Clifton, Bristol, BS8 3NH
Date: **7 JUNE 2024**

Independent Examiner's report to the Trustee of The Roger Newport Foundation

I report to the charity Trustee on my examination of the accounts of the charity for the year ended 31 December 2023.

Responsibilities and basis of report

As the Trustee of the charity you are responsible for the preparation of the accounts in accordance with the requirements of the Charities Act 2011 ('the 2011 Act').

I report in respect of my examination of the charity's accounts carried out under section 145 of the 2011 Act and in carrying out my examination I have followed all the applicable Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

Independent examiner's statement

Your attention is drawn to the fact that the charity has prepared the accounts in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) in preference to the Accounting and Reporting by Charities: Statement of Recommended Practice issued on 1 April 2005 which is referred to in the extant regulations but has been withdrawn.

I understand that this has been done in order for the accounts to provide a true and fair view in accordance with the Generally Accepted Accounting Practice effective for reporting periods beginning on or after 1 January 2019.

I have completed my examination. I can confirm that no matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

1. accounting records were not kept in respect of the charity as required by section 130 of the 2011 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 other than any requirement that the accounts give a 'true and fair' view which is not a matter considered as part of an independent examination.

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

This report is made solely to the charity's Trustee, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. My work has been undertaken so that I might state to the charity's Trustee those matters I am required to state to them in an Independent Examiner's Report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the charity and the charity's Trustee as a body, for my work or for this report.



Chris Trantham FCA
Bishop Fleming LLP
Chartered Accountants
10 Temple Back
Bristol
BS1 6FL

Date: 8 JULY 2024

The Roger Newport Foundation

Statement of financial activities for the year ended 31 December 2023

	Notes	2023 £	2022 £
Income from:			
Investments	1	94,389	81,038
Total income		94,389	81,038
Expenditure on:			
Raising funds - Investment manager charges		(2,682)	(2,994)
Charitable activities	2	(119,902)	(31,730)
Other	3	(2,074)	(3,245)
Total expenditure		(124,658)	(37,969)
Net (deficit)/surplus		(30,269)	43,069
Gain/(loss) on revaluation of investments	4	179,562	(663,256)
Net movement in funds		149,293	(620,187)
Reconciliation of funds:			
Total funds brought forward		3,014,278	3,634,465
Total funds carried forward	8	3,163,571	3,014,278

The statement of financial activities includes all gains and losses recognised in the year.

All incoming resources and resources expended derive from continuing activities.

All income and expenditure in both years is unrestricted.

The accompanying notes form part of the financial statements.

The Roger Newport Foundation

(Charity Number 1080765)

Balance sheet at 31 December 2023

	Notes	£	2023	£	£	2022	£
Fixed Assets							
Investments	4		2,977,156			2,800,639	
Current assets							
Debtors	5	-			18,800		
Cash		182,228			152,745		
		182,228			171,545		
Creditors: amounts falling due within one year	7	(31,355)			(46,956)		
Net current assets			150,873			124,589	
Debtors: amounts falling due after more than one year	6		100,000			100,000	
Creditors: amounts falling due after more than one year	8		(64,458)			(10,950)	
Net assets			3,163,571			3,014,278	
Funds							
Unrestricted fund	9		3,163,571			3,014,278	

The financial statements on pages 11 to 17 were approved by the Trustee on **7 JUNE 2024** and were signed on its behalf by:



Michael Bothamley
Director



Robert Bourns
Director

The Roger Newport Foundation

Principal accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention, modified by the revaluation of fixed asset investments, and in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) - (Charities SORP (FRS 102)) and the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

The accounting policies that the charity has adopted to determine the amounts included in respect of material items shown in the balance sheet and also to determine the income and expenditure have been applied consistently in the current and preceding year and are shown below.

The Roger Newport Foundation meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy.

Going Concern

The financial statements have been prepared on a going concern basis which the Trustees consider to be appropriate for the following reasons.

The business model of the charity is such that its charitable activities are limited to those which it has sufficient funds to support from the excess of funding received over the costs of administering the charity. The charity has specific bursary commitments which it has sufficient cash to cover, but no other committed costs beyond its fixed costs of operation which are detailed in notes 2 and 3.

The Trustees have reviewed the cash flow forecasts for a period 12 months from the date of approval of these financial statements which indicate that the charity will have sufficient funds to meet its liabilities as they fall due for that period. The Trustees have also considered various downside scenarios on these cash flow forecasts and consider that as a result of its operating model explained above, even if no further funding is received in the 12-month period, the charity has sufficient cash reserves to pay all committed costs.

Consequently, the Trustee is confident that the charity will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements.

Critical accounting judgements and key sources of estimation uncertainty

In applying the charity's accounting policies, the Trustee is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Incoming resources

Investment income is included in the statement of financial activities when the charity is entitled to the income, receipt is probable, and it can be quantified with reasonable certainty.

Residuary legacies are recognised as receivable once probate has been granted provided that sufficient information has been received to enable valuation of the charity's entitlement.

Other income is credited to the statement of financial activities on a receivable basis.

Expenditure

- (a) All expenditure is accounted for on an accruals basis and is recognised when there is a legal or constructive obligation to pay for expenses.
- (b) Charitable donations, including supporting administration costs, relate to the distributions made or approved to the Collegiate School as detailed in the objects of the Foundation.
- (c) Governance costs relate to the strategic management of the charity's assets, and compliance with constitutional and statutory requirements.

The Roger Newport Foundation

Principal accounting policies (continued)

Irrecoverable VAT

Any irrecoverable VAT is charged to the statement of financial activities or capitalised as part of the asset where appropriate.

Fund accounting

Legacies and investment income received are included as unrestricted funds of the Charity.

Investments

The Trust's investments are stated at bid value at the balance sheet date. This is in accordance with FRS 102.

The statement of financial activities includes the net gains and losses arising on revaluations and disposals throughout the period.

Cash flow statement

A statement of cash flows has not been prepared as the charity has taken advantage of the exemption available in the SORP for smaller charities.

Taxation

The Roger Newport Foundation is a registered charity and as such tax exemption applies to the income arising from and expended on charitable activities and to its investment income and gains.

The Roger Newport Foundation

Notes to the financial statements for the year ended 31 December 2023

1 Incoming resources

	2023 £	2022 £
Investment income		
Dividends	92,182	80,680
Bank interest	2,207	358
	94,389	81,038

2 Analysis of costs of charitable activities

	Direct costs £	Support costs £	2023 £	2022 £
Collegiate School	119,902	2,074	121,976	34,975

All support costs have been allocated to one charitable activity (advancement of education).

The Foundation has no employees and no staff costs (2022: nil). A recharge is made by the Society of Merchant Venturers for staff time as disclosed in note 11.

3 Other costs

	2023 £	2022 £
Audit fee	-	3,180
Independent Examiner Fee	1,994	-
Insurance	80	65
	2,074	3,245

The audit fee excluding irrecoverable VAT was £2,650 in 2022. The Independent examiner fee excluding irrecoverable VAT was £1,662 for 2023.

The Roger Newport Foundation

Notes to the financial statements for the year ended 31 December 2023

4 Fixed asset investments

	Listed Investments £	Cash £	Total Investments £
Cost			
As at 1 January 2023	2,495,872	7,845	2,503,717
Additions	120,397		120,397
Disposals	(141,906)	(2,798)	(144,704)
At 31 December 2023	2,474,363	5,047	2,479,410
Revaluations			
Unrealised gains at 1 January 2023	296,922	-	296,922
Realised in respect of disposal	21,262	-	21,262
Gain arising on revaluation	179,562	-	179,562
Unrealised gains at 31 December 2023	497,746	-	497,746
Market value at 31 December 2023	2,972,109	5,047	2,977,156
Market value at 31 December 2022	2,792,794	7,845	2,800,639

Investments with a bid value of £2,977,156 (2022: £2,800,639 market value) are managed on behalf of the Roger Newport Foundation by LGT & Evelyn Partners. The portfolio is spread across distinct classes of investment as follows:

	%
Investment assets in the UK	46.3
Investment assets outside the UK	53.5
Cash	0.2
	100.0

5 Debtors: amounts falling due within one year

	2023 £	2022 £
Prepaid Bursaries	-	18,800
	-	18,800

The Roger Newport Foundation

Notes to the financial statements for the year ended 31 December 2023

6 Debtors: amounts falling due after more than one year

	2023 £	2022 £
Loan	100,000	100,000
	100,000	100,000

The loan was made to enable the former assistant of the Founder to purchase a property and will be for the period of her lifetime. The loan is interest free and secured against the property and was made with agreement from the Charity Commission and the Founder's family.

7 Creditors: amounts falling due within one year

	2023 £	2022 £
Collegiate School	31,355	43,075
Other creditors	1,800	3,881
	33,155	46,956

8 Creditors: amounts falling due after more than one year

	2023 £	2022 £
Collegiate School	64,458	10,950

9 Movement in Unrestricted Funds

Unrestricted funds comprise those funds which the Trustee is free to use in accordance with the Charitable objects. These include all assets and liabilities of the charity.

	Balance at 1 January 2023 £	Income £	Expenditure £	Investment Gains £	Balance at 31 December 2023 £
Unrestricted funds	3,014,278	94,389	(124,658)	179,562	3,163,571

10 Trustee's remuneration

No director of SMV Trustee Company Limited directly benefited from remuneration or reimbursement of expenses for their services to the Foundation during the year, nor held any beneficial interest in any contract with the Foundation during the year (2022: £nil).

The Roger Newport Foundation

Notes to the financial statements for the year ended 31 December 2023

11 Related Party Transactions

All the Directors of SMV Trustee Company Ltd are members of the Society of Merchant Venturers Standing Committee.

The Society of Merchant Venturers charged £4,510 (2022: £4,042) to the charity as a reallocation of salaries of which £nil was outstanding at 31 December 2023 (2022: £nil).

12 Connected organisations

Collegiate School, Bristol is a connected organisation, with governor nomination rights from the Society of Merchant Venturers. Collegiate School, Bristol can be contacted at Bell Hill, Stapleton, Bristol, BS16 1BJ.