Society number: RS007139

CULTURE, LEARNING AND LIBRARIES (MIDLANDS) TRUSTEES' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

TRUSTEES' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

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REFERENCE AND ADMINISTRATIVE DETAILS OF THE SOCIETY, ITS TRUSTEES AND ADVISERS FOR THE YEAR ENDED 31 MARCH 2021

Trustees

Peter Gaw, Member & Trustee, CEO & Librarian
John Cottee, Chair of Trustees
Sarah King, Co-opted Trustee (resigned 23 February 2021)
Peter Ware, Co-opted Trustee
Liz Howell, Co-opted Trustee
John Hess, Community Trustee
Glynn Gilfoyle, Nominated by Nottinghamshire County Council Trustee
Claire Henson, Community Trustee
Liz Guildford, Staff representative Trustee
Carol Hanley, Community Trustee
Margot Madin, Co-opted Trustee (appointed 16 April 2020)

Emma Maraio, Community Trustee (resigned 23 March 2021)

Society registered number RS007139

Principal office Ins

Inspire Head Quarters

Glaisdale Parkway

Nottingham NG8 4GP

Independent auditors

PKF Smith Cooper Audit Limited

Chartered Accountants and Statutory Auditors

2 Lace Market Square

Nottingham NG1 1PB

Bankers

Barclays Bank Plc

2 High Street Nottingham NG1 2EN

CHAIR'S STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

The chair presents his statement for the year.

This annual report outlines a successful fifth full year of operations for Inspire. Inspire continues to consolidate itself as an effective organisation, delivering its contractual obligations to the full and being creative and innovative in its approach to inspiring Nottinghamshire people and communities to read, learn and enjoy culture.

The whole year has been dominated by the Covid 19 pandemic and the challenges this has presented for Inspire as an organisation that employs staff, commissions providers, and delivers a range of community and learning based services.

The service response to the pandemic and associated Covid restrictions was typified by a can-do and agile attitude from Inspire leadership and teams across the whole organisation. From the rapid closure of all our buildings to reopening and repurposing services and space to be Covid safe, the response has been of great credit to staff and the flexible service model we operate under.

The ability of teams to quickly move services online, including our planned cultural, reading and heritage offer and the entire adult learning course programme, has enabled thousands of customers and learners to carry on accessing our resources, services and learning programmes throughout lockdowns.

Our young people's study programme operated throughout the year, whilst our school music and education library service adapted and continued delivery, and in liaison with students, parents and schools has continued to support the delivery of vocational qualifications and teaching in schools.

Libraries offered new home delivery and click and collect services, Archives moved its enquiry, research, and reprographics service online and Youth Arts delivered song writing, music production and dance through interactive online programmes.

The range of online content and events, from our Inspired Christmas concert and our poetry festival, to the provision of e-resources and free access to Ancestry from home, has meant that our cultural offer has reached people even when buildings were closed. Inspire Online has now become a key service for Inspire.

Over the year we also focused on how Inspire can support people's wellbeing and employment and have established several initiatives to contribute to the recovery from the pandemic. Through D2N2 local enterprise partnership funding we are delivering a Way 2 Work programme across Nottinghamshire to support people back into work; we delivered a successful Women into Business programme and, in partnership with the British Library and Nottingham City Libraries, we are establishing three Business and Intellectual Property Centres in Beeston, Mansfield and Sutton.

As we reopen our face to face services, reconnecting people through our libraries and offering a range of activities and well-being courses will be key in contributing to community recovery. The much-delayed launch of our Community Makers volunteering programme will increase the range of volunteering opportunities and will give Inspire the capacity to do more in local communities.

CHAIR'S STATEMENT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

As mentioned in my report last year we were nominated and shortlisted for two TES (Times Educational Supplement) Awards for best adult and community learning provider and most improved GCSE results 2020. I'm pleased to report that Inspire gained the prestigious TES award for the best adult and community leaning provider 2020, a national acknowledgement that highlights the development of the services over the last five years.

Whilst the year has been very unusual, I'm pleased to report that three key external reviews have taken place which all provide positive feedback for the organisation:

In January Inspire undertook full reaccreditation of the Customer Service Excellence (CSE) standard; in February they took part in a Local Government Association (LGA) review of the public library service which endorsed the Inspire delivery model and in March achieved the MATRIX standard for the provision of Information, Advice and Guidance services.

Our compliance with a range of legal requirements has been supported by the board and through specialist post holders and advisors.

The board is fully committed to the sustainable development of Inspire as a key provider of culture and learning and was pleased to approve the renewal of our main contract with Nottinghamshire County Council for an additional five-year period (2021 - 2026).

Worksop library was closed during the whole of 2020 due to a devastating flood in November 2019, and finally reopened in February 2021. The restoration has included a redesign, full redecoration and installation of a children's craft and gallery area. A major refurbishment of Retford library was also completed in September 2020. Also, during periods of building closure, Inspire undertook the redecoration of twenty-five libraries together with minor refurbishment of Eastbourne House and Ladybrook library. Office bases have also been modified to provide Covid safe and video conference enabled spaces to support new ways of flexible and home working.

We continue, as an Arts Council National Portfolio Organisation (NPO,) to receive regular funding to develop and deliver a range of new cultural programmes for children and young people across Nottinghamshire. Due to the pandemic the funding programme has been extended until March 2023. Inspire is committed to applying for the next NPO funding round and in meeting the Arts Council's new *Let's Create* strategy launched in 2020.

Financially, we have continued to work hard to manage our resources effectively during the pandemic. During the year, we have seen our income greatly reduce, unbudgeted costs of the pandemic appear, whilst we received government support for our staff and buildings. Overall, these costs and support have balanced out and we ended the year achieving a statutory surplus of £1m which places Inspire in a good position for the coming year as we work to recover footfall and regain our income in what is expected to be challenging times.

CHAIR'S STATEMENT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Our website also provides a comprehensive news archive, outlining all developments, projects and programmes over the last five years and is a great way to find out more about the range of work and impact Inspire is making.

John Cottee

Chair

Date: 24/09/2021

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TRUSTEES' REPORT FOR THE YEAR ENDED 31 MARCH 2021

The Trustees present their annual report together with the audited financial statements of the Society for the year 1 April 2020 to 31 March 2021. The Trustees confirm that the annual report and financial statements of the Society (registered society number: RS007139) comply with the Cooperative and Community Benefit Societies Act 2014, the requirements of the Society's governing document and Articles of Association and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to entities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015).

Objectives, Activities and Financial Review

a. Policies and objectives

Our mission is to Inspire people to read, learn and enjoy culture. Our objects as a Society are:

For the benefit of the public of the Midlands

- (a) the provision or assistance in the provision of facilities for recreation or other leisure time occupation in the interest of social welfare and with the object of improving the conditions of life for the public at large and for persons who by youth, age, infirmity or disablement poverty or social or economic circumstances may have need for such facilities;
- (b) to advance the education of people who live work or study in or who visit the area of benefit including, without limitation, through:
- (i) the provision of advice on the services and amenities available to them in the area of benefit;
- (ii) the provision of an archive service including the collection and preservation of documents and other records related to the area of benefit;
- (iii) the promotion of the arts, music, reading, heritage and culture;
- (iv) the provision or assistance in the provision of lending and reference library services either free or at reasonable charge;
- the provision or assistance in the provision of cultural resources (including but not limited to music and curriculum support) to schools and educational institutions either free or at a reasonable charge;
- (vi) the provision and promotion of education and lifelong learning for adults and families;

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Objectives, Activities and Financial Review (continued)

(vii) the provision and promotion of training and skills development and schemes for young people whereby such young people may receive training for employment.

In setting its objectives above, the Trustees have given consideration to the guidance on public benefit published by the Charity Commission.

b. Review of activities

The Society in its second year adopted a four-year forward plan to ensure the organisation can meet its contractual obligations and maintain a sustainable financial basis. Customer satisfaction continues to be high, with considerable positive feedback from service users, accreditation bodies and stakeholders. Renewal of the contract with Nottinghamshire County Council for another 5 years (2021 – 2026) was agreed in November 2020.

For detailed information about the activity of the Society a comprehensive news archive is maintained online at www.inspireculture.org.uk/whats-on/news/ .

c. Going concern

After making appropriate enquiries and given the performance of the Society in 2020/21 and the level of reserves as at 31 March 2021, the Members have a reasonable expectation that the Society has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

d. Financial risk management objectives and policies

Inspire has a set of financial regulations approved by the main board and reviewed by the Finance and Audit committee. The current financial regulations (which includes procurement and reserve policies) can be found at https://www.inspireculture.org.uk/about-us/governance/documentation.

A budget is set and approved by the board in February each year, following agreement with the County Council regarding the annual contract sum agreement reached by the preceding December.

An activity-based budget planning approach commences in December with current budget holders, establishing where savings, costs and budget pressures are likely to emerge.

Regular monitoring is undertaken by each budget manager, providing updates on the forecast annual outturn. The Inspire leadership team review finance monthly to share the current organisational finance position and review levels of income and expenditure. Regular financial reports are provided to the main board, the Finance and Audit committee and to the Council at quarterly contract meetings.

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Objectives, Activities and Financial Review (continued)

The Chief Executive Officer and Chief Financial Officer (CFO) meet on a regular basis to review the current position and emerging issues. The CFO has a small team of qualified accountants and technicians to ensure financial management is good.

Inspire will file its annual report and accounts under the Charities SORP to the Financial Conduct Authority (FCA). The Society is externally audited annually by the accounting firm PKF Smith Cooper Audit Limited.

The leadership team maintain two live logs, one covering risks for the organisation and the other covering its compliance. These are reviewed monthly and reported to the quarterly main board meetings. The Risk Register and Issues Log identifies key risks which Inspire faces in meeting its goals including a relative rating score of these risks and accompanying list of management actions which the board and the leadership team will take to reduce to an acceptable level.

e. Principal risks and uncertainties

Areas of risk and volatility

The range of unfunded inflationary and statutory requirements are difficult to accurately forecast. Financial planning is based on reasonable assumptions around these pressures. Income from schools and from fees and charges has been under pressure for several years and is susceptible to broader changes in the economy. The post- Brexit position in relation to ESFA funded learning is unclear, as some elements have relied on EU funding programmes. The impact of the Covid 19 pandemic on service delivery models, income sources and customer demand has still to be fully realised, although it is clear that new ways of service delivery and staff working will develop out of the use of technology and the disruption to income streams will continue.

Governance

A Finance and Audit Committee (FAC) was established during 2016 and has a range of delegated responsibilities from the main board to ensure the good financial management and position of the Society. The committee supports the Chief Financial Officer in developing strong and sustainable finances, provides financial scrutiny and ensures good financial management for the organisation.

Reliance on public funding

Inspire acknowledges that its reliance on public funding is a challenge to its long-term sustainability as the landscape for the public finances remains very challenging. Even standstill budgets represent a real term reduction in spending power as price and wage inflation have a year on year impact. The contract price with the County Council is an annual negotiation. The contract price has declined by £318k since 2017. Income from the public, and especially schools is under pressure as households' and schools' discretionary spend is squeezed. In addition to this Covid19 lockdown has created new challenges to be faced with income reducing and future public funding anticipated to be constrained.

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Objectives, Activities and Financial Review (continued)

Inspire's response is to continue to drive down costs and become more effective and efficient as we gain from the synergies and economies of scale offered by the size and reach of the range of Inspire services. Through tight financial controls and creative entrepreneurial thinking the freedoms the Society model offers will be exploited to the full. Inspire will also negotiate with funders as it agrees contracts to ensure the financial security of the Society is not weakened.

In the renewal of the Society's contract with Nottinghamshire County Council for a further 5 years (2021 - 2026) the board has developed a costed prospectus to identify the requirement for indexation and impact of a standstill or reducing contract price. As part of the development of a new forward plan 2022 – 2026, a medium financial strategy will outline the financial horizon for the Society.

Capital investment

The County Council continues to invest in Inspire buildings and technical infrastructure. A capital programme of £1.2m was delivered between 2018 and 2020, including a major refurbishment of Retford Library and minor works at Ladybrook Library during 2020. Work to reinstate Worksop library following a devastating flood in November 2019 has progressed during the year and was completed in December 2020. Further investment in replacing and upgrading the Inspire wide area network and the public ICT equipment will be undertaken during 2021/22.

Defined benefit pension scheme

The Directors would like to draw your attention to the impact of its defined benefit pension scheme on the Society's financial position.

The Society is a member of a multi-employer Local Government Pension Scheme (LGPS) administered by Nottinghamshire County Council, which is a defined benefit pension scheme.

Under a methodology prescribed by Financial Reporting Standard 102 (FRS 102) an annual valuation of the scheme must be made. Any deficit in the scheme's assets compared with its future obligations (liabilities) must be included on the Society's Balance Sheet. Following a valuation of the scheme (under FRS 102) at 31 March 2021 a pension scheme liability of £24,885,000 has been included on the Balance Sheet as a long-term liability.

The FRS 102 valuation differs to the methodology adopted by the scheme's actuary. In comparison, the FRS 102 valuation results in a higher liability.

Because of the way this LGPS scheme is structured this pension scheme liability can only be called-in in special circumstances, over which the Society has no control. As long as the Society continues to operate and has actively contributing members (i.e. employees who are current members of the scheme and for whom contributions are actively being paid into the scheme), which it has, then the scheme's liability cannot be called up.

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Objectives, Activities and Financial Review (continued)

A triennial valuation is undertaken by the actuary and required rates of contributions are established for the short to medium term. The Trustees foresee no issues in meeting employer's pension contributions for the foreseeable future and, given the level of the Society's reserves, the Trustees are confident that it can meet all foreseeable calls on it by the pension scheme while meeting all our other known financial obligations.

f. Reserves policy

Following the meeting of the Finance and Audit Committee (FAC) of the Society, a revised approach to the creation of a reserve was agreed.

Inspire has achieved its requirement to maintain at least one month's operating costs as a cash reserve of £850k (to provide one month's salary cover and statutory payments) by March 2021. The positive cash balances also contribute to financial resilience and flexibility. It should be noted that a significant element of financial risk is held or shared with Nottinghamshire County Council covering redundancy costs, pension liabilities, major building maintenance and capital replacement of buildings, vehicles, and technical infrastructure.

g. Financial results

The total turnover of the Society in its fifth year was £18.1m and this is split as £6.3m restricted and £11.8m unrestricted income (2020: £17.9m turnover of which £6m restricted and £11.9m unrestricted).

Expenditure for 2020/2021 was below budgets due to impacts from Covid 19.

The Liquidity position of Inspire is excellent, largely due to receiving grants in advance of expenditure. Deferred Income (i.e. money paid to us in advance) at the end of March 2021 was £72k (2020: £122k).

The level of bank and cash balances at the year end of £4.4m represents 24.4% (2020: 2.3m, 12.7%) of income from charitable activities or 3.11 months (2020: 1.65 months) of average expenditure.

h. Principal funding

Most funding for Inspire services comes from public funding. Nottinghamshire County Council is the main funder for Libraries, Archives, Culture and Records Management services. The County Council also provided several brought back services, which Inspire pay for (HR, ICT etc.) and provides for major property costs, pension liabilities and any future redundancy costs if initiated by reductions in its funding or grant funding.

The Education and Skills Funding Agency (ESFA) and the Arts Council England (ACE) through various channels fund specific areas of service delivery, some through grant and some in a formula funding method relating to recruitment and retention of learners.

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Objectives, Activities and Financial Review (continued)

The Education Library Service and the Instrumental and Music Teaching Service are both reliant on income from schools and parents.

Income from non-school services-based fees, charges and sales is around £214k (2020: £228k) and will be a focus of future growth and development, as will grant seeking, sponsorships, donations and commercial developments.

Inspire has established robust budget monitoring and reporting systems to ensure close management of financial risk is enabled. The organisation achieved a surplus before Pension and Fixed asset adjustments at year end as a contribution to its aim to establish reserves to ensure Inspire is resilient to financial shocks.

The cash flow position is extremely strong, as funding payments are often made in advance and delayed expenditure during the early months of operation have a positive impact.

The Finance and Audit Committee (FAC) regularly meets to ensure the financial health and good management of the Society is undertaken. The committee also reviews procurement, financial regulations and appointment of external auditors periodically.

Structure, Governance and Management

a. Constitution

The Society was registered on 15 June 2015. Trading activity commenced on 1 April 2016. Inspire - Culture, Learning and Libraries (Midlands) is a not for profit Community Benefit Society registered with the Financial Conduct Authority (FCA), with charitable status. The Society has a contract with Nottinghamshire County Council (NCC) to deliver a range of cultural, learning and library services and a contract with Arts Council England (ACE) to host the Nottinghamshire Music Hub and deliver the music education plan. The second five-year contract with Nottinghamshire County Council commenced on 1st April 2021. Inspire also became a National Portfolio Organisation (NPO) in April 2018 to deliver a range of arts and cultural programmes. The County Council retains control of and delivers its statutory library duty and legal archive obligations through its contract with Inspire.

Inspire is a membership organisation, all 697 staff as at March 2021 (703 as at March 2020) are members and currently there are over 69,500 public members. Public members are members of the public (mainly service users) who register as a member. The Society is governed by an independent board of elected, nominated and co-opted Trustees.

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Structure, Governance and Management Review (continued)

The 12-member Board of Trustees is made up of:

Staff Director – elected by staff members
Community Directors (4) – elected by the whole membership
County Council (2) nominated Directors
Co-opted Directors (4)
The Chief Executive Officer

b. Methods of appointment or election of Trustees

The following Trustees have been appointed:

John Cottee, Chairman, nominated by Nottinghamshire County Council (appointed 19 April 2016)

Liz Guildford, Staff elected (appointed 20 September 2018)

Peter Gaw, CEO & Librarian (appointed 15 June 2015)

Glynn Gilfoyle, nominated by Nottinghamshire County Council (appointed 27 June 2017)

Carol Hanley, Community (appointed 17 October 2019)

Claire Henson, Community (appointed 13 February 2018)

John Hess, Community (appointed 12 October 2016)

Liz Howell, Co-opted (appointed 13 September 2016)

Sarah King, Co-opted (appointed 7 June 2016, resigned 23 February 2021)

Margot Madin, Co-opted (appointed 16 April 2020)

Emma Maraio, Community (appointed 17 October 2019, resigned 23 March 2021)

Peter Ware, Co-opted (appointed 27 June 2017)

Committees have been established to develop the work of the Society; Finance and Audit, Staffing and Standards, Development, Learning and Skills and Music, Culture and Heritage.

The Chief Executive Officer (CEO) has delegated powers from the main board to operationally manage the work of the Society. The CEO is supported by a leadership team consisting of an Assistant CEO, a Chief Financial Officer, a Director of Culture and a Director of Learning.

For information about the organisation, its constitution and board visit www.inspireculture.org.uk/about us.

All members of the board have participated in several induction and development activities. Further development will be undertaken during the coming year.

The Board of Directors may at its discretion admit to membership any individual, corporate body or nominee of an unincorporated body, firm or partnership who supports the objects of the Society.

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Structure, Governance and Management (continued)

All those wishing to become a shareholding Member must support the objects of the Society and complete an application for membership which shall include an application for at least one share in the Society. Such an application form must be approved by the Trustees and the Trustees must approve each application for a shareholding membership.

c. Pay policy for senior staff

All Inspire posts are linked to a grading scheme, nationally recognised by local government. All posts are evaluated against either the National Job Evaluation (NJE) Scheme or the HAY Evaluation Scheme. This evaluation includes senior staff. Job evaluation services are provided by an external organisation.

d. Risk management

The Members have assessed the major risks to which the Society is exposed, in particular those related to the operations and finances of the Society and are satisfied that systems and procedures have been established to manage those risks.

Plans for future periods

Future developments

The Inspire budget for 2021/2022 has been set drawing a contribution from reserves of £538K. The budget recognises the impact of reduced funding and additional costs due to the Covid pandemic.

We have 6 priorities for development over the next four years for Inspire to become more sustainable and grow. These are:

- 1. Effective and efficient systems good reliable systems allow us to maximise the value of the resources we have.
- 2. Finances through good management and diversification we can spread the risks of reducing funding;
- 3. Governance and advocacy good governance provides support and scrutiny, alongside active memberinvolvement especially at a community level;
- 4. Growth and retention we need to retain our current funding, income and customer base and increase market share and gain new contracts without putting at risk the current Inspire contracts;
- 5. Integration of our learning and cultural offers we need to communicate our offer and ensure the customer and learner journey is smooth, integrated and supports progression;
- 6. Organisational capacity and resilience our staff retention, recruitment, performance management and skills development are essential to continued delivery of successful services and further development.

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Engagement with employees and 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. The Society carries out exit interviews for all staff leaving the organisation

The Society has implemented several detailed policies in relation to all aspects of personnel matters including:

- Equality Policy
- Volunteer policy
- Health & safety policy
- Dying to Work charter

In accordance with the Society's equal opportunities policy, the Society has long-established fair employment practices in the recruitment, selection, retention and training of staff.

Inspire has a comprehensive approach to both the recruitment, retention and support of disabled employees. This is reflected in our policies and working practices.

Our Equality Policy states Inspire's commitment to the principles of the Equality Act 2010. This commitment is delivered through our:

- Recruitment Policy
- Performance Management Policy
- Workforce Development Strategy
- Inspire business plans

Also, additional guidance is provided to Managers to support them in the fair application of Inspire's policies.

Over and above this, Managers (alongside all Inspire Staff) undertake Equalities training, disability awareness training and mental wellbeing and stress awareness training. Supported by our HR provider (Nottinghamshire County Council Human Resources and Occupational Health service) managers can access specialist support to assess the needs and any reasonable adjustments required by disabled employees. Inspire currently supports 17 employees with a declared disability.

Recruitment Policy Extract:

- 3.5 The organisation is committed to applying its Equality Policy at all stages of recruitment and selection. Shortlisting, interviewing and selection will always be carried out without regard to disability, gender, gender reassignment, sexual orientation, marital or civil partnership status, colour, race, nationality, ethnic or national origins, religion or belief, age, pregnancy and maternity or trade union membership.
- 3.6 Reasonable adjustments to the recruitment process will be made to ensure that no applicant is disadvantaged because of their disability.

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Performance Management Policy Extract:

- 3.3 Managers are required to reasonably consider the performance issues and the action taken to address them before formal action is instigated. Employees will be given every opportunity and all appropriate support to improve. Early intervention by managers will include:
 - clarifying the required standards
 - identifying areas of concern
 - establishing the likely causes of poor performance (having regard to the possibility of making
 - reasonable adjustments if the employee has a disability) and identify any training needs
 - setting targets for improvement and a timescale for review.

Full details of these policies are available from the Society's offices.

Statement of Trustees' responsibilities

The Trustees are responsible for preparing the Trustees' report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

The law applicable to charities in England & Wales requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Society and of its incoming resources and application of resources, including its income and expenditure, for that period. In preparing these financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles of the Charities SORP (FRS 102);
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards (FRS 102) 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 Society will continue in business.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the Society's transactions and disclose with reasonable accuracy at any time the financial position of the Society and enable them to ensure that the financial statements comply with the Charities Act 2011, the Charity (Accounts and Reports) Regulations 2008 and the provisions of the Registration of Society.

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

TRUSTEES' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Disclosure of information to auditors

Each of the persons who are Trustees at the time when this Trustees' report is approved has confirmed that:

- so far as that Trustee is aware, there is no relevant audit information of which the charity's auditors are unaware, and
- that Trustee has taken all the steps that ought to have been taken as a Trustee in order to be aware of any relevant audit information and to establish that the charity's auditors are aware of that information.

Auditors

The auditors, PKF Smith Cooper Audit Limited, have indicated their willingness to continue in office. The designated Trustees will propose a motion reappointing the auditors at a meeting of the Trustees.

Approved by order of the members of the board of Trustees and signed on their behalf by:

Margot Madin

Trustee and Chair of Audit and Finance Committee

Date:

24/09/2021

Peter Gaw

CFC

Date: 24 09 2021

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CULTURE, LEARNING AND LIBRARIES (MIDLANDS)

Opinion

We have audited the financial statements of Culture, Learning and Libraries (Midlands) (the 'Society') for the year ended 31 March 2021 which comprise the Statement of financial activities, the Balance sheet, the Statement of cash flows and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

The financial statements have been prepared in accordance with Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standards applicable in the UK and Republic of Ireland (FRS 102) in preference to the Accounting and Reporting by Charities: Statement of Recommended Practice issued on 1 April 2005 which is referred to in the extant regulations but has been withdrawn.

This has been done in order for the accounts to provide a true and fair view in accordance with the Generally Accepted Accounting Practice effective for reporting periods beginning on or after 1 January 2015.

In our opinion the financial statements:

- give a true and fair view of the state of the society's affairs as at 31 March 2021 and of its incoming resources and application of resources 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 Charities Act 2011.

Basis for opinion

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CULTURE, LEARNING AND LIBRARIES (MIDLANDS) (CONTINUED)

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' 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 Company'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 Directors with respect to going concern are described in the relevant sections of this report.

Other information

The Trustees are responsible for the other information. The other information comprises the information included in the Annual report, other than the financial statements and our Auditors' report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Charities (Accounts and Reports) Regulations 2008 requires us to report to you if, in our opinion:

- the information given in the Trustees' report is inconsistent in any material respect with the financial statements; or
- sufficient accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

INDEPENDENT AUDITOR'S REPORT TO

THE MEMBERS OF CULTURE, LEARNING AND LIBRARIES (MIDLANDS) (CONTINUED)

Responsibilities of trustees

As explained more fully in the Trustees' responsibilities statement, the Trustees are responsible for the preparation of the financial statements which 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 society'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 society or to cease operations, or have no realistic alternative but to do so.

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. Based on our understanding of the Society and industry, we identify the key laws and regulations affecting the Society which include those required for Co-operative and Community Benefit Societies. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We identified that the principal risk of fraud or non-compliance with laws and regulations related to:

- Management bias in respect of accounting estimates and judgements made;
- Management override of control;
- Posting of unusual journals or transactions;

We focused on those area that could give rise to a material misstatement in the Society's financial statements.

Our procedures included, but were not limited to:

- Enquiry of management and those charged with governance around actual and potential litigation and claims, including instances of non-compliance with laws and regulations and fraud;
- Reviewing minutes of meetings of those charged with governance where available;

INDEPENDENT AUDITOR'S REPORT TO

THE MEMBERS OF CULTURE, LEARNING AND LIBRARIES (MIDLANDS) (CONTINUED)

Auditor's responsibilities for the audit of the financial statements (continued)

- Reviewing legal expenditure in the year to identify instances of non-compliance with laws and regulations and fraud;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.

It is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:

https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the society's trustees, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. Our audit work has been undertaken so that we might state to the society's trustees those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the society and its trustees, as a body, for our audit work, for this report, or for the opinions we have formed.

PKF Smith Cooper Audit Limited

Chartered Accountants and Statutory Auditors

Puf In: 12 Cooper Adit hinted

2 Lace Market Square

Nottingham

NG1 1PB

Date: 28/9/21

PKF Smith Cooper Audit Limited are eligible to act as auditors in terms of section 1212 of the Companies Act 2006.

STATEMENT OF FINANCIAL ACTIVITIES FOR THE YEAR ENDED 31 MARCH 2021

		Unrestricted funds 2021	Restricted funds 2021	Restricted fixed assets 2021	Total funds 2021	Total funds 2020
	Note	£	£	£	£	£
Income from:						
Donations and legacies	3	8,555	240	-	8,795	8,555
Charitable activities	4	11,828,621	6,311,231	-	18,139,852	17,882,752
Trading activities	5	1,009			1,009	40,698
Total income		11,838,185	6,311,471	-	18,149,656	17,932,005
Expenditure on:						
Trading expenses	5	995	-	-	995	28,775
Charitable activities	6	10,663,354	5,750,002	704,664	17,118,020	19,675,021
Total expenditure		10,664,349	5,750,002	704,664	17,119,015	19,703,796
Net income / (expenditure)		1,173,836	561,469	(704,664)	1,030,641	(1,771,791)
Transfers between funds	14	(985,750)	-	985,750	-	-
Net movement in funds before						
other recognised gains		188,086	561,469	281,086	1,030,641	(1,771,791)
Other recognised gains:						
Actuarial gains/ (losses) on define						
benefit pension schemes	20	(8,703,000)	_	_	(8,703,000)	4,771,000
Net movement in funds		(8,514,914)	561,469	281,086	(7,672,359)	2,999,209
Reconciliation of funds:						
Total funds brought forward		(15,091,000)	1,556,291	2,070,233	(11,464,476)	(14,463,685)
Net movement in funds		(8,514,914)	561,469	281,086	(7,672,359)	2,999,209
Total funds carried forward		(23,605,914)	2,117,760	2,351,319	(19,136,835)	(11,464,476)

The Statement of financial activities includes all gains and losses recognised in the year.

The notes on pages 25 to 43 form part of these financial statements.

BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2021

			2021		2020
	Note		£		£
Fixed assets					
Tangible assets	11		2,351,319		2,070,233
Current assets					
Debtors	12	460,518		840,022	
Cash at bank and in hand	18 _	4,436,520		2,267,472	
		4,897,038		3,107,494	
Creditors: amounts falling due within one year	13	(1,500,192)		(1,748,203)	
Net current assets			3,396,846		1,359,291
Total assets less current liabilities			5,748,165		3,429,524
Defined benefit pension scheme liability	20		(24,885,000)		(14,894,000)
Total net liabilities			(19,136,835)		(11,464,476)
Society funds					
Restricted funds:					
Restricted funds	14	2,117,760		1,556,291	
Restricted fixed asset funds	14 _	2,351,319		2,070,233	
Total restricted funds	14		4,469,079		3,626,524
Unrestricted funds:					
Unrestricted funds excluding pension liability	14	1,279,086		(197,000)	
Pension reserve	14	(24,885,000)		(14,894,000)	
Total unrestricted funds	-		(23,605,914)		(15,091,000)
Total funds			(19,136,835)		(11,464,476)
Total fallas			(,,,		

The financial statements were approved and authorised for issue by the Trustees and signed on their behalf by:

Margot Madin

Trustee and Chair of Audit and Finance Committee

Date:

24/09/2021

Margd Made

Peter Gaw
CEO
Date: 24 09 2021

The notes on pages 25 to 43 form part of these financial statements.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2021

	Note	2021 £	2020 £
Cash flows from operating activities			
Net cash used in operating activities	17	3,154,795	1,160,008
Cash flows from investing activities			
Purchase of tangible fixed assets	14	(985,750)	(996,651)
Net cash used in investing activities		(985,750)	(996,651)
Change in cash and cash equivalents in the year		2,169,045	163,357
Cash and cash equivalents at the beginning of the year	19	2,267,472	2,104,115
Cash and cash equivalents at the end of the year	18	4,436,517	2,267,472

The notes on pages 25 to 43 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

1. General information

Culture, Learning and Libraries (Midlands) is a UK society incorporated under the Co-operative and Communities Benefits Act 2014 and is registered on the Mutuals Public Register by the FCA. The address of the registered office is given in the company information page of these financial statements. The society's registered number is RS007139.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) issued on 16 July 2014 and Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102), Charities Act 2011 and the Cooperative and Communities Benefits Act 2014.

Culture, Learning and Libraries (Midlands) constitutes a public benefit entity as defined by FRS 102.

The financial statements are presented in sterling which is the functional currency of the society and are rounded to the nearest £1.

The financial statements have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant notes to these accounts.

On the commencement date of the Service Agreement with Nottinghamshire County Council (NCC), a consideration of £1 was payable by the Society for all equipment, furniture, fixtures and fittings, including but not limited to library books stock, musical instruments and shelving, on the site of the properties or used for the provision of the services. Legal title transferred to the Society at that date. In order to recognise the donation, for a value other than £1, a reliable value needs to be made for recognition to be permissible under the Charity SORP. Following appropriate review, it was deemed impractical to measure the value of the donation reliably with sufficient material certainty and therefore the value of the donation was recognised at £1 in the year ended 31 March 2017.

The significant accounting policies have been applied in the preparation of these financial statements are set out below.

2.2 Income

All income is recognised once the Society 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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

Balance sheet. Where income is received in advance of entitlement of receipt, its recognition is deferred and included in creditors as deferred income. Where entitlement occurs before income is received, the income is accrued. For legacies, entitlement is taken as the earlier of the date on which either: the Society is aware that probate has been granted, the estate has been finalised and notification has been made by the executor(s) to the Trust that a distribution will be made, or when a distribution is received from the estate. Receipt of a legacy, in whole or in part, is only considered probable when the amount can be measured reliably, and the Society has been notified of the executor's intention to make a distribution. Where legacies have been notified to the Society, or the Society is aware of the granting of probate, and the criteria for income recognition have not been met, then the legacy is treated as a contingent asset and disclosed if material.

Gifts in kind donated for distribution are included at valuation and recognised as income when they are distributed to the projects. Gifts donated for resale are included as income when they are sold. Donated facilities are included at the value to the Society where this can be quantified, and a third party is bearing the cost. No amounts are included in the financial statements for services donated by volunteers.

Where the donated good is a fixed asset, it is measured at fair value, unless it is impractical to measure this reliably, in which case the cost of the item to the donor should be used. The gain is recognised as income from donations and a corresponding amount is included in the appropriate fixed asset class and depreciated over the useful economic life in accordance with the Society's accounting policies.

Donated services or facilities are recognised when the Society 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 Society of the item is probable and that economic benefit can be measured reliably.

On receipt, donated professional services and facilities are recognised on the basis of the value of the gift to the Society which is the amount it would have been willing to pay to obtain services or facilities of equivalent economic benefit on the open market; a corresponding amount is then recognised in expenditure in the period of receipt.

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.

2.3 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.

Expenditure on trading activities includes all expenditure incurred by the Society on non-charitable trading. Expenditure on charitable activities is incurred on directly undertaking the activities which further the Society's objectives, as well as any associated support costs.

All expenditure is inclusive of irrecoverable VAT.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2.4 Taxation

The Society 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 Society 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.

2.5 Tangible fixed assets and depreciation

Tangible fixed assets are initially recognised at cost. After recognition, under the cost model, tangible fixed assets are measured at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is charged to allocate the cost of tangible fixed assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following bases:

Property improvements 5 years straight line
Specialist equipment 5 years straight line
Fixtures and fittings 5 years straight line
Office equipment 3 years straight line
Books 7 years straight line

In preparing the financial statements the Trustees continue to depreciate fixed assets over their expected useful economic life, for which in some cases this extends beyond the current core contract with NCC to supply certain services. This decision was made when the Society was formed, on the basis that this more appropriately reflects the value of the assets to the Society, otherwise they would be written down over an artificially shorter period of time. The original 5-year core contract has been extended and therefore the policy remains appropriate. If the contract were to be terminated, a gift of the fixed asset of £1 would then be made at that time and the financial statements adjusted accordingly. To ensure transparency in reporting, the fixed assets are reported through a separate fund.

2.6 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.

2.7 Cash at bank and in hand

Cash at bank and in hand includes cash and short-term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

2.8 Creditors and provisions

Liabilities and provisions 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 Society 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.

2.9 Financial instruments

The Society only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

2.10 Pensions

Retirement benefits to employees of the society are provided by a defined contribution scheme and two defined benefit pensions schemes: the Teachers' Pension Scheme ("TPS") and the Local Government Pension Scheme ("LGPS"). These are defined benefit schemes and the assets are held separately from those of the society.

For the defined contribution pension scheme, the pension charge represents the amounts payable by the society to the fund in respect of the year.

The TPS is an unfunded scheme and contributions are calculated so as to spread the cost of the pensions over the employees' working lives with the society 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 21. 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 related.

The LGPS is a defined benefit funded scheme and the assets are held separately from those of the society 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 method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent term and currency to the liabilities. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date. The amounts charged to operating surplus are the current service costs and gains and losses on the settlements and curtailments. They are included as part of staff costs as incurred. Past service costs are recognised immediately in the Statement of Financial Activities if the benefits have vested. If the benefits have not vested immediately, the costs are recognised over the period vesting occurs.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

Net interest on the net defined benefit liability/asset is also recognised in the Statement of Financial Activities and comprises the interest costs on the defined benefit obligation and interest income on 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 in other recognised gains and losses.

2.11 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 Society and which have not been designated for other purposes. Restricted funds are funds winch are to be used in accordance with specific restrictions imposed by donors or which have been raised by the Society for particular purposes. The costs of raising and administering such funds are charged against the specific fund.

2.12 Critical accounting estimates and areas of judgement

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

Critical accounting estimates and assumptions

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

The present value of the Local Government Pension Scheme defined benefit liability depends on several 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 20, will impact the carrying amount to the pension liability. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2016 has been used by the actuary in valuing the pensions liability at 31 March 2021. 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.

An estimation of the level of disposals of books purchased has been made to determine a value to be accounted for within the financial statements. Due to the volume of books and the number of locations and the fact that books are taken out of the libraries, certain estimations have been made regarding the number of books no longer physically in existence.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

2.13 Irrecoverable VAT

The society is registered for VAT, however due to the mixed nature of the supplies it makes, it has irrecoverable VAT arising due to partial exemption which is included in resources expended.

3. Income from donations and legacies

	Unrestricted funds 2021	Restricted funds 2021	Total funds 2021	Total funds 2020
Donations	£ 8,555	£ 240	£ 8,795	£ 26,009
Total 2020	8,555	17,454	26,009	

4. Income from charitable activities

	Unrestricted funds 2021	Restricted funds 2021	Total funds 2021	Total funds 2020
Provision of services	£ 11,828,621	£ 6,311,231	£ 18,139,852	£ 17,882,752
Total 2020	11,888,035	5,994,717	17,882,752	

5. Trading activities

Society trading income	Unrestricted funds 2021 £	Total funds 2021 £	Total funds 2020 £
Trading income	1,009	1,009	40,698
Society trading expenses			
Trading expenses	(995)	(995)	(28,775)
Net income from trading activities	14	14	11,923

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

Activities		
undertaken	Total	Total
directly	funds	funds
2021	2021	2020

 f
 f
 f

 Provision of services
 17,118,020
 17,118,020
 19,675,021

Total 2020 19,675,021 19,675,021

Charitable activity expenditure

6. Analysis of expenditure by activities

Charitable activity expenditure			
	Provision of	Total funds	Total funds
	services	2021	2020
	2021		
	£	£	£
Adult education	563,715	563,715	1,291,656
Agency and other staff	36,522	36,522	168,109
Bank charges and interest	7,258	7,258	11,163
Books and equipment	431,031	431,031	319,931
Computer and systems	806,071	806,071	688,928
Depreciation	624,817	624,817	574,445
Design and print	161,898	161,898	162,683
Events costs	382,836	382,836	460,575
External contractors	11,537	11,537	99,552
Irrecoverable VAT	164,117	164,117	198,913
Governance	21,699	21,699	30,356
Loss on disposal of fixed assets	79,848	79,848	159,446
Office and administration	436,317	436,317	<i>352,782</i>
Other costs	39,409	39,409	163,402
Premises	1,051,569	1,051,569	1,290,722
Staff costs	11,800,697	11,800,697	13,023,582
Vehicle and travel	159,678	159,678	280,776
Net interest on pension obligation	339,000	339,000	398,000
	17,118,020	17,118,020	19,675,021
	10.675.004	10 675 021	
Total 2020	19,675,021	19,675,021	

Governance costs of £21,699 include external audit costs (£15,850 for the accounts, £4,500 for funding audit) and £1,349 legal costs.

Support costs have not been separately allocated and disclosed as the Directors believe they are immaterial to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

7. Auditors' remuneration		
	2021	2020
	£	£
Fees payable to the Society's auditor for the audit of the Society's annual accounts	15,850	26,250
Fees payable to the Society's auditor in respect of: Audit- related assurance services	1,050	1,020
	16,900	27,270
8. Staff costs		
	2021	2020
	£	£
Wages and salaries	8,880,434	9,204,049
Social security costs	643,691	650,805
Contribution to defined contribution pension schemes	400,572	320,728
Operating costs of defined benefit pension schemes	1,876,000	2,848,000
	11,800,697	13,023,582

The number of hours of time donated by general volunteers during the year is approximately 1,181 (2020: 16,051) the reduced time being due to Covid 19 limitations. This has an approximate value of £11,586 to the Society (2020: £156,337).

During the year contractual redundancy payments of £12,398 (2020: £43,578) were made to employees. These costs are reimbursed by Nottinghamshire County Council.

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

	2021	2020
Staff	693	698
Senior management	4	5
	697	703
The average headcount expressed as full-time equivalents was:		
	2021	2020
Staff	327	326
Senior management	4	5
	331	331

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

8. Staff costs (continued)

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

	2021	2020
In the band £70,001 - £80,000	1	1

The remuneration of key management personnel during the year totalled £269,918 (2020: £243,755) for short term employment benefits and £38,042 (2020: £35,005) for post-employment benefits. During the year retirement benefits were accruing to 4 (2020: 5) key management personnel, of which 1 (2020: 1) is a higher paid employee.

9. Trustees' remuneration and expenses

Trustees remuneration was received in their capacity as employees of the society and not in respect of services as Trustees.

		2021	2020
		£	£
Peter Gaw	Remuneration	77,939	75,131
	Pension contributions paid	14,140	13,448
	Employers NI	9,557	9,177
Liz Guildford	Remuneration	37,877	35,934
	Pension contributions paid	6,780	6,432
	Employers NI	4,015	3,764

During the year ended 31 March 2021, no expenses were reimbursed or paid directly to Trustees (2020 - £157).

During the year retirement benefits were accruing to 2 Trustees (2020 - 2) in respect of defined benefit pension schemes.

During the year benefits were received by 2 trustees (2020 - 5) with a total value of £14 (2020 - £79).

10. Interest payable

	2021 £	2020 £
Net interest on defined benefit liability	339,000	398,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

11. Tangible fixed assets

	Property improvement	Specialist equipment	Fixtures and fittings	Office equipment	Books	Total
	£	£	£	£	£	£
Cost or valuation At 1 April 2020	21,106	80,958	61,438	237,617	2,946,134	3,347,253
Additions	36,648	8,400	189,081	62,056	689,565	985,750
Disposals	-				(138,284)	(138,284)
At 31 March 2021	57,754	89,358	250,519	299,673	3,497,415	4,194,719
Depreciation						
At 1 April 2020	9,722	52,347	26,183	159,325	1,029,443	1,277,020
Charge for the year	4,944	18,128	18,629	56,321	526,795	624,817
On disposals	-	-	-	-	(58,436)	(58,436)
At 31 March 2021	14,666	70,475	44,812	215,646	1,497,802	1,843,401
Net book value						
At 31 March 2021	43,088	18,883	205,707	84,027	1,999,614	2,351,319
At 31 March 2020	11,384	28,611	35,255	78,292	1,916,691	2,070,233

12. Debtors

	2021	2020
	£	£
Due within one year		
Trade Debtors	228,551	633,245
Other debtors	33,008	57,516
Prepayments and accrued income	198,959	149,261
	460,518	840,022

13. Creditors: Amounts falling due within one year

	2021	2020
	£	£
Trade creditors	342,865	572,942
Other taxation and social security	504,616	554,449
Other creditors	168,911	192,560
Accruals and deferred income	483,800_	428,252
	1,500,192	1,748,203

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

13. Creditors: Amounts falling due within one year (continued)

	2021 £	2020 £
Deferred income Deferred income at 1 April 2020 Resources deferred during the year Amounts released from previous years Deferred income at 31 March 2021	121,706 72,074 (121,706) 72,074	85,262 121,706 (85,262) 121,706

At the 31 March 2021, the society was holding funds received in advance for ELS services and Cultural funding.

14. Statement of funds

Statement of funds - current year

	Balance at 1	Income	Expenditure	Transfers	Gains/	Balance at 31
	April 2020	•	£	in/out £	(Losses) £	March 2021 £
and the state of t	£	£	£	Ľ	-	-
Unrestricted funds						
Charitable activities	(289,624)	11,837,176	(9,375,354)	(985,750)	-	1,186,448
Trading	92,624	1,009	(995)	-	-	92,638
Pension reserve	(14,894,000)	-	(1,288,000)	-	(8,703,000)	(24,885,000)
	(15,091,000)	11,838,185	(10,664,349)	(985,750)	(8,703,000)	(23,605,914)
Restricted funds						
Charitable activities	1,538,837	6,311,231	(5,750,002)	-	-	2,100,066
Donations and legacies	17,454	240	-	-	-	17,694
	1,556,291	6,311,471	(5,750,002)	-	-	2,117,760
Restricted fixed asset funds						
Acquisition of fixed assets	2,070,233	-	(704,664)	985,750	-	2,351,319
Total Restricted funds	3,626,524	6,311,471	(6,454,666)	985,750	-	4,469,079
Total of funds	(11,464,476)	18,149,656	(17,119,015)	-	-	(19,136,835)

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

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

Restricted fixed asset funds are resources which have been spent on specific fixed assets and are not able to be used for any other purpose.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

14. Statement of funds (continued)

Restricted general funds comprise all other restricted funds received and include grants from the Education and Skills Funding Authority and will only be used for the purpose that the grants were intended.

Included within restricted funds is £2 of share capital. This represents the shares that were issued on the foundation of the Society. There are currently 2 member shares in issue, which are fully paid. No significant rights are attached to these shares. The members' liability is limited to the value of their shareholding.

As at the year end, the Society had 69,961 (2020: 69,290) members made up of members of the public. Those members have no rights beyond attending and voting on specific matters at general meetings. Whilst the rules of the Society determine that £1 should be paid to be a member of the Society, in practice, payment is neither requested nor made. Therefore, the unpaid share capital and the corresponding amount due from members, is not recognised in the financial statements.

Statement of funds - prior year

Unrestricted funds	Balance at 1 April 2019 £	<i>Income</i> £	Expenditure £	Transfers in/out £	Gains/ (Losses) £	Balance at 31 March 2020 £
Charitable activities	(872,122)	11,896,590	(10,317,441)	(996,651)	-	(289,624)
Trading	80,701	40,698	(28,775)	-	-	92,624
Pension reserve	(17,428,000)	-	(2,237,000)	-	4,771,000	(14,894,000)
	(18,219,421)	11,937,288	(12,583,216)	(996,651)	4,771,000	(15,091,000)
Restricted funds Charitable activities Donations and legacies	1,930,809 17,454	5,994,717	(6,386,689)	-	-	1,538,837 17,454
	1,948,263	5,994,717	(6,386,689)	-	-	1,556,291
Restricted fixed asset funds						
Acquisition of fixed assets	1,807,473	-	(733,891)	996,651	-	2,070,233
Total Restricted funds	3,755,736	5,994,717	(7,120,580)	996,651	-	3,626,524
Total of funds	(14,463,685)	17,932,005	(19,703,796)	-	4,771,000	(11,464,476)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

15. Summary of funds

Summary of funds - current year

	Balance at 1 April 2020 £	Income £	Expenditure £	Transfers in/out £	Gains/ (Losses) £	Balance at 31 March 2021 £
General funds Restricted funds	(15,091,000) 1,556,291	11,838,185 6,311,471	(10,664,349) (5,750,002)	(985,750) -	(8,703,000)	(23,605,914) 2,117,760
Restricted fixed asset fund	2,070,233	-	(704,664)	985,750	-	2,351,319
	(11,464,476)	18,149,656	(17,119,015)	-	(8,703,000)	(19,136,835)

Summary of funds - prior year

	Balance at 1 April 2019	Income	Expenditure	Transfers in/out	Gains/ (Losses)	Balance at 31 March 2020
	£	£	£	£	£	£
General funds	(18,219,421)	11,937,288	(12,583,216)	(996,651)	4,771,000	(15,091,000)
Restricted funds	1,948,263	5,994,717	(6,386,689)	-	-	1,556,291
Restricted fixed asset fund	1,807,473	-	(733,891)	996,651	-	2,070,233
	(14,463,685)	17,932,005	(19,703,796)	-	4,771,000	(11,464,476)

16. Analysis of net assets between funds

Analysis of net assets between funds – current period

	Unrestricted funds 2021 £	Restricted funds 2021 £	Restricted fixed asset £	Total Funds 2021 £
Tangible fixed assets	-	-	2,351,319	2,351,319
Current assets	2,779,278	2,117,760	-	4,897,038
Creditors due within one year	(1,500,192)	-	-	(1,500,192)
Provisions for liabilities and charges	(24,885,000)	-	-	(24,885,000)
Total	(23,605,914)	2,117,760	2,351,319	(19,136,835)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

16. Analysis of net assets between funds (continued)

Analysis of net assets between funds - prior period

	Unrestricted funds 2020 £	Restricted funds 2020 £	Restricted fixed asset £	Total funds 2020 £
Tangible fixed assets	-	-	2,070,233	2,070,233
Current assets	1,551,203	1,556,291	-	3,107,494
Creditors due within one year	(1,748,203)	-	-	(1,748,203)
Provisions for liabilities and charges	(14,894,000)	-	-	(14,894,000)
Total	(15,091,000)	1,556,291	2,070,233	(11,464,476)

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

	2021	2020
	£	£
Net income / ()expenditure for the period (as per Statement of Financial Activities)	1,030,641	(1,771,791)
Adjustments for:		
Depreciation charges	624,817	574,445
FRS 102 pension adjustment	1,288,000	2,237,000
Loss on disposal of fixed assets	79,848	159,217
Decrease/(increase) in debtors	379,504	374,533
(Decrease)/increase in creditors	(248,012)	(413,396)
Net cash provided by operating activities	3,154,798	1,160,008

18. Analysis of cash and cash equivalents

	2021	2020
	£	£
Cash in hand	4,436,520	2,267,472

19. Analysis of changes in net debt

	At 1 April		At 31 March
	2020	Cash flows	2021
	£	£	£
Cash at bank and in hand	2,267,472	2,169,048	4,436,520

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

20. Pension commitments

The Society's employees belong to three pension schemes: the People's Pension, a defined contribution scheme, and two defined benefit pension schemes: the Teacher's Pension Scheme for England and Wales (TPS) for academic and related staff; and the Local Government Pension Scheme (LGPS) for non-teaching staff, which is managed by Nottinghamshire County Council. Both are Multi-Employer Defined Benefit Pension Schemes.

The latest full actuarial valuation of the TPS related to the period ended 31 March 2016 and of the LGPS related to the period ended 31 March 2020.

Contributions amounting to £153,915 were payable to the Society's pension schemes at 31 March 2021 (2020: £192,560) and are included within other creditors.

Teachers' Pension Scheme

Introduction

The Teachers' Pension Scheme (TPS) is a statutory, contributory, defined benefit scheme, governed by the Teachers' Pensions Regulations (2010) and, from 1 April 2014, by the Teachers' Pension Scheme Regulations 2014. Membership is automatic for full-time teachers and, from 1 January 2007, automatic for teachers in part-time employment following appointment or a change of contract, although they are able to opt out.

The TPS is an unfunded scheme and members contribute on a 'pay as you go' basis — these contributions along with those made by employers are credited to the Exchequer. Retirement and other pension benefits are paid by public funds provided by Parliament.

Valuation of the Teachers' Pension Scheme

Not less than every four years the Government Actuary, using normal actuarial principles, conducts a formal actuarial review of the TPS in accordance with the Public Service Pensions (Valuations and Employer Cost Cap) Directions 2014 published by HM Treasury. The aim of the review is to specify the level of future contributions. Actuarial scheme valuations are dependent on assumptions about the value of future costs, design of benefits and many other factors. The latest actuarial valuation of the TPS was carried out as at 31 March 2016 and in accordance with the Public Service Pensions (Valuations and Employer Cost Cap) Directions 2014. The valuation report was published by the Department for Education on 31 March 2016. The key elements of the valuation and subsequent consultation are:

- employer contribution rates set at 23.6% of pensionable pay, including a 0.08% employer administration charge
- total scheme liabilities (pensions currently in payment and the estimated cost of future benefits) for service to the effective date of £218,100 million, and notional assets (estimated future contributions together with the notional investments held at the valuation date) of £196,100 million giving a notional past service deficit of £22,000 million;

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

20. Pension commitments (continued)

- an employer cost cap of 7.3% of pensionable pay will be applied to future valuations;
- the assumed real rate of return is 2% 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 is 4.45%.

The TPS valuation for 2016 determined an employer rate of 23.6%, which was payable from September 2019. The next valuation of the TPS is currently underway based on April 2020 data, whereupon the employer contribution rate is expected to be reassessed and will be payable from 1 April 2024.

The employer's pension costs paid to TPS in the period amounted to £212,103 (2020: £205,180).

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

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

Local Government Pension Scheme

Retirement benefits to some employees of the Trust are provided by the Local Government Pension Scheme (LGPS). The company is an admitted body of the LGPS, admitted by Nottinghamshire County Council.

The LGPS is a defined benefit funded scheme and the assets are held separately from those of the Society 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 method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent term and currency to the liabilities. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date. The amounts charged to operating surplus are the current service costs and gains and losses on the settlements and curtailments. They are included as part of staff costs. Past service costs are recognised immediately in the Statement of Financial Activities if the benefits have vested. If the benefits have not vested immediately, the costs are recognised over the period vesting occurs. The expected return on assets and the interest cost are shown as a net finance amount of other finance costs or credits adjacent to interest. Actuarial gains and losses are recognised immediately in other gains and losses.

Principal actuarial assumptions at the Balance sheet date (expressed as weighted averages):

	At 31 March 2021 %	At 31 March 2020 %
Discount rate	2.00	2.35
Future salary increases	3.80	2.85
Future pension increases	2.80	1.85
Inflation assumption (CPI)	2.45	1.85
Inflation assumption (RPI)	2.80	2.65

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

20. Pension commitments (continued)

A sensitivity analysis showing how the measurement of scheme liabilities would have been affected by changes in the relevant assumptions that were reasonably possible at the balance sheet date are as follows:

Sensitivity ar	nalysis
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	At 31 March 2021	At 31 March 2020
Discount rate +0.1%	58,176,000	41,596,000
Discount rate -0.1%	60,919,000	43,551,000
Long term salary increases +0.1%	59,764,000	42,733,000
Long term salary increases -0.1%	59,299,000	42,392,000
Future pension increases +0.1%	60,674,000	43,384,000
Future pension increases -0.1%	58,417,000	41,760,000

The Society's share of the assets in the scheme was:

The Society's share of the assets in the seneme mae.	At 31 March 2021	At 31 March 2020
	£	£
Equities	22,074,000	17,693,000
Gilts	1,226,000	910,000
	2,590,000	2,400,000
Other bonds	3,675,000	3,513,000
Property	• •	, ,
Cash	1,852,000	677,000
Other	3,229,000	<i>2,47</i> 5,000
Total fair value of assets	34,646,000	27,668,000

The actual return on scheme assets was £6,116,000 (2020 - £2,449,000).

The amounts recognised in the Statement of financial activities are as follows:

	2021	2020
	£	£
Current and past service cost	(1,876,000)	(2,848,000)
Interest cost	(339,000)	(398,000)
Administrative expenses	(12,000)	(12,000)
Total amount recognised in the Statement of financial activities	(2,227,000)	(3,258,000)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

20. Pension commitments (continued)

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

	2021
	£
Opening defined benefit obligation	42,562,000
Current service cost	1,876,000
Contributions by scheme participants	325,000
Actuarial (gains)/losses	14,159,000
Benefits paid	(390,000)
Past service costs	0
Interest cost	999,000
Closing defined benefit obligation	59,531,000
_	33,331,000

Movements in the fair value of the Society's share of scheme assets were as follows:

2021
£
27,668,000
660,000
5,456,000
939,000
325,000
(390,000)
(12,000)
34,646,000

21. Related party transactions

Nottinghamshire County Council is a related party to the Society as two of its Councillors are also directors of the Society. During the year, amounts totalling £13,586,386 (2020: £13,895,247) were received by the Society from Nottinghamshire County Council in relation to the provision of services. At the balance sheet date an amount of £14,458 (2020: £668,093) was due from this party and is included within trade debtors.

Nottinghamshire County Council also recharged expenses during the year totalling £1,143,568 (2020: £1,107,909). At the balance sheet date an amount of £25,085 (2020: £128,668) was owing to this party and is included within trade creditors. At the balance sheet date an amount of £7,200 (2020 £Nil) is included within accruals in respect of expenses incurred but not invoiced.

We Are Radikl Ltd is a related party to the Society as one of its directors is a director for the Society. During the year amounts totalling £6,732 (2020: £Nil) were paid by the Society to Radikl for services provided. At the balance sheet date an amount of £Nil (2020: £Nil) was due to We Are Radikl Ltd.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

22. Surplus before pension adjustments

The movement from the statutory surplus of £1m to a surplus before pension adjustments of £2.3m has been calculated as follows:

	2021	2020
	£	£
Per Statement of Financial Activities for the year		
Net Income/ (expenditure)	1,030,641	(1,771,791)
Add back pension adjustments for current year (see note 20)		
LGPS Service Costs	1,876,000	2,848,000
LGPS Net Interest Cost	339,000	398,000
Administrative expenses	12,000	12,000
Contributions by employer	(939,000)	(1,021,000)
	1,288,000	2,237,000
Surplus before pension adjustments	2,318,641	465,209

