



## Board

The Board is the ultimate governing body of Ignis Lodge. It protects the organisational purpose, approves strategy and budget, sets risk appetite, and assures people, place and profit are managed to the highest ethical, legal and professional standards.

<b>Date</b>	25 June 2025 1800-1930 BST
<b>Location</b>	Virtual by Microsoft Teams
<b>Attendees</b>	Darren Jaundrill (DJ) (Chair); Carey Ayres; Non-Executive Director (CA); Joseph Romero, Non-Executive Director (JR); Vimbai Chinhoyi, Non-Executive Director (VC)
<b>Apologies</b>	Bill Templeton, Non-Executive Director (BT)

## Items discussed

Item	Description	Lead	Notes
<b>Meeting formally opened (18:02)</b>			
ILB.2506.1	General update and minutes	Darren Jaundrill	<p>DJ advised BT sent his apologies but had left comments on every item for discussion at this board to enable decisions.</p> <p>DJ provided a general update on current stakeholder activity and progress on the Midlands Campus at <span style="background-color: black; color: red;">Redacted (Sensitive)</span>. DJ is seeking letters of support from key stakeholders to support the process.</p> <p><b>Board members expressed their support and approved the minutes from May.</b></p>
ILB.2505.2	Purpose to Practice Policy	Darren Jaundrill	<p>DJ invited the board to discuss the document and note comments from BT. DJ agreed that the naming of this document should be Framework from which the policies flow. This would take effect immediately.</p> <p>VC raised whether KPIs would flow from this framework. DJ clarified KPIs will be</p>



			<p>implemented, they will be related to performance rather than directly to the policies. He explained that policies set top-level commitments, while KPIs focus on performance and outcomes.</p> <p>JR asked whether the policy set were compliant with the legal and regulatory requirements. DJ assured the framework covers the breadth of requirements and that as each policy is produced, it would be checked against standards of all bodies.</p> <p><b>Ignis Lodge Board ADOPTED the framework and publication in accordance with transparency commitment. Owner and delegation to the Chief Executive with next review in October 2026. (ILB/25/3)</b></p>
ILB.2506.3	Leadership in Trust Policy	Darren Jaundrill	<p>DJ invited the board to discuss the document and note comments from BT. DJ explained that this will be the governance structure for the organisation for full mobilisation by October 2025 linked to the Midlands Campus timeline.</p> <p>Board collectively noted the work which has been undertaken to produce a high quality, accessible and scalable output.</p> <p>BT raised in correspondence a parity/consistency check would be helpful in the characteristics sections to ensure commonality in language.</p> <p>VC queried whether NEDs would be chairing a committee permanently or rotationally. DJ expressed the intent was for a NED to be appointed to Ignis Lodge for three-year term with one renewal. Committee chairs should commit to minimum one year as chair and review at the AGM. This ensures a depth of knowledge is developed and continuity for executive team.</p> <p>VC asked how the ToRs would be updated as the organisation now builds. DJ explained the first meeting of each would include a review and confirmation the ToRs were appropriate. Minor changes would be within the remit of the chair. Substantive changes would need a policy review and board ratification.</p>



			<b>Ignis Lodge Board ADOPTED the policy and publication in accordance with transparency commitment. Owner and delegation to the Chief Executive with next review in October 2026. (ILB/25/4)</b>
ILB.2506.4	Powering Purpose Through People Policy	Darren Jaundrill	<p>DJ invited the board to discuss the document and note comments from BT. DJ explained that this will take effect immediately.</p> <p>Board collectively noted the work which has been undertaken. The board all agreed the profiles read well and the values of the organisation are weaves throughout.</p> <p>VC praised the structure of the role profiles, noting that grouping professions into clusters and families provides a clear pathway. She also expressed interest in how the career pathways will shape operating models for the organisation.</p> <p>VC queried whether the Chief Delivery Officer and Chief Operating Officer roles could be combined. DJ explained the distinct responsibilities of each role. The Chief Delivery Officer will be the most senior clinician, the Chief Experience Officer will be leading the revenue business and growth. Both roles have depth, in particular the Chief Delivery Officer. The Chief Operating Officer will have a far greater breadth and be a logical deputy to the CEO. This can be kept under review but DJ feels they must be separate for the time being.</p> <p>Board discussed the workforce plan. CA expressed support for the plan and agreed with BT comments about the need to appoint executive and pivot roles quickly. JR queried the locality commitment and DJ confirmed the 70/30 commitment includes staff – 70% must come from within 30 miles of the campus.</p> <p>VC queried whether any managed services would be considered. For example with facilities management. DJ agreed it is an opportunity and one which many organisations seek. DJ reinforced the social impact of the organisation and of providing up to 100 FTE employment. In addition the complicated nature of the organisation</p>



			<p>doesn't lend itself to a managed service at this stage. Perhaps it can be for the COO to review in the future.</p> <p><b>Ignis Lodge Board ADOPTED the policy and publication in accordance with transparency commitment. Owner and delegation to the Chief Executive with next review in October 2026. (ILB/25/5)</b></p>
<b>VC left the meeting but has added comments to remaining items (18:43).</b>			
ILB.2506.5	Ignis Lodge Financial Reporting	Darren Jaundrill	<p>DJ invited the board to discuss the proposed budget for 25/26 and forecast to 2030. The reporting year for the organisation will be 01 October – 30 Sept.</p> <p>Board again collectively noted the work which has been undertaken.</p> <p>Board noted the robustness to the modelling and the adjustment percentages applied to Y1 along with sensitivity analysis and stressing.</p> <p><b>Ignis Lodge Board RATIFIED the budget for 2025/26 and forecasts to 2030. Next update to coincide with Annual Report in October 2025. (ILB/25/6)</b></p>
ILB.2505.3	Appointment of Chief Executive-Designate	Darren Jaundrill	<p>Board discussed this matter following the paper being presented to the May Board. Comments and proposed conditions suggested by BT were noted.</p> <p>The board expressed it would seek Darren Jaundrill to be Chief Executive Designate with the following conditions:</p> <ol style="list-style-type: none"> <li>1. Chief Operating Officer appointment is accelerated to coincide with the effective date of for the CEO.</li> <li>2. CEO continues active involvement of board meetings in non-voting capacity (as codified in the Leadership In Trust policy)</li> <li>3. Performance review and succession plan is presented to the Board within 12 months of appointment.</li> </ol> <p>The condition proposed of an 18-month initial term was discussed by wider board members and rejected. It was felt this was</p>



			<p>more appropriate for Option 3 but not for this option. The existing conditions, and performance management, should be sufficient.</p> <p>DJ thanked the board for their decision and their trust and confidence in his ability. DJ confirmed that, once effective, he will resign as chair and prompt the board to elect a new chair. In addition he will voluntarily abstain, as founding member, from voting at the board for his tenure. This is to ensure the correct checks and balances are protected.</p> <p><b>Ignis Lodge Board APPROVED the appointment of a chief executive designate and named Darren Jaundrill as their preferred candidate. Date of appointment to be confirmed. (ILB/25/7)</b></p>
ILB.2505.2	Recruitment of CDO, CXO and COO	Darren Jaundrill	<p>Board confirmed the role profiles provided the additional information needed.</p> <p><b>Ignis Lodge Board APPROVED the recruitment of the c-suite officers with immediate effect. (ILB/25/8)</b></p>
ILB.25.C1 ILB.25.C2	Capital Programme <b>Redacted (Sensitive)</b> Bid	Darren Jaundrill	<p><b>Board noted the items below the line. Board wished to express support for the proposal at <b>Redacted (Sensitive)</b> for the Midlands Campus.</b> The proposal is another high quality document which is compelling and clearly has sympathetically woven the heritage of the site into the Ignis Lodge story. The board eagerly await the decision from the landowner and funding partners as to whether Ignis Lodge can now proceed.</p> <p>DJ thanked the board for their continued support and advocacy.</p>
<b>Meeting closed 19:44.</b>			



## Items for noting (Below the Line)

Item	Description	Lead	Location
ILB.25.C2	Capital programme	Darren Jaundrill	Attached
ILB.25.C1	<span style="background-color: black; color: red;">Redacted (Sensitive)</span> bid	Darren Jaundrill	Attached

Next Board Meeting: 30 July 2025 1800-1930