

ANNUAL REPORT TO MEMBERS 2025.



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OUR PURPOSE, VISION AND VALUES

OUR 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.

OUR VISION

As a school owned and led social enterprise, we aim to work with every school, setting and trust in Hertfordshire, providing a full range of high-quality products, services, and training to support them to deliver a great education. All our services will deliver demonstrable impact, and we will extend our reach where we have scalable services that have broad appeal. By working with partners in local authorities, trusts and partnerships, we will provide services that meet local needs. To broaden our position and extend our scope, we are committed to partnering with organisations that share our values and whose services deliver demonstrable impact.

OUR VALUES



Trusted 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.



Inspirational 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.



Collaborative 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.

CHAIR'S MESSAGE 2024-25

I am delighted to be able to share with you my Chair's message for 2024-25, reflecting on another year of challenge and achievement.

Throughout the year, your HFL Education Board directors have continued to work with the Executive team, HFL colleagues and supporters, to deliver our purpose and vision – at the heart of which is a passion for helping to realise the potential of children and young people.

The Board's strategy has remained focused on helping our local community of schools, trusts and settings to thrive, whilst using selectively our expertise to deliver modest, out-of-county sales to support our finances.

All strategies come with choice and in recognising the financial pressures on our local customers, over the past year the Board chose to focus on ensuring value for money across our contracted and pay-as-you-go services. We recognised that every pound of expenditure is a choice for our customers too and we have sought to ensure cost-effective delivery of services that address the needs of each of our customers – across all phases and from small to large institutions.

Under the leadership of Chief Executive Officer, Carole Bennett, the Board has overseen the realignment of resources to those services most needed by our customers, as well being relentless in delivering tight cost control. But it hasn't just been about the money – as a not-for-profit organisation, our ethos is to deliver high quality services that help deliver great outcomes in our schools, trusts and settings and the Board has worked with the Executive team to ensure we are more responsive to

our customers' needs.

In delivering our support, the Board has been keen to triangulate its strategic intent, with reports from the Executive and the voice of our customers. This year we have extended our business agenda to hear more explicitly from those directors who have been elected from our different communities and for co-opted directors, we have encouraged site visits to see the impact of HFL's work. In my own visits, I have been struck by the warmth and openness of leaders to 'show and tell' their successes and how HFL has helped them, as well as the challenges they face.

To deliver these outcomes, the Board is conscious of the importance of a great team of staff and partners and, whilst the Board works regularly with the Chief Executive Officer and her senior team, we have also sought regular engagement with a wider group of colleagues through Board hosted lunch events and the annual Company Conference.

Ultimately, the Board's work is achieved through a dedicated group of elected, appointed and co-opted Directors. Over the past year, we had a significant turnover of elected non-executive directors (NED), posing a potential challenge to the expertise of the Board; however, the response to elections was amazing and the Board secured some outstanding new directors, elected by our school shareholder communities.



The Board is grateful for the work of Natalie Knight-Wickens, elected NED for primary phase schools, who stepped down after her extended second term of office in December 2024. As a Chair of Governors and a legal practitioner, Natalie chaired the Audit and Risk Committee, bringing wise advice on risk recognition and mitigation. Catherine Glickman, a long-serving co-opted NED also reached the end of her second term of office, having brought expert insight into the People and Remuneration Committee which she chaired, as well as holding the role of Senior Independent NED.

At the end of 2024, we welcomed two new elected NEDs: Hilary Clifford, secondary phase school-elected NED, and Allen Talbot, primary phase school-elected NED to the Board. Each brings a mix of school governance experience as well as a wealth of commercial experience through their professional lives. These are joined by newly co-opted NED, Liz Edwards, who takes over as Chair of the People and Remuneration Committee, with existing NED Emma Bradley taking over as Chair of the Audit and Risk Committee.

With many changes in directorships, the Board extended the second term of office of Beth Honnor, secondary phase school-elected NED for a further year, to ensure stability and continuity in the Board.

Finally, two new Associate NEDs, Simon Newland and Margaret Chapman, were appointed as advisers to the Board in October 2024. Simon is widely known across our community as the former Director of Education for Hertfordshire County Council and he brings useful insight and advice in his new role on the Board. Margaret is an experienced Headteacher and now serves as Co-CEO of the Ambition Education Trust. She

brings a strong understanding of local and national education matters to the Board

To ensure we operate with the highest standards of probity and effectiveness, the Board commissioned an external review of its governance during the year. The final report resulted in some small changes in the way we work, but our basic structures and processes remained robust and unchanged.

Following a suggestion in governance review, and aware of the rapidly changing business landscape, the Board agreed to the creation of a specific Strategy and Performance Committee, to provide an opportunity for a deeper examination of company performance, as well as a platform to consider longer-term business scenarios. This new Committee is chaired by co-opted NED Simon Hay.

Finally, after a year of planned deficit for investment and a further challenging year for our finances, we have concluded this year with a modest surplus. Our engagement with our customers has given us a clearer vision of how we can best support our schools, trusts and settings to succeed in delivering great outcomes for young people. As we look forward, we will need to continue to work in close partnership with all our customers to ensure we can deliver cost-effective, focused services, continuing to inspire and support teachers and pupils.



Professor Paul Layzell

*Chair of the Board of Directors
HFL Education*

CHIEF EXECUTIVE OFFICER'S REPORT 2024-25

Leading the work of HFL Education, and responding to the needs of our shareholders, is an honour and privilege. Our unique position in the educational landscape, as neither a Local Authority (LA) nor a solely commercial organisation, but part of a rich eco-system owned by schools and trusts is something of which we are immensely proud.

Our mission is to provide the best service and support to schools, settings and trusts, so that they are able to provide a great education for every child, wherever they live and whatever their circumstances. This underpins all of our activity and all of the decision making across our organisation at all times. As a result of this strong, localised eco-system, HFL shareholding schools in Hertfordshire are able to deliver a strong and improving education – demonstrating this by featuring at the top of the achievement tables for statistical and geographical neighbours across the key stages. The educational outcomes for Hertfordshire children and young people are something that educational leaders can be rightly proud of – they are life changing for those in our local education system.

In my second year as Chief Executive Officer (CEO) of HFL Education, I am grateful for the continued support from headteachers, governors and schools. Your unwavering commitment has been instrumental in our collective efforts to navigate the ongoing financial challenges. For all of our customers, the financial climate has been difficult, and choices have had to be made when accessing services and support. In response, we have had to work hard to ensure that we create strong and sustainable support, making our own choices about

creating the most efficient ways of delivery, focussing on key areas that we add value, and promoting specific services and support to a wider audience. As a result of this relentless focus on value for money and efficiency across the whole of HFL, ended the 2024-25 financial year with a small surplus. This achievement is crucial for our sustainability, given our not-for-profit status. Making the right choices about investment, growth and sustainability are critical in ensuring that we are able to remain at the heart of our local education community. I am, therefore, enormously grateful to our colleagues, customers and Board members, who have all fed in to work to reimagine the services from HFL.

In order to create the right support for schools, settings and trusts, and meet the needs of our customers, we have welcomed the opportunity of attending numerous local consortia meetings, conferences, events and networks, where I have met with key partners in education across the UK. These interactions have reinforced the critical nature of the support provided by HFL Education, including horizon scanning, strategic challenge, operational support and pastoral care. The feedback from our stakeholders has been invaluable in helping us understand our strengths, areas for improvement and



opportunities for evolution. This input has informed our central and local delivery plans for 2024-25 and beyond. In response to your requests, during the last year we have reshaped our primary teaching and learning support, developed our support for writing in primary and the Early Years, evolved contracts for our Technology in Schools team, extended our approach to supporting revision using recorded and online technology for home, and created new support programmes and activity for our small schools in Hertfordshire and beyond.

HFL is at our best when customer feedback is at the heart of our work. So, we know we must continue to engage with our customers proactively and provide high-quality services on the open market, ensuring that they choose us so we can reinvest in the local education system.

The work on our 'OneHFL' initiative, ensuring that we provide a smooth customer experience, strong but complementary advice and support, and effective collaboration across the organisation to develop our services and maximise our strengths, has continued. We have developed clear organisational lines of accountability, internal support structures to provide alignment across services, and strengthened communication in and between our senior leaders. We have embedded a leaner decision-making structure that can respond more quickly to customer needs. This new way of working across HFL teams allows us to provide 'theme not team' responses swiftly and means that we are able to work more effectively across the organisation, for the benefit of customers and service users. It has meant that key work, such as Reading Fluency support and Fluent and Flexible Calculators programme for maths, are seamlessly planned and delivered across phases, using the

right people at the right time to create the best support.

Our collaboration with Hertfordshire County Council (HCC) continued throughout 2024-25. As we work towards the extension of their contract for educational support, it has been essential to review our contract delivery and explore how we can better work together for the benefit of children and young people in Hertfordshire. We met in January 2025 with a sub-group of our local Schools' Forum to reflect on the collective strength of educational provision in Hertfordshire, and how this may evolve moving forwards. We have continued to work with HCC as strategic partners and have evolved our support to them to meet their needs and the needs of their service users. Last year, we agreed new commissions with them to widen our support, creating new support for behavioural work in schools and developing guidance for mainstream schools developing internal alternative provision, in line with the local SEND improvement programme.

HFL Education continues to focus on both immediate pressures in the education system and work to develop solutions for longer term, strategic issues. Throughout 2024-25 we continued to work with our partners in AEPA (the Area Based Education Partnerships Association), an organisation providing networking opportunities for local education partnerships like HFL. It has

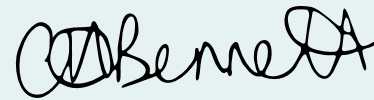


been our pleasure to share the strength of our local education system, our services, support and history with them, and to receive their ongoing support, reflections and insight. Evidence from this group notes that where there are organisations like ours, bringing together the local maintained, academy, free school and wider educational community, we are able to create a more resilient, high performing system for the benefit of all children and young people. Together we are stronger.

As we expand our services and support to a growing number of education providers, we have been building new relationships with key neighbours, working with trusts and LAs on our borders to create rich partnerships. We have been able to work as the partner of local LAs, delivering training and support for them through local commissions. In some cases, this involves providing access to our online training offer, while in others, it entails creating bespoke training packages delivered locally with our support. These partnerships bring quality services for local schools and settings elsewhere, create opportunities for HFL to grow our reach and impact, and bring new sources of revenue to support our ongoing sustainability. They also enable us to remain outward facing, bringing great practice and research back to our local shareholding customers.

The work of HFL is never complete. Our rich community is constantly evolving, with new leaders and staff to serve, for the benefit of changing educational cohorts, against a backdrop of ever-adapting communities and national policy. We will therefore always need to reflect on where we add value, where we use our precious resource, and how we can make better decisions to support our ongoing growth and sustainability.

As we navigate the challenges of 2025-26, I would like to thank you for your continued support. You are at the heart of everything we do, and by working together, we can deliver a great education for all our children.



Carole Bennett

Chief Executive Officer, HFL Education



OUR EXECUTIVE



Carole Bennett
Chief Executive Officer



Andrew Griffiths
Chief Finance Officer



Dave Windridge
*People and Organisation
Development Director*



Catherine Loake
*Director of Business
Services*



Jeremy Loukes
*Director of
Education Services
(Primary and Early
Years) to August 2025*



Anne Peck
*Director of
Education Services
(Primary and
Early Years) from
September 2025*



Liz Shapland
*Education Services
Director (Secondary,
Special and AP)*



FINANCIAL OVERVIEW 2024-25

£23.2m
Revenue

£257k
Profit

We are pleased to report a profit for the 2024-25 financial year, demonstrating the Company's resilience and ability to respond in a challenging financial climate. The profit was below budget but builds well on the financial position of the previous financial year.

The financial pressures continued to intensify across our customer base in 2024-25, meaning that we failed to meet our targeted income. Both Pay as You Use and Contract traded services were impacted. All schools in Hertfordshire continue to trade with us, but the level of average spend is being impacted. We have offset some of the reductions in spend by continuing to expand our customer base outside Hertfordshire and have increased sales based on strong relationships with specific out-of-county customers. We continue to develop these key relationships to increase income, in anticipation of further challenges across our customer base within Hertfordshire.

We are working hard to match our service offer to the changing needs of our customers, and to ensure that we are delivering services as efficiently as possible. With reductions in demand in some services, we have reduced

business expenditure in some areas and have held off from filling vacancies or using variable labour. Along with other cost controls, we have managed to offset the challenges on income by reducing our spend.

We believe that our balance sheet remains in a healthy position, such that we remain well positioned to tackle further anticipated challenges. Combined with a range of cost saving initiatives that have been introduced for the new 2025-26 financial year, this gives us confidence that we are well placed to deliver a budget for 2025-26 that is again targeting a 1% profit margin.



ACHIEVEMENTS AGAINST HFL EDUCATION'S STRATEGIC PRIORITIES 2024-25

HFL's Board of Directors has agreed and driven a strategy for HFL's long term success. Here, we report on our progress against our four key strategic priorities:

THRIVE LOCAL

As a schools' company, owned by Hertfordshire schools, trusts and Hertfordshire County Council (HCC), our priority is to provide the right support, services and guidance to schools, trusts and settings to enable children and young people in Hertfordshire to have access to a great education. It is therefore vital for us to listen to our stakeholders, understand their challenges and successes, and provide evolving services that help them to overcome difficulties and build on existing greatness. This year, we have made it a key priority to visit local education leaders and work closely with HCC, taking feedback on what is working well and how we can improve. As a result, in 2024-25 we:

- Established a new leadership structure for educational services, creating alignment and linkages between support across all phases of education, enabling transition and multi-phase work to be better supported.
- Developed and extended support to meet local need, using data about where progress could be built on in schools. Programmes such as Essential Writing, for primary and Early Years pupils were developed and launched. The Complaints Toolkit, created in response to local requests for support was launched and new contracts for the Technology in Schools service were developed.
- Increased our support for the academy sector, hosting the Trust Leaders' Forum, sharing news and experiences across local trusts, and creating space to reflect on emerging policy.
- Reviewed our communication about the core contract, supporting maintained schools in Hertfordshire, engaging with local school consortia about the support available to them.
- Liaised with HCC staff to provide support for new areas of focus, particularly supporting the work of the SEND Partnership Board, and creating guidance for mainstream schools in areas such as Internal Alternative Provision and Ordinarily Available Provision.
- Worked with HCC to develop clearer lines of accountability and communication, sharing improved support maps with all local stakeholders.



GROW NATIONAL (grow our reach and impact)

Although our roots are in Hertfordshire, HFL Education is committed to developing strong relationships with partners and schools across the country, and particularly in neighbouring areas. This work ensures that we develop an outward facing, reflective culture; play our role in creating a strong, partnership system across education and provide increasing value for money for those using our services by spreading the development and delivery costs of our products with a wider customer base. As a result, in 2024-25 we:

- Rolled out Reading Fluency support and training to nationwide trusts and LA areas, supported by English Hubs.
- Were awarded a second EEF trial, reviewing the impact of the Fluent and Flexible Calculators programme, aimed at Year 7 prior-lower attainers in maths.
- Grew our MAT central services business, providing training, development and support across the East of England, and therefore were nominated as a finalist in the MATA National Trust Awards.
- Developed strong delivery relationships with a number of key strategic partners, such as Red Kite Connect, Central Bedfordshire and schools across Bedford Borough.
- Received national recognition, as a BETT award finalist, for our Small Schools' Programme.

OPERATIONAL EFFECTIVENESS

Given the increasing financial pressures on education providers and LAs, it is important that HFL Education continues to provide high quality customer care and service, but that we also reflect the economic climate and provide value for money services for those we serve. Intensive focus on this area led to HFL's success in delivering a small operating profit in 2024-25. Throughout the last year, we worked to reduce our cost base, so we:

- Embedded the use of data into our conference and training programme management, reducing overlap and increasing delivery efficiencies.
- Reviewed our internal management structure, creating a 'One HFL' framework identifying clear planning systems to support internal development, budget management and capacity planning work.
- Created a senior leadership team across HFL, using our new, leaner Executive portfolios, to lead and manage work more locally, enabling HFL to be more agile and responsive.
- Established a review of our internal processes and infrastructure, reducing corporate overheads and creating support for the use of AI to create internal efficiencies.
- Agreed a move to a new, long term office space for HFL, creating cost savings and offering more opportunities for collaborative working.



CORPORATE SOCIAL RESPONSIBILITY (CSR)

As a not-for-profit organisation, HFL Education has an ongoing and robust commitment to be an ethical services provider and employer, and to add value to the educational world and community we serve. We are committed to becoming an anti-racist employer and working with schools, settings and trusts to highlight the ongoing challenge of systemic bias and to ensure that this is eradicated, so that all children and young people can flourish. In addition to this work, we widened our social responsibility lens to adopt the internationally recognised UN United Nations Sustainable Development Goals (SDG) framework to give a holistic approach to our CSR work. Therefore, in 2024-25 we:

- Built on the work of our internal 'Anti Racism Tea Break' meetings, establishing these as regular reviews and touchpoints for the whole organisation about our inclusion practices.
- Provided traded services and support to tackle anti-racism, equalities and environmentally sustainable practices in schools, trusts and settings.
- Distributed newsletters and support to schools, trusts and settings to enable them to support pupils facing economic barriers, as part of the 'Eliminating Economic Exclusion' project work.



MOVING FORWARD: STRATEGIC GOALS 2025-26

In early 2025 the HFL Board approved a series of goals underpinning HFL's long-term strategy, aligned with two key priorities:

- Thrive locally; growing our reach and impact
- Organise effectively; operate responsibly

Activity to support these goals is integrated into all local team delivery plans and monitored each month to ensure that we remain agile but focussed on our longer term strategic priorities.

Thrive locally; growing our reach and impact

- | | |
|---|---|
| 1 | Retain HFL's existing customer base by engaging with HCC, local schools and settings to develop and implement a strong contract with HCC from 2026 onwards. |
| 2 | Extend the reach of academy services so that we can offer high quality support to all schools and settings to improve outcomes and efficiency. |
| 3 | Ensure that we are rooted in our local education community; deeply understanding HCC and our local audience, so that we can meet their ongoing and emerging needs |
| 4 | Ensure that our local customers can access affordable or digital service options which help them improve. |
| 5 | 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. |
| 6 | Promote successful, embedded local products that are scalable out to wider audiences, using sector relationships and targeted marketing . |
| 7 | Develop and bring to market innovative, sustainable products and services that meet sector challenges and local needs, particularly those that could be scalable |



Organise effectively; operate responsibly

- | | |
|----|---|
| 8 | Ensure that the products and services offered to schools are sustainably resourced and affordable. |
| 9 | Extend and embed the 'One HFL' Layers of Leadership model, building a strong leadership capacity and increasing ownership and accountability in all areas of HFL. |
| 10 | Embrace the use of AI to develop efficient ways of working across HFL. |
| 11 | Increase the effectiveness of the HFL training offer; reducing overlap; creating a clear and accessible offer for customers. |
| 12 | Develop an increasingly responsive and agile workforce to reflect the changing needs of customers and meet evolving business needs. |
| 13 | Strive to be an inclusive, diverse organisation, creating a rich support offer for our customers and a strongly supportive culture for colleagues. |
| 14 | Ensure that colleagues feel that they belong and work together effectively, supported by the development of a new, long term office base. |



OUR BOARD OF DIRECTORS (AS AT 31 AUGUST 2025)



Professor Paul Layzell
Chair of the Board



Carole Bennett
Chief Executive Officer



Rachael Adler
Non-Executive Director



Margaret Chapman
Associate Non-Executive Director



Tracy Clements
Non-Executive Director



Hilary Clifford
Non-Executive Director



Liz Edwards
Chair of the People & Remuneration Committee



Dr Simon Hay
Chair of the Strategy & Performance Committee



Beth Honnor
Non-Executive Director



Simon Newland
Associate Non-Executive Director



Angela O'Rourke
Non-Executive Director



Hero Slinn
Non-Executive Director



Allen Talbot
Non-Executive Director



Supported by
Lynette Dexter
Company Secretary

Profiles of the
HFL Education
Directors

OUR BOARD OF DIRECTORS

During the year 1 April 2024 to 31 March 2025, five meetings of the HFL Education Board took place. The Audit and Risk (A&R) Committee met six times, the People and Remuneration (P&R) Committee met four times and the newly created Strategic and Performance (S&P) Committee met twice during the year. The attendance record of each Director at these meetings is set out below. Against each Director's name the number of meetings at which the Director was present is shown and, in brackets, the number of such meetings that the Director was eligible to attend during the year.

The directors of the Board who were in office as from 1 April 2024 and up to the date of signing the financial statements on 2 July 2025 were as follows:

Director	Role	Date of appointment	Number of Board meetings	Number of A&R Committee meetings	Number of P&R Committee meetings	Number of S&P Committee meetings	AGM September 2024
Total number of meetings held in the year:			5	6	4	2	1
Executive Director							
Carole Bennett	Chief Executive Officer	2 May 2023	5 (5)	6 (6)	4 (4)	2 (2)	1 (1)
Non-executive Directors							
Rachael Adler	HCC appointed	9 September 2022	5 (5)	5 (6)	n/a	n/a	0 (1)
Emma Bradley	Chair of the Audit and Risk Committee. Board appointed.	1 October 2023	5 (5)	5 (6)	n/a	n/a	1 (1)
Tracy Clements	Elected by Primary School phase	27 November 2023	4 (5)	n/a	3 (4)	n/a	0 (1)
Hilary Clifford	Elected by Secondary School phase	1 December 2024	2 (2)	2 (2)	n/a	n/a	0 (0)
Marcus Cooper	Elected by Primary School phase	27 November 2023	3 (5)	n/a	2 (4)	n/a	0 (1)
Liz Edwards	Chair of the People and Remuneration Committee. Board appointed.	1 October 2024	2 (2)	n/a	2 (2)	n/a	0 (0)
Catherine Glickman	Chair of the People and Remuneration Committee. Board appointed (to 26 September 2024).	27 September 2018	2 (3)	n/a	2 (2)	n/a	0 (1)

Director	Role	Date of appointment	Number of Board meetings	Number of A&R Committee meetings	Number of P&R Committee meetings	Number of S&P Committee meetings	AGM September 2024
Simon Hay	Chair of the Strategy and Performance Committee. Board appointed.	1 August 2023	5 (5)	6 (6)	n/a	2 (2)	1 (1)
Beth Honnor	Elected by Secondary School phase.	28 March 2019	5 (6)	n/a	4 (4)	n/a	0 (1)
Natalie Knight-Wickens	Chair of the Audit and Risk Committee. Elected by Primary School phase (to 25 November 2024).	6 July 2017	3 (3)	4 (4)	n/a	n/a	1 (1)
Paul Layzell	Chair of the Board. Board appointed.	1 April 2022	5 (5)	n/a	n/a	1 (2)	1 (1)
Angela O'Rourke	Elected by Special Schools and Alternative Provision Academies	27 November 2023	5 (5)	n/a	4 (4)	n/a	1 (1)
Hero Slinn	HCC appointed	16 September 2022	3 (5)	n/a	n/a	n/a	0 (1)
Allen Talbot	Elected by Primary School phase	1 December 2024	2 (2)	n/a	n/a	2 (2)	0 (0)

Summary of Board changes:

- Catherine Glickman stepped down from the Board at the end of her second term of office on 26 September 2024.
- Liz Edwards joined the Board on 1 October 2024.
- Natalie Knight-Wickens stepped down from the Board at the end of her extended second term of office on 25 November 2024.
- Hilary Clifford and Allen Talbot joined the Board on 1 December 2024.
- Beth Honnor extended her second term of office by one year to 27 March 2026.

Profiles for each [Board Director](#) are available to view on the HFL Education website.

CORPORATE GOVERNANCE

Herts for Learning Limited (trading as HFL Education) is a school owned company established under the School Companies Regulations 2002, with Hertfordshire County Council (HCC) as the Supervisory Authority. The HFL Education Board fulfils statutory responsibilities under the Companies Act 2006 and the School Companies Regulations 2002.

The Board of Directors includes the Company's Chief Executive Officer and twelve non-executive directors: six elected by school shareholders, two appointed by HCC, and four appointed by the Board. The term of office for a Non-Executive Director is three years and a Director may serve up to two terms of office.

The Board can also appoint up to two associate non-executive directors at any time. These directors act as advisers to the Board but do not have voting or decision-making authority.

The Board has three sub-committees: the Audit and Risk Committee, People and Remuneration Committee, and Strategy and Performance Committee. Additionally, there is a Board sub-group for Nominations and Governance. The Board of Directors sets the terms of reference, responsibilities, and composition of these committees/sub-group, which are authorised to make decisions within agreed delegations and provide recommendations to the Board.

The Board provides strategic direction and corporate governance for the organisation, holding the Executive team accountable for educational impact, standards, and quality of services provided to schools, trusts, and settings. It ensures that products, resources, and services meet the

evolving needs of schools and children, focusing on school improvement and financial viability.

Directors uphold the Company's values and promote equality, diversity, and inclusion for all stakeholders.

The Board undertakes various duties as outlined in the Matters Reserved for the Board, including approving acquisitions, partnerships, capital expenditure, and common good investments. It oversees internal controls, corporate governance, and risk management, and approves the Strategic Plan, reviewed annually at the Board Strategy Day.

The Board has a detailed process for managing conflicts of interest. Upon appointment, each Director must disclose any conflicts to the Chair and Company Secretary and update them, as necessary. At the start of each Board or sub-Committee meeting, directors note any changes. Annually, directors confirm all conflicts to the Company Secretary, and the Conflicts of Interest Register is reviewed by the Board.

The Board is supported by the Company Secretary, who assists with corporate governance matters and ensures access to independent advice when needed.

THE 2025 ANNUAL GENERAL MEETING (AGM)

of Herts for Learning Ltd (trading as HFL Education) will take place online on **Monday 29th September 2025** at 5pm.

For further information about the AGM please email: board@hfleducation.org

CHAIR'S REPORT: AUDIT AND RISK COMMITTEE

Year ended 31 March 2025

On behalf of the HFL Education Audit and Risk (A&R) Committee, I am pleased to present its report for the year ended 31 March 2025.

The primary function of the A&R Committee is to provide thorough scrutiny and ensure that the Board adheres to due process in the management of financial and other risks, both procedurally and competently. The Committee exercises oversight of financial controls and reviews financial statements and other significant documents prior to Board approval.

Throughout the past year, the A&R Committee has collaborated closely with the Chief Finance Officer, Andrew Griffiths, and the Executive team to maintain the Company's financial stability and robustly manage associated risks. The Committee has monitored the 2024-25 budget and termly budget reforecasts, considering the financial challenges faced by our core customer base, including Hertfordshire County Council, schools, trusts, and settings, and their impact on the HFL business. Appropriate challenges were made as the financial position became clear. The Committee has scrutinised income shortfalls and business expenditures to ensure that budgets are managed appropriately during this challenging period, resulting in a profit for the 2024-25 financial year.



Over the past year, the Committee has adopted a more proactive approach in managing our cash reserves to benefit from higher interest rates and achieve the best possible return on our investments. This has contributed to our favourable profit position for the financial year.

The A&R Committee is responsible for reviewing the scope and outputs of the external annual audit. Hillier Hopkins completed their audit of HFL Education's 2023-24 financial performance in May 2024 and presented their findings to the Committee in June 2024, which were materially in line with internal Management Accounts forecasts.

While the Board holds ultimate responsibility for risk management, the A&R Committee oversees the overall effectiveness of risk management within the business. It dedicates considerable time at each meeting to reviewing key current and emerging risks on the Company's Risk Register, along with associated controls and mitigating factors. In the 2025 spring term, the Committee conducted a thorough review of the Risk Register to ensure that all current risks remain relevant and reflect the present operating environment.

Additionally, the Committee oversees HFL Education's whistleblowing arrangements, annual cyber security review, and compliance with the UK General Data Protection Regulation. It is also responsible for reviewing and approving several financial and risk-related Company policies throughout the year.

All A&R Committee members have executed their responsibilities with diligence and expertise, providing support and guidance to the Executive team during another challenging year.

Key issues discussed by the A&R Committee are reported to and discussed by the Board, ensuring that any significant matters are considered and addressed appropriately. I am

confident that the A&R Committee continues to uphold the integrity and values of the Company for all stakeholders.

On behalf of the A&R Committee, I would like to thank the team for all their ongoing hard work to ensure that HFL Education remains a compliant and sustainable organisation, and thus is well positioned to positively impact school outcomes across Hertfordshire and beyond.

Emma Bradley

*Chair of the Audit and Risk Committee
(to August 2025)*



CHAIR'S REPORT: PEOPLE AND REMUNERATION COMMITTEE

Year ended 31 March 2025

On behalf of the HFL Education People and Remuneration (P&R) Committee, I am pleased to present its report for the year ended 31 March 2025.

Over the past year, the P&R Committee has worked closely with David Windridge, People & Organisational Development Director, and Louise Brace, Head of Company HR, to oversee the implementation of the HFL People Plan and the integration of the 'OneHFL' initiative. This period also saw a smooth and well-managed transition of the Company HR lead role from Dave to Louise, ensuring continuity and strong leadership throughout. The People Plan aims to enhance our capabilities and key HR initiatives across three main areas, aligned with the HFL Education Strategic Plan and our evolving needs:

- Leadership & Culture
- Developing Capability & Skills
- Organisational Effectiveness

The 'OneHFL' initiative is designed to foster effective collaboration across the organisation, enhancing our services and leveraging our strengths to ensure a seamless customer experience.

Reflecting the ongoing financial challenges faced by schools, HFL has reviewed its offerings and resized some of its teams to ensure efficient and effective operations. This process

has required significant HR support for leaders and teams, focusing on improving management skills, driving cultural shifts, and enhancing performance and accountability.

The 'Lead Well' leadership development programme, launched in summer 2023, has provided a cohesive leadership framework, equipping HFL line managers with the necessary knowledge, skills, mindset, and confidence to drive performance. The latest training module, delivered in spring 2025, focused on inclusivity and inclusive leadership. As we move into 2025-26, the programme will offer more targeted sessions for specific groups, covering key themes and hot topics.

During the last year, our labour retention rate has improved significantly (an average of 84% in 2024-25 vs. 79% in 2023-24) which impacts positively across the organisation in terms of morale and service delivery. This is a reflection on the successful development of our managers across the organisation to be able to lead their staff to deliver as well as the value of our support mechanisms impacting positively.

The mental health and wellbeing of our colleagues remain a priority. We offer a range of support,



including access to an Employee Assistance Programme (with counselling services), a team of internal Mental Health First Aiders, and HFL Extras, an employee discount and rewards platform. A colleague engagement survey conducted in the summer and autumn terms of 2024 showed positive metrics across all ten reviewed areas, indicating that despite financial pressures, colleagues remain settled and positive.

The Committee continues to invest in our team and recognises the contributions of our colleagues to the Company and to schools, trusts, and settings. We support the Real Living Wage and monitor a biannual Pay Gap Report, providing insights into gender, disability, and ethnicity pay gaps.

This year, the Board approved new ESG (Environmental, Social, and Corporate Governance) indicators focused on 'Quality Education' from the UN's Sustainable Development Goals. These indicators align with our mission and leverage our existing strengths to make a significant impact. HFL has also continued to embed equality, diversity, and inclusivity (EDI) throughout our daily activities, aiming to be a fully inclusive employer.

Our 'Work from Anywhere' Policy supports a hybrid working model, promoting a healthier work-life balance while meeting customer needs. We recently relocated to Bank House in Stevenage, offering a modern and flexible working environment. This hybrid model also helps reduce our carbon footprint by promoting efficient resource use and sustainable behaviours.

Following the refresh of HFL's Strategic Goals for 2025-26, the Company HR team has realigned its priorities, translating them

into deliverables and assessing the necessary roles, skills, and capacity. The Committee will continue to support the Executive and HR teams to ensure continuous improvement and delivery of the People Plan and OneHFL initiative.

The refreshed Strategic Goals and updated team Delivery Plans also feed directly into the Keep Extending Yourself (KEYs) process, aligning individual objectives with organisational priorities. This not only reinforces accountability and a shared sense of purpose but also strengthens team dynamics by promoting clarity, collaboration, and a collective focus on delivering shared outcomes.

In September 2024, Catherine Glickman stood down as Chair of the P&R Committee, at the end of her second term of office on the HFL Board, and we extend our thanks for her enormous contribution to the successful delivery of the people agenda over the last six years.

On behalf of the P&R Committee, I extend our immense gratitude to the HFL Education teams for their professionalism, dedication, and hard work over the past year. The education sector is increasingly challenging and our highly experienced and loyal staff are our greatest asset. We pledge our continued support for their efforts with schools, trusts, and settings, and for achieving the refreshed strategic goals.

Liz Edwards

Chair of the People and Remuneration Committee



CHAIR'S REPORT: STRATEGY AND PERFORMANCE COMMITTEE

Year ended 31 March 2025

On behalf of the HFL Education Strategy and Performance (S&P) Committee, I am pleased to present its report for the year ended 31 March 2025.

The S&P Committee was established in autumn 2024, based on a recommendation from an external governance review of the HFL Board in summer 2024, to focus on business strategy and performance outside of regular Board meetings.

The S&P Committee is instrumental in ensuring the achievement of the Company's strategic objectives, particularly in the domains of future trading and commerciality. The Committee is tasked with reviewing and monitoring progress against strategic goals related to these areas, with an emphasis on local growth and expanding our reach and impact.

A core principle of the Committee's work is the consistent consideration of customer and stakeholder needs. The Committee ensures that all strategic decisions are informed by a clear understanding of the expectations and experiences of schools, trusts, settings and other partners. This includes reviewing customer feedback, analysing service performance data, and engaging with stakeholder insights to shape service delivery and product development. The Committee recognises that HFL's success is intrinsically linked to its ability to meet the evolving

needs of its customers and to maintain strong, trust-based relationships with our stakeholders.

The Committee evaluates trading performance and business growth against established key performance indicators (KPIs). This involves analysing data from the HFL Data Dashboard and Management Accounts. The Committee seeks assurance from the Executive and Senior Management teams that appropriate measures are being implemented to align commercial performance with the desired trajectory.

Additionally, the Committee reviews HFL's product portfolio and development pipeline to ensure alignment with strategic objectives, and aid in our agility to anticipate and respond to changes in market demands. It works with the delegated authority of the Board, to review and interpret the outputs of deep-dive reviews of business areas by Senior Management to address areas of declining trend. It also conducts horizon scanning to identify any political, customer, market, or competitor changes that may impact HFL's strategy. This proactive approach enables the Company to assess and address potential challenges and opportunities.



The Committee considers and evaluates business cases related to:

- Growth and investment opportunities
- Potential acquisitions
- Diversification into new products or markets
- Discontinuation of existing HFL products or services

Where appropriate, the Committee recommends these business cases to the Board for further action.

Although the S&P Committee is in its early stages, its diligent review and strategic oversight will be pivotal in ensuring that HFL remains on course to achieve its commercial and trading

objectives. By continuously monitoring performance, scanning the horizon for changes, and evaluating business opportunities, and embedding customer and stakeholder perspectives into its decision-making, the Committee will play a crucial role in driving the Company's future success.

Simon Hay

Chair of the Strategy and Performance Committee



