



Report of the Governing Board and Financial Statements

For the Year Ended 31 December 2024



State School & Independent School: Conference.



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SCIS Governing Board 2024

Board Members

Chairman

Martin Bain

★	From 25th April 2024
★★	From 7th October 2024
★★★	Until 25th April 2024
★★★★	Until 10th May 2024
★★★★★	Until 12th September 2024

Board Members

Martin Bain *	Non Executive Director.
Mark Becher *****	Headmaster, The Compass School, Haddington.
Gavin Calder	Governor, Lathallan School, Johnshaven and CEO Harmeny School.
Guy Cartwright ****	Bursar, The Edinburgh Academy.
Lorraine Davidson **	Company Secretary and CEO.
Nathan Davies *****	Head of Junior School, Albyn School, Aberdeen.
Paul Fairclough *****	Head of Senior School, George Heriot's School.
Anthony Glasgow *****	Bursar, Strathallan, Perthshire resigned.
Gavin Halliday **	Chief Operating Officer, The Glasgow Academy.
Elaine Logan ***	Governor, Fettes College, Edinburgh.
Jacqui Mcinnes ***	Accountant, The Glasgow Academy, Glasgow.
Yvonne McCracken	Governor, Gordonstoun, Elgin.
Margaret McMahon *****	Governor, Hamilton College, Hamilton.
Mark Mortimer *****	Warden, Glenalmond College.
Kieron O'Brien *****	Executive Director, East Park, Glasgow.
John O'Neill **	Rector, High School of Glasgow.
George Salmond	Head of Junior School, George Watson's College, Edinburgh.
Shoeb Sarguroh *****	Executive Head, Qalam Academy.
Anthony Simpson *****	Principal, ESMS, Edinburgh.
Clare Smith	Head of Senior School, Robert Gordon's College, Aberdeen.
Anna Tomlinson	Head, St Margaret's School for Girls, Aberdeen.
Peter Worledge	Bursar, Fettes College, Edinburgh.



Diverse Educators conference: A networking event for those passionate about DEIB in Scotland.

Honorary Treasurer

Barry McMaster

Bursar, ESMS.

SCIS Staff: Key management personnel

Chief Executive	Lorraine Davidson
Head of Professional Learning	Sarah Sinclair
Other Staff	
Assistant Director, Finance & Research	Alison Newlands (until July 2024)
Deputy Director	Alison Herbert (until July 2024)
Events and Business Support Manager	Kirsten Hamilton

Other Staff

Assistant Director, Finance & Research	Alison Newlands (until July 2024)
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Professional & Legal Advisors

Statutory Auditors	CT Audit Limited: 61 Dublin Street, Edinburgh EH3 6NL.
Bankers	Bank of Scotland: 75 George St, Edinburgh EH2 3EW.
Investment Managers	RBC Brewin Dolphin: 144 Morrison Street, Edinburgh, EH3 8BR.
Insurances	MARSH: 5 George Square, Glasgow, G2 1AR
Solicitors	Clyde & Co: Albany House, 58 Albany St, Edinburgh, EH1 3QR. Shepherd and Wedderburn LLP: 9 Haymarket Square, Edinburgh, EH3 8FY. Lindsays solicitors: 100 Queen St Glasgow G1 3DN.
Employment Law	Navigator Employment Law Limited: 1-4 Atholl Crescent, Edinburgh, EH3 8HB. Brodie's LLP: 58 Morrison Street, Edinburgh EH3 8BP.



Junior School Heads Conference: Dunblane.

Objectives and Activities

It is the only representative body for the independent school sector in Scotland.

Our membership is comprised of fee paying independent schools, and specialist schools for children with complex needs.

Our aim is to promote advance and support education in the independent school sector, and work in partnership with state schools and others for the benefit of as many pupils in Scotland as possible.

The organisation delivers professional learning courses for senior leaders, teachers and other staff working in the independent sector, and on occasion for others in the education sector.

It provides a forum for Independent Schools to exchange knowledge and best practice across the sector, and with the wider education community. SCIS carries out and publishes

SCIS advances education and works in partnership for the benefit of as many pupils as possible.

research and provides information relating to independent education and partnership working in Scotland which is shared with the education system and the public.

SCIS is the recognised voice of the sector in all the key decision-making forums in Scottish education. It influences on the sector's behalf with the civil service, the Scottish and UK Governments, and politicians in the Scottish and UK Parliaments.

It is the only independent school sector body which operates within the devolved education landscape. SCIS influences education policy and practice, and makes an active contribution to curriculum development, the training of

teachers and the development of teaching skills.

It provides the service to its schools that state schools obtain through their local authority for example reflecting their concerns to government and informing them of government decisions and legislative and regulatory issues.

SCIS represents the sector at public inquiries and when called to give evidence to the Scottish Parliament and responds to government and stakeholder consultations on behalf of the sector.

SCIS has regular engagement with the trades unions in Scotland and we support our schools to establish good industrial relations.



Advanced Higher English: Practitioners Event.

The SCIS Chief Executive Officer sits on the Scottish Government curriculum and assessment board the main Scottish education meeting which decides on key issues.

The CEO also sits on the Scottish Qualification Agency's advisory group and its high-level strategic group. SCIS is the main point of contact with the Register for Independent Schools and has supported schools to avoid becoming objectionable to Scottish Ministers

SCIS liaises with the charity regulator OSCR on behalf of the sector. The SCIS CEO is a member of the Scottish Teachers' Pension scheme advisory board and provides information to schools about employer contributions.

The SCIS Head of Professional Learning sits on the Board of the



Women in Computing Event: With the Cabinet Secretary in Attendance.

General Teaching Council for Scotland. She also has a place on the strategic board for teacher education and the strategic group working on the establishment of a Centre for Teaching Excellence in Scotland.

The Head of Professional Learning is a member of the Doran group which is set up to implement the findings of the review of learning provision for Children and Young People with complex additional needs.

SCIS senior leaders also present at national conferences to promote the work of the Scottish sector.

The CEO presents at major conferences in the sector and undertakes an extensive schools' visits programme and often attends meetings of school boards of governors to update them on key developments.

“ Our membership is comprised of both mainstream and specialist schools for children and young people with complex needs. ”

A governance review was carried out at the start of the year. It highlighted that an update of our governing documents should be carried out. A legal firm was commissioned to assist with the update of our governing documents.

The governance review also highlighted that the board was larger in number than desirable for effective decision making. A meeting was held at the annual conference to discuss the appropriate size and skills matrix for the board.

Board members were asked to set out their skills and interest in serving on a smaller governing board or on a committee. Following this process the main board was significantly reduced in size.

To help us achieve our aims of contributing to the wider system two new board committees were established. A safeguarding committee, and an education and partnership committee comprised of experts from across the independent sector and out with the sector.

During the last year, the Scottish Council of Independent Schools produced a wealth of evidence about the impact of the sector in Scotland.

SCIS published the BiGGAR Economic Impact report in February 2024, which showed that the independent school sector is worth more than half a billion pounds to the Scottish economy and supports almost 12,000 jobs.

The report also published the number of pupils being educated in independent schools based on their local postcode area. This was the first time this data has been gathered. It was shared with the Scottish and UK Governments and the local government body CoSLA to help them plan for the movement of

Achievements

SCIS published evidence showing the sector is worth more than half a billion a year to the economy.



Education Scotland CEO Gillian Hamilton: Visits the High school of Glasgow

pupils out of the independent sector, as a result of the UK Government's imposition of VAT on education following draft legislation published in July 2024.

The CEO held meetings with the Scottish Government Cabinet Secretary for Education Jenny Gilruth and with the UK Government Scottish Secretary Ian Murray to highlight evidence that the VAT policy would not only harm the independent sector in Scotland but will cost the state sector money, at the point our sector shrinks by 13 per cent or more.

The detailed information was also shared with the UK Education Secretary Bridget Phillipson, HM Treasury and the OBR to increase their understanding of the sector and

the potential harm the VAT policy would cause to the education system in Scotland.

The evidence published by **SCIS** was widely reported in the media and quoted in the Scottish Parliament. Following the publication of the UK Government draft legislation on VAT on school fees, **SCIS** compiled a comprehensive consultation response highlighting the damage the policy would cause in Scotland, and the many areas where there was a failure to recognise both the distinctive nature of the sector in Scotland and the differences in Scottish education, as a result of the devolved nature of education.

Our report was shared with independent schools to support their



Scottish Government: Behaviour in Schools Summit.

own stakeholder meetings. We also shared evidence, specific to the Scottish sector to UK Government cabinet ministers, the Treasury and the Office for Budget Responsibility in response to the Treasury consultation on VAT.

A strong case was made on behalf of our specialist schools and children with additional support needs to be exempt from the policy.

Our engagement with trade unions resulted in them echoing some of our concerns in their own submissions to the Treasury consultation, and the Scottish Government intervening on our behalf to ensure the Treasury engaged with **SCIS**.

SCIS issued hundreds of media statements on behalf of the sector during the last year to raise public awareness of these issues.

SCIS also published a report showing the partnership activity which our schools engage in. The report showed that more than 120,000 people who don't attend independent schools benefit from partnership activity with them.



State and Independent Schools: Join together to discuss opportunities for women in computing.

The partnerships highlighted include the sharing of online teaching and learning resources, qualifications in subjects not readily available in the state sector and the roll out to the state sector of an international diploma of sustainability.

These reports showed the scale of the public benefit provides across the sector in an open transparent format which provided politicians, civil servants and education stakeholders with a comprehensive overview of the work of the sector.

The CEO supported visits at schools by local Ministers, MPs and MSPs and provided follow up briefing to parliamentarians. She also provides briefing to members of the Scottish and UK Parliaments and the House of Lords.

The Cabinet Secretary, many MPs and Education officials took part in a range of visits to **SCIS** schools to see first-hand the innovative and supportive ways in which we are supporting the children in our care.

SCIS and the Education Scotland interim Chief Executive also undertook joint visits to **SCIS** mainstream and specialist schools to speak to our schools about successful key developments.

The evidence published by SCIS was widely reported in the media and quoted in the Scottish Parliament.





Labour's education spokeswoman: Addresses SCIS Conference 2024.

» **Achievements:**
Continued from page: 09

SCIS was pleased to represent its schools at the Scottish Government behaviour in Schools summit during which we shared information from our specialist schools.

Behaviour in schools was a key theme of the **SCIS** Annual conference in April 2024 where schools heard from experts including the Head of a **SCIS** specialist school.

The conference also heard from keynote speaker Labour's Education Spokeswoman Pam Duncan-Glancy MSP and the then Shadow Scottish Secretary Ian Murray MP.

The exam success of pupils in our specialist schools was highlighted again this year by **SCIS** and also by the SQA. We were delighted to join with the SQA in congratulating our learners who achieved success in the National 1 and 2 exams. These

results are truly life changing for our pupils.

SCIS received a legal notice to provide evidence to the Scottish Covid Inquiry including an assessment from the independent sector of lessons learned and we stand ready to assist the inquiry with any other information it requires.

SCIS engaged with the Scottish Government's education reform agenda throughout the year, contributing to the curriculum and assessment board and the curriculum improvement cycle on behalf of our members.

A highlight of 2024 was a joint conference held by **SCIS** and the Schools Leaders Scotland trade union (SLS) at the High School of Glasgow to share experience and innovative practice between independent and state school Head Teachers. This was the first time such an event has been organised

and it led to a range of follow up discussions on shared learning. In anticipation of the sector shrinking and an inevitable drop in income for the organisation, a review was carried out of the roles within the organisation.

A business case was developed to plan for a sector with fewer schools and fewer pupils.

The **SCIS** board approved the business plan in June 2024 and agreed terms for a voluntary redundancy scheme. Two long serving members of staff successfully applied for voluntary redundancy and provided the organisation with comprehensive handovers before leaving the organisation, with our thanks and good wishes.

The restructure plan significantly reduced the organisations fixed costs as the sector enters a period of significant uncertainty.

“ The exam success of pupils in our specialist schools was highlighted again this year by SCIS and also by the SQA. ”

Professional Learning

This year was one of significant progress and collaboration for SCIS. Throughout 2024, we focused on enhancing engagement with our member schools, strengthening partnerships, and aligning our initiatives with the latest needs of our schools.



AI-Leading the Sector into the Future: Event at Morrison's Academy.



Diverse Educators Conference: For independent and state schools.



Marketing and Admissions Leaders: Discuss sector trends.

Key activities included productive meetings with the General Teaching Council for Scotland (GTCS) to address registration challenges, collaborations with the Scottish Social Services Council (SSSC), Care Inspectorate, Disclosure Scotland, and PREVENT representatives, and participation in Centre for Teaching Excellence meetings alongside the Scottish Government and other stakeholders.

Additionally, our visits to member schools have provided valuable insights into their needs, informing our professional learning agenda for the coming year.

As we look ahead, our aim remains to position SCIS schools at the forefront of educational innovation and support, ensuring their continued success in an ever-evolving landscape.

In 2024, we held 58 events as part of the Professional Learning calendar and 1378 delegates attended throughout the year. There were six key programmes which included more than one event such as the Aspiring to Senior Leadership, Probationer Pathway and the final year of the three-year Child Protection Pathway.

Due to proposed introduction of VAT on school fees, three further PL events were added to the calendar to ensure our schools were prepared for this significant change. They were Basic and Advanced webinars plus a full day on the specific details of the new legislation after the October 2024 budget announcement.

- Other key events for 2024:
- Nurses and Matrons Conference
 - Governors Conference
 - Admissions & Marketing Conference
 - Anti-Racism Summit
 - Executive support & PA conference

Financial Performance and Reserves

SCIS Financial Summary – Year Ended 31 December 2024



The Audited Financial Statements for the year ended 31 December 2024 show net income, after investment gains, was **£5,642**. This is a decrease from 2023 when net income was: **£42,580** (restated). The reduction is as a result of additional costs incurred in restructuring the organisation including redundancy costs, and investing in supporting our member schools to robustly make the case against VAT on fees through commissioning data and evidence on their behalf and significantly increasing our engagement with politicians and key stakeholders.

Reserves policy

It is the policy of SCIS to maintain a reserve fund to cover contingencies, unexpected expenditure, development and projects. At 31 December 2024 reserves amounted to **£397,153** compared with **£391,511** in 2023 (restated). This is the approximately equivalent of nine months' operational expenditure.

The Governing Board considers that reserves are required at this level to enable the organisation to manage the significant ongoing risks to the sector as a result of VAT on fees, which is likely to lead to a drop in pupil numbers and therefore a reduction in income for SCIS. The working reserve is held under the direct control of the organisation in an interest-bearing account and investments.

Investment policy and objectives

£313,288 is invested with RBC Brewin Dolphin investment managers on an income generation basis. The ethical investment guidance for the investments requires that "The Charity's assets should be invested in line with its aims and objectives."

“SCIS remains committed to financial sustainability and prudent management of resources.”



Diverse: Educators event.

Risk and Sustainability

SCIS proactively manages risks while promoting sustainability to ensure long-term stability and responsibility.

Risk Management

SCIS maintains a Risk Register which looks at threats to the organisation under four main headings – Governance, Financial, Assets, and Personnel. The Register is updated regularly and is a standing item for consideration by the Governing Board.

As of January 2025 the highest risks for SCIS as an organisation is the reduction in the size of the sector, resulting in a drop in income and the risk of a fall in professional learning income due to the cost pressures on our schools. In addition to these risks is the ongoing scrutiny of the sector following the imposition of VAT on school fees. These risks are to be mitigated by increasing non subscription income and extending courses to non SCIS participants. Intensive engagement will take place with the Scottish Government and with political parties to explain the benefits of the sector. SCIS continues work closely with the Scottish Government and local authorities to monitor movement of pupils between the independent and state sector.

Sustainability Statement

The Scottish Council of Independent Schools (SCIS) pursues an active sustainability policy. SCIS considers environment and social accountability important parts of its responsibility.

SCIS is committed to maintain an efficient working environment, which consumes energy in a responsible manner.

SCIS will constantly strive to eliminate all foreseeable negative effects on the environment in general and have developed a flexible working arrangement for employees. The organisation has moved to a modern network of office accommodation. This means staff can work from the office nearest to where they live and from member schools. This reduces impacting CO2 emissions and carbon footprint on the environment. SCIS strives to create workplaces where all employees can work in a safe and pleasant environment.

In addition, SCIS will endeavour to:

- Support diversity and inclusion.
- Comply with all laws governing the environment.
- Strive to better understand both the direct and indirect impact that our practices may have on the environment.
- Minimise or offset our impact on the environment.
- Work towards the conservation of energy, water and resources in all our operations.
- Lessen our environmental impact by purchasing environmentally-friendly products and services.
- Reduce resource consumption and waste by adopting cloud based sustainability technology solutions.

Structure, Governance and Management

Reference and Administration Information

The Scottish Council of Independent Schools (**SCIS**) was established as a company limited by guarantee and is governed by the provisions of its Memorandum and Articles of Association of 1990, as amended in March 1991, March 2005 and April 2008. **SCIS** was granted charitable status in 1990 and was entered on the Scottish Charity Register in 2006.

The registered address of the charity, the present members of the SCIS Governing Board, the **SCIS** staff and key professional advisors are shown on pages **four** and **five**.

Governing Board

In accordance with the Articles and Association, members of the Governing Board are elected by the member schools at the **SCIS** Annual General Meeting, normally held in March or April. During this financial year a maximum of 15 elected members were allowed to constitute the Governing Board, the Chair of which can be either a member of the Board or a person appointed by the Board, additional to its members. The Board has the power to appoint up to 3 co-opted members, creating a maximum Board of 18 members plus a Chair.

A governance review conducted this year highlighted the board membership was too large for the size of the organisation and for good governance. The outcome of the review led to several trustees requesting to step down to pave the way for a smaller, more streamlined board. The articles and association will be updated in 2025 to reflect the findings of the governance review.

Nominees for election to the Board have to be Governors, Heads/Chief Executives or Bursars (or the equivalent) of member schools. Given the diversity of the **SCIS** membership and the Board's wish to be as representative as possible, schools are asked to bear in mind the geographical spread of schools, the different types of school and the experience and skills of Board members, when submitting nominations for election. If there are

more nominations than places, a ballot is held at the Annual General Meeting under the supervision of **SCIS**'s legal advisors.

Key Management

The Governing Board consider that they, together with the Chief Executive, Lorraine Davidson, assisted by Sarah Sinclair, Head of Professional Learning comprise the key management personnel.

The Governors give their time freely. The pay and remuneration of the senior staff is set in line with a series of parameters and a salary benchmarking process. The Chief Executive and Head of Professional Learning carry out annual end year reviews for staff.

Organisation and Structure

The **SCIS** Governing Board meets at least four times a year. Board meetings focus on the main educational, regulatory, political and legal developments in the independent sector as well as key issues for **SCIS** itself. The Chief Executive and Governing Board are responsible for the decision-making process at **SCIS**.

The delegated Finance and General Purposes Sub-Committee consists of members appointed from and by the Board. It meets on a regular basis during the academic year, handles **SCIS** staff matters, makes recommendations to the Board, supports and advises the Director, monitors **SCIS** finances and generates new initiatives for consideration by the Board. The Chief Executive and the staff at **SCIS** are responsible for implementing decisions and for the day-to-day operation of **SCIS**.

The Chief Executive is able to consult the Chairman of the Governing Board, the Chairman of the Finance and General Purposes Committee and the Hon Treasurer at any time; and the Chief Executive and staff receive considerable support throughout the year from members of the Board and the Finance and General Purposes Committee and from the Heads and Bursars of member schools.

Governing Board Members' Responsibilities Statement

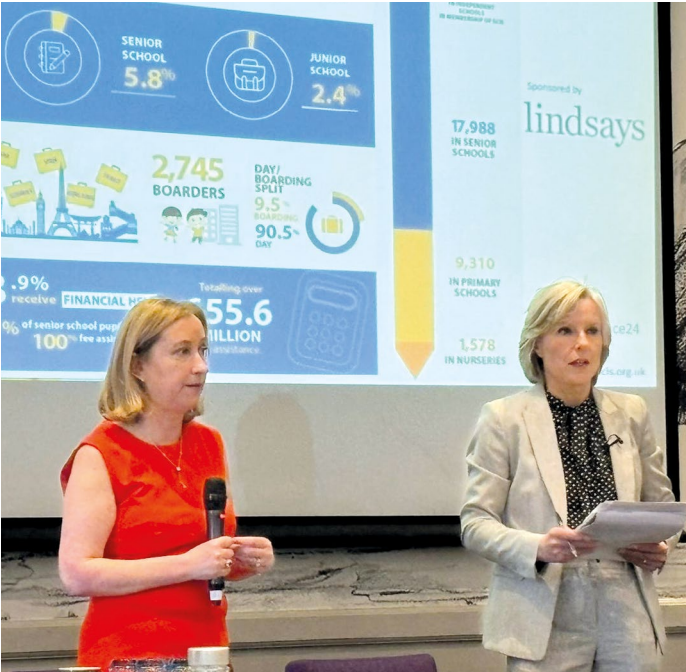
The Governing Board, who are directors for the purpose of company law and trustees for the purpose of charity law, are responsible for preparing the Report of the Governing Board and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Governing Board members are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP 2015 (FRS 102);
- Make judgements 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;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

Company law requires the Governing Board 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 of the income and expenditure, of the charitable company for that period.

The members of the Board of Governors are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions, 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, the Charities and Trustee Investment (Scotland) Act 2005 and the Charities Accounts (Scotland) Regulations 2006 (as amended).



SCIS Conference: In Edinburgh, April 2024.

Disclosure of information to auditor

In so far as the members of Governing Board are aware:

- There is no relevant audit information of which the charitable company's auditor is unaware; and
- The members of the Governing Board have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Small Company Exemptions

This report has been prepared in accordance with the 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 (FRS 102) (Charities SORP (FRS 102)) and the special provisions relating to small companies within Part 15 of the Companies Act 2006.



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Scottish Charity No SC018033