

WARWICK INDEPENDENT SCHOOLS FOUNDATION

England & Wales · Charity number 1088057

Details

| | |
|----------------|---|
| Other names | WARWICK SCHOOLS |
| Status | Registered |
| Legal form | Charitable company |
| Company number | 04252305 |
| Registered | 2001-08-15 |
| Register | View on the Charity Commission register |

Contact

| | |
|---------|---|
| Address | Warwick School Myton Road Warwick CV34 6PP |
| Phone | 01926735400 |
| Email | governors@warwickschools.co.uk |
| Website | http://www.warwickschool.org/page_viewer.asp?page=Warwick+Independent+Schoools+Foundation&pid=122 |

Activities

Objects: TO ADVANCE EDUCATION BY CARRYING ON IN OR NEAR WARWICK, DAY AND BOARDING SCHOOLS FOR BOYS AND GIRLS.

Activities: The Charity educates boys and girls from ages 3 to 18 in its three independent schools in Warwick. It also rents out its facilities to members of the public through its trading subsidiary Warwick Schools Enterprises Limited.

Classification

- **How:** Makes Grants To Individuals, Provides Human Resources, Provides Buildings/facilities/open Space, Provides Services, Other Charitable Activities
- **What:** Education/training
- **Who:** Children/young People

Geography

- **Area of benefit:** IN OR NEAR WARWICK
- Warwickshire

Finances

| Period end | Income | Expenditure | Assets | Employees |
|------------|-------------|-------------|-------------|-----------|
| 2024-08-31 | £52,752,628 | £54,732,205 | £77,066,533 | 965 |
| 2023-08-31 | £47,178,000 | £47,006,000 | £83,809,000 | 920 |
| 2022-08-31 | £43,353,000 | £39,935,000 | £82,037,000 | 874 |
| 2021-08-31 | £42,202,000 | £36,606,000 | £69,396,000 | 827 |
| 2020-08-31 | £34,591,000 | £35,559,000 | £60,630,000 | 755 |

Trustees

| Name | Role | Appointed |
|------------------------------------|------|------------|
| Adrian Francis Keeling | | 2020-01-01 |
| Anne Elizabeth Wilson BEd | | 2019-04-23 |
| Catherine Anne Robbins | | 2021-03-10 |
| David Barr Rankin | | 2022-01-21 |
| Faisal Jaffri | | 2022-12-09 |
| HM LORD LIEUTENANT OF WARWICKSHIRE | | 2013-05-31 |
| Haydn Cooper | | 2025-04-29 |
| Jane Mackenzie-Lawrie | | 2022-09-01 |
| Joanna Louise Broughton | | 2020-01-01 |
| John Loudon | | 2021-03-10 |
| Lisa Joan Ramsell | | 2024-09-01 |
| MARIE-BERNADETTE ASHE | | 2016-09-01 |
| Mrs S M Austin | | 2016-09-01 |
| Phillip Ledgard | | 2025-01-01 |
| Professor Damian Griffin | | 2018-09-01 |
| Rachel Mary Sandby-Thomas | | 2024-02-01 |
| Ruth Audrey Weeks | | 2019-09-01 |
| Vivienne Marjory Bosworth | | 2024-09-01 |

Linked charities

- KING'S HIGH SCHOOL FOR GIRLS BENEFIT FUND (1088057-1)
- WARWICK SCHOOLS ENDOWED BURSARY FUND (1088057-2)
- WARWICK SCHOOLS LEAVING EXHIBITIONS FUND (1088057-3)
- WARWICK SCHOOL PRIZE FUND (1088057-4)

WARWICK INDEPENDENT SCHOOLS FOUNDATION

England & Wales - Charity number 1088057

Accounts



COMPANY NUMBER: 04252305

CHARITY NUMBER: 1088057

DIRECTORS' REPORT
AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 AUGUST 2024



DIRECTORS' REPORT FOR THE YEAR ENDED 31 AUGUST 2024

DIRECTORS, OFFICERS AND ADVISORS

Governors, Directors and Charity Trustees

The Governors of Warwick Independent Schools Foundation ("the Company", "the Foundation", "the Group", "the Charity") are the Directors and members of the Company and trustees of the Charity and have all served in office throughout the financial year except where indicated. Those who have served during the year are shown below.

The total number of elected Governors comprises three nominated and 14 co-opted Governors. Nominations are subject to approval by the Board. All Governors may serve up to three terms of four years. In addition, the Lord-Lieutenant of Warwickshire and the Mayor of Warwick have the right to be ex-officio Governors should they choose to take up the position.

Governors nominated by the following bodies:

| | |
|--|---|
| The Charity of Sir Thomas White, Warwick | Mr A F Keeling, KC |
| The King Henry VIII Endowed Trust, Warwick | Mr S J Jobbum (to 16 January 2024) Ms V Bosworth from 1 September 2024 |
| University of Warwick | Prof D Griffin |

Co-opted Governors:

| | |
|-------------------------------------|---|
| Mrs M B Ashe | Ms L Ramsell (from 1 September 2024) |
| Mrs S M Austin (Chair) | Mr D B Rankin |
| Ms J L Broughton | Mrs C Robbins |
| Mrs M P Hicks (to 13 February 2024) | Ms. R Sandby-Thomas (from 1 January 2024) |
| Dr F Jaffri | Mr J N Wallis (to 31 August 2024) |
| Mr P Ledgard (from 1 January 2025) | Dr R A Weeks |
| Mr J D Loudon | Mrs A E Wilson |
| Mrs J Mackenzie-Lawrie | Mr C White |
| The Lord-Lieutenant of Warwickshire | Mr T B Cox |
| Mayor of Warwick | [Not taken up] |

Officers:

| | |
|--|---|
| Foundation Principal | Mr R Nicholson |
| Foundation Bursar* | Mrs V Espley |
| Headmaster, Warwick School | Mr J S Barker |
| Headmaster, King's High School for Girls | Dr S J Burley |
| Headteacher The Kingsley School | Mr J Mercer-Kelly (to 31 December 2023) |
| Headteacher, The Kingsley School | Dr S Howling (from 1 January 2024) |
| Headmistress, Warwick Preparatory School | Mrs H Dodsworth |
| Headmaster, Warwick Junior School | Mr J Bond |

*(Company Secretary)



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

Addresses

Principal Address and Registered Office:

Warwick Independent Schools Foundation
Myton Road
WARWICK
CV34 6PP

Schools

| | | | |
|--|---|---|---|
| King's High School Banbury Road WARWICK CV34 6YE | <i>Day, girls 11–18</i> <i>Boarding, girls 13–18</i> | Warwick Preparatory School Bridge Field Banbury Road WARWICK CV34 6PL | <i>Day, boys 3–7 girls 3–11</i> |
| Warwick School Myton Road WARWICK CV34 6PP | <i>Day, boys 11–18</i> <i>Boarding, boys 13–18</i> | Warwick Junior School Myton Road WARWICK CV34 6PP | <i>Day, boys 7–11</i> |
| The Kingsley School Beauchamp Hall Beauchamp Ave LEAMINGTON SPA CV32 5RD | <i>Day, boys 3–7 girls 3–18</i> | | |

Advisers

Bankers

Lloyds Bank Plc
12 Swan Street
WARWICK
CV34 4BJ

HSBC
6th Floor
120 Edmund Street
BIRMINGHAM
B3 2QZ

Solicitors

Veale Wasbrough Vizards
Narrow Quay House
Narrow Quay
BRISTOL
BS1 4QA

Insurers

Marsh Brokers
Capital House
1-5 Perrymount Road
HAYWARDS HEATH
West Sussex RH16 3SY

Investment Advisers

Evelyn Partners
14th Floor
103 Colmore Row
BIRMINGHAM
B3 3AG

Auditors

Crowe U.K. LLP
4th Floor, St James House
St James' Square
CHELTENHAM
GL50 3PR



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

The Directors of the Company present their annual report for the year ended 31 August 2024, together with the financial statements for the year, which have been prepared in accordance with Company Law and in compliance with the Charities SORP 2015.

Reference and Administrative Information

The Company was incorporated on 13th July 2001 and is registered in England under Company Number 04252305. It is also a Charity, registered with the Charity Commission under Charity Number 1088057, and is the Corporate Trustee of the Warwick Schools Foundation Trust ("the Trust"). The Directors and Governors of Warwick Independent Schools Foundation and the executive officers are listed on page 1 and the principal addresses and professional advisers are listed on page 2.

Structure, Governance and Management

Governing Document

In 1875, a scheme was approved by the Endowed Schools Commission for the amalgamation of certain educational charities in Warwick, under the name King's School Foundation. The Scheme provided for the re-establishment of the old King's School in new buildings, to be called the Grammar School (for boys), a Middle School (for day boys to the age of 15), and a school for girls. A number of local charities contributed the whole, or a portion, of their annual income.

A Charity under the name Warwick Schools was registered with the Charity Commissioners for England and Wales (registration number 528775) and was regulated by Schemes signed on 23rd December 1981, 26th November 1991, 13th June 1995, and 16th September 1998. On 29th August 2001, this Charity changed its name to Warwick Schools Foundation Trust. Under the Charity Commission Scheme made on 29th August 2001 all trust funds other than the Trust's permanent endowment of the Schools' land were transferred to a new Charity known as Warwick Schools, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

On 11th March 2003 the Charity and the Company changed its name from Warwick Schools to Warwick Independent Schools Foundation. At that time, the Company was governed by its Memorandum and Articles of Association dated 13th July 2001 and amended by special resolution on 28th March 2012. By way of special resolution, updated Articles of Association were adopted by the Foundation on 30 June 2023, to incorporate all previous amendments and to ensure compliance with all current Companies and Charity Laws.

Governing Body

The Governors listed on page 1 are appointed as Governors of the Foundation and have overall responsibility for the operation of three Schools, namely King's High School for Girls (incorporating Warwick Preparatory School, which has separate DfE registration), Warwick School (incorporating Warwick Junior School) and The Kingsley School. Subsidiary Committees of Governors have been established, one for each School, with Governors spread evenly across the School Committees.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

There are also four tactical Committees, each comprising a subset of the Governors. In this way, Governance is delivered to the individual Schools within an overall Foundation framework. The benefits of the approach are robust, inclusive governance, with all Governors taking equal responsibility for the effective running of the Charity.

The full Board of Governors plus one ex-officio Governor are also the Directors and Members of the Limited Company and Trustees of the Charity. They are responsible for the overall management and control of the Company and meet at least three times a year. The Foundation Principal is the executive lead across the Foundation. He is supported by a Principal's Group comprising the School Heads and Foundation Bursar. In his capacity as Foundation Principal, he has ultimate responsibility for the management of the individual schools and subsidiary trading company. He reports directly to the Trustees.

Organisational Management

School Committees are responsible for overseeing the educational business and financial management of each individual School within the broader strategic outline provided by the Foundation Governors. Any matters with implications for the Foundation and/or the other Schools are referred to the Education and/or Resources and Estates and/or Finance and Regulatory Committees as appropriate. School Committees are chaired by the Foundation Principal.

The **Safeguarding Committee** is responsible for considering all matters pertaining to safeguarding and child protection, including historic cases, and also the safeguarding responsibilities as set out by the Charity Commission. It has the power to recommend any decisions as it feels are necessary to fulfil its responsibility.

The **Education Committee** is responsible for considering all matters pertaining to the educational side of the Foundation's business and has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Resources Committee and the Finance and Regulatory Committee in ensuring robust and collective governance is delivered.

The **Resources and Estates Committee** is responsible for ensuring the effective delivery of the operational and capital resources required for educational and business activities, including oversight of the central Estates and Operations function. It has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Finance and Regulatory Committee in ensuring that robust and collective governance is delivered.

The principal purpose of the **Finance and Regulatory Committee** is to advise and provide recommendations to the full Board of Foundation Governors on finance and regulatory matters. It has delegated powers to act on behalf of the Foundation Governors in financial matters should the need arise. It can also make any decisions necessary to ensure compliance with current regulation and legislation.

The **Appointments Committee** is responsible for discussing and recommending to the full Board of Foundation Governors the appointment of Governors and the Foundation Principal. The Foundation Principal is responsible, with appropriate support and oversight from Governors, for appointing the Heads, the Foundation Bursar and such other employees as are deemed necessary or expedient from time to time. The Appointments Committee meets termly and consists of the Chair and Vice-Chair of the Foundation and the Chairs of the four Strategic Committees.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

Remuneration

Remuneration is set by the Board, with the policy objective of providing appropriate incentives to encourage enhanced performance and of rewarding fairly and responsibly individual contributions to the Foundation's success. The appropriateness and relevance of the remuneration policy is reviewed annually.

Delivery of the Foundation's charitable vision and purpose is primarily dependent on our key management personnel and staff costs are the largest single element of our charitable expenditure.

Employment Policy

The Foundation is committed to being an inclusive and diverse workplace and is proud to be an equal opportunities employer. It treats all prospective and current employees fairly and without discrimination, fostering an environment where everyone can thrive.

The Foundation is dedicated to providing meaningful opportunities for all, regardless of age, disability, gender reassignment, marital or civil partner status, pregnancy or maternity, race, colour, nationality, ethnic or national origin, religion or belief, sex or sexual orientation (Protected Characteristics). It is also committed to providing equitable treatment to all those we deal with as an organisation, including customers and suppliers.

The Foundation prioritises open and transparent communication with employees, ensuring their views and feedback are considered when making decisions that may impact them. Engagement is facilitated through a variety of accessible and effective channels, supporting collaboration and inclusivity at all levels.

Group Structure and Relationships

The Company has a wholly owned subsidiary, Warwick Schools Enterprises Limited (WSEL), which carries out a number of trading activities to generate funds for the Foundation. WSEL aims to retain a small surplus each year so as to build up working capital, but thereafter any surplus remaining is gift-aided back to the main Charity.

Governor Recruitment, Induction and Training

Nominated Governors are selected by their respective Nominating Bodies (see page 1) but must then be approved by the Governing Body. Co-opted Governors are selected having regard to the particular skills required on the Governing Body at the time of appointment. All Governors follow an induction programme on appointment including meetings with the Foundation Principal, School Heads, Foundation Bursar, and relevant Chairs. All Governors are encouraged to attend external training courses to complement internal training provided. As standard, all Governors receive annual Child Protection and Safeguarding training.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

Objects, Aims, Objectives and Activities

Charitable Objects

The Objects of the Charity are set out in the Articles of Association and are “to advance education by carrying on in or near Warwick day and boarding schools for boys and girls”. Within these Objects, the Charity and the Trust have various permanent endowments and unendowed trust funds held for special purposes in connection with the development of the schools’ facilities and for scholarships, bursaries, prizes, and other educational purposes.

Strategies to Achieve the Year’s Objectives and Support Long Term Goals

Warwick Independent Schools Foundation is a leading educational charity in the Midlands, providing education to over 2,800 pupils from ages 3 to 18. Our fundamental aim is to enable each individual pupil to achieve personal fulfilment and success, and we seek to develop intelligent, responsible, resilient, and compassionate young people of character to succeed in a changing world. Our vision is to create a world-class educational establishment based in the heart of Warwick, able to contribute to our community and society.

The long-term strategic aims and priorities remain in place, as follows, with our core values driving our priorities:

Our Values:

- Together, we aspire to **excellence**.
- Together, we lead with **courage**.
- Together, we foster **inclusivity**.
- Together, we are **respectful**.
- Together, we draw on the **best of each other**.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

Our Strategic Intent:

1. *We will put learning at the heart of all we do*

This intent will be fulfilled through the following strategic goals:

 - Facilitate outstanding outcomes for our pupils
 - Stimulate intellectual curiosity and cherish the pursuit of scholarship
 - Enable the acquisition of skills and encourage lifelong learning
 - Attract, recruit and retain outstanding staff and volunteers

2. *We will cultivate a healthy environment for the mental and physical self*

This intent will be fulfilled through the following strategic goals:

 - Be a fulfilling place to study, work and live
 - Nurture the wellbeing of our community
 - Prioritise everybody's mental and physical health
 - Promote lifelong healthy living

3. *We will be forward-thinking and innovative*

This intent will be fulfilled through the following strategic goals:

 - Prepare our pupils for the world of tomorrow
 - Empower our pupils to be positive agents of change
 - Harness the best of our heritage whilst embracing innovation
 - Be recognised for thought-leadership

4. *We will inspire and excite imaginations, bringing joy to lives*

This intent will be fulfilled through the following strategic goals:

 - Champion the '3 Ps' – Participation, Pathway and Performance
 - Establish excellence in artistic expression, and a platform for others to enjoy it
 - Inspire creative thinking
 - Curate a breadth of stimulating opportunities

5. *We will build a connected local, national, and global community*

This intent will be fulfilled through the following strategic goals:

 - Have a meaningful impact in the local area and reflect the communities we serve
 - Keep our schools as financially accessible as possible
 - Extend the influence of our charitable purpose
 - Instil the importance of social responsibility
 - Create global opportunities
 - Grow a giving community

6. *We will take responsibility for protecting our planet*

This intent will be fulfilled through the following strategic goals:

 - Raise awareness and engagement of the global climate imperative
 - Devise a pathway to achieving carbon net zero
 - Ensure all our stakeholders becomes advocates of change
 - Champion environmental matters for the school sector.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

Principal Activities of the Year

During 2023/24, Warwick School had 988 (2022/23: 982) boys in the Senior School, of whom 64 (2022/23: 53) were boarders, and 250 (2022/23: 260) boys in the Junior School. King's High School for Girls had 827 (2022/23: 796) girls and Warwick Preparatory School had 440 (2022/23: 459) children in the main School and 58 (2022/23: 46) children in the Nursery School. The Kingsley School had 81 (2022/23: 77) in the Prep School and 216 (2022/23: 229) in the Senior School. All the Schools continue to be popular choices amongst local parents and demand for places remains strong.

Public Benefit Aims and Intended Impact

Having been a significant participant in the Government Assisted Places scheme and its forerunner, the Direct Grant system, the Foundation has always operated with a strong emphasis on providing education to pupils from a wide range of social backgrounds. Our aim is that pupils from all backgrounds are able to benefit from the excellent education provided, irrespective of the ability to pay full fees. The Trustees of the Foundation are determined to maintain the philosophy of providing the rounded education synonymous with the Schools to as wide a pupil base as possible, including those pupils who do not possess the means to afford fees. A robust means tested bursary scheme is operated to ensure the effective and charitable delivery of this aim, with an annual review of the scheme carried out to ensure appropriate distribution of available resources.

Although the main focus for bursary support ensures that free places are offered to a large number of recipients, the scheme also provides the opportunity for pupils with parents of moderate income to attend the schools. This is managed through the provision of a number of part-funded, means-tested places, thereby further widening access to potential beneficiaries. In addition to providing public benefit through the provision of bursaries, the Foundation is committed to playing a significant role within the local community, through a number of outreach initiatives. These include the sharing of facilities, running holiday clubs and revision courses that are open to pupils from all around Warwickshire and its bordering counties.

Across the Foundation there are 114 (2022/23:123) pupils in receipt of means-tested bursaries, who between them achieve some outstanding academic results, with an overwhelming majority of boys and girls reaching the very highest grades on offer. With ever increasing financial pressures on parents we are doing more and more to generate further funds over the coming years, with the Development Office planning to actively target fundraising for means-tested support. A Community Outreach Officer has been appointed to actively engage with the parents in the local area to identify who would most benefit.

Offering financial support to those otherwise unable to afford to enjoy the education our Schools offer is, however, just one way in which we offer public benefit. The Schools have an important role to play in their wider community, achieved through outreach work and the provision of facilities for local clubs and associations, as well as the wider public. Many of these activities incorporate educational benefits to our own and wider pupil bodies. Individual members of staff serve in a variety of capacities for the benefit of the public, including as public examination examiners, sports coaches, school governors, and volunteers with local charities and in local churches. In addition, our teaching staff have made links with their peers in the maintained sector to exchange expertise, resources and best practice ideas through local forums and social media groups, particularly in Politics, Food and IT departments.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

There was continued wide-ranging use of the Foundation facilities by the local community, and we intend to continue and/or develop them.

We are always proud of the sense of social purpose we foster in our pupils and the resulting enthusiastic fundraising and awareness initiatives, some of which also include our parent associations as well. In the last academic year, pupils across our Schools raised a total of £41,000 from charitable activities, distributed to a wide range of beneficiary charities, with a strong emphasis on children. Donations were made to local, regional, national and international charities. These included Myton Hospices, Leukaemia UK, Papyrus UK, Children in Need, a number of smaller local charities and continued support to Brass for Africa.

In the furtherance of these aims, the Foundation Governors, as the Charity Trustees, consider that they have complied with the duty in Section 4 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under that Act.

Grant-Making Policy

During the year, the value of scholarships, Foundation Awards, and Bursaries totalled £2.571m (2022/23: £2.520m). Of this, the amount of unrestricted funds totalled £1.768m (2022/23: £1.970m) with a further £803k (2022/23: £550k) contributed from restricted funds. The Foundation Governors' policy is to increase further the means tested awards when opportunities arise and £1.674m (2022/23: £1.669m) of the total was awarded on this basis. 466 (2022/23: 538) pupils benefited from these regular grants and awards, with the result that one in five pupils at the senior Schools receives some form of financial assistance.

The Foundation Award Scheme, which was introduced in 1999, is a means-tested scheme and enables Governors to widen access to as broad a group of pupils as possible. There are currently 79 (2022/23: 73) pupils attending the schools who pay no tuition fees at all (as well as those who pay reduced fees). The schools also operate scholarship schemes awarded on academic merit.

Review of Achievements and Performance for the Year

Operational Performance of the Schools

King's High School

The School has enjoyed another year of outstanding success and it has been a great pleasure to celebrate so many achievements. We have seen curriculum innovation, a deepening of our community work, a breadth of co-curricular opportunity and enhancements to our pastoral and wellbeing provision. Our students achieved record GCSE results this year and our school roll grew further to a new record level. We were selected as Finalists for TES Independent School of the Year, Girls' Independent School of the Year and Finalists for the Independent Schools Association Award for Future-Readiness. Alongside tremendous achievements in Sport, Music and Drama, we have seen the development of our boarding provision for sixth form girls at Way House.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

Once again we were very pleased with academic results in August. At GCSE a record-breaking 58% of grades awarded were at 9-8, and 78% at grades 9-7, with the most common grade awarded being the top grade 9. At A Level 48% of grades were at A*-A with 75% at A*-B grades, with over 80% of leaving students attending Russell Group universities.

Our most popular university destination is Exeter (for the second year running), with 12 pupils, followed by Nottingham (11) then Leeds (6), Birmingham (4), Durham (4), York (4), Bath (3), Liverpool (3) and Newcastle (3); 3 pupils are going to Scottish universities and 8 to Wales. Pupils are heading off to study 59 different university courses, with a strong mix of STEAM subjects and arts and humanities subjects (47% to STEAM courses). Our most popular subject remains psychology, which mirrors the national picture. Five pupils will study medicine, dentistry, veterinary science and allied sciences.

We continue to occupy space on the national stage as an innovator on the future of assessment. Our first cohort of pupils studying for our bespoke Global Changemaker Programme and Innovation & Entrepreneurship Programme achieved their certificates on GCSE results day, with 75% achieving grades 8 or 9. Members of staff at King's High write in the national press and have spoken to HMC Heads in Belfast and delegates at the Edge Conference in Manchester on GCSE reform. One of our Deputy Heads is now Chair for the Product Development Committee of the Independent School Examination Board.

We have now published our eighth annual Inspire Essay competition, with entries from Year 7, 8 and 9 pupils on diverse questions including the following: 'How Effective are Placebos?', 'Should Music be Compulsory in Schools?', 'What is Love?', 'Is Honesty Really the Best Policy?', 'What is Success?', 'Should Prisons be Banned?', 'Could Black Holes be a Portal into a Parallel Universe?', and 'Why are Prime Numbers Useful in Cryptography?'. In later years students complete the EPQ with enormous success: over 90% of pupils achieved an A* or an A in their EPQs in 2023. We continue to focus on a broad range of pathways beyond school, with programmes to support those considering not only UCAS applications but also Degree Apprenticeship, Global Universities and Creative Arts institutions.

Pastoral care and wellbeing support continues to be the centre-point of our school culture and we have continued to refine and bolster both our resources and provision. The development of the Wellbeing Team has seen a focused, newly-furnished wellbeing space (The Oasis) be developed at the physical heart of our school to support the mental health and wellbeing of our students. 'The Oasis' is a supportive and positive space dedicated to providing a calm environment for our students with neurodiversity as well as those students in need of additional support. This designated space demonstrates the connectivity between our Learning Support and wellbeing provision in one holistic, accessible place enabling bespoke response to individual need and experience.

Togetherness and inclusion are also key priorities for us so our Neurodiversity Club, Ableism Group, LGBT+ Group and Interfaith Council continue to be prominent student voices, presenting ideas and reflections in assemblies, staff meetings and at Leadership Team meetings throughout the academic year. This area has developed excitingly in 2024 with the appointment of our Equality, Diversity and Inclusion Lead who spearheaded the opening of our designated Prayer Room and our communal outdoor space dedicated to calm reflection: the Peace Pod. The Peace Pod is proudly fronted by the Peace Pole, facilitated by the Rotary Club charity, which pronounces "may there be peace on Earth" in the eight most prominent languages spoken in our school community. My Neurodiverse Self (a drop in club for students with neurodiversity) offers a safe space to share experiences and make connections with others. This year, our students scripted and created a video outlining the experiences of the school day to be shared with staff to aid empathy and understanding. My Neurodiverse Self Club regularly host Q&A sessions with staff to strengthen the links between staff understanding and student experience and have also hosted the NeurodiversiTea where speakers and parents were invited into school to expand the links within the supportive community and celebrate the "dignity of difference".



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2024

Connections Meetings continue to inform and enhance school practice - these are meetings which facilitate every student being invited to a conversation with members of the Senior Leadership Team to discuss the experience of being a student at School. The purpose of these meeting is to reflect on the school lived experience and communicate any concerns and observations of how we can continue to improve our school for all. This is then centralised and discussed at Leadership Team meetings to inform change, planning and development.

Our Mental Health Lead continues to expand the therapeutic provision available by signalling appropriate, responsive and bespoke support from a strong team of specialists and professionals. Our targeted support continues to develop in response to need, but we maintain and continue our support of all students by frequenting external speakers as well as tailoring form time and assemblies to address a range of topics. Bi-annual King's Ten Wellbeing surveys continue to provide individual and year group data from which we tailor our wellbeing and pastoral support. These surveys provide a further layer of pastoral communication for every member of the school community as do the weekly one-to-one meetings that take place in form times through our co-tutor system in which a member of staff supports the lead tutor to facilitate individual conversations based on student need.

We continue to prioritise the joy of learning and fun in the classroom, as well as developing a co-curricular provision of fun, mindfulness and joy. We have a series of clubs focused on joy, fun and play as well as breaktimes encouraging the synchronicity of Just Dance. Our co-curricular provision has dedicated provision to incorporate mindfulness, games and community fun as well as Art for Wellbeing which continues to be popular.

The provision of time and resources to Mental Health prevention and support is purposefully combined with a prevalent, informative culture of joy, gratitude fun and self-awareness. Our school dog, Parsnip is a key member of the pastoral provision as well as the arrival of our school chickens which require our students to work together to care for animals, promoting teamwork, compassion, learning and togetherness. A new development this year is the installation of our Appreciation Station, encouraging personalised "thank you" cards to be sent and delivered by our team of Wellbeing Prefects throughout the school year. National 'Thank a Teacher Day' always creates a wave of gratitude from students to staff. The annual Festival of Wellbeing continues to thrive and turns the whole school focus more acutely to wellness, self-awareness and self-care for students and staff.

Our School Council provision has enjoyed a revamp and is now almost exclusively student-led and encourages debate, discussions and democratic voting. Students work as a council to address matters for change and development both within school and importantly, in the wider community.

We also provide time to give to the wider community as well as contribute to our own with charitable fundraising enterprises from local care work charity, Kissing it Better, and partnership outreach work with local primary schools and special schools. Our students are encouraged to reflect and express gratitude as another way of putting into perspective life's challenges.

The co-curricular life of our school continues to expand and thrive, whilst developing our school aims. A broad variety of co-curricular opportunities are on offer with over 300 activities each week. Our pupils excel across the board in their sports with both teams and individuals reaching county, regional and national levels. In the most recent season of competitive sport, King's High reached National finals across 10 different sports and we have had Individual Independent Schools Association National Champions crowned in Table Tennis, Tennis, Athletics, Cross Country and Skiing and Swimming. Individual students have been selected across many disciplines for regional and national training and to represent their country in some circumstances.

Music has gone from strength to strength, with more than 30 ensemble rehearsals taking place in the department each week. These cater for all musical abilities, levels and interests, as well as providing opportunities for the most able. Our partnership with Orchestra of the Swan has developed and our talented orchestral and jazz musicians have received mentoring, workshops and the opportunity to perform side-by-side with their professional counterparts in a public concert. Exam results have been consistently strong, with 100% of Trinity exams graded at distinction or merit. Over 320 instrumental and vocal lessons take place in the department each week. The Year 7 instrumental scheme continues to be a highlight, with students learning an orchestral instrument from scratch.



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It has been another year of creative opportunities for the pupils in Drama, with fantastic productions including 'Sweeney Todd', 'The Wardrobe' and 'The Addams Family'. The LAMDA department once again enjoyed outstanding results with 140 pupils gaining distinctions and 9 gaining merits in their external exams.

King's High students continued to raise money for local, national and international charities this year and raised in excess of £9,000. Students have continued to support 6 charities in their houses. They also collected over 80 shoeboxes for Teams 4 U and other harvest items for the local branch of the Trussell Trust as well as collecting presents for the elderly at Christmas.

We have enjoyed continuing our link with Evergreen Special School. Students in the sixth form have volunteered to support classes on Friday afternoons and the school has used King's High facilities for events throughout the year. We have also continued a volunteering programme at Evergreen School with students from Year 11 working with younger pupils. In the holidays, students from Evergreen benefited from the Foundation's summer play scheme, Holiday Action. We continued the innovative partnership between King's High, Evergreen School and the children's charity, 'Let's Play', to provide holiday activities for local students with disabilities. Our staff have provided enrichment activities in Music, French, Cookery and Classics for pupils in Years 5 and 6 in Westgate Primary School. Older pupils supported classes in a variety of primary schools through the volunteering programme. Our Saturday School project now includes students from Westgate, Coten End, All Saints, Brookhurst, St Margaret's, Whitnash and Newburgh Schools with children receiving extra support in English and Maths and Drama lessons from King's High teachers.

We held our first Inspire School – an outreach opportunity for gifted & talented pupils from local primary schools. We had 20 regular attendees who came for a 10-week programme covering English, Maths, Creative Thinking, Current Affairs, Public Speaking/Drama, Environmental Issues and Science Experiment.

We have visited patients in Warwick Hospital on Monday and Tuesday evenings and Friday afternoon, liaising with the 'Kissing it Better' charity. Students wrote cards, produced artwork, made crafts and collected items for 'goodie bags' for staff and patients. During the summer holidays older students were able to visit patients in Warwick Hospital and work at Park View Nursing Home.

As part of Warwick Schools Foundation, we are proud of our diverse group of schools, each with its unique identity. The experiences of pupils at our individual schools are enhanced by opportunities to work together across our wider Foundation community.

Warwick Preparatory School

The school has achieved great success in many areas during the course of 2023/24. Following the award of places to all girls in Year 6 at King's High, fourteen scholarships and awards (academic, music, sport, art and drama) were made. Thirty-four boys transferred successfully to Warwick Junior School from Year 2. The school has continued to be highly successful in maintaining its roll during 2023/24 and the number of registrations for entry in 2024 and 2025 remains strong.

In English and Drama, we have enjoyed tremendous success in LAMDA examinations with over 100 entries across all year groups in the Prep department with 85% awarded distinction and the remaining 15% awarded merit.

Our Music department continues to inspire the next generations of instrumentalists with our Pre-Prep Strings Project and Prep Woodwind Project where every child has the opportunity to learn an instrument with the instruments funded in large part by our PTA. Children have gained places in the National Orchestras and Choirs and a large number of children in Years 2 – 6 receive tuition in one or more instruments. Of the Associated Boards examinations taken, there has been an increase to 75% being awarded merit or distinction.



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Our Sports teams enjoyed exceptional success, reaching national IAPS and other school finals in swimming, football, netball, hockey, skiing, equestrian, gymnastics and athletics, involving 37 children. Cricket has grown enormously and our U11 team competed in a range of county and national events.

The extra-curricular life of the School continues to inspire interests, maintaining over seventy-five clubs for children to attend each week, with new clubs added to meet the needs of our children. This has included cookery and canoeing. To meet the needs of working parents, the school's After-School provision continues to operate with over one hundred children in attendance at different sessions across the week.

Residential visits undertaken this year included a Year 4 PGL activity week, Year 5 staying in a chateau in Normandy and Year 6 spending a week at a science study centre in North Yorkshire. Educational visits have flourished with over thirty separate day visits enjoyed by children from Nursery upwards.

The school has supported a variety of local, national and international charities through fund raising activities and special charity days. Funds were also raised by the school and Parents Association for Macmillan Cancer Research, Children in Need, Myton Hospice and the Warwick District Food bank, raising a grand total of over £5700.

We were honoured to be asked to be part of Warwick's D-Day 80th anniversary commemorations, and our Squirrels in the Community initiative has seen children across the school supporting local care homes and community groups.

Warwick School

Warwick School continued to build on its long tradition of educational excellence in the academic year 2023-2024. The school maintained its commitment to academic, artistic, and athletic achievement, fostering an environment that prioritizes well-being and holistic development. This dedication was reflected in another year of strong demand for 11+ entry and a further increase to 1253 in the pupil roll for September 2024.

In recognition of its continued excellence, Warwick School was a finalist in a range of different categories at several education awards. These accolades highlight the school's enduring reputation for providing an outstanding all-round educational experience.

Academic Achievements

The academic performance of Warwick School remained exemplary. The summer term saw another improvement in results at both GCSE and A level. Outstanding results led to a successful university admission cycle, 103 pupils achieved a place at a Russell Group+ institution (75% of the cohort) and 97 secured a place at their first-choice university, 8 pupils won places at Oxbridge.

- **A Level:** A*-A 50.9 % and A*-B 79.4%.
- **GCSE:** A*/9/8 grades 55.6% and A*/A/9/8/7 grades 76.4%

Sporting Excellence

The breadth and depth of the school's sporting programme expanded further. Highlights included the Ski Team's being crowned NSSA English Indoor Champions, the Under 13's being crowned National Hockey Champions, the 1st VI tennis squad reaching the finals of the national school's championship, the swim team qualifying for the ESSA Finals, and 4 pupils being selected for national rugby squads. Traditional sports remain



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a cornerstone of the school's identity, with over 110 hockey fixtures and 250 rugby matches played by 40 teams including over 400 pupils.

Artistic Achievements

The arts continued to thrive at Warwick School and was recognised by the award of a platinum Artsmark. Theatre productions, including *The Great Gatsby*, showcased the exceptional talent of pupils. Music also flourished, all 131 Year 7 pupils played an instrument in annual Year 7 Music Scheme Concert, and Warwick's bands earned accolades at the National Concert Band Finals: three bands received platinum awards, and one achieved gold. Three Warwick School groups reached the finals of the Pro Corda chamber music competition. The biennial arts festival, themed "Home," celebrated collaboration and creativity across the school community.

Key Developments

Several significant initiatives and appointments marked the 2023-2024 academic year:

- The introduction of Food Science as a core subject for Years 7, 8, and 9 was a resounding success, with enthusiastic uptake among pupils.
- The Mulley Programme was extended to years 9 and 10, embedding a culture of intellectual curiosity across the school.
- The launch of an educational project with Tata Steel including pupils from other local secondary schools.
- The launch of Project Ponta a fundraising and service-learning project supporting a school in Mozambique.
- The successful introduction of mixed-age tutoring to further enhance our ability to know every pupil.
- The school's leadership team underwent further evolution. With the appointment of Ben Miller to a new role, Assistant Head Character Education.

Well-Being and Pastoral Care

Warwick School's commitment to well-being continued. The Well-Being Hub provided invaluable support to pupils, while the Pupil Voice sub-committees continued to address key pastoral issues. There was a very positive response to the introduction of YONDR in an effort to tackle the challenges presented by mobile phones. These efforts were recognized nationally, with Warwick shortlisted for the Talk Education Awards for Innovation in Education – Pastoral and Well-Being category.

Innovation and Collaboration

The Design Thinking curriculum, developed in partnership with the University of Warwick, continued to gain acclaim. This innovative programme was named a finalist for the Independent School of the Year in the Outstanding New Initiative category.

Conclusion

The academic year 2023-2024 was another successful one for Warwick School. There was continued success in the classroom, on the sports field and in the arts, alongside a steadfast commitment to well-being and innovation, Warwick School continues to pursue its vision of becoming the most inspiring, rounded and caring boys school in the country and preparing pupils to thrive both now and in the future.



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Warwick Junior School

The academic year 2023-24 saw the Junior School continue to prosper.

Academically, the boys' attainment in English and Maths continues to be well above the national average, with all Year 6 boys offered a place at Warwick School. A total of seven scholarships for Year 7 were awarded in music and academics.

We continue to offer a challenging, broad and varied curriculum providing our pupils with a range of opportunities. During the year, six Year 6 boys qualified for the Bonus Round of the Primary Maths Challenge, putting them in the top 3.5% of entries nationally, and one achieved a Bronze award putting him in the top 1.8%. In our Languages curriculum, we have introduced a wider range of European languages with the boys in Years 4-6 now enjoying a second language in the summer term: Spanish in Year 4, German in Year 5 and Italian in Year 6. In Computing, 12 of our Year 6 boys took part in the Oxford University Computing Challenge, having come in the top 10% nationally in the annual Bebras Computational Thinking Challenge. Five boys were selected to form a team to enter the joint European Space Agency and Raspberry Pi Foundation Mission Space Lab Challenge for young people under 19 years (which largely attracts secondary school and university teams). We were delighted that Team WJS Astro's Python program to calculate the speed of the International Space Station using the onboard camera, successfully achieved flight status and ran on the ISS in April.

We continue to develop our curriculum to ensure our pupils have the appropriate skills and knowledge for the next step in their education. With the ongoing development of Artificial Intelligence, we have worked across the Foundation to develop staff knowledge in this important area. We have also reviewed our curriculum to ensure AI is taught across the year groups from September 2024. Our Learning Strengths and Diploma programmes continue to provide a focus on character development and personal skills. The boys also continue to support a range of charities through our house system. Over the year over £3000 was raised for Save the Children, The Samaritans, the Dogs Trust and Guide Dogs for the Blind.

A Pastoral Committee continues to meet on a weekly basis to review pastoral and safeguarding concerns about any pupils. Supporting children with early interventions, remains hugely important for the safeguarding of our pupils' mental health and wellbeing and we continue to support pupils both at an internal school level via our mentoring programme and, where more expert professional intervention is needed, via our school counsellor from Snowford Grange.

An important part of our focus on pupils' wellbeing is capturing pupil voice. We have established a systematic approach to ensuring all pupils' voices can be heard in both the academic and pastoral areas of school life. We also value pupil voice through the different roles and responsibilities available to pupils which include school council, the Green Team and food committees, as well as school leadership roles such as librarians, prefects and house officials.

We have continued to develop links with our fellow foundation schools and our parent body. Curriculum presentations for parents were held in Maths, Reading, Staying Safe Online and PSHE/RSE. We continue to support the transition of our pupils between the foundation schools including taster days, transfer meetings between staff, and information meetings for parents. We foster our links with the Prep School through a variety of Link Day activities across the year which included developing healthy relationships work, with joint sporting



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activities. Year 6 pupils also took part in a joint PSHE drama workshop with the girls from the Prep School on the theme of Respectful Relationships.

Curriculum-linked enrichment activities include trips to Bletchley Park, Birmingham Botanical Gardens, National Space Centre, Hazard Alley and Blists Hill. Year 5 and 6 pupils also had a Shakespeare themed day with a visit from the Young Shakespeare Company. We continue to offer pupils opportunities to develop their independence, self-confidence and teamwork through our extensive residential trip programme. This year the residential trips included Mount Cook in Derbyshire for Years 3 and 4, the Jurassic coast for Year 5 and Snowdonia for Year 6. A highlight of the Autumn term was the U11 Rugby tour to London. 37 boys represented the school impeccably, playing two fixtures as well going on a tour around Twickenham and watching a premiership match between Saracens and Northampton. The boys also performed the guard of honour for the teams and met Fin Smith OW at the end of the game.

We offer upwards of 70 clubs per week and review the offering termly. We have increased our clubs to include 'Maths in Motion', 'Junior Journalists' and 'Invitational Cricket training' to extend our Gifted and Talented provision. Chess continues to go from strength to strength in the Junior School. This year we entered the Coventry and Warwickshire senior school B team league. Recording two victories and a draw against teams boasting sixth form boys. We have also made the finals of the midlands primary school chess championship. Kung Fu is also thriving with 3 Year 5 pupils receiving black sashes which is the youngest age at which their coach has seen such recognition.

Our sporting provision continues to offer a wide range of opportunities for the boys with every boy representing the school at least 3 times during a term with the average across most years being closer to 7 fixtures per boy. Rugby, hockey, football and cricket continue to be the main team sports but over the year we offer boys the opportunity to play up to twelve different sports. We have had particular success in the swimming pool this year at both the ESSA and IAPS National Finals with the U11s Freestyle Relay finishing 7th at the Essa and 8th at the IAPS. The U10s finished 12th in the Freestyle Relay and 4th in the Medley relay at the IAPS. Two boys also qualified for the National Prep Schools Athletics finals.

In Music, participation levels remain very high with over 150 boys having individual lessons with over 200 Junior School lessons every week. Many boys also passed their Music Exams in a range of instruments which included a number of passes with Distinction and Merit. The boys perform extremely well with a range of opportunities throughout the year including termly concerts, the Carol Service, teatime concerts, instrumental concerts and Young Voices 2024. Other highlights from the year have included the Year 4 musical, Robin and the Sherwood Hoodies, and the Year 6 production of Oliver Jr. The strong sextet, eSquires, were also finalists in the national Pro Corda Chamber Music festival.

The Kingsley School

The Kingsley School achieved significant milestones throughout the 2023-2024 academic year, reflecting its ongoing commitment to excellence, collaboration, and innovation. The school has benefited from strengthened partnerships with the Warwick Schools Foundation, particularly through leadership, student, and staff collaboration, as well as substantial investment.



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In September 2023, The Kingsley School and the Foundation announced the transition to a co-educational model in the Senior School. Building on its tradition of educating boys in the Prep School, the school will admit boys into Year 7 and Year 12 from September 2025, progressing to full co-education by 2029. Planning and preparations have commenced to ensure the successful implementation of this strategy.

January 2024 marked the arrival of Dr Sarah Howling as Headteacher, bringing fresh vision and leadership for the school. Following consultation with staff, students, and parents, the school developed "The Kingsley Way," a framework of four values and four educational pillars that underpin its ethos and ambitions. A three-year strategic plan was launched, focusing on five Strategic Intentions to drive growth and improvement. The Senior Leadership Team was restructured to align with these objectives and enhance the school's capacity for innovation and development.

The academic year began with outstanding exam results. At GCSE, 24% of grades were awarded at level 9-8 (A* equivalent), and 44% at level 9-7 (A* to A equivalent). At A Level, 61% of grades were at A* to B, significantly above the national average. Students studying Cambridge Technical qualifications excelled, with 100% achieving Distinction in Sport and Digital Media. Year 13 leavers secured placements at prestigious universities, including Cardiff for Economics, Winchester for Creative Writing, Salford for Sports Rehabilitation, Newcastle for Mechanical Engineering, Exeter for Law, and Warwick for Liberal Arts.

Students continued to benefit from a strong extra-curricular programme, fostering personal growth and skill development. Highlights in sport included the development of the netball courts, enabling improved standards of play. The school achieved notable success at the PGL Netball Tournament, with Year 7 winning and Year 9 as runners-up. The Talented Athlete Programme was launched, and sports offerings were expanded to include equestrian, skiing, rugby, and cricket. These achievements were recognised through the Gold School Sports Mark and a shortlisting for the Sporting Achievement Award in the Independent School of the Year Awards.

The Performing and Creative Arts departments also had an exceptional year. Productions included the Year 6 performance of *Aladdin* and the Senior School's double-cast musical *Shrek*. The Year 7 instrumental programme was launched, leading to student performances within five months and a diverse programme of solo and group performances and concerts were held throughout the year. Collaborations across the Foundation included orchestral and choral events, culminating in summer concerts and an art exhibition as part of the Foundation's Home Festival.

In collaboration with and with investment from the Foundation, the school worked closely with architects Noble and Eaton, staff, and students to redesign the library and garden area. These new and exciting spaces were realised over the summer, along with transforming the senior school gym into a state-of-the-art fitness suite, modernising the Prep library, and refreshing the Senior School hall and dining hall. These improvements have significantly enhanced the school's facilities, providing inspiring and functional environments for students and staff alike.

The Kingsley School maintained strong ties with the international Round Square network. Students engaged in virtual cultural exchanges and participated in the Round Square conference in Kenya, enhancing their global perspectives. Visiting speakers enriched the curriculum by addressing the Round Square IDEALS of internationalism, democracy, environmentalism, adventure, leadership, and service.



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Community and social responsibility remained at the heart of the school's ethos. Collaboration with the Leamington Spa Rotary Club to host the Community Spirit Awards celebrated the contributions of individuals and organisations within the local community. Fundraising initiatives, including the Santa Dash and Rose Ball, raised significant sums for charity, such as £2,000 for Leukemia UK. Other activities, like second-hand clothes sales and the Christmas Boxes project, further demonstrated the school's commitment to fostering a spirit of kindness and community engagement.

Experiential learning played a significant role in broadening students' horizons. Duke of Edinburgh Awards saw students achieve Bronze, Silver, and Gold levels. Year-group trips included a geography expedition to Norway, a ski trip to Austria, and a Year 6 and 7 cultural visit to Madrid. Students from Kingsley also worked with Warwick Preparatory School and Warwick Junior School on student voice initiatives, culminating in a presentation to the Education Committee.

The school continued to innovate its curriculum, moving beyond traditional exam-focused learning to equip students with skills for the future. The new 4-D curriculum in Prep inspired and engaged our youngest learners and workshops delivered in partnership with 8BillionIdeas and opportunities like the FutureForward Conference for Year 12 exemplified this forward-thinking approach. These initiatives reflect the school's dedication to preparing students to thrive and make a meaningful impact on the world.

The 2023-2024 academic year at The Kingsley School was marked by significant achievements across academics, co-curricular activities, leadership, and community engagement. These accomplishments underscore the school's unwavering dedication to fostering excellence, inclusivity, and a forward-thinking ethos, ensuring its continued success in the years to come.

Collaboration

The Foundation is proud of its diverse group of schools, each with its unique identity. The experiences of pupils at our individual schools are enhanced by opportunities to work together across our wider Foundation community. Key areas where collaboration has been taking place during the year include:

- Our partnership with the Orchestra of the Swan. A local professional orchestra with a reputation for innovative programming with younger musicians. Thereby fulfilling our strategic aim to develop a national reputation in the Arts.
- Working in partnership with Warwick - A Singing Town, to promote a positive and exciting project for all residents to celebrate the joy of singing.
- Major productions from Warwick School and King's High in the Bridge House Theatre.
- Friday Afternoon Activities Programme.
- Oxbridge preparation and interview programme.
- Sprint Finish revision programme.
- Open invitations to Sixth Form academic society meetings in respective schools.
- Drama and Music staging many joint events and running of the Saturday morning drama club.



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Financial Review and Results for the Year

The Foundation achieved an investment surplus (the widely recognised and benchmarked performance measure in the sector which is calculated before depreciation, interest and realised/unrealised gains and losses) for the year of £2.48m (2022/23: £2.84m). This investment surplus includes the finance cost of the derivative of £0.896m. Owing to the accounting adjustment required in relation to the Foundation leaving the Local Government Pension Scheme (LGPS) during the year, the net movement in funds for the year is £-6.276m (2022/23: £2.107m).

Governors strive to ensure that fee increases are maintained at the lowest possible level, whilst mindful of the importance of generating sufficient returns for the development of facilities to ensure the continuous improvement of teaching and learning in the Foundation schools.

The Foundation is grateful to the Trustees of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick, for income provided exclusively for funding means tested bursaries to pupils residing within the town of Warwick and other educational activities with local schools, and also to the Trustees of Old Warwickian Trust for income provided exclusively for bursaries to pupils attending Warwick School.

The trading subsidiary (Warwick Schools Enterprises Ltd – WSEL) continued hiring out the Foundation's facilities during the year and generated income from ticket sales for events. It contributed £Nil (2022/23: £Nil) to the investment surplus.

Reserves

The Foundation's Free Reserves at 31 August 2024 were in deficit by £23.040m (2022/23: £21.595m), with unrestricted and designated funds standing at £68.133m (2022/23: £67.922m) at the end of the year. Unrestricted funds were made up of £74.532m (2022/23: £74.608m) representing funds deployed as part of the Schools' premises and £17.744m (2022/23: £15.864m) as Bursary Funds, with the balancing minus £1.103m (2022/23: £954k) being within the subsidiary company. Restricted funds were £3.321m (2022/23: £3.120m) at the end of the year. The Foundation left the Local Government Pension Fund during the year and so the share of the deficit shown in the Balance Sheet as at 31 August 2024, stood at nil (2022/23: £6.276m).

The Directors are satisfied that the schools' operating cash flows and external finance facilities are sufficient to meet the Schools' day-to-day working capital requirements.

Investment Policy and Objectives

Under the Charity's Articles of Association, the Trustees have powers to invest in such securities or property as they may think fit, subject to the appropriate legal considerations. In practice, the Board of Governors has delegated responsibility to the Finance and Regulatory Committee to make such decisions on its behalf. The Finance and Regulatory Committee in turn appoints an investment manager to oversee funds under investment. The core objective of the investment portfolio is to achieve a balance between income and capital growth, over a longer-term (5 years) time horizon.

As at 31 August 2024, the Foundation had a total of £18.616m (2022/23: £14.468m) invested for the long term with an investment objective of achieving a balance of income and capital growth. In the year to 31 August



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2024, the total return generated by the Foundation's main portfolio was +12.93% (2022/23: -0.80% compared with +14.6% (2022/23: +1.83%) for the agreed benchmark, in light of the economic conditions.

Fundraising Performance

At the Foundation, we understand that everything we have today is thanks to the generations who have gone before – we are already standing on the shoulders of those who believe in the transformational power of education. Contributions from alumni, parents, charitable trusts and other donors in the past have provided state-of-the-art science, music, and sports facilities and established a £19m investment fund. Thanks to this, across all our schools today, one in five students receives some form of financial support towards their school endeavours, including 129 means-tested bursaries.

We are forever indebted to local charitable trusts, King Henry VIII Charitable Trust and Sir Thomas White (Warwick) Charitable Trust and all our alumni, parents, staff, friends and other associates whose ongoing financial support makes it possible for us to continue to help so many within our student community. During 2023/24, our total philanthropic income received in gifts and pledges totalled £1,981,962. Just over half, £1,034,263, came from our ongoing relationship with King Henry VIII and Sir Thomas White (Warwick), whilst £947,700 was raised by 147 donors from our community of alumni, parents, staff and other associates. Of this, £352,000 was donated from legacy gifts, and the remainder given by individuals to support our bursary programme, expand the Year 7 music scheme or other projects.

At Warwick Schools Foundation, our vision is of a future where education is democratised and merit is the key determinant of access, rather than ability to pay. A future where the brightest stars can fulfil their potential, irrespective of their background. Our bursary programme is the first step towards turning this vision into reality and over 2024/25 and subsequent years we plan to increase the level of philanthropic investment we receive through a major donor focused fundraising campaign to double the number of bursaries we are able to offer in future so we are able to help even more incredibly talented young people to fulfil their potential in life.

We can also confirm that no external fundraising individuals or companies were employed to raise funds. The Foundation is signed up to the Fundraising Regulator which oversees the Code of Fundraising Practice and there were no incidences of failures to comply with fundraising standards, nor any complaints received. The Foundation adheres to the GDPR regulations and contacts only those for whom our communications will be relevant and of interest.

Risk Management

The Board of Governors is responsible for the management of the risks faced by the Company. Risks are assessed and controls established throughout the year. A formal review of the Company's risk management processes is undertaken by the Finance & Regulatory Committee on an annual basis.

The key controls used by the Company include:

- formal agendas for all Committee and Board activity;
- detailed Terms of Reference for each Committee;
- comprehensive strategic planning, budgeting and management accounting;
- established organisational structure and lines of reporting;
- formal written policies;
- clear authorisation and approval levels; and



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- vetting procedures as required by law.

The most significant risks considered during the year were as follows:

| <i>Risk</i> | <i>Mitigation</i> |
|---|--|
| a) fee affordability and increased competition from other local schools, leading to a potential fall in student numbers and/or demand for places. | Robust budgeting, tight cost controls and strong marketing presence to ensure continued growth or at least static position of pupil roll. Strong academic performance. |
| b) diminishing investment returns applying pressure to supported places. | A balanced portfolio through a respected and trusted investment partner. Regular reviews. |
| c) the servicing and repayment of a significant loan taken out in 2017 for a major building project | Regular briefing reports to Governors at termly Finance & Regulatory Committee. Strong budget controls and regular production of 10 year cash flow plan. |
| d) the risk of a major cybersecurity attack on our IT systems. | There are a range of mitigation in place, network security, malware prevention, removable media controls, secure configuration of devices and software, managing user privileges, multi factor authentication, incident management and monitoring, user education and awareness and cyber security risk management. |
| e) the continuing financial pressure being applied through central government policy, via pensions, teacher pay, National Minimum Wage and the incoming loss of business rate reliefs and VAT levied on fees in 2025. | Regular briefing reports to Governors at termly Finance & Regulatory Committee. Strong budget controls and regular production of 10 year cash flow plan, continued promotion and marketing of the schools, understanding the local demographics, cost savings and prioritising additional income streams, and an ongoing review of the Foundation structure. |
| f) cost of Teachers Pension Scheme expected to increase significantly. | Continue to review affordability of the scheme. |
| g) external factors such as cost of living crises and inflation affecting school finances and fee affordability. | Debtors constantly reviewed and procedures followed. All costs reviewed as mitigation. |
| h) Litigation with parents (pupils) and staff. | Comprehensive insurance in place which is regularly reviewed by the Executive and the Finance and Resources Committee to ensure robustness. Specialist legal, financial and sector advisers available to consult, robust contracts in place for parents, pupils and staff and membership of professional bodies. |

Through the risk management processes established for the Schools, the Governors are satisfied that the major risks identified have been adequately managed, with further mitigation applied to each of the key risks. However, it is recognised that systems can only provide reasonable but not absolute assurance that major risks have been adequately managed.



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Future Plans

Warwick Schools Foundation is in the process of creating a multi-academy trust with four existing state schools in Warwickshire. The Warwick Schools Foundation (WSF) Multi-Academy Trust (MAT) will bring together Evergreen School, Westgate Primary School, Clapham Terrace Primary School and Exhall Grange Specialist School. The MAT will be a separate legal entity to the Foundation, but the two entities will be linked through Executive and Governance structures. Each of these schools has recently received approval from the Department for Education to become academies and to be the founding members of Warwick Schools Foundation Multi Academy Trust. The opening of the WSF MAT and academy conversion date for the schools is scheduled for 1 September 2025.

Section 172(1) statement

The Trustees have acted in accordance with their duties codified in law, which include their duty to act in the way in which they consider, in good faith, would be most likely to promote the success of the Foundation for the benefit of its members as a whole, having regard to the stakeholders and matters set out in section 172(1) of the Companies Act 2006.

In discharging their duties above, the Trustees carefully consider, amongst other matters, the impact on and interest of other stakeholders in the Foundation and factor these into their decision-making process.

Pupils

All our pupils benefit from the Foundation schools' outstanding academic, pastoral, and co-curricular provision. Pupils are actively encouraged to offer suggestions on developing their school experience, for example through School Council or Pupil Voice committees. The voice of pupils is always actively considered in decision-making processes. The pupil-centric focus continued during the Government-mandated closure and the move to remote learning, recognising the challenges faced by pupils during lockdown. More information as to how this was introduced and developed during the year is included by School under the 'Review of Achievements and Performance for the Year'.

Employees

The Foundation recognises that the qualities, skills and commitment of its employees play a major role in the Foundation's success. More information as to how the Foundation ensures the interests of employees are considered is outlined in the Employment Policy on page 5.

Parents

The Foundation embraces engagement with parents, through both formal and informal means. For example, that may be via formal feedback events on pupil progress, or through parents' association events. Surveys are also undertaken to support strategic developments. Most recently, as a result of changes originally implemented to the COVID-19 pandemic, means of communication have expanded to include 'virtual' methods, for example through parents events via Microsoft Teams. Feedback from parents has also enabled the development of the online learning provision.

Community

The Foundation is proud of its place in the local community and more information about the engagement and partnership activities that have taken place are outlined under 'Public Benefit Aims and Intended Impact' on pages 6 and 7. The Foundation endeavours wherever possible to enable local schools and sports clubs to benefit from its academic and co-curricular facilities.

Central to Strategy 2025 we appointed a Foundation Principal with effect from 1st September 2020. As well as creating a single point of executive accountability to the board and a focus on strategic opportunities, this role has also released the individual Heads to focus more on the individual Schools under their stewardship.



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UK greenhouse gas emissions and energy use data

The Foundation took the following measures during the year to improve energy efficiency:

- A comprehensive metering and monitoring system was implemented, allowing for precise tracking of electricity usage on a building-by-building basis. By offering transparent, real-time data, the campus aims to encourage more energy-efficient behaviours and foster a culture of sustainability among occupants.
- The committees have now been provided with detailed report analysis on consumption patterns that can help them make more informed decisions on campus-wide initiatives, set targeted goals and track the effectiveness of energy-saving measures.
- To ensure the commitment to sustainable energy practices, the committee has established a maintenance agreement for the 270 kWp Photovoltaic solar installation to ensure it operates at optimal efficiency and prolong its lifespan.
- There has been a decrease in Energy consumption (kWh), both electricity, natural gas and transport consumption of 2.70%. This translates to an absolute reduction in carbon emissions of 3.19%.
- There has been an increase in pupil numbers from the previous period with a revised TCo2e/Pupil pf 0.608, a relative emissions decrease pf 4.60% over the previous period.

| Type of emission | Activity | 2023/24 | 2023/24 | 2023/24 |
|------------------------------|--------------------------|------------------|--------------|-------------|
| | | kWh | tCO2e | % of total |
| Scope 1 | Natural Gas | 6,380,189 | 1,165 | 66% |
| | Transport (Minibus) | 192,920 | 47 | 3% |
| | Sub Total | 6,573,109 | 1,212 | 69% |
| Scope 2 | Electricity (Imported) | 2,611,279 | 541 | 31% |
| | Electricity (Generation) | 88,321 | - | 0% |
| | Sub Total | 2,699,600 | 541 | 31% |
| Total Gross emissions | | 9,272,709 | 1,753 | 100% |

| Type of emission | Activity | 2022/23 | 2022/23 | 2022/23 |
|------------------------------|--------------------------|------------------|--------------|-------------|
| | | kWh | tCO2e | % of total |
| Scope 1 | Natural Gas | 6,611,889 | 1,207 | 66% |
| | Transport (Minibus) | 347,156 | 86 | 5% |
| | Sub Total | 6,959,045 | 1,293 | 71% |
| Scope 2 | Electricity (Imported) | 2,498,423 | 517 | 29% |
| | Electricity (Generation) | 73,029 | - | 0% |
| | Sub Total | 2,571,452 | 517 | 29% |
| Total Gross emissions | | 9,530,497 | 1,810 | 100% |

Intensity metric:

- Number of pupils: 2,885 (2022/23: 2,842)
- Tonnes of CO2e per pupil: 0.61 (2022/23: 0.64)

Energy usage is calculated with reference to gas and electricity meter readings.



COMPANY NUMBER: 04252305

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards) and applicable law.

Under Company Law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Charity and the Group and of the surplus or deficit of the Group for that year. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable Company will continue in business.

The Directors are responsible for ensuring that adequate accounting records are maintained that are sufficient to show and explain the Charity's and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Charity and the Group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and the Group and ensuring their proper application in accordance with Charity Law, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

So far as each of the Directors is aware, at the time this report is approved:

- there is no relevant audit information of which the Company's auditors are unaware;
- the Directors have taken all steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

This report, incorporating the Strategic Report, was approved by the Trustees as Directors of Warwick Independent Schools Foundation.

Approved by the Board of Directors of Warwick Independent Schools Foundation on 25th March 2025 and signed on its behalf by:

 DIRECTOR SALLY AUSTIN
 (print name)

 DIRECTOR MARIE-BERNADETTE ASHE
 (print name)



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Opinion

We have audited the financial statements of Warwick Independent Schools Foundation ('the charitable company') and its subsidiary ('the group') for the year ended 31 August 2024 which comprise Consolidated Statement of Financial Activities, Charity and Consolidated Balance Sheets, Consolidated Cash Flow Statement and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the charitable company's affairs as at 31 August 2024 and of the group's income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or the group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Other information (continued)

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit

- the information given in the trustees' report, which includes the directors' report and the strategic report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report included within the trustees' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report included within the trustees' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud. The laws and regulations we considered in this context for the UK operations were The Education (Independent School Standards) Regulations 2014.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be within bursaries, scholarships and other discounts, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Audit & Risk Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, designing audit procedures over bursaries, scholarships and other discounts, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission, Independent Schools Inspectorate, Ofsted and reading minutes of meetings of those charged with governance.



**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION**

Extent to which the audit was considered capable of detecting irregularities, including fraud

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body and the charitable company's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Tara Westcott
Senior Statutory Auditor
for and on behalf of
CROWE U.K. LLP
Chartered Accountants and Statutory Auditors

Crowe U.K. LLP
4th Floor
St James House
St James Square
Cheltenham
GL50 3PR

Dated: ...11 April 2025.....



**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING INCOME & EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 AUGUST 2024**

| | Notes | Unrestricted Funds Schools | Funds Other | Restricted Funds | Endowed Funds | Total Funds 31 Aug 2024 | Total Funds 31 Aug 2023 |
|--|-------|-------------------------------|----------------|---------------------|------------------|-------------------------------|-------------------------------|
| | | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | | |
| Donations | | - | - | 1,516 | - | 1,516 | 1,402 |
| Charitable Activities: | | | | | | | |
| • School fees | 2 | 44,160 | - | - | - | 44,160 | 40,000 |
| • Other income | 3 | 5,557 | - | - | - | 5,557 | 4,773 |
| Other Trading Activities: | | | | | | | |
| • Trading turnover: WSEL | 4 | - | 729 | - | - | 729 | 439 |
| Investment Income | 5 | 790 | - | - | - | 790 | 564 |
| Total Income | | <u>50,507</u> | <u>729</u> | <u>1,516</u> | <u>-</u> | <u>52,752</u> | <u>47,178</u> |
| EXPENDITURE ON: | | | | | | | |
| Raising Funds: | | | | | | | |
| • Cost of Development Office | | 335 | - | - | - | 335 | 283 |
| • Cost of trading activities: WSEL | | - | 773 | - | - | 773 | 526 |
| • Other activities | | - | 36 | - | - | 36 | 46 |
| Charitable Activities: | | | | | | | |
| • Schools and grant-making | 7 | 50,511 | 1,754 | 1,296 | 27 | 53,588 | 46,151 |
| Total Expenditure | | <u>50,846</u> | <u>2,563</u> | <u>1,296</u> | <u>27</u> | <u>54,732</u> | <u>47,006</u> |
| Net gains / (losses) on investments | | 45 | 1,467 | 2 | - | 1,514 | -507 |
| Net income / (expenditure) | | -294 | -367 | 222 | -27 | -466 | -335 |
| Transfers between funds | | 294 | -273 | -21 | - | - | - |
| Pension Scheme actuarial (loss)/ gain | 20 | | -6,276 | - | - | -6,276 | 2,107 |
| NET MOVEMENT IN FUNDS | | | <u>-6,916</u> | <u>201</u> | <u>-27</u> | <u>-6,742</u> | <u>1,772</u> |
| Balance brought forward at 1 September 2023 | | | 77,981 | 3,120 | 2,708 | 83,809 | 82,037 |
| FUND BALANCES at 31 August 2024 | | | <u>71,065</u> | <u>3,321</u> | <u>2,681</u> | <u>77,067</u> | <u>83,809</u> |

All activities relate to continuing operations.

The notes on pages 32 to 56 form part of these accounts.



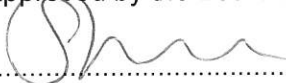

COMPANY NUMBER: 04252305

CHARITY AND CONSOLIDATED BALANCE SHEET AT 31 AUGUST 2024

| | Notes | Group | | Charity | |
|--|-------|-------------------------|-------------------------|-------------------------|-------------------------|
| | | 31 Aug 2024 £'000 | 31 Aug 2023 £'000 | 31 Aug 2024 £'000 | 31 Aug 2023 £'000 |
| FIXED ASSETS | | | | | |
| Tangible assets | 8 | 75,969 | 76,103 | 75,853 | 75,939 |
| Investments | 9 | 23,012 | 18,842 | 23,012 | 18,842 |
| | | <u>98,981</u> | <u>94,945</u> | <u>98,865</u> | <u>94,781</u> |
| CURRENT ASSETS | | | | | |
| Stock | 10 | 11 | 8 | 2 | 3 |
| Debtors | 11 | 2,640 | 2,344 | 3,844 | 3,461 |
| Cash at bank and in hand | | 18,106 | 6,364 | 18,056 | 6,292 |
| | | <u>20,757</u> | <u>8,716</u> | <u>21,902</u> | <u>9,756</u> |
| CREDITORS: due within one year | 12 | -15,908 | -10,748 | -15,834 | -10,670 |
| NET CURRENT ASSETS / (LIABILITIES) | | <u>4,849</u> | <u>-2,032</u> | <u>6,068</u> | <u>-914</u> |
| TOTAL NET ASSETS before pension deficit | | <u>103,830</u> | <u>92,913</u> | <u>104,933</u> | <u>93,867</u> |
| CREDITORS: due after more than one year | 12 | -26,763 | -15,380 | -26,763 | -15,380 |
| Pension Scheme funding surplus | 20 | - | 6,276 | - | 6,276 |
| TOTAL NET ASSETS | 15 | <u>77,067</u> | <u>83,809</u> | <u>78,170</u> | <u>84,763</u> |
| <i>ENDOWED FUNDS</i> | 15(a) | 2,681 | 2,708 | 2,681 | 2,708 |
| <i>RESTRICTED FUNDS</i> | 15(b) | 3,321 | 3,120 | 3,321 | 3,120 |
| <i>UNRESTRICTED FUNDS</i> | | | | | |
| Designated & general funds | 15(c) | 68,133 | 67,922 | 69,236 | 68,876 |
| Revaluation Reserve | 15(c) | 1,874 | 1,829 | 1,874 | 1,829 |
| Pension Reserve Surplus | 20 | - | 6,276 | - | 6,276 |
| Derivative Reserve | 15(c) | 1,058 | 1,954 | 1,058 | 1,954 |
| Net Unrestricted Funds | | <u>71,065</u> | <u>77,981</u> | <u>72,168</u> | <u>78,935</u> |
| TOTAL FUNDS | | <u>77,067</u> | <u>83,809</u> | <u>78,170</u> | <u>84,763</u> |

The deficit for the year sustained by the Charity was £6,592,741 (2022/23: Surplus of £1,942,388).

Approved by the Board on 25th March 2025 and signed on its behalf by:

 DIRECTOR SALLY AUSTIN
 (print name)
 DIRECTOR MARIE-BERNADETTE ASHE
 (print name)

The notes on pages 32 to 56 form part of these accounts.



COMPANY NUMBER: 04252305

**CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 AUGUST 2024**

| | Notes | 2024 | | 2023 |
|--|-------|--------|--------|--------|
| | | £'000 | £'000 | £'000 |
| CASH FLOWS FROM OPERATING ACTIVITIES | 21 | | 655 | 3,094 |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | | | |
| Investment income & bank interest | | 790 | | 564 |
| Purchase of property, plant and equipment | | -2,815 | | -2,230 |
| Proceeds from sale of tangible fixed assets | | - | | 9 |
| Change in fixed asset accrual | | - | | 35 |
| Purchase of investments | | -2,125 | | -2,155 |
| Proceeds from sale of investments | | 2,041 | | 2,055 |
| Increase in bank deposits | | -2,572 | | -207 |
| NET CASH USED IN INVESTING ACTIVITIES | | | -4,681 | -1,929 |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | | | |
| Other interest paid | | -528 | | -559 |
| Loan repayments | | -1,333 | | -1,333 |
| Advance Payment Scheme | | 17,629 | | - |
| NET CASH USED IN FINANCING ACTIVITIES | | | 15,768 | -1,892 |
| CHANGE IN CASH & CASH EQUIVALENTS IN THE REPORTING PERIOD | 22 | | 11,742 | -727 |
| CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE REPORTING PERIOD | 22 | | 6,364 | 7,091 |
| CASH IN HAND | | | 18,106 | 6,364 |
| NOTICE DEPOSITS | | | - | - |
| CASH & CASH EQUIVALENTS AT THE END OF THE REPORTING PERIOD | 22 | | 18,106 | 6,364 |

Note: Charity Law requires separate administration of the cash flow of endowed and other restricted funds of the Charity. This constraint has not adversely affected Group cash flows as stated above.

The notes on page 54 form part of these accounts.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

1. Statement of Accounting Policies

(a) Charity Status

Warwick Independent Schools Foundation is a Charitable Company limited by guarantee (registered number 04252305), which is registered in England & Wales. Its Charity registration number is 1088057. The registered office and principal place of business is Warwick School, Myton Road, Warwick, CV34 6PP.

Its principal activity is the provision of day and boarding schooling.

(b) Basis of Accounting

The financial statements have been prepared under the historical cost convention with the exception of investments which are included at market value. The financial statements have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Companies Act 2006 and the Statement of Recommended Practice (SORP 2015) 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. The date of transition to FRS 102 was 1 September 2014. Warwick Independent Schools Foundation meets the definition of a public benefit entity under FRS 102.

The functional currency of the Charity is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

The accounts present the consolidated statement of financial activities (SOFA) and the Charity consolidated balance sheets comprising the consolidation of the Charity and the Company and its wholly owned subsidiary, Warwick Schools Enterprises Limited (Company no: 03617592). The results of the subsidiary are consolidated on a line by line basis.

The Charity became the Corporate Trustee of the Trust on 29 August 2001 and the accounts, therefore, include the Trust as a subsidiary Charity for the accounting period commencing 1 September 2001.

Under the Charity Commission Scheme of 29 August 2001 all trust funds other than the Trust's permanent endowment of the Schools land were transferred to the new Charity known as Warwick Independent Schools Foundation, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

No separate SOFA has been presented for the Charity alone as permitted by section 408 of the Companies Act 2006 and paragraph 397 of the SORP.

The Charity has taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

(c) Going Concern

Having reviewed the funding facilities available to the Schools together with the expected ongoing demand for places and the Schools' future projected cash flows, the Governors have a reasonable expectation that the Schools have adequate resources to continue its activities for the foreseeable future and at least 12 months from the approval of these financial statements and consider that there were no material uncertainties over the Charity's financial viability. Accordingly, they continue to adopt the going concern basis in preparing the financial statements as outlined in the Statement of Directors' Responsibilities on page 24.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

(d) Basis of Consolidation

The financial statements consolidate the accounts of Warwick Independent Schools Foundation and its subsidiary, Warwick Schools Enterprises Limited.

The deficit for the year dealt with in the accounts of the Charity was £6,592,741 (2022/23: Surplus of £1,942,388).

(e) Charitable Income and Donations

Voluntary incoming resources including legacies are accounted for as and when entitlement arises, the amount can be reliability quantified and the economic benefit to the Charity is considered probable. Charitable income and donations received for the general purposes of the Charity are credited to "other unrestricted funds" to distinguish them from direct school income. Grants given for specific purposes are treated as income in the year of receipt and are taken to "restricted funds" on the basis that there is nothing that would prevent income recognition from grant conditions imposed. Unspent restricted income is included under restricted funds as it is fully committed. Income received from the charities of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick is accounted for on a receivable basis.

Investment income is recognised when receivable.

(f) Fees and Similar Income

Fees receivable and charges for services and use of premises are accounted for in the year in which the service is provided. Fees receivable include contributions received from Restricted Funds for Bursaries and Awards. Trading income is exclusive of Value Added Tax and trade discounts.

(g) Resources Expended

Resources expended are accounted for on an accruals basis. Certain expenditure is apportioned to cost categories based on the estimated amount attributable to that activity in the year. Teaching, welfare and premises costs are derived from activities classified in cost departments that are directly for the pupils' benefit. Support costs consist of the administration costs of running the Schools, Marketing & Recruitment costs for the Schools and expenditure in relation to school expeditions. Governance costs comprise the costs of running the Charity (including strategic planning for its future development), external audit, legal advice for the Governors and all costs of complying with statutory requirements. Liabilities are recognised when they can be measured reliably and there is a legal or constructive obligation committing the Charity to the expenditure.

Termination payments are accounted for as soon as the Schools are aware of the obligations to make payments.

(h) Operating Leases

Rentals payable are charged on a time basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

(i) Pension Schemes

The Schools participate in a multi-employer pension scheme, the Government's Teachers Pension Defined Benefits Scheme (TPS), for their teaching staff. The pension liability is the responsibility of the Teachers' Pension Scheme. As a result, it is not possible to identify the assets and liabilities of the scheme that are attributable to the Schools. Accordingly, under FRS 102 the scheme is accounted for as if it were a defined contributions scheme.

The Charity closed the Local Government Pension Scheme (LGPS) and the National Employment Savings Trust (NEST), an independently run defined contribution scheme, on 30 November 2023. These were replaced with a new defined contribution pension scheme, administered by Aviva, from 1 December 2023. Employees are enrolled automatically into the scheme and can select to increase their contributions above the minimum set amount if they so wish to a maximum %.

The assets of the scheme are held separately from those of the School in independently administered funds. Payments to the scheme are charged as an expense as they fall due. Pension costs form part of staff costs and are allocated directly across activities and between restricted and unrestricted funds on the basis of time spent.

(j) School Buildings and Equipment

Capitalisation and Replacement

The original land and buildings endowed to the Schools together with all subsequent additions recorded by the Trust were professionally revalued as at 31 August 2001. On 1 September 2001, all land and buildings, other than the original endowed property, were transferred to the Charity. In these accounts these transfers are treated as being at cost to the Charity. The Charity is also responsible for keeping the original building in fit and useful condition and these costs are written off as incurred. Buildings improvements and extensions and furniture and equipment costing more than £5,000 individually are capitalised and carried in the balance sheet at historical cost.

The fixed assets brought in from The Kingsley School as a gift, were brought in at fair value.

Depreciation

Depreciation is calculated on a straight-line basis to write off the cost, less estimated residual value of fixed assets, over their estimated useful economic lives. These rates are currently as follows:

| | |
|-----------------------------------|---------------|
| • Buildings | 20 - 50 years |
| • Sports constructions | 20 - 25 years |
| • Furniture, fixtures & equipment | 3 - 10 years |
| • Motor vehicles | 4 years |

No depreciation is charged on freehold land or assets under the course of construction. Depreciation is charged when assets become in use.

(k) Investments

Investments, which include listed investments and investment properties, are stated at market value. Investment properties are professionally valued every five years and reviewed for impairment annually. Unit trust investments are stated at mid-market price.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

(k) Investments (continued)

Realised gains and losses on investments, calculated as the difference between the sale proceeds and their market value at the start of the year, or subsequent cost, are credited or charged to the SOFA in the year of gain or loss.

Unrealised gains and losses representing the movement in market values during the year are credited or charged to the SOFA in the year of gain or loss.

(l) Stock

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks.

(m) Liquid Resources

The Charity includes fixed term deposits of less than one year as liquid resources.

(n) Debtors

Trade and other debtors are recognised at the settlement amount after any trade discount offered.

(o) Creditors

Creditors and provisions are recognised where the Charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

(p) Financial Instruments

Basic financial instruments are initially measured at transaction value and subsequently measured at amortised cost with the exception of investments which are held at market value. Financial assets held at amortised cost comprise cash at bank and in hand, together with all debtors other than prepayments. A specific provision is made for any debts for which recoverability is in doubt.

Financial liabilities held at amortised cost comprise all creditors except social security and other taxes and fees received in advance.

Derivatives, including interest rate swaps, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the Statement of Financial Activities within finance costs. Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

(q) Fund Accounting

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of the general objects of the Charity. Unrestricted funds are identified as either Designated Funds or General Funds. Designated Funds represent funds that the Trustees have set aside for defined purposes. Certain elements of the Designated Bursary Funds are subject to restrictions set out in the Memorandum and Articles of Association.

Each Designated Fund is disclosed separately in the notes to the financial statements. There is a commitment to use these monies in future years, as designated. General Funds represent accumulated surpluses/deficits to date, after transfers to Designated Funds.

Restricted Funds are funds subject to specific restrictions imposed by the donors.

The Endowment Funds are permanent endowment funds, i.e., the donors have stated that the funds are to be held as capital.

(r) Significant Accounting Estimates and Judgements

The Charity makes estimates and assumptions concerning the future. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

The Charity came out of the Local Government Pension Scheme on 30 November 2023. Up until then, the present value of the Local Government Pension Scheme defined benefit liability depended on a number of factors that were determined on an actuarial basis using a variety of assumptions. The assumptions used in determining the net cost (income) for pensions included the discount rate. Any changes to these assumptions, which are disclosed in note 20, would impact the carrying amount of the pension liability. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2016 was used by the actuary in valuing the pensions liability at 31 August 2024. Any differences between the figures derived from the roll forward approach and a full actuarial valuation would impact the carrying amount of the pension liability.

2. **Fees Receivable**

| | 2024 | 2023 |
|---------------------------------|---------------|---------------|
| | £'000 | £'000 |
| Fees | 48,006 | 43,748 |
| Less Staff Fee Remission | -1,275 | -1,228 |
| Less Scholarships and Bursaries | -2,571 | -2,520 |
| | <u>44,160</u> | <u>40,000</u> |

3. **Other Income**

| | 2024 | 2023 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Charitable Activities | | |
| Other educational charitable activities: | | |
| • Entrance and registration fees | 84 | 70 |
| • Music tuition fees | 1,024 | 913 |
| • Holiday Action and Swim School | 651 | 551 |
| • Other | 1,837 | 1,754 |
| | <u>3,596</u> | <u>3,288</u> |
| Other ancillary activities: | | |
| • Excursions | 1,961 | 1,485 |
| | <u>5,557</u> | <u>4,773</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

4. Income from Subsidiary's Trading Activities

The Charity owns the whole of the £1 ordinary share capital of Warwick Schools Enterprises Limited. The principal activity of the Company is that of letting the school facilities and managing events at the Bridge House Theatre. The trading results for the year, extracted from the audited accounts, are summarised below:

| | 2024 | 2023 |
|---------------------------------|--------------|--------------|
| | £'000 | £'000 |
| Turnover | 729 | 439 |
| Operating costs | -878 | -610 |
| Loss from continuing activities | <u>-149</u> | <u>-171</u> |
| Gift Aid donation gross | - | - |
| Balance carried forward | <u>-149</u> | <u>-171</u> |

Warwick Schools Enterprises Limited normally makes a gift aid donation of any surplus earned to its parent, Warwick Independent Schools Foundation. This amounted to £Nil (2022/23: £Nil) to the Charity during the year.

| | 2024 | 2023 |
|-----------------|---------------|--------------|
| | £'000 | £'000 |
| Assets | 235 | 325 |
| Liabilities | -1,338 | -1,279 |
| Net liabilities | <u>-1,103</u> | <u>-954</u> |

The net liabilities of Warwick Schools Enterprises Limited at 31 August 2024 amounted to £1,103,482 (2023: £954,248).

5. Investment Income

| | 2024 | | | 2023 |
|---------------------|---------------------|-------------------|--------------|--------------|
| | Unrestricted | Restricted | Total | Total |
| | £'000 | £'000 | £'000 | £'000 |
| UK Fixed Interest | 68 | - | 68 | 26 |
| UK Equities | 360 | - | 360 | 351 |
| Property Fund | 11 | - | 11 | 11 |
| Bank Interest | 273 | - | 273 | 103 |
| Investment property | 78 | - | 78 | 73 |
| | <u>790</u> | <u>-</u> | <u>790</u> | <u>564</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

6. Expenditure

| | 2024 £'000 | 2023 £'000 |
|--|-------------------|-------------------|
| Charitable expenditure includes: | | |
| Auditors' remuneration | | |
| • For audit | 61 | 54 |
| • For audit of subsidiaries | 2 | 2 |
| • For other services | 2 | 2 |
| Operating Leases payable | | |
| • For Motor Vehicles | 172 | 165 |
| • For Property | 34 | 34 |
| • Other | 135 | 15 |
| Loss on sale of fixed assets | - | 20 |
| Depreciation and impairment | 2,946 | 2,808 |
| Bank Loan interest payable | 528 | 559 |
| | <u> </u> | <u> </u> |
| Total staff costs comprised: | | |
| Wages and salaries | 27,742 | 24,739 |
| Social security costs | 2,525 | 2,333 |
| Pension contributions | 5,031 | 4,584 |
| Compensation for loss of office | 34 | 80 |
| | <u>35,332</u> | <u>31,736</u> |
| | | |
| Aggregate employee benefits of key management personnel | <u>1,447</u> | <u>1,502</u> |

During the year there were termination payments made which amounted to £34,003 (2022/23: £80,126). There was £23,441 (2022/23: £46,941) outstanding at the year end.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

6. Expenditure (continued)

The average number of the Charity's employees during the year calculated on an average headcount basis was 965 (2022/23: 920).

| | 2024 | 2023 |
|----------|-------------|-------------|
| Teaching | 429 | 427 |
| Support | 536 | 493 |
| | <u>965</u> | <u>920</u> |

Neither the Governors nor persons connected with them received any remuneration or other benefits from the schools or any connected organisation, other than one Governor whose son was in receipt of a Scholarship. Travelling and course expenses amounting to £16,134 (2022/23: £11,854) were reimbursed to three Governors (2022/23: 6).

The number of higher paid employees was as follows, totalling £970,648 (2022/23: £522,229).

| | 2024 | 2023 |
|---------------------|-------------|-------------|
| £60,000 - £70,000 | 35 | 14 |
| £70,001 - £80,000 | 11 | 5 |
| £80,001 - £90,000 | 3 | 3 |
| £90,001 - £100,000 | - | 1 |
| £100,001 - £110,000 | - | 1 |
| £110,001 - £120,000 | 2 | 3 |
| £120,001 - £130,000 | 1 | 1 |
| £130,001 - £140,000 | 1 | - |
| £140,001 - £150,000 | - | - |
| £150,001 - £160,000 | - | - |
| £180,001 - £190,000 | - | - |
| £190,001 - £200,000 | - | - |
| £200,001 - £209,999 | - | 1 |
| £210,000 - £219,999 | 1 | - |
| | <u>1</u> | <u>-</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

7. Analysis of Total Resources Expended

| | 2024 | | | 2023 | |
|--|---------------|---------------|-----------------------------|---------------|---------------|
| | Staff Costs | Other | Depreciation and Impairment | Total | Total |
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Costs of Generating Funds: | | | | | |
| • Other Activities | - | 25 | 11 | 36 | 46 |
| • Cost of Development Office | 233 | 102 | - | 335 | 283 |
| Total for Charity | 233 | 127 | 11 | 371 | 329 |
| Trading Costs of the Subsidiary | 232 | 490 | 51 | 773 | 526 |
| Total for Group | 465 | 617 | 62 | 1,144 | 855 |
| Charitable Activities: | | | | | |
| • Teaching | 26,835 | 3,597 | - | 30,432 | 27,550 |
| • Welfare | 2,406 | 1,697 | - | 4,103 | 3,807 |
| • Premises | 2,555 | 3,536 | 2,884 | 8,975 | 8,115 |
| • Support Costs and Governance | 3,071 | 5,253 | - | 8,324 | 6,647 |
| Bank/Pension Interest & Other | | | | | |
| Financing | - | 1,750 | - | 1,750 | 27 |
| Prizes & Other Awards | - | 4 | - | 4 | 5 |
| Sub-Total | 34,867 | 15,837 | 2,884 | 53,588 | 46,151 |
| Total Resources expended Group | 35,332 | 16,454 | 2,946 | 54,732 | 47,006 |
| Charity | 35,100 | 15,964 | 2,895 | 53,959 | 46,480 |

Included in Bank/Pension Interest & Other Financing is £895,944 (2022/23: £522,115) for the decrease in fair value of the liability from the interest rate swap.

Governance Costs included in support costs

| | 2024 | 2023 |
|-----------------------|------------|------------|
| | £'000 | £'000 |
| Auditors remuneration | 61 | 54 |
| Liability insurance | 166 | 126 |
| | 227 | 180 |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

8. Tangible Fixed Assets

| Charity | Land & Buildings | Furniture, Fittings & Equipment | Motor Vehicles | Assets in Course of Construction | Charity Total |
|-------------------------|---------------------|---------------------------------------|---------------------------------------|--|----------------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| COST | | | | | |
| At 1 September 2023 | 92,640 | 7,784 | 159 | 84 | 100,667 |
| Additions | 218 | 2,581 | 12 | - | 2,811 |
| Disposals | - | -264 | - | - | -264 |
| At 31 August 2024 | <u>92,858</u> | <u>10,101</u> | <u>171</u> | <u>84</u> | <u>103,214</u> |
| DEPRECIATION | | | | | |
| At 1 September 2023 | 19,424 | 5,151 | 153 | - | 24,728 |
| Charge for year | 1,921 | 945 | 6 | - | 2,872 |
| Impairment | - | 23 | - | - | 23 |
| On Disposals | - | -262 | - | - | -262 |
| At 31 August 2024 | <u>21,345</u> | <u>5,857</u> | <u>159</u> | <u>-</u> | <u>27,361</u> |
| NET BOOK VALUES | | | | | |
| At 31 August 2024 | <u>71,513</u> | <u>4,244</u> | <u>12</u> | <u>84</u> | <u>75,853</u> |
| At 31 August 2023 | <u>73,216</u> | <u>2,633</u> | <u>6</u> | <u>84</u> | <u>75,939</u> |
| Group | | Charity Total £'000 | Subsidiary Total £'000 | | Group Total £'000 |
| COST | | | | | |
| At 1 September 2023 | | 100,667 | 635 | | 101,302 |
| Additions | | 2,811 | 3 | | 2,814 |
| Disposals | | -264 | - | | -264 |
| At 31 August 2024 | | <u>103,214</u> | <u>638</u> | | <u>103,852</u> |
| DEPRECIATION | | | | | |
| At 1 September 2023 | | 24,728 | 471 | | 25,199 |
| Charge for year | | 2,872 | 51 | | 2,923 |
| Impairment for the year | | 23 | - | | 23 |
| On Disposals | | -262 | - | | -262 |
| At 31 August 2024 | | <u>27,361</u> | <u>522</u> | | <u>27,883</u> |
| NET BOOK VALUES | | | | | |
| At 31 August 2024 | | <u>75,853</u> | <u>116</u> | | <u>75,969</u> |
| At 31 August 2023 | | <u>75,939</u> | <u>164</u> | | <u>76,103</u> |

Included in the net book value of land and buildings is £349,917 (2023: £362,917) in respect of long leasehold buildings. The remainder is freehold.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

9. Investments

| | Unrestricted Designated £'000 | Restricted Funds £'000 | Total 2024 £'000 | Total 2023 £'000 |
|---|-------------------------------------|------------------------------|------------------------|------------------------|
| Group: | | | | |
| Balance at 1 September 2023 | 18,820 | 22 | 18,842 | 19,042 |
| Additions | 2,125 | - | 2,125 | 2,155 |
| Disposals at opening market value | -2,041 | - | -2,041 | -2,055 |
| Movements in cash deposits | 2,572 | - | 2,572 | 207 |
| Revaluation gains / (losses) | 1,512 | 2 | 1,514 | -507 |
| Balance at 31 August 2024 | <u>22,988</u> | <u>24</u> | <u>23,012</u> | <u>18,842</u> |
| Securities Listed on the Stock Exchange | 15,110 | 24 | 15,134 | 13,581 |
| Property | 4,396 | - | 4,396 | 4,351 |
| Cash deposits | <u>3,482</u> | <u>-</u> | <u>3,482</u> | <u>910</u> |
| | <u>22,988</u> | <u>24</u> | <u>23,012</u> | <u>18,842</u> |
| Listed Securities comprise: | | | | |
| UK Fixed Interest | 1,273 | 24 | 1,297 | 911 |
| UK Equities | 13,397 | - | 13,397 | 12,075 |
| Property Fund | <u>440</u> | <u>-</u> | <u>440</u> | <u>595</u> |
| | <u>15,110</u> | <u>24</u> | <u>15,134</u> | <u>13,581</u> |

Charity: as above

Investment in subsidiary company (see note 4).

Reconciliation of opening and closing investments by class

| | Securities Listed on Stock Exchange £'000 | Property £'000 | Cash Deposits £'000 | Total £'000 |
|-----------------------------|---|-------------------|---------------------------|----------------|
| Group: | | | | |
| Balance at 1 September 2023 | 13,581 | 4,351 | 910 | 18,842 |
| Additions | 2,125 | - | - | 2,125 |
| Disposals | -2,041 | - | - | -2,041 |
| Movement in cash deposits | - | - | 2,572 | 2,572 |
| Revaluation gains | 1,469 | 45 | - | 1,514 |
| Balance at 31 August 2024 | <u>15,134</u> | <u>4,396</u> | <u>3,482</u> | <u>23,012</u> |

The Kingsley School investments were donated to the group on the 10 March 2021 as part of the merger of The Kingsley School into the Foundation. The valuation on transfer of these investments totalled £1,317,069 at the 10 March 2021. The investment properties were reviewed as at 31st August 2024 using a market price indicator resulting in a gain of £45,000.

All investments are held to provide a return, and all are held in the UK.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

10. Stocks

| | Group | | Charity | |
|----------------------------------|---------------|---------------|---------------|---------------|
| | 2024 £'000 | 2023 £'000 | 2024 £'000 | 2023 £'000 |
| Goods for resale and consumables | 11 | 8 | 2 | 3 |

Stocks recognised as an expense in the Statement of Financial Activities during the year were £315,336 (2023: £252,413).

11. Debtors

| | Group | | Charity | |
|--|---------------|---------------|---------------|---------------|
| | 2024 £'000 | 2023 £'000 | 2024 £'000 | 2023 £'000 |
| School fees | 647 | 391 | 647 | 391 |
| Trade debtors | 77 | 55 | 62 | 35 |
| Other debtors | 7 | 36 | 7 | 36 |
| Prepayments and accrued income | 1,909 | 1,862 | 1,864 | 1,798 |
| Amount due from subsidiary undertaking | - | - | 1,264 | 1,201 |
| | <u>2,640</u> | <u>2,344</u> | <u>3,844</u> | <u>3,461</u> |

12. Creditors

| | Group | | Charity | |
|---------------------------------------|---------------|---------------|---------------|---------------|
| | 2024 £'000 | 2023 £'000 | 2024 £'000 | 2023 £'000 |
| Due within one year: | | | | |
| Fees received in advance and deposits | 5,003 | 4,960 | 5,003 | 4,960 |
| Trade creditors | 1,154 | 1,669 | 1,142 | 1,655 |
| Other creditors | 438 | 340 | 376 | 276 |
| Taxation and social security | 651 | 602 | 651 | 602 |
| Accruals and deferred income | 1,521 | 1,844 | 1,521 | 1,844 |
| Bank loan | 1,333 | 1,333 | 1,333 | 1,333 |
| Advance Payment Scheme | 5,808 | - | 5,808 | - |
| | <u>15,908</u> | <u>10,748</u> | <u>15,834</u> | <u>10,670</u> |
| Due after one year: | | | | |
| Bank loan | 16,000 | 17,334 | 16,000 | 17,334 |
| Advance Payment Scheme | 11,821 | - | 11,821 | - |
| Derivative financial instruments | -1,058 | -1,954 | -1,058 | -1,954 |
| | <u>26,763</u> | <u>15,380</u> | <u>26,763</u> | <u>15,380</u> |

A loan for £20m was taken out with HSBC to support delivery of Project One Campus in August 2017. An interest rate swap arrangement was entered into to pay a fixed rate of 3% (1.6% interest rate and 1.4% margin) over £20m of the outstanding loan balance. The date of termination of the agreement is August 2027.

HSBC has security over the Shares held by the Foundation through a Memorandum of Deposit made between both parties, dated 14 September 2017.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

12. Creditors (continued)

The Bank Loan falls due as follows:

| | 2024 | 2023 |
|----------------------------|---------------|---------------|
| | £'000 | £'000 |
| Within one year | 1,333 | 1,333 |
| Between two and five years | 5,333 | 5,333 |
| Over five years | 10,667 | 12,001 |
| | <u>17,333</u> | <u>18,667</u> |

13. a) Deferred Income – Group

| | £'000 |
|-----------------------------|--------------|
| Balance at 1 September 2023 | 895 |
| Released in the year | -895 |
| Deferred in current period | 930 |
| Balance at 31 August 2024 | <u>930</u> |

Income has been deferred where cash has been received before the year end but the event (mainly school trips) takes place in the next financial year.

13. b) Advance Payment Scheme

| | £'000 |
|-----------------------------|---------------|
| Balance at 1 September 2023 | - |
| Released in the year | - |
| Cash received in the year | 17,629 |
| Balance at 31 August 2024 | <u>17,629</u> |

14. Financial Instruments – Group

| | 2024 | 2023 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Financial assets measured at amortised cost | 1,342 | 1,072 |
| Financial assets measured at fair value | 41,028 | 25,205 |
| Financial liabilities measured at amortised cost | -42,075 | -26,571 |
| Financial liabilities measured at fair value | 1,058 | 1,954 |
| Net financial assets/(liabilities) measured at amortised cost | <u>1,353</u> | <u>1,660</u> |
| | 2024 | 2023 |
| | £'000 | £'000 |
| Total investment losses for financial assets measured at fair value through income and expenditure | 1,514 | -507 |
| Impairment (losses)/gains on financial assets measured at amortised cost | <u>-</u> | <u>-167</u> |

Included in net financial assets/(liabilities) measured at amortised cost are school fee debtors, trade debtors, other debtors and accrued income. Included in financial assets measured at fair value are cash at bank and in hand and investments. Included in financial liabilities measured at amortised cost are bank loans, fees received in advance, fee deposits, trade creditors, other creditors and accruals.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

14. Financial Instruments – Group (continued)

Included in financial liabilities measured at fair value are derivative financial instruments (interest rate swaps). The group has entered into an interest rate swap to receive interest at SONIA and pay interest at a fixed 1.6%. The swap is based on a principal amount of £20m and matures in 2027 on the same date as the loans. The fair value of the interest rate swap is £1,057,840 (2023: £1,953,834).

Impairment of trade debtors during the year totalled £747,695 (2023: £544,788).

15. Net Assets of the Funds of the Charity

The net assets are held for the various funds as follows:

| | Fixed Assets | Investments | Net Current Assets | Long Term Liabilities | Total |
|---------------------|-----------------|---------------|--------------------------|--------------------------|---------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Endowed funds | 1,978 | 703 | - | - | 2,681 |
| Restricted funds | - | 24 | 3,297 | - | 3,321 |
| Unrestricted funds | | | | | |
| • Bursary funds | - | 22,285 | - | - | 22,285 |
| • Other | 73,875 | - | 2,771 | -26,763 | 49,883 |
| Charity | 75,853 | 23,012 | 6,068 | -26,763 | 78,170 |
| Subsidiary Reserves | 116 | - | -1,219 | - | -1,103 |
| Group | 75,969 | 23,012 | 4,849 | -26,763 | 77,067 |

(a) Endowed Funds: Movements in the Year

| | Balance at 1 Sept 2023 | Income | Expenditure | Transfers & Investment Gains | Balance at 31 Aug 2024 |
|---------------------------|---------------------------|----------|-------------|------------------------------------|------------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Exhibitions & prizes fund | 202 | - | - | - | 202 |
| Legacy funds | 501 | - | - | - | 501 |
| Fixed assets fund | 2,005 | - | -27 | - | 1,978 |
| | <u>2,708</u> | <u>-</u> | <u>-27</u> | <u>-</u> | <u>2,681</u> |

Legacy, Exhibitions & Prizes – These Funds represent the capital value of amounts originally donated for the purpose of generating income to be distributed as prizes.

Fixed Assets – The Endowed funds represent the value of land and buildings originally endowed to the Schools of the Charity.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

15. Net Assets of the Funds of the Charity (continued)

(b) Restricted Funds: Movements in the Year

| | Balance at 1 Sept 2023 £'000 | Transfers £'000 | Income £'000 | Expenditure £'000 | Investment Gain/ (Loss) £'000 | Balance at 31 Aug 2024 £'000 |
|--------------------------------------|---|----------------------------|-------------------------|------------------------------|--|---|
| Parents Associations Funding | 15 | - | 21 | -20 | - | 16 |
| Donations from OGA – TKS | 42 | 15 | - | - | - | 57 |
| Scholarship Funds | 23 | - | - | - | 2 | 25 |
| King Henry VIII 20% for CV34 | - | 105 | 141 | -148 | - | 98 |
| King Henry VIII MAT Set Up | - | 200 | - | -78 | - | 122 |
| Bursary Funds | 1,980 | -249 | 1,332 | -803 | - | 2,260 |
| Income from Legacy Funds & Prizes | 839 | -10 | 12 | -142 | - | 699 |
| Sundry | 221 | -82 | 10 | -105 | - | 44 |
| | <u>3,120</u> | <u>-21</u> | <u>1,516</u> | <u>-1,296</u> | <u>2</u> | <u>3,321</u> |

- Parents Associations Funding – monies raised by Schools parents fundraising for specified use.
- Donations from Old Girls Association (OGA) at The Kingsley School – monies from Old Girls for awards for current students.
- Scholarship Funds – The Machen Scholarships and The Massie Scholarship income relates to donations from these linked charities of The Kingsley School.
- King Henry VIII – 20% of the monies received from KHVIII to be used for activities specific to CV34.
- King Henry VIII – monies specifically for set up of Multi-Academy Trust.
- Bursary Funds - funds received from two charitable bodies, which are used primarily to provide bursaries for pupils from the Old Borough of Warwick who would otherwise be unable to attend the school, with the remainder used to support activities for Warwick-based schools and other community activities.
- Income from Legacy Funds – monies left in legacy from various parties to be used for bursaries across all schools.
- Sundry – all other smaller donations and monies received.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

15. Net Assets of the Funds of the Charity (continued)

(c) Unrestricted Funds

| | Balance at 1 Sept 2023 £'000 | Income £'000 | Expenditure £'000 | Transfers £'000 | Investment Gain/(Loss) £'000 | Balance at 31 Aug 2024 £'000 |
|-------------------------------|---------------------------------------|-----------------|----------------------|--------------------|------------------------------------|---------------------------------------|
| Designated Funds | | | | | | |
| Bursary Fund | 15,257 | 398 | -874 | 889 | 1,467 | 17,137 |
| • Mary Hall Legacy | 477 | - | - | - | - | 477 |
| • Other Legacy | 130 | - | - | - | - | 130 |
| Fixed Assets | 74,199 | - | - | -108 | - | 74,091 |
| Repairs & Maintenance Fund | 408 | 41 | -8 | - | - | 441 |
| Unrestricted Funds | | | | | | |
| Free Reserves | -21,595 | 50,069 | -50,859 | -655 | - | -23,040 |
| Charity | <u>68,876</u> | <u>50,508</u> | <u>-51,741</u> | <u>126</u> | <u>1,467</u> | <u>69,236</u> |
| Subsidiary Trading Funds | -954 | 729 | -773 | -105 | - | -1,103 |
| | <u>67,922</u> | <u>51,237</u> | <u>-52,514</u> | <u>21</u> | <u>1,467</u> | <u>68,133</u> |
| Revaluation Reserve | 1,829 | - | - | - | 45 | 1,874 |
| Pension Reserve Surplus | 6,276 | - | - | - | -6,276 | - |
| Derivative Reserve | 1,954 | - | -896 | - | - | 1,058 |
| Group | <u>77,981</u> | <u>51,237</u> | <u>53,410</u> | <u>21</u> | <u>-4,764</u> | <u>71,065</u> |

Bursary Funds – These funds enable the Governors to provide such number of free and assisted places in the Schools of the Charity as they shall determine, for the benefit of pupils who are in need of financial assistance. There were transfers during the year from the Schools' free reserves into the Bursary Fund of £888,950. Governors have designated these funds to be used for means-tested Bursaries.

Fixed Assets – These represent the net book value of the un-endowed assets available for use by the Charity, excluding assets funded out of Bursary Funds. The fixed asset transfer relates to a donation from The School Playing Field, a linked charity of The Kingsley School.

Repairs and Maintenance Fund – This fund is being accumulated from net rental income to finance future repairs and maintenance.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

15. Net Assets of the Funds of the Charity (continued)

Net Assets of The Funds of the Charity as at 31 August 2023

| | Fixed Assets | Investments | Net Current Assets | Long Term Liabilities | Pension Surplus | Total |
|---------------------|---------------------|--------------------|---------------------------|------------------------------|------------------------|---------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| Endowed funds | 2,005 | 703 | - | - | - | 2,708 |
| Restricted funds | - | 23 | 3,097 | - | - | 3,120 |
| Unrestricted funds | | | | | | |
| • Bursary funds | - | 18,116 | - | - | - | 18,116 |
| • Other | 73,935 | - | -4,012 | -15,380 | 6,276 | 60,819 |
| Charity | 75,940 | 18,842 | -915 | -15,380 | 6,276 | 84,763 |
| Subsidiary Reserves | 163 | - | -1,117 | - | - | -954 |
| Group | 76,103 | 18,842 | -2,032 | -15,380 | 6,276 | 83,809 |

Endowed Funds: Movements in the Year as at 31 August 2023

| | Balance at 1 Sept 2022 | Income | Expenditure | Balance at 31 Aug 2023 |
|---------------------------|-------------------------------|---------------|--------------------|-------------------------------|
| | £'000 | £'000 | £'000 | £'000 |
| Exhibitions & prizes fund | 202 | - | - | 202 |
| Legacy funds | 501 | - | - | 501 |
| Fixed assets fund | 2,032 | - | -27 | 2,005 |
| | 2,735 | - | -27 | 2,708 |

Restricted Funds: Movements in the Year as at 31 August 2023

| | Balance at 1 Sept 2022 | Income | Expenditure | Investment Gain/(Loss) | Balance at 31 Aug 2023 |
|--|-------------------------------|---------------|--------------------|-------------------------------|-------------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Donations from Friends of Warwick School | 15 | - | -5 | - | 10 |
| Donations from WPSA | - | - | - | - | - |
| Donations from KHAPS | - | 47 | - | - | 47 |
| Donations from Friends of Kingsley | - | 2 | -2 | - | - |
| Sundry | 8 | 14 | - | - | 22 |
| Machen Scholarships | 11 | - | - | - | 11 |
| The Massie Scholarship | 12 | - | - | - | 12 |
| Donations for Sports Projects | - | 10 | - | - | 10 |
| Donations for Warwick Food Technology | - | 80 | -80 | - | - |
| Donations for Capital Building Project | 123 | 35 | - | - | 158 |
| Borough Bursary Fund | 1,415 | 1,115 | -550 | - | 1,980 |
| Warwick Scholarship Trust | 31 | - | - | - | 31 |
| Income from Legacy Funds & Prizes | 825 | 99 | -85 | - | 839 |
| | 2,440 | 1,402 | -722 | - | 3,120 |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

15. Net Assets of the Funds of the Charity (continued)

Unrestricted Funds as at 31 August 2023

| | Balance at 1 Sept 2022 | Incoming Resources | Resources Expended | Transfers | Investment Gain | Balance 31 Aug 2023 |
|-------------------------------|---------------------------|-----------------------|-----------------------|-----------|--------------------|---------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| Designated Funds | | | | | | |
| Bursary Fund | 15,538 | 365 | -1,074 | 827 | -399 | 15,257 |
| • Mary Hall Legacy | 477 | - | - | - | - | 477 |
| • Other Legacy | 130 | - | - | - | - | 130 |
| Fixed Assets | 74,777 | - | - | -578 | - | 74,199 |
| Repairs & Maintenance fund | 394 | 24 | -10 | - | - | 408 |
| Unrestricted Funds | | | | | | |
| Free Reserves | -20,881 | 44,948 | -45,497 | -165 | - | -21,595 |
| Charity | <u>70,435</u> | <u>45,337</u> | <u>-46,581</u> | <u>84</u> | <u>-399</u> | <u>68,876</u> |
| Subsidiary Trading Funds | -783 | 439 | -526 | -84 | - | -954 |
| | <u>69,652</u> | <u>45,776</u> | <u>-47,107</u> | <u>-</u> | <u>-399</u> | <u>67,922</u> |
| Revaluation Reserve | 1,937 | - | - | - | -108 | 1,829 |
| Pension Reserve Deficit | 3,841 | - | 328 | - | 2,107 | 6,276 |
| Derivative Reserve | 1,432 | - | 522 | - | - | 1,954 |
| Group | <u>76,862</u> | <u>45,776</u> | <u>-46,257</u> | <u>-</u> | <u>1,600</u> | <u>77,981</u> |

16. Capital Commitments

There were no capital commitments for the year ended 31 August 2024 (2023: Nil).



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

17. Operating Lease Commitments

At 31 August 2024, the Group had the following future minimum lease payments under non-cancellable operating leases:

| Group and Charity | 2024 | | | 2023 | | |
|--------------------------------|----------------------------|-----------------------------|----------------|----------------------------|-----------------------------|----------------|
| | £'000 Motor Vehicles | £'000 Other Equipment | £'000 Total | £'000 Motor Vehicles | £'000 Other Equipment | £'000 Total |
| Operating leases which expire: | | | | | | |
| - Within one year | 59 | 128 | 187 | 28 | 91 | 119 |
| - Between 2 and 5 years | 202 | 152 | 354 | 3 | 195 | 198 |
| - After 5 years | - | - | - | - | - | - |
| | <u>261</u> | <u>280</u> | <u>541</u> | <u>31</u> | <u>286</u> | <u>317</u> |

18. Taxation

No corporation tax has been provided for in these accounts because income of the Charity is within the exemptions granted by Section 505 of the Income and Corporation Taxes Act 1988. The Charity has borne VAT on its expenditure where appropriate. The trading subsidiary provides for corporation tax as applicable, nil this year. It is also registered for VAT.

19. Principal Subsidiaries

| Company Name | Principal Place of Business | Percentage Share-holding | Description | Principal Activity |
|--|------------------------------------|--------------------------|---------------------------|------------------------------|
| Warwick Schools Enterprises Limited (WSEL) | Myton Road, Warwick CV34 6PP | 100% | £1 Ordinary share capital | Letting of school facilities |

(Registered number: 03617592, incorporated in England & Wales)

The Charity is also the Corporate Trustee of the Warwick Schools Foundation Trust (Charity registration number: 528775).

These financial statements include the results of the above entities.

During the year the Charity charged £279,822 to WSEL for the provision of staff and administrative services (2022/23: £162,960). The balance owed to the Charity at 31 August 2024 was £1,264,454 (2023: £1,201,171). Intercompany transactions of a management fee £94,868 (2022/23: £73,830), a licence fee £10,000 (2022/23: £10,000) and interest on the intercompany loan £704 (2022/23: £852) are eliminated on consolidation.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

20. Pension Schemes

Teachers' Pension Scheme

The Foundation participates in the Teachers' Pension Scheme ("the TPS") for its teaching staff. The pension charge for the year includes contributions payable to the TPS of £3,832,839 (2022/23: £3,710,788) and at the year-end there were no contributions (2022/23: no contributions) accrued but unpaid in respect of this scheme.

The TPS is an unfunded multi-employer defined benefits pension scheme governed by The Teachers' Pensions Regulations 2010 (as amended) and The Teachers' Pension Scheme Regulations 2014 (as amended). Members contribute on a "pay as you go" basis with contributions from members and the employer being credited to the Exchequer. Retirement and other pension benefits are paid by public funds provided by Parliament.

The employer contribution rate is set by the Secretary of State following scheme valuations undertaken by the Government Actuary's Department. The most recent actuarial valuation of the TPS was prepared as at 31 March 2020 and the Valuation Report, which was published in October 2023.

Following the McCloud judgement, the remedy proposed that when benefits become payable, eligible members can select to receive them from either the reformed or legacy schemes for the period 1 April 2015 to 31 March 2022. The actuaries have assumed that members are likely to choose the option that provides them with the greater benefits, and in preparing the 2020 valuation have valued the 'greater value' benefits for groups of relevant members.

The employer contribution rate for the TPS increased to 28.6% from 1 April 2024. Employers are also required to pay a scheme administration levy of 0.08% giving a total employer contribution rate of 28.68%.

Local Government Pension Scheme

The Charity came out of the Local Government Pension Scheme on 30 November 2023. Up until then, non-teaching members of staff, joining before October 2013 were entitled to belong to the Warwickshire County Council Pension Fund (LGPS), a multi-employer defined benefit scheme operated within the Local Government Pension Scheme, to which contributions are made by both employees and the employer. The basis of contribution to the Scheme is calculated according to the advice of the Scheme actuary. The cost of providing such pensions is charged on a systematic basis over the average remaining service life of the members.

In previous years, in accordance with FRS 102 the pension valuation has been updated by the qualified actuary, Hymans Robertson LLP. This year, as the charity was no longer in the pension scheme at the year end, there are no comparable figures for 2024:

| | 2024 | 2023 |
|-------------------------------------|--------------|--------------|
| | £'000 | £'000 |
| Total market value of assets | - | 23,408 |
| Present value of scheme liabilities | - | -17,132 |
| Surplus in scheme | <u>-</u> | <u>6,276</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

20. Pension Schemes (continued)

The main financial assumptions made by the actuary at the beginning of the year and at the balance sheet date were as follows:

| | 2024 | 2023 |
|-------------------------------|-------------|-------------|
| | % | % |
| Inflation | - | 3.0 |
| Rate of increase in salaries | - | 4.0 |
| Rate of increase for pensions | - | 3.0 |
| Discount rate for liabilities | - | 5.2 |

Life expectations on retirements age 65

| | 2024 | 2023 |
|-------------------------|-------------|-------------|
| | Years | Years |
| Male currently age 45 | - | 22.5 |
| Female currently age 45 | - | 25.8 |
| Male currently age 65 | - | 21.2 |
| Female currently age 65 | - | 24.2 |

Fair value of assets and expected rate of return

| | 31 Aug 2024 | | 31 Aug 2023 | |
|------------------|--------------------|----------------------|--------------------|----------------------|
| | Fair Value | Expected Rate | Fair Value | Expected Rate |
| | of Assets | of Return | of Assets | of Return |
| | £'000 | % | £'000 | % |
| Equities | - | 2.5 | 13,577 | 2.5 |
| Government bonds | - | 2.5 | 5,852 | 2.5 |
| Property | - | 2.5 | 3,745 | 2.5 |
| Cash/Liquidity | - | 2.5 | 234 | 2.5 |
| Total | - | | 23,408 | |

The overall expected rate of return on the scheme assets is determined based on market expectations at the beginning of the year, for investment returns over the entire life of the related obligation. The assumption used is the average of the above assumptions appropriate to the individual asset classes weighted by the proportion of the assets in the particular asset class.

| | 2024 | 2023 |
|--|-------------|-------------|
| | £'000 | £'000 |
| The actual return on the scheme assets in the year | - | -205 |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

20. Pension Schemes (continued)

Changes in the fair value of the scheme assets are as follows:

| | 2024 | 2023 |
|---|--------------|---------------|
| | £'000 | £'000 |
| Opening value of scheme assets | 23,408 | 22,786 |
| Return on assets less interest | - | -244 |
| Net interest income on plan assets | - | 966 |
| Contributions by employer | - | 447 |
| Contributions by employees | - | 68 |
| Contributions in respect of unfunded benefits | - | 2 |
| Benefits paid | - | -617 |
| Write off of fair value of pension scheme asset | -23,408 | - |
| | <u>-</u> | <u>23,408</u> |

Changes in the present value of the scheme liabilities are as follows:

| | 2024 | 2023 |
|---|--------------|---------------|
| | £'000 | £'000 |
| Opening liabilities | 17,132 | 18,945 |
| Current service cost | - | 288 |
| Interest cost | - | 799 |
| Contributions by employees | - | 68 |
| Actuarial gains/(losses) | - | -2,351 |
| Benefits paid | - | -617 |
| Write off of fair value of pension scheme liability | -17,132 | - |
| | <u>-</u> | <u>17,132</u> |

The charge to the Statement of Financial Activities over the financial year comprised:

| | 2024 | 2023 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Schools and grant making | | |
| Current service cost | - | 288 |
| Interest income on plan assets | - | -966 |
| Interest on pension scheme liabilities | - | 799 |
| Total charge to expenditure in the SOFA | <u>-</u> | <u>121</u> |

The actuarial gains and losses shown in the Statement of Financial Activities comprised:

| | 2024 | 2023 |
|---|---------------|--------------|
| | £'000 | £'000 |
| Return on assets less interest | - | -1,181 |
| Experience gains and losses on scheme liabilities | - | -953 |
| Changes in demographic assumptions | - | 147 |
| Changes in financial assumptions | - | 4,094 |
| Write off of pension scheme | -6,276 | - |
| Total amount recognised in the SOFA | <u>-6,276</u> | <u>2,107</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

20. Pension Schemes (continued)

Employers' contributions for the year to 31 August 2024 were £48,347 (2022/23: £446,502) including deficit payments. The scheme applied only to members of staff employed by the Foundation before 31 October 2013 who signed up prior to that date. The scheme closed to existing members on the 30 November 2023, so the contributions are from September 2023 – November 2023 for the 2023/24 year.

The Kingsley School Pension Schemes

Employer contributions for the year to 31 August 2024 were £8,779 (2022/23: £30,738) for The Kingsley School defined contribution scheme, the Royal London pension scheme. The scheme closed to existing members on the 30th November 2023 and so 2023/24 contributions were for September 2023 – November 2023.

Other Pension Arrangements

Up until 30 November 2023, all other eligible non-teaching staff were auto-enrolled onto the National Employment Savings Trust (NEST), an independently run defined contribution scheme. Employers' contributions to the NEST scheme for the year to 31 August 2024 were £117,181 (2022/23: £400,944). The NEST scheme also closed to members on the 30 November 2023 and so contributions for 2023/24 were for September 2023 – November 2023.

All non-teaching members of staff were enrolled onto the Aviva Pension Trust for Independent Schools (APTIS) from 1 December 2023. Employers' contributions to the Aviva Pension Trust for Independent Schools (APTIS) for the year to 31 August 2024 were £58,928.

21. Reconciliation of Cash Flows from Operating Activities

| | 2024 | 2023 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Net expenditure for the reporting period | -466 | -335 |
| Interest receivable | -790 | -564 |
| Interest paid | 528 | 559 |
| Depreciation | 2,946 | 2,808 |
| (Increase) in stock | -3 | - |
| (Increase) in debtors | -295 | -157 |
| (Decrease) /increase in creditors – other | -649 | 584 |
| Increase in creditors – derivative instruments | 896 | - |
| (Gains) / losses on investments | -1,469 | 399 |
| (Gains) / losses on investment property | -45 | 108 |
| Loss on tangible fixed assets | 2 | 20 |
| Defined benefit pension scheme cost less contributions payable | - | -161 |
| Defined benefit pension scheme finance cost | - | -167 |
| Net cash provided by operating activities | <u>655</u> | <u>3,094</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

22. Analysis of changes in net debt

| | Balance at 1 Sept 2023 £'000 | Cash flows £'000 | Fair value movements £'000 | Balance at 31 Aug 2024 £'000 |
|----------------------------------|------------------------------------|---------------------|----------------------------------|------------------------------------|
| Cash and cash equivalents | 6,364 | 11,742 | - | 18,106 |
| Bank loan | -18,667 | 1,333 | - | -17,334 |
| Derivative financial instruments | 1,954 | - | -896 | 1,058 |
| | <u>-10,349</u> | <u>13,075</u> | <u>-896</u> | <u>1,830</u> |

23. Related Party Transactions

Warwick Schools Enterprises Ltd is wholly owned by Warwick Independent Schools Foundation and has been incorporated in these accounts. Transactions with the subsidiary are disclosed in note 4.

The Foundation purchased £Nil (2022/23: £500) of golf services from Julian Dodsworth Limited. Hellen Dodsworth is the Headmistress of Warwick Preparatory School and a director of this company.

Three Trustees were also Trustees of two other organisations which had transactions with the Foundation. One Trustee of the Foundation trustees had significant control of the other organisation. The other two Trustees did not have significant control of the other organisation. The value in the current year was £1,034,264 (2022/23: £848,121) for the two organisations which were King Henry VIII Charity and Charity of Sir Thomas White, Warwick.

The Charity received donations in the year from employees totalling £410 (2022/23: £338). Donations were also received from the families of one Governor totalling £1,200 (2022/23: £1,200).

The Ministry of Defence provides some funding each year for the purposes of the Combined Cadet Force (CCF). A separate CCF bank account is held by the Charity which is consolidated within these financial statements. The CCF bank account balance at 31 August 2024 was £7,819 (2023: £3,984).

24. Post Balance Sheet Event

Warwick Schools Foundation is in the process of creating a multi-academy trust with four existing state schools in Warwickshire. The Warwick Schools Foundation (WSF) Multi-Academy Trust (MAT) will bring together Evergreen School, Westgate Primary School, Clapham Terrace Primary School and Exhall Grange Specialist School. The MAT will be a separate legal entity to the Foundation, but the two entities will be linked through Executive and Governance structures. Each of these schools received approval in December 2024 from the Department for Education to become academies and to be the founding members of Warwick Schools Foundation Multi Academy Trust. The opening of the WSF MAT and academy conversion date for the schools is scheduled for 1 September 2025.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2024

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES –
COMPARATIVE FIGURES BY FUND TYPE

| | Notes | Unrestricted Funds | | Restricted Funds | Endowed Funds | Total Funds |
|---|-------|--------------------|---------------|------------------|---------------|---------------|
| | | Schools | Other | | | 31 Aug 2023 |
| | | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | |
| Donations | | - | - | 1,402 | - | 1,402 |
| Charitable Activities: | | | | | | |
| School fees | 2 | 40,000 | - | - | - | 40,000 |
| Other income | 3 | 4,773 | - | - | - | 4,773 |
| Other Trading Activities: | | | | | | |
| Trading turnover: WSEL | 4 | - | 439 | - | - | 439 |
| Investment Income | 5 | 564 | - | - | - | 564 |
| Total Incoming Resources | | <u>45,337</u> | <u>439</u> | <u>1,402</u> | <u>-</u> | <u>47,178</u> |
| EXPENDITURE ON: | | | | | | |
| Raising Funds: | | | | | | |
| Cost of Development Office | | 283 | - | - | - | 283 |
| Cost of trading activities: WSEL | 4 | - | 526 | - | - | 526 |
| Other activities | | - | 46 | - | - | 46 |
| Charitable Activities: | | | | | | |
| Schools and grant-making | | <u>45,397</u> | <u>5</u> | <u>722</u> | <u>27</u> | <u>46,151</u> |
| Total Expended | 8 | <u>45,680</u> | <u>577</u> | <u>722</u> | <u>27</u> | <u>47,006</u> |
| Net (losses)/gains on investments | | - | -507 | - | - | -507 |
| Net income/(expenditure) | | <u>-343</u> | <u>-645</u> | <u>680</u> | <u>-27</u> | <u>-335</u> |
| Transfers between funds | 16 | 343 | -343 | - | - | - |
| Pension Scheme actuarial gain | 21 | | 2,107 | - | - | 2,107 |
| NET MOVEMENT IN FUNDS | | | <u>1,119</u> | <u>680</u> | <u>-27</u> | <u>1,772</u> |
| BALANCE BROUGHT FORWARD | | | | | | |
| at 1 st September 2022 | | | 76,862 | 2,440 | 2,735 | 82,037 |
| FUND BALANCES at 31 st August 2023 | | | <u>77,981</u> | <u>3,120</u> | <u>2,708</u> | <u>83,809</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

England & Wales - Charity number 1088057

Accounts



COMPANY NUMBER: 04252305

CHARITY NUMBER: 1088057

**DIRECTORS' REPORT
AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 AUGUST 2023**



**DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

DIRECTORS, OFFICERS AND ADVISORS

Governors, Directors and Charity Trustees

The Governors of Warwick Independent Schools Foundation ("the Company", "the Foundation", "the Group", "the Charity") are the Directors and members of the Company and trustees of the Charity and have all served in office throughout the financial year except where indicated. Those who have served during the year are shown below.

The total number of elected Governors comprises three nominated and 12 co-opted Governors. Nominations are subject to approval by the Board. All Governors may serve up to three terms of four years. In addition, the Lord-Lieutenant of Warwickshire and the Mayor of Warwick have the right to be ex-officio Governors should they choose to take up the position.

The Foundation merged with The Kingsley School effective 10th March 2021, to bring it into the Warwick Independent School Foundation family of schools.

Governors nominated by the following bodies:

| | |
|--|----------------------|
| The Charity of Sir Thomas White, Warwick | - Mr A F Keeling, QC |
| The King Henry VIII Endowed Trust, Warwick | - Mr S J Jobburn |
| University of Warwick | - Prof D Griffin |

Co-opted Governors:

| | |
|-------------------------------------|--|
| Mrs M B Ashe | Mr J D Loudon |
| Mrs S M Austin (Chair) | Mrs J Mackenzie-Lawrie (from 1 September 2022) |
| Prof S A Barnes (to 1 March 2023) | Mr D B Rankin |
| Ms J L Broughton | Mr J N Wallis |
| Mr C R Gibbons (to 31 August 2023) | Mrs R A Weeks |
| Mrs M P Hicks (to 13 February 2024) | Mrs A E Wilson |
| Dr F Jaffri (from 9 December 2022) | Mr C White (from 18 April 2023) |
| Mr T H Keyes (to 31 August 2023) | |
| | |
| The Lord-Lieutenant of Warwickshire | - Mr T B Cox |
| Mayor of Warwick | - [Not taken up] |

Officers:

| | |
|--|---|
| Foundation Principal | - Mr R Nicholson |
| | |
| Foundation Bursar* | - Mrs V Espley |
| Headmaster, Warwick School | - Mr J S Barker |
| Headmaster, King's High School for Girls | - Dr S J Burley |
| Headmaster/ Headmistress, The Kingsley School | - Mr J Mercer-Kelly (to 31 December 2023) |
| Headmistress, Warwick Preparatory School | - Dr S Howling (from 1 January 2024) |
| Headmaster, Warwick Junior School | - Mrs H Dodsworth |
| | - Mr A Hymer (to 31 December 2022) |
| | - Mr J Bond (from 1 January 2023) |

*(Company Secretary)



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Addresses

Principal Address and Registered Office:

Warwick Independent Schools Foundation
Myton Road
WARWICK
CV34 6PP

Schools

| | | | |
|--|--|---|---|
| King's High School Banbury Road WARWICK CV34 6YE | <i>Day, girls 11–18</i> | Warwick Preparatory School Bridge Field Banbury Road WARWICK CV34 6PL | <i>Day, boys 3–7 girls 3–11</i> |
| Warwick School Myton Road WARWICK CV34 6PP | <i>Day, boys 11–18 Boarding, boys 13–18</i> | Warwick Junior School Myton Road WARWICK CV34 6PP | <i>Day, boys 7–11</i> |
| The Kingsley School Beauchamp Hall Beauchamp Ave LEAMINGTON SPA CV32 5RD | <i>Day, boys 3–7 girls 3–18</i> | | |

Advisers

Bankers

| | |
|--|--|
| Lloyds Bank Plc 12 Swan Street WARWICK CV34 4BJ | HSBC 6th Floor 120 Edmund Street BIRMINGHAM B3 2QZ |
|--|--|

Solicitors

Veale Wasbrough Vizards
Narrow Quay House
Narrow Quay
BRISTOL
BS1 4QA

Insurers

Marsh Brokers
Capital House
1-5 Perrymount Road
HAYWARDS HEATH
West Sussex
RH16 3SY

Investment Advisers

Evelyn Partners
14th Floor
103 Colmore Row
BIRMINGHAM
B3 3AG

Auditors

Crowe U.K. LLP
4th Floor, St James House
St James' Square
CHELTENHAM
GL50 3PR



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

The Directors of the Company present their annual report for the year ended 31 August 2023, together with the financial statements for the year, which have been prepared in accordance with Company Law and in compliance with the Charities SORP 2015.

Reference and Administrative Information

The Company was incorporated on 13th July 2001 and is registered in England under Company Number 04252305. It is also a Charity, registered with the Charity Commission under Charity Number 1088057, and is the Corporate Trustee of the Warwick Schools Foundation Trust ("the Trust"). The Directors and Governors of Warwick Independent Schools Foundation and the executive officers are listed on page 2 and the principal addresses and professional advisers are listed on page 3.

Structure, Governance and Management

Governing Document

In 1875, a scheme was approved by the Endowed Schools Commission for the amalgamation of certain educational charities in Warwick, under the name King's School Foundation. The Scheme provided for the re-establishment of the old King's School in new buildings, to be called the Grammar School (for boys), a Middle School (for day boys to the age of 15), and a school for girls. A number of local charities contributed the whole, or a portion, of their annual income.

A Charity under the name Warwick Schools was registered with the Charity Commissioners for England and Wales (registration number 528775) and was regulated by Schemes signed on 23rd December 1981, 26th November 1991, 13th June 1995, and 16th September 1998. On 29th August 2001, this Charity changed its name to Warwick Schools Foundation Trust. Under the Charity Commission Scheme made on 29th August 2001 all trust funds other than the Trust's permanent endowment of the Schools' land were transferred to a new Charity known as Warwick Schools, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

On 11th March 2003 the Charity and the Company changed its name from Warwick Schools to Warwick Independent Schools Foundation. At that time, the Company was governed by its Memorandum and Articles of Association dated 13th July 2001 and amended by special resolution on 28th March 2012. By way of special resolution, updated Articles of Association were adopted by the Foundation on 30 June 2023, to incorporate all previous amendments and to ensure compliance with all current Companies and Charity Laws.

Governing Body

The Governors listed on page 2 are appointed as Governors of the Foundation and have overall responsibility for the operation of two Schools, namely King's High School for Girls (incorporating Warwick Preparatory School, which has separate DfE registration) and Warwick School (incorporating Warwick Junior School). From 10th March 2021, a third School was added, namely The Kingsley School. Subsidiary Committees of Governors have been established, one for each School, with Governors spread evenly across the School Committees.



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There are also four tactical Committees, each comprising one-third of the Governors. In this way, Governance is delivered to the individual Schools within an overall Foundation framework. The benefits of the approach are robust, inclusive governance, with all Governors taking equal responsibility for the effective running of the Charity.

The full Board of Governors plus one ex-officio Governor are also the Directors and Members of the Limited Company and Trustees of the Charity. They are responsible for the overall management and control of the Company and meet three times a year. The Foundation Principal is the executive lead across the Foundation. He is supported by a Principal's Group comprising the School Heads and Foundation Bursar. In his capacity as Foundation Principal, he has ultimate responsibility for the management of the individual schools and subsidiary trading company. He reports directly to the Trustees.

Organisational Management

School Committees are responsible for overseeing the educational business and financial management of each individual School within the broader strategic outline provided by the Foundation Governors. Any matters with implications for the Foundation and/or the other Schools are referred to the Education and/or Resources and Estates and/or Finance and Regulatory Committees as appropriate. School Committees are chaired by the Foundation Principal.

The **Safeguarding Committee** is responsible for considering all matters pertaining to safeguarding and child protection, including historic cases, and also the safeguarding responsibilities as set out by the Charity Commission. It has the power to recommend any decisions as it feels are necessary to fulfil its responsibility.

The **Education Committee** is responsible for considering all matters pertaining to the educational side of the Foundation's business and has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Resources Committee and the Finance and Regulatory Committee in ensuring robust and collective governance is delivered.

The **Resources and Estates Committee** is responsible for ensuring the effective delivery of the operational and capital resources required for educational and business activities, including oversight of the central Estates and Operations function. It has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Finance and Regulatory Committee in ensuring that robust and collective governance is delivered.

The principal purpose of the **Finance and Regulatory Committee** is to advise and provide recommendations to the full Board of Foundation Governors on finance and regulatory matters. It has delegated powers to act on behalf of the Foundation Governors in financial matters should the need arise. It can also make any decisions necessary to ensure compliance with current regulation and legislation.

The **Appointments Committee** is responsible for discussing and recommending to the full Board of Foundation Governors the appointment of Governors and the Foundation Principal. The Foundation Principal is responsible, with appropriate support and oversight from Governors, for appointing the Heads, the Foundation Bursar and such other employees as are deemed necessary or expedient from time to time. The Appointments Committee meets termly and consists of the Chair and Vice-Chair of the Foundation, Chairs of the four Strategic Committees and two other Governors.



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Remuneration

Remuneration is set by the Board, with the policy objective of providing appropriate incentives to encourage enhanced performance and of rewarding fairly and responsibly individual contributions to the Foundation's success.

The appropriateness and relevance of the remuneration policy is reviewed annually, including references to comparisons with other independent schools to ensure that the Foundation remains sensitive to the broader issues of pay and employment conditions elsewhere.

Delivery of the Foundation's charitable vision and purpose is primarily dependent on our key management personnel and staff costs are the largest single element of our charitable expenditure.

Employment Policy

The Foundation is an equal opportunities employer, which treats all prospective and existing staff without favour. The Foundation is fully committed to providing the opportunity for people with disabilities to be employed whenever suitable work is available and to be able to fulfil their career potential. Consultation with employees, or their representatives, has continued at all levels with the aim of taking the views of employees into account when decisions are made which are likely to affect their interests. Communication with employees continues through normal management channels in a variety of methods to inform staff of current issues.

Group Structure and Relationships

The Company has a wholly owned subsidiary, Warwick Schools Enterprises Limited (WSEL), which carries out a number of trading activities to generate funds for the schools. WSEL aims to retain a small surplus each year so as to build up working capital, but thereafter any surplus remaining is gift-aided back to the main Charity.

Governor Recruitment, Induction and Training

Nominated Governors are selected by their respective Nominating Bodies (see page 2) but must then be approved by the Governing Body. Co-opted Governors are selected having regard to the particular skills required on the Governing Body at the time of appointment. All Governors follow an induction programme on appointment including meetings with the Foundation Principal, School Heads, Foundation Bursar and relevant Chairs. All Governors are encouraged to attend external training courses to complement internal training provided. As standard, all Governors receive annual Child Protection and Safeguarding training.

Objects, Aims, Objectives and Activities

Charitable Objects

The Objects of the Charity are set out in the Articles of Association and are "to advance education by carrying on in or near Warwick day and boarding schools for boys and girls". Within these Objects, the Charity and the Trust have various permanent endowments and unendowed trust funds held for special purposes in connection with the development of the Schools' facilities and for scholarships, bursaries, prizes, and other educational purposes.



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Strategies to Achieve the Year's Objectives and Support Long Term Goals

Warwick Independent Schools Foundation is a leading educational charity in the Midlands, providing education to over 2,800 pupils from ages 3 to 18. Our fundamental aim is to enable each individual pupil to achieve personal fulfilment and success, and we seek to develop intelligent, responsible, resilient and compassionate young people of character to succeed in a changing world. Our vision is to create a world-class educational establishment based in the heart of Warwick, able to contribute to our community and society.

The long-term strategic aims and priorities remain in place, as follows, with our core values driving our priorities:

Strategic Aims:

- *To oversee and develop outstanding interdependent schools, each with its own unique character and ethos, as part of one supportive community.*
- *To deliver the 'best of both worlds' in education through single-sex teaching and learning alongside appropriately integrated extra-curricular activities and social development.*
- *To provide an equal opportunity for all pupils to develop their full potential through outstanding facilities and resources across the Foundation.*
- *To promote social and cultural diversity by facilitating access to talented pupils from all backgrounds through the provision of means-tested bursaries and scholarships.*
- *To create an environment in which inspirational education can develop and grow.*
- *To 'future proof' the Foundation educational model against future change through the development of a world class educational campus.*

Core Values:

- *Inspirational teaching inside and outside the classroom.*
- *A caring environment in which everyone can feel safe, nurtured and valued as an individual.*
- *Academic excellence together with breadth of opportunity.*
- *Close links to parents, former pupils and the wider community.*
- *Traditional values of respect, tolerance and integrity.*
- *A forward-looking Foundation which 'seeks for higher things'.*

Core to successful delivery of these objectives is a number of overarching strategies. Strategic application of estates master planning is complemented by robust strategic financial planning in the form of a regularly updated ten-year plan, incorporating sound arrangements for bursary funding. Furthermore, Governors are ever mindful of the challenges of both providing the outstanding education offered and fee affordability, thereby ensuring accessibility to the Schools for the maximum possible number of pupils. A clear pricing strategy has been adopted to achieve this delicate balance. This is further aided by termly consideration of risks and opportunities. Last, but probably most importantly given the importance of staff to our organisational success, focussed HR strategies are being rolled out to ensure the employment and development of first-class educational leaders and classroom practitioners.

Following the change to the executive management structure that was initiated in 2019, the team has been further strengthened with the appointment of Mrs Victoria Espley as Foundation Bursar.



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Principal Activities of the Year

During 2022/23, Warwick School had 982 (2021/22: 974) boys in the Senior School, of whom 53 (2021/22: 57) were boarders, and 260 (2021/22: 261) boys in the Junior School. King's High School for Girls had 796 (2021/22: 784) girls and Warwick Preparatory School had 459 (2021/22: 449) children in the main School and 46 (2021/22: 60) children in the Nursery School. The Kingsley School had 77 (2021/22: 84) in the Prep School and 229 (2021/22: 240) in the Senior School. All the Schools continue to be popular choices amongst local parents and demand for places remains strong.

Public Benefit Aims and Intended Impact

Having been a significant participant in the Government Assisted Places scheme and its forerunner, the Direct Grant system, the Foundation has always operated with a strong emphasis on providing education to pupils from a wide range of social backgrounds. Our aim is that pupils from all backgrounds are able to benefit from the excellent education provided, irrespective of the ability to pay full fees. The Trustees of the Foundation are determined to maintain the philosophy of providing the rounded education synonymous with the Schools to as wide a pupil base as possible, including those pupils who do not possess the means to afford fees. A robust means tested bursary scheme is operated to ensure the effective and charitable delivery of this aim, with an annual review of the scheme carried out to ensure appropriate distribution of available resources.

Although the main focus for bursary support ensures that free places are offered to a large number of recipients, the scheme also provides the opportunity for pupils with parents of moderate income to attend the schools. This is managed through the provision of a number of part-funded, means-tested places, thereby further widening access to potential beneficiaries. In addition to providing public benefit through the provision of bursaries, the Foundation is committed to playing a significant role within the local community, through a number of outreach initiatives. These include the sharing of facilities, running holiday clubs and revision courses that are open to pupils from all around Warwickshire and its bordering counties.

Across the Foundation there are 123 (2021/22:144) pupils in receipt of means-tested bursaries, who between them achieve some outstanding academic results, with an overwhelming majority of boys and girls reaching the very highest grades on offer. With ever increasing financial pressures on parents we are doing more and more to generate further funds over the coming years, with the Development Office planning to actively target fundraising for means-tested support. A Community Outreach Officer has been appointed to actively engage with the parents in the local area to identify who would most benefit.

Offering financial support to those otherwise unable to afford to enjoy the education our Schools offer is, however, just one way in which we offer public benefit. The Schools have an important role to play in their wider community, achieved through outreach work and the provision of facilities for local clubs and associations, as well as the wider public. Many of these activities incorporate educational benefits to our own and wider pupil bodies. Individual members of staff serve in a variety of capacities for the benefit of the public, including as public examination examiners, sports coaches, school governors, and volunteers with local charities and in local churches. In addition, our teaching staff have made links with their peers in the maintained sector to exchange expertise, resources and best practice ideas through local forums and social media groups, particularly in Politics, Food and IT departments.



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There was continued wide-ranging use of the Foundation facilities by the local community, and we intend to continue and/or develop them.

We are always proud of the sense of social purpose we foster in our pupils and the resulting enthusiastic fundraising and awareness initiatives, some of which also include our parent associations as well. In the last academic year, pupils across our Schools raised a total of £74,000 from charitable activities, distributed to a wide range of beneficiary charities, with a strong emphasis on children. Donations were made to local, regional, national and international charities. These included Myton Hospices, Warwick District Foodbank, Save the Children, Show Racism the Red Card, a number of smaller local charities and continued support to Brass for Africa.

In the furtherance of these aims, the Foundation Governors, as the Charity Trustees, consider that they have complied with the duty in Section 4 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under that Act.

Grant-Making Policy

During the year, the value of scholarships, Foundation Awards, and Bursaries totalled £2.520m (2021/22: £2.413m). Of this, the amount of unrestricted funds totalled £1.970m (2021/22: £1.891m) with a further £550k (2021/22: £522k) contributed from restricted funds. The Foundation Governors' policy is to increase further the means tested awards when opportunities arise and £1.669m (2021/22: £1.616m) of the total was awarded on this basis. 538 (2021/22: 501) pupils benefited from these regular grants and awards, with the result that one in five pupils at the senior Schools receives some form of financial assistance.

The Foundation Award Scheme, which was introduced in 1999, is a means-tested scheme and enables Governors to widen access to as broad a group of pupils as possible. There are currently 73 (2021/22: 76) pupils attending the Schools who pay no tuition fees at all (as well as those who pay reduced fees). The Schools also operate scholarship schemes awarded on academic merit.

Review of Achievements and Performance for the Year

Operational Performance of the Schools

King's High School

The School has enjoyed another year of outstanding success and it has been a great pleasure to celebrate so many achievements. We were shortlisted for Girls' Independent School of the Year and selected as Finalists by the Independent Schools Association for their Awards for Future-Readiness, Outstanding Sport and Community Engagement, winning the national award for future-readiness in recognition of our pioneering work on educational innovation. Within this, our new Future-Ready Courses, offered as alternatives to traditional GCSEs, have been very popular, alongside our new Changemaker Award in Skills, Character and Wellbeing. This year, we also launched our new King's High Wheel, which captures our School's vision and values, with the changemaker dispositions that are now embedded through the life of our School. Alongside tremendous achievements in Sport, Music and Drama, an important development this year has been the launch of our new boarding house for sixth-form girls.



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We were delighted with academic results in August 2023. After two years of Centre Assessed and Teacher Assessed Grades and a year of nationally inflated post-covid grades, we received our first full set of exam results that closely reflect pre-covid levels. At GCSE 54% of grades awarded were at 9-8, and 74% at grades 9-7, with the most common grade awarded being the top grade 9. At A Level 51% of grades were at A*-A with 77% at A*-B grades. 78% of students gained entry to their first-choice institution, with well over 70% attending Russell Group universities. Pupils are heading off to study 53 different university courses, with a strong mix of STEAM subjects and arts and humanities subjects (47% to STEAM courses).

Pupils continue to be ambitious and bold in their course choices, and in addition to a number continuing their study of subjects such as History, Languages and Biology, many are opting for vocationally-focused courses including Law (4), Dentistry (3), various forms of Design (8), Fine Art, Liberal Arts, Pharmaceutical Sciences, Agribusiness Management, Neuroscience, Education, Conservation Biology, Sociology and Criminology, Theoretical Physics, Cognitive and Neuroscience Psychology and Computer Science, as well as the full range of traditional Arts and Science subjects.

We continue to grow as a leading innovator and are a Founder-Member of the School Directed Courses Consortium, joining four other schools who are shaping the conversation about the future of the GCSE years. Our GCSE replacement courses are titled the Global Changemaker Programme and the Innovation & Entrepreneurship Programme; 70% of pupils in current Year 10 study for one or more of these instead of one of their GCSE options. The school is now represented on the Committee of the Independent School Examination Board, with a remit to share its innovative work in combining the best of traditionally examined curricula with a more innovative, future-facing approach.

We are now in the process of publishing our seventh annual Inspire Essay competition, with entries from Year 7, 8 and 9 pupils on diverse topics, including 'Could Black Holes be a Portal to a Parallel Universe?', 'Copper and Coal Mines', 'What will be on the School Curriculum in 2050?', 'Does History Matter?', 'Is Sewing Good for your Mental Health?', 'An Examination of the Quaker Influence on the Cadbury Confectionary Firm', 'Why are Prime Numbers Useful in Cryptography?', 'AI and the Future of Humanity', 'Notre Dame: Will it ever really be the same again?' and much more. In later years students complete the EPQ with enormous success: a record 93% of pupils achieved an A* or an A in their EPQs in 2023. Our pathways for pupils applying for elite academic courses requiring an interview or pre-admissions test is now complemented by Degree Apprenticeship, Global, Law and Medical pathways to help pupils meet the specific requirements of these diverse destinations.

Pastoral care continues to be the centre-point of our school culture and we have continued to refine and bolster both our resources and provision. The development of the Wellbeing Team has seen a focused, newly-furnished wellbeing space (The Oasis) be developed at the physical heart of our school to support the mental health and wellbeing of our students. 'The Oasis' is a supportive and positive space dedicated to providing a calm environment for our students with neurodiversity as well as those students in need of additional support. This designated space demonstrates the connectivity between our Learning Support and wellbeing provision in one holistic, accessible place.

Our Mental Health Lead continues to expand the provision available by signalling appropriate, responsive and bespoke support from a strong team of specialists and professionals including counsellors, CBT therapists, dietetic support, an educational psychologist and our resident wellbeing mentor. The Flourish Programme, which seeks to support self-esteem and self-confidence in young people, continues to benefit a range of students in small-group environments. Our targeted support continues to develop in response to need, but we maintain and continue our support of all students by frequenting external speakers as well as tailoring form time and assemblies to address a range of topics.

This year, we have developed our Connections Meetings, which facilitate every student being invited to a conversation with members of the Senior Leadership Team to discuss the experience of being a student at



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School. The purpose of these meeting is to reflect on the school experience and communicate any concerns and observations of how we can continue to improve our school for all. This is then centralised and discussed at Leadership Team meetings to inform change, planning and development.

In 2023, we launched the King's Ten Wellbeing surveys. These comprise of a series of ten reflective statements which students reflect on and submit their personal responses, as well as providing an opportunity to share an open wellbeing reflection with a member of the pastoral team. These surveys provide a further layer of pastoral communication for every member of the school community as do the weekly one-to-one meetings that take place in form times through our co-tutor system in which a member of staff supports the lead tutor to facilitate individual conversations based on student need.

We continue to prioritise the joy of learning and fun in the classroom, as well as developing a co-curricular provision of fun, mindfulness and joy. We have a series of clubs focused on joy, fun and play such as 'Downtime Club', dedicated to mindfulness, games and community fun as well as Art for Wellbeing which continues to be popular. On our school site, we have invested in the joy of connection and community by installing the ever-busy table tennis and table football tables that centre fun, play and gentle competition at the heart of every playtime for all age ranges.

The provision of time and resources to Mental Health prevention and support is purposefully combined with a prevalent, informative culture of joy, gratitude fun and self-awareness. Our school dog, Parsnip is a key member of the pastoral provision as well as the arrival of our school chickens which require our students to work together to care for animals, promoting teamwork, compassion, learning and togetherness. Togetherness and inclusion are key priorities for us so our Ableism Group, LGBT+ Group and Interfaith Council continue to be prominent student voices, presenting ideas and reflections in assemblies, staff meetings and at Leadership Team meetings throughout the academic year. The annual Festival of Wellbeing continues to thrive and turns the whole school focus more acutely to wellness, self-awareness and self-care for students and staff.

We seek not only to provide opportunity for self-reflection, gratitude and a student's knowledge of their individual needs, but we also want these skills to be lifelong for every student when they leave our setting. Therefore, we provide time to give to the wider community as well as contribute to our own with charitable fundraising enterprises from local care work charity, Kissing it Better, and partnership outreach work with local primary schools and special schools. Our students are encouraged to reflect and express gratitude as another way of putting into perspective life's challenges. National 'Thank a Teacher Day' always creates a wave of gratitude from students to staff. These enterprises partner with our commitment to Character Education which is led by our Head of Character Education and informs our school's core aims.

At King's High, our pastoral culture is always shaped and informed by listening, noticing, and responding to the needs of our students and how we can best support them in learning to thrive both in our school environment and beyond it.

The co-curricular life of our school continues to expand and thrive, whilst developing our school aims. Our pupils excel across the board in their sports with both teams and individuals reaching county, regional and national levels. In the most recent season of competitive sport, King's High achieved National titles or runners up spots across 6 different sports and we have had Individual Independent Schools Association National Champions crowned in Table Tennis, Tennis, Athletics, Cross Country and Skiing. Individual students have been selected across many disciplines for regional and national training and to represent their country in Waterpolo, Netball, Hockey, Golf, Equestrian and Athletics to name a few.

Music at King's High has gone from strength to strength, with more than 35 ensemble rehearsals taking place in the department each week. These cater for all musical abilities and interests, as well as providing opportunities for the most able. Our partnership with Orchestra of the Swan has developed and our talented



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orchestral musicians have received mentoring, workshops and the opportunity to perform side-by-side with their professional counterparts in a public concert.

Exam results have been consistently strong, with 100% of Trinity exams graded at distinction or merit. Over 350 instrumental and vocal lessons take place in the department each week.

Drama has had another busy and exciting year with the continued provision of a variety of clubs, theatre trips and fantastic productions, including 'Jesus Christ Superstar', 'The Musicians' and 'Alice's Adventures in Wonderland'. The LAMDA department once again enjoyed outstanding results with 126 pupils gaining distinctions and 28 gaining merits in their external exams.

There continues to be a broad variety of co-curricular activities with over 200 activities available each week. New clubs for the year include a Wellbeing Club which gives students the chance to meet the new King's High hens and to chat and make friends with students in other year groups. King's High students continued to raise money for local, national and international charities this year and raised in excess of £6000. Students have chosen 6 new charities to support in their houses and fund-raising for these included fairs and sales of food. They also collected over 100 shoeboxes for Teams 4 U and other harvest items for the local branch of the Trussell Trust. Lower Sixth students also raised funds for a school in Silent Valley, India. They were delighted to support them in the summer holidays with renovating classrooms and providing key resources for the school.

We have enjoyed continuing our link with Evergreen Special School. Students in the sixth form have volunteered to support classes on Friday afternoons and the school has used King's High facilities for events throughout the year. We have also started a new volunteering programme at Evergreen School with students from Year 11 working with younger pupils at the Deansway site. In the holidays, students from Evergreen benefited from the Foundation's summer play scheme, Holiday Action. We also piloted an innovative partnership between King's High, Evergreen School and the children's charity, Let's Play, to provide holiday activities for local students with disabilities. Our staff have provided enrichment activities in Music, French, Cookery and Classics for pupils in Years 5 and 6 in Westgate Primary School. Older pupils supported classes in a variety of primary schools through the volunteering programme. Year 5 pupils from Westgate and Coten End primary schools took part in our new Saturday School Project, receiving extra support in English and Maths from King's High teachers.

Year 9 students on the Friday activity programme enjoyed weekly visits to Park View Care Home. We have visited patients in Warwick Hospital on Monday and Tuesday evenings and Friday afternoon, liaising with the 'Kissing it Better' charity. Students in the whole school wrote cards, produced artwork, made crafts and collected items for 'goodie bags' for staff and patients. During the summer holidays older students were able to visit patients in Warwick Hospital and work at Park View Nursing Home.

As part of The Warwick Schools Foundation, we are proud of our diverse group of schools, each with its unique identity. The experiences of pupils at our individual schools are enhanced by opportunities to work together across our wider Foundation community.

Warwick Preparatory School

The school has achieved great success in many areas during the course of 2022/23. Following the award of places to all girls in Year 6 at King's High, fourteen scholarships and awards (academic, music, sport, art and drama) were made. Thirty-two boys transferred successfully to Warwick Junior School from Year 2. The school has continued to be highly successful in maintaining its roll during 2022/23 and the number of registrations for entry in 2023, 2024 and beyond remains high.



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In English and Drama, we have enjoyed tremendous success in LAMDA examinations with over 100 entries across all year groups in the Prep department, with 85% awarded distinction and the remaining 15% awarded merit.

Our Music department celebrated many exciting occasions during the year, including the launch of our Year 3 Woodwind Project, offering every child in Year 3 the opportunity to learn a woodwind instrument. Children have gained places in the National Orchestras and Choirs and a large number of children in Years 2 – 6 receive tuition in one or more instruments. Of the Associated Boards examinations taken, 66% were awarded merit or distinction.

Sport saw children competing at a national level in various sports with our U11 football and swimming teams reaching the IAPS National Finals. Cricket has grown enormously and our U11 team competed in a range of county and national events.

The extra-curricular life of the School continues to grow, there now being well over seventy-five clubs for children to attend each week, with new clubs added to meet the needs of our children. To meet the needs of working parents, the school's After-School provision continues to operate with over one hundred children in attendance at different sessions across the week.

Residential visits undertaken this year included Year 4 camping in west Wales, Year 5 staying in a chateau in Normandy and Year 6 spending a week at a science study centre in North Yorkshire. Educational visits have flourished with over thirty separate day visits enjoyed by children from Nursery upwards.

The school has supported a variety of local, national and international charities through fund raising activities and special charity days. Funds were also raised by the school and Parents Association for Macmillan Cancer Research, Children in Need, Myton Hospice and the Warwick District Food bank. The fundraising by all schools in our Foundation enabled the purchase of a new van to support the work of the foodbank.

Our community events saw the whole school enjoying a day of celebration to mark the coronation of His Majesty The King, with activities directly relating to the interests of His Majesty. Our PTA, WPSA, ran successful social events to raise additional funds for the school and new playground equipment was installed to complete their pledge of £50,000.

Warwick School

Warwick School continued its tradition of excellence in the academic year 2022/23, building on the successes of the previous year. The school continued to excel academically, artistically, and athletically in the academic year, fostering an environment that prioritizes well-being, collaboration, and holistic development something evidenced by the continued growth of applicants for 11+ entry and an overall increase in the pupil roll for September 2023. In the Michaelmas Term, Warwick School proudly received the title of Independent Boys School of the Year for 2022 at the Independent School Awards.

The breadth of the school's sporting offer continued to grow and the U16 Ski team's qualified for the national finals, along with the Senior and Intermediate swimming teams reaching the ESSA finals. The school's commitment to its more traditional sports remains, with over 100 hockey fixtures, 238 rugby matches played by 38 teams, and success in cricket and tennis. The arts too continued to flourish with outstanding performances in theatre productions like *Everyman*, *The Musicians*, and *Joseph and the Amazing Technicolour Dreamcoat*. The National Concert Band Finals brought further success, with three bands receiving gold and three platinum awards. The biennial arts festival returned, themed 'Shared Spaces.'



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Several noteworthy developments took place during the academic year. The appointment of the first Head of Food Science paved the way for the launch of the subject in years 7, 8 and 9 in September '23. The introduction of the Headmaster's Award (Scholarship) for Year 7 entry, and the introduction of AIP (Assessment and Interview Pathway) were significant changes, as was the introduction of the Floreat Diploma to all year groups after a successful Year 7 pilot.

Dr. Simon Chapman, after 30 years of dedicated service, announced his retirement, leading to a restructuring of the senior school leadership team. Mrs. Kimberley Wyatt assumed the role of Senior Deputy, with Mrs. Alex Quinn appointed as Assistant Head Teaching and Learning and Mrs. Kate Poole appointed to the new role of Assistant Head Pastoral.

The academic year 2022/23 marked the opening of the Well-Being Hub, providing essential support to pupils in need. The Pupil Voice underwent restructuring, creating five sub-committees focused on key pastoral issues. The school continued to prioritize well-being, introducing the Life Space Mentoring Programme. Warwick's commitment to pupil well-being was recognised by selection as a finalist in the Talk Education Awards for Innovation in Education – Pastoral and Well-Being category. The Design Thinking curriculum, produced in collaboration with the University of Warwick was also recognised as a finalist for the Independent School of the Year in the Outstanding New Initiative category.

The summer term brought notable achievements in university admissions, with a 10% increase in pupils securing a place at their 'Firm Choice' university, 92 Russell Group places, and a 100% Oxbridge conversion rate (9 places). Which built on another year of strong performance in public examinations. A Level results A*-A grades 41% and A*-B 74%. GCSE results A*/9/8 43% and A*/A/9/8/7 65.1%.

Warwick Junior School

The academic year 2022/23 saw a return to a full school programme following the pandemic. The return to daily routines and the ability to provide a full range of opportunities across all aspects of school life has had a positive impact on the boys, the staff and the school community.

Academic performance at the Junior School continues to be well above the national average in Maths and English with all Year 6 boys achieving a place in Warwick School. The Junior School continues to offer a broad and varied curriculum offering a range of opportunities both inside and outside the classroom. Our Developing Learning Strengths programme is well-established and embedded across the curriculum and through the WJS Diploma. To recognise and celebrate boys who are outstanding examples of, or who have made notable progress in, a particular Learning Strength, we introduced Learning Strengths Awards which are given to boys nominated by teachers and form tutors. Events like the Year 6 Young Enterprise project develop independence, collaboration and public speaking skills through the pupils designing and making their own snacks or drinks. The curriculum offer has also been enhanced with Philosophy for Children, a programme aimed at developing pupils' critical thinking, problem solving and creativity.

Pupil wellbeing continues to be an important part of school life. A Junior School Pastoral Committee has been formed to discuss pastoral and safeguarding issues that have arisen over the week. Eleven members of staff have now been trained in Mental Health First Aid and fifteen pupils and three members of staff took part in the Diana Award Antibullying training. Pupil voice is heard through the school prefects, house officials, digital leaders, school council and the Green Eco Team.

Pupils continue to achieve beyond the school community. In Computational Thinking, all Year 6 boys entered the national BEBRAS Computational Thinking Challenge; nine boys scored in the top 10% nationally and were



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invited to sit the Oxford University Computing Challenge (OUCC), in which Year 6 and Year 7 pupils compete at the same level. One boy scored full marks in this and was one of just 20 pupils nationally to get through to the Final, coming 16th.

Chess is another activity that is blossoming in the school with one boy representing England. The Junior School has entered the Coventry and Warwickshire Chess league, putting in some impressive performances against boys who in some cases are twice their age. This year the school was recognised by the English Chess Federation (ECF), the governing chess organisation in England, for outstanding achievements in chess for 2023.

In Sport, the U11A Football Team just missed out on qualifying for the ISFA National Finals at St George's Park after agonisingly losing 1-0 in the semi-finals to the eventual winners. In swimming, the U11 Swimming team qualified for the ESSA Primary Relays and IAPS National finals in both the freestyle and Medley relays. At the ESSA finals the boys finished second in the medley relay and fourth in the freestyle relay. At the IAPS national championships, the boys finished sixth in the Medley relay and ninth in the freestyle relays at the IAPS national championship. Individually, one of our Year 6 came fourth in the freestyle final finishing 4 tenths of a second behind the winner. In Music, our chamber music group, eSquires were finalists in the national Pro Corda Chamber Music festival. Over the year, there were approximately 100 music exam entries across arrange of instruments and voice.

The co-curricular offering continues to provide a range of opportunities. We offer upwards of 72 clubs per week and new clubs this year included Podstars, Warhammer, Robotics and Animation. LAMDA has also seen a growth in popularity across the age ranges. We have also introduced clubs such as critical thinking and maths in motion to stretch and challenge our more able pupils.

Music remains a strength of the school with almost 200 boys having at least one individual music lesson a week. Three of our boys currently attend the Birmingham Junior Conservatoire and three play with the National Children's Orchestra. Throughout the year, pupils have had the opportunity to perform in a range of contexts including whole school concerts, instrumental concerts, the year 6 production of 'The Lion King Jr.', the Year 4 production of 'Porridge', House Music Competitions and Rap Battles. New initiatives include keyboard club, piano parties and the Dynamix String group.

Day Trips and residential continue to be an important part of school life. Pupils have visited Bletchley Park (Computing and History); Birmingham Botanical Gardens (Geography); Hazard Alley (PSHEE); Warwick Castle (History), National Space Centre (Science) and Blist Hill (History). This year, all Year groups had an adventurous residential trip ranging from 1 night for the youngest pupils to a four-night stay for Year 6. Venues include the Peak District and Plas-y-Brenin in Snowdonia.

We continue to develop links with other schools in the Foundation as well as those in the local community. Link events between the Junior School, Warwick Prep School and Warwick School take place throughout the year, especially to support transition between the schools. Last summer term saw the Year 2 boys from the Prep School invited over to the Junior School for a transition lunch, which culminated in the Year 3 pupils introducing the Year 2 boys to popular playground games. As part of the enhanced transition programme for Year 5 pupils, the year group was invited over to the Senior School for a drama workshop. Over the year, each year group has completed a sports-based link activity with the equivalent year groups from the Prep School, these were either cricket or tennis, and proved very popular with the pupils involved. In music, the school 'micro choir' sung at the 'Light up a Life Christmas Charity event for Myton Hospice. Our Head of Music is in the third year of supporting local primary schools in writing a new music curriculum for non-music specialists. Staff and pupils have also provided Orchestral Outreach experience days for Key Stage 1 pupils from local schools.

The boys and the wider school community continue to support local and national charities. Throughout the year each house supported a chosen charity and by the end of the summer term over £2,500 had been raised.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

At the end of the summer term, the school joined with the 'Marathon Man', Gary McKee to raise money for Myton Hospice and Macmillian. The community raised over £16,000 to be split between the two charities.

This year also saw the retirement of Headmaster, Andrew Hymer after 7 years at Warwick Junior School. The new Headmaster of the Junior School, John Bond, started in January 2023.

The Kingsley School

A number of new staff, including key middle managers, were recruited throughout the year.

Academic results were again strong in August 2023. At A-level (or equivalent course), students achieved 14.6% A* grades, 40.6% A*-A grades, 79.7% A*-C grades and 100% pass rate. There was good performance at GCSE too with 10.1% of grades at 9, 21.6% of grades at 9-8, 40.3% at grades 9-7 and 92.6% at grades 9-4.

Destinations of Year 13 students leaving Kingsley included Economics, Law at Cardiff University, Mechanical Engineering at Newcastle University, Mathematics at Birmingham University, Music at Lincoln University, Ancient and Medieval History at Birmingham University, Environmental Science at Kingston University. A number of students are taking a gap year.

The enrichment programme in the Prep School has been updated to include a wider range of opportunities to develop new skills outside the classroom, with horse riding, football, skiing, circus skills and debating all added into the offering. Further updates this year have been chosen to develop key future-ready skills, such as computer coding, Mad Science and the introduction of 8billionideas workshops.

The Preparatory School has recently rolled out the new 4D Curriculum to further build on the acquisition on these skills. The learning objectives are open-ended, and the activities and tasks designed to enhance independence and to ignite a passion for learning. Themes are chosen to allow the staff to be creative in their approach and to encourage collaboration across the year groups. There is a renewed focus into taking the learning out into the world with a comprehensive range of Forest School experience days, trips and visits alongside opportunities to invite experts into the school to share their experiences and knowledge. Forest School is now fully integrated into the curriculum from Little Aviators to Year 6. The curriculum design has also allowed staff to weave the strands of sustainability, diversity and inclusion through all areas of learning, promoting a wide range of role models from all areas of our diverse global community.

Using the Round Square IDEALS of internationalism, democracy, environmentalism, adventure, leadership and service as a framework for learning has encouraged the children to seek out and respond to opportunities to serve their community, and the Year 6 Charity Prefects recently successfully and entirely independently organised a day of fundraising activities in aid of Guide Dogs Leamington. Other fundraising events have raised funds for Leukaemia Research, Children in Need and Young Minds.

An updated PSEHE curriculum sits alongside a number of initiatives to ensure that pupil voice is heard, and we were pleased that Year 5 pupils from all three of the Warwick Schools Foundation Junior/Preparatory Schools were able to present to Governors at the recent Education Committee meeting. A commitment to the Diana Award and Girls on Board continues, with strategies from Working with Boys, another Andrew Hampton initiative, being rolled out in the Preparatory School.

The Sixth Form enrichment programme includes a focus on A Level Mindset skills and techniques as students are encouraged to formulate their goals and realistic action plans. Students benefit from formulating their vision, applying effort, employing useful systems, practising meaningful study and honing their attitudes to hard



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

work. Alongside this, the Extended Project Qualification taught skills are delivered and students are working towards finalising their exciting projects. Fitness activities and sports take place every Wednesday alongside volunteering with charity Kissing it Better, something our students thoroughly enjoy and value.

PSHE is now taught in dedicated lessons rather than during enrichment time and this has enabled a fuller, more detailed approach which is appreciated by staff and students. Topics covered include life skills, finance, relationships and sex education and first aid skills.

Sixth Form students continue to contribute to senior school form times through the Form Ambassador programme. Students are attached to forms and deliver weekly sessions comprising of current affairs quizzes or information sharing. They also offer support to younger students and offer the benefit of their experiences. The Sixth Form Leadership Team continue to fund raise diligently for their nominated charity, Leukaemia UK, and recent events include a successful second-hand clothes sale organised by our Eco Prefect. The team is planning its final fundraising event before stepping down at the end of term to focus on their summer examinations. Year 12 students have been invited to apply for leadership roles and the selection process begins soon. A focus for the new team is developing links across the Foundation schools.

Careers events have resumed with successful partnerships with local business, parents and alumnae at the annual careers fair. Year 12 students undertook work experience placements during June as part of their higher education and careers guidance programme. This also involved returning Kingsley alumnae sharing their reflections on university and the world of work.

There was continued activity and engagement with equality, diversity and inclusion issues with a full programme of events during the school's Diversity Week, including specific assemblies celebrating difference and on not being a bystander to prejudice. The recently founded pupil diversity and inclusion group continues to actively meet and has been fundraising for local diversity charity groups each term.

Co-curricular activities have continued to develop. Highlights have included the Senior School musical in March 2023, 'Little Shop of Horrors' taking place at the Bridge House Theatre, and Preparatory School show in June, along with musical concerts in all three terms for Prep and Senior Schools. Students across the school participated in the Warwickshire Open Arts festival in June with the school acting again as a host venue to display work produced by students. Various GCSE students have had their artwork displayed in a Leamington Café. Sporting success was seen with the school's equestrian and ski squads, as well as emerging success with inter-school netball, athletics, cricket and hockey fixtures. Rugby has also been trailed with pupils in Senior School. Adventurous activities were in full flow with Bronze, Silver and Gold Duke of Edinburgh expeditions.

The school has continued to collaborate with international schools through the Round Square network, with the main focus being student-led virtual meetings looking at different cultural aspects. In-person conferences resumed in September 2023 with students attending Round Square Conference in Nairobi. Outside speakers are coming into Kingsley on a regular lunchtime basis to cover the IDEALS of Round Square – Internationalism, Democracy, Environmentalism, Adventure, Leadership and Service.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

We were delighted to be able to join with the Leamington Spa Rotary Club once more and host the Community Spirit awards in May 2023. This valuable blend of ages across the local community proved to be a most edifying event that promoted the work of selfless individuals from both the Leamington area and Kingsley School. The School took part in a great deal of fund raising for Leukaemia Research following the death of Head of Music.

Collaboration

The Foundation is proud of its diverse group of schools, each with its unique identity. The experiences of pupils at our individual schools are enhanced by opportunities to work together across our wider Foundation community. Key areas where collaboration has been taking place during the year include:

- Our partnership with the Orchestra of the Swan. A local professional orchestra with a reputation for innovative programming with younger musicians. Thereby fulfilling our strategic aim to develop a national reputation in the Arts.
- Working in partnership with Warwick - A Singing Town, to promote a positive and exciting project for all residents to celebrate the joy of singing.
- Major productions from Warwick School and King's High in the Bridge House Theatre.
- Friday Afternoon Activities Programme.
- Oxbridge preparation and interview programme.
- Sprint Finish revision programme.
- Open invitations to Sixth Form academic society meetings in respective schools.
- Drama and Music staging many joint events and running of the Saturday morning drama club.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Financial Review and Results for the Year

The Foundation achieved an investment surplus (the widely recognised and benchmarked performance measure in the sector) for the year of £2.930m (2021/22: £6.125m). This investment surplus includes the finance cost of the derivative of £0.522m. Owing to the accounting adjustment required in relation to the FRS102 for the pension valuation, the net movement in funds for the year is £2.107m (2021/22: £9.652m).

Governors strive to ensure that fee increases are maintained at the lowest possible level, whilst mindful of the importance of generating sufficient returns for the development of facilities to ensure the continuous improvement of teaching and learning in the Foundation schools.

The Foundation is grateful to the Trustees of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick, for income provided exclusively for funding means tested bursaries to pupils residing within the town of Warwick and other educational activities with local schools, and also to the Trustees of Old Warwickian Trust for income provided exclusively for bursaries to pupils attending Warwick School.

The trading subsidiary (Warwick Schools Enterprises Ltd – WSEL) resumed hiring out the Foundation's facilities during the year, as Covid-19 naturally had had an impact on opportunities to generate additional income. It contributed £Nil (2021/22: £Nil) to the investment surplus.

Reserves

The Foundation's Free Reserves at 31 August 2023 were in deficit by £21.595m, with unrestricted and designated funds standing at £67.922m at the end of the year. Unrestricted funds were made up of £74.608m representing funds deployed as part of the Schools' premises and £15.864m as Bursary Funds, with the balancing minus £954k being within the subsidiary company. Restricted funds were £3.120m at the end of the year. The Foundation's share of the Local Government Pension Fund deficit is shown in the Balance Sheet and at 31 August 2023, this positive reserve stood at £6.276m (2021/22: £3.841m).

The Directors are satisfied that the schools' operating cash flows and external finance facilities are sufficient to meet the Schools' day-to-day working capital requirements.

Investment Policy and Objectives

Under the Charity's Articles of Association, the Trustees have powers to invest in such securities or property as they may think fit, subject to the appropriate legal considerations. In practice, the Board of Governors has delegated responsibility to the Finance and Regulatory Committee to make such decisions on its behalf. The Finance and Regulatory Committee in turn appoints an investment manager to oversee funds under investment.

The core objective of the investment portfolio is to achieve a balance between income and capital growth, over a longer-term (5 years) time horizon.

As at 31 August 2023, the Foundation had a total of £14.468m invested for the long term with an investment objective of achieving a balance of income and capital growth. In the year to 31 August 2023, the total return generated by the Foundation's main portfolio was -0.80% compared with +1.83% for the agreed benchmark, in light of the economic conditions.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Fundraising Performance

We are delighted to report that thanks to generous support from alumni, current and former parents and other partners across our Foundation community, we generated £310,906 in total from philanthropic income during 2023. Particular thanks goes to our donors who funded a new Food Science Lab for Warwick School, due to open in September 2023, which has enabled the provision of a new GCSE in Food Science and other co-curricular classes across the school and to twenty-six Old Warwickians who contributed to an appeal to purchase a set of drums to re-establish a Corps of Drums for the Combined Cadet Force. Together with the Combined Cadet Force Association the group raised nearly £11,000 and there are plans for the reinstated Corps of Drums to parade again next summer now the appeal has concluded.

Legacy giving contributed £96,000 of the total raised which goes to our bursary endowment, whilst over 100 individuals continue to support bursary provision through regular monthly gifts. Our bursary programme gives individuals from disadvantaged backgrounds access to an education they would not otherwise be able to realise. Over the next five years, we plan to increase the amount of income raised for bursaries and capital spend from philanthropy, with the recent recruitment of new Foundation Director of Philanthropy, a revamped strategy and a focus on major gifts.

We can also confirm that no external fundraising individuals or companies were employed to raise funds. The Foundation is signed up to the Fundraising Regulator which oversees the Code of Fundraising Practice and there were no incidences of failures to comply with fundraising standards, nor any complaints received. The Foundation adheres to the GDPR regulations and contacts only those for whom our communications will be relevant and of interest.

Risk Management

The Board of Governors is responsible for the management of the risks faced by the Company. Risks are assessed and controls established throughout the year. A formal review of the Company's risk management processes is undertaken by the Finance & Regulatory Committee on an annual basis.

The key controls used by the Company include:

- formal agendas for all Committee and Board activity;
- detailed Terms of Reference for each Committee;
- comprehensive strategic planning, budgeting and management accounting;
- established organisational structure and lines of reporting;
- formal written policies;
- clear authorisation and approval levels; and
- vetting procedures as required by law.

The most significant risks considered during the year were as follows:



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

| <i>Risk</i> | <i>Mitigation</i> |
|---|---|
| a) fee affordability and increased competition from other local schools, leading to a potential fall in student numbers and/or demand for places. | Robust budgeting, tight cost controls and strong marketing presence to ensure continued growth or at least static position of pupil roll. Strong academic performance. |
| b) diminishing investment returns applying pressure to supported places. | A balanced portfolio through a respected and trusted investment partner. Regular reviews. |
| c) the increasing and unpredictable cost of the final salary pension scheme for support staff. | Retention of actuarial advisors. Scheme closed to new entrants in 2015 and then fully closed in November 2023 to existing members. |
| d) the servicing of the debt of a significant major building project costing, now completed. | Regular briefing reports to Governors at termly Finance & Regulatory Committee. Strong budget controls and regular production of 10 year cash flow plan. |
| e) the risk of a major cybersecurity attack on our IT systems. | There are a range of mitigation in place, network security, malware prevention, removable media controls, secure configuration of devices and software, managing user privileges, multi factor authentication, incident management and monitoring, user education and awareness and cyber security risk management. |
| f) the continuing financial pressure being applied through central government policy, via pensions, teacher pay and the threat of loss of charitable reliefs including VAT. | Long-term financial planning in the form of a 10-year cash-flow, including horizon scanning for central government cost increases and the impact on price and demand for places. Membership of GSA and HMC. |
| g) cost of Teachers Pension Scheme expected to increase significantly. | Continue to review affordability of the scheme. |
| h) external factors such as pandemics and cost of living crises affecting school finances and fee affordability. | Debtors constantly reviewed and procedures followed. All costs reviewed as mitigation. |

Through the risk management processes established for the Schools, the Governors are satisfied that the major risks identified have been adequately managed, with further mitigation applied to each of the key risks. However, it is recognised that systems can only provide reasonable but not absolute assurance that major risks have been adequately managed.

Future Plans

Following the completion of the Project One Campus project, Foundation Governors have overseen a review of facilities across the Warwick and Leamington Spa campuses to ensure that they fully support academic excellence and pastoral care for the whole community. Incorporated into the estates strategy is a commitment to protecting our planet including the establishment of a pathway to net carbon zero across the Foundation.

Foundation Governors launched an updated Strategic Plan for the Foundation in Spring 2023, "Our Manifesto for Education" setting out the overarching priorities for the Charity up until 2032.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Section 172(1) statement

The Trustees have acted in accordance with their duties codified in law, which include their duty to act in the way in which they consider, in good faith, would be most likely to promote the success of the Foundation for the benefit of its members as a whole, having regard to the stakeholders and matters set out in section 172(1) of the Companies Act 2006.

In discharging their duties above, the Trustees carefully consider, amongst other matters, the impact on and interest of other stakeholders in the Foundation and factor these into their decision-making process.

Pupils

All our pupils benefit from the Foundation schools' outstanding academic, pastoral, and co-curricular provision. Pupils are actively encouraged to offer suggestions on developing their school experience, for example through School Council or Pupil Voice committees. The voice of pupils is always actively considered in decision-making processes.

The pupil-centric focus continued during the Government-mandated closure and the move to remote learning, recognising the challenges faced by pupils during lockdown. More information as to how this was introduced and developed during the year is included by School under the 'Review of Achievements and Performance for the Year'.

Employees

The Foundation recognises that the qualities, skills and commitment of its employees play a major role in the Foundation's success. More information as to how the Foundation ensures the interests of employees are considered is outlined in the Employment Policy on page 6.

Parents

The Foundation embraces engagement with parents, through both formal and informal means. For example, that may be via formal feedback events on pupil progress, or through parents' association events. Surveys are also undertaken to support strategic developments. Most recently, owing to the COVID-19 pandemic, means of communication have transferred to 'virtual' methods, for example through parents events via Microsoft Teams. Feedback from parents has also enabled the development of the online learning provision.

Community

The Foundation is proud of its place in the local community and more information about the engagement and partnership activities that have taken place are outlined under 'Public Benefit Aims and Intended Impact' on pages 8 and 9. The Foundation endeavours wherever possible to enable local schools and sports clubs to benefit from its academic and co-curricular facilities.

Central to Strategy 2025 we appointed a Foundation Principal with effect from 1st September 2020. As well as creating a single point of executive accountability to the board and a focus on strategic opportunities, this role will also release the individual Heads to focus more on the individual Schools under their stewardship.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

UK greenhouse gas emissions and energy use data

The Foundation took the following measures during the year to improve energy efficiency:

- Reviewing energy consumption on an hourly basis versus the hours of operation to reduce any unnecessary consumption.
- Communication of electricity and gas consumption across the Myton Road Campus schools environmental committees to increase awareness.
- Rolling programme of improving energy efficiency of all buildings and investigating alternative heating solutions available for possible future implementation.
- Education programme to reduce energy use through behavioural changes.

| Type of emission | Activity | 2022/23 | 2022/23 | 2022/23 |
|------------------------------|--------------------------|------------------|--------------------|-------------|
| | | kWh | tCO ₂ e | % of total |
| Scope 1 | Natural Gas | 6,611,889 | 1,207 | 66% |
| | Transport (Minibus) | 347,156 | 86 | 5% |
| | Sub Total | 6,959,045 | 1,293 | 71% |
| Scope 2 | Electricity (Imported) | 2,498,423 | 517 | 29% |
| | Electricity (Generation) | 73,029 | - | 0% |
| | Sub Total | 2,571,452 | 517 | 29% |
| Total Gross emissions | | 9,530,497 | 1,810 | 100% |

| Type of emission | Activity | 2021/22 | 2021/22 | 2021/22 |
|------------------------------|--------------------------|-------------------|--------------------|-------------|
| | | kWh | tCO ₂ e | % of total |
| Scope 1 | Natural Gas | 8,046,394 | 1,473 | 70% |
| | Transport (Minibus) | 280,390 | 71 | 4% |
| | Sub Total | 8,326,784 | 1,544 | 74% |
| Scope 2 | Electricity (Imported) | 2,565,451 | 545 | 26% |
| | Electricity (Generation) | 75,924 | - | 0% |
| | Sub Total | 2,641,375 | 545 | 26% |
| Total Gross emissions | | 10,968,159 | 2,089 | 100% |

Intensity metric:

- Number of pupils: 2,842 (2021/22: 2,852)
- Tonnes of CO₂e per pupil: 0.64 (2021/22: 0.73)

Energy usage is calculated with reference to gas and electricity meter readings.



COMPANY NUMBER: 04252305

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards) and applicable law.

Under Company Law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Charity and the Group and of the surplus or deficit of the Group for that year. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable Company will continue in business.

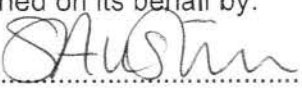
The Directors are responsible for ensuring that adequate accounting records are maintained that are sufficient to show and explain the Charity's and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Charity and the Group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and the Group and ensuring their proper application in accordance with Charity Law, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.


So far as each of the Directors is aware, at the time this report is approved:

- there is no relevant audit information of which the Company's auditors are unaware;
- the Directors have taken all steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

This report, incorporating the Strategic Report, was approved by the Trustees as Directors of Warwick Independent Schools Foundation.

Approved by the Board of Directors of Warwick Independent Schools Foundation on 15 March 2024 and signed on its behalf by:

 DIRECTOR SALLY AUSTIN
(print name)

 DIRECTOR MARIE - BERNADETTE ASHE
(print name)



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Opinion

We have audited the financial statements of Warwick Independent Schools Foundation ('the charitable company') and its subsidiary ('the group') for the year ended 31 August 2023 which comprise Consolidated Statement of Financial Activities, Charity and Consolidated Balance Sheets, Consolidated Cash Flow Statement and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the charitable company's affairs as at 31 August 2023 and of the group's income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or the group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.



**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION**

Other information (continued)

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit

- the information given in the trustees' report, which includes the directors' report and the strategic report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report included within the trustees' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report included within the trustees' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006, taxation legislation, together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud. The laws and regulations we considered in this context for the UK operations were The Education (Independent School Standards) Regulations 2014.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be within bursaries, scholarships and other discounts, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Audit & Risk Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, designing audit procedures over bursaries, scholarships and other discounts, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission, Independent Schools Inspectorate, Ofsted and reading minutes of meetings of those charged with governance.



**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION**

Extent to which the audit was considered capable of detecting irregularities, including fraud

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body and the charitable company's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Guy Biggin
Senior Statutory Auditor
for and on behalf of
CROWE U.K. LLP
Chartered Accountants and Statutory Auditors

Crowe U.K. LLP
4th Floor
St James House
St James Square
Cheltenham
GL50 3PR

Dated: 14 May 2024



**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING INCOME & EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 AUGUST 2023**

| | Notes | Unrestricted Funds Schools | Unrestricted Funds Other | Restricted Funds | Endowed Funds | Total Funds 31 Aug 2023 | Total Funds 31 Aug 2022 |
|--|-------|-------------------------------|-----------------------------|---------------------|------------------|-------------------------------|-------------------------------|
| | | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | | |
| Donations | | - | - | 1,402 | - | 1,402 | 1,056 |
| Charitable Activities: | | | | | | | |
| • School fees | 2 | 40,000 | - | - | - | 40,000 | 37,926 |
| • Other income | 3 | 4,773 | - | - | - | 4,773 | 3,495 |
| Other Trading Activities: | | | | | | | |
| • Trading turnover: WSEL | 4 | - | 439 | - | - | 439 | 399 |
| Investment Income | 5 | 564 | - | - | - | 564 | 477 |
| Total Income | | 45,337 | 439 | 1,402 | - | 47,178 | 43,353 |
| EXPENDITURE ON: | | | | | | | |
| Raising Funds: | | | | | | | |
| • Cost of Development Office | | 283 | - | - | - | 283 | 257 |
| • Cost of trading activities: WSEL | | - | 526 | - | - | 526 | 528 |
| • Other activities | | - | 46 | - | - | 46 | 23 |
| Charitable Activities: | | | | | | | |
| • Schools and grant-making | 7 | 45,397 | 5 | 722 | 27 | 46,151 | 39,127 |
| Total Expenditure | | 45,680 | 577 | 722 | 27 | 47,006 | 39,935 |
| Net losses on investments | | - | -507 | - | - | -507 | -429 |
| Net income /(expenditure) | | -343 | -645 | 680 | -27 | -335 | 2,989 |
| Transfers between funds | | 343 | -343 | - | - | - | - |
| Pension Scheme actuarial gain | 20 | | 2,107 | - | - | 2,107 | 9,652 |
| NET MOVEMENT IN FUNDS | | | 1,119 | 680 | -27 | 1,772 | 12,641 |
| Balance brought forward at 1 September 2022 | | | 76,862 | 2,440 | 2,735 | 82,037 | 69,396 |
| FUND BALANCES at 31 August 2023 | | | 77,981 | 3,120 | 2,708 | 83,809 | 82,037 |

All activities relate to continuing operations.

The notes on pages 32 to 55 form part of these accounts.



COMPANY NUMBER: 04252305

CHARITY AND CONSOLIDATED BALANCE SHEET AT 31 AUGUST 2023

| | Notes | Group | | Charity | |
|--|-------|-------------------------|-------------------------|-------------------------|-------------------------|
| | | 31 Aug 2023 £'000 | 31 Aug 2022 £'000 | 31 Aug 2023 £'000 | 31 Aug 2022 £'000 |
| FIXED ASSETS | | | | | |
| Tangible assets | 8 | 76,103 | 76,745 | 75,939 | 76,542 |
| Investments | 9 | 18,842 | 19,042 | 18,842 | 19,042 |
| | | <u>94,945</u> | <u>95,787</u> | <u>94,781</u> | <u>95,584</u> |
| CURRENT ASSETS | | | | | |
| Stock | 10 | 8 | 8 | 3 | 5 |
| Debtors | 11 | 2,344 | 2,187 | 3,461 | 3,155 |
| Cash at bank and in hand | | 6,364 | 7,091 | 6,292 | 6,976 |
| | | <u>8,716</u> | <u>9,286</u> | <u>9,756</u> | <u>10,136</u> |
| CREDITORS: due within one year | 12 | <u>-10,748</u> | <u>-9,642</u> | <u>-10,670</u> | <u>-9,506</u> |
| NET CURRENT (LIABILITIES) / ASSETS | | <u>-2,032</u> | <u>-356</u> | <u>-914</u> | <u>630</u> |
| TOTAL NET ASSETS before pension deficit | | <u>92,913</u> | <u>95,431</u> | <u>93,867</u> | <u>96,214</u> |
| CREDITORS: due after more than one year | 12 | <u>-15,380</u> | <u>-17,235</u> | <u>-15,380</u> | <u>-17,235</u> |
| Pension Scheme funding surplus | 20 | <u>6,276</u> | <u>3,841</u> | <u>6,276</u> | <u>3,841</u> |
| TOTAL NET ASSETS | 15 | <u>83,809</u> | <u>82,037</u> | <u>84,763</u> | <u>82,820</u> |
| ENDOWED FUNDS | 15(a) | 2,708 | 2,735 | 2,708 | 2,735 |
| RESTRICTED FUNDS | 15(b) | 3,120 | 2,440 | 3,120 | 2,440 |
| UNRESTRICTED FUNDS | | | | | |
| Designated & general funds | 15(c) | 67,922 | 69,652 | 68,876 | 70,435 |
| Revaluation Reserve | 15(c) | 1,829 | 1,937 | 1,829 | 1,937 |
| Pension Reserve Surplus | 20 | 6,276 | 3,841 | 6,276 | 3,841 |
| Derivative Reserve | 15(c) | 1,954 | 1,432 | 1,954 | 1,432 |
| Net Unrestricted Funds | | <u>77,981</u> | <u>76,862</u> | <u>78,935</u> | <u>77,645</u> |
| TOTAL FUNDS | | <u>83,809</u> | <u>82,037</u> | <u>84,763</u> | <u>82,820</u> |

15 March

Approved by the Board on ~~XXX~~ 2024 and signed on its behalf by:

Sally Austin

DIRECTOR

SALLY AUSTIN

(print name)

Marie-Bernadette Ashe

DIRECTOR

MARIE-BERNADETTE ASHE

(print name)

The notes on pages 32 to 55 form part of these accounts.



COMPANY NUMBER: 04252305

**CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 AUGUST 2023**

| | Notes | 2023 | | 2022 |
|--|-------|--------|--------|--------|
| | | £'000 | £'000 | £'000 |
| CASH FLOWS FROM OPERATING ACTIVITIES | 21 | | 3,094 | 4,430 |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | | | |
| Investment income & bank interest | | 564 | | 477 |
| Purchase of property, plant and equipment | | -2,230 | | -1,190 |
| Proceeds from sale of tangible fixed assets | | 9 | | 3 |
| Change in fixed asset accrual | | 35 | | 88 |
| Proceeds from sale of investment property | | - | | - |
| Purchase of investments | | -2,155 | | -448 |
| Proceeds from sale of investments | | 2,055 | | 526 |
| Increase in bank deposits | | -207 | | -72 |
| NET CASH USED IN INVESTING ACTIVITIES | | | -1,929 | -616 |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | | | |
| Other interest paid | | -559 | | -615 |
| Loan repayments | | -1,333 | | - |
| NET CASH USED IN FINANCING ACTIVITIES | | | -1,892 | -615 |
| CHANGE IN CASH & CASH EQUIVALENTS IN THE REPORTING PERIOD | 22 | | -727 | 3,199 |
| CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE REPORTING PERIOD | 22 | | 7,091 | 3,892 |
| CASH IN HAND | | | 6,364 | 7,091 |
| NOTICE DEPOSITS | | | - | - |
| CASH & CASH EQUIVALENTS AT THE END OF THE REPORTING PERIOD | 22 | | 6,364 | 7,091 |

Note: Charity Law requires separate administration of the cash flow of endowed and other restricted funds of the Charity. This constraint has not adversely affected Group cash flows as stated above.

The notes on page 53 form part of these accounts.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

1. Statement of Accounting Policies

(a) Charity Status

Warwick Independent Schools Foundation is a Charitable Company limited by guarantee (registered number 04252305), which is registered in England & Wales. Its Charity registration number is 1088057. The registered office and principal place of business is Warwick School, Myton Road, Warwick, CV34 6PP.

Its principal activity is the provision of day and boarding schooling.

(b) Basis of Accounting

The financial statements have been prepared under the historical cost convention with the exception of investments which are included at market value. The financial statements have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Companies Act 2006 and the Statement of Recommended Practice (SORP 2015) 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. The date of transition to FRS 102 was 1 September 2014. Warwick Independent Schools Foundation meets the definition of a public benefit entity under FRS 102.

The functional currency of the Charity is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

The accounts present the consolidated statement of financial activities (SOFA) and the Charity consolidated balance sheets comprising the consolidation of the Charity and the Company and its wholly owned subsidiary, Warwick Schools Enterprises Limited (Company no: 03617592). The results of the subsidiary are consolidated on a line by line basis.

The Charity became the Corporate Trustee of the Trust on 29 August 2001 and the accounts, therefore, include the Trust as a subsidiary Charity for the accounting period commencing 1 September 2001.

Under the Charity Commission Scheme of 29 August 2001 all trust funds other than the Trust's permanent endowment of the Schools land were transferred to the new Charity known as Warwick Independent Schools Foundation, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

No separate SOFA has been presented for the Charity alone as permitted by section 408 of the Companies Act 2006 and paragraph 397 of the SORP.

The Charity has taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

(c) Going Concern

Having reviewed the funding facilities available to the Schools together with the expected ongoing demand for places and the Schools' future projected cash flows, the Governors have a reasonable expectation that the Schools have adequate resources to continue its activities for the foreseeable future and consider that there were no material uncertainties over the Charity's financial viability. Accordingly, they continue to adopt the going concern basis in preparing the financial statements as outlined in the Statement of Directors' Responsibilities on page 24.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

(d) Basis of Consolidation

The financial statements consolidate the accounts of Warwick Independent Schools Foundation and its subsidiary, Warwick Schools Enterprises Limited.

The surplus for the year dealt with in the accounts of the Charity was £1,942,388 (2021/22: £12,845,639).

(e) Charitable Income and Donations

Voluntary incoming resources including legacies are accounted for as and when entitlement arises, the amount can be reliability quantified and the economic benefit to the Charity is considered probable. Charitable income and donations received for the general purposes of the Charity are credited to "other unrestricted funds" to distinguish them from direct school income. Grants given for specific purposes are treated as income in the year of receipt and are taken to "restricted funds". Unspent restricted income is included under restricted funds as it is fully committed. Income received from the charities of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick is accounted for on a receivable basis.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

Investment income is recognised when receivable.

(f) Fees and Similar Income

Fees receivable and charges for services and use of premises are accounted for in the year in which the service is provided. Fees receivable include contributions received from Restricted Funds for Bursaries and Awards. Trading income is exclusive of Value Added Tax and trade discounts.

(g) Resources Expended

Resources expended are accounted for on an accruals basis. Certain expenditure is apportioned to cost categories based on the estimated amount attributable to that activity in the year. Teaching, welfare and premises costs are derived from activities classified in cost departments that are directly for the pupils' benefit. Support costs consist of the administration costs of running the Schools, Marketing & Recruitment costs for the Schools and expenditure in relation to school expeditions. Governance costs comprise the costs of running the Charity (including strategic planning for its future development), external audit, legal advice for the Governors and all costs of complying with statutory requirements. Liabilities are recognised when they can be measured reliably and there is a legal or constructive obligation committing the Charity to the expenditure.

Termination payments are accounted for as soon as the Schools are aware of the obligations to make payments.

(h) Operating Leases

Rentals payable are charged on a time basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

(i) Pension Schemes

The Schools participate in a multi-employer pension scheme, the Government's Teachers Pension Defined Benefits Scheme (TPS), for their teaching staff. The pension liability is the responsibility of the Teachers' Pension Scheme. As a result, it is not possible to identify the assets and liabilities of the scheme that are attributable to the Schools. Accordingly, under FRS 102 the scheme is accounted for as if it were a defined contributions scheme.

The Charity also participates in a multi-employer pension scheme, the Local Government Pension Scheme (LGPS), for its non-teaching staff, which is administered by Warwickshire County Council. The Charity is able to identify its share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis. Accordingly, the scheme is treated as a defined benefit scheme under FRS 102. The scheme is being accounted for under FRS 102, with the annually calculated notional surplus or deficit on the funding of the Scheme shown in the accounts as a designated fund entitled "Pensions Reserve", which is deducted from Unrestricted Funds in the balance sheet.

The Charity auto-enrols employees into the National Employment Savings Trust (NEST), an independently run defined contribution scheme.

The Kingsley School also contributes to defined contribution pension schemes for non-teaching staff. The assets of the schemes are held separately from those of the School in independently administered funds. Payments to the scheme are charged as an expense as they fall due.

Pension costs form part of staff costs and are allocated directly across activities and between restricted and unrestricted funds on the basis of time spent.

(j) School Buildings and Equipment

Capitalisation and Replacement

The original land and buildings endowed to the Schools together with all subsequent additions recorded by the Trust were professionally re-valued as at 31 August 2001. On 1 September 2001, all land and buildings, other than the original endowed property, were transferred to the Charity. In these accounts these transfers are treated as being at cost to the Charity. The Charity is also responsible for keeping the original building in fit and useful condition and these costs are written off as incurred. Buildings improvements and extensions and furniture and equipment costing more than £5,000 individually are capitalised and carried in the balance sheet at historical cost.

The fixed assets brought in from The Kingsley School as a gift, were brought in at fair value.

Depreciation

Depreciation is calculated on a straight-line basis to write off the cost, less estimated residual value of fixed assets, over their estimated useful economic lives. These rates are currently as follows:

| | |
|-----------------------------------|---------------|
| • Buildings | 20 - 50 years |
| • Sports constructions | 20 - 25 years |
| • Furniture, fixtures & equipment | 3 - 10 years |
| • Motor vehicles | 4 years |

No depreciation is charged on freehold land or assets under the course of construction. Depreciation is charged when assets become in use.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

(k) Investments

Investments, which include listed investments and investment properties, are stated at market value.

Investment properties are valued every five years and reviewed for impairment annually.

Unit trust investments are stated at mid-market price.

Realised gains and losses on investments, calculated as the difference between the sale proceeds and their market value at the start of the year, or subsequent cost, are credited or charged to the SOFA in the year of gain or loss.

Unrealised gains and losses representing the movement in market values during the year are credited or charged to the SOFA in the year of gain or loss.

(l) Stock

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks.

(m) Liquid Resources

The Charity includes fixed term deposits of less than one year as liquid resources.

(n) Debtors

Trade and other debtors are recognised at the settlement amount after any trade discount offered.

(o) Creditors

Creditors and provisions are recognised where the Charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

(p) Financial Instruments

Basic financial instruments are initially measured at transaction value and subsequently measured at amortised cost with the exception of investments which are held at market value. Financial assets held at amortised cost comprise cash at bank and in hand, together with all debtors other than prepayments. A specific provision is made for any debts for which recoverability is in doubt.

Financial liabilities held at amortised cost comprise all creditors except social security and other taxes and fees received in advance.

Derivatives, including interest rate swaps, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the Statement of Financial Activities within finance costs. Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

(q) Fund Accounting

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of the general objects of the Charity. Unrestricted funds are identified as either Designated Funds or General Funds. Designated Funds represent funds that the Trustees have set aside for defined purposes. Certain elements of the Designated Bursary Funds are subject to restrictions set out in the Memorandum and Articles of Association.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

(q) Fund Accounting (continued)

Each Designated Fund is disclosed separately in the notes to the financial statements. There is a commitment to use these monies in future years, as designated. General Funds represent accumulated surpluses/deficits to date, after transfers to Designated Funds.

Restricted Funds are funds subject to specific restrictions imposed by the donors.

The Endowment Funds are permanent endowment funds, i.e., the donors have stated that the funds are to be held as capital.

(r) Significant Accounting Estimates and Judgements

The Charity makes estimates and assumptions concerning the future. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

The present value of the Local Government Pension Scheme defined benefit liability depends on a number of factors that are determined on an actuarial basis using a variety of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions, which are disclosed in note 20, will impact the carrying amount of the pension liability. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2016 has been used by the actuary in valuing the pensions liability at 31 August 2023. Any differences between the figures derived from the roll forward approach and a full actuarial valuation would impact on the carrying amount of the pension liability.

2. Fees Receivable

| | 2023 | 2022 |
|---------------------------------|---------------|---------------|
| | £'000 | £'000 |
| Fees | 43,748 | 41,475 |
| Less Staff Fee Remission | -1,228 | -1,136 |
| Less Scholarships and Bursaries | -2,520 | -2,413 |
| | <u>40,000</u> | <u>37,926</u> |

3. Other Income

| | 2023 | 2022 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Charitable Activities | | |
| Other educational charitable activities: | | |
| • Entrance and registration fees | 70 | 66 |
| • Music tuition fees | 913 | 878 |
| • Holiday Action and Swim School | 551 | 425 |
| • Other | 1,754 | 1,675 |
| | <u>3,288</u> | <u>3,044</u> |
| Other ancillary activities: | | |
| • Insurance income | - | 10 |
| • Excursions | 1,485 | 436 |
| • Grant income | - | 5 |
| | <u>4,773</u> | <u>3,495</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

4. Income from Subsidiary's Trading Activities

The Charity owns the whole of the £1 ordinary share capital of Warwick Schools Enterprises Limited. The principal activity of the Company is that of letting the school facilities and the operation of a school clothing shop. The trading results for the year, extracted from the audited accounts, are summarised below:

| | 2023 | 2022 |
|---------------------------------|--------------|--------------|
| | £'000 | £'000 |
| Turnover | 439 | 399 |
| Operating costs | -610 | -608 |
| Loss from continuing activities | <u>-171</u> | <u>-209</u> |
| Covenanted donation gross | - | - |
| Balance carried forward | <u>-171</u> | <u>-209</u> |

Warwick Schools Enterprises Limited normally makes a gift aid donation of any surplus earned to its parent, Warwick Independent Schools Foundation. This amounted to £Nil (2021/22: £Nil) to the Charity during the year.

| | 2023 | 2022 |
|-----------------|--------------|--------------|
| | £'000 | £'000 |
| Assets | 325 | 533 |
| Liabilities | -1,279 | -1,316 |
| Net liabilities | <u>-954</u> | <u>-783</u> |

The net liabilities of Warwick Schools Enterprises Limited at 31 August 2023 amounted to £954,248 (2022: £782,951).

5. Investment Income

| | 2023 | | | 2022 |
|---------------------|---------------------|-------------------|--------------|--------------|
| | Unrestricted | Restricted | Total | Total |
| | £'000 | £'000 | £'000 | £'000 |
| UK Fixed Interest | 26 | - | 26 | 23 |
| UK Equities | 309 | - | 309 | 287 |
| Property Fund | 11 | - | 11 | 10 |
| Bank Interest | 103 | - | 103 | 12 |
| Investment property | 115 | - | 115 | 145 |
| | <u>564</u> | <u>-</u> | <u>564</u> | <u>477</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

6. Expenditure

| | 2023 £'000 | 2022 £'000 |
|--|-------------------|-------------------|
| Charitable expenditure includes: | | |
| Auditors' remuneration | | |
| • For audit | 54 | 46 |
| • For audit of subsidiaries | 2 | 2 |
| • For other services | 2 | 2 |
| Operating Leases payable | | |
| • For Motor Vehicles | 165 | 144 |
| • For Property | 34 | 34 |
| • Other | 15 | 15 |
| Loss on sale of fixed assets | 20 | - |
| Depreciation | 2,758 | 2,707 |
| Bank Loan interest payable | 559 | 615 |
| | <u> </u> | <u> </u> |
| Total staff costs comprised: | | |
| Wages and salaries | 24,739 | 22,435 |
| Social security costs | 2,333 | 2,131 |
| Pension contributions | 4,584 | 4,270 |
| Compensation for loss of office | 80 | 99 |
| | <u>31,736</u> | <u>28,935</u> |
| | | |
| Aggregate employee benefits of key management personnel | <u>1,502</u> | <u>1,373</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

6. Expenditure (continued)

During the year there were termination payments made which amounted to £80,126 (2021/22: £99,468). There was £46,941 (2021/22: Nil) outstanding at the year end.

The average number of the Charity's employees during the year calculated on an average headcount basis was 920 (2021/22: 874).

| | 2023 | 2022 |
|----------|-------------|-------------|
| Teaching | 427 | 426 |
| Support | 493 | 448 |
| | <u>920</u> | <u>874</u> |

Neither the Governors nor persons connected with them received any remuneration or other benefits from the Schools or any connected organisation, other than one Governor whose son is in receipt of a Scholarship. Travelling and course expenses amounting to £11,854 (2021/22: £4,798) were reimbursed to six Governors (2021/22: 4).

The number of higher paid employees was as follows, all of whom are accruing benefits under Defined Benefit Pension Schemes totalling £522,229 (2021/22: £418,858).

| | 2023 | 2022 |
|---------------------|-------------|-------------|
| £60,000 - £70,000 | 14 | 15 |
| £70,000 - £80,000 | 5 | 5 |
| £80,000 - £90,000 | 3 | 1 |
| £90,000 - £100,000 | 1 | - |
| £100,000 - £110,000 | 1 | 2 |
| £110,000 - £120,000 | 3 | 1 |
| £120,000 - £130,000 | 1 | - |
| £130,000 - £140,000 | - | - |
| £140,000 - £150,000 | - | - |
| £150,000 - £160,000 | - | - |
| £180,000 - £190,000 | - | - |
| £190,000 - £200,000 | - | 1 |
| £200,000 - £209,999 | <u>1</u> | <u>-</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

7. Analysis of Total Resources Expended

| | 2023 | | | 2022 | |
|---|----------------------|----------------|-----------------------|----------------|----------------|
| | Staff Costs £'000 | Other £'000 | Depreciation £'000 | Total £'000 | Total £'000 |
| Costs of Generating Funds: | | | | | |
| • Other Activities | - | 35 | 11 | 46 | 23 |
| • Cost of Development Office | 217 | 66 | - | 283 | 257 |
| Total for Charity | <u>217</u> | <u>101</u> | <u>11</u> | <u>329</u> | <u>280</u> |
| Trading Costs of the Subsidiary | 182 | 294 | 50 | 526 | 528 |
| Total for Group | <u>399</u> | <u>395</u> | <u>61</u> | <u>855</u> | <u>808</u> |
| Charitable Activities: | | | | | |
| • Teaching | 24,258 | 3,292 | - | 27,550 | 25,651 |
| • Welfare | 2,113 | 1,694 | - | 3,807 | 3,036 |
| • Premises | 2,240 | 3,128 | 2,747 | 8,115 | 6,896 |
| • Support Costs and Governance | 2,786 | 3,861 | - | 6,647 | 5,117 |
| Bank/Pension Interest & Other Financing | - | 27 | - | 27 | -1,576 |
| Prizes & Other Awards | - | 5 | - | 5 | 3 |
| Sub-Total | <u>31,397</u> | <u>12,007</u> | <u>2,747</u> | <u>46,151</u> | <u>39,127</u> |
| Total Resources expended Group Charity | <u>31,796</u> | <u>12,402</u> | <u>2,808</u> | <u>47,006</u> | <u>39,935</u> |
| | <u>31,614</u> | <u>12,108</u> | <u>2,758</u> | <u>46,480</u> | <u>39,407</u> |

Included in Bank/Pension Interest & Other Financing is £522,115 (2021/22: £2,473,210) for the decrease in fair value of the liability from the interest rate swap.

Governance Costs included in support costs

| | 2023 £'000 | 2022 £'000 |
|-----------------------|---------------|---------------|
| Auditors remuneration | 54 | 46 |
| Liability insurance | 126 | 139 |
| | <u>180</u> | <u>185</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

8. Tangible Fixed Assets

| | Land & Buildings £'000 | Furniture, Fittings & Equipment £'000 | Motor Vehicles £'000 | Assets in Course of Construction £'000 | Charity Total £'000 |
|------------------------|---------------------------|--|-------------------------|---|------------------------|
| COST | | | | | |
| At 1 September 2022 | 91,739 | 7,156 | 200 | 71 | 99,166 |
| Additions | 935 | 1,254 | - | 30 | 2,219 |
| Disposals | -36 | -641 | -41 | - | -718 |
| Transfer | 2 | 15 | - | -17 | - |
| At 31 August 2023 | 92,640 | 7,784 | 159 | 84 | 100,667 |
| DEPRECIATION | | | | | |
| At 1 September 2022 | 17,505 | 4,944 | 175 | - | 22,624 |
| Charge for year | 1,919 | 820 | 19 | - | 2,758 |
| On Disposals | - | -613 | -41 | - | -654 |
| At 31 August 2023 | 19,424 | 5,151 | 153 | - | 24,728 |
| NET BOOK VALUES | | | | | |
| At 31 August 2023 | 73,216 | 2,633 | 6 | 84 | 75,939 |
| At 31 August 2022 | 74,234 | 2,212 | 25 | 71 | 76,542 |

| | Charity Total £'000 | Subsidiary Total £'000 | Group Total £'000 |
|------------------------|------------------------|---------------------------|----------------------|
| COST | | | |
| At 1 September 2022 | 99,166 | 624 | 99,790 |
| Additions | 2,219 | 11 | 2,230 |
| Disposals | -718 | - | -718 |
| At 31 August 2023 | 100,667 | 635 | 101,302 |
| DEPRECIATION | | | |
| At 1 September 2022 | 22,624 | 421 | 23,045 |
| Charge for year | 2,758 | 50 | 2,808 |
| On Disposals | -654 | - | -654 |
| At 31 August 2023 | 24,728 | 471 | 25,199 |
| NET BOOK VALUES | | | |
| At 31 August 2023 | 75,939 | 164 | 76,103 |
| At 31 August 2022 | 76,542 | 203 | 76,745 |

Included in the net book value of land and buildings is £362,917 (2022: £375,917) in respect of long leasehold buildings. The remainder is freehold.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

9. Investments

| | Unrestricted Designated £'000 | Restricted Funds £'000 | Total 2023 £'000 | Total 2022 £'000 |
|---|-------------------------------------|------------------------------|------------------------|------------------------|
| Group: | | | | |
| Balance at 1 September 2022 | 19,019 | 23 | 19,042 | 19,477 |
| Additions | 2,155 | - | 2,155 | 448 |
| Disposals at opening market value | -2,055 | - | -2,055 | -526 |
| Movements in cash deposits | 207 | - | 207 | 72 |
| Revaluation (losses) / gains | -108 | - | -108 | 479 |
| Net unrealised losses | -399 | - | -399 | -908 |
| Balance at 31 August 2023 | <u>18,819</u> | <u>23</u> | <u>18,842</u> | <u>19,042</u> |
| Securities Listed on the Stock Exchange | 13,558 | 23 | 13,581 | 13,880 |
| Property | 4,351 | - | 4,351 | 4,459 |
| Cash deposits | 910 | - | 910 | 703 |
| | <u>18,819</u> | <u>23</u> | <u>18,842</u> | <u>19,042</u> |
| Listed Securities comprise: | | | | |
| UK Fixed Interest | 911 | - | 911 | 589 |
| UK Equities | 11,828 | 23 | 11,851 | 12,119 |
| Property Fund | 595 | - | 595 | 793 |
| S & W Investment Funds | 224 | - | 224 | 379 |
| | <u>13,558</u> | <u>23</u> | <u>13,581</u> | <u>13,880</u> |

Charity: as above

Investment in subsidiary company (see note 4).

Reconciliation of opening and closing investments by class

| | Securities Listed on Stock Exchange £'000 | Property £'000 | Cash Deposits £'000 | Total £'000 |
|-----------------------------|---|-------------------|---------------------------|----------------|
| Group: | | | | |
| Balance at 1 September 2022 | 13,880 | 4,459 | 703 | 19,042 |
| Additions | 2,155 | - | - | 2,155 |
| Disposals | -2,055 | - | - | -2,055 |
| Revaluation | - | -108 | - | -108 |
| Movement in cash deposits | - | - | 207 | 207 |
| Net unrealised losses | -399 | - | - | -399 |
| Balance at 31 August 2023 | <u>13,581</u> | <u>4,351</u> | <u>910</u> | <u>18,842</u> |

The Kingsley School investments were donated to the group on the 10 March 2021 as part of the merger of The Kingsley School into the Foundation. The valuation on transfer of these investments totalled £1,317,069 at the 10 March 2021. These investments include two properties totalling £1,280,000 on valuation in March 2021 by Wareing and Company. The other investment properties held were valued as at the 31st August 2021 by Margetts Chartered Surveyors at £2.7m. The investment properties were reviewed as at 31st August 2023 using a market price indicator resulting in a loss of £108k.

All investments are held to provide a return, and all are held in the UK.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

10. Stocks

| | Group | | Charity | |
|----------------------------------|-------|-------|---------|-------|
| | 2023 | 2022 | 2023 | 2022 |
| | £'000 | £'000 | £'000 | £'000 |
| Goods for resale and consumables | 8 | 8 | 3 | 5 |

Stocks recognised as an expense in the Statement of Financial Activities during the year were £252,413 (2022: £233,147).

11. Debtors

| | Group | | Charity | |
|--|--------------|--------------|--------------|--------------|
| | 2023 | 2022 | 2023 | 2022 |
| | £'000 | £'000 | £'000 | £'000 |
| School fees | 391 | 313 | 391 | 313 |
| Trade debtors | 55 | 226 | 35 | 70 |
| Other debtors | 36 | 15 | 36 | 15 |
| Prepayments and accrued income | 1,862 | 1,633 | 1,798 | 1,577 |
| Amount due from subsidiary undertaking | - | - | 1,201 | 1,180 |
| | <u>2,344</u> | <u>2,187</u> | <u>3,461</u> | <u>3,155</u> |

12. Creditors

| | Group | | Charity | |
|---------------------------------------|---------------|---------------|---------------|---------------|
| | 2023 | 2022 | 2023 | 2022 |
| | £'000 | £'000 | £'000 | £'000 |
| Due within one year: | | | | |
| Fees received in advance and deposits | 4,960 | 4,801 | 4,960 | 4,801 |
| Trade creditors | 1,669 | 1,137 | 1,655 | 1,082 |
| Other creditors | 340 | 408 | 276 | 327 |
| Taxation and social security | 602 | 560 | 602 | 560 |
| Accruals and deferred income | 1,844 | 1,403 | 1,844 | 1,403 |
| Bank loan | 1,333 | 1,333 | 1,333 | 1,333 |
| | <u>10,748</u> | <u>9,642</u> | <u>10,670</u> | <u>9,506</u> |
| Due after one year: | | | | |
| Bank loan | 17,334 | 18,667 | 17,334 | 18,667 |
| Derivative financial instruments | -1,954 | -1,432 | -1,954 | -1,432 |
| | <u>15,380</u> | <u>17,235</u> | <u>15,380</u> | <u>17,235</u> |

A loan for £20m was taken out with HSBC to support delivery of Project One Campus in August 2017. An interest rate swap arrangement was entered into to pay a fixed rate of 3% (1.6% interest rate and 1.4% margin) over £20m of the outstanding loan balance. The date of termination of the agreement is August 2027. The libor reference in the loan transferred to Sonia with effect from February 2022.

HSBC has security over the Shares held by the Foundation through a Memorandum of Deposit made between both parties, dated 14 September 2017.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

12. Creditors (continued)

The Bank Loan falls due as follows:

| | 2023 £'000 | 2022 £'000 |
|----------------------------|---------------|---------------|
| Within one year | 1,333 | 1,333 |
| Between two and five years | 5,333 | 5,333 |
| Over five years | 12,001 | 13,334 |
| | <u>18,667</u> | <u>20,000</u> |

13. Deferred Income – Group

| | £'000 |
|-----------------------------|------------|
| Balance at 1 September 2022 | 592 |
| Released in the year | -592 |
| Deferred in current period | 895 |
| Balance at 31 August 2023 | <u>895</u> |

Income has been deferred where cash has been received before the year end but the event (mainly school trips) takes place in the next financial year.

14. Financial Instruments – Group

| | 2023 £'000 | 2022 £'000 |
|--|---------------|---------------|
| Financial assets measured at amortised cost | 1,072 | 919 |
| Financial assets measured at fair value | 25,205 | 26,133 |
| Financial liabilities measured at amortised cost | -26,571 | -27,157 |
| Financial liabilities measured at fair value | 1,954 | 1,432 |
| Net financial assets/(liabilities) measured at amortised cost | <u>1,660</u> | <u>1,327</u> |
| | 2023 £'000 | 2022 £'000 |
| Total investment losses for financial assets measured at fair value through income and expenditure | -527 | -429 |
| Impairment (losses)/gains on financial assets measured at amortised cost | <u>-167</u> | <u>93</u> |

Included in net financial assets/(liabilities) measured at amortised cost are school fee debtors, trade debtors, other debtors and accrued income. Included in financial assets measured at fair value are cash at bank and in hand and investments. Included in financial liabilities measured at amortised cost are bank loans, fees received in advance, fee deposits, trade creditors, other creditors and accruals.

Included in financial liabilities measured at fair value are derivative financial instruments (interest rate swaps). The group has entered into an interest rate swap to receive interest at SONIA and pay interest at a fixed 1.6%. The swap is based on a principal amount of £20m and matures in 2027 on the same date as the loans. The fair value of the interest rate swap is -£1,953,834 (2022: -£1,431,718).

Impairment of trade debtors during the year totalled £544,788 (2022: £505,442).



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

15. Net Assets of the Funds of the Charity

The net assets are held for the various funds as follows:

| | Fixed Assets | Investments | Net Current Assets | Long Term Liabilities | Pension surplus | Total |
|---------------------|---------------|---------------|--------------------|-----------------------|-----------------|---------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| Endowed funds | 2,005 | 703 | - | - | - | 2,708 |
| Restricted funds | - | 23 | 3,097 | - | - | 3,120 |
| Unrestricted funds | | | | | | |
| • Bursary funds | - | 18,116 | - | - | - | 18,116 |
| • Other | 73,935 | - | -4,012 | -15,380 | 6,276 | 60,819 |
| Charity | 75,940 | 18,842 | -915 | -15,380 | 6,276 | 84,763 |
| Subsidiary Reserves | 163 | - | -1,117 | - | - | -954 |
| Group | 76,103 | 18,842 | -2,032 | -15,380 | 6,276 | 83,809 |

(a) Endowed Funds: Movements in the Year

| | Balance at 1 Sept 2022 | Income | Expenditure | Transfers & Investment Gains | Balance at 31 Aug 2023 |
|---------------------------|------------------------|----------|-------------|------------------------------|------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Exhibitions & prizes fund | 202 | - | - | - | 202 |
| Legacy funds | 501 | - | - | - | 501 |
| Fixed assets fund | 2,032 | - | -27 | - | 2,005 |
| | <u>2,735</u> | <u>-</u> | <u>-27</u> | <u>-</u> | <u>2,708</u> |

Legacy, Exhibitions & Prizes – These Funds represent the capital value of amounts originally donated for the purpose of generating income to be distributed as prizes.

Fixed Assets – The Endowed funds represent the value of land and buildings originally endowed to the Schools of the Charity.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

15. Net Assets of the Funds of the Charity (continued)

(b) Restricted Funds: Movements in the Year

| | Balance at 1 Sept 2022 | Income | Expenditure | Investment Gain/ (Loss) | Balance at 31 Aug 2023 |
|--|---------------------------|--------------|-------------|-------------------------------|---------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Donations from Friends of Warwick School | 15 | - | -5 | - | 10 |
| Donations from WPSA | - | - | - | - | - |
| Donations from KHAPS | - | 47 | - | - | 47 |
| Donations from Friends of Kingsley | - | 2 | -2 | - | - |
| Sundry | 8 | 14 | - | - | 22 |
| Machen Scholarships | 11 | - | - | - | 11 |
| The Massie Scholarship | 12 | - | - | - | 12 |
| Donations for Sports Projects | - | 10 | - | - | 10 |
| Donations for Warwick Food Technology | - | 80 | -80 | - | - |
| Donations for Capital Building Project | 123 | 35 | - | - | 158 |
| Borough Bursary Fund | 1,415 | 1,115 | -550 | - | 1,980 |
| Warwick Scholarship Trust | 31 | - | - | - | 31 |
| Income from Legacy Funds & Prizes | 825 | 99 | -85 | - | 839 |
| | <u>2,440</u> | <u>1,402</u> | <u>-722</u> | <u>-</u> | <u>3,120</u> |

The Borough Bursary Fund relates to the funds received from two charitable bodies, which are used primarily to provide bursaries for pupils from the Old Borough of Warwick who would otherwise be unable to attend the school, with the remainder used to support activities for Warwick-based schools and other community activities. The Machen Scholarships and The Massie Scholarship income relates to donations from these linked charities of The Kingsley School.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

15. Net Assets of the Funds of the Charity (continued)

(c) Unrestricted Funds

| | Balance at 1 Sept 2022 £'000 | Income £'000 | Expenditure £'000 | Transfers £'000 | Investment Gain/(Loss) £'000 | Balance at 31 Aug 2023 £'000 |
|----------------------------|--|-----------------|----------------------|--------------------|------------------------------------|---------------------------------------|
| Designated Funds | | | | | | |
| Bursary Fund | 15,538 | 365 | -1,074 | 827 | -399 | 15,257 |
| • Mary Hall Legacy | 477 | - | - | - | - | 477 |
| • Other Legacy | 130 | - | - | - | - | 130 |
| Fixed Assets | 74,777 | - | - | -578 | - | 74,199 |
| Repairs & Maintenance Fund | 394 | 24 | -10 | - | - | 408 |
| Unrestricted Funds | | | | | | |
| Free Reserves | -20,881 | 44,948 | -45,497 | -165 | - | -21,595 |
| Charity | 70,435 | 45,337 | -46,581 | 84 | -399 | 68,876 |
| Subsidiary Trading Funds | -783 | 439 | -526 | -84 | - | -954 |
| | 69,652 | 45,776 | -47,107 | | -399 | 67,922 |
| Revaluation Reserve | 1,937 | - | - | - | -108 | 1,829 |
| Pension Reserve Surplus | 3,841 | - | 328 | - | 2,107 | 6,276 |
| Derivative Reserve | 1,432 | - | 522 | - | - | 1,954 |
| Group | 76,862 | 45,776 | -46,257 | - | 1,600 | 77,981 |

Bursary Funds – These funds enable the Governors to provide such number of free and assisted places in the Schools of the Charity as they shall determine, for the benefit of pupils who are in need of financial assistance. A number of unrestricted legacies were received during the year. There were transfers during the year from the Schools' free reserves into the Bursary Fund of £826,930. Governors have designated these funds to be used for means-tested Bursaries.

Fixed Assets – These represent the net book value of the un-endowed assets available for use by the Charity, excluding assets funded out of Bursary Funds. The fixed asset transfer relates to a donation from The School Playing Field, a linked charity of The Kingsley School.

Repairs and Maintenance Fund – This fund is being accumulated from net rental income to finance future repairs and maintenance.

Net Assets of The Funds of the Charity as at 31 August 2022

| | Fixed Assets £'000 | Investments £'000 | Net Current Assets £'000 | Long Term Liabilities £'000 | Pension Surplus £'000 | Total £'000 |
|---------------------|--------------------------|----------------------|--------------------------------|-----------------------------------|-----------------------------|----------------|
| Endowed funds | 2,032 | 703 | - | - | - | 2,735 |
| Restricted funds | - | 23 | 2,417 | - | - | 2,440 |
| Unrestricted funds | | | | | | |
| • Bursary funds | - | 18,316 | - | - | - | 18,316 |
| • Other | 74,510 | - | -1,787 | -17,235 | 3,841 | 59,329 |
| Charity | 76,542 | 19,042 | 630 | -17,235 | 3,841 | 82,820 |
| Subsidiary Reserves | 203 | - | -986 | - | - | -783 |
| Group | 76,745 | 19,042 | -356 | -17,235 | 3,841 | 82,037 |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

15. Net Assets of the Funds of the Charity (continued)

Endowed Funds: Movements in the Year as at 31 August 2022

| | Balance at 1 Sept 2021 £'000 | Income £'000 | Expenditure £'000 | Balance at 31 Aug 2022 £'000 |
|---------------------------|------------------------------------|-----------------|----------------------|------------------------------------|
| Exhibitions & prizes fund | 202 | - | - | 202 |
| Legacy funds | 501 | - | - | 501 |
| Fixed assets fund | 2,059 | - | -27 | 2,032 |
| | <u>2,762</u> | <u>-</u> | <u>-27</u> | <u>2,735</u> |

Restricted Funds: Movements in the Year as at 31 August 2022

| | Balance at 1 Sept 2021 £'000 | Income £'000 | Expenditure £'000 | Investment Gain/(Loss) £'000 | Balance at 31 Aug 2022 £'000 |
|---|------------------------------------|-----------------|----------------------|------------------------------------|------------------------------------|
| Donations from Friends of Warwick School | 29 | - | -14 | - | 15 |
| Donations from WPSA | - | 1 | -1 | - | - |
| Donations from KHAPS | - | 6 | -6 | - | - |
| Sundry | - | 8 | - | - | 8 |
| Machen Scholarships | 11 | - | - | - | 11 |
| The Massie Scholarship | 13 | - | - | -1 | 12 |
| Donations for Capital Building Project | - | 123 | - | - | 123 |
| Borough Bursary Fund | 1,020 | 917 | -522 | - | 1,415 |
| Warwick Scholarship Trust | 31 | - | - | - | 31 |
| Income from Legacy Funds & Prizes | 893 | 1 | -69 | - | 825 |
| | <u>1,997</u> | <u>1,056</u> | <u>-612</u> | <u>-1</u> | <u>2,440</u> |

Unrestricted Funds as at 31 August 2022

| | Balance at 1 Sept 2021 £'000 | Incoming Resources £'000 | Resources Expended £'000 | Transfers £'000 | Investment Gain £'000 | Balance 31 Aug 2022 £'000 |
|----------------------------|---------------------------------------|--------------------------------|--------------------------------|--------------------|-----------------------------|------------------------------------|
| Designated Funds | | | | | | |
| Bursary Fund | 16,269 | 369 | -983 | 790 | -907 | 15,538 |
| • Mary Hall Legacy | 477 | - | - | - | - | 477 |
| • Other Legacy | 130 | - | - | - | - | 130 |
| Fixed Assets | 76,294 | - | - | -1,517 | - | 74,777 |
| Repairs & Maintenance fund | 380 | 22 | -8 | - | - | 394 |
| Unrestricted Funds | | | | | | |
| Free Reserves | -23,158 | 41,507 | -40,038 | 808 | - | -20,881 |
| Charity | <u>70,392</u> | <u>41,898</u> | <u>-41,029</u> | <u>81</u> | <u>-907</u> | <u>70,435</u> |
| Subsidiary Trading Funds | -573 | 399 | -528 | -81 | - | -783 |
| | <u>69,819</u> | <u>42,297</u> | <u>-41,557</u> | <u>-</u> | <u>-907</u> | <u>69,652</u> |
| Revaluation Reserve | 1,458 | - | - | - | 479 | 1,937 |
| Pension Reserve Deficit | -5,599 | - | -212 | - | 9,652 | 3,841 |
| Derivative Reserve | -1,041 | - | 2,473 | - | - | 1,432 |
| Group | <u>64,637</u> | <u>42,297</u> | <u>-39,296</u> | <u>-</u> | <u>9,224</u> | <u>76,862</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

16. Capital Commitments

There were no capital commitments for the year ended 31 August 2023 (2022: Nil)

17. Operating Lease Commitments

At 31 August 2023, the Group had the following future minimum lease payments under non-cancellable operating leases:

| Group & Charity | 2023 | 2022 |
|--------------------------------|--------------|--------------|
| | £'000 | £'000 |
| Operating leases which expire: | | |
| • Within one year | 119 | 45 |
| • Within two to five years | 198 | 28 |
| • After five years | - | - |
| | <u>317</u> | <u>73</u> |

18. Taxation

No corporation tax has been provided for in these accounts because income of the Charity is within the exemptions granted by Section 505 of the Income and Corporation Taxes Act 1988. The Charity has borne VAT on its expenditure where appropriate.

The trading subsidiary provides for corporation tax as applicable, nil this year. It is also registered for VAT.

19. Principal Subsidiaries

| Company Name | Principal Place of Business | Percentage Share-holding | Description | Principal Activity |
|--|------------------------------------|---------------------------------|---------------------------|------------------------------|
| Warwick Schools Enterprises Limited (WSEL) | Myton Road, Warwick CV34 6PP | 100% | £1 Ordinary share capital | Letting of school facilities |

(Registered number: 03617592, incorporated in England & Wales)

The Charity is also the Corporate Trustee of the Warwick Schools Foundation Trust (Charity registration number: 528775).

These financial statements include the results of the above entities.

During the year the Charity charged £162,960 to WSEL for the provision of staff and administrative services (2021/22: £132,610). The balance owed to the Charity at 31 August 2023 was £1,201,171 (2022: £1,179,654). Intercompany transactions of a management fee £73,830 (2021/22: £68,897), a licence fee £10,000 (2021/22: £10,000) and interest on the intercompany loan £852 (2021/22: £1,003) are eliminated on consolidation.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

20. Pension Schemes

Teachers' Pension Scheme

The Foundation participates in the Teachers' Pension Scheme ("the TPS") for its teaching staff. The pension charge for the year includes contributions payable to the TPS of £3,710,788 (2021/22: £3,420,196) and at the year-end there were no contributions (2021/22: no contributions) accrued but unpaid in respect of this scheme.

The TPS is an unfunded multi-employer defined benefits pension scheme governed by The Teachers' Pensions Regulations 2010 (as amended) and The Teachers' Pension Scheme Regulations 2014 (as amended). Members contribute on a "pay as you go" basis with contributions from members and the employer being credited to the Exchequer. Retirement and other pension benefits are paid by public funds provided by Parliament.

The employer contribution rate is set by the Secretary of State following scheme valuations undertaken by the Government Actuary's Department. The most recent actuarial valuation of the TPS was prepared as at 31 March 2020 and the Valuation Report, which was published in October 2023.

Following the McCloud judgement, the remedy proposed that when benefits become payable, eligible members can select to receive them from either the reformed or legacy schemes for the period 1 April 2015 to 31 March 2022. The actuaries have assumed that members are likely to choose the option that provides them with the greater benefits, and in preparing the 2020 valuation have valued the 'greater value' benefits for groups of relevant members.

The valuation confirmed that the employer contribution rate for the TPS would increase from 23.6% to 28.6% from 1 April 2024. Employers are also required to pay a scheme administration levy of 0.08% giving a total employer contribution rate of 28.68%.

Local Government Pension Scheme

Non-teaching members of staff, joining before October 2013 are entitled to belong to the Warwickshire County Council Pension Fund (LGPS), a multi-employer defined benefit scheme operated within the Local Government Pension Scheme, to which contributions are made by both employees and the employer. The basis of contribution to the Scheme is calculated according to the advice of the Scheme actuary. The cost of providing such pensions is charged on a systematic basis over the average remaining service life of the members.

The last full actuarial valuation of the Scheme was carried out on the effective date of 31 March 2010 when the assets of the Scheme were not deemed sufficient to cover its accrued liabilities. The employers have accordingly amended their rate of contribution to the scheme in line with advice from the actuary. The valuation method adopted was the Projected Unit Actuarial Cost Method and it was assumed that, in relation to security of both accrued and protected rights, the Scheme would continue. The method of calculating the discount rate at 31 August 2018 is based on the Consumer Price Index (CPI).

In accordance with FRS 102 the pension valuation has been updated by the qualified actuary, Hymans Robertson LLP. The scheme's assets and liabilities relating to Warwick Independent Schools Foundation were found to be as follows:

| | 2023 | 2022 |
|-------------------------------------|--------------|--------------|
| | £'000 | £'000 |
| Total market value of assets | 23,408 | 22,786 |
| Present value of scheme liabilities | -17,132 | -18,945 |
| Surplus in scheme | <u>6,276</u> | <u>3,841</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

20. Pension Schemes (continued)

The main financial assumptions made by the actuary at the beginning of the year and at the balance sheet date were as follows

| | 2023 | 2022 |
|-------------------------------|-------------|-------------|
| | % | % |
| Inflation | 3.0 | 3.2 |
| Rate of increase in salaries | 4.0 | 4.0 |
| Rate of increase for pensions | 3.0 | 3.2 |
| Discount rate for liabilities | 5.2 | 4.3 |

Life expectations on retirements age 65

| | 2023 | 2022 |
|-------------------------|-------------|-------------|
| | Years | Years |
| Male currently age 45 | 22.5 | 22.7 |
| Female currently age 45 | 25.8 | 25.9 |
| Male currently age 65 | 21.2 | 21.6 |
| Female currently age 65 | 24.2 | 24.1 |

Fair value of assets and expected rate of return

| | 31 Aug 2023 | | 31 Aug 2022 | |
|------------------|----------------------------------|---------------------------------|----------------------------------|---------------------------------|
| | Fair Value of Assets £'000 | Expected Rate of Return % | Fair Value of Assets £'000 | Expected Rate of Return % |
| Equities | 13,577 | 2.5 | 13,672 | 2.5 |
| Government bonds | 5,852 | 2.5 | 6,152 | 2.5 |
| Property | 3,745 | 2.5 | 2,506 | 2.5 |
| Cash/Liquidity | 234 | 2.5 | 456 | 2.5 |
| Total | 23,408 | | 22,786 | |

The overall expected rate of return on the scheme assets is determined based on market expectations at the beginning of the year, for investment returns over the entire life of the related obligation. The assumption used is the average of the above assumptions appropriate to the individual asset classes weighted by the proportion of the assets in the particular asset class.

| | 2023 | 2022 |
|--|-------------|-------------|
| | £'000 | £'000 |
| The actual return on the scheme assets in the year | -205 | -998 |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

20. Pension Schemes (continued)

Changes in the fair value of the scheme assets are as follows:

| | 2023 | 2022 |
|---|---------------|---------------|
| | £'000 | £'000 |
| Opening value of scheme assets | 22,786 | 23,780 |
| Return on assets less interest | -244 | -1,390 |
| Net interest income on plan assets | 966 | 392 |
| Contributions by employer | 447 | 488 |
| Contributions by employees | 68 | 71 |
| Contributions in respect of unfunded benefits | 2 | 2 |
| Benefits paid | -617 | -557 |
| | <u>23,408</u> | <u>22,786</u> |

Changes in the present value of the scheme liabilities are as follows:

| | 2023 | 2022 |
|----------------------------|---------------|---------------|
| | £'000 | £'000 |
| Opening liabilities | 18,945 | 29,379 |
| Current service cost | 288 | 591 |
| Past service cost | - | 18 |
| Interest cost | 799 | 485 |
| Contributions by employees | 68 | 71 |
| Actuarial gains/(losses) | -2,351 | -11,042 |
| Benefits paid | -617 | -557 |
| | <u>17,132</u> | <u>18,945</u> |

The charge to the Statement of Financial Activities over the financial year comprised:

| | 2023 | 2022 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Schools and grant making | | |
| Current service cost | 288 | 591 |
| Past service cost | - | 18 |
| Interest income on plan assets | -966 | -392 |
| Interest on pension scheme liabilities | 799 | 485 |
| Total charge to expenditure in the SOFA | <u>121</u> | <u>702</u> |

The actuarial gains and losses shown in the Statement of Financial Activities comprised:

| | 2023 | 2022 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Return on assets less interest | -1,181 | -1,390 |
| Experience gains and losses on scheme liabilities | -953 | -46 |
| Changes in demographic assumptions | 147 | 94 |
| Changes in financial assumptions | 4,094 | 10,994 |
| Total amount recognised in the SOFA | <u>2,107</u> | <u>9,652</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

20. Pension Schemes (continued)

Employers' contributions for the year to 31 August 2023 were £446,502 (2021/22: £457,980) including deficit payments. The contributions until 31 March 2023 were 19.5%. The best estimate of employer contributions for the coming year to 31 August 2024 is £110,596. The scheme applies only to members of staff employed by the Foundation before 31 October 2013 who signed up prior to that date. The scheme closed to existing members on the 30 November 2023.

The Kingsley School Pension Schemes

Employer contributions for the year to 31 August 2023 were £30,738 (2021/22: £29,330) for The Kingsley School defined contribution scheme. The scheme closed to existing members on the 30th November 2023. All other staff are auto-enrolled onto the National Employment Savings Trust (NEST), an independently run defined contribution scheme. Employers' contributions to the NEST scheme for the year to 31 August 2023 were £400,944 (2021/22: £340,948). The NEST scheme closed to members on the 30 November 2023 and all support staff were enrolled onto the Aviva Pension Trust for Independent Schools (APTIS) from 1 December 2023.

21. Reconciliation of Cash Flows from Operating Activities

| | 2023 | 2022 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Net income for the reporting period | -335 | 2,989 |
| Interest receivable | -564 | -477 |
| Interest paid | 559 | 615 |
| Depreciation | 2,808 | 2,707 |
| Decrease in stock | - | - |
| Increase in debtors | -157 | -698 |
| (Decrease) in creditors | 584 | -1,347 |
| Losses /(gains) on investments | 399 | 908 |
| (Gains) on investment property | 108 | -479 |
| Loss on tangible fixed assets | 20 | - |
| Defined benefit pension scheme cost less contributions payable | -161 | 119 |
| Defined benefit pension scheme finance cost | -167 | 93 |
| Net cash provided by operating activities | <u>3,094</u> | <u>4,430</u> |

22. Analysis of changes in net debt

| | Balance at | Cash flows | Fair value | Balance at |
|----------------------------------|--------------------|-------------------|-------------------|--------------------|
| | 1 Sept 2022 | | movements | 31 Aug 2023 |
| | £'000 | £'000 | £'000 | £'000 |
| Cash and cash equivalents | 7,091 | -727 | - | 6,364 |
| Bank loan | -20,000 | 1,333 | - | -18,667 |
| Derivative financial instruments | 1,432 | - | 522 | 1,954 |
| | <u>-11,477</u> | <u>606</u> | <u>522</u> | <u>-10,349</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

23. Related Party Transactions

Warwick Schools Enterprises Ltd is wholly owned by Warwick Independent Schools Foundation and has been incorporated in these accounts. Transactions with the subsidiary are disclosed in note 4.

The Foundation purchased £Nil (2021/22: £148) of packaging from Kite Packaging Limited. Mrs M Ashe is a Governor and a director of this company.

The Foundation purchased £500 (2021/22: Nil) of golf services from Julian Dodsworth Limited. Hellen Dodsworth is the Headmistress of Warwick Preparatory School and a director of this company.

Three Trustees were also Trustees of two other organisations which had transactions with the Foundation. One Trustee of the Foundation trustees had significant control of the other organisation. The other two Trustees did not have significant control of the other organisation. The value in the current year was £848,121 (2021/22: £974,403) for the two organisations which were King Henry VIII Charity and Charity of Sir Thomas White, Warwick.

The Charity received donations in the year from employees totalling £338 (2021/22: £867). Donations were also received from the families of one Governor totalling £1,200 (2021/22: £4,532).

The Ministry of Defence provides some funding each year for the purposes of the Combined Cadet Force (CCF). A separate CCF bank account is held by the Charity which is consolidated within these financial statements. The CCF bank account balance at 31 August 2023 was £3,984 (2022: £9,132).



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2023

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES –
COMPARATIVE FIGURES BY FUND TYPE

| | Notes | Unrestricted Funds | | Restricted Funds | Endowed Funds | Total Funds 31 Aug 2022 |
|---|-------|--------------------|---------------|------------------|---------------|-------------------------------|
| | | Schools | Other | | | |
| | | £'000 | £'000 | | | |
| INCOME FROM: | | | | | | |
| Donations | | - | - | 1,056 | - | 1,056 |
| Charitable Activities: | | | | | | |
| School fees | 2 | 37,926 | - | - | - | 37,926 |
| Other income | 3 | 3,495 | - | - | - | 3,495 |
| Other Trading Activities: | | | | | | |
| Trading turnover: WSEL | 4 | - | 399 | - | - | 399 |
| Investment Income | 5 | 477 | - | - | - | 477 |
| Merger Donation | | - | - | - | - | - |
| Total Incoming Resources | | <u>41,898</u> | <u>399</u> | <u>1,056</u> | <u>-</u> | <u>43,353</u> |
| EXPENDITURE ON: | | | | | | |
| Raising Funds: | | | | | | |
| Cost of Development Office | | 257 | - | - | - | 257 |
| Cost of trading activities: WSEL | 4 | - | 528 | - | - | 528 |
| Other activities | | - | 23 | - | - | 23 |
| Charitable Activities: | | | | | | |
| Schools and grant-making | | <u>38,485</u> | <u>3</u> | <u>612</u> | <u>27</u> | <u>39,127</u> |
| Total Expended | 8 | <u>38,742</u> | <u>554</u> | <u>612</u> | <u>27</u> | <u>39,935</u> |
| Net (losses)/gains on investments | | - | -428 | -1 | - | -429 |
| Net income/(expenditure) | | <u>3,156</u> | <u>-583</u> | <u>443</u> | <u>-27</u> | <u>2,989</u> |
| Transfers between funds | 16 | -3,156 | 3,156 | - | - | - |
| Pension Scheme actuarial gain | 21 | | 9,652 | - | - | 9,652 |
| NET MOVEMENT IN FUNDS | | | <u>12,225</u> | <u>443</u> | <u>-27</u> | <u>12,641</u> |
| BALANCE BROUGHT FORWARD | | | | | | |
| at 1 st September 2021 | | | 64,637 | 1,997 | 2,762 | 69,396 |
| FUND BALANCES at 31st August 2022 | | | <u>76,862</u> | <u>2,440</u> | <u>2,735</u> | <u>82,037</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

England & Wales - Charity number 1088057

Accounts

Warwick
Schools
Foundation



Enabling transformation through the power of education

COMPANY NUMBER: 04252305

CHARITY NUMBER: 1088057

**DIRECTORS' REPORT
AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 AUGUST 2022**



DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2022

DIRECTORS, OFFICERS AND ADVISORS

Governors, Directors and Charity Trustees

The Governors of Warwick Independent Schools Foundation ("the Company", "the Foundation", "the Group", "the Charity") are the Directors and members of the Company and trustees of the Charity and have all served in office throughout the financial year except where indicated. Those who have served during the year are shown below.

The total number of elected Governors comprises four nominated and 14 co-opted Governors. Nominations are subject to approval by the Board. All Governors may serve up to three terms of four years. In addition, the Lord-Lieutenant of Warwickshire and the Mayor of Warwick have the right to be ex-officio Governors should they choose to take up the position.

The Foundation merged with The Kingsley School effective 10th March 2021, to bring it into the Warwick Independent School Foundation family of schools.

Governors nominated by the following bodies:

| | |
|--|----------------------|
| The Charity of Sir Thomas White, Warwick | - Mr A F Keeling, QC |
| The King Henry VIII Endowed Trust, Warwick | - Mr S J Jobburn |
| University of Warwick | - Prof D Griffin |

Co-opted Governors:

| | |
|---------------------------------------|--|
| Mrs M B Ashe | Mr T H Keyes |
| Mrs S M Austin (Chair) | Mr J D Loudon |
| Prof S A Barnes (to 31 December 2022) | Mrs J Mackenzie-Lawrie (from 1 September 2022) |
| Ms J L Broughton | Mr D B Rankin (from 21 January 2022) |
| Mr C R Gibbons | Mr J N Wallis |
| Mrs L M Greaves (to 31 August 2022) | Mrs R A Weeks |
| Mrs M P Hicks | Mrs A E Wilson |
| Dr F Jaffri (from 27 January 2023) | |
| The Lord-Lieutenant of Warwickshire | - Mr T B Cox |
| Mayor of Warwick | - [Not taken up] |

Officers:

| | |
|--|------------------------------------|
| Foundation Principal | - Mr R Nicholson |
| Foundation Bursar* | - Mrs V Espley |
| Headmaster, Warwick School | - Mr J S Barker |
| Headmaster, King's High School for Girls | - Dr S J Burley |
| Headmaster, The Kingsley School | - Mr J Mercer-Kelly |
| Headmistress, Warwick Preparatory School | - Mrs H Dodsworth |
| Headmaster, Warwick Junior School | - Mr A Hymer (to 31 December 2022) |
| | - Mr J Bond (from 1 January 2023) |

*(Company Secretary)



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Addresses

Principal Address and Registered Office:

Warwick Independent Schools Foundation
Myton Road
WARWICK
CV34 6PP

Schools

| | | | |
|--|--|---|---|
| King's High School Banbury Road WARWICK CV34 6YE | <i>Day, girls 11-18</i> | Warwick Preparatory School Bridge Field Banbury Road WARWICK CV34 6PL | <i>Day, boys 3-7 girls 3-11</i> |
| Warwick School Myton Road WARWICK CV34 6PP | <i>Day, boys 11-18 Boarding, boys 13-18</i> | Warwick Junior School Myton Road WARWICK CV34 6PP | <i>Day, boys 7-11</i> |
| The Kingsley School Beauchamp Hall Beauchamp Ave LEAMINGTON SPA CV32 5RD | <i>Day, boys 3-7 girls 3-18</i> | | |

Advisers

Bankers

| | |
|--|--|
| Lloyds Bank Plc 12 Swan Street WARWICK CV34 4BJ | HSBC 6th Floor 120 Edmund Street BIRMINGHAM B3 2QZ |
|--|--|

Solicitors

Veale Wasbrough Vizards
Narrow Quay House
Narrow Quay
BRISTOL
BS1 4QA

Insurers

Marsh Brokers
Capital House
1-5 Perrymount Road
HAYWARDS HEATH
West Sussex
RH16 3SY

Investment Advisers

Evelyn Partners
14th Floor
103 Colmore Row
BIRMINGHAM
B3 3AG

Auditors

Crowe U.K. LLP
4th Floor, St James House
St James' Square
CHELTENHAM
GL50 3PR



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

The Directors of the Company present their annual report for the year ended 31 August 2022, together with the financial statements for the year, which have been prepared in accordance with Company Law and in compliance with the Charities SORP 2015.

Reference and Administrative Information

The Company was incorporated on 13th July 2001 and is registered in England under Company Number 04252305. It is also a Charity, registered with the Charity Commission under Charity Number 1088057, and is the Corporate Trustee of the Warwick Schools Foundation Trust ("the Trust"). The Directors and Governors of Warwick Independent Schools Foundation and the executive officers are listed on page 2 and the principal addresses and professional advisers are listed on page 3.

Structure, Governance and Management

Governing Document

In 1875, a scheme was approved by the Endowed Schools Commission for the amalgamation of certain educational charities in Warwick, under the name King's School Foundation. The Scheme provided for the re-establishment of the old King's School in new buildings, to be called the Grammar School (for boys), a Middle School (for day boys to the age of 15), and a school for girls. A number of local charities contributed the whole, or a portion, of their annual income.

A Charity under the name Warwick Schools was registered with the Charity Commissioners for England and Wales (registration number 528775) and was regulated by Schemes signed on 23rd December 1981, 26th November 1991, 13th June 1995, and 16th September 1998. On 29th August 2001, this Charity changed its name to Warwick Schools Foundation Trust. Under the Charity Commission Scheme made on 29th August 2001 all trust funds other than the Trust's permanent endowment of the Schools' land were transferred to a new Charity known as Warwick Schools, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

On 11th March 2003 the Charity and the Company changed its name from Warwick Schools to Warwick Independent Schools Foundation. At that time, the Company was governed by its Memorandum and Articles of Association dated 13th July 2001 and amended by special resolution on 28th March 2012. A further review was then carried out which has resulted in a full update of the Articles of Association in order to incorporate additional amendments and bring them up to date with current Companies and Charity Laws. The changes were adopted by the Foundation at its AGM on 12th February 2015 and were agreed by the Charity Commission on 6th October 2015, and have since been amended on 1st September 2016, 14th December 2018 and 11th December 2020 and 1st April 2022.

Governing Body

The Governors listed on page 2 are appointed as Governors of the Foundation and have overall responsibility for the operation of two Schools, namely King's High School for Girls (incorporating Warwick Preparatory School, which has separate DfE registration) and Warwick School (incorporating Warwick Junior School). From 10th March 2021, a third School was added, namely The Kingsley School. Subsidiary Committees of Governors have been established, one for each School, with Governors spread evenly across the School Committees.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

There are also four tactical Committees, each comprising one-third of the Governors. In this way, Governance is delivered to the individual Schools within an overall Foundation framework. The benefits of the approach are robust, inclusive governance, with all Governors taking equal responsibility for the effective running of the Charity.

The full Board of Governors plus one ex-officio Governor are also the Directors and Members of the Limited Company and Trustees of the Charity. They are responsible for the overall management and control of the Company and meet three times a year. The Foundation Principal is the executive lead across the Foundation. He is supported by a Principal's Group comprising the School Heads and Foundation Bursar. In his capacity as Foundation Principal, he has ultimate responsibility for the management of the individual schools and subsidiary trading company. He reports directly to the Trustees.

Organisational Management

School Committees are responsible for overseeing the educational business and financial management of each individual School within the broader strategic outline provided by the Foundation Governors. Any matters with implications for the Foundation and/or the other Schools are referred to the Education and/or Resources and Estates and/or Finance and Regulatory Committees as appropriate. School Committees are chaired by the Foundation Principal.

A new committee, the **Safeguarding Committee** was formed in September 2021. The Committee is responsible for considering all matters pertaining to safeguarding and child protection, including historic cases, and also the safeguarding responsibilities as set out by the Charity Commission. It has the power to recommend any decisions as it feels are necessary to fulfil its responsibility.

The **Education Committee** is responsible for considering all matters pertaining to the educational side of the Foundation's business and has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Resources Committee and the Finance and Regulatory Committee in ensuring robust and collective governance is delivered.

The **Resources and Estates Committee** is responsible for ensuring the effective delivery of the operational and capital resources required for educational and business activities, including oversight of the central Estates and Operations function. It has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Finance and Regulatory Committee in ensuring that robust and collective governance is delivered.

The principal purpose of the **Finance and Regulatory Committee** is to advise and provide recommendations to the full Board of Foundation Governors on finance and regulatory matters. It has delegated powers to act on behalf of the Foundation Governors in financial matters should the need arise. It can also make any decisions necessary to ensure compliance with current regulation and legislation.

The **Appointments Committee** is responsible for discussing and recommending to the full Board of Foundation Governors the appointment of Governors and the Foundation Principal. The Foundation Principal is responsible, with appropriate support and oversight from Governors, for appointing the Heads, the Foundation Bursar and such other employees as are deemed necessary or expedient from time to time. The Appointments Committee meets termly and consists of the Chair and Vice-Chair of the Foundation, Chairs of the four Strategic Committees and two other Governors.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Remuneration

Remuneration is set by the Board, with the policy objective of providing appropriate incentives to encourage enhanced performance and of rewarding fairly and responsibly individual contributions to the Foundation's success.

The appropriateness and relevance of the remuneration policy is reviewed annually, including references to comparisons with other independent schools to ensure that the Foundation remains sensitive to the broader issues of pay and employment conditions elsewhere.

Delivery of the Foundation's charitable vision and purpose is primarily dependent on our key management personnel and staff costs are the largest single element of our charitable expenditure.

Employment Policy

The Foundation is an equal opportunities employer, which treats all prospective and existing staff without favour. The Foundation is fully committed to providing the opportunity for people with disabilities to be employed whenever suitable work is available and to be able to fulfil their career potential. Consultation with employees, or their representatives, has continued at all levels with the aim of taking the views of employees into account when decisions are made which are likely to affect their interests. Communication with employees continues through normal management channels in a variety of methods to inform staff of current issues.

Group Structure and Relationships

The Company has a wholly owned subsidiary, Warwick Schools Enterprises Limited (WSEL), which carries out a number of trading activities to generate funds for the schools. WSEL aims to retain a small surplus each year so as to build up working capital, but thereafter any surplus remaining is gift-aided back to the main Charity.

Governor Recruitment, Induction and Training

Nominated Governors are selected by their respective Nominating Bodies (see page 2) but must then be approved by the Governing Body. Co-opted Governors are selected having regard to the particular skills required on the Governing Body at the time of appointment. All Governors follow an induction programme on appointment including meetings with the Foundation Principal, School Heads, Foundation Bursar and relevant Chairs. All Governors are encouraged to attend external training courses to complement internal training provided. As standard, all Governors receive annual Child Protection and Safeguarding training.

Objects, Aims, Objectives and Activities

Charitable Objects

The Objects of the Charity are set out in the Articles of Association and are "to advance education by carrying on in or near Warwick day and boarding schools for boys and girls". Within these Objects, the Charity and the Trust have various permanent endowments and unendowed trust funds held for special purposes in connection with the development of the Schools' facilities and for scholarships, bursaries, prizes, and other educational purposes.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Strategies to Achieve the Year's Objectives and Support Long Term Goals

Warwick Independent Schools Foundation is a leading educational charity in the Midlands, providing education to over 2,800 pupils from ages 3 to 18. Our fundamental aim is to enable each individual pupil to achieve personal fulfilment and success, and we seek to develop intelligent, responsible, resilient and compassionate young people of character to succeed in a changing world. Our vision is to create a world-class educational establishment based in the heart of Warwick, able to contribute to our community and society.

The long-term strategic aims and priorities remain in place, as follows, with our core values driving our priorities:

Strategic Aims:

- *To oversee and develop outstanding interdependent schools, each with its own unique character and ethos, as part of one supportive community.*
- *To deliver the 'best of both worlds' in education through single-sex teaching and learning alongside appropriately integrated extra-curricular activities and social development.*
- *To provide an equal opportunity for all pupils to develop their full potential through outstanding facilities and resources across the Foundation.*
- *To promote social and cultural diversity by facilitating access to talented pupils from all backgrounds through the provision of means-tested bursaries and scholarships.*
- *To create an environment in which inspirational education can develop and grow.*
- *To 'future proof' the Foundation educational model against future change through the development of a world class educational campus.*

Core Values:

- *Inspirational teaching inside and outside the classroom.*
- *A caring environment in which everyone can feel safe, nurtured and valued as an individual.*
- *Academic excellence together with breadth of opportunity.*
- *Close links to parents, former pupils and the wider community.*
- *Traditional values of respect, tolerance and integrity.*
- *A forward-looking Foundation which 'seeks for higher things'.*

Core to successful delivery of these objectives is a number of overarching strategies. Strategic application of estates master planning is complemented by robust strategic financial planning in the form of a regularly updated ten-year plan, incorporating sound arrangements for bursary funding. Furthermore, Governors are ever mindful of the challenges of both providing the outstanding education offered and fee affordability, thereby ensuring accessibility to the Schools for the maximum possible number of pupils. A clear pricing strategy has been adopted to achieve this delicate balance. This is further aided by timely consideration of risks and opportunities. Last, but probably most importantly given the importance of staff to our organisational success, focussed HR strategies are being rolled out to ensure the employment and development of first-class educational leaders and classroom practitioners.

Following the change to the executive management structure that was initiated in 2019, the team has been further strengthened with the appointment of Mrs Victoria Espley as Foundation Bursar.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Principal Activities of the Year

During 2021/22, Warwick School had 974 (2020/21: 970) boys in the Senior School, of whom 57 (2020/21: 55) were boarders, and 261 (2020/21: 264) boys in the Junior School. King's High School for Girls had 784 (2020/21: 773) girls and Warwick Preparatory School had 449 (2020/21: 455) children in the main School and 60 (2020/21: 59) children in the Nursery School. The Kingsley School had 84 (2020/21: 87) in the Prep School and 240 (2020/21: 225) in the Senior School. All the Schools continue to be popular choices amongst local parents and demand for places remains strong.

Public Benefit Aims and Intended Impact

Having been a significant participant in the Government Assisted Places scheme and its forerunner, the Direct Grant system, the Foundation has always operated with a strong emphasis on providing education to pupils from a wide range of social backgrounds. Our aim is that pupils from all backgrounds are able to benefit from the excellent education provided, irrespective of the ability to pay full fees. The Trustees of the Foundation are determined to maintain the philosophy of providing the rounded education synonymous with the Schools to as wide a pupil base as possible, including those pupils who do not possess the means to afford fees. A robust means tested bursary scheme is operated to ensure the effective and charitable delivery of this aim, with an annual review of the scheme carried out to ensure appropriate distribution of available resources.

Although the main focus for bursary support ensures that free places are offered to a large number of recipients, the scheme also provides the opportunity for pupils with parents of moderate income to attend the schools. This is managed through the provision of a number of part-funded, means-tested places, thereby further widening access to potential beneficiaries. In addition to providing public benefit through the provision of bursaries, the Foundation is committed to playing a significant role within the local community, through a number of outreach initiatives. These include the sharing of facilities, running holiday clubs and revision courses that are open to pupils from all around Warwickshire and its bordering counties.

Across the Foundation there are 144 (2020/21:165) pupils in receipt of means-tested bursaries, who between them achieve some outstanding academic results, with an overwhelming majority of boys and girls reaching the very highest grades on offer. With ever increasing financial pressures on parents we are doing more and more to generate further funds over the coming years, with the Development Office planning to actively target fundraising for means-tested support. A Community Outreach Officer has been appointed to actively engage with the parents in the local area to identify who would most benefit.

Offering financial support to those otherwise unable to afford to enjoy the education our Schools offer is, however, just one way in which we offer public benefit. The Schools have an important role to play in their wider community, achieved through outreach work and the provision of facilities for local clubs and associations, as well as the wider public. Many of these activities incorporate educational benefits to our own and wider pupil bodies. Individual members of staff serve in a variety of capacities for the benefit of the public, including as public examination examiners, sports coaches, school governors, and volunteers with local charities and in local churches. In addition, our teaching staff have made links with their peers in the maintained sector to exchange expertise, resources and best practice ideas through local forums and social media groups, particularly in Politics, Food and IT departments.

There was continued wide-ranging use of the Foundation facilities by the local community, and we intend to continue and/or develop them.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

We are always proud of the sense of social purpose we foster in our pupils and the resulting enthusiastic fundraising and awareness initiatives, some of which also include our parent associations as well. In the last academic year, pupils across our Schools raised a total of £70,500 from charitable activities, distributed to a wide range of beneficiary charities, with a strong emphasis on children. Donations were made to local, regional, national and international charities. These included Sir Stanley Matthews Foundation, UNICEF-Ukraine, Molly Oly Wishes, Young Minds Save the Children, a number of smaller local charities and continued support to Brass for Africa and Dominic Community Foundation.

In the furtherance of these aims, the Foundation Governors, as the Charity Trustees, consider that they have complied with the duty in Section 4 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under that Act.

Grant-Making Policy

During the year, the value of scholarships, Foundation Awards, and Bursaries totalled £2.413m (2020/21: £2.185m). Of this, the amount of unrestricted funds totalled £1.891m (2020/21: £1.726m) with a further £522k (2020/21: £454k) contributed from restricted funds. The Foundation Governors' policy is to increase further the means tested awards when opportunities arise and £1.616m (2020/21: £1.520m) of the total was awarded on this basis. 501 (2020/21: 477) pupils benefited from these regular grants and awards, with the result that one in five pupils at the senior Schools receives some form of financial assistance.

The Foundation Award Scheme, which was introduced in 1999, is a means-tested scheme and enables Governors to widen access to as broad a group of pupils as possible. There are currently 76 (2020/21: 78) pupils attending the Schools who pay no tuition fees at all (as well as those who pay reduced fees). The Schools also operate scholarship schemes awarded on academic merit.

Review of Achievements and Performance for the Year

Operational Performance of the Schools

King's High School

The School has enjoyed another year of outstanding success and it has been a great pleasure to celebrate so many remarkable student, group and whole-school achievements. The year began with the opening of our new Changemaker Gallery in School Reception – a gallery of 19 portraits of inspirational global figures who have led significant and positive change in the world; the 20th space in the gallery is a mirror so that students can stand and see themselves alongside such powerful changemakers. In the Autumn Term we were announced Independent School of the Year at the ISA Awards Ceremony and we also underwent a successful ISI Regulatory Compliance Inspection. Later in the year, we transitioned to six new competitive houses and paired our houses with those at Warwick School in order to promote our Best of Both Worlds ethos.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Academic results in August 2022 were extremely strong. After two years of Centre Assessed and Teacher Assessed Grades, it was good to be able to return to the comparative clarity provided by examinations leading to Exam Board-awarded grades. We were delighted with a very strong set of results, with 65% achieving A*-A grades and 88% A*-B grades. At GCSE, 77% of grades were at 9-7, with 54% at grades 9-8, the equivalent of A*s. 86% of students gained entry to their first-choice institution, with well over 75% attending Russell Group universities. All our pupils with offers for Oxbridge achieved their offer and were admitted. Pupils are heading off to study 47 different university courses, with a real mix of STEAM subjects and arts and humanities subjects (42% to STEAM courses).

Nine will be studying, medicine, veterinary medicine or dentistry, whilst seven will read Psychology. Pupils are bold in their course choices, and in addition to a number continuing their study of subjects such as History, Languages and Biology, many are opting for vocationally-focused courses including Law (4), Pharmacy (3), Accounting and Finance, Motorsport Engineering, Aeronautical and Astronautical Engineering, Midwifery, Creative Events Management, Product Design and Manufacture, International Business Management and Education Studies. Creative and Performing Arts are represented with students achieving places to study Music, Drama, Dance, Art and Film. Other interesting options include Geology, Archaeology and Classical Civilisation, Zoology and English with Creative Writing.

Over the past five years and more we have transformed the culture of intellectual enquiry at the school, most notable through our Inspire Programme of trips, events and talks. The Programme now boasts over 30 academic societies, many of them led by Sixth Formers, including our Hobbs Society, which has focused recently on issues relating to the environment and social justice. Speakers in the Summer of 2022 included Dr Mari Takayangi (Parliamentary Archivist), Prof Miriam Gifford (Biologist), David Blunkett (Politician) and many more. Our inaugural student conference included the whole school attending talks by over 15 student speakers, on the topic of 'Change, Challenge and Choices'. Trips to Oxford, Cambridge, London, the British Motor Museum and more have been better attended than ever after the restrictions of lockdowns. One Saturday Key Stage 3 trip to Oxford saw over 100 students (nearly a third of all possible pupils) visiting the dreaming spires.

We are now in the process of publishing our sixth annual Inspire Essay competition, with entries from pupils on diverse and wonderful topics, including the following: 'What is the Best Way to Measure Intelligence?', 'Should We Be Worried About Surveillance?', 'Free Speech: Too Much of a Good Thing?', 'Has Equality Been Realised in the Film and Television Industry?', 'Greek Mythology: Misogyny or Feminism?', 'Does Rewilding Work?'. In later years students complete the EPQ with enormous success: a record 40 A*s and 22 As were achieved by pupils this year. In this spirit of independence and enquiry, we have developed a Foundation Pathway for all students considering applications to highly competitive universities, particularly those with an interview or pre-admissions test. The pathway invites King's High pupils to work together with Warwick School, attending interview preparation and thinking skills sessions.

Pastoral care is crucial to the happiness of our students and our success as a school and throughout 2021/22 we have continued to strengthen our offer. The creation of a new Senior Management Team post, 'Director of Wellbeing, Values and Skills' shows our commitment to promoting positive mental health and prioritising wellbeing. We have also employed a dedicated Mental Health Lead who is able to guide students towards the most appropriate support from the strong team of specialists which we are building up. It currently includes counsellors, a dietician, an educational and child psychologist and mentors. We strengthen this bespoke support by our 'universal prevention' provision of external speakers, tailored form time activities and assembly content.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

We prioritise learning and fun in the classroom, and also develop a co-curricular provision of fun, mindfulness and joy. 'Downtime' (a club dedicated to mindfulness, games and community fun); Quiet Contemplation prioritising sleep hygiene and an informed school ethos promoting the importance of fun, play and rest in order to thrive sets the tone of holistic care of the self.

The provision of time and resources to Mental Health prevention and support runs intertwined with our commitment to creating a culture of joy, gratitude fun and self-awareness. From time spent with the new school dog, Parsnip, to whole-school showcase events such as the Festival of Wellbeing which incorporated meditation, mindfulness, yoga, a fair of pebble painting, smoothie bike riding, music and community-spirit to name a few, we seek to maximise the student's wellbeing by making positive choices about what brings joy and fulfilment and providing space to do it. Therein, we provide time to give to the wider community as well as contribute to our own with charitable fundraising enterprises from local care work charity, Kissing it Better to fundraising for ambulances and medical funds to send to Ukraine.

Students are encouraged to reflect and express gratitude as another way of putting into perspective life's challenges. National 'Thank a Teacher Day' created a tidal wave of the expression of thanks and gratitude from students to staff with little need to prompt. In the Spring Term, building on our long-established partnership with The Diana Award, we hosted a training session for local schools. 15 additional students from King's High took part and became our newest Wellbeing Ambassadors, fully trained in anti-bullying techniques.

Wellbeing in our community is partly about self-care, but also about the fulfilment of serving others. Our Diana Award Wellbeing Ambassadors are a visible bastion of care and support in our school who look out for each other and contribute to an ethos of empathy and respect for everyone. During Anti-bullying week, they involved the whole school in festooning the school's quadrangle with paperchains showing how one kind act links to another. As part of our annual Festival of Wellbeing they ran their own Wellbeing Fair at lunchtime.

Our new "Connections" meetings and our Student Voice programme facilitate every student in our school being heard in small meetings with the Senior Management Team to voice their views of the school environment and how it can evolve to improve. We also expanded the platforms for students to lead talks around race, ableism and LGBTQ+ through our student-led events, 'The Big Conversations'. A new partnership has been forged with a local school for students with SEND and Year 7 student worked with Fletch, one of the UK's leading deaf Sign Song performers, to learn how to sign songs to make them the arts more inclusive. Our second Pride Fair took place in School's Diversity Week in June, where we celebrated the inclusive nature of our community.

Our pupils continue to excel across the board in their sports with both teams and individuals reaching county, regional and national levels. In the most recent season of competitive sport King's High achieved 10 National titles or runners up sports across 4 different sports and we have seen Individual ISA National Champions crowned in Table Tennis, Tennis, Athletics, Cross Country and Skiing as well. Individual students have been selected across many disciplines for regional and national training and to represent their country: for example, in Waterpolo, Netball, Hockey, Golf, Equestrian and Athletics to name a few.

Drama has had another busy and exciting year with the launch of new clubs, extra theatre trips and a fantastic production of *Spiteful Sisters* and *Aladdin*. The LAMDA department, once again enjoyed outstanding results with 107 pupils gaining distinctions and 37 gaining merits in their external exams.

There continues to be a broad variety of co-curricular activities with over 130 activities available each week. New clubs for the year include a 'downtime' club which gave students the chance to meet to chat, play board games and do crafts for wellbeing along with a very popular gardening club. King's High students continued to raise money for local, national and international charities this year and raised £12,000. Students were moved by events in Ukraine and there was a 'sunflower fete' and a sponsored walk to raise funds for two ambulances which were sent to Ukraine. They also collected over 140 shoeboxes for Teams 4 U and other harvest items for the local branch of the Trussell Trust.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

We have enjoyed developing a new link with Evergreen Special School. Students in the sixth form have volunteered to support classes on Friday afternoons and the school has used the School's facilities for events throughout the year. Staff have provided enrichment activities in Music, French, Cookery and Classics for pupils in Years 5 and 6 in Westgate Primary School. Older pupils supported classes in a variety of primary schools through the volunteering programme.

The continued restrictions on visits for Warwick Hospital and local nursing homes led us to be more creative with our ideas of supporting these organisations. Students in the whole school wrote cards, produced artwork, made crafts and collected items for 'goodie bags' for staff and patients. In addition, the 'Kissing it Better' group met weekly with students from Warwick School to produce resources for use with the elderly in nursing homes and in hospital. During the summer holiday older students were able to visit patients in Warwick Hospital and support a fete at Park View Nursing Home.

Warwick Preparatory School

The school has achieved great success in many areas during the course of 2021/22. Following the award of places to all girls in Year 6 at King's High, twenty-three scholarships and awards (academic, music, sport, art and drama) were made. Forty-two boys transferred successfully to Warwick Junior School from Year 2. The school has continued to be highly successful in maintaining its roll during 2021/22 and the number of registrations for entry in 2022/23 and beyond remains high.

The last academic year saw much to celebrate and commenced with a wonderful community weekend at the end of September, reminding us how important each member of our community is to our school: a weekend of real joy.

Following the visit of HRH The Princess Royal to officially mark the completion of 'Project One Campus', Christmas was marked in our customary fashion with performances and carol services involving every child from Nursery to Year 6.

Our Music department celebrated many exciting occasions during the year, including children gaining places in the National Children's Orchestra and National Youth Choir. 87% of children in Years 3 – 6 receive tuition in one or more instruments. This is our highest ever number. Of the Associated Boards examinations taken, 76% were awarded merit or distinction. 42% of children in Year 2 receive tuition on musical instrument.

Sport saw children competing at a national level in various sports with our U11 football and swimming teams reaching the IAPS National Finals.

A full return to normal summer term activities included residentials with successful visits by Year 4 to Naturesbase, Year 5 enjoyed a PGL experience in Swindon and Year 6 returned to Cranedale. In drama, full end of year productions resumed with Year 2 sharing 'What's the Crime Mr Wolf?' and Year 6 performing 'Chitty Chitty Bang Bang!' to great acclaim.

Our school community continued to reach out further afield and our charity fundraising endeavours continued to make a meaningful difference to those in need.

One of many celebrations during the year that deserves mention is that of Her Majesty's Platinum Jubilee. None of us are likely to see the likes of this achievement again and I hope we created life-long memories for all the children. The Queen's loyal commitment to service is an example to us all and we were delighted to reinstate our flag pole to mark this historic occasion. The flag pole was a gift from one of my predecessors, Mrs Prichard, whose service to the school we remember with deep appreciation.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Finally, in the summer term, we were visited by inspectors from the ISI who confirmed that 'the achievement of the pupils, including their academic development, and the personal development of the pupils' are both excellent, the highest grading possible.

Warwick School

Warwick School had another highly successful year in 2021/22, both academically and outside the classroom. The school is thriving, as demonstrated by the large number of applicants for 11+ entry and the overall increase in the pupil roll for September 2022.

In the first year of public exams since the start of the pandemic results at A-level were strong, with 65% of grades at A* or A. The ALIS baseline value-added data for A level results which compares Warwick with other independent schools shows an increase of 0.6 of a grade added per subject per pupil. These results saw most boys heading to their chosen university destinations (>80%), with 84 heading to Russell group institutions and a further 15 securing places at Bath/Lancaster/Loughborough or St Andrews. There was an increased interest in university study in North America with 5 pupils securing places in the US. GCSE results were also strong, with 75% of grades at A*-A/9-7. Results were strong across a diverse range of subjects, with DT, Drama, English Literature, Geography, German, History, Mathematics, PE and Philosophy and Ethics all scoring over 80% A*-A/9-7.

Teaching and learning strategies have included the introduction of a pioneering Design Thinking Award developed in conjunction with the University of Warwick and accredited by Eduqual. Year 9 benefitted from the introduction of an Independent Project in the summer term. The topic was 'Decisions'. Most boys choose to write a formal essay, but a few chose to produce an artefact including one computer programme. Cross Curricular Projects were introduced in Year 7, an eco-project which was a collaboration between Geography, Biology, Computer Science and English, and a future technology project involving Physics, Computer Science, languages, Music and Classics in Year 8. The academic year also saw the introduction of the Mulley, an award designed to celebrate academic enrichment and wider reading. The Encounters programme of visiting speakers open to all members of the school community was launched and saw visits from David Blunkett and Simon Weston amongst others. Medical, Law and Global Universities pathways were introduced to provide specific support for those interested in further study or careers in these areas.

2021/22 saw the opening of the Well-Being Hub which is both a physical space where pupils can go at a time of need to receive support and also a gateway through which pupils can access specialist support including counselling and life coaching to ensure that they receive the support best suited to their particular needs. Our Pupil Voice was restructured, and five new sub-committees were created all focused on key pastoral issues and linked to the ten protected characteristics as defined in the Equality Act 2010. Each committee involves pupils from all year groups and is chaired by a prefect and supported by a designated staff liaison.

September saw the end of 'bubbling' and a return to a normal programme of co-curricular activity. Over 143 different clubs and music ensembles took place in the Lent term alone along with 64 Friday Afternoon co-curricular activities. The return of educational visits was very welcome and over 30 trips went out during the Lent term including Duke of Edinburgh expeditions involving 73 (bronze), 59 (silver), 35 (gold) pupils respectively. A Head of Character Education has been appointed and they have developed a Warwick Diploma which is now accredited by Eduqual and recognizes the breadth of pupil's activities beyond the classroom and encourages them to reflect on the learning they enjoy through participation in these opportunities.



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Our Quiz team reached the Schools Challenge National Finals Day and placed sixth and our debaters qualified for the regional round of the English Schools Union Public Speaking Competition.

Sport at Warwick School remains a great strength. Over 100 hockey fixtures were played in the Michaelmas term. 38 rugby teams played 238 matches during the same period. Over 230 pupils represented the school in 120 cricket matches and our senior tennis team became Midlands champions and qualified for the National Finals. The sporting programme has also been expanded to include skiing with 25 boys representing the school. The U16s earned an invitation to the ESSkiA National Finals races where the team were placed 6th overall and the U14s finished second at the National Schools Snowsports Association Championships. Record numbers are attending Fencing club and the senior and intermediate swimming teams achieved the best results for many years at the English Schools Swimming Association Finals held at the Olympic Pool in London.

Music and drama continue to provide some of the highest points in the school year. In the theatre, school productions included *Everyman*, *The Musicians* and *Joseph and the Amazing Technicolour Dreamcoat*. Of particular note were the Lower Sixth productions of Henrik Ibsen's classic play *Hedda Gabler* and *DNA* which was directed by a member of the cast. Music continued to be at the very highest level. Huge success was again achieved at the National Concert Band Finals with three bands receiving gold and a further three platinum awards. The biennial arts festival returned after a covid induced hiatus under the theme of 'Shared Spaces'.

In the summer term Warwick School was found to be compliant in all areas in an ISI Regulatory and Compliance Inspection and in October 2022 the School won the title of Independent Boys School of the Year at the Independent School Awards.

Warwick Junior School

In many ways the year 2021/22 was the most challenging of the pandemic. Prior to the Michaelmas term, there had been relatively few Covid cases amongst Junior School pupils and staff. Over the course of the next two terms, the majority of boys and staff were absent at some stage having contracted the virus and observing a period of self-isolation. With significant staff absences, it was often a challenge to support boys completing a period of self-isolation at home whilst ensuring that teaching continued as normal in the classroom.

In the first half of the year we had to cancel many fixtures and some public events, particularly in the lead up to Christmas. By Easter the school returned to more normal routines. We were able to host concerts and sport resumed its customary, busy pattern. We were pleased to be able to return to our theatre to host our annual Year 4 and 6 productions. The Year 4 production of *Star Wars* and the Year 6 musical, *Matilda* were both very well received.

For the first time since before the pandemic, we enjoyed our first residential when our Year 6 boys returned to Plas-y-Brenin for a week of outdoor adventure in the Welsh mountains. Later in the summer our Year 5 boys headed off to the Peak District to enjoy three days of camping, bushcraft and exploring the landscape. Further day trips were enjoyed at Conkers (Year 4), Top Adventure (Year 5) and Aztec Adventure (Year 6).



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Academically, we were delighted to hear that all Junior school boys were invited to continue their journey into the Senior School. We were also pleased to hear of the success of many Junior School boys in the Senior entrance exam. Six of our boys will return in Year 7 as scholars.

Warwick Junior School had another successful year in the annual international Bebras Computational Thinking Challenge, with 37% of the Year 6 boys achieving the national Distinction level. Of these, 15 boys gained a Gold Award for scoring in the top 10% nationally at their age group and were invited to take part in the Oxford University Computing Challenge, for pupils in Year 6 and 7.

The removal of bubbles allowed the four houses to gather and for them to resume their charitable giving. Our boys have a strong sense of wanting to help charitable causes and to make a difference. At the start of the year, the four houses are given the task of electing either a local, national, international or environmental concern. The houses chose to support the Orangutan Project, Doorway (a charity supporting homeless people), UNICEF and Molly Oilly's wishes, a charity supporting children facing life-threatening illnesses. The boys efforts raised £510, £470, £2,102 and £851 respectively.

The Junior School enjoyed a very successful sporting year. Both our Year 5 and 6 swimmers reached the national finals of the IAPS relay competition. Our Year 6 boys won the Harrison Cup, a competition featuring many of the strongest rugby playing schools in the Midlands and North of the country. Our Year 6 boys ended their hockey season as county champions and reached national finals in both football and hockey competitions. Our Year 6 boys were also incredibly fortunate to have one of their rugby sessions taken by Eddie Jones, the England head coach.

We came to the end of the fourth year of the Warwick Junior School Diploma. This scheme helps underpin all parts of school life. Bronze, Silver, Gold and Platinum Awards are presented to boys who provide evidence of participation and commitment in four key areas of school life: Aiming for Higher Things, Exploring the Arts, Getting Active and Serving Our Community. Pupils provide evidence of engagement in all four areas earning credits towards fulfilling the criteria at each level. To date, 244 Bronze Awards have been awarded with 69 Silver, 18 Gold and 7 Platinum Awards achieved. As the figures demonstrate, to achieve all four awards is a significant achievement.

We ended the year with a full Speech Day celebrating the achievements of the year. This was the first time our Year 6 leavers had the opportunity to attend this event since they started in Year 3. We anticipate a year ahead featuring a full programme of residential visits, sport, music and drama. We look forward to re-establishing links with our community through our Director of Music supporting local schools and seeking to invite schools onto our campus.



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The Kingsley School

The Kingsley School joined the Foundation in March 2021 and so has now completed its first full annual cycle as part of the Warwick Independent Schools Foundation. The past year has seen amalgamation and streamlining of professional services, and the initial stages of staff collaboration opportunities with working parties looking at professional development, pupil safeguarding and IT strategy. An exciting climax was the Foundation's Future Fwd Conference in July 2022, bringing together experts from the fields of education, industry and the arts to discuss what a 21st Century curriculum could look like. There was a parallel student event and Year 12 pupils from The Kingsley School benefitted from attending seminars on the future of AI and medical advancements which inspired and stretched their learning.

A new Headteacher, Mr James Mercer-Kelly, took up post in January 2022. A number of new staff, including key middle managers, were recruited for September 2022, and the Senior Leadership Team of the school has been restructured in order to promote the development of academic and pastoral initiatives.

Academic results were again strong in August 2022. At A-level, students achieved 36% A* grades, 60% A*-A grades, 88% A*-C grades and 100% pass rate. There was good performance at GCSE too with 13.8% of grades at 9, 29.3% of grades at 9-8, 50.3% at grades 9-7 and 97.2% at grades 9-4. Destinations of Year 13 students leaving Kingsley included Music at Cambridge, Russian & Philosophy at Edinburgh, Politics & Economics at Cardiff, Sport Management & Coaching at Bath, and Criminology with Psychology at Portsmouth.

Students continue to have regular opportunities where they can develop their learning beyond the curriculum through special extension weeks. Prep School pupils up to Year 4 have been able to enjoy improved outdoor learning at the Forest School site in North Leamington. Students across the school jointly celebrated British Science Week and Year 10 students enjoyed a lecture from a company that makes autonomous vehicles. The whole school once again celebrated World Book Day in March with readings, book recommendations and competitions throughout the week.

The newly embedded Enrichment Programme for all pupils across the school has grown in success and breadth, with the benefit of mixed year group activities commencing once Covid-19 bubble restrictions were lifted. Over 60 clubs were offered to pupils across the Prep, Senior and Sixth Form, which a choice of academic, wellbeing and fitness, creative, STEM and performing arts sessions.

Careers events have resumed with successful partnerships with local business, parents and alumnae at the annual careers fair. Year 12 students undertook work experience placements during June as part of their higher education and careers guidance programme. This also involved returning Kingsley alumnae sharing their reflections on university and the world of work.

The school has been proactively responding to the emerging needs of students post-pandemic and through programmes such as Girls on Board work has been done to support the social and emotional wellbeing of pupils across Key Stages 2-4. Sixth form ambassadors have been introduced across the senior school, giving opportunities for Year 12 and 13 students to act as role models and develop leadership skills by running form times for younger pupils. A new student group has been set up known as the 'Wellbeing ambassadors'. Each of the Year 7-12 ambassadors has completed training as part of the Diana Award in order to openly promote anti-bullying initiatives within the school. Coupled with the active student voice and safeguarding groups, the listening culture of the school is becoming well-embedded.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

There was continued activity and engagement with equality, diversity and inclusion issues with a full programme of events during the school's Diversity Week, including specific assemblies celebrating difference and on not being a bystander to prejudice. The recently founded pupil diversity and inclusion group continues to actively meet and has been fundraising for local diversity charity groups each term.

Co-curricular activities have continued to develop during the course of the pandemic recovery. Highlights have included the Senior School musical in March 2022, and Prep School show in June, along with musical concerts in all three terms for Prep and Senior Schools. Students across the school participated in the Warwickshire Open Arts festival in June with the school acting as a host venue to display work produced by students. The school also had great success in a local Warwickshire Climate Alliance art competition, with 9 of the 10 winning pieces of art being produced by Kingsley students. Sporting success was seen with the school's equestrian and ski squads, as well as emerging success with inter-school netball, athletics, cricket and hockey fixtures. Adventurous activities were in full flow with Bronze, Silver and Gold Duke of Edinburgh expeditions as well as an overseas 3-week conservation trip to Costa Rica for Sixth Form students with World Challenge.

The school has continued to collaborate with international schools through the Round Square network, with the main focus still being student-led virtual meetings looking at different cultural aspects. In-person conferences will be resuming in September 2023 and 6 Sixth Form students from The Kingsley School will be attending this in the historic university city of Oxford.

We were delighted to be able to join with the Leamington Spa Rotary Club once more and host the Community Spirit awards in May 2022 after a two-year hiatus. This valuable blend of ages across the local community proved to be a most edifying event that promoted the work of selfless individuals from both the Leamington area and Kingsley School. As charitable activities began to resume post lockdown the school re-found its love of helping others through fundraising activities for a local hospice in Myton, as well as a significant aid appeal to support Ukrainian refugees fleeing the conflict in Eastern Europe.

The Kingsley School was highly commended for the Best Schools Awards 2022, run by Muddy Stiletto, in the categories of 'Outstanding pastoral care' and 'Best sense of humour'.

Collaboration

The Foundation is proud of its diverse group of schools, each with its unique identity. The experiences of pupils at our individual schools are enhanced by opportunities to work together across our wider Foundation community. Key areas where collaboration has been taking place during the year include:

- Our partnership with the Orchestra of the Swan. A local professional orchestra with a reputation for innovative programming with younger musicians. Thereby fulfilling our strategic aim to develop a national reputation in the Arts.
- Working in partnership with Warwick - A Singing Town, to promote a positive and exciting project for all residents to celebrate the joy of singing.
- Major productions from Warwick School and King's High in the Bridge House Theatre.
- Friday Afternoon Activities Programme.
- Oxbridge preparation and interview programme.
- Sprint Finish revision programme.
- Open invitations to Sixth Form academic society meetings in respective schools.
- Drama and Music staging many joint events and running of the Saturday morning drama club.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Financial Review and Results for the Year

The Foundation achieved an investment surplus (the widely recognised and benchmarked performance measure in the sector) for the year of £6.125m (2020/21: £8.417m). This investment surplus includes the finance cost of the derivative of £2.473m. The 2020/21 investment surplus is impacted by the donation of £4.5m resulting from the merger with The Kingsley School. Owing to the accounting adjustment required in relation to the FRS102 for the pension valuation, the net movement in funds for the year is £12.641m (2020/21: £8.766m).

Governors strive to ensure that fee increases are maintained at the lowest possible level, whilst mindful of the importance of generating sufficient returns for the development of facilities to ensure the continuous improvement of teaching and learning in the Foundation schools.

The Foundation is grateful to the Trustees of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick, for income provided exclusively for funding means tested bursaries to pupils residing within the town of Warwick and other educational activities with local schools, and also to the Trustees of Old Warwickian Trust for income provided exclusively for bursaries to pupils attending Warwick School.

The trading subsidiary (Warwick Schools Enterprises Ltd – WSEL) resumed hiring out the Foundation's facilities during the year, as Covid-19 naturally had had an impact on opportunities to generate additional income. It contributed £Nil (2020/21: £Nil) to the investment surplus.

Reserves

The Foundation's Free Reserves at 31 August 2022 were in deficit by £20.881m, with unrestricted and designated funds standing at £69.652m at the end of the year. Unrestricted funds were made up of £75.171m representing funds deployed as part of the Schools' premises and £16.145m as Bursary Funds, with the balancing minus £783k being within the subsidiary company. Restricted funds were £2.440m at the end of the year. The Foundation's share of the Local Government Pension Fund deficit is shown in the Balance Sheet and at 31 August 2022, this positive reserve stood at £3.841m (2020/21: -£5.599m).

The Directors are satisfied that the schools' operating cash flows and external finance facilities are sufficient to meet the Schools day-to-day working capital requirements.

Investment Policy and Objectives

Under the Charity's Articles of Association, the Trustees have powers to invest in such securities or property as they may think fit, subject to the appropriate legal considerations. In practice, the Board of Governors has delegated responsibility to the Finance and Regulatory Committee to make such decisions on its behalf. The Finance and Regulatory Committee in turn appoints an investment manager to oversee funds under investment.

The core objective of the investment portfolio is to achieve a balance between income and capital growth, over a longer-term (5 years) time horizon.

As at 31 August 2022, the Foundation had a total of £14.866m invested for the long term with an investment objective of achieving a balance of income and capital growth. In the year to 31 August 2022, the total return



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generated by the Foundation's main portfolio was -4.32% compared with +3.98% for the agreed benchmark, in light of the economic conditions.

Fundraising Performance

A telephone fundraising appeal held in July 2021 generated new regular and monthly donations to the Bursary Fund, many of which began in the new academic year and has remained the Foundation's primary philanthropic focus. Many continuing pledges to the Project One Campus campaign were completed. A small appeal was launched to raise funds for the CCF Corps of Drums.

During the academic year, the Foundation underwent an extensive strategic planning exercise to identify priorities for the future. To support this, the Development Office conducted a fundraising scoping exercise which identified capital projects in sport and access as key priorities. New fundraising campaigns are being planned for 2022-23.

Fundraising during the year was carried out solely by the Director of Development with support from alumni, parents and friends. No external fundraising individuals or companies were employed to raise funds. The Foundation is signed up to the Fundraising Regulator which oversees the Code of Fundraising Practice and there were no incidences of failures to comply with fundraising standards, nor any complaints received. The Foundation adheres to the GDPR regulations and contacts only those for whom our communications will be relevant and of interest.

Risk Management

The Board of Governors is responsible for the management of the risks faced by the Company. Risks are assessed and controls established throughout the year. A formal review of the Company's risk management processes is undertaken by the Finance & Regulatory Committee on an annual basis.

The key controls used by the Company include:

- formal agendas for all Committee and Board activity;
- detailed Terms of Reference for each Committee;
- comprehensive strategic planning, budgeting and management accounting;
- established organisational structure and lines of reporting;
- formal written policies;
- clear authorisation and approval levels; and
- vetting procedures as required by law.

The most significant risks considered during the year were as follows:

| <i>Risk</i> | <i>Mitigation</i> |
|--|--|
| a) fee affordability and increased competition from other local schools, leading to a potential fall in student numbers and/or demand for places | Robust budgeting, tight cost controls and strong marketing presence to ensure continued growth or at least static position of pupil roll. Strong academic performance. |
| b) diminishing investment returns applying pressure to supported places | A balanced portfolio through a respected and trusted investment partner. Regular reviews. |



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| <i>Risk</i> | <i>Mitigation</i> |
|---|---|
| c) the increasing and unpredictable cost of the final salary pension scheme for support staff | Retention of actuarial advisors to control and negotiate proposed triennial increases. Scheme closed to new entrants in 2015. |
| d) the servicing of the debt of a significant major building project costing, now completed. | Regular briefing reports to Governors at termly Finance & Regulatory Committee. Strong budget controls and regular production of 10 year cash flow plan. |
| e) the risk of a major cybersecurity attack on our IT systems | There are a range of mitigation in place, network security, malware prevention, removable media controls, secure configuration of devices and software, managing user privileges, multi factor authentication, incident management and monitoring, user education and awareness and cyber security risk management. |
| f) the continuing financial pressure being applied through central government policy, via pensions, teacher pay and the threat of loss of charitable reliefs. | Long-term financial planning in the form of a 10-year cash-flow, including horizon scanning for central government cost increases and the impact on price and demand for places. Membership of GSA and HMC. |
| g) cost of Teachers Pension Scheme expected to increase significantly. | Continue to review affordability of the scheme. |
| h) external factors such as pandemics and cost of living crises affecting school finances and fee affordability | Debtors constantly reviewed and procedures followed. All costs reviewed as mitigation. |

Through the risk management processes established for the Schools, the Governors are satisfied that the major risks identified have been adequately managed, with further mitigation applied to each of the key risks. However, it is recognised that systems can only provide reasonable but not absolute assurance that major risks have been adequately managed.

Future Plans

Following the completion of the Project One Campus project, Foundation Governors have overseen a review of facilities across the Warwick and Leamington Spa campuses to ensure that they fully support academic excellence and pastoral care for the whole community. Incorporated into the estates strategy is a commitment to protecting our planet including the establishment of a pathway to net carbon zero across the Foundation.

Foundation Governors launched an updated Strategic Plan for the Foundation in Spring 2023, "Our Manifesto for Education" setting out the overarching priorities for the Charity up until 2032.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Section 172(1) statement

The Trustees have acted in accordance with their duties codified in law, which include their duty to act in the way in which they consider, in good faith, would be most likely to promote the success of the Foundation for the benefit of its members as a whole, having regard to the stakeholders and matters set out in section 172(1) of the Companies Act 2006.

In discharging their duties above, the Trustees carefully consider, amongst other matters, the impact on and interest of other stakeholders in the Foundation and factor these into their decision-making process.

Pupils

All our pupils benefit from the Foundation schools' outstanding academic, pastoral, and co-curricular provision. Pupils are actively encouraged to offer suggestions on developing their school experience, for example through School Council or Pupil Voice committees. The voice of pupils is always actively considered in decision-making processes.

The pupil-centric focus continued during the Government-mandated closure and the move to remote learning, recognising the challenges faced by pupils during lockdown. More information as to how this was introduced and developed during the year is included by School under the 'Review of Achievements and Performance for the Year'.

Employees

The Foundation recognises that the qualities, skills and commitment of its employees play a major role in the Foundation's success. More information as to how the Foundation ensures the interests of employees are considered is outlined in the Employment Policy on page 6.

Parents

The Foundation embraces engagement with parents, through both formal and informal means. For example, that may be via formal feedback events on pupil progress, or through parents' association events. Surveys are also undertaken to support strategic developments. Most recently, owing to the COVID-19 pandemic, means of communication have transferred to 'virtual' methods, for example through parents events via Microsoft Teams. Feedback from parents has also enabled the development of the online learning provision.

Community

The Foundation is proud of its place in the local community and more information about the engagement and partnership activities that have taken place are outlined under 'Public Benefit Aims and Intended Impact' on pages 8 and 9. The Foundation endeavours wherever possible to enable local schools and sports clubs to benefit from its academic and co-curricular facilities.

Central to Strategy 2025 we appointed a Foundation Principal with effect from 1st September 2020. As well as creating a single point of executive accountability to the board and a focus on strategic opportunities, this role will also release the individual Heads to focus more on the individual Schools under their stewardship.



STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

UK greenhouse gas emissions and energy use data from 1 September 2021 to 31 August 2022

The increase in energy use year on year is attributed to a full year of The Kingsley School which was acquired part way through the previous financial year.

We took the following measures during the year to improve energy efficiency:

- Installed new inverters for Solar panels to increase the ability to generate more electricity and a maintenance schedule to ensure that they are working optimally.
- Communication of electricity and gas consumption across the Myton Road Campus schools environmental committees to increase awareness.
- Rolling programme of improving energy efficiency of all buildings.
- Education programme to reduce energy use through behavioural changes.

| Type of emission | Activity | 2021-22 | 2021-22 | 2021-22 |
|---------------------------------------|--------------------------|-------------------|--------------------|-------------|
| | | kWh | tCO ₂ e | % of total |
| Scope 1 | Natural Gas | 8,046,394 | 1,473 | 70% |
| | Transport (Minibus) | 280,390 | 71 | 4% |
| | Sub Total | 8,326,784 | 1,544 | 74% |
| Scope 2 | Electricity (Imported) | 2,565,451 | 545 | 26% |
| | Electricity (Generation) | 75,924 | - | 0% |
| | Sub Total | 2,641,375 | 545 | 26% |
| Total Gross emissions | | 10,968,159 | 2,089 | 100% |
| Intensity metric: | | | | |
| Number of pupils | | 2,852 | | |
| Tonnes of CO ₂ e per pupil | | 0.73 | | |

| Type of emission | Activity | 2020-21 | 2020-21 | 2020-21 |
|---------------------------------------|--------------------------|-------------------|--------------------|-------------|
| | | kWh | tCO ₂ e | % of total |
| Scope 1 | Natural Gas | 7,878,122 | 1,453 | 72% |
| | Transport (Minibus) | 94,174 | 26 | 1% |
| | Sub Total | 7,972,296 | 1,479 | 73% |
| Scope 2 | Electricity (Imported) | 2,304,284 | 537 | 27% |
| | Electricity (Generation) | 78,000 | - | 0% |
| | Sub Total | 2,382,284 | 537 | 27% |
| Total Gross emissions | | 10,354,580 | 2,016 | 100% |
| Intensity metric: | | | | |
| Number of pupils | | 2,835 | | |
| Tonnes of CO ₂ e per pupil | | 0.71 | | |

Energy usage is calculated with reference to gas and electricity meter readings.



COMPANY NUMBER: 04252305

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards) and applicable law.

Under Company Law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Charity and the Group and of the surplus or deficit of the Group for that year. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable Company will continue in business.


The Directors are responsible for ensuring that adequate accounting records are maintained that are sufficient to show and explain the Charity's and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Charity and the Group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and the Group and ensuring their proper application in accordance with Charity Law, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.


So far as each of the Directors is aware, at the time this report is approved:

- there is no relevant audit information of which the Company's auditors are unaware;
- the Directors have taken all steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

This report, incorporating the Strategic Report, was approved by the Trustees as Directors of Warwick Independent Schools Foundation.

Approved by the Board of Directors of Warwick Independent Schools Foundation on 24 March 2023 and signed on its behalf by:

.....  DIRECTOR S. AUSTIN
(print name)

.....  DIRECTOR J. D. Lawson
(print name)



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Opinion

We have audited the financial statements of Warwick Independent Schools Foundation ('the charitable company') and its subsidiary ('the group') for the year ended 31 August 2022 which comprise Consolidated Statement of Financial Activities, Charity and Consolidated Balance Sheets, Consolidated Cash Flow Statement and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the charitable company's affairs as at 31 August 2022 and of the group's income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or the group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Other information (continued)

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit

- the information given in the trustees' report, which includes the directors' report and the strategic report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report included within the trustees' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report included within the trustees' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006, taxation legislation, together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud. The laws and regulations we considered in this context for the UK operations were The Education (Independent School Standards) Regulations 2014.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be within bursaries, scholarships and other discounts, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Audit & Risk Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, designing audit procedures over bursaries, scholarships and other discounts, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission, Independent Schools Inspectorate, Ofsted and reading minutes of meetings of those charged with governance.



**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION**

Extent to which the audit was considered capable of detecting irregularities, including fraud

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body and the charitable company's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

.....
Guy Biggin
Senior Statutory Auditor
for and on behalf of
CROWE U.K. LLP
Chartered Accountants and Statutory Auditors

Crowe U.K. LLP
4th Floor
St James House
St James Square
Cheltenham
GL50 3PR

Dated: 3 May 2023



**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING INCOME & EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 AUGUST 2022**

| | Notes | Unrestricted Funds Schools | Funds Other | Restricted Funds | Endowed Funds | Total Funds 31 Aug 2022 | Total Funds 31 Aug 2021 |
|--|-------|-------------------------------|----------------|---------------------|------------------|-------------------------------|-------------------------------|
| | | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | | |
| Donations | | - | - | 1,056 | - | 1,056 | 903 |
| Charitable Activities: | | | | | | | |
| • School fees | 2 | 37,926 | - | - | - | 37,926 | 33,566 |
| • Other income | 3 | 3,495 | - | - | - | 3,495 | 2,778 |
| Other Trading Activities: | | | | | | | |
| • Trading turnover: WSEL | 4 | - | 399 | - | - | 399 | 40 |
| Investment Income | 5 | 477 | - | - | - | 477 | 372 |
| Merger Donation | 6 | - | - | - | - | - | 4,543 |
| Total Income | | <u>41,898</u> | <u>399</u> | <u>1,056</u> | <u>-</u> | <u>43,353</u> | <u>42,202</u> |
| EXPENDITURE ON: | | | | | | | |
| Raising Funds: | | | | | | | |
| • Cost of Development Office | | 257 | - | - | - | 257 | 298 |
| • Cost of trading activities: WSEL | | - | 528 | - | - | 528 | 332 |
| • Other activities | | - | 23 | - | - | 23 | 36 |
| Charitable Activities: | | | | | | | |
| • Schools and grant-making | 8 | 38,485 | 3 | 612 | 27 | 39,127 | 35,940 |
| Total Expenditure | | <u>38,742</u> | <u>554</u> | <u>612</u> | <u>27</u> | <u>39,935</u> | <u>36,606</u> |
| Net (losses) /gains on investments | | - | -428 | -1 | - | -429 | 2,732 |
| Net income /(expenditure) | | 3,156 | -583 | 443 | -27 | 2,989 | 8,328 |
| Transfers between funds | 16 | -3,156 | 3,156 | - | - | - | - |
| Pension Scheme actuarial gain /(loss) | 21 | - | 9,652 | - | - | 9,652 | 438 |
| NET MOVEMENT IN FUNDS | | <u>12,225</u> | <u>443</u> | <u>-27</u> | <u>12,641</u> | <u>8,766</u> | <u>8,766</u> |
| Balance brought forward at 1 September 2021 | | 64,637 | 1,997 | 2,762 | 69,396 | 60,630 | 60,630 |
| FUND BALANCES at 31 August 2022 | | <u>76,862</u> | <u>2,440</u> | <u>2,735</u> | <u>82,037</u> | <u>69,396</u> | <u>69,396</u> |

All activities relate to continuing operations.

The notes on pages 31 to 53 form part of these accounts.





COMPANY NUMBER: 04252305

**CHARITY AND CONSOLIDATED BALANCE SHEET
AT 31 AUGUST 2022**

| | Notes | Group | | Charity | |
|--|-------|-------------------------|-------------------------|-------------------------|-------------------------|
| | | 31 Aug 2022 £'000 | 31 Aug 2021 £'000 | 31 Aug 2022 £'000 | 31 Aug 2021 £'000 |
| FIXED ASSETS | | | | | |
| Tangible assets | 9 | 76,745 | 78,353 | 76,542 | 78,107 |
| Investments | 10 | 19,042 | 19,477 | 19,042 | 19,477 |
| | | <u>95,787</u> | <u>97,830</u> | <u>95,584</u> | <u>97,584</u> |
| CURRENT ASSETS | | | | | |
| Stock | 11 | 8 | 8 | 5 | 5 |
| Debtors | 12 | 2,187 | 1,489 | 3,155 | 2,397 |
| Cash at bank and in hand | | 7,091 | 3,892 | 6,976 | 3,788 |
| | | <u>9,286</u> | <u>5,389</u> | <u>10,136</u> | <u>6,190</u> |
| CREDITORS: due within one year | 13 | <u>-8,309</u> | <u>-7,182</u> | <u>-8,173</u> | <u>-7,164</u> |
| NET CURRENT ASSETS /(LIABILITIES) | | <u>977</u> | <u>-1,793</u> | <u>1,963</u> | <u>-974</u> |
| TOTAL NET ASSETS before pension deficit | | <u>96,764</u> | <u>96,037</u> | <u>97,547</u> | <u>96,610</u> |
| CREDITORS: due after more than one year | 13 | -18,568 | -21,042 | -18,568 | -21,042 |
| Pension Scheme funding surplus /(deficit) | 21 | 3,841 | -5,599 | 3,841 | -5,599 |
| TOTAL NET ASSETS | 16 | <u>82,037</u> | <u>69,396</u> | <u>82,820</u> | <u>69,969</u> |
| ENDOWED FUNDS | 16(a) | 2,735 | 2,762 | 2,735 | 2,762 |
| RESTRICTED FUNDS | 16(b) | 2,440 | 1,997 | 2,509 | 1,997 |
| UNRESTRICTED FUNDS | | | | | |
| Designated & general funds | 16(c) | 69,652 | 69,819 | 70,366 | 70,392 |
| Revaluation Reserve | 16(c) | 1,937 | 1,458 | 1,937 | 1,458 |
| Pension Reserve /(Deficit) | 21 | 3,841 | -5,599 | 3,841 | -5,599 |
| Derivative Reserve | | 1,432 | -1,041 | 1,432 | -1,041 |
| Net Unrestricted Funds | | <u>76,862</u> | <u>64,637</u> | <u>77,576</u> | <u>65,210</u> |
| TOTAL FUNDS | | <u>82,037</u> | <u>69,396</u> | <u>82,820</u> | <u>69,969</u> |

Approved by the Board on 24 March 2023 and signed on its behalf by:

 DIRECTOR S. AUSTIN
 (print name)

 DIRECTOR J. D. Landon
 (print name)

The notes on pages 31 to 53 form part of these accounts.



COMPANY NUMBER: 04252305

**CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 AUGUST 2022**

| | Notes | 2022 | 2021 |
|--|-------|---------------|---------------|
| | | £'000 | £'000 |
| CASH FLOWS FROM OPERATING ACTIVITIES | 22 | 4,430 | 8,731 |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | | |
| Investment income & bank interest | | 477 | 372 |
| Other interest paid | | -615 | -609 |
| Purchase of property, plant and equipment | | -1,190 | -1,118 |
| Proceeds from sale of tangible fixed assets | | 3 | 4 |
| Change in POC Accrual | | 88 | - |
| Proceeds from sale of investment property: | | - | 290 |
| Purchase of investments | | -448 | -906 |
| Proceeds from sale of investments | | 526 | 931 |
| Increase in bank deposits | | -72 | -174 |
| Charitable gift from The Kingsley School | | - | -5,295 |
| NET CASH USED IN INVESTING ACTIVITIES | | <u>-1,231</u> | <u>-6,505</u> |
| CHANGE IN CASH & CASH EQUIVALENTS IN THE REPORTING PERIOD | 23 | <u>3,199</u> | <u>2,226</u> |
| CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE REPORTING PERIOD | 23 | 3,892 | 1,666 |
| CASH IN HAND | | 7,091 | 3,892 |
| NOTICE DEPOSITS | | - | - |
| CASH & CASH EQUIVALENTS AT THE END OF THE REPORTING PERIOD | 23 | <u>7,091</u> | <u>3,892</u> |

Note: Charity Law requires separate administration of the cash flow of endowed and other restricted funds of the Charity. This constraint has not adversely affected Group cash flows as stated above.

The notes on page 52 form part of these accounts.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

1. Statement of Accounting Policies

(a) Charity Status

Warwick Independent Schools Foundation is a Charitable Company limited by guarantee (registered number 04252305), which is registered in England & Wales. Its Charity registration number is 1088057. The registered office and principal place of business is Warwick School, Myton Road, Warwick, CV34 6PP.

Its principal activity is the provision of day and boarding schooling.

(b) Basis of Accounting

The financial statements have been prepared under the historical cost convention with the exception of investments which are included at market value. The financial statements have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Companies Act 2006 and the Statement of Recommended Practice (SORP 2015) 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. The date of transition to FRS 102 was 1 September 2014. Warwick Independent Schools Foundation meets the definition of a public benefit entity under FRS 102.

The functional currency of the Charity is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

The accounts present the consolidated statement of financial activities (SOFA) and the Charity consolidated balance sheets comprising the consolidation of the Charity and the Company and its wholly owned subsidiary, Warwick Schools Enterprises Limited (Company no: 03617592). The results of the subsidiary are consolidated on a line by line basis.

The Charity became the Corporate Trustee of the Trust on 29 August 2001 and the accounts, therefore, include the Trust as a subsidiary Charity for the accounting period commencing 1 September 2001.

Under the Charity Commission Scheme of 29 August 2001 all trust funds other than the Trust's permanent endowment of the Schools land were transferred to the new Charity known as Warwick Independent Schools Foundation, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

No separate SOFA has been presented for the Charity alone as permitted by section 408 of the Companies Act 2006 and paragraph 397 of the SORP.

The Charity has taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

(c) Going Concern

Having reviewed the funding facilities available to the Schools together with the expected ongoing demand for places and the Schools' future projected cash flows, the Governors have a reasonable expectation that the Schools have adequate resources to continue its activities for the foreseeable future and consider that there were no material uncertainties over the Charity's financial viability. Accordingly, they continue to adopt the going concern basis in preparing the financial statements as outlined in the Statement of Directors' Responsibilities on page 23.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

(d) Basis of Consolidation

The financial statements consolidate the accounts of Warwick Independent Schools Foundation and its subsidiary, Warwick Schools Enterprises Limited.

The surplus for the year dealt with in the accounts of the Charity was £12,845,639 (2021: £9,079,709).

(e) Charitable Income and Donations

Voluntary incoming resources including legacies are accounted for as and when entitlement arises, the amount can be reliably quantified and the economic benefit to the Charity is considered probable. Charitable income and donations received for the general purposes of the Charity are credited to "other unrestricted funds" to distinguish them from direct school income. Grants given for specific purposes are treated as income in the year of receipt and are taken to "restricted funds". Unspent restricted income is included under restricted funds as it is fully committed. Income received from the charities of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick is accounted for on a receivable basis.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

Investment income is recognised when receivable.

(f) Fees and Similar Income

Fees receivable and charges for services and use of premises are accounted for in the year in which the service is provided. Fees receivable include contributions received from Restricted Funds for Bursaries and Awards. Trading income is exclusive of Value Added Tax and trade discounts.

(g) Resources Expended

Resources expended are accounted for on an accruals basis. Certain expenditure is apportioned to cost categories based on the estimated amount attributable to that activity in the year. Teaching, welfare and premises costs are derived from activities classified in cost departments that are directly for the pupils' benefit. Support costs consist of the administration costs of running the Schools, Marketing & Recruitment costs for the Schools and expenditure in relation to school expeditions. Governance costs comprise the costs of running the Charity (including strategic planning for its future development), external audit, legal advice for the Governors and all costs of complying with statutory requirements. Liabilities are recognised when they can be measured reliably and there is a legal or constructive obligation committing the Charity to the expenditure.

Termination payments are accounted for as soon as the Schools are aware of the obligations to make payments.

(h) Operating Leases

Rentals payable are charged on a time basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

(i) Pension Schemes

The Schools participate in a multi-employer pension scheme, the Government's Teachers' Pension Defined Benefits Scheme (TPS), for their teaching staff. The pension liability is the responsibility of the Teachers'



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

Pension Scheme. As a result, it is not possible to identify the assets and liabilities of the scheme that are attributable to the Schools. Accordingly, under FRS 102 the scheme is accounted for as if it were a defined contributions scheme.

The Charity also participates in a multi-employer pension scheme, the Local Government Pension Scheme (LGPS), for its non-teaching staff, which is administered by Warwickshire County Council. The Charity is able to identify its share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis. Accordingly, the scheme is treated as a defined benefit scheme under FRS 102. The scheme is being accounted for under FRS 102, with the annually calculated notional surplus or deficit on the funding of the Scheme shown in the accounts as a designated fund entitled "Pensions Reserve", which is deducted from Unrestricted Funds in the balance sheet.

The Charity auto-enrols employees into the National Employment Savings Trust (NEST), an independently run defined contribution scheme.

The Kingsley School also contributes to defined contribution pension schemes for non-teaching staff. The assets of the schemes are held separately from those of the School in independently administered funds. Payments to the scheme are charged as an expense as they fall due.

Pension costs form part of staff costs and are allocated directly across activities and between restricted and unrestricted funds on the basis of time spent.

(j) School Buildings and Equipment

Capitalisation and Replacement

The original land and buildings endowed to the Schools together with all subsequent additions recorded by the Trust were professionally re-valued as at 31 August 2001. On 1 September 2001, all land and buildings, other than the original endowed property, were transferred to the Charity. In these accounts these transfers are treated as being at cost to the Charity. The Charity is also responsible for keeping the original building in fit and useful condition and these costs are written off as incurred. Buildings improvements and extensions and furniture and equipment costing more than £5,000 individually are capitalised and carried in the balance sheet at historical cost.

The fixed assets brought in from The Kingsley School as a gift, were brought in at fair value (note 6).

Depreciation

Depreciation is calculated on a straight-line basis to write off the cost, less estimated residual value of fixed assets, over their estimated useful economic lives. These rates are currently as follows:

| | |
|-----------------------------------|---------------|
| • Buildings | 20 - 50 years |
| • Sports constructions | 20 - 25 years |
| • Furniture, fixtures & equipment | 3 - 10 years |
| • Motor vehicles | 4 years |

No depreciation is charged on freehold land or assets under the course of construction. Depreciation is charged when assets become in use.

(k) Investments

Investments, which include listed investments and investment properties, are stated at market value.

Investment properties are valued every five years and reviewed for impairment annually.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

Unit trust investments are stated at mid-market price.

Realised gains and losses on investments, calculated as the difference between the sale proceeds and their market value at the start of the year, or subsequent cost, are credited or charged to the SOFA in the year of gain or loss.

Unrealised gains and losses representing the movement in market values during the year are credited or charged to the SOFA in the year of gain or loss.

(l) Stock

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks.

(m) Liquid Resources

The Charity includes fixed term deposits of less than one year as liquid resources.

(n) Debtors

Trade and other debtors are recognised at the settlement amount after any trade discount offered.

(o) Creditors

Creditors and provisions are recognised where the Charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

(p) Financial Instruments

Basic financial instruments are initially measured at transaction value and subsequently measured at amortised cost with the exception of investments which are held at market value. Financial assets held at amortised cost comprise cash at bank and in hand, together with all debtors other than prepayments. A specific provision is made for any debts for which recoverability is in doubt.

Financial liabilities held at amortised cost comprise all creditors except social security and other taxes and fees received in advance.

Derivatives, including interest rate swaps, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the Statement of Financial Activities within finance costs. Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

(q) Fund Accounting

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of the general objects of the Charity. Unrestricted funds are identified as either Designated Funds or General Funds. Designated Funds represent funds that the Trustees have set aside for defined purposes. Certain elements of the Designated Bursary Funds are subject to restrictions set out in the Memorandum and Articles of Association.

(q) Fund Accounting (continued)

Each Designated Fund is disclosed separately in the notes to the financial statements. There is a commitment to use these monies in future years, as designated. General Funds represent accumulated surpluses/deficits to date, after transfers to Designated Funds.

Restricted Funds are funds subject to specific restrictions imposed by the donors.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

The Endowment Funds are permanent endowment funds, i.e. the donors have stated that the funds are to be held as capital.

(r) Significant Accounting Estimates and Judgements

The Charity makes estimates and assumptions concerning the future. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

The present value of the Local Government Pension Scheme defined benefit liability depends on a number of factors that are determined on an actuarial basis using a variety of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions, which are disclosed in note 21, will impact the carrying amount of the pension liability. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2016 has been used by the actuary in valuing the pensions liability at 31 August 2022. Any differences between the figures derived from the roll forward approach and a full actuarial valuation would impact on the carrying amount of the pension liability.

2. Fees Receivable

| | 2022 | 2021 |
|---------------------------------|---------------|---------------|
| | £'000 | £'000 |
| Fees | 41,475 | 37,164 |
| Less Teachers Fee Remission | -1,136 | -1,008 |
| Less Scholarships and Bursaries | -2,413 | -2,185 |
| Less Fee Discount | - | -405 |
| | <u>37,926</u> | <u>33,566</u> |

3. Other Income

| | 2022 | 2021 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Charitable Activities | | |
| Other educational charitable activities: | | |
| • Entrance and registration fees | 66 | 56 |
| • Music tuition fees | 878 | 786 |
| • Holiday Action and Swim School | 425 | 264 |
| • Other | 1,675 | 995 |
| | <u>3,044</u> | <u>2,101</u> |
| Other ancillary activities: | | |
| • Insurance income | 10 | 10 |
| • Excursions | 436 | 48 |
| • Grant income | 5 | 619 |
| | <u>3,495</u> | <u>2,778</u> |

4. Income from Subsidiary's Trading Activities

The Charity owns the whole of the £1 ordinary share capital of Warwick Schools Enterprises Limited. The principal activity of the Company is that of letting the school facilities and the operation of a school clothing shop. The trading results for the year, extracted from the audited accounts, are summarised below:



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

| | 2022 | 2021 |
|---------------------------------|--------------|--------------|
| | £'000 | £'000 |
| Turnover | 399 | 40 |
| Operating costs | -608 | -354 |
| Loss from continuing activities | -209 | -314 |
| Covenanted donation gross | - | - |
| Balance carried forward | <u>-209</u> | <u>-314</u> |

Warwick Schools Enterprises Limited normally makes a gift aid donation of any surplus earned to its parent, Warwick Independent Schools Foundation. This amounted to £Nil (2021: £Nil) to the Charity during the year.

| | 2022 | 2021 |
|-------------|--------------|--------------|
| | £'000 | £'000 |
| Assets | 533 | 420 |
| Liabilities | -1,316 | -993 |
| Net assets | <u>-783</u> | <u>-573</u> |

The net liabilities of Warwick Schools Enterprises Limited at 31 August 2022 amounted to £782,951 (2021: £573,300).

5. Investment Income

| | 2022 | | | 2021 |
|---------------------|---------------------|-------------------|--------------|--------------|
| | Unrestricted | Restricted | Total | Total |
| | £'000 | £'000 | £'000 | £'000 |
| UK Fixed Interest | 23 | - | 23 | 23 |
| UK Equities | 287 | - | 287 | 240 |
| Property Fund | 10 | - | 10 | 9 |
| Bank Interest | 12 | - | 12 | 7 |
| Investment property | 145 | - | 145 | 93 |
| | <u>477</u> | <u>-</u> | <u>477</u> | <u>372</u> |

6. Charitable Gift from The Kingsley School

| | Gift recognised |
|-----------------------|------------------------|
| | 2021 |
| | £'000 |
| Tangible fixed assets | 3,978 |
| Investments | 1,317 |
| Debtors | 118 |
| Cash | 1,007 |
| Trade Creditors | -36 |
| Bank loan | -767 |
| Accruals | -828 |
| Other Creditors | -246 |
| | <u>4,543</u> |

6. Charitable Gift from The Kingsley School (continued)

The assets and liabilities of The Kingsley School were transferred over to WISF by way of a charitable merger on 10 March 2021 for nil consideration. Given the nature of the transaction, the transfer has been reflected



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

in the School's financial statements as a donation. This donation reflects the assets and liabilities (of the school) as transferred and the operations carried out by The Kingsley School since 10 March 2021.

There has been no similar activities or transactions in the year ended 31st August 2022.

7. Expenditure

| | 2022 | 2021 |
|--|---------------|---------------|
| | £'000 | £'000 |
| Charitable expenditure includes: | | |
| Auditors' remuneration | | |
| • For audit | 46 | 46 |
| • For audit of subsidiaries | 2 | 2 |
| • For other services | 2 | 2 |
| Operating Leases payable | | |
| • For Motor Vehicles | 144 | 73 |
| • For Property | 34 | 34 |
| • Other | 15 | 15 |
| Loss on sale of fixed assets | - | 24 |
| Depreciation | 2,707 | 2,821 |
| Bank Loan interest payable | 615 | 609 |
| | <u>615</u> | <u>609</u> |
| Total staff costs comprised: | | |
| Wages and salaries | 22,435 | 19,721 |
| Social security costs | 2,131 | 1,815 |
| Pension contributions | 4,270 | 3,833 |
| Compensation for Loss of Office | 99 | 301 |
| | <u>28,935</u> | <u>25,670</u> |
| Aggregate employee benefits of key management personnel | <u>1,373</u> | <u>1,367</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

7. Expenditure (continued)

During the year there were termination payments made which amounted to £99,468 (2021: £301,007). There was nothing outstanding at the year end.

The average number of the Charity's employees during the year calculated on an average headcount basis was 874 (2021: 827).

| | 2022 | 2021 |
|----------|-------------|-------------|
| Teaching | 426 | 379 |
| Support | 448 | 448 |
| | <u>874</u> | <u>827</u> |

Neither the Governors nor persons connected with them received any remuneration or other benefits from the Schools or any connected organisation, other than one Governor whose son is in receipt of a Scholarship. Travelling and course expenses amounting to £4,798 (2021: £3,951) were reimbursed to 4 Governors (2021: 4).

The number of higher paid employees was as follows, all of whom are accruing benefits under Defined Benefit Pension Schemes totalling £418,858 (2021: £299,140).

| | 2022 | 2021 |
|---------------------|-------------|-------------|
| £60,000 - £70,000 | 15 | 9 |
| £70,000 - £80,000 | 5 | 5 |
| £80,000 - £90,000 | 1 | - |
| £90,000 - £100,000 | - | 1 |
| £100,000 - £110,000 | 2 | 2 |
| £110,000 - £120,000 | 1 | - |
| £120,000 - £130,000 | - | - |
| £130,000 - £140,000 | - | - |
| £140,000 - £150,000 | - | 1 |
| £150,000 - £160,000 | - | - |
| £160,000 - £180,000 | - | 1 |
| £180,000 - £200,000 | 1 | - |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

8. Analysis of Total Resources Expended

| | 2022 | | | 2021 | |
|--|----------------------|----------------|-----------------------|----------------|----------------|
| | Staff Costs £'000 | Other £'000 | Depreciation £'000 | Total £'000 | Total £'000 |
| Costs of Generating Funds: | | | | | |
| • Other Activities | - | 12 | 11 | 23 | 36 |
| • Cost of Development Office | 183 | 74 | - | 257 | 298 |
| Total for Charity | 183 | 86 | 11 | 280 | 334 |
| Trading Costs of the Subsidiary | 133 | 345 | 50 | 528 | 332 |
| Total for Group | 316 | 431 | 61 | 808 | 666 |
| Charitable Activities: | | | | | |
| • Teaching | 22,468 | 3,183 | - | 25,651 | 21,707 |
| • Welfare | 1,568 | 1,468 | - | 3,036 | 2,384 |
| • Premises | 2,006 | 2,244 | 2,646 | 6,896 | 7,107 |
| • Support Costs and Governance | 2,578 | 2,539 | - | 5,117 | 4,587 |
| Bank/Pension Interest & Other Financing | - | -1,576 | - | -1,576 | 152 |
| Prizes & Other Awards | - | 3 | - | 3 | 3 |
| Sub-Total | 28,620 | 7,861 | 2,646 | 39,127 | 35,940 |
| Total Resources expended Group | 28,936 | 8,292 | 2,707 | 39,935 | 36,606 |
| Charity | 28,803 | 7,947 | 2,657 | 39,407 | 36,274 |

Included in Bank/Pension Interest & Other Financing is £2,473,210 for the decrease in fair value of the liability from the interest rate swap.

Governance Costs included in support costs

| | 2022 £'000 | 2021 £'000 |
|-----------------------|---------------|---------------|
| Auditors remuneration | 46 | 46 |
| Liability insurance | 139 | 109 |
| | 185 | 155 |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

9. Tangible Fixed Assets

| | Land & Buildings | Furniture, Fittings & Equipment | Motor Vehicles | Assets in Course of Construction | Charity Total |
|------------------------|-----------------------------|--|-----------------------|---|----------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| COST | | | | | |
| At 1 September 2021 | 91,324 | 6,778 | 189 | - | 98,291 |
| Additions | 503 | 598 | 11 | 71 | 1,183 |
| Disposals | -88 | -220 | - | - | -308 |
| At 31 August 2022 | <u>91,739</u> | <u>7,156</u> | <u>200</u> | <u>71</u> | <u>99,166</u> |
| DEPRECIATION | | | | | |
| At 1 September 2021 | 15,689 | 4,341 | 154 | - | 20,184 |
| Charge for year | 1,816 | 820 | 21 | - | 2,657 |
| On Disposals | - | -217 | - | - | -217 |
| At 31 August 2022 | <u>17,505</u> | <u>4,944</u> | <u>175</u> | <u>-</u> | <u>22,624</u> |
| NET BOOK VALUES | | | | | |
| At 31 August 2022 | <u>74,234</u> | <u>2,212</u> | <u>25</u> | <u>71</u> | <u>76,542</u> |
| At 31 August 2021 | <u>75,635</u> | <u>2,437</u> | <u>35</u> | <u>-</u> | <u>78,107</u> |

| | Charity Total | Subsidiary Total | Group Total |
|------------------------|----------------------|-------------------------|--------------------|
| | £'000 | £'000 | £'000 |
| COST | | | |
| At 1 September 2021 | 98,291 | 617 | 98,908 |
| Additions | 1,183 | 7 | 1,190 |
| Disposals | -308 | - | -308 |
| At 31 August 2022 | <u>99,166</u> | <u>624</u> | <u>99,790</u> |
| DEPRECIATION | | | |
| At 1 September 2021 | 20,184 | 371 | 20,555 |
| Charge for year | 2,657 | 50 | 2,707 |
| On Disposals | -217 | - | -217 |
| At 31 August 2022 | <u>22,624</u> | <u>421</u> | <u>23,045</u> |
| NET BOOK VALUES | | | |
| At 31 August 2022 | <u>76,542</u> | <u>203</u> | <u>76,745</u> |
| At 31 August 2021 | <u>78,107</u> | <u>246</u> | <u>78,353</u> |

Included in the net book value of land and buildings is £375,917 (2021: £388,917) in respect of long leasehold buildings. The remainder is freehold.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

10. Investments

| | Unrestricted Designated £'000 | Restricted Funds £'000 | Total 2022 £'000 | Total 2021 £'000 |
|--|-------------------------------------|------------------------------|------------------------|------------------------|
| Group: | | | | |
| Balance at 1 September 2021 | 19,453 | 24 | 19,477 | 15,546 |
| Additions | 448 | - | 448 | 906 |
| Charitable gift from The Kingsley School | - | - | - | 1,317 |
| Disposals at opening market value | -526 | - | -526 | -1,221 |
| Movements in cash deposits | 72 | - | 72 | 174 |
| Revaluation gains | 479 | - | 479 | 225 |
| Net unrealised (losses)/gains | -907 | -1 | -908 | 2,530 |
| Balance at 31 August 2022 | <u>19,019</u> | <u>23</u> | <u>19,042</u> | <u>19,477</u> |
| Securities Listed on the Stock Exchange | 13,857 | 23 | 13,880 | 14,866 |
| Property | 4,459 | - | 4,459 | 3,980 |
| Cash deposits | 703 | - | 703 | 631 |
| | <u>19,019</u> | <u>23</u> | <u>19,042</u> | <u>19,477</u> |
| Listed Securities comprise: | | | | |
| UK Fixed Interest | 589 | - | 589 | 619 |
| UK Equities | 12,096 | 23 | 12,119 | 13,163 |
| Property Fund | 793 | - | 793 | 720 |
| S & W Investment Funds | 379 | - | 379 | 364 |
| | <u>13,857</u> | <u>23</u> | <u>13,880</u> | <u>14,866</u> |

Charity: as above

Investment in subsidiary company (see note 4).

Reconciliation of opening and closing investments by class

| | Securities Listed on Stock Exchange £'000 | Property £'000 | Cash Deposits £'000 | Total £'000 |
|-----------------------------|---|-------------------|---------------------------|----------------|
| Group: | | | | |
| Balance at 1 September 2021 | 14,866 | 3,980 | 631 | 19,477 |
| Additions | 448 | - | - | 448 |
| Disposals | -526 | - | - | -526 |
| Revaluation | - | 479 | - | 479 |
| Movement in cash deposits | - | - | 72 | 72 |
| Net unrealised losses | -908 | - | - | -908 |
| Balance at 31 August 2022 | <u>13,880</u> | <u>4,459</u> | <u>703</u> | <u>19,042</u> |

The Kingsley School investments were donated to the group on the 10 March 2021 as part of the merger of The Kingsley School into the Foundation. The valuation on transfer of these investments totalled £1,317,069 at the 10 March 2021. These investments include two properties totalling £1,280,000 on valuation in March 2021 by Wareing and Company. The other investment properties held were valued as at the 31st August 2021 by Margetts Chartered Surveyors at £2.7m. The investment properties were reviewed as at 31st August 2022 using a market price indicator resulting in a gain of £479k.

All investments are held to provide a return, and all are held in the UK.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

11. Stocks

| | Group | | Charity | |
|----------------------------------|---------------|---------------|---------------|---------------|
| | 2022 £'000 | 2021 £'000 | 2022 £'000 | 2021 £'000 |
| Goods for resale and consumables | 8 | 8 | 5 | 5 |

Stocks recognised as an expense in the Statement of Financial Activities during the year were £233,147 (2021: £18,823).

12. Debtors

| | Group | | Charity | |
|--|---------------|---------------|---------------|---------------|
| | 2022 £'000 | 2021 £'000 | 2022 £'000 | 2021 £'000 |
| School fees | 313 | 266 | 313 | 266 |
| Trade debtors | 226 | 54 | 70 | 15 |
| Other debtors | 15 | 26 | 15 | 26 |
| Prepayments and accrued income | 1,633 | 1,143 | 1,577 | 1,115 |
| Amount due from subsidiary undertaking | - | - | 1,180 | 975 |
| | <u>2,187</u> | <u>1,489</u> | <u>3,155</u> | <u>2,397</u> |

13. Creditors

| | Group | | Charity | |
|---------------------------------------|---------------|---------------|---------------|---------------|
| | 2022 £'000 | 2021 £'000 | 2022 £'000 | 2021 £'000 |
| Due within one year: | | | | |
| Fees received in advance and deposits | 4,801 | 4,213 | 4,801 | 4,213 |
| Trade creditors | 1,137 | 930 | 1,082 | 925 |
| Other creditors | 408 | 291 | 327 | 278 |
| Taxation and social security | 560 | 503 | 560 | 503 |
| Accruals and deferred income | 1,403 | 1,245 | 1,403 | 1,245 |
| | <u>8,309</u> | <u>7,182</u> | <u>8,173</u> | <u>7,164</u> |
| Due after one year: | | | | |
| Bank loan | 20,000 | 20,000 | 20,000 | 20,000 |
| Derivative financial instruments | -1,432 | 1,042 | -1,432 | 1,042 |
| | <u>18,568</u> | <u>21,042</u> | <u>18,568</u> | <u>21,042</u> |

A loan for £20m was taken out with HSBC to support delivery of Project One Campus in August 2017. An interest rate swap arrangement was entered into to pay a fixed rate of 3% (1.6% interest rate and 1.4% margin) over £20m of the outstanding loan balance. The date of termination of the agreement is August 2027. The libor reference in the loan transferred to Sonia with effect from February 2022.

HSBC has security over the Shares held by the Foundation through a Memorandum of Deposit made between both parties, dated 14 September 2017.

The Bank Loan falls due as follows:

| | 2022 £'000 | 2021 £'000 |
|----------------------------|---------------|---------------|
| Within one year | 1,333 | - |
| Between two and five years | 5,333 | 5,333 |
| Over five years | 13,334 | 14,667 |
| | <u>20,000</u> | <u>20,000</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

14. Deferred Income – Group

| | £'000 |
|-----------------------------|--------------|
| Balance at 1 September 2021 | 190 |
| Released in the year | -190 |
| Deferred in current period | 592 |
| Balance at 31 August 2022 | <u>592</u> |

Income has been deferred where cash has been received before the year end but the event (mainly school trips) takes place in the next financial year.

15. Financial Instruments – Group

| | 2022 | 2021 |
|---|--------------|---------------|
| | £'000 | £'000 |
| Financial assets measured at amortised cost | 919 | 659 |
| Financial assets measured at fair value | 26,133 | 24,285 |
| Financial liabilities measured at amortised cost | -27,157 | -26,314 |
| Financial liabilities measured at fair value | 1,432 | -1,042 |
| Net financial assets/(liabilities) measured at amortised cost | <u>1,327</u> | <u>-2,412</u> |
| | 2022 | 2021 |
| | £'000 | £'000 |
| Total investment (losses) /gains for financial assets measured at fair value through income and expenditure | -429 | 2,755 |
| Impairment gains on financial assets measured at amortised cost | <u>93</u> | <u>40</u> |

Included in net financial assets/(liabilities) measured at amortised cost are school fee debtors, trade debtors, other debtors and accrued income. Included in financial assets measured at fair value are cash at bank and in hand and investments. Included in financial liabilities measured at amortised cost are bank loans, fees received in advance, fee deposits, trade creditors, other creditors and accruals.

Included in financial liabilities measured at fair value are derivative financial instruments (interest rate swaps). The group has entered into an interest rate swap to receive interest at SONIA and pay interest at a fixed 1.6%. The swap is based on a principal amount of £20m and matures in 2027 on the same date as the loans. The fair value of the interest rate swap is -£1,431,718 (2021: £1,041,493).

Impairment of trade debtors during the year totalled £505,442 (2021: £444,747).



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

16. Net Assets of the Funds of the Charity

The net assets are held for the various funds as follows:

| | Fixed Assets | Investments | Net Current Assets | Long Term Liabilities | Pension surplus | Total |
|---------------------|---------------|---------------|--------------------|-----------------------|-----------------|---------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| Endowed funds | 2,032 | 703 | - | - | - | 2,735 |
| Restricted funds | - | 23 | 2,486 | - | - | 2,509 |
| Unrestricted funds | | | | | | |
| • Bursary funds | - | 18,316 | - | - | - | 18,316 |
| • Other | 74,510 | - | -523 | -18,568 | 3,841 | 59,260 |
| Charity | 76,542 | 19,042 | 1,963 | -18,568 | 3,841 | 82,820 |
| Subsidiary Reserves | 203 | - | -986 | - | - | -783 |
| Group | 76,745 | 19,042 | 977 | -18,568 | 3,841 | 82,037 |

(a) Endowed Funds: Movements in the Year

| | Balance at 1 Sept 2021 | Income | Expenditure | Transfers & Investment Gains | Balance at 31 Aug 2022 |
|---------------------------|------------------------|----------|-------------|------------------------------|------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Exhibitions & prizes fund | 202 | - | - | - | 202 |
| Legacy funds | 501 | - | - | - | 501 |
| Fixed assets fund | 2,059 | - | -27 | - | 2,032 |
| | <u>2,762</u> | <u>-</u> | <u>-27</u> | <u>-</u> | <u>2,735</u> |

Legacy, Exhibitions & Prizes – These Funds represent the capital value of amounts originally donated for the purpose of generating income to be distributed as prizes.

Fixed Assets – The Endowed funds represent the value of land and buildings originally endowed to the Schools of the Charity.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

16. Net Assets of the Funds of the Charity (continued)

(b) Restricted Funds: Movements in the Year

| | Balance at 1 Sept 2021 | Income | Expenditure | Investment Gain/ (Loss) | Balance at 31 Aug 2022 |
|--|---------------------------|--------------|-------------|-------------------------------|---------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Donations from Friends of Warwick School | 29 | | -14 | | 15 |
| Donations from WPSA | - | 1 | -1 | - | - |
| Donations from KHAPS | - | 6 | -6 | - | - |
| Sundry | | 8 | - | | 8 |
| Machen Scholarships | 11 | - | - | - | 11 |
| The Massie Scholarship | 13 | - | - | -1 | 12 |
| Donations for Capital Building Project | - | 123 | - | - | 123 |
| Borough Bursary Fund | 1,020 | 917 | -522 | - | 1,415 |
| Warwick Scholarship Trust | 31 | - | - | - | 31 |
| Income from Legacy Funds & Prizes | 893 | 1 | -69 | - | 825 |
| | <u>1,997</u> | <u>1,056</u> | <u>-812</u> | <u>-1</u> | <u>2,440</u> |

The Borough Bursary Fund relates to the funds received from two charitable bodies, which are used primarily to provide bursaries for pupils from the Old Borough of Warwick who would otherwise be unable to attend the school, with the remainder used to support activities for Warwick-based schools and other community activities. The Machen Scholarships and The Massie Scholarship income relates to donations from these linked charities of The Kingsley School.

(c) Unrestricted Funds

| | Balance at 1 Sept 2021 | Income | Expenditure | Transfers | Investment Gain/(Loss) | Balance at 31 Aug 2022 |
|----------------------------|------------------------------|---------------|----------------|-----------|---------------------------|------------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| Designated Funds | | | | | | |
| Bursary Fund | 16,269 | 369 | -983 | 790 | -907 | 15,538 |
| • Mary Hall Legacy | 477 | - | - | - | - | 477 |
| • Other Legacy | 130 | - | - | - | - | 130 |
| Fixed Assets | 76,294 | - | - | -1,517 | - | 74,777 |
| Repairs & Maintenance Fund | 380 | 22 | -8 | - | - | 394 |
| Unrestricted Funds | | | | | | |
| Free Reserves | -23,158 | 41,507 | -40,038 | 808 | - | -20,881 |
| Charity | 70,392 | 41,898 | -41,029 | 81 | -907 | 70,435 |
| Subsidiary Trading Funds | -573 | 399 | -528 | -81 | - | -783 |
| | <u>69,819</u> | <u>42,297</u> | <u>-41,557</u> | <u>-</u> | <u>-907</u> | <u>69,652</u> |
| Revaluation Reserve | 1,458 | - | - | - | 479 | 1,937 |
| Pension Reserve Deficit | -5,599 | - | -212 | - | 9,652 | 3,841 |
| Derivative Reserve | -1,041 | - | 2,473 | - | - | 1,432 |
| Group | <u>64,637</u> | <u>42,297</u> | <u>-39,296</u> | <u>-</u> | <u>9,224</u> | <u>76,862</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

16. Net Assets of the Funds of the Charity (continued)

Bursary Funds – These funds enable the Governors to provide such number of free and assisted places in the Schools of the Charity as they shall determine, for the benefit of pupils who are in need of financial assistance. A number of unrestricted legacies were received during the year. There were transfers during the year from the Schools' free reserves into the Bursary Fund of £789,672. Governors have designated these funds to be used for means-tested Bursaries.

Fixed Assets – These represent the net book value of the un-endowed assets available for use by the Charity, excluding assets funded out of Bursary Funds. The fixed asset transfer relates to a donation from The School Playing Field, a linked charity of The Kingsley School.

Repairs and Maintenance Fund – This fund is being accumulated from net rental income to finance future repairs and maintenance.

Net Assets of The Funds of the Charity as at 31 August 2021

| | Fixed Assets £'000 | Investments £'000 | Net Current Assets £'000 | Long Term Liabilities £'000 | Total £'000 |
|----------------------------|--------------------------|----------------------|--------------------------------|-----------------------------------|----------------|
| <i>Endowed funds</i> | 2,059 | 703 | - | - | 2,762 |
| <i>Restricted funds</i> | - | 24 | 1,973 | - | 1,997 |
| <i>Unrestricted funds</i> | | | | | |
| • <i>Bursary funds</i> | - | 18,912 | - | - | 18,912 |
| • <i>Other</i> | 76,048 | -162 | -2,947 | -26,641 | 46,298 |
| Charity | 78,107 | 19,477 | -974 | -26,641 | 69,969 |
| <i>Subsidiary Reserves</i> | 246 | - | -819 | - | -573 |
| Group | 78,353 | 19,477 | -1,793 | -26,641 | 69,396 |

Endowed Funds: Movements in the Year as at 31 August 2021

| | Balance at 1 Sept 2020 £'000 | Income £'000 | Expenditure £'000 | Balance at 31 Aug 2021 £'000 |
|--------------------------------------|------------------------------------|-----------------|----------------------|------------------------------------|
| <i>Exhibitions & prizes fund</i> | 202 | - | - | 202 |
| <i>Legacy funds</i> | 501 | - | - | 501 |
| <i>Fixed assets fund</i> | 2,086 | - | -27 | 2,059 |
| | <u>2,789</u> | <u>-</u> | <u>-27</u> | <u>2,762</u> |

Restricted Funds: Movements in the Year as at 31 August 2021

| | Balance at 1 Sept 2020 £'000 | Income £'000 | Expenditure £'000 | Investment Gain/(Loss) £'000 | Balance at 31 Aug 2021 £'000 |
|---|------------------------------------|-----------------|----------------------|------------------------------------|------------------------------------|
| <i>Donations from Friends of Warwick School</i> | 40 | - | -11 | - | 29 |
| <i>Machen Scholarships</i> | - | 10 | - | 1 | 11 |
| <i>The Massie Scholarship</i> | - | 11 | - | 2 | 13 |
| <i>Donations for Project One</i> | 61 | 211 | -272 | - | - |
| <i>Borough Bursary Fund</i> | 752 | 722 | -454 | - | 1,020 |
| <i>Warwick Scholarship Trust</i> | 31 | - | - | - | 31 |
| <i>Income from Legacy Funds & Prizes</i> | 909 | -16 | - | - | 893 |
| | <u>1,793</u> | <u>938</u> | <u>-737</u> | <u>3</u> | <u>1,997</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

16. Net Assets of the Funds of the Charity (continued)

Unrestricted Funds as at 31 August 2021

| | Balance at 1 Sept 2020 £'000 | Incoming Resources £'000 | Resources Expended £'000 | Transfers £'000 | Investment Gain £'000 | Balance 31 Aug 2021 £'000 |
|----------------------------|---------------------------------------|--------------------------------|--------------------------------|--------------------|-----------------------------|------------------------------------|
| Designated Funds | | | | | | |
| Bursary Fund | 13,914 | 308 | -1,053 | 573 | 2,527 | 16,269 |
| • Mary Hall Legacy | 477 | - | - | - | - | 477 |
| • Other Legacy | 130 | - | - | - | - | 130 |
| Fixed Assets | 74,746 | - | - | 1,571 | -23 | 76,294 |
| Repairs & Maintenance Fund | 365 | 25 | -10 | - | - | 380 |
| Unrestricted Funds | | | | | | |
| Free Reserves | -26,983 | 40,891 | -34,944 | -2,122 | - | -23,158 |
| Charity | 62,649 | 41,224 | -36,007 | 22 | 2,504 | 70,392 |
| Subsidiary Trading Funds | -259 | 40 | -332 | -22 | - | -573 |
| | 62,390 | 41,264 | -36,339 | - | 2,504 | 69,819 |
| Revaluation Reserve | 1,233 | - | - | - | 225 | 1,458 |
| Pension Reserve Deficit | -5,853 | - | -184 | - | 438 | -5,599 |
| Derivative Reserve | -1,722 | - | 681 | - | - | -1,041 |
| Group | 56,048 | 41,264 | -35,842 | - | 3,167 | 64,637 |

17. Capital Commitments

There were no capital commitments for the year ended 31 August 2022 (2021: Nil)

18. Operating Lease Commitments

At 31 August 2022, the Group had the following future minimum lease payments under non-cancellable operating leases:

| Group & Charity | 2022 £'000 | 2021 £'000 |
|--------------------------------|---------------|---------------|
| Operating leases which expire: | | |
| • Within one year | 45 | 56 |
| • Within two to five years | 28 | 74 |
| • After five years | - | - |
| | <u>73</u> | <u>130</u> |

19. Taxation

No corporation tax has been provided for in these accounts because income of the Charity is within the exemptions granted by Section 505 of the Income and Corporation Taxes Act 1988. The Charity has borne VAT on its expenditure where appropriate.

The trading subsidiary provides for corporation tax as applicable, nil this year. It is also registered for VAT.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

20. Principal Subsidiaries

| Company Name | Principal Place of Business | Percentage Share-holding | Description | Principal Activity |
|--|-----------------------------|--------------------------|---------------------------|------------------------------|
| Warwick Schools Enterprises Limited (WSEL) | Myton Road, Warwick | 100% | £1 Ordinary share capital | Letting of school facilities |
| (Registered number: 03617592, incorporated in England & Wales) | CV34 6PP | | | |

The Charity is also the Corporate Trustee of the Warwick Schools Foundation Trust (Charity registration number: 528775).

These financial statements include the results of the above entities.

During the year the Charity charged £132,610 to WSEL for the provision of staff and administrative services (2021: £170,481). The balance owed to the Charity at 31 August 2022 was £1,179,654 (2021: £975,495). Intercompany transactions of a management fee £68,897 (2021: £11,073), a licence fee £10,000 (2021: £10,000) and interest on the intercompany loan £1,003 (2021: £1,153) are eliminated on consolidation.

21. Pension Schemes

Teachers' Pension Scheme

The Foundation participates in the Teachers' Pension Scheme ("the TPS") for its teaching staff. The pension charge for the year includes contributions payable to the TPS of £3,420,196 (2021: £2,987,284) and at the year-end there were no contributions (2021: no contributions) accrued but unpaid in respect of this scheme.

The TPS is an unfunded multi-employer defined benefits pension scheme governed by The Teachers' Pensions Regulations 2010 (as amended) and The Teachers' Pension Scheme Regulations 2014 (as amended). Members contribute on a "pay as you go" basis with contributions from members and the employer being credited to the Exchequer. Retirement and other pension benefits are paid by public funds provided by Parliament.

The employer contribution rate is set by the Secretary of State following scheme valuations undertaken by the Government Actuary's Department. The most recent actuarial valuation of the TPS was prepared as at 31 March 2016 and the Valuation Report, which was published in March 2019, confirmed that the employer contribution rate for the TPS would increase from 16.4% to 23.6% from 1 September 2019. Employers are also required to pay a scheme administration levy of 0.08% giving a total employer contribution rate of 23.68%.

The 31 March 2016 Valuation Report was prepared in accordance with the benefits set out in the scheme regulations and under the approach specified in the Directions, as they applied at 5 March 2019. However, the assumptions were considered and set by the Department for Education prior to the ruling in the 'McCloud/Sargeant case'. This case has required the courts to consider cases regarding the implementation of the 2015 reforms to Public Service Pensions including the Teachers' Pensions.



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

21. Pension Schemes (continued)

On 27 June 2019 the Supreme Court denied the government permission to appeal the Court of Appeal's judgment that transitional provisions introduced to the reformed pension schemes in 2015 gave rise to unlawful age discrimination. The government is respecting the Court's decision and has said it will engage fully with the Employment Tribunal as well as employer and member representatives to agree how the discriminations will be remedied. The government announced on 4 February 2021 that it intends to proceed with a deferred choice underpin under which members will be able to choose either legacy or reformed scheme benefits in respect of their service during the period between 1 April 2015 and 31 March 2022 at the point they become payable.

The TPS is subject to a cost cap mechanism which was put in place to protect taxpayers against unforeseen changes in scheme costs. The Chief Secretary to the Treasury, having in 2018 announced that there would be a review of this cost cap mechanism, in January 2019 announced a pause to the cost cap mechanism following the Court of Appeal's ruling in the McCloud/Sargeant case and until there is certainty about the value of pensions to employees from April 2015 onwards. The pause was lifted in July 2020, and a consultation was launched on the 24 June on proposed changes to the cost control mechanism following a review by the Government Actuary. Following the public consultation, the Government have accepted three key proposals recommended by the Government Actuary and are aiming to implement these changes in time for the 2020 valuations.

The 2016 cost control valuations have since been completed in January 2022, and the results indicated that there would be no changes to benefits or member contributions required. The results of the cost cap valuation are not used to set the employer contribution rate, and HM Treasury has confirmed that any changes to the employer contribution rate resulting from the 2020 valuations will take effect in April 2024.

Until the 2020 valuation is completed it is not possible to conclude on any financial impact or future changes to the contribution rates of the TPS. Accordingly, no provision for any additional past benefit pension costs is included in these financial statements.

Local Government Pension Scheme

Non-teaching members of staff, joining before October 2013 are entitled to belong to the Warwickshire County Council Pension Fund (LGPS), a multi-employer defined benefit scheme operated within the Local Government Pension Scheme, to which contributions are made by both employees and the employer. The basis of contribution to the Scheme is calculated according to the advice of the Scheme actuary. The cost of providing such pensions is charged on a systematic basis over the average remaining service life of the members.

The last full actuarial valuation of the Scheme was carried out on the effective date of 31 March 2010 when the assets of the Scheme were not deemed sufficient to cover its accrued liabilities. The employers have accordingly amended their rate of contribution to the scheme in line with advice from the actuary. The valuation method adopted was the Projected Unit Actuarial Cost Method and it was assumed that, in relation to security of both accrued and protected rights, the Scheme would continue. The method of calculating the discount rate at 31 August 2018 is based on the Consumer Price Index (CPI).

In accordance with FRS 102 the pension valuation has been updated by the qualified actuary, Hymans Robertson LLP. The scheme's assets and liabilities relating to Warwick Independent Schools Foundation were found to be as follows:

| | 2022 | 2021 |
|-------------------------------------|--------------|---------------|
| | £'000 | £'000 |
| Total market value of assets | 22,786 | 23,780 |
| Present value of scheme liabilities | -18,945 | -29,379 |
| Surplus /(deficit) in scheme | <u>3,841</u> | <u>-5,599</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

21. Pension Schemes (continued)

The main financial assumptions made by the actuary at the beginning of the year and at the balance sheet date were as follows

| | 2022 | 2021 |
|--|--------------|--------------|
| | % | % |
| Inflation | 3.2 | 2.9 |
| Rate of increase in salaries | 4.0 | 3.7 |
| Rate of increase for pensions | 3.2 | 2.9 |
| Discount rate for liabilities | <u>4.3</u> | <u>1.7</u> |
| | | |
| | 2022 | 2021 |
| | Years | Years |
| <u>Life expectations on retirements age 65</u> | | |
| Male currently age 45 | 22.7 | 23.0 |
| Female currently age 45 | 25.9 | 26.1 |
| Male currently age 65 | 21.6 | 21.8 |
| Female currently age 65 | <u>24.1</u> | <u>24.2</u> |

Fair value of assets and expected rate of return

| | 31 Aug 2022 | | 31 Aug 2021 | |
|------------------|--------------------|--|--------------------|--|
| | Fair | Expected Rate of Return | Fair | Expected Rate of Return |
| | £'000 | % | £'000 | % |
| Equities | 13,672 | 2.5 | 14,744 | 2.5 |
| Government bonds | 6,152 | 2.5 | 5,707 | 2.5 |
| Other bonds | - | | - | |
| Property | 2,506 | 2.5 | 2,616 | 2.5 |
| Cash/Liquidity | 456 | 2.5 | 713 | 2.5 |
| Other | - | | - | |
| Total | <u>22,786</u> | | <u>23,780</u> | |

The overall expected rate of return on the scheme assets is determined based on market expectations at the beginning of the year, for investment returns over the entire life of the related obligation. The assumption used is the average of the above assumptions appropriate to the individual asset classes weighted by the proportion of the assets in the particular asset class.

| | 2022 | 2021 |
|--|--------------|--------------|
| | £'000 | £'000 |
| The actual return on the scheme assets in the year | <u>-998</u> | <u>4,217</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

21. Pension Schemes (continued)

Changes in the fair value of the scheme assets are as follows:

| | 2022 | 2021 |
|---|---------------|---------------|
| | £'000 | £'000 |
| Opening value of scheme assets | 23,780 | 19,435 |
| Return on assets less interest | -1,390 | 3,886 |
| Net interest income on plan assets | 392 | 331 |
| Contributions by employer | 488 | 501 |
| Contributions by employees | 71 | 85 |
| Contributions in respect of unfunded benefits | 2 | 2 |
| Benefits paid | -557 | -460 |
| | <u>22,786</u> | <u>23,780</u> |

Changes in the present value of the scheme liabilities are as follows:

| | 2022 | 2021 |
|----------------------------|---------------|---------------|
| | £'000 | £'000 |
| Opening liabilities | 29,379 | 25,288 |
| Current service cost | 591 | 587 |
| Past service cost | 18 | - |
| Interest cost | 485 | 431 |
| Contributions by employees | 71 | 85 |
| Actuarial gains/(losses) | -11,042 | 3,448 |
| Benefits paid | -557 | -460 |
| | <u>18,945</u> | <u>29,379</u> |

The charge to the Statement of Financial Activities over the financial year comprised:

| | 2022 | 2021 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Schools and grant making | | |
| Current service cost | 591 | 587 |
| Past service cost | 18 | - |
| Interest income on plan assets | -392 | -331 |
| Interest on pension scheme liabilities | 485 | 431 |
| Total charge to expenditure in the SOFA | <u>702</u> | <u>687</u> |

The actuarial gains and losses shown in the Statement of Financial Activities comprised:

| | 2022 | 2021 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Return on assets less interest | -1,390 | 3,886 |
| Experience gains and losses on scheme liabilities | -46 | 381 |
| Changes in demographic assumptions | 94 | -364 |
| Changes in financial assumptions | 10,994 | -3,465 |
| Total amount recognised in the SOFA | <u>9,652</u> | <u>438</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

21. Pension Schemes (continued)

Employers' contributions for the year to 31 August 2022 were £457,980 (2021: £501,006) including deficit payments. The contributions until 31 March 2022 were 19.5%. The best estimate of employer contributions for the coming year to 31 August 2023 is £446,784. The scheme applies only to members of staff employed by the Foundation before 31 October 2013 who signed up prior to that date.

The Kingsley School Pension Schemes

Employer contributions for the year to 31 August 2022 were £29,330 for The Kingsley School defined contribution scheme. All other staff are auto-enrolled onto the National Employment Savings Trust (NEST), an independently run defined contribution scheme. Employers' contributions to the NEST scheme for the year to 31 August 2022 were £340,948 (2021: £315,839).

22. Reconciliation of Cash Flows from Operating Activities

| | 2022 | 2021 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Net income for the reporting period | 2,989 | 8,328 |
| Interest receivable | -477 | -372 |
| Interest paid | 615 | 609 |
| Depreciation | 2,707 | 2,821 |
| Decrease in stock | - | 4 |
| Increase in debtors | -698 | 556 |
| (Decrease) in creditors | -1,347 | -668 |
| Losses /(gains) on investments | 908 | -2,530 |
| (Gains) on investment property | -479 | -225 |
| Loss on tangible fixed assets | - | 24 |
| Defined benefit pension scheme cost less contributions payable | 119 | 84 |
| Defined benefit pension scheme finance cost | 93 | 100 |
| Net cash provided by operating activities | <u>4,430</u> | <u>8,731</u> |

23. Analysis of changes in net debt

| | Balance at 1.Sept 2021 | Cash flows | Fair value movements | Balance at 31.Aug 2022 |
|----------------------------------|---------------------------|--------------|-------------------------|---------------------------|
| | £'000 | £'000 | £'000 | £'000 |
| Cash and cash equivalents | 3,892 | 3,199 | - | 7,091 |
| Bank loan | -20,000 | - | - | -20,000 |
| Derivative financial instruments | -1,042 | - | 2,474 | 1,432 |
| | <u>-17,150</u> | <u>3,199</u> | <u>2,474</u> | <u>-11,477</u> |



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

24. Related Party Transactions

Warwick Schools Enterprises Ltd is wholly owned by Warwick Independent Schools Foundation and has been incorporated in these accounts. Transactions with the subsidiary are disclosed in note 4.

The Foundation purchased £Nil (2021: £10,650) of media communications from ADD Communications & Events Limited. Mrs Didlick is a member of the senior management team of King's High School. Mrs Didlick's husband is a director of this company.

The Foundation purchased £148 (2021: £2,400) of packaging from Kite Packaging Limited. Mrs M Ashe is a Governor and a director of this company.

The Charity received donations in the year from employees totalling £867 (2021: £3,684). Donations were also received from the families of two Governors totalling £4,532.

The Ministry of Defence provides some funding each year for the purposes of the Combined Cadet Force (CCF). A separate CCF bank account is held by the Charity which is consolidated within these financial statements. The CCF bank account balance at the 31 August 2022 was £9,132 (2021: £7,107).



NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2022

**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES –
COMPARATIVE FIGURES BY FUND TYPE**

| | Notes | Unrestricted Funds | | Restricted Funds | Endowed Funds | Total Funds |
|--|-------|--------------------|---------------|------------------|---------------|---------------|
| | | Schools | Other | | | 31 Aug 2021 |
| | | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | |
| Donations | | 3 | - | 900 | - | 903 |
| Charitable Activities | | | | | | |
| School fees | 2 | 33,566 | - | - | - | 33,566 |
| Other income | 3 | 2,778 | - | - | - | 2,778 |
| Other Trading Activities | | | | | | |
| Trading turnover: WSEL | 4 | - | 40 | - | - | 40 |
| Investment Income | 5 | | 372 | - | - | 372 |
| Merger Donation | | 4,505 | - | 38 | - | 4,543 |
| Total Incoming Resources | | 40,852 | 412 | 938 | - | 42,202 |
| EXPENDITURE ON: | | | | | | |
| Raising Funds | | | | | | |
| Cost of Development Office | | 298 | - | - | - | 298 |
| Cost of trading activities: WSEL | 4 | - | 332 | - | - | 332 |
| Other activities | | - | 36 | - | - | 36 |
| Charitable Activities | | | | | | |
| Schools and grant-making | | 35,173 | 3 | 737 | 27 | 35,940 |
| Total Expended | 8 | 35,471 | 371 | 737 | 27 | 36,606 |
| Net gains on investments | | - | 2,729 | 3 | - | 2,732 |
| Net income/(expenditure) | | 5,381 | 2,770 | 204 | -27 | 8,328 |
| Transfers between funds | 16 | -5,381 | 5,381 | - | - | - |
| Pension Scheme actuarial gain | 21 | | 438 | - | - | 438 |
| NET MOVEMENT IN FUNDS | | - | 8,589 | 204 | -27 | 8,766 |
| Balance brought forward at 1 September 2020 | | | 56,048 | 1,793 | 2,789 | 60,630 |
| FUND BALANCES at 31 August 2021 | | | 64,637 | 1,997 | 2,762 | 69,396 |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

England & Wales - Charity number 1088057

Accounts

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

CHARITY NUMBER: 1088057

**DIRECTORS' REPORT
AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 AUGUST 2021**

INDIVIDUALLY NURTURED
EXCEPTIONAL TOGETHER

Myton Road, Warwick, CV34 6PP
Tel: 01926 735400
Email: governors@warwickschools.co.uk

WARWICK INDEPENDENT SCHOOLS FOUNDATION

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

DIRECTORS, OFFICERS AND ADVISORS

Governors, Directors and Charity Trustees

The Governors of Warwick Independent Schools Foundation ("the Company", "the Foundation", "the Group", "the Charity") are the Directors and members of the Company and trustees of the Charity and have all served in office throughout the financial year except where indicated. Those who have served during the year are shown below.

The total number of elected Governors comprises four nominated and 14 co-opted Governors. Nominations are subject to approval by the Board. All Governors may serve up to three terms of four years. In addition, the Lord-Lieutenant of Warwickshire and the Mayor of Warwick have the right to be ex-officio Governors should they choose to take up the position.

The Foundation merged with The Kingsley School effective 10th March 2021, to bring it into the Warwick Independent School Foundation family of schools.

Governors nominated by the following bodies:

| | |
|--|--|
| The Charity of Sir Thomas White, Warwick | - Mr D B Stevens (to 31 August 2021) |
| The King Henry VIII Endowed Trust, Warwick | - Mr S J Jobburn |
| University of Warwick | - Prof D Griffin |
| Warwick Town Council | - Mrs M-A Grainger (to 31 August 2021) |

Co-opted Governors:

| | |
|--|--|
| Mrs M B Ashe | Mr T H Keyes |
| Mrs S M Austin (Chair) | Mr J D Loudon (from 10 March 2021) |
| Prof S A Barnes | Mr N M Peall (to 31 August 2021) |
| Ms J L Broughton | Mr D B Rankin (from 21 January 2022) |
| Mr R N Button (from 10 March 2021 to 31 August 2021) | Mrs C Robbins (from 10 March 2021) |
| Dr A D Cocker (to 31 August 2021) | Mrs C A I Sawdon (to 31 August 2021) |
| Mr A C Firth (to 31 August 2021) | Mr J W Strain (from 10 March 2021 to 31 August 2021) |
| Mr C R Gibbons | Mr J N Wallis |
| Mrs L M Greaves (from 10 March 2021) | Mrs R A Weeks |
| Mrs M P Hicks (from 10 March 2021) | Mrs A E Wilson |
| Mr A F Keeling, QC | |

| | |
|-------------------------------------|------------------|
| The Lord-Lieutenant of Warwickshire | - Mr T B Cox |
| Mayor of Warwick | - [Not taken up] |

Officers:

| | |
|--|--|
| Foundation Principal | - Mr R Nicholson |
| Foundation Secretary and Clerk to the Governors* | - Mr S T Jones (to 11 December 2020) |
| Director of Operations and Clerk to the Governors* | - Mr A E Flanagan (from 18 January 2021 to 30 July 2021) |
| Foundation Bursar* | - Mrs V Espley (from 1 September 2021) |
| Head Master, Warwick School | - Mr J S Barker |
| Head Master, King's High School for Girls | - Dr S J Burley |
| Head Master, The Kingsley School | - Mr J Mercer-Kelly |
| Headmistress, Warwick Preparatory School | - Mrs H Dodsworth |
| Headmaster, Warwick Junior School | - Mr A Hymer |

*(Company Secretary)

WARWICK INDEPENDENT SCHOOLS FOUNDATION

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2021

Addresses

Principal Address and Registered Office:

Warwick Independent Schools Foundation
Myton Road
WARWICK
CV34 6PP

Schools

King's High School *Day,*
Banbury Road *girls 11–18*
WARWICK
CV34 6YE

Warwick Preparatory School *Day,*
Bridge Field *boys 3–7*
Banbury Road *girls 3–11*
WARWICK
CV34 6PL

Warwick School *Day,*
Myton Road *boys 11–18*
WARWICK
CV34 6PP

Boarding,
boys 13–18

Warwick Junior School *Day,*
Myton Road *boys 7–11*
WARWICK
CV34 6PP

The Kingsley School *Day,*
Beauchamp Hall, *boys 3–7*
Beauchamp Ave, *girls 3–18*
LEAMINGTON SPA
CV32 5RD

Advisers

Bankers

Lloyds Bank Plc
12 Swan Street
WARWICK
CV34 4BJ

HSBC
6th Floor
120 Edmund Street
BIRMINGHAM
B3 2QZ

Solicitors

Veale Wasbrough Vizards
Narrow Quay House
Narrow Quay
BRISTOL
BS1 4QA

Insurers

Marsh Brokers
Capital House
1-5 Perrymount Road
HAYWARDS HEATH
West Sussex
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Investment Advisers

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WARWICK INDEPENDENT SCHOOLS FOUNDATION

The Directors of the Company present their annual report for the year ended 31 August 2021, together with the financial statements for the year, which have been prepared in accordance with Company Law and in compliance with the Charities SORP 2015.

Reference and Administrative Information

The Company was incorporated on 13th July 2001 and is registered in England under Company Number 04252305. It is also a Charity, registered with the Charity Commission under Charity Number 1088057, and is the Corporate Trustee of the Warwick Schools Foundation Trust ("the Trust"). The Directors and Governors of Warwick Independent Schools Foundation and the executive officers are listed on page 2 and the principal addresses and professional advisers are listed on page 3.

Structure, Governance and Management

Governing Document

In 1875, a scheme was approved by the Endowed Schools Commission for the amalgamation of certain educational charities in Warwick, under the name King's School Foundation. The Scheme provided for the re-establishment of the old King's School in new buildings, to be called the Grammar School (for boys), a Middle School (for day boys to the age of 15), and a school for girls. A number of local charities contributed the whole, or a portion, of their annual income.

A Charity under the name Warwick Schools was registered with the Charity Commissioners for England and Wales (registration number 528775) and was regulated by Schemes signed on 23rd December 1981, 26th November 1991, 13th June 1995, and 16th September 1998. On 29th August 2001, this Charity changed its name to Warwick Schools Foundation Trust. Under the Charity Commission Scheme made on 29th August 2001 all trust funds other than the Trust's permanent endowment of the Schools' land were transferred to a new Charity known as Warwick Schools, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

On 11th March 2003 the Charity and the Company changed its name from Warwick Schools to Warwick Independent Schools Foundation. At that time, the Company was governed by its Memorandum and Articles of Association dated 13th July 2001 and amended by special resolution on 28th March 2012. A further review was then carried out which has resulted in a full update of the Articles of Association in order to incorporate additional amendments and bring them up to date with current Companies and Charity Laws. The changes were adopted by the Foundation at its AGM on 12th February 2015 and were agreed by the Charity Commission on 6th October 2015, and have since been amended on 1st September 2016, 14th December 2018 and 11th December 2020.

Governing Body

The Governors listed on page 2 are appointed as Governors of the Foundation and have overall responsibility for the operation of two Schools, namely King's High School for Girls (incorporating Warwick Preparatory School, which has separate DfE registration) and Warwick School (incorporating Warwick Junior School). From 10th March 2021, a third School was added, namely The Kingsley School. Subsidiary Committees of Governors have been established, one for each School, with Governors spread evenly across the School Committees. There are also three Strategic Committees, each comprising one-third of the Governors. In this way, Governance is delivered to the individual Schools within an overall Foundation

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framework. The benefits of the approach are robust, inclusive governance, with all Governors taking equal responsibility for the effective running of the Charity.

The full Board of Governors plus one ex-officio Governor are also the Directors and Members of the Limited Company and Trustees of the Charity. They are responsible for the overall management and control of the Company and meet three times a year. On 1st September 2020, the management structure was changed with the appointment of a Foundation Principal as a single point of executive lead. He is supported by a Principal's Group comprising the School Heads and Foundation Bursar. In his capacity as Foundation Principal, he has ultimate responsibility for the management of the individual schools and subsidiary trading company. He reports to the Trustees and to various sub-Committees.

During the year, the full board increased to 24 governors due to the merger with Kingsley, plus one ex officio Governor. It reverted to 18 Governors (plus ex-officio) effective 1st September 2021.

Organisational Management

School Committees are responsible for overseeing the educational business and financial management of each individual School within the broader strategic outline provided by the Foundation Governors. Any matters with implications for the Foundation and/or the other Schools are referred to the Education and/or Resources and Estates and/or Finance and Regulatory Committees as appropriate. School Committees are chaired by the Foundation Principal.

The **Education Committee** is responsible for considering all matters pertaining to the educational side of the Foundation's business and has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Resources Committee and the Finance and Regulatory Committee in ensuring robust and collective governance is delivered.

The **Resources and Estates Committee** is responsible for ensuring the effective delivery of the operational and capital resources required for educational and business activities, including oversight of the central Estates and Operations function. It has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Finance and Regulatory Committee in ensuring that robust and collective governance is delivered.

The principal purpose of the **Finance and Regulatory Committee** is to advise and provide recommendations to the full Board of Foundation Governors on finance and regulatory matters. It has delegated powers to act on behalf of the Foundation Governors in financial matters should the need arise. It can also make any decisions necessary to ensure compliance with current regulation and legislation.

The **Appointments Committee** is responsible for discussing and recommending to the full Board of Foundation Governors the appointment of Governors and the Foundation Principal. The Foundation Principal is responsible, with appropriate support and oversight from Governors, for appointing the Heads, the Foundation Bursar and such other employees as are deemed necessary or expedient from time to time. The Appointments Committee meets termly and consists of the Chair and Vice-Chair of the Foundation, Chairs of the three Strategic Committees and two other Governors.

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Remuneration

Remuneration is set by the Board, with the policy objective of providing appropriate incentives to encourage enhanced performance and of rewarding fairly and responsibly individual contributions to the Foundation's success.

The appropriateness and relevance of the remuneration policy is reviewed annually, including references to comparisons with other independent schools to ensure that the Foundation remains sensitive to the broader issues of pay and employment conditions elsewhere.

Delivery of the Foundation's charitable vision and purpose is primarily dependent on our key management personnel and staff costs are the largest single element of our charitable expenditure.

Employment Policy

The Foundation is an equal opportunities employer, which treats all prospective and existing staff without favour. The Foundation is fully committed to providing the opportunity for people with disabilities to be employed whenever suitable work is available and to be able to fulfil their career potential. Consultation with employees, or their representatives, has continued at all levels with the aim of taking the views of employees into account when decisions are made which are likely to affect their interests. Communication with employees continues through normal management channels in a variety of methods to inform staff of current issues.

Group Structure and Relationships

The Company has a wholly-owned subsidiary, Warwick Schools Enterprises Limited (WSEL), which carries out a number of trading activities to generate funds for the Schools. WSEL aims to retain a small surplus each year so as to build up working capital, but thereafter any surplus remaining is gift-aided back to the main Charity.

Governor Recruitment, Induction and Training

Nominated Governors are selected by their respective Nominating Bodies (see page 2) but must then be approved by the Governing Body. Co-opted Governors are selected having regard to the particular skills required on the Governing Body at the time of appointment. All Governors follow an induction programme on appointment including meetings with the Foundation Principal, School Heads, Foundation Bursar and relevant Chairs. All Governors are encouraged to attend external training courses to complement internal training provided. As standard, all Governors receive annual Child Protection and Safeguarding training.

Objects, Aims, Objectives and Activities

Charitable Objects

The Objects of the Charity are set out in the Articles of Association and are "to advance education by carrying on in or near Warwick day and boarding schools for boys and girls". Within these Objects, the Charity and the Trust have various permanent endowments and unendowed trust funds held for special purposes in connection with the development of the Schools' facilities and for scholarships, bursaries, prizes, and other educational purposes.

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Objectives for the Year

In March 2021, The Kingsley School joined the Foundation. The school was founded in 1884 in Leamington Spa and is a highly regarded school for girls (ages 3-18) and boys (ages 3 -7), it currently has 319 pupils. As the academic year got underway, Governors and the Executive were working towards the key tactical and operational objectives listed below.

Strategies to Achieve the Year's Objectives and Support Long Term Goals

Warwick Independent Schools Foundation is a leading educational charity in the Midlands, providing education to over 2,800 pupils from ages 3 to 18. Our fundamental aim is to enable each individual pupil to achieve personal fulfilment and success, and we seek to develop intelligent, responsible, resilient and compassionate young people of character to succeed in a changing world. Our vision is to create a world-class educational establishment based in the heart of Warwick, able to contribute to our community and society.

The long-term strategic aims and priorities remain in place, as follows, with our core values driving our priorities particularly while developing Strategy 2025:

Strategic Aims:

- *To oversee and develop outstanding interdependent schools, each with its own unique character and ethos, as part of one supportive community.*
- *To deliver the 'best of both worlds' in education through single-sex teaching and learning alongside appropriately integrated extra-curricular activities and social development.*
- *To provide an equal opportunity for all pupils to develop their full potential through outstanding facilities and resources across the Foundation.*
- *To promote social and cultural diversity by facilitating access to talented pupils from all backgrounds through the provision of means-tested bursaries and scholarships.*
- *To create an environment in which inspirational education can develop and grow.*
- *To 'future proof' the Foundation educational model against future change through the creation of a world class educational campus by 2026.*

Core Values:

- *Inspirational teaching inside and outside the classroom.*
- *A caring environment in which everyone can feel safe, nurtured and valued as an individual.*
- *Academic excellence together with breadth of opportunity.*
- *Close links to parents, former pupils and the wider community.*
- *Traditional values of respect, tolerance and integrity.*
- *A forward-looking Foundation which 'seeks for higher things'.*

Core to successful delivery of these objectives are a number of overarching strategies. Strategic application of estates master planning is complemented by robust strategic financial planning in the form of a regularly updated ten-year plan, incorporating sound arrangements for bursary funding. Furthermore, Governors are ever mindful of the challenges of both providing the outstanding education offered and fee affordability, thereby ensuring accessibility to the Schools for the maximum possible number of pupils. A clear pricing strategy has been adopted to achieve this delicate balance. This is further aided by termly consideration of risks and opportunities. Last, but probably most importantly given the importance of staff to our organisational success, focussed HR strategies are being rolled out to ensure the employment and development of first-class educational leaders and classroom practitioners.

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- The fundraising campaign continued apace until lockdown and then slowed down as the national economic climate was felt by potential donors. This means some of the additional works desired to augment Project One Campus had to be delayed. The Governors have commissioned an updated Estates Master Plan to be developed during 2021/22 to scope those works and start planning for their eventual delivery.
- Governors continued to update the Strategy 2025 for the Foundation, focussing on educational outcomes with particular emphasis on technological advancement and its impact on pupils in our care, as well as the wider world. We had hoped to publish this at the start of the 2020/21 academic year, but the intervention of the Covid-19 crisis has put this on hold.
- Following the change in 2019 to the executive management structure, the team has been further strengthened with the appointment of Mrs Victoria Espley as Foundation Bursar and Mrs Nicola Valentino as Marketing & Admission Director.

Principal Activities of the Year

During 2020/21, Warwick School had 970 (2019 /20: 967) boys in the Senior School, of whom 55 (2019/20: 60) were boarders, and 264 (2019/20: 252) boys in the Junior School. King's High School for Girls had 773 (2019/20: 714) girls and Warwick Preparatory School had 455 (2019/20: 457) children in the main School and 59 (2019/20: 50) children in the Nursery School. The Kingsley School had 87 in the Prep School and 225 in the Senior School. All the Schools continue to be popular choices amongst local parents and demand for places remains strong.

Public Benefit Aims and Intended Impact

Having been a significant participant in the Government Assisted Places scheme and its forerunner, the Direct Grant system, the Foundation has always operated with a strong emphasis on providing education to pupils from a wide range of social backgrounds. Our aim is that pupils from all backgrounds are able to benefit from the excellent education provided, irrespective of the ability to pay full fees. The Trustees of the Foundation are determined to maintain the philosophy of providing the rounded education synonymous with the Schools to as wide a pupil base as possible, including those pupils who do not possess the means to afford fees. A robust means tested bursary scheme is operated to ensure the effective and charitable delivery of this aim, with an annual review of the scheme carried out to ensure appropriate distribution of available resources.

Although the main focus for bursary support ensures that free places are offered to a large number of recipients, the scheme also provides the opportunity for pupils with parents of moderate income to attend the Schools. This is managed through the provision of a number of part-funded, means-tested places, thereby further widening access to potential beneficiaries. In addition to providing public benefit through the provision of bursaries, the Foundation is committed to playing a significant role within the local community, through a number of outreach initiatives. These include the sharing of facilities, running holiday clubs and revision courses that are open to pupils from all around Warwickshire and its bordering counties.

Across the Foundation there are 165 (2019/20: 119) pupils in receipt of means-tested bursaries, who between them achieve some outstanding academic results, with an overwhelming majority of boys and girls reaching the very highest grades on offer. With ever increasing financial pressures on parents we are doing more and more to generate further funds over the coming years, with the Development Office planning to actively target fundraising for means-tested support.

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Offering financial support to those otherwise unable to afford to enjoy the education our Schools offer is, however, just one way in which we offer public benefit. The Schools have an important role to play in their wider community, achieved through outreach work and the provision of facilities for local clubs and associations, as well as the wider public. Many of these activities incorporate educational benefits to our own and wider pupil bodies. Individual members of staff serve in a variety of capacities for the benefit of the public, including as public examination examiners, sports coaches, school governors, and volunteers with local charities and in local churches. In addition, our teaching staff have made links with their peers in the maintained sector to exchange expertise, resources and best practice ideas through local forums and social media groups, particularly in Politics, Food and IT departments.

There was continued wide-ranging use of the Foundation facilities by the local community, and we intend to continue and/or develop them.

We are always proud of the sense of social purpose we foster in our pupils and the resulting enthusiastic fundraising and awareness initiatives, some of which also include our parent associations as well. Even during lockdown, fundraising efforts were maintained, with the Schools raising a total of £34,331 from charitable activities, distributed to a wide range of beneficiary charities, with a strong emphasis on children. Donations were made to local, regional, national and international charities. These included Save the Children, Show Racism the Red Card, Young Epilepsy, Myton Hospice, a number of smaller local charities and supporting children in Africa.

In the furtherance of these aims, the Foundation Governors, as the Charity Trustees, consider that they have complied with the duty in Section 4 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under that Act.

Grant-Making Policy

During the year, the value of scholarships, Foundation Awards, and Bursaries totalled £2.185m (2019/20: £2.107m). Of this, the amount of unrestricted funds totalled £1.726m (2019/20: £1.485m) with a further £454k (2019/20: £622k) contributed from restricted funds. The Foundation Governors' policy is to increase further the means tested awards when opportunities arise and £1.520m (2019/20: £1.558m) of the total was awarded on this basis. 477 (2019/20: 356) pupils benefited from these regular grants and awards, with the result that one in five pupils at the senior Schools receives some form of financial assistance.

The Foundation Award Scheme, which was introduced in 1999, is a means-tested scheme and enables Governors to widen access to as broad a group of pupils as possible. There are currently 78 (2019/20: 62) pupils attending the Schools who pay no tuition fees at all (as well as those who pay reduced fees). The Schools also operate scholarship schemes awarded on academic merit.

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Review of Achievements and Performance for the Year

Operational Performance of the Schools

King's High School

The School has enjoyed another year of outstanding success and it has been a great pleasure to celebrate so many remarkable student, group and whole-school achievements. We were delighted to be ranked 13th nationally for girls' sport and also to be shortlisted for the Independent School of the Year Performing Arts Award. The start of the academic year saw the completion of the final phase of Project One Campus, a £43.5m strategic plan and the opening of a new Music School for King's High and Warwick Preparatory School. Earlier this year, King's High was awarded the RIBA West Midlands Award, with architect Paul Baxter taking the RIBA Project Architect of the Year Award for his work on our new school.

Academic results in August 2021 were extremely strong. After last year's process of Centre Assessed Grades, this year schools nationally were required to produce Teacher Assessed Grades, based on a holistic judgement of high quality recent evidence. Designing and marking these assessments represented significant work for teaching staff at King's, but the process was smooth and highly successful. At A Level, students achieved 83.8% A*-A grades, and 95.3% A*-B grades. At GCSE, 91% of grades were at 9-7, with 72% at grades 9-8, the equivalent of A*s. Once again, over 90% of students gained entry to their first-choice institution, with 82% attending Russell Group universities. Each of the three pupils with offers for Oxford and Cambridge achieved their offer and was admitted. Pupils have been accepted onto a wide variety of courses, including Neuroscience at UCL, PPE at Oxford, Music at the Royal Academy, and a Degree Apprenticeship at the Dyson Institute. Our top destinations this year are Bath, Bristol, Leeds, Liverpool, Nottingham and UCL.

We continue to be incredibly proud of our academic enrichment programme, which has the aim of inspiring pupils to be creative thinkers who are curious about big ideas. In the last year the number of talks from top speakers has continued to grow; in Autumn Term, for example, we welcomed Dr Jess Wade (Imperial), Prof Angie Hobbs (Sheffield), and Gillian Bishop (one of the UK's leading family lawyers) to speak to pupils and staff. Due to Covid, we replaced our regular in-person trips with weekend masterclasses, including Saturday events on critical thinking for KS3 and three King's Links events at which 15-20 former pupils give talks on their experience at university. Attendance at these remote events has averaged 50 students and represents growth in uptake compared with historic in-person trips.

Our Inspire Research Programme offers pupils a cohesive pathway through the school, as they learn about independent learning: starting with Inspire Homework in KS3, pupils then complete their Create projects in KS4 and then go on to EPQ at A Level. Uptake at EPQ continues to rise, from 15 pupils five years ago to over 65 pupils last year, and the Inspire Essay Competition for KS3 continues to be extremely popular. Our focus on enabling pupils to have agency within the school also continues to bear fruit: in the last year pupils have founded the Da Vinci Society, with a focus on Art and Design, and the Ancestry Society, with a focus on family history. Our existing Sixth Form societies have had their most successful year, with pupils taking the lead on raising awareness about (amongst other things) equality, disability and the environment at highly popular lunchtime and after-school sessions. A culture of pupil newsletters has grown, with our Café Scientifique Society and Hobbs Society both producing and sharing reports for the wider school community. A new Inspire Into University Club has been very popular, with pupils in Year 10 and 11 wanting to begin reflecting early about the kind of courses and course providers that might suit them after A Levels. We have set up a link with Oxford University Physics Department, launching a competition for five schools on the topic of stereotypes in science, with Oxford academics offering supervision to entrants. The prize-giving event will take place in King's in Autumn 2021.

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The programme in support of highly competitive academic courses, particularly those that require a pre-admissions test and interview, has continued, with weekly advice sessions, academic preparation sessions, pre-admissions test mocks, and dedicated interview preparation. A science extension group, Moventis Scientiam, has also invited pupils in Year 10 and 11 to begin thinking early about extending their learning beyond the classroom; this too has been very well attended and received by pupils.

King's High has continued to adapt to the challenges of national lockdown, building on the success of our provision of remote education last year. Our BYOD strategy has continued to provide exceptional support for pupils whenever they are learning at home, as well as within classrooms that are restricted by Covid regulations. During periods when teachers were unable to leave a small area at the front of the classroom in order to maintain social distancing, shared documents and OneNote were instrumental in allowing teachers to provide live feedback. We continue to reflect on how we can use IT not just to replace and accelerate processes that were possible before, but to transform education, with staff engaging in discussions and research of subject specific resources to be integrated into schemes of learning. IT also enabled us to get ahead with running the assessments that were used for Teacher Assessed Grades, with pupils using a secure system at home, whilst invigilated through Teams, during the Spring. Summer internal exam week, however, was conducted as normal, and we are now placing emphasis on enabling learning through a combination of digital and on-paper working.

Wellbeing is at the heart of everything we do at King's High and our new Year 7s entered the school in September 2020 as confident graduates of our innovative lockdown transition programme. Running for 14 sessions, students enjoyed a range of activities and also benefitted from our new pastoral system which saw the addition of Heads of Year to our Key Stage teams and a strengthening of the role of form officials. Evaluation via a student survey showed 100% felt settled academically and socially by Christmas. A lack of 'drift' to other schools also resulted in two oversubscribed forms.

Our strong partnership with the Diana Award continued to flourish with over 80 students volunteering to be trained as anti-bullying ambassadors by the organisation last year, bringing the total number of wellbeing ambassadors in the school to 130. They lead in key areas of our wellbeing work in school, supporting younger students one-to-one via Teams during lockdown and even providing relaxation through art therapy for staff as part of the '#Hello Yellow' mental health campaign. Our ambassadors have recently interviewed Prince William, appeared on the national news and received congratulations from the Under Secretary of State for Families and Children for the level of trust our Wellbeing Ambassador programme had created in the school. Already a Diana Award Showcase School, we last year achieved the All Together Gold School Award from the Anti-Bullying Alliance.

During national lockdown, Wellbeing Ambassadors recorded videos linked to Action for Happiness' 'ten keys' to help us countdown to the end of Lockdown 3. From this we created our 'Every Day is Wellbeing Day' programme. We allocated 'time out' from the curriculum, and students also made a series of podcasts sharing their personal wellbeing tips. Paralympian medallist Kare Adenegan, talked about the importance of goals in maintaining positive mental health. After lockdown, all year groups had designated time to walk the 'mindful mile' around the school site, pausing at seven different reflection points to complete activities. A new mental health strategy has now been devised for 2021-22 to build on last year's successes.

In the wake of the murder of George Floyd, our students have been a central, and driving, part of the school's commitment to educate our community on issues of racial equality. They formed a Joint Working Party for Equality with Warwick School, led regular 'equality thought for the day' slots in assembly, interviewed departments and have suggested curriculum change. The most powerful messaging came during the question and answer forums where lived experiences of racism were bravely shared with the whole school.

Exploring other forms of equality, a new academic Universal Justice group has run form activities and the longer-established Hobbs Society chose ableism as their theme for visiting speakers in the Spring Term and LGBTQ+ in the Summer Term. Our first 'Pride Fair' took place in school diversity week raising over £400 for

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charity. We also promoted equality throughout the year by marking Black History Month, LGBT History Month and Women's History Month. More recently, the Equality Working Party led our two Foundation senior schools to reflect on the murder of Sarah Everard in the first-ever joint assembly and have spearheaded our 'Be Informed' campaign to address issues such as consent and street harassment.

Our pupils continue to excel across the board in their sports with both teams and individuals reaching county, regional and national levels. In the most recent season of competitive sport our U13 were cross country National Finalists, U18 Swimmers Warwick 100 Champions, U13 ISGA Gymnasts 4 Piece were placed 3rd place nationally, our U15 Waterpolo team reached national finals as did our Biathlon team. In addition, our teams won multiple county championships or were regional finalists across a range of age groups in hockey and netball. Individual students have been selected across many disciplines for regional and national training and to represent their country: for example, in Lawn Tennis Association Grade 2 National Championships, English Hockey U18, Senior England Rounders, National Cross Country, British Dressage, National Swimming relays, Waterpolo England Academy pathways, to name just a few.

During lockdown in January and February 2021 all Games lessons were taught virtually and live to the girls. Weekly challenges were set including climbing the equivalent of the Eiffel tower up sets of stairs every day for a week. In the Summer Term we enjoyed tennis, cricket and athletics fixtures as well as a full competitive Sports Day.

Drama has also continued to thrive. KS3 enjoyed three separate year group productions: Year 7 performed Fantastic Mr Fox; Year 8 put on The Tempest; and Year 9 produced Macbeth. The LAMDA department has continued to enjoy success with 170 students – there were 109 Distinctions and 21 Merits in external examinations.

There continues to be a broad variety of co-curricular activities with over 130 activities available each week. A new 2020 club was founded to support Year 7 students to settle in and find new friends. This was extremely successful and will be continued next year – with an Amicus Group.

Students set up a number of environment groups including Environment Action Today and the Wildlife Conservation and Sustainability Society, to raise awareness of local to national issues. A range of speakers presented remotely to both students and parents and the School was awarded the Eco-Schools Green Flag award. In April 2021, the Beekeeping Society was established and 62 students and 21 staff joined and a four hive apiary was created in the Woodland School. Students and staff built the hives and have tended the bees weekly and through the summer holidays of 2021. Our first honey extraction will take place in September 2021.

King's High students continued to raise money for local, national and international charities this year and raised £5,000 in spite of a lockdown through the Spring Term. They also collected over 140 shoeboxes for Teams 4 U and other harvest items for the local branch of the Trussell Trust. In addition, students collected hand cream for NHS workers.

Covid-19 meant that we were unable to visit Warwick Hospital or local nursing homes through last year. However, we continued our involvement by writing letters, poems and sending drawings and photographs to these organisations to lift the spirits of patients and residents. We held Zoom meetings with local nursing homes as well as telephoning older Alumnae to check on their wellbeing. 36 of our students followed the Skills for Justice Course as part of our Friday afternoon activity programme. All were successful in achieving the Level 2 Award in Creative Thoughtfulness.

The Autumn and Spring terms saw our outreach programme provide a diverse range of workshops from designing a new society and storytelling through music, to exploring languages, the great Art quiz, and cuddly conundrums.

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Warwick Preparatory School

The school has achieved great success in many areas during the course of 2020/21. Following the award of places to all girls in Year 6 at King's High, twenty-three scholarships and awards (academic, music, sport, art and drama) were made. Forty boys transferred successfully to Warwick Junior School from Year 2. The school has continued to be highly successful in increasing its roll during 2020/21 to 515 and the number of registrations for entry in 2021 and 2022 remains high.

In response to the COVID-19 pandemic, we once again used Microsoft Teams and Seesaw as the two main platforms for delivering lessons remotely during the second period of school closure. Staff worked incredibly hard to adapt these new technologies resulting in a virtual school which combined live sessions, videoed lessons and instant feedback to all the children from Nursery to Year 6.

In music, our Strings Project for Year 2 has again been hugely successful, showcased on this very stage this morning and continues to result in record numbers of children commencing individual instrumental lessons. In the Prep department, more girls than ever, 80%, receive weekly tuition in one or more instruments. Of the Associated Board examinations taken, there has been an increase to 65% of our girls being awarded a merit or distinction.

Despite the restrictions in place during the Autumn Term, we were able to mark and celebrate the usual array of events, including Remembrance, Children in Need and Christmas.

Adapted events included remote assemblies to enable our school community to continue to meet together, recordings of key events to share with parents and pupils, with concerts, Carol Services and productions being particular highlights. Our ever popular 'Weekend Workouts' saw parents and children rising to the challenges set by our Sports Department and Sports Captains.

We have grown in many ways, firstly in the form of our Forest School and Nursery Garden. In a short period of time these beautiful outdoor spaces have been transformed to become an integral part of our provision for the children in Early Years. Transformational opportunities have continued with the opening of our new Music School, including the opportunity for young organists to learn to play on the newly installed Lady Susi Jeans Organ.

During the last year, we benefited enormously from the changes made to our school campus and, in particular, our bespoke play spaces for all our children. Even with the restrictions in place, children have enjoyed the freedom to be more creative in their play and have enjoyed very happy playtimes.

Adapting, growing and changing are all key features of what we call 'Squirrel Spirit' at Warwick Prep; entering a further period of school closure in Spring 2021 required super-human reserves of our Squirrel Spirit and a most successful few weeks of academic excellence and co-curricular joy ensued.

One of our school aims is focused on Character with the aim of developing resilience and confidence. Whilst we did not plan this focus for the Summer Term, it is safe to say it has been a silver lining in the 'Covid Cloud.'

Year 6 children brought the Bridge House Theatre back to life with their fantastic production of 'Mulan.' After the theatre had been closed for fifteen long months, it was a privilege to provide the first performance on the

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boards to a live audience. Similarly, the Summer Concerts held in the last few weeks of the year in Warwick Hall not only enabled us to welcome parents back to events but provided a fitting showcase to share the creative music making that has continued through school closure and bubbling of our year groups. We were also thrilled to see the return of fixtures against other schools.

Children at Warwick Prep have continued to practice their instruments, kept fit and active in a myriad of different ways and generally kept everyone's spirits high. In addition, we are blessed with the most special community of adults at Warwick Prep: WPSA continued to run events in person and virtually for us all to enjoy, and continued with their phenomenal fundraising, ending the year by completing their pledge to raise £50,000 in celebration of their 50th year.

Warwick School

2020-21 was a second year of disruption and uncertainty that presented numerous challenges for our school community. None have felt these challenges more than those pupils in public examination years. Exams were off, then they were on again, before finally they were off and all grades were ultimately based upon teacher assessed grades. At both GCSE and A level Teacher assessed Grades (TAGs) were awarded based on a school policy derived following set guidance from OfQual, JCQ, and examination boards. Grades were evidence based and used in school assessments taken during a period between March and May, plus non-examined assessments, and other work completed under timed conditions. Where necessary, for example due to special circumstances, a holistic view of routine work was also a factor in the final grade awarded.

Despite the challenges, we are immensely proud of our Upper Sixth pupils and all they have achieved during their time at the Foundation schools. Overall, 80.1% of A level grades awarded at Warwick School were A*-A and 94.6% A*-B. A total of 116 pupils applied through the University and Colleges Admissions Service (UCAS), 106 of whom were successful in securing a place at their first-choice institution, a further 8 at their insurance choice, and 2 gained a place through clearing. We are incredibly pleased for all our Upper Sixth pupils, who have been an asset to their school and we wish them the best of luck for the next stage of their lives.

After a hugely challenging and unusual time, our Year 11 pupils demonstrated impressive resilience, flexibility and positivity. We saw just how hard they have studied throughout their time at Warwick School and were delighted that this was recognised in the grades awarded. Overall 84.9% of pupils were awarded A*/9/8 – A/7 and 95.5% A*/9/8-B/6. They are rightly proud of their achievements and are looking forward to beginning their choice of A-level programme.

Whilst many of our pupils were frustrated that they were denied the opportunity to sit their examinations, the robust school policy and the integrity of the process resulted in greater confidence in the TAGs awarded than evident in the previous year. Post-results there were a small number of requests for a breakdown of teacher assessed grades, there were however only four appeals at A-level – three were resolved at Stage 1 and one progressed to Stage 2 where the exam board upheld the grades awarded by the school.

Government guidance for schools from the DfE meant that the school year began with pupils in year group 'bubbles'. This measure had significant implications for the day-to-day running of the school. Heads of House worked hard to contact boys who were off-school ill, isolating or shielding to check on their wellbeing and verify that they knew how to access online learning. Heads of House called home on the first day that each boy was off-school and thereafter made weekly calls to check on wellbeing until the pupil

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returned to school. Out of necessity, year group form rooms were located in clusters in distinct areas of the school, rather than dispersed across the school in teachers' usual teaching rooms. House, Section and Whole School Assemblies continued as well as Chapel services. Initially all but Whole School Assemblies continued live, however they were broadcast on Teams when restrictions were tightened in the second half of term. Counselling support continued both in person, and via phone if required.

To minimise the disruption to teaching and learning, in years 10 and above, we began the Bring Your Own Device programme, originally scheduled for launch in September 2021, early. Pupils were able to work in virtual groups including those in the lesson and those isolating at home. One Note allows pupils to collaborate easily even when they are not physically together with the teacher being able to give feedback on this work. Hybrid teaching meant that boys who were isolating at home had equal access to high-quality education and live lessons. Using Bluetooth headsets, staff were able to teach from the front of the classroom, whilst maintaining contact with those at home. The use of Teams and One Note meant that the teachers could have instant access to the boys at home and give instant feedback. This meant that whole classes could effectively work together to achieve the same goals, despite being physically distant.

All co-curricular clubs and activities became single year group options. It is testament to the school's commitment to delivering a holistic and broad education that 114 clubs, 46 Friday Activities and 30 Academic Clinics were offered in the Michaelmas term and that over 500 pupils regularly attended the internal sporting programme offered to make up for the loss of competitive fixtures against other schools.

As well as the challenges presented by Covid 19 during the Michaelmas term Warwick School also had to contend with the tragic and sudden death of a member of the teaching staff, the much-loved Head of Mathematics, Bill Macro. In response to the Black Lives Matter protests in May and June, a working party of King's High School (KHS) and Warwick School pupils met regularly. The Warwick School boys gave a presentation to the Senior Management Team and also to Foundation Governors on the recommended next steps for fostering greater inclusion in our school community. Uju Asika, author of "Bringing Up Race: How to Raise a Kind Child in a Prejudiced World" was invited to give talks to all senior school pupils at Warwick School and King's High School and then to parents of pupils across the foundation.

The Lent Term began with another enforced period of school closure. The return to remote teaching went smoothly and the lessons learnt meant that the pupil experience was even better this time around and the harm done to pupil learning was kept to a minimum.

However, once again, school closure created wellbeing concerns and significant barriers to providing our usual level of pastoral care. Once we returned to school, boys were asked to complete a detailed pupil wellbeing survey. Over 800 students responded. The survey flagged areas of concern that Form Tutors and Heads of Section were able to discuss in one-to-one conversations with individual boys.

A new lockdown programme of virtual clubs and activities was created with a total of 87 Clubs and Ensembles, 43 Friday Activities, and 27 Academic Clinics delivered via Microsoft Teams. Highlights included Photography Club, History Dig School, An Introduction to Sikhism and Sikh cuisine, The Baker Street Irregulars, and Getting Ahead in Competitive Careers. During lockdown one-to-one instrumental lessons were delivered to over 700 boys remotely. There were also 44 different ensembles that held online rehearsals every week. Following the return to school in March the co-curricular programme reverted to year group bubbles.

In response to the protests following the murder of Sarah Everard, the Deputy Head Pastoral spoke in whole-school assemblies at Warwick School and at KHS on the issue and how any allegations would be dealt with. A working party of KHS and Warwick School pupils was set up. In the first meeting the group discussed the attitudes of the girls at KHS and the boys at Warwick School to the issues of sexism and misogyny and reaction to the whole-school assemblies on the issue. Subsequent meetings have focused on

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next steps, including a pupil-led assembly on how to be an active bystander, and greater collaboration between boys and girls in both schools of all age groups.

The return to face-to-face schooling for pupils for the summer term was very welcome following the enforced isolation from January to March. Although School remained different with pupils kept in year group bubbles and many extra-curricular activities curtailed as the term progressed there were numerous signs of a long-awaited return to normal. Pupils could socialise with their peers again which was extremely beneficial for their mental health and Form Tutors could see their tutees and monitor and affect their wellbeing.

The second half of the summer term saw the return of fixtures. This busy period saw the boys playing many cricket matches. Fifteen months after the last concert, live performances started again in June. We were able to put on a Summer Concert series consisting of eight-year group bubble concerts which gave 44 ensembles the chance to perform in front of a live audience. Two superb productions of Charlie and the Chocolate Factory, one for Year 8 and one for Year 9, were staged in the Bridge House Theatre. The Year 7 drama club produced a devised piece that explored the theme of Bravery. This was used as a curtain raiser for the main productions. Our first LAMDA examination day took place in May and of the 14 boys entered we achieved 3 merits and 11 distinctions. After half-term we were able to squeeze in Duke of Edinburgh expeditions at Bronze, Silver and Gold levels. This meant that nearly 200 boys were able to complete their qualifications.

2020-21 has been a second year of disruption but the school community has worked tirelessly to minimise the impact of this disturbance on the education of the young people in its care. This report is testimony to the fact despite the circumstances Warwick School has continued to educate in the broadest sense, delivering excellent results in public examinations but also providing superb pastoral support and a first-class programme of co-curricular activities.

Warwick Junior School

There was a real joy to see the school back open to all pupils in September 2020. Both staff and boys soon became accustomed to the changes school made as year group bubbles dictated the pattern of the day. When faced with challenges, the staff responded and found ingenious ways to make the most of situations. Until the summer term, it was disappointing that the boys could not take part in concerts or sports fixtures. However, there were many positives. Our games lessons and after school provision brought increased opportunity as boys were given greater choice of sporting activity. In the classroom, without the rehearsals, plays and concerts that punctuate the term, teachers and boys were able to focus more on core curriculum content. This enabled us to address the learning loss experienced by some pupils during the first lockdown.

When we were placed in lockdown in January, the staff responded with great professionalism to enhance our online provision. We increased the live content of our online timetable adding clubs and activities to our programme. Daily form time and sporting activities helped keep the boys engaged, connected and active. Whilst the online provision was a success, there was a real joy when the boys returned to school and we were finally able to restore many of the opportunities and events we all enjoy.

Earlier in the year all our Year 6 boys were given the opportunity to proceed to the Senior School. Following the entrance exams to the Senior School, we were delighted to hear that seven out of the top ten performing pupils came from the Junior School with six boys returning to the Senior School to take up scholarships.

Our boys again entered the Oxford University Bebras Challenge. This is a challenge encouraging computational thinking involving over 50 countries. One Year 6 boy was invited to the finals, achieving 13th

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place overall competing against pupils a year older. A further pupil achieved a Distinction with two additional Merits awarded.

In our end of year exams, the boys took a range of standardised tests to measure outcomes against scores achieved at the start of the year. We were delighted by the results. 94% of boys achieved expected or higher progress in English and maths with over 50% achieving higher or significantly higher scores than the start of the year. This was an outstanding result, particularly in a year when the school was placed in lockdown.

Whilst this has been a most challenging year for the Arts, our teachers deserve great credit for maintaining music, art and drama. Our music teachers kept the boys practising and working together throughout lockdown. The sessions online maintained interest and the boys contributed to a collection of lockdown music, the aptly named 'Bubble Sessions'. Once out of lockdown, staff and boys worked together to showcase their music to a live audience of parents in our Summer Concert.

In the coming year we are looking forward to re-establishing our links with the community. Once again, our Director of Junior Music will be supporting music in our local school. Frustratingly, the 'Come Sing' massed choir event we planned for local schools had to be cancelled as we approached lockdown. We very much hope similar events will take place in 2021-22.

Whilst our Year 4 and 6 boys were unable to perform to an audience in the Bridge House Theatre, both year groups were given the opportunity to perform a play in a week. Our Year 4 boys produced a wonderful version of Charlie and the Chocolate Factory. Our Year 6 pupils chose and then performed As You Like It. The quality of both productions was outstanding; we are very fortunate to have so many talented boys and staff. Earlier in the year we were fortunate to host the Young Shakespeare Company bringing their workshops and production of Macbeth.

The boys have been encouraged to maintain their interest in art throughout the year. The boys responded with great enthusiasm to the monthly challenges and competitions. The year ended with many boys entering the House art competition.

Once restrictions eased in the latter part of the summer term, our boys again enjoyed fixtures against local schools. Together with a traditional sports day, this brought the year to a far more satisfactory close. Earlier in the year, the boys had the opportunity to come in at the weekend to enjoy the very first Junior School aquathlon. This proved to be a huge success and is set to be repeated at the start of next year.

Whilst we were unable to take our boys on residential trips, we took our Year 5 and Year 6 boys on adventurous day trips. Our Year 5 boys spent a day at Top Adventure in Worcestershire enjoying laser tag, archery, climbing and water-based activities. Our Year 6 boys spent their penultimate day in school at Aztec Adventure, a water park near Droitwich. Given the uncertainty surrounding residential trips, this model is likely to be repeated in the year to come.

The Warwick Junior School Diploma, now in its third year, helps underpin and encourage boys to take part in all aspects of school life. Bronze, Silver, Gold and Platinum Awards are presented to boys who provide evidence of participation and commitment in four key areas of school life: Aiming for Higher Things, Exploring the Arts, Getting Active and Serving Our Community. Pupils provide evidence of engagement in all four areas earning credits towards fulfilling the criteria at each level. Pupils continued to work towards these whilst in lockdown. Boys achieving Gold and Platinum received their awards at Speech Day.

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The Kingsley School

The Kingsley School has been through an exciting period of development. On 10th March 2021 we joined the Warwick Independent Schools Foundation to become the fifth school that is part of that charity. This partnership promises to add great value to both The Kingsley School and to the Foundation in terms of collaboration and development opportunities. A new Headteacher was appointed in July 2021, Mr James Mercer-Kelly, who took over from the Acting Head in January 2022.

Academic results were strong in August 2021. At A-level, students achieved 37% A* grades, 68% A*-A grades, 97% A*-C grades and 100% pass rate. There was good performance at GCSE too with 18% of grades at 9, 35% of grades at 9-8, 52% at grades 9-7 and 99% at grades 9-4. Destinations of Year 13 students leaving Kingsley included Modern Languages and Culture, History, Music, and Psychology at Durham, Politics at Bristol, History, Philosophy and Economics, and Music at Edinburgh, English Literature at Warwick, and an apprenticeship in quantity surveying.

A breadth of academic supra-curricular activities took place; Sixth Form Politics students took part in live Q&A with Baroness Pitkeathy, Deputy Speaker of the House, member of the Labour Party and House of Lords, and students across the school jointly celebrated British Science Week and International Women's Day by recognising female role models in science.

Pupils celebrated World Book Day with activities, poems and photographs, and the school was involved in 'Foundation Stones' project for National Holocaust Memorial, with students across the school painting stones for commemorative project.

We are proud of our Careers Education for pupils, which took the form of a range of events including participation in a virtual careers' fair during National Careers Week, working with Kingsley alumnae to hold a 'Guess My Job' careers event for Years 7 to 8, and a 'Moving On Week' for Year 13s which included workshops and seminars on preparation for life after Kingsley.

Kingsley School prides itself on offering opportunities beyond the traditional classroom curriculum. A new Enrichment Programme launched in September 2020 continue to grow, despite the limitations of Covid bubbles which hampered mixing of year groups. Over 60 clubs were offered to pupils across the Prep, Senior and Sixth Form, which a choice of academic, wellbeing and fitness, creative, STEM and performing arts sessions.

Co-curricular opportunities for pupils resumed in summer 2021, with performing arts, adventurous activities and sports taking place. Musical highlights included the Senior School Choir performing at the Royal Albert Hall with Armonico Consort on Thursday 22nd July as well as two virtual concerts. Year 6 and KS3 pupils experienced drama through acting in and watching performances of Shakespeare, with the term culminated in a Celebration of the Arts Festival took place on Saturday 3rd July. The school's equestrian and ski squads started up again with participation in events, and the ever popular Duke of Edinburgh expeditions also resumed, much to the delight of our students.

A co-curricular highlight is the school's participation in the Round Square network of international schools. In summer 2021 this provided opportunities for pupils to attend a virtual conference on sustainable cities hosted by UWC Singapore, and another on tourist attractions hosted by St Constantine's International School in

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Tanzania. Kingsley pupils were involved in presenting ideas at seminars and participating in activities run by the other international students.

In March 2021 the Kingsley School was awarded the prestigious Wellbeing Award for Schools. Following a successful assessment and application this award recognised the excellent level of pastoral support and provision within the school, opportunities for student voices to be heard, and the approachable staff team.

There was continued activity and engagement with equality, diversity and inclusion issues with a full programme of events during the school's Diversity Week, including specific assemblies celebrating difference and on not being a bystander to prejudice. A pupil diversity and inclusion group was set up that meets weekly as well in summer 2021.

Whilst many of the normal charitable activities were limited by covid restriction, the school enjoyed participating in the Comic relief fund raising 'share a smile' initiative for Red Nose Day in March 2021. The school community came together in other ways, for example at the Virtual Prize Giving event in July and to contribute towards the Duke of Edinburgh memories website following the death of HRH Prince Philip.

The Kingsley School continued to run admissions events subject to Covid guidance with virtual open days and taster mornings. The school was shortlisted for Marketing Award in Independent School Parent School of the Year Awards 2021 in recognition of its creative and dynamic publicity.

Collaboration

The Foundation remains committed to single sex education from ages 7-18. Having said that, Project One Campus provides a unique opportunity to collaborate in order to provide pupils with the 'best of both worlds'.

Key areas where collaboration has been taking place during the year include:

- Our partnership with the Orchestra of the Swan. A local professional orchestra with a reputation for innovative programming with younger musicians. Thereby fulfilling our strategic aim to develop a national reputation in the Arts.
- Working in partnership with Warwick - A Singing Town, to promote a positive and exciting project for all residents to celebrate the joy of singing.
- Major productions from Warwick School and King's High included Charlie and the Chocolate Factory, Everyman, The Cagebirds and Dogg's Hamlet.
- Friday Afternoon Activities Programme
- Oxbridge preparation and interview programme
- Sprint Finish revision programme
- Open invitations to Sixth Form academic society meetings in respective schools
- Drama and Music staging many joint events and running of the Saturday morning drama club

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Financial Review and Results for the Year

The Foundation achieved an investment surplus (the widely recognised and benchmarked performance measure in the sector) for the year of £8.417m (2019/20: £1.735m). The major increase is due to the donation of £4.5m resulting from the merger with The Kingsley School. The finance cost in respect of the derivative has been excluded from the calculation of this benchmark. Owing to the accounting adjustment required in relation to the FRS102 for the pension valuation, the net movement in funds for the year is £8.766m (2019/20: minus £1.898m).

Governors strive to ensure that fee increases are maintained at the lowest possible level, whilst mindful of the importance of generating sufficient returns for the development of facilities to ensure the continuous improvement of teaching and learning in the Foundation schools.

The Foundation is grateful to the Trustees of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick, for income provided exclusively for funding means tested bursaries to pupils residing within the town of Warwick and other educational activities with local schools, and also to the Trustees of Old Warwickian Trust for income provided exclusively for bursaries to pupils attending Warwick School.

The trading subsidiary (Warwick Schools Enterprises Ltd – WSEL) suspended hiring out the Foundation's facilities for most of the year, as Covid-19 naturally has had an impact on opportunities to generate additional income. It contributed £Nil (2019/20: £Nil) to the investment surplus.

Reserves

Largely as a result of the continued capital spend on Project One Campus during the year, the Foundation's Free Reserves at 31 August 2021 were in deficit by £23.158m, with unrestricted and designated funds standing at £69.819m at the end of the year. Unrestricted funds were made up of £76.674m representing funds deployed as part of the Schools' premises and £16.876m as Bursary Funds, with the balancing minus £573k being within the subsidiary company. Restricted funds were £1.997m at the end of the year. The Foundation's share of the Local Government Pension Fund deficit is shown in the Balance Sheet and at 31 August 2021, this deficit stood at £5.599m (2019/20: £5.853m).

The Directors are satisfied that the Schools' operating cash flows and external finance facilities are sufficient to meet the Schools day-to-day working capital requirements.

Investment Policy and Objectives

Under the Charity's Articles of Association, the Trustees have powers to invest in such securities or property as they may think fit, subject to the appropriate legal considerations. In practice, the Board of Governors has delegated responsibility to the Finance and Regulatory Committee to make such decisions on its behalf. The Finance and Regulatory Committee in turn appoints an investment manager to oversee funds under investment.

The Board's investment objectives remain to achieve, over the long term, an annual income yield of 3%, with 3% capital growth, within a medium risk profile.

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As at 31 August 2021, the Foundation had a total of £15.473m invested for the long term with an investment objective of achieving a balance of income and capital growth. In the year to 31 August 2021, the total return generated by the Foundation's main portfolio was +21.8% compared with +17.99% for the agreed benchmark.

Fundraising Performance

New fundraising activity was largely placed on hold due to the challenges of the Covid-19 pandemic and furlough of most Development Office staff. The One Campus Plus capital campaign was concluded without reaching its target and the Governors and senior leadership started a new review into capital development priorities for the future. Stewardship of donors continued, with income being received for capital developments and the Bursary Fund. A telephone fundraising appeal was held in July 2021, jointly between King's High School and Warwick School, employing recent leavers to call alumni for support of the Bursary Fund.

Risk Management

The Board of Governors is responsible for the management of the risks faced by the Company. Risks are assessed and controls established throughout the year. A formal review of the Company's risk management processes is undertaken by the Finance & Regulatory Committee on an annual basis.

The key controls used by the Company include:

- formal agendas for all Committee and Board activity;
- detailed Terms of Reference for each Committee;
- comprehensive strategic planning, budgeting and management accounting;
- established organisational structure and lines of reporting;
- formal written policies;
- clear authorisation and approval levels; and
- vetting procedures as required by law for the protection of the vulnerable.

The most significant risks considered during the year were as follows:

| <i>Risk</i> | <i>Mitigation</i> |
|--|--|
| a) fee affordability and increased competition from other local schools, leading to a potential fall in student numbers and/or demand for places | Robust budgeting, tight cost controls and strong marketing presence to ensure continued growth or at least static position of pupil roll. Strong academic performance. |
| b) diminishing investment returns applying pressure to supported places | A balanced portfolio through a respected and trusted investment partner. Regular reviews. |
| c) the increasing and unpredictable cost of the final salary pension scheme for support staff | Retention of actuarial advisors to control and negotiate proposed triennial increases. Scheme closed to new entrants in 2015. |
| d) the financing of a significant major building project costing, now completed. | Regular briefing reports to Governors at termly Finance & Regulatory Committee. |
| e) the risk of a major attack on our IT systems | There are a range of mitigation in place, network security, malware prevention, removable media controls, secure configuration of devices and |

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| <i>Risk</i> | <i>Mitigation</i> |
|--|---|
| | software, managing user privileges, multi factor authentication, incident management and monitoring, user education and awareness and cyber security risk management. |
| f) the continuing financial pressure being applied through central government policy, via pensions, teacher pay and the threat of loss of charitable business rate relief – of particular concern is recent central Government policy around teachers' pensions, with an imposed uplift of around 43% for the 2019/20 budget | Long-term financial planning in the form of a 10-year cash-flow, including horizon scanning for central government cost increases and the impact on price and demand for places. Membership of GSA and HMC. |
| g) pandemic affecting school finances and fee affordability | Debtors constantly reviewed and procedures followed. All costs reviewed as mitigation. |
| h) pandemic affecting schools opening and international travel for school trips | Specific pandemic risk assessment map looking at potential impact on fee income and reputation, Communicable Disease Policy in place and currently under review, promotion of good hygiene practices within School at all times, advice to parents and staff about managing sickness, development of remote learning package in case of schools closure, development of detailed H&S risk assessment in case of re-opening with additional operational restrictions required, ensuring robust supply lines of PPE/hygiene products. |

Through the risk management processes established for the Schools, the Governors are satisfied that the major risks identified have been adequately managed, with further mitigation applied to each of the key risks. However, it is recognised that systems can only provide reasonable but not absolute assurance that major risks have been adequately managed.

Future Plans

'Project One Campus' was the core element of the Foundation's Vision 2020 strategy, a five-year plan published in 2015. Whilst acknowledging the magnitude of decisions taken in recent years, Governors and the Executive recognise that facilities are merely the beginning of the delivery of the opportunities for further excellence promised by the relocation. In 2021 the Governors began the development of the Strategy 2025 document, featuring a strong emphasis on the core objective of the Charity, the education of pupils, seeking to consolidate the changes already made and ensure continuing success now that our schools share a site. Financial stability remains a given, but the focus of the new strategy will be on educational outcomes in a rapidly changing world, bearing in mind the adjustments required for political, economic, sociological and perhaps most importantly, technological advancements.

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Section 172(1) statement

The Trustees have acted in accordance with their duties codified in law, which include their duty to act in the way in which they consider, in good faith, would be most likely to promote the success of the Foundation for the benefit of its members as a whole, having regard to the stakeholders and matters set out in section 172(1) of the Companies Act 2006.

In discharging their duties above, the Trustees carefully consider, amongst other matters, the impact on and interest of other stakeholders in the Foundation and factor these into their decision-making process.

Pupils

All our pupils benefit from the Foundation schools' outstanding academic, pastoral, and co-curricular provision. Pupils are actively encouraged to offer suggestions on developing their school experience, for example through School Council or Pupil Voice committees. The voice of pupils is always actively considered in decision-making processes.

The pupil-centric focus continued during the Government-mandated closure and the move to remote learning, recognising the challenges faced by pupils during lockdown. More information as to how this was introduced and developed during the year is included by School under the 'Review of Achievements and Performance for the Year'.

Employees

The Foundation recognises that the qualities, skills and commitment of its employees play a major role in the Foundation's success. More information as to how the Foundation ensures the interests of employees are considered is outlined in the Employment Policy on page 6.

Parents

The Foundation embraces engagement with parents, through both formal and informal means. For example, that may be via formal feedback events on pupil progress, or through parents' association events. Surveys are also undertaken to support strategic developments. Most recently, owing to the COVID-19 pandemic, means of communication have transferred to 'virtual' methods, for example through parents events via Microsoft Teams. Feedback from parents has also enabled the development of the online learning provision.

Community

The Foundation is proud of its place in the local community and more information about the engagement and partnership activities that have taken place are outlined under 'Public Benefit Aims and Intended Impact' on pages 9 and 10. The Foundation endeavours wherever possible to enable local schools and sports clubs to benefit from its academic and co-curricular facilities.

Central to Strategy 2025 we appointed a Foundation Principal with effect from 1st September 2020. As well as creating a single point of executive accountability to the board and a focus on strategic opportunities, this role will also release the individual Heads to focus more on the individual Schools under their stewardship.

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UK greenhouse gas emissions and energy use data from 1 September 2020 to 31 August 2021

The increase in energy use year on year is attributed to the inclusion of The Kingsley School part way through the year and the prior year being affected by Covid-19 building closures.

We took the following measures during the year to improve energy efficiency:

- Energy recovery devices were incorporated into mechanical ventilation systems.
- Refurbishment works included more energy efficient designs for upgrades and replacements.
- Regular service program so that the plant is well maintained and not overworked.

| Type of emission | Activity | 2020-21 | 2020-21 | 2020-21 |
|---------------------------------------|--------------------------|-------------------|--------------------|-------------|
| | | kWh | tCO ₂ e | % of total |
| Scope 1 | Natural Gas | 7,878,122 | 1,453 | 72% |
| | Transport (Minibus) | 94,174 | 26 | 1% |
| | Sub Total | 7,972,296 | 1,479 | 73% |
| Scope 2 | Electricity (Imported) | 2,304,284 | 537 | 27% |
| | Electricity (Generation) | 78,000 | - | 0% |
| | Sub Total | 2,382,284 | 537 | 27% |
| Total Gross emissions | | 10,354,580 | 2,016 | 100% |
| Intensity metric: | | | | |
| Number of pupils | | 2,835 | | |
| Tonnes of CO ₂ e per pupil | | 0.71 | | |

| Type of emission | Activity | 2019-20 | 2019-20 | 2019-20 |
|---------------------------------------|--------------------------|------------------|--------------------|-------------|
| | | kWh | tCO ₂ e | % of total |
| Scope 1 | Natural Gas | 5,538,098 | 1,018 | 65% |
| | Transport (Minibus) | 174,000 | 42 | 3% |
| | Sub Total | 5,712,098 | 1,060 | 68% |
| Scope 2 | Electricity (Imported) | 2,160,202 | 504 | 32% |
| | Electricity (Generation) | 78,735 | - | 0% |
| | Sub Total | 2,238,937 | 504 | 32% |
| Total Gross emissions | | 7,951,036 | 1,564 | 100% |
| Intensity metric: | | | | |
| Number of pupils | | 2,440 | | |
| Tonnes of CO ₂ e per pupil | | 0.64 | | |

Energy usage is calculated with reference to gas and electricity meter readings.

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COMPANY NUMBER: 04252305

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards) and applicable law.

Under Company Law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Charity and the Group and of the surplus or deficit of the Group for that year. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable Company will continue in business.


The Directors are responsible for ensuring that adequate accounting records are maintained that are sufficient to show and explain the Charity's and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Charity and the Group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and the Group and ensuring their proper application in accordance with Charity Law, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

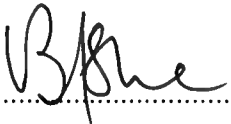
So far as each of the Directors is aware, at the time this report is approved:

- there is no relevant audit information of which the Company's auditors are unaware;
- the Directors have taken all steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

This report, incorporating the Strategic Report, was approved by the Trustees as Directors of Warwick Independent Schools Foundation.

Approved by the Board of Directors of Warwick Independent Schools Foundation on 1 April 2022 and signed on its behalf by:

 DIRECTOR SALLY AUSTIN
(print name)

 DIRECTOR MARIE-BERNADETTE ASHE
(print name)

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

Opinion

We have audited the financial statements of Warwick Independent Schools Foundation ('the charitable company') and its subsidiary ('the group') for the year ended 31 August 2021 which comprise Consolidated Statement of Financial Activities, Charity and Consolidated Balance Sheets, Consolidated Cash Flow Statement and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the charitable company's affairs as at 31 August 2021 and of the group's income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or the group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit

- the information given in the trustees' report, which includes the directors' report and the strategic report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report included within the trustees' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report included within the trustees' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement [set out on page ...], the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

the basis of these financial statements.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006, taxation legislation, together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud. The laws and regulations we considered in this context for the UK operations were The Education (Independent School Standards) Regulations 2014.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be with the completeness and accuracy of non-fee income, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Audit & Risk Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, designing audit procedures over income and capital projects, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission, Independent Schools Inspectorate, Ofsted and reading minutes of meetings of those charged with governance.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body and the charitable company's trustees as a body, for our audit work, for this report, or for the opinions we have formed.



Guy Biggin
Senior Statutory Auditor
for and on behalf of
CROWE U.K. LLP
Chartered Accountants and Statutory Auditors

Crowe U.K. LLP
4th Floor
St James House
St James Square
Cheltenham
GL50 3PR

Dated: 22 April 2022

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME & EXPENDITURE ACCOUNT) FOR THE YEAR ENDED 31 AUGUST 2021

| | Notes | Unrestricted Funds | | Restricted Funds | Endowed Funds | Total Funds | Total Funds |
|---|-------|--------------------|--------------|------------------|---------------|---------------|---------------|
| | | Schools | Other | | | 31 Aug 2021 | 31 Aug 2020 |
| | | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | | |
| Donations | | 3 | - | 900 | - | 903 | 1,161 |
| Charitable Activities | | | | | | | |
| • School fees | 2 | 33,566 | - | - | - | 33,566 | 28,680 |
| • Other income | 3 | 2,778 | - | - | - | 2,778 | 3,886 |
| Other Trading Activities | | | | | | | |
| • Trading turnover: WSEL | 4 | - | 40 | - | - | 40 | 467 |
| Investment Income | 5 | - | 372 | - | - | 372 | 397 |
| Merger Donation | 6 | 4,505 | - | 38 | - | 4,543 | - |
| Total Income | | 40,852 | 412 | 938 | - | 42,202 | 34,591 |
| EXPENDITURE ON: | | | | | | | |
| Raising Funds | | | | | | | |
| • Cost of Development Office | | 298 | - | - | - | 298 | 369 |
| • Cost of trading activities: WSEL | | - | 332 | - | - | 332 | 599 |
| • Other activities | | - | 36 | - | - | 36 | 44 |
| Charitable Activities | | | | | | | |
| • Schools and grant-making | 8 | 35,173 | 3 | 737 | 27 | 35,940 | 34,547 |
| Total Expenditure | | 35,471 | 371 | 737 | 27 | 36,606 | 35,559 |
| Net gains/(losses) on investments | | - | 2,729 | 3 | - | 2,732 | -330 |
| Net income/(expenditure) | | 5,381 | 2,770 | 204 | -27 | 8,328 | -1,298 |
| Transfers between funds | 16 | -5,381 | 5,381 | - | - | - | - |
| Pension Scheme actuarial gain/(loss) | 21 | | 438 | - | - | 438 | -600 |
| NET MOVEMENT IN FUNDS | | | 8,589 | 204 | -27 | 8,766 | -1,898 |
| Balance brought forward at 1 September 2020 | | | 56,048 | 1,793 | 2,789 | 60,630 | 62,528 |
| FUND BALANCES at 31 August 2021 | | 64,637 | 1,997 | 2,762 | 69,396 | 60,630 | |

All activities relate to continuing operations.

The notes on pages 33 to 55 form part of these accounts.

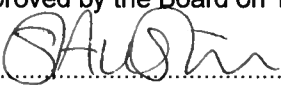
WARWICK INDEPENDENT SCHOOLS FOUNDATION


COMPANY NUMBER: 04252305

CHARITY AND CONSOLIDATED BALANCE SHEET AT 31 AUGUST 2021

| | Notes | Group | | Charity | |
|--|-------|-------------------------|-------------------------|-------------------------|-------------------------|
| | | 31 Aug 2021 £'000 | 31 Aug 2020 £'000 | 31 Aug 2021 £'000 | 31 Aug 2020 £'000 |
| FIXED ASSETS | | | | | |
| Tangible assets | 9 | 78,353 | 76,106 | 78,107 | 75,811 |
| Investments | 10 | 19,477 | 15,546 | 19,477 | 15,546 |
| | | <u>97,830</u> | <u>91,652</u> | <u>97,584</u> | <u>91,357</u> |
| CURRENT ASSETS | | | | | |
| Stock | 11 | 8 | 12 | 5 | 5 |
| Debtors | 12 | 1,489 | 2,045 | 2,397 | 2,620 |
| Cash at bank and in hand | | 3,892 | 1,666 | 3,788 | 1,617 |
| | | <u>5,389</u> | <u>3,723</u> | <u>6,190</u> | <u>4,242</u> |
| CREDITORS: due within one year | 13 | <u>-7,182</u> | <u>-7,170</u> | <u>-7,164</u> | <u>-7,135</u> |
| NET CURRENT ASSETS | | <u>-1,793</u> | <u>-3,447</u> | <u>-974</u> | <u>-2,893</u> |
| TOTAL NET ASSETS before pension deficit | | <u>96,037</u> | <u>88,205</u> | <u>96,610</u> | <u>88,464</u> |
| CREDITORS: due after more than one year | 13 | -21,042 | -21,722 | -21,042 | -21,722 |
| Pension Scheme funding deficit | 21 | <u>-5,599</u> | <u>-5,853</u> | <u>-5,599</u> | <u>-5,853</u> |
| TOTAL NET ASSETS | 16 | <u>69,396</u> | <u>60,630</u> | <u>69,969</u> | <u>60,889</u> |
| ENDOWED FUNDS | 16(a) | 2,762 | 2,789 | 2,762 | 2,789 |
| RESTRICTED FUNDS | 16(b) | 1,997 | 1,793 | 1,997 | 1,793 |
| UNRESTRICTED FUNDS | | | | | |
| Designated & general funds | 16(c) | 69,819 | 62,390 | 70,392 | 62,649 |
| Revaluation Reserve | 16(c) | 1,458 | 1,233 | 1,458 | 1,233 |
| Pension Reserve (Deficit) | 21 | -5,599 | -5,853 | -5,599 | -5,853 |
| Derivative Reserve | | -1,041 | -1,722 | -1,041 | -1,722 |
| Net Unrestricted Funds | | <u>64,637</u> | <u>56,048</u> | <u>65,210</u> | <u>56,307</u> |
| TOTAL FUNDS | | <u>69,396</u> | <u>60,630</u> | <u>69,969</u> | <u>60,889</u> |

Approved by the Board on 1 April 2022 and signed on its behalf by:

 DIRECTOR SALLY AUSTIN
 (print name)

 DIRECTOR MARIE-BERNADETTE ASHE
 (print name)

The notes on pages 33 to 55 form part of these accounts.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 AUGUST 2021

| | Notes | 2021 | 2020 |
|--|-------|---------------|---------------|
| | | £'000 | £'000 |
| CASH FLOWS FROM OPERATING ACTIVITIES | 22 | 8,731 | 473 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Investment income & bank interest | | 372 | 397 |
| Other interest paid | | -609 | -566 |
| Purchase of property, plant and equipment | | -1,118 | -7,328 |
| Proceeds from sale of tangible fixed assets | | 4 | 25 |
| Proceeds from sale of investment property | | 290 | - |
| Purchase of investments | | -906 | -3,502 |
| Proceeds from sale of investments | | 931 | 3,254 |
| (Increase)/decrease in bank deposits | | -174 | 1,174 |
| Charitable gift from The Kingsley School | | -5,295 | - |
| NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES | | <u>-6,505</u> | <u>-6,546</u> |
| CHANGE IN CASH & CASH EQUIVALENTS IN THE REPORTING PERIOD | | <u>2,226</u> | <u>-6,073</u> |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE REPORTING PERIOD | | 1,666 | 7,739 |
| CASH IN HAND | | 3,892 | 1,666 |
| NOTICE DEPOSITS | | - | - |
| CASH AND CASH EQUIVALENTS AT THE END OF THE REPORTING PERIOD | | <u>3,892</u> | <u>1,666</u> |

Note: Charity Law requires separate administration of the cash flow of endowed and other restricted funds of the Charity. This constraint has not adversely affected Group cash flows as stated above.

The notes on pages 26 to 45 form part of these accounts.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

1. Statement of Accounting Policies

(a) Charity Status

Warwick Independent Schools Foundation is a Charitable Company limited by guarantee (registered number 04252305), which is registered in England & Wales. Its Charity registration number is 1088057. The registered office and principal place of business is Warwick School, Myton Road, Warwick, CV34 6PP.

Its principal activity is the provision of day and boarding schooling.

(b) Basis of Accounting

The financial statements have been prepared under the historical cost convention with the exception of investments which are included at market value. The financial statements have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Companies Act 2006 and the Statement of Recommended Practice (SORP 2015) 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 2015. The date of transition to FRS 102 was 1 September 2014. Warwick Independent Schools Foundation meets the definition of a public benefit entity under FRS 102.

The functional currency of the Charity is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

The accounts present the consolidated statement of financial activities (SOFA) and the Charity consolidated balance sheets comprising the consolidation of the Charity and the Company and its wholly owned subsidiary Warwick Schools Enterprises Limited (Company no: 03617592). The results of the subsidiary are consolidated on a line by line basis.

The Charity became the Corporate Trustee of the Trust on 29 August 2001 and the accounts, therefore, include the Trust as a subsidiary Charity for the accounting period commencing 1 September 2001.

Under the Charity Commission Scheme of 29 August 2001 all trust funds other than the Trust's permanent endowment of the Schools land were transferred to the new Charity known as Warwick Independent Schools Foundation, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

No separate SOFA has been presented for the Charity alone as permitted by section 408 of the Companies Act 2006 and paragraph 397 of the SORP.

The Charity has taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

(c) Going Concern

Having reviewed the funding facilities available to the Schools together with the expected ongoing demand for places and the Schools' future projected cash flows, the Governors have a reasonable expectation that the School has adequate resources to continue its activities for the foreseeable future and consider that there were no material uncertainties over the Charity's financial viability. Accordingly, they continue to adopt the going concern basis in preparing the financial statements as outlined in the Statement of Directors' Responsibilities on page 25.

(d) Basis of Consolidation

The financial statements consolidate the accounts of Warwick Independent Schools Foundation and its subsidiary Warwick Schools Enterprises Limited.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

The Charity has taken advantage of the exemption contained within Section 408 of the Companies Act 2006 not to present its own Income and Expenditure Account. The surplus for the year dealt with in the accounts of the Charity was £9,079,709 (2020: £-1,645,420).

(e) Charitable Income and Donations

Voluntary incoming resources including legacies are accounted for as and when entitlement arises, the amount can be reliably quantified and the economic benefit to the Charity is considered probable. Charitable income and donations received for the general purposes of the Charity are credited to "other unrestricted funds" to distinguish them from direct school income. Grants given for specific purposes are treated as income in the year of receipt and are taken to "restricted funds". Unspent restricted income is included under restricted funds as it is fully committed. Income received from the charities of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick is accounted for on a receivable basis.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

Investment income is recognised when receivable.

(f) Fees and Similar Income

Fees receivable and charges for services and use of premises are accounted for in the year in which the service is provided. Fees receivable include contributions received from Restricted Funds for Bursaries and Awards. Trading income is exclusive of Value Added Tax and trade discounts.

(g) Resources Expended

Resources expended are accounted for on an accruals basis. Certain expenditure is apportioned to cost categories based on the estimated amount attributable to that activity in the year. Teaching, welfare and premises costs are derived from activities classified in cost departments that are directly for the pupils' benefit. Support costs consist of the administration costs of running the Schools, Marketing & Recruitment costs for the Schools and expenditure in relation to school expeditions. Governance costs comprise the costs of running the Charity (including strategic planning for its future development), external audit, legal advice for the Governors and all costs of complying with statutory requirements. Liabilities are recognised when they can be measured reliably and there is a legal or constructive obligation committing the Charity to the expenditure.

Termination payments are accounted for as soon as the Schools are aware of the obligations to make payments.

(h) Operating Leases

Rentals payable are charged on a time basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

(i) Pension Schemes

The Schools participate in a multi-employer pension scheme, the Government's Teachers Pension Defined Benefits Scheme (TPS), for their teaching staff. The pension liability is the responsibility of the Teachers' Pension Scheme. As a result, it is not possible to identify the assets and liabilities of the scheme that are attributable to the Schools. Accordingly, under FRS 102 the scheme is accounted for as if it were a defined contributions scheme.

The Charity also participates in a multi-employer pension scheme, the Local Government Pension Scheme (LGPS), for its non-teaching staff, which is administered by Warwickshire County Council. The Charity is able

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

to identify its share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis. Accordingly, the scheme is treated as a defined benefit scheme under FRS 102. The scheme is being accounted for under FRS 102, with the annually calculated notional surplus or deficit on the funding of the Scheme shown in the accounts as a designated fund entitled "Pensions Reserve", which is deducted from Unrestricted Funds in the balance sheet.

The Charity auto-enrols employees into the National Employment Savings Trust (NEST), an independently run defined contribution scheme.

The Kingsley School also contributes to defined contribution pension schemes for non-teaching staff. The assets of the schemes are held separately from those of the School in independently administered funds. Payments to the scheme are charged as an expense as they fall due.

Pension costs form part of staff costs and are allocated directly across activities and between restricted and unrestricted funds on the basis of time spent.

(j) School Buildings and Equipment

Capitalisation and Replacement

The original land and buildings endowed to the Schools together with all subsequent additions recorded by the Trust were professionally re-valued as at 31 August 2001. On 1 September 2001, all land and buildings, other than the original endowed property, were transferred to the Charity. In these accounts these transfers are treated as being at cost to the Charity. The Charity is also responsible for keeping the original building in fit and useful condition and these costs are written off as incurred. Buildings improvements and extensions and furniture and equipment costing more than £5,000 individually are capitalised and carried in the balance sheet at historical cost.

The fixed assets brought in from The Kingsley School as a gift, were brought in at fair value (note 6).

Depreciation

Depreciation is calculated on a straight line basis to write off the cost, less estimated residual value of fixed assets, over their estimated useful economic lives. These rates are currently as follows:

| | |
|-----------------------------------|---------------|
| • Buildings | 20 - 50 years |
| • Sports constructions | 20 - 25 years |
| • Furniture, fixtures & equipment | 3 - 10 years |
| • Motor vehicles | 4 years |

No depreciation is charged on freehold land or assets under the course of construction. Depreciation is charged when assets become in use.

(k) Investments

Investments, which include listed investments and investment properties, are stated at market value.

Investment properties are valued every five years and reviewed for impairment annually.

Unit trust investments are stated at mid-market price.

Realised gains and losses on investments, calculated as the difference between the sale proceeds and their market value at the start of the year, or subsequent cost, are credited or charged to the SOFA in the year of gain or loss.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

Unrealised gains and losses representing the movement in market values during the year are credited or charged to the SOFA in the year of gain or loss.

(l) Stock

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks.

(m) Liquid Resources

The Charity includes fixed term deposits of less than one year as liquid resources.

(n) Debtors

Trade and other debtors are recognised at the settlement amount after any trade discount offered.

(o) Creditors

Creditors and provisions are recognised where the Charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

(p) Financial Instruments

Basic financial instruments are initially measured at transaction value and subsequently measured at amortised cost with the exception of investments which are held at market value. Financial assets held at amortised cost comprise cash at bank and in hand, together with all debtors other than prepayments. A specific provision is made for any debts for which recoverability is in doubt.

Financial liabilities held at amortised cost comprise all creditors except social security and other taxes and fees received in advance.

Derivatives, including interest rate swaps, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the Statement of Financial Activities within finance costs. Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

(q) Fund Accounting

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of the general objects of the Charity. Unrestricted funds are identified as either Designated Funds or General Funds. Designated Funds represent funds that the Trustees have set aside for defined purposes. Certain elements of the Designated Bursary Funds are subject to restrictions set out in the Memorandum and Articles of Association. Each Designated Fund is disclosed separately in the notes to the financial statements. There is a commitment to use these monies in future years, as designated. General Funds represent accumulated surpluses/deficits to date, after transfers to Designated Funds.

Restricted Funds are funds subject to specific restrictions imposed by the donors.

The Endowment Funds are permanent endowment funds, i.e. the donors have stated that the funds are to be held as capital.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

(r) Significant Accounting Estimates and Judgements

The Charity makes estimates and assumptions concerning the future. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

The present value of the Local Government Pension Scheme defined benefit liability depends on a number of factors that are determined on an actuarial basis using a variety of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions, which are disclosed in note 21, will impact the carrying amount of the pension liability. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2016 has been used by the actuary in valuing the pensions liability at 31 August 2021. Any differences between the figures derived from the roll forward approach and a full actuarial valuation would impact on the carrying amount of the pension liability.

2. **Fees Receivable**

| | 2021 | 2020 |
|---------------------------------|---------------|---------------|
| | £'000 | £'000 |
| Fees | 37,164 | 33,643 |
| Less Teachers Fee Remission | -1,008 | -779 |
| Less Scholarships and Bursaries | -2,185 | -2,107 |
| Less Fee Discount | -405 | -2,077 |
| | <u>33,566</u> | <u>28,680</u> |

3. **Other Income**

| | 2021 | 2020 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Charitable Activities | | |
| Other educational charitable activities | | |
| • Entrance and registration fees | 56 | 53 |
| • Music tuition fees | 786 | 551 |
| • Holiday Action and Swim School | 264 | 256 |
| • Other | 995 | 863 |
| | <u>2,101</u> | <u>1,723</u> |
| Other ancillary activities | | |
| • Insurance income | 10 | 35 |
| • Excursions | 48 | 416 |
| • Grant income | 619 | 1,712 |
| | <u>2,778</u> | <u>3,886</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

4. Income from Subsidiary's Trading Activities

The Charity owns the whole of the £1 ordinary share capital of Warwick Schools Enterprises Limited. The principal activity of the Company is that of letting the school facilities and the operation of a school clothing shop. The trading results for the year, extracted from the audited accounts, are summarised below:

| | 2021 | 2020 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Turnover | 40 | 467 |
| Operating costs | -354 | -673 |
| (Loss)/Profit from continuing activities | <u>-314</u> | <u>-206</u> |
| Covenanted donation gross | - | - |
| Balance carried forward | <u>-314</u> | <u>-206</u> |

Warwick Schools Enterprises Limited normally makes a gift aid donation of any surplus earned to its parent, Warwick Independent Schools Foundation. This amounted to £Nil (2020: £Nil) to the Charity during the year.

| | 2021 | 2020 |
|-------------|--------------|--------------|
| | £'000 | £'000 |
| Assets | 420 | 504 |
| Liabilities | -993 | -763 |
| Net assets | <u>-573</u> | <u>-259</u> |

The net liabilities of Warwick Schools Enterprises Limited at 31 August 2021 amounted to £573,300 (2020: £258,931).

5. Investment Income

| | 2021 | | | 2020 |
|---------------------|---------------------|-------------------|--------------|--------------|
| | Unrestricted | Restricted | Total | Total |
| | £'000 | £'000 | £'000 | £'000 |
| UK Fixed Interest | 23 | - | 23 | 37 |
| UK Equities | 240 | - | 240 | 256 |
| Property Fund | 9 | - | 9 | - |
| Bank Interest | 7 | - | 7 | 29 |
| Investment property | 93 | - | 93 | 75 |
| | <u>372</u> | <u>-</u> | <u>372</u> | <u>397</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

6. Charitable Gift from The Kingsley School

| | Gift recognised £'000 |
|-----------------------|-----------------------------|
| Tangible fixed assets | 3,978 |
| Investments | 1,317 |
| Debtors | 9118 |
| Cash | 1,007 |
| Trade Creditors | (36) |
| Bank loan | (767) |
| Accruals | (828) |
| Other Creditors | (246) |
| | <u>4,543</u> |

The assets and liabilities of The Kingsley School were transferred over to WISF by way of a charitable merger on 10 March 2021 for nil consideration. Given the nature of the transaction, the transfer has been reflected in the School's financial statements as a donation. This donation reflects the assets and liabilities (of the school) as transferred and the operations carried out by The Kingsley School since 10 March 2021.

7. Expenditure

| | 2021 £'000 | 2020 £'000 |
|--|---------------|---------------|
| Charitable expenditure includes: | | |
| Auditors' remuneration | | |
| • For audit | 46 | 39 |
| • For audit of subsidiaries | 2 | 2 |
| • For other services | 2 | 34 |
| Operating Leases payable | | |
| • For Motor Vehicles | 73 | 50 |
| • For Property | 34 | 59 |
| • Other | 15 | 15 |
| (Profit)/Loss on sale of fixed assets | 24 | (6) |
| Depreciation | 2,821 | 2,657 |
| Bank Loan interest payable | 609 | 566 |
| | <u>609</u> | <u>566</u> |
| Total staff costs comprised: | | |
| Wages and salaries | 19,721 | 18,249 |
| Social security costs | 1,815 | 1,657 |
| Pension contributions | 3,833 | 3,577 |
| Compensation for Loss of Office | 301 | 241 |
| | <u>25,670</u> | <u>23,724</u> |
| Aggregate employee benefits of key management personnel | <u>1,367</u> | <u>1,224</u> |

During the year there were termination payments made which amounted to £301,007 (2020: £241,291). There was £14,303 outstanding at the year end.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

The average number of the Charity's employees during the year calculated on an average headcount basis was 827 (2020: 755).

| | 2021 | 2020 |
|----------|-------------|-------------|
| Teaching | 379 | 337 |
| Support | 448 | 418 |
| | <u>827</u> | <u>755</u> |

Neither the Governors nor persons connected with them received any remuneration or other benefits from the Schools or any connected organisation, other than one Governor whose son is in receipt of a Scholarship. Travelling and course expenses amounting to £3,951 (2020: £2,732) were reimbursed to 4 Governors (2020: 4).

The number of higher paid employees was as follows, all of whom are accruing benefits under Defined Benefit Pension Schemes totalling £299,140 (2020: £249,655).

| | 2021 | 2020 |
|---------------------|-------------|-------------|
| £60,000 - £70,000 | 9 | 5 |
| £70,000 - £80,000 | 5 | 3 |
| £80,000 - £90,000 | - | 2 |
| £90,000 - £100,000 | 1 | 1 |
| £100,000 - £110,000 | 2 | - |
| £110,000 - £120,000 | - | - |
| £120,000 - £130,000 | - | 1 |
| £130,000 - £140,000 | - | - |
| £140,000 - £150,000 | 1 | 1 |
| £150,000 - £160,000 | - | - |
| £180,000 - £190,000 | 1 | - |
| £300,000 - £310,000 | - | 1 |
| | <u>-</u> | <u>1</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

8. Analysis of Total Resources Expended

| | 2021 | | | 2020 | |
|---|----------------------|----------------|-----------------------|----------------|----------------|
| | Staff Costs £'000 | Other £'000 | Depreciation £'000 | Total £'000 | Total £'000 |
| Costs of Generating Funds | | | | | |
| • Other Activities | - | 25 | 11 | 36 | 44 |
| • Cost of Development Office | 226 | 72 | - | 298 | 369 |
| Total for Charity | 226 | 97 | 11 | 334 | 413 |
| Trading Costs of the Subsidiary | 171 | 112 | 49 | 332 | 599 |
| Total for Group | 397 | 209 | 60 | 666 | 1,012 |
| Charitable Activities | | | | | |
| • Teaching | 19,359 | 2,348 | - | 21,707 | 20,519 |
| • Welfare | 1,257 | 1,127 | - | 2,384 | 2,053 |
| • Premises | 2,220 | 2,126 | 2,761 | 7,107 | 6,986 |
| • Support Costs and Governance | 2,437 | 2,150 | - | 4,587 | 4,115 |
| Bank/Pension Interest & Other Financing | - | 152 | - | 152 | 870 |
| Prizes & Other Awards | - | 3 | - | 3 | 4 |
| Sub-Total | 25,273 | 7,906 | 2,761 | 35,940 | 34,547 |
| Total Resources expended Group Charity | 25,670 | 8,115 | 2,821 | 36,606 | 35,559 |
| | 25,499 | 8,003 | 2,772 | 36,274 | 34,960 |

Included in Bank/Pension Interest & Other Financing is -£640,552 for the decrease in fair value of the liability from the interest rate swap.

Governance Costs included in support costs

| | 2021 £'000 | 2020 £'000 |
|-----------------------|---------------|---------------|
| Auditors remuneration | 46 | 39 |
| Liability insurance | 109 | 82 |
| | 155 | 121 |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

9. Tangible Fixed Assets

| | Land & Buildings £'000 | Furniture, Fittings & Equipment £'000 | Motor Vehicles £'000 | Assets in Course of Construction £'000 | Charity Total £'000 |
|--|---------------------------|--|-------------------------|---|------------------------|
| COST | | | | | |
| At 1 September 2020 | 79,341 | 6,851 | 181 | 7,885 | 94,258 |
| Additions | 433 | 685 | - | - | 1,118 |
| Charitable gift from The Kingsley School | 3,714 | 256 | 8 | - | 3,978 |
| Disposals | - | -1,063 | - | - | -1,063 |
| Reclassification | 7,836 | 49 | - | -7,885 | - |
| At 31 August 2021 | <u>91,324</u> | <u>6,778</u> | <u>189</u> | <u>-</u> | <u>98,291</u> |
| DEPRECIATION | | | | | |
| At 1 September 2020 | 13,778 | 4,543 | 126 | - | 18,447 |
| Charge for year | 1,911 | 833 | 28 | - | 2,772 |
| On Disposals | - | -1,035 | - | - | -1,035 |
| At 31 August 2021 | <u>15,689</u> | <u>4,341</u> | <u>154</u> | <u>-</u> | <u>20,184</u> |
| NET BOOK VALUES | | | | | |
| At 31 August 2021 | <u>75,635</u> | <u>2,437</u> | <u>35</u> | <u>-</u> | <u>78,107</u> |
| At 31 August 2020 | <u>65,563</u> | <u>2,308</u> | <u>55</u> | <u>7,885</u> | <u>75,811</u> |
| Group Total | | | | | |
| | | | Charity Total £'000 | Subsidiary Total £'000 | Group Total £'000 |
| COST | | | | | |
| At 1 September 2020 | | | 94,258 | 617 | 94,875 |
| Additions | | | 1,118 | - | 1,118 |
| Charitable gift from The Kingsley School | | | 3,978 | - | 3,978 |
| Disposals | | | -1,063 | - | -1,063 |
| At 31 August 2021 | | | <u>98,291</u> | <u>617</u> | <u>98,908</u> |
| DEPRECIATION | | | | | |
| At 1 September 2020 | | | 18,447 | 322 | 18,769 |
| Charge for year | | | 2,772 | 49 | 2,821 |
| On Disposals | | | -1,035 | - | -1,035 |
| At 31 August 2021 | | | <u>20,184</u> | <u>371</u> | <u>20,555</u> |
| NET BOOK VALUES | | | | | |
| At 31 August 2021 | | | <u>78,107</u> | <u>246</u> | <u>78,353</u> |
| At 31 August 2020 | | | <u>75,811</u> | <u>295</u> | <u>76,106</u> |

Included in the net book value of land and buildings is £388,917 (2020: £476,062) in respect of long leasehold buildings. The remainder is freehold.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

10. Investments

| | Unrestricted Designated £'000 | Restricted Funds £'000 | Total £'000 | 2020 £'000 |
|--|-------------------------------------|------------------------------|----------------|---------------|
| Group: | | | | |
| Balance at 1 September 2020 | 15,546 | - | 15,546 | 16,808 |
| Additions | 906 | - | 906 | 3,502 |
| Charitable gift from The Kingsley School | 1,296 | 21 | 1,317 | - |
| Disposals at opening market value | -1,221 | - | -1,221 | -3,254 |
| Movements in cash deposits | 174 | - | 174 | -1,175 |
| Revaluation gains | 225 | - | 225 | - |
| Net unrealised gains | 2,527 | 3 | 2,530 | -335 |
| Balance at 31 August 2021 | <u>19,453</u> | <u>24</u> | <u>19,477</u> | <u>15,546</u> |
| Securities Listed on the Stock Exchange | 14,842 | 24 | 14,866 | 12,324 |
| Property | 3,980 | - | 3,980 | 2,765 |
| Cash deposits | 631 | - | 631 | 457 |
| | <u>19,453</u> | <u>24</u> | <u>19,477</u> | <u>15,546</u> |
| Listed Securities comprise: | | | | |
| UK Fixed Interest | 619 | - | 619 | 599 |
| UK Equities | 13,139 | 24 | 13,163 | 10,750 |
| Property Fund | 720 | - | 720 | 632 |
| S & W Investment Funds | 364 | - | 364 | 343 |
| | <u>14,842</u> | <u>24</u> | <u>14,866</u> | <u>12,324</u> |

Charity: as above

Investment in subsidiary company (see note 4).

Reconciliation of opening and closing investments by class

| | Securities Listed on Stock Exchange £'000 | Property £'000 | Cash Deposits £'000 | Total £'000 |
|--|---|-------------------|---------------------------|----------------|
| Group: | | | | |
| Balance at 1 September 2020 | 12,324 | 2,765 | 457 | 15,546 |
| Additions | 906 | - | - | 906 |
| Charitable gift from The Kingsley School | 37 | 1,280 | - | 1,317 |
| Transfer from fixed assets | - | - | - | - |
| Disposals | -931 | -290 | - | -1,221 |
| Revaluation | - | 225 | - | 225 |
| Movement in cash deposits | - | - | 174 | 174 |
| Net unrealised gains | 2,530 | - | - | 2,530 |
| Balance at 31 August 2021 | <u>14,866</u> | <u>3,980</u> | <u>631</u> | <u>19,477</u> |

The investment properties included a property assented as part of a legacy on the 1st June 2020 for £290,000; this property was sold during the year for £290,000. The other investment properties held at the start of the year were valued as at the 31st August 2021 by Margetts Chartered Surveyors at £2.7m, a revaluation gain of £225,000.

The Kingsley School investments were donated to the group on the 10 March 2021 as part of the merger of The Kingsley School into the Foundation. The valuation on transfer of these investments totalled £1,317,069 at the 10 March 2021. These investments include two properties totalling £1,280,000 on valuation in March 2021 by Wareing and Company.

All investments are held to provide a return and all are held in the UK.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

11. Stocks

| | Group | | Charity | |
|----------------------------------|---------------|---------------|---------------|---------------|
| | 2021 £'000 | 2020 £'000 | 2021 £'000 | 2020 £'000 |
| Goods for resale and consumables | 8 | 12 | 5 | 5 |

Stocks recognised as an expense in the Statement of Financial Activities during the year were £18,823 (2020: £163,289).

12. Debtors

| | Group | | Charity | |
|--|---------------|---------------|---------------|---------------|
| | 2021 £'000 | 2020 £'000 | 2021 £'000 | 2020 £'000 |
| School fees | 266 | 187 | 266 | 187 |
| Trade debtors | 54 | 65 | 15 | 9 |
| Other debtors | 26 | 134 | 26 | 37 |
| Prepayments and accrued income | 1,143 | 1,659 | 1,115 | 1,659 |
| Amount due from subsidiary undertaking | - | - | 975 | 728 |
| | <u>1,489</u> | <u>2,045</u> | <u>2,397</u> | <u>2,620</u> |

13. Creditors

| | Group | | Charity | |
|---------------------------------------|---------------|---------------|---------------|---------------|
| | 2021 £'000 | 2020 £'000 | 2021 £'000 | 2020 £'000 |
| Due within one year: | | | | |
| Fees received in advance and deposits | 4,213 | 3,260 | 4,213 | 3,260 |
| Trade creditors | 930 | 940 | 925 | 927 |
| Other creditors | 291 | 806 | 278 | 784 |
| Taxation and social security | 503 | 532 | 503 | 532 |
| Accruals and deferred income | 1,245 | 1,632 | 1,245 | 1,632 |
| | <u>7,182</u> | <u>7,170</u> | <u>7,164</u> | <u>7,135</u> |
| Due after one year: | | | | |
| Bank loan | 20,000 | 20,000 | 20,000 | 20,000 |
| Derivative financial instruments | 1,042 | 1,722 | 1,042 | 1,722 |
| | <u>21,042</u> | <u>21,722</u> | <u>21,042</u> | <u>21,722</u> |

A loan for £20m was taken out with HSBC to support delivery of Project One Campus in August 2017. An interest rate swap arrangement was entered into to pay a fixed rate of 3% (1.6% interest rate and 1.4% margin) over £20m of the outstanding loan balance. The date of termination of the agreement is August 2027. The libor reference in the loan transferred to Sonia with effect from February 2022.

HSBC has security over the Shares held by the School through a Memorandum of Deposit made between both parties, dated 14 September 2017.

The Bank Loan falls due as follows:

| | 2021 £'000 | 2020 £'000 |
|----------------------------|---------------|---------------|
| Between two and five years | 5,333 | 3,999 |
| Over five years | 14,667 | 16,001 |
| | <u>20,000</u> | <u>20,000</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

14. Deferred Income - Group

| | £'000 |
|-----------------------------|------------|
| Balance at 1 September 2020 | 206 |
| Released in the year | -206 |
| Deferred in current period | 190 |
| Balance at 31 August 2021 | <u>190</u> |

Income has been deferred where cash has been received before the year end but the event (mainly school trips) takes place in the next financial year.

15. Financial Instruments - Group

| | 2021 £'000 | 2020 £'000 |
|---|---------------|---------------|
| Financial assets measured at amortised cost | 659 | 1,023 |
| Financial assets measured at fair value | 24,285 | 18,146 |
| Financial liabilities measured at amortised cost | -26,314 | -26,426 |
| Financial liabilities measured at fair value | -1,042 | -1,722 |
| Net financial assets measured at amortised cost | <u>-2,412</u> | <u>-8,979</u> |
| | 2021 £'000 | 2020 £'000 |
| Total investment gains for financial assets measured at fair value through income and expenditure | 2,755 | -336 |
| Impairment gains/(losses) on financial assets measured at amortised cost | <u>40</u> | <u>66</u> |

Included in financial assets measured at amortised cost are school fee debtors, trade debtors, other debtors and accrued income. Included in financial assets measured at fair value are cash at bank and in hand and investments. Included in financial liabilities measured at amortised cost are bank loans, fees received in advance, fee deposits, trade creditors, other creditors and accruals.

Included in financial liabilities measured at fair value are derivative financial instruments (interest rate swaps). The group has entered into an interest rate swap to receive interest at LIBOR and pay interest at a fixed 1.6%. The swap is based on a principal amount of £20m and matures in 2027 on the same date as the loans. The fair value of the interest rate swap is £1,041,493 (2020: £1,722,216).

Impairment of trade debtors during the year totalled £444,747 (2020: £315,728).

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

16. Net Assets of the Funds of the Charity

The net assets are held for the various funds as follows:

| | Fixed Assets | Investments | Net Current Assets | Long Term Liabilities | Total |
|---------------------|-----------------|---------------|--------------------------|--------------------------|---------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Endowed funds | 2,059 | 703 | - | - | 2,762 |
| Restricted funds | - | 24 | 1,973 | - | 1,997 |
| Unrestricted funds | | | | | |
| • Bursary funds | - | 18,912 | - | - | 18,912 |
| • Other | 76,048 | -162 | -2,947 | -26,641 | 46,298 |
| Charity | 78,107 | 19,477 | -974 | -26,641 | 69,969 |
| Subsidiary Reserves | 246 | - | -819 | - | -573 |
| Group | 78,353 | 19,477 | -1,793 | -26,641 | 69,396 |

(a) Endowed Funds: Movements in the Year

| | Balance at 1 Sept 2020 | Income | Expenditure | Transfers & Investment Gains | Balance at 31 Aug 2021 |
|---------------------------|------------------------------|----------|-------------|------------------------------------|------------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Exhibitions & prizes fund | 202 | - | - | - | 202 |
| Legacy funds | 501 | - | - | - | 501 |
| Fixed assets fund | 2,086 | - | -27 | - | 2,059 |
| | <u>2,789</u> | <u>-</u> | <u>-27</u> | <u>-</u> | <u>2,762</u> |

Legacy, Exhibitions & Prizes – These Funds represent the capital value of amounts originally donated for the purpose of generating income to be distributed as prizes.

Fixed Assets – The Endowed funds represent the value of land and buildings originally endowed to the Schools of the Charity.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

(b) Restricted Funds: Movements in the Year

| | Balance at 1 Sept 2020 £'000 | Income £'000 | Expenditure £'000 | Investment Gain/ (Loss) £'000 | Balance at 31 Aug 2021 £'000 |
|---|---------------------------------------|-----------------|----------------------|--|---------------------------------------|
| Donations from Friends of Warwick School | 40 | - | -11 | - | 29 |
| Machen Scholarships | - | 10 | - | 1 | 11 |
| The Massie Scholarship | - | 11 | - | 2 | 13 |
| Donations for Project One | 61 | 211 | -272 | - | - |
| Borough Bursary Fund | 752 | 722 | -454 | - | 1,020 |
| Warwick Scholarship Trust | 31 | - | - | - | 31 |
| Income from Legacy Funds & Prizes | 909 | -16 | - | - | 893 |
| | <u>1,793</u> | <u>938</u> | <u>-737</u> | <u>3</u> | <u>1,997</u> |

The Borough Bursary Fund relates to the funds received from two charitable bodies, which must be used to help pupils who attend the School and live within the old borough of Warwick. The Machen Scholarships and The Massie Scholarship income relates to donations from these linked charities of The Kingsley School.

(c) Unrestricted Funds

| | Balance at 1 Sept 2020 £'000 | Income £'000 | Expenditure £'000 | Transfers £'000 | Investment Gain/ (Loss) £'000 | Balance 31 Aug 2021 £'000 |
|-------------------------------|---------------------------------------|-----------------|----------------------|--------------------|--|------------------------------------|
| Designated Funds | | | | | | |
| Bursary Fund | 13,914 | 308 | -1,053 | 573 | 2,527 | 16,269 |
| • Mary Hall Legacy | 477 | - | - | - | - | 477 |
| • Other Legacy | 130 | - | - | - | - | 130 |
| Fixed Assets | 74,746 | - | - | 1,571 | -23 | 76,294 |
| Repairs & Maintenance Fund | 365 | 25 | -10 | - | - | 380 |
| Unrestricted Funds | | | | | | |
| Free Reserves | -26,983 | 40,891 | -34,944 | -2,122 | - | -23,158 |
| Charity | <u>62,649</u> | <u>41,224</u> | <u>-36,007</u> | <u>22</u> | <u>2,504</u> | <u>70,392</u> |
| Subsidiary Trading Funds | -259 | 40 | -332 | -22 | - | -573 |
| | <u>62,390</u> | <u>41,264</u> | <u>-36,339</u> | <u>-</u> | <u>2,504</u> | <u>69,819</u> |
| Revaluation Reserve | 1,233 | - | - | - | 225 | 1,458 |
| Pension Reserve Deficit | -5,853 | - | -184 | - | 438 | -5,599 |
| Derivative Reserve | -1,722 | - | 681 | - | - | -1,041 |
| Group | <u>56,048</u> | <u>41,264</u> | <u>-35,842</u> | <u>-</u> | <u>3,167</u> | <u>64,637</u> |

Bursary Funds – These funds enable the Governors to provide such number of free and assisted places in the Schools of the Charity as they shall determine, for the benefit of pupils who are in need of financial assistance. A number of unrestricted legacies were received during the year. There were transfers during the year from the Schools' free reserves into the Bursary Fund of £572,684. Governors have designated these funds to be used for means-tested Bursaries.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

Fixed Assets – These represent the net book value of the un-endowed assets available for use by the Charity, excluding assets funded out of Bursary Funds. The fixed asset transfer relates to a donation from The School Playing Field, a linked charity of The Kingsley School.

Repairs and Maintenance Fund – This fund is being accumulated from net rental income to finance future repairs and maintenance.

Net Assets of The Funds of the Charity as at 31 August 2020

| | Fixed Assets £'000 | Investments £'000 | Net Current Assets £'000 | Long Term Liabilities £'000 | Total £'000 |
|---------------------|-----------------------|----------------------|-----------------------------|--------------------------------|----------------|
| Endowed funds | 2,086 | 703 | - | - | 2,789 |
| Restricted funds | 21 | - | 1,772 | - | 1,793 |
| Unrestricted funds | | | | | |
| • Bursary funds | - | 15,881 | - | - | 15,881 |
| • Other | 73,704 | -1,038 | -4,665 | -27,575 | 40,426 |
| Charity | 75,811 | 15,546 | -2,893 | -27,575 | 60,889 |
| Subsidiary Reserves | 295 | - | -554 | - | -259 |
| Group | 76,106 | 15,546 | -3,447 | -27,575 | 60,630 |

Endowed Funds: Movements in the Year as at 31 August 2020

| | Balance at 1 Sept 2019 £'000 | Income £'000 | Expenditure £'000 | Balance at 31 Aug 2020 £'000 |
|---------------------------|------------------------------------|-----------------|----------------------|------------------------------------|
| Exhibitions & prizes fund | 202 | - | - | 202 |
| Legacy funds | 501 | - | - | 501 |
| Fixed assets fund | 2,113 | - | -27 | 2,086 |
| | <u>2,816</u> | <u>-</u> | <u>-27</u> | <u>2,789</u> |

Restricted Funds: Movements in the Year as at 31 August 2020

| | Balance at 1 Sept 2019 £'000 | Income £'000 | Expenditure £'000 | Balance at 31 Aug 2020 £'000 |
|--|------------------------------------|-----------------|----------------------|------------------------------------|
| Donations from Friends of Warwick School | 36 | 8 | -4 | 40 |
| Donations from WPSA | - | 1 | -1 | - |
| Donations for Project One | - | 292 | -231 | 61 |
| Borough Bursary Fund | 635 | 739 | -622 | 752 |
| Memorial Endowment Fund | - | - | - | - |
| Warwick Scholarship Trust | 31 | - | - | 31 |
| Income from Legacy Funds & Prizes | 790 | 119 | - | 909 |
| | <u>1,492</u> | <u>1,159</u> | <u>-858</u> | <u>1,793</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

Unrestricted Funds as at 31 August 2020

| | Balance at 1 Sept 2019 £'000 | Incoming Resources £'000 | Resources Expended £'000 | Transfers £'000 | Investment Gain £'000 | Balance 31 Aug 2020 £'000 |
|---------------------------------------|---------------------------------------|--------------------------------|--------------------------------|--------------------|-----------------------------|------------------------------------|
| Designated Funds | | | | | | |
| <i>Bursary Fund</i> | 14,469 | 335 | -1,219 | 665 | -336 | 13,914 |
| • <i>Mary Hall Legacy</i> | 477 | - | - | - | - | 477 |
| • <i>Other Legacy</i> | 130 | - | - | - | - | 130 |
| <i>Fixed Assets</i> | 69,815 | - | - | 4,925 | 6 | 74,746 |
| <i>Repairs & Maintenance Fund</i> | 322 | 58 | -15 | - | - | 365 |
| Unrestricted Funds | | | | | | |
| <i>Free Reserves</i> | -21,247 | 32,572 | -32,792 | -5,516 | - | -26,983 |
| Charity | 63,966 | 32,965 | -34,026 | 74 | -330 | 62,649 |
| <i>Subsidiary Trading Funds</i> | -53 | 467 | -599 | -74 | - | -259 |
| | 63,913 | 33,432 | -34,625 | - | -330 | 62,390 |
| <i>Revaluation Reserve</i> | 1,233 | - | - | - | - | 1,233 |
| <i>Pension Reserve Deficit</i> | -5,250 | - | -3 | - | -600 | -5,853 |
| <i>Derivative Reserve</i> | -1,676 | - | - | - | -46 | -1,722 |
| Group | 58,220 | 33,432 | -34,628 | - | -976 | 56,048 |

17. Capital Commitments

| | 2021 £'000 | 2020 £'000 |
|----------------------|---------------|---------------|
| Contracted for: | | |
| • Project One Campus | - | 179 |
| | - | 179 |

18. Operating Lease Commitments

At 31 August 2021, the Group had the following future minimum lease payments under non-cancellable operating leases:

| Group & Charity | 2021 £'000 | 2020 £'000 |
|--------------------------------|---------------|---------------|
| Operating leases which expire: | | |
| • Within one year | 56 | 33 |
| • Within two to five years | 74 | 79 |
| • After five years | - | - |

19. Taxation

No corporation tax has been provided for in these accounts because income of the Charity is within the exemptions granted by Section 505 of the Income and Corporation Taxes Act 1988. The Charity has borne VAT on its expenditure where appropriate.

The trading subsidiary provides for corporation tax as applicable, nil this year. It is also registered for VAT.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

20. Principal Subsidiaries

| Company Name | Principal Place of Business | Percentage Share-holding | Description | Principal Activity |
|--|-----------------------------|--------------------------|---------------------------|------------------------------|
| Warwick Schools Enterprises Limited (WSEL) | Myton Road, Warwick | 100% | £1 Ordinary share capital | Letting of school facilities |
| (Registered number: 03617592, incorporated in England & Wales) | CV34 6PP | | | |

The Charity is also the Corporate Trustee of the Warwick Schools Foundation Trust (Charity registration number: 528775).

These financial statements include the results of the above entities.

During the year the Charity charged £170,481 to WSEL for the provision of staff and administrative services (2020: £261,482). The balance owed to the Charity at 31 August 2021 was £975,495 (2020: £728,627). Intercompany transactions of a management fee £11,073 (2020: £63,348), a licence fee £10,000 (2020: £10,000) and interest on the intercompany loan £1,153 (2020: £1,308) are eliminated on consolidation.

21. Pension Schemes

Teachers' Pension Scheme

The Foundation participates in the Teachers' Pension Scheme ("the TPS") for its teaching staff. The pension charge for the year includes contributions payable to the TPS of £2,987,284 (2020: £2,731,825) and at the year-end there were no contributions (2020: no contributions) accrued but unpaid in respect of this scheme.

The TPS is an unfunded multi-employer defined benefits pension scheme governed by The Teachers' Pensions Regulations 2010 (as amended) and The Teachers' Pension Scheme Regulations 2014 (as amended). Members contribute on a "pay as you go" basis with contributions from members and the employer being credited to the Exchequer. Retirement and other pension benefits are paid by public funds provided by Parliament.

The employer contribution rate is set by the Secretary of State following scheme valuations undertaken by the Government Actuary's Department. The most recent actuarial valuation of the TPS was prepared as at 31 March 2016 and the Valuation Report, which was published in March 2019, confirmed that the employer contribution rate for the TPS would increase from 16.4% to 23.6% from 1 September 2019. Employers are also required to pay a scheme administration levy of 0.08% giving a total employer contribution rate of 23.68%.

The 31 March 2016 Valuation Report was prepared in accordance with the benefits set out in the scheme regulations and under the approach specified in the Directions, as they applied at 5 March 2019. However, the assumptions were considered and set by the Department for Education prior to the ruling in the 'McCloud/Sargeant case'. This case has required the courts to consider cases regarding the implementation of the 2015 reforms to Public Service Pensions including the Teachers' Pensions.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

On 27 June 2019 the Supreme Court denied the government permission to appeal the Court of Appeal's judgment that transitional provisions introduced to the reformed pension schemes in 2015 gave rise to unlawful age discrimination. The government is respecting the Court's decision and has said it will engage fully with the Employment Tribunal as well as employer and member representatives to agree how the discriminations will be remedied. A consultation was launched by the government on 16 July 2020 and closed to responses on 11 October 2020. As a result of the consultation, the government announced on 4 February 2021 that it intends to proceed with a deferred choice underpin under which members will be able to choose either legacy or reformed scheme benefits in respect of their service during the period between 1 April 2015 and 31 March 2022 at the point they become payable.

The TPS is subject to a cost cap mechanism which was put in place to protect taxpayers against unforeseen changes in scheme costs. The Chief Secretary to the Treasury, having in 2018 announced that there would be a review of this cost cap mechanism, in January 2019 announced a pause to the cost cap mechanism following the Court of Appeal's ruling in the McCloud/Sargeant case and until there is certainty about the value of pensions to employees from April 2015 onwards. The pause was lifted in July 2020, and a consultation was launched on the 24 June on proposed changes to the cost control mechanism following a review by the Government Actuary. Following the public consultation, the Government have accepted three key proposals recommended by the Government Actuary and are aiming to implement these changes in time for the 2020 valuations.

In view of the above rulings and decisions the assumptions used in the 31 March 2016 Actuarial Valuation may become inappropriate. In this scenario, a valuation prepared in accordance with revised benefits and suitably revised assumptions would yield different results than those contained in the Actuarial Valuation. Until the consultation and the cost cap mechanism review are completed it is not possible to conclude on any financial impact or future changes to the contribution rates of the TPS. Accordingly, no provision for any additional past benefit pension costs is included in these financial statements.

Local Government Pension Scheme

Non-teaching members of staff, joining before October 2013 are entitled to belong to the Warwickshire County Council Pension Fund (LGPS), a multi-employer defined benefit scheme operated within the Local Government Pension Scheme, to which contributions are made by both employees and the employer. The basis of contribution to the Scheme is calculated according to the advice of the Scheme actuary. The cost of providing such pensions is charged on a systematic basis over the average remaining service life of the members.

The last full actuarial valuation of the Scheme was carried out on the effective date of 31 March 2010 when the assets of the Scheme were not deemed sufficient to cover its accrued liabilities. The employers have accordingly amended their rate of contribution to the scheme in line with advice from the actuary. The valuation method adopted was the Projected Unit Actuarial Cost Method and it was assumed that, in relation to security of both accrued and protected rights, the Scheme would continue. The method of calculating the discount rate at 31 August 2018 is based on the Consumer Price Index (CPI).

In accordance with FRS 102 the pension valuation has been updated by the qualified actuary, Hymans Robertson LLP. The scheme's assets and liabilities relating to Warwick Independent Schools Foundation were found to be as follows:

| | 2021 | 2020 |
|-------------------------------------|---------------|---------------|
| | £'000 | £'000 |
| Total market value of assets | 23,780 | 19,435 |
| Present value of scheme liabilities | -29,379 | -25,288 |
| (Deficit) in scheme | <u>-5,599</u> | <u>-5,853</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

The main financial assumptions made by the actuary at the beginning of the year and at the balance sheet date were as follows

| | 2021 | 2020 |
|-------------------------------|-------------|-------------|
| | % | % |
| Inflation | 2.9 | 2.3 |
| Rate of increase in salaries | 3.7 | 3.1 |
| Rate of increase for pensions | 2.9 | 2.3 |
| Discount rate for liabilities | 1.7 | 1.7 |

| | 2021 | 2020 |
|--|-------------|-------------|
| | Years | Years |
| Life expectations on retirements age 65 | | |
| Male currently age 45 | 23.0 | 22.5 |
| Female currently age 45 | 26.1 | 25.4 |
| Male currently age 65 | 21.8 | 21.6 |
| Female currently age 65 | 24.2 | 23.8 |

Fair value of assets and expected rate of return

| | 31 Aug 2021 | | 31 Aug 2020 | |
|------------------|--------------------|----------------------------|--------------------|----------------------------|
| | Fair | Expected Rate of Return | Fair | Expected Rate of Return |
| | £'000 | % | £'000 | % |
| Equities | 14,744 | 2.5 | 11,661 | 2.5 |
| Government bonds | 5,707 | 2.5 | 4,859 | 2.5 |
| Other bonds | - | | - | |
| Property | 2,616 | 2.5 | 2,527 | 2.5 |
| Cash/Liquidity | 713 | 2.5 | 388 | 2.5 |
| Other | - | | - | |
| Total | <u>23,780</u> | | <u>19,435</u> | |

The overall expected rate of return on the scheme assets is determined based on market expectations at the beginning of the year, for investment returns over the entire life of the related obligation. The assumption used is the average of the above assumptions appropriate to the individual asset classes weighted by the proportion of the assets in the particular asset class.

| | 2021 | 2020 |
|--|--------------|-------------|
| | £'000 | £'000 |
| The actual return on the scheme assets in the year | <u>4,217</u> | <u>-390</u> |

Changes in the fair value of the scheme assets are as follows:

| | 2021 | 2020 |
|---|---------------|---------------|
| | £'000 | £'000 |
| Opening value of scheme assets | 19,435 | 19,583 |
| Return on assets less interest | 3,886 | -745 |
| Net interest income on plan assets | 331 | 355 |
| Contributions by employer | 501 | 636 |
| Contributions by employees | 85 | 105 |
| Contributions in respect of unfunded benefits | 2 | 2 |
| Benefits paid | -460 | -501 |
| | <u>23,780</u> | <u>19,435</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

Changes in the present value of the scheme liabilities are as follows:

| | 2021 | 2020 |
|----------------------------|---------------|---------------|
| | £'000 | £'000 |
| Opening liabilities | 25,288 | 24,833 |
| Current service cost | 587 | 547 |
| Past service cost | - | - |
| Interest cost | 431 | 449 |
| Contributions by employees | 85 | 105 |
| Actuarial gains/(losses) | 3,448 | -145 |
| Benefits paid | -460 | -501 |
| | <u>29,379</u> | <u>25,288</u> |

The charge to the Statement of Financial Activities over the financial year comprised:

| | 2021 | 2020 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Schools and grant making | | |
| Current service cost | 587 | 547 |
| Past service cost | - | - |
| Interest income on plan assets | -331 | -355 |
| Interest on pension scheme liabilities | 431 | 449 |
| Total charge to expenditure in the SOFA | <u>687</u> | <u>641</u> |

The actuarial gains and losses shown in the Statement of Financial Activities comprised:

| | 2021 | 2020 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Return on assets less interest | 3,886 | -745 |
| Experience gains and losses on scheme liabilities | 381 | 468 |
| Changes in demographic assumptions | -364 | 219 |
| Changes in financial assumptions | -3,465 | -542 |
| Total amount recognised in the SOFA | <u>438</u> | <u>-600</u> |

Employers' contributions for the year to 31 August 2021 were £501,006 (2020: £552,104) including deficit payments. The contributions until 31 March 2021 were 19.5%. The best estimate of employer contributions for the coming year to 31 August 2022 is £455,972. The scheme applies only to members of staff employed by the Foundation before 31 October 2013 who signed up prior to that date.

The Kingsley School Pension Schemes

Employer contributions for the year to 31 August 2021 were £15,513 for The Kingsley School defined contribution scheme. All other staff are auto-enrolled onto the National Employment Savings Trust (NEST), an independently run defined contribution scheme. Employers' contributions to the NEST scheme for the year to 31 August 2021 were £315,839 (2020: £290,562).

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

22. Reconciliation of Cash Flows from Operating Activities

| | 2021 | 2020 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Net income for the reporting period | 8,328 | -1,298 |
| Interest receivable | -372 | -397 |
| Interest paid | 609 | 566 |
| Depreciation | 2,821 | 2,657 |
| Decrease in stock | 4 | 67 |
| Decrease in debtors | 556 | 972 |
| (Decrease) in creditors | -668 | -2,432 |
| (Gains)/losses on investments | -2,530 | 335 |
| (Gains) on investment property | -225 | - |
| Loss on tangible fixed assets | 24 | - |
| Defined benefit pension scheme cost less contributions payable | 84 | -91 |
| Defined benefit pension scheme finance cost | 100 | 94 |
| Net cash provided by operating activities | <u>8,731</u> | <u>473</u> |

23. Analysis of changes in net debt

| | Balance at 1 Sept 2020 | Charitable Gift from The Kingsley School | Cash flows | Fair value movements | Balance at 31 Aug 2021 |
|----------------------------------|---------------------------|--|--------------|-------------------------|---------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Cash and cash equivalents | 1,666 | 1,007 | 1,219 | - | 3,892 |
| Bank loan | -20,000 | -767 | 767 | - | -20,000 |
| Derivative financial instruments | -1,722 | - | - | 680 | -1,042 |
| | <u>-20,056</u> | <u>240</u> | <u>1,986</u> | <u>680</u> | <u>-17,150</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

24. Related Party Transactions

Warwick Schools Enterprises Ltd is wholly owned by Warwick Independent Schools Foundation and has been incorporated in these accounts. Transactions with the subsidiary are disclosed in note 19.

The Foundation purchased £10,650 (2020: £11,700) of media communications from ADD Communications & Events Limited. Mrs Didlick is a member of the senior management team of King's High School. Mrs Didlick's husband is a director of this company. A balance of £nil (2020: £1,800) was outstanding at the year end.

The Foundation purchased £2,400 (2020: £325) of packaging from Kite Packaging Limited. Mrs M Ashe is a Governor and a director of this company.

The Charity received donations in the year from employees totalling £3,684 (2020: £1,007). Donations were also received from the families of three Governors totalling £3,806.

The Ministry of Defence provides some funding each year for the purposes of the Combined Cadet Force (CCF). A separate CCF bank account is held by the Charity which is consolidated within these financial statements. The CCF bank account balance at the 31 August 2021 was £7,107 (2020: £4,127).

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2021

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES – COMPARATIVE FIGURES BY FUND TYPE

| | Notes | Unrestricted Funds | | Restricted Funds | Endowed Funds | Total Funds |
|--|-------|--------------------|--------------|------------------|---------------|---------------|
| | | Schools | Other | | | 31 Aug 2020 |
| | | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | |
| Donations | | 2 | - | 1,159 | - | 1,161 |
| Charitable Activities | | | | | | |
| School fees | 2 | 28,680 | - | - | - | 28,680 |
| Other income | 3 | 3,886 | - | - | - | 3,886 |
| Other Trading Activities | | | | | | |
| Trading turnover: WSEL | 4 | - | 467 | - | - | 467 |
| Investment Income | 5 | - | 397 | - | - | 397 |
| Total Incoming Resources | | 32,568 | 864 | 1,159 | - | 34,591 |
| EXPENDITURE ON: | | | | | | |
| Raising Funds | | | | | | |
| Cost of Development Office | | 369 | - | - | - | 369 |
| Cost of trading activities: WSEL | 4 | - | 599 | - | - | 599 |
| Other activities | | - | 44 | - | - | 44 |
| Charitable Activities | | | | | | |
| Schools and grant-making | | 33,658 | 4 | 858 | 27 | 34,547 |
| Total Expended | 8 | 34,027 | 647 | 858 | 27 | 35,559 |
| Net gains on investments | | - | -330 | - | - | -330 |
| Net income/(expenditure) | | -1,459 | -113 | 301 | -27 | -1,298 |
| Transfers between funds | 16 | 1,459 | -1,459 | - | - | - |
| Pension Scheme actuarial gain | 21 | | -600 | - | - | -600 |
| NET MOVEMENT IN FUNDS | | -2,172 | 301 | -27 | -27 | -1,898 |
| Balance brought forward at 1 September 2019 | | 58,220 | 1,492 | 2,816 | | 62,528 |
| FUND BALANCES at 31 August 2020 | | 56,048 | 1,793 | 2,789 | | 60,630 |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

England & Wales - Charity number 1088057

Accounts



WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

CHARITY NUMBER: 1088057

**DIRECTORS' REPORT
AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 AUGUST 2020**

**INDIVIDUALLY NURTURED
EXCEPTIONAL TOGETHER**

Myton Road, Warwick, CV34 6PP
Tel: 01926 735400
Fax: 01926 735406
Email: governors@warwickschools.co.uk
Chair of Governors: D B Stevens BA (Hons)
Clerk to the Governors: A Flanagan

WARWICK INDEPENDENT SCHOOLS FOUNDATION

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2020

DIRECTORS, OFFICERS AND ADVISORS

Governors, Directors and Charity Trustees

The Governors of Warwick Independent Schools Foundation ("the Company", "the Foundation", "the Group", "the Charity") are the Directors and members of the Company and trustees of the Charity and have all served in office throughout the financial year except where indicated. Those who have served during the year are shown below.

The total number of elected Governors comprises four nominated and 20 co-opted Governors. Nominations are subject to approval by the Board. All Governors may serve up to three terms of four years. In addition, the Lord-Lieutenant of Warwickshire and the Mayor of Warwick have the right to be ex-officio Governors should they choose to take up the position.

The Foundation merged with The Kingsley School effective 10th March 2021, to bring it into the Warwick Independent School Foundation family of schools. More details are provided in the post-balance sheet event section.

Governors nominated by the following bodies:

| | |
|--|--|
| The Charity of Sir Thomas White, Warwick | - Mr D B Stevens (Chair) |
| The King Henry VIII Endowed Trust, Warwick | - Mr R M B Griffiths (to 31 August 2020) |
| | - Mr S J Jobburn (from 1 September 2020) |
| University of Warwick | - Prof D Griffin |
| Warwick Town Council | - Mrs M-A Grainger |

Co-opted Governors:

| | |
|---|---------------------------------------|
| Mrs M B Ashe | A F Keeling, QC (from 1 January 2020) |
| Mrs S M Austin | Mr T H Keyes |
| Prof S A Barnes (from 1 September 2020) | Mr J D Loudon (from 10 March 2021) |
| Ms J L Broughton (from 1 January 2020) | Mr N M Peall (from 1 January 2020) |
| Mr R N Button (from 10 March 2021) | Mrs C Robbins (from 10 March 2021) |
| Mr J P Cavanagh (to 30 September 2019) | Mrs C A I Sawdon |
| Dr A D Cocker (Vice-Chairman) | Mrs P A Snape (to 31 August 2020) |
| Mr A C Firth | Mr J W Strain (from 10 March 2021) |
| Mr C R Gibbons | Mr J N Wallis |
| Mrs L M Greaves (from 10 March 2021) | Mrs R A Weeks |
| Mrs M P Hicks (from 10 March 2021) | Mrs A E Wilson |

| | |
|-------------------------------------|------------------|
| The Lord-Lieutenant of Warwickshire | - Mr T B Cox |
| Mayor of Warwick | - [Not taken up] |

Officers:

| | |
|--|--|
| Foundation Principal | - Mr R Nicholson |
| Foundation Secretary and Clerk to the Governors* | - Mr S T Jones (to 11 December 2020) |
| Director of Operations and Clerk to the Governors* | - Mr A E Flanagan (from 18 January 2021) |
| Head Master, Warwick School | - Dr D A Smith (to 07 June 2020) |
| | - Mr J S Barker (from 08 June 2020) |
| Head Master, King's High School for Girls | - Dr S J Burley (from 1 January 2021) |
| Headmistress, Warwick Preparatory School | - Mrs H Dodsworth |
| Headmaster, Warwick Junior School | - Mr A Hymer |

*(Company Secretary)

WARWICK INDEPENDENT SCHOOLS FOUNDATION

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2020

Addresses

Principal Address and Registered Office:

Warwick Independent Schools Foundation
Myton Road
WARWICK
CV34 6PP

Schools

| | | | |
|---|--|---|---|
| King's High School Banbury Road Warwick CV34 6YE | <i>Day, girls 11–18</i> | Warwick Preparatory School Bridge Field Banbury Road WARWICK CV34 6PL | <i>Day, boys 3–7 girls 3–11</i> |
| Warwick School Myton Road WARWICK CV34 6PP | <i>Day, boys 11–18 Boarding, boys 13–18</i> | Warwick Junior School Myton Road WARWICK CV34 6PP | <i>Day, boys 7–11</i> |

Advisers

Bankers

| | |
|--|--|
| Lloyds Bank Plc 12 Swan Street WARWICK CV34 4BJ | HSBC 6th Floor 120 Edmund Street BIRMINGHAM B3 2QZ |
|--|--|

Solicitors

Veale Wasbrough Vizards
Narrow Quay House
Narrow Quay
BRISTOL
BS1 4QA

Insurers

Marsh Brokers
Capital House
1-5 Perrymount Road
HAYWARDS HEATH
West Sussex
RH16 3SY

Investment Advisers

Smith & Williamson Investment Management
3rd Floor
9 Colmore Row
BIRMINGHAM
B3 2BJ

Auditors

Crowe U.K. LLP
Carrick House
Lypiatt Road
CHELTENHAM
GL50 2QJ

WARWICK INDEPENDENT SCHOOLS FOUNDATION

The Directors of the Company present their annual report for the year ended 31 August 2020, together with the financial statements for the year, which have been prepared in accordance with Company Law and in compliance with the Charities SORP 2015.

Reference and Administrative Information

The Company was incorporated on 13th July 2001 and is registered in England under Company Number 04252305. It is also a Charity, registered with the Charity Commission under Charity Number 1088057, and is the Corporate Trustee of the Warwick Schools Foundation Trust (“the Trust”). The Directors and Governors of Warwick Independent Schools Foundation and the executive officers are listed on page 2 and the principal addresses and professional advisers are listed on page 3.

Structure, Governance and Management

Governing Document

In 1875, a scheme was approved by the Endowed Schools Commission for the amalgamation of certain educational charities in Warwick, under the name King’s School Foundation. The Scheme provided for the re-establishment of the old King’s School in new buildings, to be called the Grammar School (for boys), a Middle School (for day boys to the age of 15), and a school for girls. A number of local charities contributed the whole, or a portion, of their annual income.

A Charity under the name Warwick Schools was registered with the Charity Commissioners for England and Wales (registration number 528775) and was regulated by Schemes signed on 23rd December 1981, 26th November 1991, 13th June 1995, and 16th September 1998. On 29th August 2001, this Charity changed its name to Warwick Schools Foundation Trust. Under the Charity Commission Scheme made on 29th August 2001 all trust funds other than the Trust’s permanent endowment of the Schools’ land were transferred to a new Charity known as Warwick Schools, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

On 11th March 2003 the Charity and the Company changed its name from Warwick Schools to Warwick Independent Schools Foundation. At that time, the Company was governed by its Memorandum and Articles of Association dated 13th July 2001 and amended by special resolution on 28th March 2012. A further review was then carried out which has resulted in a full update of the Articles of Association in order to incorporate additional amendments and bring them up to date with current Companies and Charity Laws. The changes were adopted by the Foundation at its AGM on 12th February 2015 and were agreed by the Charity Commission on 6th October 2015, and have since been amended on 1st September 2016, 14th December 2018 and 11th December 2020.

Governing Body

The Governors listed on page 2 are appointed as Governors of the Foundation and have overall responsibility for the operation of two Schools, namely King’s High School for Girls (incorporating Warwick Preparatory School, which has separate DfE registration) and Warwick School (incorporating Warwick Junior School). From 10th March 2021, a third School was added, namely The Kingsley School. Subsidiary Committees of Governors have been established, one for each School, with Governors spread evenly across the School Committees. There are also three Strategic Committees, each comprising one-third of the Governors. In this way, Governance is delivered to the individual Schools within an overall Foundation

WARWICK INDEPENDENT SCHOOLS FOUNDATION

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2020

framework. The benefits of the approach are robust, inclusive governance, with all Governors taking equal responsibility for the effective running of the Charity.

The full Board of Governors plus one ex-officio Governor are also the Directors and Members of the Limited Company and Trustees of the Charity. They are responsible for the overall management and control of the Company and meet three times a year. On 1st September 2020, the management structure was changed with the appointment of a Foundation Principal as a single point of executive lead. He is supported by a Principal's Group comprising the School Heads and Director of Operations, the latter role replacing the former Foundation Secretary role. In his capacity as Foundation Principal, he has ultimate responsibility for the management of the individual schools and subsidiary trading company. He reports to the Trustees and to various sub-Committees.

Since the year end, the full board increased to 24 governors due to the merger with Kingsley, plus one ex officio Governor. It will revert to 18 Governors (plus ex-officio) effective 1st September 2021.

Organisational Management

School Committees are responsible for overseeing the educational business and financial management of each individual School within the broader strategic outline provided by the Foundation Governors. Any matters with implications for the Foundation and/or the other Schools are referred to the Education and/or Resources and Estates and/or Finance and Regulatory Committees as appropriate. It should be noted that from 1st September 2020, School Committees are chaired by the Foundation Principal instead of a Governor.

The **Education Committee** is responsible for considering all matters pertaining to the educational side of the Foundation's business and has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Resources Committee and the Finance and Regulatory Committee in ensuring robust and collective governance is delivered.

The **Resources and Estates Committee** is responsible for ensuring the effective delivery of the operational and capital resources required for educational and business activities, including oversight of the central Estates and Operations function. It has the power to make any decisions as it feels are necessary to fulfil its responsibilities. The Committee is also responsible for liaising with the Finance and Regulatory Committee in ensuring that robust and collective governance is delivered.

The principal purpose of the **Finance and Regulatory Committee** is to advise and provide recommendations to the full Board of Foundation Governors on finance and regulatory matters. It has delegated powers to act on behalf of the Foundation Governors in financial matters should the need arise. It can also make any decisions necessary to ensure compliance with current regulation and legislation.

The **Appointments Committee** is responsible for discussing and recommending to the full Board of Foundation Governors the appointment of Governors and the Foundation Principal. The Foundation Principal is responsible, with appropriate support and oversight from Governors, for appointing the Heads, the Director of Operations and such other employees as are deemed necessary or expedient from time to time. The Appointments Committee meets termly and consists of the Chair and Vice-Chair of the Foundation, Chairs of the three Strategic Committees and two other Governors. Until 31st August 2020, the remaining posts would have been the Chairs of the School Committees; from 1st September 2020, these places are filled by any Governors deemed appropriate for the Foundation's priorities at any given time.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2020

Remuneration

Remuneration is set by the Board, with the policy objective of providing appropriate incentives to encourage enhanced performance and of rewarding fairly and responsibly individual contributions to the Foundation's success.

The appropriateness and relevance of the remuneration policy is reviewed annually, including references to comparisons with other independent schools to ensure that the Foundation remains sensitive to the broader issues of pay and employment conditions elsewhere.

Delivery of the Foundation's charitable vision and purpose is primarily dependent on our key management personnel and staff costs are the largest single element of our charitable expenditure.

Employment Policy

The Foundation is an equal opportunities employer, which treats all prospective and existing staff without favour. The Foundation is fully committed to providing the opportunity for people with disabilities to be employed whenever suitable work is available and to be able to fulfil their career potential. Consultation with employees, or their representatives, has continued at all levels with the aim of taking the views of employees into account when decisions are made which are likely to affect their interests. Communication with employees continues through normal management channels in a variety of methods to inform staff of current issues.

Group Structure and Relationships

The Company has a wholly-owned subsidiary, Warwick Schools Enterprises Limited (WSEL), which carries out a number of trading activities to generate funds for the Schools. WSEL retains a small surplus each year so as to build up working capital, but thereafter any surplus remaining is gift-aided back to the main Charity.

Governor Recruitment, Induction and Training

Nominated Governors are selected by their respective Nominating Bodies (see page 2) but must then be approved by the Governing Body. Co-opted Governors are selected having regard to the particular skills required on the Governing Body at the time of appointment. All Governors follow an induction programme on appointment including meetings with the Foundation Principal, School Heads, Director of Operations and relevant Chairs. All Governors are encouraged to attend external training courses to complement internal training provided. As standard, all Governors receive annual Child Protection and Safeguarding training.

Objects, Aims, Objectives and Activities

Charitable Objects

The Objects of the Charity are set out in the Articles of Association and are "to advance education by carrying on in or near Warwick day and boarding schools for boys and girls". Within these Objects, the Charity and the Trust have various permanent endowments and unendowed trust funds held for special purposes in connection with the development of the Schools' facilities and for scholarships, bursaries, prizes, and other educational purposes.

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Objectives for the Year

The start of the new academic year in September 2019 saw King's High School moving to its magnificent new home on Banbury Road, the 'Spirit of King's' having been carried from the old school with a ceremonial march at the end of the preceding summer term and immortalised in a stunning sculptural installation at the front door. Pupils and staff quickly felt at home on the new campus, with one pupil reporting that the light and space made pupils feel liberated in body, mind and soul. As the academic year got under way, Governors and the Executive were working towards the key tactical and operational objectives listed below, some of which fell at least partially into abeyance with the Covid-19 lock-down from 23rd March 2020.

- The final phase of Project One Campus was to complete the King's High and Warwick Prep School Music Block and revisions to the on-site traffic flow to take all vehicles to the edges of the site, creating beautiful outdoor spaces among the campus buildings for the enjoyment of pupils, staff and visitors alike. Warwick School kindly provided interim music facilities for King's High during the year by bringing forward by a year plans to develop additional music rooms. The music block works were on target to meet the handover deadline of mid-July 2020, when they were suspended during lockdown. The contractor diverted their resources to works that could be done whilst maintaining social distancing, mainly being outdoor works, and as lock-down eased we were delighted to find ourselves only 4 weeks behind schedule. Whilst this gave our Estates team a tight turnaround to fit out the new building by the start of the academic year and complete preparation of the new driveways and visitor parking, it proved possible and the start of the 2020/21 Academic Year saw Project One Campus fully delivered bar a few minor works which were finished within weeks of the start of Autumn Term.
- The fundraising campaign continued apace until lockdown and then slowed down as the national economic climate was felt by potential donors. This means some of the additional works desired to augment Project One Campus had to be delayed. The Governors have commissioned an updated Estates Master Plan to be developed during 2020/21 to scope those works and start planning for their eventual delivery.
- This year sees the end of our Vision 2020 strategy published in 2015, and Governors continued during the start of the year to work on a new Strategy 2025 for the Foundation, focussing on educational outcomes with particular emphasis on technological advancement and its impact on pupils in our care, as well as the wider world. We had hoped to publish this at the start of the 2020/21 academic year, but the intervention of the Covid-19 crisis has put this on hold. However, Governors will be picking it back up at its annual Strategy Day at the start of the Autumn Term.
- In December 2019, Governors decided to change the executive management structure and appoint a Foundation Principal with overall responsibility for running the Foundation. The successful candidate out of a strong field was our own Mr Richard Nicholson, Head Master of King's High School, who formally commenced his new position in September 2020. The wisdom of this decision was proven as the Covid-19 crisis took hold, as Mr Nicholson was able to start providing a single point of executive decision-making from the start of Summer Term to allow us to respond effectively to the situation. In this, Governors are grateful for the hard work and support from the executive: Dr Smith and Mr Barker at Warwick School, Mrs Renton at King's High, Mr Hymer at Warwick Junior School and Mrs Dodsworth at Warwick Prep School.
- Sadly, on 8th June we had to announce that Dr Smith was leaving the Foundation to take a complete break and re-evaluate his options going forward. In his letter to staff and parents, the Chair of Warwick School, Mr Firth, affirmed the admiration and gratitude of the whole community for the impact Dr Smith had made in the short period of time in leadership at Warwick School. With Mr Nicholson moving on from his position as Head Master of King's High to take up the Foundation Principal role, the Deputy Heads at both schools served as acting heads pending recruitment during 2020/21. The recruitment resulted in Mr Barker being appointed Head Master of Warwick School and Dr Burley Head Master of King's High.

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- Last but not least, the year has seen us having to unexpectedly deal with the Covid-19 crisis. Governors cannot begin to report on this without first thanking all in the Foundation community – pupils and their families, teaching and support staff – for the way in which they have managed this tumultuous year. In response to the pandemic, Governors made the decision to offer financial assistance to those most challenged in covering School fees and to apply fee discounts across the board for the Summer Term. In addition, they also decided that fees would be frozen for the 2020/21 academic year. The 2019/20 accounts carried assurances that this did not threaten the Foundation's going concern status, although it would adversely affect the investment return targets. The investment return targets are set in line with sector best practice to protect the long-term financial stability of the Foundation and safeguard bursary funding. Whilst these have been impacted, we must emphasise that the Foundation remains in a sound financial position and there is no risk to it not continuing to flourish in the years ahead.

Strategies to Achieve the Year's Objectives and Support Long Term Goals

Warwick Independent Schools Foundation is a leading educational charity in the Midlands, providing education to over 2,500 pupils from ages 3 to 18. Our fundamental aim is to enable each individual pupil to achieve personal fulfilment and success, and we seek to develop intelligent, responsible, resilient and compassionate young people of character to succeed in a changing world. Our vision is to create a world-class educational establishment based in the heart of Warwick, able to contribute to our community and society.

The long-term strategic aims and priorities set within 'Vision 2020' remain in place, as follows, with our core values driving our priorities particularly as we develop Strategy 2025:

Strategic Aims:

- *To oversee and develop outstanding interdependent schools, each with its own unique character and ethos, as part of one supportive community.*
- *To deliver the 'best of both worlds' in education through single-sex teaching and learning alongside appropriately integrated extra-curricular activities and social development.*
- *To provide an equal opportunity for all pupils to develop their full potential through outstanding facilities and resources across the Foundation.*
- *To promote social and cultural diversity by facilitating access to talented pupils from all backgrounds through the provision of means-tested bursaries and scholarships.*
- *To create an environment in which inspirational education can develop and grow.*
- *To 'future proof' the Foundation educational model against future change through the creation of a world class educational campus by 2026.*

Core Values:

- *Inspirational teaching inside and outside the classroom.*
- *A caring environment in which everyone can feel safe, nurtured and valued as an individual.*
- *Academic excellence together with breadth of opportunity.*
- *Close links to parents, former pupils and the wider community.*
- *Traditional values of respect, tolerance and integrity.*
- *A forward-looking Foundation which 'seeks for higher things'.*

Core to successful delivery of these objectives are a number of overarching strategies. Strategic application of estates master planning is complemented by robust strategic financial planning in the form of a regularly updated ten-year plan, incorporating sound arrangements for bursary funding. Furthermore, Governors are ever mindful of the challenges of both providing the outstanding education offered and fee affordability, thereby ensuring accessibility to the Schools for the maximum possible number of pupils. A clear pricing

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strategy has been adopted to achieve this delicate balance. This is further aided by termly consideration of risks and opportunities. Last, but probably most importantly given the importance of staff to our organisational success, focussed HR strategies are being rolled out to ensure the employment and development of first-class educational leaders and classroom practitioners.

Principal Activities of the Year

During 2019/20, Warwick School had 967 (2018/19: 977) boys in the Senior School, of whom 60 (2018/19: 60) were boarders, and 252 (2018/19: 249) boys in the Junior School. King's High School for Girls had 714 (2018/19: 652) girls and Warwick Preparatory School had 457 (2018/19: 428) children in the main School and 50 (2018/19: 60) children in the Nursery School. All the Schools continue to be popular choices amongst local parents and demand for places remains strong.

Public Benefit Aims and Intended Impact

Having been a significant participant in the Government Assisted Places scheme and its forerunner, the Direct Grant system, the Foundation has always operated with a strong emphasis on providing education to pupils from a wide range of social backgrounds. Our aim is that pupils from all backgrounds are able to benefit from the excellent education provided, irrespective of the ability to pay full fees. The Trustees of the Foundation are determined to maintain the philosophy of providing the rounded education synonymous with the Schools to as wide a pupil base as possible, including those pupils who do not possess the means to afford fees. A robust means tested bursary scheme is operated to ensure the effective and charitable delivery of this aim, with an annual review of the scheme carried out to ensure appropriate distribution of available resources.

Although the main focus for bursary support ensures that free places are offered to a large number of recipients, the scheme also provides the opportunity for pupils with parents of moderate income to attend the Schools. This is managed through the provision of a number of part-funded, means-tested places, thereby further widening access to potential beneficiaries. In addition to providing public benefit through the provision of bursaries, the Foundation is committed to playing a significant role within the local community, through a number of outreach initiatives. These include the sharing of facilities, running holiday clubs and revision courses that are open to pupils from all around Warwickshire and its bordering counties.

Across the Foundation there are 119 (2018/19: 124) pupils in receipt of means-tested bursaries, who between them achieve some outstanding academic results, with an overwhelming majority of boys and girls reaching the very highest grades on offer. With ever increasing financial pressures on parents we are doing more and more to generate further funds over the coming years, with the Development Office planning to actively target fundraising for means-tested support.

Offering financial support to those otherwise unable to afford to enjoy the education our Schools offer is, however, just one way in which we offer public benefit. The Schools have an important role to play in their wider community, achieved through outreach work and the provision of facilities for local clubs and associations, as well as the wider public. Many of these activities incorporate educational benefits to our own and wider pupil bodies. Individual members of staff serve in a variety of capacities for the benefit of the public, including as public examination examiners, sports coaches, school governors, and volunteers with local charities and in local churches. In addition, our teaching staff have made links with their peers in the

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maintained sector to exchange expertise, resources and best practice ideas through local forums and social media groups, particularly in Politics, Food and IT departments.

Partnership activities using the Foundation facilities continued up until the COVID-19 Pandemic closed our schools to the majority of pupils. A number of these were, naturally and unavoidably, cancelled or postponed from 20 March 2020.

Ahead of the pandemic, there was continued wide-ranging use of the Foundation facilities by the local community, and we intend to continue and/or develop them as life resumes beyond the pandemic:

- Our 5 for 5 programme, which includes workshops on languages, science, sport, art and DT, music, English speaking and union debating skills and is open to Year 5 pupils from across the region.
- The Young Scholars programme from Clare College, Cambridge, which is open to Year 5 and Year 10 children from local schools as well as our own, with well over a hundred pupils taking part.
- Celebration cookery mornings which are open to pupils from local primary Schools.
- Opening up our mock University Interviews and Oxbridge Preparation work to older pupils from nearby Campion, Aylesford and Myton schools, and hosting Morpeth School (London) sessions on exam technique.
- The long-running Sprint Finish Revision programme offered at Easter free of charge to local state school children at GCSE, AS or A level.
- Offering Work Experience placements to local pupils from outside the Foundation.
- Heavily subsidised and free use of facilities for Warwickshire Children's Chorus and The County Music Service, reaching over 100 children in the local community. We continue to seek to strengthen our links here. Alongside this, the Head of Music at Warwick Junior School has been developing an outreach programme. Through these initiatives, we are able to contribute to music and performing arts provision during a time when public funding is understandably constrained.
- The Kick 25 swimming scheme, under which we offer use of our pool free of charge to local primary Schools. We are keeping in touch with our swim school families in the hope that we will be able to resume post-Covid.
- Offering outreach PE teaching to local primary schools for a modest fee to cover the cost of releasing our Activities Operations Manager's time. Between the start of the 2019 Autumn Term and lockdown, 91 hours of teaching was provided. This is enormously appreciated.
- Regular use of our facilities by the community on a free or discounted basis, including making our car parks and the BHT available free of charge for charity events and local schools' end of term performances and prize giving events.
- Running at the Bridge House Theatre (BHT) a programme of plays throughout the year, at zero net cost or a small profit, thereby serving the local community, including a number of productions specifically aimed at children and families.
- Opening our School Sports Centre to members of the public and local organisations. The facilities, including the pool, gym and squash courts are available through various membership schemes to the local community. Over 50 external community clubs regularly use our sports facilities. Discounted rates are offered to charitable bodies.

Despite Covid, we were still able to offer our Holiday Action programmes for children aged 4-13, albeit with reduced numbers to ensure Covid-safety. During the Easter holiday and May half term break 2020, this was provided free of charge for Foundation key worker families, and Summer Action 2020 was offered at reduced

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rates. Never before has this been so important, as parents balance working at home with home schooling, a particular challenge for younger age groups. We routinely offer 30 funded places to non-Foundation pupils living in the CV34 postcode area who are nominated by their primary schools.

We are always proud of the sense of social purpose we foster in our pupils and the resulting enthusiastic fundraising and awareness initiatives, some of which also include our parent associations as well. Even during lockdown, fundraising efforts were maintained, with the Schools raising a total of £50,039 from charitable activities, distributed to a wide range of beneficiary charities, with a strong emphasis on children. Donations were made to local, regional, national and international charities. These included Cancer Research, Children in Need, Macmillan, Myton Hospice, Sport Relief, a number of smaller local charities and supporting children in Africa. Our pupils continued to support people in our local hospital and nursing homes whilst unable to visit in person through sending letters, pictures and written materials in the post. Pupils also sought out ways of offering 'random acts of kindness' near their homes during the long 2020 lockdown. The Schools continue to be strongly involved in "Kissing It Better", with two King's High pupils winning prizes in their art and poetry competition. The Prep has introduced 'Charity Champions' this year to recognise individual and group achievements in this regard.

The Foundation was also glad at the start of the March 2020 lockdown to offer its PPE to critical care staff during a period of national shortage. Warwick School took a particular lead in this, as detailed in their report, and many of their pupils found active ways to raise significant donations for the NHS.

In the furtherance of these aims, the Foundation Governors, as the Charity Trustees, consider that they have complied with the duty in Section 4 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under that Act.

Grant-Making Policy

During the year, the value of scholarships, Foundation Awards, and Bursaries totalled £2.107m (2018/19: £1.763m). Of this, the amount of unrestricted funds totalled £1.485m (2018/19: £1.388m) with a further £622k (2018/19: £375k) contributed from restricted funds. The Foundation Governors' policy is to increase further the means tested awards when opportunities arise and £1.558m (2018/19: £1.267m) of the total was awarded on this basis. 356 (2018/19: 354) pupils benefited from these regular grants and awards, and a further 74 (2018/19: 0) pupils benefitted from exceptional hardship awarded during the pandemic, with the result that one in five pupils at the senior Schools receives some form of financial assistance.

The Foundation Award Scheme, which was introduced in 1999, is a means-tested scheme and enables Governors to widen access to as broad a group of pupils as possible. There are currently 62 (2018/19: 73) pupils attending the Schools who pay no tuition fees at all (as well as those who pay reduced fees). The Schools also operate scholarship schemes awarded on academic merit.

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Review of Achievements and Performance for the Year

Operational Performance of the Schools

King's High School

The School has enjoyed another year of outstanding success and was shortlisted for the 'Girls School of the Year' by the Independent Schools of the Year 2020, the Whole School Community Initiative of the Year award by Times Educational Supplement (TES) and was named 'Independent Secondary School of the Year West Midlands 2019' by the Times Educational Supplement.

In September 2019, King's moved into its new School buildings on the Foundation's campus, completing the second phase of the £43.5 million strategic plan. The final phase, the King's High and Warwick Prep Music School, was completed in August 2020.

The School's academic results in August 2020 were superb. This year was truly exceptional in many ways, especially so with the cancellation of public examinations due to Covid-19. Since then, we have been on a considerable journey to arrive at the final results, following the government's decision to revert to Centre Assessed Grades. Nonetheless, the year's GCSE and A Level group have registered truly exceptional results, which are a fitting reflection of their talent, ability and hard work. At A Level, students achieved 76.1% A*-A grades, and 93.6% A* - B grades. At GCSE, 91.0% achieved grades 9-7, with 70.4% at grades 8 or 9. In addition, 93% of Upper Sixth students gained entry to their first choice institution, with 73% to Russell Group institutions and 10% to Oxbridge. Every student holding an offer at Oxford or Cambridge achieved their offers and were admitted. This year, the most popular university destinations were Bristol (8), Oxford (4), Liverpool (4) and Nottingham (4). There was an even split of around half reading Arts and Humanities and half reading Science subjects.

Our academic enrichment programme has continued to develop and flourish. Our Inspire programme comprises: lectures (three per year), dinners (two per year) and trips (six or more per year). In addition, the Inspire Homework in Years 7, 8 and 9, the Create Programme in Year 10 and 11, and our research focus (including EPQ) in the Sixth Form. All of these have expanded further. Academic societies continue to flourish, with two new groups set up this year: a student-led Extension History group and a Wildlife Conservation group. We have continued to run for KS3 the Shell Bright Ideas Challenge, the Queen's Commonwealth Essay Competition and Inspire Essay Competition. Students in Year 10 have completed Create Projects, those in Year 11 started their EPQ research projects. In addition, we hosted a weekly TRIZ course run by Professor Jonathan Wheals and a team of Ricardo Engineers, which was attended by over 80 students from across the Foundation. Weekly Inspire challenges for KS3 on a range of topics, including foreign languages, poetry and design have been organised, as well as the provision of cross-curricular courses in science, humanities and The Arts for Year 11 and Upper Sixth in the absence of public exams. We have launched the Prism Writing Magazine, a new venture showcasing the best creative writing from Year 10 and above and continued to promote our Spiritus Magazine, where entries are chosen by the student Head of Scholars.

The programme in support of Oxbridge, Law, Medicine, Allied Sciences, and all competitive academic courses has continued, with weekly subject mentoring sessions, fortnightly thinking skills sessions, and a pre-admissions test mock.

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A Peer Teaching Programme for Year 11 and Upper Sixth has been set up, which involves older students sharing their tips for thriving academically as younger students move through school; this has involved live teaching sessions led by the older students.

We have developed a Creative Thinking Learning Wheel that will be launched in Departments in Spring 2021 and this will represent part of our second stage in moving towards becoming a Centre for Creative Thinking and it builds on the extensive work we have done through the enrichment programme. We continue to work with New College of the Humanities on the accreditation of our Create Certificate and on developing a formal way of accrediting King's High as a Centre for Creative Thinking.

We have focussed on developing our leadership programme and created a leadership wheel to complement the creative thinking wheel, so students can review and extend their leadership skills, but also focus on getting involved in and developing our social enterprise programme.

King's went into lockdown on 20 March 2020, and the IT strategy became central to the delivery of teaching and learning to pupils working remotely at home. The school had already brought in a BYOD strategy for Years 8-13 in September 2019 (with a focus on digital competencies as well as innovating the learning experience), so Monday 23 March saw a full timetable of remote curriculum lessons being taught. Over 14000 lessons were delivered remotely over the Summer Term 2020, as well as over 35 co-curricular activities and twice weekly pastoral meetings. Summer internal exam week was replaced with a week of online internal assessments and we held successful online speaker and workshop days for Wellbeing and Entrepreneurship as well as two UCAS days and a sports day online.

Over forty outside speakers joined us to talk online to the girls in our Academic Enrichment programme of events during lockdown – far more than we might have had in “normal circumstances”. We ran a series of Academic Talks, with experts from UCL, Edinburgh, Warwick, Ontario, Sheffield, Cambridge to name just a few with talk about Space Science, Literature, Ocean Biogeochemistry, Medicine, Law, Neuroscience, History, Game Theory, Classics, AI, Cognitive Psychology, The Arts, Ethics, Medical Imaging. Over four hundred students attended these talks.

In addition, careers talks, focusing on Employability Skills, working in A & E, studying Natural Sciences, working in business, studying at Russell Group Universities, Oxford University, Gap Years, studying in London, Studying Psychology, Student Unions, Studying Dietetics, Careers in Publishing, and Careers in Medicine were remotely delivered. In total, in lockdown thirty-six academic enrichment and Careers talks were held.

Lockdown also saw us develop a “Beyond the Classroom” booklet at the start of remote learning to support students who wanted extra challenge and clear guidance on where to find excellent educational resources. This included acceleration courses for students keen to get ahead in the absence of exams; advanced Personal Statement sessions for Lower Sixth, and an optional programme of Pre-University preparation for Upper Sixth. The new Year 6 students also received a virtual induction programme with more than fifteen online workshops available for them.

In order to fully support students over the long holiday months, an online virtual summer school was set up and over five hundred students attended one or more of the forty one subjects on offer such as ballet, violin technique, textiles, creative photography, nRich maths, history detectives, spanish conversation, chemicals that changes lives, alternative medicine, ecocriticism.

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Wellbeing is at the heart of everything we do at King's and our fifty Wellbeing Ambassadors, formally trained by the Diana Award have led both form and co-curricular activities including Wellbeing Club, as well as provided mentoring and pastoral support to students across the year groups. In addition, they have shared their expertise with other students in primary school settings. This is wellbeing in action rather than it just being a teacher led exercise.

The Wellbeing programme at King's is achieved through setting aside time to allow students to undertake set projects as well as participate in and even lead initiatives. The students have visited other schools in our foundation to compose joint anti-bullying photographic messages during national anti-bullying week, travelled to a school in Solihull to help train peer mentors as they established their new programme of pupil support and reached out to our sister school in Australia with messages of support during lockdown.

Their contributions only intensified over the School lockdown period with an increase in the number of projects undertaken, allowing the students to focus not only on maintaining their own good mental health but to support further that of others. Students have worked on projects such as "VE Day project", "The Isolation Symphony" and the "Positivity Tree" and have become skilled anti-bullying ambassadors, cyber mentors and rainbow ambassadors, the latter promoting equality, with a particular emphasis on LGBTQ+ needs. In addition, in March, sixteen pupils were invited to evaluate the work our Wellbeing Ambassadors are doing in hour-long interviews with Demo market researchers who were working on behalf of Diana Award.

Our girls continue to excel across the board in their sports with both team and individuals reaching not only county level standard but also regional and national levels. Our U13 were cross country National Finalists, U18 Swimmers Warwick 100 Champions, U13 ISGA Gymnasts 4 Piece were placed 3rd nationally, our U15 Waterpolo team reached national finals as did our Biathlon team. In addition, our teams won multiple county championships or were regional finalists across a range of age groups in hockey and netball. Individual students have been selected across a range of disciplines for regional and national training and to represent their country for example in Lawn Tennis Association Grade 2 National Championships, English Hockey U18, Senior England Rounders, National Cross Country, British Dressage, National Swimming relays, Waterpolo England Academy pathways to name just a few.

During lock down all games lessons were taught virtually and live to the girls. Senior sports team ran a charity run during the last half term covering 10km per person per week to collectively run to South Africa with over £1,000 raised. A virtual sports day was held with pre-recorded and live events on the day for years 7-11. Weekly challenges set including climbing the equivalent of the Eiffel tower up sets of stairs every day for a week.

The artistic life of the school continued to flourish with a great variety of concerts held from classical, to jazz to rock and pop with, for the finale of our 140th Birthday celebrations, a magnificent concert of a specially commissioned Oratorio "A Warwickshire Will" by Brendan Ashe. This saw over four hundred children perform including choirs from five local primary schools and this rose to over one thousand as the audience sang in the final movement. In addition, students have had the opportunity to participate in the "Musical Horizons" concerts series with around fifteen concerts per year featuring different instrument groups. Our girls also featured strongly in a Foundation Percussion Concert and our resident pop band, Mach 4 performed at Jazz at the Bridge as well as featuring on local radio.

Students individually excelled at ABRSM with 100% success rate at practical exams from grade 1 all the way up to grade 8 (70% Distinction and Merit) and a sixth former won the Junior Composers Award at the Junior

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Royal College of Music. In addition, across year groups, girls represented the school in National Ensembles including National Children's Orchestra of Great Britain, National Children's Brass Band of Great Britain, National School's Symphony Orchestra and the Ex-Cathedra Academy.

Drama has also continued to thrive, although the Key Stage 3 production was postponed due to the pandemic. Some 147 girls sat LAMDA examinations, achieving a total of 116 distinctions and 31 merits between them.

Students began the year with access to an amazing variety of activities with over 130 activities available in a week. Even in lockdown staff worked hard to provide remote co-curricular activities from drama to origami to creative writing and cookery. Our students never fail to impress us with what they can achieve.

King's students continued to raise money for local, national and international charities this year and still raised £7,800 in spite of only one and half terms of fund-raising. Notable events have included an entertaining sponsored race/walk around the site for the four house charities and a group of sixth formers who arranged a cookery event for Year 6 students.

Covid-19 meant that we were unable to visit Warwick Hospital or local nursing homes from late February. However, we continued our involvement by writing letters, poems and sending drawings and photographs to these organisations to lift the spirits of patients and residents. We compiled booklets to commemorate VE day and made bunting for a range of local nursing homes. Two of our students, Gigi (Year 11) and Lucy (Year 9) won a 'Kissing it Better' Lockdown art and poetry competition. Gigi's poem and Lucy's art work have been published in a booklet which the Foundation financially supported. In house assemblies, students were challenged to 'make a difference in their communities' and they did this by performing random acts of kindness, litter picking, ringing elderly neighbours, baking for health workers to name but a few.

The Autumn and Spring terms saw our outreach programme provide a diverse range of workshops from psychology, to music, to languages to space science for Year 5 aged pupils from local primary schools as well as a Year 5 Young Scholars programme run with Clare College Cambridge.

Warwick Preparatory School

The school has achieved great success in many areas during the course of 2019/20. Nineteen girls were offered scholarships and awards (academic, music, sport, art and drama) when they transferred to King's High School. Forty-one boys transferred successfully to Warwick Junior School from Year 2. The school has continued to be highly successful in increasing its roll during 2019/20 to 507 and the number of registrations for entry in 2020 and 2021 remains high. The planned expansion of the school from September 2019 in Years 5 and 6 has been hugely successful and a third form of entry to Year 4 was added from September 2020.

In response to the Covid-19 pandemic, we adopted Microsoft Teams and Seesaw as the two main platforms for delivering lessons remotely. Staff worked incredibly hard to learn these new technologies resulting in a virtual school which combined live sessions, videoed lessons and instant feedback to all the children from Nursery to Year 6.

In sport, we reached the IAPS national finals in swimming and football, with our U10 hockey team winning the county festival and our U11 football squad are county champions for the second year running. Both the

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U11 hockey and netball teams won the plate at the IAPS tournaments. For the first time, we established two biathlon teams (U9 and U11) who both reached the national finals in their inaugural year. Our gymnastics squad competed in the ISGA national finals and we celebrated the achievements of one of our pupils who finished 1st in her year group.

Musical activities continue to flourish with children taking part in singing workshops, 'Young Voices' at the Genting Arena as well as performing in a special concert marking the 140th Birthday celebrations for King's High, a specially commissioned Oratorio "A Warwickshire Will" by Brendan Ashe.

The second year of a project for all children in Year 2 to learn a stringed instrument was highly successful, resulting in a surge in demand for individual instrumental lessons. Nearly 80% of our girls in the Prep department take instrumental lessons and of the Associated Board examinations taken, 66% were awarded a merit or distinction.

In English and Drama we enjoyed tremendous success in LAMDA examinations with 55% of entries being awarded distinction and 45% of entries awarded merit.

In Art, the children's work was exhibited in Warwick Hall as part of the annual 'Young Artists' exhibition, but unfortunately other events scheduled for the summer term had to be cancelled.

The extra-curricular life of the School continues to flourish with over seventy-five clubs for children to attend each week, with new clubs added to meet the needs of our children. To meet the needs of working parents, the school's After-School provision continues to operate with over one hundred children in attendance at different sessions across the week.

Unfortunately, our residential visits could not take place but children from Nursery through to Year 6 enjoyed a rich programme of educational visits and visitors during the autumn and spring terms.

Our facilities continue to be hired out to local community groups, including the Warwickshire Children's Chorus. This organisation alone reaches approximately one hundred children in our local community. In addition, we continued to offer work experience placements to pupils both inside and outside the Foundation.

The school has supported a variety of local, national and international charities through fund raising activities and special charity days. This year has seen the introduction of our 'Charity Champions' initiative which recognises the individual and group achievements of children in supporting charitable work outside of the school day. Funds were also raised by the school and Parents Association for Macmillan Cancer Research, Children in Need, Myton Hospice and the Leamington Food bank.

During the period of school closure, our children embraced the opportunity to care for their local communities through generous charitable acts. Items were designed for our frontline workers in the NHS, local deliveries were provided to neighbours who were shielding, as well as a vast array of sales and sponsored events.

Warwick School

2020 has so far been a year like no other, and it has been particularly challenging for our students in public examination years. Despite the challenges over recent months, we are immensely proud of our Upper Sixth pupils and all they have achieved through their time at the Foundation schools. Overall, 74.9% of all grades awarded at Warwick School were A*-A, and 91% A*-B.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2020

We know that many of our pupils were frustrated that they were denied the opportunity to sit their examinations, but we have been amazed by the resilience and determination of students to do their best, despite the difficult circumstances. All the staff at Warwick School have been impressed by the way that the students have navigated the challenges of the past few months, and they have shown incredible maturity when faced with the confusion and uncertainty around the awarding of their results. We are incredibly proud of the achievements of all our Upper Sixth pupils, who have been an asset to their school, and we wish them the best of luck for the next stage of their lives.

Year 11 pupils were awarded the higher of their Centre Assessed Grades or their calculated grade for their GCSEs. After a hugely challenging and unusual time, our pupils demonstrated impressive resilience, flexibility and positivity. We saw just how hard our pupils have studied throughout their time at Warwick School and we are delighted that this has been recognised in the grades that have been awarded. Overall 82% of boys were awarded A*-A grades and 92% were awarded A*-B. The boys have done incredibly well and are looking forward to beginning their choice of A-level programme.

Teaching and Learning has undergone a significant transformation due to the Covid-19 Pandemic. The immediacy of needing to provide an online learning solution in early March following the indications of a national lockdown, meant a significant amount of work was undertaken reviewing possible IT platforms. We adopted Microsoft Teams and One Note as two main platforms for delivering lessons and work remotely, which became the normal way of working from late March. Intensive staff training and migration of resources from the Shared Drive to the cloud, ensured staff were able to work and deliver lessons from home. By the time lockdown began, staff were ready to deliver live lessons to all their classes and had the tools and knowledge to be able to set assignments, quizzes and collaborative tasks. They were also trained on how to deliver videoed lessons.

By the end of the summer term, not only had the majority of lessons been delivered 'live', pupils had undertaken online internal examinations sitting over 4,000 papers in total. Moreover, unlike so many schools nationally, departments reported they were actually ahead in terms of specification coverage and that online learning had created greater opportunities for consolidation and revision before next year's GCSE and A-Level examinations. While the return to school was anything but normal, the boys arrived back in September to find that not only had the school responded to the challenges presented by lockdown, but in many ways had risen to them with unexpected benefits and was able to provide pupils with the characteristic advantage (if arrived at by a different route) that a Warwick school education provides.

The Music Department delivered 850 weekly instrumental lessons, over 60 weekly ensemble rehearsals and termly concerts showcasing numerous bands and ensembles across all age groups. As the school went into Lockdown the Department ensured that the music continued with an impressive number of House Music competitions which included the light-hearted Long Note Competition and the Homemade Instrument Competition as well as the Composition Competition. The range of talent was most impressive and there were examples of every style of music imaginable. For the Performance Competition, our musicians submitted a two-minute video of themselves performing a piece of music of their choice. It was a joy to see so many boys take part in this competition and reassuring to hear that our musicians have kept their skills sharpened while school has been closed.

In addition to these light-hearted challenges, there have been some poignant moments too. During lockdown we commemorated the 75th anniversary of VE day, and to celebrate, a virtual concert featuring some of our advanced musicians was recorded remotely and sent to local care homes. Inspired by the NHS Clap, several

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Warwick School boys took their music to the streets, lifting neighbours' spirits with renditions of Somewhere Over the Rainbow, Jerusalem, The White Cliffs of Dover and other much-loved tunes.

Sport remains a key element of the wider education of our boys. Experience beyond the classroom is very much a part school life. In the autumn and spring terms boys took part in and represented the school across all year groups in the main sports of rugby and hockey. The 1st XV secured a place in the National Schools Cup, for an impressive 4th year in a row. (Sadly, this final was never played due to the Covid-19 lockdown). Many boys represented the school in many other sports such as swimming, sailing, clay pigeon shooting and golf.

Covid-19 brought sport to a shuddering halt and the Warwick Sports Fields have been eerily quiet despite the record-breaking sunshine. However, a great number of boys participated in the weekly Games afternoon challenges. These consisted of quizzes on the history and rules of our summer sports as well as physical challenges covering the components of fitness, cardiovascular endurance, muscular strength and endurance, agility, speed, balance and coordination.

Boys, parents, family members and staff all took part in an incredible virtual Sports Day. Overall there were 1,692 entries, with 10,034 squats, 5,448 press ups, 5,219 burpees and an incredible 580,335 metres run.

The last three months have been challenging for everyone. However there have been several initiatives which have made a positive contribution to the wider community, through volunteering, fundraising, acts of kindness and a general commitment to help other people in what has been an unprecedented time for all.

There have been some great fundraising efforts. This included some inspiring stories of boys raising money for a hardship fund to support frontline NHS staff and working with the non-profit organisation "Covid-19 Mission" to raise over £5,000. One pupil ran and cycled 100Km across 10 days with a weighted vest in order to raise money for the NHS. He has managed to raise £1,300. A family of brothers raised over £1,200 by walking the equivalent of the length of Wales, a great achievement.

The annual Year 7 sleep out continued virtually with the boys sleeping in cardboard boxes at home, despite the wind and rain. The night was a huge success, with everyone having fun completing challenges with their friends and families on Microsoft Teams. The event raised over £3,000 for the Helping Hands Community Project in Leamington.

Concerned about the ongoing shortage of PPE for critical care staff in the UK, the parents of our International Boarders joined together to help. They collected vast quantities of PPE between them, and in total sent 3,880 disposable face masks, 7,500 pairs of disposable gloves, 21 surgical gowns and 1,040 N95 masks to Warwick School for distribution in the local community.

There has been significant media coverage that Hospices and Care Homes have been unable to accommodate visits from family and friends during lockdown, resulting in feelings of loneliness and isolation amongst their residents. Our Kissing it Better group created a superb Activity Pack full of poems, stories, quizzes and pictures to entertain people in this situation. One pupil recorded songs and produced a YouTube playlist which was sent to Myton Hospice for them to play to the residents on their individual devices. This was so successful that it is now being sent to care homes across Warwickshire.

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The Summer has seen the completion of 'Project One Campus', creating a beautiful campus for all our pupils from 3-18, and we look forward to the huge impact this unique development will have on their educational journey.

Warwick Junior School

As lockdown began, Warwick Junior School was enjoying another successful year in all areas of school life. Pupils benefitted from a range of opportunities allowing them to achieve high standards in the classroom and develop as individuals. Our experienced and committed staff were ambitious for our pupils, ready to support and challenge both individuals and cohorts throughout their time in school. With outstanding opportunities to enjoy a breadth of co-curricular activities, our boys have been fully engaged in school life.

Throughout lockdown, our pupils continued to benefit from a full curriculum with lessons moving online. They valued the daily contact with form teachers and the opportunity to engage with school assemblies. Both staff and pupils responded magnificently to the challenges along the way, learning many skills to serve them well beyond this period of remote learning. We were delighted to welcome back Year 6 pupils in the second half of the Summer term with opportunities for all our pupils to return to complete their year spending time as a form.

Following a similar pattern to previous years, all our Year 6 pupils were able to continue their journey through the Foundation following success in the Senior School entrance exams. Six Junior School pupils received the offer of academic scholarships to the Senior School with a further two honorary scholarships awarded. In addition, three received the offer of a music exhibition.

The Arts continue to flourish in the Junior School. With regular informal concerts and full concerts at the end of each term, pupils have many opportunities to perform as individuals or as part of a group. When school was closed due to lockdown, we continued to provide remote opportunities to perform, with pupils contributing to a massed ensemble in the Summer Term. Our Year 4 pupils delighted audiences with their production of Ali Baba and the Bongo Bandits in the Lent term. Earlier in the year, Years 5 and 6 enjoyed another successful visit from the Young Shakespeare Company with their workshop and production of Romeo and Juliet.

Our outreach programme offering our inspirational Head of Music to local schools continued to develop. Whilst the lockdown brought an end to our workshops for local schools, we hope to be able to resume our work helping promote opportunities in our wider community.

Our measure of a successful sporting year remains how many pupils have an opportunity to represent the School. All have an opportunity to play for our teams. We seek schools able to offer fixtures across the year group, matching pupils of similar ability and experience. At October half term we took 36 pupils on a sporting tour to Jersey playing several fixtures and enjoying visits to attractions across the island. During lockdown, pupils were given sporting challenges each week to help maintain fitness and core skills.

Years 4 and 6 enjoyed residential opportunities heading off to Blackwell Court and to Plas-y-Brenin. The Year 6 visit to Plas-y-Brenin, the National Mountain Centre in Wales, was one of the highlights of the year. Groups went underground, enjoyed stream walking, navigation, night challenges and all climbed a mountain. One of our groups found themselves roped up climbing through thick snow. All were able to experience a sense of achievement as they completed challenges throughout the week.

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The Warwick Junior School Diploma, now in its second year, helps underpin and encourage boys to take part in all aspects of school life. Bronze, Silver, Gold and Platinum Awards are presented to boys who provide evidence of participation and commitment in four key areas of school life: Aiming for Higher Things, Exploring the Arts, Getting Active and Serving Our Community. Pupils provide evidence of engagement in all four areas earning credits towards fulfilling the criteria at each level. Pupils continued to work towards these whilst in lockdown. Many earned credits towards serving their community by helping distribute food to shielding neighbours or raising much-needed funds through sponsored challenges. A significant number earned their Bronze Diploma with some achieving their Silver Award. A few very dedicated pupils have already achieved Gold.

Collaboration

The Foundation remains committed to single sex education from 7-18. Having said that, Project One Campus provides a unique opportunity to collaborate in order to provide pupils with the 'best of both worlds'.

Key areas where collaboration has been taking place during the year include:

- National Teaching Training in Physics and Mathematics Scheme (NMAPS) which saw King's High and Warwick School delivering a training programme for trainee teachers in Physics, with the Foundation being asked to host the national training day for the DfE.
- Two major productions involving King's High and Warwick School: Little Shop of Horrors and Mary Poppins Jnr.
- Children from five local primary schools joined choirs from across the Foundation and the choir of The Collegiate Church of St. Mary. Musicians in the Prep department have had the opportunity to perform in the King's High 'Musical Horizons' concert series as well as performing in regular 'Morning Melodies' and tea-time Concerts.
- Friday Afternoon Activities Programme
- Joint Induction and team building programme for the Lower Sixth.
- Oxbridge preparation and interview programme
- Sprint Finish revision programme
- Open invitations to Sixth Form academic society meetings in respective schools
- Junior Research Day
- Drama and Music staging many joint events and running of the Saturday morning drama club

During the national school closures, the Schools worked hard to maintain co-curricular provision, and this included making the most of any collaborative opportunities. In particular, music helped to bring the Foundation community together, including remote "White Cliffs of Dover" performances to mark VE Day. The Foundation Music Festival involved creating a video concert featuring musicians from Nursery up to Sixth Form age, with well over 140 videos submitted. The "Foundation Composition: The Isolation Symphony" was a full scale work composed by using clips of music made in isolation, again attracting impressive levels of engagement from all pupils with hundreds of sound and video clips submitted for each movement. Both videos are available to view on YouTube.

As the 2020/21 Academic Year gets underway, the restructure of the organisation under the Foundation Principal as a single point of executive leadership will serve to enhance the collaborative focus.

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STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2020

Financial Review and Results for the Year

The Foundation achieved an investment surplus (the widely recognised and benchmarked performance measure in the sector) for the year of £1.735m (2018/19: £3.184m). The finance cost in respect of the derivative has been excluded from the calculation of this benchmark. Owing to the accounting adjustment required in relation to the FRS102 for the pension valuation, the net movement in funds for the year is minus £1.898m (2018/19: minus £2.336m).

Governors strive to ensure that fee increases are maintained at the lowest possible level, whilst mindful of the importance of generating sufficient returns for the development of facilities to ensure the continuous improvement of teaching and learning in the Foundation schools.

The Foundation is grateful to the Trustees of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick, for income provided exclusively for funding means tested bursaries to pupils residing within the town of Warwick, and also to the Trustees of Old Warwickian Trust for income provided exclusively for bursaries to pupils attending Warwick School.

The trading subsidiary (Warwick Schools Enterprises Ltd – WSEL) continued to hire out the Foundation's facilities where possible during the year. It contributed £Nil (2018/19: £Nil) to the investment surplus. Infrastructure resources were invested in during 2018/19 that were expected to generate increased revenues in future years as the sales base grows, but naturally Covid-19 has had an impact on opportunities to generate additional income.

Reserves

Largely as a result of the continued capital spend on Project One Campus during the year, the Foundation's Free Reserves at 31 August 2020 were in deficit by £26.983m, with unrestricted and designated funds standing at £62.390m at the end of the year. Unrestricted funds were made up of £75.111m representing funds deployed as part of the Schools' premises and £14.521m as Bursary Funds, with the balancing minus £259k being within the subsidiary company. Restricted funds were £1.793m at the end of the year. The Foundation's share of the Local Government Pension Fund deficit has to be shown in the Balance Sheet. At 31 August 2020, this deficit stood at £5.853m (2018/19: £5.250m).

The Directors are satisfied that the Schools' operating cash flows and external finance facilities are sufficient to meet the Schools day-to-day working capital requirements.

Investment Policy and Objectives

Under the Charity's Articles of Association, the Trustees have powers to invest in such securities or property as they may think fit, subject to the appropriate legal considerations. In practice, the Board of Governors has delegated responsibility to the Finance and Regulatory Committee to make such decisions on its behalf. The Finance and Regulatory Committee in turn appoints an investment manager to oversee funds under investment.

The Board's investment objectives remain to achieve, over the long term, an annual income yield of 3%, with 3% capital growth, within a medium risk profile.

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As at 31 August 2020, the Foundation had a total of £12.781m invested for the long term with an investment objective of achieving a balance of income and capital growth. In the year to 31 August 2020, the total return generated by the Foundation's main portfolio was -0.70% compared with -2.13% for the agreed benchmark.

Fundraising Performance

Progress was made towards the Foundation's fundraising goals despite the challenges of the Covid-19 pandemic. The One Campus Plus campaign continued to raise funds for unrestricted added extras for the new campus in the first half of the academic year, including the funding of an historic organ for the new music school. Some elements of the campaign were revised, including new plans for a Sports Clubhouse.

Most new fundraising activities ceased after the Government lockdown in March due to an uncertain economic environment. From this point, our focus was to steward our supporters and ensure existing regular income. The Foundation experienced very few cancellations of support during this time, with income continuing to be received for the Warwick Hall Campaign and Warwick School Bursary Fund.

Risk Management

The Board of Governors is responsible for the management of the risks faced by the Company. Risks are assessed and controls established throughout the year. A formal review of the Company's risk management processes is undertaken by the Finance & Regulatory Committee on an annual basis.

The key controls used by the Company include:

- formal agendas for all Committee and Board activity;
- detailed Terms of Reference for each Committee;
- comprehensive strategic planning, budgeting and management accounting;
- established organisational structure and lines of reporting;
- formal written policies;
- clear authorisation and approval levels; and
- vetting procedures as required by law for the protection of the vulnerable.

The most significant risks considered during the year were as follows:

| <i>Risk</i> | <i>Mitigation</i> |
|--|--|
| a) fee affordability and increased competition from other local schools, leading to a potential fall in student numbers and/or demand for places | Robust budgeting, tight cost controls and strong marketing presence to ensure continued growth or at least static position of pupil roll. Strong academic performance. |
| b) diminishing investment returns applying pressure to supported places | A balanced portfolio through a respected and trusted investment partner. Regular reviews. |
| c) the increasing and unpredictable cost of the final salary pension scheme for support staff | Retention of actuarial advisors to control and negotiate proposed triennial increases. Scheme closed to new entrants in 2015. |
| d) the financing of a significant major building project costing, now completed. | Regular briefing reports to Governors at termly Finance & Regulatory Committee. |
| e) the risk of a major attack on our IT systems | There are a range of mitigation in place, network security, malware prevention, removable media controls, secure configuration of devices and |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2020

| <i>Risk</i> | <i>Mitigation</i> |
|--|---|
| | software, managing user privileges, multi factor authentication, incident management and monitoring, user education and awareness and cyber security risk management. |
| f) the continuing financial pressure being applied through central government policy, via pensions, teacher pay and the threat of loss of charitable business rate relief – of particular concern is recent central Government policy around teachers’ pensions, with an imposed uplift of around 43% for the 2019/20 budget | Long-term financial planning in the form of a 10-year cash-flow, including horizon scanning for central government cost increases and the impact on price and demand for places. Membership of GSA and HMC. |
| g) pandemic affecting school finances and fee affordability | Debtors constantly reviewed and procedures followed. All costs reviewed as mitigation. |
| h) pandemic affecting schools opening and international travel for school trips | Specific pandemic risk assessment map looking at potential impact on fee income and reputation, Communicable Disease Policy in place and currently under review, promotion of good hygiene practices within School at all times, advice to parents and staff about managing sickness, development of remote learning package in case of schools closure, development of detailed H&S risk assessment in case of re-opening with additional operational restrictions required, ensuring robust supply lines of PPE/hygiene products. |

Through the risk management processes established for the Schools, the Governors are satisfied that the major risks identified have been adequately managed, with further mitigation applied to each of the key risks. However, it is recognised that systems can only provide reasonable but not absolute assurance that major risks have been adequately managed.

Future Plans

Two of the three-year programme of building for ‘Project One Campus’ project being complete, the focus for the 2019/20 academic year was the successful occupation of the main building of King’s High, the new Sport, Arts, and Technology suites, and the shared Sixth Form building for pupils at King’s High and Warwick School. This process was progressing with great success, until the closure of schools to most pupils owing to the COVID-19 pandemic.

‘Project One Campus’ was the core element of the Foundation’s Vision 2020 strategy, a five-year plan published in 2015. Whilst acknowledging the magnitude of decisions taken in recent years, Governors and the Executive recognise that facilities are merely the beginning of the delivery of the opportunities for further excellence promised by the relocation. The start of the new academic year will see the development of a new Strategy 2025 document, featuring a strong emphasis on the core objective of the Charity, the education of pupils, seeking to consolidate the changes already made and ensure continuing success now that our schools share a site. Financial stability remains a given, but the focus of the new strategy will be on educational outcomes in a rapidly changing world, bearing in mind the adjustments required for political, economic, sociological and perhaps most importantly, technological advancements.

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Section 172(1) statement

The Trustees have acted in accordance with their duties codified in law, which include their duty to act in the way in which they consider, in good faith, would be most likely to promote the success of the Foundation for the benefit of its members as a whole, having regard to the stakeholders and matters set out in section 172(1) of the Companies Act 2006.

In discharging their duties above, the Trustees carefully consider, amongst other matters, the impact on and interest of other stakeholders in the Foundation and factor these into their decision-making process.

Pupils

All our pupils benefit from the Foundation schools' outstanding academic, pastoral, and co-curricular provision. Pupils are actively encouraged to offer suggestions on developing their school experience, for example through School Council or Pupil Voice committees. The voice of pupils is always actively considered in decision-making processes.

The pupil-centric focus continued during the Government-mandated closure and the move to remote learning, recognising the challenges faced by pupils during lockdown. More information as to how this was introduced and developed during the year is included by School under the 'Review of Achievements and Performance for the Year'.

Employees

The Foundation recognises that the qualities, skills and commitment of its employees play a major role in the Foundation's success. More information as to how the Foundation ensures the interests of employees are considered is outlined in the Employment Policy on page 6.

Parents

The Foundation embraces engagement with parents, through both formal and informal means. For example, that may be via formal feedback events on pupil progress, or through parents' association events. Surveys are also undertaken to support strategic developments. Most recently, owing to the COVID-19 pandemic, means of communication have transferred to 'virtual' methods, for example through parents events via Microsoft Teams. Feedback from parents has also enabled the development of the online learning provision.

Community

The Foundation is proud of its place in the local community and more information about the engagement and partnership activities that have taken place are outlined under 'Public Benefit Aims and Intended Impact' on pages 9 and 10. The Foundation endeavours wherever possible to enable local schools and sports clubs to benefit from its academic and co-curricular facilities. During the national COVID-19 lockdown, staff and pupils created new ways in which they could support the local community via fundraising and by providing PPE for key workers.

Central to Strategy 2025 we appointed a Foundation Principal with effect from 1st September 2020. As well as creating a single point of executive accountability to the board and a focus on strategic opportunities, this role will also release the individual Heads to focus more on the individual Schools under their stewardship.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2020

UK greenhouse gas emissions and energy use data from 1 September 2019 to 31 August 2020

We took the following measures during the year to improve energy efficiency:

- The new buildings in the second phase of Project One Campus were constructed in accordance with the approved Sustainable Building Statement and phasing scheme and met all the necessary energy requirements, including the use of efficient lighting, ventilation and heating systems.
- Due to the COVID-19 pandemic, on-site operations over the last year have been reduced with remote learning during the lockdown period. The increased level of working from home significantly reduced the Foundation's energy usage, as not all parts of the site were occupied during that period.

| Type of emission | Activity | 2019-20 | 2019-20 | 2019-20 |
|------------------------------|--------------------------|------------------|--------------|-------------|
| | | kWh | tCO2e | % of total |
| Scope 1 | Natural Gas | 5,538,098 | 42 | 3% |
| | Transport (Minibus) | 174,000 | 1,018 | 65% |
| | Sub Total | 5,712,098 | 1,060 | 68% |
| Scope 2 | Electricity (Imported) | 2,160,202 | 504 | 32% |
| | Electricity (Generation) | 78,735 | - | 0% |
| | Sub Total | 2,238,937 | 504 | 32% |
| Total Gross emissions | | 7,951,036 | 1,564 | 100% |
| Intensity metric: | | | | |
| Number of pupils | | 2,440 | | |
| Tonnes of CO2e per pupil | | 0.64 | | |

Energy usage is calculated with reference to gas and electricity meter readings.

Post Balance Sheet Event

On 4 February 2021, it was announced that the School would be merging with The Kingsley School, who would be joining the Warwick Independent School Foundation family of schools. The assets, liabilities, employees and trading activities of The Kingsley School were transferred to The Warwick Independent Schools Foundation on 10 March 2021. The Kingsley School is a day school, in Leamington, providing day schooling to girls and boys from the ages of 3 to 11 and girls from 11 to 18. The Governors believe that both Schools share a similar ethos. Warwick Independent Schools Foundation is in a strong position to help Kingsley's ambitions for teaching and learning, extra-curricular provision and improvements to facilities. The Kingsley School will retain its own identity, name, uniform and distinctiveness. The Headmistress of The Kingsley School reports directly to the Principal of Warwick Independent Schools Foundation. Six of Kingsley's Governors have transferred to the governing body of Warwick Independent Schools Foundation.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards) and applicable law.

Under Company Law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Charity and the Group and of the surplus or deficit of the Group for that year. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable Company will continue in business.

The Directors are responsible for ensuring that adequate accounting records are maintained that are sufficient to show and explain the Charity's and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Charity and the Group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and the Group and ensuring their proper application in accordance with Charity Law, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

So far as each of the Directors is aware, at the time this report is approved:

- there is no relevant audit information of which the Company's auditors are unaware;
- the Directors have taken all steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

This report, incorporating the Strategic Report, was approved by the Trustees as Directors of Warwick Independent Schools Foundation.

Approved by the Board of Directors of Warwick Independent Schools Foundation on 26 March 2021 and signed on its behalf by:



..... DIRECTOR

..... **D.B. STEVENS**
(print name)



..... DIRECTOR

..... **M-B. ASHE**
(print name)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WARWICK INDEPENDENT SCHOOLS FOUNDATION

We have audited the financial statements of Warwick Independent Schools Foundation for the year ended 31 August 2020 which comprise the Consolidated Statement of Financial Activities, the Consolidated and Charity Balance Sheets, the Consolidated Cash Flow Statement and the related notes numbered 1 to 0, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102: The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the charitable Company's Members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable Company's Members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable Company and the Company's Members as a body, for our audit work, for this report, or for the opinions we have formed.

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the charitable Company's affairs as at 31 August 2020 and of the group's incoming resources and application of resources for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions Relating to Going Concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the charitable company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other Information

The Trustees are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on Other Matter Prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit:

- the information given in the Trustees' report, which includes the Directors' Report and the Strategic Report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report included within the Trustees' report have been prepared in accordance with applicable legal requirements.

Matters on Which we are Required to Report by Exception

In light of the knowledge and understanding of the group and the charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' report included within the trustees' annual report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- the parent company has not kept adequate accounting records; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Trustees

As explained more fully in the Directors' responsibilities statement set out on page 26, the Trustees (who are also the Directors of the charitable Company for the purpose of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

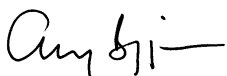
In preparing the financial statements, the Trustees are responsible for assessing the group or the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.



Guy Biggin
Senior Statutory Auditor
for and on behalf of
CROWE U.K. LLP
Chartered Accountants and Statutory Auditors

Crowe U.K. LLP
Carrick House
Lypiatt Road
Cheltenham
GL50 2QJ

Dated: 12 May 2021

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME & EXPENDITURE ACCOUNT) FOR THE YEAR ENDED 31 AUGUST 2020

| | Notes | Unrestricted Funds | | Restricted Funds | Endowed Funds | Total Funds | Total Funds |
|---|-------|--------------------|---------------|------------------|---------------|---------------|---------------|
| | | Schools | Other | | | 31 Aug 2020 | 31 Aug 2019 |
| | | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | | |
| Donations | | 2 | - | 1,159 | - | 1,161 | 1,734 |
| Charitable Activities | | | | | | | |
| • School fees | 2 | 28,680 | - | - | - | 28,680 | 29,355 |
| • Other income | 3 | 3,886 | - | - | - | 3,886 | 3,382 |
| Other Trading Activities | | | | | | | |
| • Trading turnover: WSEL | 4 | - | 467 | - | - | 467 | 653 |
| Investment Income | 5 | - | 397 | - | - | 397 | 443 |
| Total Income | | 32,568 | 864 | 1,159 | - | 34,591 | 35,567 |
| EXPENDITURE ON: | | | | | | | |
| Raising Funds | | | | | | | |
| • Cost of Development Office | | 369 | - | - | - | 369 | 426 |
| • Cost of trading activities: WSEL | | - | 599 | - | - | 599 | 616 |
| • Other activities | | - | 44 | - | - | 44 | 55 |
| Charitable Activities | | | | | | | |
| • Schools and grant-making | 7 | 33,658 | 4 | 858 | 27 | 34,547 | 34,885 |
| Total Expenditure | | 34,027 | 647 | 858 | 27 | 35,559 | 35,982 |
| Net gains/(losses) on investments | | - | -330 | - | - | -330 | 631 |
| Net income/(expenditure) | | -1,459 | -113 | 301 | -27 | -1,298 | 216 |
| Transfers between funds | 15 | 1,459 | -1,459 | - | - | - | - |
| Pension Scheme actuarial (loss)/gain | 20 | | -600 | - | - | -600 | -2,552 |
| NET MOVEMENT IN FUNDS | | | -2,172 | 301 | -27 | -1,898 | -2,336 |
| Balance brought forward at 1 September 2019 | | | 58,220 | 1,492 | 2,816 | 62,528 | 64,864 |
| FUND BALANCES at 31 August 2020 | | 56,048 | 1,793 | 2,789 | 60,630 | 62,528 | |

All activities relate to continuing operations.

The notes on pages 33 to 53 form part of these accounts.


WARWICK INDEPENDENT SCHOOLS FOUNDATION

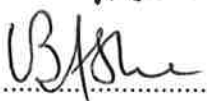
COMPANY NUMBER: 04252305

CHARITY AND CONSOLIDATED BALANCE SHEET AT 31 AUGUST 2020

| | Notes | Group | | Charity | |
|---|--------------|-------------------------|-------------------------|-------------------------|-------------------------|
| | | 31 Aug 2020 £'000 | 31 Aug 2019 £'000 | 31 Aug 2020 £'000 | 31 Aug 2019 £'000 |
| FIXED ASSETS | | | | | |
| Tangible assets | 8 | 76,106 | 71,459 | 75,811 | 71,133 |
| Investments | 9 | 15,546 | 16,808 | 15,546 | 16,808 |
| | | <u>91,652</u> | <u>88,267</u> | <u>91,357</u> | <u>87,941</u> |
| CURRENT ASSETS | | | | | |
| Stock | 10 | 12 | 79 | 5 | - |
| Debtors | 11 | 2,045 | 3,017 | 2,620 | 3,541 |
| Cash at bank and in hand | | 2,600 | 7,739 | 2,551 | 7,570 |
| | | <u>4,657</u> | <u>10,835</u> | <u>5,176</u> | <u>11,111</u> |
| CREDITORS: due within one year | 12 | <u>-8,104</u> | <u>-9,648</u> | <u>-8,069</u> | <u>-9,545</u> |
| NET CURRENT ASSETS | | <u>-3,447</u> | <u>1,187</u> | <u>-2,893</u> | <u>1,566</u> |
| TOTAL NET ASSETS before pension deficit | | 88,205 | 89,454 | 88,464 | 89,507 |
| CREDITORS: due after more than one year | 12 | -21,722 | -21,676 | -21,722 | -21,676 |
| Pension Scheme funding deficit | 20 | <u>-5,853</u> | <u>-5,250</u> | <u>-5,853</u> | <u>-5,250</u> |
| TOTAL NET ASSETS | 15 | <u>60,630</u> | <u>62,528</u> | <u>60,889</u> | <u>62,581</u> |
| ENDOWED FUNDS | 15(a) | 2,789 | 2,816 | 2,789 | 2,816 |
| RESTRICTED FUNDS | 15(b) | 1,793 | 1,492 | 1,793 | 1,492 |
| UNRESTRICTED FUNDS | | | | | |
| Designated & general funds | 15(c) | 62,390 | 63,913 | 62,649 | 63,966 |
| Revaluation Reserve | 15(c) | 1,233 | 1,233 | 1,233 | 1,233 |
| Pension Reserve (Deficit) | 20 | -5,853 | -5,250 | -5,853 | -5,250 |
| Derivative Reserve | | <u>-1,722</u> | <u>-1,676</u> | <u>-1,722</u> | <u>-1,676</u> |
| Net Unrestricted Funds | | <u>56,048</u> | <u>58,220</u> | <u>56,307</u> | <u>58,273</u> |
| TOTAL FUNDS | | <u>60,630</u> | <u>62,528</u> | <u>60,889</u> | <u>62,581</u> |

Approved by the Board on 26 March 2021 and signed on its behalf by:


 DIRECTOR D. B. STEVENS
 (print name)


 DIRECTOR M. B. ASHE
 (print name)

The notes on pages 33 to 53 form part of these accounts.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

COMPANY NUMBER: 04252305

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 AUGUST 2020

| | Notes | 2020 | 2019 |
|--|-------|--------|---------|
| | | £'000 | £'000 |
| CASH FLOWS FROM OPERATING ACTIVITIES | 21 | 1,407 | 4,817 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Investment income & bank interest | | 397 | 442 |
| Other interest paid | | -566 | -421 |
| Purchase of property, plant and equipment | | -7,328 | -21,201 |
| Proceeds from sale of tangible fixed assets | | 25 | 8,986 |
| Proceeds from sale of investment property | | - | 423 |
| Purchase of investments | | -3,502 | -2,383 |
| Proceeds from sale of investments | | 3,254 | 2,438 |
| (Increase)/decrease in bank deposits | | 1,174 | -917 |
| NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES | | -6,546 | -12,633 |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Proceeds from new loan drawdown | | - | 10,000 |
| Repayments of borrowing | | - | - |
| NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES | | - | 10,000 |
| CHANGE IN CASH & CASH EQUIVALENTS IN THE REPORTING PERIOD | | -5,139 | 2,184 |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE REPORTING PERIOD | | 7,739 | 5,555 |
| CASH IN HAND | | 2,600 | 1,734 |
| NOTICE DEPOSITS | | - | 6,005 |
| CASH AND CASH EQUIVALENTS AT THE END OF THE REPORTING PERIOD | | 2,600 | 7,739 |

Note: Charity Law requires separate administration of the cash flow of endowed and other restricted funds of the Charity. This constraint has not adversely affected Group cash flows as stated above.

The notes on pages 26 to 45 form part of these accounts.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

1. Statement of Accounting Policies

(a) Charity Status

Warwick Independent Schools Foundation is a Charitable Company limited by guarantee (registered number 04252305), which is registered in England & Wales. Its Charity registration number is 1088057. The registered office and principal place of business is Warwick School, Myton Road, Warwick, CV34 6PP.

Its principal activity is the provision of day and boarding schooling.

(b) Basis of Accounting

The financial statements have been prepared under the historical cost convention with the exception of investments which are included at market value. The financial statements have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Companies Act 2006 and the Statement of Recommended Practice (SORP 2015) 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 2015. The date of transition to FRS 102 was 1 September 2014. Warwick Independent Schools Foundation meets the definition of a public benefit entity under FRS 102.

The functional currency of the Charity is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

The accounts present the consolidated statement of financial activities (SOFA) and the Charity consolidated balance sheets comprising the consolidation of the Charity and the Company and its wholly owned subsidiary Warwick Schools Enterprises Limited (Company no: 03617592). The results of the subsidiary are consolidated on a line by line basis.

The Charity became the Corporate Trustee of the Trust on 29 August 2001 and the accounts, therefore, include the Trust as a subsidiary Charity for the accounting period commencing 1 September 2001.

Under the Charity Commission Scheme of 29 August 2001 all trust funds other than the Trust's permanent endowment of the Schools land were transferred to the new Charity known as Warwick Independent Schools Foundation, as property of the Company, and the Trust itself was made a subsidiary Charity of the Company as its Corporate Trustee.

No separate SOFA has been presented for the Charity alone as permitted by section 408 of the Companies Act 2006 and paragraph 397 of the SORP.

The Charity has taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

(c) Going Concern

Having reviewed the funding facilities available to the Schools together with the expected ongoing demand for places and the Schools' future projected cash flows, the Governors have a reasonable expectation that the School has adequate resources to continue its activities for the foreseeable future and consider that there were no material uncertainties over the Charity's financial viability. Accordingly, they continue to adopt the going concern basis in preparing the financial statements as outlined in the Statement of Directors' Responsibilities on page 26.

(d) Basis of Consolidation

The financial statements consolidate the accounts of Warwick Independent Schools Foundation and its subsidiary Warwick Schools Enterprises Limited.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

The Charity has taken advantage of the exemption contained within Section 408 of the Companies Act 2006 not to present its own Income and Expenditure Account. The deficit for the year dealt with in the accounts of the Charity was £-1,645,420 (2019: £-604,044).

(e) Charitable Income and Donations

Voluntary incoming resources including legacies are accounted for as and when entitlement arises, the amount can be reliability quantified and the economic benefit to the Charity is considered probable. Charitable income and donations received for the general purposes of the Charity are credited to "other unrestricted funds" to distinguish them from direct school income. Grants given for specific purposes are treated as income in the year of receipt and are taken to "restricted funds". Unspent restricted income is included under restricted funds as it is fully committed. Income received from the charities of The King Henry VIII Endowed Trust, Warwick and The Charity of Sir Thomas White, Warwick is accounted for on a receivable basis.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

Investment income is recognised when receivable.

(f) Fees and Similar Income

Fees receivable and charges for services and use of premises are accounted for in the year in which the service is provided. Fees receivable include contributions received from Restricted Funds for Bursaries and Awards. Trading income is exclusive of Value Added Tax and trade discounts.

(g) Resources Expended

Resources expended are accounted for on an accruals basis. Certain expenditure is apportioned to cost categories based on the estimated amount attributable to that activity in the year. Teaching, welfare and premises costs are derived from activities classified in cost departments that are directly for the pupils' benefit. Support costs consist of the administration costs of running the Schools, Marketing & Recruitment costs for the Schools and expenditure in relation to school expeditions. Governance costs comprise the costs of running the Charity (including strategic planning for its future development), external audit, legal advice for the Governors and all costs of complying with statutory requirements. Liabilities are recognised when they can be measured reliably and there is a legal or constructive obligation committing the Charity to the expenditure.

(h) Operating Leases

Rentals payable are charged on a time basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

(i) Pension Schemes

The Schools participate in a multi-employer pension scheme, the Government's Teachers Pension Defined Benefits Scheme (TPS), for their teaching staff. The pension liability is the responsibility of the Teachers' Pension Scheme. As a result, it is not possible to identify the assets and liabilities of the scheme that are attributable to the Schools. Accordingly, under FRS 102 the scheme is accounted for as if it were a defined contributions scheme.

The Charity also participates in a multi-employer pension scheme, the Local Government Pension Scheme (LGPS), for its non-teaching staff, which is administered by Warwickshire County Council. The Charity is able to identify its share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis. Accordingly, the scheme is treated as a defined benefit scheme under FRS 102. The scheme is being accounted for under FRS 102, with the annually calculated notional surplus or deficit on the funding of the

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

Scheme shown in the accounts as a designated fund entitled "Pensions Reserve", which is deducted from Unrestricted Funds in the balance sheet.

The Charity auto-enrols employees into the National Employment Savings Trust (NEST), an independently run defined contribution scheme.

Pension costs form part of staff costs and are allocated directly across activities and between restricted and unrestricted funds on the basis of time spent.

(j) School Buildings and Equipment

Capitalisation and Replacement

The original land and buildings endowed to the Schools together with all subsequent additions recorded by the Trust were professionally re-valued as at 31 August 2001. On 1 September 2001, all land and buildings, other than the original endowed property, were transferred to the Charity. In these accounts these transfers are treated as being at cost to the Charity. The Charity is also responsible for keeping the original building in fit and useful condition and these costs are written off as incurred. Buildings improvements and extensions and furniture and equipment costing more than £5,000 individually are capitalised and carried in the balance sheet at historical cost.

Depreciation

Depreciation is calculated on a straight line basis to write off the cost, less estimated residual value of fixed assets, over their estimated useful economic lives. These rates are currently as follows:

- Buildings 20 - 50 years
- Sports constructions 20 - 25 years
- Furniture, fixtures & equipment 3 - 10 years
- Motor vehicles 4 years

No depreciation is charged on freehold land or assets under the course of construction. Depreciation is charged when assets become in use.

(k) Investments

Investments, which include listed investments and investment properties, are stated at market value.

Investment properties are valued every five years and reviewed for impairment annually.

Unit trust investments are stated at mid-market price.

Realised gains and losses on investments, calculated as the difference between the sale proceeds and their market value at the start of the year, or subsequent cost, are credited or charged to the SOFA in the year of gain or loss.

Unrealised gains and losses representing the movement in market values during the year are credited or charged to the SOFA in the year of gain or loss.

(l) Stock

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

(m) Liquid Resources

The Charity includes fixed term deposits of less than one year as liquid resources.

(n) Debtors

Trade and other debtors are recognised at the settlement amount after any trade discount offered.

(o) Creditors

Creditors and provisions are recognised where the Charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

(p) Financial Instruments

Basic financial instruments are initially measured at transaction value and subsequently measured at amortised cost with the exception of investments which are held at market value. Financial assets held at amortised cost comprise cash at bank and in hand, together with all debtors other than prepayments. A specific provision is made for any debts for which recoverability is in doubt.

Financial liabilities held at amortised cost comprise all creditors except social security and other taxes and fees received in advance.

Derivatives, including interest rate swaps, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the Statement of Financial Activities in finance costs or finance income as appropriate. Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

(q) Fund Accounting

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of the general objects of the Charity. Unrestricted funds are identified as either Designated Funds or General Funds. Designated Funds represent funds that the Trustees have set aside for defined purposes. Certain elements of the Designated Bursary Funds are subject to restrictions set out in the Memorandum and Articles of Association. Each Designated Fund is disclosed separately in the notes to the financial statements. There is a commitment to use these monies in future years, as designated. General Funds represent accumulated surpluses/deficits to date, after transfers to Designated Funds.

Restricted Funds are funds subject to specific restrictions imposed by the donors.

The Endowment Funds are permanent endowment funds, i.e. the donors have stated that the funds are to be held as capital.

(r) Significant Accounting Estimates and Judgements

The Charity makes estimates and assumptions concerning the future. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

The present value of the Local Government Pension Scheme defined benefit liability depends on a number of factors that are determined on an actuarial basis using a variety of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions, which are disclosed in note 20, will impact the carrying amount of the pension liability. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2016 has been used by the actuary in valuing the pensions liability at 31 August 2019. Any differences between the figures derived from the roll forward approach and a full actuarial valuation would impact on the carrying amount of the pension liability.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

2. Fees Receivable

| | 2020 | 2019 |
|---------------------------------|---------------|---------------|
| | £'000 | £'000 |
| Fees | 33,643 | 31,883 |
| Less Teachers Fee Remission | -779 | -765 |
| Less Scholarships and Bursaries | -2,107 | -1,763 |
| Less Fee Discount | -2,077 | - |
| | <u>28,680</u> | <u>29,355</u> |

3. Other Income

| | 2020 | 2019 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Charitable Activities | | |
| Other educational charitable activities | | |
| • Entrance and registration fees | 53 | 59 |
| • Music tuition fees | 551 | 730 |
| • Holiday Action and Swim School | 256 | 494 |
| • Other | 863 | 1,241 |
| | <u>1,723</u> | <u>2,524</u> |
| Other ancillary activities | | |
| • Insurance income | 35 | 23 |
| • Excursions | 416 | 835 |
| • Grant income | 1,712 | - |
| | <u>3,886</u> | <u>3,382</u> |

4. Income from Subsidiary's Trading Activities

The Charity owns the whole of the £1 ordinary share capital of Warwick Schools Enterprises Limited. The principal activity of the Company is that of letting the school facilities and the operation of a school clothing shop. The trading results for the year, extracted from the audited accounts, are summarised below:

| | 2020 | 2019 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Turnover | 467 | 653 |
| Operating costs | -673 | -710 |
| (Loss)/Profit from continuing activities | <u>-206</u> | <u>-57</u> |
| Covenanted donation gross | - | - |
| Balance carried forward | <u>-206</u> | <u>-57</u> |

Warwick Schools Enterprises Limited normally makes a gift aid donation of any surplus earned to its parent, Warwick Independent Schools Foundation. This amounted to £Nil (2019: £Nil) to the Charity during the year.

| | 2020 | 2019 |
|-------------|--------------|--------------|
| | £'000 | £'000 |
| Assets | 504 | 732 |
| Liabilities | -763 | -785 |
| Net assets | <u>-259</u> | <u>-53</u> |

The net liabilities of Warwick Schools Enterprises Limited at 31 August 2020 amounted to £258,931 (2019: net assets of £-52,633)

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

5. Investment Income

| | 2020 | | | 2019 |
|---------------------|-----------------------|---------------------|----------------|----------------|
| | Unrestricted £'000 | Restricted £'000 | Total £'000 | Total £'000 |
| UK Fixed Interest | 37 | - | 37 | 3 |
| UK Equities | 256 | - | 256 | 320 |
| COIF Property Fund | - | - | - | - |
| Bank Interest | 29 | - | 29 | 42 |
| Investment property | 75 | - | 75 | 78 |
| | <u>397</u> | <u>-</u> | <u>397</u> | <u>443</u> |

6. Expenditure

| | 2020 £'000 | 2019 £'000 |
|--|---------------|---------------|
| Charitable expenditure includes: | | |
| Auditors' remuneration | | |
| • For audit | 39 | 34 |
| • For audit of subsidiaries | 2 | 2 |
| • For other services | 34 | 13 |
| Operating Leases payable | | |
| • For Motor Vehicles | 50 | 47 |
| • For Property | 59 | 158 |
| Profit on sale of fixed assets | 6 | 74 |
| Depreciation | 2,657 | 1,923 |
| Bank Loan interest payable | <u>566</u> | <u>421</u> |
| Total staff costs comprised: | | |
| Wages and salaries | 18,249 | 17,202 |
| Social security costs | 1,657 | 1,531 |
| Pension contributions | 3,577 | 2,866 |
| Compensation for Loss of Office | 241 | 134 |
| | <u>23,724</u> | <u>21,733</u> |
| Aggregate employee benefits of key management personnel | <u>1,224</u> | <u>981</u> |

During the year there were termination payments made which amounted to £241,291 (2019: £134,497). There was £45,099 outstanding at the year end.

The average number of the Charity's employees during the year calculated on an average headcount basis was 755 (2019: 754).

| | 2020 | 2019 |
|----------|------------|------------|
| Teaching | 337 | 341 |
| Support | 418 | 413 |
| | <u>755</u> | <u>754</u> |

Neither the Governors nor persons connected with them received any remuneration or other benefits from the Schools or any connected organisation, other than one Governor whose son is in receipt of a Scholarship. Travelling and course expenses amounting to £2,732 (2019: £2,935) were reimbursed to 4 Governors (2019: 4).

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

The number of higher paid employees was as follows, all of whom are accruing benefits under Defined Benefit Pension Schemes totalling £249,655 (2019: £172,263).

| | 2020 | 2019 |
|---------------------|------|------|
| £60,000 - £70,000 | 5 | 6 |
| £70,000 - £80,000 | 3 | 5 |
| £80,000 - £90,000 | 2 | - |
| £90,000 - £100,000 | 1 | - |
| £100,000 - £110,000 | - | - |
| £110,000 - £120,000 | - | - |
| £120,000 - £130,000 | 1 | 1 |
| £130,000 - £140,000 | - | - |
| £140,000 - £150,000 | 1 | 1 |
| £150,000 - £160,000 | - | 1 |
| £300,000 - £310,000 | 1 | - |

7. Analysis of Total Resources Expended

| | 2020 | | | 2019 | |
|--|----------------------|----------------|-----------------------|----------------|----------------|
| | Staff Costs £'000 | Other £'000 | Depreciation £'000 | Total £'000 | Total £'000 |
| Costs of Generating Funds | | | | | |
| • Other Activities | - | 33 | 11 | 44 | 55 |
| • Cost of Development Office | 258 | 111 | - | 369 | 426 |
| Total for Charity | 258 | 144 | 11 | 413 | 481 |
| Trading Costs of the Subsidiary | 261 | 289 | 49 | 599 | 616 |
| Total for Group | 519 | 433 | 60 | 1,012 | 1,097 |
| Charitable Activities | | | | | |
| • Teaching | 17,845 | 2,674 | - | 20,519 | 18,955 |
| • Welfare | 1,287 | 766 | - | 2,053 | 2,309 |
| • Premises | 2,146 | 2,243 | 2,597 | 6,986 | 6,325 |
| • Support Costs and Governance | 2,188 | 1,927 | - | 4,115 | 4,945 |
| Bank/Pension Interest & Other Financing | - | 870 | - | 870 | 2,347 |
| Prizes & Other Awards | - | 4 | - | 4 | 4 |
| Sub-Total | 23,466 | 8,484 | 2,597 | 34,547 | 34,885 |
| Total Resources expended Group | 23,985 | 8,917 | 2,657 | 35,559 | 35,982 |
| Charity | 23,724 | 8,628 | 2,608 | 34,960 | 35,366 |

Governance Costs included in support costs

| | 2020 £'000 | 2019 £'000 |
|-----------------------|---------------|---------------|
| Auditors remuneration | 39 | 34 |
| Liability insurance | 82 | 85 |
| | <u>121</u> | <u>119</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

8. Tangible Fixed Assets

| | Land & Buildings £'000 | Furniture, Fittings & Equipment £'000 | Motor Vehicles £'000 | Assets in Course of Construction £'000 | Charity Total £'000 |
|-------------------------|---------------------------|--|-------------------------|---|------------------------|
| COST | | | | | |
| At 1 September 2019 | 51,567 | 5,751 | 124 | 29,536 | 86,978 |
| Additions | 168 | 682 | 57 | 6,403 | 7,310 |
| Disposals | - | -30 | - | - | -30 |
| Transfer to investments | - | - | - | - | - |
| Reclassification | 27,606 | 448 | - | -28,054 | - |
| At 31 August 2020 | <u>79,341</u> | <u>6,851</u> | <u>181</u> | <u>7,885</u> | <u>94,258</u> |
| DEPRECIATION | | | | | |
| At 1 September 2019 | 12,090 | 3,664 | 91 | - | 15,845 |
| Charge for year | 1,688 | 885 | 35 | - | 2,608 |
| Transfer to investments | - | - | - | - | - |
| On Disposals | - | -6 | - | - | -6 |
| At 31 August 2020 | <u>13,778</u> | <u>4,543</u> | <u>126</u> | <u>-</u> | <u>18,447</u> |
| NET BOOK VALUES | | | | | |
| At 31 August 2020 | <u>65,563</u> | <u>2,308</u> | <u>55</u> | <u>7,885</u> | <u>75,811</u> |
| At 31 August 2019 | <u>39,477</u> | <u>2,087</u> | <u>33</u> | <u>29,536</u> | <u>71,133</u> |

| | Charity Total £'000 | Subsidiary Total £'000 | Group Total £'000 |
|------------------------|------------------------|---------------------------|----------------------|
| COST | | | |
| At 1 September 2019 | 86,978 | 599 | 87,577 |
| Additions | 7,310 | 18 | 7,328 |
| Disposals | -30 | - | -30 |
| Transfer | - | - | - |
| At 31 August 2020 | <u>94,258</u> | <u>617</u> | <u>94,875</u> |
| DEPRECIATION | | | |
| At 1 September 2019 | 15,845 | 273 | 16,118 |
| Charge for year | 2,608 | 49 | 2,657 |
| Transfer | - | - | - |
| On Disposals | -6 | - | -6 |
| At 31 August 2020 | <u>18,447</u> | <u>322</u> | <u>18,769</u> |
| NET BOOK VALUES | | | |
| At 31 August 2020 | <u>75,811</u> | <u>295</u> | <u>76,106</u> |
| At 31 August 2019 | <u>71,133</u> | <u>326</u> | <u>71,459</u> |

Included in the net book value of land and buildings is £476,062 (2019: £595,140) in respect of long leasehold buildings. The remainder is freehold.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

9. Investments

| | Unrestricted Designated £'000 | Endowed Funds £'000 | Total £'000 | 2019 £'000 |
|---|-------------------------------------|---------------------------|----------------|---------------|
| Group: | | | | |
| Balance at 1 September 2019 | 16,808 | - | 16,808 | 15,619 |
| Additions | 3,502 | - | 3,502 | 2,383 |
| Disposals at opening market value | -3,254 | - | -3,254 | -2,438 |
| Movements in cash deposits | -1,175 | - | -1,175 | 917 |
| Transfer of property from fixed assets | - | - | - | 119 |
| Disposal of property | - | - | - | -423 |
| Revaluation gains | - | - | - | 260 |
| Net unrealised gains | -335 | - | -335 | 371 |
| Balance at 31 August 2020 | <u>15,546</u> | <u>-</u> | <u>15,546</u> | <u>16,808</u> |
| Securities Listed on the Stock Exchange | 12,324 | - | 12,324 | 12,701 |
| Property | 2,765 | - | 2,765 | 2,475 |
| Cash deposits | 457 | - | 457 | 1,632 |
| | <u>15,546</u> | <u>-</u> | <u>15,546</u> | <u>16,808</u> |
| Listed Securities comprise: | | | | |
| UK Fixed Interest | 599 | - | 599 | 593 |
| UK Equities | 10,750 | - | 10,750 | 11,257 |
| Property Fund | 632 | - | 632 | 509 |
| S & W Investment Funds | 343 | - | 343 | 342 |
| | <u>12,324</u> | <u>-</u> | <u>12,324</u> | <u>12,701</u> |

Charity: as above

Investment in subsidiary company (see note 4)

Reconciliation of opening and closing investments by class

| | Securities Listed on Stock Exchange £'000 | Property £'000 | Cash Deposits £'000 | Total £'000 |
|-----------------------------|---|-------------------|---------------------------|----------------|
| Group: | | | | |
| Balance at 1 September 2019 | 12,701 | 2,475 | 1,632 | 16,808 |
| Additions | 3,212 | 290 | - | 3,502 |
| Transfer from fixed assets | - | - | - | - |
| Disposals | -3,254 | - | - | -3,254 |
| Revaluation | - | - | - | - |
| Movement in cash deposits | - | - | -1,175 | -1,175 |
| Net unrealised gains | -335 | - | - | -335 |
| Balance at 31 August 2020 | <u>12,324</u> | <u>2,765</u> | <u>457</u> | <u>15,546</u> |

The investment properties were valued in August 2015 by Margetts Chartered Surveyors at £2,115,000. A valuation in November 2019 confirmed that the properties are not materially mis-stated and an impairment review undertaken during 2020 confirms the properties are not materially misstated as at August 2020.

The Foundation acquired a property as part of a legacy; this was assented to the charity on 1st June 2020 at a value of £290,000.

All investments are held to provide a return and all are held in the UK.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

10. Stocks

| | Group | | Charity | |
|----------------------------------|---------------|---------------|---------------|---------------|
| | 2020 £'000 | 2019 £'000 | 2020 £'000 | 2019 £'000 |
| Goods for resale and consumables | 12 | 79 | 5 | - |

Stocks recognised as an expense in the Statement of Financial Activities during the year were £163,289 (2019: £211,773).

11. Debtors

| | Group | | Charity | |
|--|---------------|---------------|---------------|---------------|
| | 2020 £'000 | 2019 £'000 | 2020 £'000 | 2019 £'000 |
| School fees | 187 | 382 | 187 | 382 |
| Trade debtors | 65 | 63 | 9 | - |
| Other debtors | 134 | 139 | 37 | 59 |
| Prepayments and accrued income | 1,659 | 2,433 | 1,659 | 2,418 |
| Amount due from subsidiary undertaking | - | - | 728 | 682 |
| | <u>2,045</u> | <u>3,017</u> | <u>2,620</u> | <u>3,541</u> |

12. Creditors

| | Group | | Charity | |
|---------------------------------------|---------------|---------------|---------------|---------------|
| | 2020 £'000 | 2019 £'000 | 2020 £'000 | 2019 £'000 |
| Due within one year: | | | | |
| Fees received in advance and deposits | 3,260 | 3,294 | 3,260 | 3,294 |
| Bank overdraft | 934 | 436 | 934 | 436 |
| Trade creditors | 940 | 1,191 | 927 | 1,153 |
| Other creditors | 806 | 358 | 784 | 293 |
| Taxation and social security | 532 | 435 | 532 | 435 |
| Accruals and deferred income | 1,632 | 3,934 | 1,632 | 3,934 |
| | <u>8,104</u> | <u>9,648</u> | <u>8,069</u> | <u>9,545</u> |
| Due after one year: | | | | |
| Bank loan | 20,000 | 20,000 | 20,000 | 20,000 |
| Derivative financial instruments | 1,722 | 1,676 | 1,722 | 1,676 |
| | <u>21,722</u> | <u>21,676</u> | <u>21,722</u> | <u>21,676</u> |

A loan for £20m was taken out with HSBC to support delivery of Project One Campus in August 2017. An interest rate swap arrangement was entered into to pay a fixed rate of 3% (1.6% interest rate and 1.4% margin) over £20m of the outstanding loan balance. The date of termination of the agreement is August 2027.

HSBC has security over the Shares held by the School through a Memorandum of Deposit made between both parties, dated 14 September 2017.

The Bank Loan falls due as follows:

| | 2020 £'000 | 2019 £'000 |
|----------------------------|---------------|---------------|
| Between two and five years | 3,999 | 2,666 |
| Over five years | 16,001 | 17,334 |
| | <u>20,000</u> | <u>20,000</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

13. Deferred Income - Group

| | £'000 |
|-----------------------------|--------------|
| Balance at 1 September 2019 | 510 |
| Released in the year | -510 |
| Deferred in current period | 206 |
| Balance at 31 August 2020 | <u>206</u> |

Income has been deferred where cash has been received before the year end but the event (mainly school trips) takes place in the next financial year.

14. Financial Instruments - Group

| | 2020 | 2019 |
|---|---------------|---------------|
| | £'000 | £'000 |
| Financial assets measured at amortised cost | 1,023 | 1,670 |
| Financial assets measured at fair value | 18,146 | 24,547 |
| Financial liabilities measured at amortised cost | -26,426 | -27,292 |
| Financial liabilities measured at fair value | -1,722 | -1,676 |
| Net financial assets measured at amortised cost | <u>-8,979</u> | <u>-2,751</u> |
| | 2020 | 2019 |
| | £'000 | £'000 |
| Total investment gains for financial assets measured at fair value through income and expenditure | -336 | 371 |
| Impairment gains/(losses) on financial assets measured at amortised cost | <u>66</u> | <u>6</u> |

Included in financial assets measured at amortised cost are school fee debtors, trade debtors, other debtors and accrued income. Included in financial assets measured at fair value are cash at bank and in hand and investments. Included in financial liabilities measured at amortised cost are bank loans, fees received in advance, fee deposits, trade creditors, other creditors and accruals.

Included in financial liabilities measured at fair value are derivative financial instruments (interest rate swaps). The group has entered into an interest rate swap to receive interest at LIBOR and pay interest at a fixed 1.6%. The swap is based on a principal amount of £20m and matures in 2027 on the same date as the loans. The fair value of the interest rate swap is £1,722,216 (2019: £1,676,283).

Impairment of trade debtors during the year totalled £315,728 (2019: £270,966).

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

15. Net Assets of the Funds of the Charity

The net assets are held for the various funds as follows:

| | Fixed Assets | Investments | Net Current Assets | Long Term Liabilities | Total |
|---------------------|---------------------|--------------------|---------------------------|------------------------------|---------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Endowed funds | 2,086 | 703 | - | - | 2,789 |
| Restricted funds | 21 | - | 1,772 | - | 1,793 |
| Unrestricted funds | | | | | |
| • Bursary funds | - | 15,881 | - | - | 15,881 |
| • Other | 73,704 | -1,038 | -4,665 | -27,575 | 40,426 |
| Charity | 75,811 | 15,546 | -2,893 | -27,575 | 60,889 |
| Subsidiary Reserves | 295 | - | -554 | - | -259 |
| Group | 76,106 | 15,546 | -3,447 | -27,575 | 60,630 |

(a) Endowed Funds: Movements in the Year

| | Balance at 1 Sept 2019 | Income | Expenditure | Transfers & Investment Gains | Balance at 31 Aug 2020 |
|---------------------------|-------------------------------|---------------|--------------------|---|-------------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Exhibitions & prizes fund | 202 | - | - | - | 202 |
| Legacy funds | 501 | - | - | - | 501 |
| Fixed assets fund | 2,113 | - | -27 | - | 2,086 |
| | 2,816 | - | -27 | - | 2,789 |

Legacy, Exhibitions & Prizes – These Funds represent the capital value of amounts originally donated for the purpose of generating income to be distributed as prizes.

Fixed Assets – The Endowed funds represent the value of land and buildings originally endowed to the Schools of the Charity.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

(b) Restricted Funds: Movements in the Year

| | Balance at 1 Sept 2019 | Income | Expenditure | Transfers | Balance at 31 Aug 2020 |
|--|---------------------------|--------------|-------------|-----------|------------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| Donations from Friends of Warwick School* | 36 | 8 | -4 | - | 40 |
| Donations from WPSA* | - | 1 | -1 | - | - |
| Donations for Project One* | - | 292 | -231 | - | 61 |
| Borough Bursary Fund | 635 | 739 | -622 | - | 752 |
| Warwick Scholarship Trust | 31 | - | - | - | 31 |
| Income from Legacy Funds & Prizes | 790 | 119 | - | - | 909 |
| | <u>1,492</u> | <u>1,159</u> | <u>-858</u> | <u>-</u> | <u>1,793</u> |

*These Funds represent the money donated to the Schools by the Parents' Association of Warwick School, a contribution from the Parents' Association of Warwick Preparatory School and accumulated funds resulting from campaigns run by the Schools' Development Office. These funds must be applied to the projects specified by the donor.

The Borough Bursary Fund relates to the funds received from two charitable bodies, which must be used to help pupils who attend the School and live within the old borough of Warwick. An additional one off distribution was received from one of these charitable bodies, which will be used to support and benefit the children of the borough.

(c) Unrestricted Funds

| | Balance at 1 Sept 2019 | Income | Expenditure | Transfers | Investment Gain/ (Loss) | Balance 31 Aug 2020 |
|-------------------------------|------------------------------|---------------|----------------|-----------|-------------------------------|---------------------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| Designated Funds | | | | | | |
| Bursary Fund | 14,469 | 335 | -1,219 | 665 | -336 | 13,914 |
| • Mary Hall Legacy | 477 | - | - | - | - | 477 |
| • Other Legacy | 130 | - | - | - | - | 130 |
| Fixed Assets | 69,815 | - | - | 4,925 | 6 | 74,746 |
| Repairs & Maintenance Fund | 322 | 58 | -15 | - | - | 365 |
| Unrestricted Funds | | | | | | |
| Free Reserves | -21,247 | 32,572 | -32,792 | -5,516 | - | -26,983 |
| Charity | 63,966 | 32,965 | -34,026 | 74 | -330 | 62,649 |
| Subsidiary Trading Funds | -53 | 467 | -599 | -74 | - | -259 |
| | <u>63,913</u> | <u>33,432</u> | <u>-34,625</u> | <u>-</u> | <u>-330</u> | <u>62,390</u> |
| Revaluation Reserve | 1,233 | - | - | - | - | 1,233 |
| Pension Reserve Deficit | -5,250 | - | -3 | - | -600 | -5,853 |
| Derivative Reserve | -1,676 | - | - | - | -46 | -1,722 |
| Group | <u>58,220</u> | <u>33,432</u> | <u>-34,628</u> | <u>-</u> | <u>-976</u> | <u>56,048</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

Bursary Funds – These funds enable the Governors to provide such number of free and assisted places in the Schools of the Charity as they shall determine, for the benefit of pupils who are in need of financial assistance. A number of unrestricted legacies were received during the year. There were transfers during the year from the Schools' free reserves into the Bursary Fund of £665,189. Governors have designated these funds to be used for means-tested Bursaries.

Fixed Assets – These represent the net book value of the un-endowed assets available for use by the Charity, excluding assets funded out of Bursary Funds.

Repairs and Maintenance Fund – This fund is being accumulated from net rental income to finance future repairs and maintenance.

Net Assets of The Funds of the Charity as at 31 August 2019

| | Fixed Assets | Investments | Net Current Assets | Long Term Liabilities | Total |
|----------------------------|---------------------|--------------------|---------------------------|------------------------------|---------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 |
| <i>Endowed funds</i> | 2,113 | 703 | - | - | 2,816 |
| <i>Restricted funds</i> | - | - | 1,492 | - | 1,492 |
| <i>Unrestricted funds</i> | | | | | |
| • <i>Bursary funds</i> | - | 14,865 | - | - | 14,865 |
| • <i>Other</i> | 69,020 | 1,240 | 74 | -26,926 | 43,408 |
| Charity | 71,133 | 16,808 | 1,566 | -26,926 | 62,581 |
| <i>Subsidiary Reserves</i> | 326 | - | -379 | - | -53 |
| Group | 71,459 | 16,808 | 1,187 | -26,926 | 62,528 |

Endowed Funds: Movements in the Year as at 31 August 2019

| | Balance at 1 Sept 2018 | Income | Expenditure | Balance at 31 Aug 2019 |
|--------------------------------------|-------------------------------|---------------|--------------------|-------------------------------|
| | £'000 | £'000 | £'000 | £'000 |
| <i>Exhibitions & prizes fund</i> | 202 | - | - | 202 |
| <i>Legacy funds</i> | 501 | - | - | 501 |
| <i>Fixed assets fund</i> | 2,140 | - | -27 | 2,113 |
| | 2,843 | - | -27 | 2,816 |

Restricted Funds: Movements in the Year as at 31 August 2019

| | Balance at 1 Sept 2018 | Income | Expenditure | Balance at 31 Aug 2019 |
|---|-------------------------------|---------------|--------------------|-------------------------------|
| | £'000 | £'000 | £'000 | £'000 |
| <i>Donations from Friends of Warwick School</i> | 12 | 31 | -7 | 36 |
| <i>Donations from WPSA</i> | - | 3 | -3 | - |
| <i>Donations for Project One</i> | - | 341 | -341 | - |
| <i>Borough Bursary Fund</i> | 445 | 565 | -375 | 635 |
| <i>Memorial Endowment Fund</i> | - | - | - | - |
| <i>Warwick Scholarship Trust</i> | 31 | - | - | 31 |
| <i>Income from Legacy Funds & Prizes</i> | 18 | 775 | -3 | 790 |
| | 506 | 1,715 | -729 | 1,492 |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

Unrestricted Funds as at 31 August 2019

| | Balance at 1 Sept 2018 £'000 | Incoming Resources £'000 | Resources Expended £'000 | Transfers £'000 | Investmen t Gain £'000 | Balance 31 Aug 2019 £'000 |
|---------------------------------------|---------------------------------------|--------------------------------|--------------------------------|--------------------|------------------------------|------------------------------------|
| Designated Funds | | | | | | |
| <i>Bursary Fund</i> | 14,002 | 382 | -945 | 640 | 390 | 14,469 |
| • <i>Mary Hall Legacy</i> | 477 | - | - | - | - | 477 |
| • <i>Other Legacy</i> | 130 | - | - | - | - | 130 |
| <i>Fixed Assets</i> | 59,420 | 74 | - | 10,321 | - | 69,815 |
| <i>Repairs & Maintenance Fund</i> | 266 | 58 | -2 | - | - | 322 |
| Unrestricted Funds | | | | | | |
| <i>Free Reserves</i> | -11,588 | 32,685 | -31,477 | -10,867 | - | -21,247 |
| Charity | 62,707 | 33,199 | -32,424 | 94 | 390 | 63,966 |
| <i>Subsidiary Trading Funds</i> | 4 | 653 | -616 | -94 | - | -53 |
| | 62,711 | 33,852 | -33,040 | - | 390 | 63,913 |
| <i>Revaluation Reserve</i> | 992 | - | - | - | 241 | 1,233 |
| <i>Pension Reserve Deficit</i> | -2,188 | - | -510 | - | -2,552 | -5,250 |
| <i>Derivative Reserve</i> | - | - | - | - | -1,676 | -1,676 |
| Group | 61,515 | 33,852 | -33,550 | - | -3,597 | 58,220 |

16. Capital Commitments

| | 2020 £'000 | 2019 £'000 |
|----------------------|---------------|---------------|
| Contracted for: | | |
| • Project One Campus | 179 | 6,878 |
| • Sports Pitches | - | 30 |
| | 179 | 6,908 |

17. Operating Lease Commitments

At 31 August 2020, the Group had the following future minimum lease payments under non-cancellable operating leases:

| Group & Charity | 2020 £'000 | 2019 £'000 |
|--------------------------------|---------------|---------------|
| Operating leases which expire: | | |
| • Within one year | 33 | 81 |
| • Within two to five years | 79 | 78 |
| • After five years | - | - |

18. Taxation

No corporation tax has been provided for in these accounts because income of the Charity is within the exemptions granted by Section 505 of the Income and Corporation Taxes Act 1988. The Charity has borne VAT on its expenditure where appropriate.

The trading subsidiary provides for corporation tax as applicable, nil this year. It is also registered for VAT.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

19. Principal Subsidiaries

| Company Name | Principal Place of Business | Percentage Share-holding | Description | Principal Activity |
|--|-----------------------------|--------------------------|---------------------------|--|
| Warwick Schools Enterprises Limited (WSEL) | Myton Road, Warwick | 100% | £1 Ordinary share capital | Letting of school facilities and operation of school clothing shop |
| (Registered number: 03617592, incorporated in England & Wales) | CV34 6PP | | | |

The Charity is also the Corporate Trustee of the Warwick Schools Foundation Trust (Charity registration number: 528775).

These financial statements include the results of the above entities.

During the year the Charity charged £261,482 to WSEL for the provision of staff and administrative services (2019: £272,313). The balance owed to the Charity at 31 August 2020 was £728,627 (2019: £681,678). Intercompany transactions of a management fee £63,348 (2019: £82,489), a licence fee £10,000 (2019: £10,000) and interest on the intercompany loan £1,308 (2019: £1,081) are eliminated on consolidation.

20. Pension Schemes

The School participates in the Teachers' Pension Scheme ("the TPS") for its teaching staff. The pension charge for the year includes contributions payable to the TPS of £2,731,825 (2019: £1,778,030) and at the year-end there were no contributions (2019: no contributions) accrued but unpaid in respect of this scheme.

The TPS is an unfunded multi-employer defined benefits pension scheme governed by The Teachers' Pensions Regulations 2010 (as amended) and The Teachers' Pension Scheme Regulations 2014 (as amended). Members contribute on a "pay as you go" basis with contributions from members and the employer being credited to the Exchequer. Retirement and other pension benefits are paid by public funds provided by Parliament.

The employer contribution rate is set by the Secretary of State following scheme valuations undertaken by the Government Actuary's Department. The most recent actuarial valuation of the TPS was prepared as at 31 March 2016 and the Valuation Report, which was published in March 2019, confirmed that the employer contribution rate for the TPS would increase from 16.4% to 23.6% from 1 September 2019. Employers are also required to pay a scheme administration levy of 0.08% giving a total employer contribution rate of 23.68%.

The 31 March 2016 Valuation Report was prepared in accordance with the benefits set out in the scheme regulations and under the approach specified in the Directions, as they applied at 5 March 2019. However, the assumptions were considered and set by the Department for Education prior to the ruling in the 'McCloud/Sargeant case'. This case has required the courts to consider cases regarding the implementation of the 2015 reforms to Public Service Pensions including the Teachers' Pensions.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

On 27 June 2019 the Supreme Court denied the government permission to appeal the Court of Appeal's judgment that transitional provisions introduced to the reformed pension schemes in 2015 gave rise to unlawful age discrimination. The government is respecting the Court's decision and has said it will engage fully with the Employment Tribunal as well as employer and member representatives to agree how the discriminations will be remedied. A consultation was launched by the government on 16 July 2020 and closed to responses on 11 October 2020. As a result of the consultation, the government announced on 4 February 2021 that it intends to proceed with a deferred choice underpin under which members will be able to choose either legacy or reformed scheme benefits in respect of their service during the period between 1 April 2015 and 31 March 2022 at the point they become payable.

The TPS is subject to a cost cap mechanism which was put in place to protect taxpayers against unforeseen changes in scheme costs. The Chief Secretary to the Treasury, having in 2018 announced that there would be a review of this cost cap mechanism, in January 2019 announced a pause to the cost cap mechanism following the Court of Appeal's ruling in the McCloud/Sargeant case and until there is certainty about the value of pensions to employees from April 2015 onwards. The pause was lifted in July 2020 and the government is preparing to complete the cost control element of the 2016 valuations, which is expected to be completed in 2021.

In view of the above rulings and decisions the assumptions used in the 31 March 2016 Actuarial Valuation may become inappropriate. In this scenario, a valuation prepared in accordance with revised benefits and suitably revised assumptions would yield different results than those contained in the Actuarial Valuation. Until the consultation and the cost cap mechanism review are completed it is not possible to conclude on any financial impact or future changes to the contribution rates of the TPS. Accordingly, no provision for any additional past benefit pension costs is included in these financial statements.

Non-teaching members of staff, joining before October 2013 are entitled to belong to the Warwickshire County Council Pension Fund (LGPS), a multi-employer defined benefit scheme operated within the Local Government Pension Scheme, to which contributions are made by both employees and the employer. The basis of contribution to the Scheme is calculated according to the advice of the Scheme actuary. The cost of providing such pensions is charged on a systematic basis over the average remaining service life of the members.

The last full actuarial valuation of the Scheme was carried out on the effective date of 31 March 2010 when the assets of the Scheme were not deemed sufficient to cover its accrued liabilities. The employers have accordingly amended their rate of contribution to the scheme in line with advice from the actuary. The valuation method adopted was the Projected Unit Actuarial Cost Method and it was assumed that, in relation to security of both accrued and protected rights, the Scheme would continue. The method of calculating the discount rate at 31 August 2018 is based on the Consumer Price Index (CPI).

In accordance with FRS 102 the pension valuation has been updated by the qualified actuary, Hymans Robertson LLP. The scheme's assets and liabilities relating to Warwick Independent Schools Foundation were found to be as follows:

| | 2020 | 2019 |
|-------------------------------------|---------------|---------------|
| | £'000 | £'000 |
| Total market value of assets | 19,435 | 19,583 |
| Present value of scheme liabilities | -25,288 | -24,833 |
| (Deficit) in scheme | <u>-5,853</u> | <u>-5,250</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

The main financial assumptions made by the actuary at the beginning of the year and at the balance sheet date were as follows

| | 2020 | 2019 |
|-------------------------------|-------------|-------------|
| | % | % |
| Inflation | 2.3 | 2.3 |
| Rate of increase in salaries | 3.1 | 2.9 |
| Rate of increase for pensions | 2.3 | 2.3 |
| Discount rate for liabilities | 1.7 | 1.8 |

Life expectations on retirements age 65

| | 2020 | 2019 |
|-------------------------|-------------|-------------|
| | Years | Years |
| Male currently age 45 | 22.5 | 22.4 |
| Female currently age 45 | 25.4 | 25.0 |
| Male currently age 65 | 21.6 | 21.4 |
| Female currently age 65 | 23.8 | 23.6 |

Fair value of assets and expected rate of return

| | 31 Aug 2020 | | 31 Aug 2019 | |
|------------------|--------------------|----------------------------|--------------------|----------------------------|
| | Fair | Expected Rate of Return | Fair | Expected Rate of Return |
| | £'000 | % | £'000 | % |
| Equities | 11,661 | 2.5 | 11,946 | 2.5 |
| Government bonds | 4,859 | 2.5 | 5,091 | 2.5 |
| Other bonds | - | | - | |
| Property | 2,527 | 2.5 | 2,350 | 2.5 |
| Cash/Liquidity | 388 | 2.5 | 196 | 2.5 |
| Other | - | | - | |
| Total | 19,435 | | 19,583 | |

The overall expected rate of return on the scheme assets is determined based on market expectations at the beginning of the year, for investment returns over the entire life of the related obligation. The assumption used is the average of the above assumptions appropriate to the individual asset classes weighted by the proportion of the assets in the particular asset class.

| | 2020 | 2019 |
|--|-------------|-------------|
| | £'000 | £'000 |
| The actual return on the scheme assets in the year | -390 | 1,141 |

Changes in the fair value of the scheme assets are as follows:

| | 2020 | 2019 |
|---|---------------|---------------|
| | £'000 | £'000 |
| Opening value of scheme assets | 19,583 | 18,420 |
| Return on assets less interest | -745 | 625 |
| Net interest income on plan assets | 355 | 516 |
| Contributions by employer | 636 | 357 |
| Contributions by employees | 105 | 121 |
| Contributions in respect of unfunded benefits | 2 | 2 |
| Benefits paid | -501 | -458 |
| | 19,435 | 19,583 |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

Changes in the present value of the scheme liabilities are as follows:

| | 2020 | 2019 |
|----------------------------|---------------|---------------|
| | £'000 | £'000 |
| Opening liabilities | 24,833 | 20,608 |
| Current service cost | 547 | 692 |
| Past service cost | - | 111 |
| Interest cost | 449 | 582 |
| Contributions by employees | 105 | 121 |
| Actuarial gains/(losses) | -145 | 3,177 |
| Benefits paid | -501 | -458 |
| | <u>25,288</u> | <u>24,833</u> |

The charge to the Statement of Financial Activities over the financial year comprised:

| | 2020 | 2019 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Schools and grant making | | |
| Current service cost | 547 | 692 |
| Past service cost | - | 111 |
| Interest income on plan assets | -355 | -516 |
| Interest on pension scheme liabilities | 449 | 582 |
| Total charge to expenditure in the SOFA | <u>641</u> | <u>869</u> |

The actuarial gains and losses shown in the Statement of Financial Activities comprised:

| | 2020 | 2019 |
|---|--------------|---------------|
| | £'000 | £'000 |
| Return on assets less interest | -745 | 625 |
| Experience gains and losses on scheme liabilities | 468 | -6 |
| Changes in demographic assumptions | 219 | 1,296 |
| Changes in financial assumptions | -542 | -4,467 |
| Total amount recognised in the SOFA | <u>-600</u> | <u>-2,552</u> |

Employers' contributions for the year to 31 August 2020 were £552,104 (2019: £600,780) including deficit payments. The contributions until 31 March 2020 were 19.5%. The best estimate of employer contributions for the coming year to 31 August 2021 is £535,000. The scheme applies only to members of staff employed by the Foundation before 31 October 2013 who signed up prior to that date. All other staff are auto-enrolled onto the National Employment Savings Trust (NEST), an independently run defined contribution scheme. Employers' contributions to the NEST scheme for the year to 31 August 2020 were £290,562 (2019: £236,456).

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

21. Reconciliation of Cash Flows from Operating Activities

| | 2020 | 2019 |
|--|--------------|--------------|
| | £'000 | £'000 |
| Net income for the reporting period | -1,298 | 142 |
| Interest receivable | -397 | -443 |
| Interest paid | 566 | 421 |
| Depreciation | 2,657 | 1,923 |
| Increase/(Decrease) in stock | 67 | 31 |
| (Increase)/Decrease in debtors | 972 | -1,226 |
| Increase in creditors | -1,498 | 4,089 |
| Gains on investments | 335 | -371 |
| Gains on investment property | - | -260 |
| Defined benefit pension scheme cost less contributions payable | -91 | 444 |
| Defined benefit pension scheme finance cost | 94 | 67 |
| Net cash provided by operating activities | <u>1,407</u> | <u>4,817</u> |

22. Analysis of changes in net debt

| | Balance at | Cash | Fair value | Balance at |
|----------------------------------|--------------------|---------------|-------------------|--------------------|
| | 1 Sept 2019 | flows | movements | 31 Aug 2020 |
| | £'000 | £'000 | £'000 | £'000 |
| Cash and cash equivalents | 7,739 | -5,139 | - | 2,600 |
| Bank loan | -20,000 | - | - | -20,000 |
| Derivative financial instruments | -1,676 | - | -46 | -1,722 |
| | <u>-13,937</u> | <u>-5,139</u> | <u>-46</u> | <u>-19,122</u> |

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

23. Related Party Transactions

Warwick Schools Enterprises Ltd is wholly owned by Warwick Independent Schools Foundation and has been incorporated in these accounts. Transactions with the subsidiary are disclosed in note 19.

During the year, the Foundation purchased £51,358 (2019: £84,781) of printing from Triple Crown Print Limited. Mrs Graham was a member of the senior management team of Warwick Preparatory School. Mrs Graham's husband is a director of this company. Mrs Graham is a shareholder. A balance of £477 (2019: £4,924) was outstanding at the year end.

The Foundation purchased £11,700 (2019: £NIL) of media communications from ADD Communications & Events Limited. Mrs Didlick is a member of the senior management team of King's High School. Mrs Didlick's husband is a director of this company. A balance of £1,800 (2019: £NIL) was outstanding at the year end.

The Foundation purchased £325 (2019:£NIL) of packaging from Kite Packaging Limited. Mrs M Ashe is a Governor and a director of this company.

The Charity received donations in the year from employees totalling £1,007 (2019: £113). Donations were also received from the families of two Governors totalling £42,966.

The Ministry of Defence provides some funding each year for the purposes of the Combined Cadet Force (CCF). A separate CC bank account is held by the Charity which is consolidated within these financial statements. The CCF bank account balance at the 31 August 2020 was £4,127 (2019: £7,817).

24. Post Balance Sheet Event

On 4 February 2021, it was announced that the School would be merging with The Kingsley School, who will be joining the Warwick Independent School Foundation family of schools. The assets, liabilities, employees and trading activities of The Kingsley School were transferred to The Warwick Independent Schools Foundation on 10 March 2021.

WARWICK INDEPENDENT SCHOOLS FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2020

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES – COMPARATIVE FIGURES BY FUND TYPE

| | Notes | Unrestricted Funds | | Restricted Funds | Endowed Funds | Total Funds |
|--|-------|--------------------|---------------|------------------|---------------|---------------|
| | | Schools | Other | | | 31 Aug 2019 |
| | | £'000 | £'000 | £'000 | £'000 | £'000 |
| INCOME FROM: | | | | | | |
| Donations | | 19 | - | 1,715 | - | 1,734 |
| Charitable Activities | | | | | | |
| School fees | 2 | 29,355 | - | - | - | 29,355 |
| Other income | 3 | 3,382 | - | - | - | 3,382 |
| Other Trading Activities | | | | | | |
| Trading turnover: WSEL | 4 | - | 653 | - | - | 653 |
| Investment Income | 5 | - | 443 | - | - | 443 |
| Total Incoming Resources | | <u>32,756</u> | <u>1,096</u> | <u>1,715</u> | <u>-</u> | <u>35,567</u> |
| EXPENDITURE ON: | | | | | | |
| Raising Funds | | | | | | |
| Cost of Development Office | | 426 | - | - | - | 426 |
| Cost of trading activities: WSEL | 4 | - | 616 | - | - | 616 |
| Other activities | | - | 55 | - | - | 55 |
| Charitable Activities | | | | | | |
| Schools and grant-making | | <u>34,125</u> | <u>4</u> | <u>729</u> | <u>27</u> | <u>34,885</u> |
| Total Expended | 7 | <u>34,551</u> | <u>675</u> | <u>729</u> | <u>27</u> | <u>35,982</u> |
| Net gains on investments | | - | 631 | - | - | 631 |
| Net income/(expenditure) | | <u>-1,795</u> | <u>1,052</u> | <u>986</u> | <u>-27</u> | <u>216</u> |
| Transfers between funds | 15 | <u>1,795</u> | <u>-1,795</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| Pension Scheme actuarial gain | 20 | | <u>-2,552</u> | <u>-</u> | <u>-</u> | <u>-2,552</u> |
| NET MOVEMENT IN FUNDS | | | <u>-3,295</u> | <u>986</u> | <u>-27</u> | <u>-2,336</u> |
| Balance brought forward at 1 September 2018 | | | 61,515 | 506 | 2,843 | 64,864 |
| FUND BALANCES at 31 August 2019 | | | <u>58,220</u> | <u>1,492</u> | <u>2,816</u> | <u>62,528</u> |