

Section: Bylaw

Revised: September 4, 2014

Last Revision Date: April 19, 2012

Approval: Majority vote

Amendment: Majority vote

ARTICLE I: NAME AND PURPOSE

- 1.1** The official name of this auxiliary organization is the University Student Union of California State University, Stanislaus, and hereafter is referred to as USU.
- 1.2** There shall be a University Student Union Board of Directors whose purpose is to develop policies for the effective conduct and management of the University Student Union programs, facilities, and services consistent with California State University and campus policies. It also has the authority to establish such committees as necessary to carry out this purpose.
- 1.3** The University Student Union will serve as a unifying entity for students, faculty, and University staff; a center for social, cultural, and intellectual activities and services; and a place to provide further opportunities to broaden and strengthen interpersonal relationships and self-enhancement within the University community.
- 1.4** The University Student Union shall provide experience in self-government and civic responsibility.

ARTICLE II: COMPOSITION OF THE UNIVERSITY STUDENT UNION BOARD

- 2.1** The powers and responsibilities of the University Student Union shall be vested in a Board whose official name is the University Student Union Board of Directors, hereafter referred to as the Board. Actions taken by the Board shall be by an affirmative vote of a majority of Board members at a meeting convened with a quorum present, unless these Bylaws provide otherwise.
- 2.2** The Board shall consist of fifteen (15) voting members.
- 2.3** Nine (9) students of California State University, Stanislaus are to be appointed by the Board, to serve a one (1) year term.
- 2.4** One (1) member from ASI, which will be the president of ASI or a selected designee from the elected members of ASI.

Approved 9/4/14

- 2.5 One (1) member of the general faculty of CSU Stanislaus to be designated by the Academic Senate.
- 2.6 One (1) alumnus of CSU Stanislaus recommended and approved by the Board.
- 2.7 The University President or a selected designee.
- 2.8 The University Vice President of Business and Finance or a selected designee.
- 2.9 One (1) non-campus community member will be recommended and approved by the Board.
- 2.10 Advisors are non-voting members and shall serve such a period as may coincide with their terms of employment. Advisors of the Board include the Executive Director.
- 2.11 All Board members confirmed at the first meeting in the month of May shall become voting members on June 1st of that year. (See exception in 4.7).
- 2.12 The Board may name additional advisors.
- 2.13 The Chair shall nominate candidates to fill the following positions in the event of a vacancy: student representative(s), community representative, faculty representative, and alumni representative. The Board can approve a nominee with a simple majority vote. By a simple majority vote, the Board may choose to interview a nominee. A candidate, once confirmed by the Board, shall become a voting Board member effective immediately and shall serve without reapplication up to May 31st of that Board term.

ARTICLE III: BOARD MEMBERSHIP QUALIFICATIONS

- 3.1. Undergraduate candidates for office must have earned no fewer than 10 semester units of academic credit at CSU Stanislaus, with a grade point average of 2.5 or higher. Candidates must maintain a minimum of 7 academic credits during term and maintain a 2.5 grade point average.
- 3.2 Post-baccalaureate and graduate candidates for office must have earned no fewer than 3 semester units of academic credit at CSU Stanislaus, with a grade point average of 2.5 or higher. Candidates must maintain a minimum of 3 academic credits during term and maintain a 3.0 grade point average.
- 3.3 Candidates and incumbents shall not be on either academic or disciplinary probation.
- 3.4 Voting board members may not be employees or volunteers of the University Student Union or ASI.
- 3.5 Status as a student board member automatically terminates when status as a student terminates. Intent to enroll for the fall semester will qualify a student for membership during the summer vacation.

- 3.6** The faculty member may serve for no more than two (2) one-year terms on the Board. The Board may extend the term limit following a review by a 2/3rds vote for every year past the two (2) one-year term limit.
- 3.7** The Alumni member may serve for no more than two (2) one-year terms on the Board. The Board may extend the term limit following review by a 2/3rds vote for every year past the two (2) one-year term limit.
- 3.8** The term of office shall be one fiscal year beginning on June 1 and ending on May 31.
- 3.9** The non-campus community member may serve for no more than two (2) years on the Board. The Board may extend the representative's term following review by a 2/3rds vote of the Board every year past the two-year term.
- 3.10** Any member, other than the University President or the University Vice President for Business & Finance, or their designees, may be removed with or without cause by a two-thirds (2/3) vote of the total voting membership of the Board. Any voting member of the Board designated by the University President or the University Vice President for Business & Finance may only be removed by the University President or the University Vice President for Business & Finance, respectively.
- 3.11** The Board shall give fourteen (14) days prior notice to a board member of the removal, expulsion, suspension, or termination of their position. This notice shall include the reasons for any of the above actions taken. The Board shall provide an opportunity for the member to be heard, orally or in writing, no less than five (5) days before the effective date of removal, expulsion, suspension, or termination. All notices under this procedure shall be given by 1st class or registered mail.
- 3.12** No person shall be eligible to serve on the ASI Board of Directors and USU Board of Directors concurrently. This does not apply to the ASI Representative on the USU Board of Directors nor the President's Designee.

ARTICLE IV: APPOINTMENT PROCEDURE

- 4.1** Applications for the nine (9) appointed student positions are to be made available upon advertising for positions in the spring.
- 4.2** Applicants are checked by the Executive Director to determine that they meet the qualifications expressed in Article III.
- 4.3** The Board will conduct all interviews and approve the nine (9) student board members. Those students who are on the Board and applying for the new term will not conduct the interviews. The ASI President or their designee and the HR Specialist or their designee will be on the interviewing committee. If less than two (2) voting student members are available to conduct interviews, the Chair shall select additional students to be part of the interviewing process. If the Chair and all other student members are

seeking re-election, the Executive Director of the University Student Union, or a selected designee, will choose additional students to be part of the interviewing process.

4.3.1 Interview team must be present during all interviews.

- 4.4** The Board shall approve those students who appear to offer the best possibility of making a significant contribution to the Board. The Board shall look for students that will best represent the diverse student population of the CSU Stanislaus campus.
- 4.5** The Board shall approve the new members by a simple majority vote at the first regularly scheduled board meeting in May.
- 4.6** The election of all Board officers shall be from nominations made by the Board. Both the current (outgoing) Board members whose terms end May 31st and the new (incoming) Board members whose terms begin June 1st will have the opportunity to nominate individuals for executive offices of Chair, Vice Chair, and Secretary.
- 4.7** The Board shall approve Board executive officers by the second board meeting in May. These positions shall serve a term of one (1) year starting June 1. The current (outgoing) Board members whose terms end May 31st will vote to approve or reject the nominees.
- 4.8** All new student board members shall be required to attend an orientation meeting prior to May 31.
- 4.9** No board member shall hold more than one board officer position.
- 4.10** All applications must be kept active and available in the University Student Union for a minimum of one (1) year.

ARTICLE V: ATTENDANCE AT BOARD MEETINGS

- 5.1** All Board members, except the University President and University Vice President for Business & Finance, or their designees, must attend the majority of the scheduled Board meetings. Failure to attend two (2) consecutive meetings with unexcused absences, or a total of three (3) unexcused absences in a semester is cause for removal from the Board.
- 5.2** All vacancies created shall be filled by the appointment procedure described in Article II, section 2.13.
- 5.3** Board members unable to meet the attendance standards established for members will be expected to resign.

ARTICLE VI: ATTENDANCE AT COMMITTEE MEETINGS

- 6.1** All Board members, except the University President and University Vice President of Business & Finance, or their designees, must attend the majority of the scheduled meetings of the standing committees on which they serve. Failure to attend two (2) consecutive meetings with unexcused absences, or a total of three (3) unexcused absences in a semester is cause for removal from the Board. Excused absences must be cleared

with the chair of the committee before the meeting, and absence shall be recorded in the meeting minutes. All absences must be reported by the chair of the committee to the Board Secretary.

ARTICLE VII: CONDUCT OF BOARD MEETINGS

- 7.1** All meetings of the Board shall be open and public. The Board may hold closed sessions during any meeting to consider those matters that may lawfully be considered in such sessions under the Education Code, Sections 89920-89928.
- 7.2** Meetings of the Board are called by the Chair as necessary; there shall be at least four meetings per academic semester. Meetings between terms will be held when deemed necessary by the Chair, depending upon attaining a meeting quorum.
 - 7.2.1** Special meetings may be called with twenty-four (24) hour notice (Education Code, Section 89922).
 - 7.2.2** No governing board or sub-board shall take action on any issue until that issue has been publicly posted for at least one (1) week (Education Code, Section 89924). This provision is not applicable to special meetings called pursuant to Education Code, Section 89922.
- 7.3** A quorum shall be more than half of the members of the Board.
- 7.4** Meetings of the Board shall be conducted in accordance with Robert's Rules of Order unless another recognized system of procedure is adopted. Exceptions to Robert's Rules appearing in these Bylaws will take precedence.
- 7.5** Any current student or alumni of California State University, Stanislaus shall have the opportunity to address any Board agenda item. The Chair reserves the right to set a speaking limit.

ARTICLE VIII: DELEGATION OF AUTHORITY

- 8.1** The Board shall develop, review, adopt, and provide oversight of policy, budget, and major transactions of the University Student Union.
- 8.2** The Board shall have the authority to establish policy for control and management of the University Student Union subject to the authority of the CSU Board of Trustees and the University President as set forth in Education Code Section 89900 et.seq. Section 42400 et.seq. Title 5, California Code of Regulations, the Bond Indenture and applicable Trustee and campus policies.
- 8.3** The Board shall ratify contracts for all service.

- 8.4** The Board shall prepare and/or supervise preparation of annual budget for the University Student Union in accordance with these Bylaws and university procedures.
- 8.5** The Board shall periodically review and revise the Bylaws to govern the operation of the Board and the organization. Interpretation of the Bylaws ultimately lies with the Board.
- 8.6** The Executive Director shall be responsible for the overall supervision and management of employees, financial responsibilities, and compliance of the University Student Union. The Executive Director shall report to the Board and have a dotted reporting line to the University Dean of Students.
- 8.7** The Assistant Director of Programs and Leadership, the Assistant Director of Operations and the Marketing Services Coordinator shall give a quarterly reports to the Board.
- 8.8** No member of the Board shall have administrative authority over the Board. To avoid line-of-authority conflicts, the Executive Director shall not have direct reporting line authority to the University President or University Vice President of Business & Finance.
- 8.9** All salaried employees of the University Student Union shall perform duties as outlined in Board approved job descriptions.
- 8.10** The Chair and ASI President, in collaboration with the University Dean of Students, shall conduct a yearly evaluation of the Executive Director in compliance will all ASI and USU policies and procedures.

ARTICLE IX: DUTIES OF BOARD OFFICERS

9.1 Duties of the Chair:

- 9.1.1** The Chair is the official representative of the Board of Directors.
- 9.1.2** The Chair shall work an average of 15-20 hours per week.
- 9.1.3** The Chair shall chair the Operations Committee.
- 9.1.4** The Chair shall co-chair the joint ASI/USU Human Resources Committee in conjunction with the ASI President.
- 9.1.5** The Chair shall run the executive meetings, in which USU staff members will be in attendance.
- 9.1.6** The Chair shall preside over meetings of the Board of Directors.

9.2 Duties of the Vice Chair:

- 9.2.1** The Vice Chair shall, in the absence of the Chair, serve and perform all duties of the Chair. If the Chair is no longer able to fulfill his/her duties then the Vice

Chair shall become the Chair. The Vice Chair serves as the corporate chief financial officer.

- 9.2.2 The Vice Chair shall be a signatory on all requisitions.
- 9.2.3 The Vice Chair shall work an average of 15-20 hours per week.
- 9.2.4 The Vice Chair shall co-chair the joint ASI/USU Policy Committee in conjunction with the ASI Vice President.
- 9.2.5 The Vice Chair shall co-chair the joint ASI/USU Budget Committee in conjunction with the ASI Vice President.
- 9.2.6 The Vice Chair shall be in attendance at the Executive Committee meetings.

9.3 Duties of the Secretary:

- 9.3.1 The Secretary shall, in the absence of the Chair and the Vice Chair, assume the duties of the Chair.
- 9.3.2 The Secretary shall work in congruence with the USU Executive Assistant to ensure the record of all the agendas and minutes of both committee and board meetings are maintained.
- 9.3.3 The Secretary shall co-chair the joint ASI/USU Rules Committee in conjunction with the ASI Vice Chair.

ARTICLE X: STANDING COMMITTEES

10.1 Executive Committee: The Executive Committee shall be composed of the USU Chair, USU Vice Chair, ASI President, and ASI Vice President. The Executive Director serves as a non-voting committee advisor.

- 10.1.1 In cooperation with the Executive Director, the Executive Committee serves as an advisory body on major management and operational matters.
- 10.1.2 The Executive Committee shall set Board agenda items and address issues which do not fall into the realm of the committees and the Board. The Board may delegate specific authority to the Executive Committee to act for the Board. Such delegations shall be by minute action.

10.2 Joint ASI/USU Budget Committee:

10.2.1 Under the leadership of the USU Vice Chair and the ASI Vice President, the Budget Committee shall work with the Executive Director and the ASI Budget Assistant in developing the proposed budget for the University Student Union for the next fiscal year and shall present the proposed budget to the Board for consideration and approval. This committee will also consider any other financial matters that may arise and make recommendations to the Board.

- 10.2.2 The committee shall review requests for line item transfers and submit a recommendation to the Board.
- 10.2.3 The committee shall develop and monitor long-range budget and student fee projections.
- 10.2.5 The committee shall conduct meetings to determine which on-campus student clubs and organizations shall receive ASI Club Allocation funding.
- 10.2.5 The committee shall be composed of the committee chairs, equal Board members from both the ASI and USU Board of Directors, and such advisors as the Board shall determine based upon the recommendation of the committee chairs.

10.3 Joint ASI/USU Policy Committee:

- 10.3.1 Under the leadership of the USU Vice Chair and ASI Vice President, the Policy Committee shall work with the Executive Director to prepare, review, and recommend policies and procedures in relation to the operational functions of the ASI and USU organizations.
- 10.3.2 All decisions of the Policy Committee are subject to review by the Board.
- 10.3.3 The committee shall be composed of the committee chairs, equal Board members from both the ASI and USU Board of Directors, and such advisors as the Board shall determine based upon the recommendation of the committee chairs.

10.4 Operations Committee:

- 10.4.1 Under the leadership of the Chair, the Operations Committee shall work with the Executive Director, the Assistant Director of Operations, and the USU Events Coordinator to further the oversight and maintenance of the University Student Union building.
- 10.4.2 The committee shall work with staff to market the University Student Union.
- 10.4.3 The committee shall assist the Assistant Director of Operations with various surveys and focus groups.
- 10.4.4 The committee shall assist the Chair with the recruitment of potential candidates for the Board and its committees.
- 10.4.5 The committee shall work with the Assistant Director of Operations to develop a list of renovation and upgrade projects capable of being done within 10-15 months.
- 10.4.6 The committee shall work with the Assistant Director of Operations to update, maintain, and prioritize the list of deferred maintenance e.g. roof replacement, painting, and bathrooms.

- 10.4.7 The committee shall work with the staff and the Board in the development of the University Student Union's Strategic Plan prior to the development of the budget.
- 10.4.8 The committee shall recommend a schedule of prices for services and facilities.
- 10.4.9 The committee shall be composed of the committee chair, Board members and such advisors, as the Board shall determine based upon the recommendation of the committee chair.

10.5 Joint ASI/USU Human Resources Committee

- 10.5.1 Combined Joint ASI/USU Human Resources Committee is established to review and make recommendations to the respective organization boards on ASI and USU personnel policies. The committee shall operate in accordance with the ASI/USU Comprehensive Personnel Policy Manual.
- 10.5.2 The joint standing committee shall be co-chaired by the ASI President and the USU Board Chair. Other student members include the Vice President of ASI, the Vice Chair of USU, and two student representatives, one appointed by the President of ASI and one by the Chair of USU. The Human Resources Specialist shall serve as an advisor of the committee.

10.6 Joint ASI/USU Rules Committee:

- 10.6.1 Under the leadership of the Secretary of USU and the ASI Vice Chair, the ASI/USU Rules Committee shall work with the Executive Director to enforce the Bylaws, policies, point system, and review Board members point totals.
- 10.6.2 The committee shall be composed of the committee chairs, equal Board members from both the ASI and USU Board of Directors, and such advisors as the Board shall determine based upon the recommendation of the committee chairs.
- 10.6.3 The committee is responsible for recommendations of officer removal to the respective ASI and USU boards.

10.7 Committee Membership

- 10.7.1 The Board shall establish and maintain membership on all standing and ad hoc committees. A master list of all committee membership shall be kept in the University Student Union office. It is the duty of the Chair to make sure the list is updated.
- 10.7.2 All student Board members must serve on at least two (2) committees.
- 10.7.3 The Executive Director shall be a non-voting member of any advisory committees.
- 10.7.4 Chairs of standing committees shall be Board members.

10.7.5 Only members of the Board shall be members of committees with delegated authority from the Board.

10.8 All standing committees of the Board should expect, during the academic year, to have at least one regularly scheduled meeting per four-week period. Additional meetings may be called, if necessary, as often as one per week by the committee chair, the Executive Director, or the Chair, as applicable.

10.9 All standing committees of the Board shall make periodic reports of their actions and plans to the Board.

10.10 The Board may designate additional standing or ad hoc committees in response to specific needs or to comply with applicable law or regulations. Such designations shall be by resolution stating the role, responsibilities, and composition of each committee.

ARTICLE XI: BYLAW AMENDMENTS

11.1 Amendments to the Bylaws shall be by a majority vote of the Board at a meeting with a quorum present.

11.2 All proposed amendments must have two formal readings at separate meetings; they may be voted on at the meeting of the second reading.

Adopted by the Board of Directors at its Meeting of September 4, 2014.

_____ USU Chair

_____ Secretary