Imperial College Union
Board of Trustees / 16 September 2026

Board Effectiveness Action Plan

Author(s): Tom Newman (Managing Director)
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Purpose: To present measurable targets in relation to the Effectiveness Review Action Plan
Decision(s): To **consider**

1. Context

In 2024/25, Board committed to undertake an internal effectiveness review annually and an external review triennially. Gardner Training and Consultancy (lead consultant: Jim Gardner) were commissioned to conduct an external Board Effectiveness Review between January and May 2026, anchored throughout in the Charity Governance Code ("the Code") and its 8 Principles.

The review comprised eight elements: observation of the February 2026 Board meeting; review of the Board paper bundle; three trustee surveys (Governance Code compliance, competency, diversity); a review of 17 governance documents; one-to-one interviews with all 15 trustees and 3 senior managers; two milestone meetings with the Chair and management; a Board workshop in May 2026; and the final report itself.

31 recommendations were made: 29 'Core' (Category A) recommendations, considered uncontroversial and implementable in the short-to-medium term (3–18 months), and 2 'Growth' (Category B) recommendations, which are less clear-cut and likely to take 1 to 5 years to resolve. No amendments to the draft recommendations were proposed at the May 2026 Board workshop; there was general agreement that the findings and recommendations reflected the Board's broad view. The full and final report, with an associated action plan, was presented to the July 206 Board, and subsequently considered at August 2026 Finance, Audit & Risk. Board asked for plans regarding how the actions will be implemented and measured to be presented to the September 2026 meeting.

2. Recommendation

Board is asked to **consider** whether the proposed prioritisation and proposed ways of measuring the success of the intended improvement aims (arising from the review's recommendations) are acceptable to Board. These can be found overleaf.

Appendix 1 -

The Report made 31 recommendations, set out in the table below. As per July Board and August Finance, Audit & Risk, each recommendation has a proposed owner and target timeframe. Category A (Core) recommendations are recommended for delivery within the current and next planning cycle (to 18 months); Category B (Growth) recommendations require further Board consideration and are proposed for scoping over the next 12–24 months, with full resolution over a longer horizon. [Reference to "NAND" below is an acronym for 'Neither Agree Nor Disagree'].

#	Recommendation	Category	Owner	Original Target	Update/action	Observability	Success measurability/evaluation
1	Require 24 hours' notice of any agenda items trustees wish to un-star, to support agenda planning.	A (Core)	Governance & Executive Manager (GEM)	Sept 2026 ~~(Standing Orders update)~~	Paper circulation will indicate this requirement	Implementation of this action will be observable by the Chair stating at the Unstarring of Items agenda item of each meeting whether any unstarring requests were received by the deadline.	Question to be included in this year's internal reflection: "The new unstarring deadline has improved ensuring that sufficient timing is allocated to relevant agenda items in board meetings" (Disagree, NAND, Agree). If trustee opinion/feedback/sentiment suggests that the new deadline has not improved effectiveness/supported agenda timings, then the Chair can consider whether to rescind a strict deadline.
2	Improve how higher-risk issues are flagged to trustees in advance, and ensure appropriate time for scrutiny.	A (Core)	MD / Governance & Executive Manager	~~Sept 2026~~ Oct 2026	New paper headers/cover pages to include a summary of higher risk issues	Trustees should see the new header/cover paper from Oct FAR/Nov Board onwards.	Question to be included in this year's internal reflection on Trustee perceptions of scrutinising high-risk items.
3	Develop a clearer Board/Committee paper template covering risk, financial and compliance implications, prior consideration and confidentiality.	A (Core)	Governance & Executive Manager	~~Sept 2026 (first use: Sept Board)~~ moved to Oct FAR	Paper headers or cover pages will indicate if any risk/compliance themes apply, confidentiality of	Trustees should see the new header/cove paper from Oct FAR/Nov Board onwards.	Question to be included in this year's midyear internal reflection exercise asking trustees if they are clear on the following regarding papers: relevant risks / considerations;

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					paper and prior consideration.		confidentiality status; prior consideration.
4	Ensure comprehensive trustee induction on key governance documents; make documents easily accessible (e.g. governance portal).	A (Core)	Governance & Executive Manager	Jan 2027 (~~next induction cohort~~)	Need to determine what is used as 'Governance Portal'.	Trustees will be able to access the portal; trustees will be invited to training and sent training/induction materials	Question to be included in midyear evaluation exercise on whether trustees can access/find relevant documents and if they feel equipped with knowledge to undertake their roles.
5	Strengthen member communications planning for critical projects (e.g. digital platforms, key events).	A (Core)	MD	Q1 2027	Communications strategy development within Managing Director objectives	Inclusion of communication update within MD report for Board	Member communication questions to be included in Student Experience Survey.
6	Minimise use of Any Other Business; require a supporting paper and allocated time where an item is unavoidable.	A (Core)	Governance & Executive Manager	Sept 2026	Reminder re AOB to be indicated in paper circulation.	Trustees will hear during meetings/read in minutes whether AOB was raised and if a late paper was circulated/tabled.	Midyear internal reflection exercise to indicate number of AOBs in year so far and, if relevant, how many had accompanying papers. Midyear reflection exercise to ask trustees to evaluate whether they believe/perceive that this new modus operandi improves the effectiveness of the Board.
7	Revisit the EDI Strategy for fitness for purpose, with robust performance measures and regular Board reporting.	A (Core)	MD, with Inclusion Trustee lead (tbc)	Nov 2026	EDI strategy to be reviewed by Management Committee in October 2026	Trustees will receive EDI strategy and action plan at November meeting.	Questions to be included in the midyear reflection to gain Trustee perceptions on EDI strategy and approach.
8	Review the Trustee Code of Conduct; require annual sign-off by all trustees and cover it in induction.	A (Core)	Governance & Executive Manager	Sept 2026 (start of year)	To be included in annual Sept. TB paper circulation	Trustees will see the Code of Conduct in the	Questions to be included in the midyear reflection

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						paper circulation, it will be on the agenda for the first meeting of the academic year (Sept) and trustees will be asked to sign it after the meeting.	exercise (Disagree, NAND, Agree response options): • "I am clear about the expected standards and behaviours of board members) • "The Trustee Code of Conduct clearly articulates of expected behaviour and culture of board members" • "The Trustee Code of Conduct clearly articulates of expected behaviour and culture of board members" • "The Trustee Code of Conduct is referenced back to regularly"
9	Improve full-Board visibility of risk management, rather than relying solely on FAR Committee oversight.	A (Core)	MD / FAR Committee Chair	Dec 2026	Strategic risk register *can* be a regular starred item at each Board meeting. MD update to include risk highlights and how these are being managed.	Trustees will be able to see risk highlights in MD update, and the Strategic Risk Register can be made more visible to the full Board more regularly.	Questions to be included in mid-year reflection exercise on Trustee understanding of risk management.

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10	Ensure Board visibility of the needs and perspectives of ICU's full membership, including outlying campuses.	A (Core)	Representation Manager / MD	Q1 2027	Deep dive item on non-SK campuses to come to Board at least annually.	Deep dive item on other campuses to be added to annual plan	Questions to be included in mid-year reflection exercise on Trustee understanding of other campuses.
11	Review trustee competency survey results and confirm the skills required on the Board.	A (Core)	Chair, with Governance & Executive Manager	Oct 2026	To be reviewed at next Chair / GEM monthly meeting.	Trustees can be updated on the findings (either verbally or via a note) at Nov Board.	Midyear survey to enquire whether trustees feel/believe that the skills confirmed as being required on the board correctly identifies the skillset ICU needs to seek.
12	Address identified competency gaps via recruitment, external expertise or other means.	A (Core)	Chair	From Oct 2026 (ongoing)	Requires #11 to be completed first – further update can be provided in due course		
13	Develop a consolidated set of Governance Policies and Procedures.	A (Core)	Governance & Executive Manager	March 2027	To be completed	Trustees will be able to access the policy set	Set of policy aligns with those asked about in the Annual Return
14	Develop clear Terms of Reference for the Board and each Board Committee.	A (Core)	Governance & Executive Manager	Dec 2026	To be completed	The Terms of Reference will be clearly published in an accessible place.	Midyear survey to ask trustees whether they are clear on the Terms of Reference / powers / duties / membership of each Board committee. Potential to ask university governance colleagues if they have a view/opinion on whether our ToR are sufficiently clear from a charity/company governance perspective.
15	Introduce a dedicated Conflict of Interest Policy.	A (Core)	Governance & Executive Manager	Dec 2026	To be completed	Will be included in the Nov BoT papers	The policy is approved, trustees are happy it is sufficient/helpful (can refer for external input/review by relevant persons e.g.

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							university colleagues if desired).
16	Develop a standard Trustee role profile, including officer/student/external-specific content.	A (Core)	Governance & Executive Manager	Dec 2026	To be completed	A trustee role profile is included in Nov BoT papers	The role profile is approved and used for recruiting roles.
17	Develop role profiles for Chair, Deputy Chair and a generic Committee Chair profile.	A (Core)	Chair / Governance & Executive Manager	Dec 2026	To be completed	A trustee role profile is included in Nov BoT papers	The role profile is approved and used for recruiting roles in the future.
18	Appoint and train a Lead Safeguarding Trustee; articulate the role in the Safeguarding Policy.	A (Core)	Chair	~~Sept 2026~~ needs considering post-Sep BoT	Governance & Executive Manager suggests this be considered by Chair, FAR Chair and MD.		
19	Introduce a Risk Management Policy, including a statement of risk appetite and oversight responsibilities.	A (Core)	MD / FAR Committee	Dec 2026	Draft risk management policy to be provided to FAR in October 2026	Risk Management Policy to be recommended to the November Board	Questions to be included in mid-year reflection exercise on Trustee understanding of risk management.
20	Split the strategic risk register from an operational risk register; review risk scoring methodology.	A (Core)	MD / FAR Committee	Dec 2026	FAR to be provided with operational risk register	FAR to review operational risk annually	Questions to be included in mid-year reflection exercise on Trustee understanding of risk management.
21	Introduce a dedicated ICU Whistleblowing Policy, with an externality option (e.g. third-party disclosure line).	A (Core)	MD / Governance & Executive Manager	Dec 2026	Needs to be developed	ICU Whistleblowing policy to be provided to November Board	ICU Whistleblowing policy reviewed on an annual basis by the board
22	Develop the Board's effectiveness across Fiduciary, Strategic and Generative modes of governance.	A (Core)	Chair / MD	Ongoing; first Board Away Day 2027	Plan to include in Board paper templates an indication whether paper relates to Fiduciary /	This aspect of paper cover sheets will be visible, and the modes will be discussed as part of the internal	Include in the Board's annual effectiveness review a measure of the Board's understanding of fiduciary, strategic and generative modes of governance.

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					Strategic / Generative governance.	effectiveness exercise this year.	
23	Develop use of trustee buddy groups, allocating meeting time with senior management available.	A (Core)	Chair	Sept 2026	Governance & Executive Manager suggests this trustees discuss buddy groups at the session without staff.		
24	Improve co-ordination and Board visibility of Committee work (annual reporting, Chairs' Meetings, oral updates).	A (Core)	Governance & Executive Manager	Oct 2026	Needs to be done	Annual reporting and chairs' meetings put in place.	Needs to be determined – to be outlined in a paper to Oct FAR.
25	Review trustee induction to ensure all trustees receive a comprehensive, consistent induction.	A (Core)	Governance & Executive Manager	Jan 2027	Needs to be done	Trustees receive a paper on trustee induction in Feb 2026	26-27 to be a baseline year
26	Review broader trustee learning and development (financial management, safeguarding, inclusion, regulation updates).	A (Core)	Governance & Executive Manager	Rolling from Jan 2027	Needs to be done	Trustees receive a paper on trustee L&D in Feb 2026	26-27 to be a baseline year
27	Introduce an appraisal process for the Chair, Deputy Chair and Committee Chairs; consider extending to all trustees.	A (Core)	Chair / MD	March 2027	Consider appointment of a deputy chair and introduction of appraisal processes by Feb 2027	Trustees will be able to see that this has happened via an update in the February 2027 Board paper pack.	Internal reflection questionnaire to include a question on whether trustees consider whether appraisal processes for board office holders are apt / allow the opportunity for feedback.
28	Develop a simple model explaining the Union's Democratic, Governance and Management functions for induction/training.	A (Core)	MD / Union President	March 2027	Paper detailing model to be prepared for Feb '27 Board mtg	Model to be included in February 2027 board papers	End of year survey to ask trustees if the model is simple / clearly explains the different functions / if trustees understand how the different functions work in practice and what their role is in relation to them.
29	Develop Union Council training and induction; consider an annual joint Union Council / Board session.	A (Core)	MD / Representation	Jan 2027 (induction); annual from	Planned 27/28 induction for Council to be	Plan will be made available to trustees.	EOY council survey this year to be baseline on training/induction

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			Manager/ Union President	2027. Joint BoT/UC session requires further consideration.	ready by Jan ’27; a periodic review of Council’s effectiveness to be introduced at some point in the future		experience; 27/28 EOY survey to evaluate Union council training.
30	Review the decision-making responsibilities of the Union's Democratic, Governance and Management functions.	B (Growth)	MD / Board	12–24 months	To be scoped further – further update to be provided to February 2027 Board meeting.		
31	Reconsider whether the Union should incorporate and, in turn, take on direct employment of its own staff.	B (Growth)	MD / Board	24–60 months (scoping paper by 2027)			