



*Making the difference*

# Trustees' Report

November 2014

## Vranch House

(The Devon & Exeter Spastics Society Limited)

### Report of the Board of the Society for the year ended 31 March 2014

The Board of the Society presents its report and audited financial statements for the year ended 31 March 2014.

#### Reference and Administrative Information

Registered Charity Name                      The Devon & Exeter Spastics Society  
(Working Title):                                  Vranch House

Charity Registration Number:    1002700  
Company Registration Number: 02599511

Registered Office and  
Operational Address:                      Vranch House School & Centre  
Pinhoe Road  
EXETER  
DEVON  
EX4 8AD

Auditors      Kirk Hills, 5 Barnfield Crescent, Exeter, Devon, EX1 1RF  
Bankers      NatWest, St Thomas Branch, Exeter, Devon, EX4 1DB  
Solicitors    Foot Anstey, Senate Court, Exeter, EX1 1NT

#### Board of the Society

Mr Sidney Torlot	Chairman to 8 May 2013
Mrs J Tolman-May	Chairman from 8 May 2013
Mrs J Tolman-May	Vice Chairman to 8 May 2013
Mr A J Griffin	Vice Chairman from 26 November 2013
Mrs A Ballman	
Miss P Hale	
Mrs S Mathieson	
Mrs J Morgan	Resigned 26 November 2013
Mr W Richards	
Mrs C Tailford	
Mrs R Pavitt	
Mr C Rendle	

Col G Wheeler (Secretary, *ex officio* as Chief Executive with no vote)  
Mrs J Parsons (ex officio as Head Teacher with no vote) to 13 December 2013  
Dr G Humphreys (ex officio as Clinical Director with no vote)  
Miss V Pavlics from 7 January 2014 (ex officio as Head Teacher with no vote)

#### Company Secretary & Chief Executive

Colonel G Wheeler



## Board of Governors

Mr Sidney Torlot	Chairman to 8 May 2013
Mrs J Tolman-May	Chairman from 8 May 2013
Mr A J Griffin	Vice Chairman from 26 November 2013
Col G Wheeler	Secretary
Mrs J Parsons	Head Teacher to 16 December 2013
Miss V Pavlics	Head Teacher from 7 January 2014
Dr G Humphreys	Head of Therapies to 31 July 2013
Mrs K Moss	Head of Therapies from 31 July 2013
Miss V Parsons	Staff member
Mrs M Wood	Parent Governor
Mr S Algarny	Parent Governor
Miss S Williams	Parent Governor

## Management Committee

Mr Sidney Torlot	Chairman to 8 May 2013
Mrs J Tolman-May	Chairman from 8 May 2013
Col G Wheeler	
Dr G Humphreys	to 31 July 2013
Mrs K Moss	from 31 July 2013
Mrs J Parsons	to 16 December 2013
Miss V Pavlics	from 7 January 2014

## Structure, Governance and Management

### Governing Document

The organisation is a Charity limited by guarantee (Registered Number 2599511), incorporated on the 9th of April 1991, and an independent charity (Registered Number 1002700) registered with the Charity Commission on the 15th of May 1991. It is governed by its Memorandum and Articles of Association and the Instrument of Management. Any person over the age of 18 can become a member of the charity on payment of an annual fee of £2 (for those not in work) or £5 (for those in employment). There are currently 79 members each of whom are liable to the extent of their membership fee in the event of the company being wound up. All members have the right to vote at General Meetings.

### Appointment of Trustees

The number of Trustees can be set at any General Meeting but has never varied from a mean of 12 between the minimum of 8 and maximum of 16 stated in the Governing Document. Invitations to nominate Trustees are circulated every year to the membership and these nominations are ratified at the Annual General Meeting. The senior officers (Chairman and Vice Chairman) are elected every year and the Chief Executive acts as Company Secretary. Employees of the charity may be members of the charity and the three senior employees are *ex officio* members of the Board of Trustees but no employee is entitled to vote at any meeting of the Trustees. The Executive Committee of the charity



is known as the Board of the Society and the Board may co-opt any member of the charity to fill a specialist role.

### **Trustee Induction & Training**

Trustees are briefed frequently on their obligations under charity and company law, the structure of the charity and its operating procedures as set out in the Memorandum and Articles of Association and in those changes in statute which bear directly on the work of the charity (principally legislation in the areas of Education and Health). A briefing document has been prepared alongside a more formal induction and training process. Trustees are usually appointed because of specialist skills but the charity will meet any identified need for specialist training.

### **Organisation**

The Board of the Society has strategic oversight of the charity and meets three times a year. The Board establishes all policy for the general direction and operation of the charity and meets to review those policies and to hear a record of operations. The Board employs a Chief Executive to work with a Head Teacher and Head of Therapy to oversee, direct and drive forward the Board's policies for the School and the Clinic (the principal operations of the charity). The Chief Executive has delegated powers for the day-to-day operation of the Board's policies for employment, finance, contracts, legal compliance (including Equal Opportunities), buildings and acquisitions, risk assessment and mitigation, Health and Safety and business development. To assist the Head Teacher and meet statutory obligations for maintained schools, the Board has established a Board of Governors for the school. The Board of Governors has direct control of those matters bearing on the delivery of educational services; matters relating to finance, employment and resources, if not within the competence of the Governors, are referred to the Board of Trustees. The Head of Therapy is responsible to the Trustees for the full delivery of the clinical contract which includes professional and service delivery standards. In this she is assisted by the Chief Executive who retains direct control of all matters relating to the contract.

### **Related Parties**

The Society has formal and informal arrangements and relationships with many other statutory and voluntary bodies. Principal amongst these is the 25-year Strategic Partnership Agreement with NHS Devon and Devon County Council under which the charity is joint-funded for about 40% of the costs of the statutory educational and clinical services it provides. These services include the assessment of potential pupils, the education of pupils at Vranck House School, the review of pupil development, the inclusion of pupils in mainstream schools and the delivery of clinical therapies at Vranck House and in the community all over Devon.

The network of national and local charities and voluntary bodies is too complex and numerous to describe adequately but the Society retains active links with The Exeter Foundation, DreamAway, Whizz Kids, Children in Need, CEDA, A Brighter Tomorrow and the Norman Family Trust. A similar network of local groups and individuals continues to assist the Society in raising funds for children at Vranck House and this incredibly generous and loyal support provides a much-needed and indispensable resource. The charity has also forged close links with the NHS funded Integrated Children's Service Specialist Children's Assessment Centre which it hosts in a purpose built facility on the Vranck House



site. It is worth noting that the children at Vranth House School raise money each year for other charities which have included Comic Relief and the Royal British Legion.

## **Risk Management**

As a normal part of the annual business cycle the Society reviews its Risk Assessments. These include financial management, accounting, security of cash and removable assets, insurances, fire and Health & Safety. The outcome of these assessments is reported to the Trustees by the Chief Executive. The Safeguarding, Health and Safety, Cash Handling, Legionella and Fire Risk Assessments are translated into operating policies which are available to all employees, together with all the other policy documents, on the Charity's website. Employees at every level are encouraged to contribute to the continuous business of risk assessment through the Staff Meetings held every month.

## **Objectives and Activities**

The charity's objects and principal activities continue to be those of:

- i Promoting and providing facilities for the care, education, training, treatment and welfare in their respective aspects of people with physical difficulties.
- ii Advising, helping or catering for the needs of the parents or others having the care of people with physical difficulties.

The core activities arising from these aims are the education of children with physical difficulties from the age of 2 to 12 at Vranth House School and the provision of paediatric therapy and clinical treatment to children as outpatients at locations throughout Devon. The charity has also developed Opportunity Technology, a not-for-profit service which designs and installs assisted mobility tracks and robotic vehicles throughout England and Wales.

## **Public Benefit – General Statement**

The Trustees have established a policy to review continuously all the charity's activities and the development of services to ensure that they remain consonant with the requirements of the 2006 Charities Act, and particularly with Section 4 of the Act, (the need to demonstrate Public Benefit). The charity operates in partnership with statutory bodies under guidance from the Office for the Third Sector in order to provide expertise, treatment and enhanced services to children with physical disabilities. It does not charge fees but receives about 60% of the total cost of the services it provides to NHS Devon and Devon County Council. Referrals to the service are made by Local Authorities and all referrals are seen for assessment and the majority of assessed referrals are retained for treatment or given a place in the school. The referral process, whether as a therapy outpatient or potential school pupil, is not controlled by the charity but by NHS Devon and Devon County Council. A school placement or therapy intervention might be deemed inappropriate at the assessment stage but only for reasons that are cogent, demonstrable and compliant with benchmarked national practice. The charity is as public a body as its statutory partners and enters into no private arrangements for individual treatment. No member of the public is denied the services provided by the charity provided those services are assessed to be suitable and appropriate for the individual concerned.



## Public Benefit - Aims and Strategies

In order to direct the activities of the charity in such a way that Public Benefit can be identified clearly, the Trustees have set out the following Aims and Strategies;

- **School Aim** The school is to be organised, equipped, staffed, managed and operated to the highest national standards.
  - **Strategy to Achieve Aim** The Governing Body will monitor the established Continuous Improvement Programme and the School Audit Cycle with the intention of maintaining the high OFSTED gradings of "outstanding" and "good" achieved in 2005, 2009 and 2012.
- **Clinic Aim** The charity's clinical activities are to be organised, equipped, staffed, managed and operated to the highest national standards.
  - **Strategy to Achieve Aim** The Trustees will monitor clinical operations with the intention of maintaining its unbroken record of meeting the targets set by the NHS and for satisfying its clients. To do this, the Trustees will use tools such as reports and standards set by the National Service Framework and quality audits conducted in alliance with our statutory partners.
- **Financial Performance Aim** The charity's financial affairs are to be conducted to the highest levels of public probity and according to the policies and procedures established for service and capital development consistent with the need to demonstrate Public Benefit.
  - **Strategy to Achieve Aim** The Trustees will consider financial Performance Indicators, other financial records and Risk Assessments at all their meetings to ensure that all our financial processes meet the requirements of both the Statements of Recommended Practice of the Charity Commission and Companies House. They will look at the record of expenditure to ensure that public monies are used exclusively for the Public Benefit.

## Public Benefit - Achievements and Performance

The Trustees are pleased to note that the record of operations for the year under review complied with the aims and strategies set out by the Board and in all respects have exceeded expectations. The Trustees approved an investment program for the year that provided for the payment of the Section 75 (1995 Pensions Act) debt accrued by the Federated Pension Scheme (entered into 30 years ago and closed to new members in March 2009), for normal maintenance and some improvement of the main Vranck House building but the investment plan also aimed at developing a surplus for the following year.

Service delivery remained at much the same levels as the preceding 5 years with an average of 22 children on the school roll and over 2,200 children on the clinical list. The uptake on provided services has been very encouraging, with growth in every area of activity and, particularly, the out-reach FunFit programme which aims to train school staff to recognise and use intervention techniques for Developmental Coordination Disorder.





The sale of the old residential hostel at Hill Barton House was concluded in June 2013 for a price of £490,000 (the valuation held on our accounts was £475,000).

The multi-disciplinary Inclusion Advisory Service continues to make a substantial and remarkable difference to the inclusion of Vranck House Pupils into mainstream schools. This service provides advice and support to receiving mainstream schools and programs of extensive training to mainstream school staff, much of which will be tailored to the specific needs of the individual child. The rate of Inclusion of Vranck House School children into mainstream schools varies according to the nature of the disabilities at any time. At between 60% and 80% the Inclusion record it is one of the best in the country. No charge to the Authority is made for this service.

The Trustees are pleased to report the effectiveness of the charity's ongoing and significant investment in Continuous Professional Development for its staff. All the therapists and teachers are engaged in or have access to programmes leading to Master's degrees and all the staff employed to have direct contact with children are trained to the very highest Safeguarding level (Level 3).

Optech, a non-profit making service run by the charity which designs, manufactures and installs guided mobility equipment throughout England and Wales, had its best year in 2008. The recession has contracted the education and domestic markets and activity levels have been challenging. The contribution made by the Mobility Project Manager and our Technical Consultant to many of the other Vranck House projects is both invaluable and highly commended. In particular the technical team has taken on the management and operation of the hydrotherapy pool. With the application of telemetry, some capital investment in new plant and a new pool liner, the cost of running the pool has been substantially reduced.

The contract monitoring reports and meetings held quarterly across the year have revealed that Vranck House is providing an excellent service. Median waiting times for this year across all services was 12 weeks against a national target of 18 weeks, all service development targets were met in the year under review and the poll of out-patient opinion shows that 98% of our referrals place Vranck House in the top category, 2% in the next one down and none at all in the lower three categories. Our record of never having received a formal complaint continues. Extra investment in the Specialist Children's Assessment Centre (0 to 5 year old) physiotherapy service has seen a dramatic decrease in waiting times and plans have been made to amalgamate the Honeylands service with Vranck House to effect further and it is hoped dramatic improvements. A radical review of how the curriculum is delivered at Vranck House School, conducted by the new Head Teacher, promises considerable benefit in the effectiveness of delivering a personalised curriculum to each pupil. Further changes in the structure and content of the curriculum itself and in the organisation of the teaching teams shows exciting potential for further improvement in the way the school operates.

### **Plans for Future Periods**

The new Service Led Agreement with Devon County Council and NHS Devon has operated since the 1<sup>st</sup> of April 2011. The new structure of the NHS means that some of the commissioning arrangements for services has changed to reflect the inception of Clinical Commissioning Groups but the overall character of the 25-year agreement will remain unaltered. Our principal Commissioning partner is now the North, East and West Devon Clinical Commissioning Group (NEW CCG) working in concert with Devon County Council.



The long-term aim of increasing the geographical cover, depth and level of resource of these services is recognised in the Agreement. The bulk of Integrated Children's Services (ICS) has been contracted to a third party (Virgin Care Limited) which works closely with Vranck House to provide many of the services operating out of our new Honeylands building (the Specialist Children's Assessment Centre).

The charity continues to establish benchmarks in clinical and educational practice in order to meet its goal of not just meeting but exceeding service delivery standards. Preparations for the new OFSTED regime continue and the work of the NHS Heads of Professions Team – in which our Clinical Director plays a leading role as the physiotherapy Head of Profession for the NHS in Devon – informs the continuous development of our clinical services. The charity has been involved in the combined agency review of the local Children's Development Centre and this has led to a re-validation of centre-based expertise, novel methods for delivering this expertise into the community and new, far more integrated, ways of working.

The onset of the present recession and its effect on investment in public services will have an effect on this charity. The Trustees have established a conservative policy for future capital spend and for the revenue development of all the charity services. Whilst our statutory partners are actively engaged in establishing new ways of delivering services, in which this charity will play a significant part, there will be a need for retrenchment and for adopting new methods of working in order to sustain current activity levels at less cost.

## Strategic Report

Notwithstanding the strategies for maintaining Public Benefit (q.v. Public Benefit Aims & Strategies above) the Trustees, having reviewed the strategic objectives of the charity in the light of possible obstructions to achieving them, have determined that;

1. **Income Growth** The next five years are likely to include a period of between 2 and 3 years in which national fiscal disciplines and retrenchment in public service investment continues. As a result it is highly probable that the gross *quantum* of the combined contract for services with NEW CCG and Devon County Council will not increase at all. Income sources outside the contract must be developed further to meet inflationary pressures particularly in that pre-eminent component of expenditure which is staff pay. The charity has managed to do this for the last 6 years in which the *quantum* has not changed and the Trustees therefore believe that the risk of net expenditure exceeding net income is low.
2. **Income Security** The combined contract is non-competitive because of the high amount of public benefit developed by it (around 40% of the true costs of the statutory services provided by the charity is funded by the charity). The contract has a 25 year life (until 2036) and the only threat to it is a sustained or existential failure to meet the service quality standards. The charity contribution is largely met from revenue charges it waives, principally for the use of capital facilities which the charity owns; thus there is a very low risk of this not continuing. Our contract partners understand and have agreed that at some point the charity might be unable to fund the currently outstanding levels of response times with no increase in payment.
3. **Quality Standards** The Chief Executive is tasked with maintaining a continuous cycle of Risk Assessment reviews assisted and advised by the Heads of Department in the Senior Management Team (the Head of Therapies and the Head Teacher). Principal amongst these are those relating to Safeguarding,



Health & Safety and Financial Probity. The on-going review and development of these risk assessments and the policies and procedures that flow from them is of the highest priority as essential elements of the charity's strategic interest.

## Financial Review

The Statement of Financial Activities shows total income for the year ending the 31st of March 2014 of £1,631,559 (£1,620,685 in 2013), a small increase of £10,874. The Society's Net Current Assets stand at £1,294,337 (£845,931 in 2013). This increase of £448,406 is largely the result of the net proceeds from the sale of Hill Barton House. The Society has tangible Fixed Assets reflecting the purchase of the Freehold of £4,773,509 (£5,315,136 in 2013) the reduction of £541,627 being the aggregate of depreciation and the sale of Hill Barton House. It has Total Funds Employed of £6,067,846 (£6,161,067 in 2013). Of this total £4.8m is the market valuation of the Vranck House site. Adding back depreciation of £126,463 (a non monetary expense), the Society made a cash surplus in the year of £33,242. Of the £1,739,780 of Total Expenditure, £98,741 is the amount held as a creditor for the Section 75 debt. Although this is expenditure in the year in which it occurs it is very much a one-off charge which might have been levied in any of the 5 years since 2009 when the charity was first notified of the liability. If this charge is removed from the nominal levels of expenditure and the pattern of income and expenditure had continued as we expected, the surplus would be in the region of £120,000.

Important transactions in the year include the contract income of £1,456,560 from the combined contract for clinical and educational services. Total income from charitable (not contracted) and all other sources was £174,999. The nominal leasehold annual rent at mid-range for a property like Vranck House is in the order of £386,000. This is not charged to our statutory partners and forms a substantial part of our charitable benefit. The strong financial performance of the charity is remarkable considering that the contract sums for the original educational and clinical work has not changed at all since 2009.

The Trustees are content that all expenditure made in the accounting period met with the Public Benefit aims and strategies as set out in an earlier section of this report.

## Reserves policy

The Trustees have established a liquid reserves policy so that it is consonant with the revenue interests of a service charity. By setting the development of liquid reserves to the equivalent of annual operating costs, revenue will be developed from interest which will enable further development in our services. The forecast level of funding is such that an operating surplus is expected for the current year and the maintained reserve is such to provide a cushion in the event that either of the largest sources of income is threatened. The current recession and unprecedented low interest rates have proved the wisdom of establishing and maintaining this policy.

## Investment Policy

The Memorandum and Articles provide the Trustees with the power to make investments as they choose but consonant with current Charity Commission advice. The charity's cash assets are invested in a state-owned Business Reserve but we will utilise opportunities for low-risk investment if interest rates improve.



## Trustees' Responsibilities in relation to the Financial Statements

Company law requires the trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charity and at the end of the financial year and of its incoming resources and application of resources, including income and expenditure for the financial year. In preparing those financial statements the trustees are required to:

- (a) Select suitable accounting policies and apply them consistently;
- (b) Make judgements and estimates that are reasonable and prudent;
- (c) Prepare the financial statements on a going concern basis unless it is inappropriate to assume that the Charity will continue in operation.

The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Charity 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 Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In accordance with Company Law and as the Company's Directors, we certify that:

- So far as we are aware there is no relevant audit information of which the Company's auditors are unaware; and
- As the Directors of the Company we have taken all the steps that we are required to have taken in order to make ourselves aware of any relevant audit information and to establish that the charity's auditors are aware of that information.

## Compliance

This report has been prepared in accordance with the small company regime Section 419(2) of the Companies Act 2006.

## Auditors

A resolution proposing Kirk Hills to be re-appointed as auditors of the Charity will be put to the Annual General Meeting.

## Approval

This report was approved by the Board of the Society (the Board of Directors and Trustees) on the 12<sup>th</sup> of November 2014 and signed on its behalf.

J Tolman-May  
Chairman

November 2014

