

ST BEDE'S FOUNDATION
GOVERNORS' REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 AUGUST 2021

CHARITY NO: 1191482
REGISTERED NO: 12762075

ST BEDE'S FOUNDATION
FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 AUGUST 2021

CONTENTS

	Page
Information	1
Governors' Report (incorporating Strategic Report)	2 - 9
Independent Auditor's Report	10 - 12
Statement of Financial Activities	13
Summary Income and Expenditure	14
Statement of Financial Position	15
Statement of Cash Flows	16
Notes to financial statements	17 - 26

The following pages do not form part of the audited accounts

Detailed Statement of Financial Activities	Appendix 1
Schedules to the Statement of Financial Activities	Appendix 2

ST BEDE'S FOUNDATION
GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)
FOR THE PERIOD ENDED 31 AUGUST 2021

GOVERNORS

Laura Arrufat-Farrell
Xavier Bosch
Pablo Pastor
Adam Walker

All of the Governors are also Directors of St Bede's Foundation and trustees of the charitable company for the purposes of charity law.

**SECRETARY TO THE GOVERNING BODY
AND COMPANY SECRETARY**

Marla Popescu

HEAD

Sandra Pike

BURSAR

Lyn Quinn Matthews (to 13 September 2021)

BANKERS

Santander
130 Market Street
Piccadilly Gardens
Manchester
M60 1AY

AUDITOR

Haines Watts Limited
Chartered Accountants
Bridge House
Ashley Road
Altrincham
WA14 2UT

REGISTERED CHARITY NUMBER

1191482

REGISTERED COMPANY NUMBER

12762075

REGISTERED ADDRESS

Alexandra Road South
Manchester
M16 8HX

ST BEDE'S FOUNDATION
GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)
FOR THE PERIOD ENDED 31 AUGUST 2021

The Governors of St Bede's College present their annual report (including an Incorporated Strategic Report) for the period ended 31 August 2021 under the Charities Act 2011 ("the Act"), together with the audited accounts for the period, and confirm that the latter comply with the requirements of the Act, where appropriate the Companies Act 2006, the Charities SORP (FRS102) and the Memorandum and Articles of Association.

REFERENCE AND ADMINISTRATIVE INFORMATION

The College was founded in 1876 by Herbert Vaughan who was then the Bishop of Salford. It has continued throughout the whole period to exist for education in the Catholic tradition. Throughout most of this period the College was a direct grant grammar school and also a junior seminary for the education of young pupils who wished to pursue a vocation to the priesthood. When in 1974 a reorganisation of the educational system took place, the College elected to become an independent school and that is now the case. Historically, because of the close links with the Salford Diocese, it was not important to distinguish the ownership of the assets of the College.

In September 1998 it was agreed that the situation needed to be clarified. The assets of the College were transferred into a limited company called St Bede's College Limited. The Company was limited by guarantee. The members of this Company were the Chair and Vice Chair of the Governing Body and three representatives from the Diocese of Salford. The Company was registered with the Charity Commission under charity number 700808.

With effect from 14 June 2021, St Bede's Foundation became the legal owner of St Bede's College, Manchester. By way of a Deed of Transfer of Charitable Undertaking executed on 27 January 2021 between St Bede's Foundation (at that time called Aston Foundation) and St Bede's College Limited (at that time the legal owner of the College), St Bede's Foundation agreed to acquire the College. The Deed provided that once certain conditions had been satisfied, the charitable undertaking of the College would then be transferred to St Bede's Foundation on the Transfer Date. The parties agreed that the transfer should take place on 14 June 2021, enabling the Foundation to carry on the work of the College. This is therefore deemed to be the date of the acquisition and the date control passed to St Bede's Foundation.

The St Bede's College Governors, executive officers and principal addresses of the Charity are as listed on page 1. Particulars of the Company's professional advisers are also given.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing Document

The Charity is run by a company known as 'St Bede's Foundation' (a private company limited by guarantee) constituted under the Memorandum and Articles of Association dated 10 April 2021.

The Governors who served the College during the year and to the date of approval of the financial statements were as follows, unless indicated otherwise:

Laura Arrufat-Farell	(appointed 15 October 2021)
Xavier Bosch	(appointed 22 July 2020)
Pablo Pastor	(appointed 15 October 2021)
James Adam Walker	(appointed 20 September 2021)
Luis Gonzalez Conde	(appointed 22 July 2020, resigned 20 September 2021)
Ramon Francisco Sierra Salcines	(appointed 22 July 2020, resigned 20 December 2021)
Terence Walsh	(appointed 1 January 2022, resigned 16 February 2022)

ST BEDE'S FOUNDATION

GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)

FOR THE PERIOD ENDED 31 AUGUST 2021

Recruitment and Training of Governors

The Chair of the Governing Body is approved by the Members on the recommendations of the Governors and is registered with the Department of Education. Any person who is willing to act as a Governor is appointed to be a Governor by majority decision by the Members upon recommendation from the other elected Governors, the Headteacher of the College and Head of Prep. These nominations are based on the eligibility, personal competence, specialist skills, the practice of the Catholic faith and local availability. New Governors are inducted into the workings of the school by the Headteacher and Bursar. Ongoing training is provided periodically.

Organisational Management

The Governors are legally responsible for the overall management and control of the College. The work of implementing most of their policies is carried out by members of various committees.

The Governing Body meets at least once every school term. They review management accounts, approve revenue budgets, consider capital projects and costs and finalise the audited accounts and annual report for approval by the governing body. The Governing Body also consider all academic matters including analysis of public examination results and curriculum review.

The day to day running of the school is delegated to the Headteacher supported by the Senior Leadership Team including the Bursar.

Group Structure and Relationships

The College actively supports the attainment of the highest standards in the Independent Schools sector, partly through networking with other major schools and partly through the Headteacher's membership of the Headmasters' and Headmistresses' Conference (HMC). The College also co-operates with other charities and organisations to optimise the use of our cultural and sporting facilities and to awaken in our pupils an awareness of the social context of the all-round education they receive at the College. The College also benefits from the generosity of a number of Old Bedians and a Parent-Teacher organisation (the St Bede's College Parents' Association) whose close support is greatly appreciated and acknowledged.

The external Bursary Fund of St Bede's College was set up in December 2017 to provide financial assistance to those families whose circumstances mean that they could not otherwise send their children to the College. The Trustees are independent, and no members of the Governing Body or employees are Trustees.

Pay policy for Senior staff

The Governors consider the Head, Bursar and other members of the Senior Leadership Team the key management personnel of the charity in charge of directing and controlling, running and operating the company on a day to day basis. The pay of the Senior staff is reviewed annually and approved by the Governors as part of the budget setting process.

Risk Management

The Governing Body is responsible for the management of the risks faced by the College. Detailed considerations of risk are delegated to the Health and Safety Committee and the Child Protection Committee who are assisted by members of the Senior Leadership Team. Risks are identified and assessed, and controls established throughout the year.

The key controls used by the charity include:

- formal agendas for all Committee and Board activity
- terms of reference for all Committees
- comprehensive strategic planning
- formal written policies
- clear authorisation and approval levels
- close monitoring and control of the College's cash flow
- vetting procedures as required by law for the protection of the vulnerable.

Through the risk management processes established for the College, the Governors are satisfied that the major risks identified have been adequately mitigated where necessary. It is recognised that systems can only provide reasonable but not absolute assurance that major risks have been adequately managed.

ST BEDE'S FOUNDATION
GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)
FOR THE PERIOD ENDED 31 AUGUST 2021

OBJECTS, AIMS, OBJECTIVES AND ACTIVITIES

Charitable Objects

The Charity's Objects, as set out in the Memorandum of Association, are for the public benefit to advance education and to advance the Christian religion in accordance with the tenets of the Roman Catholic Church in such ways as the association from time to time thinks fit. In setting objectives, the Governors have also given careful consideration to the Charity Commission's general guidance on public benefit.

In furthering the Charity's objectives, the College furnishes, maintains and equips its buildings and sports facilities. It awards College bursaries to deserving pupils who could not otherwise afford to attend the College. It raises money through gifts, legacies and various activities to aid in the running of the College or for the provision of specific projects.

Aims and Intended Impact

Within these Objects, the College's aim is to provide a first-class Catholic Independent education. This is achieved firstly, through fostering academic excellence by strong tuition; secondly, by fostering the cultural development of pupils through sporting, artistic and social skills; and thirdly, by upholding and encouraging the spiritual ethos of the College which is based on the Catholic faith.

This is intended to provide an environment where each pupil can develop and fulfil his or her potential, thus to help build self-confidence and inculcate a desire to contribute to the wider community.

Objectives for the year

The objectives of the College were as follows:

1. Increasing the number on pupil roll through a clear marketing strategy and continuing to raise standards throughout the entire College and in all areas in order to attract more families to the College.
2. Strengthen the Catholic ethos of the College in all areas, with the aim of being the finest Catholic school in the UK. Work closely with the Lay Chaplain and Joint Heads of RE to achieve this.
3. Encourage and enable Senior and Sixth Form teaching staff and pupils to take ownership of the process for the tracking of pupils' academic development. Designing and implementing a new intervention system, using half-termly reporting data, to enable the pupils to improve their outcomes.
4. To create daily opportunities for pupils to develop their skills of initiative, application, perseverance and independence.
5. Continue to improve the College's GCSE results with a medium target of 50% 9-7 and A Level results with a medium target of 30% A*/A.
6. To support pupils with their well-being as they cope with the Pandemic through the Personal, Social and Moral Education Programme.
7. Using the Achievement Centre to enable pupils to catch up following the challenges of the Pandemic.
8. Continue to actively fundraise for capital expenditure projects, bursaries and other school-improvement initiatives to improve the quality of the College's provision and to widen access to the College through increasing the number of means-tested bursaries.
9. For the College to successfully undergo its impending ISI Inspection, involving an Educational Quality Inspection (EQI) and a Focused Compliance Inspection (FCI).
10. Building a relationship with new Governors and Colleagues following the change in ownership of the College.

Principal activities in the year

The Charity principally provides education in the Greater Manchester and Cheshire area to boys and girls from the ages of 3 to 18.

This academic year the Senior College averaged 510 pupils (2020: 546) and the Prep School averaged 188 (2020: 193) pupils. The Senior College continued to see strong recruitment into the Upper Third (Year 7) as well as growth across the rest of the year groups.

ST BEDE'S FOUNDATION

GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)

FOR THE PERIOD ENDED 31 AUGUST 2021

In 2011/12 the College made an agreement with MCFC (Manchester City Football Club) to educate a number of the boys in their Football Academy from 11 to 16. This has been very successful and there are approximately 70 boys (2020: 67) being educated on the programme split across year 7 to 11.

Public Benefit Aims and Intended Impact

The College's public benefit aim is to provide an excellent independent education through a strong academic tradition and through developing wider social, moral and personal skills. These are encouraged through the development of a supportive community which places a strong emphasis on the individual development of boys and girls. Such an environment helps pupils to learn self-discipline, participate in and be enriched by the challenges of many co-curricular activities which will contribute to their success in life beyond school and university by equipping them with high moral values, personal qualities and a thirst for knowledge which will serve them all their lives and enable them to become worthwhile and responsible citizens.

In setting out policy and planning these activities the Governors have given careful consideration to the Charity Commission's general guidance on public benefit and in particular the requirement to demonstrate that public benefit for any charitable purpose where it had previously been presumed in the absence of evidence to the contrary.

The College continues to provide means tested bursaries, scholarships and discounts to children whose parents would not otherwise be able to pay the fees. Financial assistance was provided to 238 pupils (2020: 315) across the College for the academic year.

Links with local schools have continued to be developed with many schools coming to watch the annual College musical production, as well as attend gifted and talented days in various subjects. The College is used as an examining centre for external candidates and also as a venue for a range of fundraising events for various charities. A number of charitable projects are completed each year which involve older pupils visiting and helping in local primary schools.

The College continues to enjoy a national reputation for the quality of its delivery of the Duke of Edinburgh Award Scheme and provides a range of opportunities for training pupils to learn about the environment beyond the walls of the College. The College has been working with other HMC schools throughout the Pandemic by being part of many virtual meetings. During the Pandemic the College worked with Manchester Safeguarding Board sharing information about well-being. The College has also hosted a Headteachers' HMC Regional Meeting, as well as a range of other events to which a plethora of other schools and colleagues were invited to visit the College.

The College hosts a range of safeguarding and pastoral information evenings for parents throughout each academic year. Due to the Pandemic the College has not held the usual important training events for local schools, children, parents and Headteachers to attend.

The College's playing fields are used by local junior football teams and many other primary school children will use the excellent facilities competing for challenge cup events and local competitions.

The College allows local charities or Diocesan church groups to use the College facilities for either no cost or a very small nominal cost, for example the Hosanna House & Children's Pilgrimage Trust (HCPT), so that the College facilities are being used by the local and wider community for worthy causes and the common good.

Grant-making policy

This academic year the College gave bursaries, scholarships and other discounts of £715k (2020: £1,042k) to help 238 pupils. College policy, in line with that of other Independent Schools, is to make these awards on the basis of the individual's educational potential and to relieve hardship where the pupil's education and future prospects would otherwise be at risk. All bursaries granted are means tested. A further 2 pupils received financial assistance towards fees from other charitable organisations.

Volunteers

The St Bede's College Parents' Association (SBCPA) helps the College by raising funds through social activities. The Charities Committee raise money to support many charities, both locally and worldwide. These are usually through personal contact with the people involved in running the charities.

Going concern

St Bede's Foundation has net current liabilities as at 31 August 2021 of £272,444, however, included within creditors are fees received in advance of future academic years from parents who have taken advantage of the optional early payment discount scheme. These amount to £1,674,303 which clearly do not represent amounts payable by the College. Having reviewed the financial performance of the College and the expectations for the 2021/22 academic year, the Governors have concluded it is appropriate to prepare the accounts on the going concern basis.

ST BEDE'S FOUNDATION
GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)
FOR THE PERIOD ENDED 31 AUGUST 2021

STRATEGIC REPORT

REVIEW OF ACHIEVEMENTS AND PERFORMANCE FOR THE YEAR

Operational performance of the schools and public benefit

The most recent ISI inspection was Educational Quality Inspection with Focused Compliance Inspection (EQI/FCI) in May 2019. The report relating to this inspection can be studied in detail on the ISI website. There were many positive comments made by the Reporting Inspector and the College passed the compliance element of the inspection with flying colours, was graded as excellent for pupils' personal development (the highest rating) and good for pupils' academic and other achievements (the second highest rating).

The report was on the whole very positive and accurately reflects the ongoing collaborative endeavours of the College's pupils, staff and its Governing Body. The report also clearly demonstrates the profound impact of the support provided by parents for the College. The feedback results from the questionnaires completed by parents were overwhelmingly positive, and was extremely complimentary and authentic in every respect.

Moving forward under the new operating model it is vital that the outcomes of the inspection are built upon and the College's provision is further evolved, so that pupils continually receive the most engaging and inspiring educational experiences which the College can offer. The quality of the academic offering must continue to improve. This year the College is focusing on supporting pupils as we come out of the pandemic by having the Achievement Centre and also through monitoring and reviewing baseline data with the 6 weekly reports. The academic structure has strengthened as part of a whole staff restructure, namely having an Academic Coordinator to support the Academic Deputy head and the Heads of Departments. Academic meetings take place on a weekly basis with the sole aim of achieving widespread innovative pedagogy and excitement both inside and outside of the classroom. Many great initiatives are currently in existence at St Bede's but the College must always strive to be better.

St Bede's College is very much a proud Catholic co-educational school and continually strives to nurture and develop its pupils into happy, confident, kind and compassionate leaders, not only in the future but also in the present. The College firmly believes that all girls and boys deserve the same opportunities in life, so that they can go out and change the world for the better. Over the course of its history, the College has encouraged its pupils to be confident and modest young people, able to make the right decisions when the moments arise and determined to always give of their best. The College's core values remain unchanged and St Bede's is steadfastly proud of them – the timeless Catholic qualities of humanity, compassion and empathy for others.

In an ever-changing world the College believes that its values, and the educational opportunities provided for its pupils, are as relevant to the world today as they were when the College was founded well over 140 years ago. The College continues to encourage its uniquely talented boys and girls to make the most of their amazing talents and to give of their best in everything that they do. St Bede's constantly strives to ensure that the transition between its pupils' home lives to their time at the College is a seamless one and that its boys and girls not only grow but more importantly flourish as they are immersed in the life affirming Catholic values unashamedly championed.

As noted within the grant making policy above, the principal public benefit provided by the College is means-tested fee assistance (see details of bursaries within this policy above). This meant that a total of 238 (2020: 315) pupils were assisted at a cost of £715k (2020: £1,042k), which represents 9% of the total gross fees.

The Governors confirm that they have had regard to guidance on public benefit issued by the Charities Commission in the exercise of their powers and duties where the guidance is relevant to the operations of the College.

This year public examinations did not take place due to the pandemic, but the College supported pupils in examination years by Centre Assessed Grades. A rigorous system was put in place whereby pupils completed three papers under test conditions for each subject. Academic performance in the summer of 2021 was extremely encouraging and we were delighted with the very positive GCSE results achieved by our pupils. The proportion of our results at grades 8 and 9 (formerly A*) was 41%. The proportion of our results at grades 9-7 (formerly A*-A) was 60% which compared very favourably to the national figure for England which was 28.5%. The proportion of our results at grades 9-4 (former A*-C) was 99% which again compares very favourably.

Our A Level results were also very pleasing with 28% at grade A*, 60% at grade A or better and 81% at grade B or better. Overall pass rate A* to D 100%. These results were instrumental in so many of our leavers achieving their university of choice (94%).

Students went on to study a wide range of different courses at university, including Accountancy, Finance, Natural Sciences, Classics, Business Management, Engineering, Medicine and Psychology. Higher education destinations included many members of the prestigious Russell Group of universities. Our most encouraging academic results are achieved through a careful balance of nurture and challenge. A diligent and hardworking approach is encouraged in all of our students and we are confident that they leave the College as well-rounded individuals. They are polite, helpful, altruistic young men and women that will positively contribute to the society in which they will live and work. It is the warmth and humility that pervades a Bedian and it is commented on by many.

Co-curricular provision continues to flourish, but this year we have not been able to have the whole school production (Grease pending October 2021), due to the pandemic. Pupils have used their talents to bring joy to many through virtual performances. Pupils have enjoyed taking part in many sports and have achieved a wide range of successes at regional level, and we have many pupils currently playing representative sport. This year pupils have had an opportunity to get involved in many different activities in their year group bubbles.

ST BEDE'S FOUNDATION
GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)
FOR THE PERIOD ENDED 31 AUGUST 2021

Fundraising Performance

The College continues to seek funds, not for the day-to-day running expenses of the College, but to fund specific projects and for bursaries. They are currently working to raise funds for a wide range of new projects, which are outlined in the newly authored site development plan. Examples of important new projects include the much-needed complete refurbishment of the all-weather pitch at the sports ground, a new suite of science laboratories, and a full scale transformation of the College's IT Infrastructure in order to revolutionise the delivery of teaching and learning. The SBCPA continues to hold fundraising events and this year visualisers have been bought for all teachers to support virtual teaching.

FINANCIAL REVIEW AND RESULTS FOR THE YEAR

On a full year basis (as these accounts are for a short period) school fees income increased from £6,814k to £7,074k. Teaching costs for the period of £973k increased broadly in line with school fees income. The College incurred a deficit after depreciation of £143k. Throughout this time the College has continued to carefully monitor costs.

The results for the period have benefited significantly from the credit in respect of negative goodwill of £6,990k arising on the acquisition of the College. As permitted by accounting standards this has been credited to the Statement of Financial Activities in full in the year it arose. This is a non-recurring item. Whilst negative goodwill normally represents a "bargain purchase", the Governors are of the opinion that this does not apply in this case as the College has been generating substantial operational losses for many years. In addition, the College requires a significant investment programme over the coming years to ensure the continued delivery of a first rate education. The Foundation has already invested in excess of £1m in the College since the acquisition and is committed to continuing this programme of enhancement and improvement to the College's assets and its people. Finally, it should be noted that the Deed of Transfer referred to above includes specific overage clauses containing profit sharing provisions with the Diocese of Salford in the event of a future disposal of the College.

Tangible fixed assets are £10,092k at the year end. The depreciation charge for the period was offset by the capital additions, the largest element being IT equipment additions of £227k. This reflects the College's commitment to enhancing the use of IT for the pupils. Tangible fixed assets also increased in value by £1.9m following the revaluation on acquisition of the College as set out in note 7.

The Governing Body is fully aware that it is very important to take the necessary actions to restore the College to profitability again as soon as possible and has detailed plans in place to achieve this.

Principal Funding Sources

The principal sources of funding for the College are fees receivable, fees received in advance from parents and the loan provided by the sole member of the Charity.

Key Performance Indicators

The key financial performance indicators used by the School include the following:

	2021
Pupil numbers	698
Pupil/teacher ratio	13.0
% Teaching Pay Cost/Fee Income	59%

Reserves Policy

The Governors continue to monitor the level of funds and are always looking at ways of increasing these in the future to ensure that the aims of the charity can be fulfilled. The focus will be to increase the operating surplus of the College year-on-year and developing the 8 key strategic areas as follows:

1. Catholic ethos
2. Teaching and learning
3. Pastoral care and wellbeing
4. Staffing
5. Recruitment and retention of pupils
6. Facilities and infrastructure
7. Governance and compliance
8. Development

ST BEDE'S FOUNDATION
GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)
FOR THE PERIOD ENDED 31 AUGUST 2021

FUTURE PLANS

The College is now operating under a new structure St Bede's College Foundation. However, it remains the Governors' and Headteacher's intention to ensure that pupils continue to achieve excellent academic results that will enable them to gain entry to leading universities, access high quality apprenticeships or enter the world of work without delay. Our aim is always to prepare them for their lives beyond school, whilst allowing them to have the opportunity to participate in a very wide range of co-curricular activities.

The arrival of the new Headteacher in September 2020 resulted in several changes at Senior leadership level. The key objectives for 2020/2021 are:

1. September 2021 working with Governors to complete all the stages required for the change of ownership and working with HR to enable TUPE transfer to take place.
2. Supporting new members of the Senior Leadership team.
3. To implement and monitor the new structure for Middle Leadership of the College (Academic and Pastoral).
4. Continuing to work relentlessly to increase the number of pupils on roll through a clear marketing strategy, using a different format for Open Mornings, holding an Open Evening and an Open Day in October, and of course continuing to raise standards across the College with the aim of attracting more families to our outstanding school. Open events were virtual as required.
5. Continue to strengthen the Catholic ethos of the College, for example by introducing more frequent opportunities for collective worship in Year Group bubbles, weekly reflections, House events, Chaplaincy events for pupils, and further raising the profile of the College Chaplain both internally and externally.
6. Further improving the academic provision at the College, for example by developing the systems used for tracking pupils' progress and embedding more deeply the new intervention system in order to improve their outcomes.
7. To support pupils during the pandemic through the Achievement Centre and PSMEET provision.
8. Continue to improve the College's GCSE results by setting an internal target of no pupils achieving less than a 6 in any exam, and further improve the A Level results by setting an internal target of no students achieving less than a C in any exams.
9. Developing the PSMEET provision (well-being, mental health, relationships, diversity) and using 10 teaching resources.
10. Ensuring the College fulfilled all its responsibilities with regard to the requirements of the pandemic - Health and Safety, Attendance, LFD regular testing, reporting to DFE

An additional challenge this academic year was the cyberattack in March 2021 resulting in considerable data being lost. A lot of time and effort has been required to enable the College to overcome this criminal event. This event had a huge impact on the College, but moving forward has led to a vast improvement of our digital provision and changes in our management information system.

The Governors continue to be acutely aware of the economic pressure on parents caused by the level of fees. The College provided additional support to some families due to the Pandemic. Governors will continue to ensure that the fees for tuition offer excellent value for money as well as seeking ways to reduce costs wherever possible without compromising the high standards of teaching, pastoral care, co-curricular opportunities, the provision of other services, and long term investment in the site and the College's facilities.

PRINCIPAL RISKS AND UNCERTAINTIES

The Board of Governors is responsible for the management of the risks faced by the College. The Governors view the most significant risk to the future of the College to be a possible future reduction in pupil numbers because of changing economic circumstances many of which are the direct result of Government decisions. Whilst levels of recruitment interest have remained consistent, continued economic uncertainty, the factors of travel and geography which influence many families' decisions and current trends in post-16 education all contribute to the risks associated with pupil numbers in the future. Fee increases have been kept as low as possible but have been affected particularly by legislative changes to the employment costs for teaching staff and therefore may need to be increased moving forward.

ST BEDE'S FOUNDATION

GOVERNORS' REPORT (INCORPORATING STRATEGIC REPORT)

FOR THE PERIOD ENDED 31 AUGUST 2021

Health and Safety risk management underpins many of the activities of the College, from daily management of Infrastructure risks such as fire to personal risks, particularly when pupils are involved in offsite co-curricular activities. Careful planning and detailed risk assessment procedures are in place to minimise these.

Through the risk management processes established for the College, the Governors are satisfied that the major risks identified have been adequately mitigated where necessary. The Senior Leadership Team of the College regularly reviews these risks and the day-to-day management of those risks is delegated to the Senior Leadership Team. Risks are identified and assessed, and controls established throughout the year.

Statement of Governors' Responsibilities

The Governors (who are also directors of St Bede's College Limited for the purposes of company law and trustees of the charitable company for the purposes of charity law) are responsible for preparing the Governors' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charitable company and the group and of the incoming resources and application of resources, including the income and expenditure, of the charitable group for that period. In preparing these financial statements, the governors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP (FRS102);
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in business.

The governors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable 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 charitable company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The governors are responsible for the maintenance and integrity of the corporate and financial information included on the Charity's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement as to disclosure of information to the auditor

The governors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information of which the auditor is unaware. Each of the governors have confirmed that they have taken all the steps that they ought to have taken as governors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

Auditor

Haines Watts was appointed as auditor after the year end. A resolution to reappoint Haines Watts as auditor will be proposed at the Annual General Meeting.

By order of the Governing Body



Alexandra Road South
Manchester
M16 8HX

Xavier Bosch
Chairman

Date: 29/06/22

Opinion

We have audited the financial statements of St Bede's Foundation for the period ended 31 August 2021 which comprise the Statement of Financial Activities, the Summary Income and Expenditure Account, the Balance Sheet, the Cash Flow Statement and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 charitable company's affairs as at 31 August 2021 and of its incoming resources and application of resources, including its income and expenditure, for the period 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 and the Charities Act 2011

Basis for opinion

We have been appointed auditors under the Companies Act 2006 and section 151 of The Charities Act 2011 and report is 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 governors' 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 entity'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 governors with respect to going concern are described in the relevant sections of this report.

Other Information

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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 Governors' Report, which includes the Directors' Report and the Strategic Report prepared for the purposes of company law, for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report and the Strategic Report included within the Governors' Report has 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 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 Governors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 and the Charities Act 2011 require us to report to you if, in our opinion:

- adequate and sufficient accounting records have not been kept by the charitable company, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of governors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit;

Responsibilities of Governors

As explained more fully in the Statement of Governors' responsibilities set out on page 9, the Governors (who act as trustees for the charitable activities of the charitable company) 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 Governors 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 Governors 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 Governors either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the accounts 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 accounts.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the charitable company's financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the trustees.
- Identify and test journal entries, in particular any journal entries posting with unusual account combinations.
- Conclude on the appropriateness of the governors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the charitable company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the charitable company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation (ie. gives a true and fair view).

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ST BEDE'S FOUNDATION

- Obtain sufficient appropriate audit evidence regarding the financial information of the entity to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

A further description of our responsibilities for the audit of the accounts is located 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.

Haines Watts

Candice Beynon FCCA (Senior Statutory Auditor)

for and on behalf of Haines Watts

Chartered Accountants

Statutory Auditor

Bridge House, Ashley Road

Hale

Altrincham

WA14 2UT

Date: *29/6/2022*...

Haines Watts Limited is eligible to act as auditors in terms of section 1212 of the Companies Act 2006.

**ST BEDE'S FOUNDATION
STATEMENT OF FINANCIAL ACTIVITIES**

FOR THE PERIOD ENDED 31 AUGUST 2021

	Note	Total 2021 £
Charitable activities from:		
School fees	3	1,530,995
Other Income	4	105,191
Total Income		<u>1,636,186</u>
EXPENDITURE ON:		
Raising funds:		
Financing costs	6	11,202
		<u>11,202</u>
Charitable activities:		
Teaching costs		973,152
Welfare		102,901
Premises		307,642
Support costs		288,171
Management and administration		96,505
	6	<u>1,768,371</u>
Other:		
Negative goodwill written off	7	(6,989,564)
Total net expenditure		<u>(5,209,991)</u>
Net income and net movement in funds		6,846,177
Fund balances carried forward at 31 August 2021		<u>6,846,177</u>

The notes on pages 17 to 26 form part of these accounts. All the above results are derived from continuing activities. The appendices do not form part of the audited accounts.

ST BEDE'S FOUNDATION
SUMMARY INCOME AND EXPENDITURE
FOR THE PERIOD ENDED 31 AUGUST 2021

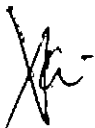
	Note	2021 £
Income		
Fees receivable	3	1,530,995
Other income	4	105,191
		<hr/> 1,636,186 <hr/>
Expenditure		
Raising funds/financing costs	6	11,202
Charitable activities	6	1,768,371
Negative goodwill written off	7	(6,989,564)
		<hr/> (5,209,991) <hr/>
Net Income		<hr/> 6,846,177 <hr/>

The notes on pages 17 to 26 form part of these accounts. All the above results are derived from continuing activities. The appendices do not form part of the audited accounts.

ST BEDE'S FOUNDATION
STATEMENT OF FINANCIAL POSITION
FOR THE PERIOD ENDED 31 AUGUST 2021

	Notes	2021 £
Fixed assets		
Tangible fixed assets	8	10,092,068
		<u>10,092,068</u>
Current assets		
Debtors	9	883,052
Cash at bank		2,022,443
		<u>2,905,495</u>
Current liabilities		
Creditors: amounts falling due in one year	10	(3,177,939)
		<u>(272,444)</u>
Net current liabilities		<u>(272,444)</u>
Total assets less current liabilities		<u>9,819,624</u>
Creditors: amounts falling due after more than one year	11	(2,973,447)
		<u>6,846,177</u>
Net assets		<u>6,846,177</u>
Accumulated Funds		
Unrestricted funds		6,846,177
Total Funds		<u>6,846,177</u>

The accounts were approved and authorised for issue on behalf of the Board of Governors on 29/06/22 and signed on their behalf by



Xavier Bosch
Chairman of Governors

ST BEDE'S FOUNDATION
STATEMENT OF FINANCIAL POSITION
FOR THE PERIOD ENDED 31 AUGUST 2021

The notes on pages 17 to 26 form part of these accounts.

	Note	2021 £	£
Cash flows from operating activities	14		36,884
Cash flows from investing activities			
Purchase of business (net of cash acquired)		(703,321)	
Purchase of tangible fixed assets		(273,365)	
		<hr/>	
Net cash used in investing activities			(976,686)
Cash flows from financing activities			
Proceeds from borrowings		2,967,556	
Interest paid		(5,311)	
		<hr/>	
Net cash generated from financing activities			2,962,245
			<hr/>
Change in cash and cash equivalents at 31 August 2021			2,022,443
			<hr/>
Represented by			
Cash at bank and in hand			2,022,443
			<hr/>

The notes on pages 17 to 26 form part of these accounts.

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

1 Principal accounting policies

General Information

The Company is registered with the Charity Commission under charity number 1191482. The St Bede's Foundation Governors, executive officers and principal addresses of the Charity are as listed on page 1.

Basis of preparation

The accounts are prepared under the Charities Act 2011 on the historical cost convention as modified by the adoption of fair value for investment assets and in accordance with applicable accounting standards. These financial statements have been prepared in accordance with UK Generally Accepted Accounting Practice (UK GAAP) including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the Charities Statement of Recommended Practice ("SORP(FRS102)").

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

Monetary amounts in these financial statements are rounded to the nearest whole £1, except where otherwise indicated. The financial statements are presented in sterling which is also the functional currency of the Foundation.

Reporting period

The company was incorporated on 22 July 2020 and the company started to trade on 14 June 2021 when it acquired St Bede's College. The company's first set of financial statements are made up to 31 August 2021 (a period of 79 days).

Going concern

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

Incoming resources

Income from school fees represents fees earned in respect of tuition given during the year. Fees received in respect of tuition to be given after the year end are included in creditors as fees received in advance. Other income (including catering income) is accounted for on an accruals basis.

Income is recognised when the Foundation has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that the income will be received, and the amount can be measured reliably.

Trips

The Foundation collects monies in respect of trips and pays these monies out in full. As these funds do not represent income for the Foundation, they are not accounted for in the Statement of Financial Activities.

Expenditure

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably. Irrecoverable VAT is charged as a cost against the activity for which the expenditure was incurred.

Costs of generating funds are those costs incurred in attracting voluntary income and those incurred in trading activities that raise funds. Charitable activities include expenditure associated with the objects of the School and include both the direct costs and support costs relating to this activity. Governance costs include those incurred in the governance of the School and its assets and are primarily associated with constitutional and statutory requirements.

Leases

Rentals paid under operating leases are charged on a time basis over the lease term.

Goodwill

Negative goodwill recognised on the acquisition of St Bede's College Limited by St Bede's Foundation has been recognised in the Statement of Financial Activities during the period. Further details are provided in note 7.

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

1 Principal accounting policies (continued)

Tangible fixed assets

Tangible fixed assets costing more than £1,000 are capitalised at cost. The fixed assets acquired from St Bede's College Limited have been brought over at their book value which is equal to fair value with the exception of freehold land and buildings which have been included at their fair value (further details are provided in note 8). Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Freehold Buildings	2%	p.a. on valuation
Freehold land	nil	
All Weather Surface	5%	p.a. on cost
Fixtures, Fittings and Equipment	15%	p.a. on cost
Motor Vehicles	25%	p.a. on cost
Computer equipment	33%	p.a. on cost

It is the Foundation's policy to maintain its properties to a high standard and the costs of maintenance are charged to the Income and expenditure account.

Tangible fixed assets are reviewed for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable.

Impairment of tangible fixed assets

An assessment is made at each reporting date of whether there are indications that a fixed asset may be impaired or that an impairment loss previously recognised has fully or partially reversed. If such indications exist, the Foundation estimates the recoverable amount of the asset.

Shortfalls between the carrying value of fixed assets and their recoverable amounts, being the higher of fair value less costs to sell and value-in-use, are recognised as impairment losses. Impairments of revalued assets and residential properties are treated as a revaluation loss. All other impairment losses are recognised in net income/expenditure.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Reversals of impairment losses are recognised in net income/expenditure or, for revalued assets, as a revaluation gain. On reversal of an impairment loss, the depreciation or amortisation is adjusted to allocate the asset's revised carrying amount (less any residual value) over its remaining useful life.

Taxation

As a charity the College is exempt from tax on income and gains falling within Chapter 3 Part 11 Corporation Taxes Act 2010 or s256 of the Taxation of Chargeable Gains Act 1992 to the extent that these are applied to its charitable objects.

The College is not VAT registered so all expenditure includes irrecoverable VAT.

Business combinations/transfer of assets

The cost of a business combination is the fair value at the acquisition date, of the assets given and liabilities incurred or assumed, plus directly attributable costs.

The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities is recognised as goodwill. If the fair value of the identifiable assets, liabilities and contingent liabilities is in excess of the cost of the business combination negative goodwill is recognised and written off on the reporting period of the acquisition.

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

1 Principal accounting policies (continued)

Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense. The best estimate of the expenditure required to settle an obligation for termination benefits is recognised immediately as an expense when the Foundation is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Retirement benefit

Retirement benefits for the School's teaching staff are provided by the Teachers' Pension Scheme (TPS) and, for non-teaching staff, the Independent Schools' Pension Scheme (ISPS). The TPS is an unfunded scheme and contributions on a pay-as-you-go basis are credited to the Exchequer under arrangements governed by the Superannuation Act 1972. The ISPS scheme is a funded scheme and is contracted out of the state scheme.

Under the definitions set out in Section 28 of FRS102, the TPS and the ISPS schemes are multi-employer pension schemes. The School is unable to identify its share of the underlying assets and liabilities of the schemes. The schemes are accounted for as if they were defined contribution schemes as required by FRS102.

Contributions are recognised in profit or loss in the period to which they relate as there is insufficient information available to use defined benefit accounting. A liability is recognised for contributions arising from an agreement with the multi-employer plan that determines how the Company will fund a deficit. Contributions are discounted when they are not expected to be settled wholly within 12 months of the period end.

Financial Instruments

The College has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102, in full, to all of its financial instruments.

Trade and other debtors and creditors are initially recognised at transaction value and subsequently measured at their settlement value.

Bank loans and other loans are initially recognised at their transaction value and subsequently measured at amortised cost using the effective interest rate method. Interest expense is recognised on the basis of the effective interest method and is included in interest payable and other similar charges.

Investments are initially measured at transaction price and subsequently measured at fair value through net income or expenditure.

Cash and cash equivalents are basic financial instruments and include cash in hand, deposits held at call with banks, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

2 Judgements and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical accounting estimates and assumptions

The Foundation makes estimates and assumptions concerning the future. The resulting accounting estimates and assumptions will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Fee debtor provision

A provision for bad and doubtful debts is established when there is objective evidence that the amounts due will not be collected in line with the usual fee collections due to financial difficulty of the parents.

Useful life of fixed assets

In making decisions regarding the depreciation of tangible fixed assets, management must estimate the useful life of these assets to the Foundation. A change in estimate would result in a change in the depreciation charged to the statement of total comprehensive income in each year.

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Fair value of assets acquired

In making decisions regarding the transfer into St Bede's Foundation of the trade and assets of St Bede's College Limited, management must make judgements regarding the fair value of the assets and liabilities transferred. Management used the accounting information available regarding the College at the date of acquisition to make these judgements.

3 Fees Receivable

	2021 £
Fees receivable consist of:	
Gross fees	1,748,490
Less: bursaries, grants, allowances and discounts	(217,495)
	<u>1,530,995</u>

The total number of pupils who received bursary or other assistance was 238.

4 Other Income

	2021 £
College bus service	12,401
Instrumental tuition fees	11,753
Entrance examination	2,276
Examination fees	107
Other income	22,811
School meals	31,998
Coronavirus job retention scheme	23,845
	<u>105,191</u>

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

5 Expenditure

	2021 £
Charitable activities includes:	
Depreciation	62,101
Operating lease costs – other	29,290
	<hr/> 91,391
Governance costs:	
Auditor's remuneration – for audit	11,093
Auditor's remuneration – other services	1,000
	<hr/> 12,093
	<hr/>
	2021 £
Staff costs:	
Wages and salaries - gross	908,775
Employer's national insurance	80,497
Employer's pension costs	94,732
	<hr/> 1,084,004

The average numbers employed by the College during the period were:

	2021 No
Teaching staff	93
Premises and grounds	22
Administration	28
Other	9
	<hr/> 152

Neither the governors nor any persons connected with them received any remuneration or other benefits from the Foundation or any connected organisation.

	2021 No
At the year end, the number of employees whose gross income exceeded £60,000 were:	
£60,001 to £70,000	5
£70,001 to £80,000	2
£110,001 to £120,000	1

Eight employees included above accrued pension benefits under a defined benefit scheme and 1 employee under a defined contribution scheme.

The key management personnel of the group comprise the Governors and Senior Leadership Team (SLT). The total gross salaries of the key management personnel charged to the Statement of Financial Activities during the period were £89,793.

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

6 Analysis of expenditure

	Staff Costs £	Other £	Depreciation £	Total 2021 £
Charitable Expenditure				
Teaching costs	905,176	67,976	-	973,152
Welfare	3,921	98,980	-	102,901
Premises	59,894	185,647	62,101	307,642
Support Costs	115,013	173,158	-	288,171
Management and administration of the charity	-	96,505	-	96,505
	<u>1,084,004</u>	<u>622,266</u>	<u>62,101</u>	<u>1,768,371</u>
Costs of raising funds				
Financing costs	-	11,202	-	11,202
	<u>1,084,004</u>	<u>633,468</u>	<u>62,101</u>	<u>1,779,573</u>

Support costs comprise general office costs, the College bus service, marketing and other administrative costs.

7 Acquisition of St Bede's College

With effect from 14 June 2021, St Bede's Foundation became the legal owner of St Bede's College, Manchester. By way of a Deed of Transfer of Charitable Undertaking executed on 27 January 2021 between St Bede's Foundation (at that time called Aston Foundation) and St Bede's College Limited (at that time the legal owner of the College), St Bede's Foundation agreed to acquire the College. The Deed provided that once certain conditions had been satisfied, the charitable undertaking of the College would then be transferred to St Bede's Foundation on the Transfer Date. The parties agreed that the transfer should take place on 14 June 2021, enabling the Foundation to carry on the work of the College. This is therefore deemed to be the date of the acquisition and the date control passed to St Bede's Foundation.

The consideration paid was £1,000,000 plus professional fees of £209,869. The difference between the consideration paid and the fair value of the net assets acquired is considered to be negative goodwill and is written off in the period of the acquisition.

	Fair value £
Tangible fixed assets (see below)	9,880,804
Net current liabilities	(2,187,919)
Cash and cash equivalents	506,548
Total identifiable net assets	<u>8,199,433</u>
Total consideration	<u>(1,209,869)</u>
Negative goodwill	<u>6,989,564</u>

The net book value of freehold land and buildings and all weather surfaces on acquisition was £7,198,614. An adjustment of £1,926,386 was made to reflect the fair value of £9,125,000 (further details are set out in note 8).

Whilst negative goodwill normally represents a "bargain purchase", the Governors are of the opinion that this does not apply in this case as the College has been generating substantial operational losses for many years. In addition, the College requires a significant investment programme over the coming years to ensure the continued delivery of a first rate education. The Foundation has already invested in excess of £1m in the College since the acquisition and is committed to continuing this programme of enhancement and improvement to the College's assets and its people. Finally, it should be noted that the Deed of Transfer referred to above includes specific overage clauses containing profit sharing provisions with the Diocese of Salford in the event of a future disposal of the College.

ST BEDE'S FOUNDATION

NOTES TO FINANCIAL STATEMENTS

PERIOD ENDED 31 AUGUST 2021

8 Tangible fixed assets

	Freehold Land and Buildings	All Weather Surface	Fixtures, Fittings and Equipment	Motor Vehicles	Computer equipment	Total
	£	£	£	£	£	£
Cost or valuation						
On acquisition	7,292,949	74,249	459,897	28,054	99,269	7,954,418
Additions	11,218	-	35,020	-	227,127	273,365
Fair value adjustment	1,926,386	-	-	-	-	1,926,386
At 31 August 2021	9,230,553	74,249	494,917	28,054	326,396	10,154,169
Depreciation						
Charge for the period	32,940	805	11,977	7,014	9,365	62,101
At 31 August 2021	32,940	805	11,977	7,014	9,365	62,101
Net Book Value						
At 31 August 2021	9,197,613	73,444	482,940	21,040	317,031	10,092,068

The above fixed assets were transferred at net book value on acquisition as at 14 June 2021 and a fair value adjustment was then made to freehold land and buildings. The impact of this was to revalue the freehold land and buildings and the all weather surface to £9,125,000. This was based on a valuation performed by Axis Property Consultancy LLP, an independent firm of valuers, on 7 April 2020.

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

9 Debtors

	2021 £
Parent fee debtors	701,996
Prepayments	181,056
	<u>883,052</u>

10 Creditors: amounts falling due within one year

	2021 £
Fees paid in advance	1,674,303
Other tax and social security	192,204
Deposits received	171,522
Pension creditors	62,985
Trade creditors	1,015,475
Accruals	6,142
Sundry creditors	55,308
	<u>3,177,939</u>

11 Creditors: amounts falling after more than one year

	2021 £
Other loans	2,973,447
	<u>2,973,447</u>

Details of other loans

The loan is unsecured and has been provided by Proeduca Summa S.L, an entity controlled by the same individual as Studios Correze S.L. , the sole member of St. Bede's Foundation.

The loan was signed by Proeduca Summa and St. Bede's Foundation on 10 February 2021 for a total amount of €3,500,000 for an initial period of 5 years which would be automatically extended for 5 additional years, unless before the end of that period either party gives at least 7 days advance notice of to the other, stating its intention to terminate the contract. The loan was granted at a yearly interest rate of Euribor +1%, with both the loan and interest to be repaid at the end of the initial period in one single instalment. At any point during the contract duration, St Bede's Foundation has the right to repay the loan in full or partially with no extra charge.

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

12 Deferred Income

Parents may pay up to the equivalent of seven years' fees in advance. The money may be returned subject to specific conditions on the receipt of one term's notice. The balance at 31 August 2021 was £1,674,303.

13 Commitments under operating leases

As at 31 August 2021 there were commitments under non-cancellable operating leases as set out below:

	2021
	£
Operating leases which expire < 1 year	2,147
	<hr/>

ST BEDE'S FOUNDATION
NOTES TO FINANCIAL STATEMENTS
PERIOD ENDED 31 AUGUST 2021

14 Cash flow statement

Reconciliation of net income to net cash flow from operating activities

	2021 £
Net income for the year	6,846,177
Adjustments for:	
Interest paid	11,202
Depreciation of tangible fixed assets	62,101
Write off of negative goodwill	(6,989,564)
	<hr/>
Operating cash flows before movement in working capital	(70,084)
Net Increase in working capital	106,968
	<hr/>
Net cash flow operating activities	36,884
	<hr/>

15 Pension scheme

Historically employees of the College belonged to one of two pension schemes: The Teachers' Pension Scheme England and Wales (TPS) for academic and related staff and a separate defined contribution scheme for non-teaching staff.

The College commenced consultation to leave the TPS in January 2020 and this was completed by August 2020. Those employees who were previously members of the TPS are now members of a defined contribution scheme as set out below.

Teaching staff

The College operates a defined contribution scheme for teaching staff administered by Aviva (the "APTIS scheme"). The assets of the scheme are held separately from those of the College in an independently administered fund. Employer contributions to the scheme in the period to 31 August 2021 totalled £85,009.

Non-teaching staff

The College also operates a defined contribution scheme for non-teaching staff. The assets of the scheme are held separately from those of the College in an independently administered fund. Employer contributions to the scheme in the period to 31 August 2021 totalled £9,723.

16 Related parties

There is no ultimate controlling party of St Bede's Foundation Limited.

17 Transactions with Governors

None of the governors who served during the period had children attending the College.

18 Corporate status

St Bede's Foundation is a charitable company limited by guarantee.

ST BEDE'S FOUNDATION
DETAILED STATEMENT OF FINANCIAL ACTIVITIES
FOR THE PERIOD ENDED 31 AUGUST 2021
APPENDIX 1

	2021
INCOMING RESOURCES	£
Incoming resources from charitable activities	
Fees	1,530,995
Other income	105,191
	<u> </u>
Total income	1,636,186
	<u> </u>
RESOURCES EXPENDED	
Costs of generating funds	
Financing costs	11,202
	<u> </u>
	11,202
Charitable activities	
Teaching costs	973,152
Welfare	102,901
Premises	307,642
Support costs	288,171
Management and administration	96,505
	<u> </u>
	1,768,371
	<u> </u>
Total resources expended	(143,387)
	<u> </u>
Negative goodwill written off	6,989,564
	<u> </u>
Net incoming resources	6,846,177
	<u> </u>

This page does not form part of the audited financial statements.

ST BEDE'S FOUNDATION
SCHEDULES TO THE STATEMENT OF FINANCIAL ACTIVITIES
FOR THE PERIOD ENDED 31 AUGUST 2021
APPENDIX 2

	2021
	£
OTHER INCOME	
Charitable activities	
College bus service	12,401
Instrumental tuition fees	11,753
Entrance examination	2,276
Examination fees	107
Other Income	22,811
School meals	31,998
Job retention scheme	23,845
	<hr/> 105,191 <hr/>
CHARITABLE EXPENDITURE	
Teaching costs	
Teaching and support staff salaries	973,152
Welfare	102,901
Premises	307,642
Support Costs	288,171
Management and administration of the charity	96,505
	<hr/> 1,768,371 <hr/>
Welfare costs	
Contract catering costs (net)	98,980
Matron	3,921
	<hr/> 102,901 <hr/>

This page does not form part of the audited financial statements.

ST BEDE'S FOUNDATION
SCHEDULES TO THE STATEMENT OF FINANCIAL ACTIVITIES
FOR THE PERIOD ENDED 31 AUGUST 2021
APPENDIX 2

	2021
Premises costs	£
Cleaning salaries	33,929
Maintenance and security salaries	25,965
Repairs and maintenance	74,160
Rates and utilities	82,197
Leasing costs	29,290
	<hr/>
	245,541
	<hr/>
Depreciation of tangible fixed assets	62,101
	<hr/>
	307,642
	<hr/>
Support costs	
Subscriptions & compliance costs	6,168
Administrative and clerical salaries	115,013
Stationery, postage and printing	19,881
Marketing	14,175
Telephone	5,572
Computer charges	27,930
College bus service	61,296
Staff recruitment and relocation costs	12,928
Motor and travel expenses	2,329
Insurance	22,867
Sundry support costs	12
	<hr/>
	288,171
	<hr/>
	<hr/>
Management and administration of the Charity	
Bad debt and debt collection costs	64,964
Legal and professional charges	31,541
	<hr/>
	96,505
	<hr/>

This page does not form part of the audited financial statements.

