

WELCOME TO THE ANNUAL GENERAL MEETING OF HERTS FOR LEARNING LTD (TRADING AS HFL EDUCATION)

5pm on Tuesday 26 September 2023

Via Livestorm



INTRODUCTION TO LIVESTORM

On the right-hand side of your screen, you will see an interactive area including polls, questions and chat.

If you would like to ask any questions during this session, please post them in the '**Questions**' area and we will address them in the Q&A session at the end of the meeting.

Later in the meeting we will be using the '**Polls**' area for you to vote on the AGM Resolutions.

Before we start, please can you test the '**Polls**' function now, by using the polls tab to confirm that you can clearly hear me.



2023 ANNUAL GENERAL MEETING AGENDA



HFL Education Board Update

Professor Paul Layzell, Chair of the Board



Chief Executive Officer's Report

Carole Bennett, Chief Executive Officer



Voting on Resolutions



Questions and Answers



CHAIR OF THE BOARD PROFESSOR PAUL LAYZELL



CHANGES TO THE HFL BOARD



Margaret Chapman
Secondary phase NED and
Executive Headteacher at
St. Albans Girls' School
Elected in January 2023.



Carole Bennett
Chief Executive Officer.
Board appointed in
May 2023.



Dr Simon Hay
Co-opted NED.
Board appointed in
August 2023.

THE HFL BOARD AND ITS ROLE

A strong, diverse and aligned Board is critical



Professor Paul Layzell
Board appointed NED
and Chair of the Board



Carole Bennett
Chief Executive Officer



Rachael Adler
HCC appointed NED



Margaret Chapman
Secondary phase elected
NED and Executive Headteacher
at the St Albans Girls' School.



Dr Simon Hay
Board appointed NED



Catherine Glickman
Board appointed NED
and Chair of the Personnel
& Remuneration Committee



Beth Honnor
Secondary phase elected
NED and Headteacher
at Marriotts School



Natalie Knight-Wickens
Primary phase elected NED,
Chair of the Audit & Risk
Committee and Chair of
Governors at Sheredes
Primary School




Cynthia Rowe
Primary phase elected
NED and Headteacher
at How Wood Primary
School and Nursery



Hero Slinn
HCC appointed NED

SCHOOL NED ELECTIONS – AUTUMN 2023



Nomination form for special phase Non-Executive Directors of Herts for Learning Ltd (trading as HFL Education)

There is one 'Class D' (special phase members) position vacant on the Herts for Learning Ltd Board of Directors. Please use this form to nominate **ONE** candidate.

Name of nominee:		School name / number:	
Position of nominee: Headteacher / Governor / Trustee (please delete as appropriate)			

Name of proposer:		School name / number:	
Position of proposer: Headteacher / Governor / Trustee (please delete as appropriate)			

Notes on Nominee's Statement
This is your opportunity to summarise your skills and experience and how this will benefit the work of the Board:

- Your statement is optional but will be made available to members to help them make their decision when voting.
- Please write no more than 50 words. If your statement exceeds 50 words, we will only use the first 50 words of the Nominee's Statement.
- In exceptional circumstances we reserve the right to delete or amend text which is, in our opinion, likely to give offence.
- Please provide your Nominee's Statement in the box below.

Nominee's Statement:

Please email completed nomination forms to: board@hfleducation.org no later than **5pm on Monday 6 November 2023**.

Herts for Learning Ltd trading as HFL Education
Registered In England and Wales company number 9410581
www.hfleducation.org

The nominations process for the following HFL Board positions commences on Tuesday 3 October 2023:

- 2 x primary phase non-executive directors (NEDs)
- 1 x special phase/alternative provision NED

All governing boards of HFL member schools will be invited to nominate candidates (a serving headteacher, Trust CEO or governor of a HFL member school) to represent their school phase on the HFL Education Board.

An email about the nominations process has been sent to all headteachers and chairs of governors of HFL member schools.

The deadline for nominations is Monday 6 November 2023 at 5pm.

To find out more about these roles please visit the HFL Education website.

FOCUS OF THE HFL BOARD

- Continue to focus on the needs of Hertfordshire schools, settings and trusts, ensuring value for money services aligned to their differing needs
- Continue to develop a range of services for a wider audience, to help underpin HFL finances
- Supporting the anti-racism agenda
- Appointing our new Chief Executive Officer, Carole Bennett, and helping her align the leadership structure to our services and activities
- Strong and well qualified staff – focus on wellbeing and flexibility.



LOOKING AHEAD...

- Supporting Hertfordshire schools – being relevant and affordable
- Working with our near neighbours
- Ensuring our offer meets the needs of differing communities
- Strengthening our product innovation and co-design capability
- Supporting HFL Education staff – leadership team, new roles, investing in development
- Progressing work in anti-racism and sustainability
- Prudent financial management.



CHIEF EXECUTIVE OFFICER CAROLE BENNETT



10 YEARS OF SERVING SCHOOLS, SETTINGS AND TRUSTS



Some things
never change
and some
things never
stay the same...



OUR CONTEXT

- HFL Education is the **UK's largest schools-owned company**, providing a broad range of education and business services that support schools and settings to deliver improved outcomes for children
- HFL Education works with **99% of Hertfordshire schools** and c.3,000 schools and settings nationally, deploying 450 staff across all phases
- HFL Education operates as an **independent social enterprise**:
 - Beyond maintaining sufficient reserves and financing long-term projects, any surplus funds are invested in the common good and the development of specific new services for our schools
 - We do not pay any dividends to shareholders.



OUR OWNERSHIP STRUCTURE

80.5%

*The percentage of HFL owned
by schools in Hertfordshire
(c. 99% own a share)*



19.5%

*The percentage of HFL
owned by Hertfordshire
County Council*

OUR POSITIONING, PURPOSE AND VALUES

Positioning: HFL Education is the largest school company in the UK. We are a leading provider of school improvement and business support products and services that enable schools, academies and educational settings inside and outside of Hertfordshire to deliver a great education.

Purpose: We believe that every young person, through access to a great education, should be able to realise their potential, regardless of where they live, their background or circumstances.

Trust: We are trusted by those we serve and we trust each other because we are recognised as credible and experienced specialists in our chosen fields; we value the role that every colleague plays to deliver our purpose and vision.

Inspiration: We are passionate about the power of education to help young people achieve great outcomes and will inspire those we work with to strive towards this purpose; we are resilient and will innovate and adapt to meet the changing needs of our customers.

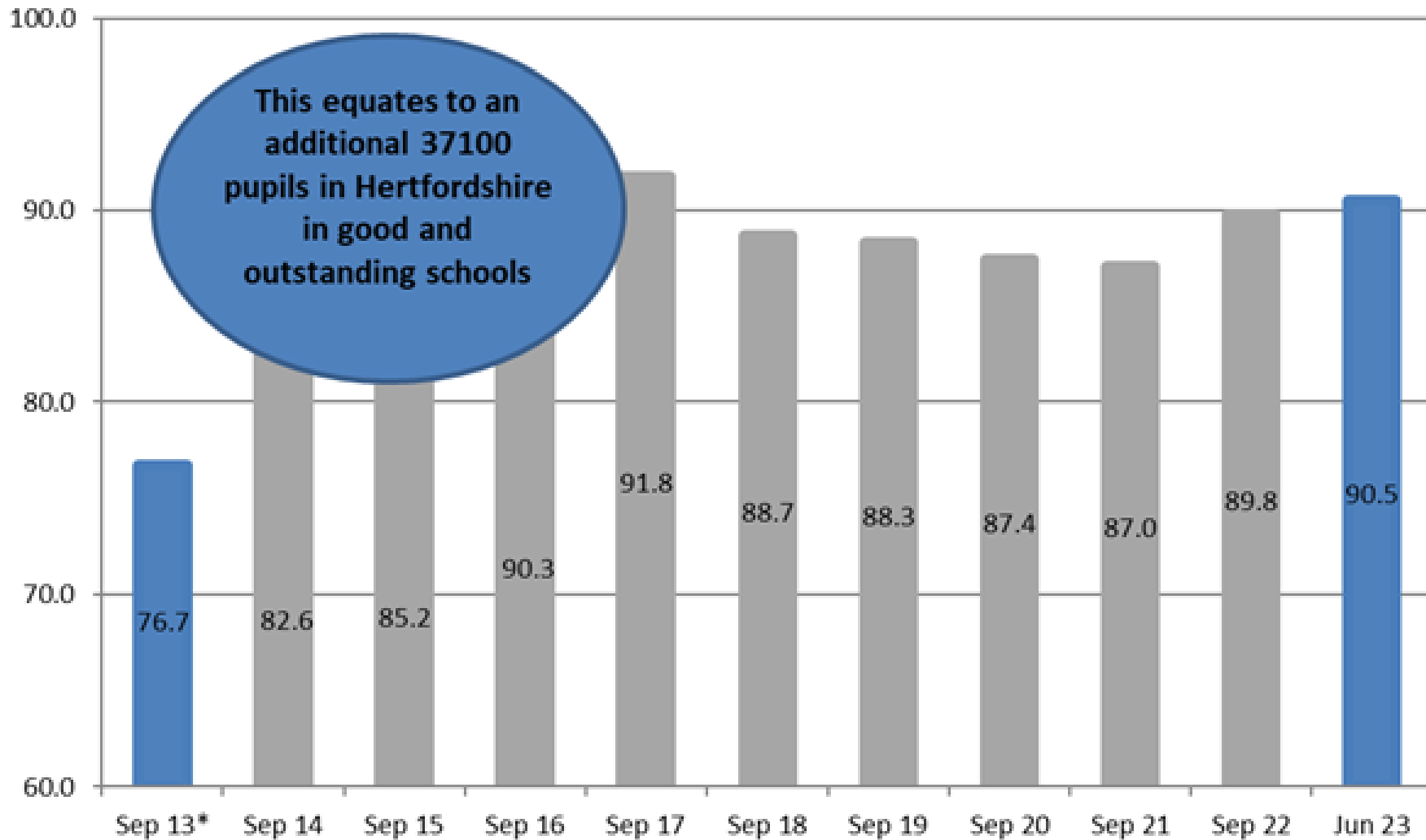
Collaboration: We know that collaborative working with each other, with our customers, and with other partners delivers greater impact; we learn from and with each other to overcome challenges and we put company-wide objectives ahead of individual or team objectives.



HOW WE JUDGE SUCCESS AT HFL EDUCATION



Hertfordshire % of pupils in good and outstanding schools



* approximate figure based upon Ofsted outcomes and DfE census data

**OUTCOMES
FOR
CHILDREN**



CUSTOMER RELATIONSHIPS



Source: HFL members survey May 2023

RE-INVESTING IN THE COMMON GOOD

Since HFL was created, we have been able to re-invest more than £1.2m back into member schools, including

- Recruitment Fairs and support from Teach in Herts
- Discounts on HFL services and programmes (e.g., connectivity, anti-racism work, Great Expectations, CPD courses)
- Book vouchers for all member schools.



FINANCIAL SUSTAINABILITY

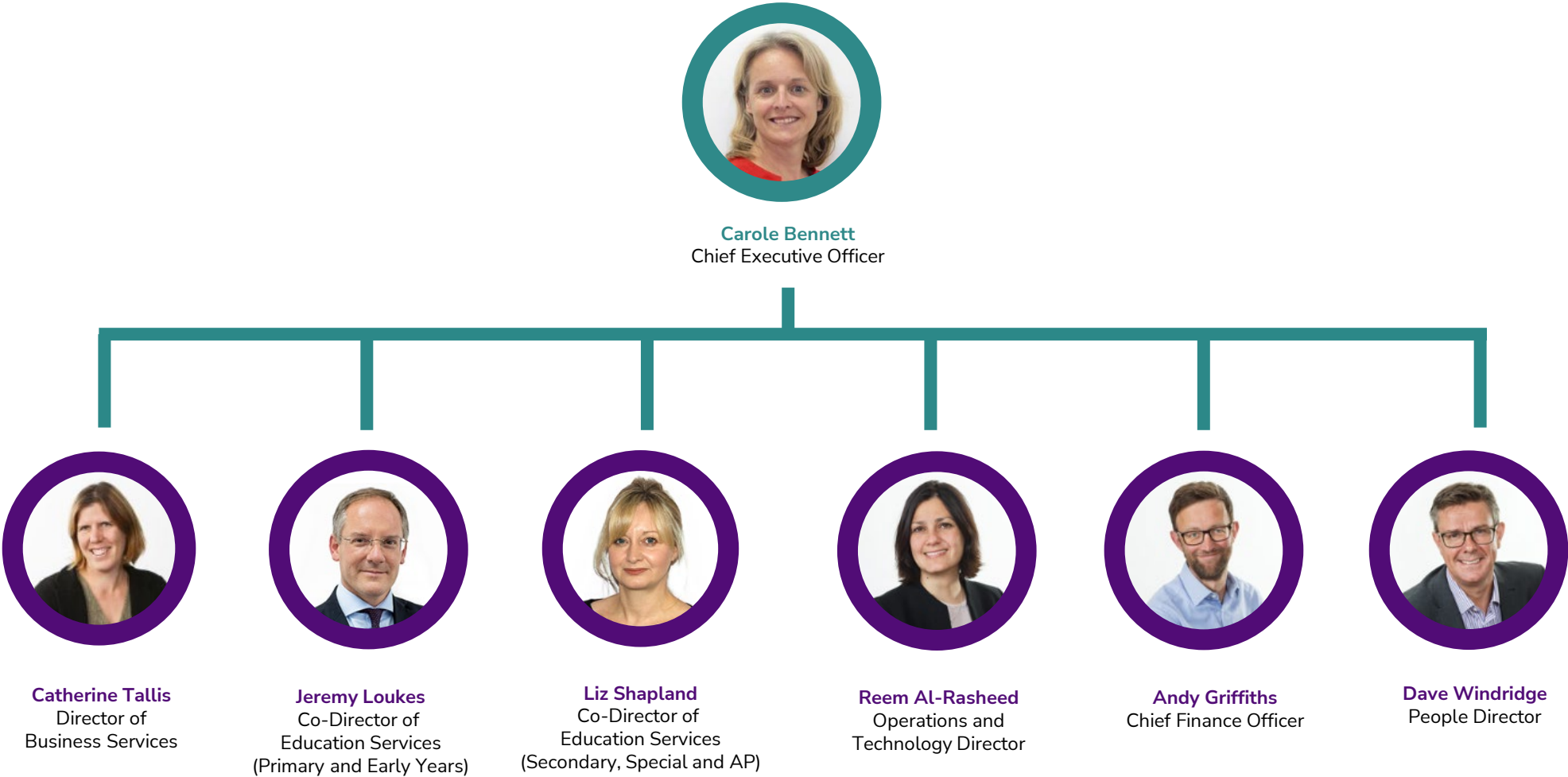
£k	2022-23	2021-22
Revenue	23,799k	23,343k
Direct costs	-20,164	-20,164
Indirect costs	-2,878	-2,878
Operating profit	-283	300
Profit after tax	-159	226
Reserves	3,671	3,829
% of revenue	15.4%	16.4%

We are financially stable with the reserves necessary for future challenges and opportunities.


MOVING TO THE FUTURE...



THE HFL EDUCATION EXECUTIVE TEAM




OUR STRATEGIC OBJECTIVES



Thrive Local *and* Grow National

We help schools, settings and Trusts to get better. We want as many as possible to be able to access our services so that they can. We are financially sustainable so that we can support our customers for the long term.



Underpinned by

 <h3>Organisational Effectiveness</h3> <p><i>The right tasks are undertaken by the right people equipped with the right skills, using the right tools, working in the right ways to make schools better</i></p>	<h3>Corporate Social Responsibility</h3> <p><i>Our ESG Commitments; diversity and inclusion, giving something back through the charity partnerships and reducing environmental impact to meet net zero goals</i></p> 
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Thrive Local

- 1 **Retain our existing customer base** by engaging with local schools, settings and Trusts, and ensuring that they believe their loyalty is valued by HFL Education.
- 2 Develop **Trust services** so that we can support all of our schools and settings.
- 3 Work collaboratively to ensure schools and settings find the **right person at the right time** to help them.
- 4 Ensure that our local customers can access **affordable or digital service options** which help them improve.



Grow National

- 1 Build on **relationships with key partners**, including Trusts and neighbouring LAs, to ensure they know how HFL can help them to achieve their strategic objectives.
- 2 Expand HFL brand awareness by developing a sector presence, built on **thought leadership**, networking and relationship building.
- 3 Develop and bring to market **innovative products and services** that meet critical national, sector challenges and needs.
- 4 Understand **product adjacencies** across the business so that existing customers are signposted to relevant services and products.



Underpinned by

Organisational Effectiveness

- 1 Ensure that there is **clarity of ownership and accountability** within HFL and aligning expectations between teams about internal support.
- 2 **Improve colleague retention** to create a stable organisation with rich corporate history, skills and relationships.
- 3 Collect the right data and put it in the right hands to **make informed decisions** about our offer and operations.
- 4 Control our cost base so that our products and services remain affordable to our customers.

Corporate Social Responsibility

- 1 Promote and **extend our EDI work** internally and with our schools, Trusts and settings
- 2 Create inclusive practices and structures to ensure we have a **diverse workforce** that can add thought diversity and create a rich support offer for our customers
- 3 Enable our customers to develop and implement their own **Environmental strategy**

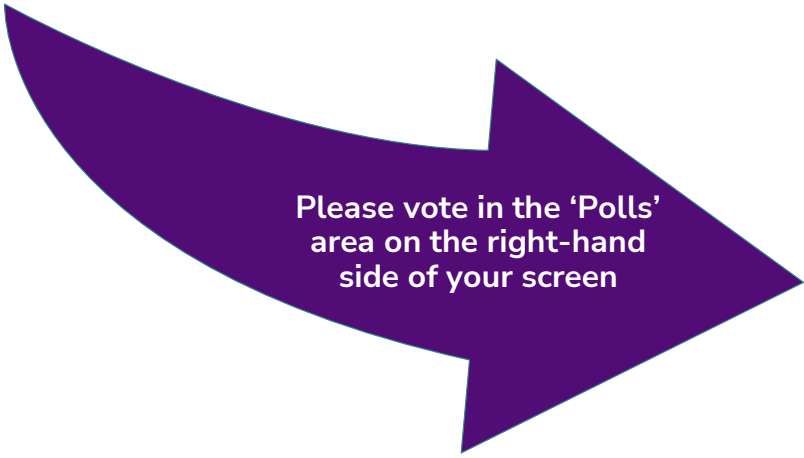


RESOLUTIONS

Please vote in the 'Polls'
area on the right-hand
side of your screen



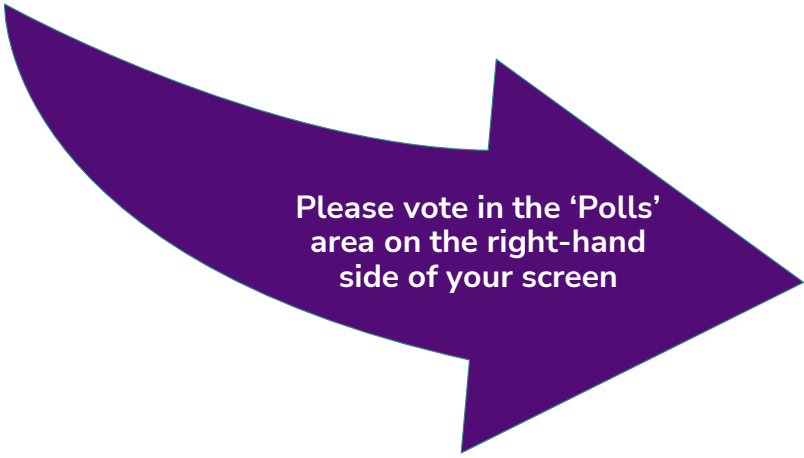
HFL Education



Please vote in the 'Polls'
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side of your screen

ORDINARY RESOLUTION 1:

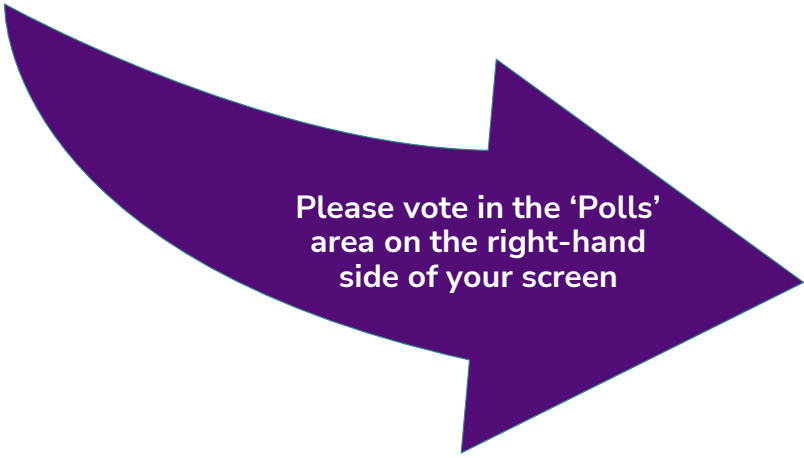
To receive the HFL Education Annual Report and Accounts for the year ended 31 March 2023.



Please vote in the 'Polls'
area on the right-hand
side of your screen

ORDINARY RESOLUTION 2:

To appoint Hillier Hopkins as the Company's auditors for the year ended 31 March 2024.




Please vote in the 'Polls'
area on the right-hand
side of your screen

ORDINARY RESOLUTION 3:

To authorise the HFL Education Board to agree the remuneration of the auditors.

SPECIAL RESOLUTION 1:

To ratify the HFL Board's decision to update the job title of Managing Director to Chief Executive Officer and to resolve to reflect this change by amending the Herts for Learning Ltd Articles of Association by deleting all references to "Managing Director" and replacing with "Chief Executive Officer".



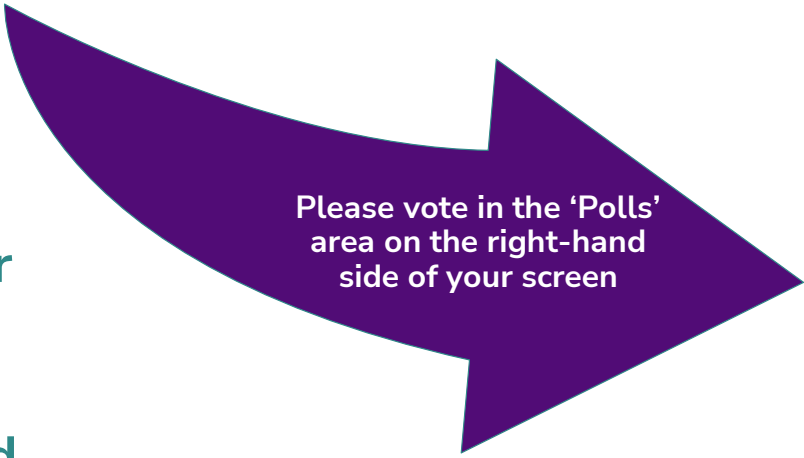
Please vote in the 'Polls' area on the right-hand side of your screen

At the Extraordinary Board meeting on 6 October 2022, the Board discussed the recruitment process for the new Chief Executive Officer. Feedback from the recruitment agencies was that the title of Managing Director is viewed as outdated, and they advised that this should be changed to Chief Executive Officer, in line with similar external roles.

The Board agreed this change with immediate effect and acknowledged that this amendment would require shareholder approval at the 2023 AGM. Following this meeting, HFL Education informed Hertfordshire County Council, as our majority shareholder, of this change and they confirmed their agreement to this 7 October 2022.

SPECIAL RESOLUTION 2:

To approve the HFL Board's proposal to increase the number of co-opted non-executive director positions on the HFL Board from "up to three" to "up to four" and to resolve to reflect this change in Article 3.2 of the Herts for Learning Ltd Articles of Association.




Please vote in the 'Polls' area on the right-hand side of your screen

Article 3.2 "Where eight non-executive directors have been appointed, the board may from time to time at their sole discretion appoint up to three additional non-executive directors in which case the board shall comprise of up to eleven non-executive directors and the managing director."

This change is proposed in order to provide additional commercial expertise to enhance the Board's effectiveness. Hertfordshire County Council, as our majority shareholder, confirmed their agreement to this proposed change on 20 June 2023.

SPECIAL RESOLUTION 3:

To approve the HFL Board's proposal to allow the Board to extend a second term of office for a non-executive director by up to two years, without the need for a further school election and to resolve to reflect this change in Article 6 of the Herts for Learning Ltd Articles of Association.



Please vote in the 'Polls' area on the right-hand side of your screen

Article 6 - from: *Term of office of Non-Executive Directors*

"The term of office for non-executive directors shall be three (3) years from the date of appointment. A non-executive director may serve up to two (2) terms of office and may be invited by the board to serve for one additional three-year period. Any term renewal is subject to board review and/or the election process for School Directors."

Article 6 - to: *Term of office of Non-Executive Directors*

"The term of office for non-executive directors shall be three (3) years from the date of appointment. A non-executive director may serve up to two (2) terms of office and in exceptional circumstances, may be invited by the board to extend their second term of office for up to a maximum two years, without the requirement for an election process for School Directors."

This change is proposed to help the Board to address situations whereby several non-executive directors are all due to retire or step down from their role at the same time, which poses a risk to the Board in terms of continuity of knowledge about HFL. It is intended that this power is only used exceptionally and not simply to extend the normal two terms of offices as a matter of routine.

QUESTIONS FOR THE HFL EDUCATION BOARD

Please post your questions
in the 'Questions' tab on
the on the right-hand side
of your screen



