

University-Student Union, Inc.  
Board of Directors

CODE OF PROCEDURES

**I. NAME**

This document shall be called the University-Student Union Board of Directors Code of Procedures.

**II. PURPOSE AND FUNCTION**

The University-Student Union Board shall develop and amend policies for the University-Student Union. The purpose and responsibilities of the Board shall be to govern the operation of the Union as a student body center for the benefit of the students, faculty, staff, and Alumni and to conform to the policy set forth by the Trustees of the California State University system and by California State University, Los Angeles.

**III. AMENDMENTS**

The Code of Procedures may be amended by an absolute majority of the Board of Directors.

**IV. DUTIES AND RESPONSIBILITIES**

A. The Chair shall be responsible for:

1. Being the Chair of the University-Student Union Board of Directors and Executive Committee as applied by Board Policy and the current "Code of Procedures"; and shall be an Ex-officio, non-voting member of all other standing committees.
2. Taking the chair at the hour at which the Board of Directors convenes, immediately call the directors to order, and cause the roll to be called.
3. Being responsible for the reading and approval of the minutes of the previous Meeting.
4. Preserving order and decorum; decide all points of order subject to an appeal of the Board of Directors; the chair may speak to points of order in preference to other directors.
5. Making all possible effort to facilitate the conduct of business and debate.
6. Calling upon the members of gallery to speak on an issue during a period of debate. Members of the gallery are subject to the same limitation as directors of the board.

7. Developing the agenda for all meetings in consultation with the Executive Director of the University-Student Union.
8. Having the right to name a director to perform the duties of the Chair in the Absence of the Chair and Vice-Chair of the Board of Directors, but such Appointment shall not be extended beyond adjournment.
9. Having control of the Board chambers and entries thereto during Board meeting proceedings.
10. Being responsible for the communication of the action of the Board of Directors to the appropriate parties unless otherwise specified in the motion or resolution.
11. Having the right to vote at his/her discretion in the event of a tie.
12. Being responsible for maintaining a speaker's list.
13. Supervising the activities and performance of University-Student Union Executive Director.
14. Signing all University-Student Union Board resolutions and leases, operating agreements, and contracts with California State University, Los Angeles or other campus entities.
15. Calling Union legal council about University-Student Union matters.
16. Making recommendations on committee appointments to the Board of Directors.
17. Representing the University-Student Union Board of Directors in conferences, meetings, and events as directed by the Board.

B. The Vice-Chair shall be responsible for:

1. Carrying out the responsibilities of the Chair in his/her absence, when required by Parliamentary Procedure or when requested by the Chair.
2. Assisting the Chair in performing his/her duties.
3. Chairing the ad hoc committees established by the Board of Directors.

C. The Executive Director, University-Student Union, shall be responsible for:

1. Serving as the Executive Secretary of the University-Student Union Board of Directors.

2. Preparing such memoranda and other materials as requested either by the Chair and/or the Board of Directors.
3. Being responsible for the accuracy of the minutes.
4. Preparing and distributing the minutes seven (7) calendar days before the next Board of Directors meeting.
5. Entering into the minutes members present, members absent, tardiness, or early departure of directors during the meeting.
6. Keeping a chronological reference list of policy decisions made by the Board of Directors.
7. Forwarding to the parties concerned resolutions and/or documents approved by the Board of Directors and which have been signed by the Chair.
8. Maintaining the official corporate book of minutes and a duplicate set for the Union's auditors.
9. Keeping scrapbooks of all newspaper articles relating to the Board of Directors and/or the University-Student Union.
10. Maintaining files of all University-Student Union events and activities.
11. Sending notices of appointment to appointees of committees, sub-committees or Boards to which the person has been appointed and copy the Chair on these notices.
12. Providing information and documents on all agenda items, if necessary, and as directed by the Board.
13. Performing all the necessary research on all issues and programs as directed by the Board of Directors and the Chair.
14. Keeping the Board of Directors informed of all fiscal matters concerning the University-Student Union.
15. Providing the Board of Directors with all the information in accordance with the open meeting law.
16. Reporting to the Board on personnel matters.
17. Performing other tasks as requested by the Board.
18. Reporting to the Chair on any legal opinion sought.

19. Reporting to the Board of Directors on all the operating units of the University-Student Union.
20. Conducting studies to increase revenues in all the operating units, which includes proposed and existing business operations as needed.
21. Serving in the best interest of the University-Student Union.
22. Negotiating and recommending leases, contracts, operating agreements, and other documents as directed by the Board of Directors Chair.
23. Consulting regularly with the Chair on all matters concerning the operations of University-Student Union.
24. Seeking advice and/or inviting lawyers or other persons to the Union on legal matters concerning the University-Student Union corporation.

D. Student members shall be responsible for:

1. Actively seeking out the opinions, needs, and desires of the student body at large.
2. Ensuring that all necessary activities and policies are initiated and carried out for the campus body.
3. Chairing at least one standing committee, whenever possible.
4. Performing other tasks as requested by the Board of Directors.
5. Actively participating in University-Student Union activities and programs.

E. Faculty members shall be responsible for:

1. Informing the Board of Directors on issues related to Academic Senate policies that affect the Union.
2. Providing advice and guidance to the Board on all issues based on their experience and good judgment.
3. Offering information, as requested, on issues considered by the Board.
4. Performing other tasks as requested by the Board.

F. The President of the University or designee shall be responsible for:

1. Informing the Board on University concerns, especially those of the President, as related to the University-Student Union.

2. Informing the Board on issues related to the University that affect the University-Student Union
3. Informing the Board on proposed and/or changes in University policies or Chancellor's office and Trustees policy that are related to the University-Student Union.
4. Providing advice and guidance to the Board on all issues based on his/her experience and good judgment.
5. Offering information, as requested, on issues considered by the Board.
6. Performing other tasks as requested by the Board of Directors.

G. The Vice-President of Student Affairs or designee (ex-officio) shall be responsible for:

1. Informing the Board on issues related to his/her division that affects the University-Student Union.
2. Facilitating coordination with the University-Student Union on all issues involving both entities.
3. Providing advice and guidance to the Board on all issues based on his/her experience and good judgment.
4. Offering information, as requested, on all issues considered by the Board.
5. Performing other tasks as requested by the Board.

H. The Staff member nominated by the President shall be responsible for:

1. Informing the Board on issues related to his/her department and/or division that affect the University-Student Union.
2. Coordinating with the University-Student Union Board of Directors on all issues involving both entities.
3. Providing advice and guidance to the Board on all issues based on his/her experience and good judgment.
4. Offering information as requested on all issues considered by the Board.
5. Performing other tasks as requested by the Board.

- I. The Alumni member shall be responsible for:
  1. Reporting to the Board of Directors on alumni issues and concerns that are related to the University-Student Union.
  2. Reporting to the Alumni Association Board of Directors on University-Student Union issues and concerns.
  3. Coordinating with the University-Student Union Board of Directors on all issues involving both entities.
  4. Providing advice and guidance to the Board on all issues based on his/her experience and good judgment.
  5. Offering information, as requested, on all issues considered by the Board.
  6. Performing other tasks as requested by the Board.
  
- J. The Executive Director of University Auxiliary Services, Inc. shall be responsible for: (ex-officio, non-voting)
  1. Providing information on all issues that relate to both auxiliaries.
  2. Informing the Board on any new, proposed and/or changes in leasing and operating agreements with the University-Student Union.
  3. Coordinating with the University-Student Union Board to benefit both auxiliaries.
  4. Providing advice and guidance to the Board on all issues based on his/her experience and good judgment.
  5. Offering information as required on issues considered by the Board.
  6. Performing other tasks as requested by the Board.
  
- K. The General Manager of the Associated Students shall be responsible for:
  1. Informing the Board on issues related to his/her corporation that affects the University-Student Union.
  2. Coordinating with University-Student Union Board of Directors on all issues involving both auxiliaries.
  3. Providing advice and guidance to the Board on all issues based on his/her experience and good judgment.

4. Offering information, as requested, on all issues considered by the Board.
5. Performing other tasks as requested by the Board of Directors.

L. The Board of Directors shall be responsible for:

1. Discussing and approving the annual budget.
2. Referring issues to the standing committees as directed by a majority vote of the Board of Directors.
3. Voting on all recommendations made to the Board by the standing committees.
4. Creating ad hoc committees as required.
5. Selection and termination of the University-Student Union Executive Director.
6. Developing policies and procedures, as appropriate, for the University-Student Union corporation.
7. Reviewing all documents provided to them in a timely manner prior to the Board meeting.
8. Serving in the best interests of the University-Student Union and the campus population at large.
9. Participating in University-Student Union activities and programs.

M. Meetings:

1. Written notice of every regular meeting shall be given to each Board member at least seven (7) calendar days before each meeting. Notice may be delivered personally or by mail to the last known address of the Board member, and if mailed, is complete upon mailing. Written notice of any meeting shall also be given pursuant to this subsection of any person who requests such notice in writing. An agenda listing the matters to be considered at each meeting shall be included in this written notice.
1. Regular meetings shall be held on campus not less than once per quarter of the University year, the time and place to be determined by the Board at its first meeting of the University year.
2. Meetings shall adjourn by a simple majority of the Board of Directors.

3. Special Meetings:
  - a. Special meetings may be called by the Chair with the concurrence of the Executive Committee, or
  - b. At the written request of any three (3) members of the University-Student Union Board of Directors, specifying the purpose for which the special meeting is called.
  - c. Written notice of a Special meeting, its time and place, shall be given to all members of University-Student Union Board of Directors at least two (2) University working days prior to the meeting and delivered to their last known residence address or place of business.
  
5. All meetings of the Board shall be open to the public, and all persons shall be permitted to attend any meeting of the Board, provided, however that the Board may hold closed sessions during any meetings to consider those matters that may lawfully be considered in such sections under Article 2 (commencing with Section 89920) of Chapter 7 of Part 55 of the California Education Code.

Approved by the University-Student Union Board of Directors at its  
January 19, 2001 Meeting.