

**MEETING OF THE CORPORATION OF MACCLESFIELD COLLEGE**

**TUESDAY 9 DECEMBER 2025 AT 9:30AM**

**VELOCITY BOARDROOM**

**Clerk:** Ms S Gardiner

In attendance	C Johns, (Chair), M Wright, G Bristow, R Kay (Principal), P Hunter, R Milkins, I Cass, H Taylor, D Rutley, R Charlton, J Lewis
Apologies	M Botwe, I Jones, B Oultram (Student)
Non-governor attendance	A Farrar (Director of Finance) S Catania (for Item 7iii only)

ACTIONS	RESPONSIBLE	DEADLINE
Temperature test to be undertaken against the SAR outcomes	SM	Feb 2025
Impact of Enrichment Programme to be shared with the Board	SC	Feb 2025

**MINUTES**

**Item Title**

**1. Welcome and Apologies for Absence**

The Chair welcomed Members to the meeting. Apologies were received from M Botwe, I Jones and B Oultram. The Director of Governance also informed the Board that Member Mr E Kennedy had resigned with immediate effect due to a change in employment.

**2. Declaration of Members' Interest**

There were no declarations of Members' interest.

**Papers received had been uploaded to Decisions and were available to Governors one week prior to the meeting.**

**3. Minutes from the meetings held on 21 October 2025.**

**To confirm and approve the Part 1 Minutes of the meetings held on 21 October 2025.**

The minutes of the Corporation meetings held on 21 October 202 were approved as an accurate record.

**4. Matters arising from the meeting held on 21 October 2025.**

The Director of Governance confirmed that all actions had been completed and advised that arrangements for JISC to attend a Board meeting will be arranged in the New Year.

## 5. Business

**Sandy Hogg from Wylie & Bissett joined the meeting for this agenda item only via Teams.**

- i. To receive and approve the Audit Findings Report for year ending 31 July 2025 from Wylie and Bissett and to approve the Report and Financial Statements for the year ending 31 July 2025, together with the letters of Representation to be signed on behalf of Corporation by the Chair.**

The Audit Findings Report for the year ending 31 July 2025 was presented by Sandy Hogg from Wylie and Bissett. Key risks prescribed under ISA standards, including revenue recognition and management override, were thoroughly audited, with no issues identified. Pension fund viability was confirmed, and the going concern assumption was deemed appropriate despite ongoing merger discussions. Regularity audit findings affirmed adherence to procurement rules, financial regulations, and value-for-money principles. Recommendations included revisiting the Ofsted rating from 2023 and addressing areas requiring improvement.

**The Financial Statements and Letter of Representation were approved and will be duly signed by the Chair of the Corporation.**

- ii. To approve Annex C Macclesfield College Self-Assessment Questionnaire**

The Director of Finance presented the Self-Assessment Questionnaire for 2024/25, which provides assurance that the College continues to operate with propriety, value for money and compliant with all finding and regulatory requirements.

The Director of Finance reported that the College has strong controls around all income streams and confirmed that the Board can be assured that financial decisions are made within a clear scheme of delegation, supported by monthly management accounts and robust risk management.

The assessment confirms a strong culture of financial management and effective governance. The Director of Finance confirmed to the Board that she is satisfied that the College continues to meet the expectations of regularity and accountability.

**The Annex C Macclesfield College Self-Assessment Questionnaire was fully approved.**

- iii. To receive the College Accounts and Executive Summary relating to the period ending October 2025.**

The Director of Finance presented the College Account and Executive Summary relating to the period ending October 2025 and noted the following points:

- Financial health of the College remains Good.
- Total operating costs stands at £3k ahead of budget.
- Income in relation to High Needs is projected a full year shortfall of £140K which reflects the reduced allocation numbers agreed with the Local Authority and the increase of High Needs students.
- Commercial streams have seen an increased income, particularly in catering and student transport, due to the rise in student numbers.
- Pay as a percentage of income is at 63.1%, below the sector benchmark of 65%.
- Cash days stand at 19, which remains below the target benchmark set by the DfE of 40 days.

**CHALLENGE: A Member queried whether gearing is an included trigger for financial intervention.** The Director of Finance confirmed that gearing forms part of the financial health criteria.

**CHALLENGE: A Member commented on the College estate, noting it is a good financial asset.** The Principal confirmed that whilst the College estate was a financial asset it is no longer fit for purpose, in that we have more students applying than we can accommodate. Investment is required to improve one of the College buildings and confirmed that this will be rectified following the proposed merger.

**iv. To receive the DfE Financial Dashboard for Governors**

The Director of Finance presented The DfE Financial Dashboard 2024/2025. **The Governors reviewed and approved the document.** The dashboard reflected the financial position of the College.

**6. KPI's**

The Principal shared the draft KPI document with the Board to provide oversight of how the College is performing. A final version will be shared with Members at the February Corporation meeting.

**7. Quality & Curriculum**

**i. Learner Voice Report**

The Principal advised that the report writer was unable to attend the meeting and therefore tabled the report for Members information.

**ii. To approve the College's Self Assessment Report 2024/25 and College Improvement Plan**

The Principal confirmed that the College had self assessed as follows:

Overall effectiveness	<b>Good</b>
Quality of Education	<b>Good</b>
Behaviour and Attitudes	<b>Good</b>
Personal Development	<b>Good</b>
Leadership and Management	<b>Good</b>
Contribution to skills needs	<b>Strong</b>
Safeguarding	<b>Effective</b>

**Provision Types**

Education programmes for Young People	<b>Good</b>
Adult Learning programmes	<b>Good</b>
Apprenticeships	<b>Outstanding</b>
High Needs Learners	<b>Good</b>

The Principal shared a detailed executive summary of the SAR and noted the following key points

- The College continues to deliver high quality education and training that meets the needs of learners, employers and the regional economy. Significant strategic improvements since the Ofsted inspection have resulted in consistently high achievements, strengthened teaching and a culture rooted in values, accountability and high expectations.
- High levels of achievement, with overall achievement at 87.4% exceeding the national of 85.5%.
- GCSE English and maths progress is significantly above national comparators, with exceptional English resits outcomes at 97.3% pass rates.
- The College has an outstanding apprenticeship provision, with a comprehensive enrichment programme which supports resilience, wellbeing, professional behaviours and understanding of modern British values.
- Governors provide a high level of challenge and strategic oversight. Leaders have embedded a values driven culture, strengthened middle leadership through Programme Leads, stabilised staffing in key curriculum areas and enhanced CPD through the BeXtraordinary programme.
- Areas for improvement include attendance in English and maths, external work experience opportunities and further embedding of stakeholder partnerships.

The Principal concluded that the College has demonstrated significant sustained improvement, delivery strong outcomes, exceptional apprenticeship provision and curriculum that is both ambitious and responsive to the region's skills needs. Teaching quality, learner experience and the safeguarding culture are consistently strong. Leadership and governance are strategic, values led and impactful.

**CHALLENGE: A Member wished to comment that the report was excellent and shows the changes that the Senior Management Team have implemented. It was requested that the Board are updated on the impact of the changes to enrichment.** The Principal advised that this would be reported on at the next Corporation Meeting.

**CHALLENGE: A Member queried in light of the pending reinspection by Ofsted is there anything that needs further improvement?** The Principal confirmed that the recommendation made by Ofsted have all been implemented. A brand new Student Hub has been put in place, increasing student access to support and we have recruited a new staff member to focus specifically on enrichment.

**CHALLENGE: A Member commented that the outcome of the self assessment was good, however queried whether it would be useful to temperature test the results of the self assessment.** The Principal agreed that this would be very useful and would liaise with the Interim Deputy Principal to ensure this is carried out.

**The College's Annual Self Assessment Report 2023/24 and the College Improvement Plan were approved by the Corporation.**

### iii. Annual Safeguarding Report

The Director of Student Services, Seb Catania, joined the meeting for this item only.

SC presented the annual safeguarding report and noted the following points:

- A total of 340 students were supported during the 24/25 academic year, with 571 incidents reported.

- Mental Health cases dropped by 22% from the previous year, however peer on peer cases increased by 134%.
- 81% of students that opened safeguarding concerns were retained.
- All staff completed mandatory safeguarding training which is robustly monitored for compliance. The safeguarding team, College Counsellor and the Operational DSL have all attended a number of professional development sessions run by the Local Authority and other external agencies to ensure best practice is shared.
- Actions for the academic year 25/26 include the introduction of the Director of Student Services, creation of the Student Hub to provide students with a safe space on campus to access support independently, continuing to strengthen the culture of safeguarding, full review of recording capabilities to ensure effective record keeping alongside accurate data analysis and the implementation of Mental Health Support Team wave 11 programme.

SC added that considerable work is being undertaken to ensure transition data from schools is obtained. 'Get to know me' sessions have been added to the PASS programme to assist with this and to ensure student are provided with the correct support from day 1. SC advised that the enrolment process is also being reviewed in order for any safeguarding/welfare concerns are captured as early as possible.

**The Board thanked the Director of Student Services for his clear and concise report and wished to complement him on the changes that have been implemented to continue to improve student support.**

The Director of Student Services left the meeting.

## 8. Audit Committee

The Audit Committee Chair advised that the Committee met on 11 November 2025 and the minutes of that meeting have been made available to the Board for their review.

The Chair confirmed that the Audit Findings Report was presented with no recommendations. It was noted that cashflow had improved from the previous year and the auditors were satisfied to continue to adopt the going concern basis.

Internal Audits have been completed for Counter Fraud and Student Records. Counter Fraud received 3 recommendations which have all been actioned. The Student Records Audit came back with no recommendations, which is extremely rare. The Auditors noted that this was one of the best outcomes they had seen. The Board wished to congratulate the team on this brilliant outcome.

The Chair confirmed that the internal audit for Payroll, Expenses and Benefits has been postponed due to staff absences and was carried out w/c 17 November 2025, an update will be available following the Audit Committee Meeting in March 2026.

The following audits will be carried out this academic year:

- Risk Managements (4 days)
- Financial Controls (5 days)
- Payroll, Expenses and Benefits (6 days)
- Health and Safety Management (6 days)
- Student Records (Bursary) (5 days)
- Cyber Security (5 days)
- Follow Up (3 days)

**The Chair of the Audit Committee invited the Board to:**

- i. receive the Annual Risk Report**  
**The Annual Risk Report was reviewed and approved.**
- ii. receive the annual Review of Risk Appetite**  
**The Annual review of Risk Appetite was reviewed and approved.**
- iii. receive the Annual Report of the Audit Committee to the Corporation**  
**The Annual Report of the Audit Committee to the Corporation was reviewed and approved.**

## **9. Search and Governance**

The Director of Governance confirmed that the Search and Governance Committee met on 25 November 2025 and to note the contents of the minutes.

**The Director of Governance requested C Johns and R Charlton to leave the meeting at this point.**

The Director of Governance confirmed that the terms of office for both C Johns and R Charlton were due to expire in 2026 and recommended that their terms be renewed for a further term (4 years). Mrs C Johns has successfully Chaired the Corporation for a full academic year and has received a positive annual review. Mrs Johns has a full understanding of the Board practices and brings with her extensive financial experience. Mrs Johns is also the Link Governor for finance.

The Board is also asked to consider the reappointment of Mrs R Charlton. Mrs Charlton brings a wealth of knowledge in HR and culture and is currently the Link Governor for Skills and Careers.

**The recommendation that both Mrs Ceri Johns and Mrs Rachael Charlton serve a second term (4 years) as the Corporation Chair and Member was approved.**

**Mrs C Johns and Mrs R Charlton rejoined the meeting.**

### **To receive and approve the Annual Governance Report 2024/25**

The Director of Governance provided a summary of the Annual Governance Report and noted the following points:

- As of 31 July 2025, the Corporation was made up of 15 Members. The Corporation met 7 times over the academic year which included 2 strategic planning days.
- The External Governance Review which was due to take place in 2025/26 has been postponed in light of the proposed merger. The Director of Governance confirmed that this postponement had been agreed by the DfE.
- Governor attendance to Corporation Meetings in 23/24 was 77%. The KPI is 80%. Attendance had been affected by a minority of Members not attending all meetings. The Director of Governance confirmed that attendance is closely monitored and assurances had been sought from those Members that attendance will improve this academic year.
- The Internal Governance Review was completed in March 2025, with a successful outcome.

The Director of Governance confirmed that the following documents were shared at the Search and Committee meeting:

## **Code of Conduct 19<sup>th</sup> Edition**

The Director of Governance presented the updated Code of Conduct (19<sup>th</sup> edition) to the Board. It was explained that the updates made were minimal, stating that links to documents had been updated and formatting changes. The Director of Governance advised that an additional consent form had now been included for Members to sign to confirm that they had received and read the document and that they agree to abide by its contents. It was agreed that this confirmation will be sent to the Director of Governance via email.

## **FE Corporations Governance Guide**

The Director of Governance provided the new version of this guidance and advised that this guide is to be reviewed by all members for their information. The Director of Governance confirmed that the core functions of the Corporation had not changed and the 6 main duties under charity law has also not changed.

The Director of Governance confirmed that these documents are statutory for all Board Members to review.

**All documents presented by the Search and Governance Committee were approved by the Board.**

### **10. Link Governor Updates**

Member, Richard Milkins, confirmed that he met with the Director of Corporate Services in October, at which enrolment, staffing, marketing, school liaison and events were discussed at length. Mr Milkins shared that he was extremely impressed with the achievements of the team and had no concerns to raise with the Board.

Governor Learning Walks are scheduled for 10<sup>th</sup> December and the Director of Governance confirmed Member attendance.

### **11. Date and Time of Next Meeting**

The next Corporation Meeting will take place on Tuesday 3 February 2026 at 9:30am at Macclesfield College.

### **12. Merger Update**

**Nic Tomlinson, Project Manager from Rockborn, joined the meeting for this agenda item only.**

Mrs Tomlinson (NT) confirmed her position as the Project Manager for the proposed merger. NT advised that the main focus of the merger process at this point was the due diligence process, both legal, financial and funding. The final reports will be presented at the Transition Group Meeting in January, with final approval being sought from the Board on 3 February 2026.

NT confirmed that workstream meeting are continuing with various members of the College staff, looking at all elements of the College operations.

NT confirmed that as part of Type B Merger process public consultation was a legal requirement. This will be a joint consultation, the outcome of which will be presented to the Transition Steering Group, with final approval being sought from the Board on 19 March 2026. Once approved, the consultation report will be made public at the end of March.

**CHALLENGE: A Member queried whether there was a financial model for the combined College and who was responsible for this.** NT confirmed that a 3 year financial plan is being produced jointly by the Director of Finance at Macclesfield College and her equivalent at Cheshire College South and West. The Director of Finance confirmed that £1m will be built into the plan to ensure the smooth amalgamation of the IT infrastructure.

**CHALLENGE: A Member queried how the current college culture will be protected post-merger.** NT confirmed that the HR workstream meetings were going well and the strategic vision for the new merged college will be considered via the Transition Steering Group.

**CHALLENGE: A Member queried the new structure of the merged college and whether this would be made available prior to the merger date.** NT confirmed that the new structure will be developed post-merger and all staff will be protected under the TUPE provision.

**CHALLENGE: A Member queried whether there were any redundancies included within the financial plan.** NT confirmed that the financial plan is based on no redundancies, however the natural movement of staff based on individual choice and role alignment based on strategic need would be out of the managements control.

**CHALLENGE: A Member queried whether the Board had an obligation to agree with the content of the Public Consultation Report.** NT confirmed that as a Board, you have a legal obligation to review the report, however you are not legally bound by its content.

**CHALLENGE: A Member queried whether the proposed merger timeline was too ambitious and could all deadlines be met.** NT confirmed that the timeline is realistic and sees no reason why the pre-merger process would not meet the proposed timeline and merger date on 1 August 2026.

**The Chair wished to thank Nic Tomlinson for her attendance, following which Nic Tomlinson left the meeting.**

### **13. Impact**

The Chair shared that the importance of recognising and celebrating the positive outcomes of various initiatives and programmes was of real impact. Members reflected on the role of the Student Hub in fostering a supportive environment for students, highlighting its contribution to building student confidence and encouraging them to seek help in a calm and welcoming setting. The board acknowledged the need for staff across all departments, including reception and student services, to be equipped with the skills and knowledge required to effectively address student needs.

The Chair also wished to comment on the success of the recent audits and the improved financial position of the College.