



Humentum UK

Trustees' Report and Accounts

For the year ended 30 September 2023

Company No.:	3986178
Charity No.:	1081406

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Report of the trustees for the year ended 30 September 2023

The trustees are pleased to present their annual report together with the financial statements of the charity for the year ended 30 September 2023 which are also prepared to meet the requirements for a directors' report and accounts for the Companies Act purposes.

The directors have taken advantage of the small companies' exemption under the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 not to prepare a strategic report for the financial year.

The financial statements comply with the Charities Act 2011, the Companies Act 2006, the Memorandum and Articles of Association, and 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 (FRS 102), in addition to the Charities (Protection and Social Investment) Act 2016.

Humentum UK, is a UK-registered charity, regulated by the Charity Commission for England and Wales. Humentum UK, signed an Affiliation agreement, dated 21 June 2017, with InsideNGO, a not-for-profit organisation registered in Washington DC, USA. The affiliation appointed Humentum, formerly InsideNGO, as the sole member of Humentum UK.

Humentum UK's mission fits within the objects set out in its Memorandum and Articles of Association:

- To promote the efficiency and effectiveness of charities and the work of other voluntary organisations which are exclusively charitable, in particular (but without restricting the generality of the foregoing) in assisting non-governmental organisations with their charitable work in the relief of poverty.

The trustees confirm that they have complied with the duty in section 17 of the Charities Act 2011 to have due regard to public benefit guidance published by the Charity Commission.

In shaping the objectives for the year and planning our activities, the trustees have considered the Charity Commission's guidance on public benefit, including the guidance Public Benefit: running a charity (PB2). The charity relies on income from fees and charges from other UK non-governmental organisations (NGOs) to cover its operating costs. The trustees ensure that this purpose is carried out for the public benefit by delivering expertise and services that are valued by the global development community, focused on UK NGOs operating model.

Affordability and accessibility to our programme is important to us. The global development community can access Humentum UK's services via Humentum's website and through Humentum's growing international and social media-based networks. Humentum UK encourages the smallest local NGOs with limited funds to access free resources through its website or to apply for bursaries for Humentum UK's fee-based services. Humentum UK seeks regular feedback on the quality of our work and the benefits that it creates for NGOs and their beneficiaries.

At the end of 2020, Humentum UK agreed a new arrangement with Humentum, where Humentum UK retains all income raised or earned in the UK from UK entities. Prior to 2020, Humentum UK income was based on only financial management support to NGOs. Based on the integrated

services offered to many organisations the split by geography is far more representative of Humentum UK's purpose.

Our purposes and activities

Humentum and Humentum UK share a strategic plan. The vision of the whole organisation is making change happen for social good and its' mission is to:

- Unlock the strategic power of operating models.

The strategic priorities employed to achieve the charity's aims and objectives are to:

- **Be digital first:** Prioritize digital delivery of our services to maximize reach and accessibility.
- **Increase funder engagement:** Liaise with funders on behalf of our members, advocating for policies and standards that improve the sector; provide content to our members on how to best work with donor agencies via training and consultancy.
- **Move to be locally led:** Increase our support for national and regional NGOs with offerings adapted to their specific needs and priorities; support global INGOs and donors in recentring power and capacity.
- **Develop stronger business systems:** Support our members and clients with transforming how they work to be more equitable, resilient, and accountable; lead by example: "walk the talk".
- **Improve insights and knowledge management:** Strengthen our systems and processes to better translate our community's knowledge into actionable insights and best practices.
- **Strive for equity:** Adopt, execute, and be held accountable for the integration of equity principles and approaches in the way we work internally; and in how we engage and what we offer externally.

To achieve the strategy, Humentum and Humentum UK have a full service wrap-around approach, through four service areas. A client can enter through any service, but the goal is to engage them across all the services, therefore delivering a comprehensive solution.

1. Training

We build individual skills and organisational capacity through accessible training solutions. We create and provide products that deliver long-term impact to organisations, and we offer continued support, guidance, and certification for an extended learning journey. Our training is timely addressing the challenges most relevant to our learners. Always, we will listen to the wider community to inform and improve our offerings.

Under the new arrangement with Humentum, the income from online global courses provided to individuals is part of Humentum's income, however the flexible in-house and organisational learning services that put organisation's learning needs at the centre, offering flexibility in terms of timing and course content and are offered directly to UK organisations as requested.

2. Consultancy

Through a global team of 100+ associate consultants, we deliver tailored assessments and support to our UK clients to strengthen organizational systems and processes.

3. Community

As part of the Humentum membership offer, Humentum regularly conducts roundtables meetings focused on key leader's needs, issues, and priorities. We will continue to connect the sector co-creating solutions to operational problems through facilitating professional networking and peer learning.

4. Advocacy

Humentum works to solve sector-wide problems with innovative approaches, policies, and standards.

To achieve this, we advocate for:

- Efficient and effective program delivery (with an emphasis on localization¹)
- Strong financial management (with an emphasis on full cost recovery)
- Regulatory compliance (with an emphasis on the elimination of waste, fraud, and the diversion of funding)
- Equity and inclusion in the design, funding, and implementation of development and humanitarian programming.

Humentum prioritizes advocacy with our members' primary donor agencies, including the various donor agencies of the US Government (including USAID, USDOS, CDC), and the UK Government – two of the global leaders in development and humanitarian assistance funding. We do so by elevating member concerns, analysing funder guidance and policy shifts, engaging in the regulatory process, and seeking solutions to challenges as they arise.

In the year to 30 September 2023, with focus on Humentum UK's mission, and pursuing the strategic goals of Humentum. There were four overarching objectives for Humentum UK, each linked to an area of its service offering.

1. *We will grow the global development community's capacity and competency by leveraging digital content and know-how. (Training)*
2. *We will increase financial sustainability and program agility by designing customized solutions through consultancy. (Consultancy)*
3. *We will capture insight and co-create transformational solutions by catalysing connections amongst our members and stakeholders. (Community)*

¹ Based on localization theory and practice, Humentum also believes that localization includes the principle of complementarity, balancing the local with the international to exploit the comparative advantages of both.

4. *We will transform the enabling environment by influencing the sector's response to operational and policy challenges. (Advocacy)*

Achievements and Performance

The achievements during 2023 are set out against each of the objectives.

Objective 1. *We will grow the global development community's capacity and competency by leveraging digital content and know-how.*

In 2023, training income from tailored courses was reflected under this objective. In responding to UK organisations' needs, a total of 16 workshops (2022:5) were run tailored to the client. These workshops reached 299 (2022: 215) people in total. The courses generated income of £43k (2022: £52k)

During 2023, "Help with Fees" provided support for 21 (2022:13) people to attend 11 (2022:10) courses at a total cost of £9k (2022: £3k).

There were four (2022:6) UK subscribers to Humentum's eLearning service in 2023. These subscribers paid £49k (2022: £56k) in total for these services. The subscribers took additional courses totalling £1k (2022: £6k) of income to Humentum UK. Since January 2023 subscriptions can include a pre-bought package of courses, therefore not invoiced separately.

The total costs spent to achieve this objective was £52k (2022: £67k).

Objective 2. *We will increase financial sustainability and program agility by designing customized solutions through consultancy.*

A total of seven (2022: 17) assignments were completed during 2023. These supported a variety of organisations working in the sector on investigating fraud, fundraising support, and improved cost recovery. The work was mostly completed remotely or using local consultants in conservation of the environment.

The organisation spent £129k (2022: £301k) to achieve the activities under Objective 2.

Objective 3. *We will capture insight and co-create transformational solutions by catalysing connections amongst our members and stakeholders.*

Through membership of Humentum UK, organisations can access benefits in addition to connection with peer communities and networking events. During the year, there were five (2022:4) UK memberships worth £12k (2022: £10k). In addition, industry partners bring an ease of access to their services as members. In 2023, there were four (2022:4) industry partners in the UK generating £9k income (2022: £7k).

The Humentum UK spent £nil (2022: £50k) to achieve the activities under Objective 3.

Objective 4. *We will transform the enabling environment by influencing the sector's response to operational and policy challenges.*

The International Financial Reporting for Non-Profit Organisations (IFR4NPO) initiative was launched in July 2019. IFR4NPO aims to bring clarity and consistency to the Not-Profit Organisations (NPO) sector which must win the trust of its many national and international stakeholders through consistent, high quality financial reporting. The initiative also endeavours to reduce the current burden and duplication of effort for both NPO and funders in meeting multiple and, at times, conflicting financial reporting requirement.

Development of internationally applicable financial reporting guidance for the sector will increase the quality and consistency of reports, making them more useful for users, improving the value of audit assurance, increasing credibility, and unlocking finance for the sector. Our engagement strategies are working to ensure that there is diverse and representative input from different countries and stakeholder groups, and to amplify the voices of the less powerful.

In the year ended 30 September 2023, Humentum UK obtained more funding of £752k (2022: £269k) from Oak Foundation and Wellspring Philanthropic Foundation. They also all contributed in 2022.

The first stage of the project was to develop a Consultation Paper to elicit feedback on key decisions and approaches from stakeholders all over the world. After 16 (mostly online) meetings, and on consideration of over 2,000 review comments from advisory group members, the 200+ page document was published in January 2021. The consultation closed in October 2021, after 964 people from 96 countries took place in events online, with 68% from the global south. Formal responses from 208 individuals, from 33 countries were received.

In November 2022, the project announced the release of the first Exposure Draft of International Non-Profit Accounting Guidance (INPAG) at the World Congress of Accountants in Mumbai, India. The Exposure Draft (ED) is an initial version of the guidance for public comment. The Exposure Draft was the first of three parts, each to be followed by a 4-month consultation period. ED1 addresses four main topics that are important for the framing and context of INPAG:

- A description of Non-Profit Organisations
- A framework for INPAG
- Financial statements presentation
- Narrative reporting

ED1 was closed for public comment in March 2023. Then in November 2023, the second exposure draft was released. The ED is open for public comment until March 2024. ED2 covers the following main topics.

- Expenses on grants and donations - recognition, measurement, disclosure
- Revenue - recognition, measurement, disclosure
- Inventories - exemptions, measurement, disclosure
- Foreign currency translation - presentation and disclosure

ED3 is due out in the second quarter of 2024 and the final guidance is planned to be issued in March 2025.

The organisation spent £639k on these activities under Objective 4 (2022: £479k).

Fundraising

The primary aim of Humentum UK's voluntary fundraising is to improve the access to Humentum's service for small local NGOs in developing countries. Humentum UK seeks funding from organisations supportive to its mission. Humentum UK does not make direct contact with individuals, hence does not make unreasonable intrusion on vulnerable people. Humentum UK did not use any professional fundraiser or any commercial participator in raising its funds. In conducting its fund-raising activities, Humentum UK did not receive any complaints about its fundraising during 2022/23 and is registered with Fundraising Regulator. Humentum UK complied with Fundraising Regulator regulations and that there were no instances of non-compliance.

Training Bursary Fund

In 2023, we awarded 21 bursaries (2022: 13) with a total value of £9k (2022: £3k). These bursaries helped the individuals to participate in online training courses. The participants were located across Africa and the Middle East. By linking to Humentum's work on reaching more CSO's and locally led organizations we were able to increase demand.

The ICAEW Foundation provided support to our bursary programme for financial management courses of £nil (2022: £6k). Further discussions were held with ICAEW of Humentum UK's aim to approach organisations for participants than solely individuals applying, to increase uptake. Other donations were received in earlier years from private sources.

Financial review

Humentum and Humentum UK share a strategic plan to build and support operating models that create equity, resilience, and accountability of NGOs. Humentum UK, in the past was more focused on financial management as its core business. As time has elapsed since the merger in 2017, Humentum UK is now offering a more comprehensive approach to support non-profit NGOs, benefitting from the expertise of the consolidated organisation. Now, the focus of Humentum UK, is to primarily reach more individuals and organisations in the UK, as part of the global approach of Humentum.

During the year, funds were mainly received for:

- Support of the global reporting initiative, Ford Foundation, Oak Foundation and Wellspring Philanthropic Fund contributing
- Inhouse training and consultancy services

Total income increased by 35% from £722k in 2021/22 to £974k in 2022/23. This was largely due to the new grant signed with the Ford Foundation for USD 1.5m in December 2022. The first instalment of £606k was received in January 2023.

The number of flexible workshops held for clients in the UK increased, primarily as one client held a series of 13 workshops on financial building blocks across its organisation. The sector in the UK has suffered from funding changes from the UK Government and high inflation during the year. This has meant that budgets are tight. Humentum UK saw a significant decline in our consultancy services being utilised in the UK.

Overall, in the year, the charity made a surplus in the year £154k in the year, compared to a deficit of £175k in 2021/22. The surplus was a result of the large funding received on restricted funds in the year exceeding the expenditure in the period. In 2021/22, the deficit was a result of the restricted expenditure exceeding the income. Total reserves are £390k as of 30 September 2023.

Income

For the year ended 30 September 2023, the principal source of funding of income were £776k (2022: £340k) from donations and £92k (2022: £116k) from training income. The donations, being grant income and training income decreased by 21% from less income from tailored workshops with clients. Total income increased by £252k (+35%) for the year, being £974k.

Expenditure

Total expenditure for the year ended 30 September 2023 was £820k compared to £897k for the year ended 30 September 2022 (-9%). Direct costs decreased by £128k (-15%) from £873k to £745k. The decrease in direct costs reflects the decrease in income from consultancy, therefore associated costs.

Support costs were £75k for the year ended 30 September 2023 compared to £24k (+213%) for the year ended 30 September 2022. In the prior year, there was an unrealised exchange gain (£51k) on the intercompany balance between Humentum and Humentum UK as of 30 September 2023. As of 30 September 2023, this was an unrealised exchange loss (-£46k) offset by realised gains (£15k) during the year. Following a review of support costs allocated between Humentum and Humentum UK, only UK staff and governance costs were charged to Humentum UK. An indirect cost charge was made to Humentum for UK staff services and is included within support costs.

Reserves policy and going concern

The unrestricted reserves of Humentum UK exist to bridge the gap between fixed costs and income receipt, considering any potential risks related to income. The trustees recommend a reserves policy of maintaining unrestricted reserves at three to six months budgeted expenditure, for governance and staff costs net of direct costs recovered from projects. The range for three to six months of budgeted support expenditure for 2023 is between £145k to £290k. On 30 September 2023, unrestricted reserves were £185k (2022: £169k). The unrestricted reserves are within the range in the policy. A review of the allocation of Humentum's support expenses occurred during 2021 to ensure that with additional cost support from Humentum, the unrestricted reserves built to achieve the amount required under the approved reserves policy.

The trustees reviewed their responsibilities in assessing the going concern basis of accounting as appropriate, considering uncertainties in relation to the future solvency and liquidity risks. In 2020, the trustees discussed the financial viability of Humentum UK, and a decision was made to show its sources of income as those from UK entities and its associated costs, instead of only recording income from financial management services. This reflects the changing nature of integrated services being provided to organisations. Whilst services are not directly marketed to UK

organisations, Humentum has made strategic investment in sales and marketing to boost the organisations growth that was expected to benefit Humentum UK.

In the forthcoming year, the trustees are considering the appropriate vehicle for Humentum UK as the income declines and the IFR4NPO project moves to its final stages with the publication of the accounting standard guidance. Humentum will continue to support Humentum UK and provide a support recharge to cover the costs of its governance and staff. This means that the reserves no longer need to be at the level set in the policy and will be reduced accordingly.

Humentum's current reserve policy is to hold as least 15% of planned expenditure to ensure continued financial security and to provide for contingencies, this will be reviewed annually. Planned expenditure is defined as meeting core obligations to members, staff and external contracts and varies annually. Investment funds withdrawn for strategic investment must be able to demonstrate a Return on Investment and replaced within a three-year cycle. As Humentum is the only member of Humentum UK, its reserves provide the necessary financial and business support to ensure that Humentum UK continues as a going concern. Humentum's unrestricted reserves are 606,000 US dollars as of 30 September 2023.

Restricted funds, which are tied to specific purposes, were £205k as of 30 September 2023 (2022: £67k).

Plans for future periods

Humentum wants to create tangible and lasting change and took what it heard from more than 300 discussions with members clients, partners and stakeholders and translated it into action.

They informed Humentum that power will shift when funders, international and local implementing partners focus on specific change levers of change within the four foundational areas:

- **Institutional Architecture:** *The system and structure of the work*
- **Funding & Financial Systems:** *How the work is funded*
- **People & Culture:** *Who does the work and how we work together.*
- **Risk & Compliance:** *Accountability for the work that is being done.*

From this grew our Theory of Change:

Equitable and locally led development only happens when organisations exercise autonomy over their institutional architecture, people, funding, and risk.

Therefore, in practicable terms, through the Humentum Way we work will funders, international and local implementing partners to build and support operating models that create equity, resilience, and accountability.

The Humentum Way is a wrap-around approach to:

- Connect with Peer communities and advocacy platforms.
- Assess Needs

- Co-create and deliver solutions.
- Benchmark results

Over the next 10 years, the aim is that:

- 20,000 organisations will achieve greater equity, resilience, and accountability.
- Local implementing partners will claim and exert autonomy, participation, and voice.
- Funders will set and exceed goals for equitable funding.
- Operational barriers to effective locally led development are removed.

We continually assess impact on our income and we determine there is no material uncertainty about the going concern of the organisation due to the ability to continue activity through strong and enhanced membership services, convening and training, specific geographic market approaches that allow for flexibility and adaptation to local needs and priorities and increased advocacy efforts on operational issues, liaison role between funders and implementers, and increased direct support to funders on developing equity-focused policies.

Reference and Administrative Details

Charity number: 1081406

Company number: 3986178

Registered Office: c/o Critchleys LLP, Beaver House, 23-38 Hythe Bridge Street, Oxford,
OX1 2EP

Our advisers:

Auditors: MHA, 6th Floor, 2 London Wall Place, London EC2Y 5AU

Bankers: CafCash Limited, Kings Hill, West Malling, Kent, ME19 4TA

Directors and trustees

The directors of the charitable company (the charity) are its trustees for the purpose of charity law. The trustees and officers serving during the year and since the year end were as follows:

Chair: Kathryn Gordon

Treasurer: Kim Schwartz

Trustee: Saba Al Mubaslat (resigned 4 August 2023)
Andrew Seddon

Secretary: Jocelyn Boughton

Member

Humentum, a not-for profit organisation 501(c)(3) registered in Washington DC, USA

Senior management personnel (Humentum)

Chief Executive Officer: Christine Sow

Senior management personnel (Humentum UK)

Chief Finance & Operations Officer: Jocelyn Boughton

Structure, Governance and Management

Governing Document

Humentum UK, formerly known as Mango, is a UK-registered charity, regulated by the Charity Commission for England and Wales. It is constituted as a company limited by guarantee. The organisation is bound by its Memorandum and Articles of Association, copies of which are available on request. In July 2017, Humentum UK, signed an Affiliation agreement with InsideNGO, a not-for-profit organisation registered in Washington DC, USA. The affiliation appointed Humentum, formerly InsideNGO, as the sole member of Humentum UK. Humentum as sole member has the power to appoint and remove directors of the company and trustees of the charity.

Appointment of trustees

Humentum appointed the trustees listed above as part of the Affiliation agreement. Nominations for new trustees are considered by the Humentum Board and may subsequently be invited to join the Humentum UK board. The management team of Humentum UK holds executive responsibility for implementing the policies and strategies approved by the board.

Trustee induction and training

New trustees are provided with an induction to familiarise them with the charity and the non-governmental organisation sector and to brief them on their responsibilities as trustees under charity and company law. New trustees are referred to the Charity Commission's guide "How to be an effective trustee". Existing trustees are informed of any changes in their legal obligations under charity and company law, the Charity Commission Guidance on public benefit and inform them of the content of the Memorandum and Articles of Association, the decision-making processes, the business plan, and recent financial performance of the charity. Trustees are encouraged to attend appropriate training events where these will facilitate the undertaking of their role. The trustees are invited to events to meet staff and other trustees when organised.

Trustees benefit from indemnity insurance to cover the liability of the Trustees which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default or breach of trust or breach of duty of which they may be guilty in relation to the Charity. The cost of this insurance in the year has been included within total insurance costs.

Organisation

The board of trustees, which can have up to four members, administers the charity. The board normally meets quarterly. Under the affiliation agreement, the Chief Executive Officer (CEO) of Humentum UK is the same as the CEO of Humentum. To facilitate effective operations the CEO has delegated authority, with terms of delegation approved by the trustees, for operational matters including finance, employment, and other operational activity.

Related parties and co-operation with other organisations

None of the trustees receive remuneration or other benefit from their work with the charity. Trustees were reimbursed for expenses in attending board meetings. Humentum, as the sole member of Humentum UK receives cash on behalf of Humentum UK as remittances for its

charitable activities, which is remitted monthly in arrears to the charity. Details of directors' expenses and related party transactions are disclosed in note 10 to the accounts.

Pay policy for senior staff

The directors consider the board of directors, who are Humentum UK's trustees, and the senior executive team (ET) comprise the key management personnel of the charity in charge of directing and controlling, running, and operating the charity on a day-to-day basis. All directors give their time freely and no director received remuneration in the year.

The pay of all staff is reviewed annually in accordance with its Total Rewards and Salary & Pay policies. Salaries are benchmarked against pay levels in other NGOs if a comparable size. The remuneration benchmark is the mid-point of the range paid for similar roles. All salaries are set by Humentum, with the Chief Executive Officer's salary set by the Humentum Board, rather than the Humentum UK Board.

Risk Management

The trustees have a risk management strategy which comprises:

- A regular review of the risk register to confirm the principal risks and uncertainties that Humentum and Humentum UK are facing.
- The establishment of policies, systems, and procedures the mitigate those risks.
- The implementation of procedures designed to minimise or manage any potential impact on the charity should those risks materialise.

The major risk identified for Humentum is its financial sustainability due to the lack of predictability of its income streams. Action was taken to downsize the organisation to reduce the cost base, in addition to restructuring to focus on obtaining more reliable income sources.

For Humentum UK, the trustees identified the risk associated of declining reserves in the prior year and reviewed with management the income and cost allocation to Humentum UK from Humentum to ensure the reserves remain in line with its reserve policy.

The changing compliance needs in the UK charity sector was also identified as a risk by the UK trustees. The need to ensure adequate mechanisms are in place for identifying, acting on and reporting on serious incidences to the Charity Commission was added to the risk register for appropriate mitigation, particularly around data breaches and/or safeguarding incidences.

Trustees' Responsibilities in relation to the financial statements

The trustees are responsible for preparing a trustees' annual report and 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 that law the trustees have elected to prepare the accounts in accordance with Financial Reporting Standard 102: The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice). Under company law the trustees must

not approve accounts unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of its incoming resources and application of resources for that period. In preparing these accounts, the trustees are required to:

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

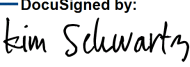
The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the financial position of the charitable company and enable them to ensure that the accounts comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement as to disclosure to our auditors

In so far as the trustees are aware,

- there is no relevant audit information, information needed by the company's auditors in connection with preparing their report, of which the company's auditors are unaware; and
- each trustee has taken all the steps that he ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

This trustees' report is prepared taking advantage of the small companies' exemption of section 415A of the Companies Act 2006. This report was approved by the trustees and signed on their behalf by:

DocuSigned by:

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Kim Schwartz

Treasurer

Date: 20th February 2023

Independent Examiner's Report to the members of Humentum UK

I report to the Charity Trustees on my examination of the accounts of the Company for the period ended 30 September 2023.

Responsibilities and Basis of Report

As the Charity Trustees of the Company (and also its Directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your company's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

Independent examiner's statement


Your attention is drawn to the fact that the Charity has prepared the accounts 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) 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.

I understand that 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.

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

1. accounting records were not kept in respect of the company as required by section 386 of the 2006 Act: or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a 'true and fair view' which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

DocuSigned by:

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3/19/2024

Signed:

Date:

Sudhir Singh FCA

MHA, Chartered Accountants. 6th Floor, 2 London Wall Place, London, EC2Y 5AU

Humentum UK
Statement of Financial Activities, including the income and expenditure account
for the year ended 30 September 2023

	<i>Note</i>	Unrestricted Funds	Restricted Funds	Total Funds 2023	Total Funds 2022
Income		£000's	£000's	£000's	£000's
Donations	3	-	775	775	340
Investment Income	4	2	-	2	-
Income from charitable activities	2	194	-	194	380
Other Income	5	3	-	3	2
Total Income		199	775	974	722
Expenditure					
Expenditure on charitable activities	6	183	637	820	897
Total Expenditure		183	637	820	897
Net income/ (expenditure) and net movement in funds for the year		16	138	154	(175)
Reconciliation of funds					
Total funds brought forward		169	67	236	411
Total funds carried forward		185	205	390	236

The statement of financial activities includes all gains and losses recognised in the year. All income and expenditure derive from continuing activities.

The notes on pages 19 to 28 form part of these accounts.

Humentum UK

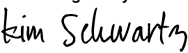
Balance Sheet as at 30 September 2023

		2023		2022	
	Notes	£000's	£000's	£000's	£000's
Current Assets					
Debtors	13	350		353	
Cash at bank and in hand		233		141	
Total Current Assets		583		494	
Liabilities					
Creditors falling due within one year	14	(193)		(258)	
Net Current assets			390		236
Total assets less current liabilities			390		236
Net Assets			390		236
Unrestricted funds			185		169
Restricted funds			205		67
Total Funds	17		390		236

The notes on pages 19 to 28 form part of these accounts.

The Charity's financial statements have been prepared in accordance with the provision applicable to companies subject to the small companies regime. These accounts were approved and authorised for issue by the trustees on 20th February 2023 and signed on their behalf by:

Kim Schwartz, Treasurer.

DocuSigned by:

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Company number: 986178

Charity number: 1081406

Humentum UK
Statement of Cash Flows
for the year ended 30 September 2023

	2023	2022
	£000's	£000's
<i>Cash flows from operating activities</i>		
Net cash provided by operating activities (reconciliation below)	<u>92</u>	<u>-</u>
<i>Cash flows from investing activities</i>		
Change in cash and cash equivalents in the reporting period	92	(1)
Cash and cash equivalents at the beginning of the reporting period	<u>141</u>	<u>142</u>
Cash and cash equivalents at the end of the reporting period	<u>233</u>	<u>141</u>
<i>Reconciliation of net income to net cash flow from operating activities</i>		
Net income/(expenditure) for the reporting period	154	(175)
<i>Adjustments for:</i>		
Amortisation charged	-	3
Decrease in debtors	3	48
(Increase) / Decrease in creditors	<u>(65)</u>	<u>123</u>
	<u>92</u>	<u>-</u>
There was no net debt in the year and prior year.		

Humentum UK

Notes to the Accounts

for the year ended 30 September 2023

1. Accounting policies

a) Basis of preparation

Humentum UK is a charitable company registered with the Charity Commission (charity registered no. 1081406) in England and Wales. The address of the registered office and nature of the charity's operations and principle activities are detailed in the Trustees' Report. 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 – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Charities Act 2011 and UK Generally Accepted Practice as it applies.

Humentum UK 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 note(s).

The financial statements are presented in sterling which is the functional currency of the company and rounded to the nearest £'000.

b) Income

Income is recognised when the charity becomes legally entitled to the funds, any performance conditions attached to the item(s) of income have been met, it is reasonable certain of receipt and it can be measured. Where income is received in advance of its recognition, it is deferred and included in creditors. Where entitlement occurs before income is received the income is accrued and included in debtors. All training income is recognised in the month that the course commences. Consultancy income is recognised according to specific milestones agreed in the contract, or as work is completed if no milestones exist. Accrued income (WIP) is income which has been earned but not yet invoiced or received. Income is recorded in the accounting period in which it is earned. Therefore, accrued income is recognized in the accounting period in which it arises rather than in the subsequent period in which it will be received.

c) Donated services

Donated services (gifts in kind) are recorded at the market value that Humentum UK would normally pay for such services and gifts, when the risks or rewards of the service or item are transferred to Humentum UK. Donated services are recognised in the accounts when they are of material value to the charity.

d) 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 on notification of the interest paid or payable by the bank.

e) Fund accounting

Unrestricted funds are available to spend on activities that further any of the purposes of the charity. Designated funds are unrestricted funds of the charity which the trustees have decided at their discretion to set aside to use for a specific purpose. Restricted funds are funds which are to be used in accordance with specific restrictions imposed by the donors or which have been raised by the charity for specific purposes. The aim and use of each restricted fund is set out in the notes to the accounts.

f) Expenditure and Irrecoverable VAT

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

Expenditure is allocated to the activity for which each specific cost was incurred. Expenditure is classified under the following activity headings:

- Cost of raising funds
- Expenditure on charitable activities includes the costs incurred on grants, providing training, consultancies and capacity development programmes, other activities undertaken to further the purposes of the charity and their associated support costs.

Humentum UK is partially exempt from VAT. Irrecoverable VAT is allocated within support costs. In the year ended 30 September 2023, Humentum UK incurred £1,521 (2022: £952) of irrecoverable VAT and £6,338 (2022: £nil) of gift aid not reclaimed within the four years limit.

Humentum UK Notes to the Accounts for the year ended 30 September 2023

1. Accounting policies

g) Foreign exchange gain/loss

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. All gains and losses are taken to the statement of financial activities as they arise. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date. The year-end rate is based on the exchange rate in each currency as at 30 September. Humentum UK minimises the exposure of foreign exchange fluctuations by transacting in GBP, USD or other hard currencies. Wherever possible, expenditure is paid from a bank account of the same currency. Bank transfers between currencies are minimised.

h) Allocation of support costs

Support costs are those functions that assist the work of the charity but do not directly undertake charitable activities. Support costs include back office costs, finance, People & Culture, payroll and governance costs which support the Humentum UK's objectives. In 2023, as in 2022 support costs relate only to Humentum UK. Total support costs are allocated to each of the objectives, on the same proportion as the direct costs of that objective, as set out in note 4.

i) Operating leases

Rentals payable under operating leases are charged to resources expended on a straight line basis over the lease term. Lease incentives are also spread over the lease term.

j) Tangible fixed assets and depreciation

Individual fixed assets costing £1,200 or more are capitalised at costs and are depreciated over their estimated useful economic life on a straight line basis. Computers, projectors and software are depreciated over three years. All assets are held for direct charitable purposes.

k) Intangible assets and amortisation

Intangible fixed assets are non-monetary fixed assets that do not have physical substance but are identifiable and are controlled by the charity through custody or legal rights. Although such assets lack physical substance they provide an on-going economic benefit to the charity.

Humentum UK's intangible assets include the development of new courses. The development is capitalised at cost and is amortised over their economic life (three years) using the straight line method from the point the course is available. These assets are used by Humentum only therefore the assets were transferred during 2022 at net book value to Humentum.

l) Financial Instruments

The charity only holds basic Financial Instruments. The financial assets and financial liabilities of the charity are as follows:

- Debtors: trade and other debtors (including accrued income) are basic financial instruments and are debt instruments measured at amortised cost as detailed in note 13. Prepayments are not financial instruments.
- Cash at bank: is classified as a basic financial instrument and is measured at face value.
- Liabilities: trade creditors, accruals and other creditors will be classified as financial instruments and are measured at amortised cost as detailed in note 14. Taxation and social security are not included in the financial instruments disclosure. Deferred income is not deemed to be a financial liability, as the cash settlement has already taken place and there is simply an obligation to deliver charitable services rather than cash or another financial instrument.

m) Pensions

The company operates a defined contribution pension scheme, the Humentum UK Group Personal Pension Scheme, the assets of which are held in external funds. Contributions of 5% of pensionable salary during the period are charge to the statement of financial activities as they become payable. All pension contributions are allocated to unrestricted funds.

Humentum UK
Notes to the Accounts
for the year ended 30 September 2023

n) Preparation of the accounts on a going concern basis

The accounts have been prepared on a going concern basis as the trustees believe that whilst some uncertainties exist relating to the business and operational environment in which the charity operates worldwide, due in particular to the financial impacts of ongoing hostilities in Ukraine and the middle-east, these are not considered to have a significant impact on operations and in their opinion there are no material uncertainties identifiable for the foreseeable future. The organisation prepares forecasts every quarter for a period of at least 15 months in advance, in addition there is a four-year strategic plan that includes financial predictions through to 30 September, 2025. Humentum is currently working on its new strategic plan through September 2027. Humentum UK signed an agreement with its sole member Humentum in December 2020. This agreement confirms the financial commitment from Humentum to the UK to support for the foreseeable future.

o) Significant accounting estimates and judgements

Humentum UK makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. There are no significant estimates and judgements disclosed in the current reporting period or the prior year.

p) Redundancy and Termination Benefits

Redundancy and Termination benefits, which include both statutory and ex gratia amounts, are those amounts payable as a result of a decision by the charity to terminate an employee's employment before their normal retirement date and are charged on an accruals basis to the relevant expense category in the Income and Expenditure account. Ex gratia payments, reflect the amount of weekly pay paid above the statutory capped amount for redundancy, where the trustees consider this to be in the best interests of the charity.

2. Details of Charitable Income

Funds received for charitable activities, analysed by Humentum UK objective is as follows:

Objective	2023 Unrestricted Funds £000's	2023 Restricted Funds £000's	2023 Total Funds £000's	2022 Total Funds £000's
1. We will grow the global development community's capacity and competency by leveraging digital content and know-how	92	-	92	116
2. We will increase financial sustainability and program agility by designing customized solutions through consultancy	80	-	80	247
3. We will capture insight and co-create transformational solutions by catalysing connections amongst our members and stakeholders	22	-	22	17
	194	-	194	380

Humentum UK
Notes to the Accounts
for the year ended 30 September 2023

3. Donations

Unrestricted donations, sponsorship and associated support	2023	2022
<i>Received from:</i>	£000's	£000's
Corporate donations and sponsorship:		
Foundation to Promote Open Society	-	8
Total	-	8

Restricted income	2023	2022
<i>Received from:</i>	£000's	£000's
ICAEW Foundation	-	6
Austrian Development Agency	-	17
Ford Foundation	607	-
Oak Foundation	73	151
Wellspring Philanthropic Fund	59	118
Services donated in kind	36	40
Total	775	333

IFR4NPO, an initiative to develop global financial reporting guidance for Non-Profit Organisations has been funded by **The Ford Foundation, Wellspring Philanthropic Fund and Oak Foundation** in 2023. The first grant from The Ford Foundation was received on 28 May 2020, for the period ending on 31 May 2021. A second grant was received on 14 July 2021 from the Ford Foundation for the period 1 June 2021 to 31 December 2022 and a third grant was received for the period 1 December 2022 to 30 November 2025. Wellspring Philanthropic Fund awarded a grant for the period from 30 September 2021 to 29 September 2024. The first tranche of funding was received on 15 November 2021, the second tranche on 12 September 2022 and the final tranche on 13 September 2023. Oak Foundation awarded a grant for the period June 2021 to September 2024. Funds for this grant were received on 22 November 2021, 26 August 2022 and 14 August 2023.

107 days of technical time (2022: 121 days) for advisory group meetings were donated by 53 organisations (2022: 74) and individuals for the IFR4NPO project.

The **Foundation to Promote Open Society** awarded Humentum UK a grant for the period from January 3, 2022 through March 31, 2022 to provide general support.

Donations received from **ICAEW Foundation** is to provide training bursaries. The bursaries allow staff from small local NGOs to attend our training courses in developing countries.

The **Austrian Development Agency** grant is for the project : Bridging the gap: Technical assistance for CSOs and Disabled People's organisations (DPOs) - a project to support CSOs and DPOs in Ethiopia. This grant started on 01 December 2019 and ended on 31 July 2021. This is government funding and there were no unfulfilled conditions or other contingencies attached to these government grants. The final tranche of funds were received on 13 December 2021. No funds were received in 2022.

4. Investment Income

	2023	2022
<i>Unrestricted income received from</i>	£000's	£000's
Bank interest receivable	2	-
Total	2	-

5. Other Income

	2023	2022
<i>Unrestricted income received from</i>	£000's	£000's
Amounts allocated to provision for doubtful debts now received	3	2
Total	3	2

Humentum UK
Notes to the Accounts
for the year ended 30 September 2023

6. Details of Charitable expenditure

The amount spent on charitable activities, including support costs analysed by Humentum UK objective is as follows:

Objective	2023 Direct costs £000's	2023 Support costs £000's	2023 Total costs £000's	2022 Total costs £000's
1. We will grow the global development community's capacity and competency by leveraging digital content and know-how	47	5	52	67
2. We will increase financial sustainability and program agility by designing customized solutions through consultancy	117	12	129	301
3. We will capture insight and co-create transformational solutions by catalysing connections amongst our members and stakeholders	-	-	-	50
4. We will transform the enabling environment by influencing the sector's response to operational and policy challenges	581	58	639	479
Total	745	75	820	897

7. Analysis of support costs

	2023 £000's	2022 £000's
Administration	(31)	19
Finance	52	(47)
Governance (note 9)	8	18
People & Culture	26	20
Marketing	19	13
Information Technology	1	1
	75	24

8. Finance Costs

	2023 £000's	2022 £000's
<i>Finance costs include:</i>		
Amortisation	-	3
Irrecoverable VAT / Gift Aid	8	1
Unrealised and realised exchange losses/(gains)	31	(51)

9. Governance Costs

	2023 £000's	2022 £000's
Staff costs	4	4
Independent Examination / Audit Fees	4	13
Other costs	-	1
	8	18

Governance costs include all costs directly related to meeting the charity's statutory requirements, including staff time spent supporting the board of trustees.

Humentum UK

Notes to the Accounts

for the year ended 30 September 2023

10. Trustees' remuneration, related party and other transactions

Trustee reimbursed expenses in the year were £nil (2022: £nil). During the year salaries and expenses of £424k (2022: £563k) relating to Humentum, the sole member of Humentum UK, were paid by Humentum UK. In addition, training fees of £7k (2022: £8k) were collected by Humentum on behalf of Humentum UK and income of £403k (2022: £160k) was received by Humentum UK, for services provided by Humentum. At the year end, the amount owed to Humentum UK from Humentum was £313k (2022: £312k). Note 16. provides more details on the relationship between Humentum and Humentum UK.

Humentum UK's trustees are representative of the client organisations Humentum UK works to support. Where services are provided to those organisations they are dealt with on an arms length basis, with any conflicts of interest dealt with appropriately.

11. Director and employees

The average number of staff during the year to 30 September 2023 including full time and part time employees was 10 (2022: 11). Employee emoluments were as follows:

	2023	2022
	£000's	£000's
Staff salaries	528	677
Social Security costs	58	61
Pension Contributions	34	54
	<u>621</u>	<u>792</u>

The remuneration of the CEO was paid by Humentum. Staff costs include remuneration paid to key management personnel, including employers' national insurance, and termination benefits was £153,477 (2022: £253,677). Statutory redundancy payments of £nil (2022: £34,096), pay in lieu of notice £nil (2022: £14,648) and ex-gratia payments of £nil (2022: £46,061) were paid in accordance with the redundancy and termination benefits policy, in the year, with £36,365 accrued in the prior year.

The number of employees who received total employee benefits (excluding employers' pension costs) of more than £60,000 in the reporting period is as follows:

	2023	2022
	No.	No.
£60,001 - £70,000	1	1
£90,001 - £100,000	1	3
£100,001 - £110,000	1	-
	<u>3</u>	<u>4</u>

12. Taxation

The charity is an exempt charity within the meaning of Schedule 3 of the Charities Act 2011 and is considered to pass the tests set out in paragraph 1 schedule 6 Finance Act 2010, and meets the definition of a charitable company for the UK corporation tax purposes. Therefore it does not suffer tax on income or gains applied for charitable purposes.

Humentum UK
Notes to the Accounts
for the year ended 30 September 2023

13. Debtors and Prepayments	2023	2022
	£000's	£000's
Trade debtors	37	29
Accrued income	-	10
Amounts owed from Humentum US	312	312
Deposits	1	2
	350	354
14. Creditors: Amounts falling due within one year	2023	2022
	£000's	£000's
Trade creditors	41	38
Deferred income (note 15)	118	97
Accrued expenditure	9	98
Taxes and payroll liabilities	25	25
	193	258
15. Deferred Income	2023	2022
	£000's	£000's
As at 1 October 2022	97	20
Additions during the year	118	97
Amounts released to income	(97)	(20)
As at 30 September 2023	118	97

Deferred Income of £12k (2022:£9k) relates to membership fees for 2023/2024. Deferred Income of £8k (2022:£15k) relates to subscriptions to Humentum Learning Services for 2023/2024. Deferred income of £11k (2022:£nil) relates to training fees received for courses taking place in 2023. Deferred Income of £87k (2022:£73k) relates to OAK foundation grant for IFR4NPO.

Humentum UK
Notes to the Accounts
for the year ended 30 September 2023

16. Capital and Company Information

The company is limited by guarantee, incorporated and domiciled in England and does not have a share capital. Humentum, the sole member, has given a guarantee to contribute a sum, not exceeding £1 to the company should it be wound up. Humentum is incorporated in the District of Colombia in the United States of America, Employer Identification Number : 52-1312495. In accordance with the affiliation agreement, dated 21 June 2017, Humentum, as sole member, appoints all the trustees of Humentum UK. A copy of Humentum's financial statements is available on Humentum's website, www.humentum.org. These consolidated statements include Humentum UK.

Humentum's mission is to partner with the global development community to be an equitable, accountable, and resilient force for social good. Humentum is committed to deliver services that are valued by the global community, these include building community through online networking platform and events, advancing individual and organizational capability through online training and content, providing solutions to organisation-wide problems through our consultancy service and creating and advocating for data-driven policies and standards that address sector-wide challenges.

Transactions that occurred between the two entities during the year are detailed in note 10. as are outstanding amounts as at 30 September, 2023. Following a review of support costs allocated between Humentum and Humentum UK, only UK staff and governance costs were charged to Humentum UK. An indirect cost allocation was made to Humentum for UK staff and is included within Humentum UK's support costs.

17. Statement of Funds

	As at 1 October 2022 £000's	Total Income £000's	Total Expenditure £000's	As at 30 September 2023 £000's
<i>Unrestricted funds</i>				
General funds	169	199	(183)	185
<i>Restricted funds</i>				
Training bursaries	26	-	(9)	17
<i>Grants and Contracts</i>				
Ford Foundation	-	607	(478)	129
Oak Foundation	-	73	(73)	-
Wellspring Philanthropic Fund	41	59	(41)	59
Services donated in kind	-	36	(36)	-
Total funds	236	974	(820)	390

Details in relation to the purposes in which the restricted funds are held is shown in Note 3.

18. Analysis of net assets by funds

	2023 Unrestricted Funds £000's	2023 Restricted Funds £000's	2023 Total Funds £000's
Current assets	378	205	583
Current liabilities	(193)	-	(193)
Total funds	185	205	390

Humentum UK
Notes to the Accounts
for the year ended 30 September 2023

19. Comparative statements for 2022

i Details of Charitable Income (note 2)

Funds received for charitable activities, analysed by Humentum UK objective is as follows:

Objective	2022 Unrestricted Funds £000's	2022 Restricted Funds £000's	2022 Total Funds £000's
<i>1. We will grow the global development community's capacity and competency by leveraging digital content and know-how</i>	116	-	116
<i>2. We will increase financial sustainability and program agility by designing customized solutions through consultancy</i>	247	-	247
<i>3. We will capture insight and co-create transformational solutions by catalysing connections amongst our members and stakeholders</i>	17	-	17
	380	-	380

ii Details of Charitable expenditure (note 6)

The amount spent on charitable activities, including support costs analysed by Humentum UK objective is as follows:

Objective	2022 Direct costs £000's	2022 Support costs £000's	2022 Total costs £000's
<i>1. We will grow the global development community's capacity and competency by leveraging digital content and know-how</i>	65	2	67
<i>2. We will increase financial sustainability and program agility by designing customized solutions through consultancy</i>	293	8	301
<i>3. We will capture insight and co-create transformational solutions by catalysing connections amongst our members and stakeholders</i>	49	1	50
<i>4. We will transform the enabling environment by influencing the sector's response to operational and policy challenges</i>	466	13	479
Total	873	24	897

Humentum UK
Notes to the Accounts
for the year ended 30 September 2023

19. Comparative statements for 2022 (continued)

iv. Statement of Funds (note 17)	As at 1 October 2021 £000's	Total Income £000's	Total Expenditure £000's	As at 30 September 2022 £000's
<i>Unrestricted funds</i>				
General funds	169	390	(390)	169
<i>Restricted funds</i>				
Training bursaries	24	6	(4)	26
<i>Grants and Contracts</i>				
Austrian Development Agency	29	17	(46)	-
Ford Foundation	189	-	(189)	-
Oak Foundation	-	151	(151)	-
Wellspring Philanthropic Fund	-	118	(77)	41
Services donated in kind	-	40	(40)	-
Total funds	411	722	(897)	236

Analysis of net assets by funds

	2022 Unrestricted Funds £000's	2022 Restricted Funds £000's	2022 Total Funds £000's
Current assets	427	67	494
Current liabilities	(258)	-	(258)
Total Funds	169	67	236