

The Board of Trustees

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March 5, 2019

Dear Students,

One of the demands made by Hamp Rise Up was that the two slots that are currently open on the Board of Trustees be filled by student representatives. The Board's Trusteeship and Governance Committee has discussed the question of adding students to the Board at this time, and I am writing to give you an update.

First, some background: Trusteeship and Governance is one of the Board's key standing committees. It is responsible for the Board's trusteeship processes, which include nominating and vetting trustee prospects, ensuring the continuity of trustee expertise in service of the College, and supporting the election process for constituent-elected trustees. The Committee also ensures that the Board as a whole is informed about and adheres to our governance standards, which include maintaining the College's Bylaws and upholding both legal standards and best practices with regard to institutional governance.

With respect to Hampshire's Bylaws, they were most recently updated in May 2018, after a year-long process of review, evaluation, discussion, and consultation. The College's Bylaws closely follow the form and language recommended by the Association of Governing Boards of Colleges and Universities, while incorporating long-standing provisions unique to Hampshire, including those for constituent-elected trustees. It is a governance best practice for all nonprofits, including institutions like Hampshire College, to review their Bylaws every three to five years and Hampshire followed this approach in 2018.

In terms of membership, the Board currently has 29 voting members, out of 31 allowed under the Bylaws. 70% of trustees are alumni from all but the most recent decade in Hampshire's history, 23% are current or past parents, and 20% are constituent-elected. Our Board members range in age from 18 to 70. 17% reside in the local community. 33% of Hampshire trustees are people of color, 53% are female, and 47% are male.

There are two means by which individuals join the Board of Trustees:

- 1) *Nominations:* The Trusteeship and Governance Committee maintains an active list of prospective trustees, with the process of considering, vetting, and cultivating new Board members typically taking at least two years. The Committee looks at many factors when selecting trustee prospects, including: candidates' commitment to Hampshire's mission and values; areas of expertise (e.g., higher education, governance, investment management, law, arts, etc.); breadth of perspectives in working with different organizations under different circumstances; understanding of, or prior experience with, the legal and fiduciary responsibilities of trusteeship; diversity across numerous parameters; philanthropic capacity; and history of giving and volunteerism for Hampshire.
- 2) *Elections:* At any given time, the Board's membership includes six trustees elected from among the College's core constituencies, i.e., one faculty trustee, one staff trustee, one student trustee, one non-voting student trustee-elect, and two alumni trustees. These elected positions are very important because of the perspective and voice they bring to the Board's understanding and deliberations; at the same time, their role is explicitly not to advocate for their own constituency group. Elections are held each April with the results announced in May; this year, positions that will be open are the student trustee-elect, the staff trustee, and one alumni trustee. We encourage any student who is interested in serving with the Board to submit a self-nomination to participate in the election for student trustee-elect. An announcement detailing the self-nomination process and the election timeline will be issued in late March, and we will work with the Student Advocacy Network to provide an information session for students in early April.

New trustees join the Board on July 1 of each year. An orientation session is held shortly thereafter to insure that new trustees understand their legal, fiduciary, and ethical duties to the College and are briefed on the work and practices of the Board. Whether someone becomes a Board member through election or nomination, their mandate is always to serve the best interests of the College, regardless of personal affinities or alignments, and to steward the institution according to guidelines set by the Commonwealth of Massachusetts.

After extensive discussion, the Trusteeship and Governance Committee concluded that it will not recommend to the Board that additional students join the Board of Trustees at this time, nor will it recommend revisions to the Bylaws. The reasons are as follows:

- Students have stated that they are seeking additional representation on the Board of Trustees. However, students are already represented on the Board through two positions – the student trustee and the student trustee-elect – as well as through the many voices of alumni of all ages who serve on the Board.
- Adding additional students to the Board through the elections process would be unfair to staff and faculty. Each of these campus constituencies has only one position on the Board, while students have two.
- When trustees join the Board by means of the nominations process, they commit to terms of four years. Between the length of the vetting process and the duration of service, it would be logistically difficult to add trustees from the student body who can make a definitive four-year commitment to trusteeship via this mechanism.
- With no change to the constituent-elected trustee process, no revisions to the Bylaws are needed at this time.

Finally, we offer an overarching consideration: having a wide breadth of perspectives on the Board of Trustees is extremely important to our ability to work in a generative, strategic fashion. Particularly at this point in Hampshire's evolution, and as we work to build Hampshire's future and fulfill our mission to transform higher education, it would be a disservice to the College to become more insular.

I know this is not the outcome you wanted, but I hope the information I have provided is helpful in understanding the governance standards and rationale for the decision. Please let me know if you'd like to discuss any of this in further detail – I would be happy to meet.

Sincerely,

Beth Ione Ward
Secretary of the College