



**Imperial College Union Board of Trustees**

**01/05/2019**

<b>AGENDA ITEM NO.</b>	16
<b>TITLE</b>	Board of Trustees Composition
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<b>EXECUTIVE SUMMARY</b>	The current make up of the Board of Trustees leads to regularly occasions of a lower number of external trustees being present than designed. This paper provides information to see whether Board wishes to change the make up.
<b>PURPOSE</b>	Discussion and decision if consensus is present
<b>DECISION/ACTION REQUIRED</b>	Decision on whether to alter the number of External/Alumni Trustees.

## Board of Trustees Composition – A look at increasing the number of External Trustees

The Board of Trustees current make up is outlined in the Imperial College Union Bye-Laws. This states that there shall be the following trustees:

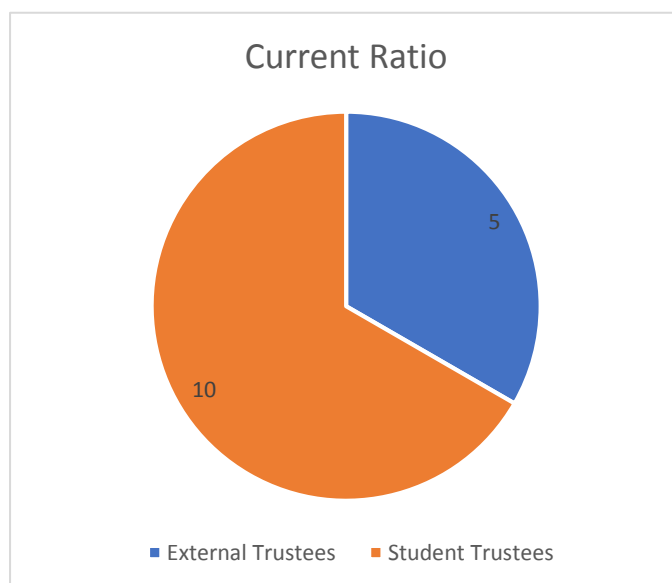
- 5 elected Officer Trustees (OTs)
- 2 elected Student Trustees
- 2 appointed Student Trustees
- 1 Council Chair
- 1 Alumni Trustee
- 4 External Trustees

For the sake of this paper “Student Trustees” will refer to the OTs, the Council Chair, and the 4 Student Trustees. References to External Trustees shall also include the Alumni Trustee.

This make up has been deliberately been built up to ensure that there is a majority of students so that we truly are a student lead organisation while still ensuring that an appropriate level of experience and external opinion is held within the room for informed discussion. This was debated by previous years Trustees.

In reality a full attendance is very rare at Board or its subcommittees. While this only occasionally leads to issues surrounding quorum, it has repeatedly been difficult to ensure that a wide range of views in the room to hold informed discussions. This is largely due to the small number of External trustees – if one is unable to attend a significant proportion of experience is lost. This paper invites discussion on the addition of a further external or alumni (or combinations) trustee.

### The Current Situation



#### Pros:

- Majority students so maintaining student led organisation
- Significance that students have a “voting majority”

#### Cons:

- For subcommittees to make quorum with the current divide the dates are dictated by the chairs attendance
- In the event of an external trustee leaving the subcommittee system more or less breaks down.

- While this may be the desired ratio, **history shows it is more common for**

**external trustees to not be able to attend** (by percentage) as the below information shows.

Board of Trustees			
Date	External present	Student present	Ratio
28/06/2018	3	8	2.666667
24/10/2018	4	8	2
12/12/2018	4	8	2

20/02/2019	4	8	2
26/10/2017	3	9	3
23/05/2018	5	8	1.6
27/10/2016	3	9	3
01/02/2017	3	9	3
24/05/2017	3	8	2.666667
01/02/2018	4	8	2

Here we see over the past three years in 50% of Board of Trustee meetings only three External Trustees were present and also 50% had considerably higher ratios than the pre discussed 2:1. In this time only on 1 occasion was there a lower ration than 2:1. Only once in three years have all external trustees been able to attend. Currently on average Student Trustees attend 83% of Board meetings and External Trustees attend 72%. This means that in practice the ratio in 2.31: 1.

#### Proposal:

The adding of one more additional external/alumni trustee. This would, continuing current attendance trends, adjust the ration from 2.31 to 1.92. This is much closer to the desired ratio in practice and would also provide greater external expertise to be present.

Board is asked to discuss whether they feel that commonly having only three external trustees in the room provides the Union with sufficient assurance that it has a truly informed and functioning Board of Trustees with a range of expertise.