

TRANSFORMING FUTURES COLLABORATIVELY

The Rose Learning Trust
(A Company Limited by Guarantee)

Annual Report and Financial Statements

Year ended 31 August 2019



Company Registration Number: 08820308
(England and Wales)

Contents

Item	Page
Reference and Administrative Details	1
Trustees' Report	3
Governance Statement	13
Statement on Regularity, Propriety and Compliance	18
Statement of Trustees' Responsibilities	19
Independent Auditor's Report on the Financial Statements	20
Independent Auditor's Report on Regularity	23
Statement of Financial Activities incorporating Income & Expenditure Account	25
Balance Sheet	26
Cash Flow Statement	27
Notes to the Financial Statements, incorporating:	
Statement of Accounting Policies	28
Other Notes to the Financial Statements	33

THE ROSE LEARNING TRUST
(A company limited by guarantee)

Reference and Administrative Details

Members

Damien Page	13/01/2017
Phil Crawley	18/12/2013
David Holland	13/01/2017
David Thewlis	13/01/2017

Appointed

Trustees

Appointed

Resigned

Phil Crawley	13/01/2017	
Mavis Latham	13/01/2017	
Ellen Walker	13/01/2017	
Jill Foster	13/01/2017	31/08/2019
Peter Haynes	01/02/2017	
Jonathan Glazzard	13/03/2018	
Darren Holmes	28/06/2018	
Sarah Page	28/06/2018	

Clerk to Board of Trustees

Clare Southwell	01/03/2018	28/02/2019
AMF Clerking Service	01/03/2019	

Senior Management Team

Chief Executive Officer	Jill Foster (resigned 31/08/2019)
Chief Executive Officer	Helen Harrison (appointed 01/09/2019)
Deputy Executive Officer / Headteacher	Helen Harrison
Principal	Debbie Eyvbowho-Secker
Principal	Emma Cooke
Principal	Jeremy Harris
Principal	Rhonda Blakemore
Principal	Victoria Stinson
Chief Financial Officer	Amy Skelton
Chief Projects Officer	Deborah Temperton

Registered Office

c/o Richmond Hill Primary Academy
Melton Road
Sprotbrough
Doncaster
DN5 7SB

Company Registration Number

8820308

THE ROSE LEARNING TRUST
(A company limited by guarantee)

Auditors

Duncan & Toplis Limited
15 Chequergate
Louth
Lincolnshire
LN11 0LJ

Bankers

The Royal Bank of Scotland
5 Church Street
Sheffield
S1 1HF

Solicitors

Bracewell Solicitors
17-23 Throne Road
Doncaster
South Yorkshire
DN1 2RP

THE ROSE LEARNING TRUST

(A company limited by guarantee)

Trustees' Report

The Trustees present their annual report together with the financial statements and auditor's report of the charitable company for the period 1 September 2018 to 31 August 2019. The annual report serves the purpose of both a Trustees' report and a Directors' report under company law.

The Rose Learning Trust (TRLT) operates a number of primary academies for pupils aged 3 to 11. Five schools are based within Doncaster and a sixth school in neighboring North Lincolnshire. It has a pupil capacity of 2,514 and recorded a roll of 2,326 at the May 2019 school census.

Structure, Governance and Management

Constitution

Richmond Hill Primary Academy Limited was incorporated on 19 December 2013 and opened as a stand-alone Academy on 1 February 2014. The Academy converted to a Multi Academy Trust (MAT) set up by a Memorandum and Articles of Association dated 1st November 2016. The Trust began trading under the name of The Rose Learning Trust (TRLT) on the 1st November 2016. Woodfield Primary School and Balby Central Primary School joined the Trust on the 1st December 2016 and the 1st February 2017 respectively. Hatchell Wood Primary and Crowle Primary Academy joined the Trust on the 1st October 2017. During the year Owston Park Primary joined the Trust on the 1st December 2018.

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.

The Trustees of TRLT are also the Directors of the charitable company for the purposes of company law. The charitable company is known as The Rose Learning Trust.

Details of the Trustees who served throughout the year, except as noted, 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 charitable company in the event of it being wound up while they are a member, or within one year after they cease to be a member, such amount as may be required, not exceeding £10, for the debts and liabilities contracted before they ceased to be a member.

Trustees Indemnities

As required by Chapter 7, Section 236 of the Companies Act, we disclose that every Trustee or other officer or auditor of the Academy Trust shall be indemnified out of the assets of the Academy Trust against any liability incurred by them in that capacity in defending any proceedings, whether civil or criminal, in which judgement is given in favour or in which they are acquitted or in connection with any application in which relief is granted to them by the court from liability for negligence, default breach or duty of breach in trust in relation to affairs of the Academy Trust.

In accordance with normal commercial practice the Academy Trust protects Trustees and officers from claims arising from negligent acts, errors or omissions occurring whilst on academy business. This is provided through the DfE's Risk Pooling Arrangement and provides cover up to £10,000,000 on any one claim.

Method of Recruitment and Appointment or Election of Trustees

TRLT has an independent community spirited and skill centered approach to the appointment of Trustees. The Trustee, where possible using skill set analysis and through careful appointment, look to compliment and extend the skill set of existing Board of Trustees.

The Members may appoint up to ten Trustees and via this method of member appointment TRLT ensures a diverse and broad balance of Trustees.

The total number of Trustees who are employees of the Academy Trust shall not exceed one third of the total number of Trustees.

THE ROSE LEARNING TRUST **(A company limited by guarantee)**

Trustees would appoint a minimum of two Parent Trustees where no provision has been made for at least two Parent Local Governors on each established Local Governing Body. The Trust allows for up to two Parent Local Governors to be elected by parents of registered pupils at each Academy. A Parent Governor must be a parent (or registered carer) of a pupil at the Academy at the time when he/she is elected. The term of office of a parent governor should end when he or she ceases to be the parent (or registered carer) of a registered pupil.

The Trustees may appoint Co-opted Trustees. A 'Co-Opted Trustee' means a person who is appointed to be a Trustee by being Co-Opted by Trustees who have not themselves been so appointed.

The term of office for any Trustee shall be four years, save that this time limit shall not apply to any post which is held ex officio. Subject to remaining eligible to be a particular type of Trustee, any Trustee may be re-appointed or re-elected at a General Meeting.

Policies and Procedures Adopted for the Induction and Training of Trustees

The training and induction provided for new Trustees will depend on their existing experience. Where necessary, induction will provide training on charity and education, legal and financial matters. All new Trustees and Governors are given a tour of the Academy and the chance to meet with staff and students. All Trustees are provided with copies of policies, procedures, minutes, accounts, budget plans and other documents that they will need to undertake their role of Trustee. As there are normally few new Trustees each year, induction tends to be done informally and is tailored specifically to the individual.

Organisational Structure

Subject to the mandates imposed by the Companies Act 2006, the Articles of Association ensure that the activities of the Academy Trust are managed by the Trustees who exercise all the powers of the Academy Trust. The Trustees scheme of delegation provides for decisions to be taken at the most appropriate level by the individual school governing bodies, sub-committees and staff through the management structure. The key responsibilities reserved by the Trustees include: the responsibility to ensure that adequate operational systems and controls are in place and implemented to meet the Academy's regulatory and funding obligations; the Academy's accounting policies; approval of the annual consolidated budget; determine financial matters of a high value not delegated to its governing bodies, sub-committees or school staff; the appointment of its auditors; the security of the schools' assets and appointment of the Chief Executive and Chief Financial Officers.

An aim of the Trust's management structure is to distribute responsibility and accountability and to encourage involvement in decision making at all levels so that the Academy nurtures the talents of its entire staff to support continual improvement and excellence. The various aspects of the Trust's management structure and an outline of their roles are as follows:

The Board of Trustees has strategic oversight and ultimate responsibility for all management decisions within the Trust Academies. It is responsible for setting the Academy's policies, adopting the Developing Excellence Plan and budget plan, monitoring performance against these plans and making major decisions about the direction of the Trust including its curriculum, the achievement and welfare of students and staffing.

The Chief Executive Officer (CEO) is responsible for school improvement across the Trust, producing the Trust's Developing Excellence Plan and formulating policies and appropriate targets to achieve the Trust's vision, aims and objectives. The CEO is also the accounting officer linking the accountability and governance structures of the Academy Trust. The CEO is responsible for making the day to day decisions in the running of the central trust team.

The Senior Leadership Team at central trust level comprises of the Chief Executive Officer, Deputy CEO, Principals of each school, Chief Finance Officer and Chief Projects Officer. The team are responsible for implementing the Developing Excellence Plan across the central functions of the Trust and at individual school level. The Senior Leadership Team at individual school level comprises of the Principal, Deputy Head Teacher(s) and School Business Managers who are responsible for the implementation of individual School Development Plans and will lead each school towards their agreed targets.

THE ROSE LEARNING TRUST **(A company limited by guarantee)**

Local Governing Bodies

The LGB's role is to exercise leadership on behalf of the Trust in the running of each individual Academy and to provide information to the Trust on the operation and performance of the Academy and to exercise its responsibilities and powers in partnership with the Headteacher, staff and the Trust's Directors.

The LGB and the Headteacher at each Academy have delegated responsibility, within the Trusts Scheme of Delegation, for the strategic direction and day-to-day leadership and management of the Academy.

Network Groups are established for Chairs of Governors, Advanced Leaders, Business Leads and subject leads to enable senior and middle leaders to contribute to the decision-making process and to engage them in the implementation of key policies.

Arrangements for setting pay and remuneration of key management personnel

Academy Trustees are volunteers who give their time and expertise without charge on a voluntary basis. None of the Academy's Trustees have been paid any remuneration or received any other benefits from any employment with the Academy Trust or a related activity.

Pay and remuneration of key management personnel is determined by a variety of factors as set out in the School Teacher's Pay and Conditions Document (STPCD), such as, the school group size, ISR, and the pay scales for each role. The Pay and Remuneration of members of the Senior Leadership Team who are not subject to the STPCD will be arranged in accordance with National Joint Council terms and conditions. Most pay decisions at the academy are made by the Governing Body which has delegated certain responsibilities and decision-making powers to the Pay Committee as set out in Academy's Pay Policy.

On appointment, the starting salary of a successful candidate will be paid within the range set by the Governing Body taking into consideration; the nature of the post, the level of qualifications, skills and experience required, market conditions, the needs of the school, the school staffing profile, the School Improvement Plan.

The head teacher shall make recommendations based on performance regarding teachers' pay, including the Deputy Headteacher and other members of the Senior Leadership Team, to the Pay Committee on an annual basis.

The pay structure for the Trust's Chief Executive Officer (CEO), Chief Finance Officer (CFO) and Chief Projects Officer (CPO) were determined through a job evaluation process involving a panel of Trustees and Human Resources professionals. Any incremental increase in pay for the CFO and CPO is subject to a performance review carried out by the CEO. Any pay review for the CEO will be subject to a performance appraisal which is undertaken by the Chair of the Board of Trustees and an external appraiser on an annual basis.

In addition to this, pay and remuneration may be affected by any nationally agreed pay awards and terms and conditions.

Trade union facility time

During the accounting period no trust employee acted as a union official.

Employees and disabled people

The Trust is passionately committed to equal opportunities for all and embraces diversity and difference. The Trust considers applications from all disabled persons, taking into account the aptitude of the individuals concerned. All reasonable steps are taken to support disabled employees in the workplace, ensuring equal opportunities for career development and promotion. The Trust is firmly committed to removing any and all barriers for disabled employees.

Related Parties and other Connected Charities and Organisations

Woodfield Primary and Hatchell Wood Primary held separately registered School Fund Charities which accounted for fund raising activities. During the year these funds were consolidated under the schools and now form part of the Academy Trust's charitable company.

THE ROSE LEARNING TRUST

(A company limited by guarantee)

During the year The Rose Learning Trust supported a number of other primary schools including Lakeside Primary who has received an academy order and will join The Rose Learning Trust in November of the academic year 2019-20.

The Trust also has close links with Leeds Carnegie University, Hill House Independent School, Partners in Learning and Learners First Teaching School as well as local LA's.

Objectives and Activities

Objects and Aims

The core purpose of every Academy Trust – as stipulated by the Articles of Association – is to improve the quality of educational provision for children and young people. The principal activity of the charitable company is the operation of The Rose Learning Trust to provide nursery and primary education for pupils between the ages of 3-11. This is the primary object of the Academy Trust as set out in paragraph 4 of the Articles of Association of the Company Limited by Guarantee.

In accordance with the Articles of Association the charitable company has adopted a "Scheme of Government" approved by the Secretary of State for Education and Skills. The Scheme of Government specifies, amongst other things, the basis for admitting students to the Academy, and that the curriculums should comply with the substance of the National Curriculum.

Vision and Values

Vision – Transforming futures collaboratively

Mission – Expecting more than others think possible

Values – The Rose Learning Trust, a local solution where leaders hold each other to account for the collective performance of the Trust:

A Trust in which schools seek to support and productively challenge each other to improve outcomes and life chances for all of its children in all of its communities.

A Trust which shapes the educational future rather than being shaped by events.

The work of the Rose Learning Trust has a moral purpose, displayed through our 'ROSE' values, which are applicable to the pupils, staff and work of the Trust itself as follows:

- ▶ **Resilience with integrity in a modern world**
A partnership of schools, which is values driven, self-critical, mutually accountable, that respects and has regard for the distinctiveness of each school.
- ▶ **Opportunity**
Expecting more than others think possible.
Aspiring to improve on our previous best and always striving for excellence.
- ▶ **Success for all through excellent teaching**
Improvement for all, socially and academically, and never accepting barriers as an excuse. Fostering a commitment to staff and student learning through authentic engagement and earned autonomy.
- ▶ **Enjoyment and Inclusion**
To champion learning orientated best practice in a collaborative school-led system, through a culture of appreciative enquiry and intellectual curiosity

Public Benefit

The Trustees have complied with their duty to have due regard to the guidance on public benefit published by the Charity Commission in exercising their powers and duties.

THE ROSE LEARNING TRUST

(A company limited by guarantee)

The Rose Learning Trust's principal objective is to provide education for pupils of different abilities between the ages of 3 and 11. The Governors and Trustees confirm that they have complied with the duty in section 4 of the Charities Act 2006 to have due regard to the Charity Commissioner's general guidance on public benefit in exercising their powers or duties. Furthermore, they have referred to this guidance when reviewing the Academy Trust's aims and objectives and in planning future activities. The Trust supports other schools through the delivery of professional development and the sharing of practice and knowledge to ultimately benefit the wider community.

Strategic Report

Strategy, achievement and performance

As the Trust continues to establish itself, a key focus for the year has been to continue the development of the Trust's central support infrastructure and collaboration networks within and beyond the Trust to improve outcomes and experiences for all its pupils. This has been achieved throughout the year by developing and consolidating the following:

- Further development of the Trust data dashboard to establish common reporting mechanisms
- A range of collaboration networks to include: advanced leaders, subject and business leader networks to support collaboration and best practice
- Chair of Governors network to support trust wide culture and collaboration
- Successful bid to access funding for maths mastery through the DfE Teaching and Learning Innovation fund
- Secured ESFA Conditions Improvement Funding to improve the academy sites and premises
- Strengthening the Board of Trustees, Local Governing Bodies and Members to hold the Trust to account
- The development of a common IT infrastructure with a focus on security and safeguarding
- Further review and implementation of systems to ensure compliance with GDPR
- Further development of trust financial management and reporting systems including the development of a termly financial review process
- Improving academy accountability through robust trust wide assessment mechanisms to impact on pupil performance
- Moderation Hubs in the Early Years, KS1 and KS2 linked to key priorities
- SEND, IT, and safeguarding academy reviews to ensure compliance
- Enhanced public profile of the Trust through Twitter
- Engagement with local Teaching School Alliances and Doncaster Research School linked to the priority area of recruitment and retention

At the heart of the work of The Rose Learning Trust is its strength in outstanding practice and provision and the sharing of this across all academies. As well as this, the willingness to learn from innovative practice beyond the Trust.

During the year the Trust secured trust wide expertise both internally and externally as follows:

- Increased school improvement capacity to support the Trust academies
- External quality assurance / standards review for academy outcomes at the end of the academic year
- Established Trust wide assessment system with coordinated data drops that feed into moderation
- Executive SEND with increased capacity to support inclusion and appropriate resource acquisition
- Development of Rose Leaders in Education to support academy improvement and the development of middle leaders
- Trust wide approaches to assessment developed to support academy improvement and challenge at all levels
- CollectiveEd Coaching CPD to support teacher reflection on practice and co-construction of improvements

THE ROSE LEARNING TRUST (A company limited by guarantee)

During the year the Trust was successful in securing additional resources to support academy improvement and academy building condition improvements as follows:

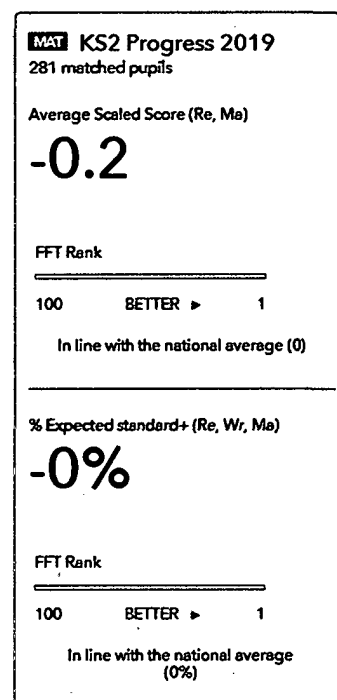
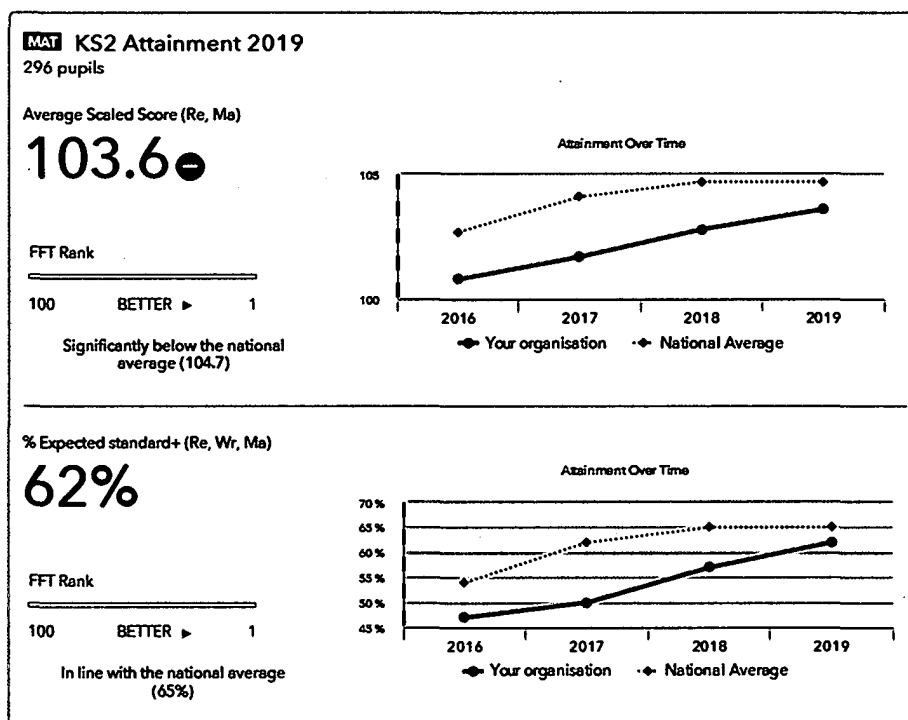
- Maths mastery development across all academies within the Trust through a successful application to the Teaching and Learning Innovation Fund.
- £948,270 Condition Improvement Funds secured to replace roofing, fire alarms and emergency lighting across three academies.

The Trust's growth plan is built around well managed and quality growth expanding where there is a clear benefit to the Trust, its staff and its pupils whilst ensuring the central support functions of the Trust can meet the needs of additional academies. During the year The Rose Learning Trust has been proactive in seeking partners, with Owston Primary Academy joining the Trust on December 1st, 2018 and a further academy converting on November 1st, 2019.

Trust performance 2018 – 2019

Attainment at the end of KS2 showing a 3-year trajectory of improvement with progress in line with the national average as demonstrated below.

Attainment & progress



The Trust's financial performance is monitored by the trustees through regular financial reporting by the Chief Finance Officer. In addition, the following key financial performance indicators were set for the year:

Key Performance Indicator	Outcome
Financial probity: no red flags identified through internal and external audit	met
Robust financial parameters: retain a level of reserves above 2% of GAG	met
Financial reporting and accountability: timely and accurate completion of all financial returns	met

THE ROSE LEARNING TRUST (A company limited by guarantee)

Going Concern

After making appropriate enquiries, the Board of Trustees has 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 Accounting Policies note of the financial statements.

Financial Review

Most of the Trust's income is obtained from the ESFA in the form of recurrent grants, the use which is restricted to particular purposes. The grants received from the ESFA during the year ended 31st August 2019 and the associated expenditure are shown as restricted funds in the statement of financial activities.

During the year, the Academy Trust received total revenue grant funding of £9,738,908 (2018: £7,898,922), and capital grant funding of £1,039,318 (2018: £2,402,357).

Total funds held by the Trust as at 31st August 2019 were £23,284,901 (2018: £17,021,941). The increase in funds is predominantly due to the net assets transferred by the school who converted into the Trust during the year and the capital projects under construction funded through Condition Improvement Funding.

The increase can be summarised as follows:

- £61,995 increase in unrestricted and restricted general fund balances to £755,889, mainly due to the transfer of surplus budgets on conversion of £124,220. This increase has been partially offset by planned in-year investment in school improvement at one school who was previously holding excessive balances.
- £3,564,000 increase in Local Government Pensions Scheme Liability to £7,197,000, mainly resulting from the deficit transferred on conversion of £1,049,000 and the £2,395,000 actuarial losses measured on defined benefit pension obligations.
- £9,764,965 increase in restricted fixed asset fund to £29,726,012, mainly due to the transfer of fixed assets on conversion totaling £9,197,863. Further increases are a result of CIF funded projects, of which the value of work to date was £2,072,367. Further fixed asset additions during the year totaling £138,309, marginally offset by the depreciation of assets £489,431.

Reserves Policy

The Academy's 'free' reserves are its funds after excluding restricted funds. 'Reserves' are therefore the resources the Academy Trust has or can make available to spend for any or all of the trust's purposes once it has met its commitments and covered its other planned expenditure. More specifically 'free reserves' represent income to the Academy which is to be spent at the trustee's discretion in furtherance of any of the Academy's objectives but which is not yet spent, committed or designated.

The Board of Trustees reviews the reserve levels of the Academy Trust annually at the year-end and as part of its budget planning Process. The review encompasses the nature of the income and expenditure streams, the need to match income with commitments and the nature of the reserves. Trustees determine what the level of uncommitted reserves should be. The aim is to provide sufficient working capital to cover delays between spending and the receipt of grants and to provide a cushion to deal with unexpected emergencies such as urgent maintenance. In agreeing a prudent level of reserves trustees are also mindful of the real term cuts to funding that schools have been experiencing and want to ensure that existing pupils are not disadvantaged through the setting of unrealistic or excessive reserve levels.

As part of its monitoring of in-year financial performance the Board of Trustees reviews the forecasted impact on the reserves and considers this as part of its medium term financial planning. During 2017-18 the Board of Trustees required each school to plan for a minimum reserves level equating to 2% of annual GAG.

Total free reserves held by the Trust as at the 31st of August 2019 were £706,529 determined as follows:

Total General Fund Balances	£755,889
Less Ringfenced Grants:	
P.E Sports Grant	-£24,360
Start Up Grant	-£25,000
Total Free Reserves	<u>£706,529</u>

THE ROSE LEARNING TRUST

(A company limited by guarantee)

Free reserves equated to 9.2% of GAG for the Trust overall exceeding the Trust's minimum reserves level target of 2% by £552,709. At individual school level each school held free reserves exceeding the 2% with the lowest being 2.9% and the highest 18.6%. The Trust will be working with schools with balances over 8% to ensure there is planned investment to reduce excessive balances through medium term financial planning.

As at the 31st August 2019, the restricted fixed asset fund included £29.3m that can only be realised by disposing of tangible fixed assets.

Investment Policy

The Board of Trustees may invest any cash balances surplus to the working requirements of its schools to further the Trust's charitable aims as set out in the articles of association. The Trust's investment policy ensures that investment risk is properly managed. Whilst the Trust is in the early stages of growth, the only approved investment activity is the operation of a special interest-bearing sweeping account with the bank approved by the Chief Finance Officer.

Principal Risks and Uncertainties

Based on the strategic plan the trustees undertake a comprehensive review of the risks to which The Rose Learning Trust is exposed. The trustees identify systems and procedures, including specific preventable actions which should mitigate any potential negative impact on the Trust.

A risk register, covering low, medium and high-level risks, is maintained at individual school level. This informs the Trust Risk Register approved by trustees in the Autumn Term. The risk register identifies the key risks, the likelihood of those risks occurring, their potential impact on the Trust and the actions being taken to reduce and mitigate the risks. Risks are prioritised as low, medium and high using a consistent scoring system.

The internal controls for managing risks deemed as medium and high are incorporated into an annual risk management action plan. The effectiveness of the Trust's internal controls in managing the risks identified is regularly monitored.

A thorough appraisal is undertaken in the subsequent year of the existing risk and any ongoing risks for example, those arising from change to national funding policy and/or local circumstances. In addition to the annual review the trustees will also consider any risks which arise during the year, for example, as a result of a new area of work being undertaken by the Trust.

Outlined below is a description of the principal risks that may affect the Trust. However not all factors are within the Trust's control and other factors besides those listed below may also adversely affect the Trust.

Government Funding

The Trust has considerable reliance on continuing government funding through the Education and Skills Funding Agency (ESFA) and the Local Authority (LA). Whilst the funding is expected to continue, there is no assurance that government policy or practice will remain the same or that public funding will continue at the same levels or on the same terms.

The risk has and will be mitigated in a number of ways:

- Funding is derived through a number of direct and indirect contractual arrangements
- Considerable focus and investment is placed on maintaining and managing key relationships with the various funding bodies
- Ensuring that the Trust is focused on those priority sectors which will continue to benefit from public funding:

Contingency planning embedded into the Academy budget process

- Maintain medium term financial plans to ensure budget pressures are flagged up at the earliest opportunity
- Ensuring a prudent level of reserves is maintained.

THE ROSE LEARNING TRUST **(A company limited by guarantee)**

Pupil Numbers

The Academy seeks to maintain its popularity with current and prospective pupils by:

- Ensuring the Trust delivers high quality education and training
- Maintaining outstanding success rates and good inspection outcomes
- Investing in its teaching staff and resources

Data security and GDPR compliance

Due to new data protection legislation in the General Data Protection Regulation (GDPR) and increasing cyber threats, the trust has elevated data protection legislation and data subject risk within the trust risk register.

The associated risks have and will be mitigated in a number of ways:

- Cyber Essentials accreditation for trust central operations obtained in June 2019
- The engagement of an information security consultant to carry out information security audits at all schools within the Trust and to provide ongoing support in producing ISO 27001 aligned information security management systems.
- Procurement of Cyber and Data risk insurance.
- Ongoing staff training to recognise cyber-attacks.
- Website/application regularly security tested.
- Regular external network penetration testing to be introduced.
- Trust Board and LGBs receive regular audit reports on GDPR compliance

Fundraising

Fundraising activities within the trust include school fairs, raffles and donations for non-uniform days. The Trust relies on staff and other stakeholder's voluntary time and does not involve commercial participators or professional fundraisers. The Trust approach to fundraising is to deliver fundraising events in school where parents and pupils are asked to make a voluntary contribution. The Trust does not use intrusive approaches or apply undue pressure on the general public to raise funds.

Plans for Future Periods

The Trust's growth plan is built around well managed quality growth. The Trust plans to remain proactive in seeking further partners whilst managing the conversion of Lakeside Primary school on November 1st, 2019.

A key focus for the Trust will be to ensure that it builds on and develops its already successful collaborative and sustainable school improvement model.

In line with the Trust Business Plan and Developing Excellence Plan, it is important to ensure that it knows the individual academy's risks, contexts, strengths and areas for future development. The data dashboard has been developed, to give trustees a clearer, more summative means of reporting on all academies as the Trust grows.

The strategic objectives as outlined in the Trust Business Plan for 2019/2020 are as follows:

- Increase the quality of education and provision in all our academies
- Growth of the Trust and development of new partnerships
- Increase and develop the Trust academy improvement capacity
- An employer of choice
- A financially viable and sustainable Trust

The Developing Excellence Plan outlines how all academies contribute to the Trust Business Plan outcomes.

THE ROSE LEARNING TRUST
(A company limited by guarantee)

Summary

As a result of planned growth, 2,326 pupils receive a high-quality education across The Rose learning Trust. This will increase to approximately 2700 by September 2020.

There is a clear trajectory of improvement in outcomes at the end of Key Stage 2.

One of the Trust academies had a successful Ofsted inspection (Section 5) in May 2019. It was recognised as a rapidly improving school with the capacity to improve further.

Funds held as Custodian Trustee on behalf of others

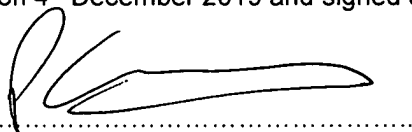
The Academy and its Trustees do not act as custodian Trustees of any other charity.

Auditor

Insofar as the Trustees are aware:-

- There is no relevant information of which the charitable company's auditor is unaware
- 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

Trustees' report, incorporating a strategic report, approved by order of the members of the Board of Trustees on 4th December 2019 and signed on its behalf by:-



.....

Mr P Crawley
Chair of Trustees

THE ROSE LEARNING TRUST
(A company limited by guarantee)

Governance Statement

Scope of Responsibility

As trustees we acknowledge we have overall responsibility for ensuring that The Rose 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 The Rose Learning Trust and the Secretary of State for Education. They are 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: -

MEMBERS	MEETINGS ATTENDED	OUT OF A POSSIBLE
David Holland	1	1
D Thewlis	1	1
D Page	1	1

TRUSTEE	MEETINGS ATTENDED	OUT OF A POSSIBLE
P Crawley	6	6
J Foster	6	6
P Haynes	6	6
E Walker	6	6
S Page	2	6
M Latham	6	6
D Holmes	2	6
J Glazzard	2	6

During the year the trust has reviewed its governance arrangements as follows:

- The skills and competencies of the Trust Board were reviewed and were deemed to be providing an effective level of representation
- The Trust Scheme of Delegation was revised to improve robustness and to ensure it reflected any changes to the Academies Financial Handbook 2018
- The frequency of board meetings was reviewed to ensure they provided sufficient coverage and scrutiny.
- An independent clerking service was procured to deliver high quality minutes at both board and local governing body level.
- The Trust has procured Governor Hub – an online portal facilitating a secure and efficient approach to handling and sharing of information across all levels of governance.

THE ROSE LEARNING TRUST
(A company limited by guarantee)

Attendance at local governing body meetings was as follows:

Balby Central Primary Academy*

GOVERNOR	MEETINGS ATTENDED	OUT OF A POSSIBLE
M Walker	1	3
S Baines	3	3
R Hodgkinson	3	3
L Talbot	2	3
A Webster	3	3
K Parker	1	3
E Cooke	3	3
H Freeman	2	3
D Temperton	1	3

Crowle Primary Academy

GOVERNOR	MEETINGS ATTENDED	OUT OF A POSSIBLE
R Blakemore	3	3
D Haslam	1	1
T Parkin	3	3
D Young	3	3
M Jones	1	1
D Rowbottom	2	3
A Stocks	3	3
T Swinbourne	0	1
J Thomas	3	3
S Barrowcliffe	1	2
E Fawcett	1	1

Hatchell Wood Primary Academy*

GOVERNOR	MEETINGS ATTENDED	OUT OF A POSSIBLE
C Street	3	3
M Huby	2	3
D Mansfield	1	3
L Redfern	2	3
K Taylor	2	3
J Bullock	2	3
N Foster	2	3
K Richards	2	3
J Harris	3	3
J Slee-Karim	2	3

Richmond Hill Primary Academy*

GOVERNOR	MEETINGS ATTENDED	OUT OF A POSSIBLE
M Latham	3	3
I McLaughlin	3	3
D Temperton	2	3
N Hair	2	3
K Glossop	2	3
D Secker	3	3
C Swift	2	3
C Toyne	1	3
K Cousins	1	3

THE ROSE LEARNING TRUST
(A company limited by guarantee)

Woodfield Primary School

GOVERNOR	MEETINGS ATTENDED	OUT OF A POSSIBLE
P Steadman	2	3
N Simpson	3	3
J Clift	3	3
R Baldock	3	3
J Davis	2	3
D Longley	2	2
N Harding	2	2
H Harrison	3	3
K Hope	3	3
N Fallon	3	3
S Betts	1	3
B Newland	1	3

Owston Primary Academy

GOVERNOR	MEETINGS ATTENDED	OUT OF A POSSIBLE
S Williams	3	3
J Parker	3	3
S King	1	3
S Beevers	3	3
A Richardson	2	3
V Stinson	3	3
J Tucker	3	3
M Haycock	1	3
L Warton	0	3

Review of Value for Money

As Accounting Officer, the Chief Executive has responsibility for ensuring that the Academy 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 appropriate. The accounting officer for the Academy Trust has delivered improved value for money during the year by:

- Centralising procurement processes. By procuring services centrally, including; health and safety, payroll, training, audit and insurances, the Trust has managed to maximise service provision and achieve significant savings.
- Centralised negotiated tender exercise to secure trust wide IT Services provider for the Trust from March 2020.
- Joint negotiating via the Business Leads Network has enabled each school to recognise a saving on their Local Authority bought back services.
- Maximising income generation. The Academy Trust explores every opportunity with regard to application for grant funding

THE ROSE LEARNING TRUST

(A company limited by guarantee)

- During the year the Trust secured free Maths Mastery resources for all schools via SIF and £948,270 in CIF Funding.

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 ongoing process designed to identify and prioritise the risks to the achievement of Academy 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 The Rose Learning Trust for the period of 1 September 2018 to 31 August 2019 and up to the date of approval of the annual report and financial statements.

Capacity to Handle Risk

The Board of Trustees has reviewed the key risks to which the Academy 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 formal ongoing process for identifying, evaluating and managing the Academy Trust's significant risks that has been in place for the period 1 September 2018 to 31 August 2019 and up to the date of approval of the annual report and financial statements. This process is regularly reviewed by the Board of Trustees.

The Risk and Control Framework

The Academy 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, audit and resources 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
- Delegation of authority and segregation of duties
- Identification and management of risks

The Board of Trustees has considered the need for a specific internal audit function and has decided not to appoint an internal auditor. However, Trustees have appointed Duncan & Toplis Limited, the external auditor, to perform internal assurance visits at each of the schools within the Trust.

This internal assurance role includes giving advice on financial matters and performing a range of checks on the Academy Trust's financial systems. Checks carried out in the current period covered governance, internal controls, income, procurement, related parties, inventory and payroll.

An internal assurance report was produced for the Trust which highlighted some areas on which controls could be improved. No material control issues were identified. The report findings are presented to the Board of Trustees, and at Local Governing Body level.

THE ROSE LEARNING TRUST
(A company limited by guarantee)

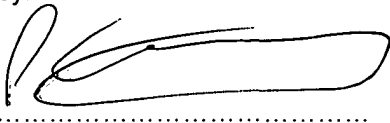
Review of Effectiveness

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

- The finding from the internal assurance visits
- The work of the external auditor
- The financial management and governance self-assessment process
- The work of the executive managers within the Academy Trust who has responsibility for the development and maintenance of the internal control framework

The Accounting Officer has been advised on the implications of the result of their review of the system on internal control by the Finance Audit and Resources Committee at each school and a plan to address weaknesses and ensure continuous improvement of the system is in place.

Approved by order of the members of the Board of Trustees on 4th December 2019 and signed on its behalf by:-



Mr P Crawley
Chair of Trustees



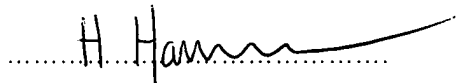
Mrs H Harrison
Accounting Officer

Statement of Regularity, Propriety and Compliance

As Accounting Officer of The Rose Learning Trust I have considered my responsibility to notify the Academy Trust Board of Trustees and the Education and Skills Funding Agency (ESFA) of material irregularity, impropriety and non-compliance with ESFA terms and conditions of all funding received by the academy trust, under the funding agreement in place between the Academy Trust and the Secretary of State for Education. As part of my consideration I have due regard to the requirements of the Academies Financial Handbook 2018.

I confirm that I and the Academy Trust Board of Trustees are able to identify any material irregular or improper use of funds by the Academy Trust or material non-compliance with the terms and condition of funding under the Academy Trust's funding agreement and the Academies Financial Handbook 2018.

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.

A handwritten signature in black ink, appearing to read 'H Harrison', written over a dotted line.

Mrs H Harrison
Accounting Officer
4th December 2019

THE ROSE LEARNING TRUST
(A company limited by guarantee)

Statement of Trustees' Responsibilities

The trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for preparing the Trustees' Report and the financial statements in accordance with the Academies Accounts Direction published by the Education & 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 financial statements for each financial year. Under company law, the trustees must not approve the financial statements 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 financial statements, the trustees are required to:

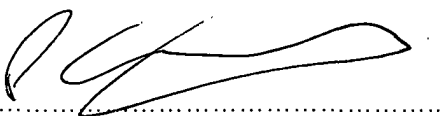
- select suitable accounting policies and then apply them consistently
- observe the methods and principles in the Charities SORP 2015 and the Academies Accounts Direction 2018 to 2019
- make judgments and accounting estimates that are reasonable and prudent
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements
- prepare the financial statements 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 financial statements 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 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 financial statements may differ from legislation in other jurisdictions.

Approved by order of the members of the board of trustees on [date] and signed on its behalf by:



Mr P Crawley
Chair of Trustees

Independent Auditor's Report on the Financial Statements to the Members of The Rose Learning Trust

OPINION

We have audited the financial statements of The Rose Learning Trust for the Period ended 31 August 2019 which comprise the Statement of financial activities incorporating income and expenditure account, the Balance sheet, the Statement of cash flows and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law, United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', the Charities SORP 2015 and the Academies Accounts Direction 2018 to 2019 issued by the Education and Skills Funding Agency.

In our opinion the financial statements:

- give a true and fair view of the state of the Academy's affairs as at 31 August 2019 and of its incoming resources and application of resources, including its income and expenditure for the Period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006, the Charities SORP 2015 and the Academies Accounts Direction 2018 to 2019 issued by the Education and Skills Funding Agency.

BASIS OF 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 financial statements section of our report. We are independent of the Academy in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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 financial statements is not appropriate; or
- the Trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Academy'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 financial statements are authorised for issue.

THE ROSE LEARNING TRUST
(A company limited by guarantee)

OTHER INFORMATION

The Trustees are responsible for the other information. The other information comprises the information included in the Annual report, other than the financial statements and our Auditor's report thereon. Our opinion on the financial statements does not cover the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements 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 financial statements 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.

OPINION 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 Strategic report for which the financial statements are prepared is consistent with the financial statements.
- the Trustees' report and the Strategic report have been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of our knowledge and understanding of the Academy and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' report including the 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 financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Trustees' remunerations specified by law 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 (who are also the directors of the Academy for the purposes of company law) are responsible for the preparation of the financial statements 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 financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Trustees are responsible for assessing the Academy'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 Academy's or to cease operations, or have no realistic alternative but to do so.

THE ROSE LEARNING TRUST
(A company limited by guarantee)

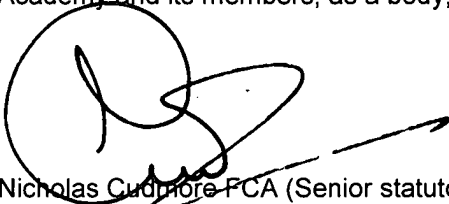
AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements 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 financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. The description forms part of our Auditor's report.

USE OF OUR REPORT

This report is made solely to the Academy'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 Academy's members those matters we are required to state to them in an Auditors' 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 Academy and its members, as a body, for our audit work, for this report, or for the opinions we have formed.



Nicholas Cudmore FCA (Senior statutory auditor)

Duncan & Toplis Limited

Chartered Accountants and Statutory Auditors

15 Chequergate
Louth
Lincolnshire
LN11 0LJ

Date: 5th December 2019

THE ROSE LEARNING TRUST
(A company limited by guarantee)

Independent Reporting Accountant's Assurance Report on Regularity to The Rose Learning Trust and the Education and Skills Funding Agency

In accordance with the terms of our engagement letter dated 3rd April 2018 and further to the requirements of the Education and Skills Funding Agency (ESFA) as included in the Academies Accounts Direction 2018 to 2019, we have carried out an engagement to obtain limited assurance about whether the expenditure disbursed and income received by The Rose Learning trust during the Period 1 September 2018 to 31 August 2019 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 The Rose Learning Trust and the ESFA in accordance with the terms of our engagement letter. Our work has been undertaken so that we might state to The Rose Learning Trust and the 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 The Rose Learning Trust and the ESFA, for our work, for this report, or for the conclusion we have formed.

RESPECTIVE RESPONSIBILITIES OF THE ROSE LEARNING TRUST'S ACCOUNTING OFFICER AND THE REPORTING AUDITORS

The Accounting Officer is responsible, under the requirements of The Rose Learning Trust's funding agreement with the Secretary of State for Education dated 30 August 2012, and the Academies Financial Handbook extant from 1 September 2018, 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 2018 to 2019. 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 2018 to 31 August 2019 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 2018 to 2019 issued by the ESFA. We performed a limited assurance engagement as defined in our engagement letter.

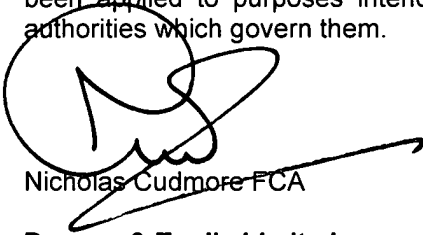
The objective of a limited assurance engagement is to perform such procedures as to obtain information and explanations in order to provide us with sufficient appropriate evidence to express a negative conclusion on regularity.

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 Academy's income and expenditure.

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 2018 to 31 August 2019 have not been applied to purposes intended by Parliament and the financial transactions do not conform to the authorities which govern them.



Nicholas Cudmore FCA

Duncan & Toplis Limited

Chartered Accountants and Statutory Auditors

15 Chequergate
Louth
Lincolnshire
LN11 0LJ

Date:

5th December 2019

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Statement of Financial Activities for the year ended 31st August 2019
(including Income & Expenditure Account)

	Notes	Unrestricted Funds £	Restricted General Funds £	Restricted Fixed Asset Funds £	Total 2019 £	Total 2018 £
Income from:						
Donations and capital grants	2	-	11,731	1,039,318	1,051,049	2,415,226
Transfer from local authority on conversion	27	124,220	(1,049,000)	9,197,863	8,273,083	5,092,035
Charitable activities	3	335,459	9,895,091	-	10,230,550	8,276,171
Other trading activities	4	74,838	-	-	74,838	93,332
Investments	5	3,607	-	-	3,607	2,070
Total income		538,124	8,857,822	10,237,181	19,633,127	15,878,834
Expenditure on:						
Raising Funds	6	5,824	-	-	5,824	-
Charitable activities	6,7	-	10,580,974	552,369	11,133,343	8,802,279
Other		-	-	-	-	-
Total expenditure		5,824	10,580,974	552,369	11,139,167	8,802,279
Net income / (expenditure)		532,300	(1,723,152)	9,684,812	8,493,960	7,076,555
Transfers between Funds	16	(471,141)	390,988	80,153	-	-
Net income / (expenditure) for the year		61,159	(1,332,164)	9,764,965	8,493,960	7,076,555
Other recognised gains and losses:						
Actuarial (losses) gains on defined benefit pensions scheme	16, 26	-	(2,231,000)	-	(2,231,000)	526,000
Net movement in funds		61,159	(3,563,164)	9,764,965	6,262,960	7,602,555
Reconciliation of funds						
Total funds brought forward		582,296	(3,521,402)	19,961,047	17,021,941	9,419,386
Total funds carried forward		643,455	(7,084,566)	29,726,012	23,284,901	17,021,941

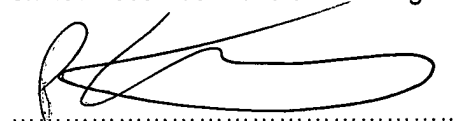
THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)

Balance Sheet as at 31st August 2019

Company Number 08820308

	Notes	2019 £	2019 £	2018 £	2018 £
Fixed Assets					
Tangible assets	12		29,333,478		18,414,370
Current assets					
Debtors	13	879,145		1,084,851	
Cash at bank and in hand	24	1,808,086		2,575,826	
		<u>2,687,231</u>		<u>3,660,677</u>	
Liabilities					
Creditors: Amounts falling due within one year	14	<u>(1,465,000)</u>		<u>(1,401,486)</u>	
Net current assets			<u>1,222,231</u>		<u>2,259,191</u>
Total assets less current liabilities			30,555,709		20,673,561
Creditors: Amounts falling due after more than one year	15		<u>(73,808)</u>		<u>(18,620)</u>
Total assets excluding pension			30,481,901		20,654,941
Defined benefit pensions scheme	26		<u>(7,197,000)</u>		<u>(3,633,000)</u>
Net assets			23,284,901		17,021,941
Funds of the academy trust:					
Restricted funds					
Fixed asset fund	16	29,726,012		19,961,047	
General fund	16	112,434		111,598	
Pensions reserve	16	<u>(7,197,000)</u>		<u>(3,633,000)</u>	
Total restricted funds			22,641,446		16,439,645
Unrestricted income funds	16		643,455		582,296
Total funds	16		23,284,901		17,021,941

The financial statements on pages 25 to 52 were approved by the trustees, and authorised for issue on 4th December 2019 and are signed on their behalf by:



Mr P Crawley
Chair of Trustees

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Statement of Cash Flows for the year ended 31st August 2019

Cash flows from operating activities		2019	2018
	Notes	£	£
Net cash provided by (used in) operating activities	20	290,755	316,557
Cash flows from investing activities	22	(1,174,965)	1,474,951
Cash flows from finance activities	21	(7,750)	(7,725)
Cash transferred on conversion to an academy trust	23	124,220	190,829
Change in cash and cash equivalents in the reporting period		<u>(767,740)</u>	<u>1,974,612</u>
Cash and cash equivalents at 1 September 2018		2,575,826	601,214
Cash and cash equivalents at 31 August 2019	24	<u>1,808,086</u>	<u>2,575,826</u>

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

1 Statement of Accounting Policies

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

Basis of Preparation

The financial statements of the Academy 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 2018 to 2019 issued by the ESFA, the Charities Act 2011 and the Companies Act 2006.

The Rose Learning Trust constitutes a public benefit entity as defined by FRS 102.

Going Concern

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

Income

All incoming resources are recognised when the Academy 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 year for which it is receivable and any unspent amount is reflected as a balance in the restricted general fund.

Pupil Premium is recognised in the period of entitlement. Where entitlement occurs before income is received the income is accrued.

Capital grants are recognised in full when there is unconditional entitlement to the grant. Unspent amounts of capital grant are reflected in the balance 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.

- **Sponsorship Income**

Sponsorship income provided to the Academy Trust which amounts to a donation is recognised in the Statement of Financial Activities in the period in which it is receivable (where there is no performance-related conditions), where the receipt is probable and it can be measured reliably.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

1 Statement of Accounting Policies (continued)

- **Donations**

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

- **Other Income**

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

- **Transfer on conversion**

Where assets and liabilities are received by the Academy Trust on conversion to an academy, the transferred assets are measured at fair value and recognised in the balance sheet at the point when the risks and rewards of ownership pass to the Academy Trust. An equal amount of income is recognised as transfer on conversion within Donations and capital grant income to the net assets received.

- **Transfer of existing academies into the Academy Trust**

Where assets and liabilities are received on the transfer of an existing academy into the Academy Trust, the transferred net assets are measured at fair value and recognised in the balance sheet at the point when the risks and rewards of ownership pass to the Academy Trust. An equal amount of income is recognised for the transfer of an existing academy into the Academy Trust within Donations and capital grant income to the net assets acquired.

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 allocated on the portion of the asset's use.

- **Expenditure on Raising Funds**

This includes all expenditure incurred by the Academy 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 Academy Trust's educational operations, including support costs and costs relating to the governance of the Academy Trust apportioned to charitable activities.

All resources expended are inclusive of irrecoverable VAT.

Tangible Fixed Assets

Assets costing £1,000 or more are capitalised as tangible fixed assets and are carried at cost, net of depreciation and any provision for impairment.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

1 Statement of Accounting Policies (continued)

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 requiring 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 basis over its expected useful life, as follows:

Long leasehold buildings	50 years
Furniture and equipment	3-5 years
Information Technology Hardware	3-5 years
Plant and machinery	5 years

Assets in the course of construction are included at cost. Depreciation on these assets is not charged until they are brought into use and reclassified to freehold or leasehold land and buildings.

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.

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 Academy Trust anticipates it will pay to settle the debt or the amount it has received as advanced payments for the goods of services it must provide.

Provisions

Provisions are recognised when the Academy Trust has an obligation at the reporting date as a result of a past event which it is probable will result in the transfer of economic benefits and the obligation can be estimated reliably.

Provisions are measured at the best estimate of the amounts required to settle the obligation. Where the effect of the time value of money is material, the provision is based on the present value of those amounts, discounted at the pre-tax discount rate that reflects the risks specific to the liability. The unwinding of the discount is recognised within interest payable and similar charges.

Leased Assets

Rentals under operating leases are charged on a straight line basis over the lease term.

Debtors

Trade and other debtors are recognised at the settlement amount after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

Financial Instruments

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

Financial assets – trade and other financial debtors are basic financial instruments and are debt instruments measured at amortised cost as detailed in note 13. Prepayments are not financial instruments.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

1 Statement of Accounting Policies (continued)

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

Financial liabilities – trade creditors, accruals and other creditors are financial instruments, and are measured at amortised cost as detailed in notes 14 and 15. 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 no obligation to deliver services rather than cash or another financial instrument.

Taxation

The Academy 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 Academy Trust is potentially exempt from taxation in respect of income or capital gains received within categories covered by part 11, chapter 3 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.

Pensions Benefits

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

The TPS is an unfunded scheme and contributions are calculated so as to spread the cost of pensions over employees' working lives with the Academy 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 on the basis of quadrennial valuations using a prospective unit credit method. As stated in note 28, the TPS is a multi-employer scheme and there is insufficient information available to use defined benefit accounting. The TPS is therefore treated as a defined contribution scheme for accounting purposes and the contributions recognised in the period to which they relate.

The LGPS is a funded multi-employer scheme and the assets are held separately from those of the Academy 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 operating surplus 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.

Fund Accounting

Unrestricted income funds represent those resources which may be used towards meeting any of the charitable objects of the Academy 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.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

1 Statement of Accounting Policies (continued)

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

Critical accounting estimates and areas of judgement

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 Academy 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 (income) for pensions include the discount rate. Any changes in these assumptions, which are disclosed in note 26, 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 2018. 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.

Comparatives

On 1st December 2016 and 1st February 2017 respectively, Woodfield Primary and Balby Central Primary converted into the Trust. On the 1st October 2017 Hatchell Wood Primary and Crowle Primary Academy transferred into the Trust. On the 1st December 2018 Owston Park Primary transferred into the Trust. At the date of conversion all of the operations and assets and liabilities for each school were transferred to The Rose Learning Trust. The 2017-2018 figures are representative of 5 schools in the Trust; 3 for 12 months and 2 for 11 months. The 2018-2019 figures are representative of 6 schools; 5 for 12 months and 1 for 9 months.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

2 Donations and Capital Grants

	Unrestricted Funds £	Restricted Funds £	Total 2019 £	Total 2018 £
Capital Grants	-	1,039,318	1,039,318	2,402,357
Other Donations	-	11,731	11,731	12,869
	-	1,051,049	1,051,049	2,415,226
2018 total	309	2,414,917		

3 Funding for the Academy Trust's Educational Operations

	Unrestricted Funds £	Restricted Funds £	Total 2019 £	Total 2018 £
DfE / ESFA revenue grants				
General Annual Grant (GAG)	-	7,691,025	7,691,025	6,301,048
Start Up Grants	-	25,000	25,000	25,000
Pupil Premium	-	744,527	744,527	642,400
Other DfE/ESFA Grants	-	538,577	538,577	372,854
	-	8,999,129	8,999,129	7,341,302
Other Government grants				
Local Authority grants	-	739,779	739,779	557,620
	-	739,779	739,779	557,620
Other income from the academy trust's educational operations	335,459	156,183	491,642	377,249
	335,459	9,895,091	10,230,550	8,276,171
2018 total	262,532	8,013,639		

4 Other Trading Activities

	Unrestricted Funds £	Restricted Funds £	Total 2019 £	Total 2018 £
Hire of Facilities	14,942	-	14,942	7,467
Catering Income	4,375	-	4,375	2,838
Other Income	55,521	-	55,521	83,027
	74,838	-	74,838	93,332
2018 total	93,332	-		

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

5 Investment Income

	Unrestricted Funds	Restricted Funds	Total 2019	Total 2018
	£	£	£	£
Bank account interest	3,607	-	3,607	2,070
	<u>3,607</u>	<u>-</u>	<u>3,607</u>	<u>2,070</u>
2018 total	<u>2,070</u>	<u>-</u>		

6 Expenditure

	Staff Costs	Non Pay Premises	Expenditure Other	Total 2019	Total 2018
	£	£	£	£	£
Expenditure on Raising Funds			5,824	5,824	-
Academy Trust's educational operations:					
· Direct costs	6,609,951	401,689	802,394	7,814,034	6,165,073
· Allocated support costs	1,583,334	623,747	1,112,228	3,319,309	2,637,206
	<u>8,193,285</u>	<u>1,025,436</u>	<u>1,920,446</u>	<u>11,139,167</u>	<u>8,802,279</u>
2018 total	<u>6,598,219</u>	<u>739,377</u>	<u>1,464,683</u>		

	Total 2019	Total 2018
	£	£
Net income / (expenditure) for the period includes:		
Operating Lease Rentals	42,835	40,561
Depreciation	552,369	323,404
Fees payable to Auditor for:		
- Audit	8,395	8,900
- Other Services	8,555	9,530
	<u>595,204</u>	<u>363,965</u>

7 Charitable Activities

	Total 2019	Total 2018
	£	£
Direct costs - educational operations	7,814,034	6,165,073
Support costs - educational operations	<u>3,319,309</u>	<u>2,637,206</u>
	<u>11,133,343</u>	<u>8,802,279</u>
Support staff costs	1,583,334	1,311,956
Technology Costs	20,835	17,862
Premises Costs	623,747	483,414
Other support costs	1,068,659	796,527
Governance costs	22,734	27,447
	<u>3,319,309</u>	<u>2,637,206</u>

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

8 Staff

	Total 2019 £	Total 2018 £
a. Staff costs		
Staff costs during the period were:		
Wages and salaries	6,009,418	4,906,017
Social security costs	525,754	429,989
Operating costs of defined benefit pensions schemes	1,375,878	1,167,439
	7,911,050	6,503,445
Supply staff costs	282,235	94,774
	8,193,285	6,598,219

b. Staff Numbers

The average number of persons employed by the academy during the period was as follows:

	2019 No.	2018 No.
Charitable Activities		
Teachers	89	76
Administration and support	209	211
Management	16	14
	314	301

d. Higher paid staff

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

	2019 No.	2018 No.
£60,001-£70,000	2	2
£70,001-£80,000	2	-
£80,001-£90,000	-	1
£100,001-£110,000	1	1
	5	4

The above employees participated in the Teachers' Pensions Scheme. During the year ended 31st August 2019, pension contributions for these staff amounted to £62,892. (2018: £53,108)

c. Key management personnel

The key management personnel of the Academy Trust comprise the trustees and the senior management team as listed on page 1. The total amount of employer benefits (including employer pension contributions) received by key management personnel for their services to the Academy Trust was £1,128,378. (2018: £616,870)

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

9 Central Services

The Academy Trust has provided the following central services during the Year:

Educational Support Services
 Human Resources and Staff Wellbeing
 Governor Support
 Financial Services
 Legal Services
 Health and Safety
 ICT Security

The trust charges for these services on the basis of 4.5% of school's GAG
 The actual amounts charged during the year were as follows:

	Total 2019 £	Total 2018 £
Richmond Hill Primary	59,426	61,072
Woodfield Primary	57,330	59,052
Balby Central Primary	69,533	69,687
Hachell Wood Primary	68,582	59,503
Crowle Primary	40,593	34,234
Owston Park Primary	47,633	-
	343,097	283,548

10 Related Party Transactions – Trustees' Remuneration and Expenses

One trustee has been paid remuneration from employment with the Academy Trust. The Chief Executive Officer only receives remuneration in respect of services they provide undertaking the role of Chief Executive Officer under their contract of employment.

	2019 £000	2018 £000
J Foster (Chief Executive Officer and Trustee):	105-110	100-105
Employer's pension contributions	15-20	15-20

During the year ended 31st August 2019, no travel and subsistence expenses were reimbursed or paid directly to trustees. (2018: £NIL)

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

11 Trustees' and Officers' Insurance

Insurance cover to protect trustees and officers from claims arising from negligent acts, errors or omissions occurring whilst on academy business provides cover up to £10,000,000 on any one claim and the cost for the year ended 31st August 2019 was included in the DFE's Risk Pooling Arrangement fee of £43,268 (2018: £34,624). The cost of this insurance is included in the total insurance cost.

12 Tangible Fixed Assets

	Leasehold Land and Buildings £	Furniture and Equipment £	Information Technology Hardware £	Assets Under Construction £	Total £
Cost					
At 1 September 2018	18,015,159	103,055	150,256	816,827	19,085,297
Transfer on conversion	9,183,333	-	14,530	-	9,197,863
Additions	1,559,418	14,916	58,854	577,488	2,210,676
Disposals	-	-	-	-	-
At 31 August 2019	<u>28,757,910</u>	<u>117,971</u>	<u>223,640</u>	<u>1,394,315</u>	<u>30,493,836</u>
Depreciation					
At 1 September 2018	547,338	29,443	94,146	-	670,927
Charged in year	401,689	25,570	62,172	-	489,431
Disposals	-	-	-	-	-
At 31 August 2019	<u>949,027</u>	<u>55,013</u>	<u>156,318</u>	<u>-</u>	<u>1,160,358</u>
Net book values					
At 1 September 2018	<u>17,467,821</u>	<u>73,612</u>	<u>56,110</u>	<u>816,827</u>	<u>18,414,370</u>
At 31 August 2019	<u>27,808,883</u>	<u>62,958</u>	<u>67,322</u>	<u>1,394,315</u>	<u>29,333,478</u>

Long Term Leasehold Property

The Trust's transactions relating to land and buildings include the taking up of a leasehold on Owston Park Primary's land and school buildings for a notional fee over a term of 125 years.

Included in land and buildings is leasehold land valued at £7,944,000 (2018: £4,944,000) which is not depreciated.

Inherited Assets Other than Land and Buildings

Computer equipment inherited on conversion has been shown at fair value. The value was £14,530.

Assets Under Construction

During the year the Trust started work on 5 CIF funded capital projects across 3 of the Trust's schools with an estimated completed value of £982,020. The work involves improvements to roofing, fire alarms and fire safety. As at the 31st August 2019 the work certified totalled £577,488.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

13 Debtors

	Total 2019 £	Total 2018 £
Trade Debtors	2,433	10,487
Other Debtors	-	-
VAT Recoverable	272,126	88,859
Grants Receivable	159,361	116,398
Prepayments and accrued income	445,225	869,107
	<u>879,145</u>	<u>1,084,851</u>

14 Creditors: amounts falling due within one year

	Total 2019 £	Total 2018 £
Trade creditors	554,251	377,262
Taxation and social security	134,141	105,719
Other creditors	80,208	69,621
Accruals and deferred income	696,400	848,884
	<u>1,465,000</u>	<u>1,401,486</u>

	Total 2019 £	Total 2018 £
Deferred income		
Deferred Income at 1 September 2018	160,521	82,085
Resources deferred in the year	179,955	160,521
Amounts released from previous years	(160,521)	(82,085)
Deferred Income at 31 August 2019	<u>179,955</u>	<u>160,521</u>

At the balance sheet date, the Academy Trust was holding funds received in advance for the provision of Universal Infant Free School Meals (£160,983), Rates Relief funding (£2,165), Collaborative Funding held on behalf of the Local Authority (£3,949) and parental contributions to school trips and other activities commencing September 2019 (£12,858).

15 Creditors: amounts falling due in greater than one year

	Total 2019 £	Total 2018 £
Loans	73,808	18,620
	<u>73,808</u>	<u>18,620</u>

At the balance sheet date, the Academy Trust was holding a loan with Doncaster MBC as a commitment to repay Devolved Formula Capital Grant advanced to Woodfield Primary School prior to conversion into the trust. The outstanding balance as at the 31st August 2019 was £10,870 which will be repaid over 2 years with nil interest. As part of the Trust's CIF conditions, Salix Loans to the value of £62,938 were taken out with the ESFA to be repaid over 8 years, with nil interest. Each liability has been accounted for within the Restricted Fixed Asset Fund.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

16 Funds

	Balance at 1 September 2018 £	Income £	Expenditure £	Gains, Losses and Transfers £	Balance at 31 August 2019 £
Restricted general funds					
General Annual Grant (GAG)	24,450	7,691,025	(8,043,389)	390,988	63,074
Start Up Grant	24,781	25,000	(24,781)	-	25,000
Pupil Premium	-	744,527	(744,527)	-	-
Other DfE/ESFA Grants	57,143	538,577	(571,360)	-	24,360
Other Government Grants	-	739,779	(739,779)	-	-
Other Restricted Income	5,224	167,914	(173,138)	-	-
Pensions Reserve	(3,633,000)	(1,049,000)	(284,000)	(2,231,000)	(7,197,000)
	<u>(3,521,402)</u>	<u>8,857,822</u>	<u>(10,580,974)</u>	<u>(1,840,012)</u>	<u>(7,084,566)</u>
Restricted fixed asset funds					
Transfer on conversion	17,040,495	9,197,863	(373,270)	-	25,865,088
Salix Loans	-	-	(62,938)	-	(62,938)
DfE/ESFA capital grants	2,840,740	1,039,318	(78,035)	-	3,802,023
Capital expenditure from GAG	79,812	-	(38,126)	80,153	121,839
	<u>19,961,047</u>	<u>10,237,181</u>	<u>(552,369)</u>	<u>80,153</u>	<u>29,726,012</u>
Total restricted funds	<u>16,439,645</u>	<u>19,095,003</u>	<u>(11,133,343)</u>	<u>(1,759,859)</u>	<u>22,641,446</u>
Total unrestricted funds	<u>582,296</u>	<u>538,124</u>	<u>(5,824)</u>	<u>(471,141)</u>	<u>643,455</u>
Total funds	<u>17,021,941</u>	<u>19,633,127</u>	<u>(11,139,167)</u>	<u>(2,231,000)</u>	<u>23,284,901</u>

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

General Annual Grant (GAG): this is the academy's principal funding stream from the Education Skills Funding Agency. The funding must be used for the running of the school and for the benefit of the pupils. The use of the grant is governed by the terms and conditions set out in the Funding Agreement. The trust received £7,691,025 of which £63,074 remains unspent.

Under the funding agreement with the Secretary of State, the Academy Trust was not subject to a limit on the amount of GAG that it could carry forward at 31 August 2019.

Start Up Grant: the Trust received Start-Up Grant to support with the costs of the conversion process such as legal fees and signage. At the 31st August 2019 the Trust had not incurred any related expenditure against the £25,000 received for Lakeside Primary converting on the 1st November 2019.

Other DfE/ESFA Grants: the Trust received additional revenue grant funding from the ESFA including the following:

The remaining 50% of the MAT Improvement and Development Fund £49,700 to support the Trust with central team expansion. All of the £99,400 was spent as at the 31st August 2019.

Universal Infant Free School Meals grant of £262,585 to fund school meals for reception and key stage 1 pupils.

6

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

PE Sports Grant of £109,175 to help promote sports and physical activity in schools of which £24,360 remains unspent.

Rates Relief funding of £25,921 to fund the cost of National Non Domestic Rates.

Pupil Premium of £747,828 to help raise attainment amongst pupils considered socially deprived. This funding is allocated on the basis of eligibility for free school meals. £3,341 followed pupils to other provisions and the remainder was fully spent within the Trust.

Local Government grants: The Trust received and fully spent special educational needs top up funding of £150,994, Early Years funding for 3 year old free entitlement of £539,291, Early Years Pupil Premium £7,467, and LAC Pupil Premium £26,811.

Other Income: comprises of various other receipts including school trip income and non-government grants.

Pension Reserve: arises from the actuarial measurement of the Trust's share of the Local Government Pensions Scheme deficit. This deficit is recorded as a provision and the liability for each school as at 31st August 2019 is valued as follows:

Richmond Hill Primary	-	£1,449,000
Woodfield Primary	-	£1,352,000
Balby Central Primary	-	£1,241,000
Hatchell Wood Primary	-	£1,040,000
Crowle Primary	-	£399,000
Owston Park Primary	-	£1,717,000

£284,000 pension finance charges were incurred and actuarial losses of £2,231,000.

DfE/ESFA Capital Grants: the Trust received Devolved Formula Capital funding of £122,428 for building improvements and ICT of which £41,424 remained unspent.

The Trust received £916,890 CIF Funding. As at the 31st August 2019 £424,918 was unspent.

This forms part of Restricted Fixed Asset Fund Balance.

Unrestricted Funds: the Academy Trust received £538,124 in income of which £124,220 related to surplus balances transferred on conversion. Further income was generated from catering, lettings, insurance claims and other contractual fees.

These funds may be used towards meeting any of the charitable objectives of the Trust at the discretion of the trustees. A total of £471,141 was transferred to fund expenditure within Restricted Funds.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

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

	Balance at 1 September 2017 £	Income £	Expenditure £	Gains, Losses and Transfers £	Balance at 31 August 2018 £
Restricted general funds					
General Annual Grant (GAG)	38,940	6,301,048	(6,492,632)	177,094	24,450
Start Up Grant	19,506	25,000	(19,125)	-	24,781
Pupil Premium	-	642,400	(642,400)	-	-
Other DfE/ESFA Grants	42,735	372,854	(358,446)	-	57,143
Other Government Grants	-	557,620	(557,620)	-	-
Other Restricted Income	4,999	127,277	(127,052)	-	5,224
Pensions Reserve	(2,908,000)	(970,000)	(281,000)	526,000	(3,633,000)
	<u>(2,801,820)</u>	<u>7,056,199</u>	<u>(8,478,875)</u>	<u>703,094</u>	<u>(3,521,402)</u>
Restricted fixed asset funds					
Transfer on conversion	11,449,954	5,871,206	(280,665)	-	17,040,495
Salix Loans	-	-	-	-	-
DfE/ESFA capital grants	458,687	2,402,357	(20,304)	-	2,840,740
Capital expenditure from GAG	7,135	-	(22,435)	95,112	79,812
	<u>11,915,776</u>	<u>8,273,563</u>	<u>(323,404)</u>	<u>95,112</u>	<u>19,961,047</u>
Total restricted funds	<u>9,113,956</u>	<u>15,329,762</u>	<u>(8,802,279)</u>	<u>798,206</u>	<u>16,439,645</u>
Total unrestricted funds	<u>305,430</u>	<u>549,072</u>	<u>-</u>	<u>(272,206)</u>	<u>582,296</u>
Total funds	<u>9,419,386</u>	<u>15,878,834</u>	<u>(8,802,279)</u>	<u>526,000</u>	<u>17,021,941</u>

16 Funds (continued)

Total funds analysis by academy

Fund balances as at 31st August 2019 were allocated as follows:

	Total 2019 £	Total 2018 £
RLT Central Services	81,115	105,156
Richmond Hill Primary	38,282	87,817
Woodfield Primary	97,429	99,406
Balby Central Primary	119,295	226,840
Hatchell Wood Primary	65,683	40,011
Crowle Primary	168,113	134,665
Owston Park Primary	185,972	-
Total before fixed asset and pension reserve	<u>755,889</u>	<u>693,894</u>
Restricted fixed asset fund	29,726,012	19,961,047
Pension reserve	(7,197,000)	(3,633,000)
Total	<u>23,284,901</u>	<u>17,021,941</u>

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

Total cost analysis by academy

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

	Teaching and Educational Support Staff Costs £	Other Support Staff Costs £	Educational Supplies £	Other Costs (excluding Depreciation) £	Total 2019 £	Total 2018 £
RLT Central Services	193,787	140,541	1,029	118,985	454,342	357,423
Richmond Hill Primary	1,186,524	265,515	68,130	400,391	1,920,560	1,817,597
Woodfield Primary	1,098,063	231,891	30,499	317,687	1,678,140	1,700,044
Balby Central Primary	1,285,896	323,406	70,635	462,562	2,142,499	1,956,404
Hatchell Wood Primary	1,179,855	222,815	52,648	337,729	1,793,047	1,568,582
Crowle Primary	705,027	196,112	44,776	200,486	1,146,401	1,078,825
Owston Park Primary	960,799	203,054	55,855	232,101	1,451,809	-
Academy Trust	6,609,951	1,583,334	323,572	2,069,941	10,586,798	8,478,875

17 Analysis of Net Assets between Funds

Fund balances at 31 August 2019 are represented by:

	Unrestricted Funds £	Restricted General Funds £	Restricted Fixed Asset Funds £	Total Funds £
Tangible fixed assets	-	-	29,333,478	29,333,478
Current assets	649,764	1,174,108	863,360	2,687,231
Current liabilities	(2,119)	(1,065,863)	(397,019)	(1,465,000)
Long Term Liability	-	-	(73,808)	(73,808)
Pensions scheme liability	-	(7,197,000)	-	(7,197,000)
Total net assets	647,645	(7,088,755)	29,726,011	23,284,901

Comparative information in respect of the preceeding period is as follows :

	Unrestricted Funds £	Restricted General Funds £	Restricted Fixed Asset Funds £	Total Funds £
Tangible fixed assets	-	-	18,414,370	18,414,370
Current assets	597,830	1,497,549	1,565,298	3,660,677
Current liabilities	(2,516)	(1,398,970)	-	(1,401,486)
Long Term Liability	-	-	(18,620)	(18,620)
Pensions scheme liability	-	(3,633,000)	-	(3,633,000)
Total net assets	595,314	(3,534,421)	19,961,048	17,021,941

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

	2019 £	2018 £
18 Capital Commitments		
Contracted for, but not provided in the financial statements	<u>404,532</u>	<u>1,346,108</u>

19 Commitments under operating leases

Operating Leases

At 31 August 2019 the total of the Academy Trust's future minimum lease payments under non-cancellable operating leases was:

	2019 £	2018 £
Other		
Amounts due within one year	41,368	27,324
Amounts due between one and five years	<u>51,778</u>	<u>41,294</u>
	<u><u>93,146</u></u>	<u><u>68,618</u></u>

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

20 Reconciliation of net income / (expenditure) to net cash flow from operating activities	2019	2018
	£	£
Net income/(expenditure) for the reporting period (as per statement of financial activities)	8,493,960	7,076,555
Adjusted for:		
Depreciation charges	489,431	323,404
Capital grants from DfE and other Capital Income	(1,039,318)	(2,402,357)
Interest receivable	3,607	2,070
Net Assets transferred on conversion to an academy trust	(8,273,083)	(5,092,035)
Defined benefit pension scheme cost less contributions payable	160,000	187,000
Defined benefit pension scheme finance cost	124,000	94,000
(Increase)/decrease in debtors	205,706	(820,413)
Increase/(decrease) in creditors	126,452	948,333
Net cash provided by / (used in) Operating Activities	<u>290,755</u>	<u>316,557</u>
21 Cash flows from financing activities	2019	2018
	£	£
Repayments of borrowing	(7,750)	(7,725)
Net cash provided by / (used in) financing activities	<u>(7,750)</u>	<u>(7,725)</u>
22 Cash flows from investing activities	2019	2018
	£	£
Dividends, interest and rents from investments	(3,607)	(2,070)
Purchase of Tangible fixed assets	(2,210,676)	(925,336)
Capital grants from DfE / ESFA	1,039,318	2,402,357
Net cash provided by / (used in) investing activities	<u>(1,174,965)</u>	<u>1,474,951</u>
23 Cash transferred on conversion to an academy trust	2019	2018
	£	£
Cash transferred on conversion	124,220	190,829
Net cash flow on conversion to an academy trust	<u>124,220</u>	<u>190,829</u>
24 Analysis of cash and cash equivalents	At 31 August 2019	At 31 August 2018
	£	£
Cash in hand and at bank	<u>1,808,086</u>	<u>2,575,826</u>
	<u>1,808,086</u>	<u>2,575,826</u>

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

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/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.

26 Pension and Similar Obligations

The Academy'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 (SYPA) for 4 of the schools and East Riding Pensions Authority (ERPA) for 1 school. 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 year ended 31 March 2012 and of the LGPS 31st March 2016.

Contributions amounting to £81,812 were payable to the schemes at 31 August 2019 (2018: £68,436) and are included within creditors.

Teachers' Pension Scheme

The Teachers' Pension Scheme (TPS) is a statutory, contributory, defined benefit scheme, governed by the Teachers' Pensions Regulations (2014). Membership is automatic for full-time teachers in academies and, from 1 January 2007, automatic for teachers in part-time employment following appointment or a change of contract, although they are able to opt out.

The TPS is an unfunded scheme and members contribute on a 'pay as you go' basis – these contributions along with those made by employers 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. 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 2012 and in accordance with the Public Service Pensions (Valuations and Employer Cost Cap) Directions 2014. The valuation report was published by the Department for Education on 9 June 2014.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

26 Pension and Similar Obligations (continued)

The key elements of the valuation and subsequent consultation are:

- employer contribution rates set at 16.48% 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 £191.5 million, and notional assets (estimated future contributions together with the notional investments held at the valuation date) of £176.6 million giving a notional past service deficit of £14.9 million
- an employer cost cap of 10.9% of pensionable pay will be applied to future valuations
- the assumed real rate of return is 3.0% in excess of prices and 2% in excess of earnings. The rate of real earnings growth is assumed to be 2.75%. The assumed nominal rate of return is 5.06%

During the year the employer contribution rate was 16.4% which was payable from September 2015. The next valuation of the TPS is currently underway based on April 2016 data, whereupon the employer contribution rate is expected to be reassessed and will be payable from 1 September 2019.

The employer's pension costs paid to TPS in the period amounted to £555,124 (2018: £472,437).

A copy of the valuation report and supporting documentation is on the [Teachers' Pensions website](#).

Under the definitions set out in FRS 102, the TPS is a 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 scheme, with the assets held in separate trustee-administered funds. The total contribution made for the year ended 31 August 2019 was £888,790 (2018: £764,490) of which employer's contributions totalled £536,753 (2018: £413,878) and employees' contributions totalled £352,037 (2018: £350,612). The agreed employer contribution rates for future years range from 13.4% to 21.5% for employers and 5.5% to 12.5% for employees.

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.

Principal actuarial assumptions	ERPA At 31 August 2019	SYPA At 31 August 2019	ERPA At 31 August 2018	SYPA At 31 August 2018
Rate of increase in salaries	2.50%	3.35%	2.60%	3.35%
Rate of increase for pensions in payment/inflation	2.30%	2.20%	2.40%	2.20%
Discount rate for scheme liabilities	1.80%	1.80%	2.80%	2.80%
Inflation assumption (CPI)	-%	2.10%	-%	2.10%
Commutation of pensions to lump sums	-%	50.00%	-%	50.00%

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

26 Pension and Similar Obligations (continued)

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

	ERPA At 31 August 2019	SYPA At 31 August 2019	ERPA At 31 August 2018	SYPA At 31 August 2018
<i>Retiring today</i>				
Males	20.8	23.1	21.7	23.0
Females	23.3	25.9	24.2	25.8
<i>Retiring in 20 years</i>				
Males	20.0	25.3	23.7	25.2
Females	24.9	28.3	26.4	28.1

The Academy Trust's share of the assets and liabilities in the schemes and the expected rates of return were:

	ERPA Fair value at 31 August 2019 £000	SYPA Fair value at 31 August 2019 £000	Fair value at 31 August 2018 £000
Equities	645	1,630	1,310
Debt Instruments	136	675	402
Property	100	272	231
Cash/Liquidity	27	100	87
Other	-	443	150
Total market value of assets	909	3,120	2,180

The actual return on scheme assets was £222,000 (2018: £112,000).

Amounts recognised in the statement of financial activities

	2019 £000	2018 £000
Current service cost (net of employee contributions)	(160)	(187)
Net interest cost	(124)	(94)
Past service cost	(0)	(0)
Total operating charge	(284)	(281)

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

26 Pension and Similar Obligations (continued)

Movements in the present value of defined benefit obligations were as follows:

	2019	2018
	£000	£000
At 1 September	5,814	3,684
Upon conversion	2,053	1,809
Current service cost	682	595
Interest cost	217	139
Employee contributions	126	100
Actuarial (gain)/loss	2,395	(464)
Benefits paid	(60)	(49)
Past Service cost	-	-
Curtailments and settlements	-	-
At 31 August	11,227	5,814

Movements in the fair value of Academy Trust's share of scheme assets

	2019	2018
	£000	£000
At 1 September	2,180	775
Upon conversion	1,004	839
Expected return on assets	93	45
Actuarial gain/(loss)	164	62
Employer contributions	528	413
Employee contributions	126	100
Benefits paid	(60)	(49)
Administrative expenses	(6)	(5)
At 31 August	4,029	2,180

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

27 Conversion to an Academy Trust

	Unrestricted Funds £	Restricted General Funds £	Restricted Fixed Asset Funds £	Total 2019 £	Total 2018 £
Tangible fixed assets					
Leasehold land and buildings	-	-	9,183,333	9,183,333	5,809,466
Other tangible fixed assets	-	-	14,530	14,530	61,740
Budget surplus / (deficit) on LA funds	97,008	-	-	97,008	190,829
Budget surplus / (deficit) on School	27,212	-	-	27,212	-
LGPS pension surplus / (deficit)	-	(1,049,000)	-	(1,049,000)	(970,000)
Net assets / (liabilities)	<u>124,220</u>	<u>(1,049,000)</u>	<u>9,197,863</u>	<u>8,273,083</u>	<u>5,092,035</u>

On 1st December 2018 Owston Park Primary converted into the Trust under the Academies Act 2010 and all the operations and assets and liabilities were transferred to the Rose Learning Trust Ltd for £nil consideration.

The transfer has been accounted for as a combination that is in substance a gift. The assets and liabilities transferred were valued at their fair value and recognised in the balance sheet under the appropriate headings with a corresponding net amount recognised as a net gain in the Statement of Financial Activities as Donations – transfer from local authority on conversion.

The above table sets out the fair values of the identifiable assets and liabilities transferred and an analysis of their recognition in the SOFA. The above net assets include £153,248 that was transferred as cash.

28 Related Party Transactions

Owing to the nature of the academy trust and the composition of the board of trustees being drawn from local public and private sector organisations, transactions may take place with organisations in which the trustees have an interest. All transactions involving such organisations are conducted in accordance with the requirements of the AFH, including notifying the ESFA of all transactions made on or after 1 April 2019 and obtaining their approval where required, and with the academy trust's financial regulations and normal procurement procedures relating to connected and related party transactions. The following related party transactions took place in the financial period.

During the year all schools within the Trust procured human resources services to the value of £15,076 (2018: £10,903) from Advanced HR Solutions Limited, a company in which Mrs Ellen Walker (Trustee) is a shareholder. The balance owing to Advanced HR Solutions as at the balance sheet date was £NIL, (2018: £NIL)

Since the formation of the Rose Learning Trust it has engaged the services of Maze Education Limited to deliver data diligence services across all schools. Mr Chris Toyne, the owner of the company has been engaged by Richmond Hill Primary School as a Governor. The services of Maze Education Limited have always been procured by the Trust's Central Services department and not by Richmond Hill.

THE ROSE LEARNING TRUST (formerly Richmond Hill Primary Academy Limited)
Notes to the financial statements for the year ended 31st August 2019

During the year the Trust procured services to the value of £5,600, (2018: £12,100) all of which was treated as a prepayment. The balance owing to Maze Education Limited as at the balance sheet Date was £NIL, (2018: £NIL)

The Trust also procured data protection consultation from Data Protection Compliance Solutions to the value of £1,400. (2018: £NIL) During the accounting period, Mr Phil Crawley (Chair of Trustees) was a director of the company. Mr Crawley has since resigned as a director of Data Protection Compliance Solutions in September 2019.

Miss Sarah Page (Trustee) is a Managing Director of Learners First Schools Partnership Ltd, a not-for-profit company established to operate school support and improvement activities as a teaching school, designated by the National College for Teaching and Leadership.

During the accounting period the Trust received £11,750 from Learners First for the leadership training delivered by the Trust's CEO Jill Foster (2018: £8,250).

The Trust also procured an annual subscription to Learners First for every school in the Trust to the value of £6,750. (2018: £4,500)

The balance owing to or from the Trust for Learners First as at the balance sheet date was £NIL, (2018: £NIL)

29 Connected Parties

Woodfield Primary School held a separate registered School Fund Charity (charity number: 1059543). The activities running through the fund consisted of fundraising. During the year the charity ceased and funds of £6,302 were transferred into the school's bank account.

Hatchell Wood Primary held a separate registered School Fund Charity (charity number: 1065857). The activities running through the fund consisted of fundraising. During the year the charity ceased and funds of £3,143 were transferred into the school's bank account.

30 Contingent Liabilities

During the period of the Funding Agreement, in the event of the sale or disposal by other means of any asset for which a Government capital grant was received, the Academy is required either to re-invest the proceeds or to repay the Secretary of State for Education the same proportion of the proceeds of the sale or disposal as equates with the proportion of the original cost met by the Secretary of State.

Upon termination of the Funding Agreement, whether as a result of the Secretary of State or the Academy servicing notice, the Academy shall repay to the Secretary of State sums determined by reference to:

- (a) the value at that time of the Academy's site and premises and other assets held for the Academy; and
- (b) the extent to which expenditure incurred in providing those assets was met by payments by the Secretary of State under the Funding Agreement.