

Minutes

Meeting of the Board of Trustees on Tuesday 19 May 2026, 17.30 at Collyer's

Present: Pat Colombo, Ann Donoghue, Jane Eaton, Barbara Hobday, Dan Lodge (Trustee and CEO), Denise Maurice, Cliff Purvis, Dom Valente

In attendance: Olivia Blake (Director of HR/HRD), Stacey Kearns (Chief Financial & Operating Officer/CFOO) Russha Sellings (Director of Governance/GD)

Apologies: Steven Allen, Jonathan Wharton

Chairperson: Dom Valente

1. Welcome, Apologies for Absence

The Chair opened the meeting, his first as Chair of Trustees. Apologies were received and accepted from Jonathan Wharton. Steven Allen was unable to join the meeting due to other commitments.

2. Declarations of Interest

There were no declarations made relevant to the agenda.

3. Minutes of the previous Board meeting

The minutes including confidential Part IIa/b of the Board meeting that took place on 24 March 2026 were approved without amendment.

4. Matters Arising

Matters not already covered by the agenda:

-Item 7(i-ii) P16CF bid submission – the CEO confirmed the outcome was expected in mid-July.

It was confirmed following a question that the actions relating to the Gender Pay Gap reporting were completed.

5. Written Resolutions

None to record.

6. People

a) Proposed changes to leave

The proposal aimed to align terms advantageously for all staff following conversion. It was explained that changing the holiday year to align with the school year would provide greater flexibility for staff around their leave entitlement, reducing the likelihood of staff losing unused leave. The CEO

provided historical context, following a review at Collyer's in 2024. He emphasised the strategic importance of harmonising policies to offset the differences in pay frameworks between schools and SFCs and to enhance the Trust's position as an employer. Questions were invited.

It was suggested policies should ideally be harmonised as a suite. The HRD said the preferred method was to manage it stages as there was no intended detriment in the process. The next for review was Leave of Absence and related policies.

A Trustee asked about the impact on part-time staff and whether the additional leave entitlement would be pensionable. The CFOO confirmed the changes applied to all staff levels and the additional leave would be included in pensionable pay calculations. Regarding the cost of the extra three days for all-year-round staff, the CFOO explained this was an intangible cost to be handled through operational management, which the CEO agreed would not be material.

The implementation timeline was noted, and further updates would be provided. Subject to consultation and final agreement, the HRD said a notice of contract variation would be sent to all staff reflecting the changes to terms and conditions. It was confirmed following a question in relation to this being a potential future issue for new schools joining the HLA, that all local maintained schools would be on the same WSCC terms and conditions as Forest.

The Chair commented on the planned approach and acknowledged the positive impact on staff morale as a result.

RESOLVED: The Board approved the proposed changes to annual leave, subject to consultation, with the changes to take effect from September 2026.

b) First HLA HR policies:

i) Staff Code of Conduct

The policy had been reviewed by SLT at both organisations referring to existing documents, as well as by union reps and had been circulated to staff for comment.

A Trustee raised a concern that the procedure for reporting issues designated HR as the sole point of contact. It was agreed to include an alternative reporting route should be available for staff.

Linked to the new Gifts & Hospitality Policy (also on the agenda), the Board agreed £50 was a reasonable limit in current times. It was agreed to amend the policy to clarify the limit was per individual contribution following a Trustee's observation about parental collections.

ii) Safer Recruitment Policy

This was described as a consolidation of existing policies from both organisations, incorporating best practice and aligning with key statutory guidance.

It was agreed to amend the wording 'an interview must take place for applicants to all posts' where the intended meaning referred to selected or successful

candidates. It was also suggested that Whistleblowing be a related policy which was important in the context of robust safeguarding procedures.

iii) Staff Disciplinary Policy & Procedure

A Trustee (not present) had queried the examples of gross misconduct, suggesting that the list should be condensed. The consensus was it was preferable to ensure clarity and avoid difficulties in addressing specific allegations by providing as much detail through examples as possible, noting the list was not exhaustive.

The Board discussed the possibility of delegating the chairing of hearings to senior leadership to avoid rigidity. The CEO supported this approach, observing that delegation was already permitted under the policy.

A Trustee highlighted that it may be prudent to make further checks on the contractual status of this policy. **ACTION:** HRD

RESOLVED: The Board approved the Staff Code of Conduct, Safer Recruitment Policy and Staff Disciplinary Policy & Procedure subject to agreed amends and checking on the contractual status of the relevant policies.

7. Strategy Items

i) Collyer's expansion consultation (see further updates under Item 9)

There was an update on the outcome of the Collyer's expansion consultation, which had been approved at the previous meeting. The consultation related to a significant change for the P16CF and had already been submitted to the DfE. There was a higher than anticipated response rate most likely arising from the increase in admissions.

ii) HLA Foundation Steering Group

A Trustee asked for the composition of the steering group which had met to consider the proposed objectives and scope. The CEO had brought together Cliff Purvis, the GD, two representatives from Forest (a family support officer and transition coordinator), and a representative from Collyer's with experience in local charities who was Early Years trained. HLA's marketing lead might also join at a future point. Timelines were discussed and the CEO highlighted that forming a Charitable Incorporated Organisation (CIO) could take a minimum of four to six months. This would also require securing funding, potentially delaying the launch into the next year. The CEO took an action to produce an update from the steering group for the Board, outlining the proposal for the HLA Foundation, including its objectives, costs, and a plan for implementation. Trustees would also need to be recruited. **ACTION:** CEO

iii) Partnership strategy

Recorded under Part II business (Part IIb – information that is considered commercially sensitive)

iv) Top Slice considerations

Recorded under Part II business (Part IIb – information that is considered commercially sensitive).

8. Finance Updates

a) HLA Management reports

i) Management accounts to March 2026 inc Balance Sheet/Cash Flow

The latest accounts included higher than budgeted in-year growth funding for post-16 provision. Staff costs were reported as tracking in line with expectations, with the CFOO noting that new staffing budget software would improve accuracy in future. Non-pay costs had however increased and this was being actively managed. The resulting forecasted year-end position was circa £2 million before depreciation. The CFOO tabled an overlay management report in addition for ease of reference following feedback received at previous meetings. There was a proposal to include nationally benchmarked metrics where available and Trustees said this would be helpful especially if the indicators were RAG rated. This could be presented at alternate meetings between CEO reports and be business confidential to facilitate strategic financial decision making.

In response to a query about capital expenditure and Forest's 3G pitch, it was explained that adequate funds would be set aside for resurfacing.

ii) Updated 3 year budget

The latest version was presented in preparation for DfE submission later in the term. Key adjustments included an increase in in-year funding for Collyer's of £150,000 and an uplift in high needs funding due to a doubling of students with EHCPs where additional resources would need to be allocated.

Questions were raised concerning student number projections linked to the latest county estimates. While internal data existed, the CEO noted that its accuracy was debated due to assumptions about house building and demographic trends. Clarification was provided by the CFOO that the budget assumed Forest would remain at full capacity, consistent with recent years, and was based on projected growth over the next three years and this would be checked against the data.

iii) Forest capital project budget

The Board considered the capital expenditure request to complete the refurbishment of Forest's science labs on a 3 year programme that had been committed to prior to conversion. The remaining amount of £186k was technically unbudgeted in terms of the threshold in HLA's Financial Scheme of Delegation. The Chair asked for a breakdown of the remainder of the project and requested Trustees confirm their agreement via email. It was noted that the staffroom refurbishment that was also taking place was within the CEO's limit.

RESOLVED: The Board approved the capital expenditure costs to complete the Forest Science labs subject to written breakdown and confirmation of the costs.

There was a wider discussion on the status the performing arts studio project. This was dependent on LA funding; as included in the Commercial Transfer Agreement, and it would continue to be pursued.

b) Key finance policies:

i) Reserves Policy

The GD advised that it was important to document where the reserves were at the higher end of the DfE range, in this case where there was an existing commitment to significant capital expenditure. The Chair requested clarification be included on release of reserves being held for this purpose.

A Trustee noted that the policy aligned with guidance provided by CST, and the rationale for a school joining the Trust in negative equity if the Trust can support it, a decision to be considered in the process of due diligence.

The CFOO addressed comments from an absent Trustee who had suggested including a target for reserves as a percentage of revenue and average monthly payroll. The CFOO confirmed she had added a line to the policy specifying the target reserve as between 5% and 10% of revenue, based on 2025-26 figures, and would maintain the national benchmark of one month's salary.

RESOLVED: The Board approved the Reserves Policy subject to agreed amends.

ii) Investment Policy

Trustees heard the policy adopted the practice of larger trusts, requiring funds to be held in institutions with a grade A credit rating. The CFOO highlighted an amendment to be made to the notice period, increasing it to 45 days and in addition an additional row for government accounts/bonds following feedback from an absent Trustee.

RESOLVED: The Board approved the Investment Policy subject to agreed amends.

9. Board Matters

a) Trustee appointments

i) New Trustee

The Chair provided an update on the recruitment process for a new Trustee. Of the candidates interviewed, the preferred candidate possessed significant senior leadership experience in HE as well as evidence from the interview of strong alignment with HLA's vision and values and had agreed to attend the upcoming strategy day.

RECOMMENDATION: The Board endorsed Naimh Downing's application for the role of Trustee (and Director) to HLA Members for approval and subject to the relevant background checks.

ii) A&R Committee Chair

The Board considered the candidate's statement in his absence and Trustees agreed this would be a strong appointment in the context of possibly expansion of the Committee to be considered under the next item.

RESOLVED: The Board approved the appointment of Jonathan Wharton as the Chair of the Audit & Risk with immediate effect.

b) Governance development

i) Review of committee structure proposal for 26-27

Views were sought from the Board on the appropriate timing of review of the flat structure. The consensus was that the Board agendas were becoming too large covering matters that could be delegated to committee level to support the Board in achieving its strategic leadership responsibilities. The GD proposed a phased approach to implementation, suggesting the inclusion of Finance under Audit and Risk & Finance (permitted within the ATH) and the inclusion of 'People' being a key area alongside Remuneration. The proposal included a new Governance & Quality Committee with Local Governor representation. It was noted that this would require additional commitment from Trustees, although the number of Board meetings would reduce from seven to five per year. Membership and chairing arrangements were to be finalised.

RESOLVED: The Board agreed in principle to the new governance structure subject to final membership and approval of the revised Scheme of Delegation.

ii) Safeguarding Network

The Safeguarding Trustee reported on the progress made at the first meeting. He was keen to ensure that the culture of safeguarding were embedded beyond the policy implementation. Standardised reporting would assist the Board in fulfilling its safeguarding duties. The GD added that the Network had concluded they could adopt a single safeguarding policy based on the WSCC model tailored for local circumstances. It was noted that while this would ultimately be a Board decision, the collaborative forum had been helpful for discussions and much of the feedback was being relayed to the Board via the Safeguarding Trustee. A Trustee remarked that the timings of the new policy maybe challenging and would depend on the new guidance; the GD understood and pointed out that the consultation on KCSIE 2026 had started earlier as there were some more significant changes ahead. Another Trustee asked about annual training for the Board and it was confirmed this would be addressed early in the new academic year.

The Chair welcomed the developments and said that the Board was well supported with the experience of the Safeguarding Trustee.

iii) Updated Roles document

The safeguarding roles document had been reviewed by the Network, and the proposed amendments were highlighted and agreed by the Board.

RESOLVED: The Board agreed the updated HLA Safeguarding Roles document.

iv) Governance plan

The dashboard covered each of the principles of the Academy Trust Governance Code which it was agreed would form the first plan. It was noted this could have oversight in future by the Governance & Quality Committee.

There was a question about progressing the EDI principle and the GD responded that while practice was strong an overarching EDI statement and objectives was required and there needed to be a new framework for reporting mechanisms needed. This would continue into the next academic year.

10. Update from EMPG

- i) Update from recent additional meeting
- ii) Overall project budget
- iii) Planning strategy

The CEO provided an update from a recent extraordinary meeting. He explained the need to re-proportion costs between Phase 1 and 2 due attributed to inflation and design modifications following feedback from HDC. The CEO proposed this be funded by cash reserves and The Collyer Endowment CIO who may consider contribution from investment portfolio subject to Charity Commission consent. In response to a question from a Trustee about the long-term impact on the CIO, the GD explained that using the funds for buildings would align with the CIO's core purpose. The investment originated from the sale of land and was not part of its original charitable endowment.

RESOLVED: The Board approved the overall change to the programme budget subject to funding and planning consent.

11. Other Key Policies

- i) Gifts & Hospitality Policy

This had been addressed within the context of the HR policies and the threshold for reporting. There were no further comments.

RESOLVED: The Board approved the Gifts & Hospitality Policy subject to agreed amends discussed earlier in the meeting.

- ii) New Behaviour Policy (Forest)

There were no comments on this new policy.

RESOLVED: The Board approved Forest Behaviour Policy.

12. New Statutory guidance

The Board noted the following new statutory guidance:

- i) [KCSIE 2026 \(draft\)](#)
- ii) [RSE and Health Education effective 1 Sept 2026](#)

13. AOB

Nothing to report.

14. Next Board Meetings

- i) Strategy morning

Friday 5 June 2026 - the invite had been circulated to the Board and LGB Chairs.

- ii) Tuesday 7 July 2026:

AGM with Members 16.30 Board meeting 17.30 (LGB Chairs to observe). Trustees were requested to attend both meetings.

- iii) Provisional dates for 26-27

The GD tabled the dates and invited feedback so the schedule could be finalised by the time of the next meeting. A Trustee queried whether any of the Board meetings would be online and this would be discussed with the Chair.

The meeting closed at 19.32

Signed.....

Dated.....

Action Log

Minutes ref	Action	Owner	Date
Item 7 (ii)	HLA Foundation update	CEO	Summer term
Item 6b	Check contractual elements of relevant HR policies	HRD	Complete