HARLOW COLLEGE FURTHER EDUCATION CORPORATION

CORPORATION MEETING

Minutes of the meeting held at Harlow College on
Tuesday 19 May 2026 – 9.30am

Membership:	*Paul Taylor (Chair)	*Neala Goddard-Bird	*Richard Smith
	Caleb Asareaddo	*John Godley	*Karen Spencer
	Caroline Betts	*Stephen Isherwood	*Ian Tompkins
	Matt Braund	*Ayub Khan	*Ed Whittle
	*Julia Fillary	*Ray Levy	*Heather Wilson
***** denotes present	*Vic Goddard	*Lily Lin	

In attendance:
Paul Whitehead, Deputy Principal
Becky Jones, Deputy Principal
Simon Boyce, Vice-Principal
Kirstie Craig, Vice-Principal
Deanne Morgan, Executive Director – Finance
Ruth Lucas, Head of Governance

1 Apologies for Absence

Paul Taylor welcomed Richard Smith to his first meeting and Richard introduced himself.

Apologies for absence were received and accepted from Caroline Betts and Matt Braund due to personal reasons and Caleb Asareaddo as he had an exam at the same time as the meeting.

2 Declaration of Interests

There were no additional declarations of interest.

3 Minutes of the Previous Meeting

The minutes of the meeting held on 26 March 2026 were approved by the Corporation as a true and accurate record of the meeting and were signed by the Chair.

4 Matters Arising

4.1 Matters Arising (minute 4.2 refers)

The Chair of the Corporation wrote to Essex County Council to express concerns about the Velizy Avenue pedestrian crossing on 12 January 2026. The email was read on 15 April 2026 however no response has been received.

Simon Boyce reported that there is a continued sense of nervousness around the use of the crossing. Paul Whitehead reported that additional fencing and barriers have been installed however there is still an issue with the crossing. Karen Spencer reported the crossing is the new standard design with standard timings for a dual carriageway however there is the extra slip road from the

College at this crossing. Neala Goddard-Bird reported that putting in the additional barriers has worked to some extent however the timing is too short and the crossing is heavily used at lunchtimes.

Ian Tompkins agreed to talk to the Leader of Harlow Council about it and the Corporation agreed that this should be followed up again with Essex County Council.

4.2 Any Other Business (minute 18 refers)

Ian Tompkins reported that Harlow Council have announced their intention to block the proposed local government reorganisation due to the costs and timescales. They are not taking an active part in it and legal action has been launched.

5 Audit Committee Reports

5.1 Confidential Minutes of the Audit Committee Meeting – 27 April 2026

The Corporation received and noted the confidential minutes of the Audit Committee meeting held on 27 April 2026.

5.1.1 Confidential Item – Appointment of External Auditors

The Corporation received and considered the report on the appointment of external auditors, presented by Deanne Morgan, Executive Director – Finance.

Deanne Morgan reported that a procurement process had been completed by a panel comprised of the College's procurement advisor, two members of the Audit Committee and College management and reported that the Audit Committee is recommending the appointment of Buzzacott as the College's External Auditors. Three tenders were received and all three were invited to present to the panel. Buzzacott scored the highest both with their tender and after their presentation.

The Corporation approved the recommendation of the Audit Committee to appoint Buzzacott as the External Auditors for three years (2025/26, 2026/27 and 2027/28), with the option to extend to 5 years (2028/29 and 2029/30) subject to procurement legislation.

6 Search and Governance Committee Report

6.1 Search and Governance Committee Meeting Summary Report

The Corporation received and noted the summary report of the Search and Governance Committee meeting held on 5 May 2026.

6.1.1 Minutes of the Search and Governance Committee Meeting – 5 May 2026

The Corporation received and noted the minutes of the Search and Governance Committee meeting held on 5 May 2026.

6.1.2 Membership of Harlow College Further Education Corporation

The Corporation received and considered the Search and Governance Committee's recommendations for membership of Harlow College Further Education Corporation.

The Search and Governance Committee recommended the appointment of Tom Fogden as a Governor of Harlow College Further Education Corporation for a period of four years, commencing on 1 June 2026. Karen Spencer provided Governors with some information on Ada, the national college for digital skills, of which Tom is the Chief Operating Officer.

Ruth Lucas highlighted the email she had sent on Committee membership and asked Governors to reply to her by 2 June 2026. Following on from this, Tom will be allocated to a Committee.

The Corporation unanimously approved the Search and Governance Committee's recommendations. Tom Fogden was appointed as a Governor of Harlow College Further Education for a period of four years, commencing on 1 June 2026.

6.1.3 Code of Conduct for Corporation Members

The Corporation received and considered the report on the Code of Conduct for Corporation Members, presented by Ruth Lucas, Head of Governance.

Ruth Lucas reported that the College's Governance Solicitors, Eversheds, produce a Code of Conduct for Corporation Members which is signed by Corporation members. Governors were informed that the updated version is the twentieth edition and that the Search and Governance Committee recommends to the Corporation the approval of the revised Code of Conduct for Corporation Members.

The Corporation approved the revised Code of Conduct for Corporation Members and the declaration was signed by Governors.

7 Resources Committee Reports

7.1 Resources Committee Meeting Summary Report

The Corporation received and noted the summary report of the Resources Committee meeting held on 12 May 2026.

7.1.1 Minutes of the Resources Committee Meeting – 12 May 2026

The Corporation received and noted the minutes of the Resources Committee meeting held on 12 May 2026.

7.1.2 DfE Financial Health Rating Letter and Governing Body Finance Dashboard

The Corporation received and considered the DfE financial health rating letter and the Governing Body Finance Dashboard, presented by Deanne Morgan, Executive Director – Finance.

Deanne Morgan reported that this is a standard letter which colleges receive annually based on the Financial Statements' submission to the DfE and their observations. The information gives Governors and the College assurance on what they already know.

A Governor reported that the Governing Body Finance Dashboard has some benefits and that it gives Governors reassurance on what they are being told and information being given in meetings, which is testament to the Finance Team.

The Corporation noted the DfE Financial Health Rating Letter and the Governing Body Finance Dashboard.

7.1.3 Management Accounts for the period 1 August 2025 – 31 March 2026

The Corporation received and considered the management accounts for the period 1 August 2025 – 31 March 2026, presented by Deanne Morgan, Executive Director – Finance.

Governors were informed that the management accounts were presented to and discussed in detail by the Resources Committee at its meeting on 12 May 2026.

Governors were given the opportunity to ask questions.

The Corporation noted the management accounts for the period 1 August 2025 – 31 March 2026.

8 Design and Build Company for Building Construction

The Corporation received and considered the report on a design and build company for building construction, presented by Deanne Morgan, Executive Director – Finance.

The Corporation was reminded that setting up a design and build company for STAC as a College subsidiary had been previously discussed and agreed to be explored. Setting up such a company would maximise the funding the College has available for STAC Phase 2. This would allow VAT to be claimed back on all aspects of the design and build, rather than just on the construction costs. This would equate to a £600k saving on the non-construction cost elements of the project.

Governors were informed that professional advice has been sought from Buzzacott on setting up such a company and that legal advice is currently being obtained. Buzzacott will continue to provide accountancy and advisory services and that the proposals on how to set up the subsidiary have been provided by Buzzacott.

Deanne Morgan highlighted the proposals in the report which include appointing two directors (a Deputy Principal and a Vice-Principal), adopting the model Articles of Association, opening a bank account and securing a start-up loan from the College. The subsidiary would not employ any staff however the costs of College staff working on the project and overheads will be recharged from the College to the subsidiary. The subsidiary would be wholly owned by the College. An Indemnity Guarantee from the College to the subsidiary for liability and losses will be agreed.

The subsidiary would have to comply with HM Treasury's Managing Public Money guidance, with accounts being prepared and submitted by the deadline and grouped into the College accounts, signed off by the Accounting Officer. The Directors will have meetings to sign off the accounts and any other statutory returns that are required.

Governors noted that the College previously had subsidiary companies and that setting up this one would not be classed as novel, contentious or repercussive.

A Governor asked what opportunities there might be in the sub-contracting arrangements for College students and alumni. Paul Whitehead reported that this would be later in the process when contractors are appointed.

A Governor asked at what point legal advice will be sought. Deanne Morgan reported that the College is waiting to hear from the lawyers recommended by Buzzacott with their advice. A Governor asked if it would be prudent to wait until this advice is received before making a decision. Deanne Morgan confirmed that the legal advice is for how the subsidiary will be set up, not the actual set up process. A Governor asked if legal advice would be sought at every step and Deanne Morgan reported it would be when decisions are needed to be taken. The College is being led by Buzzacott and their professional advice.

A Governor asked about the Articles of Association and directors' responsibilities. Deanne Morgan reported that Buzzacott are recommending the adoption of the model Articles of Association.

The Corporation was informed that the subsidiary would report into the Resources Committee however the Audit Committee will ensure that all duties are being met.

The Corporation approved the establishment of a design and build subsidiary for building construction as per the proposals in section 4 of the report.

9 Any Other Business

Ruth Lucas reported that there is a new requirement for colleges to submit a Strategic Planning Transition Statement to the DfE by 6 July 2026.

The guidance does not specifically asked for sign off by the Corporation however it asks if the statement will be shared with the Chair of the Corporation and whether the Corporation will be actively engaged in considering the College's strategic preparedness in response to qualification reform.

With this in mind, the Corporation agreed to delegate the consideration and approval of the College's Strategic Planning Transition Statement to the Standards and Curriculum Committee.

10 Dates of Future Meetings

Summer Term 2026	Thursday 09 July 2026 *(To be held at STAC)*	9.30am