

Company No: 00018582
Charity Registration No: 313999

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH
SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 AUGUST 2023

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

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**REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITABLE GROUP,
ITS TRUSTEES AND ADVISERS
FOR THE YEAR ENDED 31 AUGUST 2023**

Company registered number	00018582
Charity registered number	313999
Registered and principal office of the Charitable Group	Worldwide House Thorpe Wood Peterborough PE3 6SB
Chief executive officer	Sir Jon Coles
Company secretary	Mrs Alison Hussain
Bankers	Barclays Bank PLC One Snowhill Snowhill Queensway Birmingham B4 6GN
Solicitors	Hewitsons LLP Elgin House Billing Road Northampton NN1 5AU Stone King LLP 91 Charterhouse Street London EC1M 6HR
Independent auditor	Grant Thornton UK LLP Statutory Auditor Chartered Accountants Victoria House 199 Avebury Boulevard Milton Keynes MK9 1AU

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**REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITABLE GROUP,
ITS TRUSTEES AND ADVISERS (Continued)
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**Senior Management team and key
management personnel
(as at 1 September 2023)**

Sir Jon Coles, Chief Executive Officer
Mr Ben Antell, Director of Secondary Academies
Mrs Fiona Boulton, Director of Independent Schools
Mrs Kate Bradley, Director of HR
Mr Darran Ellison-Lee, Director of Primary Academies
Mrs Suzanne Howard, Director of Professional Development
Mrs Louise Johnston, Chief Financial Officer
Ms Anna Paige, Head of Strategy and Performance
Ms Lauren Thorpe, Chief Transformation Officer

Trustees

Dr Stephen Critchley (Chair, resigned 21 November 2023)
Zoe Asensio-Sanchez (appointed 1 January 2024)
Mr David Brown (appointed 1 January 2024)
Mr Benjamin Gordon
Mr Richard Greenhalgh (Chair)
Mr Neil MacDonald (appointed 30 November 2022)
Mr Christie Spurling (appointed 30 November 2022)

Biographies for the Trustees and Senior Management team can be found at www.unitedlearning.org.uk

UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND ITS SUBSIDIARY UNDERTAKINGS

TRUSTEES' REPORT INCORPORATING THE STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

The Board presents its report together with financial statements for the year ended 31 August 2023.

Constitution and objects

United Learning Ltd (formerly United Church Schools Foundation Ltd) is registered with the Charity Commission (No. 313999) and is constituted as a company limited by shares and registered in England and Wales, governed by Memorandum and Articles of Association, which were last amended in 1996.

The Company is established for charitable purposes and in accordance with its Memorandum of Association; its principal activity is to provide a liberal, practical and general education for children which includes religious instruction in the doctrine and duties of Christianity.

Details of the schools and academies operating within United Learning and its subsidiaries ('the Charitable Group') are listed later in this report.

Members of the Board (hereafter called "Trustees")

The present membership of the Board is set out under Reference and Administrative Details. All Trustees served throughout the year except where indicated. They are also the Directors of the Charitable Company for the purposes of the Companies Act.

All members of the Board of United Church Schools Trust ('UCST') hold one ordinary £5 share in the Charitable Company each for as long as they are members of the Board. There are five Trustees of UCST who each hold one £5 ordinary share. The Trustees of the Charitable Company also hold 12,984 non-voting shares. The shares have no value.

Appointment of Trustees

Members of the Board of Trustees hold office for three years, and then resign at the end of that period. They may, with consent of the Board, remain in office for a further three years. They may then be re-appointed for a further year upon the proposal of the Chair. At that point, they are subject to annual proposal and re-election.

The Charitable Company may increase or reduce the number of Trustees and determine their rotation. Any casual vacancy arising may be filled by the Board, the person holding office until the next General Meeting.

The training and induction provided for new Trustees is dependent upon their existing experience. Where necessary, induction will provide training on charity and educational legal and financial matters. All new Trustees are given tours of the Charitable Group's schools and academies and the chance to meet with staff and students. They are provided with copies of policies, procedures, minutes, accounts, budgets, plans and other documents that they will need to undertake their role as Trustees. Induction is tailored specifically to the individual. The Company Secretary works with the Trustees to identify training needs and steps to keep the Trustees updated regarding the regulatory environment.

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FOR THE YEAR ENDED 31 AUGUST 2023**

Trustees' indemnities

In accordance with normal commercial practice, United Learning has insurance in place to protect Trustees and Officers from claims arising from negligent acts, errors or omissions occurring whilst on United Learning business.

Governance of the Charitable Group

During the year, the Board of Trustees of United Learning Ltd held five meetings. Attendance at these meetings was as follows:

Trustee	Meetings attended	Out of a possible
Dr Stephen Critchley	5	5
Mr Ben Gordon	5	5
Mr Richard Greenhalgh	5	5
Mr Neil MacDonald	2	2
Mr Christie Spurling	2	2

United Learning Ltd has two subsidiary charitable companies, United Church Schools Trust ('UCST') which is responsible for running the Charitable Group's Independent Schools and United Learning Trust ('ULT'), which is responsible for running the Charitable Group's Academies. The Trustees of UCST and ULT have delegated their powers and functions to a committee of both Boards known as the Group Board. All Trustees from both UCST and ULT are members of the Group Board. The Group Board met for a total of six meetings during the year. Attendance during the year at the meetings of the Group Board was as follows:

	Group Board Meetings attended	Out of a possible
Dame Yasmin Bevan	1	1
Sir Jon Coles	6	6
Dr Stephen Critchley	6	6
Ms Karima Fahmy	6	6
Mr Richard Greenhalgh, Chair	6	6
Dame Sue John	3	4
Dame Reena Keeble	5	6
Mr Neil MacDonald	6	6
Dr Rania Marandos	6	6
Mr Christie Spurling	6	6
Mr Ben Gordon	6	6
Dr Rosalind Given-Wilson	6	6
Mrs Melissa Geiger	4	4
The Very Rev Dr John Hall	3	5

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Governance of the Charitable Group (continued)

The Board of Trustees delegates clear responsibilities to the Schools' Local Governing Bodies ("LGBs"), whose purpose is to provide support and challenge to the school on behalf of the Board. The functions and duties of the LGBs are set out in the LGB Members' Handbook. The Group Board maintains links with the LGBs through the Company Secretary, and designated Trustees for the schools. The Chairs and Vice Chairs of the LGBs are invited to attend meetings of the Local Governance Forums, which meet three times in the academic year and provide advice on strategy and education, relevant continuing professional development and the opportunity for sharing of best practice with their peers. These meetings further enhance communications between LGBs and the Trustees.

In year the Board carried out a Board skills gap analysis, a review of the link trustee roles and also reviewed Committee terms of reference and cycle of business.

In year the Board updated its processes and procedures including a code of conduct for Trustees which is aligned to the charity governance code. This has provided further clarity of the role of Trustee within United Learning. The board conducted a self-evaluation in February 2023. This consisted of a questionnaire followed by a discussion at the Board away day. The outcome of this evaluation included revising the process for reviewing Trustee performance.

Each Committee has also considered its terms of reference and cycle of business and made any appropriate adjustments.

Board Committees

The Group has four committees, which advise on matters defined by their terms of reference. The Committees are the Finance Committee, the Risk and Audit Committee, the Nominations and Remuneration Committee and the Education Standards and Performance Committee. The minutes of all committees are made available to the Board of Trustees at meetings of the Group Board and any matters of concern are highlighted.

The Finance Committee's purpose is to:

- ensure that the Charitable Group properly plans the use of its finances and is adequately funded to undertake projected expenditure
- review and recommend the annual budgets for approval by the board
- monitor financial performance against agreed budgets
- ensure, with the Risk and Audit Committee, that the Charitable Group's financial statements are supported accurately by management accounts
- monitor and review the Charitable Group's arrangements in relation to investments and make recommendations to the Board in relation to the appointment and removal of investment advisors.

Dr Stephen Critchley was the Chair of the Finance Committee until November 2023. Mr Neil MacDonald is the current Chair of the Finance Committee. Attendance at meetings in the year was as follows:

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Governance of the Charitable Group (continued)

Board Committees (continued)

Committee member	Meetings attended	Out of a possible
Dr Stephen Critchley	4	4
Mr Ben Gordon	4	4
Mr Richard Greenhalgh	4	4
Mr Mike Litchfield	4	4
Mr Neil MacDonald	1	2

The Risk and Audit Committee for the Charitable Group advises the Trustees and met four times during the year to review the major risks to which the Charitable Group is exposed. The Risk and Audit Committee's purpose is to:

- ensure implementation of a risk management framework for the Group
- ensure the Charity's annual financial statements are reconciled to the management accounts
- ensure effective audit functions are in place (both external and internal)
- ensure adequate risk management processes are in place
- ensure an adequate internal control environment is established.

The Chair of the Risk and Audit Committee was Mr Neil MacDonald until November 2023. Ms Karima Fahmy is the current Chair of the Committee.

Attendance at meetings in the year was as follows:

Committee member	Meetings attended	Out of a possible
Dr Stephen Critchley	4	4
Mrs Melissa Geiger	3	4
Mr Neil MacDonald	4	4
Mrs Janet Swadling	3	4
Ms Karima Fahmy	3	4

A Group Nominations and Remuneration Committee exists to oversee the appointments of the Group Chair and Trustees and to approve Executive salaries and remuneration. The Committee is chaired by the Chair of the Group Board and it is advised by the Director of HR and the Company Secretary as appropriate. The Nominations and Remuneration Committee regularly reviews the terms of office, skills and attributes of the Board of Trustees. On the basis of this, the Committee plans succession in order to ensure that the Board has available to it the range of skills and experience required to discharge its responsibilities. The Committee makes recommendations to the Board as to the need for new Trustees and leads the process of recruitment of Trustees as required, making recommendations of appointment to the Board. The Committee ensures that appointment is on merit, but also seeks to ensure that the Board reflects the diversity of the communities it serves.

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Governance of the Charitable Group (continued)
Board Committees (continued)

In considering Executive pay, the Committee takes account of the needs of the organisation for skills, experience and personal capabilities to enable it to achieve its objectives and the price of such skills in the labour market. The Committee considers that in order to attract and retain leaders with the skills to achieve organisational objectives, senior pay must be competitive in the marketplace, taking account of the pay rates of comparably senior and skilled employees in other organisations – particularly in comparable organisations in education, in public service and in the charitable sector, and taking account of the transferability of skills into other sectors. The Committee is also mindful of the need for charities and organisations in receipt of public funding to set pay rates which are publicly defensible and seen to be appropriate.

The Committee considers annual pay in relation to the performance of the organisation, and of individuals against their objectives and in their broader contribution and in any changes to job role.

Ben Gordon is the Chair of the Nominations and Remuneration Committee. Attendance at meetings in the year was as follows:

Committee member	Meetings attended	Out of a possible
Mr Richard Greenhalgh	4	4
Mr Benjamin Gordon (Chair)	3	4
The Very Reverend Dr John Hall	2	3
Dr Rania Marandos	3	4

The Group Education Standards and Performance Committee's purpose is to:

- ensure that the Charitable Group discharges its responsibilities for educational improvement in providing excellent education so that all pupils are able to progress, achieve and to go on to succeed in life
- advise the Group Board with respect to group strategic educational priorities and key performance indicators
- provide an overview, scrutiny and challenge of education performance of all schools
- receive reports from the Executive regarding education standards and performance of schools, and to hold the Executive to account, against the approved group strategic priorities and key performance indicators relating to schools' educational performance
- review annually the performance of local/cluster governing bodies to ensure they are operating at maximum effectiveness
- receive reports from the Executive regarding safeguarding, and to hold the Executive to account regarding the effectiveness of policies and processes designed to keep children safe.

Dame Reena Keeble is the Chair of the Education Standards and Performance Committee. Attendance at meetings in the year was as follows:

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Governance of the Charitable Group (continued)

Board Committees (continued)

Committee member	Meetings attended	Out of a possible
Dame Yasmin Bevan	1	1
Sir Jon Coles	3	3
Dr Rosalind Given-Wilson	1	3
Mr Richard Greenhalgh	2	3
The Very Reverend Dr John Hall	1	2
Dame Reena Keeble (Chair)	3	3
Mr Christie Spurling (appointed 20 January 2023)	3	3
Dame Sue John	1	2

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 the Charitable Company's 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 Charitable Company for the year from 1 September 2022 to 31 August 2023 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 Charitable Group is exposed, together with the operating, financial and compliance controls that have been implemented to mitigate those risks. The Board of Trustees is of the view that there is a formal ongoing process for identifying, evaluating and managing the Charitable Group's significant risks that has been in place for the year 1 September 2022 to 31 August 2023 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 Charitable Group has a risk register that identifies the key strategic risks facing the Charitable Group, the actions taken to mitigate those risks and the owners of those actions. Risk control is exercised by the senior management team, which reviews the risk register on a monthly basis. The Risk and Audit Committee considers the risk register at each of their meetings. Its views are reported to the Group Board via the Committee's minutes and the Chair's reports. Further details of the key risks are shown in the principal risks and uncertainties section on pages 24 to 27.

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The Risk and Control Framework

The Charitable Company'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 monthly financial reports, which are reviewed and agreed by the Board of Trustees
- regular reviews by the management and the Finance Committee of reports which indicate financial performance against the forecasts and 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 Group employs an Internal Auditor and a Head of Internal Audit who have a direct reporting line to the Chair of the Risk and Audit Committee. The Internal Audit service follows best practice professional standards and guidelines. Internal Audit independently and objectively reviews, on a continuous basis, the extent to which the internal control environment supports and promotes the achievement of the Charitable Group's objectives, and contributes to the proper, economic, efficient, and effective use of resources.

Internal Audit's role includes giving advice on internal controls and performing a range of checks on the Charitable Group's core financial systems. An increased level of control checks were carried out in the year including increased testing of school level key controls, covering local governance, procurement, income, cash management, human resources, payroll and fixed assets. Furthermore, testing of non-financial systems and central office functions were conducted, including reviews of the organisation's safeguarding arrangements, IT technical assurance programmes, payroll, estates projects, absence management, pension arrangements and settlement payment arrangements.

On a quarterly basis, the Head of Internal Audit reports to the Board of Directors through the Risk and Audit Committee on the operation of the systems of control and on the discharge of the Board of Directors' financial responsibilities and prepares an annual summary report to the Committee outlining the areas reviewed, key findings, recommendations and conclusions to help the Committee consider actions and assess year on year progress. The reports include an update on the progress of implementing audit actions and the action plan for any recommendations still to be implemented.

For the year ended 31 August 2023, based on the work undertaken, an internal audit opinion of good assurance was given on the adequacy and effectiveness of the organisation's risk management, internal control and governance arrangements.

These arrangements can provide only reasonable and not absolute assurance that assets are safeguarded, transactions authorised and properly recorded, and that material errors or irregularities are either prevented or would be detected within a timely period.

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**TRUSTEES' REPORT INCORPORATING THE STRATEGIC REPORT
FOR THE YEAR ENDED 31 AUGUST 2023**

Chief Executive

The Trustees delegate the day-to-day responsibility of the running of the Charitable Group to the Chief Executive.

Connected charities

There is a relationship between United Learning Ltd and other charities as set out in note 30.

UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND ITS SUBSIDIARY UNDERTAKINGS

TRUSTEES' REPORT INCORPORATING THE STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Strategic report

Objectives, strategies and activities

About United Learning

Founded in 1883 as an educational charity anchored in the Church of England, United Learning manages the operation of a group of Independent Schools within the United Church Schools Trust ("UCST") charity to provide education for students of different abilities between the ages of 0 and 18. Its admission policies welcome people from all employment, faiths and backgrounds.

In 2001, it created a subsidiary charity, United Learning Trust ("ULT") to extend its work into some of the most challenging inner-city areas through the City Academy programme, and to this day UCST remains the sponsor of the ULT multi-academy trust. As at 31 August 2023, UCST sponsors 81 state sector academies through ULT.

The overall aim of the Charitable Group is to promote excellent education, providing strong schools which enable all young people to make a success of their lives. The roots of our charity can be traced back 139 years, and over this period, we have founded and developed a large number of schools, focused on the most important social and educational challenges of the day. Our strength as a group of schools lies in the unique collaboration between the state and independent sectors, in our national reach and growing regional clusters and in our dedication to continuous improvement and our pursuit of excellence. Our track record in some of the country's most challenging schools is based on structures and systems which ensure high expectations, rigour, enthusiasm and breadth.

As of 31 August 2023, United Learning comprises 13 independent schools, 81 state sector academies and a central office function that serves all our schools.

Over the course of the year, we welcomed six schools to our Group:

- Ernest Bevin Academy in southwest London.
- Fulham Primary School in west London
- Holland Park School in west London.
- Huish Episcopi Academy in Somerset.
- Queen's Manor Primary School in west London.
- Sullivan Primary School in west London.

Operating review

Framework for Excellence

Our 'Framework for Excellence' is at the heart of everything we do at United Learning. It sets out the five key principles that we believe are vital to an excellent education for children and young people.

The Best from Everyone

Our aim is to bring out the best in everyone. So, we must expect the best from everyone, all the time. Every child is a special individual, capable of extraordinary things. Who can know the limits of any child's potential?

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Objectives, strategies and activities (continued)

So, we expect unreasonably – we constantly challenge children to do what they think they can't, to persist, to work hard and to be at their best.

From every adult we expect the same: that they are at their best, expect unreasonably of themselves, are determined and resilient and pass those expectations on to the children in all they do. We act with the utmost love, care and good faith – the highest standards come with the greatest attention to the wellbeing of all.

Powerful Knowledge

Our most important purpose is to teach young people things they would not learn outside school, which free them to think and act more powerfully in their lives. Words and numbers are our most powerful ways of representing the world. Mastery of language and fluent mathematical skills are therefore our top priority. We aim to prepare young people to make a success of their lives: a core entitlement to subject-based learning; the development of talents; an understanding of work and society.

Worthwhile learning is often hard. Inspiring teaching is what gives access to difficult concepts and the thrill of intellectual discovery. Powerful knowledge is not static or backward-looking. It includes the ability to critique, challenge the status quo, think and learn.

Education with Character

Academic success is very important. Exam passes are an important aspect of that. But there is more to a good education. Our schools also aim to develop character, compassion and service. Young people are expected to contribute to their school and to society; to try things which they think they cannot do; to persist in the face of difficulty; to become resilient in overcoming obstacles; to manage themselves; to work independently on things which challenge them; to work with others and in teams; to be courageous and caring; to lead.

We want young people to look back on a joyful schooling which has inspired and challenged them, given them wide opportunity and prepared them for the ups and downs of life.

Leadership in Every Role

Our children are leaders of the future. We expect them to start today – taking advantage of structured opportunities to lead and taking responsibility for themselves and others. Every adult in the school is a leader. In every word, tone and gesture, they set direction and expectation. We expect every adult to take responsibility and the initiative to do what is right for the children.

All those in formal leadership positions create the climate in which others work. They demand the highest standards, build a performance culture, develop their teams and create the space for others to lead. All leaders listen, grow relationships, act with integrity and care and expect the best from themselves and others in building a happy, confident school.

Continuous Improvement

However good we are, we can be better. We constantly look for improvements and implement them with pace. We look for ideas for improvement inside the organisation and out; we observe one another; we steal good ideas with pride and look to make them better; we work together to improve.

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TRUSTEES' REPORT INCORPORATING THE STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Objectives, strategies and activities (continued)

We always look at the evidence and are rigorous in evaluating impact. We stop or change things which aren't working; we improve things which are. We aim for high leverage: high impact for low effort and low cost. We constantly look to have more impact for less cost and effort and to spend every pound wisely.

Long-term strategy

We continue to follow our five-year 2021-2026 strategy in line with these principles. We have agreed the following four strategic aims for this period:

- Great places to learn – because of the educational quality of our schools, their development of the whole person and the preparation they offer for life, the pastoral care they offer and the quality of the environment and relationships.
- Great places to work – because our schools offer an excellent professional experience, high quality relationships with students and other colleagues, excellent professional growth and opportunities, and a high quality working environment and resources.
- A great group to join – because of the quality of support we offer schools with compliance, the 'back office', education and school improvement and the high quality collaboration between schools.
- A great contribution beyond the group – because United Learning has a commitment to local communities, the national education system and the wider world.

Each strategic aim is supported by detailed delivery plans which enable us to ensure adequate human and financial resources are available to achieve the aims over the strategy period. The Charitable Group has a number of performance indicators against which it assesses its success and progress in delivering this strategy. The key indicators are:

1. All schools to improve their academic performance within the year.
2. All schools to improve pupil attendance within the year and to reduce incidences of suspension and exclusion.
3. All schools to recruit and retain high quality staff, including high quality trainee teachers.
4. All staff to receive high quality professional development.
5. To achieve it's in year budget.
6. To deliver an impact beyond our schools, including through community hubs and reducing carbon emissions.

Progress against our key indicators is set out below.

Academic Performance**KS1 and KS2**

At Key Stage 1 results at our primary academies were in line with those achieved in 2022:

- 66% of pupils achieved the expected standard in reading (2022: 67%)
- 58% of pupils achieved the expected standard in writing (2022: 58%)
- 70% of pupils achieved the expected standard in maths (2022: 68%)

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TRUSTEES' REPORT INCORPORATING THE STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Objectives, strategies and activities (continued)

At Key Stage 2 results showed a slight improvement on those achieved in 2022:

- 68% of pupils achieved the expected standard in reading (2022: 67%)
- 68% of pupils achieved the expected standard in writing (2022 64%)
- 72% of pupils achieved the expected standard in maths (2022: 68%)

GCSE

Across our academies, 7,927 students sat GCSEs. 67% of students achieved a grade 4 or above in both English and maths and 49% achieved a grade 5 or above. 16% of students achieved a grade 7 or above in these core subjects.

In six of our secondary academies over two-thirds of pupils achieved a grade 5 or above in both English and maths (Newstead Wood School, Glenmoor Academy, The Hurlingham Academy, Winton Academy, The Totteridge Academy and Parkside Community College).

Eight of our secondary academies achieved a progress 8 (P8) score of +0.8 or above:

- Newstead Wood School (+1.14)
- Glenmoor Academy (+1.11)
- Northampton Academy (+1.00)
- The Totteridge Academy (+0.86)
- Parkside Community College (+0.83)
- Trumpington Community College (+0.83)
- Goresbrook School (+0.81)
- The Hurlingham Academy (+0.81)

At GCSE, across our independent schools:

- 61% of entries were awarded at least a grade 7.
- 89% of entries were awarded at least a grade 5.
- 96% of entries were awarded at least a grade 4.

Notable performances included:

- Guildford High School where 97% of entries achieved a grade 7 or above.
- Surbiton High School where 88% of entries achieved a grade 7 or above.

A Levels

Across our academies, 1,728 students took a total of 4,695 A Levels. Headline results are:

- 27% of entries achieved A*-A grades;
- 53% of entries achieved A*-B grades;
- 77% of entries achieved A*-C grades.

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TRUSTEES' REPORT INCORPORATING THE STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Objectives, strategies and activities (continued)

Notable performances included:

- Newstead Wood School where 78% of entries achieved A*-B grades.
- Holland Park School where 73% of entries achieved A*-B grades.
- Paddington Academy where 68% of entries achieved A*-B grades.
- Northampton Academy and the Regis Academy, where 66% of entries achieved A*-B grades.

Across the nine secondary independent schools, there were 491 pupils entered for A Level entries. Headline results are:

- 50% of entries achieved A*-A grades.
- 75% of entries achieved A*-B grades.
- 90% of entries achieved A*-C grades.

Notable performances included:

- Guildford High School where 85% of entries achieved at least A* - A grades.
- Surbiton High School where 64% of entries achieved at least A* - A grades.

Inspection outcomes

In total, 25 of the Charitable Company's academies were inspected by Ofsted over the course of the year. Just over half of these (13) were graded inspections.

Of the graded inspections:

- Three resulted in Outstanding judgements: Hunningley Academy, Northampton Academy and Paddington Academy.
- Eight resulted in Good judgements: Corngreaves Academy, Manchester Academy, Marlborough Road Academy, Pegasus Primary School, Sedgely Academy, The Albion Academy, Windale Academy and Winston Way Primary Academy. Of these, five represented an improvement on the previous judgement for the school or its predecessor and one represented a decline.
- Two resulted in Requires Improvement judgements: Beacon View Primary Academy and Richard Rose Morton Academy.

During the year eight of the Charitable Group's independent schools (Coworth Flexlands School, St Ives School, AKS, Embley School, Surbiton High School, The Royal School, Tranby and Lincoln Minster School) were inspected by ISI. All were judged to be compliant. Where a full inspection took place, all received 'excellent' judgements.

Education with Character in Action

Schools delivered extensive enrichment and extracurricular programmes to broaden our students' horizons and introduce them to new experiences. These included a number of Groupwide events and initiatives such as the annual International Art Competition, the StorySLAM creative writing competition, Student Leadership Programme and MUSICFest.

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Objectives, strategies and activities (continued)

Annual Surveys

Each year we carry out pupil, parent and staff surveys.

Our annual surveys for pupils, parents and staff provide robust feedback on our progress towards our goals. They enable us to identify schools in need of support, and schools able to provide it. We encourage a 'you said – we did' strategy allowing any staff, parent, or pupil survey to maximise benefit and bring about positive change.

Headline findings from our pupil surveys across the Group's schools conducted in November 2022 include:

- 94% of primary pupils and 75% of secondary pupils agreed that they were proud of their school.
- 89% of primary pupils and 80% of secondary pupils agreed that they feel they belong in their school.
- 96% of primary pupils and 89% of secondary pupils agreed it is important that they come to school every day.
- 90% of primary pupils and 81% of secondary pupils said they always know the right person to talk to if they have a concern or worry.

Headline findings from our parent surveys across the Group's schools conducted in November 2022 include:

- 97% of primary parents and 97% of secondary parents agreed that it is important their child attends school every day.
- 97% of primary parents and 96% of secondary parents agreed that working hard at school is important for their child's future.
- 88% of primary parents and 78% of secondary parents agreed that they felt welcome in their child's school.

Successful Staff Engagement

To determine staff attitudes towards the Group, we carried out our annual staff survey in Autumn 2022. The overall 'engagement' score rose to 80%, well above relevant benchmarks.

Key findings of our staff survey include:

- 90% of staff said they were proud to work at their school.
- 88% of staff said they valued their school's culture.
- 84% of staff said their job gives them a sense of personal fulfilment.
- 82% of staff said they felt optimistic about the future of their school.

United Learning remains committed to professional development and to ensuring that its schools are Great Places to Work. Investment in staff development supports individuals to have a greater impact on young people's learning and achievement; it also ensures that staff are well prepared to progress into new roles through internal promotion.

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Objectives, strategies and activities (continued)**Leadership**

In 2022-23, the United Learning internal Leadership Development Programmes (“LDPs”) were once again delivered with great success. One external participant voiced the view of many in saying: “The course was exceptionally well-designed... The insightful sessions... compelled me to share them with colleagues in my own professional setting. This course highlighted the exemplary practices undertaken by United Learning in schools nationwide”.

All LDPs are facilitated by United Learning school and central office leaders. They are research-informed, flexible, webinar-based courses whose curricula support talented aspiring and recently appointed leaders to improve their personal effectiveness and refine their leadership values and behaviours.

In all, 92 staff completed the Middle Leadership Programme, 72 completed the Senior Leadership Programme and 15 completed the Aspiring to Headship Programme.

The reformed NPQ programmes were delivered in partnership with Ambition Institute. In 2022-23, 186 United Learning staff successfully completed an NPQ and our Teaching School Hubs supported an additional 210 external candidates through one of the nine programmes. The average pass rate was 98% which exceeded the national target of 90%, with 93.9% of participants reporting that they would recommend the programmes to colleagues.

United Teaching

In the year, 168 trainees completed United Learning’s initial teacher training scheme, United Teaching. All trainees successfully 'passed' and were recommended for Qualified Teaching Status. As we approached the 2023/24 academic year, a further 235 trainee teachers have been recruited and participated in our Summer Institutes in July and August.

In January 2023, United Teaching was judged to be an Outstanding teacher training provider by Ofsted. The inspectors reported that United Teaching “offers the highest quality of education and training”, with trainees “exceptionally well prepared for the rewards and challenges of the teaching profession”.

Early Careers Teachers (“ECT”)

Support of ECT staff continues to be strong with 90% of early career teachers and mentors engaging well with the programme; retention of year 1 ECTs into year 2 has remained consistently high. All ECT mentors were offered training in instructional coaching which contributed not only to their professional development but to the overall experience for ECT staff. Further to this, a common independent school programme for ECTs was established, with great feedback from participants and induction coordinators alike.

Apprenticeships

United Learning Apprenticeships delivers apprenticeships for both support staff and teachers, with courses tailored for colleagues working in the education sector. Our provider delivers three Level 3 courses: Teaching Assistant, Early Years Educator and HR Support. Our Level 6 Teacher apprenticeship (delivered via United Teaching) launched in September 2021.

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Objectives, strategies and activities (continued)

In October 2022, 39 apprentices were studying a Level 3 apprenticeship: 23 as teaching assistants, 9 as early years educators and 7 as human resources support staff. An additional 155 apprentices were enrolled to study Level 6 teaching apprenticeships.

Key measures of success indicate high levels of learner engagement and 90% of apprentices expressed satisfaction with the programme and support they received. As a result, apprentice retention rates remain high.

In October 2022 Ofsted carried out a first monitoring visit following the establishment of United Learning Apprenticeships. The apprenticeship provider was found to be making reasonable progress in all areas.

In the year the United Learning professional development offer grew to include a new School Business Manager ("SBM") programme. This programme supported 23 SBMs to develop in their current roles and provided invaluable opportunities for networking between colleagues in comparable roles across United Learning. In all, more than 80% of enrolled participants engaged with the complete programme and 100% of participants agreed that the programme helped to develop their knowledge of leading support services across a school.

Inclusion, Diversity and Equality

To meet our aim for all our schools to be great places to work, we have a commitment to inclusion and fairness; we encourage all our staff to aspire, learn, progress and succeed in their career and ensure they are rewarded for doing so. This year, the Group continued to build on its work on inclusion, through:

- Establishing Future Leaders' Networks for female teachers and ethnic minority teachers who aspire to progress into a leadership role.
- Continuing with our Reverse Mentoring scheme.
- Improving the quality of workforce data and producing a detailed analysis of a range of HR practices including, for example, the percentage of internal promotion by gender and ethnic origin.

Our median Gender Pay Gap decreased from 18.2% in 2022 to 18.0% in 2023 (below the national education sector pay gap of 25%). We have also assessed our Ethnicity Pay Gap in 2023 and calculated a 10.3% median and 5.7% mean gap in our schools. We have continued to take steps to improve the racial diversity of our staffing profile so that it becomes more representative of the communities we serve – particularly at more senior levels. At the end of August 2023 5% of our heads, 10% of our senior leaders and 9.2% of our middle leaders were from ethnic minority backgrounds, compared to 13.5% of our staff as a whole.

Public benefit

The Trustees confirm that they have referred to the Charity Commission's guidance on public benefit when reviewing United Learning's aims and objectives and in planning future activities for the year.

United Learning aims to make a great contribution beyond the group, having a positive impact on our local communities beyond the school, on the national education system and on the wider world. Throughout the year staff across our Group, including Head teachers and members of our senior leadership team have provided support and expertise to working groups, research teams and national fora across the sector including in EdTech, curriculum reviews, qualification and exams.

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Objectives, strategies and activities (continued)**Community Hubs**

In the year we introduced a framework to support schools to strengthen their relationships with, and make great contributions to, their local communities. This work included the development of five community hubs which provide tailored and targeted support to the communities they serve. This year our hubs:

- Delivered 914 hours of support to their communities.
- Facilitated 465 community activity sessions.
- Provided 341 hot meals to local residents.
- Received 737 volunteer hours from young people, parents and community members to support hub activity.

United Curriculum and Continuity Oak

As part of our role and moral purpose to contribute towards the improvement of education generally across the country, we have made available our United Learning Curriculum to schools outside the Group. Schools can now have access to the Group's tried and tested curriculum and benchmarking analysis tools for end-of-year assessments.

Going concern

After making appropriate enquiries, including full consideration of the impact of the current economic climate, the Board of Trustees has a reasonable expectation that the Charitable Group has adequate resources to continue in operational existence for the foreseeable future.

The financial results for the year were underpinned by strong pupil numbers and the overall growth of the Charitable Group, and whilst pay inflation impacted trading results, strong cash reserves were maintained. The current year also started positively ahead of budget. However, again continuing cost inflation has led to higher implemented pay awards than originally budgeted which reduce the expected operating surplus. The Charitable Group is nevertheless in a strong position and able to absorb this level of surplus reduction for the year, but a full review continues to identify efficiencies and savings to be made with the aim of bringing the 2024/25 budget back to targeted surplus levels.

Various cash flow scenarios have been modelled for the period to 28 February 2025. The worst-case scenario uses pessimistic assumptions including for UCST potential pupil number reductions resulting from high costs of living, and the model builds in higher levels of inflation and increased costs. However, even in these scenarios the Charitable Group continues to have adequate cash reserves to meet its liabilities as they fall due during the forecast period. In preparing these forecasts, management have considered the different levers available to them, such as operating cost savings and the timing of capital expenditure, which can improve working capital at the lower points in the headroom available, notwithstanding that these remain positive throughout. The Charitable Group has available to it a wide range of contingency measures which it could use to reduce costs and/or realise funds should that prove necessary.

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Objectives, strategies and activities (continued)**Going concern (continued)**

Bank loans were renewed in March 2023 and will now mature in March 2026 at the earliest. The bank rolling credit facility ends in February 2025 and renewal options are under review, the base case and worst case are not reliant on renewal of this facility. Management have also considered the impact of the base and worst-case scenarios on debt covenants and concluded that these will not be breached. The headroom in the different cash flow models and the levers available to the Charitable Group have enabled management to conclude that there is no material uncertainty in management's going concern assessment.

Therefore, based on the current financial position and latest forecasts, the robustness of cash flow management and the level of financial reserves available in the cash flow scenarios, the Board of Trustees are confident that the Charitable Group has adequate resources to continue to operate for the foreseeable future, being at least twelve months from the date of approval of these financial statements. 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.

Financial Review

During the year, most of the Charitable Group's income was obtained from the DfE and ESFA in the form of grants for ongoing running expenses and for fixed asset expenditure and also from parents paying independent school fees. The total surplus for the year amounted to £168.5m (2022 surplus £171.1m). Included within these results was an actuarial gain on defined benefit pension schemes of £17.5m (2022: gain of £176.2m), and a further £2.7m (2022: £23.3m) of FRS 102 adjustments on the same LGPS schemes.

The Charitable Group is not liable to pay corporation tax.

As a result, and as detailed in the going concern review and the following funds and reserves sections, the Charitable Group continues to be in a financially secure position.

The independent schools operated by the Charitable Group during the year were as follows:

AKS
Ashford School
Banstead Preparatory School
Coworth Flexlands School
Dunottar School
Embley
Guildford High School
Lincoln Minster School
Rowan Preparatory School
St. Ives (Haslemere)
Surbiton High School
The Royal School
Tranby

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Objectives, strategies and activities (continued)

UCST is the sponsor of ULT. ULT's aim is to found and manage a group of academies under the government initiative. Academies opened/joined to date are:

Manchester Academy	September 2003
The Elms (formally known as Lambeth Academy)	September 2004
Northampton Academy	September 2004
Salford City Academy	September 2005
Barnsley Academy	September 2006
Paddington Academy	September 2006
Sheffield Park Academy	September 2006
Sheffield Springs Academy	September 2006
Walthamstow Academy	September 2006
North Oxfordshire Academy	September 2007
William Hulme's Academy	September 2007
Swindon Academy	September 2007
Stockport Academy	September 2007
Accrington Academy	September 2008
Midhurst Rother College	January 2009
Kettering Buccleuch Academy	September 2009
Shoreham Academy	September 2009
The Regis School	January 2012
Southway Primary School	January 2012
Beacon View Primary Academy	January 2012
Hanwell Fields Community School	February 2012
The Cornerstone Academy	April 2013
Corngreaves Academy	June 2013
Timbertree Academy	June 2013
Nova Hreod Academy	January 2013
Winton College	September 2013
Wye School	September 2013
Glenmoor School	September 2013
The Victory Primary Academy	September 2013
Grange Primary Academy	September 2013
Abbey Hey Primary Academy	December 2013
Silverdale Primary Academy	January 2014
Cravenwood Primary Academy	April 2014
Seahaven Academy	April 2014
Goresbrook School	September 2014
Richard Rose Central Academy	September 2014
Richard Rose Morton Academy	September 2014
The Hurlingham Academy	January 2015
High Hazels Academy	January 2015
Walthamstow Primary Academy	September 2015
Langford Primary	January 2016

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Objectives, strategies and activities (continued)

The Totteridge Academy	November 2016
Hunningley Primary Academy	June 2017
Worsbrough Bank End Academy	June 2017
Hill View Primary School	October 2017
Newstead Wood School	October 2017
The Hyndburn Academy	November 2017
Bacon's College	March 2018
Castle View Academy	March 2018
Orchard Meadow Primary School	September 2018
Pegasus Primary School	September 2018
Windale Primary School	September 2018
Dukesgate Academy	February 2019
Irlam and Cadishead Academy	February 2019
Marlborough Road Academy	February 2019
The Albion Academy	February 2019
Longshaw Primary Academy	April 2019
Salisbury Manor Primary Academy	April 2019
Whittingham Primary Academy	April 2019
Winston Way Academy	April 2019
Avonbourne Boys' Academy	August 2019
Avonbourne Girls' Academy	August 2019
Cambridge Academy for Science and Technology	September 2019
Coleridge Community College	September 2019
Parkside Community College	September 2019
Trumpington Community College	September 2019
The Galfrid School	September 2019
The John Roan School	September 2019
Ham Dingle Primary School	September 2019
Sedgehill Academy	September 2019
Marsden Heights Community College	November 2020
The Lowry Academy	March 2022
Avonwood Primary	March 2022
Fulham Primary	November 2022
Queen's Manor Primary	November 2022
Sullivan Primary School	November 2022
Holland Park School	January 2023
Ernest Bevin Academy	March 2023
Huish Episcopi Academy	June 2023

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Objectives, strategies and activities (continued)**Funds**

Unrestricted funds were mainly derived from school fees receivable for the independent schools, other educational related activities, investment income, other donations and from gift aid payments from the trading subsidiaries, ULT Trading Company Limited and The Church Schools Trading Company Limited. The surplus for the year on unrestricted funds (before transfers between funds) was £13.075m (2022: £16.382m).

The restricted general funds were mainly derived from grants from the DfE in relation to the academies. The surplus for the year (before transfers between funds) was £5.787m (2022: £9.500m).

The restricted fixed asset fund forms part of the restricted fund, these were derived mainly from DfE capital grants and academy fixed assets transferred from other charities and on conversion. The surplus for the year (before transfers between funds) was £136.535m (2022: deficit of £10.829m).

The restricted pension fund (before transfers between funds) shows a surplus for the year of £13.129m (2022: £156.070m).

There was no movement in the endowment fund during the year (2022: £nil).

At 31 August 2023, the net book value of tangible fixed assets was £998.042m (2022: £859.627m) and movements in tangible fixed assets are shown in Note 13 to the financial statements.

The Charitable Group held £100.610m (2022: £88.704m) of cash at bank and in hand, with net current assets of £40.563m (2022: £14.133m).

The Charitable Group held fund balances of £1,033.618m (2022: £865.093m) comprising £841.200m (2022: £693.834m) of restricted fixed asset funds, a restricted pension fund deficit of £6.969m (2022: deficit of £20.098m), £24.806m (2022: £29.851m) of other restricted funds, an unrestricted pension fund deficit of £0.809m (2022: deficit of £1.125m) and £175.113m (2022: £162.354m) of other unrestricted funds.

The fund balances are adequate to fulfil the obligations of the Charitable Group. To achieve the development plan objectives and for other major capital projects for the academies, the Charitable Group remains dependent on the provision of additional capital grants from both the DfE and any sponsors. The restricted funds can only be used for the specific purpose for which they have been given to the Charitable Group.

Fundraising

As we increase the work our schools are doing with their local communities - as part of our strategic aim to make a great contribution beyond the group - we are moving from a 'soft' fundraising approach to one in which we expect more actively to fundraise. United Learning schools raised £136k in 2022-23 (largely in the form of small grants, including from Active Partnerships, North Northamptonshire Local Authority, Tesco and Caterlink). We are exploring options for increasing revenue from fundraising into the future, including through seeking professional fundraising advice.

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Objectives, strategies and activities (continued)

We also work with partners and suppliers from time to time to offer fundraising packages for specific events and programmes such as our annual student and staff award ceremony and group-wide performances. Our schools occasionally fundraise for themselves or charities via events such as performances, non-school uniform days, and school fairs. We have not engaged third-party fundraisers to carry out fundraising activities on our behalf in 2022-23.

Occasionally, the Group is approached by trusts or individuals who are interested in working with us and we will provide them with programme and funding information in order to explore funding opportunities that meet both parties' objectives and ethos. In prior years, United Learning has received large donations from individuals in this way. Likewise, in prior years, we have submitted joint bid applications to trusts and funding bodies, such as the DfE and the Careers and Enterprise Company along with other charities. We have not approached individuals for donations in 2022-23. We are members of the Fundraising Regulator Fundraising Preference Service to monitor our fundraising complaints. We did not receive any complaints this year.

Plans for future periods

In the next twelve months, United Learning will continue to grow primarily in its existing cluster locations. So far this year, the Group welcomed Champion School and Language College on the 1st September 2023 (previously a single academy trust), Glebe Primary School (previously a local authority maintained school) on the 1st November 2023 and four secondaries (George Eliot Academy, Hartshill Academy, Heath Lane Academy and Nuneaton Academy) on the 1st December 2023 (transferring from the Midland Academy Trust). In addition, Chilmington Green school (a Free School) opened to its first Year 7 cohort on 1st September 2023.

The Charitable Group will continue to strive to improve the levels of performance of its students at all levels and will continue its efforts to ensure its primary students are well prepared for their secondary education and its secondary students are able to get jobs or a place in further or higher education once they leave its schools.

Funding

The Trustees are satisfied that the Charitable Group's assets attributable to each of its individual funds are available and adequate to fulfil its obligations in relation to those funds.

Fixed assets

The Board is of the opinion that in aggregate the market value of the land and buildings, the precise amount of which is not quantified, exceeds the book value of the assets.

Principal risks and uncertainties

During the year under review, the Trustees and Senior Executives have formally identified, and documented, the major risks to which the Charitable Group is exposed. Those risks have been reviewed by the Risk and Audit Committee and risk management strategies have been implemented. Risk management is embedded in the day to day processes of the Charitable Group.

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Principal risks and uncertainties (continued)

Principal risk areas for the Charitable Group are the protection of pupils and employees, and of assets and data. Procedures and governance to minimise these risks are constantly being reviewed and updated.

The Charitable Group's strategic risk register also covers risks relating to data protection, procurement, occupational health and safety, fraud, increasing cost of living, major incidents, growth, school performance and business continuity. Over the course of the year, the Charitable Group has amended its assessment of risk to reflect: the impact of the rising cost of living on its staff, families and communities; the potential for poor mental health and wellbeing to impact pupil and staff engagement; effective management of our future growth strategy; and a broader interpretation of the risks relating to governance.

The principal risks and uncertainties include:

Safeguarding

To ensure that pupils are safe, feel safe and are fully supported in this respect by their school, and to reduce the likelihood of child protection issues the Charitable Group has Safeguarding and Child Protection policies in place. These policies, which are available online, also provide a framework for its schools to develop secure processes for identifying and supporting pupils at risk of abuse. The implementation and effectiveness of these policies and procedures, which adhere to Department for Education guidelines on safeguarding and child protection, are regularly monitored and reviewed.

Information security

In order to reduce the likelihood of data breaches and loss of access the Group has Information Security policies in place, supported by regular training (including at induction and annual refreshers) and guidance for staff. Specific software, practices and processes are mandated across all the Charitable Group's schools to reduce opportunities for security breaches and mitigate the impact of any loss. The implementation and effectiveness of the approach are regularly monitored and reviewed, including through periodic stress testing.

People

The Charitable Group depends on the recruitment and retention of high-quality teachers and support staff to achieve its objectives, but currently operates in a challenging recruitment market. To mitigate this risk the Charitable Group's pay agreements for all staff are competitive within the sector (recognising current increased cost pressures), United Teaching is increasingly delivering a supply of quality teachers, and the Group-wide recruitment and retention handbook includes policies and advice for schools, including in relation to promoting diversity and inclusion. The Charitable Group invests in the development of its staff, including through provision of bespoke leadership development programmes and apprenticeship programmes for support staff, delivered through our own training provider.

Financial Pressures

The Charitable Group is reliant upon Government funding. An economic downturn could have a direct impact on the levels of funding available. The political landscape is currently uncertain, government instability, a potential recession and possible changes in VAT and business rate rules could have a significant impact on the cost base of the Charitable Group. Senior management and the Trustees aim to keep abreast of proposed changes to funding streams and these are taken into account when preparing medium term financial forecasts for each school.

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Principal risks and uncertainties (continued)**Financial risk management objective and policies (continued)**

The Charitable Group is reliant upon the parents paying its school fees promptly and an economic downturn could have a direct impact on parents' ability to pay their fees. Senior management and the Trustees therefore aim to keep abreast of the economic conditions both in the UK and abroad. Overheads are carefully monitored to ensure that resources are used effectively.

The markets in which the Charitable Group's schools operate are highly competitive. Consequently, the schools constantly review their processes to ensure that their pupils receive a first-class education that helps them to perform to their full ability in all aspects of school life.

A large proportion of the Charitable Group's costs relate to staff costs which are relatively fixed each year. There is a risk that a significant drop in income or further increases in pension contributions may lead to an inability to cover such costs at one or more of the schools or academies.

To mitigate these financial risks senior management closely monitor all costs, including increased pension contributions, against budgets on a monthly basis. Variance analysis is undertaken to consider the impact of varying income and costs when budgets are being prepared and through monthly management accounts and reforecasts, and action plans are prepared and implemented to address any adverse impacts.

Pensions

The Charitable Group also belongs to the Local Government Pension Scheme ("LGPS") run by the relevant Local Authority for non-teaching staff. Under the application of FRS 102, the contributions made by the Charitable Group to these funded defined benefit schemes currently results in pension deficits recorded in the Statement of Financial Activities. Under FRS 102, the Charitable Group is required to account for the retirement benefits when it is committed to provide them, even if the actual provision will be many years into the future. Whilst FRS 102 may be seen as a better reflection of the obligations of the employer to fund pension promises to employees, it does not reflect the actual accounting arrangements of the Pension Fund. It requires the Charitable Group to recognise the total value of all pension obligations that have accumulated (including deferred pensions) as at 31 August each year.

A better reflection of a pension fund's actual position comes from the more detailed triennial assessment made by the fund actuary. This assesses and examines the ongoing financial position of the Pension Fund. The actuarial valuation can differ considerably from the FRS 102 valuation. It is the triennial actual valuation that is used to review contribution rates to the Fund from the Charitable Group, to ensure that existing assets and future contributions will be sufficient to meet future pension payments, and thus creates a risk in terms of increased contribution rates.

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Principal risks and uncertainties (continued)**Pensions (continued)**

With regards to the LGPS risk senior management review the accounting reports prepared annually by the respective schemes' actuaries, and Parliament has agreed that in the event of an academy or multi-academy trust closure, any outstanding LGPS liabilities would be met by the DfE.

Financial risk management objectives and policies

The Charitable Group uses various financial instruments including loans, cash and various items such as trade debtors and trade creditors that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Charitable Group's operations.

The main risks arising from the Charitable Group's financial instruments are liquidity risk and interest rate risk, and compliance with the facilities covenant tests.

Liquidity and cash flow risks are managed through the appropriate and carefully managed use of financial instruments with our principal bankers.

Financial risk management is managed by the central office finance department who act as the Charitable Group's treasury function ensuring that surplus funds are deposited so as to maximise interest receivable. In addition, it uses the Charitable Group's facilities in the most efficient manner.

Those facilities are designed to ensure that the Charitable Group has sufficient available funds for day to day operations and for planned expansion and capital expenditure.

The Charitable Group seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably. Short term flexibility is achieved by overdraft facilities.

The maturity of borrowings is set out in Note 18 to the financial statements. In addition to these borrowings the Charitable Group has access to undrawn committed borrowing facilities of an additional £1.0m (2022: £1.0m).

The Charitable Group finances its operations through a mixture of retained surpluses and bank borrowings. The Charitable Group's exposure to interest rate fluctuations on its borrowings is managed by the use of both fixed and floating rate facilities.

The Charitable Group is exposed to price risk in terms of fees but is content that these are in line with those in the sector, and budgets accordingly. The principal credit risk for the Charitable Group arises from its debtors. Strict payment terms are enforced by the Charitable Group's credit control department and debt collection is outsourced as necessary. Credit risk is further managed through regular contact with any families in financial difficulty in an effort to assist.

Covenant tests are reviewed monthly based on the latest management accounts and cash flow forecasts to ensure compliance in advance of the reporting periods.

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Financial risk management policies and objectives (continued)**Reserves**

The Charitable Group's reserves policy is to maintain restricted general reserves and unrestricted reserves at a level to support the Group's strategic five-year goals and to cover any unforeseen circumstances including those covered by the Group's risk management processes. To achieve this each school is set an in year budget target which ensures adequate resources including for estates and digital infrastructure investment as per their individual five-year plans.

The Trustees have set a target level of reserves after undertaking a thorough assessment of the Charitable Group's needs and have concluded that a level of six weeks of non-DfE funded expenditure is prudent. At 31 August 2023 there were free cash reserves of £100.6m (2022: £88.7m) plus undrawn committed borrowing facilities of £22.0m (2022: £22.0m) which in total exceed the required needs.

Total reserves as at 31 August 2023 are £1,033.618m (2022: £865.093m) made up of retained restricted and unrestricted reserves, comprising free reserves of £184.363m (2022: £149.809m), restricted fixed asset funds of £841.200m (2022: £693.834m), a restricted pension fund deficit of £6.969m (2022: deficit of £20.098m), an unrestricted pension fund deficit of £0.809m (2022: deficit of £1.125m) and an Endowment fund of £0.277m (2022: £0.277m). Retained restricted and unrestricted reserves increased during the year due to well managed budgeting and financial controls ensuring the aims of the Charitable Group were met. During the year, £10.831m (2022: £7.411m) was transferred from the restricted DfE general fund to the restricted DfE fixed asset fund as part of a 5 year plan to refresh technology and maintain the Academies' estate.

The Directors plan to use reserves during the financial year to 31 August 2024 to invest in school buildings and IT infrastructure, and to fund strategic initiatives such as pupil mental health counselling support. Directors consider the current level of reserves, taking into consideration this planned Group-wide expenditure, to be appropriate and in line with this policy.

Restricted fixed assets are all held for use by existing academies. The purpose of the restricted funds is set out in Note 22.

Investment policy

Cash reserves, with the exception of ULT's, are used to set-off against borrowing to minimise interest charges to the group.

ULT cash balances are invested with Brewin Dolphin, the Central Board of Finance of the Church of England and a small number of other banks. Brewin Dolphin manage medium to long term investments, the aim of the investment is to generate a total return ahead of inflation and to generate income from the portfolio to grow over time. Investment managers integrate environmental, social and governance aspects into their decision making on behalf of the Charitable Company.

During the year the investment strategy produced returns in line with the Charitable Group's expectations and market rates.

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TRUSTEES' REPORT INCORPORATING THE STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2023

Financial risk management policies and objectives (continued)**Access policy**

The Charitable Group works very hard to offer education to as many pupils as possible throughout England. Through its bursary policy it widens the number of pupils attending UCST schools. By setting up, sponsoring and working very closely with ULT, pupils in state funded academies enjoy the same educational resources available throughout United Learning's schools. All the Group's schools can access United Hub which enables teachers at any of the schools in the Group to collaborate, share resources and challenges, all positively impacting on workload.

Bursary policy

The ability to offer education to children of families who would not be able to afford the school fees is very important to United Learning. As a result of the desire to help children in this way the Charitable Group continued to operate its schemes of means tested financial assistance and its separate schemes of scholarships and family discounts, where parents have more than one child at one of our schools.

Means tested assistance is available to those who would not otherwise be able to afford the fees and, equally importantly, in cases of hardship where pupil's education or future prospects might be at risk. Bursaries range in value from 5% to 100% of the school fee. During the year UCST granted £0.8m (2022: £0.8m) to pupils attending its schools under means tested assistance. This equated to 0.6% of gross fees received (2022: 0.7%). Further details of our bursary policy and how to apply are on our website.

In addition during the year, UCST granted £0.307m (2022: £0.326m) of discounts and £0.004m (2022: £0.058m) of payment deferrals from the £4m Hardship Fund originally set up in lockdown to support those families at our independent schools who found themselves unable to pay school fees as a result of the pandemic.

Environmental policy

United Learning recognises that good environmental management must be an integral and fundamental part of its corporate business strategy and good educational practice. The Charitable Group therefore aims to ensure that its work is sustainable and seeks to avoid negative impact on the environment and climate. It is committed to reducing the carbon emissions associated with its operations, towards a goal of carbon neutral.

United Learning seeks to engage all members of the school community in developing a sustainable approach to their work and activities so as to help it achieve its aims. The Charitable Group's commitment includes the environmentally prudent management of its buildings and operations, collaboration with suppliers to improve its indirect environmental impacts, and environmental programmes and education for its employees and pupils.

United Learning has set a target to remove 50,000 tCO₂e a year by 2029/30. Key activities and initiatives include:

- Putting decarbonisation plans in place across all schools: these are informed by the surveys that were carried out by external consultants during 2023; we will ensure surveys are carried out in any new schools joining the Group.

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Financial risk management policies and objectives (continued)

Environmental policy (continued)

- Implementing zero carbon heating solutions in five schools during 2023/24, with grants from the Public Sector Decarbonisation Scheme together with £6m matchfunding.
- Continuing with a programme to improve the school Estate, including the replacement of old and inefficient gas boilers, improving insulation and installing LED lighting. In 2022/23 the Group's academies received £2.4m in energy efficiency grants, which have been used to support this work.
- Reviewing all photovoltaic installations across the Group, with the aim of establishing a more consistent approach, as well as identifying further opportunities for renewable energy generation.
- Establishing our approach to sustainable procurement as part of our Group procurement strategy, focusing initially on our largest suppliers and the areas of spend that are responsible for the highest emissions. Over time, we aim to make it a condition of doing business with United Learning that suppliers are committed to reducing their own carbon emissions.
- Maintaining a network of Carbon Neutral Champions across all our schools, who lead and champion action on sustainability in their school and work together to identify ways of further reducing carbon emissions.

Streamlined Energy and Carbon Reporting

Consumption (kWh) and Greenhouse Gas emissions (tCO₂e) Totals

The following figures show the consumption and associated emissions for this reporting year for the Charitable Group's operations, with figures from the previous reporting period included for comparison.

Scope 1 consumption and emissions relate to direct combustion of natural gas, and fuels utilised for transportation operations, such as company vehicle fleets.

Scope 2 consumption and emissions relate to indirect emissions relating to the consumption of purchased electricity in day to day business operations.

Scope 3 consumption and emissions relate to business travel. There is currently no practical way of separately identifying business travel emissions, therefore they are included in scope 1 transport fuel. Alternative reporting methods are being investigated with the aim of reporting separately in the future.

Totals

The total consumption (kWh) figures for energy supplies reportable by the Charitable Group are as follows:

Utility and Scope	2022/23 UK Consumption (kWh)	2021/22 UK Consumption (kWh)
Grid-Supplied Electricity (Scope 2)	37,592,667	37,485,046
Gaseous and other fuels (Scope 1)	64,725,921	66,493,979
Total	102,318,588	103,979,025

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Streamlined Energy and Carbon Reporting (continued)

The total emission (tCO₂e) figures for energy supplies reportable by the Charitable Group are as follows. Conversion factors utilities in these calculations are detailed in the reporting methodology:

Utility and Scope	2022/23 UK Consumption (tCO₂e)	2021/22 UK Consumption (tCO₂e)
Grid-Supplied Electricity (Scope 2)	7,784.47	7,248.86
Gaseous and other fuels (Scope 1)	11,856.99	12,160.76
Transport fuel	2,714.04	N/A
Total	22,355.50	19,409.62

Intensity Metric

An intensity metric of tCO₂e – Total number of pupils per the October census has been applied for the annual total emissions of the Charitable Group.

The methodology of the intensity metric calculations are detailed below, and results of this analysis are as follows:

Intensity Metric	2022/23 UK Intensity Metric	2021/22 UK Intensity Metric
tCO ₂ e/Number of pupils (excl. transport)	303.65	316.61
tCO ₂ e/Number of pupils (incl. transport)	345.61	N/A

Reporting Methodology

Scope 1 and 2 consumption and CO₂e emission data has been calculated in line with the 2019 UK Government environmental reporting guidance. The following Emission Factor Databases consistent with the 2019 UK Government environmental reporting guidance have been used, utilising the current published kWh gross calorific value (CV) and kgCO₂e emissions factors relevant for reporting year 1 September 2022 to 31 August 2023.

Estimations undertaken to cover missing billing periods for properties directly invoiced to United Learning Trust were calculated on a kWh/day pro-rata basis at meter level. These estimations equated to 5% of reported consumption.

Intensity metrics have been calculated using total tCO₂e figures and the number of pupils across the Charitable Group's schools.

Total number of pupils per October census 64,685 (2021/22: 61,305).

The Charitable Group's reported intensity metric (excluding transport fuel, which was not included in the 2021-22 calculation) has decreased between 2021-22 and 2022-23. With emissions from transport fuel included, it has increased between 2021-22 and 2022-23 (the impact of this inclusion is to raise the intensity metric by 41.96 kgCO₂e per pupil).

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Streamlined Energy and Carbon Reporting (continued)**Reporting Methodology (continued)**

The Charitable Group has focused on carbon reduction initiatives as stated in the Environmental Policy above. As a result, despite an increase in the number of schools covered by the reporting (with six new schools having joined the Charitable Company during the year), overall consumption of gas decreased by 2.7% between 2021-22 and 2022-23. There was a small (0.3%) increase in consumption of electricity.

We note that the grid's electricity emission intensity (the amount of CO₂e associated with a kWh of electricity consumption increased by 7.3% between 2021-22 and 2022-23 (there has also been a marginal increase in gas emission intensity). Had the emissions intensity remained stable between 2021-22 and 2022-23, we estimate that the Charitable Group's intensity metric (excluding transport) would have reduced to 295.39.

It should also be noted that there has been an increase from 2021-22 to 2022-23 in the proportion of the supply that has had to be estimated (from 7% to 13% of reported consumption). This has primarily been caused by issues with obtaining accurate consumption data from suppliers. It is not possible at this point to state whether this estimation has the effect of increasing or decreasing reported consumption. Measures are being taken to further improve data collection for future reporting and efforts will be made to re-state previous emissions as more data becomes available.

Pay policy for key management personnel

Details of the pay policy in respect of key management personnel is included on pages 6 and 7 and in note 10.

Equal opportunities

The Trustees recognise that equal opportunities should be an integral part of good practice within the workplace. The Charitable Group aims to establish equal opportunities in all areas of its activities, including creating a working environment in which the contribution and needs of all people are fully valued.

Employee involvement and the employment of the disabled

Employees have been consulted on issues of concern to them by means of regular consultative committee and staff meetings and have been kept informed on specific matters directly by management. Regular meetings are held with staff in our schools to brief them on major issues and discuss local issues. Each school also ensures that all staff are kept fully briefed through a variety of mechanisms, including notice boards, newsletters and the school Intranet. In addition, staff have the ability to access the United Learning website and intranet, United Hub, for more information.

All new staff joining United Learning are fully inducted and annually the Group runs two induction programmes, lasting two days, for all teachers new to United Learning. United Learning carries out exit interviews for all staff leaving the organisation and has adopted a procedure of upward feedback for senior management and the Trustees.

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Employee involvement and the employment of the disabled (continued)

United Learning has implemented a number of detailed policies in relation to all aspects of personnel matters including:

- Equal opportunities policy
- Volunteers policy
- Health & Safety policy.

United Learning has in place a National Recognition Agreement with the main teaching and support unions. Regular joint meetings of the Joint Negotiating Committee ('JNC') are held with this group where matters of mutual interest are discussed and agreed upon.

The union members of the JNC report back to their members through locally appointed representatives.

In addition, local meetings are held in the school where the Head meets with the local representatives to discuss and agree any local issues. Each school also ensures all staff are kept fully briefed by using a variety of methods including staff meetings and newsletters.

In accordance with United Learning's Equal Opportunities policy, United Learning has long established fair employment practices in the recruitment, selection, retention and training of disabled staff. Full details of these policies are available from United Learning's offices.

Details of the United Learning's Gender Pay report can be found on its website at unitedlearning.org.uk.

United Learning Trust trade union facility time

The tables below set out ULT's trade union facility time data for the period from 1 April 2022 to 31 March 2023.

Relevant Union Officials

Total number of the Academy Trust employees who were relevant union officials during the relevant period (1 April 2022 to 31 March 2023).

Number of employees	Full time equivalent employee number
60	56.4

Percentage of time spent on facility time

The percentage of their working hours that relevant unions' officials spent on facility time is as follows:

Percentage of time	Number of employees
0%	12
1% - 50%	48
51% - 99%	-
100%	-

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Percentage of pay bill spent on facility time

Percentage of the total pay bill spent on facility time	0.03%
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Paid trade union activities

As a percentage of total paid facilities time hours, the amount of time spent by relevant trade union officials during the relevant period on paid trade union activities.

Time spent on trade union activities as a percentage of total paid facility time hours	12%
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Section 172 Statement

The Trustees fulfil their duty to promote the success of the Charitable Company and Group under Section 172 of the Companies Act 2006 (the Act) and consider the interests of United Learning's key stakeholders when making decisions as follows.

United Learning has a clear purpose which is to promote excellent education, providing strong schools that enable all young people to make a success of their lives. This requires the Board, senior leadership team and other employees to maintain an approach to strategic, financial and operational decision making that is values based and sustainable in approach, and therefore aligned to the requirements and expectations of Section 172. Our long-term success relies upon our delivering the strategic objectives described in the Trustees' report above through our talented and committed employees; close working relationships with regulators and suppliers, providing benefits to both the pupils in our schools and the wider school community.

In the light of our purpose and strategy as set out in the Trustees' Report our Trustees take steps to understand the needs and priorities of each stakeholder group and do so in a number of ways, including by direct engagement through school visits and discussions with employees; parent and pupil surveys; and via committees and forums. Day to day engagement and fostering of relationships with pupils and parents is delegated to school management. A range of tools are provided to assist with this, including our Parental Engagement Handbook.

Strategic priorities are discussed with the Board at the start of each year. These are informed by our long-term vision and strategy, the outcomes for pupils and other key performance measures from the previous year and the outcomes of our stakeholder surveys. The Board sets key performance indicators and targets relating to these priorities and monitors performance against these at each Group Board meeting.

At Board meetings, the Trustees receive reports summarising the current status of each of our schools and highlighting any notable successes or concerns. Sub-committees, as described in the Governance Statement, meet to enable scrutiny of a wider range of data and reports and to review progress against the strategic objectives.

The Board has designated a named Trustee to act as the key link between the Board and LGBs, and with the education teams, across primary and secondary and academies and independents. The Board has also identified link Trustees for safeguarding, people, health & safety, finance and risk management. Link Trustees attend relevant meetings of the executive and speak regularly with relevant key employees to provide regular oversight and ensure they understand the key issues facing the organisation and how these are being tackled.

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Section 172 Statement (continued)

All Directors are invited to visit schools on a regular basis. These visits are generally scheduled alongside education teams so that they are able to observe the way in which Regional Directors and Education Directors engage with senior school staff in pursuing improvement priorities. Their notes of visits are shared with the Executive and with the Board.

United Learning is regulated by the Charity Commission and has due regard to the Commission's guidance. United Learning is regulated by the Information Commissioner's Officer ("ICO"), and policies and procedures are in place to ensure compliance with General Data Protection Regulations, which have been shared with the ICO. ULT is regulated by the Department of Education ("DfE") and has due regard to the provisions of its funding agreements and the Academy Trust Handbook. Regular returns are submitted to the DfE and the Education and Skills Funding Agency ("ESFA"), and we have regular senior contact with both.

The Directors consider relationships with suppliers through the oversight of the Group procurement policy and Modern Slavery statement. The group procurement strategy describe how the Group will manage its suppliers based on criticality, how it deals with performance issues and how it works with suppliers to continually improve performance and identify new and better ways of delivering services. The impact of the Charitable Group's operations on the community is referred to in the Environmental Policy in the Directors' report.

Our intention is to foster good supply arrangements which benefit both the Charitable Group and the suppliers we utilise. Our aim is to be supplied with the goods and services we need at the best value and at the time required, through suppliers being offered fair, open and transparent ways to bid and provide these goods and services. We engage in regular dialogue with key suppliers and publish an annual Modern Slavery Act statement.

The outcomes of this engagement with our stakeholders informs Board decision making as described in the Trustees' report above.

Statement of Trustees' (collectively known as the Board) responsibilities

The Trustees (who are also directors of United Learning Ltd for the purposes of company law) are responsible for preparing the Trustees' Report (incorporating the Strategic Report) and the financial statements in accordance with applicable law and regulations.

Company law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland. 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 Group and of its incoming resources and application of resources, including the income and expenditure, of the Charitable Company and Group for that period.

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**TRUSTEES' REPORT INCORPORATING THE STRATEGIC REPORT
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Statement of Trustees' (collectively known as the Board) responsibilities (continued)

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 (FRS 102);
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Charitable Company and Group will continue in business.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the Charitable Company and Group's transactions and disclose with reasonable accuracy at any time the financial position of the Charitable Company and Group 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 confirm that:

- so far as each Trustee is aware, there is no relevant audit information of which the Charitable Group's auditor is unaware; and
- the Trustees have taken all the steps that they ought to have taken as Trustees in order to make themselves aware of any relevant audit information and to establish that the Charitable Group's auditor is aware of that information.

The Trustees are responsible for the maintenance and integrity of the corporate and financial information included on the Charitable Group's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The Trustees' Report (incorporating the Strategic Report), was approved by order of the board of Trustees, as the Company Directors, 4/3/2024 and signed on the Board's behalf by:

Richard Greenhalgh

Mr Richard Greenhalgh, Trustee



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNITED LEARNING LTD

Opinion

We have audited the financial statements of United Learning Ltd (the 'parent charitable company') and its subsidiaries (the 'group') for the year ended 31 August 2023, which comprise Consolidated Statement of Financial Activities (incorporating the Income and Expenditure Account), the Consolidated Balance Sheet, the Charitable Company Balance Sheet, the Consolidated Cash Flow Statement and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102; The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and parent charitable company's affairs as at 31 August 2023 and of the group's incoming resources and application of resources including its income and expenditure for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We have been appointed as auditor under the Companies Act 2006 and report in accordance with regulations made under that Act. 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 group and parent charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are responsible for concluding on the appropriateness of the trustees' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's and the parent charitable company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the group or parent charitable company to cease to continue as a going concern.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNITED LEARNING LTD

In our evaluation of the trustees' conclusions, we considered the inherent risks associated with the group's and parent charitable company's business model including effects arising from macro-economic uncertainties such as high inflation, we assessed and challenged the reasonableness of estimates made by the trustees and the related disclosures and analysed how those risks might affect the group's and parent charitable company's financial resources or ability to continue operations over the going concern period.

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and parent charity's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

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

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 themselves. 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 Strategic Report and the Directors' report, prepared for the purposes of company law, included in the Trustees' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.
- the Strategic Report and the Directors' Report included in the Trustees' Report have been prepared in accordance with applicable legal requirements.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNITED LEARNING LTD

Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the group and parent charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report included in the Trustees' Report.

Matters on which we are required to report by exception

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

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

Responsibilities of trustees

As explained more fully in the Statement of Trustees' (collectively known as the Board) responsibilities set out on pages 35 and 36, the trustees (who are also the directors of the charitable company 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 group and the parent charitable company'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 group or parent charitable company or to cease operations, or have no realistic alternative but to do so.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNITED LEARNING LTD

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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the group and the sector in which it operates. We determined that the following laws and regulations were most significant: The Financial Reporting Standard applicable in the UK and the Republic of Ireland (FRS 102), Charities SORP (FRS 102), the Companies Act 2006, Charities Act 2011, and Data protection Act 2018;
- We understood how the Group is complying with these legal and regulatory frameworks by making inquiries of management and those charged with governance. We enquired of management and those charged with governance whether there were any instances of non-compliance with laws and regulations, or whether they had any knowledge of actual or suspected fraud. We corroborated the results of our enquiries through our review of board minutes, through our legal and professional expenses review and through inquiries of solicitors who served during the period;
- We assessed the susceptibility of the Group's financial statements to material misstatement, including how fraud might occur and the risk of material override of controls. Audit procedures performed by the engagement team included:
 - Identifying and assessing the design effectiveness of certain controls management has in place to prevent and detect fraud
 - Challenging assumptions and judgements made by management in its significant accounting policies
 - Identifying and testing journal entries, with a focus on manual postings, journals that directly impacted on the surplus reported in the statement of financial activities and journal entries posted in the closing and accounts preparation period
 - Identifying and testing related party transactions
 - Inspecting the board and other committee minutes
 - Assessing the extent of compliance with the relevant laws and regulations as part of our procedures on the related financial statement item



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNITED LEARNING LTD

- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it;
- Assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
 - understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation
 - knowledge of the charity and education sector
 - understanding of the legal and regulatory requirements specific to the group including:
 - the provisions of the applicable legislation
 - guidance issued by the ESFA and Charities Commission.
- The team communications in respect of potential non-compliance with relevant laws and regulations included the potential for fraud in revenue through manipulation of income and management override of controls; and
- In assessing the potential risks of material misstatement, we obtained an understanding of:
 - the Group's operations, including the nature of its income and expenditure and its services and of its objectives and strategies to understand the classes of transactions, account balances, expected financial statement disclosures and business risks that may result in risks of material misstatement.
 - the Group's control environment, including:
 - the policies and procedures implemented by the group to ensure compliance with the requirements of the financial reporting framework and relevant laws and regulations
 - the adequacy of procedures for authorisation of transactions and review of management accounts
 - procedures to ensure that possible breaches of laws and regulations are appropriately resolved.

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. This description forms part of our auditor's report.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNITED LEARNING LTD

Use of our report

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

Grant Thornton UK LLP

Stephen Dean
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
London, Finsbury Square

Date: 4/3/2024

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME AND
EXPENDITURE ACCOUNT) FOR THE YEAR ENDED 31 AUGUST 2023**

	Note	Unrestricted funds £'000	Restricted funds £'000	Endowment funds £'000	Total 2023 £'000	Total 2022 £'000
Income						
Income from donations						
Voluntary income	5	4,348	-	-	4,348	4,295
Net assets transferred to or from other charities and on conversion	7	965	122,960	-	123,925	4,086
Income from charitable activities						
School fees receivable	2	116,329	-	-	116,329	106,731
Other educational related activities	3	22,893	-	-	22,893	20,212
Grants from Department for Education	4	-	459,847	-	459,847	380,484
Rents and lettings		503	-	-	503	468
Other income		42	9	-	51	53
Income from other trading activities						
Trading income		5,385	-	-	5,385	4,561
Income from investments						
Investment income	6	2,304	-	-	2,304	593
Other income						
Gains/(losses) on disposals of tangible fixed assets		(2,722)	-	-	(2,722)	240
Total income		150,047	582,816	-	732,863	521,723
Acquired operations		1,573	142,065	-	143,638	-
Continuing operations		148,474	440,751	-	589,225	516,437
Discontinued operations		-	-	-	-	5,286

The notes on pages 51 - 96 form part of these financial statements.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME AND
EXPENDITURE ACCOUNT) FOR THE YEAR ENDED 31 AUGUST 2023**

	Note	Unrestricted funds £'000	Restricted funds £'000	Endowment funds £'000	Total 2023 £'000	Total 2022 £'000
Expenditure						
Expenditure on raising funds						
Trading expenditure		1,258	-	-	1,258	1,538
Expenditure on charitable activities						
School and academy operating costs, project management and finance costs		135,584	444,747	-	580,331	524,330
Total expenditure	8	136,842	444,747	-	581,589	525,868
Acquired operations		-	21,650	-	21,650	-
Continuing operations		136,482	423,097	-	559,939	525,868
Discontinued operations		-	-	-	-	-

The notes on pages 51 - 96 form part of these financial statements.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME AND
EXPENDITURE ACCOUNT) FOR THE YEAR ENDED 31 AUGUST 2023**

	Note	Unrestricted funds £'000	Restricted funds £'000	Endowment funds £'000	Total 2023 £'000	Total 2022 £'000
Net incoming/ (outgoing) resources before investment gains and transfers		13,205	138,069	-	151,274	(4,145)
Acquired operations		1,573	120,415	-	121,988	-
Continuing operations		11,632	17,654	-	29,286	(9,431)
Discontinued operations		-	-	-	-	5,286
Net (losses) on Investments		(256)	(12)	-	(268)	(929)
Transfers between funds		1	(1)	-	-	-
Net income/(outgoing) resources before other recognised gains and losses		12,950	138,056	-	151,006	(5,074)
Actuarial gains on defined benefit pension schemes	28	125	17,394	-	17,519	176,197
Net movement in funds for the year		13,075	155,450	-	168,525	171,123
Acquired operations		1,573	120,415	-	121,988	-
Continuing operations		11,502	35,035	-	46,537	165,837
Discontinued operations		-	-	-	-	5,286
Funds brought forward at 1 September 2022		161,229	703,587	277	865,093	693,970
Funds carried forward at 31 August 2023		174,304	859,037	277	1,033,618	865,093

The notes on pages 51 - 96 form part of these financial statements.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

CONSOLIDATED BALANCE SHEET AS AT 31 AUGUST 2023

	Note	£'000	2023 £'000	£'000	2022 £'000
Fixed assets					
Intangible assets	12		1,756		2,055
Tangible assets	13		998,042		859,627
Investments	11		<u>11,318</u>		<u>11,200</u>
			1,011,116		872,882
Current assets					
Stocks	14	117		127	
Debtors	15	66,889		49,533	
Cash and cash equivalents	25	<u>100,610</u>		<u>88,704</u>	
		167,616		138,364	
Creditors: amounts falling due within one year	16	<u>(127,053)</u>		<u>(124,231)</u>	
Net current assets			<u>40,563</u>		<u>14,133</u>
Total assets less current liabilities			1,051,679		887,015
Creditors: amounts falling due after more than one year	17		<u>(10,218)</u>		<u>(634)</u>
Net assets excluding pension liability			1,041,461		886,381
Defined benefit pension scheme liabilities	28		<u>(7,778)</u>		<u>(21,223)</u>
Total net assets			<u><u>1,033,683</u></u>		<u><u>865,158</u></u>

The notes on pages 51 - 96 form part of these financial statements.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

CONSOLIDATED BALANCE SHEET AS AT 31 AUGUST 2023

	Note	£'000	2023 £'000	£'000	2022 £'000
Capital					
Called up share capital	19		65		65
Capital funds					
Endowment fund	20		277		277
Income funds					
Restricted funds					
Restricted general funds	22	865,117		722,796	
Other restricted funds	22	<u>889</u>		<u>889</u>	
		866,006		723,685	
Pension reserve	22	<u>(6,969)</u>		<u>(20,098)</u>	
			859,037		703,587
Unrestricted funds					
Pension reserve	21	172,718		159,674	
Designated funds	21	<u>2,395</u>		<u>2,680</u>	
			<u>174,304</u>		<u>161,229</u>
			<u>1,033,683</u>		<u>865,158</u>

The financial statements were approved by the Board and authorised for issue on 4/3/2024 and signed on its behalf by:

Richard Greenhalgh

Mr Richard Greenhalgh, Trustee

The notes on pages 51 - 96 form part of these financial statements.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

CHARITABLE COMPANY BALANCE SHEET AS AT 31 AUGUST 2023

	Note	£'000	2023 £'000	£'000	2022 £'000
Fixed assets					
Tangible assets	13		170,605		176,193
Investments	11		696		702
			<u>171,301</u>		<u>176,895</u>
Current assets					
Debtors	15	-		169	
Cash and cash equivalents		-		3	
		<u>-</u>		<u>172</u>	
Creditors: amounts falling due within one year	16	<u>(44,797)</u>		<u>(55,175)</u>	
Net current liabilities			<u>(44,797)</u>		<u>(55,003)</u>
Total assets less current liabilities			126,504		121,892
Creditors: amounts falling due after more than one year	17		<u>(10,000)</u>		<u>(431)</u>
Net assets			<u>116,504</u>		<u>121,461</u>
Capital					
Called up share capital	19		65		65
Capital funds					
Endowment fund	20		277		277
Income funds					
Restricted funds	22		767		773
Unrestricted funds	21		115,374		120,325
Designated funds	21		<u>21</u>		<u>21</u>
			<u>116,504</u>		<u>121,461</u>

The Charitable Company generated a deficit for the year of £4.957m (2022: £2.239m).

The financial statements were approved by the Board and authorised for issue on 4/3/2024 and signed on its behalf by:

Richard Greenhalgh

Mr Richard Greenhalgh, Trustee

The notes on pages 51 - 96 form part of these financial statements.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 AUGUST 2023

	Note	2023 £'000	2022 £'000
Cash flows from operating activities			
Net cash provided by operating activities	24	24,963	31,571
Cash flows from investing activities			
Purchase of tangible fixed assets		(36,419)	(21,348)
Purchase of intangible fixed assets		-	-
Proceeds from the sale of tangible fixed assets		5,720	223
Proceeds from the sale of intangible fixed assets	12	-	22
Purchase of investments	11	(3,183)	(3,507)
Proceeds from the sale of investments		2,834	3,434
Dividends and interest received from fixed asset investments		2,304	593
ESFA capital grants received		<u>20,547</u>	<u>12,777</u>
Net cash used in investing activities		(8,197)	(7,806)
Cash flows from financing activities			
Repayment of borrowings		(4,432)	(6,933)
Repayment of finance leases		(2)	(22)
Interest paid		<u>(743)</u>	<u>(441)</u>
Net cash used in financing activities		(5,177)	(7,396)
Change in cash and cash equivalents in the year		11,589	16,369
Cash and cash equivalents brought forward		<u>71,403</u>	<u>55,034</u>
Cash and cash equivalents carried forward	25	<u>82,992</u>	<u>71,403</u>

The notes on pages 51 - 96 form part of these financial statements.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND
ITS SUBSIDIARY UNDERTAKINGS**

CONSOLIDATED STATEMENT OF NET DEBT FOR THE YEAR ENDED 31 AUGUST 2023

	At 1 September 2022 £'000	Cash flows £'000	Other movements £'000	Repayment of bank loans £'000	At 31 August 2023 £'000
Cash and cash equivalents	88,704	11,906	-	-	100,610
Overdraft facility repayable on demand	(17,301)	4,115	-	(4,432)	(17,618)
Debt due within one year	(14,434)	-	9,571	4,432	(431)
Debt due after one year	(431)	2	(9,571)	-	(10,000)
	56,538	16,023	-	-	72,561

The notes on pages 51 - 96 form part of these financial statements.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

1 Accounting Policies

1.1 Basis of preparation of financial statements

The financial statements have been prepared in accordance with 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) (effective 1 January 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

United Learning Ltd meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy.

1.2 Consolidation

The Charitable Group financial statements consolidate those of the Charitable Company and of its subsidiary undertakings as disclosed in note 11. Acquisitions are accounted for under the acquisition method. The results of the Charitable Company's subsidiaries have been incorporated on a line-by-line basis. Surpluses or deficits on intra group transactions are eliminated in full. On acquisition of a subsidiary, all of the subsidiary's assets and liabilities which exist at the date of acquisition are recorded at their fair values reflecting their condition at that date.

In the 12 months following acquisition, fair values are reassessed and adjusted for such matters as increased liabilities and provisions that may emerge during that period.

United Learning Trust has been consolidated as a 100% subsidiary undertaking on the basis that it operates as a wholly owned subsidiary and the control of all day-to-day activities is held by United Learning Ltd via United Church Schools Trust.

The Charitable Company has taken advantage of the disclosure exemption permitted by Section 1.11 of FRS 102 from the requirement to prepare a company Cash Flow Statement, by virtue of the fact that consolidated financial statements are prepared.

1.3 Income

All income is recognised once the Charitable Group has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably. 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 or there is not unconditional entitlement to the income, its recognition is deferred and included in creditors as deferred income until the performance-related conditions are met.

General Annual Grant is recognised in full in the Statement of Financial Activities in the period for which it is receivable and any abatement in respect of the period is deducted from income and recognised as a liability.

School fees receivable are accounted for in the period during which the service is provided, and are stated after the deduction of bursaries, remissions and other allowances granted by the Charitable Group.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

Accounting Policies (continued)

1.3 Income (continued)

Donated services or facilities are recognised at fair value when the Charitable Group has control over the item, any conditions associated with the donated item have been met, the receipt of economic benefit from the use of the Charitable Group of the item is probable and that economic benefit can be measured reliably.

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

Income tax recoverable in relation to donations received under Gift Aid or deeds of covenant is recognised at the time of the donation.

Other income is recognised in the period in which it is receivable and to the extent the goods have been provided or on completion of the service.

1.4 Expenditure

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges allocated on the portion of the asset's use.

Fundraising costs are those incurred in seeking voluntary contributions and do not include the costs of disseminating information in support of the charitable activities. Charitable activities are costs incurred in the Charitable Group's educational operations. Governance costs are those incurred in connection with administration of the Charitable Group and compliance with constitutional and statutory requirements.

Costs of generating funds are costs incurred in attracting voluntary income, and those incurred in trading activities that raise funds.

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

Grants payable are charged in the year when the offer is made except in those cases where the offer is conditional, such grants being recognised as expenditure when the conditions attaching are fulfilled. Grants offered subject to conditions which have not been met at the year-end are noted as a commitment, but not accrued as expenditure.

Exceptional items are material items of income and expenditure which by virtue of their size and nature are separately disclosed to assist in the better understanding of the Charitable Group's performance. This includes non-recurring costs arising from the closure of a school.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

Accounting Policies (continued)

Restructuring costs are recognised once there is a legal or constructive obligation to undertake restructuring activities, which includes redundancy payments.

All resources expended are inclusive of irrecoverable VAT.

1.5 Fund accounting

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charitable Group and which have not been designated for other purposes

Designated funds comprise unrestricted funds that have been set aside by the Trustees for particular purposes. The aim and use of each designated fund is set out in the notes to the financial statements.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the Charitable Group for particular purposes. The costs of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements. The pension reserve funds relate to the deficits arising on valuation of the various Local Government Pension Schemes in which the Group is a participating employer and other unfunded pension obligations. Pension reserve funds arising from the Charitable Group's academy schools are restricted by virtue of the fact that these are funded by restricted grant income from the Department for Education. All other pension reserves are unrestricted funds.

Endowment funds are funds which are held as capital. They represent the cost value of tangible fixed assets.

1.6 Company status

The Charitable Company is a company limited by share capital, incorporated in England and Wales (No. 00018582), registered with the Charity Commission (No. 313999) and regulated by its Memorandum and Articles of Association.

1.7 Going concern

The Trustees assess whether the use of going concern is appropriate, considering whether there are any material uncertainties related to events or conditions that may cast significant doubt on the ability of the Charitable Group to continue as a going concern. The Trustees make this assessment in respect of a period at least one year from the signing date of these financial statements. The Trustees have considered the effects of the current economic and political climate in reaching their conclusions, preparing an annual budget and monitoring performance against it with forecasts for the balance of the financial year and beyond, and preparing a range of cash flow forecast scenarios. The Charitable Group maintains reserves to meet unexpected obligations and forecast models indicate that, even allowing for the rising costs of inflation including wage inflation and interest rates, the Charitable Group has adequate resources to continue in operational existence for the foreseeable future. The financial statements have therefore been prepared on a going concern basis as discussed in the Trustees' Report on pages 19 and 20.

Various cash flow scenarios have been modelled for the period to 28 February 2025. The worst-case scenario uses pessimistic assumptions including potential pupil number reductions resulting from high costs of living, and the model builds in higher levels of inflation and increased costs such as pay. However, even in this scenario the Charitable Group continues to have adequate cash reserves to meet its liabilities as they fall due during the forecast period.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

Accounting Policies (continued)

Management have also considered the impact of the base and worst-case scenarios on debt covenants and concluded that these will not be breached. The headroom in the different cash flow models and the levers available to the Charitable Group have enabled management to conclude that there is no material uncertainty in management's going concern assessment.

1.8 Intangible fixed assets and amortisation

Intangible assets are capitalised and recognised when future economic benefits are probable and the cost or value of the asset can be measured reliably. Intangible assets are initially recognised at cost and are subsequently measured at cost net of amortisation and any provision for impairment. Amortisation begins when the intangible asset is available for use, and is charged straight line over the useful economic life of 8 – 10 years.

1.9 Tangible assets and depreciation

Tangible assets are carried at cost, net of depreciation and any provision for impairment. Valuation relates to tangible fixed assets donated to the Charitable Group which are capitalised based upon either an independent valuation or a members' valuation following consultation with a professional valuation firm which then represents the deemed historic cost of the asset.

Long term leaseholds on academy conversion are included in the Balance Sheet at cost on signature of the lease assignment, representing the point at which the Charitable Group takes over the risks and rewards associated with ownership. Cost is determined with reference to available third-party valuations conducted by the Education and Skills Funding Agency. Where these are not made available, other suitably reliable measurement methods including deemed replacement cost and market appraisals conducted by appropriately qualified experts are utilised.

Where tangible 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 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 fund in the Statement of Financial Activities.

A review for impairment of a fixed asset is carried out if events or changes in circumstances indicated 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.

Assets in the course of construction are included at cost. Depreciation on these assets is not charged until they are brought into use. Borrowing costs are not capitalised.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

Accounting Policies (continued)

Depreciation is provided at rates calculated to write off the cost of fixed assets excluding freehold land and investment properties, less their estimated residual value, over their expected useful lives on the following bases:

Freehold buildings	- 50 years
Long term and short term leasehold improvements	- Term of the lease
Motor vehicles	- 4 years
Fixtures and fittings	- 10 years
Computer equipment	- 3 years

Freehold land is not depreciated.

1.10 Investments

Listed fixed asset investments are a form of financial instrument and are initially recognised at their transaction cost and subsequently measured at fair value at the Balance sheet date. Investment gains and losses, whether realised or unrealised, are combined and shown in the heading 'Gains/(losses) on investments' in the Statement of Financial Activities.

Investments in subsidiaries are measured at cost less accumulated impairment.

1.11 Goodwill

Goodwill, arising on the acquisition of a subsidiary (whether positive or negative), represents the excess of the fair values of the consideration given over the fair values of the identifiable net assets acquired and is capitalised and then amortised on a straight-line basis over its useful economic life. It is tested for impairment and written off when it is impaired.

1.12 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in the Statement of Financial Activities.

1.13 Interest receivable

Interest on funds held on deposit is included when receivable and the amount can be measured reliably by the Charitable Group; this is normally upon notification of the interest paid or payable by the Bank.

1.14 Operating leases: the Charitable Group as lessee

Rentals under operating leases are charged to the Statement of Financial Activities on a straight-line basis over the lease term.

The Group has five academies with buildings under Private Finance Initiative (PFI) contracts.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

Accounting Policies (continued)

The Transfer Agreement does not transfer the ownership of the new school built by the Contractor to the Local Authority until the end of the Project Agreement. Whilst the PFI agreement remains between the Local Authority and the Contractor, ULT makes an Academy Contribution to the unitary charge via the Schools Agreement to cover the service element of the charge.

The Trustees have considered the risks and rewards associated with the agreements and consider that these represent operating lease agreements, as risks and rewards associated with the PFI buildings are not transferred to the Trust until the end of the contract and it does not control the assets during this period. Accordingly, the Academy Contributions are recognised as operating charges in the Statement of Financial Activities on a straight-line basis over the life of the contract.

At the end of the PFI contract, the risks and rewards will transfer to the Local Authority and then to the Charitable Group as part of a long lease at which point the buildings will be capitalised.

1.15 Finance leases: the Charitable Group as lessee

Assets obtained under finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the Charitable Group. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance cost element of the rental payment is charged to the Statement of Financial Activities so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

1.16 Taxation

The Charitable Company 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 Charitable Company is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 of the Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

1.17 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.

1.18 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

Accounting Policies (continued)

1.19 Liabilities and provisions

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

1.20 Financial instruments

The Charitable Group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Financial Activities.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Charitable Group would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

1.21 Pensions

The Charitable Group makes contributions to a number of defined contribution pension plans for non-teaching staff and the pension charge represents the amounts payable by the Charitable Group to the fund in respect of the year.

Retirement benefits to teaching staff are provided by the Teachers' Pension Scheme ("TPS") and to certain non-teaching staff by 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 Charitable Group 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.

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Accounting Policies (continued)

The LGPS is a funded scheme and assets are held separately from those of the Charitable Group 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 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.

1.22 Conversion to academy trust and transfer in of existing academies and schools

The conversion from a state maintained school to an academy or the transfer into the Group of an existing academy or school involve the transfer of identifiable assets and liabilities and the operation of the school for £nil consideration and has been accounted for under the acquisition accounting method.

The assets and liabilities transferred on conversion or transfer from each school to the Group have been valued at their fair value and recognised on the Balance Sheet at the point when the risks and rewards of ownership pass to the Group. Their fair value is determined in accordance with the accounting policies set out for the Charitable Group. The amounts have been recognised under the appropriate Balance Sheet categories, with a corresponding amount recognised in voluntary income as net income in the Statement of Financial Activities and analysed under unrestricted funds and restricted funds.

1.23 Judgements in applying accounting policies and key sources of estimation uncertainty

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.

The Charitable Group 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 and liabilities within the next financial year are discussed below.

Actuarial valuations for Local Government Pension Schemes

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 28, will impact the carrying amount of the pension liability. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation has been used by the actuary in valuing the pensions liability at 31 August 2023. 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.

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Accounting Policies (continued)

1.23 Judgements in applying accounting policies and key sources of estimation uncertainty (continued)

Unfunded pension obligations

The Charitable Group has also made provision for unfunded pension obligations. The key assumptions made in computing this provision comprise mortality assumptions and discount rates, with the total obligation arising as a result having been disclosed in note 28. Any changes in these assumptions would impact the carrying amount of the liability.

Conversion of academies joining the group and transfer in of donated assets

When new schools convert to academy status and join the Charitable Group, existing academies or schools join the Charitable Group or assets are donated to the Charitable Group, estimates are made in respect of the fair value of assets and liabilities transferred, using available information as well as in-house expertise.

Buildings occupied under PFI Agreements

At five of its academies, the Charitable Group occupies buildings under PFI agreements with the local authority and has applied judgement in determining that these buildings should not be capitalised on the balance sheet. In making this judgement, the Charitable Group considers the risks and rewards associated with the buildings and to what extent it has control over these and for what period. In making this assessment, judgement is also applied in determining what substance the arrangements take between the Charitable Group and the respective Local Authorities.

The Charitable Group has concluded that the arrangements represent an operating lease on the basis that only the services elements are charged to the Charitable Group and it does not control the assets and has neither the rights of rewards from ancillary use of the building nor the risks associated with maintenance, insurance and replacement during the life of the agreement which also is not substantially all of the assets' useful economic life.

Value of land

The Charitable Group includes the value of the academy properties on the balance sheet but has applied judgment that the land carries no value due to the restrictions and covenants applied to it.

2 School fees receivable

The fees and surplus on ordinary activities are attributable to the operation of schools under the Charitable Group's individual Charitable Company objects.

	2023	2022
	£'000	£'000
Gross fee income receivable	124,750	114,723
Scholarships, bursaries and reduced fees	(10,387)	(9,945)
	114,363	104,778
Catering income	1,966	1,953
Net fee income receivable	116,329	106,731

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3 Other educational related income

	2023	2022
	£'000	£'000
Accounting services to other schools	4	652
Pupil registration fees	361	331
Charges for additional classes	1,557	1,112
Income from Government's Coronavirus Job Retention Scheme	-	8
Trip income	3,640	2,817
Other miscellaneous school income	17,331	15,292
	<u>22,893</u>	<u>20,212</u>

Other miscellaneous school income comprises revenue generated from activities ancillary to the provision of education at each individual school or academy in the Charitable Group.

4 Grants from DfE

	2023	2022
	£'000	£'000
Grants from Department for Education:		
Capital grants for new buildings	45,722	10,961
Revenue grants for operating costs of existing academies	414,125	365,812
COVID-19 additional funding	-	3,711
	<u>459,847</u>	<u>380,484</u>

5 Voluntary income

	2023	2022
	£'000	£'000
Other sponsorship and donations received	4,348	4,294
Gift aid – COVID-19 donations	-	1
	<u>4,348</u>	<u>4,295</u>

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6 Investment income

Investment income comprises income from:

	2023	2022
	£'000	£'000
Listed investments	295	291
Bank deposits	2,009	302
	2,304	593

7 Net assets transferred to or from other charities and on conversion

On the dates referred to below, Fulham Primary School, Queen's Manor Primary School and Sulivan Primary School joined ULT from the existing Brightwells Academy Trust. Holland Park School and Huish Episcopi Academy also joined ULT on the dates referred to below.

On 1 March 2023 Ernest Bevin Academy converted to academy trust status under the Academies Act 2010 and all the operations and assets and liabilities were transferred to ULT from Wandsworth Borough Council for £NIL consideration.

The following table sets out the fair values of the identifiable assets and liabilities transferred and an analysis of their recognition in the Statement of Financial Activities.

	ULT	Total
	£'000	£'000
Brightwells Academy Trust (joined 1 November 2022)		
Tangible fixed assets	12,252	12,252
Current assets	1,300	1,300
Current liabilities	(473)	(473)
Defined benefit pension scheme liabilities	(975)	(975)
	12,104	12,104
Net assets	12,104	12,104
Holland Park School (joined 1 January 2023)		
Tangible fixed assets	74,068	74,068
Current assets	4,463	4,463
Current liabilities	(861)	(861)
	77,670	77,670
Net assets	77,670	77,670

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Net assets transferred to or from other charities and on conversion (continued)

	ULT £'000	Total £'000
Huish Episcopi Academy (joined 1 June 2023)		
Tangible fixed assets	19,000	19,000
Current assets	1,481	1,481
Current liabilities	(899)	(899)
Defined benefit pension scheme liabilities	(381)	(381)
	<u>19,201</u>	<u>19,201</u>
Net assets		
	<u>19,201</u>	<u>19,201</u>
Ernest Bevin Academy (converted 1 March 2023)		
Tangible fixed assets	12,766	12,766
Current assets	2,203	2,203
Defined benefit pension scheme liabilities	(19)	(19)
	<u>14,950</u>	<u>14,950</u>
Net liabilities		
	<u>14,950</u>	<u>14,950</u>
Total net assets transferred from other charities and on conversion	<u>123,925</u>	<u>123,925</u>

	Unrestricted funds £000	Restricted funds £000	Total funds £000
Total net assets from above transferred and on conversion			
Brightwells Academy Trust	-	12,104	12,104
Holland Park School	965	76,705	77,670
Huish Episcopi Academy	-	19,201	19,201
Ernest Bevin	-	14,950	14,950
	<u>965</u>	<u>122,960</u>	<u>123,925</u>
Net assets			
	<u>965</u>	<u>122,960</u>	<u>123,925</u>

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8 Analysis of total resources expended

	Staff costs £'000	Other costs £'000	Depreciation and amortisation £'000	Total 2023 £'000	Total 2022 £'000
Expenditure on raising funds					
Trading expenditure	414	764	80	1,258	1,538
Total expenditure on raising funds	414	764	80	1,258	1,538
Charitable activities					
Direct costs					
Schools operating costs:					
Education costs	330,187	32,231	-	362,418	338,301
Technology	10,060	7,809	-	17,869	16,272
Administration and other costs	303	11,144	-	11,447	9,381
Support costs					
Support staff pay costs	41,669	-	-	41,669	35,393
Depreciation	-	-	33,045	33,045	27,527
Premises costs	12,835	46,083	-	58,918	49,618
Catering	609	19,010	-	19,619	15,574
Marketing	1,069	1,661	-	2,730	1,991
(Profit)/loss on disposals of tangible fixed assets	-	-	(3)	(3)	18
Other support costs	15,194	15,695	-	30,889	28,714
Bank interest and charges	-	951	-	951	680
<i>Governance costs</i>					
Group secretarial costs	310	43	-	353	309
Audit and accountancy fees – Auditor's remuneration	-	393	-	393	318
Audit and accountancy fees – Component auditor	-	11	-	11	13
Other governance costs	-	20	-	20	219
Members' meetings and travel expenses	-	2	-	2	2
Total expenditure on charitable activities	412,236	135,053	33,042	580,331	524,330
Total resources expended	412,650	135,817	33,122	581,589	525,868

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8 Analysis of total resources expended (continued)

Exceptional costs incurred in school closures, mergers, acquisitions and disposals during the year ended 31 August 2023 amounted to £428k (2022: £873k).

All exceptional costs noted above are net after deducting associated exceptional income, and certain costs such as exceptional fee discounts, are set directly against income in the financial statements.

Total resources expended include:

	2023	2022
	£'000	£'000
Auditor's remuneration – audit of the Charitable Company	21	19
Auditor's remuneration – audit of the accounts of subsidiary undertakings	282	224
Auditor's remuneration – other assurance fees	42	38
Auditor's remuneration – all non audit services not covered above	48	37
Subsidiary auditor's remuneration – component auditor	11	13
Depreciation:		
Tangible fixed assets, owned	32,826	27,307
Tangible fixed assets, financed	-	17
Loss on sale of fixed assets	2,719	18
Amortisation	299	301
Operating lease rentals	2,073	1,710

Subsidiary auditor's remuneration – component auditor in the period is payable to a different firm than the statutory group auditor.

Deficit for the financial year

The Charitable Company has taken advantage of section 408 of the Companies Act 2006 and has not included its own Statement of Financial Activities in these financial statements. The Group deficit for the year includes a deficit of £4,957m (2022: £2.239m) relating to United Learning Ltd which is dealt with in the financial statements of the Charitable Group.

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9 Net interest

	2023	2022
	£'000	£'000
On bank loans and overdrafts payable	743	441
Interest payable on Local Government and Unfunded Pension Schemes	81	2,976
On bank deposits receivable	(2,009)	-
	<u>(1,185)</u>	<u>3,417</u>

10 Members and employees

Staff costs during the year were as follows:

	2023	2022
	£'000	£'000
Wages and salaries	306,696	272,094
Social security costs	31,229	27,864
Other pension costs	61,913	72,347
	<u>399,838</u>	<u>372,305</u>
Supply teacher costs	10,899	7,911
Staff restructuring costs	1,913	1,020
	<u>412,650</u>	<u>381,236</u>

The average number of employees during the year was 9,675 (2022: 9,144).

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10 Members and employees (continued)

The emoluments of the higher-paid employees fell within the following ranges:

	2023	2022
	Number	Number
£60,001 to £70,000	320	235
£70,001 to £80,000	123	98
£80,001 to £90,000	56	38
£90,001 to £100,000	27	26
£100,001 to £110,000	13	12
£110,001 to £120,000	22	14
£120,001 to £130,000	6	4
£130,001 to £140,000	6	10
£140,001 to £150,000	4	6
£150,001 to £160,000	6	1
£170,001 to £180,000	1	1
£180,001 to £190,000	1	2
£190,001 to £200,000	2	4
£200,001 to £210,000	1	-
£230,001 to £240,000	1	-
£250,001 to £260,000	-	1
£260,001 to £270,000	1	-

During the year, the following amounts were paid to higher paid employees as shown above:

	2023	2022
	£'000	£'000
Pension contributions to defined contribution, Teachers' Pension Scheme and Local Government Pension Scheme	<u>9,346</u>	<u>7,155</u>

During the year, 50 higher paid employees (2022: 39) participated in defined contribution schemes, 497 (2022: 380) participated in the Teachers' Pension Scheme (operated by the Teachers' Pension Agency), 16 (2022: 17) participated in the Local Government Pension Scheme and 27 (2022: 16) did not participate in any scheme.

None of the Trustees received any remuneration in the year (2022: None).

Expense reimbursements paid to 2 (2022: 1) Trustees of Group entities was £1,604 (2022: £1,933) and all related to travel and subsistence costs.

The remuneration for Key Management Personnel; as defined in the Reference and Administration details, totalled £1,676k (2022: £1,363k). This remuneration was recorded as an expense in UCST.

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11 Fixed asset investments

	Listed investments and investment funds £'000
The Charitable Group	
Valuation	
At 1 September 2022	11,200
Additions	3,183
Disposals	(2,834)
Loss on revaluation	(231)
	11,318
At 31 August 2023	11,318

Listed investments are stated at their bid price as at the Balance Sheet date.

The Charitable Group did not hold any investments in individual securities that represent more than 5% of the fund value.

	Investment funds £'000
The Charitable Company	
Valuation	
At 1 September 2022	702
Loss on revaluation	(6)
	696
At 31 August 2023	696

The Charitable Company did not hold any investments in individual securities that represent more than 5% of the fund value.

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11 Fixed asset investments (continued)

United Learning Trust has been consolidated as a 100% subsidiary undertaking on the basis that it operates as a wholly owned subsidiary.

At 31 August 2023, the Charitable Company held more than 20% of the following:

	Company number	Class of share capital held	Cost of Investment		Proportion held		Nature of business
			£		Directly	Indirectly	
United Church Schools Trust (Limited by Guarantee)	02780748	-	-		100%	-	Education
The Church Schools Trading Company Limited	02724038	Ordinary £1	2		100%	-	School lettings, uniform shops
United Learning Trust (Limited by Guarantee)	04439859	-	-		-	100%	Education
ULT Projects Limited	04717890	Ordinary £1	100		-	100%	Dormant
ULT Trading Company Limited	06791313	Ordinary £1	100		-	100%	School lettings, uniform shops
St. Ives (Haslemere) Limited (Limited by Guarantee)	00724728	-	-		-	100%	Dormant
Regis Community Arena Limited (Limited by Guarantee)	07879081	-	-		-	100%	Dormant
Priory School (Banstead) Trust Limited (Limited by Guarantee)	00346881	-	-		-	100%	Dormant
Bacon's College Community Services Limited (Limited by Guarantee)	05321174	-	-		-	100%	School Lettings

Regis Community Arena Limited and St Ives (Haslemere) Limited were dissolved post year end on 2nd January 2024.

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11 Fixed asset investments (continued)

The summary financial information prior to consolidation adjustments of the charitable subsidiaries of the Charitable Company is set out below:

	2023	UCST	2023	ULT	Bacon's College	Community Services
	£'000	2022	£'000	2022	2023	Limited
		£'000		£'000	£'000	2022
						£'000
Incoming resources	144,154	130,332	602,950	400,527	167	65
Expenditure	(140,199)	(123,929)	(451,652)	(410,419)	(179)	(183)
(Loss)/gain on investments	(6)	(3)	(256)	(891)	-	-
Actuarial gains	125	1,065	17,394	175,132	-	-
Net surplus/(deficit)	4,074	7,465	168,436	164,349	(12)	(118)
Assets	95,991	88,216	937,757	771,902	1,302	1,299
Liabilities	(63,384)	(59,683)	(52,084)	(54,665)	(913)	(898)
Net assets	32,607	28,533	885,673	717,237	389	401

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11 Fixed asset investments (continued)

The summary financial information prior to consolidation adjustments of the material trading subsidiaries of the Charitable Company is set out below:

	Regis Community Arena Limited		The Church Schools Trading Company Limited		ULT Trading Company Limited	
	2023	2022	2023	2022	2023	2022
	£'000	£'000	£'000	£'000	£'000	£'000
Turnover	-	861	1,389	1,245	3,926	2,625
Cost of sales, administration and other costs	-	(890)	(241)	(197)	(835)	(438)
Retained profit/(loss) for the year	-	(29)	1,148	1,048	3,091	2,187
Assets	-	17	1,344	1,341	3,942	3,189
Liabilities	-	(17)	(196)	(276)	(829)	(977)
Net assets	-	-	1,148	1,065	3,113	2,212

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12 Intangible fixed assets

The Charitable Group

	Software development £'000
Cost	
At 1 September 2022	2,995
Disposals	-
	2,995
At 31 August 2023	2,995
Amortisation	
At 1 September 2022	940
Charge for the year	299
	1,239
At 31 August 2023	1,239
Net book amount at 31 August 2023	1,756
Net book amount at 31 August 2022	2,055

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13 Tangible fixed assets

The Charitable Group	Total £'000	Freehold land and buildings £'000	Long term leasehold property £'000	Short leasehold improvements £'000	Fixtures and fittings £'000	Computer equipment £'000	Motor vehicles £'000	Assets under construction £'000
Cost								
At 1 September 2022	1,132,301	302,410	713,043	2,198	59,947	51,563	1,198	1,942
Additions	61,594	1,273	27,306	2	25,790	387	112	6,724
Disposals	(10,904)	(8,655)	(3)	-	(1,643)	(409)	-	(194)
Transfers from other charities	105,320	-	104,571	-	749	-	-	-
Transfers on conversion	12,766	-	12,766	-	-	-	-	-
Transfers between categories	-	1,351	-	-	-	-	-	(1,351)
At 31 August 2023	1,301,077	296,379	857,683	2,200	84,843	51,541	1,310	7,121
Depreciation								
At 1 September 2022	272,674	42,135	144,027	1,000	36,113	48,346	1,053	-
Provided in the year	32,826	5,679	17,355	-	9,352	358	82	-
Disposals	(2,465)	(458)	-	-	(41)	(1,966)	-	-
At 31 August 2023	303,035	47,356	161,382	1,000	45,424	46,738	1,135	-
Net book amount at 31 August 2023	998,042	249,023	696,301	1,200	39,419	4,803	175	7,121
Net book amount at 31 August 2022	859,627	260,275	569,016	1,198	23,834	3,217	145	1,942

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13 Tangible fixed assets (continued)

All of the tangible fixed assets were used for charitable purposes.

The net book value of assets held under finance lease, included above within fixtures and fittings is £Nil (2022: £13k).

Included in freehold land and buildings is land with a carrying value of £13.821m (2022: £15.481m) on which depreciation has not been provided.

Included within the total carrying value of £998.042m (2022: £859.627m) are the following assets which are restricted fund assets paid for by the Government and held by ULT on its behalf so that ULT can operate its academies within the buildings to which the figures relate. The Charitable Group is unable to secure any borrowings against these assets.

The Charitable Group

	Total £'000	Freehold land and buildings £'000	Long term leasehold property £'000	Fixtures and fittings £'000	Computer equipment £'000	Assets under construction £'000
Net book amount at 31 August 2023	823,530	85,735	700,810	-	36,895	-

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13 Tangible fixed assets (continued)

The Charitable Company	Total £'000	Freehold land and buildings £'000	Short leasehold improvements £'000	Fixtures and fittings £'000	Computer equipment £'000	Assets under construction £'000
Cost						
At 1 September 2022	216,616	212,785	325	1,503	61	1,942
Additions	6,735	11	-	-	-	6,724
Disposals	(8,885)	(8,655)	-	(36)	-	(194)
Transfers between categories	-	1,351	-	-	-	(1,351)
At 31 August 2023	214,466	205,492	325	1,467	61	7,121
Depreciation						
At 1 September 2022	40,423	39,096	325	941	61	-
Depn on disposals	(469)	(458)	-	(11)	-	-
Provided in the year	3,907	3,794	-	113	-	-
At 31 August 2023	43,861	42,432	325	1,043	61	-
Net book amount at 31 August 2023	170,605	163,060	-	424	-	7,121
Net book amount at 31 August 2022	176,193	173,689	-	562	-	1,942

All tangible fixed assets were used for charitable purposes.

Included in freehold land and buildings is land with a carrying value of £13.821m (2022: £15.481m) on which depreciation has not been provided.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

14 Stocks

	The Charitable Group		The Charitable Company	
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Finished goods and goods for resale	<u>117</u>	<u>127</u>	<u>-</u>	<u>-</u>

15 Debtors: amounts falling due with one year

	The Charitable Group		The Charitable Company	
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Trade debtors	35,967	32,039	-	9
Amounts owed by group undertakings	-	-	-	160
Other debtors	25,541	12,466	-	-
Prepayments and accrued income	5,381	5,028	-	-
	<u>66,889</u>	<u>49,533</u>	<u>-</u>	<u>169</u>

16 Creditors: amounts falling due within one year

	The Charitable Group		The Charitable Company	
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Bank loans	431	14,432	431	14,432
Bank overdrafts	17,618	17,301	17,618	17,301
Trade creditors	16,153	8,498	182	198
Amounts owed to group undertakings	-	-	25,264	22,988
Social security and other taxes	7,967	7,069	-	3
Other creditors	22,556	21,688	-	-
Accruals and deferred income	62,328	55,241	1,302	253
Amounts due under finance leases	-	2	-	-
	<u>127,053</u>	<u>124,231</u>	<u>44,797</u>	<u>55,175</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

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16 Creditors: amounts falling due within one year (continued)

The terms and conditions attached to bank and other loans are disclosed in note 18.

	2023	2022
	£'000	£'000
Deferred income		
Deferred income at 1 September 2022	40,417	36,930
Resources deferred during the year	44,545	40,417
Amounts released from prior year	(40,417)	(36,930)
	<hr/>	<hr/>
Deferred income at 31 August 2023	44,545	40,417
	<hr/>	<hr/>

Deferred income relates to income received in the year specifically relating to the following financial year including fees billed in advance for Autumn term, Universal Infant Free Schools Meals funding, nursery funding, sports partnership funding and payments in advance for music tuition.

17 Creditors: amounts falling due after one year

	The Charitable Group		The Charitable Company	
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Bank loans	10,000	431	10,000	431
Other creditors	218	203	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
	10,218	634	10,000	431
	<hr/>	<hr/>	<hr/>	<hr/>

The terms and conditions attached to bank and other loans are disclosed in note 18.

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
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**NOTES TO THE FINANCIAL STATEMENTS
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18 Borrowings

Borrowings are repayable as follows:

	The Charitable Group		The Charitable Company	
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Within one year				
Bank overdrafts, bank loans and other loans	18,049	31,733	18,049	31,733
Amounts due under finance lease	-	2	-	-
After one and within five years				
Bank loans and other loans	10,000	431	10,000	431
	28,049	32,166	28,049	32,164

The bank loans are secured by fixed and floating charges over all the assets of United Learning Ltd, United Church Schools Trust and The Church Schools Trading Company Limited.

Annual commitments for bank loans repayable by instalments amount to £431k. Interest is charged at fixed rates on top of the Bank of England Base Rate of between 0.88% and 1.91%. A facility with year-end balance of £10 million matures in March 2026. All outstanding balances fall due for repayment at maturity.

Long term bank loans are repayable by equal instalments over the remaining term to July 2024.

19 Share capital

	2023	2022
	£'000	£'000
Authorised ordinary shares of £5 each	100	100
Allotted, called up and fully paid ordinary shares of £5 each	65	65

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20 Endowment fund

The Milton Mount Foundation endowed Wentworth Milton Mount Limited (which became part of Bournemouth Collegiate School) with £277,000 as part of the arrangement by which Wentworth College took over the education of Milton Mount School pupils. The amount was returnable should the Charitable Group be wound up.

When Wentworth College became a part of the United Learning Ltd, this arrangement was modified so that the endowment would only become repayable if the school should cease to function on the current site.

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2023

21 Unrestricted funds

Current year	At 1 September 2022 £'000	Incoming resources £'000	Expenditure £'000	Transfers £'000	Gains and losses £'000	At 31 August 2023 £'000
The Charitable Group						
Unrestricted funds	159,674	150,349	(137,046)	(3)	(256)	172,718
Pension reserve	(1,125)	-	191	-	125	(809)
Designated funds						
Embley	21	-	-	-	-	21
Other school funds	2,659	(302)	13	4	-	2,374
Total designated funds	2,680	(302)	13	4	-	2,395
Total unrestricted funds	161,229	150,047	(136,842)	1	(131)	174,304
The Charitable Company						
Unrestricted funds	120,325	335	(5,286)	-	-	115,374
Designated funds						
Embley	21	-	-	-	-	21
Total unrestricted funds	120,346	335	(5,286)	-	-	115,395

The Embley designated fund is an amount set aside for the specific future major building maintenance work at Embley. Other school funds are accumulated surpluses from prior years designated for use by the school that generated the funds. In response to the impact of the COVID-19 pandemic UCST transferred £4 million of general funds to designated funds during 2020 to be used in support of those families at our independent schools who found themselves unable to pay school fees as a result of the pandemic. These are included within other school funds above. Transfers between unrestricted funds represent the in year designation of accumulated surpluses for particular purposes for use by the school that generated the funds.

UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND ITS SUBSIDIARY UNDERTAKINGS

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2023

21 Unrestricted funds (continued)

Previous year	At 1 September 2021 £'000	Incoming resources £'000	Expenditure £'000	Transfers £'000	Gains and losses £'000	At 31 August 2022 £'000
The Charitable Group						
Unrestricted funds	144,144	137,023	(120,565)	(40)	(888)	159,674
Pension reserve	(2,212)	-	22	-	1,065	(1,125)
Designated funds						
Embley	21	-	-	-	-	21
Other school funds	2,894	(322)	47	40	-	2,659
Total designated funds	2,915	(322)	47	40	-	2,680
Total unrestricted funds	<u>144,847</u>	<u>136,701</u>	<u>(120,496)</u>	<u>-</u>	<u>177</u>	<u>161,229</u>
The Charitable Company						
Unrestricted funds	122,529	2,563	(4,767)	-	-	120,325
Designated funds						
Embley	21	-	-	-	-	21
Total unrestricted funds	<u>122,550</u>	<u>2,563</u>	<u>(4,767)</u>	<u>-</u>	<u>-</u>	<u>120,346</u>

The Embley designated fund is an amount set aside for the specific future major building maintenance work at Embley. Other school funds are accumulated surpluses from prior years designated for use by the school that generated the funds. In response to the impact of the COVID-19 pandemic UCST transferred £4 million of general funds to designated funds during 2020 to be used in support of those families at our independent schools who found themselves unable to pay school fees as a result of the pandemic. These are included within other school funds above. Transfers between unrestricted funds represent the in year designation of accumulated surpluses for particular purposes for use by the school that generated the funds.

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22 Restricted funds

Current year	At 1 September 2022 £'000	Incoming resources £'000	Expenditure £'000	Transfers £'000	Gains and losses £'000	At 31 August 2023 £'000
The Charitable Group						
Sponsorship fund	11,515	-	-	-	-	11,515
DfE funds – revenue	17,447	420,383	(414,584)	(10,832)	(12)	12,402
DfE funds - fixed assets	693,834	163,808	(27,273)	10,831	-	841,200
Pension reserve	(20,098)	(1,375)	(2,890)	-	17,394	(6,969)
	<u>702,698</u>	<u>582,816</u>	<u>(444,747)</u>	<u>(1)</u>	<u>17,382</u>	<u>858,148</u>
Other restricted funds						
Scholarship and prize funds	363	-	-	-	-	363
Appeal funds	53	-	-	-	-	53
Other donated funds	444	-	-	-	-	444
Other sponsorship funds	29	-	-	-	-	29
	<u>889</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>889</u>
Total restricted funds	<u><u>703,587</u></u>	<u><u>582,816</u></u>	<u><u>(444,747)</u></u>	<u><u>(1)</u></u>	<u><u>17,382</u></u>	<u><u>859,037</u></u>

The scholarship and prize funds comprise the Centenary Fund and other prize funds which were donated to give scholarships to pupils who attend the schools operated by UCST. The sponsorship fund has been formed to gather together the external donations received towards the Charitable Group's charitable support for the academies of ULT. The government capital grants are made under the funding agreements between the Secretary of State and ULT for the construction of buildings for the academies together with equipment within them.

The other DfE grants are receivable either directly from the DfE or through the Local Education Authority to cover the operating expenses of the academies administered by the Charitable Group. These General Annual Grants are agreed prior to each academic year with the DfE.

Transfers from DFE revenue funds to DFE fixed asset funds represent fixed asset expenditure that has been funded by assets or income from outside of the fixed asset fund.

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2023

22 Restricted funds (continued)

Previous year	At 1 September 2021 £'000	Incoming resources £'000	Expenditure £'000	Transfers £'000	Gains and losses £'000	At 31 August 2022 £'000
The Charitable Group						
Sponsorship fund	11,515	-	-	-	-	11,515
DfE funds – revenue	15,358	369,868	(360,327)	(7,411)	(41)	17,447
DfE funds - fixed assets	697,252	11,058	(21,887)	7,411	-	693,834
Pension reserve	(176,168)	4,096	(23,158)	-	175,132	(20,098)
	<u>547,957</u>	<u>385,022</u>	<u>(405,372)</u>	<u>-</u>	<u>175,091</u>	<u>702,698</u>
Other restricted funds						
Scholarship and prize funds	363	-	-	-	-	363
Appeal funds	53	-	-	-	-	53
Other donated funds	444	-	-	-	-	444
Other sponsorship funds	29	-	-	-	-	29
	<u>889</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>889</u>
Total restricted funds	<u><u>548,846</u></u>	<u><u>385,022</u></u>	<u><u>(405,372)</u></u>	<u><u>-</u></u>	<u><u>175,091</u></u>	<u><u>703,587</u></u>

The scholarship and prize funds comprise the Centenary Fund and other prize funds which were donated to give scholarships to pupils who attend the schools operated by UCST. The sponsorship fund has been formed to gather together the external donations received towards the Charitable Group's charitable support for the academies of ULT. The government capital grants are made under the funding agreements between the Secretary of State and ULT for the construction of buildings for the academies together with equipment within them.

The other DfE grants are receivable either directly from the DfE or through the Local Education Authority to cover the operating expenses of the academies administered by the Charitable Group. These General Annual Grants are agreed prior to each academic year with the DfE.

Transfers from DfE revenue funds to DfE fixed asset funds represent fixed asset expenditure that has been funded by assets or income from outside of the fixed asset fund.

UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD) AND ITS SUBSIDIARY UNDERTAKINGS

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2023

22 Restricted funds (continued)

Current year	At 31 August 2022	Incoming resources	Expenditure	Transfer to other charity	Gains and losses	At 31 August 2023
The Charitable Company	£'000	£'000	£'000	£'000	£'000	£'000
Scholarship and prize funds	757	-	-	-	(6)	751
Sponsorship fund	6	-	-	-	-	6
Appeal funds	6	-	-	-	-	6
Other donations	4	-	-	-	-	4
	<u>773</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(6)</u>	<u>767</u>
Previous year	At 31 August 2021	Incoming resources	Expenditure	Transfer to other charity	Gains and losses	At 31 August 2022
The Charitable Company	£'000	£'000	£'000	£'000	£'000	£'000
Scholarship and prize funds	792	-	-	-	(35)	757
Sponsorship fund	6	-	-	-	-	6
Appeal funds	6	-	-	-	-	6
Other donations	4	-	-	-	-	4
	<u>808</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(35)</u>	<u>773</u>

Under a scheme agreed with the Charity Commission, the above scholarship and prize funds for the Charitable Company were transferred from UCST on 1 September 1998. These funds have been donated over a number of years. They are utilised to give scholarships to pupils who attend the schools operated by the Charitable Company's subsidiary.

The sponsorship fund has been formed to gather together the external donations received towards the Charitable Group's support for the academies of ULT.

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**NOTES TO THE FINANCIAL STATEMENTS
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23 Analysis of net assets between funds

The Charitable Group - current year

	Unrestricted funds £'000	Restricted funds £'000	Endowment fund £'000	Total £'000
Investments	10,622	696	-	11,318
Intangible assets	1,756	-	-	1,756
Tangible assets	174,387	823,378	277	998,042
Current assets	83,098	84,518	-	167,616
Creditors: amounts falling due within one year	(84,467)	(42,586)	-	(127,053)
Creditors: amounts falling due after more than one year	(10,218)	-	-	(10,218)
Defined benefit pension liability	(809)	(6,969)	-	(7,778)
	<u>174,369</u>	<u>859,037</u>	<u>277</u>	<u>1,033,683</u>
Unrealised losses on investments included above	<u>(256)</u>	<u>(12)</u>	<u>-</u>	<u>(268)</u>

The Charitable Company – current year

	Unrestricted funds £'000	Restricted funds £'000	Endowment fund £'000	Total £'000
Tangible assets	170,257	71	277	170,605
Investments	-	696	-	696
Current assets	-	-	-	-
Creditors: amounts falling due within one year	(44,797)	-	-	(44,797)
Creditors: amounts falling due after more than one year	(10,000)	-	-	(10,000)
	<u>115,460</u>	<u>767</u>	<u>277</u>	<u>116,504</u>
Unrealised gains on investments included above	<u>-</u>	<u>(12)</u>	<u>-</u>	<u>(12)</u>

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23 Analysis of net assets between funds (continued)

The Charitable Group – previous year

	Unrestricted funds £'000	Restricted funds £'000	Endowment fund £'000	Total £'000
Investments	10,498	702	-	11,200
Intangible assets	2,055	-	-	2,055
Tangible assets	178,599	680,751	277	859,627
Current assets	63,867	74,497	-	138,364
Creditors: amounts falling due within one year	(91,966)	(32,265)	-	(124,231)
Creditors: amounts falling due after more than one year	(634)	-	-	(634)
Defined benefit pension liability	(1,125)	(20,098)	-	(21,223)
	<u>161,294</u>	<u>703,587</u>	<u>277</u>	<u>865,158</u>
Unrealised gains on investments included above	<u>856</u>	<u>450</u>	<u>-</u>	<u>1,306</u>

The Charitable Company – previous year

	Unrestricted funds £'000	Restricted funds £'000	Endowment fund £'000	Total £'000
Tangible assets	175,916	-	277	176,193
Investments	-	702	-	702
Current assets	101	71	-	172
Creditors: amounts falling due within one year	(55,175)	-	-	(55,175)
Creditors: amounts falling due after more than one year	(431)	-	-	(431)
	<u>120,411</u>	<u>773</u>	<u>277</u>	<u>121,461</u>
Unrealised gains on investments included above	<u>-</u>	<u>450</u>	<u>-</u>	<u>450</u>

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
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24 Reconciliation of net movement in funds to net cash flow from operating activities

	2023 £'000	2022 £'000
Net income for the year (as per Statement of Financial Activities)	151,006	(5,074)
Adjustment for:		
Depreciation	32,826	27,324
Amortisation	299	301
(Loss)/profit on disposal of fixed assets	2,719	(222)
Profit on disposal of investments	-	(168)
Dividends and interest received on fixed assets investments	(2,304)	(593)
Unrealised loss on investments	231	761
Decrease in stock	10	58
Increase in debtors	(17,356)	(260)
Increase in creditors	16,523	914
LGPS pension cost less contributions	2,699	23,136
Net assets transferred from other charities and on conversion	(116,711)	(4,086)
ESFA capital grants received	(45,722)	(10,961)
Interest paid	743	441
Net cash provided by operating activities	24,963	31,571

25 Analysis of cash and cash equivalents

	2023 £'000	2022 £'000
Cash at bank and in hand	100,610	88,704
Bank overdrafts	(17,618)	(17,301)
Total cash and cash equivalents	82,992	71,403

26 Capital commitments

	The Charitable Group		The Charitable Company	
	2023 £'000	2022 £'000	2023 £'000	2022 £'000
Contracted for but not provided in these financial statements	779	5,639	453	4,203

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27 Contingent liabilities

The Charitable Group

There were no contingent liabilities at 31 August 2023 or at 31 August 2022.

The Charitable Company

There were no contingent liabilities at 31 August 2023 or at 31 August 2022.

28 Retirement benefits

The total pension cost to the Charitable Group during the year ended 31 August 2023 was £61,913k (2022: £72,347k) of which £44,723k (2022: £39,698k) relates to the TPS, £15,484k (2022: £30,992k) relates to LGPS and £1,706k (2022: £1,657k) relates to defined contribution pension schemes. Employee and employer contributions payable to the schemes at the Balance Sheet date amounted to £5,756k (2022: £5,871k) and are included within creditors.

The Charitable Group operates defined contribution schemes for the benefit of its employees. The assets of the schemes are managed and held externally on behalf of the scheme members in funds independent from those of the Charitable Group.

The Charitable Group operates two defined benefit pension schemes: the Teachers' Pension Scheme for England and Wales (TPS) for academic and related staff, and the Local Government Pension Scheme (LGPS) for non-teaching staff.

Provisions for unfunded pensions included within the total defined benefit pension scheme liability amounted to £809k (2022: £1,125k). The current service cost amounted to £nil (2022: £nil) and actuarial gains recognised through other comprehensive income amounted to £195k (2022: £234k). Benefits paid during the year amounted to £121k (2022: £114k).

The current mortality assumptions in respect of unfunded pensions include sufficient allowance for future improvements in mortality rates. The assumed life expectations on the retirement age of 65 are between 19-21 years. The discount rate applied in calculating the obligation is 5.40% with future pension increase and inflation being 2.90%.

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28 Retirement benefits (continued)

Teachers' Pension Scheme (TPS)

Teachers' Pension Scheme

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

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

Valuation of the Teachers' Pension Scheme

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

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

The next valuation result is due to be implemented from 1 April 2024.

The employer's pension costs paid to TPS in the year amounted to £44,723m (2022 - £39.698m).

A copy of the valuation report and supporting documentation is on the Teachers' Pensions website (<https://www.teacherspensions.co.uk/news/employers/2019/04/teachers-pensions-valuation-report.aspx>).

Under the definitions set out in FRS 102, the TPS is an unfunded multi-employer pension scheme. The Charitable Group has accounted for its contributions to the scheme as if it were a defined contribution scheme as the Charitable Group is unable to identify its share of assets and liabilities. The Charitable Group has set out above the information available on the scheme.

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28 Retirement benefits (continued)

Local Government Pension Scheme (LGPS)

The Charitable Group is one of several employing bodies included within the Local Government Pension Scheme (LGPS).

The LGPS is a funded defined benefit scheme, with the assets held in separate trustee administered funds. Contributions to the schemes are determined by qualified actuaries on the basis of triennial valuations using the projected unit method.

The agreed contribution rates for the year ended 31 August 2023 were from 7.4% to 11.7% for employees and from 15.1% to 33.4% for employers.

The principal actuarial assumptions used by the actuary and expressed as weighted averages were as follows:

	2023	2022
	%	%
Discount rate for scheme	5.33	4.25
Rate of increase in pensions in payment	2.85	2.98
Rate of increase in salaries	4.02	4.04
Inflation assumption	2.80	2.93

The amounts charged in the Statement of Financial Activities are as follows:

	2023	2022
	£'000	£'000
Current service cost	15,252	31,142
Net interest cost	81	2,976
Past service cost	21	30
Administration expenses	81	64
	<hr/>	<hr/>
Total	15,435	34,212
	<hr/>	<hr/>

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

28 Retirement benefits (continued)

The amounts recognised in the consolidated Balance Sheet in respect of the LGPS and unfunded pension obligations are as follows:

	2023	2022
	£'000	£'000
Fair value of plan assets	270,705	247,097
Present value of funded and unfunded retirement benefit obligations	(240,587)	(250,276)
Unrecognised asset	(37,896)	(18,044)
Net liability	<u>(7,778)</u>	<u>(21,223)</u>

The amounts (charged) or credited to other comprehensive income in respect of both LGPS and unfunded pension obligations are as follows:

	2023	2022
	£'000	£'000
Actuarial gains/(losses) and return on assets less interest recognised in SOFA	<u>37,371</u>	<u>176,197</u>

The major categories of LGPS plan assets as a percentage of the total plan assets are as follows:

	2023	2022
	£'000	£'000
Equities	166,366	149,654
Bonds	49,836	43,057
Property	28,771	28,836
Cash	7,374	7,165
Other	18,358	18,385
Total market value of assets	<u>270,705</u>	<u>247,097</u>

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
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28 Retirement benefits (continued)

The actual return on LGPS plan assets was as follows:

	2023	2022
	£'000	£'000
Actual return on LGPS plan assets	<u>1,607</u>	<u>(6,137)</u>

Changes in the present value of the LGPS and unfunded defined benefit obligation are as follows:

	2023	2022
	£'000	£'000
Opening defined benefit liabilities at 1 September 2022	250,276	425,279
Current service cost	15,252	31,142
Past service cost	21	30
Interest cost	11,019	7,107
Actuarial gains	(46,702)	(204,509)
Contributions by plan participants	3,832	3,329
Acquired on business combinations	12,081	(8,064)
Benefits paid	(5,071)	(3,924)
Benefits paid – unfunded obligations	(121)	(114)
Closing defined benefit liabilities at 31 August 2023	<u>240,587</u>	<u>250,276</u>

Changes in the fair value of LGPS plan assets are as follows:

	2023	2022
	£'000	£'000
Opening fair value of plan assets at 1 September 2022	247,097	246,899
Return on assets less interest	(9,331)	(10,268)
Interest on assets	10,938	4,131
Contributions by employer	12,615	10,962
Contributions by plan participants	3,832	3,329
Acquired on business combinations	-	(3,968)
Disposed of on business combinations	10,706	-
Administration expenses	(81)	(64)
Benefits paid	(5,071)	(3,924)
Closing fair value of LGPS plan assets at 31 August 2023	<u>270,705</u>	<u>247,097</u>

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

29 Leasing commitments

At 31 August 2023, the total of the Charitable Group's future minimum lease payments under non-cancellable operating leases was:

	2023	2022
	Total £'000	Total £'000
In one year or less	3,180	2,683
Between one and five years	5,615	4,221
In five years or more	5,859	5,244
	<u>14,654</u>	<u>12,148</u>

At 31 August 2023, the total of the Charitable Group's future minimum contractual payments under non-cancellable contracts was:

	2023	2022
	Total £'000	Total £'000
In one year or less	6,326	6,087
Between one and five years	25,306	24,347
In five years or more	33,192	38,377
	<u>64,824</u>	<u>68,811</u>

30 Relationship with related parties and other charities

United Learning Ltd is the sole member of United Church Schools Trust (Limited by Guarantee) (UCST).

At the reporting date, United Learning Ltd owed £25,264k (2022: £22,988k) to UCST in respect of cash balances due. This balance can be seen within amounts owed to group undertakings due within one year.

There have been no other transactions with related parties that require disclosure under either FRS 102 Charities SORP (FRS 102) (effective 1 January 2019).

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2023**

31 Agency arrangements

United Learning Trust ("ULT"); a subsidiary of the Charitable Company, acts as an agent distributing 16-19 bursary funds from the Education and Skills Funding Agency ("ESFA"). Payments received from the ESFA and subsequent disbursements to students are excluded from the Statement of Financial Activities as the Charitable Company does not have control over the charitable application of the funds. The Charitable Company can use up to 5% of the allocation towards its own administration costs and this is recognised in the Statement of Financial Activities.

In the year ended 31 August 2023, ULT received £531k (2022: £455k) and disbursed £808k (2022: £399k) from the fund. An amount of £598k (2022: £875k) is included in other creditors relating to undistributed funds that are repayable to the ESFA if not disbursed.

ULT acts as an agent distributing bursary funds from the former National College for Teaching & Leadership ("NCTL") which has now been subsumed into the Department for Education. Payments received from the NCTL and subsequent disbursements to students are excluded from the Statement of Financial Activities as ULT does not have control over the charitable applications of the funds.

In the year ended 31 August 2023, ULT received £773k (2022: £805k) and disbursed £695k (2022: £800k) from the fund. An amount of £36k is included in other debtors (2022: £113k) relating to funds that are owed by the Department for Education if not disbursed.

32 Post balance sheet events

United Learning Trust welcomed Champion School and Language College on 1 September 2023 (previously a single academy trust), Glebe Primary School (previously a local authority maintained school) on 1 November 2023 and four secondaries (George Eliot Academy, Hartshill Academy, Heath Lane Academy and Nuneaton Academy) on 1 December 2023 (transferring from the Midland Academy Trust). In addition, Chilmington Green school (a Free School) opened to its first Year 7 cohort on 1 September 2023.

33 Financial instruments

	2023	2022
	£'000	£'000
Financial assets		
Financial assets measured at fair value	11,317	11,199
Financial assets measured at amortised cost	<u>155,271</u>	<u>129,269</u>
	<u>166,588</u>	<u>140,468</u>
Financial liabilities		
Financial liabilities measured at fair value	-	-
Financial liabilities measured at amortised cost	<u>135,200</u>	<u>125,525</u>
	<u>135,200</u>	<u>125,525</u>

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

34 Consolidated statement of financial activities for the year ended 31 August 2022

	Note	Unrestricted funds £'000	Restricted funds £'000	Endowment funds £'000	Total 2022 £'000
Income					
Income from donations					
Voluntary income	5	3,843	452	-	4,295
Net assets/(liabilities) transferred to or from other charities and on conversion		-	4,086	-	4,086
Income from charitable activities					
School fees receivable	2	106,731	-	-	106,731
Other educational related activities	3	20,212	-	-	20,212
Grants from Department for Education	4	-	380,484	-	380,484
Rents and lettings		468	-	-	468
Other income		53	-	-	53
Income from other trading activities					
Trading income		4,561	-	-	4,561
Income from investments					
Investment income	6	593	-	-	593
Other income					
Gains on disposals of tangible fixed assets		240	-	-	240
Total income		136,701	385,022	-	521,723
Acquired operations		-	-	-	-
Continuing operations		136,701	379,736	-	516,437
Discontinued operations		-	5,286	-	5,286

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

**34 Consolidated statement of financial activities for the year ended 31 August 2022
(continued)**

	Note	Unrestricted funds £'000	Restricted funds £'000	Endowment funds £'000	Total 2022 £'000
Expenditure					
Expenditure on raising funds					
Trading expenditure		1,538	-	-	1,538
Expenditure on charitable activities					
School and academy operating costs, project management and finance costs		118,958	405,372	-	524,330
Total expenditure	8	120,496	405,372	-	525,868
Acquired operations		-	-	-	-
Continuing operations		120,496	405,372	-	525,868
Discontinued operations		-	-	-	-

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

34 Consolidated statement of financial activities (continued)

	Note	Unrestricted funds £'000	Restricted funds £'000	Endowment funds £'000	Total 2022 £'000
Net incoming/ (outgoing) resources before investment gains and transfers		16,205	(20,350)	-	(4,145)
Acquired operations		-	-	-	-
Continuing operations		16,205	(25,636)	-	(9,431)
Discontinued operations		-	5,286	-	5,286
Net (losses) on investments		(888)	(41)	-	(929)
Net income/(outgoing) resources before other recognised gains and losses		15,317	(20,391)	-	(5,074)
Actuarial gains on defined benefit pension schemes	28	1,065	175,132	-	176,197
Net movement in funds for the year		16,382	154,741	-	171,123
Acquired operations		-	-	-	-
Continuing operations		16,382	149,455	-	165,837
Discontinued operations		-	5,286	-	5,286
Funds brought forward at 1 September 2021		144,847	548,846	277	693,970
Funds carried forward at 31 August 2022		161,229	703,587	277	865,093

**UNITED LEARNING LTD (FORMERLY KNOWN AS UNITED CHURCH SCHOOLS FOUNDATION LTD)
AND ITS SUBSIDIARY UNDERTAKINGS**

The following pages are unaudited and do not form part of the statutory financial statements

UNITED LEARNING LTD AND ITS SUBSIDIARY UNDERTAKINGS

UNAUDITED STATEMENT OF FINANCIAL ACTIVITIES – UNITED LEARNING LTD FOR THE YEAR ENDED 31 AUGUST 2023

	Unrestricted funds £'000	Restricted funds £'000	Endowment funds £'000	Total 2023 £'000	Total 2022 £'000
Incoming resources					
Incoming resources from generated funds					
Investment income	759	-	-	759	459
(Losses)/gains on disposals of tangible fixed assets	(2,722)	-	-	(2,722)	240
Incoming resources from charitable activities					
Rents	2,256	-	-	2,256	1,811
Other income	42	-	-	42	53
Total incoming resources	<u>335</u>	<u>-</u>	<u>-</u>	<u>335</u>	<u>2,563</u>
Resources expended					
Charitable activities					
School and academy operating costs, project management and finance costs	5,286	-	-	5,286	4,767
Total resources expended	<u>5,286</u>	<u>-</u>	<u>-</u>	<u>5,286</u>	<u>4,767</u>

UNITED LEARNING LTD AND ITS SUBSIDIARY UNDERTAKINGS

UNAUDITED STATEMENT OF FINANCIAL ACTIVITIES – UNITED LEARNING LTD FOR THE YEAR ENDED 31 AUGUST 2023

	Unrestricted funds £'000	Restricted funds £'000	Endowment funds £'000	Total 2023 £'000	Total 2022 £'000
Net (outgoing)/incoming resources before transfers	<u>(4,951)</u>	<u>-</u>	<u>-</u>	<u>(4,951)</u>	<u>(2,204)</u>
Net (outgoing)/incoming resources before other recognised gains and losses	<u>(4,951)</u>	<u>-</u>	<u>-</u>	<u>(4,951)</u>	<u>(2,204)</u>
Other recognised gains and losses					
Investment revaluation losses	<u>-</u>	<u>(6)</u>	<u>-</u>	<u>(6)</u>	<u>(35)</u>
Net movement in funds for the year	<u>(4,951)</u>	<u>(6)</u>	<u>-</u>	<u>(4,957)</u>	<u>(2,239)</u>
Funds brought forward at 1 September 2022	<u>120,346</u>	<u>773</u>	<u>277</u>	<u>121,396</u>	<u>123,635</u>
Funds carried forward at 31 August 2023	<u><u>115,395</u></u>	<u><u>767</u></u>	<u><u>277</u></u>	<u><u>116,439</u></u>	<u><u>121,396</u></u>

UNITED LEARNING LTD AND ITS SUBSIDIARY UNDERTAKINGS

STATEMENT OF NET DEBT – UNITED LEARNING LTD FOR THE YEAR ENDED 31 AUGUST 2023

	At 1 September 2022 £'000	Cash flows £'000	Other movements £'000	Repayment of bank loans £'000	At 31 August 2023 £'000
Cash and cash equivalents	3	(3)	-	-	-
Overdraft facility repayable on demand	(17,301)	4,115	-	(4,432)	(17,618)
Debt due within one year	(14,432)	-	9,569	4,432	(431)
Debt due after one year	<u>(431)</u>	<u>-</u>	<u>(9,569)</u>	<u>-</u>	<u>(10,000)</u>
	<u>(32,161)</u>	<u>4,112</u>	<u>-</u>	<u>-</u>	<u>(28,049)</u>

UNITED LEARNING LTD AND ITS SUBSIDIARY UNDERTAKINGS

**UNAUDITED CASH FLOW STATEMENT – UNITED LEARNING LTD FOR THE YEAR ENDED 31
AUGUST 2023**

	Note	£'000	2023 £'000	£'000	2022 £'000
Cash flows from operating activities	1		5,137		1,631
Cash flows from investing activities:					
Purchase of tangible fixed assets		(6,735)		(2,331)	
Sale of tangible fixed assets		5,694		240	
Net cash used in investing activities			(1,041)		(2,091)
Financing					
Repayments of borrowing		(4,432)		(6,933)	
Interest paid		(743)		(442)	
Interest received		759		459	
Net cash (used in) financing activities			(4,416)		(6,916)
Change in cash and cash equivalents			(320)		(7,376)
Cash and cash equivalents brought forward	2		(17,298)		(9,922)
Cash and cash equivalents carried forward	2		(17,618)		(17,298)

UNITED LEARNING LTD AND ITS SUBSIDIARY UNDERTAKINGS

**UNAUDITED NOTES TO THE CASH FLOW STATEMENT – UNITED LEARNING LTD FOR
THE YEAR ENDED 31 AUGUST 2022**

1 Reconciliation of net movement in funds to net cash flow from operating activities

	2023	2022
	£'000	£'000
Changes in resources before transfers and revaluations	(4,957)	(2,239)
Depreciation	3,907	4,025
Loss on disposal of fixed assets	2,722	-
Surplus on property sales	-	(240)
Revaluation of investments	6	35
Interest paid	743	442
Interest received	(759)	(459)
Decrease/(increase) in debtors	169	(27)
Increase in creditors	3,306	94
	<hr/>	<hr/>
Net cash provided by operating activities	<u>5,137</u>	<u>1,631</u>

2 Analysis of cash and cash equivalents

	2023	2022
	£'000	£'000
Cash at bank and in hand	-	3
Bank overdrafts	(17,618)	(17,301)
	<hr/>	<hr/>
Total cash and cash equivalents	<u>(17,618)</u>	<u>(17,298)</u>