Solihull College and University Centre

Minutes of the meeting of the Search and Governance Committee held on Wednesday 15th April 2026 on TEAMS.

Present	Paul Assinder - Chair and Chair of Governors Tony Lucas - Vice-Chair of Governors Christine Abbott Rebecca Gater - Principal and Chief Executive Cheryl Pidler
In Attendance	Sam Bromwich - Director of Corporate Governance, Risk & Compliance Tina Taylor - Senior Governance Officer Heather Cross – Rockborn Associates (observer)
Apologies	None

1. **Welcome and Apologies**
The Chair welcomed all attendees to the meeting. It was noted that Heather Cross was observing as part of the External Board Review process.

2. **Declarations of Interest in relation to this Agenda**
There were no new declarations of interest received.

3. **Minutes and Actions of the Meeting held on 30th September 2025 and Matters Arising**
The minutes held on 30th September 2025 were shared and **APPROVED**.

   The Committee reviewed progress against the actions from the previous meeting.

   The committee discussed the previously agreed action to explore a governors-only meeting. Views were mixed; however, the majority considered there would be value in holding at least one governors-only session per year, particularly to allow collective reflection ahead of individual self-assessment discussions. Governors queried the purpose and added value of such a meeting given the existing openness of Corporation and committee discussions. It was agreed that the session should have a clear purpose and be linked to the annual self-assessment process. **ACTION**

   Relating to the Staff and Governor event (BBQ), the committee noted that calendar invites had gone out to all staff for the event. It was stressed that this was an informal event for governors to thank staff for their hard work.

4. **Membership Report**
The report gave information on the composition and membership and any vacancies of the Corporation and its committee's and to advise Corporation on any appointments necessary and recommend any extended terms of office.

   Louise Parry Appointment: The Senior Governance Officer reported on the successful recruitment process for a new governor, Louise Parry, whose appointment was endorsed by the committee. The committee were informed about the high volume of high candidates for the role. ***Following a governor query*** about the improved candidate response, it was explained that direct outreach to networks and the use of West Midlands Jobs was very positive, rather than external agencies, contributed to the higher quality and quantity of applicants. The committee were advised that the team will retain details of strong candidates for future vacancies.

The committee were asked to recommend to Corporation the appointment of Louise Parry as Full Member effective 1st June 2026 which was **APPROVED.**

Student Governor Recruitment: an update was provided outing ongoing efforts to recruit new student governors to replace outgoing members, with deadlines set and collaboration with student services to ensure continuity.

Other Vacancies and Succession: The Committee were advised that the Corporation will now operate with one Vice Chair position. The Chair explained the reasons for not continuing with a second Vice Chair role, while noting that the position could be retained in principle should it be required to support a Chair Designate arrangement for the remainder of the current Chair's term of office, which concludes in 2027. The Committee were further advised that the Chair had previously undertaken such a role and found it to be a positive and beneficial arrangement prior to his appointment as Chair.

The Chair discussed the need to fill a vacancy on the Financial Oversight Group (FOG) group, agreeing to address it offline. **ACTION**

5. AoC Code of Good Governance Action Plan 2025 – 2026 Review of Actions

The committee reviewed the progress on the AoC Code of Good Governance action plan, addressing formatting issues, clarifying actions on stakeholder engagement, and discussing governors' roles in staff surveys and employer boards.

The Senior Governance Officer acknowledged the current action plan's formatting challenges and committed to improving its presentation for clarity and usability in future meetings. **ACTION**

A governor sought clarification on actions related to stakeholder engagement. The Director of Corporation Governance Risk & Compliance and the Principal and CEO explained the intent to incorporate staff feedback about the corporation into future staff surveys and to formalise governors' engagement with employer boards. **ACTION**

6. Governors Annual Priorities Action Plan

The committee reviewed the action plan and discussed progress on governors' annual priorities.

A governor expressed concern regarding the limited timeframe for reviewing the governance model. The Director of Corporate Governance, Risk & Compliance acknowledged that additional time may be required to enable appropriate discussion, noting that consideration may extend into the next academic year and would be informed by the outcomes of the External Board Review. It was suggested a Governors Development Day for further discussion if substantial changes are proposed, with implementation potentially from the next calendar year 2027.

It was agreed to bring the annual priorities and any proposed changes to the full corporation for wider input and decision-making. **ACTION**

7. External Board Review – verbal update

The Director of Corporate Governance, Risk & Compliance provided an update on the external board review, confirming that the process is on track, with extensive data gathering, meeting observations, and ongoing communication with governors.

8. Recruitment Update

Discussed under item 4.

9. EMT Structure

The Principal and CEO recommended the use of FE Associates for recruiting the Deputy Principal (Education) and two other executive roles, based on their sector experience and innovative tools. She further proposed a diverse interview panel, including governors with relevant skills and backgrounds, to ensure fair and representative selection, with agreement from the committee.

A governor sought clarification on the new roles and reporting lines, with the Principal and CEO explaining the structure and the rationale for the new posts as detailed in the proposed new Structure

The committee supported the appointment of FE Associates, citing their expertise and the benefits of appointing a single provider to undertake all elements of the work. The Principal and CEO advised that she had also experienced FE Associates from a candidate perspective and noted that they provided strong candidate management, support and effective communication.

The committee agreed on a two-day selection process, with governor involvement in both selection activities and panel interviews and emphasised the importance of clear communication about the new roles.

The committee **APPROVED**, the use of FE Associates for recruiting the Deputy Principal (Education) and two other executive roles.

10. Succession Planning Map – Standing item verbal update

The Succession Planning document was noted for information and discussion.

Discussion took place regarding the overlapping end of terms of office for the Chair and Vice Chair in 2027. It was agreed that the recruitment process for the Chair and Vice Chair roles should commence in the autumn term. Governors suggested initially seeking expressions of interest from governors, with an external process to be considered should no internal candidates come forward.

It was agreed that a six-month recruitment process would be sufficient to make appointments. ***Following a governor question*** about whether not running an external process would be viewed negatively by the FE Commissioner, it was noted that, provided there is a clear and well-structured succession plan, it is good practice to allow internal governors the opportunity to apply. It was further confirmed that there is no requirement to undertake an external process, except for colleges in intervention.

A governor recommended that, where an external appointment is required, a minimum six-month process would be necessary and potentially longer. It was agreed that a formal request for expressions of interest would be issued at the start of the next academic year, with the matter being raised at the July Corporation meeting to allow governors time over the summer to consider and discuss this as part of the self-assessment process. **ACTION**

<u>Skills Audit discussion</u>

The committee discussed the limitations of the current skills audit, agreeing to form a small group to clarify its purpose and redesign the process to better capture governors' applied knowledge and development needs.

Governors highlighted that the current audit does not effectively capture how governors apply their skills and knowledge, and that the survey questions may be interpreted inconsistently. It was suggested that that the committee first clarify the audit's purpose whether for identifying board gaps or supporting governor development before redesigning the process, possibly splitting it into two distinct tools. **ACTION**

11. Attendance Report 2025/2026

A copy of the attendance report progress to date was shared for information.

The committee reviewed attendance data for governors, agreeing to adjust reporting formulas to reflect actual attendance and discussing individual cases where attendance had been affected by personal circumstances.

Rebecca pointed out that the current attendance figures may appear low due to counting potential rather than actual meetings. The Senior Governance Officer agreed to review and correct the formulas. **ACTION**

Referring to individual attendance issues, the Chair and the Director of Corporate Governance, Risk & Compliance confirmed that they monitor attendance closely and have addressed individual cases with affected governors, ensuring support and understanding of their circumstances.

12. Self Assessment Process 2026 – Verbal Update

The committee discussed the annual self-assessment process, considering a lighter-touch approach due to the concurrent external board review and exploring options for more meaningful and less burdensome feedback. The Director of Corporate Governance, Risk & Compliance explained that there is no requirement to have a self-assessment in the same year as the board review however, it could be helpful to do something light touch.

The Chair and the Director of Corporate Governance, Risk & Compliance explained that the usual self-assessment is time-consuming and may overlap with the external review, prompting consideration of a streamlined or hybrid approach.

The committee discussed alternative approaches and suggested replacing the questionnaire with a discussion guide for small group or one-to-one conversations, allowing for more focused and valuable feedback and proposed offering governors a choice between group and individual meetings, with the option for one-to-one discussions for those with specific concerns or aspirations. **ACTION**

13. EDI Summary

The Senior Governance Officer sought feedback on the EDI report's clarity and usefulness, and the Chair requested the addition of college demographic data for context. **ACTION**

14. Draft Meeting Dates 2026/2027

The committee reviewed draft meeting dates for the coming year, agreed to adjust for potential clashes and SIG meetings, and confirmed the annual review of committee terms of reference.

The Senior Governance Officer noted that meeting dates are provisional pending confirmation from marketing, and it was agreed to remove Property SiG meetings from the main schedule and to move the Remuneration committee meeting to earlier in the term. **ACTION**

The meeting dates were **approved, subject to the suggested changes.**

15. Terms of Reference – Progress Review

The Director of Corporate Governance, Risk & Compliance confirmed that the committee's terms of reference had been recently reviewed as part of the review of the Governors Handbook, and only minor updates were expected.

16. Confidential Item

Confidential item – not for publication

17. Any Other Business

Mandatory Training Report was shared for information

The committee discussed compliance with mandatory training, particularly cyber security, agreeing to reinforce communication about training schedules and consequences for non-completion.

A governor suggested reminding governors that mandatory training modules are released on the first of each month via a WhatsApp reminder.

The Director of Corporate Governance, Risk & Compliance outlined a new process where access to college systems will be restricted for those with three outstanding training modules, emphasising the importance of compliance for cyber security.

18. Date and Time of Next Meeting

To be confirmed.

The meeting concluded at 5.40pm