



**Associated Students Incorporated
California State University, Stanislaus**

**Board of Directors
Policy and Procedures**

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1. Purpose:

- 1.1. To establish procedures that outline the standing rules for the Board of Directors (hereafter referred to as the Board) of the Associated Students Incorporated (hereafter referred to as ASI) at California State University, Stanislaus.

2. Meetings:

- 2.1. The ASI Board will meet once per week excluding summer. Alternate weeks shall be reserved for regular Board meetings. The Board meetings, where official business is not being conducted can be used for, but is not limited to; training, internal committee meetings, meeting with campus officials, and team building.
- 2.2. The meetings will be held in a specified location, on a specified day, at a specified time.
- 2.3. A Board meeting may also be called at any time by the presiding officer or by a majority vote of the members of the Board.
- 2.4. A special meeting may be called by the Chair of the Board when at least 24-hour notice has been given and the notice specifies the business to be transacted.
 - 2.4.1. At these special meetings, no other business may be considered and no action may be taken on any other issue other than that specified beforehand.
- 2.5. All meetings of the Board shall be open to all members of the Association and the general public, pursuant to Title 3m Division 8, Chapter 7, Article 2, and Sections 89920-89928 of the State of California Education Code.
- 2.6. All meetings will conform to California State Laws and Regulations.

3. Composition of the Board and Advisors

3.1. Voting

3.1.1. The voting members shall consist of the following; President, Vice President, One Director of each college, Director At-Large, Director of Diversity, Director of Athletics, Director of Student Organizations, Director of Environment, Director of Residential Life, Director from Stockton Center, Director of Graduates, the Dean of Students, and a Faculty member.

3.1.1.1. The Faculty member shall be nominated by the Committee on Committees of the Academic Senate and approved by the ASI Board.

3.2. ASI Advisors to the Board

3.2.1. The Advisor to Board is the Executive Director.

4. Officers of the Board of Directors

4.1. Chair of the Board:

- 4.1.1. The President shall serve as the Chair of the Board.
- 4.1.2. The Chair of the Board shall oversee the preparation and distribution of all minutes, agendas, proposals, and measures of the Association membership.
- 4.1.3. The Chair of the Board shall post all Board meetings at least 72 hours before scheduled meetings.
 - 4.1.3.1. The Chair of the Board shall not take action on or discuss any issue until that issue has been publicly posted for seventy two hours in accordance with Gloria Romero Act, 89305.5 a and b.
- 4.1.4. The Chair of the Board shall be thoroughly familiar with the Associated Students, Inc. Bylaws, Rules, and Parliamentary procedure as outlined in “Roberts Rules of Order,” as they apply to specific matters under the consideration of the Board.

4.2. Vice-Chair of the Board:

- 4.2.1. The Vice-Chair of the Board shall assume all responsibilities in the absence of the Chair.
- 4.2.2. Vice-Chair Selection Process:
 - 4.2.2.1. The Vice-Chair of the Board shall be selected by simple majority vote of the Board no later than the second regularly scheduled meeting following general elections. The ASI Vice President shall serve as the Vice-Chair until one is selected.
 - 4.2.2.2. Nominations and self-nominations will be open to all directors.
 - 4.2.2.2.1. The Vice-Chair position is only open to student directors.
 - 4.2.2.2.3. At the close of nominations, members of the Board may question candidates on any aspect of the Vice-Chair’s duties and responsibilities and how he/she would perform those tasks.
- 4.2.3. The Vice-Chair shall be co-chair of rules committee and report any and all point totals to the Board.

4.2.4. The ASI Vice President shall assume all responsibilities of the Vice-Chair in the event of his/her absence.

4.3. Parliamentarian of the Board:

4.3.1. The Parliamentarian of the Board shall be responsible for providing the Board with an understanding and/or interpretation of parliamentary procedure as outlined in Robert's Rules of Order.

4.3.2. The Parliamentarian of the Board shall have the power to interject/stop any motion, debate, or any other procedure on the table if he/she observes that the Board is not following proper procedure as outlined in ASI governing documents or Robert's Rules of Order.

4.3.3. Parliamentarian Selection Process:

4.3.3.1. The Parliamentarian will be selected by a majority vote of the Board, no later than the second regularly scheduled Board meeting following general elections.

4.3.3.2. Nominations and self-nominations will be open to all Directors.

4.3.3.3. At the close of nominations, members of the Board may question candidates on any aspect of the Parliamentarian duties and responsibilities, and how he/she would perform those tasks.

5. Board Vacancies – Officers and Board Members

5.1. In case of any vacancy from any office a committee comprised of the President and Vice President will be formed to fill the vacant position.

5.1.1. This procedure is to apply to any position, excluding the office of President.

5.1.1.1. In case of vacancy of the Office of President, the Vice President shall succeed to the Office of President.

5.1.1.2. In case of vacancy of the Office of Vice President, The President shall nominate a student to fill the Vice President Position.

5.1.1.2.1. The board shall approve or not approve the nomination for the Office of Vice President.

5.1.1.3. In case of vacancy of both the Office of President and Vice President at the same time, the Vice-Chair shall succeed to the Office of President.

5.2. The President shall present one candidate to the Board.

5.3. The candidate shall have a turn to speak about their qualifications to fill the position that is currently vacant.

5.4. The Board shall vote to approve or not approve the candidate that the President has presented to them by simple majority.

6. Quorum

6.1. A simple majority of the filled seats of the Board shall constitute a quorum for the transaction of business.

6.2. Quorum is necessary for any transaction of business, except adjournment.

6.2.1. Any meeting where quorum is initially present can continue to transact business, notwithstanding the withdrawal of any voting member.

7. Closed Session

7.1. Closed session shall only be called in accordance with Gloria-Romero Act Article 1.5 section 89307.

7.1.1. Litigation.

7.1.2. Personnel matters (employees only).

7.1.3. Investments, where a public discussion could have a negative impact on the Association's financial situation.

7.1.4. The Board may enter a closed session upon the affirmative vote of the majority of the members present.

7.2. If the Board takes formal action, or vote, in closed session the results must be recorded in the minutes.

8. Voting

8.1. Proxies and proxy voting will not be allowed per Gloria-Romero.

8.2. Voting by secret ballot will not be allowed per Gloria-Romero.

9. Committees

9.1. Elections Committee:

9.1.1. The Elections Committee shall be responsible for promoting, planning, organizing, and implementing elections for the Associated Students, Inc. under the guidelines spelled out in the Elections Code.

9.1.1.1. Membership shall be comprised of at least two directors from the Board, and the Dean of Students.

9.1.1.2. The Executive Director shall serve as an advisor to the committee.

9.1.1.3. The Elections Committee Chair shall be voted upon by the Board by the end of fall semester.

9.1.1.4. No persons serving on the Elections Committee are eligible for re-election to the Board for the next academic year.

9.1.1.5. The Elections Code shall be approved by the Policy Committee two weeks prior to applications being distributed to make sure that the Elections Code is kept up with current policy.

9.1.1.6. Any changes made to the Elections Code must be approved by the Board.

9.2. Policy Committee:

9.2.1. The Policy Committee shall exist as a combined committee between ASI and USU whose purpose is to review and make recommendations to the boards on ASI and USU policies and procedures.

9.2.1.1. If policy drafts affect any other internal committees, the respective committee chair may be present at the time of discussion and serve as advisor in drafting the policy.

9.2.2. Membership shall be comprised of the ASI Vice President, USU Vice-Chair and at least two directors from the each Board.

9.2.3. The Executive Director shall serve as advisor to the committee.

9.2.4. The Policy Committee shall be co-chaired by the ASI Vice President and USU Vice-Chair.

9.2.5. The Policy Committee shall make recommendations to the Board for changes to the above said documents.

9.3. Budget Committee:

9.3.1. The Budget Committee shall exist as a combined committee between ASI and USU whose purpose is to review and make recommendations to the boards on ASI and USU financial matters and policies.

9.3.2. The Budget Committee shall be responsible for the revision of the ASI Budget and follow all policies and procedures outlined in the Finance Code.

9.3.3. The Budget Committee shall make recommendations to the Board of any changes to the above said document.

9.3.4. The Budget Committee is responsible for reviewing ASI Student Organizations Allocations request. They must vote to approve or not approve all eligible requests.

9.3.4.1. Actions made on Student Organizations Allocations request do not need to be brought to the Board.

9.3.5. The Budget Committee is responsible for reviewing ASI Board of Director Initiative requests. They must vote to approve or not approve all eligible requests.

9.3.6. Membership shall be comprised of the ASI Vice President, USU Vice-Chair and a minimum of three directors from each board.

9.3.7. The Executive Director and the ASI/USU Budget Assistant shall serve as advisors to the Budget Committee.

9.3.8. The minutes of the Budget Committee meetings shall be made available to its members and the members of the Board, and distributed to the Auxiliary Business Services Office. The Executive Director shall keep a permanent file of the minutes.

9.4. The Human Resources Committee:

9.4.1. The Human Resources Committee shall exist as a combined committee between ASI and USU whose purpose is to review and make recommendations to the boards on ASI and USU personnel policies.

9.4.2. The Committee shall operate in accordance with the ASI/USU Comprehensive Personnel Policy Manual.

9.4.2.1. The Human Resources (HR) Committee for the Associated Students Inc. and the University Student Union Board of Directors has the authority for discretionary decision-making concerning changes made to the Policies and Procedures Manual that are applicable to changes mandated by law.

9.4.3. The Human Resources Committee shall be co-chaired by the President of ASI and the Chair of USU. Other student members include the Vice President of ASI, the Vice-Chair of the USU, and two student representatives, one appointed by the Vice President of ASI and one by the Vice-Chair of the USU.

9.4.4. The Human Resources Specialist shall serve as advisor to the committee.

9.4.5. The committee shall appoint additional members as deemed necessary.

9.5. Rules Committee

9.5.1. The Rules committee shall exist as a combined committee between ASI and USU whose purpose is to assign points to directors and corporation officers as deemed necessary by procedures and policies of the Rules Committee.

9.5.2. The committee shall be co-chaired by a representative from the ASI Board and the USU Board

9.6. An Ad Hoc Advisory Committee may be designated by the Board to research a particular issue.

9.6.1. These Committees shall be disbanded after their functions are fulfilled by a majority vote of the Board.

9.7. Committees shall operate in accordance with the direction approved by the Board.

9.7.1. Board members may volunteer for membership on one committee; however, the Vice President will determine which committee each Director will serve on.

9.8. The Committees shall follow the procedures and policies as prescribed by their specific codes.

9.9. A committee member may be removed by the Board with a 2/3 vote or by resignation from their position.

- 9.10. Each Chair shall forward committee recommendations for Board approval to the Chair of the Board who will place the item on the agenda for the next regularly scheduled Board meeting.

10. Corporation Officers

10.1. The Corporation Officers shall be the President/Chair of the Association, the Vice President/Treasurer and the Vice-Chair/Secretary.

10.2. Officers of the corporation shall be elected by the membership in accordance with qualification standards and procedures adopted by the Board in the Elections Code except for the Vice-Chair.

10.3. President:

10.3.1. The President of the Organization shall be responsible for chairing the Board meeting, and making sure the Agenda is posted on time.

10.3.2. The President shall be responsible for sitting on designated internal committees.

10.3.3. The President shall be responsible for holding biweekly staff meetings which include: the Vice President, Governmental Affairs Administrator, Executive Assistant, and Student Government Coordinator.

10.3.4. The President shall be responsible for the Governmental Affairs Administrator and Executive Assistant's projects.

10.3.5. The President or their designee shall serve on the following committees:

10.3.5.1. University Budget Advisory Committee, Chairing the Instructionally Related Activities, Academic Senate, the Student Fee Advisory Committee, and University Student Union Board of Directors.

10.3.6. The president shall work no more than 29.5 hours per week.

10.3.6.1. Work hours include hours spent while doing ASI related activities: ASI events, committee meetings, ASI representation at on campus events, meetings with students and time spent inside the ASI office, campus wide and standing committees, California State Student Association (CSSA) meetings, and external ASI business.

10.3.7. The President shall receive pay on an hourly basis.

10.4. Vice President:

10.4.1. The Vice President shall be responsible for assigning Directors to Internal Committees.

- 10.4.2. The Vice President shall be responsible for assigning Directors to University Wide Committees.
- 10.4.3. The Vice President shall be responsible for sitting on designated ASI Board of Director Internal Committees.
- 10.4.4. The Vice President shall be responsible for approving any expenditure of funds.
- 10.4.5. The Vice President shall be responsible for the Budget Assistant and the Student Government Coordinator's projects.
- 10.4.6. The Vice President shall be responsible for planning the ASI/USU joint summer and winter retreat along with the Vice-Chair of the USU.
- 10.4.7. The Vice President or their designee shall serve on the following committees:
 - 10.4.7.1. University Budget Advisory Committee, Instructionally Related Activities, Academic Senate, Faculty Budget Advisory Committee, and the Student Fee Advisory Committee.
- 10.4.8. The Vice President shall chair Budget Hearings.
- 10.4.9. The Vice President shall sign all documents authorizing expenditures.
- 10.4.10. The Vice president shall work no more than 20 hours a week.
 - 10.4.10.1. Work hours include hours spent while doing ASI related activities: ASI events, committee meetings, ASI representation at on campus events, meetings with students and time spent inside the ASI office, and internal ASI business..
- 10.4.11. The Vice President shall receive pay on an hourly basis.

10.5. Termination

- 10.5.1. Removal of the ASI President or ASI Vice President the board may only occur through a two-thirds (2/3) vote of the voting membership of the Board with due cause.

11. Corporation Staff

- 11.1. The Corporation Staff shall be the ASI Budget Assistant, the Governmental Affairs Administrator, the Executive Assistant, and the Student Government Coordinator,
 - 11.1.1. Refer to job descriptions for the duties and responsibilities of positions listed.
- 11.2. The Corporation Staff shall be selected by a committee comprised of the ASI President, ASI Vice President, and any other delegated members.
 - 11.2.1. The President shall present one candidate to the Board.
 - 11.2.2. The Board shall vote to approve or not approve the candidate that the President has presented to them by simple majority.
- 11.3. The Corporation Staff will be paid on an hourly basis and shall work under the direction of the President and Vice President.

12. Required Qualifications for Student Members of the Board

- 12.1. Given the representative, fiduciary, legal and other long-range policy-making responsibilities and influence of student office holders, it is the policy of the CSU that such persons have an obligation to demonstrate a reasonable degree of academic involvement and achievement.
- 12.2. All student representatives must be enrolled and in good standing at the University and maintain a minimum 2.0 grade point average each term (unless otherwise specified below) and not be on any probation of any kind. This requirement applies to major student government offices.
 - 12.2.1. Major student government offices include ASI President, ASI Vice President and ASI Directors.
- 12.3. GPA Requirements:
 - 12.3.1. Undergraduate candidate: 2.5 grade point average for fall/spring term prior to election or appointment.
 - 12.3.2. Undergraduate returning ASI member: 2.0 grade point average each fall/spring term while in office.
 - 12.3.3. Graduate/Credential candidate or returning: 3.0 grade point average each fall/spring term while in office.
- 12.4. Definitions:
 - 12.4.1. Incumbent: A member of the ASI Board whom is returning to the exact same position as held in the prior term.
 - 12.4.2. Candidate: A person seeking election and or/appointment to the ASI Board whom is not currently nor was a member in the prior term of office.
 - 12.4.3. Returning: A current member of ASI whom is seeking reappointment to the ASI Board. For the purpose of academic eligibility, a returning member will be held to the Incumbent standards.
- 12.5. Incumbent Unit Load:
 - 12.5.1. Undergraduate incumbents must maintain and earn 6 semester units of credit per term while holding office. Graduate and credential students must maintain and earn 3 semester units of credit per term while holding office.
- 12.6. Candidate Unit Load:

12.6.1. Undergraduate candidates must maintain 6 semester units per term while running or being appointed for office. Graduate and credential student candidates must maintain 3 semester units per term while running or being appointed for office.

12.7. Incumbent Maximum Allowable Units:

12.7.1. Undergraduate students are allowed to earn a maximum of 150 semester units or 125 percent of the units required for a specific baccalaureate degree objective, whichever is greater. Graduate and credential students are allowed to earn a maximum of 50 semester units or 167 percent of the units required for the graduate or credential objective, whichever is greater. Students holding over that number of units will no longer be eligible to hold office.

12.8. Candidate Residency:

12.8.1. Undergraduate candidates for office must have been enrolled and have completed at least one semester at CSU Stanislaus prior to the election (summer and winter are acceptable to meet this criteria), earning a total of 6 semester units during that year prior to the election. Graduate and credential candidates for office must earn 6 semester units per term of continuous attendance as a new graduate or credential student to be eligible. Graduate or credential students who receive a bachelor's degree or credential within the past three years from CSU Stanislaus must have earned a total of 12 semester units during their last year as an undergraduate to be eligible.

13. Qualification Verification Process

- 13.1. The Dean of Students is responsible for verifying the academic eligibility of student office holders. Prior to election or appointment, the Dean of Students must verify the academic eligibility of all candidates and appointees prior to assuming office.
- 13.2. The Vice President and the Executive Director are responsible for providing the Dean of Students with a list of current office holders for the purpose of verifying their eligibility.
- 13.3. Respective lists are to be submitted to the Dean of Students:
 - 13.3.1. Immediately following Fall and Spring census date.
 - 13.3.2. Immediately following the conclusion of Fall and Spring terms.
 - 13.3.3. Prior to election or appointment.
- 13.4. List must include the following:
 - 13.4.1. Last name, first name, student ID, designation of Graduate or Undergraduate status, position title, mailing address, and signature of student indicating permission to review eligibility.
- 13.5. Notification:
 - 13.5.1. All students who are deemed academically ineligible will be notified by email. This letter will outline reasons for removal from office and specify the process for appeal including deadline to submit the appeal to the Dean of Students. The Executive Director will be notified of their status.
- 13.6. Appeal:
 - 13.6.1. Students wishing to appeal the decision must file a written appeal with the Dean of Students as outlined in notification of ineligibility at which time the member on review will have all privileges revoked.
- 13.7. Exceptions:
 - 13.7.1. Under extraordinary circumstances the campus President may make an exception to the requirements for unit load, maximum allowable units, residency, and GPA.
- 13.8. Removal because of violation:

13.8.1. Any person suspended or asked to resign from office for a violation of the bylaws or procedure may run for office or be appointed once all qualifications are met for one semester, and maintained for at least an additional semester.

14. Director Responsibilities

- 14.1. Refer to job descriptions for the duties and responsibilities of director positions.

15. Retreats and Leadership Development

15.1. All of the Corporation Officers, Staff, Directors, and the Executive Director shall be required to attend the winter and summer retreats.

15.1.1. The summer retreat shall consist of but not limited to:

15.1.1.1. Review established ASI organizational goals, and review ASI budget

15.1.2. The winter retreat shall consist of but not limited to:

15.1.2.1. Mid-year review of Budget, Mid-year review of organizational goals, S.W.O.T. analysis, planning process for organizational goals for next academic year, and planning and budget timeline.

15.1.3. The remainder of the itinerary for either retreat can be designated for, but not limited to: training, meeting with campus officials, and team building.

16. University Wide Committees

16.1. Student Representative shall be defined as:

16.1.1. A regularly admitted and enrolled CSU Stanislaus student who has been duly nominated through UAC as a representative of the student body to a committee, council, task-force, advisory group, or board within CSU Stanislaus. Student representatives endeavor to think in terms of the good of the institution as a whole and to work to reach agreement with other parties before making decisions.

16.2. Ranking System:

16.2.1. Shall be a method to prioritize the respective committees, councils, task-forces, advisory groups, or boards. There is a need for hierarchy of nominations on committees, councils, task-forces, advisory groups, or boards that have a broader scope, or where fiduciary roles exist. Ranking levels range from 5 to 1, with 5 having the highest rank. The ASI Vice President shall strive to fill highest ranking group first. Examples of level 5 rankings include:

- 16.2.1.1.1. Instructionally Related Activities (IRA)
- 16.2.1.1.2. Student Fee Advisory Committee (SFAC)
- 16.2.1.1.3. Academic Senate (AS)
- 16.2.1.1.4. University Budget Advisory Committee (UBAC)
- 16.2.1.1.5. Search Committees
- 16.2.1.1.6. University Foundation

16.3. All nominations of student representatives to serve on University Wide Committees, task-forces, advisory group, or board shall be done by the ASI Vice President.

16.3.1. The ASI President and Vice President shall have first option to sit on University-wide committees, task-forces, advisory groups, or boards up to a maximum of 5 each.

16.4. All necessary steps shall be made to ensure equity of all students regardless of race, religion, sex, disability, and age in the selection process of student representatives.

16.5. The Vice President may, and without approval from the Board transfer student representatives from one university committee, task-force, advisory group, or board, to an unfilled one.

16.6. Student Representatives

16.6.1. Student representatives shall serve at the discretion of ASI, the official representative body of students, and shall be responsible for reporting to the ASI Vice President and the Board.

16.6.2. Roles and responsibilities of student representatives

16.6.2.1. In the spirit of shared community, student representatives are to serve to further the educational mission of the university, which supports student learning and student development on the CSU Stanislaus campus.

16.6.2.2. Student representatives must come to meetings prepared and ready for discussions through engagement and of which includes:

16.6.2.2.1. Asking questions

16.6.2.2.2. Contributing to discussion on hand

16.6.2.2.3. Providing direction that is in the best interest of the CSU Stanislaus campus and the student body.

16.6.3. Student representatives are not present for self-gain or to represent individual constituents. The student representatives are to represent the student body as a whole and act in the best interest of all students.

16.7. Termination

16.7.1. If the Vice President finds that a student representative is not fulfilling their duties as a member of the committee, task-force, or advisory group, or board to the satisfaction of the students and association, the student may be removed.

17. Amending Procedures

- 17.1. The policy and procedure outlined in this document may be amended at any time deemed necessary by the Board.
- 17.2. The amendment for this document shall come from the policy committee as a recommendation to the Board.
- 17.3. The Board shall approve or decline, by a simple majority vote, any recommendations made by the policy committee.