A Guide to the MIT Corporation

Hello. My name is Jennifer Lund and I am a member of the MIT Corporation. If your reaction to that last statement was "The what?" please read on. My primary role as a student of MIT is to know what is going on and what it does. If your next reaction was "Why should I care?" let me just say that the actions of the Corporation do affect you. So, if you ever decide that you want to know more, please feel reassured that this information was and is available to you. Most of the information here has been paraphrased directly from Bylaws of the Corporation of the Massachusetts Institute of Technology, copies of which can be obtained from the offices of the Secretary of the Corporation. This article—which hopefully will be made permanently available in an appropriate place such as the Office of the Dean for Student Affairs—may be used as a comment on which practices, policies, or structures of the Corporation are good, fair, effective, or otherwise. My point is merely that in order to make such evaluations one needs to be familiar with some background information.

What is the Corporation?

The Corporation is the governing body of MIT. (Similar bodies at other universities are usually called the Board of Trustees, Directors, Regents, etc.) The Corporation controls, directly or indirectly, everything about MIT—from budgets, tuition, and salaries; to the scope of research and educational programs; to the composition of the faculty, to the physical plant. Obviously, the Corporation does not handle the day-to-day administration of MIT. Instead, the Corporation controls indirectly, through its officers (primarily the President of MIT, who has responsibility for the appointments of provosts, deans, and other administrative staff) and through its committees (primarily the Executive Committee, which has responsibility for the ongoing superintendence of MIT). The Corporation meets four times a year, and its committees meet at various intervals.

Who are the Corporation members?

The Corporation currently has 98 members who are divided into four categories:

- ex officio (98)
- term (no more than 45)
- life (no more than 25)
- emeritus life members (no limit)

The ex officio members include the four officers of the Corporation (the President of the Executive Committee, the Chair of the Corporation, and the Secretary of the Corporation), the president of the Alumni Association of Alumnae and Alumni of MIT, and representatives of the Commonwealth of Massachusetts (governor, chief justice, and commissioner of education). There are currently 43 term members, each of whom is serving a five-year term. An individual may be elected to the Corporation for a maximum of three five-year terms, only two of which may be consecutive. A term member can at any time be elected a life member, retaining membership until she or he becomes an emeritus life member. Emeritus life members have "retired" from membership—they may participate fully in the Corporation but they cannot vote. The Corporation currently has 25 life members and 32 emeritus members.

Anyone who is not currently affiliated with MIT (as a student, staff, or faculty member) is eligible for membership on the Corporation. Members need to be able to attend meetings (although many can attend via phone), although the Corporation has no formal requirement. Most members also have distinguished careers in business, industry, academia, law, government, or medicine. Many head their own companies; many serve on numerous boards in addition to MITs. This year, the average (non-emeritus) age is approximately 59. Other current statistics are shown in the table below. A list of the Corporation members and what they do is published in the MIT Bulletin as well as in the back of the MIT Faculty and Staff Directory.

<table>
<thead>
<tr>
<th>Term</th>
<th>Life</th>
<th>Ex officio</th>
<th>Emeritus</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>45</td>
<td>25</td>
<td>8</td>
<td>22</td>
<td>98</td>
</tr>
<tr>
<td>Male</td>
<td>22</td>
<td>23</td>
<td>32</td>
<td>77</td>
</tr>
<tr>
<td>Female</td>
<td>9</td>
<td>2</td>
<td>0</td>
<td>11</td>
</tr>
<tr>
<td>White</td>
<td>37</td>
<td>24</td>
<td>7</td>
<td>68</td>
</tr>
<tr>
<td>Black</td>
<td>6</td>
<td>0</td>
<td>0</td>
<td>6</td>
</tr>
<tr>
<td>Other</td>
<td>1</td>
<td>1</td>
<td>0</td>
<td>2</td>
</tr>
<tr>
<td>Alumni/se</td>
<td>36</td>
<td>20</td>
<td>15</td>
<td>71</td>
</tr>
<tr>
<td>Non-alumni/se</td>
<td>7</td>
<td>4</td>
<td>7</td>
<td>23</td>
</tr>
</tbody>
</table>

- The commissioner of education has not yet been named, hence the discrepancy in the totals for this column.

How are Corporation members selected?

The officers of the Corporation are elected by the Corporation at the recommendation of the Executive Committee of the Corporation. There is no predetermined length of term for these members, although tradition holds that a President shall serve for eight to ten years. The Chair of the Corporation, at the time of election, must be either a former or (retiring) President or a member of the Corporation. No such restrictions apply to the other officers. The officers are the only salaried members of the Corporation, except for Trustees of Franklin, who are not officers but may continue to be compensated (as professors) while they remain on the Corporation as life members.

Approximately nine new term members are elected each year. These are chosen by the Alumni/Alumni Association, five at the recommendation of the Membership Committee, and four at the recommendation of recent graduates (see below). Once the Membership Committee has recommended a slate of candidates, the Corporation votes on each nominee; however, in practice this is more of a formality.

One member is elected each year from MIT's "recent alumni." Anyone who will receive an undergraduate or graduate degree on or before a specified date at any time is eligible for nomination as a "recent alumnus." Anyone who has received one or more degrees at MIT in the preceding two years is eligible for nomination. Nominations are solicited from the MIT community; the Corporation Screening Committee, usually drawn from the Board of overseers, makes a recommendation to the Corporation. If the member of the Screening Committee is a recent graduate, it may arrange an interview. A ballot is sent to the eligible pool (i.e. graduates of the three most recent classes), who then vote preferentially on the nominees. The winning candidate is recommended to the Corporation for membership.

Nominations of eligible candidates are taken each November and December. If you are interested, you can contact any of the five current Corporation members who were nominated as "recent alumnus" (see list at the end of this document).

Four of these five members are also currently serving on the Screening Committee. Additionally, each November an informational meeting with members of the Screening Committee is held for those interested in finding out more about the Corporation. This year's meeting will be held on Wednesday, November 13 from 6:00 to 8:30 p.m. in Room 401 of the Stata Center.

Election of a term member to life member is recommended by the Membership Committee and voted on by the Corporation. Typically, only one or two new members are elected every year. Nominations for life status occur at age 75 or at the request of the member after age 65.

Any member, including the officers, may be removed at any time by a majority (at least 25 members) of the Corporation at a meeting called for this purpose.

What are the duties and powers of the Corporation?

This question is best answered by describing the committees of the Corporation which oversee the various functions of MIT. There are many committees, standing, ad hoc, and special, which have responsibilities ranging from general administration and superintendence to the scope of research and educational programs, to the appointments of provosts, deans; and other administrative staff and committees. Some of the Corporation's committees are active in an appropriate place, such as the Office of the Dean, for Student Affairs. The Corporation Budget Committee oversees the Corporation's annual budget, including the allocation of funds. The Corporation Standing Committees have responsibilities ranging from the appointments of faculty, to the scope of educational programs, to the scope of research programs, to the allocation of funds. The Corporation Standing Committees have responsibilities ranging from the appointments of faculty, to the scope of educational programs, to the scope of research programs, to the allocation of funds. The Corporation Standing Committees have responsibilities ranging from the appointments of faculty, to the scope of educational programs, to the scope of research programs, to the allocation of funds. The Corporation Standing Committees have responsibilities ranging from the appointments of faculty, to the scope of educational programs, to the scope of research programs, to the allocation of funds.

Standing Committees

Executive Committee: The Executive Committee consists of the Chair of the Corporation, President, and Treasurer (ex officio members) and seven Corporation members. The members are recommended by the Membership Committee and elected by the Corporation to serve five- or two-year terms. The Executive Committee has the following powers and duties:

- recommend candidates for officers of the Corporation to Corporation members;
- determine compensation for Corporation officers;
- appoint additional officers, if necessary, and remove such officers as the Executive Committee deems necessary;
- "general administration and superintendence of all matters relating to the Corporation. Typical of such matters are MIT's organizational structure; faculty and staff appointments and salaries; annual budget; tuition; scope of educational and research programs; special contract services for the Federal government and other organizations; new plants and facilities; and...new funds for Corporation purposes." (Bylaws 14.2.4)
- may borrow money on behalf of MIT as necessary;
- may purchase, sell, or lease real estate for MIT;
- approve actions of the President requiring such approval;
- oversees the functions of all other Corporation committees (except the Membership Committee).

The Executive Committee meets monthly. Typical Executive Committee meeting actions are much like those listed above, although some are not actions pertinent to MIT. The Corporation's holding of a stake in a company that is currently in default on a loan to the Corporation will be reviewed.

Membership Committee: The Membership Committee consists of the President and the Chair of the Corporation. The Membership Committee recommends names of new Corporation members. The members are nominated by the Chair of the Corporation and elected by the Corporation for a five-year term. The Membership Committee has the following powers and duties:

- propose to the Corporation candidates for term or life mem-