Imperial College Union
Board of Trustees / 23 July 2025

Board Subcommittees: Updated Membership for 2025/26 and Terms of Reference Review

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Purpose: To note Terms of Reference and to approve subcommittee appointments

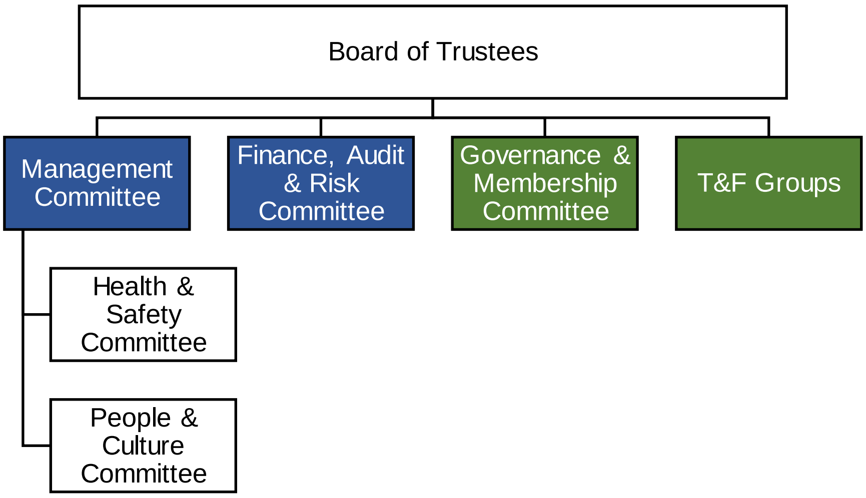
Action(s): To note and to approve

1. Context

This yearly paper aims to be helpful opportunity (particularly for incoming trustees) for the Board to review its subcommittees' Terms of Reference, and to update the Board regarding which incoming Deputy Presidents and Student Trustees are proposed to be appointed to serve on Finance, Audit & Risk and Governance & Membership subcommittees, in accordance with those subcommittees' Terms of Reference/membership. The objectives, activities and powers of Sub-Committees are codified in clauses of the Union's Byelaw B (Trustees), however, subcommittee *membership* is not, and has previously tended to be established by Terms of Reference Board papers such as this one (see TB/20-21/07).

2. What are our current Board subcommittees?

The diagram below is not a full organogram as it focuses on the "corporate" sub-committee aspect of the organisation, i.e., it does not include Union Council and its subcommittees (as the organogram can then get quite large!).



Keys

Blue	=	Standing Committee (meets regularly)
Green	=	Ad hoc (meets annually and then as required)
T&F Groups	=	Taks & Finish groups (set up for the lifespan of a particular project)

3. How have the proposed Student Trustee/OT appointments to subcommittees as detailed below come about?

The Union President circulated an email to ask incoming student and officer trustees to indicate a preference regarding upon which subcommittee they would like to serve. The proposed appointments in this paper are aligned as close as possible with those preferences and have been communicated to incoming student and officer trustees.

4. Subcommittee Terms of Reference and proposed student/officer trustee appointments

Management Committee

A number of years ago this was called the “Leadership Group” for the organisation, but was renamed Management Committee for formalisation and is included in Byelaw B; for transparency and accountability in a democratic organisation, the role of Management Committee should be set down in writing and placed on a ‘constitutional footing’.

Why is it needed?
The committee adds value due to:

- Increased experience and expertise provided by the SMT and OTs in terms of managing the Union and its activities.
- Interpretive student representation/input through OTs to complement SMT sector experience.
- Increased agility and speed to make delegated tactical decisions more quickly on behalf of the Board.

Principal purpose
The principal purpose of the Management Committee is to take day-to-day decisions on behalf of the Board on the running of the Union and deliver the strategic plan.

Specific objectives, activities and powers
Specific objectives and activities of the committee outlined in Byelaw B include:

- Lead on the development and delivery of the annual planning, budgeting and monitoring rounds.
- Approve operational policies and procedures related to the services and activities of the Union.
- Approve plans for major projects that affect all areas of the Union.
- Lead the development of and propose items for consideration by the full Board.

Composition of the committee
Managing Director (Chair)
All Officer Trustees
SMT members (appointed by the MD)
Other Sabbatical Officers as required

Lifespan, frequency and reporting
The committee should usually meet about once a month.
A summary report should be provided to each Board on key discussions / work.

Finance, Audit & Risk Committee

Why is it needed?
The committee adds value due to:

- Increased experience and expertise provided by External Trustees in terms of financial management.
- Increased assurance provided for the Board in terms of detailed consideration of matters related to finance, audit and risk.

Principal purpose
The principal purpose of the Finance, Audit & Risk Committee is to oversee the Union’s financial planning, performance and management, and to assure the Board of its approach to risk management.

Specific objectives, activities and powers
Specific objectives and activities of the committee outlined in Byelaw B include:

- Lead the development, approval and scrutiny of the Union's annual budgeting round and associated management account reporting.
- Oversee and ratify the allocation process of grant funding for student groups.
- Lead the development, approval and scrutiny of the Union's strategic risk register and associated policies and procedures.
- Receive the annual audit findings report (AFR) and College's internal audit report (IFR) and provide scrutiny over appropriate actions.
- Undertake detailed scrutiny of significant expenditure and contract items.

Composition of the committee
External Trustee (Chair) (with the expectation the postholder has a suitable financial qualification) – Nick Marley
One External Trustee - Bulbul Basu (if Board approves her appointment, under a separate item)
Union President – Nico Henry
Up to two Deputy Presidents – Tom Gordon (DPCS) & Emina Hogas (DPE)
Up to two Student Trustees – Sai Venkateshwaran
[College Appointee (guest at invitation of the Chair) – Niki Ashra-Thakore, ICL Finance Division]

Lifespan, frequency and reporting
The committee should meet at least quarterly in conjunction with the wider Board timeline.

Governance & Membership Committee

Why is it needed?
The committee adds value due to:

- Increased experience and expertise provided by Trustees with constitutional and governance knowledge.
- Increased assurance provided for the Board in terms of detailed consideration of matters related to governance, elections and membership / disciplinary matters.

Principal purpose
The principal purpose of the Governance & Membership Committee is to oversee the Union's democratic structures and consider issues related to membership and student disciplinary matters.

Specific objectives, activities and powers
Specific objectives and activities of the committee outlined in Byelaw B include:

- Approve the Union's election rules and regulations and recommend the appointment of an External Returning Officer to the Board.
- Lead the development, approval and operation of the Union's various membership disciplinary policies and procedures.

Composition of the committee
External/Alumni Trustee (Chair) – Jane Coulson: Phil is stepping down as subcommittee Chair this year, and Jane has agreed to Chair. **Board is asked to approve Jane as subcommittee Chair.**
Up to two External/Alumni Trustees – Dot Griffiths and Phil Power
Union President – Nico Henry
Up to two Deputy Presidents – Emina Hogas (DPE) and Anson To (DPW)
Up to two Student Trustees – Yasmin Baker and Basit Khan
Council Chair – Anthea MacIntosh-LaRocque

Lifespan, frequency and reporting

The committee should meet at least once every year to consider the detailed rules regarding the election cycle and recommend the appointment of an External Returning Officer to Board.

The committee should meet as required to consider membership and disciplinary matters.

5. Recommendation

Board is asked to approve the highlighted subcommittee appointments.