

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

CONTENTS

	Page
Reference and administrative details of the charity, its trustees and advisers	1
Trustees' report	2 - 9
Independent auditor's report	10 - 11
Statement of financial activities	12
Balance sheet	13
Cash flow statement	14
Notes to the financial statements	15 - 26

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

**REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISERS
FOR THE YEAR ENDED 31 MARCH 2017**

Trustees

Professor S Blandford, Chief Executive (Non-voting member)
B Lamb OBE, Chairman
A Timberg
D McPhee
H MacLeod
S Tyrer
M Warnes (appointed 7 June 2016)
Dr D Cole (resigned 15 March 2017)
Dame S Bourne (resigned 26 May 2016)
A McLellan (resigned 30 May 2016)

Company registered number

07528857

Charity registered number

1142154

Registered office

St Anne's House
Oxford Street
Newbury
Berkshire
RG14 1JQ

Principal operating office

St Anne's House
Oxford Street
Newbury
Berkshire
RG14 1JQ

Chief executive officer

Professor S Blandford

Independent auditor

James Cowper Kreston
Chartered Accountants and Statutory Auditor
Reading Bridge House
George Street
Reading
Berkshire
RG1 8LS

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

TRUSTEES' REPORT
FOR THE YEAR ENDED 31 MARCH 2017

The trustees (who are also directors of the charity for the purposes of the Companies Act) present their annual report together with the audited financial statements of Achievement for All Limited for the year ended 31 March 2017. The trustees confirm that the annual report and financial statements of the company comply with the Charities Act 2011, the Companies Act 2006, the requirements of the governing documents and Accounting and Reporting by Charities: Statement of Recommended Practice (SORP) applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

POLICIES AND OBJECTIVES

Achievement for All is an award-winning charity working with schools, early years and post-16 settings to enable all children and young people from 2-19, to have the best possible start in life regardless of background, challenge or need, so that they can thrive emotionally, socially and academically.

We achieve this by ensuring schools, early years and further education settings are effectively equipped and skilled to enable every child and young person to be the best they can be.

The Charity has the following policies in place that are regularly reviewed: Adoption, Alcohol and Substance Misuse, Appraisal, Bullying and Harassment, Capability, Code of Conduct, Conflict of Interest, Disclosure and Barring Service (DBS), Data Protection (Employment Records), Disciplinary, Dress Code, Equality and Diversity, Flexible Working and Part time Working, Grievance, Leave, Managing Sickness Absence, Maternity, Pension, Parental and Dependant Leave, Paternity, Public Duties, Jury Service and Armed Volunteers, Recruitment and Selection, Smoking, Safeguarding, Training and Development, Accounting Reserves, Fixed Assets, New Supplier Accounts, Petty Cash, Purchase Order Processing, Sales Invoicing, Delegation of Authority, Bank Payments and Expense claims.

The Charity's vision is:

A world in which all children and young people can achieve regardless of their background, challenge or need.

The Charity's mission is:

To transform lives through improved educational opportunities and outcomes for children and young people vulnerable to underachievement. The main objects of the Charity are:

- 1) The advancement of education for the public benefit in particular, but without limitation, for learners with special education needs and/or disabilities and/or from disadvantaged backgrounds and/or vulnerable learners and providing advice, information and support to their parents or carers.
- 2) To help young people by providing support and activities which develop their skills, capacities and capabilities to enable them to participate in society as mature and responsible individuals.

The Charity's values:

Our Values underpin and shape our culture and behaviour and guide how we make decisions and deliver on our work.

Aspiration

- High expectations for all, including ourselves.
- Setting ambitious goals and striving for excellence.
- Be passionate in everything we do.

Access

- Honesty and openness, with respect for all.
- Ensuring opportunities for sharing, growth and development for everybody.
- Excellent communication and collaboration.

ACHIEVEMENT FOR ALL (3AS) LIMITED
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TRUSTEES' REPORT (continued)
FOR THE YEAR ENDED 31 MARCH 2017

Achievement

- Celebrate the success of others and ourselves.
- Work in partnership to achieve common goal.
- High quality, high impact.

As a charity, we continue to improve outcomes for children and young people by working in partnership to help schools and settings. This is delivered by our coaches who operate throughout England and Wales. We are fortunate to have a team of staff and coaches who positively respond and their passion for our work makes a real difference in supporting children, young people and families.

STRATEGIC REPORT

STRATEGIC PRIORITIES AND ACHIEVEMENTS IN 2016/17

Our focus is on building a firm foundation for the future with high impact related to vision and mission. The four strategic priorities focus on creating delivery capacity for our current and future programmes.

[1] Build a capable and sustainable organisation

We shape our organisation and financial model to secure our income streams relevant to our vision and mission providing security to deliver our projects and programmes. We will provide a high standard of customer delivery. During 2016 /17 we made the following progress to secure the viability of the charity:

- Important new contract incomes securing £0.8m were won with the Department for Education (DfE), Education Endowment Foundation (EEF) and Esmée Fairbairn Foundation.
- Following the collective consultation, a new staffing model was successfully implemented delivering cost savings of over £2m.
- Reduced coaching resource by 25% to fit operational requirements.
- Consequent to the cost reduction, lower programme prices were launched in the year to make our programme more affordable to schools.
- Monthly dashboard reporting was implemented to give timely updates and tracking for Trustees & the SLT (Senior Leadership Team), this is also fostering a more open and involving culture.
- Concept approval for new integrated IT systems was agreed by Trustees. The project will be implemented in 2017/18. Significant operational efficiencies are expected.

[2] Drive income generation through sales, marketing and fundraising, and expand the reach of our work by building a distinctive and resilient Charity brand and profile, and positioning the charity as a system leader

We continue to develop and deliver an effective engagement and income generation strategy: Ensure planned numbers of new schools and settings take up our programmes by targeted marketing and engagement enabling us to reach more children and young people vulnerable to underachievement.

- 255 new schools and early years' settings recruited to our programmes in the year.
- Fundraising activity generated £367k with £270k from the three largest donors.
- New £0.9m school two-year joint project with EEF.
- £0.9m four-year project started with ESMEE Fairbairn for early years (Tracking for Success).
- Media reach extended with CEO in many high-profile radio and other media interviews.
- New look charity web-site developed and launched in January 2017
- Profile raised with 3,500 Twitter and 295 Linked-In followers plus 640 Facebook likes.
- We ran a very successful 10 million minutes' reading campaign, with 65,025 children reading across 230 schools and nearly 16 million minutes of reading time recorded.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

TRUSTEES' REPORT (continued)
FOR THE YEAR ENDED 31 MARCH 2017

[3] Embed High Quality Delivery resulting in High Quality Impact

We deliver high quality programmes (England and Wales) in a coordinated and timely manner, resulting in high impact on children and young people and whole organisation improvement.

- Over 37,500 pupils in 1,520 schools have benefitted from our programmes in the year.
- As evidenced in a PwC Social Impact Assessment 2016 Report:
 - o Yearly increases in AfA participating schools for reading, writing and mathematics were notably above the expected levels of progress for secondary schools.
 - o 80% of school champions believe the cost of participating in the AfA programme was worthwhile, with benefits observed in pupil attendance, behaviour and parental engagement.
 - o All school champions acknowledged the AfA programme enabled pupils to achieve academic development, emotional development and social skills.

Follow up interviews with case study schools identified key areas of positive impact in:

- Parental engagement – largely due to structured conversation training.
- Pupil attainment – from greater teacher confidence & ownership of learning outcomes.
- Inclusivity of vulnerable children, with schools now identifying supporting and tracking the outcomes of pupils who experience barriers to learning.
- Successful school programmes were evidenced with a significant increase in retention rates.
- As part of the new staffing model, and through collective consultation, delivery was streamlined from seven regions to three.
- Children and Young People Award – Fostering Achievement for the successful delivery of the programme to 900 Foster Carers in London.
- Completed second year of Blagrove Foundation-funded Achieving Further programme in 23 Colleges.
- Delivered Special Education Needs and Disabilities (SEND) implementation reviews in 44 Colleges.
- Further developed our online product, “The Bubble” to cover 2 – 19 programmes and 100 Modules.

[4] Grow the Achievement for All Community

We develop and embed a membership offer based on needs; maintaining and growing partnerships to ensure learning can be shared and support the development of our programmes.

- 22 keynote presentations were made in the year by our CEO, Sonia Blandford.
- Positive relationships have been established with significant donors including the Freemasons, Garfield Weston and The Mann Group.
- We are working in close partnership with
 - o The DfE in projects for SENCO and Young Offenders.
 - o The EEF in a high-profile national trial with 70 intervention and 70 control schools. The programme commenced in January 2017.
 - o Greater London Authority (GLA) in the second year of a programme to 40 schools.
 - o ESMEE Fairbairn and six local authorities in the Tracking for Success programme. This being year one of a four-year national programme for early years, to 60 settings.
- David Gandy is an ambassador, donor and advocate of the charity.
- We work in partnership with the DfE to communicate, train and engage teachers with the SEND reforms preparation and implementation in their schools.
- We deliver our Pupil Premium offer to assist school leadership teams to maximise the use and outcomes of their Pupil Premium funding.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

TRUSTEES' REPORT (continued)
FOR THE YEAR ENDED 31 MARCH 2017

REVIEW OF ACTIVITIES

In overall terms, despite the expiry of DfE grants of £1.4m on the 31st March 2016, the charity has managed to live within its means. School incomes were maintained, with 255 schools recruited to our programmes and new project incomes secured. Expenditure savings of c£2.2m were realised and hence the charity made a £272k surplus, closing the year with £707k of reserves.

In the year despite the financial pressures schools were facing and continue to face, we managed to hold school incomes at £3.1m. This was delivered with a real focus on school recruitment and retention, coupled with marketing initiatives including a new pricing model introduced in September 2016.

We were also successful in securing new project income streams of £0.8m, the largest of these was £0.3m from EEF, a first instalment from a £0.9m grant. Also, two projects totalling a further £0.3m were awarded to us from the DfE and in addition we agreed a £0.9m four-year contract with ESMEE Fairbairn starting in January 2017, yielding a further £0.2m this year.

Arising from actions taken in early 2016 we reduced our staffing and the charity's cost base by over £2m. This was delivered from a collective consultation process. Feedback on the process and how it was conducted was largely positive. The savings came from role reductions in the Newbury office and field management.

Consequent to these savings, we reduced the price of our main programme to schools by 20%.

The Trustees do not believe that financial key performance indicators used by the charity would enhance the understanding of the accounts and have therefore not included any within the financial statements. The Trustees focus is on improving outcomes for children and young people while maintaining a financial balance for the charity.

GOING CONCERN

Following approval of the charity Business Plan and the 2017/18 budget, the Trustees agreed the charity has adequate resources to continue operating for the foreseeable future. For this reason, they continue 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.

RESERVES POLICY

In a board meeting in May 2016, Trustees agreed the charity needed to reinforce its financial position so it could be better placed to withstand a short-term reduction in its income. Recognising the charities reserves as at March 2016 were c£0.4m, Trustees agreed £1m reserves would provide the necessary assurance and set the Executive Team the task of meeting this target by March 2019.

With a budgeted surplus in 2017/18, the expectation is that the charity will have closing reserves in March 2018 of approximately £0.9m. Trustees agreed the charity must continue to be vigilant in cost control and continue to seek out new opportunities for financial growth.

PRINCIPAL FUNDING

The principal funding of the charity is from the sale of its coaching programmes to schools and settings in England and Wales. In addition, the charity also benefits from having secured contracted projects through the DfE, EEF and ESMEE Fairbairn Trust. Collectively these and other project incomes represent 25% of the charity's funding.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

TRUSTEES' REPORT (continued)
FOR THE YEAR ENDED 31 MARCH 2017

CONSTITUTION

The charity is registered as a charitable company limited by guarantee and was set up by a Memorandum of Association on 14 February 2011, registered charity number 1142154.

Achievement for All 3A's principle objective is to transform the lives of vulnerable children, young people and their families, including those with special educational needs and disabilities, by raising their educational aspirations, access and achievement.

METHOD OF APPOINTMENT OR ELECTION OF TRUSTEES

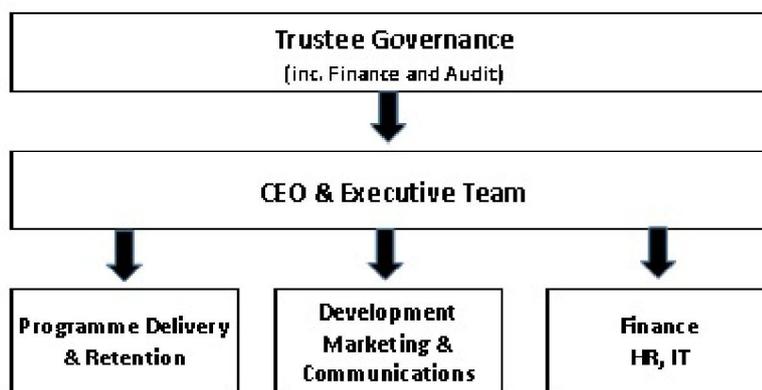
The management of the charity is the responsibility of the Trustees who are elected and co-opted under the terms of the Articles of Association. The persons notified to the Registrar of Companies as the first directors of the charity were the Trustees of the charity. Subsequent and future Trustees are appointed to the charity by the Founder Member serving notice in writing to the charity, following a formal recruitment process against criteria agreed by Trustees to ensure appropriate skills, abilities and diversity of the Trustee Board.

POLICIES ADOPTED FOR THE INDUCTION AND TRAINING OF TRUSTEES

The current Board of Trustees includes two original Trustees who were all part of agreeing the Articles of Association and were given initial guidance on the roles and responsibilities of a Trustee. The charity has established a wider programme of support and training for new Trustee appointments including an induction process consisting of discussions with the Chairman, CEO and Executive Team, guidance on the role and responsibilities of a Trustee and induction into the vision, mission and values of the charity and the Articles of Association.

ORGANISATIONAL STRUCTURE AND DECISION MAKING

The charity has its headquarters based in Newbury with a distributed network of staff across England. The high-level organisation is illustrated below.



The Board of Trustees are the ultimate decision makers for the charity with operational decisions and recommendations delegated to the CEO and Executive Team. The charity's CEO is a non-voting member of the Trustee board. The Finance and Audit Committee (a formal subcommittee of the Trustee Board) has delegated authority for the financial control, including remuneration, of the charity. The Achievement for All 3As Programme Boards are decision and recommendation forums for the operational programmes of the charity.

The Board of Trustees meets on a quarterly basis. All meetings are minuted. In addition, Finance and Audit Committee meetings are also held quarterly, at or around the mid-point between main Board meetings.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

TRUSTEES' REPORT (continued)
FOR THE YEAR ENDED 31 MARCH 2017

PAY POLICY FOR SENIOR STAFF

Proposals on the remuneration of key management personnel are presented to the Finance and Audit Committee for their approval.

RISK MANAGEMENT

Strategic risks are monitored and reviewed on a quarterly basis by the board, identified risks are monitored and reviewed regularly to ensure mitigating actions to manage risks are in place and are having the desired impact.

A summary of the key risks we face and the mitigating actions to address them is shown below.

Risk	Mitigation
Fundraising: Securing external funding to underpin financial sustainability and support both the programme and charity development.	A head of fundraising has been appointed to take forward the work.
School Recruitment: 280 new schools and early years settings need to be recruited onto the School and early years programmes by 31 March 2018 to meet our financial targets.	Continuation of the new marketing and sales strategy based on the identification of 'hotspot areas' based on areas in greatest need. This has already had its successes and we can see an improvement on prior year.
Technology Resilience: Unavailability of IT systems and networks would adversely affect customers' ability to access the Bubble and inhibit coaching in schools.	Enhanced system backup facilities are in place to enable a fast recovery. Where we can we will move systems onto the cloud to provide greater resilience.
Security, Safeguarding & Child Protection: A security or child safeguarding breach would generate public relations issues and impact our ability to recruit new settings and retain existing settings. Furthermore, it would damage our reputation and could lead to contract losses	All our staff are DBS (Disclosure & Barring Service) checked plus trained in safeguarding procedures. A safeguarding committee is in place. In addition we maintain effective policies, processes and training in data ownership / protection, occupational health and safety plus safeguarding and child protection.
Quality Delivery: Reputational damage would impact the Charity if our programmes were poorly or inconsistently delivered.	We have effective management, quality control and monitoring across all Charity programmes with processes to identify and resolve delivery issues.
Charity Sector Publicity: There is an increased level of scrutiny for the charity sector which requires the that the charity maintains effective practice for Governance, fundraising, data protection and financial management.	We keep all processes under review to ensure they are fit for purpose and include the latest legal and good practice requirements. We build positive relationships with the media, policy makers and influencers.
IT Security: Protect against cybercrime and illegal information access. Have secure IT platforms and networks with effective monitoring tools.	Firewalls, server security and general security are in place and reviewed regularly by the IT team. Forced changes to passwords occur every 30 days including administration passwords. Cyber security certification has been renewed to ensure all systems are fully compliant with the latest requirements.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

TRUSTEES' REPORT (continued)
FOR THE YEAR ENDED 31 MARCH 2017

FUTURE DEVELOPMENTS

Some of our exciting plans are summarised below, we will continue to develop new initiatives through 2017/18.

Financial outlook and 2017/18 Budget

The charity will build on the financial success in 2016/17 and grow its reserves to the £1m target by March 2019, or earlier. Based on the improved financial outlook of the charity, trustees approved the charity budget for 2017/18 in a board meeting held in London on the 15th March 2017. Key elements in the approved budget included:

- A planned surplus of c£0.3m, arising from:
 - o Income of £4.5m including £3m from the schools' programme and £1.1m from projects. As at 31st March 2017 over 50% of the £4.5m budget income was contracted. New school registrations budgeted at 280 will help to boost our contracted income stream. We are confident new project incomes can be secured in bids with the DfE and other bodies to secure a further c£0.5m.
 - o Expenditures of £4.2m, representing staff costs and c£0.5m in overheads. For the first time in three years the charity budgeted a pay award and a 3% increase was paid to all staff in May 2017.
 - o Projected cash balances of £2m+ throughout the year to underline our viability.

New Dynamics Integrated IT System

Our stronger finances and the agreed budget provide a base for continued improvement. With that in mind our Trustees agreed on the 11th April 2017 to approve a contract for the implementation of a Microsoft Dynamics ERP system for the charity. The new system is scheduled to go-live in November 2017, it will replace our current outdated fragmented solutions and deliver benefits across the whole charity, including:

- Efficiency and Accuracy – instant access with improved real time visibility and single point data entry.
- Improved project accounting and clearer and more auditable revenue recognition.
- Secure and Future Proof – the platform will use single-sign-on with all access centrally controlled. The system is fully scalable to meet current and future requirements.
- Easy mobile access – mobile access will be provided to all end-users including coaches to improve visibility on deployment, location and cost.

The implementation will take four months at a cost of £155k.

Subscription Pricing Offer

We are developing a subscription offer for schools and settings who wish to continue the relationship once the two-year programme comes to an end. We see this as positive way to offer extended and fresh services to existing customers who value our service and can see the positive difference our programmes can make.

Every Child Included – June Conference

The right of every child to be included, regardless of background, challenge or need has never been in sharper focus. We are hosting our National Conference on June 14th to bring together experts, teachers and leaders from across the education world, from early years to post 16 and to explore how we can collectively make a difference to all children and young people.

The Newbury based conference addresses issues such as building “core strength” in all children and young people, improving progress and reducing exclusions. Our expert speakers will share strategies that have worked in early years, schools and post 16 settings across the country and give real examples of how the lives of children and young people have been transformed through inclusion in the classroom and beyond.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

TRUSTEES' REPORT (continued)
FOR THE YEAR ENDED 31 MARCH 2017

TRUSTEES' RESPONSIBILITIES STATEMENT

The Trustees (who are also directors of Achievement for All (3As) Limited for the purposes of company law) 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).

Company law requires the Trustees to prepare financial statements for each financial year. Under company law the Trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions and disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DISCLOSURE OF INFORMATION TO AUDITOR

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

- So far as the Trustees are aware, there is no relevant audit information of which the charity's auditor is unaware.
- Trustees have taken all the steps that ought to have been taken as a Trustee in order to be aware of any information needed by the charity's auditor in connection with preparing its report and to establish that the charity's auditor is aware of that information.

This report was approved by the Trustees on 26 May 2017 and signed on their behalf by:


.....
B Lamb OBE, Chairman


.....
D McPhee

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ACHIEVEMENT FOR ALL (3AS) LIMITED

We have audited the financial statements of Achievement for All (3AS) Limited for the year ended 31 March 2017 set out on pages 12 to 26. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

RESPECTIVE RESPONSIBILITIES OF TRUSTEES AND AUDITOR

As explained more fully in the Trustees' responsibilities statement, the Trustees (who are also the directors of the charity 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.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 March 2017 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Trustees' report, incorporating the Strategic report, for the financial year for which the financial statements are prepared is consistent with the financial statements.

ACHIEVEMENT FOR ALL (3AS) LIMITED
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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ACHIEVEMENT FOR ALL (3AS) LIMITED

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



Alexander Peal BSc (Hons) FCA DChA (Senior statutory auditor)

for and on behalf of

James Cowper Kreston

Chartered Accountants and Statutory Auditor

Reading Bridge House
George Street
Reading
Berkshire
RG1 8LS

Date: 31 May 2017

ACHIEVEMENT FOR ALL (3AS) LIMITED
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**STATEMENT OF FINANCIAL ACTIVITIES INCORPORATING INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2017**

	Note	Restricted funds 2017 £	Unrestricted funds 2017 £	Total funds 2017 £	Total funds 2016 £
INCOME FROM:					
Donations	3	-	367,188	367,188	70,168
Charitable activities	5	946,281	3,250,988	4,197,269	5,979,788
Investments	4	-	7,039	7,039	15,778
TOTAL INCOME		946,281	3,625,215	4,571,496	6,065,734
EXPENDITURE ON:					
Raising funds	6	-	69,900	69,900	29,250
Charitable activities:					
Other charitable activities	7	790,147	3,407,168	4,197,315	6,608,579
Governance	9	-	32,383	32,383	57,432
TOTAL EXPENDITURE		790,147	3,509,451	4,299,598	6,695,261
NET INCOME / (EXPENDITURE)		156,134	115,764	271,898	(629,527)
NET MOVEMENT IN FUNDS		156,134	115,764	271,898	(629,527)
RECONCILIATION OF FUNDS:					
Total funds brought forward	18,19	81,897	353,200	435,097	1,064,624
TOTAL FUNDS CARRIED FORWARD		238,031	468,964	706,995	435,097

All activities relate to continuing operations.

The notes on pages 15 to 26 form part of these financial statements.

ACHIEVEMENT FOR ALL (3AS) LIMITED

(A company limited by guarantee)

REGISTERED NUMBER: 07528857

**BALANCE SHEET
AS AT 31 MARCH 2017**

	Note	£	2017 £	£	2016 £
FIXED ASSETS					
Tangible assets	14		13,605		19,228
CURRENT ASSETS					
Debtors	15	346,425		808,312	
Cash at bank and in hand		2,049,363		2,651,848	
		<u>2,395,788</u>		<u>3,460,160</u>	
CREDITORS: amounts falling due within one year	16	<u>(1,702,398)</u>		<u>(3,044,291)</u>	
NET CURRENT ASSETS			<u>693,390</u>		<u>415,869</u>
NET ASSETS			<u>706,995</u>		<u>435,097</u>
CHARITY FUNDS					
Restricted funds	18		238,031		81,897
Unrestricted funds	18,19		468,964		353,200
TOTAL FUNDS			<u>706,995</u>		<u>435,097</u>

The financial statements were approved by the Trustees on **26 May 2017** and signed on their behalf, by:


.....
Mr B Lamb OBE


.....
D McPhee

The notes on pages 15 to 26 form part of these financial statements.

ACHIEVEMENT FOR ALL (3AS) LIMITED
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CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 MARCH 2017

	Note	2017 £	2016 £
Cash flows from operating activities			
Net cash used in operating activities	20	<u>(595,918)</u>	<u>(1,030,897)</u>
Cash flows from investing activities:			
Interest	20	7,039	15,778
Purchase of tangible fixed assets		<u>(13,606)</u>	<u>(6,399)</u>
Net cash (used in)/provided by investing activities		<u>(6,567)</u>	<u>9,379</u>
Change in cash and cash equivalents in the year		(602,485)	(1,021,518)
Cash and cash equivalents brought forward		<u>2,651,848</u>	<u>3,673,366</u>
Cash and cash equivalents carried forward		<u><u>2,049,363</u></u>	<u><u>2,651,848</u></u>

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

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 2015) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Achievement for All (3AS) Limited 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 Company status

The charity is a company limited by guarantee. The members of the company are the Trustees named on page 1. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity.

1.3 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 charity and which have not been designated for other purposes.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the charity 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.

Investment income, gains and losses are allocated to the appropriate fund.

1.4 Income

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably.

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

On receipt, donated professional services and donated facilities are recognised on the basis of the value of the gift to the charity which is the amount the charity 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.

Income tax recoverable in relation to investment income is recognised at the time the investment income is receivable.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

1. ACCOUNTING POLICIES (continued)

1.5 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.

Support costs are those costs incurred directly in support of expenditure on the objects of the charity and include project management carried out at Headquarters. Governance costs are those incurred in connection with administration of the charity 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.

All resources expended are inclusive of irrecoverable VAT.

1.6 Going concern

The charity recorded a surplus for the year of £271,898 (2016: deficit of £629,527) and at the balance sheet date has total assets of £706,995 (2016: £435,097) and net current assets of £693,390 (2016: £415,869).

With closing reserves of £706,995, including unrestricted funds of £468,964 and a confident start to the 2017/18 financial year, the Trustees have an expectation that the charity has adequate resources to continue in operational existence for the foreseeable future.

For this reason, the Trustees continue to adopt the going concern basis in preparing the financial statements.

1.7 Tangible fixed assets and depreciation

All assets costing more than £1,000 are capitalised and included at cost including any incidental expenses of acquisition.

Tangible fixed assets are carried at cost, net of depreciation and any provision for impairment. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Fixtures & fittings	-	25% straight line
Office equipment	-	25% straight line

1.8 Operating leases

Rentals under operating leases are charged to the Statement of financial activities incorporating income and expenditure account on a straight line basis over the lease term.

1.9 Interest receivable

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

1.10 Debtors

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

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

1. ACCOUNTING POLICIES (continued)

1.11 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.

1.12 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 charity 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.

1.13 Pensions

The charity operates a defined contribution pension scheme and the pension charge represents the amounts payable by the charity to the fund in respect of the year.

2. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Tangible fixed assets (see note 14)

Tangible fixed assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. Residual value assessments consider issues such as the remaining life of the asset and projected disposal values.

3. DONATIONS

	Restricted funds 2017 £	Unrestricted funds 2017 £	Total funds 2017 £	Total funds 2016 £
Donations from fundraising	-	367,188	367,188	70,168

In 2016, of the total donations, £Nil was to restricted funds.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017**

4. INVESTMENT INCOME

	Restricted funds 2017 £	Unrestricted funds 2017 £	Total funds 2017 £	Total funds 2016 £
Investment income	-	7,039	7,039	15,778

In 2016, of the total investment income, £Nil was to restricted funds.

5. INCOME FROM CHARITABLE ACTIVITIES

	Restricted funds 2017 £	Unrestricted funds 2017 £	Total funds 2017 £	Total funds 2016 £
DfE fund	-	-	-	1,416,667
Schools programmes	-	3,091,583	3,091,583	3,559,064
Other programmes	946,281	159,405	1,105,686	1,004,057
	<u>946,281</u>	<u>3,250,988</u>	<u>4,197,269</u>	<u>5,979,788</u>

In 2016, of the total income from charitable activities, £4,332,244 was to unrestricted funds and £1,647,544 was to restricted funds.

6. RAISING FUNDS

	Restricted funds 2017 £	Unrestricted funds 2017 £	Total funds 2017 £	Total funds 2016 £
Voluntary income staff costs	-	69,900	69,900	29,250

In 2016, of the total expenditure for raising funds, £Nil was to restricted funds.

7. ANALYSIS OF EXPENDITURE ON CHARITABLE ACTIVITIES

	Restricted funds 2017 £	Unrestricted funds 2017 £	Total funds 2017 £	Total funds 2016 £
DfE fund	-	-	-	1,836
Schools programmes	-	3,092,674	3,092,674	6,280,317
Other programmes	790,147	314,494	1,104,641	326,426
	<u>790,147</u>	<u>3,407,168</u>	<u>4,197,315</u>	<u>6,608,579</u>

In 2016, of the total expenditure, £4,672,681 was to unrestricted funds and £1,935,898 was to restricted funds.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

8. ANALYSIS OF EXPENDITURE BY DIRECT AND SUPPORT ACTIVITIES

	Direct costs 2017 £	Support costs 2017 £	Total 2017 £	Total 2016 £
DfE fund	-	-	-	1,416,667
Schools programmes	2,200,731	891,943	3,092,674	3,824,849
Other programmes	816,766	287,875	1,104,641	1,396,313
	<u>3,017,497</u>	<u>1,179,818</u>	<u>4,197,315</u>	<u>6,637,829</u>

9. GOVERNANCE COSTS

	Restricted funds 2017 £	Unrestricted funds 2017 £	Total funds 2017 £	Total funds 2016 £
Auditor's remuneration	-	7,900	7,900	7,750
Auditor's non audit costs	-	1,600	1,600	1,600
Legal fees	-	10,883	10,883	34,920
Expenses and travel	-	-	-	410
Wages and salaries	-	9,790	9,790	10,768
Social security costs	-	1,400	1,400	1,257
Pension costs	-	810	810	727
	<u>-</u>	<u>32,383</u>	<u>32,383</u>	<u>57,432</u>

10. DIRECT COSTS

	Schools programmes £	Other programmes £	Total 2017 £	Total 2016 £
Contractors and secondees	152,304	60,446	212,750	87,658
Travel and subsistence	170,384	67,623	238,007	309,162
Other direct costs	38,067	15,108	53,175	-
Property costs	5,570	-	5,570	21,764
IT and communications	73,586	-	73,586	32,331
Registration & school recruitment costs	40,489	-	40,489	49,966
Staff recruitment and training	13,915	-	13,915	35,444
Programme materials	21,200	-	21,200	15,459
Subsidy to schools programme	-	-	-	154,901
Office costs	-	-	-	21,032
Professional fees	-	-	-	5,792
Insurance	-	-	-	1,980
Wages and salaries	1,521,643	607,794	2,129,437	3,980,430
National insurance	111,352	44,748	156,100	313,660
Pension cost	52,221	21,047	73,268	123,038
Depreciation	-	-	-	5,355
	<u>2,200,731</u>	<u>816,766</u>	<u>3,017,497</u>	<u>5,157,972</u>
At 31 March 2017	<u>2,200,731</u>	<u>816,766</u>	<u>3,017,497</u>	<u>5,157,972</u>

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

10. DIRECT COSTS (continued)

Direct costs are allocated to charitable activities on bases consistent with the use of resources or cost directly incurred.

11. SUPPORT COSTS

	Schools programmes £	Other programmes £	Total 2017 £	Total 2016 £
Contractors and secondees	53,333	21,167	74,500	6,150
Travel and subsistence	17,322	6,875	24,197	54,148
Property costs	118,951	-	118,951	159,600
Office costs	10,958	-	10,958	25,292
Sundry costs	2,241	-	2,241	113
Staff refreshments	2,698	-	2,698	-
Insurance	16,555	-	16,555	14,521
IT and communications	48,508	-	48,508	110,661
Professional fees	15,798	-	15,798	13,351
Bank charges	1,561	-	1,561	1,960
Staff recruitment and training	-	-	-	39,372
Wages and salaries	490,447	218,461	708,908	819,265
National insurance	67,331	28,687	96,018	115,256
Pension cost	27,011	12,685	39,696	51,649
Depreciation	19,229	-	19,229	39,269
	<u>891,943</u>	<u>287,875</u>	<u>1,179,818</u>	<u>1,450,607</u>
At 31 March 2017				

Support costs are allocated on bases consistent with the use of resources or in accordance with the terms of the funding contract.

12. NET INCOME/(EXPENDITURE)

This is stated after charging:

	2017 £	2016 £
Depreciation of tangible fixed assets:		
- owned by the charity	19,229	44,624
Auditor's remuneration - audit	7,900	7,750
Auditor's remuneration - other services	1,600	1,600
Operating lease rentals	72,870	72,870
	<u>72,870</u>	<u>72,870</u>

During the year, one Trustee received remuneration of £116,657 (2016: £121,163) and expenses of £5,901 (2016: £6,721) in connection with their duties as an employee.

During the year, no Trustees received any benefits in kind (2016 - £Nil).

During the year, no Trustees received any reimbursement of expenses (2016 - £NIL).

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

13. STAFF COSTS

Staff costs were as follows:

	2017	2016
	£	£
Wages and salaries	2,908,135	4,835,571
Social security costs	258,468	432,244
Other pension costs	118,724	177,485
	<u>3,285,327</u>	<u>5,445,300</u>

Staff costs shown above include temporary wage costs of £66,000 (2016: £84,581).

The average monthly number of employees was 162 (2016: 190) and the average monthly number of employees during the year expressed as full time equivalents (FTE's) was as follows (including casual and part-time staff):

2017	2016
No.	No.
75	97

The number of higher paid employees was:

	2017	2016
	No.	No.
In the band £60,001 - £70,000	3	11
In the band £70,001 - £80,000	0	2
In the band £80,001 - £90,000	1	2
In the band £90,001 - £100,000	1	0
In the band £100,001 - £110,000	0	1

Contributions paid to a money purchase pension scheme in the period in respect of 5 higher paid employees were £18,902 (2016: 16 employees £64,692).

The key management personnel of the charity comprise Trustees and the Senior Management Team. The total employee benefits of the key management personnel were £329,757 (2016: £377,349).

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

14. TANGIBLE FIXED ASSETS

	Fixtures & fittings £	Office equipment £	Total £
Cost			
At 1 April 2016	27,378	188,823	216,201
Additions	-	13,606	13,606
At 31 March 2017	<u>27,378</u>	<u>202,429</u>	<u>229,807</u>
Depreciation			
At 1 April 2016	24,259	172,714	196,973
Charge for the year	3,119	16,110	19,229
At 31 March 2017	<u>27,378</u>	<u>188,824</u>	<u>216,202</u>
Net book value			
At 31 March 2017	<u>-</u>	<u>13,605</u>	<u>13,605</u>
At 31 March 2016	<u>3,119</u>	<u>16,109</u>	<u>19,228</u>

15. DEBTORS

	2017 £	2016 £
Trade debtors	290,057	317,831
Other debtors	4,881	-
Prepayments and accrued income	51,487	490,481
	<u>346,425</u>	<u>808,312</u>

16. CREDITORS: Amounts falling due within one year

	2017 £	2016 £
Trade creditors	70,235	43,291
Other taxation and social security	164,529	355,890
Other creditors	6,997	28,624
Accruals and deferred income	1,460,637	2,616,486
	<u>1,702,398</u>	<u>3,044,291</u>

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

17. ACCRUALS AND DEFERRED INCOME

	2017 £	2016 £
Accruals	211,549	383,048
Deferred income	1,249,088	2,233,438
Total	1,460,637	2,616,486

Deferred income

	£
Deferred income at 1 April 2016	2,233,438
Resources deferred during the year	1,249,088
Amounts released from previous years	(2,233,438)
Deferred income at 31 March 2017	1,249,088

18. STATEMENT OF FUNDS

	Brought Forward £	Income £	Expenditure £	Carried Forward £
Unrestricted funds				
General Funds - all funds	353,200	3,625,215	(3,509,451)	468,964
Restricted funds				
The Education Endowment Foundation	-	322,200	(229,900)	92,300
Esmee Fairbairn Foundation	-	209,540	(103,590)	105,950
DfE Youth Justice	-	166,645	(166,645)	-
London Schools Excellence Fund	-	24,759	(24,759)	-
DfE SENCO	-	123,137	(123,137)	-
IT Platform	13,069	-	(13,069)	-
Post 16 - Blagrove	42,696	100,000	(102,915)	39,781
Place2Be	26,132	-	(26,132)	-
	81,897	946,281	(790,147)	238,031
Total of funds	435,097	4,571,496	(4,299,598)	706,995

Restricted funds

The Education Endowment Foundation (EEF) - a grant was provided by the EEF for a two year £0.9m project which commenced in January 2017. The project is a randomised control trial involving 140 primary schools with 70 intervention schools receiving the AfA schools programme and 70 control schools as a business as usual control group. The impact of the programme on pupils will be independently assessed in summer 2018 and 2019 by Manchester University. EEF are an independent educational charity who were originally funded by a grant from the Department for Education.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

18. STATEMENT OF FUNDS (continued)

Esmee Fairbairn Foundation - the foundation is one of the largest independent grant-making charities in the UK. In July 2016 the foundation approved a grant to AfA of £808k over four years so AfA could extend its Achieving Early programme to work with disadvantaged two year olds in 60 settings. The plan is to close the attainment gap between these children and their peers by the time the children reach school. The grant is payable in five annual instalments with £134k paid in 2016/17, another £76k was paid by local authorities in the year.

DfE Youth Justice - funds were provided by the Department for Education for a one year contract to March 2016. In the contract AfA are to work with other professionals to form a solution focused partnership to support front line staff in the youth justice system. The objective is to help support vulnerable young people who offend (or are at risk of doing so) with a particular focus on those who have special educational needs. On the 5th April 2017 the contract was extended for a further twelve months.

London Schools Excellence Fund (LSEF) - this fund was established by the Mayor of London to improve the quality of teaching in the capital. Building on the two year London Fostering Achievement programme previously funded by the LSEF, AfA were funded to develop a hub for 10 schools in Croydon to improve educational outcomes for looked after children in schools by sharing good practice, increasing peer support for Designated Teachers and connecting them with foster carers.

DfE SENCO (Special Education Needs Co-ordination) - funds were provided by the Department for Education for a one year project to March 2017. Every mainstream primary and secondary school must have a SENCO member of staff, this person must hold a Masters Level National SENCO award, within three years of them taking up the post. The DfE contracted with us in May 2016 where AfA are through surveys and focus groups reviewing the effectiveness of the current National Award for SENCO and the possibility of extending the award to the early years and post 16 sectors.

IT platform - funds were provided by The Fidelity UK Foundation to develop the Charity's technology infrastructure. The fund has enhanced the online materials and the way that schools are able to access materials.

Post 16 Blagrove - funding of £100,000 p.a. to pilot work with 22 Further Education colleges to improve attainment, attendance and participation. The income received during the year ended 31 March 2017 was the third and final payment.

Place 2 Be - funding to provide support to children with emotional and mental health difficulties.

19. ANALYSIS OF NET ASSETS BETWEEN FUNDS

	Restricted funds 2017 £	Unrestricted funds 2017 £	Total funds 2017 £	Total funds 2016 £
Tangible fixed assets	-	13,605	13,605	19,228
Current assets	238,031	2,157,757	2,395,788	3,460,160
Creditors due within one year	-	(1,702,398)	(1,702,398)	(3,044,291)
	238,031	468,964	706,995	435,097

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

20. RECONCILIATION OF NET MOVEMENT IN FUNDS TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2017 £	2016 £
Net income/(expenditure) for the year (as per Statement of financial activities)	271,898	(629,527)
Adjustment for:		
Depreciation charges	19,229	44,624
Interest	(7,039)	(15,778)
Decrease in debtors	461,887	192,437
Decrease in creditors	(1,341,893)	(622,653)
Net cash used in operating activities	(595,918)	(1,030,897)

21. ANALYSIS OF CASH AND CASH EQUIVALENTS

	2017 £	2016 £
Cash in hand	2,049,363	2,651,848
Total	2,049,363	2,651,848

22. PENSION COMMITMENTS

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £118,724 (2016: £177,485) Contributions totalling £4,881 (2016: £27,554) were payable to the fund at the balance sheet date and are included in creditors.

23. OPERATING LEASE COMMITMENTS

At 31 March 2017 the total of the Charity's future minimum lease payments under non-cancellable operating leases was:

	2017 £	2016 £
Amounts payable:		
Within 1 year	38,525	72,870
Between 1 and 5 years	-	72,870
Total	38,525	145,740

The total of the Charity's future minimum lease payments under non-cancellable operating leases relate to the charities principal operating office in Newbury. During the year the charity surrendered one floor of St Anne's House, Newbury and as a consequence the remaining commitment is for the first floor of the building only. The current lease expires in March 2018.

ACHIEVEMENT FOR ALL (3AS) LIMITED
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

24. RELATED PARTY TRANSACTIONS

In accordance with the provisions of FRS 102, Related Party Disclosures, the related party transactions entered into by the Charity during the year, were as follows:

Achievement for All (3As) Limited made sales of £13,647 (2016: £Nil) to the Chartered College of Teaching (CCT) as independently requested by the CCT Board. Professor S Blandford is Trustee of the College of Teaching and was, in the year a Trustee and Chief Executive of Achievement for All (3As) Limited.

Achievement for All (3As) Limited made sales of £Nil (2016: £3,378) to The Avenue School Special Needs Academy Trust. Dame S Bourne is the head teacher of The Avenue School Special Needs Academy Trust and was, in the year, a Trustee of Achievement for All (3As) Limited.

25. ULTIMATE CONTROLLING PARTY

The Trustees, as a body, administer the trust in accordance with the Memorandum and Articles of Association. Therefore there is no single controlling party.