ST. MARY'S SCHOOL (MELROSE) LIMITED

A Charitable Company Limited by Guarantee

FINANCIAL STATEMENTS

For the year ended 31st July 2002

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FINANCIAL STATEMENTS for the year ended 31st July, 2002

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FINANCIAL STATEMENTS for the year ended 31st July, 2002

Company Registration Number:	SC 23577
Recognised Charity Number:	SC 009352
Registered Office:	Abbey Park, Melrose, Roxburghshire, TD6 9LN.
Governors:	Lord Sanderson of Bowden (Chairman) D.M.S. Spawforth (Vice-Chairman) The Hon. Lord Abernethy L.A.C. Ashby G.T.G. Baird P.M.A. Hardie D.M. Whalley L.C. Onslow D. Sturrock V. Dobie I. Wilson
Secretary:	Neil W. Miller
Auditors:	Douglas Home & Co., Registered Auditors and Chartered Accountants, 47-49, The Square, Kelso, Roxburghshire, TD5 7HW.
Bankers:	The Royal Bank of Scotland, High Street, Melrose, Roxburghshire, TD6 9PF.

REPORT OF THE GOVERNORS

The Governors, who are also the Company Directors and the Charity Trustees, submit their report, together with financial statements, for the year ended 31st July, 2002.

Object

In accordance with the Charitable Company's Memorandum and Articles of Association, the object of the School is the advancement of education.

Principal Activity

The company operates an independent preparatory school.

Review of Activities and Financial Position

A surplus of £106,416 was achieved and transferred to the relevant funds.

Following on from the January 2001 H.M.I. inspection, further upgrading work to the school fabric has been undertaken during the year, for example, to the emergency lighting, intruder alarm and fire alarm systems. In addition, work is progressing towards upgrading both boys' and girls' changing room areas, part of the costs to be funded via a loan of £50,000 agreed by our bank and partly via the Redevelopment Appeal which during the year raised in excess of £85,000. Of this sum, around £11,000 was spent at the beginning of 2002 when a further Kindergarten classroom was formed to accommodate increased numbers. The value of the Kindergarten can be seen when no fewer than 14 pupil moved up from Kindergarten into the 2002/2003 Reception class in the main school.

During summer 2001, a further classroom was formed to accommodate increased pupil numbers in Lower Transition. This was accomplished by converting Stables Cottage to a self-contained flat on the upper floor with the new classroom below. The majority of the £15,000 costs of the project were funded from the old Development Campaign Appeal which has now been fully expended. A refurbishment of the School Library was also completed by means of a generous donation from the Foyle Foundation.

Academically, the school continues to build on its reputation as shown by excellent Common Entrance results. Scholarships were awarded to both Lily Baird and Pierce Glennie with Ben Rickett achieving no fewer than 11 'A' grades at Common Entrance and Alexander Whalley 5 'A' grades.

Sporting activities suffered because of bad weather but the girls' hockey team won 7 out of 8 matches with 2 girls being selected for the Dandylions side.

Improvement is being seen in the senior boys' rugby team which will be reinforced by moving to two terms of rugby from now on.

Looking ahead, further challenges emerge with the new Commission for Regulation of Care in Scotland which will impact on our temporary boarding facilities in terms of cost and soon a further Commission will investigate Charitiable Status in independent schools. The school continues to grow and has now become the fastest growing I.A.P.S. school in Scotland.

Reserves Policy

The School continues to meet its day to day working capital requirments by means of a bank overdraft, and growth in the School is now producing a modest surplus on general fund, which is helping to achieve the objective of reducing the bank overdraft and build reserves to a level appropriate to meet current needs for the efficient financial management of the Schools activities.

REPORT OF THE GOVERNORS (continued)

Governors

The Board of Governors determine the general policy of the School. The day to day management of the School is delegated to the Headmaster and the School Treasurer.

The present membership of the Board is set out below. All Governors served throughout the year except as stated below.

I.Wilson, V.Dobie and L.A.C. Ashby retire by rotation at the A.G.M. and, being eligible, offer themselves for re-election. A special resolution is being prepared to allow re-election of D.M. Whalley and D.M.S. Spawforth.

Lord Sanderson of Bowden (Chairman)	The Hon. Lord Abernethy	L.A.C. Ashby
D.M.S. Spawforth (Vice-Chairman)	L.C. Onslow	P.M.A. Hardie
G.T.G. Baird	D. Sturrock	D.M. Whalley
	I. Wilson	V. Dobie

The company has no share capital and therefore no Governor holds any shares but each, as a member, has guaranteed to pay a sum of £1 if called upon.

Governors are elected in accordance with the terms set out in the Articles of Association. Governors are elected for a three year term for a maximum of four terms.

Governor's Responsibilities for the Financial Statements

Company law requires the Governors to prepare financial statements for each financial year which give a true and fair view of the financial activities of the charitable company during the year and of the financial position at the end of the year. In preparing those financial statements, the Governors should follow best practice and:

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

The Governors are responsible for keeping proper accounting records which disclose with reasonable accuracy the financial position of the charitable company and which enable them to ascertain its financial position and to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Fixed Assets

The Governors are of the opinion that, in aggregate, the market value of land and building is no less than the book value of the assets.

REPORT OF THE GOVERNORS (continued)

Risk Management

The Board continues to keep the School's activities under review, particularly with regard to any major risks that may arise from time to time, and to monitor steps which can be taken by which those risks already identified by the Govenors can best be mitigated.

Auditors

Douglas Home & Co. offer themselves for re-appointment as auditors in accordance with Section 385 of the Companies Act 1985.

Small Company Exemptions

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

BY ORDER OF THE BOARD

Neil W. Miller (5/10/02
Secretary.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF

ST. MARY'S SCHOOL (MELROSE) LIMITED

We have audited the financial statements of St Mary's School (Melrose) Limited for the year ended 31st July 2002 on pages 5 to 13. These financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting by Charities issued October 2000, under the historical cost convention and the accounting policies set out on pages 7 and 8.

Respective Responsibilities of Governors and Auditors

As described on page 3 the company's Governors, who also act as Trustees for the company's charitable activities, are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Report of the Governors is not consistent with the financial statements, if the charitable company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding Governors renumeration and transactions with the company is not disclosed.

We read the Report of the Governors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of Opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the Governors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the charitable company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material mis-statement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the charitable company's affairs at 31st July 2002 and of its incoming resources and application of resources, including its income and expenditure, in the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Douglas Home & Co., Registered Auditors and Chartered Accountants, 47-49, The Square, Kelso, Roxburghshire, TD5 7HW.

8 November 2002

STATEMENT OF FINANCIAL ACTIVITIES (incorporating the Income and Expenditure Account) For the year ended 31st July, 2002

Note	Unrestricted Fund £	Restricted Funds £	Total 2002 £	Total 2001 £
Incoming Resources				
Donations and Bequests	1,267	-	1,267	20,420
Activities in furtherance of the charity's objects:				•
Class and Boarding Fees	648,992	-	648,992	545,765
Enrolment Registration Fees	1,550	_	1,550	1,650
Kindergarten Fees	47,069	-	47,069	36,170
Rental Income	-	•	-	2,355
Sundry Receipts	1,279	-	1,279	-
Net Fundraising	966	-	966	178
Activities for generating funds: Appeal Income	-	98,704	98,704	-
Investment Income	-	17	17	159
Net Gain on Disposal of Tangible Fixed Assets	850	-	850	200
Total Incoming Resources	701,973	98,721	800,694	606,897
Resources Expended				
Costs of generating funds:				
Appeal Costs	-	6,953	6,953	-
Finance Costs	8,374	70	8,444	11,439
Charitable Expenditure:				
Costs of activities in furtherance of charity's objects	600,829	14,465	615,294	533,669
Support Costs	57,324	1,313	58,637	50,965
Management and Administration	4,950	•	4,950	4,500
Total Resources Expended 1	671,477	22,801	694,278	600,573
Net Incoming/(Outgoing) Resources	30,496	75,920	106,416	6,324
(Losses)/Gains on Investments	-	(581)	(581)	72
Net Movement in Funds	30,496	75,339	105,835	6,396
Fund Balances Brought Forward	470,981	86,352	557,333	550,937
Fund Balances Carried Forward 9	501,477	161,691	663,168	557,333

The accompanying accounting policies and notes form an integral part of these financial statements.

BALANCE SHEET At 31st July, 2002

At 31st July, 2002	Note	2002 £	2001 £
Fixed Assets			
Tangible Assets	4	828,337	774,075
Current Assets			
Stock Debtors Investments Cash at Bank	5 6	4,309 10,540 3,270 68,040	5,620 7,640 3,869 16,594
		86,159	33,723
Creditors: Amounts Falling Due Within One Year	7	(220,363)	(226,798)
Net Current Liabilities		(134,204)	(193,075)
Toal Assets less Current Liabilities		694,133	581,000
Creditors: Amounts Falling Due After More than One Year	8	(30,965)	(23,667)
Total Net Assets		£ 663,168	£ 557,333
Reserves: - Unrestricted Funds			
General Fund	9	501,477	470,981
- Restricted Funds	0	5.024	(52 (
Bursary and Prize Fund	9	5,934	6,526
Centenary Debenture Sinking Fund	9	10,500	10,500
Development Campaign Fund	9	25,409	28,866
Redevelopment Appeal Fund	9	81,104	-
Designated Donations	9	38,744	40,460
		£ 663,168	£ 557,333

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board of Governors on. 15th oct. 2002

Lord Sanderson of Bowden,

Chairman.

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The accompanying accounting policies and notes form an integral part of these financial statements.

PRINCIPAL ACCOUNTING POLICIES

Basis of Preparation

The financial statements have been prepared under the historical cost convention as modified by the revaluation of heritable property and investments and in accordance with applicable accounting standards, and follow the recommendations in the Statement of Recommended Practice: Accounting by Charities issued October 2000.

The principal accounting policies are set out below. The policies have remained unchanged from the previous year.

Fees and Meal Charges

Fees and meal charges are the total amount receivable by the company in respect of school fees and outlays and meal charges, and is inclusive of any VAT suffered on outlays.

Depreciation

Depreciation is calculated to write down the cost or valuation of tangible fixed assets over their expected useful lives. The rates and methods generally applicable are:

Fixtures and Fittings 10% reducing balance
Plant and machinery 25% straight line
Motor Vehicles 25% straight line

The company adopts a policy to maintain its heritable properties to a high standard and the Governors are therefore of the opinion that useful economic lives and residual values are such that any depreciation would not be material.

Stock

Stock is stated at the lower of cost and net realisable value.

Contributions to Pension Funds

The pension costs charged against profits represent the amount of the contributions payable to the teachers superannuation scheme in respect of the accounting period.

PRINCIPAL ACCOUNTING POLICIES (continued)

Leased Assets

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their expected useful lives. The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to the profit and loss account over the period of the lease.

All other leases are regarded as operating leases and the payments made under them are charged to the profit and loss account on a straight line basis over the lease term.

Investments

Following the publication of Statement of Recommended Practice "Accounting by Charities" investments are included at market value.

Realised gains or losses arising from disposals of investments and unrealised gains and losses are added or deducted from the appropriate fund.

Expenditure

Expenditure, which is charged on an accruals basis, is allocated between:

- expenditure incurred directly in the fulfilment of the charity's objectives (direct charitable);
- expenditure incurred directly in the effort to raise voluntary contributions (fund-raising and publicity); and
- expenditure incurred in the management and administration of the charity.

Fund Accounting

Restricted funds are to be used for specified purposes laid down by the donor. Expenditure for those purposes is charged to the fund.

Unrestricted funds are donations and other incoming resources received or generated for expenditure on the general objectives of the charity.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31st July, 2002

1. Resources Expended

The movement in funds is stated after:	2002 £	2001 £
Auditors' Remuneration Depreciation - Owned Assets - Assets under Hire Purchase Obligations Operating Lease Rentals	1,900 22,902 2,263 542	2,175 18,045 4,910 542
Resources Expended		
Staff Costs (included in Direct Charitable Expenses) Depreciation Bank Interest Other Resources expended	491,476 25,165 8,444 169,193 £694,278	410,125 22,955 11,439 156,054 £600,573
The average number of employees during the year was 27 (2001 - 24).		
Further details of resources expended are as follows:		
Costs of activities in furtherance of the charity's objects:	2002 £	2001 £
Staff Costs Catering Books & Class Materials Rent, Rates & Insurance Light & Heat Property Repairs Other Depreciation	458,453 31,842 14,886 22,694 19,167 20,176 22,911 25,165 £ 615,294	377,039 28,969 14,148 23,160 21,834 17,510 28,054 22,955 £ 533,669
Support Costs:		
Staff Costs Printing, Stationery & Telephone Marketing	30,481 17,007 11,149 £ 58,637	30,820 13,590 6,555 £ 50,965

2. Governors' Remuneration

The Governors received no remuneration and no expenses were reimbursed during the year (2001 - nil).

The School purchased insurance to indemnify the Governors which was included as part of the public liability premium.

3. Taxation

The Company has been granted charitable status and is exempt from income tax by virtue of Section 505 of the Income and Corporation Taxes Act 1988, and from capital gains tax by virtue of the Capital Gains Tax Act 1979, Section 145.

NOTES TO THE FINANCIAL STATEMENTS (continued) For the year ended 31st July, 2002

4. Fixed Assets

FIACU PASSES	Heritable Land and Buildings £	Fittings and Furniture £	Plant and Machinery £	Motor Vehicles £	Library £	Changing Rooms £	Total £
Cost or Valuation At 1st August, 2001 Additions Disposals	687,635 - -	81,980 28,763	48,659 9,397 -	33,672 18,995 (12,600)	1,730 7,915	17,507 -	853,676 82,577 (12,600)
At 31st July, 2002	687,635	110,743	58,056	40,067	9,645	17,507	923,653
Depreciation At 1st August, 2001 Charge for Year Disposals At 31st July, 2002	- - - -	27,711 8,311 36,022	30,409 10,400 - 40,809	21,481 6,454 (9,450)		-	79,601 25,165 (9,450) 95,316
Net Book Value At 31st July, 2002	687,635	74,721	17,247	21,582	9,645	17,507	£828,337
At 31st July, 2001	687,635	54,269	18,250	12,191	1,730		<u>£774,075</u>

The figures stated above for cost or valuation include a valuation as follows:

Heritable Land and Buildings

	2002 £	2001 £
At Cost	290,635	290,635
At 1991 Valuation	397,000	397,000
	£ 687,635	£ 687,635

The heritable land and buildings were valued on 31st July, 1991 by Lorne Brown Associates, Chartered Surveyors, on an open market basis. The charity is adopting the transitional provisions of Financial Reporting Standard 15 and this valuation has not therefore been updated.

Included in the fixed assets above are assets held under hire purchase contracts as follows:

			Deprec	iation
	Net Book Value		Charge for Year	
	2002	2001	2002	2001
	£	£	£	£
Class of Asset				
Plant and Machinery	3,226	850	1,076	850
Motor Vehicles	17,808	5,655	1,187	4,060

Capital Commitments

At the year end work had commenced on the changing room improvements which are to be financed from the Redevelopment Appeal together with a bank loan. The total cost is expected to be in the region of £80,000 of which £17,507 has been incurred during the year ended 31st July 2002. In addition the School driveway is to be resurfaced at a cost of £10,000.

NOTES TO THE FINANCIAL STATEMENTS (continued) For the year ended 31st July, 2002

5.	Debtors	2002 £	2001 £
	Trade Debtors Other Debtors	10,240 300	7,340 300
		10,540	7,640
6.	Current Asset Investments		
	Investments form part of the Bursary and Prize Funds (see note 9).	2001 £	2001 £
	Bank and Building Society Deposits	•	1,379
	Listed U.K. Investments: Market Value at 1st August, 2001 Disposals at Opening Market Value (proceeds £1,052 loss £53) Purchases at cost Add net (Loss)/Gain on Revaluation at 31st July, 2002	2,490 (1,105) 2,413 (528)	2,418 - - 72
	Total Market Value at 31st July, 2002	£ 3,270	£ 2,490 £ 3,869
	Historical Cost of Listed Investments at 31st July, 2002	£ 3,009	£ 1,451
7.	Creditors: Amounts Falling Due Within One Year	2002 £	2001 £
	Bank Overdraft Hire Purchase Creditor Other Taxes and Social Security Accruals and Deferred Income Loan - Deposited Covenant	179,921 5,944 8,852 25,521 125 £ 220,363	193,279 5,771 7,145 20,478 125 £ 226,798

The bank overdraft is secured by a standard security over the school buildings and land and by a bond and floating charge over all of the company's assets. The H.P. creditor is secured on the assets to which it relates.

8. Creditors: Amounts Falling Due After More than One Year

	2001	2000	
	£	£	
Debenture Loans	1,000	1,000	
Centenary Debenture Loans	18,000	20,000	
Hire Purchase	11,965	2,667	
	£ 30,965	£ 23,667	

Debentures bear interest at 2.5% per annum, and are repayable only at the option of the School.

Centenary debentures bear interest at 5% per annum, and are repayable between 1st January,2000 and 31st December, 2002, the date being at the option of the School.

NOTES TO THE FINANCIAL STATEMENTS (continued) For the year ended 31st July, 2002

9. Funds

			Restricted			Unrestricted	
	Bursary and Prize	Development Campaign £	Centenary Debenture Sinking Fund £	Designated Donations £	Bursary & Redevelopment Appeal Fund £	General Fund £	Total £
At 1st August, 2001 Net Incoming/Outgoing	6,526	28,866	10,500	40,460	-	470,981	557,333
Resources Unrealised (Losses)/Gai	(11)	(3,457)	-	(1,716)	81,104	30,496	106,416
on Investments	(581)	-	-	-	-	-	(581)
At 31st July, 2001	£ 5,934	£ 25,409	£ 10,500	£ 38,744	£ 81,104	£ 501,477	£ 663,168

With the exception of the general fund, distributions from the above funds are restricted to specified purposes only.

Unrealised gains of £168,817 (2001 - £168,817) for tangible fixed assets are included in the General Fund above.

The Bursary and Prize Fund represents investments held, the income on which goes towards prizes during the academic year.

The Development Campaign Fund was set up in 1995 to raise funds towards the provision of new and enhanced school facilities for the use of its pupils and the surrounding community. Distributions from this fund are restricted to projects within the School's Development Plan. During the year funds were utilised towards the development of Stables Cottage.

The Centenary Debenture Sinking Fund represents amounts set aside to enable the repayment of the debentures which are repayable between 1st January, 2000 and 31st December, 2002. It is the intention that sufficient amounts will be transferred to this fund before the repayment dates.

Designated Donations are donations received for a specific purpose, either to meet revenue expenditure or provide fixed assets for use by the School. During the year money has been received towards the Library and to purchase musical instruments.

The Bursary and Redevelopment Appeal was launched during the year to raise funds for sponsorship of pupils qualifying for support and development of the school, in particular, the formation of a new Kindergarten classroom, changing room upgrading and further improvement work within the School.

10. Analysis of Net Assets Between Funds

	Tangible Fixed Assets £	Net Current Liabilities £	Long Term Liabilities £	Total £
Restricted Funds				
Bursary and Prize Fund	_	5,934	-	5,934
Development Campaign Fund	24,975	434	_	25,409
Centenary Debenture Sinking Fund	-	10,500	-	10,500
Designated Donations	28,520	10,224	-	38,744
Redevelopment Appeal Fund	27,349	53,755	-	81,104
• • • •	80,844	80,847		161,691
Unrestricted Funds	747,493	(215,051)	(30,965)	501,477
	£828,337	£ (134,204)	£ (30,965)	£ 663,168

NOTES TO THE FINANCIAL STATEMENTS (continued) For the year ended 31st July, 2002

11. Pensions

Certain academic staff are members of the Scottish Teachers Superannuation Scheme. Staff contribute 6% of salary and the participating employer's contribution is 6.9% (rising to 7.15% from 1 April 2002). The charge included in the financial statements amounts to £ 17,117, being the contributions payable by the School for the year. (2001 - £14,127).

12. Leasing Commitments

Annual payments under operating leases are due in respect of leases which expire:

	2002 £	2001 £ 542	
Within one year Between two and five years	- 542		
•			

13. Transactions with Governors

Five Governors had children in attendance at the School during the year (2001 five Governors). All were charged at full rates.