

**Charity Registration No. 1096270**

**Company Registration No. 4659710 (England and Wales)**

**THE WOODARD CORPORATION**

**(A Company Limited by Guarantee)**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31<sup>st</sup> AUGUST 2022**

# THE WOODARD CORPORATION LIMITED

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# THE WOODARD CORPORATION LIMITED

## COMPANY INFORMATION

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### Directors (Meetings attended)

The Right Reverend Dr J Inge (3/3)  
Mr R S Morse (3/3)  
Mr H J Dellar (3/3)  
Mr M S Hedges (2/2) [Resigned 22<sup>nd</sup> May 2022]  
The Very Reverend Dr J Hall (2/3)  
Mrs A G Hogg (1/1) [Appointed 22<sup>nd</sup> June 2022]  
Mrs M Holman (3/3)  
Mr M H Mortimer (2/2) [Appointed 18<sup>th</sup> February 2022]  
Mr B M Newman (3/3)  
  
Mrs F A Orchard [Appointed 30<sup>th</sup> November 2022]  
Mr W G Pecover [Appointed 24<sup>th</sup> November 2022]  
Mr A Prince (3/3)  
Mrs P Pritchard (2/3)  
Mr P H W Southern (2/2) [Resigned 22<sup>nd</sup> May 2022]

### Charity Number

### Company Number

### Registered Address

### Vice-President

### Key management personnel and executive officers

Senior Provost  
Director of Education  
Director of Finance and Company Secretary

### Auditors

### Bankers

### Insurance Brokers/Providers

### Solicitors

### Post and Committee Membership

(Meetings attended; \*Chairman)

President, Pastoral\* (2/3), Remuneration (1/1)

Chairman of the Board, Remuneration (1/1)

Senior Independent Director [to 22<sup>nd</sup> May 2022],  
Remuneration (1/1)

Education (2/3)

Finance & Estates Committee

Education\* (3/3)

Audit Committee\* [from 21<sup>st</sup> September 2021 and  
Chair from 18<sup>th</sup> February 2022].

Senior Independent Director [from 22<sup>nd</sup> May 2022],  
Finance & Estates\* (3/3), Remuneration (1/1)

Education

Finance & Estates

Finance & Estates (3/3)

Education (2/3), Pastoral (2/3)

Finance & Estates (2/2)

1096270

4659710

High Street  
Abbots Bromley  
Staffordshire  
WS15 3BW

Rear Admiral Sir Robert Woodard

The Reverend J White

Mr C G Wright

Mr M G Corcoran

RSM UK Audit LLP  
3 Hardman Street  
Manchester  
M3 3HF

Lloyds TSB Bank plc  
1 Pride Hill  
Shrewsbury  
SY1 1DG

Marsh  
1 Tower Place West  
Tower Place  
London  
EC3R 5BU

Farrer & Co  
66 Lincoln's Inn Fields  
London  
WC2A 3LH

VWV  
Narrow Quay House  
Narrow Quay  
Bristol  
BS1 4QA

# THE WOODARD CORPORATION LIMITED

## COMPANY INFORMATION

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The schools in the Woodard group are:

***Incorporated (Independent)***

Ardingly College<sup>2</sup>  
Bloxham School<sup>3</sup>  
The Cathedral School, Llandaff<sup>4</sup>  
Denstone College<sup>5</sup>  
Denstone College Preparatory School at  
Smallwood Manor (to 31<sup>st</sup> August 2021)<sup>14</sup>  
Ellesmere College<sup>6</sup>  
Hurstpierpoint College<sup>7</sup>  
King's College, Taunton<sup>8</sup>  
King's Hall School, Taunton<sup>8</sup>  
Lancing College<sup>9</sup>  
The Peterborough School<sup>10</sup>  
Prestfelde School, Shrewsbury<sup>11</sup>  
Queen Mary's School, Baldersby<sup>12</sup>  
St James' School, Grimsby (to 11<sup>th</sup> May  
2021)<sup>13</sup>  
Worksop College<sup>15</sup>  
Worksop College Preparatory School at Ranby  
House <sup>15</sup>

***Woodard Sponsored Academies***

Kings Priory School, Tynemouth<sup>16</sup>  
The Littlehampton Academy<sup>16</sup>  
St Augustine Academy, Maidstone<sup>16</sup>  
St Peter's Academy, Stoke on Trent<sup>16</sup>  
The Sir Robert Woodard Academy, Sompting<sup>16</sup>  
Polam Hall School, Darlington <sup>16</sup>

***Affiliated (Maintained)***

The Bishop of Hereford's Bluecoat School, Tupsley  
Bishop Stopford School, Kettering  
Crompton House CofE High School, Shaw  
St Marylebone CE School, Westminster  
The St Marylebone CE Bridge School, Westminster  
St Olave's Grammar School, Orpington  
St Saviour's and St Olave's CofE School, Southwark  
St Wilfrid's CofE Academy, Blackburn  
Trinity CofE School, Belvedere  
Trinity School, Lewisham  
Wren Academy, North Finchley

***Associated (Independent)***

Alderley Edge School for Girls  
King's School, Rochester

***Overseas***

St Thomas' College, Mount Lavinia, Sri Lanka  
Woodard Langalanga Secondary School, Gilgil, Kenya

*Superscript number denotes company per note 15*

Affiliated schools are maintained sector schools that have chosen to link themselves to Woodard for reasons of ethos and educational networking. Their results are not consolidated into these financial statements.

Associated schools are independent schools that are unable to be full members of Woodard but choose to link themselves to the group, also for reasons of ethos and educational networking. Their results are not consolidated into these financial statements.

Woodard Langalanga Secondary School and St Thomas' College are supported by, but not owned by Woodard. See page 5 for further details.

A full list of Woodard companies and charities is provided in note 15.

# THE WOODARD CORPORATION LIMITED

## **DIRECTORS' REPORT (*incorporating the Strategic Report*)** **YEAR ENDED 31<sup>st</sup> AUGUST 2022**

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The directors present their report and financial statements for the year ended 31<sup>st</sup> August 2022 and confirm they comply with the requirements of the Charities Act 2011, including the Directors' and Strategic Reports, under the Companies Act 2006.

### **REFERENCE AND ADMINISTRATIVE INFORMATION**

The Woodard Corporation (Woodard, the Charity or the Company) was incorporated as a company limited by guarantee (registered number 4659710) in February 2003 and registered with the Charity Commission as charity number 1096270. Woodard is the holding company of the incorporated schools and sponsored academies shown on page 2. Woodard commenced trading on 1<sup>st</sup> September 2003 and took over most of the assets and functions of the unincorporated charity known as the Corporation of SS Mary and Nicolas (charity number 314291) during the year to 31<sup>st</sup> August 2004.

Details of all connected charities are shown in note 15.

### **STRUCTURE, GOVERNANCE AND MANAGEMENT**

#### **Governing Document**

Woodard is governed by Articles of Association adopted on 7<sup>th</sup> February 2003 and amended by Special Resolution on 20<sup>th</sup> March 2013, 20<sup>th</sup> May 2019 and 28<sup>th</sup> August 2020. The Articles of Association of Woodard forbid the distribution of any income, which is to be applied solely towards the promotion of the charitable objects.

#### **Governing Body**

The members of the Woodard Board (the Board) are the directors and charitable trustees of the company. The relationship between Woodard and the subsidiary schools (the incorporated schools) and the Woodard Academies Trust (WAT) is outlined in regulations developed for the purpose. The Board oversees the management of Woodard and formulates policy; it met four times during the year. In attendance at Board meetings are the Senior Provost, Company Secretary/Director of Finance, the Director of Education and a Minutes Secretary. The Board designated Mr B M Newman as the Senior Independent Director following the retirement of Mr M S Hedges.

#### **Recruitment and Training of Directors**

Each incorporated school has a governing School Council comprising Woodard Fellows (the Fellows). The trustees of the WAT are also Fellows. The Fellows are the custodians of the Woodard ethos and are the guarantors for the charitable company. Fellowship is open to the President and any other individual interested in promoting the objects of Woodard, whether or not they are a communicant member of the Church. In addition to the Fellows engaged on School Councils, there are up to forty other Fellows who are not attached to schools, and all individuals who have previously served as a Fellow in any of the above categories and have agreed to continue as a Fellow at the invitation of the Board of Trustees (the Board).

Together, the Fellows form the Corporate Chapter. It is the Corporate Chapter that elects the members of the Board, who are the trustees of Woodard itself, the names of whom are listed on page 1. All Board members are subject to confirmatory election at an Annual General Meeting. The Board looks to ensure a mix of skills and members are appointed on the basis of background, competence, specialist skills and Christian commitment. Board members are provided with induction training by the Chairman and staff and a wider programme of training events is organised by the schools themselves and Woodard. Woodard also encourages its Board members to attend events run by the Association of Governing Bodies of Independent Schools (AGBIS).

Where possible the directors consider that the skills and experience of the Board should comprise the following:

- A director with a legal background.
- A director with a financial/accounting background.
- A director with education experience.
- A director with senior managerial or business experience.

# THE WOODARD CORPORATION LIMITED

## **DIRECTORS' REPORT (*incorporating the Strategic Report*) YEAR ENDED 31<sup>st</sup> AUGUST 2022**

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A director with experience of equal opportunities or disability needs.

At least one female director and at least one male director.

An individual director may have one or more of these skills or attributes. At 31<sup>st</sup> August 2022 the Board has the appropriate skills and experience, but keeps this under review.

### **Volunteers**

Directors are volunteers providing their time for free to support the governance of Woodard. Woodard relies on a wide range of volunteers in its schools and thanks all of them for their valuable input and insight.

Directors' expenses incurred in attending meetings are met by Woodard where a claim is made.

### **Organisational Management**

Woodard is governed by the Board which delegates responsibility for overseeing work to a number of committees listed below. Board membership of each committee is given on page 1; there are members of committees who are not on the Woodard Board, who are noted below, with the numbers in brackets indicating the meetings attended by each. The directors determine the general policy of Woodard. The incorporated schools hold all real estate and other property of the schools. Each School Council is responsible for running the schools, with delegated responsibility being held by the Headteacher and Bursar. Individual academies are supported by their Academy Councils which operate as sub-committees of the WAT. The School and Academy Councils are in some cases supported by a number of sub-committees.

Woodard employs three executive officers: the Senior Provost, the Director of Education and the Company Secretary/Director of Finance; these post holders report directly to the Board. The Articles allow for the President and Chairman to be paid an honorarium and this allows them to undertake their roles in ensuring the delivery of the Woodard strategy. The executive officers, to whom day to day operations are delegated, are the Key Management Personnel for Woodard, as listed on page 1.

#### *Nominations & Appointments Committee*

The work of a Nominations & Appointments Committee is carried out by the whole Board, supported by the Senior Provost.

#### *Audit Committee*

The committee's responsibilities include overseeing arrangements for the audit of Woodard and subsidiary school companies and charities, and oversight of the audit of the WAT. The Audit Committee is responsible for monitoring the integrity of the annual financial statements of Woodard and any other associated formal announcements or returns relating to its financial performance, and for reviewing, and challenging where necessary, the actions and judgements of management in relation to Woodard's financial statements before submission to, and approval by, the Board and before clearance by the external auditors. The committee also has to keep under review the effectiveness of Woodard's internal financial controls and risk management systems and it reviews Woodard's procedures for whistle-blowing and for detecting fraud.

The Audit Committee met three times during the year ended 31<sup>st</sup> August 2022. The Chairman to 1<sup>st</sup> March 2021 was Mr M S Hedges, who is the one Board member shown on page 1. Mr M H Mortimer joined the Audit Committee in September 2021 and became Chairman of the Committee from 18<sup>th</sup> February 2022. The other members during the year were Mr J N Christie (3/3) who has expertise in risk management and financial control and Mr T Fielden (3/3) who joined the Committee on 21<sup>st</sup> September 2022 and is an accountant with experience in audit and as a Finance Director in national organisations. The Company Secretary/Director of Finance and the Woodard Accountant normally attend Audit Committee meetings. The committee also meets the auditors in private to discuss any relevant matters, as appropriate. The Board is very grateful to Mr Hedges for his contribution over a number of years as Chair of the Audit Committee and as the Senior Independent Director.

#### *Education Committee*

The Education Committee reviews academic performance at Woodard schools, monitors changes in the sphere of educational provision and makes recommendations to the Board on matters relating to

# THE WOODARD CORPORATION LIMITED

## **DIRECTORS' REPORT (*incorporating the Strategic Report*)** **YEAR ENDED 31<sup>st</sup> AUGUST 2022**

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delivery of education. It also acts as the primary link between the Board and the Woodard Heads Association (WHA).

The Education Committee met three times during the year. Mrs M Holman is the Chairman of the committee. The committee comprises the members shown on page 1, plus: Mrs E M K Phillips (3/3) and Mr D R Levin (2/3). The Woodard Education Committee holds joint meetings with the Education Committee of the WAT. The Director of Education and the Co-Chairs of the WHA, or their Vice-Chairs, attend meetings of the committee.

### *Finance & Estates Committee*

The committee is responsible for overseeing on behalf of the Board all financial aspects of the company and charity, to ensure short and long-term viability, and to report back to the Board accordingly. It is also responsible for advising the Board as to the most appropriate future financial strategy for the organisation. It has to consider whether the draft annual financial statements are consistent with the management accounts reported during the year and it reviews the draft financial statements prior to consideration by the Audit Committee. The committee reviews and then recommends to the Board Woodard's annual revenue and capital budgets and monitors performance in relation to the approved budgets. The committee also oversees the property development strategy and proposals made by individual schools, making recommendations to the Board, and it monitors the extent to which the incorporated schools plan their maintenance programmes for future years.

The Finance & Estates Committee met three times during the year. The Chairman is Mr B M Newman. The members during the year ended 31<sup>st</sup> August 2022 are shown on page 1. Meetings of the Finance & Estates Committee are attended by the Chairman, the Company Secretary/Director of Finance and the Woodard Accountant. The Board is very grateful to Mr P Southern who retired as a Board member and member of the Finance & Estates Committee. Amongst other responsibilities, Mr Southern has been particularly involved in the negotiations over the disposal of the site at Abbots Bromley and the Board is appreciative of his significant contribution to the progress made, and the time he has made available to ensure Woodard's interests are protected.

### *Vision, Ethos and Pastoral Committee*

The Vision, Ethos and Pastoral Committee has oversight of policies, practices and procedures for the pastoral, spiritual and emotional support of staff and pupils in Woodard schools, including provision of chaplaincy support. The Vision, Ethos and Pastoral Committee met three times during the year. The members during the year ended 31<sup>st</sup> August 2022 are outlined on page 1 plus the Woodard Provosts: Right Reverend Dr R Ladds (2/3), Right Reverend C J Meyrick (2/3), Reverend Canon V Johnson (2/3), Reverend Canon R Godsall (2/3) and Reverend Canon B D Clover(2/3).

### *Remuneration Committee*

The Remuneration Committee determines the annual remuneration of Woodard's executive officers and the honoraria of the President, Chairman and Provosts. Remuneration of all other staff directly employed by Woodard is determined by management. Remuneration of the Key Management Personnel is set after an individual appraisal, having regard to targets set, individual performance against those targets and, where available, comparative data. The Remuneration Committee met once during the year. The members during the year ended 31<sup>st</sup> August 2022 are shown on page 1.

## **Group Structure and Relationships**

In the year to 31<sup>st</sup> August 2022, Woodard discharged its objects by establishing, maintaining or otherwise supporting 14 schools, incorporated within 12 charitable companies with the shares in these companies ultimately being owned by Woodard, and through sponsorship of six academies operated through the WAT, where Woodard is the principal sponsor and can appoint and remove all trustees. Note 15 provides details of connected charities and these are consolidated into these financial statements. Woodard also owns the share capital of the companies previously operating three schools that have now either merged, been sold or closed.

There are a further 13 UK based schools, in the independent and state sectors, that are committed to following the ethos and objectives of Woodard's Founder, the Reverend Canon Nathaniel Woodard. These schools are linked to Woodard through agreements of 'affiliation' or 'association', as set out in the governing documents. They are not consolidated into these financial statements. Woodard also

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## **DIRECTORS' REPORT (*incorporating the Strategic Report*)** **YEAR ENDED 31<sup>st</sup> AUGUST 2022**

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supports two overseas schools through encouraging links with UK based Woodard schools, assisting in finding governors and through periodic visits. These are not consolidated into the financial statements.

Woodard directly sponsors six academies through the Woodard Academies Trust Limited, a sister company and charity (Exempt charity, Company No: 6415729). The WAT has its own Board and individual academies have Academy Councils which operate as sub-committees of the WAT. In line with Financial Reporting Standard (FRS) 102, Woodard believes it exerts a dominant influence over the WAT as the Memorandum and Articles of the WAT allow Woodard to appoint and remove the majority of the directors (the 'sponsor directors') and the two companies follow an agreed strategy. As a consequence, the financial statements of the WAT are consolidated into these financial statements.

The members of the Woodard Board (the Board) are the directors and charitable trustees of the group called the Woodard Corporation (incorporated, academies, affiliated and associated). The Board oversees the management of Woodard and formulates policy and strategy. The Board employs executive staff to work on its behalf.

### **Employment Policy**

We are an equal opportunity organisation and are committed to a working environment that is free from any form of discrimination on the grounds of age, gender, relationship status, colour, race, ethnicity, religion, sexual orientation or choice, or disability. We will make reasonable adjustments to meet the needs of staff or pupils who are or become disabled.

Employment policies clearly set out our approach to equal opportunities and the avoidance of discrimination at work. Policies apply to all aspects of employment, including recruitment, pay and conditions, training, appraisals, promotion, conduct at work, disciplinary and grievance procedures, and termination of employment.

We recruit and promote on merit, and we help our employees to maximise their achievements through a programme of personal development. We have continued to provide employees with opportunities for training and staff development and engage with universities and other bodies to ensure that the employee intake is as broad as possible. Schools use a variety of tools to communicate with professional and support staff including newsletters and electronic communication including email and via the school's website. The senior staff will often address staff meetings, and governors are available at school events.

Consultation with employees, or their representatives, is undertaken at all levels with the aim of taking the views of employees into account when decisions that are likely to affect their interests are being made. Employees are made aware of the financial and economic performance of the schools through regular staff training days and consultation with senior staff takes place on such matters as sector policy and strategic planning.

### **CHARITABLE OBJECTS, AIMS, OBJECTIVES AND ACTIVITIES**

Within the objects, Woodard schools aim to create an environment to nurture children, to get the best from them and to allow them to develop and fulfil their potential. All Woodard schools provide pupils with a first-class education and a wide range of sporting and artistic opportunities. Woodard's public benefit aim is that all pupils will be self-confident and desire to contribute to the wider community. In the furtherance of these aims, the Board and governors at all incorporated schools, as the charity trustees, have complied with the duty in s.17 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant sub-sector guidance concerning the operation of the Public Benefit requirement under that Act.

### **Charitable Objects**

The primary objects of Woodard, as set out in the Articles of Association, are 'to promote and extend Education (including spiritual, moral, social, cultural and physical education) in accordance with the doctrines and principles of the Church through any or all of the following means:

- Establishing, maintaining or otherwise supporting schools which commit to develop and sustain a Christian environment centred on the Anglican tradition of the Eucharist and at which a fundamental importance is attached to the teaching of those principles.
- Promoting the efficiency and effectiveness of Woodard schools.



# THE WOODARD CORPORATION LIMITED

## DIRECTORS' REPORT (*incorporating the Strategic Report*) YEAR ENDED 31<sup>st</sup> AUGUST 2022

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- Promoting the use of the facilities of Woodard schools by the wider community.

The Charitable Objects are given focus through the adoption of a Mission and Vision for Woodard, and by describing the intended impact. Woodard's Mission and Vision are being reviewed and revised and the current version, yet to be formally adopted, is:

### **Mission**

To provide a high-quality education in an actively Christian environment for all.

### **Vision**

Opening minds

- Be active, compassionate, inquiring and life-long learners in search of truth.
- Develop character – with largeness of soul, personal dignity and integrity.
- Nurture creativity and a capacity for independent and critical thought and action.

Raising expectations

- Live life to the full and develop a positive self-awareness and self-confidence.
- Aim high, irrespective of our background.
- Have the confidence, aptitude and skills needed for life and for work.

Transforming lives

- Value the significance of the spiritual, moral, and cultural dimensions of life.
- Enable rewarding careers and strong relationships.
- Recognise our common humanity and shared guardianship of the planet, and help to create a better and more peaceful world.

### **Intended impact**

Woodard schools strive for the best all round education of every aspect of each individual; they ensure high standards of religious education; and they see themselves as communities working together for the benefit of all members, and of the Church and the nation. They are strong Christian foundations which adhere to Catholic belief as found in the Church, to Christian worship focused in the Eucharist, and to the care of each individual and the whole school community particularised in the ministry of the Chaplain.

### **Primary objectives**

*Leadership* - Demonstrating outstanding leadership and governance

*Christian Charity* - Proclaiming and celebrating Christian faith

*Being the Employer of Choice* - Unlocking staff potential and allowing them to find fulfilment and give of their best

*Being Responsive to Opportunities and Threats* - Understanding and strategically responding to opportunity and risk

*Providing Value* – Promoting efficiency and effectiveness

*Being the Educational Community of Choice* - Promoting and extending quality education

### **Strategies to achieve the primary objectives**

In 2021-22 the Board agreed to pursue a number of strategies in support of the primary objectives. The strategies placed emphasis on supporting schools and providing resources which would help to create a better network within Woodard, its schools and academies:

- Recruit a new Senior Provost following the departure of Fr Brendan Clover.
- Look for credible and sustainable ways to support chaplaincy and religious and spiritual education in all Woodard schools.
- Identify and appoint consultants to undertake background work informing an updated strategic plan for Woodard.
- Undertake relevant survey work and consult constituent parts of Woodard to identify strategic priorities.

# THE WOODARD CORPORATION LIMITED

## DIRECTORS' REPORT (*incorporating the Strategic Report*) YEAR ENDED 31<sup>st</sup> AUGUST 2022

- Continue work to address items arising from the sale, merger or closure of Woodard schools.
- Work with schools to address opportunities that arise and continue to work to secure the catchment of all Woodard schools.
- Work with individual Woodard schools looking to realise assets through sale or development.
- Support schools looking to expand their provision in whatever way they believe supports the charitable objective to 'extend education'.
- Work to improve the way in which Woodard and the Woodard Board interacts with Woodard incorporated schools and the content of the information available.
- Working with Woodard schools and the WAT to identify networks and mechanisms for exchange of ideas.
- Consider the implications of government initiatives and policy on all Woodard schools and academies.
- Enhance the professional support for teaching staff to provide them with the resources they need.
- Create papers supporting teaching and learning and continue to explore issues such as diversity, inclusion and equity so that Woodard and Woodard schools continue to respond positively.
- Continue the roll out of the single finance system across Woodard incorporated schools and progress to the necessary group reporting that will be available including group consolidation.
- Work to review the objectives and application of Woodard controlled restricted funds and propose practical routes by which the Woodard Board can apply them more widely.

Details of activities in support of these objectives is provided in the 'Review of Achievements and Performance for the Year' on page 13.

### Principal Activity and Public Benefit

The principal activity of the group of schools that comprise the Woodard Corporation, as defined in the Articles of Association, is to promote and extend education, and with this as a focus, 2021-22 has been another successful year overall, showing a rise in pupil numbers at both the incorporated independent schools and at Woodard academies.

Pupil numbers in Woodard incorporated schools and Woodard academies at September were:

	Boys	Girls	Day	Boarding	2022 Total	2021 Total
Woodard incorporated schools	4,626	3,778	6,247	2,157	8,404	8,223
Woodard academies	3,389	3,345	6,734	-	6,734	6,451
<b>TOTAL</b>	<b>8,015</b>	<b>7,123</b>	<b>12,981</b>	<b>2,157</b>	<b>15,138</b>	14,674

Schools are academically strong, but the overall aim is to provide a holistic education and there is a full programme of activities in the fields of music, arts and sport with some notable results being achieved. Woodard also has formal links to independent and maintained sector schools through associated or affiliated status. With over 15,500 pupils in the associated and affiliated schools, Woodard schools educated over 30,600 children in the year to 31<sup>st</sup> August 2022.

Woodard and its schools provide a significant benefit to the public. The Board and each of the schools strive to ensure that measures of public benefit are appropriate, and that significant sections of the public are not excluded from the opportunity to benefit from the education and facilities offered by Woodard schools due to the need to pay a fee. In addition to significant provision of bursaries and other forms of financial support, Woodard schools provide a wide range of opportunities for community benefit and their facilities and events are often open to all. Further detail of the public benefit offered by the schools is included in the financial statements of each school and in the section entitled 'Review of Achievements and Performance for the Year' on page 13.

It is a key requirement of evidencing public benefit that any private benefit to individuals or elements of the charity will be incidental to the charity's objectives. An example of private benefit may be the reimbursement of travelling expenses for trustees attending training courses; any private benefit to individuals or elements of Woodard is incidental to delivery of the charitable objectives.

All Woodard schools seek to provide a very high standard of education, validated in the academic

# THE WOODARD CORPORATION LIMITED

## **DIRECTORS' REPORT (*incorporating the Strategic Report*)** **YEAR ENDED 31<sup>st</sup> AUGUST 2022**

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results, measurements of added value and through external inspection. The schools offer a broad curriculum and educate children with a wide range of ability. The aim of all Woodard schools is to support pupils to reach their potential in all areas of their activity. This may be in academic subjects but could just as easily be reflected in success in art, drama, sport, music or dance. Woodard schools produce well-rounded individuals who are able to make a positive contribution to society.

Parents of pupils at Woodard incorporated schools often make significant sacrifices to pay the fees. In educating over 7,755 UK based pupils in Woodard incorporated schools, parents help to relieve the state of the financial burden of paying for their children's education. The saving to the public purse is estimated to have a value in the last year of over £53.1 million (2021: £50.5 million).

Unlike schools in the maintained sector, Woodard incorporated schools are unable to recover the £9.4 million in VAT incurred on goods and services.

### **Bursaries & Scholarships**

Woodard schools aim to provide opportunities for a wide range of people to access benefits from the charity. Woodard independent schools provide substantial means-tested bursaries in cases of hardship where a pupil's education and future prospects would otherwise be at risk or to those whose parents are on such low incomes that they would otherwise not be able to benefit from the educational opportunities provided. Bursary awards range from 1% to 100% remission of fees. Schools have hardship funds that supplement bursary awards to pay for co-curricular activities, equipment and school trips. The availability of all such awards for fee assistance is advertised on school websites and in prospectuses. In the past year Woodard incorporated schools provided means-tested bursaries to 959 children (2021: 964), the total value of which was over £8.4 million (2021: £9.0 million), representing 4.8% of gross fees (2021: 5.6%).

Scholarships are used to ensure that Woodard schools are able to maintain the high standards in all areas of provision. Woodard schools provide an excellent all-round education, adding value in educating children and providing pupils from all walks of life with an opportunity to benefit from a Woodard education.

The purpose of scholarship awards is to recognise high academic potential or the ability to excel in co-curricular activities. Some awards carry specific conditions imposed by the original donors. The progress of pupils receiving scholarships is reviewed at least annually to ensure their progress is in line with their abilities. In many Woodard incorporated schools it is the policy to reduce the financial value of these awards over time as compared to the value of means tested bursaries. Scholarships are mostly awarded with a fixed remission of fees of between 5% and 80%, though some are above this level. Where further assistance is required, scholarship awards may be supplemented by a means tested bursary. Parents making enquiries about possible entry are provided with a description of the criteria for bursaries and scholarships. The value of scholarships in the year was £8.6 million (2021: £7.1 million).

All Woodard schools also support education through targeting funding at specific need, either nationally or in their local community. A number of schools provide concessions that will cover all the costs of a pupil's education, including any 'extras' required. Woodard schools often launch campaigns to raise funds in order to provide scholarships and bursaries and they continue to assist a number of pupils both in the United Kingdom and overseas. Some schools apply their funds to attract and support pupils and parents, often in specialist areas of the curriculum. Such activity may include areas such as provision of scholarships for sports activities for example, rugby, tennis, athletics or golf. Schools often also subsidise the arts through provision of scholarships for music and art; one school subsidises the fees by provision of scholarships for all the choristers for a cathedral.

In response to the Coronavirus pandemic, Woodard schools introduced hardship bursaries allowing for concessions on fees in circumstances where parents' finances were significantly impacted. This demand has eased but the current increases in living costs may well see a return.

In aggregate, Woodard schools provided unfunded concessions, comprising the bursaries and scholarships discussed above and other remissions, totalling £25.2 million (2021: £25.9 million) or 14.0% (2021: 15.9%) of gross fees.

Woodard schools include details of the various concessions in their prospectuses and on their websites. All parents making enquiries about possible entry are provided with a description of the criteria for bursaries and scholarships. In most cases the budget for means tested bursaries is allocated using a

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## DIRECTORS' REPORT (*incorporating the Strategic Report*) YEAR ENDED 31<sup>st</sup> AUGUST 2022

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'needs blind' approach as far as possible, whilst giving priority to the continuity of education of those pupils already at the school. All criteria and policies relating to concessions are kept under review and are updated when necessary.

### **Engagement with Suppliers, Customers and Others in a Business Relationship with Woodard**

Woodard seeks to engage actively and positively with all stakeholders in the local community and in the wider educational landscape. Collaborative relationships with suppliers, parents, educational partners and community leaders are seen as key enablers to achieving success in all of the group's operations.

During the year the group has further promoted this engagement through specific initiatives including:

- Regular communication and engagement with parents and prospective parents of pupils attending the Woodard schools and academies to enhance the understanding of the provision to each pupil and to fully coordinate support to pupils from parents and schools.
- Engagement with other educational organisations and partners at local and national levels to share best practice and to provide peer support.
- Active dialogues with local councils on matters which impact children and families in the community as well as relate to the operation of each school.
- Engaging with local businesses to promote career and educational opportunities for pupils for their mutual benefit.
- Seeking all possible opportunities to engage with local and national suppliers in each Woodard school area.
- Seeking regular communication with all suppliers and ensuring good commercial practices of prompt payment and clear communication to optimise arrangements for supply of goods and services to each school and academy.
- In particular, Woodard schools adopted the government's policies and guidance during the Coronavirus pandemic and sought to maximise its support to all suppliers through the crisis in order to sustain their support and services in the future. Good practices adopted at that time will continue.
- Promoting and encouraging pupil and staff opportunities to engage in local voluntary and other projects to support the community.
- Providing community access to schools and academies and, in many cases, adopting a role that puts the school or academy at the heart of a community.

### **How the Board Complies with Section 172 of the Companies Act**

#### *Promoting the success of the charitable group*

Section 172 of the Companies Act 2006 requires the directors to act in the way they consider, in good faith, would be most likely to promote the success of the charitable company to achieve its charitable purposes. The Act states that in doing so, the directors should have regard, amongst other matters, to:

#### *The likely consequence of any decision in the long term*

Woodard Corporation makes all key decisions through reference to its long-term strategic plan and after projecting the timing and impact of such decisions. This strategy is primarily designed around the objective to improve the educational outcome for pupils. Every decision and strategy or policy adopted is regularly reviewed for its impact on stakeholders, and the need for any change is identified and implemented.

#### *The interests of the charitable group's employees*

Our employees are vital to Woodard and we regard ongoing, regular engagement with them as a top priority. Woodard and its schools and academies seek employee engagement through regular feedback and meetings, including formal appraisals. We address any issues raised by our employees as quickly as possible and communicate back to them what we have done. Staff are offered access to support, and all parts of Woodard seek to ensure that staff welfare is actively considered and addressed. Through application of up-to-date health and safety policies, and regular meetings and consultations, we also actively seek to ensure that the working environment meets necessary high standards of safety and security.

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### *The need to foster the charitable group's business relationships with suppliers, customers, and others*

Our relationships with partners and suppliers are key to our effectiveness. Woodard schools and academies actively seek to engage in service reviews with key suppliers, and the Woodard procurement manager assists in this process for business-critical activities. These reviews are focussed on a two-way relationship with Woodard, its schools and academies, with the aim of each helping one another to achieve an optimum service as efficiently as possible, achieving best value for money. Where Woodard schools and academies have procured outsourced services, we seek to ensure that staff and management from that contractor are supported as an equal member of the school community, and as stakeholders.

### *The impact of the charitable group's operations on the community and the environment*

We recognise our responsibility to care for the environment and aim to minimise our environmental impact in all our activities. As well as covering environmental issues in our schools' curriculums, Woodard schools and academies encourage staff and pupils to participate in initiatives to reduce negative environmental impacts. Schools and academies promote recycling of waste and are involved in actions to maximise efficiency in energy consumption and work continues to reduce the carbon footprint of all Woodard schools and academies.

### *The desirability of the group maintaining a reputation for high standards of business conduct*

Our reputation and public trust in Woodard schools and academies is fundamental to our future success. Our ethos and values are a fundamental part of employee recruitment and training to ensure that we maintain high standards; the same basis is used in appraisal processes. We apply similar values and procedures in choosing school and academy partners and suppliers both in the UK and abroad.

### *The need to act fairly as between members of the charitable company*

After weighing up all relevant factors, the Woodard Board consider which course of action best enables delivery of the strategic aims, taking into consideration the impact on all stakeholders. In doing so, the Board act fairly as between all Woodard Fellows, who are the members of the charitable company, but are not required to balance the charitable company's interest with those of other stakeholders, and this can sometimes mean that certain stakeholder interests may not be fully aligned.

## Group Streamlined Energy and Carbon Reporting

	2022	2021
Energy consumption used to calculate emissions (kWh)	23,648,214	22,863,898
Energy consumption break down (kWh):		
• gas	14,811,073	14,863,385
• oil	914,293	1,274,382
• electricity	4,823,205	4,611,976
• transport fuel	956,328	629,877
<b>Scope 1</b> emissions in metric tonnes CO <sub>2</sub> e		
Gas consumption	2,711.38	2,728.98
Oil consumption	241.70	332.86
Owned transport – mini-buses	248.72	165.49
Owned transport - maintenance machinery	2.89	2.47
<b>Total Scope 1</b>	3,204.69	3,229.80
<b>Scope 2</b> emissions in metric tonnes CO <sub>2</sub> e		
Purchased electricity	965.89	1,041.20
<b>Scope 3</b> emissions in metric tonnes CO <sub>2</sub> e		
Business travel in employee-owned vehicles	9.07	6.04
Business travel in taxis	1.49	0.83
<b>Total gross emissions in metric tonnes CO<sub>2</sub>e</b>	<b>4,181.14</b>	<b>4,277.87</b>
<b>Intensity ratio Tonnes CO<sub>2</sub>e per pupil</b>	<b>0.47</b>	0.49

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Group reporting requires us to include all subsidiaries and related companies that qualify. The numbers above include all qualifying subsidiaries and related companies, being Woodard Academies Trust, King's Schools, Taunton and Hurstpierpoint College.

### *Quantification and reporting methodology*

We have followed the 2019 HM Government Environmental Reporting Guidelines. We have also used the Greenhouse Gas (GHG) Reporting Protocol – Corporate Standard and the 2020 UK Government's Conversion Factors for Company Reporting.

### *Intensity measurement*

The chosen intensity measurement ratio is total gross emissions in metric tonnes CO<sub>2</sub>e per pupil, the recommended ratio for the sector.

### *Measures taken to improve efficiency*

The intensity ratios across 2020-21 are affected by the Coronavirus pandemic. The closures experienced by schools reduced energy consumption, and the measures taken to mitigate Coronavirus when schools were open, including opening windows to improve ventilation, adversely affected energy consumption. Comparison year on year is therefore difficult.

Schools are periodically subject to building surveys, and these surveys identify areas where work completed would help to increase energy efficiency including work on roofs, building fabric and lighting.

During the year, schools and academies implemented a number of initiatives to improve the efficiency of energy use. These included:

- Instituting programs of professional building surveys to identify opportunities for significant modifications including remedial works to increase insulation and energy efficiency.
- Creating specific teams to promote sustainability thinking and action.
- Continuing reviews of light fittings across sites to seek alternatives, and installation of LED lighting where possible.
- Improving communication to staff urging that they turn off lights and close windows when exiting rooms and turn down radiators.
- Installing motion sensors so that lighting is only on when rooms are being used.
- Replacing old inefficient gas boilers with more efficient condensing boilers.
- Adjusting timers on lighting and heating systems to minimise the energy demand when not required or to minimise the time delays on switch off timers to minimum practical levels.
- Replacing old cookers, washing machines, etc with high energy efficient appliances.
- Extending the scope and encouraging use of bus routes to reduce the number of pupils travelling to school by car.
- Encouraging the use of bicycles and walking as an alternative mode of travel as well as the continuous promotion of relevant cycle to work schemes.
- Replacing diesel-powered maintenance vehicles and minibuses with fully electric vehicles.

Going forward schools and academies are engaging in a number of projects to improve energy efficiency in future years as follows:

- Engagement with the Energy Saving Opportunities Scheme (ESOS) to identify possible areas for energy saving.
- Installation of campus-wide building management systems to optimise energy usage.
- Continued replacement of diesel-powered equipment with electric items.
- Creation of long-term energy efficiency plans.
- Including energy efficiency as a high priority item in construction of new buildings with consideration of underfloor heating, energy controls, solar panels and air source heat pumps.
- Ongoing review of settings and the operation of building management systems to ensure that energy use is minimised according to the need of pupils and staff.
- Continuing to encourage the use of public transport, bicycles and walking as an alternative mode of transport including promotion of the Cycle to Work Scheme and possible exploration of salary exchange for leasing electric vehicles.
- Continuing to encourage staff to minimise travel and use technology where appropriate for meetings and other communications.
- Seeking to identify opportunities for solar power generation at school sites.

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- Exploring further options to reduce the consumption of gas and oil boilers across all sites by means of improved insulation or reviewing operating times.

### STRATEGIC REPORT

#### REVIEW OF ACHIEVEMENTS AND PERFORMANCE FOR THE YEAR

##### *Diminishing Impact of Coronavirus Pandemic*

These accounts relate to the year to 31<sup>st</sup> August 2022, and therefore reflect the diminishing financial and operational impact on the education sector, and all of society, of the Coronavirus pandemic. Schools and academies were required to close to all bar 'Key Workers' in March 2020 and again from January to May 2021. Much of the education was moved online. Woodard schools and academies adapted well to provision of online learning and the responses from parents were positive. Woodard independent schools continued to run hardship programmes offering the opportunity to defer payment of fees and also providing one-off short-term bursaries to support those whose income had been impacted temporarily. There was an increase in numbers in many independent schools, including Woodard Schools, in September 2021 and in WAT academies. In many Woodard schools, boarding numbers returned to the same level as in 2019.

The pandemic had a direct impact on school financial health across two financial years, but there was significant recovery in 2021-22. Following earlier cuts in fees in order to reflect the impact of the various restrictions, Woodard schools were able to raise their fees in September 2021-22, and this has continued into 2022-23. Following previous adaptations, Woodard schools were able to provide a full educational experience in 2021-22 and foresee being able to continue to do so.

##### *Extending Provision at Woodard Schools*

In July 2020, Denstone College and Denstone College Preparatory School at Smallwood Manor (Smallwood) announced that, from September 2021, all provision would be delivered from the site at Denstone College. This announcement was not wholly due to Coronavirus, but the pandemic influenced the timing. With hard work by the governors and staff of both Denstone College and Smallwood, the successful combination of the schools took place at the start of September 2021. It is to the great credit of all involved that numbers in the prep school are rising, and the development has been welcomed by all. The sale of the land and buildings at Smallwood Manor took place in September 2021 and, after costs, all of the excess proceeds will be transferred to Denstone College to support the ongoing needs of the prep school. The Woodard Board is grateful to all involved for their hard work and organisation.

##### *Abbots Bromley*

Trading operations at Abbots Bromley School Limited (now renamed ABS Realisations Limited) ceased as at 31<sup>st</sup> August 2019. Woodard has since been providing financial and technical support for the wind down of the school operations, and has been assisting in attempts to find a buyer for the former school's land and buildings. In June 2022, an agreement was reached with Friel Homes Limited for the acquisition of the site, conditional on receiving a suitable planning permission for development. Friel Homes has taken on responsibility for the site and is working towards a planning application which it is anticipated will be submitted in spring 2023. The sale agreement covers an initial amount for the purchase of the site, and overage agreements to cover any further developments.

##### *Senior Provost*

Following the departure in 2021 of Reverend Canon Brendan Clover to take up a role as Parish Priest at the church of St John the Evangelist in Clevedon, Fr Justin White was appointed as Senior Provost in April 2022. Fr Justin was previously the chaplain at Winchester College. All in Woodard welcome Fr Justin to his new role and wish Fr Brendan all good wishes.

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### *Progress in Primary Objectives*

Fr Justin has spent time looking at chaplaincy and the role of the Senior Provost and Provosts in relation to schools and chaplains. His aim is to develop a network and mechanism that reflects the current needs of the role of a Woodard chaplain in a school, and establishes new structures involving the team of Provosts to support that role. This work, which includes an audit of current chaplaincy provision, is aimed at benefitting the religious and spiritual education in all Woodard schools and involves the chaplains and Provosts along with senior school leaders. Fr Justin and the Board have also been working with the Centre for Chaplaincy in Education (CCE) in order to establish if there is a route by which the CCE can remain sustainable. Woodard has been one of two principle financial supporters of CCE since its inception and has a firm desire to see it succeed.

Towards the end of 2021, the Woodard Board appointed a consultancy firm to work on gathering information to contribute to the next version of the Woodard strategic plan. Working with the Woodard executives, the consultants commenced a wide-ranging study involving online questionnaires aimed at different cohorts, meetings with groups of people from each cohort and one-to-one interviews with governors and senior staff from across Woodard and WAT. The report was delivered in the summer of 2022 and the Board and executive are working to define the main priorities that arise from the recommendations. Some initial priorities are included in the section of 'Future Plans'.

In order to ensure that there is a clear line of communication between the Woodard Board and Woodard independent schools, and to enhance the mechanism supporting the Woodard network, the executive reviewed and revised the contents of the 'School on a Sheet'. This sheet represents the product of periodic meetings between senior school staff and the Woodard executive, and is designed to provide for communication on strategy between the school and the Woodard Board. The Board's aim is to offer support and help and to identify trends for work by Woodard. The revision introduced a discussion on public benefit with schools.

Following closure, sales and combinations of schools in recent years there is an ongoing responsibility for the Woodard Board and staff to work with the remaining trustees of the charitable companies to achieve an orderly close down of operations. The companies of Smallwood Manor, Abbots Bromley and St James School are continuing, and Michael Corcoran, the Director of Finance, has been working with Woodard staff, professionals and previous trustees to try to reach a point where we can liquidate them. This process is complicated due to issues relating to the pension schemes and charitable funds held in each company, but progress is being made. The aim, as always, is to maximise the amount available for use within Woodard or Woodard schools.

The Board has continued to work with a number of Woodard schools looking for support in various ways. Often this is related to discussions with the bank or support for initiatives where Woodard can provide or acquire expertise. This work has involved commissioning reports to inform the school and the Woodard Board where this is deemed appropriate. In many cases the aim is to assist Woodard schools in addressing issues within their catchment and to allow them to take an opportunity made available to them. If desired, the Woodard Board will initiate discussions with third parties to try to bring benefit to Woodard schools. The WAT is also in a phase where growth is a possibility and there has long been a recognition that, at its current size, the WAT is small for a national multi academy trust. Hardip Begol, who was the WAT Chief Executive, left in the summer of 2022 and the new Chief Executive, Mike Pettifer, joined around the same time. The Woodard Board wishes to express its thanks to Hardip Begol for all the work he undertook in moving the WAT forward, and welcomes Mike Pettifer to continue the progress being made.

The Board supports initiatives which see Woodard schools expand their provision, particularly within their local community. During the year, Hurstpierpoint College opened its own multi-academy trust, the Hurst Education Trust. This is a joint initiative with the Diocese of Chichester and will serve the community around the college. Following publication of the Government White Paper on schools, requiring that all schools will join a multi-academy trust by 2030, we have been working with Woodard affiliated schools in the maintained sector in identifying their options and looking at the potential strategic impact for Woodard and Woodard schools. The accounts of Hurst Education Trust are not consolidated into these accounts as neither Woodard nor Hurstpierpoint exercises dominant influence.

Chris Wright, the Director of Education has continued to support schools in a wide range of ways and with specific support where desired. He has continued a series of webinars for the network of heads and senior staff at Woodard schools and academies and, to enhance the professional support for teaching staff, he has supplemented this by sending out a weekly series of teaching articles aimed at providing resources for teachers. He has also provided a periodic series aimed at teachers of Religious



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Studies.

Along with his wider responsibility for supporting courses run via Woodard Online, the Director of Education has been working with Hurstpierpoint College on the development of their leadership programme and is hoping to add to his existing programme for aspirant leaders of faith schools. With the Senior Provost, the Director of Education prepared and distributed a specific paper on Diversity, Inclusion and Equity to assist Woodard schools and the wider Woodard family in consideration of this important matter.

We have continued the work to bring about a common finance system across Woodard schools. Following initial implementation at two schools, and the lessons learnt from them, the roll-out has been continuing and we have made improvements in training and in specifications for reporting. In 2022 we have established a closer relationship with WCBS, the main software supplier, for management of the project and the aim is to have all schools onto the common system by early in 2023. We have also continued work to review charitable funds and to take advice regarding their governing documents and principles to enable better use of the restricted and endowed funds.

Alongside this work, Jeremy Allardyce, the Procurement Manager has been working to identify an effective 'purchase to pay' system that is compatible with the finance system. The aim is for this system to provide a more efficient system for invoice authorisation, and support for a more detailed analysis of purchasing, to aid procurement. Given the economic and political climate, the Procurement Manager has also been working to mitigate energy costs for schools both through the contract for energy, and through work to address 'net zero carbon' planning.

### **Academic Results**

Until the commencement of the pandemic, the outstanding educational performance of Woodard schools is amply demonstrated by the public examination results. The impact of the country being locked down during various stages of the pandemic meant that all GCSE and A Level exams were cancelled in 2020 and in 2021. Following an initial period where an attempt was made to use an algorithm, all examinations took place using teacher assessments, a process based on evidence and professional judgement. As a result of this, a significant proportion of schools did not publish data on their overall exam performance, and the Department for Education did not publish any educational performance data based on tests, assessment or exams for 2020 and 2021.

Examinations recommenced in 2022. Woodard incorporated schools achieved an overall average 89.1% pass rate at grades 9 to 5 (equivalent to the previous A\* to B/C) including English and mathematics for GCSE. At A Level, 73.8% of grades were A\* to B at the incorporated schools, with 47.3% of grades being A\* to A. The results for the independent schools are in line with the performance of other schools in the independent sector, and a number of schools exceed the average by a margin. As noted above, the Woodard schools aim to provide a rounded education to help the pupils to make their way in adult life and schools are non-selective. A very large majority of pupils move on to higher education and achieve their first choice destination.

Two Woodard schools provided the IB examination in the sixth form. The average points score across all candidates at the two schools was 33.65 with all candidates performing well.

The WAT's strategic success measures on pupil outcomes relate to progress 8 at the end of Key Stage 4, as the schools in the WAT are either all-through or secondary. The WAT has a strategic progress 8 target of 0.0, and in 2022 the schools achieved -0.15, which is in line with the national average. This measure shows considerable progress being made against the last reliable set of published data which were in 2019, when the progress 8 score was -0.36. Progress 8 is a 'value-added' measure that indicates how much a secondary school has helped pupils improve over a five year period when compared to a government-calculated expected level of improvement.

Measures of success at Woodard preparatory and junior schools vary from school to school but all include some form of examination and ability assessment. All schools successfully prepare pupils for entry to senior independent schools with a significant number gaining academic awards at scholarship or exhibition level to major independent schools. Pupils performed well in Common Entrance examinations.

Woodard affiliated and associated schools are some of the best state and independent schools in the country. Affiliated and associated schools achieved an overall average 68.47% pass rate at grades 9 to 5 (equivalent to the previous A\* to B/C) including English and mathematics for GCSE. At A Level,

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64.7% of grades were A\* to B at the associated and affiliated schools, with 44.7% of grades being A\* to A. There are some outstanding achievements within this cohort, with one school achieving 87.2% of grades at A\* to A at A Level.

### Improving Facilities

All Woodard schools spend considerable amounts on making sure that facilities are up to date and attractive to pupils and staff. Following a public appeal to raise the residual funds and the successful completion of the new West Porch to Lancing College Chapel, the building was dedicated in a formal ceremony on 23 April 2022. The installation of a new Senior Provost on the same occasion was a reaffirmation of the Chapel's central role within the Woodard family of schools.

In order to accommodate the demand in its new Preparatory school, Denstone College added two classrooms, three specialist zones, a reading room, a cloakroom and an office for the Deputy Head on the first floor, with large roof lights creating light and airy spaces. The school also created new boarding facilities for up to 62 pupils in Y3 to Y8. Bloxham School also converted a block of three staff flats to an annex for Stonehill House to create more space for Day boarders, and in February 2022 commenced a project to extend Stonehill House to create the senior school's third dedicated girls boarding house.

Following approval to an increase in the approved numbers by the Department for Education, work started at Prestfelde School in summer 2022 to increase the capacity of the senior school to continue to meet local demand. This will continue into 2022-23 as will work at King's College Taunton to build the new VIth Form Centre, a £3.2million project.

### Arts, Music, Dance and Drama

Woodard schools are outstanding places for the study of all forms of art, music, drama and dance. Groups are formed to support activity in a wide range of areas of music, not just in chapel. Woodard schools provide chamber choirs, brass, flute, saxophone and clarinet groups, percussion ensembles, string quartets, folk, rock, swing and jazz groups and school orchestras among many other musical activities. Pupils are also represented in a number of national musical groupings.

Since making the move to the Denstone College campus, the Prep school pupils have been able to make the most of all the facilities offered, including those for art, music, drama and dance. Also at Denstone the Chapel Choir have extended their scope to include a newly formed parent choir, and performed Vivaldi's Gloria in the Spring Term. King's College Taunton created new ensembles including the Big Friendly Choir, a Cuban music group, a boys' and a girls' close harmony group and two piano trios.

At Lancing College the premiere of a piece by Matthew Martin, commissioned for the Chapel Porch Dedication Service, was a particular highlight of the year. Ardingly College pupils performed Rutter's Gloria in the Chapel and Faure's Requiem in St John's Smith Square. Bloxham School launched the Musicians of the Future scheme to give Y7 pupils the opportunity of six free hours of specialist music tuition on an instrument of their choice. Many talented Woodard pupils are members of significant national groups, and eight pupils at the Cathedral School, Llandaff between Y7 and Y13 were members of the National Youth Choir and National Youth Orchestra. Another talented pupil at The Peterborough School won the Grade 5 Strings Class and Under 12 Strings Class at the Oundle Music Festival, whilst a VIth form pupil was named Oundle Young Musician of the Year.

Pupils at Hurstpierpoint College spent an afternoon with Olivier Award winning actor Jamie Parker who shared some fascinating insights into his career and impact of Covid on the performing arts world. Hurstpierpoint pupils involved in the production of 'Into the Woods' were joined by award winning actress Jenna Russell for a rehearsal; having performed in two different west end productions of 'Into the Woods' her insight was invaluable. Other productions at Woodard schools included 'Guys and Dolls', Disney's 'Aladdin Jr', 'The Mystery of Edwin Drood', 'Matilda', 'Chicago', 'The Lion, The Witch and The Wardrobe' and 'Oliver!'. Shakespeare productions included 'The Tempest' and 'Macbeth', but also variants on Shakespeare such as 'The Complete Works of William Shakespeare', and 'Shakespeare Rocks!'.

### Sport

Woodard schools are recognised for their sporting excellence and have many talented individuals, in a diverse range of sports, achieving national and often international recognition. Sports offered range from the more traditional football, cricket, hockey, tennis, lacrosse, netball, athletics and swimming to

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sports as varied and exciting as triathlon, canoeing, kayaking, climbing, mountain biking and mountain walking, river swimming, wakeboarding, wind sailing and surfing. Other activities cover such sports as golf, horse riding, judo, croquet and table tennis and pupils take part in cross fit, and 'jazzercise' to keep them fit for all. There are too many to list, and all are delivered with a level of professional standard coaching that is hard to match.

National and international representation is one aim for pupils at Woodard schools. Two King's College, Taunton cricketers played for the England U19 men's XI at the World Cup finals in the West Indies and two Ardingly College boys represented England at Hockey in the U17 and U18 categories. The Cathedral School, Llandaff has a number of pupils who have represented their country in such sports as running, badminton, baseball, cricket, football, gymnastics, hockey, squash and swimming whilst Ellesmere College continues to be one of only a small number of schools in the world that has been accredited by the World Academy of Sport as an Athlete Friendly Education Centre and this supports national selections in rugby, hockey, golf, shooting, swimming and tennis.

Woodard schools also provide national champions in a wide range of sports including a Y8 boy from The Peterborough School won a gold medal in a National Karate competition and the girls' football team at Ardingly who were the National 7-a-side competition winners. Individual national success was achieved by pupils at Woodard Schools (Nottinghamshire) in riding, swimming, table tennis, kick boxing and cross country, and two pupils at Ardingly College won gold medals at the Independent Association of Prep Schools (IAPS) Judo Championships.

Woodard schools use sport to support education and ambitions outside core school activities. All five female pupils taking BTEC Sport at King's College Taunton achieved three starred distinctions, the highest grades possible. Lancing College is a 'Football Association partner school', working with Brighton and Hove Albion Football Club (BHAFC) and welcoming their first BHAFC academy player into Year 11 to work on day release. Pupils at Prestfelde School attend football academies at Aston Villa and Shrewsbury Town FC, and Hurstpierpoint College acts as a feeder for the Harlequins Rugby Development Programme, the base for Sussex Hockey and a hub for Surrey Storm Netball South and Sussex County Cricket academies. Currently nine VIth formers at Woodard Schools (Nottinghamshire) are in the U18 Academy at Leicester Tigers and one pupil is at Sale Sharks. Woodard Schools (Notts) also created strategic links to set up a Girls Football Academy in the VIth form in conjunction with Euro winner Jill Scott, and has similarly become affiliated with the Root66 cricket academy which is run by Joe Root, the former England cricket captain.

### **Education**

Academic success is key for all Woodard schools. Pupils' academic progress is supported in a wide range of different ways, and Woodard schools offer an extensive array of opportunities for educational extension. Woodard schools are often recognised for their commitment to education with many Woodard schools involved as centres for teacher training, having links to local universities and taking a number of trainees on placement before they teach in the maintained and independent sectors. Sharing expertise is also a feature of Woodard Schools, and they develop links to their local maintained schools and academies. In some cases, pupils from non-Woodard schools are able to access or share the facilities at Woodard schools, and this activity provides an opportunity for teachers and pupils to learn from each other.

The influence that Woodard schools have on education is significant, locally and nationally. Educational initiatives and links also take many forms. Hurstpierpoint College opened Hurst Education Trust (HET), a multi academy trust in December 2021, in partnership with the Diocese of Chichester. HET comprises three local primary schools which joined between April and July 2022. Schools joining HET will receive a wide-range of support, both in terms of education and school improvement support and back-office and administrative support from Hurstpierpoint College. Pupils within the schools joining the Trust will have access to the College's considerable facilities, including sports, academic and the arts. A number of other schools are considering joining the Trust during future academic years. The Cathedral School, Llandaff supports the development of the music curriculum with Cwmbach CiW Primary School, releasing a member of staff throughout the year. Ardingly College continues to work with Ifield Community College, on a project to develop and run a solar car. To highlight COP26 in Glasgow, this collaboration saw the solar car travel the length of the UK and a presentation was also made to The Princess Royal. The combined team has played a significant role in the inaugural London to Brighton Electric Vehicle (EV) Rally.

Other collaborations have included King's College, Taunton which has been working with local primary

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schools to support the teaching of Latin and Kings Hall Taunton which hosted an Arts Week on the theme of 'Puppetry and Animals'. Many visitors were able to experience trips, visiting artists, authors, storytellers and dance in addition to the remarkable puppeteers. To support wider education Woodard schools work with universities to deliver training to their PGCE students, and individual faculties support projects at universities, for example, the Languages and Mathematics Faculties at Lancing College work with the University of Sussex supporting student trainees and the Farm Manager is conducting survey work with Exeter University centring on eco-farming, agri environment and public engagement.

The move of Smallwood Manor Prep School to Denstone College has allowed for an expansion in the educational opportunities available to pupils from Smallwood Manor. The planning and development of the prep building allowed for such items as the innovative outdoor play area, used for outdoor education and supervised play. Pupils are able to access all of the sporting and educational facilities on offer at Denstone College and one of the facilities which pupils have made the most use of is the Denstone music school.

Woodard schools offer a wide educational experience with considerable success. The highest academic and music scholarships from Shrewsbury School were all awarded to pupils at Prestfelde School whilst the majority of pupils at Bloxham School taking BTECs in Sport, Business or Food and Hospitality were graded at Distinction/Distinction\*, which is the equivalent to A\*/A at A level. To support education Ellesmere College has continued to develop its teaching and learning framework to help pupils develop cognitive skills, values, attitudes and attributes needed to achieve success, and Lancing College has gone further in formalising the nature of metacognitive excellence through the formation of the Lancing Diploma which explores how the curriculum and the co-curriculum together work to support what the school identifies as the 'Five Rs', the virtues of resilience, responsibility, reflection, resourcefulness and reciprocity.

Woodard schools also operate abroad supporting international education. King's College, Taunton works in Doha where the school has 750 pupils up to Year 10. This project is being expanded with construction of a second site in Doha where it is hoped for a March 2023 opening. King's College also operates in Riyadh with the school opening in September 2021 and welcoming 169 pupils up to Year 3. The launch of King's College Cairo has been announced and construction is underway for an opening in September 2024.

### **Community**

Woodard schools are at the heart of their communities. They are often the largest local employer; they provide sports facilities for those in their local areas; halls and studios for performances; rooms for meetings; musical and theatrical productions; venues for community events including weddings; opportunities for education and training and a host of other activities.

Woodard schools act as centres for diverse activities within their communities. Typical examples of community support include schemes for pupils to take part in 'service activities' and most schools devote a specific part of the timetable each week where pupils are given the opportunity to undertake community service. This work typically includes such activities as provision of IT support for local elderly residents, visiting and helping in care homes, working with pupils from local maintained sector schools assisting in supporting the teaching of subjects including Maths and modern languages, gardening in the community and running clubs for local schoolchildren. Bloxham School works with multiple external agencies ranging from volunteering with Banbury Foodbank, to provision of Maths and Modern Foreign Language learning for local primary School children. The Ardingly College Music and Memory project allows pupils to record music to stimulate memories for nursing home residents and the Cathedral School, Llandaff continued such activities as litter picking and dog walking for the Dogs Trust. The excellent acoustics in the theatre at Prestfelde School encourage orchestras, drama groups and many others to use the facilities.

As significant local centres for education, Woodard schools provide and support making staff available to act as examiners for GCSE, A-level, and the International Baccalaureate Diploma programme, with roles ranging from Examiner to Chief Examiner at A-level. Woodard schools act as hosts for community education with local schools and other groups making use of classrooms, art and science blocks and often the teaching resources of the Woodard school. Lancing College operates as a regional SAT centre for sitting admission tests to US and Canadian universities and also hosts community Higher Education fairs for Canadian and European universities, inviting pupils from other state and independent schools to attend.

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Woodard schools act as sporting hubs for the local community often making their facilities available to their local communities. Many schools allow access to their swimming pools and many run or host swimming schools with a focus on pupils at their local maintained schools. Sports halls are opened for local groups to take part in various sports and leisure activities and the outdoor facilities, particularly the all-weather and floodlit pitches are used by the local communities, clubs and sports teams from all areas. With their exceptional facilities and experienced coaches, Woodard schools also often act as the centre for sports coaching for local school children and on behalf of regional and national teams, and support extends to management of county cricket, rugby and hockey squads. A number of staff and pupils also referee club games in all parts of the country, with matches often taking place at Woodard schools. Ardingly College operates a Sports Stars programme in which pupils from local primary schools come to play sport at the school each week, coached by Ardingly College pupils and Bloxham School hosts the Oxfordshire County Cricket Festival.

Woodard schools recognise the need to ensure that all pupils are aware of matters affecting their wider communities, both locally and internationally. Pupils often attend activities which seek to celebrate and remember significant events from a wide range of cultures and nationalities. The Cathedral School, Llandaff works closely with St Mary the Virgin CiW Primary School and was delighted to be the first independent school in Wales to be designated as a 'School of Sanctuary' for their commitment to ensuring that the school is a safe and welcoming place for all. Hurstpierpoint College welcomed attendees from two local secondary schools at a Politics department event on the 'Future of Feminism' where the guest speakers were Mims Davies MP and Dr Zoe Young. During their 'Environment Week' the pupils at Denstone College learnt about the impact of littering on the environment, and spent time litter-picking around the school campus. King's College, Taunton school remains an active member of their local Citizens UK branch, leading on a campaign for safer streets, and in particular for a cycle path connecting Wellington and Taunton.

### Charitable Activities

Charitable activity at Woodard stretches far beyond the school gates. Schools support projects in countries in Africa, Asia and South America as well as national charities in this country, and those in their local community. Projects have often taken place in Uganda, Gambia, Ghana, Kenya, Tanzania, Malawi, Nepal, India, Madagascar, South Korea, and Bolivia among many others, with regular visits from schools and projects to support local communities. Schools were able to recommence these visits to many locations in 2021-22.

Pupils at Woodard schools often raise money for activities and undertake charitable activity themselves. Woodard Schools (Nottinghamshire) has been awarded a 'Queen's Award for Voluntary Service', recognising the work done in the community by pupils, including after school clubs for community children and working in local maintained schools, charity shops and homes for the elderly. Many schools support local foodbanks with Denstone Preparatory donating 1,200 food items to the Trussell Trust and Ardingly working with the charity 'Fareshare' to support food collections for the local community being examples.

Schools look to give pupils an experience of wider world issues and raise funds for charity at the same time. Prestfelde School engaged in Ukraine Day, which did not focus on politics but provided an awareness of different cultures whilst raising funds for locally engaged charities. Lancing College hosts the 'Malawi Walk' to raise money to support four young people who the school sponsors through their tertiary education and for the funding of an ambulance for a clinic on the outskirts of Blantyre.

Closer to home, schools support a vast range of regional and national charities including Save the Children, Christian Aid Week, Anorexia and Bulimia UK, Mind, The Rainforest Trust, Comic Relief, Hospice South West, Open Door, Diabetes in Children, Cancer Research, Katherine House Hospice, Compassion, the Royal British Legion, the RSPCA, Guide Dogs, Children in Need, Carter the Brave, the Good News Family Care, the Children's Society, the DEC Ukraine Appeal and Bees for Development amongst many others.

### Fundraising Performance

Grants and donations totalled £4.5m (2021: £7.4m), including restricted income donations of £2.8m (2021: £2.9m). Fundraising is not a principal activity of Woodard or Woodard schools and academies, but in any fundraising undertaken, all group bodies apply the principles of the fundraising code, treating people fairly and with respect, explaining the purpose of the fundraising in a way which does not mislead people, and being sensitive to people who may be in vulnerable circumstances. Woodard and Woodard

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schools pay close attention to the wishes of the donor, and the intended use to be made of the funds donated, ensuring that appropriate beneficiaries are identified. The balance includes a number of donations for which all of Woodard is very grateful.

In 2021-22, grants totalling £8k (2020-21: £4.5m) were received under the Coronavirus Job Protection Scheme (CJRS), with amounts being claimed to support the furloughing of staff during the times when schools were unable to operate at full capacity (see note 7).

### **Investment Policy and Objectives**

The Articles of Association of Woodard and its subsidiary schools permit funds to be invested in such manner as the directors see fit, providing that such powers of investment are only exercised for the purpose of attaining the objects and in a manner that is legally charitable. The general policy is to preserve the capital value of investments and maximise the return and income on all investments. For the advanced fees scheme, the aim is to match the return on investments with the maturation profile of the related liability to provide schooling in future years.

### **Investment Performance Against Objectives**

Woodard Corporation investments are managed by Cazenove Capital. In the opinion of the advisers, the portfolio has performed acceptably in a difficult market where, for the first time in memory, bonds and equities were both in decline. The investment performance is measured against targets for individual product classes agreed with the investment advisers. The portfolios experienced an overall fall in the value of investments in most categories and, though this was below the stated targets for the investment products used, the investment advisers are of the view that with an absence of 'safe haven' investments available, the performance was disappointing but unavoidable. The majority of the investments are held for the long-term and represent amounts yet to be spent on education.

### **Funds held as custodian trustee on behalf of others**

Woodard does not hold funds or act as custodian trustee on behalf of others.

## **FINANCIAL REVIEW**

### **Results for the Year**

The results for the year are set out in the attached statements of financial activities on pages 31 to 32.

Woodard incorporated schools continued the recovery in income experienced in 2020-21 into 2021-22, following the significant initial impact of the Coronavirus pandemic in 2019-20. Following earlier cuts in fees in order to reflect the impact of the various restrictions, Woodard independent schools were able to raise their fees in September 2021-22, and this has continued into 2022-23. The more significant factors affecting school and academy finances in 2021-22 have been those relating to the cost of energy, interest rates, payroll increases and inflation in almost all lines of expenditure. For independent schools these can be partially mitigated through fee increases in 2022-23, though any such adjustments follow the increase in inflation and other costs and could not have been anticipated. For academies, the impact of increased costs has also been significant and the extent to which government funding will cover any shortfall is yet to be fully established.

As reflected in this report, when aggregated, the net incoming resources were £2.5 million (2021: net incoming resources of £0.7 million), as shown on page 31. The result for the year to 31<sup>st</sup> August 2022 continues to reflect the significant financial impact of the Coronavirus pandemic, though schools have mainly recovered to a more normal running state. As stated previously, there was an increase in numbers in many independent schools, including Woodard Schools, in September 2021 and in WAT academies. In many Woodard schools, boarding numbers also returned to their pre-pandemic levels. As a consequence, fee income recovered and showed an increase of £18.9 million in the year, following on from a smaller increase in 2020-21 of £8.4 million. Lettings and related income also recovered as independent schools were able to welcome external groups again, and similar activities resumed. This had an impact on ancillary and non-ancillary trading income which showed an increase to £15.4 million, from a total of £10.8 million in 2020-21. Over the last three years, numbers in the academies have risen from 6,324 in September 2019 to 6,734 in September 2021 due to increases in enrolment at most academies. Two have seen a slight fall, but this is not believed to be a permanent decline. The largest increase has been in the senior schools, with numbers growing from 5,350 to 5,774 in total. Income to

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academies lags increases in pupil numbers, but funding has risen in the period from £40.6 million in 2020-21 to £43.8 million in 2021-22. The continued increase in numbers in September 2021 will see further increases in grant funding income.

All schools and academies had to take significant steps to try to mitigate as much of the increase in costs being suffered as possible. Energy was a particular factor, though rises have been partially mitigated through the use of previously agreed long term arrangements. Total expenditure increased by £17.2 million compared to that in 2020-21, with expenditure on 'Education and grant making' increasing by the largest amount, being £15.9 million. Premises costs increased from just under £39 million to just under £42 million as schools were once again able to undertake significant refurbishment projects following the end of lockdown. All areas of expenditure reflected the general inflation being experienced. This was mitigated to some extent by an additional credit to the SOFA for provision for pensions of £23.4 million (after current experience of adjustment for inflation), mainly due to the increased valuations of the Local Government Pensions Schemes (2021: charge of £2.0 million). This uplift has resulted in a pension asset being recognised in the balance sheet. This credit or charge exemplifies the volatility in capital markets over the last year.

Woodard looks to all schools to make an operational surplus sufficient to allow appropriate re-investment in their facilities. In common with other independent schools, some Woodard independent schools find it difficult to achieve the level of surplus necessary to fund all development, and significant sums are borrowed. Much progress has been made in addressing the financial success of the WAT and identifying a route by which all academies can be returned to an operational surplus; pressure on academy funding continues and the outcome for the year shows a net movement in reserves of £19.2 million (2021: £(4.3) million), after allowing for movement in the overall pension scheme liability of £19.5 million to become a pension asset of £3.1 million.

Following forfeit of an earlier deposit against an incomplete sale of land and buildings, no further funding has been provided to ABS Realisations Limited (formerly Abbots Bromley School Limited) pending future disposal of the site. Following the transfer of operations and sale of the land and buildings at St James School, Grimsby deferred amounts outstanding are pending receipt.

The overall financial performance of Woodard is good, and recovery from the pandemic has been impressive. The Board has reviewed financial information for the parent charitable company and is confident in its assessment that it will be able to meet its debts for a period of at least 12 months from the date of signing the financial statements. The assessment for individual Woodard schools and the WAT is contained within their financial statements.

Conditions in the independent sector continue to be subject to changing trends but pupil numbers at September 2022 are higher than those in September 2019 and demand continues. With international pupils mostly returning, boarding numbers have returned to pre-pandemic levels. Individual schools continue to suffer financial pressures, and this has been compounded by the inflationary pressure being felt in all businesses.

All Woodard schools and academies are aware of the market conditions and are planning to maintain their standards and pupil numbers in the coming years. Any surpluses in charitable schools are re-invested in education either directly through employment of teaching or support staff, or indirectly through capital development, provision of technology or investment to create bursaries. For schools and academies there is a balance between surpluses, movements in cash and investments in assets, including particularly buildings.

A number of schools and academies are investing cash into new buildings so as to ensure that the best facilities for teaching and learning are available to pupils and staff. Schools continued their significant investment in fixed assets with £20.4 million being invested in a range of projects (2021: £10.0 million), and more is planned. The rise in pupil numbers in recent years allowed some schools to rebuild their cash reserves which were diminished during the pandemic, but this trend has reversed as schools gain more confidence and make investments. The cash flow statement on page 34 shows a decrease in cash and cash equivalents in the year of £(3.2) million (2021: increase of £7.7 million). More detail is given in the cash flow statement and in note 29.

Woodard and many Woodard independent schools provide a pension to support staff under the terms of the TPT Retirement Solutions - The Growth Plan. As a result of this pension scheme being under funded, Woodard and the participating schools are committed to contributing to a recovery plan. During the course of the year a total of £372,000 (2021: £262,000) was contributed to the recovery plan and the recognised liability under the plan decreased by £700,000 (2021: decrease of £293,000) in

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aggregate, with this value being recognised in the Statement of Financial Activity (SOFA). Further details can be found in note 28. The movement in the defined benefit pension schemes on behalf of non-teaching staff at the WAT and Ardingly College was a gain of £23.4 million compared to a charge to the SOFA of £(2.01) million in 2020-21.

### **Reserves Level and Policy, and Financial Viability**

Reserves held at school level, or by the WAT, are for the benefit of the individual incorporated schools or the academy group. There is no formal policy in respect of charity reserves. The trustees of the charity maintain oversight of reserves levels overall and are informed by levels of reserves within the constituent parts of the group. The guideline reserves policy is therefore dictated by the needs of the schools and academy group with a general recommendation that schools should be looking to generate reserves backed by liquid assets equivalent to between a half and a whole term's expenditure. Schools and academies will also hold reserves that are designated as being essential for future capital development or which are tied up in the fixed assets and working capital of the schools themselves. The aim is to budget so as to provide sufficient working capital to meet the present needs and future development requirements of the school or academy group without the need to have recourse to sales of tangible fixed assets. Woodard central reserves are only generated through sales of assets from schools that have ceased operations. Group consolidated net assets increased from £226 million to nearly £252 million at 31<sup>st</sup> August 2022, as shown in note 25. At group level, unrestricted reserves rose from £135 million to £142 million, restricted reserves increased from £87 million to £106 million, mainly due to the movement in pension scheme assets, and endowed reserves fell very slightly remain around £3.8 million. Company reserves fell slightly overall, with unrestricted reserves declining from £10.8 million to £10.1 million, restricted reserves falling from £412k to £410k, and endowed reserves remaining at £20k.

All areas of income recovered, with school fees being £18.1 million higher in 2021-22 than 2020-21 (note 2), educational funding for the academies increasing by £2.3 million, and all other significant areas of income for independent schools, except grants and donations, showing growth as schools were able to recommence lettings and other activity for which fees could be charged. There has also been a significant rise in all areas of expenditure, with costs associated with 'Education and grant making' rising by £15.9 million in the year (Note 9). The biggest movement in reserves is at the WAT, where total funds increased by £19.2 million between 2020-21 and 2021-22 reflecting timing movements in expenditure on education and fixed assets, but mainly the significant gain on the actuarial valuation of pension liabilities for non-teaching staff of £19.5 million to become a pension asset of £3.1 million.

The consolidated unrestricted reserves are invested primarily in tangible fixed assets which are all used for direct charitable activities. The funds available are, in the opinion of the Board, adequate to meet future obligations on a fund-by-fund basis. Wherever possible advance fee funds are segregated from the other funds. Tangible fixed assets are controlled by the school companies, the WAT and Woodard for their own use. Impairment reviews have been undertaken and, in the directors' view, properties are not impaired below their recorded cost in the financial statements. Tangible fixed assets are recorded in the financial statements at book value; the aggregate market value of the assets would be higher. Investments (other than endowment assets) are held to create income and capital growth pending utilisation.

In line with the general reserves policy to reinvest any surpluses in educational provision, including land and buildings, Woodard schools and academies have invested substantial sums into new school buildings in recent years and have a continuing programme of refurbishment, development and investment to maintain excellent teaching facilities for pupils. In common with most charity groups involved in independent and maintained sector education, and due to current and previous investment in fixed assets and support for education, there are no free reserves. Free reserves are calculated by subtracting the restricted and endowed reserves, plus the value of fixed assets used in the charity from the net assets per the balance sheet. The aim is to describe a charity's ability to meet short- to medium-term charitable commitments from 'liquid' net assets. Group net current liabilities in the year rose from £5.7 million to £12.7 million. The main causes of this increase were movements in bank loans and overdrafts, with Worksop and Bloxham extending their overdraft facilities, and a new loan being taken out at Ardingly, and a significant pick up in fees paid in advance of term in particular at King's Schools Taunton and at Hurstpierpoint. Such activity reflects commitments made as schools open more fully after the pandemic. The Board keeps the level of the free reserves under review and, at the balance sheet date, the Board considers that the strength of Woodard's balance sheet, the stable cash flow from pupil rolls and government grants, the ongoing popularity of the schools and the available banking facilities that can be called upon if need arises mitigate the risk of a shortage of liquid funds.



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### PRINCIPAL RISKS AND UNCERTAINTIES

These financial statements were compiled at the end of restrictions relating to the Coronavirus pandemic reflected elsewhere in this report. In considering the principal risks and uncertainties for this report, we have tried to reflect those that pertain to a more normal mode of operation, and have not added those that were current whilst the pandemic was a significant risk.

The Board is responsible for the identification and management of risks. The major risks to which the group is exposed, as identified by the directors, have been reviewed and systems or procedures have been established to manage those risks. Detailed examination of the risks and establishment of controls to mitigate them is delegated to the executive officers and the process is overseen by the Audit Committee on behalf of the Board. A formal review of the risk management processes is undertaken annually.

The principal risks to which Woodard is exposed include those affecting protection of pupils and security and preservation of charitable assets both now and in the future. In this section references to 'schools' should be read as applying to independent and academy schools. Significant risk areas and their mitigation are:

- The market in which Woodard and the schools operate is highly competitive and developments in education are monitored to ensure that pupils always receive a first class, holistic and varied educational experience in Woodard schools.
- Woodard strives to ensure that all staff are able to work in a safe and supportive environment and policies, procedures and training in human resource management and health and safety help to ensure that Woodard meets expectations.
- Woodard and its schools operate in a highly regulated sector, including in matters of child protection, and this exposes all to reputational risks and potential legal challenges. Woodard and its schools appoint appropriate professional advisers to ensure that trustees and staff can keep up to date with all requirements; school or individual membership of bodies such as the constituent members of the Independent Schools Council (ISC) also ensure that we have access to up to date information and support and monitoring of communications from DfE and others, coupled with regular updates to policies, ensures all schools are able to be compliant
- Woodard and its schools operate in an increasingly litigious environment and appropriate professional advisers are appointed and insurance purchased using specialist brokers and advisers to ensure that Woodard can keep up to date with all requirements and meet all challenges.
- All organisations face difficult economic conditions, particularly in relation to the impact of inflation and public funding for bodies including the WAT, and directors and senior managers in Woodard, WAT and all schools and academies keep abreast of economic conditions locally, nationally and internationally to identify trends and develop plans to address issues.
- As identified in this report, there is an ongoing risk to the group from the sudden loss of schools either through catastrophic closure or external intervention; this is addressed through the financial monitoring by the Woodard and WAT Boards of the academic and financial position of schools and academies.

The key controls used by Woodard and Woodard schools include:

- Formal agendas and minutes for all meetings of the Board and committees.
- Terms of reference for all committees.
- Comprehensive risk management, strategic planning, financial forecasting, budgeting and management accounting.
- Review and discussion with schools as part of the 'School on a Sheet' (SOAS) process that includes review of net fees, operational outcomes, debtor days, levels of debt, staff costs and remissions
- Established and identifiable organisational structures and reporting lines which are regularly reviewed.
- Formal and informal links between the individual elements of the Woodard group including regular meetings, involvement in committees and executive liaison.
- Use of key performance indicators and appraisals for individual staff members.
- Comprehensive formal written policies.
- Clear authorisation limits.
- Vetting procedures, as required by law, for protection of the vulnerable.
- Appointment of appropriately qualified professional advisers.

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Under the relationships established between Woodard and its schools, each school is required to plan strategically having regard for risk. Schools provide the Woodard Board with regular updates including details of their principal strategic objectives and the activity to achieve those objectives. Schools also record their significant achievements and update Woodard on their short-term plans. All of this is discussed at the regular meetings with schools, and with the Woodard Board.

The strategy for the development of academies under the WAT is discussed between the Woodard Board and that of the WAT, and the WAT is able to nominate two members of the Woodard Board. The WAT Board is directly responsible for management of risk in the WAT and in its constituent academies. WAT trustees are assigned to individual academies, and the WAT Board and executive have reporting structures in place to allow them to assess risk at a group and academy level.

### Financial Risk Management Objectives and Policies

Woodard, the WAT and schools use financial instruments, other than derivatives, comprising loans, cash and other liquid resources and various other items such as trade debtors, creditors and finance lease arrangements that arise directly from their operations. The main purpose of these financial instruments is to provide working capital and raise finance for Woodard's operations.

The main issues arising from Woodard's financial instruments are liquidity risk and interest rate risk. Woodard directors, WAT trustees and governors in the individual schools adopt policies for managing each of the risks and these are summarised below:

- Liquidity risk – Woodard and its schools seek to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs by negotiating adequate facilities from banks and other lenders, and through ensuring that controls operate to ensure that there are no unexpected financing requirements.
- Interest rate risk – Woodard and its schools finance their operations through a mixture of retained surpluses and bank and other borrowings; the exposure to interest rate fluctuations is managed by the use of both fixed and floating facilities.
- Debt recovery risk – Woodard independent schools rely on prompt receipt of amounts owed to them to assist them in managing their cash reserves; they seek to manage this risk through close monitoring of amounts outstanding, early discussions with parents and guardians, and establishing alternative methods to secure recovery, whilst seeking to ensure continued education of all pupils is a priority.

### GOING CONCERN

#### *Group Going Concern*

As stated above, with minimal formal financial links between Woodard and its schools and the WAT, only in circumstances where Woodard has pledged specific support would the closure of any individual Woodard school potentially have an impact on Woodard's ability to continue. The Board has reviewed financial information for the parent charitable company and is confident in its assessment that it will be able to meet its debts for a period of at least 12 months from the date of signing the financial statements. After review of evidence, the Woodard Corporation Board has a reasonable expectation that the parent charitable company will be able to continue operating for the foreseeable future and the financial statements have been prepared on a going concern basis.

The Woodard Board undertakes a review of the individual financial statements of Woodard independent schools and the WAT, and the conclusions drawn by the Boards of those schools and the WAT trustees. This informs the view of going concern for the group as a whole and, having reviewed the available financial statements, director's reports and audit opinions, the Woodard Corporation Board has a reasonable expectation that the consolidated group will be able to continue operating for the foreseeable future and the group financial statements have been prepared on a going concern basis.

#### *Going Concern of Schools and the WAT*

These accounts relate to the year to 31<sup>st</sup> August 2022, and therefore reflect the diminishing financial and operational impact on the education sector, and all of society, of the Coronavirus pandemic. Schools and academies were required to close to all but 'Key Workers' in March 2020 and again from January to May 2021. Much of the education was moved online. Woodard schools and academies adapted well to provision of online learning and the responses from parents were positive. Woodard independent schools continued to run hardship programmes offering the opportunity to defer payment

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of fees and also providing one-off short-term bursaries to support those whose income had been impacted temporarily. There was an increase in numbers in many independent schools, including Woodard Schools, in September 2021 and in WAT academies. In many Woodard schools, boarding numbers returned to the same level as in 2019.

The pandemic had a direct impact on school financial health across two financial years, but there was significant recovery in 2021-22. Following earlier cuts in fees in order to reflect the impact of the various restrictions, Woodard schools were able to raise their fees in September 2021-22, and this has continued into 2022-23. Following previous adaptations, Woodard schools were able to provide a full educational experience in 2021-22 and foresee being able to continue to do so. Having considered the above factors, the Woodard Corporation Board do not consider that there are any material going concern uncertainties for the group for a period of at least twelve months from the date of signing the financial statements. Further details related to the adoption of the going concern basis can be found in the accounting policies on page 35.

### FUTURE PLANS

Over the course of 2021-22 the Woodard Board consulted with various cohorts across Woodard and the feedback from this consultation, and from the appointed consultants, has been considered in order to develop a draft plan for the next three years.

Recognising the current educational and political landscape, Woodard will:

- Explore the implications for the incorporated independent schools of losing charitable status and of the possibility of them having to become VAT registered. This could lead to a review of the long-term charitable aims of the Woodard Corporation and of its relationship to its incorporated schools, affiliated schools, and the WAT.
- Explore how to leverage the mixed economy of Woodard schools – independent, state-maintained and WAT academies - to promote the public benefit of WC and its incorporated schools.
- Within available resources, look at the role it can play in providing background research to support its schools and academies.
- Actively work alongside its affiliated schools and explore whether its charitable aims are aligned to the government's wish for a fully trust led system.
- Explore the potential benefits of creating an executive structure that will bring the executives together and, by extension, increase co-operation between the Woodard and WAT boards. This exercise will include an exploration of the role of a potential CEO in relation to future proofing strategy, deployment of resources, investment in a sustainable future, maximising revenues and supporting schools and academies in their aims.

Other principal strategic objectives of the plan are that:

- Woodard will facilitate greater engagement with schools and the WAT to build stronger relations with Custodes for the benefit of Woodard schools and academies and their students.
- Woodard will grow a stronger articulation of our Christian ethos within the schools and WAT. That being, according to the Founder's vision: "That all the benefactors of the Corporation ... be taught, together with sound grammar learning, the fear and honour of Almighty God, the Father, the Son and the Holy Ghost, according to the doctrines of the Catholic Faith as [received by] the Church of England."
- Woodard will collaboratively develop the School on a Sheet (SOAS) process to establish clear standards for the independent schools, including school improvement, and step-in rights for the Woodard Board.
- Woodard and the WAT will explore methods by which independent schools, and the WAT, can access high level support in a limited number of areas and in an efficient manner.

### DIRECTORS

The directors who served during the year, and the committees of which they are members, are shown on page 1. None of the directors has any beneficial interest in the company. Under the terms of the Articles, and as disclosed in note 11, the President and the Chairman are eligible to be remunerated for their work on Woodard matters and are trustees of Woodard. The remuneration of the President and Chairman reflects their contribution to the continuing successful delivery of the Woodard strategic plan and is decided by an independent Remuneration Committee.

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### **AUDITORS**

RSM UK Audit LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the company receives notice under section 488(1) of the Companies Act 2006.

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## **DIRECTORS' REPORT (*incorporating the Strategic Report*)** **YEAR ENDED 31<sup>st</sup> AUGUST 2022**

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### **DIRECTORS' RESPONSIBILITIES STATEMENT**

The directors are responsible for preparing the Directors' Report, the Strategic Report included within the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare group and company financial statements for each financial year. Under that law the directors have elected to prepare the financial statements 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 group and the company and of the profit or loss of the group and the company for that period.

In preparing each of the group and company financial statements, the directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. observe the methods and principles in the Charities SORP (FRS 102);
- c. make judgements and accounting estimates that are reasonable and prudent;
- d. state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- e. prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and the company's transactions and disclose with reasonable accuracy at any time the financial position of the group and the company 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 group and the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on The Woodard Corporation's website.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Approved by the Board of Directors of The Woodard Corporation on 9<sup>th</sup> May 2023 including, in their capacity as company directors, approving the Directors' and Strategic Reports contained therein, and signed on its behalf by:



CHAIRMAN  
9<sup>th</sup> May 2023

# THE WOODARD CORPORATION LIMITED

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE WOODARD CORPORATION LIMITED YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### Opinion

We have audited the financial statements of The Woodard Corporation (the 'parent charitable company') and its subsidiaries (the 'group') for the year ended 31 August 2022 which comprise the Consolidated Statement of Financial Activities (including an Income and Expenditure Account), the Company Statement of Financial Activities (including an Income and Expenditure Account), the Consolidated and Company Balance Sheets, the Consolidated Cash Flow Statements 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 FRS 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 parent charitable company's affairs as at 31 August 2022 and of the group's incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### Basis for opinion

We have been appointed auditors under the Companies Act 2006 and section 151 of the Charities Act 2011 and report in accordance with those Acts.

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 and parent charitable company 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 group's or parent charitable company'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 other information comprises the information included in the Annual Report other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained within the Annual Report. 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.

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 course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the 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.

# THE WOODARD CORPORATION LIMITED

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE WOODARD CORPORATION LIMITED YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Directors' 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 Directors' Report and the Strategic Report included within the Directors Report have been prepared in accordance with applicable legal requirements.

### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report or the Strategic Report included within the Directors' Report.

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

- adequate accounting records have not been kept by the parent charitable company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent charitable 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 Statement of Trustees' responsibilities set out on page 26, 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 group's and parent 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 group or parent 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.

### The extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

However, it is the primary responsibility of management, with the oversight of those charged with

# THE WOODARD CORPORATION LIMITED

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE WOODARD CORPORATION LIMITED YEAR ENDED 31<sup>st</sup> AUGUST 2022

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governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the group audit engagement team:

- obtained an understanding of the nature of the sector, including the legal and regulatory frameworks that the group and parent charitable company operate in and how the group and parent charitable company are complying with the legal and regulatory frameworks;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud.

As a result of these procedures, we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, Charities SORP (FRS 102), Companies Act 2006, Charities Act 2011, the parent charitable company's governing document, and tax legislation. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing the financial statements including the Directors' Report, remaining alert to new or unusual transactions which may not be in accordance with the governing documents, and inspecting correspondence with local tax authorities.

The most significant laws and regulations that have an indirect impact on the financial statements are The Education (Independent School Standards) regulations 2014, Keeping Children Safe in Education under section 175 of the Education Act 2002, and the UK General Data Protection Regulation (UK GDPR). We performed audit procedures to inquire of management and those charged with governance whether the group is in compliance with these law and regulations and inspected correspondence with regulatory authorities.

The group audit engagement team identified the risk of management override of controls as the area where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to testing manual journal entries and other adjustments, evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business, and challenging judgments and estimates

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

### Use of our report

This report is made solely to the 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, for our audit work, for this report, or for the opinions we have formed.

*Dale Thorpe*

DALE THORPE (Senior Statutory Auditor)  
For and on behalf of RSM UK AUDIT LLP, Statutory Auditor  
Chartered Accountants  
3 Hardman Street  
Manchester  
M3 3HF  
9<sup>th</sup> May 2023



# THE WOODARD CORPORATION LIMITED

## CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES (Incorporating an Income and Expenditure Account) YEAR ENDED 31<sup>st</sup> AUGUST 2022

	Notes	Unrestricted Funds £'000	Restricted Funds £'000	Endowed Funds £'000	Total 2022 £'000	Total 2021 £'000
<b>Income and endowments from:</b>						
<b>Charitable Activities</b>						
School fees receivable	2	155,982	(37)	-	<b>155,945</b>	137,091
Funding for academies' educational operations		418	39,795	-	<b>40,213</b>	37,955
Ancillary trading income	3	10,163	49	-	<b>10,212</b>	8,341
<b>Other trading activities</b>						
Non-ancillary trading income	4	5,177	-	-	<b>5,177</b>	2,462
<b>Investments</b>						
Investment income	5	178	10	15	<b>203</b>	127
Bank and other interest	6	68	17	48	<b>133</b>	67
<b>Voluntary sources</b>						
Grants and donations	7	1,561	2,797	165	<b>4,523</b>	7,433
<b>Other incoming resources</b>	8	839	-	-	<b>839</b>	2,333
<b>TOTAL INCOMING RESOURCES</b>	25	<b>174,386</b>	<b>42,631</b>	<b>228</b>	<b>217,245</b>	<b>195,809</b>
<b>Expenditure on:</b>						
<b>Raising funds</b>						
Non-ancillary trading		4,132	-	-	<b>4,132</b>	3,152
Other income generating activities		1,005	-	-	<b>1,005</b>	716
Financing costs	10	1,542	-	-	<b>1,542</b>	1,784
Investment management		30	1	3	<b>34</b>	43
Fundraising and development		558	-	-	<b>558</b>	477
<b>TOTAL DEDUCTIBLE COSTS</b>		<b>7,267</b>	<b>1</b>	<b>3</b>	<b>7,271</b>	<b>6,172</b>
<b>Charitable Activities</b>						
Education and grant making		161,126	45,573	57	<b>206,756</b>	190,842
<b>TOTAL EXPENDITURE</b>	9	<b>168,393</b>	<b>45,574</b>	<b>60</b>	<b>214,027</b>	<b>197,014</b>
Net (losses)/gains on investment assets	14	(604)	(28)	(130)	<b>(762)</b>	1,897
<b>Net income/(expenditure)</b>		<b>5,389</b>	<b>(2,971)</b>	<b>38</b>	<b>2,456</b>	<b>692</b>
Transfers between funds	25	(156)	207	(51)	-	-
<b>Other recognised gains/(losses)</b>						
Pension scheme actuarial gains/(losses)	28	1,211	22,198	-	<b>23,409</b>	(2,006)
Loss on disposal of discontinued operations		-	-	-	-	(48)
<b>Net Movement in funds for the year</b>		<b>6,444</b>	<b>19,434</b>	<b>(13)</b>	<b>25,865</b>	<b>(1,362)</b>
Fund balances at 1 <sup>st</sup> September		135,274	86,691	3,844	<b>225,809</b>	227,171
<b>FUND BALANCES AS AT 31<sup>st</sup> AUGUST</b>		<b>141,718</b>	<b>106,125</b>	<b>3,831</b>	<b>251,674</b>	<b>225,809</b>

All amounts relate to continuing activities. All recognised gains and losses in the current and prior year are included in the statement of financial activities.

The notes on pages 35 to 79 form part of these financial statements.

# THE WOODARD CORPORATION LIMITED

## COMPANY STATEMENT OF FINANCIAL ACTIVITIES (Incorporating an Income and Expenditure Account) YEAR ENDED 31<sup>st</sup> AUGUST 2022

	Notes	Unrestricted Funds £'000	Restricted Funds £'000	Endowed Funds £'000	2022 £'000	2021 £'000
<b>Income and endowments from:</b>						
<b>Charitable Activities</b>						
Ancillary trading income	3	-	-	-	-	5
<b>Investments</b>						
Investment income	5	10	2	-	12	2
Bank and other interest	6	151	-	-	151	250
<b>Other incoming resources</b>	8	922	-	-	922	944
<b>TOTAL INCOMING RESOURCES</b>	25	1,083	2	-	1,085	1,201
Expenditure on:						
<b>Raising funds</b>						
Financing costs	10	19	-	-	19	24
Investment management			-	-	-	8
<b>TOTAL DEDUCTIBLE COSTS</b>		19	-	-	19	32
<b>Charitable Activities</b>						
Education and grant making		1,752	-	-	1,752	2,107
<b>TOTAL EXPENDITURE</b>	9	1,771	-	-	1,771	2,139
Net (losses)/gains on investment assets	14	(55)	(4)	-	(59)	176
<b>Net expenditure</b>		(743)	(2)	-	(745)	(762)
Transfers between funds	25	-	-	-	-	-
<b>Net Movement in funds for the year</b>		(743)	(2)	-	(745)	(762)
Fund balances at 1 <sup>st</sup> September		10,814	412	20	11,246	12,008
<b>FUND BALANCES AS AT 31<sup>st</sup> AUGUST</b>		10,071	410	20	10,501	11,246

All amounts relate to continuing activities. All recognised gains and losses in the current and prior year are included in the statement of financial activities. The notes on pages 35 to 79 form part of these financial statements.

# THE WOODARD CORPORATION LIMITED

## CONSOLIDATED AND COMPANY BALANCE SHEETS AS AT 31<sup>st</sup> AUGUST 2022

	Note	Group 2022 £'000	2021 £'000	Company 2022 £'000	2021 £'000
<b>FIXED ASSETS</b>					
Tangible assets	13	282,291	274,025	734	739
Investments	14	12,829	12,569	244	242
Fees in Advance scheme investments	14	1,325	1,385	1,325	1,385
Investment in subsidiaries	15	-	-	2	2
		<b>296,445</b>	287,979	<b>2,305</b>	2,368
<b>CURRENT ASSETS</b>					
Stock		520	552	-	-
Debtors due within one year	16	10,983	9,660	5,901	6,622
Debtors due after more than one year	16	200	300	-	-
Cash at bank and in hand	30	46,416	44,430	2,897	3,086
		<b>58,119</b>	54,942	<b>8,798</b>	9,708
<b>CURRENT LIABILITIES</b>					
Creditors payable within one year	17	(70,816)	(60,594)	(361)	(373)
<b>NET CURRENT (LIABILITIES)/ASSETS</b>		<b>(12,697)</b>	(5,652)	<b>8,437</b>	9,335
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>283,748</b>	282,327	<b>10,742</b>	11,703
<b>LONG TERM LIABILITIES</b>					
Creditors payable after one year	18	(34,713)	(37,678)	(241)	(457)
Provisions for liabilities	22	(426)	(1,121)	-	-
<b>TOTAL NET ASSETS EXCLUDING PENSION LIABILITY</b>		<b>248,609</b>	243,528	<b>10,501</b>	11,246
Net pension asset	28	5,328	-	-	-
Net pension (liability)	28	(2,263)	(17,719)	-	-
<b>NET ASSETS</b>		<b>251,674</b>	225,809	<b>10,501</b>	11,246
<b>REPRESENTED BY:</b>					
<b>UNRESTRICTED FUNDS</b>	25	141,718	135,274	10,071	10,814
<b>RESTRICTED FUNDS</b>	25	106,125	86,691	410	412
<b>ENDOWED FUNDS</b>	25	3,831	3,844	20	20
		<b>251,674</b>	225,809	<b>10,501</b>	11,246

The financial statements were approved and authorised for issue by the Board on 9<sup>th</sup> May 2023 and signed on its behalf by:



CHAIRMAN

9<sup>th</sup> May 2023

Company registration number 4659710

The notes on pages 35 to 79 form part of these financial statements.

# THE WOODARD CORPORATION LIMITED

## CONSOLIDATED CASH FLOW STATEMENT YEAR ENDED 31<sup>st</sup> AUGUST 2022

	Notes	2022 £'000	2021 £'000
<b>Cash flows from operating activities:</b>			
<b>Net cash provided by operating activities</b>	29	<b>20,886</b>	17,416
<b>Cash flows from investing activities:</b>			
Dividends, interest and rents from investments		336	194
Proceeds from the sale of property, plant and equipment		2,596	905
Purchase of property, plant and equipment		(20,400)	(10,009)
Proceeds from sale of investments		163	1,083
Purchase of investments		(1,125)	(3,059)
<b>Net cash (used in) investing activities</b>		<b>(18,430)</b>	(10,886)
<b>Cash flows from financing activities:</b>			
Repayments of borrowing		(5,097)	(1,600)
Cash inflows from new borrowing		-	5,720
Financing costs		(1,542)	(1,784)
Fees in advance – new contracts		5,236	3,022
Fees in advance – repayment of deposits		(110)	(241)
Fees in advance – payment of fees		(4,114)	(3,911)
<b>Net cash (outflow)/inflow from financing activities</b>		<b>(5,627)</b>	1,206
<b>Change in cash and cash equivalents in the year</b>		<b>(3,171)</b>	7,736
<b>Cash and cash equivalents at the beginning of the year</b>		<b>42,546</b>	34,810
<b>Cash and cash equivalents at the end of the year</b>	30	<b>39,375</b>	42,546

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### 1. ACCOUNTING POLICIES

The principal accounting policies, all of which have been applied consistently throughout the year and in the preceding year are:

#### a) **Basis of Accounting**

The financial statements of the group have been prepared under the Companies Act 2006 and in accordance with the Statement of Recommended Practice for Charities ('SORP (FRS102)') and with applicable UK Accounting Standards. They are drawn up on the historical cost accounting basis except share investments held as fixed assets are carried at fair value.

The Woodard Corporation (incorporated in England and Wales) meets the definition of a public benefit entity under Financial Reporting Standard (FRS) 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy notes.

The preparation of financial statements in conformity with FRS 102 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. Further details are provided in note 35, and in the accounting policies for depreciation of fixed assets, and for bad debts. The financial statements are presented in sterling (£) and the functional currency is sterling (£), rounded to the nearest £'000.

#### b) **Going Concern**

The financial statements have been prepared on a going concern basis.

##### *Group Going Concern*

With minimal formal financial links between Woodard and its schools and the WAT, only in circumstances where Woodard has pledged specific financial support would the closure of any individual Woodard school potentially have an impact on Woodard's ability to continue. The Board has reviewed financial information for the parent charitable company and, with current assets of £9.1 million including cash of £2.9 million, is confident in its assessment that it will be able to meet its debts for a period of at least 12 months from the date of signing the financial statements. After review of evidence, the Woodard Corporation Board has a reasonable expectation that the parent charitable company will be able to continue operating for the foreseeable future and the financial statements have been prepared on a going concern basis.

The Woodard Board undertakes a review of the individual financial statements of Woodard independent schools and the WAT, and the conclusions drawn by the Boards of those schools and the WAT trustees. This informs the view of going concern for the group as a whole and, having reviewed the available financial statements, director's reports and audit opinions, the Woodard Corporation Board has a reasonable expectation that the consolidated group will be able to continue operating for the foreseeable future and the group financial statements have been prepared on a going concern basis.

##### *Going Concern of Schools and the WAT*

The significant disruption to individual independent schools, and to the sector as a whole as a result of the Coronavirus outbreak, has a diminishing impact on school operations. There was an increase in numbers in many independent schools, including Woodard Schools, in September 2021 and in WAT academies. In many Woodard schools, boarding numbers returned to the same level as in 2019. This positive trend in pupil numbers continued into 2022-23. Numbers in the academies were also up reflecting the continued trust being placed in the provision at these schools.

The pandemic had a direct impact on school financial health across two financial years, but there was significant recovery in 2021-22. Following earlier cuts in fees in order to reflect the impact of the various restrictions, Woodard schools were able to raise their fees in September 2021-22, and this has continued into 2022-23. Following previous adaptations, Woodard

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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schools were able to provide a full educational experience in 2021-22 and foresee being able to continue to do so. Having considered the above factors, the Woodard Corporation Board do not consider that there are any material going concern uncertainties for the group for a period of at least twelve months from the date of signing the financial statements.

### c) **Group Financial Statements**

The financial statements consolidate the financial statements of the company and all its subsidiary companies, charitable trusts and funds with all inter-company balances being eliminated. Entities are consolidated where Woodard exercises overall control either through ownership of shares or through having the right to appoint and remove directors at schools and the WAT (see note 15). Accounting policies are consistently applied between group companies. Reduced disclosure – as a qualifying entity within the meaning of FRS102, the charitable company has chosen to take advantage in its individual financial statements of the following disclosure exemption: Section 7: presentation of a statement of cashflows and related notes and disclosures.

### d) **School Fees Receivable and Similar Income**

Fees receivable and other educational income are accounted for in the period in which the service is provided. Fees receivable are stated after deducting allowances, scholarships and other remissions by the school, but include contributions received from restricted funds for scholarships, bursaries and other grants.

Fees in Advance Scheme Contracts are those fees received in advance of education to be provided in future years under a specific contract. The fees are either held as investments in interest bearing assets until taken to income to match liabilities in the term when used, or refunded, or they are held within the unrestricted reserves of the school. Any surplus of assets over liabilities is held within the fund as a buffer.

Debts are provided for if not recovered within one term. Estimating amounts to provide against recovery of debts is a matter of judgement.

### e) **Ancillary and Non-Ancillary Trading Income**

Ancillary trading income represents amounts from activities to generate funds within the charitable objects for example, school shop sales, coaches to and from school and school trips. Non-ancillary trading income represents amounts from activities not directly related to the charitable objects, for example lettings of school facilities out of term time and rental from spare school buildings. Income from these activities is recognised in the SOFA when the goods are sold, or services provided.

### f) **Voluntary sources, Grants and Donations**

Voluntary incoming resources are accounted for as and when entitlement arises, the amount can reliably be quantified, and the economic benefit is considered probable.

Voluntary income for general purposes is accounted for as unrestricted and is credited to the General Reserve. Where the donor or an appeal has imposed trust law restrictions, voluntary income is credited to the relevant restricted fund and incoming endowments are accounted for as permanent trust capital or expendable trust capital, according to whether the donor intends retention to be permanent or not.

Gifts in kind are valued at estimated open market value at the date of gift, in the case of assets for retention or consumption, or at the value to the school in case of donated services or facilities.

### g) **Expenditure**

Expenditure is accrued as soon as there is a contractual obligation or a liability is considered probable, discounted to present value for longer term liabilities. Expenditure is allocated to expense headings either on a direct cost basis or apportioned according to time spent. The irrecoverable element of VAT is included with the item of expense to which it relates. Bad debts are provided for in accordance with the group bad debt policy.

The cost of refurbishing and converting existing buildings is written-off in the year in which it is incurred except where the useful life has been extended.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### h) Finance and Other Costs

Bank interest payable is accounted for on an accruals basis. Other costs include amounts accrued in accordance with the terms of Fees in Advance Scheme Contracts.

### i) Pension Costs

Woodard, its schools and the WAT participate in the Teachers' Pension scheme, which is an unfunded government scheme. Woodard and its schools participate in the Pensions Trust scheme and the Independent Schools' Pensions scheme, both of which provide benefits based on final pensionable pay. The funds of the schemes are separate from those of Woodard, its school companies and the WAT, although the companies' shares of the schemes cannot be identified as the schemes are multi-employer schemes, and so the pension costs are accounted for as defined contribution schemes. Woodard and some school companies also contribute to other defined contribution pension schemes for non-teaching staff.

Woodard and some Woodard schools offer membership of the TPT Retirement Solutions - The Growth Plan or to the Independent Schools' Pensions Scheme to employees other than the full-time academic staff. The TPT Retirement Solutions - The Growth Plan and the Independent Schools' Pensions Scheme are multi-employer pension schemes where the scheme assets are pooled for investment purposes and cannot be attributed to individual employers. Benefits are paid from the total scheme assets. They are in most respects money purchase arrangements but have some guarantees. As a result, it is not possible or appropriate to identify the assets and liabilities of the schemes which are attributable to group companies, though, due to the guarantees inherent in the scheme, the companies remain potentially liable for a debt on withdrawal from the scheme. In accordance with Financial Reporting Standard (FRS) 102 (section 28) therefore, the scheme is accounted for in a fashion which is similar to a defined contribution scheme.

The companies must recognise a liability measured as the present value of the contributions payable that arise from the deficit recovery agreement and the resulting expense in the income and expenditure account i.e. the unwinding of the discount rate as a finance cost in the period in which it arises. More detail is given in notes 28 and 33.

The LGPS is a funded multi-employer scheme, and the assets are held separately from those of the WAT in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method and discounted at a rate equivalent to the current rate of return on a high-quality corporate bond of equivalent term and currency to the liabilities. The actuarial valuations are obtained at least triennially and are updated at each reporting date. The amounts charged to net income are the current service costs and the costs of scheme introductions, benefit changes, settlements and curtailments. They are included as part of staff costs as incurred. Net interest on the net defined benefit liability/asset is also recognised in the Statement of Financial Activities and comprises the interest cost on the defined benefit obligation and interest income on the scheme assets, calculated by multiplying the fair value of the scheme assets at the beginning of the period by the rate used to discount the benefit obligations. The difference between the interest income on the scheme assets and the actual return on the scheme assets is recognised in other recognised gains and losses. Actuarial gains and losses are recognised immediately in other recognised gains and losses.

### j) Tangible Fixed Assets and Depreciation

In accordance with Section 35.10 (d) of FRS102, Woodard and its schools have elected to use the carrying value of any of the freehold land and buildings previously carried at a valuation, as their deemed cost at the date of transition to FRS102, 1<sup>st</sup> September 2014.

Tangible fixed assets are stated at cost less depreciation. Individual capital items, or projects, with a value greater than £10,000 are capitalised. Assets in the course of construction are stated at cost less any provision for impairment. They are transferred to completed assets when substantially all of the activities necessary to get the asset ready for use are complete. Where appropriate, cost includes our own labour costs in relation to construction, and directly attributable overheads.

Where tangible fixed assets have been acquired with the aid of specific grants, they are included in the balance sheet at cost and depreciated over their expected useful economic life.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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The related grants are credited to a restricted fixed asset fund (in the statement of financial activities and carried forward in the balance sheet). The depreciation on such assets is charged in the statement of financial activities over the expected useful economic life of the related asset on a basis consistent with the depreciation policy.

Depreciation is provided at rates calculated to write off the cost, less estimated residual value of each asset based on current market prices, over its expected useful life, as follows:

Freehold Buildings:	- Variable according to the building and written off over the expected useful life (see paragraph below)
Freehold improvements	- Over the useful economic life of the improvement
Leasehold land and buildings	- Over the shorter of the economic life of the asset or the life of the lease
Leasehold enhancements	- Over the shorter of the economic life of the asset or the life of the lease
Fixtures, fittings and equipment	- 25% on cost
Computer equipment	- 25% on cost
Motor vehicles	- 25% on cost

Freehold land is not depreciated.

Woodard and Woodard schools have reviewed their tangible assets, which comprise land, buildings and initial fixtures and fittings. All companies undertake an annual review of all buildings assessing their useful economic life. In some cases, the useful economic life of a building is anticipated to be of considerable length, often in excess of 100 years, up to a maximum of 300 years. The buildings are capitalised in the financial statements at historic cost as this was the basis for the carrying value at the date of transition to FRS102, 1<sup>st</sup> September 2014.

When a group company undertakes a significant refurbishment project that will have an economic benefit, the cost of the refurbishment is capitalised, recorded separately under 'Freehold Improvements', its useful life is estimated, and it is depreciated over that useful life.

No depreciation is provided for in respect of investment properties in accordance with Section 16 of FRS102. Such properties are held for their investment potential and not for consumption within the business. Investment properties are stated at their fair value at the balance sheet date.

Woodard and Woodard schools exercise judgement in selection of appropriate rates for depreciation of fixed assets, and for matters of impairment.

### k) **Financial Instruments**

Woodard and Woodard schools only have financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

### l) **Investments and Fees in Advance Investments**

Investments and Fees in Advance investments are carried at fair value, which is deemed to be market value as at the balance sheet date.

Realised and unrealised investment gains and losses are recognised as 'net gains/(losses) on investment assets' in the Statement of Financial Activities and are allocated to the appropriate fund according to the 'ownership' of the underlying assets.

### m) **Stocks**

Stocks comprise raw materials, consumable stores and goods held for resale: they are valued at the lower of cost and net realisable value.



# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### n) **Leasing Commitments**

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and are depreciated over their useful lives or the period of the lease whichever is the shorter. The interest element of the obligations is charged to the statement of financial activities over the period of the lease. Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to the statement of financial activities on a straight-line basis over the lease term. Lease incentives are accounted for over the lease term on a straight-line basis.

### o) **Fund Accounts**

Endowment funds are subject to specific conditions by donors that the capital must be maintained by the charity. Endowment funds are further sub-divided into permanent and expendable, where required by the terms of the trust.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

Designated funds comprise funds which have been set aside at the discretion of the directors for specific purposes. The purposes and uses of the designated funds are set out in the notes to the financial statements.

### p) **Taxation**

Woodard and Woodard schools are registered charities and as such are exempt from income tax and corporation tax under the provisions of Section 478 of the Corporation Tax Act 2010. There is no similar exemption for VAT, which is included in expenditure or in the cost of assets as appropriate.

Many Woodard schools have a subsidiary company that is subject to taxes including corporation tax and VAT in the same way as any commercial organisation. Tax charged to the profit and loss account is based on the subsidiary company's profit for the year and takes into account tax arising because of timing differences between the treatment of certain items for tax and accounting purposes. The subsidiary companies distribute the majority of their profits to their parent school company under Gift Aid and tax liabilities are kept to a minimum.

### q) **Discontinued Operations**

Where the primary activity of a subsidiary, such as the education of children in a school, ceases, we record all activity to realise assets or other 'wind-down' activity under a separate note in the financial statements, and in the SOFA.

### r) **Fee Deposits**

Refundable fee deposits are currently classified between long term and short term in the financial statements. These deposits are refundable in the event that the pupils leave a school on one term's notice and as such the deposit would be refunded to the parents at that point. However, the financial statements are prepared on a going concern basis and it is assumed that the majority of children will remain in school for their full years of education and therefore the deposit will be refunded to them when they leave school. Short term deposits reflect those pupils that will be leaving a school within one year, and the longer-term element reflects those pupils that will be leaving a school after 12 months from the balance sheet date.

### s) **Coronavirus Job Retention Scheme (CJRS) income**

The CJRS grant is receivable as compensation for staff costs incurred and for the purpose of giving immediate financial support to the schools and academies with no future related costs. It is recognised as income in the period in which it becomes receivable within 'Grants and donations' (note 7).

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 2. CHARITABLE ACTIVITIES - SCHOOL FEES RECEIVABLE

Group	2022 £'000	2021 £'000
The school fees income comprises		
Gross fees	180,508	162,585
Less: Total scholarships, bursaries, etc	(25,209)	(25,880)
Add back: Scholarships, Grants etc paid for by Restricted Funds	646	386
	<b>155,945</b>	<b>137,091</b>

Scholarships, bursaries and other awards were paid to 3,903 pupils (2021: 4,118 pupils). Within this, means-tested bursaries totalling £8,424,000 were paid to 959 pupils (2021: £9,044,000 were paid to 964 pupils).

### 3. CHARITABLE ACTIVITIES – ANCILLARY TRADING INCOME

Group	2022 £'000	2021 £'000
Extras	4,384	3,532
Entrance fees and registration fees	570	489
Pupil transport	1,544	1,085
Rent receivable and related income	48	342
Commissions and related income	127	306
Sundry other income	3,539	2,587
	<b>10,212</b>	<b>8,341</b>
<b>Company</b>		
Sundry other income	-	5
	<b>-</b>	<b>5</b>

### 4. OTHER TRADING ACTIVITIES

Group	2022 £'000	2021 £'000
<b>Non-ancillary trading income</b>		
Enterprise company trading turnover	3,945	1,902
Lettings income	774	239
Rents receivable	211	216
Interest receivable - pupil bills	28	12
Other non-ancillary trading income	219	93
	<b>5,177</b>	<b>2,462</b>

The company had no 'other trading' activities.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 5. INVESTMENTS - INVESTMENT INCOME

Group	Unrestricted £'000	Restricted £'000	Endowed £'000	Total 2022 £'000	Total 2021 £'000
<b>Securities</b>					
Equities	118	8	13	139	86
Fixed interest	21	2	1	24	34
Multi-asset funds	9	-	-	9	-
Other	30	-	1	31	7
	<u>178</u>	<u>10</u>	<u>15</u>	<u>203</u>	<u>127</u>
<b>Company</b>					
<b>Securities</b>					
Equities	1	2	-	3	2
Multi-asset funds	9	-	-	9	-
	<u>10</u>	<u>2</u>	<u>-</u>	<u>12</u>	<u>2</u>

### 6. INVESTMENTS - BANK AND OTHER INTEREST RECEIVABLE

Group	Unrestricted £'000	Restricted £'000	Endowed £'000	Total 2022 £'000	Total 2021 £'000
Bank interest	58	4	1	63	7
Other interest	10	13	47	70	60
	<u>68</u>	<u>17</u>	<u>48</u>	<u>133</u>	<u>67</u>
<b>Company</b>					
Bank interest	-	-	-	-	-
Other interest	151	-	-	151	250
	<u>151</u>	<u>-</u>	<u>-</u>	<u>151</u>	<u>250</u>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 7. VOLUNTARY SOURCES - GRANTS AND DONATIONS

Group	Unrestricted £'000	Restricted £'000	Endowed £'000	Total 2022 £'000	Total 2021 £'000
Grants and donations	1,553	2,797	165	4,515	2,940
Government grants: CJRS	8	-	-	8	4,493
	<u>1,561</u>	<u>2,797</u>	<u>165</u>	<u>4,523</u>	<u>7,433</u>

Restricted donations include £1.919m (2021: £1.298m) of DfE capital grants to the WAT.

The charitable company had no grants and donations in either year.

### 8. OTHER INCOMING RESOURCES

Group	Unrestricted £'000	Restricted £'000	Endowed £'000	Total 2022 £'000	Total 2021 £'000
Other incoming resources	839	-	-	839	2,333
	<u>839</u>	<u>-</u>	<u>-</u>	<u>839</u>	<u>2,333</u>

  

Company	Unrestricted £'000	Restricted £'000	Endowed £'000	Total 2022 £'000	Total 2021 £'000
Corporation levy	922	-	-	922	799
Other incoming resources	-	-	-	-	145
	<u>922</u>	<u>-</u>	<u>-</u>	<u>922</u>	<u>944</u>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 9. ANALYSIS OF EXPENDITURE

#### a) Total expenditure

<b>Group</b>	Staff costs (note 11) £'000	Support Costs £'000	Depreciation (note 13) £'000	<b>Total 2022 £'000</b>	Total 2021 £'000
<b>Costs of raising funds</b>					
Non ancillary trading	2,016	1,999	117	<b>4,132</b>	3,152
Other income generating activities	544	461	-	<b>1,005</b>	716
Financing cost (note 10)	-	1,542	-	<b>1,542</b>	1,784
Investment management	-	34	-	<b>34</b>	43
Fundraising and development	396	162	-	<b>558</b>	477
<b>Total cost of generating funds</b>	<b>2,956</b>	<b>4,198</b>	<b>117</b>	<b>7,271</b>	<b>6,172</b>
<b>Charitable expenditure</b>					
Teaching	96,509	9,477	1,405	<b>107,391</b>	103,420
Welfare	7,993	10,478	1,832	<b>20,303</b>	17,587
Premises	8,665	27,350	6,307	<b>42,322</b>	38,902
School administration	22,099	12,756	449	<b>35,304</b>	29,788
Donations	-	1,393	-	<b>1,393</b>	110
Grants awards and prizes (note 9b)	-	94	-	<b>94</b>	80
Governance	-	(51)	-	<b>(51)</b>	780
<b>Total charitable expenditure</b>	<b>135,266</b>	<b>61,497</b>	<b>9,993</b>	<b>206,756</b>	<b>190,667</b>
<b>Total Expenditure</b>	<b>138,222</b>	<b>65,695</b>	<b>10,110</b>	<b>214,027</b>	<b>196,839</b>
<b>Company</b>	Staff costs (note 11) £'000	Support Costs £'000	Depreciation (note 13) £'000	<b>Total 2022 £'000</b>	Total 2021 £'000
<b>Costs of raising funds</b>					
Financing cost (note 10)	-	19	-	<b>19</b>	24
Investment management	-	-	-	<b>-</b>	8
<b>Total cost of generating funds</b>	<b>-</b>	<b>19</b>	<b>-</b>	<b>19</b>	<b>32</b>
<b>Charitable expenditure</b>					
School administration	633	970	-	<b>1,603</b>	2,010
Premises	-	2	5	<b>7</b>	5
Donations	-	30	-	<b>30</b>	91
Grants awards and prizes (note 9b)	-	1	-	<b>1</b>	1
Governance	-	111	-	<b>111</b>	-
<b>Total charitable expenditure</b>	<b>633</b>	<b>1,114</b>	<b>5</b>	<b>1,752</b>	<b>2,107</b>
<b>Total Expenditure</b>	<b>633</b>	<b>1,133</b>	<b>5</b>	<b>1,771</b>	<b>2,139</b>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 9. ANALYSIS OF EXPENDITURE (Continued)

#### b) Grants, awards and prizes

##### Group

Woodard schools make awards to individual families to support schooling.

	2022 £'000	2021 £'000
<b>From Endowed Funds:</b>		
Bursaries and other grants and awards	10	-
<b>From Restricted Funds:</b>		
Other grants and awards	20	21
Prizes and leaving awards	32	9
<b>From Unrestricted Funds:</b>		
Other grants and awards	18	8
Prizes and leaving awards	14	42
	<b>94</b>	<b>80</b>

##### Company

##### From Unrestricted Funds:

Prizes and leaving awards

##### From Endowed Funds:

Prizes and leaving awards

	1	1
	-	-
	<b>1</b>	<b>1</b>

#### c) Total resources expended include

**Group** - Woodard reimburses directors for out-of-pocket expenses including travel subsistence and accommodation, where a claim is made. 15 directors were reimbursed during the year (2021: 7).

	2022 £'000	2021 £'000
Remuneration paid to auditor for audit services	471	425
Remuneration paid to auditor for prior year	-	-
Remuneration paid to auditor for non-audit services	36	29
Depreciation of tangible fixed assets:		
- owned by the Charitable Company	9,925	10,068
- held under finance leases and hire purchase contracts	184	119
Loss/(profit) on disposal of fixed assets	571	(629)
Operating lease rentals:		
- land and buildings	272	41
- other assets	727	338
Reimbursement of personal expenses to directors	5	3

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 9. ANALYSIS OF EXPENDITURE (Continued)

#### c) Total resources expended include:

**Company** - Woodard reimburses directors for out-of-pocket expenses including travel subsistence and accommodation, where a claim is made. 3 directors (2021: 1 director) were reimbursed during the year.

Remuneration paid to auditor for audit services	<b>56</b>	53
Remuneration paid to auditor for prior year	-	-
Depreciation of tangible fixed assets:		
- owned by the Charitable Company	<b>5</b>	5
Operating lease rentals:		
- other assets	-	3
Reimbursement of personal expenses to directors	<b>1</b>	1

### 10. FINANCING COSTS

<b>Group</b>	<b>2022 £'000</b>	<b>2021 £'000</b>
Bank interest payable	<b>937</b>	728
Other interest payable	<b>150</b>	115
Fees In Advance debt financing costs	<b>106</b>	74
Lease finance costs	<b>41</b>	11
Net interest on defined pension (liability)/asset	<b>(33)</b>	1
Bank charges	<b>216</b>	188
Other finance costs	<b>72</b>	135
Provision for bad and doubtful debts	<b>53</b>	532
	<b>1,542</b>	1,784
<b>Company</b>		
Fees In Advance debt financing costs	<b>19</b>	23
Bank charges	-	1
Other finance costs	-	-
	<b>19</b>	24

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 11. STAFF COSTS

<b>Group</b>	<b>2022 £'000</b>	<b>2021 £'000</b>
The aggregate payroll costs for the year were:		
Wages and salaries	<b>109,188</b>	102,832
Social security costs	<b>10,585</b>	9,719
Other pension costs	<b>18,352</b>	17,403
Private medical insurance	<b>97</b>	126
	<b>138,222</b>	130,080
<b>Company</b>		
The aggregate payroll costs for the year were:		
Wages and salaries	<b>538</b>	582
Social security costs	<b>67</b>	68
Other pension costs	<b>28</b>	47
Private medical insurance	<b>-</b>	-
	<b>633</b>	697

Included in staff costs are redundancy or termination payments totalling £411,000 (2021: £436,000). The amount outstanding at the year-end was £nil (2021: £nil). All are group costs.

<b>Company</b>	<b>2022 £'000</b>	<b>2021 £'000</b>
The following trustees were paid emoluments:		
Chairman	<b>-</b>	-
President	<b>5</b>	5

The Articles of Association permit the President and Chairman to be paid honoraria allowing them to undertake their roles in ensuring the delivery of the Woodard charitable objects. The Board is grateful to the Chairman who has decided to forgo his honorarium, in favour of Woodard. Minor amounts of travel expenses were reimbursed to certain trustees and directors' liability insurance is provided. No other directors at Woodard schools received remuneration or other benefits from the school or from any connected body.

Key Management Personnel within the schools are typically defined as the Head, Bursar and other senior management staff, although this may differ between individual schools and academies. The Senior Provost, Director of Education, the Director of Finance are classed as being the Key Management Personnel of the company.

	<b>2022 £'000</b>	<b>2021 £'000</b>
<b>Group</b> - Aggregate employee benefits of key management personnel	<b>7,011</b>	6,476
<b>Company</b> - Aggregate employee benefits of key management personnel	<b>329</b>	365



# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 11. STAFF COSTS (Continued)

The average number of employees during the year was:

	2022 Group No.	2022 Company No.	2021 Group No.	2021 Company No.
Teaching	1,660	-	1,709	-
Other activities	2,078	7	2,075	8
	<b>3,738</b>	<b>7</b>	<b>3,784</b>	<b>8</b>

The number of higher paid employees whose annual emoluments were £60,000 or more was:

	2022 Group No.	2022 Company No.	2021 Group No.	2021 Company No.
£60,001 - £70,000	79	-	71	1
£70,001 - £80,000	24	-	26	1
£80,001 - £90,000	12	1	9	-
£90,001 - £100,000	11	-	10	-
£100,001 - £110,000	8	-	7	-
£110,001 - £120,000	6	-	5	-
£120,001 - £130,000	4	-	3	-
£130,001 - £140,000	-	-	1	-
£140,001 - £150,000	1	1	3	1
£150,001 - £160,000	1	-	1	1
£160,001 - £170,000	1	1	-	-
£190,001 - £200,000	1	-	1	-
£200,001 - £210,000	1	-	1	-
£220,001 - £230,000	-	-	1	-
£230,001 - £240,000	1	-	-	-
£270,001 - £280,000	-	-	1	-
£300,001 - £310,000	1	-	-	-
- in Defined Contribution schemes was	78	2	67	3
Of which the contributions amounted to:	<b>£449,000</b>	<b>£16,000</b>	£447,000	£20,000
- in Defined Benefit schemes was	65	-	66	1
Of which the contributions amounted to:	<b>£1,141,000</b>	-	£1,121,000	£18,000

There are 8 (2021: 7) employees over earning over £60,000 that have chosen not to participate in a pension scheme.

### 12. TAXATION

Woodard and Woodard schools are registered charities and as such are exempt from income tax and corporation tax under the provisions of Section 478 of the Corporation Tax Act 2010.

Many Woodard schools have a subsidiary company that is subject to taxes including corporation tax and VAT in the same way as any commercial organisation. Tax charged to the profit and loss account is based on the subsidiary company's profit for the year and takes into account tax arising because of timing differences between the treatment of certain items for tax and accounting purposes. The subsidiary companies distribute the majority of their profits to their parent school company under Gift Aid and tax liabilities are kept to a minimum.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 13. TANGIBLE FIXED ASSETS

Group	Freehold Land & Buildings £'000	Leasehold Land & Buildings £'000	Under Construction £'000	Fixtures, Fittings & Equipment £'000	Computer Equipment £'000	Motor Vehicles £'000	Total £'000
<b>Cost or valuation</b>							
At 1 <sup>st</sup> September 2021	186,251	112,734	4,581	34,786	13,244	1,843	<b>353,439</b>
Additions	6,187	-	9,315	3,161	1,360	377	<b>20,400</b>
Disposals	(2,953)	-	(47)	(2,151)	(3,164)	(211)	<b>(8,526)</b>
Transfers	6,116	-	(5,228)	(898)	10	-	<b>-</b>
<b>At 31<sup>st</sup> August 2022</b>	<b>195,601</b>	<b>112,734</b>	<b>8,621</b>	<b>34,898</b>	<b>11,450</b>	<b>2,009</b>	<b>365,313</b>
<b>Depreciation</b>							
At 1 <sup>st</sup> September 2021	25,296	18,040	-	24,634	9,828	1,616	<b>79,414</b>
Charge for the year	5,946	206	-	2,018	1,764	175	<b>10,109</b>
Disposals	(1,068)	-	-	(2,088)	(3,134)	(211)	<b>(6,501)</b>
<b>At 31<sup>st</sup> August 2022</b>	<b>30,174</b>	<b>18,246</b>	<b>-</b>	<b>24,564</b>	<b>8,458</b>	<b>1,580</b>	<b>83,022</b>
<b>Net book value at 31<sup>st</sup> August 2022</b>	<b>165,427</b>	<b>94,488</b>	<b>8,621</b>	<b>10,334</b>	<b>2,992</b>	<b>429</b>	<b>282,291</b>
Net book value at 31 <sup>st</sup> August 2021	160,955	94,694	4,581	10,152	3,416	227	274,025

All assets are used for charitable purposes.

Included in Leasehold Land and Buildings are the depreciated values of the buildings occupied by Sir Robert Woodard Academy, The Littlehampton Academy and Kings Priory School. For The Littlehampton Academy and Sir Robert Woodard Academy the schools have been in occupation of their buildings for a number of years and are thus included, although the issue of 125 year leases is still awaiting final completion of works for West Sussex County Council by the contractors.

Included in fixed assets is the gain on valuing the freehold land and buildings at the King's School Tynemouth that were transferred as a gift to Woodard in 2013-14 and subsequently gifted to the WAT on a 125 year lease when the school converted to an academy. The land and buildings were valued at £10,585,000 when transferred and were valued by a professional valuer at £14,635,000 when leased to the WAT. The lease is a peppercorn lease.

Included in fixed assets are assets held under finance leases which have net book values of £267,000 (2021: £291,000) at the year end.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 13. TANGIBLE FIXED ASSETS (Continued)

<b>Company</b>	<b>Freehold Land &amp; Buildings £'000</b>	<b>Total 2022 £'000</b>
<b>Cost</b>		
At 1 <sup>st</sup> September 2021 and at 31 <sup>st</sup> August 2022	775	775
<b>Depreciation</b>		
At 1 <sup>st</sup> September 2021	36	36
Charge for the year	5	5
<b>At 31<sup>st</sup> August 2022</b>	<b>41</b>	<b>41</b>
<b>Net book value at 31<sup>st</sup> August 2022</b>	<b>734</b>	<b>734</b>
<b>Net book value at 31<sup>st</sup> August 2021</b>	<b>739</b>	<b>739</b>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 14. INVESTMENTS

Group	Fees in Advance Investments		Investments		Total Investments	
	2022 £'000	2021 £'000	2022 £'000	2021 £'000	2022 £'000	2021 £'000
<b>Group investments</b>						
At 1 <sup>st</sup> September	1,385	1,267	12,569	9,459	13,954	10,726
New money invested	-	999	1,347	1,809	1,347	2,808
Reinvested income	-	-	81	74	81	74
Amounts extracted	-	(1,008)	(163)	(720)	(163)	(1,728)
Investment management fees	(6)	5	(42)	(34)	(48)	(29)
Realised gains/(losses) on investments	(1)	77	(92)	260	(93)	337
Unrealised gains/(losses) on investments	(53)	45	(616)	1,515	(669)	1,560
Movement in uninvested cash	-	-	(255)	206	(255)	206
<b>Group investments at 31<sup>st</sup> August</b>	<b>1,325</b>	<b>1,385</b>	<b>12,829</b>	<b>12,569</b>	<b>14,154</b>	<b>13,954</b>

Group	Fees in Advance Investments		Investments		Total Investments	
	2022 £'000	2021 £'000	2022 £'000	2021 £'000	2022 £'000	2021 £'000
<b>Investments comprise:</b>						
<b>Listed investments</b>						
Fixed Interest	-	412	487	620	487	1,032
Equities	-	284	10,776	10,516	10,776	10,800
Multi-asset funds	1,325	584	-	-	1,325	-
<b>Unlisted investments</b>						
Other	-	-	1,209	1,046	1,209	1,630
<b>Cash</b>	<b>-</b>	<b>105</b>	<b>357</b>	<b>387</b>	<b>357</b>	<b>492</b>
<b>Group investments at 31<sup>st</sup> August</b>	<b>1,325</b>	<b>1,385</b>	<b>12,829</b>	<b>12,569</b>	<b>14,154</b>	<b>13,954</b>

In addition to the above investments, cash balances within the Fees in Advance Scheme are included in current assets as cash deposits.

The main Investments and Fees in Advance Scheme Investments are managed for Woodard schools by professional advisers. All investments are managed and held in the UK.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 14. INVESTMENTS (Continued)

Company	Fees in Advance Investments		Investments		Total Investments	
	2022 £'000	2021 £'000	2022 £'000	2021 £'000	2022 £'000	2021 £'000
<b>Company investments</b>						
At 1 <sup>st</sup> September	1,385	1,267	245	193	1,630	1,460
New money invested	-	999	16	-	16	999
Reinvested income	-	-	1	-	1	-
Amounts extracted	-	(1,008)	(16)	(5)	(16)	(1,013)
Investment	(6)	5	(3)	-	(9)	5
management fees						
Realised gains on investments	(1)	77	1	-	-	77
Unrealised gains/(losses) on investments	(53)	45	(6)	54	(59)	99
Movement in uninvested cash	-	-	6	-	6	-
<b>Company investments at 31<sup>st</sup> August</b>	<b>1,325</b>	<b>1,385</b>	<b>244</b>	<b>242</b>	<b>1,569</b>	<b>1,627</b>

Company	Fees in Advance Investments		Investments		Total Investments	
	2022 £'000	2021 £'000	2022 £'000	2021 £'000	2022 £'000	2021 £'000
<b>Investments comprise:</b>						
<b>Listed investments</b>						
Fixed Interest	-	412	3	-	3	412
Equities	-	284	239	242	239	528
Multi-asset funds	1,325	584	1	-	1,326	584
<b>Cash</b>	<b>-</b>	<b>105</b>	<b>1</b>	<b>-</b>	<b>1</b>	<b>105</b>
<b>Company investments at 31<sup>st</sup> August</b>	<b>1,325</b>	<b>1,385</b>	<b>244</b>	<b>242</b>	<b>1,569</b>	<b>1,629</b>

Woodard owns all of the share capital of the subsidiary schools listed in note 15.

In addition to the above investments, cash balances within the Fees in Advance Scheme are included in current assets as cash deposits.

During the year to 31<sup>st</sup> August 2022, the main Investments and Fees in Advance Scheme Investments are managed for Woodard by Cazenove Capital. Up to February 2021, investments were managed by UBS Wealth Management. All investments are managed and held in the UK.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 15. GROUP UNDERTAKINGS

Woodard holds directly or indirectly 100% of the share capital of the following companies (all of which are incorporated and registered in England) at a cost of £1,800 (2021: £1,800) and also controls a number of unincorporated charities:

#### Owned Companies

Name	Charity Number	Company Number
Woodard Corporation Trustee Company Limited (former holding company)		380961
Woodard Endowment Fund	288472	

#### Educational Charitable Companies

ABS Realisations Limited (formerly Abbots Bromley School Limited) <sup>1</sup>	1103321	5018628
Ardingly College Limited <sup>2</sup>	1076456	3779971
Bloxham School Limited <sup>3</sup>	1076484	3779976
The Cathedral School (Llandaff) Limited <sup>4</sup>	1103522	5091977
Denstone College Limited <sup>5</sup>	1102588	5010957
Ellesmere College Limited <sup>6</sup>	1103049	5066406
Hurstpierpoint College Limited <sup>7</sup>	1076498	3779893
King's Schools Taunton Limited <sup>8</sup>	1103346	5084301
The King's School Tynemouth Limited	269665	1182631
Lancing College Limited <sup>9</sup>	1076483	3779985
The Peterborough School Limited <sup>10</sup>	269667	1182629
Prestfelde School Limited <sup>11</sup>	1102931	5023969
Queen Mary's School (Baldersby) Limited <sup>12</sup>	1098410	4806128
SJS Realisations Limited (formerly St James' School, Grimsby Limited) <sup>13</sup>	1099060	4788370
Smallwood Manor Preparatory School Limited <sup>14</sup>	1102929	5035260
Woodard Schools (Midland Division) Limited	269671	1182630
Woodard Schools (Nottinghamshire) Limited <sup>15</sup>	1103326	5011039
Woodard Schools (Western Division) Limited	269669	1182633

#### School Subsidiary Companies

Dandelion Enterprises Limited (formerly Abbots Bromley School Enterprises Limited)	5181898
Ardingly College International Limited	11540470
Ardingly Projects Limited	1931797
Bloxham School Library Services Limited	5174043
Bloxham Enterprises Limited	2095047
Buxbrass Limited	1570797
Denstone College Enterprises Limited	5181951
Ellesmere College Enterprises Limited	5181897
Ellesmere College International Limited	8512074
Hurst Facilities Limited	1320729
Hurst International Limited	9425343
Hurst Transport Limited	7914424
King's College Schools International Limited	9749938
Lancing College Preparatory School at Worthing Limited	8808550
Newdom Developments (Holdings) Limited	7290437
Prestfelde School Enterprises Limited	5181895
Smallwood Manor Enterprises Limited	5181896
WST Enterprises Limited	5181894
Woodard Lettings (Yorkshire Schools) Limited	1746376
Woodard Schools (Nottinghamshire) Enterprises Limited	5181900

#### Subsidiary Fund Raising Charities

Lancing College Development Fund	310896
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# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 15. GROUP UNDERTAKINGS (Continued)

#### Included in Consolidation on Grounds of Dominant Influence

Woodard has a dominant influence over the following company on the grounds that the Memorandum and Articles of the company allow Woodard to appoint and remove the majority of the directors (the 'sponsor directors') and the two companies follow a common strategy. On 1<sup>st</sup> August 2013, academy trusts automatically became exempt charities under section 12(4) of the Academies Act 2010 (previously charity number 1122096).

Woodard Academies Trust <sup>16</sup>	Exempt	6415729
Woodard Academies Trust (Trading) Limited		08434771

*Superscript number denotes school company per page 2*

### 16. DEBTORS

	<b>Group 2022 £'000</b>	<b>2021 £'000</b>	<b>Company 2022 £'000</b>	<b>2021 £'000</b>
<b>Amounts due within one year</b>				
School fees receivable	<b>3,774</b>	4,077	-	-
Trade debtors	<b>1,467</b>	473	<b>3</b>	-
Other debtors	<b>1,156</b>	616	<b>(4)</b>	-
Prepayments and accrued income	<b>4,003</b>	4,173	<b>11</b>	7
Tax recoverable	<b>583</b>	321	-	-
Amounts due from subsidiary companies	-	-	<b>5,891</b>	6,615
	<b>10,983</b>	9,660	<b>5,901</b>	6,622

School fees receivable are net of £2,117,000 (2021: £2,873,000) provided for doubtful debts.

	<b>Group 2022 £'000</b>	<b>2021 £'000</b>	<b>Company 2022 £'000</b>	<b>2021 £'000</b>
<b>Amounts due after one year</b>				
Deferred consideration	<b>200</b>	300	-	-
	<b>200</b>	300	-	-

At the year end, a total of £300,000 was still due to SJS Realisations Limited in respect of the sale of the business activity and certain assets from Alpha Schools (Holdings) Limited on 11<sup>th</sup> May 2021. Of this £200,000 is due after one year, with instalments to be paid 30 months and 42 months after the date of sale.

Company debtors include amounts due from two subsidiaries; ABS Realisations Limited and SJS Realisations Limited. Initial indications are that it is unlikely that full recovery of all amounts due from these group companies will be possible. In order to allow for this the Woodard Corporation Board has agreed to provide a total of £1,500,000 against these intercompany loans, and this is included above.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 17. CREDITORS: amounts falling due within one year

	Group 2022 £'000	2021 £'000	Company 2022 £'000	2021 £'000
Bank loans and overdrafts	14,197	10,921	-	-
Net obligations under finance leases	88	127	-	-
Deposits from parents	5,047	3,580	-	-
Fees received from parents in advance of term	23,883	17,960	-	-
Trade creditors	6,695	6,425	15	7
Taxation and social security	2,414	2,128	17	16
Other creditors	4,203	2,726	1	(2)
Fees in Advance Scheme (note 20)	3,932	3,625	232	283
Accruals	5,665	5,892	61	54
Deferred income	4,692	7,210	-	-
Amounts due to subsidiary companies	-	-	35	15
	<b>70,816</b>	<b>60,594</b>	<b>361</b>	<b>373</b>

Bank loans and overdrafts are secured either by an unlimited all monies guarantee as part of an overdraft facility under a pooled banking arrangement organised by Woodard or by charges over property.

### Summary of movements in deferred income

	Group £'000
Balance at 1 <sup>st</sup> September 2021	7,210
Amounts arising in year	4,692
Amounts transferred to SOFA	(7,210)
<b>Balance at 31<sup>st</sup> August 2022</b>	<b>4,692</b>

Deferred income arises due to school fee invoices for the autumn term being issued and applied to the fees ledger prior to the year end. The income that relates to the following term is deferred until the term to which the income relates.



# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 18. CREDITORS: amounts falling due after one year

	<b>Group</b>		<b>Company</b>	
	<b>2022</b>	2021	<b>2022</b>	2021
	<b>£'000</b>	£'000	<b>£'000</b>	£'000
Bank loans and overdrafts	<b>19,075</b>	22,587	-	-
Other loans	<b>2,335</b>	2,035	-	-
Net obligations under finance leases	<b>148</b>	113	-	-
Deposits from parents	<b>9,134</b>	9,576	-	-
Other creditors	<b>84</b>	135	-	-
Fees in Advance Scheme (note 20)	<b>3,937</b>	3,232	<b>241</b>	457
	<b>34,713</b>	37,678	<b>241</b>	457

On 18<sup>th</sup> June 2015 Abbots Bromley School (now called ABS Realisations Limited) entered into an agreement with the APB Group for a loan facility of £1 million. The school used the amount borrowed by it under the facility to meet its cash flow needs. The rate of interest on the loan was 4.5% per annum above the Bank of England's base rate and, under an agreement with APB Group, this was changed to 2.0% over base rate from 1<sup>st</sup> May 2021. Abbots Bromley School also entered into an unsecured credit facility with APB Group which was drawn down on various dates from August 2016 to December 2016. All amounts were consolidated as unsecured borrowing and the total unsecured balance with APB Group at 31<sup>st</sup> August 2022 was £2,034,784.

Deposits are split between those payable within one year and those falling due after one year. The financial statements are prepared on a going concern basis and so there is a fair expectation that the majority of pupils will remain in the school for their full education.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 19. BANK LOANS

	<b>Group 2022 £'000</b>	<b>Group 2021 £'000</b>
The bank loans are repayable in instalments		
Due after 5 years	<b>8,620</b>	8,006
Due within 2 to 5 years	<b>7,825</b>	11,772
Due within 1 to 2 years	<b>2,630</b>	2,809
Due after more than one year	<b>19,075</b>	22,587
Due within 1 year	<b>7,156</b>	9,037
	<b>26,231</b>	31,624

Details of bank loan arrangements at Woodard Schools are as follows:

		<b>Interest Rate</b>	<b>Balance 2022 £'000</b>
Ardingly College	Lloyds Bank Term Loan	5.845% Over Base	<b>9,495</b>
	Lloyds Bank Term Loan	1.08% Over Base	
Bloxham School	Barclays Rolling Credit	1.95% Over Base	<b>2,615</b>
	Barclays Term Loan	3.2% Fixed Rate	
	Barclays Term Loan	4.55% Over Base	
Cathedral School, Llandaff	Barclays Term Loan	2.32% Over Base	<b>1,659</b>
Denstone College	Lloyds Bank Term Loan	3.766% Fixed Rate	<b>1,919</b>
	Lloyds Bank Term Loan	2.19% Over Base	
Ellesmere College	Handelsbanken Term Loan	1.55% Over Base	<b>555</b>
	Handelsbanken Term Loan	2.57% Over Base	
Hurstpierpoint College	Barclays Term Loan	1.4% Over Base	<b>3,850</b>
	Barclays Term Loan	1.5% Over Base	
Lancing College	Barclays Term Loan	1.75% Over Base	<b>5,353</b>
The Peterborough School	Barclays Term Loan	2% Over Base	<b>628</b>
Queen Mary's School	Lloyds Bank Term Loan	2.5% Over Base	<b>157</b>
			<b>26,231</b>

Bank loans shown above are secured by charges over group property. The company has no bank loans.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 20. FEES IN ADVANCE SCHEME

Parents and others may enter into a contract to pay for fixed contributions towards pupil tuition fees for a number of years in advance. The money may be returned subject to specific conditions on the receipt of notice. Assuming pupils remain in the school, fees in advance will be applied as follows:

	<b>Group 2022 £'000</b>	<b>2021 £'000</b>	<b>Company 2022 £'000</b>	<b>2021 £'000</b>
After 5 years	<b>628</b>	298	-	8
Within 2 to 5 years	<b>1,921</b>	1,314	<b>104</b>	233
Within 1 to 2 years	<b>1,388</b>	1,620	<b>137</b>	216
	<b>3,937</b>	3,232	<b>241</b>	457
Within 1 year	<b>3,932</b>	3,625	<b>232</b>	283
	<b>7,869</b>	6,857	<b>473</b>	740

### Summary of movements in liability

	<b>Group £'000</b>	<b>Company £'000</b>
Balance at 1 <sup>st</sup> September 2021	6,857	740
New contracts	5,236	77
Repayments	(110)	(50)
Amounts used to pay fees	(4,134)	(302)
Amount accrued to contract as debt financing cost	20	8
<b>Balance at 31<sup>st</sup> August 2022</b>	<b>7,869</b>	<b>473</b>

### 21. FINANCE LEASE OBLIGATIONS

	<b>Group 2022 £'000</b>	<b>Group 2021 £'000</b>
The total future minimum lease payments are payable:		
After 5 years	-	-
Within 2 to 5 years	<b>86</b>	46
Within 1 to 2 years	<b>62</b>	67
	<b>148</b>	113
Due after more than one year	<b>88</b>	127
Within 1 year	<b>236</b>	240

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 22. PROVISIONS FOR LIABILITIES

	<b>Group 2022 £'000</b>	<b>Group 2021 £'000</b>
TPT Retirement Solutions pension deficit recovery plan (note 28)	<b>251</b>	946
Local Government Pension Scheme liability	<b>175</b>	175
	<b>426</b>	1,121

In December 2021, the WAT received a notification of an intention to claim by a former employee in respect of a historical obligation to admit the employee into the LGPS accruing before 31<sup>st</sup> August 2020. The potential claim has implications for a number of both current and former employees. Legal advice sought by the WAT has confirmed the validity of the claim and advised on next steps. Those claims assessed as probable by the WAT have been included in provisions in respect of the potential liability to the WAT. The provision has been estimated at £175k (2021: £175k) as at 31<sup>st</sup> August 2022. The timing of any outflow is uncertain. Details of the defined benefit pension scheme are given in note 28.

### 23. FUNDS

Woodard and Woodard school funds are analysed under the following headings:

#### a) ENDOWED FUNDS

##### Group

Woodard and Woodard schools have a number of endowed funds. An endowed fund is created to be one of two types:

Permanent Endowment - where the donor wishes to preserve the capital of the fund, whilst making the income generated from that capital available for use by the charity.

Expendable Endowment – where both the capital and income may be expended in pursuit of the objects of the fund.

Most endowed funds held by Woodard and Woodard schools are for provision of scholarship, bursary and prize trust funds. Transfers from the endowed funds mainly arise when income relating to the funds is used to support education through provision of scholarships and bursaries. Details of individual school funds can be found in the financial statements of the individual school companies, details of which can be found in note 15.

##### Company

The company endowment fund comprises the Talbot Prize where the capital is permanently endowed and the income generated may fund prizes for science, mathematics or computer studies at the fifth or sixth form level to pupils in any incorporated or affiliated school previously forming part of the Midlands Division of Woodard prior to 2003.

#### b) RESTRICTED FUNDS

##### Group

Restricted Funds represent amounts collected, donated or otherwise generated for a specific purpose and the funds are expended on that purpose, or held against that purpose. The restricted funds held by Woodard and Woodard schools tend to be of the following types:

The scholarship, bursary and prize funds consist of a number of separate trust funds set up by individual donors. The income arising, when distributed, is primarily to fund remissions and prizes at schools within Woodard.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### 23. FUNDS (Continued)

Building and development funds are funds raised by various schools where the use is restricted to a particular fixed asset or similar development.

Other educational funds have been set up by individual donors, the funds can be used for a range of purposes, but the use is restricted to particular Woodard schools.

Consolidated funds include The Lancing Chapel Maintenance Fund which is a fund set up for the day-to-day maintenance of the chapel. The fund receives £44,100 per annum equally from the Friends of Lancing Chapel and Lancing College. Lancing College also undertakes appeals, and the funds are held for the specific purposes for which the appeal was held.

The Special Endowment Funds are an accumulation of funds which were given to individual schools for purposes which would be in support of specific classes of pupils, or former pupils, or to support other purposes relating to the particular school.

The funds received by the WAT from the DfE in support of development and operation of academies are restricted in their use and are shown as such. The majority of amounts transferred from the restricted funds are in relation to the General Annual Grant and represent mainly timing differences in relation to the use for funds for education or funding of developments. Other transfers occur when the terms of the fund are met, and amounts are used for the purposes for which they were donated. Restricted funds include a specific reserve for the deficit in pensions for staff who are members of relevant local government pension schemes. Restricted funding for fixed asset received by the WAT is applied to the maintenance and improvement of the WAT's fixed assets. A transfer of £172k was made from restricted fixed asset funds (2021: £741k). This net transfer comprised of the purchases of fixed assets out of general funds of £199k (2021: £154k), the use of devolved formula capital grants to purchase non-capitalised assets of £128k (2021: £128k), the purchase of non-capitalised fixed assets from school capital allocation grants of £243k (2021: £553k) and £nil (2021: £214k) of donated laptops not capitalised (in line with the WAT's capitalisation policy).

Upon conversion to academy status and future operation by the WAT, The King's School, Tynemouth donated its land and buildings to Woodard and, following revaluation, the economic value was donated to the WAT via creation of a lease at a peppercorn rent. See note 13.

### Company

Woodard restricted funds comprise the Woodard Endowment Fund to support those who cannot stay at Woodard schools, and the Wilkes Prize Fund held by Woodard to commemorate a former Divisional Provost.

In 2018-19 Woodard was grateful to receive funds from the legacy of Eugenie Clare-Wallis. These funds will support a scholarship to be known as the 'Herbert Clare-Wallis Scholarship'.

### c) UNRESTRICTED FUNDS

Unrestricted funds represent accumulated income from Woodard and the schools' activities and other sources that are available for the general purposes of Woodard and the schools.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 24. ANALYSIS OF NET ASSETS BETWEEN FUNDS

#### Group 31<sup>st</sup> August 2022

	Unrestricted £'000	Restricted £'000	Endowed £'000	Total 2022 £'000	Total 2021 £'000
Tangible fixed assets	190,556	91,446	289	<b>282,291</b>	274,025
Investments	9,314	446	3,069	<b>12,829</b>	12,569
Fees in Advance Scheme investments	1,325	-	-	<b>1,325</b>	1,385
Net current assets/(liabilities)	(24,513)	11,343	473	<b>(12,697)</b>	(5,652)
Long term liabilities	(34,964)	2,890	-	<b>(32,074)</b>	(56,518)
	<u>141,718</u>	<u>106,125</u>	<u>3,831</u>	<u><b>251,674</b></u>	<u>225,809</u>

#### Group 31<sup>st</sup> August 2021

	Unrestricted £'000	Restricted £'000	Endowed £'000	Total 2021 £'000	Total 2020 £'000
Tangible fixed assets	181,660	92,076	289	<b>274,025</b>	275,092
Investments	8,438	1,054	3,077	<b>12,569</b>	9,459
Fees in Advance Scheme investments	1,385	-	-	<b>1,385</b>	1,267
Net current assets/(liabilities)	(16,313)	10,183	478	<b>(5,652)</b>	(7,866)
Long term liabilities	(39,896)	(16,622)	-	<b>(56,518)</b>	(50,781)
	<u>135,274</u>	<u>86,691</u>	<u>3,844</u>	<u><b>225,809</b></u>	<u>227,171</u>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 24. ANALYSIS OF NET ASSETS BETWEEN FUNDS (Continued)

#### Company 31<sup>st</sup> August 2022

	Unrestricted £'000	Restricted £'000	Endowed £'000	<b>Total 2022 £'000</b>	Total 2021 £'000
Tangible fixed assets	734	-	-	<b>734</b>	739
Investments	27	204	15	<b>246</b>	244
Fees in Advance Scheme investments	1,325	-	-	<b>1,325</b>	1,385
Net current assets	8,226	206	5	<b>8,437</b>	9,335
Long term liabilities	(241)	-	-	<b>(241)</b>	(457)
	<u>10,071</u>	<u>410</u>	<u>20</u>	<u><b>10,501</b></u>	<u>11,246</u>

#### Company 31<sup>st</sup> August 2021

	Unrestricted £'000	Restricted £'000	Endowed £'000	<b>Total 2021 £'000</b>	Total 2020 £'000
Tangible fixed assets	739	-	-	<b>739</b>	744
Investments	22	208	14	<b>244</b>	195
Fees in Advance Scheme investments	1,385	-	-	<b>1,385</b>	1,267
Net current assets	9,125	204	6	<b>9,335</b>	10,372
Long term liabilities	(457)	-	-	<b>(457)</b>	(570)
	<u>10,814</u>	<u>412</u>	<u>20</u>	<u><b>11,246</b></u>	<u>12,008</u>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 25. SUMMARY OF MOVEMENTS ON MAJOR FUNDS

Group	At 1 <sup>st</sup> Sept 2021 £'000	Incoming resources £'000	Resources expended £'000	Transfers £'000	Gains/ (losses) £'000	At 31 <sup>st</sup> August 2022 £'000
<b>Unrestricted Funds</b>						
Pension Funds	(1,272)	61	-	-	1,211	-
General Reserve	137,218	172,544	(166,389)	(156)	(604)	142,613
	135,946	172,605	(166,389)	(156)	607	142,613
Trading companies' assets	(672)	1,781	(2,004)	-	-	(895)
<b>Total Unrestricted</b>	135,274	174,386	(168,393)	(156)	607	141,718
<b>Restricted Funds</b>						
Scholarship, bursary and prize trust funds	1,490	153	(126)	(40)	(27)	1,450
Building and Development Funds	94,868	41,731	(42,134)	7	-	94,472
Pension Funds	(16,447)	-	(2,686)	-	22,198	3,065
Other Restricted Funds	6,780	747	(628)	240	(1)	7,138
<b>Total Restricted</b>	86,691	42,631	(45,574)	207	22,170	106,125
<b>Endowed</b>						
Scholarship, bursary and prize funds	3,540	61	(59)	(48)	(11)	3,483
Other funds	304	167	(1)	(3)	(119)	348
<b>Total Endowment</b>	3,844	228	(60)	(51)	(130)	3,831
<b>Total Funds</b>	225,809	217,245	(214,027)	-	22,647	251,674

Note 23 provides more details on the funds.



# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 25. SUMMARY OF MOVEMENTS ON MAJOR FUNDS (Continued)

Company	At 1 <sup>st</sup> Sept 2021 £'000	Incoming resources £'000	Resources expended £'000	Transfers £'000	Gains/ (losses) £'000	At 31 <sup>st</sup> August 2022 £'000
<b>Unrestricted Funds</b>						
General Reserve	10,814	1,083	(1,771)	-	(55)	10,071
<b>Total Unrestricted</b>	10,814	1,083	(1,771)	-	(55)	10,071
<b>Restricted Funds</b>						
Scholarship, bursary and prize trust funds	412	2	-	-	(4)	410
<b>Total Restricted</b>	412	2	-	-	(4)	410
<b>Endowed - Expendable</b>						
Trust funds	20	-	-	-	-	20
<b>Total Endowment</b>	20	-	-	-	-	-
<b>Total Funds</b>	11,246	1,085	(1,771)	-	(59)	10,501

Note 23 provides more details on the funds.

### 26. COMMITMENTS UNDER OPERATING LEASES

The future minimum commitments under non-cancellable operating leases are:

Group	Land and buildings 2022 £'000	2021 £'000	Other 2022 £'000	2021 £'000
Expiry date:				
Within 1 year	263	67	852	770
Between 1 and 5 years	628	261	920	1,342
After 5 years	8,099	2,303	364	66
	8,990	2,631	2,136	2,178
<b>Company</b>	<b>2022 £'000</b>	<b>2021 £'000</b>	<b>2022 £'000</b>	<b>2021 £'000</b>
Expiry date:				
Within 1 year	-	-	1	1
Between 1 and 5 years	-	-	1	2
After 5 years	-	-	-	-
	-	-	2	3

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 27. CAPITAL COMMITMENTS

At 31 <sup>st</sup> August 2022, the group had capital commitments as follows:	<b>2022</b>	2021
	<b>£'000</b>	£'000
Expenditure contracted for but not provided in the accounts	<b>3,111</b>	347

Group capital commitments as at 31<sup>st</sup> August 2022 of £3,111,000 include £1,497,000 contracted by King's Schools Taunton Limited for the construction of a new Sixth Form Centre. Bloxham School Limited have also contracted £917,000 for a major extension to one of their Boarding Houses.

### 28. PENSION SCHEMES

#### Summary

Woodard and Woodard schools have staff in a number of different pension schemes. These schemes are:

The Ardingly College Scheme – this is defined benefit scheme for non-teaching staff at Ardingly College. It is closed to new members.

Local Government Pension Schemes – there are a series of defined benefit schemes for non-teaching staff at Woodard academies. The schemes were previously for local authority and local government staff.

TPT Retirement Solutions Growth Plan – a series of defined contribution schemes for non-teaching staff which, due to previous commitments, have some elements of defined benefit for members and are thus subject to a recovery plan.

TPT Retirement Solutions Independent Schools' Pension Scheme – a similar scheme to the growth plan described above and offered to non-teaching staff in some independent schools.

The Teachers' Pension Scheme – a defined benefit scheme for teachers in schools. This is a multi-employer scheme which is accounted for on a contribution basis in line with accounting policy 1(i).

#### Defined Benefit Pension Schemes

##### Allocation of the Pension Deficit for the Year

The asset/(deficit) for the year arises from the following schemes:	<b>2022</b>	2021
	<b>£'000</b>	£'000
Ardingly College	-	(1,272)
West Sussex County Council Scheme	<b>5,328</b>	(4,171)
Kent Country Council Scheme	<b>(436)</b>	(2,795)
Stoke City County Council Scheme	<b>(1,090)</b>	(5,318)
South Tyneside Council Scheme	<b>(476)</b>	(2,591)
Durham County Council Scheme	<b>(261)</b>	(1,572)
Per Balance Sheet	<b>3,065</b>	(17,719)

These figures are stated after taking into account experience gained for inflation.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

#### Ardingly College Defined Benefit Scheme

The Ardingly College Retirement Benefit Scheme for support staff is a defined benefit scheme whereby retirement benefits are based upon the employee's final remuneration and length of service and is funded through a separate trustee administered scheme. The Scheme is a Registered Pension Scheme under Chapter 2 of Part IV of the Finance Act 2004. Contributions to the scheme are made good in accordance with the recommendations of independent actuaries who value the scheme at regular intervals, usually triennially. The scheme is closed to new members.

A full FRS102 valuation was carried out for the Ardingly College Retirement Benefit Scheme as at 31<sup>st</sup> August 2022 by a qualified independent actuary. The assets of the scheme are held separately from those of the Employer. The major assumptions used by the actuary to value the assets and liabilities at the balance sheet date are:

	2022	2021
Inflation assumption	3.8%	3.6%
Rate of increase in salaries	4.8%	4.6%
The assumed rate of increase to pensions in deferment	3.8%	3.6%
The assumed rate of interest to pensions in payment	3.6%	3.5%
Assumed rate used to discount scheme liabilities	4.2%	1.6%
Average life expectancy	88.8	90.0

The life expectancy shown is the average of the figures for men and women aged 45 and 65 at the effective date.

#### Assumptions

The assumptions have been determined as follows:

- the discount rate is based on a yield curve constructed from the iBoxx sterling AA Corporate Bond Index at the effective date, at the duration of the liabilities.
- the rate of increase in the Retail Price Index (RPI) is derived from the difference in the yields on fixed and index-linked UK government bonds (gilts) at the effective date published by the Bank of England.
- future pay increases are assumed to be in line with the increase in the Retail Price Index plus 1% per annum.
- demographic assumptions are those considered appropriate for our scheme by the actuary.

Assets and Liabilities at each year end in accordance with FRS102 were:

	2022 £'000	2021 £'000
Total market value of assets	3,194	3,327
Restriction on asset balance	(283)	-
Present value of liabilities	(2,911)	(4,599)
Surplus/(Deficit)	-	(1,272)

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

#### Ardingly College Defined Benefit Scheme (Continued)

##### Analysis of amount recognised in Statement of Financial Activities

	2022 £'000	2021 £'000
Current service cost	18	33
Net interest on defined benefit liability	20	22
Expenses paid from the scheme	8	8
Total Cost	46	63

##### Analysis of amount recognised in other comprehensive income:

	2022 £'000	2021 £'000
Actual return on assets	(130)	86
Return on assets included in net interest	(53)	(55)
Asset gain/(loss)	(183)	31
Liability experience gain/(loss)	117	124
Change of assumptions (loss)/gain	1,568	(135)
Restriction on asset balance	(283)	-
Remeasurement gain/(loss) in comprehensive income	1,219	20

##### Changes in the present value of the defined benefit liabilities are:

	2022 £'000	2021 £'000
Opening value of liabilities	4,599	4,604
Interest cost	73	77
Service cost (including member contributions)	23	38
Experience (gain)/loss	(117)	(124)
Change of assumptions (gain)/loss	(1,568)	135
Benefits paid	(99)	(131)
Closing value of liabilities	2,911	4,599

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

	2022 £'000	2021 £'000
Opening value of assets	3,327	3,279
Expected return	53	55
Asset gain	(183)	31
Restriction on asset balance	(283)	
Contributions by employer	99	96
Contributions by members	5	5
Benefits paid	(99)	(131)
Expenses paid from the scheme	(8)	(8)
Closing value of assets	2,911	3,327

Due to the scheme having a year-end net asset balance of £283k, this has been restricted and removed above through other comprehensive income, with the corresponding entry in the balance sheet.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

#### Ardingly College Defined Benefit Scheme (Continued)

The total value of the assets is divided between the main asset classes as follows:

	At 31 <sup>st</sup> Aug 2022	At 31 <sup>st</sup> Aug 2021
Equities	34.6%	35.7%
Gilts	16.1%	12.6%
Bonds	26.8%	28.2%
Property	10.1%	6.6%
Cash	0.2%	0.6%
Annuities	12.2%	16.3%
Total	100%	100%

Amounts for the current and previous periods:

	2022 £'000	2021 £'000	2020 £'000	2019 £'000	2018 £'000
Present value of liabilities	(2,911)	(4,599)	(4,604)	(4,802)	(4,099)
Total market value of assets	3,194	3,327	3,279	3,146	2,891
Restriction applied in assets balance in accounts	(283)	-	-	-	-
Deficit	-	(1,272)	(1,325)	(1,656)	(1,208)
Experience gain/(loss) on assets	(183)	31	76	187	75
Experience loss/(gain) on liabilities	117	124	220	(95)	97

The actual return on assets over the period was a loss of approximately £130,000 (2021: gain £86,000). The total actuarial gain/loss for the period (being the sum of the liability experience gain/loss, the change of assumptions gain/loss and the asset gain/loss) was a gain of approximately £1,502,000 (2021: gain £20,000). The employer expects to contribute £92,520 to the scheme in the year from the end of the period towards the deficit.

#### Local Government Pension Schemes (LPGS)

The LGPS is a funded defined benefit scheme, with the assets held in separate trustee-administered funds. The total contributions are as noted below. The agreed contribution rates for future years for employees are 5.50% to 12.5%. The agreed contribution rates for future years for employers are as follows::

Sir Robert Woodard Academy, The Littlehampton Academy and Woodard Academies Trust Head Office - West Sussex County Council Scheme (18.9% - 21.5%)  
St Augustine Academy - Kent County Council Scheme (20.0% - 22.5%)  
St Peter's Academy - Stoke City Council Scheme (25.2 - 27.2%)  
King's Priory School - South Tyneside Council Scheme (19.9%)  
Polam Hall School – Durham County Council Scheme (19.2%)

Parliament has agreed, at the request of the Secretary of State for Education, to a guarantee that, in the event of academy trust closure, outstanding Local Government Pension Scheme liabilities would be met by the Department for Education. The guarantee came into force on 18<sup>th</sup> July 2013.

Assets and Liabilities at each year end in accordance with FRS102 were:

	2022 £'000	2021 £'000
Total market value of assets	32,931	32,109
Present value of liabilities	(29,866)	(48,556)
Asset/(Deficit)	3,065	(16,447)

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

#### Local Government Pension Scheme (Continued)

The assumption for increases on GMP is that full pension increases on the GMP element of a member's pension are paid for by the Fund and therefore the Academy Trust does not expect the liabilities in the scheme to be affected by the outcome of the indexation and equalisation of GMP in public service pension scheme consultation. The Lloyds ruling does not currently affect the LGPS and so the Academy Trust does not believe any further adjustment is required.

#### *Total contributions made*

	<b>2022</b>	2021
	<b>£'000</b>	£'000
Employer's contributions	<b>1,587</b>	1,442
Employees' contributions	<b>444</b>	410
	<b>2,031</b>	1,852

#### *Principal actuarial assumptions*

The following information is based on a full actuarial valuation of the fund at 31<sup>st</sup> March 2019, updated to 31<sup>st</sup> August 2021 by a qualified independent actuary

	<b>2022</b>	2021
	<b>£'000</b>	£'000
Rate of increase in salaries	3.4% - 4.2%	3.3% - 4.1%
Rate of increase for pensions in payment/inflation	2.7% - 3.1%	2.6% - 2.9%
Discount rate for scheme liabilities	<u>4.0% - 4.3%</u>	<u>1.7%</u>

#### *Mortality assumptions*

The current mortality assumptions include sufficient allowance for future improvements in mortality rates. The assumed life expectations on retirement age 65 are:

	<b>At 31<sup>st</sup> August 2022</b>	At 31 <sup>st</sup> August 2021
<i>Retiring today</i>		
Males	21.0 – 22.1 years	21.4 – 22.3 years
Females	23.5 – 25.0 years	23.6 – 25.1 years
<i>Retiring in 20 years</i>		
Males	22.2 – 23.5 years	22.5 – 23.6 years
Females	<u>24.9 – 26.7 years</u>	<u>25.1 – 26.9 years</u>

#### *The trust's share of the assets in the scheme*

	<b>2022</b>	2021
	<b>£'000</b>	£'000
Equities	<b>18,139</b>	18,272
Bonds	<b>8,810</b>	9,514
Property	<b>4,473</b>	2,569
Cash	<b>872</b>	1,203
Other	<b>637</b>	551
Total fair value of assets	<b>32,931</b>	32,109

The actual return on scheme assets was £(723,000) (2021: £4,869,000)

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

#### Local Government Pension Scheme (Continued)

*Amounts recognised in the Statement of Financial Activities*

	2022 £'000	2021 £'000
Current service cost	3,989	3,000
Net interest cost	282	214
Plan introductions, changes, gain/(loss) on curtailment and gain/(loss) on settlement	-	18
Administration expenses	2	-
Total operating charge	<b>4,273</b>	3,232

*Changes in the present value of defined benefit obligations were as follows:*

	2022 £'000
At 1 <sup>st</sup> September 2021	48,556
Current service cost	3,989
Interest cost	826
Employee contributions	444
Actuarial (gain)/loss	(23,465)
Benefits paid	(484)
At 31 <sup>st</sup> August 2022	<b>29,866</b>

*Changes in the fair value of the academy's share of scheme assets:*

	2022 £'000
At 1 <sup>st</sup> September 2021	32,109
Interest income	544
Return on plan assets (excluding net interest on the net defined pension liability)	(1,267)
Employer contributions	1,587
Employee contributions	444
Benefits paid	(484)
Effect of non-routine settlements and administration expenses	(2)
At 31 <sup>st</sup> August 2022	<b>32,931</b>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

#### TPT Retirement Solutions Growth Plan and TPT Retirement Solutions Independent Schools' Pension Plan

Woodard and Woodard schools participate in the TPT Retirement Solutions Growth Plan and the TPT Retirement Solutions Independent Schools' Pension Scheme, which are multi-employer schemes providing benefits to some 950 non-associated participating employers. The schemes are defined benefit schemes in the UK. It is not possible for Woodard or Woodard schools to obtain sufficient information to enable them to account for the schemes as defined benefit schemes. Therefore, they account for them as defined contribution schemes.

The schemes are subject to the funding legislation outlined in the Pensions Act 2004 which came into force on 30<sup>th</sup> December 2005. This, together with documents issued by the Pensions Regulator and Technical Actuarial Standards issued by the Financial Reporting Council, set out the framework for funding defined benefit occupational pension schemes in the UK.

The schemes are classified as 'last-man standing arrangements'. Therefore, Woodard and Woodard schools are potentially liable for other participating employers' obligations if those employers are unable to meet their share of scheme deficits following withdrawal from the scheme. Participating employers are legally required to meet their share of the scheme deficits on an annuity purchase basis on withdrawal from the scheme.

Summary of provision for pension deficit recovery plan

	<b>Group 2022 £'000</b>	<b>2021 £'000</b>	<b>Company 2022 £'000</b>	<b>2021 £'000</b>
TPT Retirement Solutions Growth Plan	<b>187</b>	887	-	-
TPT Retirement Solutions Independent Schools Pension Scheme	<b>64</b>	59	-	-
	<b>251</b>	946	-	-

#### TPT Retirement Solutions Growth Plan - Deficit Contributions

A full actuarial valuation for the scheme was carried out at 30 September 2020. This valuation showed assets of £800.3m, liabilities of £831.9m and a deficit of £31.6m. To eliminate this funding shortfall, the Trustee has asked the participating employers to pay additional contributions to the scheme as follows:

From 1 April 2022 to 31 January 2025:	£3.312 m per annum
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Unless a concession has been agreed with the Trustee the term to 31<sup>st</sup> January 2025 applies.

Note that the scheme's previous valuation was carried out with an effective date of 30 September 2017. This valuation showed assets of £794.9m, liabilities of £926.4m and a deficit of £131.5m. To eliminate this funding shortfall, the Trustee asked the participating employers to pay additional contributions to the scheme as follows:

From 1 April 2019 to 30 September 2025:	£11.243 m per annum (payable monthly and increasing by 3% each on 1 <sup>st</sup> April)
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The recovery plan contributions are allocated to each participating employer in line with their estimated share of the Series 1 and Series 2 scheme liabilities.



# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

Where the scheme is in deficit and where the company has agreed to a deficit funding arrangement the company recognises a liability for this obligation. The amount recognised is the net present value of the deficit reduction contributions payable under the agreement that relates to the deficit. The present value is calculated using the discount rate detailed in these disclosures. The unwinding of the discount rate is recognised as a finance cost.

<b>Present Values of Provision</b>	<b>2022</b>	2021	
	<b>£'000</b>	£'000	
Present value of provision	<b>187</b>	887	
<b>Reconciliation of opening and closing provisions</b>	<b>2022</b>	2021	
	<b>£'000</b>	£'000	
Provision at 1 <sup>st</sup> September	<b>887</b>	1,181	
Unwinding of the discount factor	<b>3</b>	5	
Deficit contribution paid	<b>(372)</b>	(263)	
Remeasurements - impact of any change in assumptions	<b>(5)</b>	(1)	
Remeasurements - amendments to the contribution schedule	<b>(326)</b>	(35)	
<b>Provision at 31<sup>st</sup> August</b>	<b>187</b>	887	
<b>Income and expenditure impact</b>	<b>2022</b>	2021	
	<b>£'000</b>	£'000	
Interest expense	<b>3</b>	4	
Unwinding of the discount factor	<b>3</b>	5	
Remeasurements - impact of any change in assumptions	<b>(5)</b>	(1)	
Remeasurements - amendments to the contribution schedule	<b>(326)</b>	(35)	
Contributions paid in respect of future service	-	-	
Costs recognised in income and expenditure account	-	(18)	
<b>Assumptions</b>	<b>2022</b>	2021	2018
	<b>% per annum</b>	% per annum	% per annum
Rate of discount	<b>4.46</b>	0.63	0.55

The discount rates shown above are the equivalent single discount rates which, when used to discount the future recovery plan contributions due, would give the same results as using a full AA corporate bond yield curve to discount the same recovery plan contributions.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

#### Deficit Contributions Schedule

The following schedule shows the deficit contributions agreed between Woodard and Woodard schools, and the scheme, at each year end period:

	2022 £'000	2021 £'000
Year 1	80	258
Year 2	79	259
Year 3	34	266
Year 4	-	113

The company must recognise a liability measured as the present value of the contributions payable that arise from the deficit recovery agreement and the resulting expense in the income and expenditure account i.e. the unwinding of the discount rate as a finance cost in the period in which it arises.

It is these contributions that have been used to derive the company's balance sheet liability.

The current valuation does not reflect the expected increase in benefits and therefore liability as a result of Guaranteed Minimum Pension ('GMP') equalisation between men and women which is required as a result of the removal of the Additional State Pension. Methodologies for a long-term solution are still being investigated by the Government as set out in the published (January 2018) outcome of the Government Consultation 'Indexation and Equalisation of GMP in Public Sector Pensions Schemes' and therefore the expected impact cannot be reliably estimated and consequently no provision/liability has been recognised.

#### TPT Retirement Solutions Independent Schools' Pension Scheme - Deficit Contributions

A full actuarial valuation for the scheme was carried out at 30th September 2020. This valuation was certified on 22<sup>nd</sup> December 2021 and showed assets of £201.1m, liabilities of £256.3m and a deficit of £55.2m. To eliminate this funding shortfall, the Trustee has asked the participating employers to pay additional contributions to the scheme as follows:

From 1 <sup>st</sup> September 2022 to 30 <sup>th</sup> June 2032:	£2.687m per annum (payable monthly and increasing by 3% on each 1 <sup>st</sup> September)
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Note that the scheme's previous valuation was carried out with an effective date of 30th September 2017. This valuation showed assets of £149.4m, liabilities of £187.6m and a deficit of £38.2m. To eliminate this funding shortfall, the Trustee has asked the participating employers to pay additional contributions to the scheme as follows:

From 1 <sup>st</sup> September 2019 to 30 <sup>th</sup> April 2030:	£2.387m per annum (payable monthly and increasing by 3% on each 1 <sup>st</sup> September)
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The recovery plan contributions are allocated to each participating employer in line with their estimated share of the scheme liabilities.

Where the scheme is in deficit and where the company has agreed to a deficit funding arrangement the company recognises a liability for this obligation. The amount recognised is the net present value of the deficit reduction contributions payable under the agreement that relates to the deficit. The present value is calculated using the discount rate detailed in these disclosures. The unwinding of the discount rate is recognised as a finance cost.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

<b>Present Values of Provision</b>	<b>2022</b>	2021
	<b>£'000</b>	£'000
Present value of provision	<b>64</b>	59
<b>Reconciliation of opening and closing provisions</b>	<b>2022</b>	2021
	<b>£</b>	£
Provision at 1 <sup>st</sup> September	<b>59</b>	65
Unwinding of the discount factor	<b>1</b>	1
Deficit contribution paid	<b>(6)</b>	(6)
Remeasurements - impact of any change in assumptions	<b>(11)</b>	(1)
Remeasurements - amendments to the contribution schedule	<b>21</b>	-
<b>Provision at 31<sup>st</sup> August</b>	<b>64</b>	59
<b>Income and expenditure impact</b>	<b>2022</b>	2021
	<b>£</b>	£
Interest expense	-	1
Unwinding of the discount factor	<b>1</b>	1
Remeasurements - impact of any change in assumptions	<b>(11)</b>	(1)
Remeasurements - amendments to the contribution schedule	<b>21</b>	-
Contributions paid in respect of future service *	-	1
Costs recognised in income and expenditure account	-	-
<b>Assumptions</b>	<b>2022</b>	2021
	<b>% per annum</b>	% per annum
Rate of discount	<b>4.31</b>	1.09
		0.90

The discount rates shown above are the equivalent single discount rates which, when used to discount the future recovery plan contributions due, would give the same results as using a full AA corporate bond yield curve to discount the same recovery plan contributions.

### Deficit Contributions Schedule

The following schedule shows the deficit contributions agreed between the school company and the scheme at each year end period:

	<b>2022</b>	2021	2020
	<b>£'000</b>	£'000	£'000
Year 1	<b>7</b>	6	6
Year 2	<b>7</b>	7	6
Year 3	<b>7</b>	7	7
Year 4	<b>8</b>	7	7
Year 5	<b>8</b>	7	7
Year 6	<b>8</b>	7	7
Year 7	<b>8</b>	8	7
Year 8	<b>9</b>	8	8
Year 9	<b>9</b>	5	8
Year 10	<b>8</b>	-	5

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### 28. PENSION SCHEMES (Continued)

The school group must recognise a liability measured as the present value of the contributions payable that arise from the deficit recovery agreement and the resulting expense in the income and expenditure account, i.e. the unwinding of the discount rate as a finance cost in the period in which it arises.

It is these contributions that have been used to derive school companies' balance sheet liability.

The current valuation does not reflect the expected increase in benefits and therefore liability as a result of Guaranteed Minimum Pension ('GMP') equalisation between men and women which is required as a result of the removal of the Additional State Pension. Methodologies for a long-term solution are still being investigated by the Government as set out in the published (January 2018) outcome of the Government Consultation 'Indexation and Equalisation of GMP in Public Sector Pensions Schemes' and therefore the expected impact cannot be reliably estimated and consequently no provision/liability has been recognised.

See note 33 for further details

#### **Teachers' Pension Scheme**

Woodard schools and academies participate in the Teachers' Pension Scheme (England and Wales) ("the TPS"), for teaching staff. This is a multi-employer defined benefits pension scheme and it is not possible or appropriate to consistently identify the liabilities of the TPS which are attributable to Woodard schools and academies. As required by Section 28.11 of FRS102, the scheme is accounted for as if it were a defined contribution 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.

#### *Valuation of the Teachers' Pension Scheme*

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<sup>st</sup> 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<sup>st</sup> 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<sup>st</sup> 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<sup>th</sup> 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.

On 27<sup>th</sup> 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<sup>th</sup> 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<sup>st</sup> April 2015 and 31<sup>st</sup> March 2022 at the point they become payable.

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 28. PENSION SCHEMES (Continued)

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 24<sup>th</sup> June 2020 on proposed changes to the cost control mechanism following a review by the Government Actuary. Following a public consultation, the Government has 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.

### 29. RECONCILIATION OF NET INCOMING RESOURCES TO NET CASH INFLOW FROM OPERATIONS

	2022 £'000	2021 £'000
<b>Net income for the period (as per the Statement of Financial Activities)</b>	<b>2,456</b>	692
<b>Adjustments for:</b>		
Depreciation charges	10,109	10,187
Losses/(gains) on investments	762	(1,897)
Dividends, interest, and rents from investments	(336)	(194)
Financing costs	1,542	1,784
(Gain)/loss on the sale of fixed assets	(571)	629
Defined benefit pension scheme	23,409	(2,006)
Gain on disposal of business	-	(48)
Decrease in stocks	32	74
(Increase)/decrease in debtors	(1,223)	569
(Decrease)/increase in creditors	(15,294)	7,626
<b>Net cash provided by operating activities</b>	<b>20,886</b>	17,416

### 30. ANALYSIS OF CASH AND CASH EQUIVALENTS

	At 31 <sup>st</sup> Aug 2022 £'000	At 31 <sup>st</sup> Aug 2021 £'000
Cash in hand and at bank	46,416	44,430
Overdraft facilities repayable on demand	(7,041)	(1,884)
	<b>39,375</b>	42,546

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 31. ANALYSIS OF CHANGES IN NET DEBT

	At 1 <sup>st</sup> Sept 2021	Cash flows	Other non- cash changes	At 31 <sup>st</sup> Aug 2022
	£'000	£'000	£'000	£'000
<b>Cash and cash equivalents</b>				
Cash	44,430	1,986	-	<b>46,416</b>
Bank overdraft facility repayable on demand	(1,884)	(5,157)	-	<b>(7,041)</b>
	<u>42,546</u>	<u>(3,171)</u>	<u>-</u>	<u><b>39,375</b></u>
<b>Borrowings</b>				
Bank loans falling due within one year	(9,037)	1,881	-	<b>(7,156)</b>
Bank loans falling due after more than one year	(22,587)	3,512	-	<b>(19,075)</b>
Finance lease obligations	(240)	4	-	<b>(236)</b>
	<u>(31,864)</u>	<u>5,397</u>	<u>-</u>	<u><b>(26,467)</b></u>
<b>Total</b>	<u>10,682</u>	<u>2,226</u>	<u>-</u>	<u><b>12,908</b></u>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

### 32. CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES – Comparative figures by fund type

Year Ended 31 <sup>st</sup> August 2021	Unrestricted £'000	Restricted £'000	Endowed £'000	Total £'000
<b>Income and endowments from Charitable activities</b>				
School fees receivable	137,106	(15)	-	<b>137,091</b>
Funding for academies educational operations	483	37,472	-	<b>37,955</b>
Ancillary trading income	8,295	46	-	<b>8,341</b>
<b>Other trading activities</b>				
Non-ancillary trading income	2,462	-	-	<b>2,462</b>
<b>Investments</b>				
Investment income	105	9	13	<b>127</b>
Bank and other interest	6	13	48	<b>67</b>
<b>Voluntary sources</b>				
Grants and donations	4,568	2,859	6	<b>7,433</b>
<b>Other incoming resources</b>	2,333	-	-	<b>2,333</b>
<b>Total Incoming Resources</b>	<b>155,358</b>	<b>40,384</b>	<b>67</b>	<b>195,809</b>
<b>Expenditure on:</b>				
<b>Raising funds</b>				
Non ancillary trading	3,152	-	-	<b>3,152</b>
Other income generating activities	716	-	-	<b>716</b>
Financing costs	1,784	-	-	<b>1,784</b>
Investment management	38	2	3	<b>43</b>
Fundraising and development	477	-	-	<b>477</b>
<b>Total Deductible Costs</b>	<b>6,167</b>	<b>2</b>	<b>3</b>	<b>6,172</b>
<b>Charitable activities</b>				
Education and grant making	148,892	41,892	58	<b>190,842</b>
<b>Total expenditure</b>	<b>155,059</b>	<b>41,894</b>	<b>61</b>	<b>197,014</b>
Net gains on investment assets	1,328	94	475	<b>1,897</b>
<b>Net income/(expenditure)</b>	<b>1,627</b>	<b>(1,416)</b>	<b>481</b>	<b>692</b>
Transfers between funds	(644)	655	(11)	-
<b>Other recognised gains/(losses)</b>				
Pension scheme actuarial losses)	80	(2,086)	-	<b>(2,006)</b>
Loss on disposal of discontinued operations	(48)	-	-	<b>(48)</b>
<b>Net movement in funds for the year</b>	<b>1,015</b>	<b>(2,847)</b>	<b>470</b>	<b>(1,362)</b>
Fund balances at 1 <sup>st</sup> September	134,259	89,538	3,374	<b>227,171</b>
<b>Fund Balances as at 31<sup>st</sup> August</b>	<b>135,274</b>	<b>86,691</b>	<b>3,844</b>	<b>225,809</b>

# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### 33. CONTINGENT LIABILITIES

#### **Pooled Banking Arrangements**

Woodard and one subsidiary school company are parties to an unlimited all moneys guarantee and an omnibus letter of set-off covering all monies due both present and future from Woodard and the subsidiary.

#### **TPT Retirement Solutions - The Growth Plan (the Growth Plan)**

When an employer withdraws from a multi-employer defined benefit pension scheme which is in deficit, the employer is required by law to pay its share of the deficit, calculated on a statutory basis (known as the buy-out basis). Due to a change in the definition of money purchase contained in the Pensions Act 2011 the calculation basis that applies to the Growth Plan will be amended to include Series 3 liabilities in the calculation of an employer's debt on withdrawal.

#### **Group**

Participating schools and Woodard itself have been notified by the Pensions Trust of the estimated employer debt on withdrawal from the Growth Plan, as outlined in note 28, based on the financial position of the Growth Plan as at 30<sup>th</sup> September 2020. The estimated employer debt on withdrawal for the group at 31<sup>st</sup> August was £2.4 million (2021: £2.5 million).

#### **Company**

On 22<sup>nd</sup> March 2021, Woodard withdrew from the Growth Plan and settled the employer debt on withdrawal for a total of £6,099.

#### **TPT Retirement Solutions – Independent Schools' Pension Scheme (the Plan)**

The participating schools have been notified by The Pensions Trust of the estimated employer debt on withdrawal from the Plan based on the financial position of the Plan as at 30<sup>th</sup> September 2020. The estimated employer debt for the schools at 31<sup>st</sup> August 2022 was £303,378 (2021: £360,036).

### 34. RELATED PARTIES

Woodard holds directly or indirectly 100% of the share capital of the companies and unincorporated charities listed in note 15. An amount of £903,000 (2021: £799,000) was paid during the year to Woodard by way of a levy to meet the running costs. An amount of £nil was outstanding at the year-end (2021: £nil).

An honorarium of £5,000 (2021: £5,000) was paid to the President during the year for his services to Woodard. There were no amounts outstanding at the year-end (2021: nil). School fee payments of £11,174 (2021: £10,334) were paid on behalf of Woodard key management personnel during the year. There were no amounts outstanding at the year-end (2021: £Nil).

The employment of one employee was on a shared contract of employment between Woodard Corporation and subsidiary school. Amounts for reimbursement of employment costs paid from the school totalling £180,807 (2021: £192,545) were paid on behalf of Woodard key management personnel during the year. There were no amounts outstanding at the year-end (2021: £Nil).



# THE WOODARD CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31<sup>st</sup> AUGUST 2022

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### 35. ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing the financial statements, the directors are required to make estimates and judgements. The matters detailed below are considered to be the most important in understanding the judgements that are involved in preparing the financial statements and the uncertainties that could impact the amounts reported in the results of operations, financial position and cashflows. Accounting policies are shown at note 1 to the financial statements.

#### *Pension scheme deficit reduction payments*

As explained at note 28, there is a deficit reduction plan in place in respect of Woodard and Woodard schools' membership of the TPT Retirement Solutions - The Growth Plan (the Growth Plan) and TPT Retirement Solutions - Independent Schools Pension Scheme. FRS 102 requires a liability to be recognised in respect of the present value of future contributions payable under the terms of the deficit recovery plan. The incorporation of this liability in the financial statements involves the exercise of judgement in a number of areas, including the selection of an appropriate discount rate.

#### *Pension scheme contingent liability*

As explained at note 33, there is a contingent liability in the event that Woodard and Woodard schools were to withdraw their membership of the Pension Trust's Growth Plan or the Independent Schools Pension Scheme. The independent qualified actuaries advising the Pensions Trust in respect of the contingent withdrawal liability exercise significant judgement in determining the amount of that liability. Judgement is exercised in a number of areas, including future changes in salaries and inflation, mortality rates and the selection of appropriate discount rates.

#### *Provision for bad debts*

Debts are provided for if not recovered within one term. Estimating amounts to provide against recovery of debts is a matter of judgement.

#### *Depreciation, impairment and residual values of fixed assets*

Woodard and Woodard schools exercise judgement in estimating the residual values of fixed assets, the selection of appropriate rates for depreciation, and for matters of impairment.