

Section: Bylaws

Revised: May 11, 2023
Last Revision Date: November 4, 2021
Approval: Majority Vote
Amendment: Majority Vote

ARTICLE I: NAME AND PURPOSE

1.1 The official name of this auxiliary organization is the University Student Center of California State University, Stanislaus.

1.2 There shall be a University Student Center Board of Directors whose purpose is to develop policies and procedure for the effective conduct and management of the University Student Center programs, facilities, and services consistent with California State University, Stanislaus campus policies. It also has the authority to establish such committees as necessary to carry out this purpose.

1.3 The University Student Center will serve as a unifying entity for students and the campus community; 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 Center shall provide experience in self-government and civic responsibility.

ARTICLE II: COMPOSITION OF THE UNIVERSITY STUDENT CENTER BOARD OF DIRECTORS

2.1 The powers and responsibilities of the University Student Center shall be vested in a Board of Directors whose official name is the University Student Center 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.

- 2.2.1 Nine (9) students of California State University, Stanislaus are to be appointed by the Board, to serve a one (1) year term.
 - 2.2.2 One (1) member from ASI which will be the president of ASI or a selected designee from the elected members of ASI to serve a one (1) year term.
 - 2.2.3 One (1) member of the general faculty of California State University, Stanislaus recommended by the faculty appointing process.
 - 2.2.4 One (1) alumnus of California State University Stanislaus recommended and approved by the Board.
 - 2.2.5 The University President or a selected designee.
 - 2.2.6 The University Vice President of Business and Finance or a selected designee.
 - 2.2.7 One (1) non-campus community member will be recommended and approved by the Board.
- 2.3 Advisors are non-voting members and shall serve such a period as may coincide with their terms of employment. Advisors of the Board include, but are not limited to, the ASI Leadership Manager, and the Executive Director. The Board may name additional advisors.
- 2.4 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).
- 2.5 The Chair shall nominate candidates to fill the following positions in the event of a vacancy: student(s) community, and/or Alumni director(s). The Board can approve a nominee with a majority vote. A candidate, once confirmed by the Board, shall become a voting Board member effective immediately and shall serve up to completion 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 California State University 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 California State University, 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 other units or departments within the University Student Center or Associated Students, Incorporated.
- 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 session.
- 3.6 The faculty member may serve for no more than three (3) one-year terms on the Board. The Board may extend the term limit by a majority vote for every year past the three (3) one-year term limit.
- 3.7 The Alumni member may serve for no more than three (3) one-year terms on the Board. The Board may extend the term limit by a majority vote for every year past the three (3) one-year term limit.
- 3.8 The non-campus community member may serve for no more than three (3) one-year terms on the Board. The Board may extend the representative's term by a majority vote for every year past the three (3) one-year term.
- 3.9 The term of office shall be one fiscal year beginning on June 1st and ending on May 31st.
- 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 2/3rds 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 provided through email.
- 3.12 No person shall be eligible to serve on the ASI Board of Directors and SC Board of Directors concurrently. This does not apply to the ASI Representative on the SC 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 interview committee will consist of the Chair, two (2) board members, AS I Leadership Manager, and the SC Leadership Assistant. 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 Center, or a selected designee, will choose additional students to be part of the interviewing process.

4.3.1 The full 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 California State University Stanislaus campus.

4.5 The Board shall approve the new members by a majority vote at the first regularly scheduled board meeting in May.

4.6 The appointment 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 Vice Chair of Finance.

4.7 The Board shall approve Board executive officers by the second board meeting in May. These positions shall serve a term of one (I) year starting June 1st. The current (outgoing) Board members whose terms end May 31st will vote to approve or reject the nominees.

4.8 No board member shall hold more than one board officer position.

All applications must be kept active and available in the University Student Center for a minimum of one (I) 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 2.5.

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 student board members, must attend the majority of the scheduled meetings of the internal committees on which they serve. Failure to attend two (2) consecutive committee meetings with unexcused absences, or a total of three (3) unexcused absences in a semester is cause for removal from the Board. The chair of the committee must report all absences to the Board Vice Chair.

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 72 hours (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, alumni or campus community member of California State University, Stanislaus shall have the opportunity to address the Board during open forum. The Chair reserves the right to set a speaking limit.
- 7.6 SC prohibits members of the board of directors from voting by proxy.

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 Center.
- 8.2 The Board shall have the authority to establish policy for control and management of the University Student Center 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 prepare and/or oversee preparation of annual budget for the University Student Center in accordance with these Bylaws and university procedures.
- 8.4 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.
- 8.5 The Executive Director shall be responsible for the overall supervision and management of employees, financial responsibilities, and compliance of the University Student Center. The Executive Director shall report to the Board and have a dotted reporting line to the University Dean of Students as outlined in the Memorandum of Understanding.
- 8.6 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, or their designees.
- 8.7
- 8.8 The Chair and ASI President shall conduct a yearly evaluation of the Executive Director in compliance with all SC and ASI policies and procedures.
- All Professional Staff of the University Student Center shall perform duties as outlined in Board approved job descriptions.

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 Facilities Committee.
- 9.1.4 The Chair shall co-chair the Human Resources Committee in conjunction with the ASI President.
- 9.1.5 The Chair shall co-chair the Executive Committee in conjunction with the ASI President.
- 9.1.6 The Chair shall preside over meetings of the Board of Directors.
- 9.1.7 The Chair shall perform other duties as outlined in the Board approved position description.

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 their duties, then the Vice Chair shall become the Chair.
- 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 Policy Committee in conjunction with the AS! Vice President.
- 9.2.5 The Vice Chair shall co-chair the Judicial Committee in conjunction with the AS! Vice President.
- 9.2.6 The Vice Chair shall perform other duties as outlined in the Board approved position description.

9.3 Duties of the Vice Chair of Finance:

- 9.3.1 The Vice Chair of Finance shall, in the absence of the Chair and the Vice Chair, assume the duties of the Chair. The Vice Chair of Finance serves as the corporate financial officer.
- 9.3.2 The Vice Chair of Finance shall work an average of 15-20 hours per week.
- 9.3.3 The Vice Chair of Finance shall co-chair the Budget Committee in conjunction with the AS! Vice President of Finance.
- 9.3.4 The Vice Chair of Finance shall perform other duties as outlined in the Board approved position description.

9.4 Duties of the Student Director

- 9.4.1 The Student Director shall serve as a voting member on the University Student Center Board of Directors.
- 9.4.2 The Student Director shall be available during the Student Center's designated meeting time.
- 9.4.3 The Student Director shall perform other duties as outlined in the Board approved position description.

ARTICLE X: INTERNAL COMMITTEES

- 10.1 Executive Committee:** The Executive Committee shall be composed of the SC Chair, SC Vice Chair, SC Vice Chair of Finance, ASI President, ASI Vice President, ASI Vice President of Finance. 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 & SC Budget Committee:

10.2.1 Under the leadership of the SC Vice Chair of Finance and the ASI Vice President of Finance, the Budget Committee shall work with the Executive Director in developing the proposed budget for the University Student Center 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 develop and monitor long-range budget and student fee projections.

10.2.3 The committee shall be composed of the committee chairs, equal Board members from both the SC and ASI Board of Directors.

10.3 Joint SC and ASI Policy Committee:

10.3.1 Under the leadership of the SC 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 SC organizations.

10.3.2 All decisions of the Policy Committee are subject for approval by the Board with a two-thirds vote.

10.3.3 The committee shall be composed of the committee chairs, equal Board members from both the SC and ASI Board of Directors.

10.4 SC Facilities Committee:

10.4.1 Under the leadership of the Chair, the Facilities Committee shall work with the Executive Director and the Assistant Director of Operations and Services, to further the oversight and maintenance of the University Student Center building.

10.4.2 The committee shall work with staff with various surveys and focus groups.

10.4.3 The committee shall work with staff to develop a list of renovation and upgrade projects capable of being done within 1-24 months.

10.4.4 The committee shall work with staff to update, maintain, and prioritize the list of deferred maintenance e.g. roof replacement, painting, and bathrooms.

10.4.5 The committee shall recommend a schedule of hours of operation, and prices for services/facilities.

10.4.6 The committee shall be composed of the committee chair, and SC Board members.

10.5 Joint SC and ASI Human Resources Committee

10.5.1 Combined Joint SC and ASI Human Resources Committee is established to review and make recommendations to the respective organization boards on SC and ASI personnel policies. The committee shall operate in accordance with the SC and ASI Personnel Policy Manual.

10.5.2 The joint internal committee shall be co-chaired by the ASI President and the SC Board Chair. Other student members include the ASI Vice President, the ASI Vice President of Finance, the SC Vice Chair, and the SC Vice Chair of Finance. The Human Resources Manager shall serve as an advisor of the committee.

10.6 Joint SC and ASI Judicial Committee:

10.6.1 Under the leadership of the SC Vice Chair and the ASI Vice President, the SC and ASI Judicial Committee shall work with the ASI Leadership Manager, or selected designee, 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 SC and ASI Board of Directors.

10.6.3 The committee is responsible for recommendations of officers and directors' removal to the respective SC and ASI boards.

10.7 Committee Membership

10.7.1 The Board shall establish and maintain membership on all internal and ad hoc committees. A master list of all committee membership shall be kept in the University Student Center office. It is the duty of the Vice Chair to make sure the list is updated and posted.

10.7.2 All student Board members must serve on at least two (2) committees.

10.7.3 Only members of the SC and/or ASI Board shall be members of committees with delegated authority from the Board.

10.8 All internal committees of the Board should expect, during the academic year, to have at least one regularly scheduled meeting per semester. 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 internal committees of the Board shall make periodic reports of their actions and plans to the Board.

- 10.10 The Board may designate additional 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 two-thirds 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 May 11th, 2023.

Mariah Burciaga

[Mariah Burciaga \(May 19, 2023 12:53 PDT\)](#)

Mariah Burciaga, Chair

May 19, 2023

Date signed

Mariana Jimenez

[Mariana Jimenez \(May 19, 2023 13:00 PDT\)](#)

Mariana Jimenez, Vice Chair

May 19, 2023

Date signed

Gianna Nunes

[Gianna Nunes \(May 22, 2023 12:06 PDT\)](#)

Gianna Nunes, Vice Chair Finance

May 22, 2023

Date signed