

Company Registration No. 09200332 (England and Wales)

MINERVA LEARNING TRUST
(A COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT AND ACCOUNTS
FOR THE YEAR ENDED 31 AUGUST 2020



MINERVA LEARNING TRUST

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MINERVA LEARNING TRUST

REFERENCE AND ADMINISTRATIVE DETAILS

Members

E Wydenbach
K Aslam (Resigned 14 November 2019)
S Betts (Resigned 14 September 2019)
J Bowers
J Evans
D Eaton (Appointed 14 November 2019)
R Salt (Appointed 14 November 2019 and resigned 29 February 2020)
I Robinson (Appointed 1 March 2020)

Trustees

E Wydenbach (Chair)
K Aslam
D Burkinshaw
S Chew
I Robinson (Resigned 29 February 2020)
J McDonnell
G Bradley
J Crossley Holland
S Wild (Appointed 14 November 2019 and resigned 13 July 2020)
R Salt (Appointed 1 March 2020)

Senior management team

Chief Executive Officer & Accounting Officer	B Matthews (Appointed 1 November 2019)*
Chief Executive Officer & Accounting Officer	A Quaile (Resigned 31 October 2019)
Chief Finance and Operations Officer	A France
HR and Governance Director	N Gregory

* B Matthews was also appointed Director of School Improvement for the period 1 September 2019 to 31 October 2019.

Company secretary

F Turner

Company registration number

09200332 (England and Wales)

Principal and registered office

7 Shay House Lane
Stocksbridge
Sheffield
S36 1FD

MINERVA LEARNING TRUST

REFERENCE AND ADMINISTRATIVE DETAILS

Academies operated	Location	Headteacher
Handsworth Grange Community Sports College	Sheffield	N Parker
Stocksbridge High School	Sheffield	A Ireland
Ecclesfield School	Sheffield	R Walkden
High Storrs School	Sheffield	C Tasker

Chapelton Academy joined the Trust 1 September 2020, the academy is located in Sheffield and the Headteacher is D Coe.

Independent auditor	Hart Shaw LLP Europa Link Sheffield Business Park Sheffield S9 1XU
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Bankers	Lloyds Bank 14 Church Street Sheffield S1 1HP
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Solicitors	Irwin Mitchell Imperial House 31 Temple Street Birmingham B2 5DB
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MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

The Trustees present their annual report together with the financial statements and auditor's reports of the charitable company for the period 1st September 2019 to 31st August 2020. The annual report serves the purposes of both a Trustees' report, and a directors' report under company law.

The Academy Trust operates four secondary academies in Sheffield City. Its academies have a combined pupil capacity of 5314 and had a roll of 5183 in the commencement of the academic year 2019. One establishment provides Post 16 education with numbers exceeding 400 students.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Constitution

The Academy Trust is a company limited by guarantee and an exempt charity. The charitable company's memorandum and articles of association are the primary governing documents of the academy trust. Establishments in the Trust operate under the following trading names;

Ecclesfield School
Handsworth Grange Community Sports College
High Storrs School
Stocksbridge High School

The Trustees of Minerva Learning Trust are also the directors of the charitable company for the purposes of company law. The charitable company is known as Minerva Learning Trust.

Details of the Trustees who served during the year are included in the Reference and Administrative Details on page 1.

Members' liability

Each member of the charitable company undertakes to contribute to the assets of the company in the event of it being wound up while he/she is a member, or within one year after he/she ceases to be a member, such amount as may be required, not exceeding £10 for the debts and liabilities contracted before he/she ceases to be a member.

Trustees' Indemnities

The Academy Trust maintains Trustee and Governors liability insurance which gives appropriate cover for any legal action brought against those in governance roles. The cover is with Zurich Municipal. The Academy Trust has also granted indemnities to each of its Trustees and other officers to the extent permitted by law. Qualifying third party indemnity provisions (as defined by section 234 of the Companies Act 2006) were in force during the period and remain in force, in relation to certain losses and liabilities which the Trustees or other officers may incur to third parties in the course of acting as Trustees or officers of the Academy Trust.

Policy Number: KSC-242094-9173
Limit of Indemnity: £5,000,000

Method of Recruitment and Appointment or Election of Trustees

In accordance with the articles of association the number of Directors (Trustees) shall be not less than three but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum. Recruitment thereafter of Directors to the trust is as follows;

- The Members may appoint up to 4 Directors.
 - There shall be a minimum of two Parent Directors unless there are Local Governing Bodies which include at least two Parent Members.
 - The Directors may appoint Co-opted Directors but may not co-opt an employee of the company
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MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

During the period the Trust has reviewed and developed the Trust Board membership to support the growth of the Trust. Trustees are appointed with the skills and experience to significantly contribute to the strategic development of the Trust. This includes expertise across Legal, human resource, business and public sector bodies. The training and induction provided for new Trustees is dependent on prior experience. All new Trustees are inducted to the work of Trust by the Chair having an opportunity to meet with trust staff and see schools in action.

Policies and Procedures Adopted for the Induction and Training of Trustees

All Trustees are provided with access to the National Governors Association and Learn Sheffield Governor services to support their development and access to appropriate CPD and resources to guide them in their role. In addition, copies of the Scheme of Delegation, Terms of Reference and minutes and policies together with other appropriate documentation to help Trustees to fulfil the requirements of their role. Training and development opportunities are available to Trustees from a variety of sources and overseen by the Chair of the Trust. The Trust Board have appointed a Governance Clerk who is a member of the Central Trust Team to provide advice and guidance as well as oversee the organisation of meetings.

Organisational Structure

The organisational structure consists of: the Minerva Learning Trust Board (members have oversight of the trust and appointment of Trustees) and the Leadership Team for the Trust which consists of the Chief Executive Officer (Accounting Officer), Chief Financial & Operations Officer and HR & Governance Officer. The overarching Scheme of Delegation defines delegations across the Trust Board, Leadership Team and Local Governing Bodies. The leadership team is accountable to the Trust Board and has responsibility for the strategic oversight of schools, compliance and implementation of Trust policies.

The Minerva Learning Trust Board is responsible for deciding the strategic direction of the trust. The Local Governing Body within the schools are responsible for oversight of operational activities and local, school specific policy.

Arrangements for setting pay and remuneration of key management personnel

The key management personnel of the Academy Trust comprise the Trustees and leadership team as disclosed on page 1.

The remuneration policy, setting the terms and conditions for the key management personnel is by the board of Trustees, taking HR advice and benchmarking against the market and the advice from professional associations. Pay and remuneration is aligned to performance management policy and procedure which is reviewed annually and agreed by the board of Trustees.

Executive leadership salaries are linked to national pay and conditions for teachers and NJC staff, giving Trustees assurance that each individual has remuneration at an appropriate level. Total remuneration packages include employer pension contribution rates at specific approved rates.

The board always bear in mind the charitable status of the academy trust and recognises that the trust receives funding under the terms of a funding agreement with the Secretary of State for Education. Therefore, remuneration of senior personnel provides value for money to the trust. The performance of leadership personnel is reviewed on a regular basis to ensure continuing value for money.

Total remuneration paid to senior leadership personnel is set out in note 10.

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Trade union facility time

Under the provisions of the Trade Union (Facility Time Publication Requirements) Regulations 2017, where an academy trust has more than 49 full time equivalent employees throughout any 7 months within the reporting period, it must include information included in Schedule 2 of the Regulations. The information to be published consists of four tables covering:

Relevant union officials

Number of employees who were relevant union officials during the relevant period Full time equivalent employee number	Full-time equivalent employee number
1	0.6

Percentage of time spend on facility time

Percentage of time	Number of employees
0%	0
1% - 50%	0
51% - 99%	0
100%	1

Percentage of pay bill spend on facility time

Provide the total cost of facility time	£3,922.75
Provide the total pay bill	£21,714,567.05
Provide the percentage of the total pay bill spent on facility time, calculated as (total cost of facility time ÷ total pay bill) × 100	0.02%

Paid trade union activities

Time spend on paid trade union activities as a percentage of total paid facility time house calculated as (total hours spent on paid trade activities by relevant union officials during the relevant period ÷ total paid facility time hours) × 100	0%
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Related Parties and other Connected Charities and Organisations

The trusts work with other organisation includes collaboration across those schools already in the trust. In addition, the trust work in partnership with universities locally to provide access to Initial Teacher Training (ITT) students.

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Engagement with employees (including disabled persons)

The mission, vision and value of the trust is increasingly evident throughout as the trust is growing and developing. Communication and engagement with employees is conducted through a range of activities including;

- The operation of business and the role of employees in the delivery is by way of published trust standard operating procedures that support and guide employees to fulfil the requirements of business operations including finance and human resource management;
- Regular news and communications from the Trust Board and Chief Executive in relation to trust development and internal activities;
- Employees surveys including those relating to their wellbeing are conducted and reported to the Trust Board for consideration and form the basis of further priorities within the Trust Development Plan;
- Employee networks across the range of occupational and development groups including teaching and learning and professional development networks. The network groups allow staff to engage with the development of the trust which therefore impacts on the overall performance of the trust;
- Trade union recognition arrangements and a framework for negotiation and consultation. The Trust has a Trust Joint Consultation and Negotiation Committee which is attended by full time officers from the recognised trade unions and local consultation arrangements in each school between the Headteacher and local school trade union representatives.
- Providing HR information and guidance to ensure that staff are up-to-date with changes that impact of their working arrangements, terms and conditions and,
- Encouraging applications from disabled people through our recruitment practice including operation of the 'two tick' system which has now been replaced by the 'Disability Confident' commitment. This provides a guaranteed interview to disabled people where they meet the requirements of the person specification. Additionally we support newly appointed staff and existing staff who become disabled through reasonable adjustments and work collaboratively with Access to Work in maintaining employment.

Engagement with suppliers, customers and others in a business relationship with the Trust

The business of the trust is carried out in good faith and specifically to promote success, financial efficiency and health. Trust financial policies and procedures define the ways in which the engagement with suppliers, customers and other businesses should be conducted. Clear delegations are defined within the policy together with separations that ensure sound and transparent relationships. This is supplemented by way of standard operating procedures to ensure consistency of application with regard to transacting business and further enhanced by routine communication between the trust and its suppliers and customers. All business decisions are taken in the best interest of providing an outstanding education provision for all students, staff and the wider trust community it serves. Where possible opportunities are taken to source business in the local area subject to appropriate business processes and value for money protocol being applied.

OBJECTIVES AND ACTIVITIES

Objects and Aims

The Trust vision is to provide outstanding education for pupils who are from a wide variety of backgrounds across the city of Sheffield. We resolutely believe that we are stronger together and that each school within the MAT has individual strengths and we celebrate the diverse and unique qualities of each particular school. Our aim is for all schools within the Trust to become 'Outstanding'.

The Trust ethos is one of collegiality which whole heartedly places pupils at the centre of the work we do. We are a recognised Academy Sponsor and consequently will engage with schools in difficulty giving the necessary level of support to bring about school improvement.

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Inclusion is at the heart of all we do as a Trust. Our pupils show a high level of care for each other and respect each other's diversity. We do not allow disadvantage to be a barrier to learning and we support all of our pupils to be the very best.

Minerva Learning Trust is governed by a strong Trust Board that strategically leads and oversees the full business. The Trust gives clarity of vision and effectively challenges and supports to ensure that growth continues to be founded on strong educational values and outstanding school improvement strategy.

We aim to deliver a model which is efficient yet effective and ensures that the educational experience for our pupils is supported by appropriate resources.

Objectives, Strategies and Activities

The principal objective and activity of the Trust is the provision of high quality education to pupils in the Sheffield City area.

We aim to develop and deliver a model of school improvement that is efficient and effective and ensures that appropriate resources support the educational experience for our pupils. The strategic plan gives an insight to the organisation and our vision for growth and development as we strive to serve the needs and education of those pupils in our care.

Overall objectives

The Trust has a clear strategic aim which underpins its vision and values and the Trust Development Plan sets out the key objectives to ensure that all stakeholders can be confident in the approach to secure school improvement. The key areas for securing that improvement are:

- Leadership and Governance
- School improvement and effectiveness
- Corporate business and services
- Trust Growth

Leadership and Governance

Our Trust has a strong commitment to continuously improve the quality and impact of its leadership. We have worked hard over recent years to ensure the right membership of our Members and Trust Board to ensure we have a range of skills, expertise and experience to provide strong support and challenge for the Executive team. Recent appointments to Members and the Trust Board have strengthened this further, adding additional finance and audit expertise. Our Governance Improvement Plan sets out the Trust's strategic plan to further strengthen governance at all levels. Governance processes, structures and functions will continue to develop, supported by high quality training and support in order to ensure effective challenge and support for executive teams across our organisation. Our enhanced strategy for quality assurance to ensure consistent application of policies and procedures will be developed so that our governance work is increasingly embedding the monitoring of all compliance and policy frameworks.

In November 2019 a new Chief Executive Officer was appointed to work with the existing executive team and lead the Trust on the next stage of its development. In addition, the Trust has greatly enhanced its leadership capacity by rapidly identifying talent within the organisation and providing high quality professional development opportunities to shape our leaders of tomorrow.

As an organisation our Trustees and leaders successfully navigated through one of the most difficult challenges ever to face our sector - a worldwide pandemic. Despite this additional challenge, our organisation continued to grow, continued to improve and provided our students with the grades required to continue on the next stage of their journey. We continue to improve our schools so that they all provide the best educational experience possible and our financial position is stronger than ever.

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

School Improvement and effectiveness

Significant investment has been made in developing a school improvement strategy and framework that supports our schools to provide the best education possible.

At the heart of our school improvement framework is a commitment to working in deep partnerships and to supporting all schools within a self-improving school-led system that promotes and secures:

- Positive progress for all pupils, with many pupils achieving outstanding outcomes
- High quality teaching
- Effective leadership and governance in all schools
- Entitlement to high quality professional development for all staff and stakeholders that enables sustained and continual improvement
- Innovative succession planning and talent management which is in line with identified future needs
- Opportunities for the identification and dissemination of effective practice and engagement in academic research and development opportunities
- High quality ITT training in order to ensure access to a highly skilled supply of future teachers and leaders in the future
- Effective and strategic external partnerships which positively contribute towards improving the quality of education
- Affordability and value for money
- Progress towards Trust wide targets through the Trust Data Dashboards
- Individual school performance information following summer results and data collections
- Progress towards Individual School Action Plans
- Performance of individual schools - to include strengths and areas for development
- Any actions to be taken in response to any areas of underachievement or concern

A new school improvement team has been created to provide additional support and guidance in line with the needs of the Trust and its schools. This has been created utilising capacity and expertise from across our schools. A significant success has been the development of our Trust wide professional development programme which has seen high levels of attendance and good impact. This provision and support will continue to grow and develop throughout the next academic year and beyond.

Business Services

During the reporting period opportunities to restructure and centralise both finance and HR functions has allowed the Trust to drive further efficiencies and implement more robust and sustainable business functions. The implementation of the procurement strategy has been a driver for supporting our organisation to achieve value for money and ultimately maximise the impact of financial resource on the front line i.e. the classroom. Our business services continue to develop with robust Standard Operating Procedures and policies that will support the delivery of learning to our pupils.

Trust Growth

During the period the Trust has completed processes to support the legal transfer of Chapeltown Academy into the Trust on 1st September 2020. This transfer will expand the provision at Post 16.

Public Benefit

The Trust meets its duty with regard to the public benefit requirements of the Charity Commission by providing an education provision that is inclusive and does not allow disadvantage to be a barrier to learning and we support all of our pupils to be the very best.

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

STRATEGIC REPORT

Achievements and Performance

The Trust is committed to ensuring that all pupils continue to receive a good quality education. Through the development of a Trust wide school improvement model supported by collaboration the Trust has secured improvements in all of our school but, particularly in those schools in an Ofsted category, where intensive support has been undertaken during the academic year.

Due to the Coronavirus pandemic GCSE and A Level grades were awarded using teachers assessed grades. Despite this average P8 across our Trust is 0.42 and average VA is 0.21. Progress for disadvantaged groups is also positive at 0.12, indicating that the disadvantage gap has closed further. Attendance at all of our schools is par National or better and PA is below National.

The Trust is confident that this upward trajectory will continue into future years as we aim for all of our schools to become outstanding over time.

Key Performance Indicators

The full Data Dashboard routinely reports the KPIs to the Trust Board, Local Governing Bodies and Leaders. The performance headlines and trends for the summer 2020 results have seen another positive shift and the Trust is confident that this trend will continue into future years.

	Ecclesfield School	Handsworth Grange Community Sports College	High Storrs School	Stocksbridge High School	Whole Trust	National 2019
Progress 8	0.17	0.60	0.67	0.37	0.42	-0.03
Attainment 8	48.03	46.05	57.10	50.03	50.30	46.69
English & Maths 5+%	42%	35%	71%	51%	49%	43%
English & Maths 4+%	64%	61%	81%	76%	70%	65%
Ebacc Standard 5+ %	29%	14%	36%	9%	24%	17%
Ebacc 4+ %	47%	29%	50%	12%	37%	25%

The Trust reports KPI information as follows;

Staffing % of Revenue Income
Staffing % of Total Expenditure (all occupational groups)
Non-Pay % Total Revenue Income
Non-Pay % Total Expenditure

Going Concern

After making appropriate enquiries, the board of Trustees has a reasonable expectation that the academy trust has adequate resources to continue in operational existence for the foreseeable future. For this reason it continues to adopt the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in the Statement of Accounting Policies.

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Promoting the success of the company

Details of how the Trust meets its obligation in relation to engagement with employees, suppliers, customers and other business relations is given in the Structure, Governance and Management section of the Trustee Report.

In meeting their obligations under Section 172(1)(a) to (f) of the Companies Act 2006, the Trustees ensure that the success of the organisation is founded on robust decision making protocols with clear reporting requirements and standardised reporting approaches that allow decisions to be taken in the interests of the overall aims and purpose of the Trust. This is further supported by clear policy regarding the conduct of members of the organisation in the day-to-day operation of the trust activities.

The Trust Board are confident in the positive reputation the organisation holds within Sheffield not only in relation to its business functions but as an employer of choice. This is evidenced by strong relationships with a variety of external bodies that monitor the effectiveness of schools and Trusts.

Financial Review

Most of the Academy's recurrent income is obtained from the General Annual Grant (GAG), the use of which is restricted to particular purposes. The GAG received during the period ended 31 August 2020 and the associated expenditure are shown as restricted funds in the statement of financial activities.

During the period ended 31 August 2020, total expenditure of £28,242,079 was covered by GAG funding together with other incoming resources. The surplus of income over expenditure for the year (excluding restricted fixed asset funds) was £405,023. During the course of the year the Trust has been reviewing financial health and sustainability for the future and has carried out a financial review and recovery plan to ensure the financial health, sustainability and capacity for growth. The Trust monitors financial performance and is working to ensure that funds from the General Annual Grant cover the costs of its educational provision.

At 31 August 2020, the net book value of fixed assets was £67,340,682 and movements in tangible fixed assets are shown in note 13 to the financial statements. During the period the assets were used exclusively for providing education and the associated support services to the pupils of the Trust.

Reserves policy

The Trustees reviewed the reserves and policy at the commencement of the reporting period. This review encompasses the nature of income and expenditure streams, the need to match income with commitments and the nature of reserves. The value of unrestricted reserves at 31st August 2020 is £1,959,945 with restricted reserves being £1,344,455.

Investment Policy

The trust has no other investments other than cash balances. These are monitored regularly to ensure there are always sufficient funds to meet our financial commitments, and to decide when, how much and for how long cash can be transferred into higher interest deposit accounts.

Principal Risks and Uncertainties

The Trustees have assessed the major risks to which the academy trust is exposed and this is recorded in the corporate risk register. In particular those risks relating specifically to teaching, provision of facilities and other operational areas of the academy trust, and its finances. Where significant financial risk still remains they have ensured they have adequate insurance cover. The academy trust has effective systems of internal controls and this is supported by policy and procedure.

The main risks that the academy is exposed to are summarised below.

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

The significant risks to the trust are identified in detail in the risk register and include;

- Covid-19 pandemic and the impact on education provision and financial health. The Trust has continued to operate in line with Procurement Policy Notices during the pandemic and has maintained the operation of best value exercise and ensuring value for money whilst balancing the obligations to retain supply chains and future service contract provision.
- The loss of income generation across the trust has had a significant impact as result of the pandemic particularly in relation to sporting facilities.
- The future costs associated with the ongoing management and control of the pandemic is unknown and therefore may impact on the financial position. However, the reserves held will support any unforeseen risk.
- Local Government Pension Deficit Liability. The Trust contributes to the fluctuating deficit each year with the current value being £15,076,000.
- Recruitment and retention of good and outstanding teachers, particularly across the core subjects, is key to success of the trust.
- The financial health and sustainability and capacity for growth.
- The full implementation of the National Formula Funding framework being confirmed.
- The trust manages the risk of negative cash flows through rigorous standard operating procedures, internal controls and monitoring.

Fundraising

The Trust and its Schools engage in fundraising activities for the benefit of the trusts overall aims and objectives or for other beneficiaries. Where such fundraising is engaged Schools must ensure fundraising purpose and beneficiary are clearly communicated to target audiences to conform to standards. Any proceeds from fundraising should, on completion, be passed to the beneficiary (where external to the organisation) within 14 days of the fundraising event. All fundraising activity is accounted for appropriately within accounting systems.

Fundraising activities within the trust will meet the 6 principles of charity fundraising as follows;

- Plan the event effectively
- Be supervised and authorised by senior leadership at school level to ensure that the activity is carried out appropriately and in the best interests of the trust
- Senior leaders in their duty must protect the trusts reputation, money and other interests when engaging in fundraising activities
- Identify and ensure compliance with laws and regulations
- Ensure that fundraising activities follow the codes of practices (rule books) as defined by the Fundraising Regulator
- Being accountable and open by meeting reporting and accounting requirements

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Streamlined Energy and Carbon Reporting

The monitoring and tracking of energy and carbon for the Trust is currently under review. Measures are being put in place to ensure that future reporting meets the specified requirements. The following available information for the current reporting period is provided:

	Current Year 2019-20	Previous Year 2018-19
Energy consumption used to calculate emissions	KWH	Not applicable
Energy consumption break down		Not applicable
Gas	3,371,871	
Electricity	1,371,561	
Transport fuel	Information not currently available	
Scope 1 emissions in metric tonnes Co2e		
Gas consumption	Information not currently available	
Own Transport (minibuses)		
Total Scope 1 emissions		
Scope 2 emissions in metric tonnes CO2e		
Electricity consumption	Information not currently available	
Scope 3 emissions in metric tonnes		
Business travel in employee owned vehicles	Information not currently available	
Intensity ratio	Information not currently available	
Tonnes CO2e per pupil		
Quantification and Reporting Methodology		
We have followed the 2019 HM Government Environmental Reporting Guidelines. We have also used the GHG Reporting Protocol – Corporate Standard and have used the 2020 UK Government's Conversion Factors for Company Reporting.		
Intensity measurement		
The chosen intensity measurement ratio is total gross emissions in metric tonnes CO2e per pupil, the recommended ratio for the sector.		
Measures taken to improve energy efficiency		
The implementation of online conferencing platforms are being utilised to minimise the requirement for staff and governors to travel between sites and other establishments.		
Building condition surveys are being undertaken to identify improvement areas with two schools having urgent remedial works undertaken to windows and roofs and improve the impact on energy consumption.		

MINERVA LEARNING TRUST

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Plans for Future Periods

The Trusts priorities are:

- to pursue excellence in everything that we do
- to deliver the highest levels of achievement for all our pupils by having an uncompromising drive and commitment to Outstanding teaching and learning
- to continue to drive financial efficiencies that will positively impact on the financial health and sustainability and place the Trust in a strong position for growth

Following this initial growth the Trust is now focussing on embedding systems and processes and ensuring financial health and efficiency. The period for 2020-21 will see the expansion of our Post 16 provision with the transfer of Chapeltown Academy into the Trust. Further planning for expansion is also ongoing into future periods.

Funds Held as Custodian Trustee on Behalf of Others

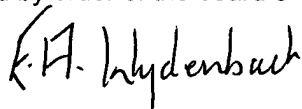
During the year the Trust did not act as custodian trustee.

Auditor

In so far as the Trustees are aware:

- there is no relevant audit information of which the charitable company's auditor is unaware; and
- the Trustees 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.

Approved by order of the board of Trustees on 8 December 2020 and signed on its behalf by:



E Wydenbach
Chair

MINERVA LEARNING TRUST

GOVERNANCE STATEMENT

FOR THE YEAR ENDED 31 AUGUST 2020

Scope of responsibility

As trustees we acknowledge we have overall responsibility for ensuring that Minerva Learning Trust has an effective and appropriate system of control, financial and otherwise. However, such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss.

The board of trustees has delegated the day-to-day responsibility to the Chief Executive Officer, as Accounting Officer, for ensuring financial controls conform with the requirements of both propriety and good financial management and in accordance with the requirements and responsibilities assigned to it in the funding agreement between Minerva Learning Trust and the Secretary of State for Education. The Accounting Officer is also responsible for reporting to the board of trustees any material weaknesses or breakdowns in internal control.

Governance

The information on governance included here supplements that described in the Trustees' Report and in the Statement of Trustees' Responsibilities. The board of trustees has formally met 6 times during the year. Attendance during the year at meetings of the board of trustees was as follows:

Trustees	Meetings attended	Out of possible
E Wydenbach (Chair)	6	6
K Aslam	4	6
D Burkinshaw	6	6
S Chew	6	6
I Robinson (Resigned 29 February 2020)	2	2
J McDonnell	5	6
G Bradley	6	6
J Crossley Holland	6	6
S Wild (Appointed 14 November 2019 and resigned 13 July 2020)	2	4
R Salt (Appointed 1 March 2020)	4	4

The Trust Board continues to develop its expertise to support the strategic work of the Trust. The board is continually self-evaluating its effectiveness lead by the Chairperson who is a National Leader of Governance. In addition, the Trustees commissioned an ICFP review, external MAT review and a School Resources Management Assistant Review in the prior year. The combination of these external reviews has allowed the Trust Board and executive team to focus on key priorities to further develop the Trust.

The finance and audit committee is a sub-committee of the Trust. Its purpose is to ensure the trust fulfils its statutory responsibilities in relation to the Academies Financial Handbook and Charities law and compliance to the Trust Funding Agreement. In addition it ensures internal controls are appropriate and that assurance can be provided to the Accounting Officer that they meet with the required standards of regularity, propriety and compliance. The committee receives financial performance information with appropriate challenge to the executive team to ensure the Trust continues to be financially sustainable.

MINERVA LEARNING TRUST

GOVERNANCE STATEMENT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Attendance at meetings in the year was as follows:

Trustees	Meetings attended	Out of possible
E Wydenbach (Chair)	2	2
K Aslam	2	2
D Burkinshaw	2	2
I Robinson (Resigned 29 February 2020)	0	1
J McDonnell	2	4
S Wild (Appointed 14 November 2019 and resigned 13 July 2020)	0	1
R Salt (Appointed 1 March 2020)	1	1

Review of value for money

As Accounting Officer, the Chief Executive Officer has responsibility for ensuring that the Trust delivers good value in the use of public resources. The accounting officer understands that value for money refers to the educational and wider societal outcomes achieved in return for the taxpayer resources received.

The Accounting Officer considers how the trust's use of its resources has provided good value for money during each academic year, and reports to the board of Trustees where value for money can be improved, including the use of benchmarking data where available. The Accounting Officer for the academy trust has delivered improved value for money during the year by:

- centralising the core functions of financial and human resource management together with procurement and contract management and implementing standard approaches to working to create efficiencies and effective ways of working.
- review of curriculum and finances and development of financial action and recovery plans and, reviewing school level budgets to identify further potential for efficiency savings.
- implementing a procurement strategy that allows for the review of purchasing activities, contracts management and opportunities to re-broker to maximise value for money.
- standardising approaches to school improvement across the expanded trust supported by the employment of a dedicated School Improvement team to develop and drive consistency and improvement across our schools.
- continuing to develop and implement strategies which meet the individual needs of disadvantaged pupils and enable schools within the trust to close their achievement gap and target our Pupil Premium funding effectively.
- embedding quality data tracking systems to track the progress of pupils and different categories of pupil such as disadvantaged, most able, English as a second language etc. This enables targeted intervention and additional learning sessions to be provided to those groups or individuals at risk of not achieving their potential, thereby improving educational outcomes
- reviewing system needs and implementing more efficient and effective financial systems that meet the changing and growing needs of the trust.
- Review of the central service offer of the trust.

During the reporting period the trust has been impacted by the Covid-19 pandemic in relation to achieving value for money:

- opportunities for income generation has been significantly impacted.
- review of key contracts that form part of the trust procurement and contracts action plan have not been possible.
- Schools have incurred costs during the period of lockdown and recovery however, in some instances have not been eligible to recover the costs under the reclaims schemes.
- where contracts for services are in place the Trust has continued to make payments in line with Procurement Policy Notices and, prompt payment of suppliers has continued to support the supply chain.
- the continuation of salary payments to casual workers has continued based on estimated time that the individuals would have worked under normal working arrangements.

MINERVA LEARNING TRUST

GOVERNANCE STATEMENT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

The purpose of the system of internal control

The system of internal control is designed to manage risk to a reasonable level rather than to eliminate all risk of failure to achieve policies, aims and objectives. It can therefore only provide reasonable and not absolute assurance of effectiveness. The system of internal control is based on an on-going process designed to identify and prioritise the risks to the achievement of Trust policies, aims and objectives, to evaluate the likelihood of those risks being realised and the impact should they be realised, and to manage them efficiently, effectively and economically. The system of internal control has been in place in Minerva Learning Trust for the period 1 September 2019 to 31 August 2020 and up to the date of approval of the annual report and accounts.

Capacity to handle risk

The board of trustees has reviewed the key risks to which the Trust is exposed together with the operating, financial and compliance controls that have been implemented to mitigate those risks. The board of trustees is of the view that there is a formal ongoing process for identifying, evaluating and managing the Trust's significant risks that has been in place for the period 1 September 2019 to 31 August 2020 and up to the date of approval of the annual report and accounts. This process is regularly reviewed by the board of trustees.

The risk and control framework

The Trust's system of internal financial control is based on a framework of regular management information and administrative procedures including the segregation of duties and a system of delegation and accountability. In particular, it includes:

- comprehensive budgeting and monitoring systems with an annual budget and periodic financial reports which are reviewed and agreed by the board of trustees;
- regular reviews by the finance and general purposes committee of reports which indicate financial performance against the forecasts and of major purchase plans, capital works and expenditure programmes;
- setting targets to measure financial and other performance;
- clearly defined purchasing (asset purchase or capital investment) guidelines;
- identification and management of risks.

The board of Trustees has considered the need for a specific internal audit function and has decided to appoint a separate external accountant to undertake the internal audit function for 2020/21.

The internal auditors role includes giving advice on financial matters and performing a range of checks on the academy trust's financial systems. On a termly basis, the internal auditor reports to the board of Trustees on the operation of the systems of control and on the discharge of the board of Trustees' financial responsibilities.

In particular the checks carried out in the current period would have included:

- testing of payroll systems
- testing of purchase systems
- testing of control account/ bank reconciliations

The Finance and Audit Committee would have reviewed the reports received from the internal auditors covering the above areas and any material errors emerging from the work.

During the reporting period the appointed internal auditor resigned in advance of the planned internal audit shortly followed by the Covid-19 pandemic lockdown. This has significantly impacted the Trust's ability to fulfil the internal audit requirements during the period. However, the trust has appointed a new internal auditor and has a revised plan for 2020/21.

MINERVA LEARNING TRUST

GOVERNANCE STATEMENT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Review of effectiveness

As Accounting Officer, the Chief Executive Officer has responsibility for reviewing the effectiveness of the system of internal control. During the year in question the review has been informed by:

- the work of the external auditor;
- the financial management and governance self-assessment process or the school resource management self-assessment tool;
- the work of the executive leaders within the Trust who have responsibility for the development and maintenance of the internal control framework.

The Accounting Officer has been advised of the implications of the result of their review of the system of internal control by the finance and audit committee and a plan to address weaknesses and ensure continuous improvement of the system is in place.

Approved by order of the board of trustees on 08 December 2020 and signed on its behalf by:



E Wydenbach
Chair



B Matthews
Accounting Officer

MINERVA LEARNING TRUST

STATEMENT OF REGULARITY, PROPRIETY AND COMPLIANCE

FOR THE YEAR ENDED 31 AUGUST 2020

As Accounting Officer of Minerva Learning Trust, I have considered my responsibility to notify the Trust board of trustees and the Education and Skills Funding Agency (ESFA) of material irregularity, impropriety and non-compliance with terms and conditions of all funding received by the academy trust, under the funding agreement in place between the Trust and the Secretary of State for Education. As part of my consideration I have had due regard to the requirements of the Academies Financial Handbook 2019.

I confirm that I and the Trust's board of trustees are able to identify any material irregular or improper use of funds by the Trust, or material non-compliance with the terms and conditions of funding under the Trust's funding agreement and the Academies Financial Handbook 2019.

I confirm that no instances of material irregularity, impropriety or funding non-compliance have been discovered to date. If any instances are identified after the date of this statement, these will be notified to the board of trustees and ESFA.



B Matthews
Accounting Officer

08 December 2020

MINERVA LEARNING TRUST

STATEMENT OF TRUSTEES' RESPONSIBILITIES

FOR THE YEAR ENDED 31 AUGUST 2020

The trustees (who are also the directors of Minerva Learning Trust for the purposes of company law) are responsible for preparing the trustees' report and the accounts in accordance with the Academies Accounts Direction 2019 to 2020 published by the Education and Skills Funding Agency, United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) and applicable law and regulations.

Company law requires the trustees to prepare accounts for each financial year. Under company law, the trustees must not approve the accounts unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of its incoming resources and application of resources, including its income and expenditure, for that period.

In preparing these accounts, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP 2019 and the Academies Accounts Direction 2019 to 2020;
- make judgements and accounting 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 accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the charitable company will continue in business.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions and disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the accounts comply with the Companies Act 2006. 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.

The trustees are responsible for ensuring that in its conduct and operation the charitable company applies financial and other controls, which conform with the requirements both of propriety and of good financial management. They are also responsible for ensuring that grants received from ESFA/DfE have been applied for the purposes intended.

The trustees are responsible for the maintenance and integrity of the corporate and financial information included on the charitable company's website. Legislation in the United Kingdom governing the preparation and dissemination of accounts may differ from legislation in other jurisdictions.

Approved by order of the members of the board of trustees on 08 December 2020 and signed on its behalf by:



E Wydenbach
Chair

MINERVA LEARNING TRUST

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MINERVA LEARNING TRUST

FOR THE YEAR ENDED 31 AUGUST 2020

Opinion

We have audited the accounts of Minerva Learning Trust for the year ended 31 August 2020 which comprise the statement of financial activities, the balance sheet, the statement of cash flows and the notes to the accounts, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice), the Charities SORP 2019 and the Academies Accounts Direction 2019 to 2020 issued by the Education and Skills Funding Agency.

In our opinion the accounts:

- give a true and fair view of the state of the charitable company's affairs as at 31 August 2020 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006; and
- have been prepared in accordance with the Charities SORP 2019 and the Academies Accounts Direction 2019 to 2020.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the accounts' section of our report. We are independent of the Trust in accordance with the ethical requirements that are relevant to our audit of the accounts in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the trustees' use of the going concern basis of accounting in the preparation of the accounts is not appropriate; or
- the trustees have not disclosed in the accounts any identified material uncertainties that may cast significant doubt about the Trust's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the accounts are authorised for issue.

Other information

The trustees are responsible for the other information, which comprises the information included in the annual report other than the accounts and our auditor's report thereon. Our opinion on the accounts does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the accounts, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the accounts or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the accounts or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

MINERVA LEARNING TRUST

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MINERVA LEARNING TRUST (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' report including the incorporated strategic report for the financial year for which the accounts are prepared is consistent with the accounts; and
- the trustees' report including the incorporated strategic report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Trust and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees' report, including the incorporated strategic report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the accounts are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees

As explained more fully in the statement of trustees' responsibilities, the trustees are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of accounts that are free from material misstatement, whether due to fraud or error.

In preparing the accounts, the trustees are responsible for assessing the Trust's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the accounts

Our objectives are to obtain reasonable assurance about whether the accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these accounts.

A further description of our responsibilities for the audit of the accounts is located on the Financial Reporting Council's website at: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

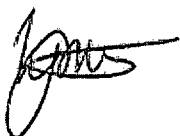
MINERVA LEARNING TRUST

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MINERVA LEARNING TRUST (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Hannah Jones (Senior Statutory Auditor)
for and on behalf of Hart Shaw LLP

11 January 2021

Chartered Accountants
Statutory Auditor

Europa Link
Sheffield Business Park
Sheffield
S9 1XU

MINERVA LEARNING TRUST

INDEPENDENT REPORTING ACCOUNTANT'S ASSURANCE REPORT ON REGULARITY TO MINERVA LEARNING TRUST AND THE EDUCATION AND SKILLS FUNDING AGENCY

FOR THE YEAR ENDED 31 AUGUST 2020

In accordance with the terms of our engagement letter and further to the requirements of the Education and Skills Funding Agency (ESFA) as included in the Academies Accounts Direction 2019 to 2020, we have carried out an engagement to obtain limited assurance about whether the expenditure disbursed and income received by Minerva Learning Trust during the period 1 September 2019 to 31 August 2020 have been applied to the purposes identified by Parliament and the financial transactions conform to the authorities which govern them.

This report is made solely to Minerva Learning Trust and ESFA in accordance with the terms of our engagement letter. Our work has been undertaken so that we might state to the Minerva Learning Trust and ESFA those matters we are required to state in a report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Minerva Learning Trust and ESFA, for our work, for this report, or for the conclusion we have formed.

Respective responsibilities of Minerva Learning Trust's accounting officer and the reporting accountant

The accounting officer is responsible, under the requirements of Minerva Learning Trust's funding agreement with the Secretary of State for Education dated 1 July 2014 and the Academies Financial Handbook, extant from 1 September 2019, for ensuring that expenditure disbursed and income received is applied for the purposes intended by Parliament and the financial transactions conform to the authorities which govern them.

Our responsibilities for this engagement are established in the United Kingdom by our profession's ethical guidance, and are to obtain limited assurance and report in accordance with our engagement letter and the requirements of the Academies Accounts Direction 2019 to 2020. We report to you whether anything has come to our attention in carrying out our work which suggests that in all material respects, expenditure disbursed and income received during the period 1 September 2019 to 31 August 2020 have not been applied to purposes intended by Parliament or that the financial transactions do not conform to the authorities which govern them.

Approach

We conducted our engagement in accordance with the Academies Accounts Direction 2019 to 2020 issued by ESFA. We performed a limited assurance engagement as defined in our engagement letter.

The objective of a limited assurance engagement is to perform such procedures as to obtain information and explanations in order to provide us with sufficient appropriate evidence to express a negative conclusion on regularity.

A limited assurance engagement is more limited in scope than a reasonable assurance engagement and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in a reasonable assurance engagement. Accordingly, we do not express a positive opinion.

Our engagement includes examination, on a test basis, of evidence relevant to the regularity and propriety of the Trust's income and expenditure.

The work undertaken to draw our conclusion includes:

- the review for any transactions requiring prior approval from the Secretary of State and ensuring approval has been received where required;
- confirming that the academy trust has not sought borrowings that contravene 3.4 of the Handbook;
- reviewing for connected party transactions and ensuring the academy has complied with section 3.2 of the Handbook;
- reviewing committee meeting minutes for indications of irregular transactions; and
- carrying out systems and controls testing and considering effectiveness of such controls.

MINERVA LEARNING TRUST

INDEPENDENT REPORTING ACCOUNTANT'S ASSURANCE REPORT ON REGULARITY TO MINERVA LEARNING TRUST AND THE EDUCATION AND SKILLS FUNDING AGENCY (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

Conclusion

In the course of our work, nothing has come to our attention which suggests that in all material respects the expenditure disbursed and income received during the period 1 September 2019 to 31 August 2020 has not been applied to purposes intended by Parliament and the financial transactions do not conform to the authorities which govern them.



Reporting Accountant
Hart Shaw LLP

Dated: 11 January 2021

MINERVA LEARNING TRUST

STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31 AUGUST 2020

		Unrestricted funds	Restricted funds:		Total 2020	Total 2019 as restated
	Notes	£	General	Fixed asset	£	£
Income and endowments from:						
Donations and capital grants	3	6,287	16,601	338,081	360,969	685,493
Charitable activities:						
- Funding for educational operations	4	501,376	28,008,233	-	28,509,609	27,039,149
Other trading activities	5	108,860	-	-	108,860	223,230
Investments	6	5,745	-	-	5,745	2,325
Total		622,268	28,024,834	338,081	28,985,183	27,950,197
Expenditure on:						
Raising funds	7	186,099	-	-	186,099	709,859
Charitable activities:						
- Educational operations	9	539,934	27,516,046	1,294,579	29,350,559	28,459,960
Total	7	726,033	27,516,046	1,294,579	29,536,658	29,169,819
Net income/(expenditure)		(103,765)	508,788	(956,498)	(551,475)	(1,219,622)
Other recognised gains/(losses)						
Actuarial losses on defined benefit pension schemes	19	-	(818,000)	-	(818,000)	(3,400,000)
Net movement in funds		(103,765)	(309,212)	(956,498)	(1,369,475)	(4,619,622)
Reconciliation of funds						
Total funds brought forward		2,063,710	(13,422,333)	68,434,676	57,076,053	61,695,675
Total funds carried forward		1,959,945	(13,731,545)	67,478,178	55,706,578	57,076,053

MINERVA LEARNING TRUST

STATEMENT OF FINANCIAL ACTIVITIES (CONTINUED) INCLUDING INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31 AUGUST 2020

Comparative year information Year ended 31 August 2019 As restated		Unrestricted funds	Restricted funds: General Fixed asset		Total 2019 as restated
	Notes	£	£	£	£
Income and endowments from:					
Donations and capital grants	3	-	19,045	666,448	685,493
Charitable activities:					
- Funding for educational operations	4	905,212	26,133,937	-	27,039,149
Other trading activities	5	223,230	-	-	223,230
Investments	6	2,325	-	-	2,325
Total		<u>1,130,767</u>	<u>26,152,982</u>	<u>666,448</u>	<u>27,950,197</u>
Expenditure on:					
Raising funds	7	709,376	483	-	709,859
Charitable activities:					
- Educational operations	9	160,857	27,084,360	1,214,743	28,459,960
Total	7	<u>870,233</u>	<u>27,084,843</u>	<u>1,214,743</u>	<u>29,169,819</u>
Net income/(expenditure)		260,534	(931,861)	(548,295)	(1,219,622)
Other recognised gains/(losses)					
Actuarial losses on defined benefit pension schemes	19	-	(3,400,000)	-	(3,400,000)
Net movement in funds		260,534	(4,331,861)	(548,295)	(4,619,622)
Reconciliation of funds					
Total funds brought forward		1,803,176	(9,090,472)	68,982,971	61,695,675
Total funds carried forward		<u>2,063,710</u>	<u>(13,422,333)</u>	<u>68,434,676</u>	<u>57,076,053</u>

An explanation of the restatement is detailed in note 26.

MINERVA LEARNING TRUST

BALANCE SHEET

AS AT 31 AUGUST 2020

		2020		2019 as restated	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	13		67,340,682		68,095,105
Current assets					
Debtors	14	792,818		619,140	
Cash at bank and in hand		4,256,073		3,250,231	
		<u>5,048,891</u>		<u>3,869,371</u>	
Current liabilities					
Creditors: amounts falling due within one year	15	(1,606,995)		(1,394,423)	
Net current assets			3,441,896		2,474,948
Net assets excluding pension liability			70,782,578		70,570,053
Defined benefit pension scheme liability	19		(15,076,000)		(13,494,000)
Total net assets			<u>55,706,578</u>		<u>57,076,053</u>
Funds of the Trust:					
Restricted funds	17				
- Fixed asset funds			67,478,178		68,434,676
- Restricted income funds			1,344,455		71,667
- Pension reserve			(15,076,000)		(13,494,000)
Total restricted funds			<u>53,746,633</u>		<u>55,012,343</u>
Unrestricted income funds	17		1,959,945		2,063,710
Total funds			<u>55,706,578</u>		<u>57,076,053</u>

The accounts on pages 25 to 50 were approved by the trustees and authorised for issue on 08 December 2020 and are signed on their behalf by:

E. H. Wydenbach

E Wydenbach
Chair

Company Number 09200332

MINERVA LEARNING TRUST

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 AUGUST 2020

		2020	2019
	Notes	£	as restated £
Cash flows from operating activities			
Net cash provided by operating activities	20	1,596,308	533,477
Cash flows from investing activities			
Dividends, interest and rents from investments		5,745	2,325
Capital grants from DfE Group		318,721	666,448
Capital funding received from sponsors and others		19,360	-
Purchase of tangible fixed assets		(934,292)	(807,165)
Net cash used in investing activities		(590,466)	(138,392)
Net increase in cash and cash equivalents in the reporting period		1,005,842	395,085
Cash and cash equivalents at beginning of the year		3,250,231	2,855,146
Cash and cash equivalents at end of the year		4,256,073	3,250,231

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 AUGUST 2020

1 Accounting policies

Minerva Learning Trust is a charitable company. The address of its principal place of business is given on page 1 and the nature of its operations are set out in the trustees' report.

A summary of the principal accounting policies adopted (which have been applied consistently, except where noted), judgements and key sources of estimation uncertainty, is set out below.

1.1 Basis of preparation

The accounts of the Trust, which is a public benefit entity under FRS 102, have been prepared under the historical cost convention in accordance with the Financial Reporting Standard Applicable in the UK and Republic of Ireland (FRS 102), 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)), the Academies Accounts Direction 2019 to 2020 issued by ESFA, the Charities Act 2011 and the Companies Act 2006.

Minerva Learning Trust meets the definition of a public benefit entity under FRS102.

1.2 Going concern

The trustees assess whether the use of going concern is appropriate, ie whether there are any material uncertainties related to events or conditions that may cast significant doubt on the ability of the charitable company to continue as a going concern. The trustees make this assessment in respect of a period of at least one year from the date of authorisation for issue of the accounts and have concluded that the Trust has adequate resources to continue in operational existence for the foreseeable future and there are no material uncertainties about the Trust's ability to continue as a going concern. Thus they continue to adopt the going concern basis of accounting in preparing the accounts.

1.3 Income

All incoming resources are recognised when the Trust has entitlement to the funds, the receipt is probable and the amount can be measured reliably.

Grants

Grants are included in the statement of financial activities on a receivable basis. The balance of income received for specific purposes but not expended during the period is shown in the relevant funds on the balance sheet. Where income is received in advance of meeting any performance-related conditions there is not unconditional entitlement to the income and its recognition is deferred and included in creditors as deferred income until the performance-related conditions are met. Where entitlement occurs before income is received, the income is accrued.

General Annual Grant is recognised in full in the statement of financial activities in the period for which it is receivable, and any abatement in respect of the period is deducted from income and recognised as a liability.

Capital grants are recognised in full when there is an unconditional entitlement to the grant. Unspent amounts of capital grants are reflected in the balance sheet in the restricted fixed asset fund. Capital grants are recognised when there is entitlement and are not deferred over the life of the asset on which they are expended.

Donations

Donations are recognised on a receivable basis (where there are no performance-related conditions) where the receipt is probable and the amount can be reliably measured.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

1 Accounting policies

(Continued)

Other income

Other income, including the hire of facilities, is recognised in the period it is receivable and to the extent the Trust has provided the goods or services.

1.4 Expenditure

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement, and the amount of the obligation can be measured reliably.

Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges are allocated on the portion of the asset's use.

All resources expended are inclusive of irrecoverable VAT.

Expenditure on raising funds

This includes all expenditure incurred by the Trust to raise funds for its charitable purposes and includes costs of all fundraising activities events and non-charitable trading.

Charitable activities

These are costs incurred on the Trust's educational operations, including support costs and costs relating to the governance of the Trust apportioned to charitable activities.

Governance costs

These include the costs attributable to the Trust's compliance with constitutional and statutory requirements, including audit, strategic management, trustees' meetings and reimbursed expenses.

1.5 Tangible fixed assets and depreciation

Assets costing £5,000 or more are capitalised as tangible fixed assets and are carried at cost, net of depreciation and any provision for impairment.

Where tangible fixed assets have been acquired with the aid of specific grants, either from the government or from the private sector, they are included in the balance sheet at cost and depreciated over their expected useful economic life. Where there are specific conditions attached to the funding that require the continued use of the asset, the related grants are credited to a restricted fixed asset fund in the statement of financial activities and carried forward in the balance sheet. Depreciation on the relevant assets is charged directly to the restricted fixed asset fund in the statement of financial activities. Where tangible fixed assets have been acquired with unrestricted funds, depreciation on such assets is charged to the unrestricted fund.

Depreciation is provided on all tangible fixed assets other than freehold land, at rates calculated to write off the cost of each asset on a straight-line or reducing balance basis over its expected useful life, as follows:

Leasehold land and buildings	2% straight line
Plant & machinery	20% straight line
Computer equipment	20% straight line
Fixtures, fittings & equipment	10% straight line
Motor vehicles	25% reducing balance

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

1 Accounting policies

(Continued)

A review for impairment of a fixed asset is carried out if events or changes in circumstances indicate that the carrying value of any fixed asset may not be recoverable. Shortfalls between the carrying value of fixed assets and their recoverable amounts are recognised as impairments. Impairment losses are recognised in the statement of financial activities.

1.6 Liabilities

Liabilities are recognised when there is an obligation at the balance sheet date as a result of a past event, it is probable that a transfer of economic benefit will be required in settlement, and the amount of the settlement can be estimated reliably. Liabilities are recognised at the amount that the Trust anticipates it will pay to settle the debt or the amount it has received as advanced payments for the goods or services it must provide.

1.7 Leased assets

Rentals payable under operating leases are charged against income on a straight-line basis over the period of the lease.

1.8 Financial instruments

The Trust only holds basic financial instruments as defined in FRS 102. The financial assets and financial liabilities of the Trust and their measurement basis are as follows.

Financial assets

Trade and other debtors are basic financial instruments and are debt instruments measured at amortised cost. Prepayments are not financial instruments.

Cash at bank is classified as a basic financial instrument and is measured at face value.

Financial liabilities

Trade creditors, accruals and other creditors are financial instruments, and are measured at amortised cost. Taxation and social security are not included in the financial instruments disclosure definition.

Deferred income is not deemed to be a financial liability, as the cash settlement has already taken place and there is an obligation to deliver services rather than cash or another financial instrument.

1.9 Taxation

The Trust is considered to pass the tests set out in Paragraph 1 Schedule 6 of the Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the Trust is potentially exempt from taxation in respect of income or capital gains received within categories covered by chapter 3 part 11 of the Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

1.10 Pensions benefits

Retirement benefits to employees of the Trust are provided by the Teachers' Pension Scheme ('TPS') and the Local Government Pension Scheme ('LGPS'). These are defined benefit schemes and the assets are held separately from those of the Trust.

The TPS is an unfunded scheme and contributions are calculated to spread the cost of pensions over employees' working lives with the Trust in such a way that the pension cost is a substantially level percentage of current and future pensionable payroll. The contributions are determined by the Government Actuary based on quadrennial valuations using a prospective unit credit method. The TPS is an unfunded multi-employer scheme with no underlying assets to assign between employers. Consequently, the TPS is treated as a defined contribution scheme for accounting purposes and the contributions are recognised in the period to which they relate.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

1 Accounting policies

(Continued)

The LGPS is a funded multi-employer scheme and the assets are held separately from those of the Trust in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent term and currency to the liabilities. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date. The amounts charged to net income or expenditure are the current service costs and the costs of scheme introductions, benefit changes, settlements and curtailments. They are included as part of staff costs as incurred. Net interest on the net defined benefit liability/asset is also recognised in the statement of financial activities and comprises the interest cost on the defined benefit obligation and interest income on the scheme assets, calculated by multiplying the fair value of the scheme assets at the beginning of the period by the rate used to discount the benefit obligations. The difference between the interest income on the scheme assets and the actual return on the scheme assets is recognised in other recognised gains and losses. Actuarial gains and losses are recognised immediately in other recognised gains and losses.

1.11 Fund accounting

Unrestricted income funds represent those resources which may be used towards meeting any of the charitable objects of the Trust at the discretion of the trustees.

Restricted fixed asset funds are resources which are to be applied to specific capital purposes imposed by funders where the asset acquired or created is held for a specific purpose.

Restricted general funds comprise all other restricted funds received with restrictions imposed by the funder/donor and include grants from the Department for Education Group.

2 Critical accounting estimates and areas of judgement

Accounting estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical accounting estimates and assumptions

The Trust makes estimates and assumptions concerning the future. The resulting accounting estimates and assumptions will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

The present value of the Local Government Pension Scheme defined benefit liability depends on a number of factors that are determined on an actuarial basis using a variety of assumptions. The assumptions used in determining the net cost or income for pensions include the discount rate. Any changes in these assumptions, which are disclosed in note 19, will impact the carrying amount of the pension liability. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2016 has been used by the actuary in valuing the pensions liability at 31 August 2020. Any differences between the figures derived from the roll forward approach and a full actuarial valuation would impact on the carrying amount of the pension liability.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

3 Donations and capital grants

	Unrestricted funds £	Restricted funds £	Total 2020 £	Total 2019 £
Capital grants	-	338,081	338,081	666,448
Other donations	6,287	16,601	22,888	19,045
	<u>6,287</u>	<u>354,682</u>	<u>360,969</u>	<u>685,493</u>

4 Funding for the Trust's educational operations - as restated

	Unrestricted funds £	Restricted funds £	Total 2020 £	Total 2019 as restated £
DfE / ESFA grants				
General annual grant (GAG)	-	24,989,672	24,989,672	24,236,841
Other DfE group grants	-	2,890,273	2,890,273	1,635,445
	<u>-</u>	<u>27,879,945</u>	<u>27,879,945</u>	<u>25,872,286</u>
Other government grants				
Local authority grants	-	122,258	122,258	249,930
	<u>-</u>	<u>122,258</u>	<u>122,258</u>	<u>249,930</u>
Other funding				
Other incoming resources	501,376	6,030	507,406	916,933
	<u>501,376</u>	<u>6,030</u>	<u>507,406</u>	<u>916,933</u>
Total funding	<u>501,376</u>	<u>28,008,233</u>	<u>28,509,609</u>	<u>27,039,149</u>

An explanation of the presentational restatement is detailed in note 26.

5 Other trading activities - as restated

	Unrestricted funds £	Restricted funds £	Total 2020 £	Total 2019 as restated £
Hire of facilities	108,860	-	108,860	223,230
	<u>108,860</u>	<u>-</u>	<u>108,860</u>	<u>223,230</u>

An explanation of the presentational restatement is detailed in note 26.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

6 Investment income

	Unrestricted funds £	Restricted funds £	Total 2020 £	Total 2019 £
Short term deposits	5,745	-	5,745	2,325

7 Expenditure

	Staff costs £	Non-pay expenditure Premises £	Other £	Total 2020 £	Total 2019 £
Expenditure on raising funds					
- Direct costs	164,585	-	21,514	186,099	709,859
Academy's educational operations					
- Direct costs	18,483,540	1,140,323	1,493,604	21,117,467	19,280,657
- Allocated support costs	4,427,255	2,496,760	1,309,077	8,233,092	9,179,303
	<u>23,075,380</u>	<u>3,637,083</u>	<u>2,824,195</u>	<u>29,536,658</u>	<u>29,169,819</u>

Net income/(expenditure) for the year includes:

	2020 £	2019 £
Fees payable to auditor for:		
- Audit	15,000	15,000
- Other services	8,700	8,263
Operating lease rentals	1,275,951	1,199,876
Depreciation of tangible fixed assets	1,292,987	1,207,622
Loss on disposal of fixed assets	1,592	7,121
Net interest on defined benefit pension liability	235,000	259,000

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2020

8 Central services

The Trust has provided the following central services to its academies during the year:

- HR consultancy & support;
- Financial systems & services;
- Legal services;
- School Improvement;
- Network groups;
- Quality assurance & audit;
- Safeguarding;
- Policy development;
- Capital improvement application;
- Risk management & insurance;
- GDPR & DPO;
- Health and safety;
- Apprenticeship levy;
- Governance reviews;
- Payroll and pension service.

The Trust charges for these services on the following basis:

- 5% flat rate of income

The amounts charged during the year were as follows:

	2020 £	2019 £
Handsworth Grange Community Sports College	253,986	148,692
Stocksbridge High School	192,034	129,891
Ecclesfield School	398,228	308,267
High Storrs School	373,462	211,377
	<u>1,217,710</u>	<u>798,227</u>

9 Charitable activities

	Unrestricted funds £	Restricted funds £	Total 2020 £	Total 2019 £
Direct costs				
Educational operations	259,045	20,858,422	21,117,467	19,280,657
Support costs				
Educational operations	280,889	7,952,203	8,233,092	9,179,303
	<u>539,934</u>	<u>28,810,625</u>	<u>29,350,559</u>	<u>28,459,960</u>

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

9 Charitable activities

(Continued)

	2020 £	2019 £
Analysis of support costs		
Support staff costs	4,466,557	4,260,520
Depreciation	154,256	1,214,743
Technology costs	343,634	327,543
Premises costs	2,342,504	2,389,260
Other support costs	893,936	968,795
Governance costs	32,205	18,442
	<u>8,233,092</u>	<u>9,179,303</u>

10 Staff

Staff costs

Staff costs during the year were:

	2020 £	2019 £
Wages and salaries	16,496,727	16,277,516
Social security costs	1,730,993	1,664,562
Pension costs	4,346,943	3,579,473
	<u>22,574,663</u>	<u>21,521,551</u>
Staff costs - employees	22,574,663	21,521,551
Agency staff costs	428,213	478,636
Staff restructuring costs	72,504	88,236
	<u>23,075,380</u>	<u>22,088,423</u>
Staff development and other staff costs	129,121	103,331
	<u>23,204,501</u>	<u>22,191,754</u>

Staff restructuring costs comprise:

Redundancy payments	54,850	7,702
Severance payments	17,654	69,534
Other restructuring costs	-	11,000
	<u>72,504</u>	<u>88,236</u>

Non statutory/non-contractual staff severance payments

Included in staff restructuring costs are non-statutory/non-contractual severance payments totalling £4,000 (2019: £69,534). This was paid to one individual (2019: 3).

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2020

10 Staff

(Continued)

Staff numbers

The average number of persons employed by the Trust during the year was as follows:

	2020 Number	2019 Number
Teachers	312	345
Administration and support	256	274
Management	26	34
	<u>594</u>	<u>653</u>

The number of persons employed, expressed as a full time equivalent, was as follows; Teachers - 279 (2019: 302), Administration and support - 182 (2019: 176) and Management - 25 (2019: 31).

Higher paid staff

The number of employees whose employee benefits (excluding employer pension costs) exceeded £60,000 was:

	2020 Number	2019 Number
£60,001 - £70,000	6	3
£70,001 - £80,000	3	4
£80,001 - £90,000	2	1
£90,001 - £100,000	-	1
£100,000 +	2	2
	<u>13</u>	<u>11</u>

Key management personnel

The key management personnel of the Trust comprise the trustees and the senior management team as listed on page 1. The total amount of employee benefits (including employer pension contributions and employer national insurance contributions) received by key management personnel for their services to the Trust was £316,583 (2019: £437,248).

11 Trustees' remuneration and expenses

None of the trustees received any remuneration or benefits in the year. Subsistence payments of £265 were received during the year (2019: Nil).

12 Insurance for trustees and officers

In accordance with normal commercial practice, the Trust has purchased insurance to protect trustees and officers from claims arising from negligent acts, errors or omissions occurring whilst on Trust business. The insurance provides cover up to £5,000,000 on any one claim. The cost of this insurance is included in the total insurance cost and is purchased as one policy so cannot be reasonably separated to show the cost of the officers insurance cost.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

13 Tangible fixed assets

	Leasehold land and buildings	Plant & machinery	Computer equipment	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£	£	£
Cost						
At 1 September 2019	69,786,704	-	686,868	653,938	10,275	71,137,785
Additions	388,159	9,767	137,537	19,903	-	555,366
Disposals	-	-	-	(17,160)	-	(17,160)
At 31 August 2020	70,174,863	9,767	824,405	656,681	10,275	71,675,991
Depreciation						
At 1 September 2019	2,387,867	-	451,303	199,497	4,013	3,042,680
On disposals	-	-	-	(358)	-	(358)
Charge for the year	1,140,322	-	85,040	66,063	1,562	1,292,987
At 31 August 2020	3,528,189	-	536,343	265,202	5,575	4,335,309
Net book value						
At 31 August 2020	66,646,674	9,767	288,062	391,479	4,700	67,340,682
At 31 August 2019	67,398,837	-	235,565	454,441	6,262	68,095,105

Included within land and buildings is an amount of £15,424,450 (2019: £15,424,450) in respect of land which is not depreciated.

14 Debtors

	2020 £	2019 £
Trade debtors	85,489	45,097
VAT recoverable	118,093	132,827
Other debtors	-	2,031
Prepayments and accrued income	589,236	439,185
	<u>792,818</u>	<u>619,140</u>

15 Creditors: amounts falling due within one year

	2020 £	2019 £
Trade creditors	3,000	245,319
Other taxation and social security	386,549	398,814
Other creditors	412,730	239,866
Accruals and deferred income	804,716	510,424
	<u>1,606,995</u>	<u>1,394,423</u>

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

16 Deferred income

	2020 £	2019 £
Deferred income is included within:		
Creditors due within one year	190,825	169,986
Deferred income at 1 September 2019	169,986	156,217
Released from previous years	(169,986)	(156,217)
Resources deferred in the year	190,825	169,986
Deferred income at 31 August 2020	190,825	169,986

At the balance sheet date the academy was holding funds received in advance for the 2020/21 academic year of £101,597 for school trip income, £51,206 for rates relief, £868 for dinner money refunds, £18,312 for Academies Bursary funding, £13,833 for SGO grant funding for April 20 - March 21 and £4,958 for Equalities and Diversity in Leadership funding which has remained unspent and is due to be repaid.

17 Funds

	Balance at 1 September 2019 £	Income £	Expenditure £	Gains, losses and transfers £	Balance at 31 August 2020 £
Restricted general funds					
General Annual Grant (GAG)	-	24,989,672	(23,645,217)	-	1,344,455
Other DfE / ESFA grants	-	2,890,273	(2,890,273)	-	-
Other government grants	71,667	122,258	(193,925)	-	-
Other restricted funds	-	22,631	(22,631)	-	-
Pension reserve	(13,494,000)	-	(764,000)	(818,000)	(15,076,000)
	<u>(13,422,333)</u>	<u>28,024,834</u>	<u>(27,516,046)</u>	<u>(818,000)</u>	<u>(13,731,545)</u>
Restricted fixed asset funds					
Inherited on conversion	65,734,040	-	(1,171,825)	-	64,562,215
DfE group capital grants	2,635,184	338,081	(108,576)	-	2,864,689
Capital expenditure from GAG	65,452	-	(14,178)	-	51,274
	<u>68,434,676</u>	<u>338,081</u>	<u>(1,294,579)</u>	<u>-</u>	<u>67,478,178</u>
Total restricted funds	<u>55,012,343</u>	<u>28,362,915</u>	<u>(28,810,625)</u>	<u>(818,000)</u>	<u>53,746,633</u>
Unrestricted funds					
General funds	<u>2,063,710</u>	<u>622,268</u>	<u>(726,033)</u>	<u>-</u>	<u>1,959,945</u>
Total funds	<u>57,076,053</u>	<u>28,985,183</u>	<u>(29,536,658)</u>	<u>(818,000)</u>	<u>55,706,578</u>

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

17 Funds

(Continued)

The specific purposes for which the funds are to be applied are as follows:

General Annual Grant

The General Annual Grant (GAG) funds have been spent in line with the terms of the Master Funding Agreement. Under this funding agreement, the academy trust was not subject to a limit on the amount of GAG that it could carry forward at 31 August 2020.

Other DfE/ESFA grants

This includes Pupil Premium funding, Rates Relief, Teachers' Pay Grant (TPG), Teachers' Pension Employer Contribution Grant and 6th Form funding.

Pupil Premium is additional funding given to academies so that they can support their disadvantaged pupils and close the attainment gap between them and their peers.

Rates relief is given in respect of rates charged on non-domestic premises.

Teachers' Pay Grant provides funding for schools to support the teachers' pay award which came into effect 1 September 2018.

Teachers' Pension Employer Contribution Grant supports schools and local authorities with the cost of the increase in employer contributions to the teachers' pension scheme.

The 6th Form grants supports the education of 16-19 year olds.

Other government grants

This includes High Needs and Looked After Children funding.

The High Needs funding is to provide support and facilities for pupils with high needs.

Looked After Children is additional funding given to academies so that they can support their disadvantaged pupils and close the attainment gap between them and their peers.

Other restricted funds

This funding is from non government entities to help improve the trust further.

Unrestricted funds

Unrestricted funds includes income from educational trips and activities, cover for teachers, hire of facilities and funds generated from the provision of academy staff to other educational establishments. This also includes any unspent amounts from the surplus of funds prior to conversion.

Restricted fixed asset funds

Restricted fixed asset funds are used solely for capital purchases in line with the strategic objectives of the academy.

Pension reserve

The restricted pension fund is in deficit to the value of £15,076,000 as at 31 August 2020 (2019: £13,494,000). The Trustees will continue to monitor this situation closely.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

17 Funds

(Continued)

Comparative information in respect of the preceding period is as follows (as restated):

	Balance at 1 September 2018 £	Income £	Expenditure £	Gains, losses and transfers £	Balance at 31 August 2019 £
Restricted general funds					
General Annual Grant (GAG)	-	24,236,841	(24,236,841)	-	-
Start up grants	15,528	-	(15,528)	-	-
Other DfE / ESFA grants	-	1,635,445	(1,635,445)	-	-
Other government grants	-	249,930	(178,263)	-	71,667
Other restricted funds	-	30,766	(30,766)	-	-
Pension reserve	(9,106,000)	-	(988,000)	(3,400,000)	(13,494,000)
	<u>(9,090,472)</u>	<u>26,152,982</u>	<u>(27,084,843)</u>	<u>(3,400,000)</u>	<u>(13,422,333)</u>
Restricted fixed asset funds					
Transfer on conversion	66,852,417	-	(1,118,377)	-	65,734,040
DfE group capital grants	2,057,206	666,448	(88,470)	-	2,635,184
Capital expenditure from GAG	73,348	-	(7,896)	-	65,452
	<u>68,982,971</u>	<u>666,448</u>	<u>(1,214,743)</u>	<u>-</u>	<u>68,434,676</u>
Total restricted funds	<u>59,892,499</u>	<u>26,819,430</u>	<u>(28,299,586)</u>	<u>(3,400,000)</u>	<u>55,012,343</u>
Unrestricted funds					
General funds	<u>1,803,176</u>	<u>1,130,767</u>	<u>(870,233)</u>	<u>-</u>	<u>2,063,710</u>
Total funds	<u>61,695,675</u>	<u>27,950,197</u>	<u>(29,169,819)</u>	<u>(3,400,000)</u>	<u>57,076,053</u>

An explanation of the restatement is detailed in note 26.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

17 Funds

(Continued)

Total funds analysis by academy

	2020 £	2019 £
Fund balances at 31 August 2020 were allocated as follows:		
Handsworth Grange Community Sports College	28,860	(50,921)
Stocksbridge High School	11,159	(63,607)
Ecclesfield School	1,916,323	1,396,397
High Storrs School	1,132,465	646,878
Central services	215,593	206,630
Total before fixed assets fund and pension reserve	3,304,400	2,135,377
Restricted fixed asset fund	67,478,178	68,434,676
Pension reserve	(15,076,000)	(13,494,000)
Total funds	55,706,578	57,076,053

Total cost analysis by academy

Expenditure incurred by each academy during the year was as follows:

	Teaching and educational support staff £	Other support staff costs £	Educational supplies £	Other costs excluding depreciation £	Total 2020 £
Handsworth Grange Community Sports College	4,027,100	1,046,098	130,382	586,868	5,790,448
Stocksbridge High School	2,846,185	759,951	60,573	568,394	4,235,103
Ecclesfield School	5,702,593	1,067,091	146,681	2,164,864	9,081,229
High Storrs School	5,503,009	1,231,707	147,050	862,087	7,743,853
Central services	421,968	508,799	2,466	367,213	933,233
	18,500,855	4,613,646	487,152	4,549,426	28,151,079

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

17 Funds

(Continued)

Expenditure incurred by each academy during the previous year was as follows:

	Teaching and educational support staff	Other support staff costs	Educational supplies	Other costs excluding depreciation	Total 2019
	£	£	£	£	£
Handsworth Grange					
Community Sports College	3,990,119	1,047,089	340,308	522,591	5,900,107
Stocksbridge High school	2,863,715	744,452	336,550	456,692	4,401,409
Ecclesfield School	5,733,335	929,607	642,288	1,747,784	9,053,014
High Storrs School	5,188,574	1,132,800	653,928	768,665	7,743,967
Central services	286,431	313,632	2,313	296,203	898,579
	<u>18,062,174</u>	<u>4,167,580</u>	<u>1,975,387</u>	<u>3,791,935</u>	<u>27,997,076</u>

18 Analysis of net assets between funds

	Unrestricted Funds	Restricted funds:		Total Funds
	£	General	Fixed asset	£
		£	£	
Fund balances at 31 August 2020 are represented by:				
Tangible fixed assets	-	-	67,340,682	67,340,682
Current assets	1,959,945	2,909,171	179,775	5,048,891
Creditors falling due within one year	-	(1,564,716)	(42,279)	(1,606,995)
Defined benefit pension liability	-	(15,076,000)	-	(15,076,000)
Total net assets	<u>1,959,945</u>	<u>(13,731,545)</u>	<u>67,478,178</u>	<u>55,706,578</u>

	Unrestricted Funds	Restricted funds:		Total Funds
	£	General	Fixed asset	£
		£	£	
Fund balances at 31 August 2019 are represented by:				
Tangible fixed assets	-	-	68,095,105	68,095,105
Current assets	3,458,133	71,667	339,571	3,869,371
Creditors falling due within one year	(1,394,423)	-	-	(1,394,423)
Defined benefit pension liability	-	(13,494,000)	-	(13,494,000)
Total net assets	<u>2,063,710</u>	<u>(13,422,333)</u>	<u>68,434,676</u>	<u>57,076,053</u>

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

19 Pension and similar obligations

The Trust's employees belong to two principal pension schemes: the Teachers' Pension Scheme England and Wales (TPS) for academic and related staff; and the Local Government Pension Scheme (LGPS) for non-teaching staff, which is managed by South Yorkshire Pension Authority. Both are multi-employer defined benefit schemes.

The pension costs are assessed in accordance with the advice of independent qualified actuaries. The latest actuarial valuation of the TPS related to the period ended 31 March 2016, and that of the LGPS related to the period ended 31 March 2016.

Contributions amounting to £404,669 were payable to the schemes at 31 August 2020 (2019: £226,244) and are included within creditors.

Teachers' Pension Scheme

Introduction

The Teachers' Pension Scheme (TPS) is a statutory, contributory, defined benefit scheme, governed by the Teachers' Pension Scheme Regulations 2014. Membership is automatic for teachers in academies. All teachers have the option to opt out of the TPS following enrolment.

The TPS is an unfunded scheme to which both the member and employer makes contributions, as a percentage of salary. These contributions are credited to the Exchequer. Retirement and other pension benefits are paid by public funds provided by Parliament.

Valuation of the Teachers' Pension Scheme

The Government Actuary, using normal actuarial principles, conducts a formal actuarial review of the TPS in accordance with the Public Service Pensions (Valuations and Employer Cost Cap) Directions 2014 published by HM Treasury every 4 years. The aim of the review is to specify the level of future contributions. Actuarial scheme valuations are dependent on assumptions about the value of future costs, design of benefits and many other factors. The latest actuarial valuation of the TPS was carried out as at 31 March 2016. The valuation report was published by the Department for Education on 5 March 2019.

The key elements of the valuation and subsequent consultation are:

- employer contribution rates set at 23.68% of pensionable pay (including a 0.08% employer administration charge)
- total scheme liabilities (pensions currently in payment and the estimated cost of future benefits) for service to the effective date of £218,100 million, and notional assets (estimated future contributions together with the notional investments held at the valuation date) of £196,100 million giving a notional past service deficit of £22,000 million
- the SCAPE rate, set by HMT, is used to determine the notional investment return. The current SCAPE rate is 2.4% above the rate of CPI. The assumed real rate of return is 2.4% in excess of prices and 2% in excess of earnings. The rate of real earnings growth is assumed to be 2.2%. The assumed nominal rate of return including earnings growth is 4.45%.

The next valuation result is due to be implemented from 1 April 2023.

The employer's pension costs paid to the TPS in the period amounted to £2,870,991 (2019 as restated: £1,935,703). An explanation of the presentational restatement is detailed in note 26.

A copy of the valuation report and supporting documentation is on the Teachers' Pensions website.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

19 Pension and similar obligations

(Continued)

Under the definitions set out in FRS 102, the TPS is an unfunded multi-employer pension scheme. The Trust has accounted for its contributions to the scheme as if it were a defined contribution scheme. The Trust has set out above the information available on the scheme.

Local Government Pension Scheme

The LGPS is a funded defined benefit pension scheme, with the assets held in separate trustee-administered funds. The total contributions are as noted below. The agreed contribution rates for future years are 15.90 - 16.60% for employers and 5.50 - 9.90% for employees.

The academy trust agreed to make additional deficit payments into the pension fund. The payments in the year ended 31 August 2020 were £379,945 (2019: £346,568). The trust has agreed to make monthly deficit payments of £101,776 until March 2021. Deficit contributions will continue to be made after March 2021 but this is yet to be agreed.

Parliament has agreed, at the request of the Secretary of State for Education, to a guarantee that, in the event of academy closure, outstanding Local Government Pension Scheme liabilities would be met by the Department for Education. The guarantee came into force on 18 July 2013.

Total contributions made	2020 £	2019 £
Employer's contributions	981,000	923,000
Employees' contributions	238,000	232,000
Total contributions	<u>1,219,000</u>	<u>1,155,000</u>

Principal actuarial assumptions	2020 %	2019 %
Rate of increase in salaries	3.55	3.25
Rate of increase for pensions in payment/inflation	2.30	2.10
Discount rate for scheme liabilities	1.80	1.80
Inflation assumption (CPI)	<u>2.40</u>	<u>2.00</u>

The current mortality assumptions include sufficient allowance for future improvements in mortality rates. The assumed life expectations on retirement age 65 are:

	2020 Years	2019 Years
Retiring today		
- Males	22.4	23.1
- Females	25.2	25.9
Retiring in 20 years		
- Males	23.9	25.3
- Females	<u>27.1</u>	<u>28.3</u>

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2020

19 Pension and similar obligations

(Continued)

Scheme liabilities would have been affected by changes in assumptions as follows:

	2020	2019
	£	£
Discount rate + 0.1%	(510,000)	(482,000)
Mortality assumption + 1 year	657,000	361,000
CPI rate + 0.1%	521,000	493,000
Pay growth + 0.1%	107,000	120,000

The Trust's share of the assets in the scheme

	2020	2019
	Fair value	Fair value
	£	£
Equities	3,823,000	2,987,000
Government bonds	1,187,000	816,000
Other bonds	711,000	417,000
Cash/liquidity	291,000	183,000
Property	677,000	496,000
Other assets	1,379,000	810,000
Total market value of assets	8,068,000	5,709,000

The actual return on scheme assets was £1,525,000 (2019: £416,000).

Amount recognised in the Statement of Financial Activities

	2020	2019
	£	£
Current service cost	1,482,000	1,128,000
Past service cost	9,000	524,000
Interest income	(110,000)	(121,000)
Interest cost	345,000	380,000
Administration expenses	19,000	-
Total operating charge	1,745,000	1,911,000

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

19 Pension and similar obligations

(Continued)

Changes in the present value of defined benefit obligations	2020 £
At 1 September 2019	19,203,000
Current service cost	1,482,000
Interest cost	345,000
Employee contributions	238,000
Actuarial loss	2,233,000
Benefits paid	(366,000)
Past service cost	9,000
At 31 August 2020	23,144,000

Changes in the fair value of the Trust's share of scheme assets

	2020 £
At 1 September 2019	5,709,000
Interest income	110,000
Actuarial gain	1,415,000
Employer contributions	981,000
Employee contributions	238,000
Benefits paid	(366,000)
Administration expenses	(19,000)
At 31 August 2020	8,068,000

20 Reconciliation of net expenditure to net cash flow from operating activities

	2020 £	2019 £
Net expenditure for the reporting period (as per the statement of financial activities)	(551,475)	(1,219,622)
Adjusted for:		
Capital grants from DfE and other capital income	(338,081)	(666,448)
Investment income receivable	(5,745)	(2,325)
Defined benefit pension costs less contributions payable	529,000	729,000
Defined benefit pension scheme finance cost	235,000	259,000
Depreciation of tangible fixed assets	1,292,987	1,207,622
Loss on disposal of fixed assets	1,592	7,121
(Increase)/decrease in debtors	(173,678)	49,827
Increase in creditors	606,708	169,302
Net cash provided by operating activities	1,596,308	533,477

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

21 Analysis of changes in net funds

	1 September 2019 £	Cash flows £	31 August 2020 £
Cash	3,250,231	1,005,842	4,256,073

22 Commitments under operating leases

At 31 August 2020 the total of the Trust's future minimum lease payments under non-cancellable operating leases was:

	2020 £	2019 £
Amounts due within one year	798,857	744,686
Amounts due in two and five years	3,052,758	2,934,544
Amounts due after five years	752,699	1,451,784
	4,604,314	5,131,014

Included within minimum lease payments under non-cancellable operating leases are commitments under PFI contracts totalling £4,516,196 which expire in August 2026. The annual charge is shown within operating lease rentals in note 7 of the accounts.

23 Related party transactions

No related party transactions took place in the period of account other than certain trustees' remuneration and expenses already disclosed in note 11.

24 Post balance sheet events

After the year end, 1 September 2020, Chapeltown Academy transferred into Minerva Learning Trust.

25 Members' liability

Each member of the charitable company undertakes to contribute to the assets of the company in the event of it being wound up while he or she is a member, or within one year after he or she ceases to be a member, such amount as may be required, not exceeding £10 for the debts and liabilities contracted before he or she ceases to be a member.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

26 Prior period adjustment

	1 September 2018 £	31 August 2019 £
Reconciliation of funds		
Funds as previously reported	61,695,675	56,935,053
Adjustments arising:		
Recalculation of pension valuations	-	141,000
Funds as restated	<u>61,695,675</u>	<u>57,076,053</u>
Reconciliation of net income/(expenditure) for the previous financial period		2019 £
Net expenditure as previously reported		(1,261,622)
Adjustments arising:		
Recalculation of pension valuations		42,000
Net expenditure as restated		<u>(1,219,622)</u>

Notes to restatement

Pension valuation

It was identified that the 2019 pension valuation had duplicated some staff members within two entities in the trust, due to the movement of staff to the central team. Whilst this was not materially misstated, in order to ensure the 2020 calculations were accurate, an updated valuation was required, and this has been used to update the comparative balances. The fund impact has been detailed above and the brought forward pension liabilities and assets have been reduced by £191,000 and £50,000 respectively.

Presentational adjustments

We have reclassified £869,413 of income as "Funding for educational operations - other incoming resources" which was previously categorised as "Other trading activities - other income" in the prior year accounts. This has been presentationally restated in the Statement of Financial Activities on page 26, in note 4 on page 33 and in note 5 on page 33.

We have reclassified £10,879 of income as "Funding for educational operations - other incoming resources" which was previously categorised as "Other trading activities - exam fees" in the prior year accounts. This has been presentationally restated in the Statement of Financial Activities on page 26, in note 4 on page 33 and in note 5 on page 33.

We have reclassified £523,328 of income as "Funding for educational operations - other DfE Group grants" which was previously categorised as "Funding for educational operations - special educational projects" in the prior year accounts. This has been presentationally restated in note 4 on page 33.

MINERVA LEARNING TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2020

26 Prior period adjustment

(Continued)

We have amended the comparative disclosure of contributions made to the Teachers' Pension Scheme which was £1,935,703, which was previously disclosed in the prior year accounts at £2,929,120.

The above presentational adjustments do not impact the net income/expenditure previously reported, or the fund balances previously reported, and are to reflect the fair presentation under the Academies Accounts Direction.