

# **B A S (SCHOOL) LIMITED**

**(LIMITED BY GUARANTEE)**

## **GOVERNORS' REPORT (INCORPORATING THE STRATEGIC REPORT) FOR THE YEAR ENDED 31 AUGUST 2023**

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The Full Court of Governors present their report and financial statements for the year ended 31 August 2023, which comply with the Charity's Memorandum and Articles of Association and with the Companies Act 2006 requirement for a Directors Report and Strategic Report.

The financial statements have been prepared in accordance with the Companies Act 2006, Charities Act 2011 and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their financial statements in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

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

The School is a company limited by guarantee under the Companies Act 1948 (company number 00779605) and is governed by its Memorandum and Articles of Association. The Governors adopted a revised Memorandum and Articles of Association on 5 November 2010 to replace documents that were drawn up in 1963. The School is a registered charity (charity number 306998) and its objects are to operate Battle Abbey School as an educational Charity.

Details of the school's solicitors, auditors, bankers, registered office and principal address can be found on the Legal and Administrative Information page.

The Full Court of Governors, who are also the directors for the purpose of company law, and who served during the year were:

Mrs F Breeze (resigned 31 August 23)  
Prof D J Daniels CBE  
Mrs E Fidock  
Dr P W E Hart (resigned 31 August 23)  
Mrs S J Hookway (resigned 25 March 23)  
RAdml J M L Kingwell CBE  
Mr I S Mercer CBE  
MR J Hookway  
Mrs T de Linde  
Mr T G Couchman (appt 23 Feb 23)  
Mrs R M Upton (appt 23 Feb 23)  
Mr P O Padgham (appt 25 Aug 23)

#### **Senior Staff and Key Management Personnel:**

Head	Mr D J Q Clark, BA, M Phil
Head of Preparatory School	Mr C Austen-White, BA QTS
Bursar	Mrs U Acuna

None of the Full Court of Governors has any beneficial interest in the company. All of the Full Court of Governors are members of the company and guarantee to contribute an amount not exceeding £10 in the event of winding up.

### **Organisational Structure**

One-third of members of the Full Court are required to retire as directors at the Annual General Meeting. The retiring members are those who have held office the longest since their last election or appointment and they shall be eligible for re-election.

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The Charity has purchased and maintained throughout the year Directors and Officers liability insurance.

Overall responsibility for the Charity rests with the Full Court of Governors. The day-to-day running of the School is delegated to the Head and the Bursar. Their remuneration is set by the Full Court and includes reference to comparisons with other independent schools. The Full Court meet termly with the Head, Head of Preparatory School and Bursar in attendance. Other specialist sub committees of the Full Court, (e.g., Finance and General Purposes; Education Committee) also meet termly with the appropriate staff and report to the Full Court. The Remuneration Committee, established in 2021, recommends to the Finance Committee and meets at least twice annually.

### **Recruitment, Induction and Training**

Membership of the Full Court is by invitation, with new Governors selected in order to maintain a balance of skills on the Charity's governing body.

New Governors receive relevant background material about the School and about the role of a charity trustee. All Governors are encouraged to visit the School to meet with staff and attend special events, to help gain an insight into the working of the School. Governors are encouraged to attend appropriate training courses and review relevant technical materials to ensure their understanding of their responsibilities and areas of oversight.

### **Remuneration of Key Management Personnel**

The remuneration of staff is set by the Full Court of Governors with the policy objective of providing appropriate incentives to encourage enhanced performance and of rewarding members of staff fairly and responsibly for their individual contributions to the success of the School.

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

### **Principle Risks and Uncertainties**

The Charity reviews its Risk Register regularly and takes appropriate action to minimise risk where possible. Where appropriate, specialist consultants are employed to ensure compliance with the latest legislation. Where appropriate, the Charity mitigates risk through insurance contracts.

### **Financial Risk Management**

The Charity aims to minimise financial risk by seeking to maintain its income, through offering the consistent standard of care and education necessary to maintain or increase pupil numbers. The Charity is exposed to a variety of financial risks in carrying out its day-to-day operations. These include:

- liquidity and cash flow risk which is monitored by a review of regular cash flow and year to date results.
- credit risk which is controlled by requesting payment of school fees in advance of each new term.
- interest rate risk which is managed by seeking to agree fixed rate lending on its loans and reviewing returns on cash deposits.

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### **Strategic report**

The description under the headings "Achievements and Performance" and "Financial review" meets the company law requirements for the Full Court of Governors to present a strategic report.

### **CHARITABLE OBJECTS AND ACTIVITIES**

#### **Objects and strategies for achieving objectives**

From the Nursery through to the Abbey, we are a caring and highly regarded family school with exceptional pastoral care and sensitive discipline, accompanied by strong academic results, focusing on the importance of each individual child.

With our enviable locations, impressive and talented students, loyal and dedicated teachers, international dimension provided by our wonderful boarding community and our distinctive ethos based on kindness, compassion, friendship, mutual respect and trust – Battle Abbey is a special place to study. The School's rich history and many traditions are based on Christian values and the school welcomes students and families from all faiths and none.

It combines the modern with the traditional in terms of facilities and academic outlook and has an innovative and engaging approach to teaching and learning. In addition, the promotion of soft skills, self-confidence, concern for others, personal responsibility and leadership means that the School provides a first-rate all-round education where students feel they belong and where they invariably develop academically, socially and emotionally.

Students enjoy the friendly and purposeful atmosphere at Battle Abbey and have a real affection for the School. From the very start at the Prep School, they learn to be inquisitive and creative individuals who are challenged to do their best. They learn the rewards that are the result of hard work both in and out of the classroom. They learn to compete hard in all areas of school life but also to serve, support and think of others. They learn how to develop as people and to become better team players and that manners and good conduct matter. They learn how to interact with students from all over the world as well as with people of all ages. They make great friends along the way, have lots of fun in a safe environment and develop very strong relationships with their motivated and supportive teachers.

In essence, the School aims to create passionate and enthusiastic life-long learners and also to inspire its young people to become positive and engaging members of their communities – locally, nationally and globally.

Specific aims are:

- To inspire pupils to maximise their potential in all they undertake; to acknowledge and reward the achievements of each individual according to their aptitudes and interests.
- To promote balanced social development through sensitive pastoral care within our structured day and boarding community.
- To prepare pupils for life after School by providing an all-round education in which pupils of all ages are valued as individuals and develop the self-respect, self-confidence and empathy for the needs and desires of others that will enable them to contribute positively to our changing world.

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- To continue to develop the facilities and resources of the school to ensure that they underpin the achievement of the school's aims and objectives.

### **ACHIEVEMENTS AND PERFORMANCE**

#### A LEVELs 2023

Battle Abbey School A Level students celebrated with over 33% of pupils achieving A – A\* across the board in this year's assessments, 58% received A\*- B grades. Overall, 78% of pupils achieved A\*- C with the overall pass rate at 98%.

#### GCSEs 2023

At GCSSE 42% of our students grades at were at 7-9, with 93% of grades at 4-9 (A\* – C equivalent). A quarter of all grades this year are at 8 and 9.

### **Public benefit**

In planning the activities for the year, the Governors have complied with the duty in section 17(5) of the Charities Act 2011 to have due regard to guidance issued by the Charity Commission on public benefit.

The School has contributed to public benefit in a variety of ways including civic and community benefit, charitable support, education and youth activities and bursary support.

The Charity granted bursaries and scholarships to the value of £744,150 in the year under review (and £721,237 in 2021-22). This represented 8.25% of the gross fee income receivable (10.1% in 2020-21). The criteria for granting these awards included academic, sporting and musical excellence and parental financial hardship.

Discounts for 2022-23 totalled £318,057 (£311,739 in 2021-22). The Charity has combined with other charities to provide educational benefits to those unable to afford the fees.

The School makes its Swimming Pool and Astro turf available to Primary Schools and local clubs with little or no charge and over 500 children from local Primary and Prep School enjoyed free historical visits with Battle Abbey's Brother Dennett.

Between some Business Enterprise sixth form students and the four School houses nearly £10k was raised and shared between over a dozen well-known charities.

The Friends of Battle Abbey School (FoBAS) continue to assist the school through fundraising and the Full Court would like to take this opportunity to express their appreciation for this valuable support.

### **FINANCIAL REVIEW**

#### **General review**

The principal income for the School is derived from the fees charged to parents. There is additional income from letting the School's premises and facilities when not in use by the School and a separate non-charitable Trading Subsidiary (Battle Abbey School (Enterprises) Ltd) was established to manage wedding hires on 1 Sep

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2017. The activities and trading performance of the subsidiary are detailed in note 15 and its results are consolidated in these financial statements.

Governors agreed that the fees for 2023-24 would be increased by 5% and that support staff would receive a general pay-rise of 4.5% with the core salary for teaching staff matching the maintained sector increases. The financial results for the year are shown in the statement of financial activities on page 11.

Performance is monitored against key performance indicators to provide evidence that the School is achieving the objectives set by Governors. These targets are aimed at ensuring the long-term viability of the Charity and are used to inform strategic planning and management. They are kept under constant review by the Finance and General Purposes Committee, having regard to national and local economic conditions. The key performance indicators cover a range of areas including salary costs as a percentage of net free income, bursary support and cash reserves.

### **Reserves policy**

Reserves of the Charity have been expended in recent years in carrying out maintenance and improvements to the School's freehold properties and leasehold property and the servicing of mortgages. The Charity's reserves (excluding restricted funds) as stated in the balance sheet are principally represented by fixed assets held for charitable use. The strategic priority to create an uncommitted fund of about £2M was achieved in August 2022 and Governors will keep this figure under review along with other strategic priorities.

### **PLANS FOR THE FUTURE**

Governors' vision is that Battle Abbey School will remain one of the best small independent family schools in the country offering academic excellence together with exceptional pastoral care and personal development to its pupils. This will include the promotion of soft skills, the breadth of opportunities for students and by developing the best possible environment in which to prepare students for life beyond the Abbey.

The Governors gave direction<sup>1</sup> that, having ensured financial security, the resulting strategic objectives are, in order of priority to maintain exceptional pastoral care where safeguarding is paramount; to achieve and maintain academic excellence and to provide suitable and appropriate teaching, pastoral and then sporting facilities for the school.

### **DISCLOSURE OF INFORMATION TO AUDITORS**

Each of the Governors has confirmed there is no information of which they are aware that is relevant to the audit, but of which the auditor is unaware. They have further confirmed that they have taken appropriate steps to identify any such relevant information and to establish that the auditor is aware of such information.

This report, including the Strategic Report, was approved by the Governors, as the Directors of the charitable company, on 22<sup>nd</sup> February 2024 and signed on their behalf by:

**RAdml J M L Kingwell CBE**  
**Chair**

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<sup>1</sup> Full Court Meeting 8 June 2023