

THE RADBROOK FOUNDATION
ACCOUNTS & TRUSTEES' REPORT FOR THE
YEAR ENDED 30TH JUNE 2023

Charity No. 528383

THE RADBROOK FOUNDATION
ACCOUNTS AND TRUSTEES' REPORT
FOR THE YEAR ENDED 30TH JUNE 2023

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THE RADBROOK FOUNDATION
ACCOUNTS AND TRUSTEES' REPORT
FOR THE YEAR ENDED 30TH JUNE 2023

TRUSTEES' AND ADVISORS

TRUSTEES

Mr J. Abram (Vice Chairman)
Mrs C. N. Brentnall
Mr A. D. Cross
Mr I. Gilmour (Chairman)
Miss J Leake

Mrs M. Pemberton
Mr R Sartain
Mr M Willmot

CLERK TO THE TRUSTEES

Mr C.W. Yaxley

BANKERS

Lloyds TSB Bank plc
Pride Hill
Shrewsbury
SY1 1DG

PRINCIPAL OFFICE

Church View
Castle Chambers
St Mary's Place
Shrewsbury
SY1 1DX

INDEPENDENT EXAMINER

Mr J. Rimmer
James, Holyoak & Parker Ltd
1 Knights Court
Archers Way
Battlefield Enterprise Park
Shrewsbury, Shropshire, SY1 3GA

INVESTMENT MANAGERS

Cazenove Capital Management
12 Moorgate
London
EC2R 6DA

LEGAL ADVISORS

Mr. M. Bowering
Hatchers (Solicitors)
Welsh Bridge House
Shrewsbury, SY3 8LG

THE RADBROOK FOUNDATION
TRUSTEES' REPORT
FOR THE YEAR ENDED 30TH JUNE 2023

TRUSTEES REPORT

The Trustees present their report and accounts for the year ended 30th June 2023. The accounts have been prepared in accordance with the accounting policies set out on page 8 and comply with the Charity's Governing Document, the Charities Act 2011 and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland published in October 2019.

The report takes account of the requirement for Trustees to report annually on public benefit and the Trustees have had regard to the Charity Commission's guidance on public benefit.

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Foundation is a registered charity, number 528383, and is governed by a scheme of the Charity Commission dated 18th March 1987 as amended by a further scheme dated 17th December 1996 (based on previous schemes dated 21.11.1895, 16.08.1901, 06.01.1922 and 24.10.1958).

There is one AGM and four Ordinary Meetings of Trustees every year, with three meetings for the purpose of giving grants, with occasional special meetings as and when required.

The Charity is managed by the Clerk to the Trustees who receives an honorarium. The Trustees are not paid.

There were no major changes to the organisation of the Charity during the period.

There were no changes in the trustees during the year.

OBJECTIVES AND ACTIVITIES FOR THE PUBLIC BENEFIT

The primary purpose of the Charity is the promotion of the education of students of Shrewsbury Colleges Group.

Subject to payment of the expenses of the Charity (administration and management) the Trustees apply the income of the Charity in one or each of the following ways:

- 1) In or towards providing for Shrewsbury Colleges' Group such benefits of any kind not normally provided out of central government funding as may from time to time be agreed between the Trustees and the Governors of Shrewsbury Colleges' Group;
- 2) In promoting the education of the Shrewsbury Colleges' Students who are in need of financial assistance, with a preference amongst such persons for those who have for the three years immediately preceding their admission to the Shrewsbury College's Group being resident in the County of Shropshire or its adjacent counties;
- 3) If the Trustees in their absolute discretion see fit, in promoting the education of former Shrewsbury Colleges' Students who are in need of financial assistance after their leaving the Shrewsbury Colleges' Group but whilst they are in full time or part-time education thereafter with particular emphasis (but without limiting the generality of their powers) on higher education.

THE RADBROOK FOUNDATION
TRUSTEES' REPORT
FOR THE YEAR ENDED 30TH JUNE 2023 (CONTINUED)

RISK MANAGEMENT

The Trustees actively review any major risks which the Charity faces on a regular basis. The principal risk faced by the Charity is the performance of investments. To mitigate this risk, they take expert advice and have their Restricted Fund investment portfolio managed by professional investment managers.

The Trustees have also examined other operational and business risks faced by the Charity and confirm that they have established systems to mitigate any significant risks. The Risk Management Committee, chaired by the Vice-chairman, regularly reviews that and other significant risks faced by the Foundation. The Trustees are satisfied that their appropriate risk management systems are effective.

FINANCIAL REVIEW AND INVESTMENT RETURNS

The Trustees report a increase in the overall funds' value of £951.

The Trustees were satisfied with the Charity's investment returns during the year. The Trustees monitor these returns regularly.

GRANTS AND REVIEW OF OUR ACHIEVEMENTS

The trustees are pleased with the achievements and performance of the Charity during the year.

The Foundation continued to promote the education of Relevant Students attending courses of the Shrewsbury Colleges Group who are in need of financial assistance.

Grants have been awarded to students, to the value of £10,096. Further details of these grants can be found in note 3 to the accounts.

As a result of Covid-19 pandemic which commenced in earnest in March 2020, a certain amount of block grants given in the years ending 31 March 2021 and 2022 went unspent by the Colleges due to the cancellation of trips and reduction in travel awards due to the extension of online teaching. The amount unspent from previous years, and previously reported as grants given, amounted to £82,175 which was used to supplement the £10,096 of grants and bursaries given to students in the current year, which together with grants awarded but yet to be paid out of £7,729, amounted to current year aid of £100,000.

INVESTMENT POWERS AND POLICY

The investment of the Foundation's Endowment Fund has been delegated on a Discretionary Management basis to Cazenove Capital Management subject to the Foundation's Investment Policy, which is designed to provide an opportunity for capital growth together with the provision of a regular income, meeting both short and medium term needs.

The Trustees adopted the Total Return Approach during the year to 30 June 2021 in accordance with the provisions of S.104A Charities Act 2011 and the Charities (Total Return) Regulations 2013 (the Regulations). The Trust for Investment (pursuant to Regulation 3(2)(i) of the Regulations) was set at £2,500,000.

The Unrestricted Fund must be invested and accounted for separately from that of the Endowment Fund. The approach adopted by the Trustees is one of holding units in a pooled fund, the Multi-Asset Fund, which has a broadly similar investment policy, again managed by Cazenove Capital Management.

THE RADBROOK FOUNDATION

TRUSTEES' REPORT FOR THE YEAR ENDED 30TH JUNE 2023 (CONTINUED)

RESERVES POLICY

The reserves policy of the Foundation is to maintain capital reserves to produce a yearly income sufficient to cover student bursaries for the following year, without the need to draw on the capital fund brought forward.

TRUSTEES' RESPONSIBILITIES IN RELATION TO THE ACCOUNTS

Law applicable to charities in England and Wales requires the Trustees to prepare accounts for each financial period which give a true and fair view of the Charity's financial activities during the period and of its financial position at the end of the period. In preparing those accounts, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles of the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any departures disclosed and explained in the accounts; and
- prepare the accounts on a going concern basis unless it is inappropriate to presume that the Charity will continue in operation.

The Trustees are responsible for keeping accounting records which disclose with reasonable accuracy the financial position of the Charity and enable them to ascertain to ensure that the accounts comply with the Charities Act 2011 and the provisions of the governing document. They are also responsible for safeguarding the assets of the Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The Trustees are responsible for the maintenance and integrity of the Charity and financial information included on the Charity's website.

Approved by the Trustees on 9th November 2023 and signed on their behalf

Mr I. Gilmour (Chairman and Trustee)

Mr C.W. Yaxley (Clerk to the Trustees)

Mr J. Abram (Vice Chairman and Trustee)

THE RADBROOK FOUNDATION

INDEPENDENT EXAMINERS' REPORT TO THE TRUSTEES OF THE RADBROOK FOUNDATION

I report to the charity trustees on my examination of the accounts of the charity for the year ended 30 June 2023, which are set out on pages 6 to 13.

Responsibilities and basis of report

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

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

Independent Examiner's Statement

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

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

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

**Jonathan Rimmer, F.C.A.,
James, Holyoak & Parker Limited
1 Knights Court, Archers Way,
Battlefield Enterprise Park,
Shrewsbury,
SY1 3GA**

9th November 2023

THE RADBROOK FOUNDTION

**STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 30TH JUNE 2023**

	<u>Notes</u>	<u>Unrestricted Funds</u> £	<u>Endowment Funds</u> £	<u>Total 2023</u> £	<u>Total 2022</u> £
Income and Endowments					
Generated Funds					
Investment Income	2	9,739	110,303	120,042	101,417
Transfer to income		109,973	(109,973)	-	-
Total		119,712	330	120,042	101,417
Expenditure					
Charitable Activities:					
Grants and donations payable					
Bursaries & Prizes for Students	3	10,096	-	10,096	229,419
Governance Costs					
Investment Management Fees		709	22,096	22,805	22,922
Insurance		552	-	552	1,074
Clerk's Honorarium	5	3,600	-	3,600	3,600
Trustees Expenses	4	1,962	-	1,962	50
Meeting Expenses		22	-	22	229
Independent Examiners' Fee	6	1,640	-	1,640	1,660
		8,485	22,096	30,581	29,535
Total		18,581	22,096	40,677	258,954
Net Income/(Expenditure) before Investment gains/(losses)		101,131	(21,766)	79,365	(157,537)
Net gains/(losses) on Investments					
Gain / Loss on Permanent Endowment Portfolio	10	-	(70,252)	(70,252)	(114,033)
Gain / Loss on Multi Asset Fund	7	(8,162)	-	(8,162)	(13,455)
Total		(8,162)	(70,252)	(78,414)	(127,488)
Net Income/ (Expenditure)		92,969	(92,018)	951	(285,025)
Transfers between Funds					
		-	-	-	-
Net Income/(Expenditure) after transfers		92,969	(92,018)	951	(285,025)
Other Recognised gains and Losses					
		-	-	-	-
Net Movement in Funds		92,969	(92,018)	951	(285,025)
Total Funds brought forward		232,960	3,669,554	3,902,514	4,187,539
Total Funds carried forward	11	325,929	3,577,536	3,903,465	3,902,514

All amounts relate to continuing activities.

All recognised surpluses and deficits are included in the statement of financial activities

The notes on pages 8-13 form an integral part of these accounts

THE RADBROOK FOUNDATION

BALANCE SHEET AS AT 30TH JUNE 2023

	<u>Notes</u>	<u>Unrestricted Funds</u> £	<u>Endowment Funds</u> £	<u>Total 2023</u> £	<u>Total 2022</u> £
FIXED ASSETS					
Investments	7	229,298	3,582,952	3,812,250	3,912,902
TOTAL FIXED ASSETS		229,298	3,582,952	3,812,250	3,912,902
CURRENT ASSETS					
Cash in COIF Deposit Fund	8	10	-	10	10
Cash at Bank and in Hand	8	99,469	-	99,469	44,036
Debtors		745	-	745	-
		100,224	-	100,224	44,046
CREDITORS: amounts falling due within one year	9	(3,593)	(5,416)	(9,009)	(54,434)
NET CURRENT ASSETS		96,631	(5,416)	91,215	(10,388)
TOTAL NET ASSETS		325,929	3,577,536	3,903,465	3,902,514
FUNDS OF THE CHARITY					
CAPITAL FUND					
Permanent Endowment Fund	11	-	3,577,536	3,577,536	3,669,554
INCOME FUND					
Unrestricted Fund	11	325,929	-	325,929	232,960
TOTAL FUNDS		325,929	3,577,536	3,903,465	3,902,514

Approved by the Trustees on 9th November 2023 and signed on their behalf

Mr I. Gilmour
(Chairman and Trustee)

Mr J. Abram
(Vice-Chairman and Trustee)

Mr J. Abram (Vice Chairman and Trustee)

The notes on pages 8-13 form an integral part of these accounts.

THE RADBROOK FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30TH JUNE 2023

1. Accounting Policies

Basis of accounting

The accounts (financial statements) have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant note(s) to these accounts. The financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) issued in October 2019 and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and the Charities Act 2011.

The trust constitutes a public benefit entity as defined by FRS 102

The Trustees consider that there are no material uncertainties about the Charity's ability to continue as a going concern.

Recognition of Income

These are included in the Statement of Financial Activities (SoFA) when:

- The charity becomes entitled to the resources;
- It is more likely than not that the trustees will receive the resources; and
- The monetary value can be measured with sufficient reliability.

Income from Interest, Royalties and Dividends

This is included in the accounts when receipt is probable and the amount receivable can be measured reliably.

Investment Gains and Losses

This includes any realised or unrealised gains or losses on the sale of investments and any gain or loss resulting from revaluing investments to market value at the end of the year.

Expenditure & Liabilities

Generally liabilities are recognised as soon as there is a legal or constructive obligation committing the charity to the expenditure.

Investments

Fixed asset investments in quoted shares, traded bonds similar investments are valued initially at cost and subsequently at fair value (their market value) at the year end. The same treatment is applied to unlisted investments unless fair value cannot be measured reliably in which case it is measured at cost less impairment.

Investments held for resale or pending their sale and cash and cash equivalents with a maturity date of less than 1 year old are treated as current asset investments.

Total return investment

The Trustees have taken advantage of Section 4 of the Trust (Capital and Income) Act 2013, which amended the Charities Act 2011 by passing a resolution to adopt a total returns approach to investment. The power of total return permits the trustees to invest permanently endowed funds to maximise total return and to apply an appropriate portion of the unapplied total return to income each year. Until the power is exercised to transfer a portion of the unapplied total return to income, the unapplied total return remains invested as part of the permanent endowment. The power allows the trustees to decide in each year how much of the unapplied total return is transferred to income funds and so available for expenditure. Having considered their obligations under the duty of even handedness, the trustees made a transfer of £109,973 (2022:£92,076) unapplied total return income to unrestricted income funds. In making the decision the trustees have taken into account the investment climate, yields and the income needs of the charity.

THE RADBROOK FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR 30TH JUNE 2023 (CONTINUED)

2. Analysis of Investment Income

		Unrestricted Funds £	Endowment Funds £	Total Funds 2023 £	Total Funds 2022 £
Investment Assets					
CCM	Multi-Asset Fund	9,739	-	9,739	9,341
COIF	Charities DF	-	-	-	-
Bank compensation		-	-	-	-
		9,739	-	9,739	9,341
Property Assets					
CCM	Investment Portfolio	-	110,303	110,303	92,076
		-	110,303	110,303	92,076
Transfer of Income		109,973	(109,973)	-	-
Total					
		119,712	330	120,042	101,417

3. Grants & Donations payable

The total grants made to individuals, including block grants, in the year were as follows:-

<u>Purpose</u>	Total number of Grants 2023 £	Total Amount Paid 2023 £	Total Amount Paid 2022 £
Safeguarding arrangements	Block grant	10,000	-
General Welfare Awards	-	-	3,825
Course Fees	-	-	2,398
Travel Awards	Block grant	-	50,000
Equipment Awards	1	96	11,350
Awards	-	-	647
Trips and Enrichment	Block grant	-	31,822
Department Building	Block grant	-	129,377
		10,096	229,419

See the Trustees' Report for further information on grants given.

4. Trustees Remuneration and Expenses

No remuneration directly or indirectly out of the funds of the charity was paid or payable for the year to any trustee or to any person or persons known to be connected with any of them.

Apart from costs associated with legal advice and trustee meetings no reimbursement of expenses has been made or is due to be made to any of the trustees in respect of the year.

THE RADBROOK FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30TH JUNE 2023 (CONTINUED)

5. Ex Gratia Payments

The Trustees authorised ex gratia payments to the Clerk and Treasurer to the Trustees, Mr C. W. Yaxley in the year amounting to £3,600 (2022: £3,600 for the year)

6. Fees for examining the Accounts

	<u>2023</u> £	<u>2022</u> £
Independent Examiners' Fee	1,640	1,660

7. Investment Assets

The investments held at year end and their movement during the year are as follows:-

	<u>Unrestricted</u> £	<u>Endowment</u> £	<u>2023</u> <u>Total</u> £	<u>2022</u> <u>Total</u> £
Market Value at beginning of year	237,660	3,675,242	3,912,902	4,145,114
Add				
Funds Invested at Cost	24,867	1,067,681	1,092,548	783,884
Less				
Disposals at carrying value	(24,870)	(1,115,117)	(1,139,987)	(866,465)
Fees taken out of Capital	(197)	(22,368)	(22,565)	(22,143)
Add				
Net gain/(loss) on revaluation	(8,162)	(22,486)	(30,648)	(127,488)
Market Value at end of year	229,298	3,582,952	3,812,250	3,912,902
Investments at Fair Value	<u>Unrestricted</u> £	<u>Endowment</u> £	<u>2023</u> <u>Total</u> £	<u>2022</u> <u>Total</u> £
Equities	146,357	1,953,623	2,099,980	2,124,165
Pooled Investment vehicles	43,378	662,654	706,032	912,466
Fixed Interest securities	29,111	880,718	909,829	746,195
Cash held in Investment Portfolio	10,452	85,957	96,409	130,076
Total	229,298	3,582,952	3,812,250	3,912,902

All Investments are carried at fair value. Investments are all traded in quoted public markets. Holdings in common investment funds, unit trusts and open ended investment companies are at bid price. The basis of fair value for quoted investments is equivalent to market value, using bid price.

The baseline Endowment Investment Fund, following the sale of the Radbrook site in 2016, amounted to £3,450,862.

THE RADBROOK FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30TH JUNE 2023 (CONTINUED)

Investment Assets – Continued

The Restricted Fund forms the great majority of the Foundation's assets and those are managed pursuant to the Foundation's investment policies on a discretionary management basis by Cazenove Capital Management (referred to as "CCM" in the Notes). The Foundation receives investment reports in respect of each calendar quarter in the year.

8. Cash at Bank and in Hand

	<u>Unrestricted</u>	<u>Endowment</u>	<u>2023</u>	<u>2022</u>
	£	£	£	£
Lloyds Current Account	99,469	-	99,469	44,036
CCLA	10	-	10	10
	99,479	-	99,479	44,046

9. Creditors: amounts falling due within one year

	<u>Unrestricted</u>	<u>Endowment</u>	<u>2023</u>	<u>2022</u>
	£	£	£	£
Bursaries outstanding	-	-	-	46,975
Independent Examiners' Fee	1,620	-	1,620	1,600
Clerk Fees	1,800	-	1,800	-
CCM Fees: Multi Asset Fund	173	-	173	171
CCM Fees: Permanent Endowment	-	5,416	5,416	5,688
Total	3,593	5,416	9,009	54,434

THE RADBROOK FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30TH JUNE 2023 (CONTINUED)

10. The investment fund and application of total return to permanent endowment funds

	Trust for Investment	Unapplied Total Return	Total
Initial division of endowment			
Gift component of permanent endowment	2,500,000	-	2,500,000
Unapplied total return	-	1,175,242	1,175,242
Total	2,500,000	1,175,242	3,675,242
Movement in period			
Investment return: dividends and interest	-	110,303	110,303
Investment return: recognised and Unrecognised gains/(losses)	-	(70,252)	(70,252)
Less: investment management costs	-	(22,368)	(22,368)
Total	-	17,683	17,683
Unapplied total return allocated to income	-	(109,973)	(109,973)
Net movement in period	-	(92,290)	(92,290)
Closing value of permanent endowment			
Gift component of permanent endowment	2,500,000	-	2,500,000
Unapplied total return	-	1,082,952	1,082,952
Total	2,500,000	1,082,952	3,582,952

By a Resolution dated 11th February 2021, and in exercise of the powers conferred on them by the Charities Act 2011, the trustees adopted the Total Return Approach to the investment fund, the gift component element was identified as being £2,500,000 as at that date.

THE RADBROOK FOUNDATION

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 30TH JUNE 2023 (CONTINUED)

11. Analysis of Charitable Funds

	<u>Funds B/Fwd</u>	<u>Income</u>	<u>Expenditure</u>	<u>Transfers</u>	<u>Gains & Losses</u>	<u>Fund C/Fwd</u>
Permanent Endowment Fund	3,669,554	110,303	(22,096)	(109,973)	(70,252)	3,577,536
Unrestricted Fund	232,960	9,739	(18,581)	109,973	(8,162)	325,929
Total	3,902,514	120,042	(40,677)	-	(78,414)	3,903,465

Analysis of Charitable Funds – Previous Year

	<u>Funds B/Fwd</u>	<u>Income</u>	<u>Expenditure</u>	<u>Transfers</u>	<u>Gains & Losses</u>	<u>Fund C/Fwd</u>
Permanent Endowment Fund	3,805,787	92,076	(22,200)	(92,076)	(114,033)	3,669,554
Unrestricted Fund	381,752	9,341	(236,754)	92,076	(13,455)	232,960
Total	4,187,539	101,417	(258,954)	-	(127,488)	3,902,514

Permanent Endowment (Trust for investment):

<u>Fund Name</u>	<u>Type</u>	<u>Purpose and Restrictions</u>
CCM Portfolio	Tailored Investment Portfolio of diverse quoted shares and securities under the discretionary management of CCM	The prime purpose is to create investment income to be used in the provision of bursaries and other financial assistance to part of Shrewsbury Colleges Group and its Relevant Students.

Unrestricted funds (Trust for application):

<u>Fund Name</u>	<u>Type</u>	<u>Purpose and Restrictions</u>
CCM Fund Managers	Purchased units in a Common Investment Fund (CIF) designed specifically for charities, managed as long-term investment.	To provide further resources towards bursary grants as may be required from time to time.